



DIRECTORS FIT AND PROPER POLICY

OASIS HOME HOLDING BERHAD

(Registration No. 202101011610 (1411909-M))

1. Introduction

The Board of Directors ("**Board**") of Oasis Home Holding Berhad ("**Company**") believes that a Director that possess the required character, experience, integrity, commitment and competence in diligently discharge their responsibilities and duties can contribute positively to the proper governance of the Company and its subsidiaries ("**Group**").

In view thereof, the Company has adopted this Directors' Fit and Proper Policy ("**Policy**") to ensure a formal and transparent process for the re-appointment of existing Directors as well as appointment of any new Director to the Board. This Policy also serves as a guide to the Nomination Committee ("**NC**") and the Board in their review and assessment of candidates that are to be appointed to the Board as well as Directors who are seeking for election or re-election.

In formulating this Policy, the Company is obliged to comply with the requirements contained in the ACE Market Listing Requirements ("**ACE LR**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and other applicable rules and regulations from time to time to ensure compliance with the obligations imposed.

Regulatory requirements:

- Rule 2.20A of the ACE LR

Qualification of directors and other key officers

Every listed corporation must ensure that each of its directors, chief executive or chief financial officer has the character, experience, integrity, competence and time to effectively discharge his role as a director, chief executive or chief financial officer, as the case may be, of the listed corporation.

- Rule 15.01A of the ACE LR (effective 1 July 2022) Fit and proper policy

A listed issuer must:

- (a) have a fit and proper policy for the appointment and re-election of directors of the listed issuer and its subsidiaries;
- (b) ensure the policy addresses board quality and integrity and will aid the listed issuer to comply with Rule 2.20A of the ACE LR; and
- (c) make available the policy on its website.

- Rule 15.08A(3) of the ACE LR

The listed issuer must provide, in its annual report, a statement about the activities of the nominating committee in the discharge of its duties for the financial year. Such statement must include the application of the listed issuer's fit and proper policy in the nomination and election of its directors, how the requirements set out in Rule 2.20A of the ACE LR are met and contain the following information:

- (a) the policy on board composition having regard to the mix of skills, independence and diversity (including gender diversity) required to meet the needs of the listed corporation;
- (b) the board nomination and election process of directors and criteria used by the nominating committee in the selection process; and
- (c) the assessment undertaken by the nominating committee in respect of its board, committees and individual directors together with the criteria used for such assessment.

2. Scope

This Policy applies to the Board of the Company and its subsidiaries.

3. Duties and Responsibilities

The Board

The Board shall be directly responsible for conducting the assessment on the fitness and propriety of Directors and make decision on their appointment. The Board is ultimately responsible for ensuring all existing Director seeking re-appointment or proposed new Directors fulfill the fit and proper requirements.

Upon conclusion of any assessment, the Board shall state its decision whether it supports the re-appointment of existing Directors or appointment of any new Directors and the reasons of thereof.

The NC

The NC is responsible for leading the review of the appropriate skills (including but not limited to professional skills, where applicable), experience and characteristics required of Board members through set procedures, in the context of the needs of the Group.

The NC is also responsible for the assessment on existing Directors (for re-appointment) or proposed Directors (for new appointment) and make recommendation to the Board on these matters for the Board's further review and decision.

From time to time, the NC shall also provide information to the Board on matters/development concerning the criteria and procedure for fit and proper assessment and to suggest improvement or alternative to address any gaps (if any) in the assessment process.

The NC shall also exercise its best endeavor and to take all reasonable steps to protect the information and documents, which are collected for the purpose of fit and proper assessment from misuse, unauthorized access, modifications or disclosure.

4. Fit and Proper Criteria

In assessing if a candidate met the fit and proper criteria under this Policy, the Board together with the NC shall consider factors which includes but are not limited to the following:

(a) Character and integrity

In assessing the personal qualities such as honesty, integrity, diligence, independence of mind and fairness of Directors, the Company should consider the following:

(i) Probity

- is compliant with legal obligations, regulatory requirements and professional standards.
- has not been obstructive, misleading, or untruthful in dealings with regulatory bodies or a court.

(ii) Personal Integrity

- has not perpetrated or participated in any business practices which are deceitful, oppressive improper (whether unlawful or not), or which otherwise reflect discredit on his professional conduct.
- service contract (i.e. in the capacity of management or director) had not been terminated in the past due to concerns on personal integrity.
- has not abused other positions (i.e. political appointment) to facilitate government relations for the company in a manner that contravenes the principles of good governance.

(iii) Financial Integrity

- manages personal debts or financial affairs satisfactorily.
- demonstrates the ability to fulfil personal financial obligations as and when they fall due.

(iv) Reputation

- is of good repute in the financial and business community.
- has not been the subject of civil or criminal proceedings or enforcement action, in managing or governing an entity for the past ten (10) years.
- has not been substantially involved in the management of a business or company which has failed, where that failure has been occasioned in part by deficiencies in that management.

(b) Experience and competence

(i) Qualification, training and skills

- possesses education qualification that is relevant to the skill set that the Director is earmarked to bring to bear onto the boardroom.
- has a considerable understanding on the workings/ operational mechanism of a corporation.
- possesses general management skills as well as an understanding of corporate governance and sustainability issues.
- Commitment for continuous professional development and keep abreast with prevailing development and knowledge.
- possesses leadership capabilities and a high level of emotional intelligence.

(ii) Relevant experience and expertise

- possesses relevant experience and expertise which shall be demonstrated by past employment or business history and with due consideration given to the length/ tenure of service, nature and scale of business, responsibilities head, reporting lines and delegated authorities.

(iii) Relevant past performance or track record

- had a career of occupying a high-level position in a comparable organisation and was accountable for driving or leading the organisation's governance, business performance or operations.
- possesses a commendable past performance record as gathered from the results of the board effectiveness evaluation.

(c) Time and commitment

(i) Ability to discharge role having regard to other commitments

- able to devote reasonable and enough time as a Board member, having factored other external obligations including personal working commitment, personal business operations and concurrent board positions held by the Director across listed issuers and non-listed entities (including not-for-profit organisations).

(ii) Participation and contribution in the Board or track record

- demonstrates willingness to participate actively in board activities and provide constructive opinion in any form of Board deliberation.
- demonstrates willingness to devote time and effort to understand the businesses and exemplifies readiness to participate in events outside

the boardroom.

- manifests passion in the vocation of a Director.
- exhibits ability to articulate views independently, objectively and constructively.
- exhibits open-mindedness to the views of others and ability to make considered judgment after hearing the views of others.

5. Assessment of fitness and propriety of Directors

The Company shall conduct the fit and proper assessments on each Director within the scope of this Policy prior to initial appointments as well as at regular intervals of at least the annual board effectiveness evaluation or whenever the Company becomes aware of information that may materially compromise a Director's fitness and propriety.

In assessing a Directors' fitness and propriety, the Company shall take into account the criteria outlined in this Policy. The criteria shall be assessed both individually and collectively, taking into account their relative importance. Failure to meet one criterion on its own does not necessarily mean failure to meet the fit and proper criteria. The specific circumstances surrounding a Director's failure to meet specific criteria, such as the lapse of time since the occurrence of events, other contributing factors and the significance of the event from the perspective of potential risks posed to the Company, will be considered by the Company.

The Company should exercise the assessment objectively in the best interests of the Company and the sound conduct of the Company's business. In conducting the assessment, the Company should consider whether there have been material changes in the nature or scope of the responsibilities assumed by a Director in which higher standards of competence or judgement are required in order to properly perform the duties associated with the said position.

Additionally, any Directors or proposed Directors that are subject to the fit and proper assessment shall make a fit and proper declaration in the form as set out in Appendix of this Policy or in such other forms as the NC or Board may from time to time prescribe or approve.

6. Disclosure

Pursuant to the ACE LR on the disclosure of the application of the Directors' fit and proper policy in the nomination and election process of the directors in the statement of the nominating committee, the Board shall disclose such statement in the Annual Report. A copy of this Policy shall also be published on the website of the Company.

7. Review or revision to the Policy

This Policy shall be reviewed by the Board from time to time as necessary to ensure the Policy remains relevant and viable to meet the needs of the Company. Any revision to the Policy shall be recommended to the Board for consideration and approval.

8. Board Approval

This Policy (Version No. 1) was reviewed and approved by the Board of Directors of the Company on 28 October 2024.

DECLARATION OF FIT AND PROPER

Name:

NRIC/ Passport No.:

Do hereby solemnly affirm and declare the following:

No.	Criteria	Yes	No
Character and Integrity			
(a)	I have not been the subject of any proceedings of a disciplinary or criminal nature, or has been notified of any impending proceedings or of any investigations, which might lead to such proceedings;		
(b)	I have not contravened any of the requirements and standards of a regulatory body, professional body, government or its agencies; (For example, provisions in Bursa Malaysia Listing Requirements, Companies Act 2016)		
(c)	I or any business in which I have a controlling interest or exercises significant influence, have not been investigated, disciplined, suspended, or reprimanded by a regulatory or professional body, a court or tribunal, whether publicly or privately;		
(d)	I have not been engaged in any business practices which are deceitful, oppressive, or otherwise improper (whether unlawful or not), or which otherwise reflect discredit on my professional conduct;		
(e)	I have not been dismissed, asked to resign or has resigned from employment or from a position of trust, fiduciary appointment or similar position because of questions about my honesty and integrity;		
(f)	I have not held a position of responsibility in the management of a business that has gone into receivership, insolvency, or involuntary liquidation while I was connected with that business;		
(g)	I have not been a director of, or directly concerned in the management of, any corporation which is being or has been wound up by a court or other authority competent to do so within or outside Malaysia, or of any licensed institution, the license of which has been revoked under any written law;		
(h)	In the past, I have not acted unfairly or dishonestly in his dealings with his customers, employer, auditors, and regulatory authorities;		

No.	Criteria	Yes	No
Character, Integrity and Financial Integrity			
(a)	I have not at any time shown strong objection or a lack of willingness to maintain effective internal control systems and risk management practices;		
(b)	I am free from any business or other relationship which could materially pose a conflict of interest or interfere with the exercise of my judgement when acting in the capacity of a key responsible person which would be disadvantageous to the Company;		
(c)	I am and will be able to fulfill my financial obligations, whether in Malaysia or elsewhere, as and when they fall due;		
(d)	To my knowledge, I have not been the subject of a judgement debt which is unsatisfied, either in whole or in part, whether in Malaysia or elsewhere.		
Experience and Competence			
(a)	I have the appropriate qualification, skills, experience and competence to effectively fulfill the role and responsibilities of my position;		
(b)	I have satisfactory past performance or expertise in the nature of the business being conducted.		
Time and Commitment			
(a)	I can allocate sufficient time to commit and perform my duties in the Company. Number of directorship in public listed companies are not more than 5.		

Where you have selected "NO", please explain and/or provide the relevant documents

Explanation for items ticked "NO"	
No.	Explanation/ Remarks

I make this solemn declaration conscientiously the same to be true.

Name:
Date: