



# **RELATED PARTY TRANSACTION POLICY**

**OASIS HOME HOLDING BERHAD**  
(Registration No. 202101011610 (1411909-M))

## 1. Purpose

To set a high level of good corporate governance and encourages transparent communication in identifying and understanding the processes involved in Related Party Transactions (“**RPT**”) and Recurring Related Party Transactions (“**RRPT**”). This policy also is to ensure all RPT and RRPT are made at an arm’s length basis and on a normal commercial term which are not favourable to the related party(ies) than those available to the public and these terms are not detrimental to other shareholders of the company who are not part of the transactions.

## 2. Objective

The objective of this Policy is to provide a guidance to employees in understanding the policies and procedure that need to be adhered to in identifying and treating RPT and RRPT to ensure strict compliance with the ACE Market Listing Requirement of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and other applicable laws.

## 3. Scope and Application

As a public listed company, Oasis Home Holding Berhad (“**Oasis**” or the “**Company**”) and its subsidiaries (“**Group**”) would in the ordinary course of business, enter into transaction of revenue or trading in nature with related parties.

This policy applies to all employees, directors, major shareholders and person related to the director and major shareholders of the Group.

## 4. Definitions

For the purpose of this Policy, the terms listed below represent its respective definitions:

<b>Director</b>	means any person who is or was within the preceding 6 months of the date of the terms of the transaction/s were agreed upon; a director of the Company or any of its subsidiaries
<b>Family</b>	spouse, parent, siblings, children (including adopted and step child) and spouse of siblings and children
<b>Major Shareholder</b>	a person who has an interest or interests in one or more voting shares in the Company and the number or aggregate number of those shares, is:  (a) 10% or more of the total number of voting shares in the Company; or  (b) 5% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company.

<b>Person connected</b>	<p>person who falls under any of one of the following categories:</p> <ul style="list-style-type: none"> <li>(a) A family member of Director or major shareholder</li> <li>ii. A partner of the Director or major shareholder; or a partner of a person connected with the Director or major shareholder</li> <li>(b) A person who is accustomed/under an obligation to act, under the influence of the Director or major shareholder</li> <li>(c) Trustee of a trust under which the Director or major shareholder is the sole beneficiary</li> <li>(d) A body corporate or its directors which/who is/are accustomed to act or are under influence of the director or major shareholder</li> <li>(e) A body corporate in which the director/major shareholder or persons connected to him is entitled to exercise/control <math>\geq</math> 20% of the voting shares in that body corporate</li> <li>(f) A body corporate which is a related corporation of the Director and major shareholder</li> </ul>
<b>Related Party</b>	means a director, major shareholder, person connected to the director or major shareholder
<b>Related Party Transactions or RPT</b>	transactions entered into by the Group which involves the interest, direct or indirect, of a related party
<b>Recurring Related Party Transactions or RRPT</b>	<p>related party transactions which are recurrent, of a revenue or trading nature and which are necessary for day-to-day operations of the Group.</p> <p>In determining whether a transaction is recurrent, consideration should be given to the frequency or regularity of the transaction.</p> <p>An RRPT of a revenue nature which is necessary for day-to-day operations must either contribute directly or indirectly to the generation of revenue for the Group.</p>

This Policy shall also be guided by the definitions and interpretations of the abovementioned items as set out in the ACE Market Listing Requirement of Bursa Securities and Companies Act, 2016, where applicable.

## 5. Procedures

- (a) The general obligation to act in the best interests of the Group means before entering into a commercial contract/agreement/transaction, the originator/buyer must identify and check for RPT elements, contract value, and obtain verification from the Finance Department, where necessary.
- (b) The Company to assess the pricing, quality, terms and expertise of any goods or services that the Related Party offered. These shall be compared to the same goods/services offered by the normal unrelated open market transactions including the appropriate preferential rates and discounts accorded for the same purchases in terms of the commercial terms in the standard industry norm.
- (c) For comparison, the Company will procure at least two (2) other contemporaneous transactions/quotations from unrelated third parties for similar products/services and/or quantities, where possible to determine whether the price and terms offered to/by the related parties are fair & reasonable.
- (d) In the event where such comparable quotations from an unrelated third party is not available, the transaction prices and commercial terms shall be determined based on the Group's usual business practices and policies to ensure that the RPT or RRPTs are not detrimental to the Group.
- (e) All Directors and major shareholders are required to declare and disclose any transaction in which they are deemed to have interest and give their undertakings that all business transactions entered between themselves and/or persons connected with them and the Group are negotiated and agreed at arm's length basis based on normal commercial terms and are not to the detriment of the minority shareholders and favourable to the related party/parties on a quarterly basis.
- (f) In addition, at least once a year, all Directors, Head of Finance and Major Shareholder (if applicable) are required to disclose names of companies in which he/she and/or their person connected hold directorships and/or substantial shareholding and any potential RPT and RRPT, if any.
- (g) The Company within the group shall maintain a record of all the RPTs and RRPTs entered into pursuant to the shareholders' mandate to ensure that the necessary approvals are obtained and proper review procedures are followed in respect of all these transactions. The Finance Department, overseen by the Head of Finance, shall compile a listing of related parties, nature of RPTs and RRPTs, estimated value of annual transactions and control(s) put in place, subject to update from time to time and review by the Head of Finance. This register of RPTs and RRPTs will be disseminated to all Finance Department's personnel and Head of Departments.
- (h) All the RPTs and RRPTs shall be presented for review to the Audit and Risk Management Committee ("**ARC**") on a quarterly basis to monitor and track to ensure these transactions are at arm's length and within the normal commercial terms and not more favourable to any party than those generally available to the public. The ARC shall then report to the Board of Directors for further action if necessary.

- (i) In reviewing these transactions, the ARC may request for additional information from professional sources as it deems fit to ensure that the transactions are within the scope of this policy. The ARC shall also review the adequacy of the processes and procedures to track and monitor these RPTs and RRPTs in a timely and orderly manner to ensure accuracy.

## **6. Reporting Process**

### **RPT**

- (a) If it involves RPT, to notify and furnish the contract/agreement/transaction to the Finance Department, who will determine the percentage ratio of the transaction as required under the ACE Market Listing Requirement of Bursa Securities, as per (c) and (d) below.
- (b) In assessing a RPT, the ARC shall be provided with the material facts of all new, existing or proposed RPTs that require the ARC's approval (including the terms of the transaction and the business purpose of the transaction), to consider such factors as it deems appropriate, including without limitation:
- the business reasons for the Company to enter into the RPT;
  - the commercial reasonableness of the terms of the RPT;
  - the materiality of the RPT to the Company;
  - the terms of the transaction and whether the terms of the RPT and RRPT are at arm's length, on terms not more favourable to related party(ies) than those generally available to the public, are not to the detriment of the minority shareholders and/or would apply on the same basis if the transaction did not involve a Related Party;
  - the extent of the Related Party's interest in the RPT, if applicable;
  - the actual or apparent conflict of interest of the Related Party participating in the RPT; and
  - Percentage ratio per Rule 10.02(g) of ACE Market listing requirements of Bursa Securities.
- (c) The Company must immediately announce to Bursa Securities a RPT, where the percentage ratio is 0.25% or more after the terms of the transaction has been agreed upon provided that the value of the consideration of the transaction is more than RM200,000 and it is not recurrent in nature.
- (d) If the percentage ratio for the RPT is 5% or more, in addition to (c) above, the Company must:
- engage the services of a Sponsor or Adviser, as the case may be, and appoint an independent adviser approved by the Securities Commission Malaysia ("**SC**") before the terms of the transaction are agreed upon;
  - seek clearance from the ARC on the announcement and submit the same to the Board for deliberation and approval based on ARC's recommendation;
  - send a circular to the shareholders; and
  - obtain shareholder's approval of the transaction in general meeting.

## RRPT

- (e) The Finance Department shall update the RRPT records and monitor the RRPT threshold. Immediate announcement is required if the percentage ratio of a RRPT is 1% or more or the consideration, value of the assets, capital outlay or costs of the RRPT is RM1 million or more, whichever is the lower; or if the actual value of RRPT exceeds the estimated value of the RRPT disclosed in the circular by 10% or more.
- (f) In monitoring the RRPTs, there is a requirement to aggregate all transactions with the same related party over a rolling 12-months period in accordance with Rule 10.12 of the ACE Market Listing Requirements of Bursa Securities.

## **7. Approval**

### RPT

All RPT shall be reviewed by the ARC and approved by Board of Directors or shareholders of the company (if required by the ACE Market Listing Requirement of Bursa Securities). If any of the Directors have an interest in the RPT, he/she shall refrain from deliberation and voting on the matter.

### RRPT

The Company may seek a mandate from its shareholders for RRPT which are necessary for its day-to-day operations, subject to the following:

- (a) the transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public;
- (b) the shareholder mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholder mandate during the financial year where the aggregate value is equal to or more than the threshold prescribed;
- (c) A circular to shareholders is issued to seek for shareholders' mandate;
- (d) The Company immediately announces to Bursa Securities when the actual value of a RRPT entered into by the Company, exceeds the estimated value of the RRPT disclosed in the circular by 10% or more.

Estimated Value in respect of RRPT mentioned in (d) above is expected to be entered into from the date of the current Annual General Meeting until the date of the next Annual General Meeting.

Any authority conferred by a shareholders' mandate will only continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which such mandate was passed, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;

- (b) the expiration of the period within which the next annual general meeting after the date it is required to be held (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act, 2016); or
- (c) revoked or varied by resolution passed by the shareholders in general meeting, whichever earlier.

## **8. Record**

### RPT Balances (non-trade only)

The Finance Manager shall, on monthly basis, reviews any RPT balances (non-trade only) that exceeds RM 50,000 and if such balances remains outstanding for 3 months or more, he/she shall immediately notify the Board of Directors for remedial action.

### RPT Reconciliation

The Assistant Manager shall, on monthly basis, performs monthly reconciliation on general ledger balance(s). Any discrepancy shall be rectified immediately.

### RPT Confirmation

Confirmation letter shall be sent out to the respective related party/parties at the end of each financial year to determine the accuracy of RPT balance(s). Any discrepancy shall be rectified immediately.

## **9. Board Approval**

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