CORPORATE GOVERNANCE REPORT

STOCK CODE : 7935

COMPANY NAME: MILUX CORPORATION BERHAD

FINANCIAL YEAR : December 31, 2024

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCEDisclosures in this section are pursuant to Paragraph 15.25 of Bursa Malaysia Listing Requirements.

SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PERSUANT CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA

Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.

SECTION A - DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

Disclosures in this section are pursuant to Paragraph 15.25 of Bursa Malaysia Listing Requirements.

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.1

The board should set the company's strategic aims, ensure that the necessary resources are in place for the company to meet its objectives and review management performance. The board should set the company's values and standards, and ensure that its obligations to its shareholders and other stakeholders are understood and met.

Application	: Applied
Explanation on application of the practice	: The Board sets the Company's values and standards and ensures that its obligations to its shareholders and other stakeholders are understood and met.
	Milux's Commitment
	Milux is committed to provide top quality and innovative products which are in line with the Company's philosophy of delivering products with "Quality, Safety and Reliability".
	To achieve Milux's Commitment, the Board observes the following guiding principles in establishing clear roles and responsibilities:-
	Establish a formal schedule of matters reserved for the Board and those delegated to Management.
	 Establish clear roles and responsibilities in discharging its fiduciary and leadership functions.
	 Formalise ethical standards through a code of ethics and conduct and ensure its compliance.
	Ensure that the Company's strategies promote sustainability.
	Ensure that all members have access to information and advice. The property of the prope
	 Ensure the Board is supported by a suitably qualified and competent Company Secretary.
	Formalise, periodically review and make public its Board Charter.
	The role and responsibilities of the Board broadly covers the following:-
	Reviewing and adopting a strategic plan for the Company including
	establishing Company's goals and ensuring that the strategies are
	in place to achieve them;
	 Establishing policies for strengthening the performance of the Company including ensuring that Management is proactively
	seeking to build the business through innovation, initiative,

	technology, new products and the development of its business capital; Identifying principal risks and ensuring the implementation of appropriate systems to manage these risks; Succession planning, including appointing, training, fixing the compensation of and where appropriate, replacing Senior Management; Deciding on whatever steps are necessary to protect the Company's financial position and the ability to meet its debts and other obligations when they fall due, and ensuring that such steps are taken; Reviewing the adequacy and the integrity of the Group's internal control systems and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines; Ensuring that the Company's financial statements are true and fair and conform with any applicable laws and/or regulations; Ensuring that the Company adheres to high standards of ethics and corporate behaviour; and Ensuring that stakeholders' considerations and environmental, social, and governance (ESG) aspects are considered and integrated into strategic business decisions, as well as Enterprise Risk Management. The Audit and Risk Committee ("ARC") and Nomination and Remuneration Committee ("NRC") have been established to assist the Board in carrying out its oversight functions and execution of its duties. Both Committees are authorised by the Board to oversee the specific functions delegated to them within respective terms of reference, which are published on the Company's website at www.milux.com.my.
Explanation for : departure	
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Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.2

A Chairman of the board who is responsible for instilling good corporate governance practices, leadership and effectiveness of the board is appointed.

Application	:	Applied
Explanation on application of the practice		The Chairman represents the Board to the shareholders and is responsible for ensuring the integrity and effectiveness of the governance process of the Board, amongst others. The key roles and responsibilities of the Chairman include:
		 (a) Leading the Board by ensuring that the Company adheres to all relevant laws and regulations as well as monitors its good corporate and best practices. (b) Maintaining regular dialogue with the Board over all operational matters and will consult with other members of the Board promptly over any matters of concern. (c) Acting as facilitator at meetings of the Board to ensure that no Directors, whether executive or non-executive, dominates discussion, that appropriate discussion takes place. (d) Principally responsible for the overall functioning of the Board, which include, providing leadership to the Board, chairing meetings of the Board in a manner that will encourage constructive discussion and effective contribution from each Director and promoting high level of corporate governance. (e) The Chairman is expected to be kept informed by the Management of all the important matters and make himself available to the Management; and to be part of the control mechanism in ensuring that the Management's decisions are properly considered and provide her assistance and advice when needed. (f) The Board communicates with shareholders at shareholders' meetings and through the distribution of its annual reports. The Chairman will chair the general meeting of shareholders and update / inform the shareholders on the Company's affairs. (g) The role calls for skills and qualities that allow and encourage shareholders to express their opinions. The Chairman possess the capability to summarise and unify thoughts and ideas as well as to manage the meeting effectively. (h) The Chairman also leads the role in presenting the Company's cause, whether formally or informally, to the authorities, institutional or potential investors and those having an influence on the environment in which the Company operates.

Explanation for departure	•		
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Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.3The positions of Chairman and CEO are held by different individuals.

Application :	Applied
Explanation on : application of the practice	The Board has appointed a Group Chief Executive Officer (CEO) on 13 January 2025, a position distinct from that of the Chairman of the Board.
	The Chairman is responsible for the leadership, effective conduct and governance of the Board while the Group CEO focuses on the day-to-day operations and strategic direction and management of the business of the Group.
	Before the change of Board composition on 31 December 2024, the positions of the Chairman and Group Managing Director were separated and held by different individuals.
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Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.4

The Chairman of the board should not be a member of the Audit Committee, Nomination Committee or Remuneration Committee

allows the Chairman to pa	an is not a member of any of these specified committees, but the board rticipate in any or all of these committees' meetings, by way of invitation, rtice should be a 'Departure'.
Application :	Departure
Explanation on : application of the practice	
Explanation for : departure	Currently, the Independent Non-Executive Chairman of the Board is a member of the Audit and Risk Committee ("ARC") and Nomination and Remuneration Committee ("NRC") of the Board.
	The Board agreed that as a member of the ARC and NRC, the Chairman did not dominate any of the discussion at respective level nor affect the objectivity of the Chairman; and considering the fact that matters within the purview of the said Committees are matters reserved for the ultimate decision of the Board, there is adequate check and balance.
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.	
Measure :	Please explain the measure(s) the company has taken or intend to take to adopt the practice.
Timeframe :	Choose an item.

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.5

The board is supported by a suitably qualified and competent Company Secretary to provide sound governance advice, ensure adherence to rules and procedures, and advocate adoption of corporate governance best practices.

Application	:	Applied
Explanation on application of the practice	:	The Board is supported by two (2) qualified Company Secretaries who are members of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA) and Malaysian Institute of Accountants (MIA),
p. active		and holders of practicing certificate under the Companies Act 2016.
		The Board has access to the Company Secretaries in ensuring the effective functioning of the Board, compliance with the applicable laws and regulations and the Company's established policies and procedures. The Company Secretaries play a crucial role in ensuring the Board procedures are followed, and that the applicable rules and regulations for the conduct of the affairs of the Board are complied with and for all matters associated with the maintenance of the Board or otherwise required for its efficient operation. The Company secretaries attended training and seminars to keep abreast of the latest statutory and regulatory requirements, enabling them to advise the Board and ensure the Company's compliance. The appointment and removal of the Company Secretary shall be a matter of the Board as a whole.
		matter of the board as a whole.
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Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.6

Directors receive meeting materials, which are complete and accurate within a reasonable period prior to the meeting. Upon conclusion of the meeting, the minutes are circulated in a timely manner.

Application	:	Applied	
Explanation on application of the practice		Prior to the scheduled Board of Directors' and Board Committees' meetings, the Company Secretary ensures that meetings agendas are disseminated to the Directors and Committee members and coordinate with Management in the compilation of meetings papers in a timely manner.	
		The meeting papers including but not limited to quarterly and year-to-date financial results, minutes of previous meetings, annual budget and/or business plans, where relevant, operation reports and updates on statutory regulations and requirements, amongst other documents, will be circulated at least three (3) market days before the meetings to enable the Directors to review and consider the matters to be tabled to facilitate effective review and discussion at the meetings. The Company Secretaries ensure that the meetings of Board of Directors and Board Committees are properly convened and draft minutes of the meetings are prepared and circulated to the Board of Directors and Committee members within a reasonable period for review and comments. The minutes will be tabled at the subsequent meetings of the Board and Board Committees for approvals and entered in the minutes book accordingly.	
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There is demarcation of responsibilities between the board, board committees and management.

There is clarity in the authority of the board, its committees and individual directors.

Practice 2.1

The board has a board charter which is periodically reviewed and published on the company's website. The board charter clearly identifies—

- the respective roles and responsibilities of the board, board committees, individual directors and management; and
- issues and decisions reserved for the board.

Applied
The formalised Board Charter sets out amongst others, the board structure and procedures, roles and responsibilities including formal schedule of matters reserved for decision by the Board, Board Committees as well as those of Management in setting the direction, management, and discharging of their duties and responsibilities. The key values and principles provided in the Board Charter include: Company Goals Board Governance Process Board-Management Relationship Board-Shareholders' Relationship Corporate Governance The Board Charter would be reviewed from time to time to ensure that it remains current, adequate and consistent with the Board's objectives and responsibilities and comply with applicable rules and regulations and governance practices. The Board Charter is published on the corporate website at www.milux.com.my.
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Timeframe	:	

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.1

The board establishes a Code of Conduct and Ethics for the company, and together with management implements its policies and procedures, which include managing conflicts of interest, preventing the abuse of power, corruption, insider trading and money laundering.

The Code of Conduct and Ethics is published on the company's website.

Application	: Applied
Explanation on	: The Code of Ethics and Conduct ("Code") sets forth the values,
application of the	expectations and standards of business ethics and conduct to guide the
practice	Board, the Management and employees of the Group.
	The guiding principles of the Code are as follow:-
	Show respect in the workplace:-
	Equal Opportunity
	Anti-Harassment
	Human Rights
	 Ensuring Workplace Health and Safety
	Protection of Privacy
	Use of Company's Assets with Due Care
	Leading by Example
	Continuous Training and Development
	2. Act with integrity in the marketplace:-
	 Ensuring Products' Quality, Safety and Reliability
	 Responsible Sales and Marketing Practices
	 Milux's Customers
	Milux's Suppliers
	Community Involvement
	Environmental-Friendly Practices
	3. Ensure ethics in business relationships:-
	Conflict of Interest
	Anti-Corruption
	Anti-Money Laundering
	Insider Trading
	4. Ensure effective communication:-
	Corporate Disclosure
	Spokesman

	Whistle Blowing
	The Code would be reviewed from time in order to remain relevant and appropriate. The Code is published on the corporate website at www.milux.com.my.
Explanation for :	
departure	
Large companies are requir	red to complete the columns below. Non-large companies are encouraged
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Measure :	
Timeframe :	

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.2

The board establishes, reviews and together with management implements policies and procedures on whistleblowing.

Application	:	Applied	
Explanation on application of the practice		The Whistleblowing Policy adopted by the Group sets out is mechanism and framework by which employees (whether permane part-time or contractual), business associates and members of public can report genuine concerns/ complaints in relation to improject conducts or illegal activities in good faith and in a responsible manufacture without fear of retaliation.	
		Employees and business associate who makes a report of improper conduct or illegal activities in good faith shall not be subjected to any kind of victimisation and unfair practices, including threat, harassment and termination.	
		The Whistleblowing Policy has provided that any report of alleged wrongdoing or improper conducts could be made via post or email using the prescribed form to the ARC Chairman at:	
		Milux Corporation Berhad No. 31, Lorong Jala 14/KS10 Off Jalan Telok Gong 42000 Port Klang Selangor, Malaysia. shinyap@yycadvisors.com	
		The Company does not condone bribery and corruption and expects its Directors, employees and business associates to adhere to the same principle in their business conduct with or on behalf of the Company.	
		In compliance with the Listing Requirements, the Group has established and implemented the Anti-Bribery and Corruption Policy as part of the anti-bribery and anti-corruption program of the Group.	
		The Company advocates the reporting of real or suspected cases of bribery and corruption, and individual with any suspicion or concern can raise a report to the ARC Chairman with details stated above and in accordance with the procedures outlined in the Whistleblowing Policy.	

	Both the Whistleblowing Policy and Anti-Bribery and Corruption Policy are published on the Company's website at www.milux.com.my.
Explanation for :	
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Measure :	
Timeframe :	

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.1

The board together with management takes responsibility for the governance of sustainability in the company including setting the company's sustainability strategies, priorities and targets.

The board takes into account sustainability considerations when exercising its duties including among others the development and implementation of company strategies, business plans, major plans of action and risk management.

Strategic management of material sustainability matters should be driven by senior management.

Application	:	Applied
Explanation on application of the practice		The Company has established a robust governance framework to embedding sustainability at all levels of the organisation, with clearly defined roles and responsibilities assigned to the Board and its committees.
		Under a two-tier governance structure designed to drive the achievement of the sustainability goals, the Executive Director reports directly to the Group Managing Director (who ceased to assume executive role on 1 July 2024), who subsequently reports to the Board. In the Management of sustainability matters, the Executive Director is supported by the Chief Financial Officer while the Board leads the Company's sustainability agenda by steering overall strategy, monitoring progress toward key goals, and ensuring the effectiveness of internal controls and risk management frameworks.
		The ARC and NRC play critical roles in overseeing risk management and performance related to sustainability. To reinforce its commitment, a dedicated Sustainability Committee has been established comprising senior management team from the operating subsidiary companies, responsible for formulating and implementing initiatives, policies, and practices concerning Environmental, Social, and Governance matters. The Company's commitment to governing the sustainability matters are further elaborated in the Sustainability Report in the Annual Report 2024 of the Company.
Explanation for departure	:	

Large companies are requir	red to complete the columns below.	Non-large companies are encouraged
to complete the columns be	elow.	
Measure :		
Timeframe :		

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.2

The board ensures that the company's sustainability strategies, priorities and targets as well as performance against these targets are communicated to its internal and external stakeholders.

Application	:	Applied		
Explanation on application of the practice	:	The Company strive to foster strong and meaningful relationships with its stakeholders, recognising that their insights are vital in identifying areas for improvement and opportunities for growth. Regular engagement with stakeholders is essential to gather constructive feedback and address concerns, ensuring open and transparent communication at all times. To reinforce its dedication to maintaining positive stakeholder relationships and driving sustainable business practices, the Companhas identified the following key stakeholder groups and engage the through various methods and channels as outlined below:		
		Stakeholder	Areas of Concern/ Interests	Engagement Approach
		Customers (End users)	 Product quality, safety and compliance Customer service and experience Efficient complaints resolution Best practices in product pricing 	Ongoing/Daily Social media (Facebook, Instagram, Tik Tok etc) Prompt response to calls for service Online E-Warranty Registration Ad hoc/As needed Roadshows and product demo Pricing product to commensurate with product quality
		Customers (Dealers)	 Efficient complaints resolution Customer- Company relationship management 	Ongoing/Daily Daily update of delivery details for outstation customers to sales personnel to communicate with dealers

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	Timely product delivery	 Monthly Regular client meetings through sales team Feedback channel through sales team Annually Community and networking events
Employees	 Health and safety Welfare and remuneration Workplace diversity Training and career development Value equal opportunities 	Ongoing Training programmes Ad hoc/As needed Management and staff meeting Monetary and company products to support employees affected by occurrence of natural disasters Annually Performance appraisal Annual event Employee appreciation awards
Suppliers	 Transparent procurement practices Payment terms Anti-bribery Timely delivery of products Pricing of services 	Ad hoc/As needed Contract negotiation Vendor registration Meeting with suppliers Annually Evaluation on performance Anti-bribery commitment
Investors	 Financial performance Business strategy Shareholder value Corporate governance Corporate developments 	Ongoing/Daily Corporate website Ad hoc/As needed Company announcements Quarterly Quarterly interim financial reports Annually Annual report Annual general meeting

Timeframe :			
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Explanation for : departure			
			gagement approach are set out in Report 2024 of the Company.
			Annually • Community programmes
	Communities	operation • Social issue • Transparency and quality products and services	 Customer relationship and engagement Human Resources department is part of the Telok Gong's community Facebook group
	Government Agencies	 Governance compliance Environment management and compliance Fair labour practices Policy matters (public, health and safety) Impact of business 	Ad hoc/As needed • Direct meetings • General meeting between management and regulators Annually • Annual report • Public announcement • Inspection/audit by local authority Ongoing/Daily

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.3

The board takes appropriate action to ensure they stay abreast with and understand the sustainability issues relevant to the company and its business, including climate-related risks and opportunities.

Application :	Applied
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Explanation on : application of the practice	The Company recognises that identifying and addressing material sustainability issues is essential to creating long-term value for both the business and its stakeholders, and has conducted an annual materiality assessment to evaluate the significance of the economic, environmental, social, and governance ("EESG") impacts. This process ensures that the sustainability priorities remain relevant and aligned with changing industry dynamics, global and local challenges, and evolving stakeholder expectations.
	Central to its approach is the development of a comprehensive materiality matrix, which allows the Company to systematically assess and prioritise the sustainability issues that matter most to the Company and its stakeholders. By examining industry trends, regulatory developments, and key sustainability risks and opportunities, the Company ensures that the sustainability strategies are focused, relevant, and forward-looking. The results of the assessment were then reflected in our materiality matrix, providing a clear and structured view of each issue's importance and relevance.
	The Company has adopted the IFRS Foundation's International Integrated Reporting Framework and Integrated Thinking Principles to guide the decision-making and value creation processes. In addition, the Company applies the Six Capitals Model encompassing Financial, Manufactured, Intellectual, Human, Social, and Natural Capitals to better integrate sustainability into the business model and translate non-financial performance into tangible value. This approach helps strengthen the link between sustainability efforts and long-term business outcomes, while ensuring alignment with international standards such as the United Nations SDGs.
	the Company adopts a holistic perspective that considers the broader impacts and interconnections of its activities. This ensures that both stakeholder concerns and business priorities are addressed in a

balanced and integrated manner. Ultimately, this approach enhances its ability to drive sustainable growth, foster resilience, and create enduring value for all the stakeholders.

The Material Matters are then mapped into the Six Capitals as follows:

Capitals	Aspects	Material Matters
Financial	Financial Highlight	F1 – Economic
Funds available to firm from operations and financing Intellectual	Resources to support the Group's operation and implement other Capitals Marketplace	Performance M1 – Cybersecurity
Trademark, patent, R&D, innovation, human resources and external relationships, which can determine the organisation's competitive advantage	Implementing sustainability through product quality and compliance	and Data Protection M2 – Sustainable Supply Chain Management M3 – Sustainable Operation Management M4 – Product Quality and Safety Management G1 – Anti-corruption
Good governance and robust internal control system and procedures	Board engagement on strategy and sound governance internal controls to enhance sustainability initiatives	G1 – Anti-corruption
Human Skills, motivation, and alignment with organisational goals Social	Workplace Creating a safe and supportive working environment, training, and self-development Community	H1 – Health and Safety H2 – Employee Management H3 – Diversity, Equity and Inclusion S1 – Contributing to
Relations with key institutions, stakeholder groups, shared norms and values, trust and confidence, and its social license to operate	Contributing to local community development	Local Communities/CSR S2 – Customer Satisfaction
Natural Renewable and non- renewable natural	Environment Improving our environment by	E1 – Climate Change (Energy Management and Emissions)

	elements, and the eco-system, used as	utilising g alternatives	reener	E2 – Waste Management
	inputs by the firm			E3 – Water
	now or in the past or			Management
	future, and impact			
	of firm on them			
	Additional details on th	ne Managemen	nt's annre	pach are presented in the
	Sustainability Report in	_		•
Explanation for :	Sustainability Report in	Title Alliaal Ne	.port 202	14 of the company.
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The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.4

Performance evaluations of the board and senior management include a review of the performance of the board and senior management in addressing the company's material sustainability risks and opportunities.

Application :	Applied		
Explanation on : application of the practice	In addressing the importance of sustainability governance in all aspects of the business operations of the Group, the assessment on the effectiveness and management of overall sustainability governance framework and material ESG risks and opportunities by the Board and senior management had been included in the annual evaluation of the Board and Board Committees. The outcomes from the evaluations performed by the NRC was reported to the Board accordingly.		
Explanation for : departure	reported to the Board decordingly.		
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Measure :			
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The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.5- Step Up

The board identifies a designated person within management, to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the company.

Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.		
Application	Not Adopted	
Explanation on		
adoption of the		
practice		
•		

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.1

The Nomination Committee should ensure that the composition of the board is refreshed periodically. The tenure of each director should be reviewed by the Nomination Committee and annual re-election of a director should be contingent on satisfactory evaluation of the director's performance and contribution to the board.

Application	:	Applied
Explanation on application of the practice		In the financial year 2024, the NRC in its annual evaluation on the performance of the Board, Board Committees and individual Directors, had reviewed the composition of the Board and Board Committees and was satisfied that these Committees have been functioning effectively. For the Directors retiring and standing for re-election at the AGM, the Board through the NRC has carried out fit and proper assessment on the retiring Directors and noted that they met the criteria as set out in the Directors' Fit and Proper Policy on character and integrity, experience and competence, time and commitment to effectively discharge their role as Directors. The Board and NRC have also noted the Director Self and Peer Performance Evaluation conducted encompassing fit and proper assessment on the Directors of the Company and noted that the Directors including the retiring Directors have effectively discharge their role as Directors of the Company.
Explanation for departure	:	
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Measure	:	
Timeframe	:	

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.2

At least half of the board comprises independent directors. For Large Companies, the board comprises a majority independent directors.

Application :	Applied	
Explanation on : application of the practice	Following the change of the composition of the Board of Directors on 31 December 2024, the current Board comprises an Executive Director, three (3) Independent Non-Executive Directors including the Board Chairman and a Non-Independent Non-Executive Director. The current Board comprises majority Independent Directors.	
Explanation for : departure	Please provide an explanation for the departure.	
	Please provide an alternative practice and explain how the alternative practice meets the intended outcome.	
Large companies are required to complete the columns below. Non-large companies are encourage to complete the columns below.		
Measure :	Please explain the measure(s) the company has taken or intend to take to adopt the practice.	
Timeframe :	Choose an item.	

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.3

The tenure of an independent director does not exceed a cumulative term limit of nine years. Upon completion of the nine years, an independent director may continue to serve on the board as a non-independent director.

If the board intends to retain an independent director beyond nine years, it should provide justification and seek annual shareholders' approval through a two-tier voting process.

Application	Applied
Explanation on application of the practice	Currently, none of the Independent Directors are serving more than 9 years on the Board.
Explanation for departure	
Large companies are real	ired to complete the columns below. Non-large companies are encouraged
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Timeframe	

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.4 - Step Up

The board has a policy which limits the tenure of its independent directors to nine years without further extension.

Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.			
Application	:	Not Adopted	
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Explanation on	:		
adoption of the			
•			
practice			

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.5

Appointment of board and senior management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.

Directors appointed should be able to devote the required time to serve the board effectively. The board should consider the existing board positions held by a director, including on boards of non-listed companies. Any appointment that may cast doubt on the integrity and governance of the company should be avoided.

Application	: Applied
Explanation on application of the practice	: The Board through the Board Diversity Policy affirms its commitment to boardroom diversity as a truly diversified Board can enhance the Board's effectiveness, creativity and heightened capacity for the oversight of the Group.
	The Board values the benefits that diversity can bring to its Board. The Board believes that it makes prudent business sense and promotes better corporate governance by having a truly diverse and inclusive board that can leverage on differences in thought, perspective, knowledge, skills and experience.
	For purposes of Board composition, diversity includes, but not limited only to, age, skills, expertise, experience, independence and ethnicity but also gender. The Board will make good use of these differences and distinctions among the individuals in determining the optimum composition of the Board.
	The NRC has been tasked to assist the Board in identifying and nominating suitable candidates for Board appointments. The NRC in assessing the appointments will ensure that all Board appointments reflect the diverse nature of the business environment in which the Company operates and be made on merit, in the context of the age, skills, experience, experience, independence, ethnicity and gender which the Board requires to be effective.
	Women representation on the Board as well as in senior management will be taken into consideration when vacancies arise and suitable candidates are identified, underpinned by the overriding primary aim of selecting the best candidate to support the achievement of the Company's objectives.
	In accordance with the Directors' Fit and Proper Policy, the Board ensures that the Directors appointed to the Board are persons with the required character, integrity, experience, competence and time to

	effectively discharge their responsibilities and duties and to contribute towards the proper governance of the Group.
Explanation for :	
departure	
Large companies are requir	red to complete the columns below. Non-large companies are encouraged
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Timeframe :	

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.6

In identifying candidates for appointment of directors, the board does not solely rely on recommendations from existing board members, management or major shareholders. The board utilises independent sources to identify suitably qualified candidates.

If the selection of candidates was based on recommendations made by existing directors, management or major shareholders, the Nominating Committee should explain why these source(s) suffice and other sources were not used.

Application	:	Applied
Explanation on application of the practice	•	The NRC assists the Board in reviewing and ensuring the Directors possess the right mix of skills, competencies, experience and other qualities required for the functioning of an effective Board. All nomination to the Board is first considered by the NRC, taking into account the mix of skills, competencies and experience before they are recommended to the Board. In year 2024, the NRC after having considered the corporate development and the proposed nominations for appintment to the Board by the major shareholders, declarations by the proposed new Directors on their character and integrity, experience and competence as well as time and commitment for board positions as outlined in the Directors' Fit and Proper Declaration, has recommended to the Board the appointment of new Directors of the Company which were duly endorsed by the Board. The Board may consider independent sources for the identification of suitably qualified candidate for appointment to the Board besides considering the recommendations from the existing board members, Management and/ or major shareholders.
Explanation for departure	:	
to complete the colun	•	ed to complete the columns below. Non-large companies are encouraged elow.
Measure	:	

Timeframe	:	

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.7

The board should ensure shareholders have the information they require to make an informed decision on the appointment and reappointment of a director. This includes details of any interest, position or relationship that might influence, or reasonably be perceived to influence, in a material respect their capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the listed company as a whole. The board should also provide a statement as to whether it supports the appointment or reappointment of the candidate and the reasons why.

Application	:	Applied
Explanation on application of the practice	:	The profiles of the Directors standing for re-election are set out in the Directors' Profile section in the Annual Report 2024. These include their age, gender, tenure of service, directorships in other companies, working experience and any conflict of interest as well as their shareholdings in the Company, if any. For Independent Directors standing for re-election, the NRC will take into consideration the self-assessment checklist and independence confirmation by the Independent Directors in compliance with the prescribed criteria before recommending to the Board.
Explanation for departure	:	
Large companies are req to complete the columns		red to complete the columns below. Non-large companies are encouraged elow.
Measure	:	
Timeframe	:	

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.8

The Nominating Committee is chaired by an Independent Director or the Senior Independent Director.

Application		Applied
Explanation on application of the practice	•	Currently, the NRC is chaired by an Independent Director.
Explanation for departure	:	
Large companies are rea	uir	red to complete the columns below. Non-large companies are encouraged
to complete the columns		· · · · · · · · · · · · · · · · · · ·
•		
Measure		
Timeframe	:	

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.9

The board comprises at least 30% women directors.

Application	:	Applied	
Explanation on application of the practice	:	Currently, the two (2) female Directors on the Board comprising 40% of the total number of Directors	
Explanation for departure	:	Please provide an explanation for the departure.	
		Please provide an alternative practice and explain how the alternative practice meets the intended outcome.	
Large companies are re to complete the colum	•	red to complete the columns below. Non-large companies are encouraged elow.	
Measure	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.	
Timeframe	:	Choose an item.	

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.10

The board discloses in its annual report the company's policy on gender diversity for the board and senior management.

Application :	Applied
Explanation on application of the practice	Through the Board Diversity Policy, the Board values the benefits that diversity can bring to its Board, and believes that it makes prudent business sense and promotes better corporate governance by having a truly diverse and inclusive board that can leverage on differences in thought, perspective, knowledge, skills and experience. The Board affirms its commitment to boardroom diversity as a truly diversified Board can enhance the Board's effectiveness, its oversight function and maximise business and governance performance of the Group. Women representation on the Board as well as in senior management will be taken into consideration when vacancies arise and suitable candidates are identified, underpinned by the overriding primary aim of selecting the best candidate to support the achievement of the Company's objectives. The Board Diversity Policy is published on the Company's website at www.milux.com.my.
Explanation for : departure	
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to complete the columns b	red to complete the columns below. Non-large companies are encouraged elow.
Measure :	
Timeframe :	

Stakeholders are able to form an opinion on the overall effectiveness of the board and individual directors.

Practice 6.1

The board should undertake a formal and objective annual evaluation to determine the effectiveness of the board, its committees and each individual director. The board should disclose how the assessment was carried out its outcome, actions taken and how it has or will influence board composition.

For Large Companies, the board engages an independent expert at least every three years, to facilitate objective and candid board evaluation.

_ ,	y to qualify for adoption of this practice, it must undertake annual board independent expert at least every three years to facilitate the evaluation.
Application :	Applied
Explanation on application of the practice	The Board, through the NRC has performed annual assessment on the effectiveness of the Board, Board Committees and the individual Directors (including independence of the Independent Directors) of the Company for the financial year 2024, facilitated by the Company Secretary, through the completion of the following Evaluation Forms: (a) Board and Board Committees Evaluation Form; (b) Director Self and Peer Performance Evaluation Form; (c) Audit and Risk Committee Members' Self and Peer Evaluation Form; and (d) Independent Directors' Self-Assessment Checklist and Confirmation. Overall, based on the summary analysis of the review with 'above average' rating recorded for most of the established criteria, the NRC was satisfied that the performance of the Board, Board Committees and individual Directors for the financial year under review were effective as a whole in discharging their roles and responsibilities. It was also noted that all the Directors and their fellow directors had fulfilled the role and performed their responsibilities outlined in the Evaluation Forms effectively. On its assessment of the independence of the Independent Directors, the NRC was satisfied with the level of independence demonstrated and noted that all the Independent Directors have fulfilled the independence criteria prescribed under the Listing Requirements.
Explanation for : departure	

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.						
Measure						
Timeframe						

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.1

The board has remuneration policies and procedures to determine the remuneration of directors and senior management, which takes into account the demands, complexities and performance of the company as well as skills and experience required. The remuneration policies and practices should appropriately reflect the different roles and responsibilities of non-executive directors, executive directors and senior management. The policies and procedures are periodically reviewed and made available on the company's website.

Application	: Departure
Explanation on application of the practice	
Explanation for departure	: Notwithstanding that the Company does not have a formalised remuneration policy for Directors and Senior Management, the NRC reviews and assesses the remuneration packages of the Directors and Senior Management of the Company taking into consideration the demand, complexities and performance of the Group as well as skills and experience required of them before recommending to the Board for approval. The remuneration of the EDs and Senior Management will be determined based on individual's performance, experience as well as scope of responsibilities. The Directors do not take part in the deliberation and decision on their own remuneration. The level of remuneration, in the case of Non-Executive Directors, should be appropriate to their level of responsibilities, taking into consideration the responsibilities of the Directors including their appointment in the Board Committees. The decision of the remuneration of the Non-Executive Directors shall be matter of the Board as a whole, with the Director concerned abstaining from deliberation and voting in respect of their own remuneration. The Board is satisfied that the existing process to review and determine the remuneration of the Directors and Senior Management is sufficiently attractive to retain them in the management and running of the business and operations of the Group.

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.							
Measure	:	Please explain the measure(s) the to adopt the practice.	ease explain the measure(s) the company has taken or intend to take adopt the practice.				
Timeframe	:	Choose an item.					

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.2

The board has a Remuneration Committee to implement its policies and procedures on remuneration including reviewing and recommending matters relating to the remuneration of board and senior management.

The Committee has written Terms of Reference which deals with its authority and duties and these Terms are disclosed on the company's website.

Application :	Applied
Explanation on : application of the practice	The NRC is tasked by the Board to oversee the nomination process and the procedures of remuneration of the members of the Board and Senior Management. The TOR of the NRC is published on the Company's website at
	www.milux.com.my.
Explanation for : departure	
Large companies are requi	red to complete the columns below. Non-large companies are encouraged
to complete the columns b	elow.
Measure :	
Timeframe :	

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.1

There is detailed disclosure on named basis for the remuneration of individual directors. The remuneration breakdown of individual directors includes fees, salary, bonus, benefits in-kind and other emoluments.

Application :	Applied
Explanation on : application of the practice	Detailed disclosure for the remuneration of individual Directors on named basis for the financial year ended 31 December 2024 are set out below.

		Company ('000)							Group ('000)							
No	Name	Directorate	Fee	Allowance	Salary	Bonus	Benefits-in- kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in- kind	Other emoluments	Total
1	Datuk Dr. Wong Lai Sum (Resigned on 31 Dec 24)	Independent Director	54.05	6.25	-	-	0.339	0	60.639	54.05	6.25	-	-	0.339	0	60.639
2	Datuk Wira Ling Kah Chok (Resigned on 31 Dec 24)	Executive Director	32.70	4.50	-	-	5.214	0	42.414	32.70	4.50	-	-	5.214	0	42.414
3	Datuk Khoo Teck Kee (Ceased as Group MD w.e.f. 1 July 24)	Executive Director	-	48.0	183.120	-	14.407	28.653	274.181	-	48.0	183.120	-	14.407	28.653	274.181
4	Tan Chee How	Executive Director	-	-	261.948	-	5.214	36.093	303.255	-	-	261.948	-	29.165	36.093	327.206
5	Datuk Khoo Teck Kee (Non-Exec Director w.e.f. 1 July 24)	Non-Executive Non- Independent Director	18.85	3.50	0	-	0	0	22.350	18.85	3.50	-	-	0	0	22.35
6	Ho Pui Hold (Resigned on 1 July 24)	Independent Director	18.85	4.75	-	-	0.955	0	24.555	18.85	4.75	-	-	0.955	0	24.555
7	Datuk Haw Chin Teck (Resigned on 31 Dec 24)	Independent Director	37.70	6.50	-	-	1.967	0	46.167	37.70	6.50	-	-	1.967	0	46.167
8	Yee Carine (Resigned on 26 Feb 24)	Non-Executive Non- Independent Director	5.45	0.75	-	-	0.308	0	6.508	5.45	0.75	-	-	0.308	0	6.508
9	Teh Sok Hoon (Resigned on 26 Feb 24)	Non-Executive Non- Independent Director	5.45	0.75	-	-	0.308	0	6.508	5.45	0.75	-	-	0.308	0	6.508
10	Dato' Sri Ir. Ts. Dr. Liew Mun Hon	Independent Director	32.70	6.00	-	-	1.967	0	40.667	32.70	6.00	-	-	1.967	0	40.667

	(Resigned on 31 Dec 24)															
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Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.2

The board discloses on a named basis the top five senior management's remuneration component including salary, bonus, benefits in-kind and other emoluments in bands of RM50,000.

Application :	Departure					
Explanation on : application of the practice						
Explanation for : departure	key Senior Management of the	Company were disclosed on no named Of during the financial year ended 31				
	Remuneration Range (RM)	Senior Management				
	350,001 - 400,000	1				
	150,001 - 200,000	1				
	The Board ensures that the remuneration of Senior Management personnel is fair and commensurate with the performance of the Group and the contributions made by the Senior Management, but at the same time it is able to attract, retain and motivate the Senior Management to excel in their respective roles.					
	· · · · · · · · · · · · · · · · · · ·	w. Non-large companies are encouraged				
to complete the columns l	pelow.					
Measure :	Please explain the measure(s) t to adopt the practice.	he company has taken or intend to take				
Timeframe :	Choose an item.					

			Сотрапу								
No	Name	Position	Salary	Allowance	Bonus	Benefits	Other emoluments	Total			
1	Input info here	Input info here	Choose an item.	Choose an item.							
2	Input info here	Input info here	Choose an item.	Choose an item.							
3	Input info here	Input info here	Choose an item.	Choose an item.							
4	Input info here	Input info here	Choose an item.	Choose an item.							
5	Input info here	Input info here	Choose an item.	Choose an item.							

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.3 - Step Up

Companies are encouraged to fully disclose the detailed remuneration of each member of senior management on a named basis.

Application	:	Not Adopted
Explanation on adoption of the practice	:	

			Company ('000)						
No	Name	Position	Salary	Allowance	Bonus	Benefits	Other emoluments	Total	
1	Input info here	Input info here							
2	Input info here	Input info here							
3	Input info here	Input info here							
4	Input info here	Input info here							
5	Input info here	Input info here							

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.1

The Chairman of the Audit Committee is not the Chairman of the board.

		-	
Application	:	Applied	
Explanation on application of the practice	:	The Chairman of the ARC and the Chairman of the Board are held by different individuals, both are Independent Directors of the Company.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	•		
Timeframe	:		

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.2

The Audit Committee has a policy that requires a former partner of the external audit firm of the listed company to observe a cooling-off period of at least three years before being appointed as a member of the Audit Committee.

Application	Applied
Explanation on application of the practice	The TOR of the ARC provides that no former audit partner of the external audit firm of the Group [including all former partners of the audit firm and/or the affiliate firm (including those providing advisory services, tax consulting etc.)] would be appointed as a member of the ARC unless the said former partner has observed a cooling-off period of at least three (3) years before being appointed as a member of the ARC.
Explanation for departure	
Large companies are real	ired to complete the columns below. Non-large companies are encouraged
to complete the columns	
Measure	
Timeframe	

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.3

The Audit Committee has policies and procedures to assess the suitability, objectivity and independence of the external auditor to safeguard the quality and reliability of audited financial statements.

Application	:	Applied
Explanation on application of the practice	:	The ARC is responsible for assessing the capabilities and independence of the External Auditors and to submit its recommendation to the Board on their appointment, re-appointment, resignation or dismissal, where applicable.
		The ARC has carried out annual evaluation on the performance of the External Auditors against the pre-set criteria which include audit scope and planning, adequacy of resources and calibre of the External Auditors, independence and objectivity and communications with the ARC; and recommended their re-appointment to the Board for approval upon being satisfied with the performance of the External Auditors.
		Confirmation has been received from the External Auditors on their independence in accordance with the By-laws of the Malaysian Institute of Accountants in relation to the audit engagement for the financial year 2024; and that the provision of non-audit services would not create a threat to their independence as the Auditors of the Group.
		The ARC met with the External Auditors on 26 February 2024 and 27 March 2024 without the presence of the Executive Board members and the Management of the Company to review and discuss the key matters observed during the course of audit and the assistance provided by the Management to the External Auditors.
		The ARC has adopted policies on <i>Provision of Non-Audit Services by External Auditors</i> and <i>Policies and Procedures to Assess the Suitability, Objectivity and Independence of External Auditors</i> .
		The policy on <i>Provision of Non-Audit Services by External Auditors</i> is established to govern the circumstances under which the provision of non-audit services can be rendered by the External Auditors and the considerations to be given as to whether such provision would create a threat to the External Auditors' independence or objectivity on the statutory audit of the Company's financial statements, including any safeguards that are available to address such a threat.

	The Policies and Procedures to Assess the Suitability, Objectivity and Independence of External Auditors sets out amongst others, the assessment criteria which the ARC should consider in assessing the suitability, objectivity and independence of the External Auditors on matters for the ARC's consideration regarding the appointment, reappointment and removal of the External Auditors of the Company.
Explanation for :	
departure	
departure	
Large companies are requi	red to complete the columns below. Non-large companies are encouraged
to complete the columns b	elow.
Measure :	
Timeframe :	

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.4 - Step Up

The Audit Committee should comprise solely of Independent Directors.

Application	:	Adopted
Explanation on adoption of the practice	:	The ARC consists of three (3) members, all of whom are Independent Directors.

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.5

Collectively, the Audit Committee should possess a wide range of necessary skills to discharge its duties. All members should be financially literate, competent and are able to understand matters under the purview of the Audit Committee including the financial reporting process.

All members of the Audit Committee should undertake continuous professional development to keep themselves abreast of relevant developments in accounting and auditing standards, practices and rules.

Application :	Applied	
Explanation on : application of the practice	The members of the ARC possess a wide range of necessary skills and experience and are able to understand matters under the purview of the ARC for effective discharge of their duties and function.	
	All the members of ARC continue to attend professional development training and programme to keep themselves abreast of relevant developments in accounting and auditing standards, practices and rules, amongst others to equip themselves and enhance their skills and knowledge to effectively discharge their duties and responsibilities.	
Explanation for : departure		
Large companies are requ to complete the columns l	ired to complete the columns below. Non-large companies are encouraged below.	
Measure :		
Timeframe :		

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

Practice 10.1

The board should establish an effective risk management and internal control framework.

Application :	Applied	
Explanation on application of the practice	The Board has overall responsibility for maintaining a sound system of internal control and risk management that provide reasonable assurance of effective and efficient operations and compliance with laws and regulations, as well as with internal procedures and guidelines. The Board continually reviews the adequacy and effectiveness of the risk management and internal control system to ensure it meets the Group's objectives and manage the risks to which it is exposed. The ARC is tasked to oversee the risk management and internal control framework of the Company. The Statement on Risk Management and Internal Control set out in the Annual Report 2024 provides an overview of the internal control within the Group for the financial year under review.	
Explanation for : departure		
Large companies are requ	ired to complete the columns below. Non-large companies are encouraged	
to complete the columns l	pelow.	
Measure :		
Timeframe :		

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

Practice 10.2

The board should disclose the features of its risk management and internal control framework, and the adequacy and effectiveness of this framework.

Application	:	Applied
Explanation on application of the practice	:	The Board is committed to its role in overseeing the Group's risk management and internal control systems, which are essential for protecting shareholders' investments, safeguarding customer interests, and preserving the Group's assets.
		As part of this responsibility, the Board ensures that these systems are effective, adequate, and reliable. The Board's oversight applies to all subsidiaries within the Group and covers not only financial controls but also operational and compliance controls. This comprehensive approach reflects the Board's commitment to robust and holistic governance across all aspects of the Group's operations.
		An ongoing process has been established to identify, assess, and manage significant risks that may impact the Group's ability to achieve its objectives and strategic goals. This process includes regular updates to the risk register and internal control documentation in response to evolving business conditions and regulatory developments.
		The ARC assists the Board in identifying, evaluating, and monitoring key risks, and ensures that appropriate internal controls are in place to safeguard the Group's assets and shareholder interests. The ARC is further supported by an internal audit function that conducts periodic reviews of the efficiency and effectiveness of the internal control system.
		The current risk management framework is crafted to foster the evolution and execution of up-to-date management approaches, while also fostering innovation across the Group's operational and business endeavours. The risk management procedures, encompassing the identification, assessment, and mitigation of substantial risks, are seamlessly integrated into the operational and business processes. Continuous monitoring and assessment of the effectiveness of risk management efforts are carried out by management at all levels, ensuring a dynamic and ongoing process.
		The key features of the risk management framework are:

- 1. Risk Identification and Categorisation
- 2. Risk Assessment
- 3. Risk Ownership and Responses
- 4. Risk Treatment and Control
- 5. Reporting and Monitoring
- 6. Assurance and Execution of Internal Audit Plan

The ARC acknowledges that the Group's risk management and internal control practices are adequately implemented and effective in their execution. The ARC also ensures that the policies and frameworks established are capable of managing the risks to which the Group is exposed, with particular focus on areas identified as high-risk concentrations.

To systematically evaluate the likelihood and potential impact of these risks, an established risk matrix is utilised, based on the outcomes of the Group's formal risk assessment process. This comprehensive exercise, facilitated by ASAP Advisory PLT, enabled a structured and methodical identification of significant business risks. It also involved assigning clear responsibilities for managing these risks and objectively assessing the key controls put in place to mitigate them. The identified risks are categorised into key domains, namely Financial, Information Technology, Operational, Regulatory, Reputational, Strategic, and Human Capital risks.

All identified risks are consolidated into a centralised Risk Register, which is presented to the Board for review. The Risk Register is subject to periodic updates to reflect newly identified risks and to reassess existing risks based on their likelihood of occurrence and potential impact, particularly those deemed critical to the Group. As part of a recent risk profile update undertaken during the year, new operational risks were identified and duly incorporated into the Risk Register.

In alignment with the outcomes of the risk assessment, a risk-based annual internal audit plan was developed and approved by the ARC prior to implementation. This ensures that internal audit activities are focused on areas of highest risk exposure and that appropriate measures are taken to mitigate potential threats to the Group's business operations and objectives.

The Statement on Risk Management and Internal Control set out in the Annual Report 2024 provides further details of the internal control within the Group during the financial year under review.

Explanation for departure

:

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.

Measure	:	
Timeframe	:	

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

Practice 10.3 - Step Up

The board establishes a Risk Management Committee, which comprises a majority of independent directors, to oversee the company's risk management framework and policies.

Application :	Not Adopted
Explanation on : adoption of the practice	

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.1

The Audit Committee should ensure that the internal audit function is effective and able to function independently.

Application	:	Applied
Explanation on application of the practice		The internal audit function of the Group is outsourced to Messrs ASAP Advisory PLT, who perform audit review in accordance with the approved internal audit plan and provide the Board with the required assurance in relation to the adequacy and integrity of the Group's system of internal controls.
		The Internal Auditors do not have other engagements with the Group that may impair their objectivity and independence.
		Functionally reporting to the ARC, the Internal Auditors provide assurance services with regards to the effectiveness of the internal control systems, assessment of the compliance to the Group's standard operating procedures, operational efficiency, reliability of system and information including systems for compliance with applicable law, regulations, rules, directives and guidelines.
		At the end of each audit review exercise, meetings will be held between the Internal Auditors with Senior Management personnel to discuss the audit issues noted and ensuring agreed remedial actions are executed within an acceptable timeframe.
		The Internal Audit reports will be presented to the ARC for review at the scheduled quarterly meeting and the control lapses observed will be highlighted, with recommendation and the Management's responses as well as agreed corrective actions taken or to be taken within the agreed timeline; and where relevant, explanation for any corrective action that will not be implemented. The internal audit activity will also be responsible for subsequent follow-ups on the audit findings and recommendations. Significant findings will remain an open issue until dissolved/ cleared.
		The ARC carried out annual evaluation on the performance of the Internal Auditors in terms of the adequacy of the scope and function of the internal audit, and effective review of the key processes and control environment of the Group, and was satisfied with the performance of the Internal Auditors.
Explanation for departure	:	

Large companies are requir	Large companies are required to complete the columns below. Non-large companies are encouraged		
to complete the columns be	elow.		
Measure :			
Timeframe :			

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.2

The board should disclose-

- whether internal audit personnel are free from any relationships or conflicts of interest,
 which could impair their objectivity and independence;
- the number of resources in the internal audit department;
- name and qualification of the person responsible for internal audit; and
- whether the internal audit function is carried out in accordance with a recognised framework.

Application	 Applied
Explanation on application of the practice	 The internal audit function of the Group is outsourced to ASAP Advisory PLT, an independent professional firm. The responsibilities of the Internal Auditors include conducting audits, submitting findings and the provision of independent report to the ARC on the Group's systems of internal controls.
	Being an independent function, the audit work is conducted with impartiality, proficiency and due professional care. The audits are carried out to ensure instituted controls are appropriate, effectively applied and within acceptable risk exposures and consistent with the Group's risk management policy.
	The internal auditing activities are guided by the Internal Audit Charter which was approved by the ARC for adoption by the Internal Audit function of the Company and the International Standards for the Professional Practice of Internal Auditing (Standards) issued by the Institute of Internal Auditors, Inc.
	Reporting directly to the ARC, the Internal Auditors provide assurance services with regards to the effectiveness of the internal control systems, assessment of the compliance to the Group's standard operating procedures, operational efficiency, reliability of system and information including systems for compliance with applicable law, regulations, rules, directives and guidelines.
	In performing its duties, the Internal Auditors have free and unfettered access to information and to meet with any of the department heads or persons-in-charge. The identified audit findings and recommendations are followed up by the Internal Auditors and the status is reported to the ARC accordingly.
	The internal audit personnel is led by Mr. Ong Tian Soon. He is a Chartered Member of The Institute of Internal Auditors Malaysia (CMIIA), along with one manager, one superior, and two associates, to provide approved internal audit activities.

	During the financial year 2024, risk-based internal audit reviews were performed in accordance with the approved internal audit plan covering identified key auditable areas of the major operations of the Group to ensure adequacy and integrity of the Group's system of internal controls.
	The audit findings were presented to the ARC via the Internal Aduit Report together with responses from the Management and timeline for the completion of corrective or improvement actions for the control weaknesses reported.
	Follow up review on the previous audit observations was also performed by the Internal Auditors to ensure that the recommendations for improvement have been implemented by Management accordingly on timely basis.
	The ARC was satisfied with the adequacy of the scope, function, competency and resources of the Internal Auditors and was of the view that they have the necessary authority to carry out their work during the financial year under review.
	Details of the Group's internal control system and risk framework are set out in the Audit and Risk Committee Report and Statement on Risk Management and Internal Control in the Annual Report 2024 of the Company.
Explanation for : departure	
Large companies are require to complete the columns b	red to complete the columns below. Non-large companies are encouraged elow.
Measure :	
Timeframe :	
	I I

There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the company, its policies on governance, the environment and social responsibility.

Practice 12.1

The board ensures there is effective, transparent and regular communication with its stakeholders.

Application	:	Applied
Explanation on application of the practice		Through the adopted Shareholders' Communication Policy, the Company ensures that all shareholders have ready and timely access to all publicly available information of the Company, to fairly and accurately represent the Company so that investors and potential investors can make properly informed investment decisions and others can have a balanced understanding of the Company and its objectives.
		The channel of communication adopted by the Company with the stakeholders include: (i) Announcements to Bursa Securities; (ii) Corporate Website;
		(iii) Annual Reports and Circulars;
		(iv) General Meetings of shareholders; and
		(v) Designated Contact Person for Investor Relation.
		In accordance with its established policy for making corporate disclosures, the Company ensures that communications to the stakeholders and investing public pertaining to the business and corporate affairs of the Group are transparent, timely, accurate and factual and are broadly disseminated and where relevant, necessary announcements of the pertinent information have been submitted to the relevant regulatory authorities in accordance with applicable regulatory requirements.
		The general meeting remains the main forum for the shareholders to engage with the Board and Management on the Group's plan, business activities and/or performance.
		In addition, the Company's corporate website at www.milux.com.my. provides all relevant information on the Company and its products and is accessible by the public. The Board discloses to the public all material information necessary for informed investment and takes reasonable steps to ensure that all shareholders enjoy equal access to such information.
		Any enquiry regarding investor relations/ from the shareholders may be conveyed to the designated contact person on the Company's website.

Explanation for : departure	
Large companies are requi to complete the columns b	Non-large companies are encouraged
Measure :	
Timeframe :	

There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the company, its policies on governance, the environment and social responsibility.

Practice 12.2

Large companies are encouraged to adopt integrated reporting based on a globally recognised framework.

Application	:	Not applicable – Not a Large Company
Explanation on application of the	:	
practice		
Explanation for	:	
departure		
Large companies are req	uir	red to complete the columns below. Non-large companies are encouraged
to complete the columns	be	elow.
Measure	:	
Timeframe	:	

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.1

Notice for an Annual General Meeting should be given to the shareholders at least 28 days prior to the meeting.

	T	
Application :	Applied	
Explanation on application of the practice	Notice of the 29 th AGM were given to the shareholders on 30 April 2024 together with the Administrative Guide, more than 28 days before the AGM to give sufficient time to shareholders to make the necessary arrangements to participate remotely or through the appointed corporate representatives, proxies or attorneys and consider the resolutions to be tabled at the AGM. The Notice of AGM, which sets out the businesses to be transacted at the AGM, was published in a nationally circulated newspaper and announced to Bursa Securities. The notes to the Notice of AGM also provide detailed explanation for each resolution proposed to enable shareholders to make informed decision before exercising their voting rights.	
Explanation for : departure		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.2

All directors attend General Meetings. The Chair of the Audit, Nominating, Risk Management and other committees provide meaningful response to questions addressed to them.

	T
Application :	Applied
Explanation on :	Full attendance was recorded by all the members of the Board and
application of the	Senior Management at the 29 th AGM of the Company held on 14 June
• •	
practice	2024.
	The Chairman of the Board and ARC, the Executive Directors including
	Group Managing Director, Chief Financial Officer and Company
	Secretary were present at the Broadcast Venue while other Directors
	participated the meetings remotely.
	participated the meetings remotely.
	Questions relating to the resolutions tabled at the AGM and business
	operations of the Group were posted by the shareholders before and
	during the AGM which were responded to by the Chief Financial Officer.
Explanation for :	
•	
departure	
Large companies are regu	red to complete the columns below. Non-large companies are encouraged
• •	,
to complete the columns b	eiow.
Measure :	
Timeframe :	

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.3

Listed companies should leverage technology to facilitate-

- voting including voting in absentia; and
- remote shareholders' participation at general meetings.

Listed companies should also take the necessary steps to ensure good cyber hygiene practices are in place including data privacy and security to prevent cyber threats.

Application	Applied	
Explanation on application of the practice	The Company convened its virtual 29 th AGM on 14 June 2024 through live streaming from the Broadcast Venue using remote participation and voting ("RPV") facilities provided by Tricor Investor & Issuing House Services Sdn Bhd ("Tricor") via TIIH Online website without physical attendance of the shareholders or proxies. The RPV facilities enables remote shareholders' participation and voting at the AGM. The relevant Administrative Guide with full details on the conduct of the virtual AGM including the registration process and remote participation and voting were furnished to the shareholders in advance and announced via Bursa Securities for guidance. The voting at the AGM was conducted by way of poll and Tricor was appointed as the Poll Administrator to conduct the electronic polling process and Quantegic Services Sdn Bhd as Independent Scrutineers to verify the results of the poll voting.	
Explanation for departure		
Large companies are requ to complete the columns	ired to complete the columns below. Non-large companies are encouraged below.	
Measure		
Timeframe		

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.4

The Chairman of the board should ensure that general meetings support meaningful engagement between the board, senior management and shareholders. The engagement should be interactive and include robust discussion on among others the company's financial and non-financial performance as well as the company's long-term strategies. Shareholders should also be provided with sufficient opportunity to pose questions during the general meeting and all the questions should receive a meaningful response.

Note: The explanation	on of	adoption of this practice should include a discussion on measure
undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient		
opportunity to pose q	uestic	ons and the questions are responded to.
Application	:	Applied
Explanation on	:	All questions submitted by the shareholders during the live streaming
application of the		of the virtual AGM held on 14 June 2024 via the 'Query Box' in the TIII
practice		Online website were made visible to all the participants during the
		AGM. The questions relating to the business and operations of the
		Group were duly responded by the Chief Financial Officer afte
		presentation of the agenda items for the AGM before commencemen
		of the e-voting process.
Explanation for	:	
departure		
•		
Large companies are i	reauir	। ed to complete the columns below. Non-large companies are encourage।
to complete the colun	•	·
to complete the colum	iiis be	LIOW.
Measure	:	
Timeframe	:	

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.5

The board must ensure that the conduct of a virtual general meeting (fully virtual or hybrid) support meaningful engagement between the board, senior management and shareholders. This includes having in place the required infrastructure and tools to support among others, a smooth broadcast of the general meeting and interactive participation by shareholders. Questions posed by shareholders should be made visible to all meeting participants during the meeting itself.

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform. **Applied Application** The 29th AGM of the Company held on 14 June 2024 was conducted on **Explanation on** application of the a virtual basis through live streaming from the Broadcast Venue and practice using RPV facilities provided by Tricor via TIIH Online website without physical attendance by the shareholders. Detailed Administrative Guide was circulated to all shareholders together with the Annual Report to provide guidance on registration and participation at the virtual AGM. A video clip on the e-polling process was presented by the Poll Administrator to the participants at the commencement of the AGM for guidance. All questions posed to the Company were made visible to all participants during the AGM. Through the RPV, shareholders participated at the 29th AGM remotely and submitted their questions regarding the proposed resolutions tabled at the meeting as well as the Group's business and performance, which were responded to by the Management. Electronic poll voting was used to facilitate the voting process for the resolutions tabled at the AGM and an Independent Scrutineer was appointed by the Company to verify the results of the poll voting. **Explanation for** departure Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below. Measure

Timeframe	:	

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.6

Minutes of the general meeting should be circulated to shareholders no later than 30 business days after the general meeting.

Note: The publicatio general meeting.	n of Ke	ey Matters Discussed is not a substitute for the circulation of minutes of
Application	:	Applied
Explanation on application of the practice	:	The Minutes of the 29 th AGM held on 14 June 2024 were uploaded to the Company's website no later than 30 business days after the AGM.
Explanation for departure	:	
Large companies are	requir	red to complete the columns below. Non-large companies are encouraged
to complete the colu	mns be	elow.
Measure	:	
Timeframe	:	

SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PERSUANT CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA

Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.

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