

CORPORATE GOVERNANCE REPORT

STOCK CODE : 5309
COMPANY NAME : ITMAX SYSTEM BERHAD
FINANCIAL YEAR : December 31, 2025

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

Disclosures 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	:	<p>The Board of Directors' ("Board") function, amongst others, is to lead the Company and its subsidiaries ("Group") towards achieving its short and long-term objectives, providing advice, stewardship and directions to Management, setting corporate strategies for growth and new business development, as well as overseeing the governance of sustainability within the Group.</p> <p>The Board has delegated the day-to-day operations of the Group to the Non-Independent Managing Director and Chief Executive Officer ("MD & CEO"), Executive Directors ("EDs") and the Key Senior Management ("KSM"), who manage the Group in accordance with the strategies and policies approved by the Board. Both Management and the Board worked cohesively to successfully formulate and implement the Company's business strategy.</p> <p>The responsibility to promote and embed sustainability in the Group lies with the Board and in this respect, it strives to achieve continuing growth and profitability in a safe, caring and sustainable environment.</p> <p>To discharge its functions and responsibilities orderly and effectively, the Board has established and delegated specific authorities to the following Board Committees to assist in discharging its oversight function of the Management of the Group:</p> <p>(a) Audit and Risk Management Committee ("ARMC"); and (b) Nomination and Remuneration Committee ("NRC")</p> <p>The Board's roles and responsibilities include the following:</p> <ul style="list-style-type: none">• Together with management, promoting good corporate governance culture within the Group which reinforces ethical, prudent and professional behaviour;

- Reviewing and adopting a strategic plan for the Group to ensure that its strategic initiatives support long-term value creation and includes clearly defined strategies, priorities and targets that take into account economic, Environment, Social and Governance (“ESG”) considerations underpinning sustainability;
- Reviewing, challenging and deciding on the management’s proposals for the Group, and monitoring its implementation by management;
- Overseeing the conduct of the Group’s business to ensure it is properly managed, including supervising and assessing corporate behaviour and conduct of the business of the Group;
- Identifying the principal risks and ensuring implementation of appropriate internal controls and mitigation measures to achieve a proper balance between risks incurred and potential returns to the shareholders;
- Reviewing the information and risk management and internal control system and the effectiveness of the management;
- Ensuring there is an orderly succession of senior management positions who are of high calibre and have the necessary skills and experience. The Board delegates to the NRC to review succession plans and remuneration packages for the Directors respectively as well as the Group’s policies and procedures on remuneration for the consultants who are employees of the Group. The Board also ensures that there are appropriate policies for training, appointment and performance monitoring of management positions;
- Developing and implementing an investor relations programme or shareholders’ communications policy for the Group to enable effective communication with stakeholders;
- Reviewing and approving financial statements;
- Reviewing and approving the ARMC and NRC reports at the end of the each financial year;
- Reviewing and approving the Company’s annual report;
- Ensuring the integrity of the Company’s financial and non-financial reporting;
- Undertaking a formal and objective annual evaluation to determine the effectiveness of the Board, the Board Committees and each individual Director; and
- Developing an understanding of the sustainability issues relevant to the Company and its business, including climate-related risks and opportunities associated with the industry in which the Company operates.

The above roles and responsibilities of the Board have been formalised in the Board Charter. The functions, composition, roles and responsibilities, authority and procedures of each Board Committee are set out in their respective Terms of Reference (“TOR”) approved by the Board to ensure effective and efficient decision-making within the Group.

	<p>Each Board Committee is actively engaged in overseeing the governance matters under their purview in accordance with their respective TOR. The Board Committees are provided with the authority and adequate resources, which include among others, to obtain independent professional advice, if necessary, at the Company's expense to enable them to discharge their duties and responsibilities.</p> <p>The Board acknowledges that while these Board Committees have the authority to examine issues and make recommendations to the Board, the ultimate responsibility and decision-making for all matters lies with the Board.</p> <p>The Board Charter and the TOR of each Board Committee are available on the Company's website at www.itmax.com.my and will be reviewed by the Board periodically to ensure its relevance and effectiveness.</p>
<p>Explanation for departure</p>	<p>:</p>
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>	
<p>Measure</p>	<p>:</p>
<p>Timeframe</p>	<p>:</p>

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 1.2

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	:	<p>Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali, the Independent Non-Executive Chairman of the Board, is responsible for the effective function of the Board, including the collective oversight of Management with keen focus on governance and compliance, to ensure that the conduct of the Board is in an orderly and effective manner.</p> <p>The responsibilities of the Chairman of the Board, amongst others, are as follows:</p> <ul style="list-style-type: none"> • Setting the Board agenda and ensuring that Board members receive complete and accurate information in a timely manner; • Leading the Board in establishing and monitoring good corporate governance practices in the Group; • Leading Board meetings and discussions and acting as a facilitator at Board and ensuring appropriate level of interaction among Board members; • Encouraging active participation at Board meetings and allowing dissenting views to be freely expressed; • Promoting constructive and respectful relations between Directors and senior management; • Ensuring compliance with all relevant regulations and legislation; and • Representing the Board to shareholders and ensuring appropriate steps are taken to provide effective communication with stakeholders and that their views are communicated to the Board as a whole.
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

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 1.3

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

Application	:	Applied
Explanation on application of the practice	:	<p>The roles and responsibilities of the Chairman and MD & CEO are strictly separated and clearly defined in the Board Charter. Both positions are held by different individuals to ensure clear balance of power and authority and to maintain effective supervision and accountability of the Board and Management.</p> <p>The Board is led by Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali, the Independent Non-Executive Chairman, who manages the Board by focusing on governance and compliance matters of the Group.</p> <p>Mr. William Tan Wei Lun, the MD & CEO, takes on the primary responsibility of managing the Group's businesses and resources, overseeing the day-to-day operations of the Group, as well as implementation of the Board's decisions, policies and strategies.</p> <p>The detailed roles and responsibilities of the Chairman and MD & CEO are outlined in the Board Charter, which is available on the Company's website at www.itmax.com.my.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

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 1.4

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

<i>Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.</i>	
Application :	Applied
Explanation on application of the practice :	The Chairman of the Board is neither a member of the ARMC nor the NRC.
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

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 1.5

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	<p>The Board is supported by two (2) professionally qualified and competent Company Secretaries, namely Ms Rebecca Kong Say Tsui and Ms Yeng Shi Mei. Both the Company Secretaries are member of the Malaysian Institute of Chartered Secretaries and Administrators, who are also qualified and licensed to act as Company Secretary under Section 235(2) of the Companies Act 2016 ("CA 2016").</p> <p>The Company Secretaries work closely with the Board and Board Committees, playing a vital role in advising and updating on corporate governance related matters and ensuring the Board adheres to the relevant statutory and regulatory requirements, as well as the Company's Constitution and the Board's policies and procedures.</p> <p>The Company Secretaries ensure that deliberations at Board and Board Committees' meetings are well documented and subsequently communicated to Management for appropriate actions.</p> <p>Their roles and responsibilities are, among others, the following:</p> <ul style="list-style-type: none">• Ensuring that the Board procedures are followed while a meeting is conducted;• Managing all Board and Board Committee meeting logistics, and attending and recording minutes of all Board and Board Committee meetings;• Advising the Board on its roles and responsibilities;• Advising the Board on corporate disclosures and compliance with company law and securities regulations and Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities");• Managing procedures pertaining to general meetings of the Company; and• Monitoring corporate governance developments and assisting the Board in adopting good corporate governance practices to meet the Board's needs and stakeholders' expectations. <p>The Company Secretaries keep themselves abreast of the evolving capital market environment, as well as the changes and developments in relevant corporate governance and regulatory requirements by undertaking continuous professional development.</p>

Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

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 1.6

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	<p>To facilitate Directors' planning, the annual schedule of Board and Board Committees' meetings of the Company is prepared and circulated in advance, and confirmed by the Board at the beginning of each financial year.</p> <p>The Chairman of the Board, together with Management and the Company Secretaries, undertake the primary responsibility for preparing the agenda items for the Board meetings. The agenda items include, amongst others, matters specifically reserved for the Board's decision, high-priority strategic issues and where required, operational issues.</p> <p>All Directors are furnished with proper agenda with due notice issued and Board papers circulated at least five (5) business days prior to meetings, or shorter notice if unavoidable, allowing Directors to have sufficient time to review the same. This enables the Directors to prior peruse the matters to be deliberated upon, and if necessary, to obtain further information which is appropriate and sufficient to facilitate effective deliberation and enable informed decision-making during each meeting.</p> <p>To ensure information and documents are disseminated in a timely and efficient manner, the Company leverages technology to distribute Board papers and other relevant documents to Directors.</p> <p>The Board papers include, among others, the following documents or information:</p> <ul style="list-style-type: none">• Reports of meetings of all Board Committees, including matters requiring the Board's deliberation, approval and notation;• Group's performance reports, which include information on financial, strategic business issues and updates;• Major operational, financial, legal, regulatory and corporate issues; and• Other matters for discussion/approval. <p>The Board Committees' meetings are conducted separately from the Board meetings to enable objective and independent discussions. Where appropriate, KSM are invited to attend meetings to present and</p>

	<p>provide explanations on matters relevant to the relevant agenda items, to support informed deliberation and decision-making by the Board and Board Committees. The Chairman of the Board ensures that adequate time is allocated for meaningful discussion of all matters tabled for the Board’s deliberation or consideration.</p> <p>All deliberations and decisions of the Board meetings were minuted and recorded accordingly by the Company Secretaries. The Company Secretaries, where relevant, seek clarification from Management to ensure that the draft minutes appropriately captured relevant technical points and issues discussed at the meeting.</p> <p>Upon completion of each Board meeting, the Company Secretaries will circulate the minutes to the Directors for review as soon as practicable, before the Chairman confirms the minutes at the following Board meeting. The Directors ensure that the minutes of meetings accurately reflect the deliberations and decisions of the Board, including dissenting views and instances where Directors abstain from deliberation and decision-making on a particular matter, as well as the rationale behind those decisions.</p> <p>Such minutes, having been signed by the Chairman of the next succeeding Board meeting, shall be sufficient evidence of such proceedings.</p>	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board adopted a Board Charter that sets out the composition, roles and responsibilities of the Board, the Chairman of the Board, the MD & CEO and individual Directors, as well as the delegation of authority by the Board to various Board Committees.</p> <p>The Board Charter serves to provide guidance and clarity to the Board in overseeing the progression of strategic plans, overall performance of the Group and delivery of sustainable value to its stakeholders while discharging its fiduciary duties and leadership functions.</p> <p>The Board Charter also clearly sets out all relevant governance matters, including a formal schedule of matters reserved for the Board's deliberation and approval, except where they are expressly delegated to the Board Committees, to ensure the Board retains control of key decisions and clear division of responsibilities.</p> <p>The Board Charter is subject to periodic review by the Board or as and when changes occur to ensure that it reflects the development in the relevant rules and regulations that may have an impact on the discharge of the Board's duties and responsibilities, as well as current needs of the Group.</p> <p>The Board Charter was reviewed on 22 April 2026 to reinforce the Board's formal schedule of matters through the inclusion of the limits of authority, and to incorporate the Board's oversight roles and responsibilities in relation to the Group's ESG and other sustainability-related matters.</p> <p>The Board Charter is accessible on the Company's website at www.itmax.com.my.</p>
Explanation for departure	:	

<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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 application of the practice	:	<p>The Board, together with Management, is committed to promote good corporate governance culture within the organisation which reinforces ethical, prudent and professional behaviour. As guided by the Malaysian Code on Corporate Governance (“MCCG”), the Board continuously upholds corporate governance standards and values in the organisation and strives to lead by example in strengthening the competitiveness and investor confidence in the capital market.</p> <p><u>Code of Conduct and Ethics & Whistleblowing Policy</u></p> <p>With the core values of the Group rooted in integrity and reliability, the Group has adopted a Code of Conduct and Ethics to govern the standards of ethics and conduct expected of all Directors and employees. This code manages ethical business conduct, conflict of interest (“COI”) and anti-corruption.</p> <p>To maintain the highest standards of ethical conduct, the Group had adopted a Whistleblowing Policy. As prescribed in this policy, the Board gave their assurance that employees’ and third parties’ identities will be kept confidential and whistle-blowers would not be at risk to any form of victimisation or retaliation for raising such concerns or allegations, provided that the reporting is in good faith. To ensure confidential and independent investigation of all reports, the stakeholder can report their concerns to the Chairman of the ARMC anonymously.</p> <p><u>Anti-Bribery and Corruption Policy</u></p> <p>In response to the introduction of corporate liability to the Malaysian commercial organisations for corruption under the Malaysian Anti-Corruption Commission Act 2009, the Board had established an Anti-Bribery and Corruption (“ABAC”) Policy that sets out the Group’s strong stance against any form of bribery and corruption. The policy outlines the key principles that the Group believes in, adequate procedures and</p>

	<p>guidance on how to handle situations related to corruption, bribery, and improper solicitation activities that may arise in the course of conduct of business.</p> <p>The aim of the policy is to mitigate corruption risks of the Group and to ensure that it operates with integrity and honesty, and that all employees are aware of their responsibilities in maintaining this standard. The Directors of the Company have a stewardship responsibility to communicate the requirements of the ABAC Policy and to guide the Group in dealing with concerns arising from wrongful activities or wrongdoings. The ABAC Policy will be reviewed by the Board at least once in every three (3) years.</p> <p><u>Conflict of Interest Policy</u></p> <p>The COI Policy was adopted by the Company to provide guidance in identifying and managing any actual, potential and/or perceived conflict of interest situations between the Directors (including the KSM) and the Group.</p> <p>All Directors and employees of the Group should conduct themselves with integrity, impartiality, honesty, and professionalism at all times, and shall avoid any conflict arising between their role with the Group and their private interests.</p> <p>All aforesaid documents were last reviewed on 22 April 2026 and are accessible on the Company's website at www.itmax.com.my.</p>
<p>Explanation for departure :</p>	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>	
<p>Measure :</p>	
<p>Timeframe :</p>	

Intended Outcome

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	:	<p>The Board had put in place a Whistleblowing Policy to promote high standards of ethical, moral and legal conduct. This policy provides a mechanism for any employee of the Group, as well as external stakeholders, to anonymously report genuine concerns relating to any malpractice or improper conduct within the Group’s businesses to the Chairman of the ARMC, ensuring that appropriate actions are taken to address and resolve such matters effectively.</p> <p>The Board has a stewardship responsibility to communicate the requirements of this policy to guide the Group in dealing with concerns arising from wrongful activities or wrongdoings. Procedures are in place for confidential and independent investigation of all reports as well as appropriate follow-up action. The Board assures that the identity of any whistle-blower acting in good faith will be kept confidential and be protected from any form of victimisation or retaliation for raising such concerns or allegations.</p> <p>There was no complaint or report received on malpractice or wrongdoing involving Directors, KSM or employees of the Group during the financial year ended 31 December 2025 (“FY 2025”).</p> <p>The Board reviews the Whistleblowing Policy periodically or as and when the need arises to ensure it is kept contemporaneous.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

Intended Outcome

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	:	<p>One of the principal responsibilities of the Board is to review and adopt strategic plan for the Group to ensure that its strategic initiatives support long-term value creation and includes clearly defined strategies, priorities, and targets that take into account economic and ESG considerations underpinning sustainability.</p> <p>To facilitate effective sustainability management, the Board has delegated to the ARMC, the responsibility to review the adequacy and effectiveness of the Group's risk management framework, policies and processes from time to time, and to ensure that appropriate infrastructure, resources and systems are in place to support the implementation of the Group's strategies and business plans.</p> <p>The MD & CEO is accountable to the Board for ensuring the establishment and maintenance of an adequate risk management and internal control framework for the Group, in accordance with Board-approved policies and procedures incorporating ESG and other sustainability-related risk considerations. Together with the Management team, the MD & CEO is also responsible for implementing the Group's sustainability strategies and initiatives towards achieving its sustainability objectives, and for ensuring the Group conducts its business in a socially responsible manner.</p> <p>Accordingly, the Board, together with Management, are collectively accountable for ensuring that sustainability considerations are integrated into the Group's strategic direction and day-to-day operations.</p> <p>The Group's efforts to promote sustainable initiatives for the stakeholders and communities in which it operates, as well as for the environment and its employees are set out in the Sustainability Statement of the Company's Annual Report 2025.</p>

Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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	:	<p>The Board acknowledges that the stakeholders are impacted by and have a vested interest in the Group’s business operations. Effective stakeholder communication is essential for inclusive ESG initiatives while continuous engagement with stakeholder groups is vital for the Group to understand their expectations and the impact of the Group’s actions or decisions.</p> <p>The Group’s sustainability activities are communicated to its internal and external stakeholders through various engagement channels throughout the financial year. The feedback and concerns from stakeholders allow us to develop better understanding of the materiality sustainability issues and matters that are relevant to the Company and its business, including climate-related risks and opportunities associated with the industry in which the Company operates. This enables the Board and Management to identify, prioritise and manage material ESG matters that may have an impact on the Group’s long-term business sustainability.</p> <p>Further details on stakeholders’ engagements are set out in the Sustainability Statement of the Company’s Annual Report 2025. In line with the enhanced Sustainability Reporting Guide 3rd Edition, the performance data table summarises indicators that are pertinent against our Material Matters. This information, available from the ESG Reporting Platform, is also disclosed in the Sustainability Statement.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

Intended Outcome

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
Explanation on application of the practice	:	<p>The Board conducts annual performance assessment on the effectiveness of the Board as a whole, which covers the aspect of the Group's sustainability governance. The Board is of the view that sustainability should be embedded within the culture of the boardroom, whereby each Director is able to assess the organisation and its operations in the context of sustainability, taking into account long-term value creation.</p> <p>The Company Secretaries and the Auditors also updated the Board on the changes of the MMLR of Bursa Securities pertaining to sustainability reporting requirements and adoption timeline of the National Sustainability Reporting Framework respectively, which are relevant to the Group and provide advice on sustainability-related corporate disclosures and compliance matters.</p> <p>Further, the Board, through the NRC, will continue to identify suitable sustainability-related training programmes for the Board and Management.</p> <p>The Board is committed to staying abreast with sustainability issues associated with the ever-evolving operating environment which are relevant to the Group's business, to ensure the Board has sufficient understanding and knowledge of sustainability issues.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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	:	<p>During the annual evaluation of the Board and KSM for the FY 2025, the NRC had evaluated the performance of the Board and KSM in addressing the Group’s material sustainability risks and opportunities.</p> <p>The details of the Group’s key sustainability outcomes and achievements are set out in the Sustainability Statement of the Company’s Annual Report 2025.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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	:	Adopted
Explanation on adoption of the practice	:	<p>Mr Shaun Tee Wen Han, the Chief Financial Officer (“CFO”) of the Company, leads and drives the sustainability initiatives of the Group strategically, including the integration of sustainability considerations in the Group’s day-to-day operations.</p> <p>During the FY 2025, the CFO oversaw the review and implementation of the Group’s sustainability-related targets, measures and action plans, as well as monitored the key ESG and sustainability-related regulatory developments to ensure continued alignment and compliance. The consultant provided guidance and recommendations on sustainable business practices and assisted in the development of a comprehensive sustainability framework to support the Company’s long-term value creation and sustainability objectives.</p> <p>The CFO also provides updates to the MD & CEO and the Board on the implementation progress of the Group’s sustainability-related targets, measures and actions, as well as sustainability risks and areas of concern identified from time-to-time.</p>

Intended Outcome

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	:	<p>The NRC assists the Board in the development and implementation of the policies on the nomination and appointment of Directors and Board Committee members to achieve long-term sustainability of the organisation, in accordance with the TOR of the NRC.</p> <p>In this respect, the Directors are mindful that for the Board to be effective, its composition must include the right group of people, with an appropriate mix of skills, knowledge, experience and independence elements that fit the Group's objectives and strategic goals.</p> <p>To ensure the appointment and re-election of Director meets the necessary criteria, the Company has established the Directors' Fit and Proper Policy. This policy outlines the approach and standards for the appointment and re-election of Director of the Company, to ensure that they possess the required character, experience, integrity, competence and time to effectively carry out their duties as director.</p> <p>The NRC assists the Board in conducting annual review on the Board composition, assessed the suitability of the candidates for re-election of Directors by shareholders under the annual re-election provisions or retirement in accordance with the Company's Constitution, with due consideration to the extent to which the interplay of the Director's expertise, skills, knowledge, tenure and experience with those of other Board members, fit and proper criteria, as well as their roles as committee members.</p> <p>The re-election of a Director is contingent on satisfactory evaluation of the Director's performance and contribution to the Board as well as the receipt of the fit and proper declarations in accordance with the Directors' Fit and Proper Policy from the retiring Directors.</p> <p>In accordance with Clause 76(3) of the Company's Constitution, one-third of the Directors for the time being shall retire annually and all Directors shall retire once at least in each three (3) years but shall be eligible for re-election. The Directors appointed during the financial year are subject to retirement at the next AGM held following their appointments in accordance with Clause 78 of the Company's Constitution. The schedule for retirement by rotation is based on the</p>

	<p>Directors who have been longest in office since the Director's last appointment or re-election.</p> <p>At the Twenty-Third (23rd) Annual General Meeting (“AGM”) of the Company held on 10 June 2025, the following Directors who retired by rotation pursuant to Clause 76(3) of the Company's Constitution have been re-elected as Directors of the Company:</p> <ul style="list-style-type: none"> (i) Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali; (ii) Datin Afinaliza Binti Zainal Abidin; and (iii) Heng Ai Shan <p>The NRC had on 26 February 2026 conducted the annual assessment to evaluate the effectiveness of the Board, Board Committees and individual Directors for the FY 2025, including the fit and proper assessment and is satisfied with the performance of the Directors who are subject to retirement pursuant to Clause 76(3) of the Company's Constitution at the forthcoming 24th AGM (“Retiring Directors”) and agreed that they met the criteria of character, experience, integrity, competence and time commitment to effectively discharge their duties and functions as Director as prescribed by the MMLR of Bursa Securities.</p> <p>All the Retiring Directors have expressed their intention to seek for re-election at the forthcoming 24th AGM.</p> <p>The Board concurred with the NRC's findings, recommended and supports the re-election of the Retiring Directors who are seeking for re-election pursuant to Clause 76(3) of the Company's Constitution at the forthcoming 24th AGM. The Retiring Directors had also provided fit and proper declarations in accordance with the Directors' Fit and Proper Policy to the Company and abstained from deliberations on their re-election.</p> <p>None of the Independent Non-Executive Directors have served the Board for a cumulative period of nine (9) years as of 31 December 2025.</p>
<p>Explanation for departure :</p>	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>	
<p>Measure :</p>	
<p>Timeframe :</p>	

Intended Outcome

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	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	<p>The current Board composition comprises eight (8) members, with four (4) members being Independent Non-Executive Directors, a Non-Independent Non-Executive Director, two (2) Non-Independent Executive Directors, and a MD & CEO.</p> <p>The Board acknowledges that the Company is classified as a Large Company and takes cognisance of the MCCG's recommendation for the Board of a Large Company to comprise of a majority of Independent Directors.</p> <p>In the interim, the Directors are of the opinion that the current Board size and composition is optimal and are satisfied that it is appropriate for the size and nature of the Group's business and operations, as well as for facilitating effective discussions and decision making.</p> <p>The Board maintains a balance mix of expertise, skills and attributes among its existing Directors, which is reflected in their diverse backgrounds and competencies. No individual or group dominates the Board's decision-making process. The composition and size of the Board are reviewed periodically to ensure continued appropriateness.</p> <p>The assessment of independence of the Independent Directors is conducted annually via Independent Directors' Self-Assessment Form. All the Independent Directors of the Company met the relevant criteria for independence as defined under Paragraph 1.01 and Practice Note 13 of the MMLR of Bursa Securities.</p> <p>The Board is also satisfied with the level of time commitment by its members in discharging their duties as Directors of the Company. All the Directors of the Company do not hold more than five (5) directorships in listed issuers in Malaysia, in line with Paragraph 15.06 of the MMLR of Bursa Securities.</p>
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

Measure	: The NRC periodically reviews the composition of the Board to ensure an appropriate balance of skills, experience, diversity and independence. As part of this ongoing process, the Company is in the process of identifying suitable candidates for appointment as additional Independent Non-Executive Directors. The Board remains committed to strengthening its independence and will work towards achieving a majority of Independent Directors, in line with the recommendation of the MCCG, taking into consideration the Company’s strategic needs and the availability of suitable candidates.
Timeframe	: Within 2 years

Intended Outcome

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	:	<p>The Board Charter of the Company has stipulated that the tenure of an Independent Director shall not exceed a cumulative term limit of nine (9) years. Upon completion of the nine (9) years, an Independent Director may continue to serve on the Board as a Non-Independent Director.</p> <p>In the event that said Director is to remain designated as an Independent Director, the Board shall, upon the recommendation by the NRC, justify and seek annual shareholders' approval through a two-tier voting process.</p> <p>As of 31 December 2025, none of the Independent Directors has served the Board for a cumulative term of nine (9) years.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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
Explanation on adoption of the practice	:	

Intended Outcome

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	:	<p>In assessing the suitability of any candidate for the directorship, the Board, upon recommendation by the NRC, will take into consideration the candidate's reputation, educational background, skills, diversity, knowledge, expertise, competence and experience that is in line with the Group's business operations, age, time commitment, independence and integrity.</p> <p>The NRC is delegated with the responsibilities of identifying, assessing and recommending potential candidates to be appointed as Directors and KSM based on the required mix of skills, knowledge, expertise, experience, professionalism, commitment, integrity, character and competencies in meeting the needs of the Company.</p> <p>For the position of Independent Directors, the NRC will evaluate the candidates' ability to discharge such responsibilities and his time commitment as expected from an Independent Directors. The ultimate decision on the appointment is solely at the discretion of the Board.</p> <p>The Board adopted the Directors' Fit and Proper Policy to enhance the governance of the Company in relation to the Board's quality and integrity. This policy serves as a guide for the review and assessment of potential candidates that are to be appointed to the Board as well as Directors who are seeking for re-election, to ensure that each Director possesses the character, experience, integrity, competence, time and commitment necessary to effectively discharge their role as a Director. The Directors' Fit and Proper Policy was last reviewed on 22 April 2026.</p> <p>The Board recognises that having members with different skills, background, experience, expertise and diversity is essential to ensure a broad range of viewpoints to facilitate strategic decision making and effective governance.</p> <p>As for KSM, the Board is committed to provide fair and equal opportunities and nurturing diversity in the Group. In this respect, all persons, regardless of age, gender, ethnicity, cultural background or</p>

	<p>other personal factors, with the appropriate experience and qualifications will be considered during recruitment and promotion.</p> <p>The Board is supportive of diversity in terms of age, cultural background and gender not only at the Board level, but also at workplace as it is an essential measure of good governance, critically contributing to a well-functioning organisation and sustainable development of the Group.</p> <p>The gender, ethnicity and age of the Directors and KSM of the Company as at 31 December 2025 are set out below:</p> <table border="1" data-bbox="560 584 1406 734"> <thead> <tr> <th rowspan="2"></th> <th colspan="2">GENDER</th> <th colspan="2">ETHNICITY</th> </tr> <tr> <th>Male</th> <th>Female</th> <th>Malay</th> <th>Chinese</th> </tr> </thead> <tbody> <tr> <td>No. of Directors</td> <td>4</td> <td>4</td> <td>2</td> <td>6</td> </tr> <tr> <td>No. of KSM*</td> <td>3</td> <td>-</td> <td>-</td> <td>3</td> </tr> </tbody> </table> <table border="1" data-bbox="560 770 1406 956"> <thead> <tr> <th rowspan="2"></th> <th colspan="4">AGE</th> </tr> <tr> <th>30-39 years</th> <th>40-49 years</th> <th>50-59 years</th> <th>60 years & above</th> </tr> </thead> <tbody> <tr> <td>No. of Directors</td> <td>3</td> <td>1</td> <td>1</td> <td>3</td> </tr> <tr> <td>No. of KSM*</td> <td>1</td> <td>-</td> <td>2</td> <td>-</td> </tr> </tbody> </table> <p><i>Note:</i> * Excluding KSM who are also Directors of the Company.</p> <p>The prescribed criteria for the appointment and re-election of Directors are stipulated in the Company's Board Charter, TOR of the NRC and Directors' Fit and Proper Policy, which are available on the Company's website at www.itmax.com.my. The publication of the said governance documents on the Company's website provides stakeholders with easy accessibility that allows them to be better informed in the exercise of their rights.</p>		GENDER		ETHNICITY		Male	Female	Malay	Chinese	No. of Directors	4	4	2	6	No. of KSM*	3	-	-	3		AGE				30-39 years	40-49 years	50-59 years	60 years & above	No. of Directors	3	1	1	3	No. of KSM*	1	-	2	-
	GENDER		ETHNICITY																																				
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No. of KSM*	1	-	2	-																																			
<p>Explanation for departure :</p>																																							
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>																																							
<p>Measure :</p>																																							
<p>Timeframe :</p>																																							

Intended Outcome

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	:	<p>The appointment of new Directors is undertaken by the Board as a whole, following the recommendations of the NRC based on the assessment and as guided by the fit and proper criteria.</p> <p>There was no new appointment to the Board during the FY 2025.</p> <p>Although the Board, if appropriate, will rely on recommendations from existing Directors, KSM and/or major shareholders, the Board will also take into consideration suitably qualified candidates referred by business associates, advisers, consultants, etc., when considering for potential candidates for appointment to the Board.</p> <p>The Board is mindful of this practice and would consider referrals from external sources to identify suitably qualified candidates when the need arises in the future and will not solely rely on recommendations from existing Board members, KSM and/or major shareholders.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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	:	<p>The Board ensures that shareholders are kept informed on any changes in the composition of the Board and Board Committees via announcements on Bursa Link within the prescribed timeline stipulated under the MMLR of Bursa Securities.</p> <p>The information on the re-election of the Retiring Directors, along with the Board's statement supporting their re-election and the justifications are set out in the Explanatory Notes to the Notice of the 24th AGM, enabling shareholders to make an informed voting decision on the re-election of the Retiring Directors.</p> <p>The profiles of the Directors are set out in the Board of Directors' Profile of the Company's Annual Report 2025.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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	:	<p>The NRC comprises three (3) members, all of whom are Independent Non-Executive Director and is chaired by Mr Mok Juan Chek. The composition of the NRC is as follows:</p> <table border="1"><thead><tr><th>NO.</th><th>NAME</th><th>MEMBERSHIP</th></tr></thead><tbody><tr><td>1.</td><td>Mok Juan Chek</td><td>Chairman</td></tr><tr><td>2.</td><td>Ng Nen Sin</td><td>Member</td></tr><tr><td>3.</td><td>Heng Ai Shan</td><td>Member</td></tr></tbody></table> <p>The profile of Mr Mok Juan Chek is available on page 14 of the Company's Annual Report 2025.</p>	NO.	NAME	MEMBERSHIP	1.	Mok Juan Chek	Chairman	2.	Ng Nen Sin	Member	3.	Heng Ai Shan	Member
NO.	NAME	MEMBERSHIP												
1.	Mok Juan Chek	Chairman												
2.	Ng Nen Sin	Member												
3.	Heng Ai Shan	Member												
Explanation for departure	:													
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>														
Measure	:													
Timeframe	:													

Intended Outcome

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	:	As of 31 December 2025, the Board comprises four (4) women Directors, which constitutes 50% female representation.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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	:	<p>The Board has adopted a Gender Diversity Policy, which is available on the Company's website at www.itmax.com.my.</p> <p>The Company is conforming to Practice 5.9 of the MCGG guidelines, in which the Board has 50% female representation on the Board, exceeding the requirement of 30%.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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.

<i>Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.</i>	
Application	: Applied
Explanation on application of the practice	: <p>The Board, through the NRC, conducted the annual assessment to evaluate the effectiveness of the Board, Board Committees and individual Directors for the FY 2025 by way of one-on-one interviews and completion of questionnaires by each Director. In view of the Company being classified as a Large Company, the Board engaged an independent consultant to facilitate the annual performance assessment process, covering the following assessment criteria:</p> <ul style="list-style-type: none">(i) Board composition and structure, quality of information and decision-making, Board relationship with Management, corporate governance and sustainability-related matters, as well as the effectiveness of the Board Committees;(ii) Evaluation on the ARMC, including its quality, composition, skills and competencies, meeting administration and conduct, as well as evaluation of the Internal Audit Function;(iii) Individual Directors' self and peer evaluation on fit and proper criteria, contribution and performance, as well as calibre and personal attributes; and(iv) Independence of Independent Directors, based on the criteria set out under the MMLR of Bursa Securities. <p>The independent consultant distributed questionnaires to each Director for completion, followed by the conduct of one-to-one interviews with all Directors. Thereafter, the independent consultant collated and summarised the results and feedback received from the respective Directors and tabled the assessment results to the NRC for review and discussion.</p>

	<p>The NRC Chairman had engaged the Directors in an open manner and facilitated the identification of priorities, agreed actions, responsibilities and timeframes upon the conclusion of the evaluation.</p> <p>The Board Assessment results were then presented to the Board for further discussion and endorsement. The deliberations of the NRC and the Board on the Board Assessment outcome were properly documented.</p> <p>The results of the Board Assessment for the FY 2025 indicated that the current size, composition, as well as the mix of skills and experience of the Board and the respective Board Committees as a whole had met the requirements of the Company and the overall performance of the Board, the Board Committees and the members of the Board was effective and satisfactory.</p> <p>The Board remains committed to conducting periodic board evaluations facilitated by a professional, independent and experienced external party at least once every three (3) years. This enables the Board to obtain an objective and unbiased assessment of its effectiveness as a whole, including the performance of the Board, Board Committees and individual Directors, as well as their ability to contribute effectively to the discharge of their responsibilities.</p>	
Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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	:	Applied
Explanation on application of the practice	:	<p>The Board, through the NRC, ensures that the Group's remuneration levels are commensurate with the skills, experience and responsibilities expected of its Directors and KSM, and that such remuneration is structured to be fair, reasonable and competitive in order to attract and retain talent required to lead the Group effectively.</p> <p>The remuneration packages of EDs KSM comprise fixed salary and allowances, as well as performance-based bonuses designed to link rewards to both corporate and individual performance and achievements, comprising both fixed and variable elements. The level of remuneration of each EDs and KSM takes into consideration, among others, the roles and responsibilities, qualifications, technical competency, skills, expertise and experience.</p> <p>The remuneration packages of Non-Executive Directors which comprise fixed Directors' fees, meeting allowances, reimbursement of expenses for their services in connection with Board and Board Committee meetings as well as other benefits are not linked to the Group's financial performance. The level of remuneration for each Non-Executive Director is a matter to be decided by the Board as a whole and shall be structured to reflect the roles, experience, time and level of responsibilities undertaken by the respective Non-Executive Director.</p> <p>The Board, as a whole, determines the remuneration packages of all Directors and KSM based on the NRC's recommendations. The NRC is guided by market norms and industry best practices when making appropriate recommendations for the remuneration and benefits of Directors and KSM to the Board for approval.</p> <p>The fees and any benefits payable to the Directors shall subject to annual shareholders' approval at the AGM of the Company.</p>

Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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	:	<p>The NRC, which comprises solely of Independent Non-Executive Directors, assists the Board by reviewing, among others, the Group's policies and procedures on remuneration, including assessing the remuneration packages, reward structure and benefits for all Directors and KSM on an annual basis, to ensure the same remain competitive, appropriate and in alignment with the prevalent market practices before recommending to the Board for approval.</p> <p>The NRC may obtain independent advice in establishing the level of remuneration for the EDs and KSM. The remuneration packages of EDs and KSM comprise a fixed salary and allowances as well as bonus, whilst the remuneration of the Non-Executive Directors comprises annual fees, meeting allowance and reimbursement of expenses for their services in connection with Board and Board Committee meetings.</p> <p>Despite the remuneration packages of the EDs being decided by the Board as a whole, the EDs abstained from deliberation and voting on decisions in respect of their own remuneration.</p> <p>Further, Directors who are shareholders and controlling shareholders with a nominee or connected Director on the Board are required to abstain from voting on the resolution relating to the payment of the Directors' fees and benefits at the AGM.</p> <p>The TOR of the NRC was last reviewed and approved by the Board on 26 February 2026 and is available on the Company's website at www.itmax.com.my.</p>
Explanation for departure	:	

<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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	:	The detailed disclosure of the remuneration packages received by individual Directors of the Company on a named basis for the FY 2025 – including fees, salaries, allowances, defined contributions, benefits-in-kind and others, is set out in the table below.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Tan Sri Datuk Dr. Ir. Ahmad Tajuddin Bin Ali	Independent Director	168	3	-	-	-	14	185	168	3	-	-	-	14	185
2	Tan Sri Dato' (Dr.) Tan Boon Hock	Non-Executive Non-Independent Director	66	3	-	-	-	-	69	66	3	-	-	-	-	69
3	William Tan Wei Lun	Executive Director	66	3	876	95	-	116	1,156	66	3	1,200	126	-	159	1,554
4	Datin Afinaliza Binti Zainal Abidin	Executive Director	66	3	185	15	-	24	293	66	3	185	15	-	24	293
5	Michelle Tan Sing Chia	Executive Director	66	3	454	47	-	60	630	66	3	454	47	-	60	630
6	Mok Juan Chek	Independent Director	72	3	-	-	-	-	75	72	3	-	-	-	-	75
7	Ng Nen Sin	Independent Director	66	3	-	-	-	-	69	66	3	-	-	-	-	69
8	Heng Ai Shan	Independent Director	78	3	-	-	-	-	81	78	3	-	-	-	-	81

Intended Outcome

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	:	Applied – the company discloses the remuneration of members senior management who are not members of the board	
Explanation on application of the practice	:	The disclosure of the remuneration details of the top three (3) KSM of the Company on a named basis for the FY 2025 is set out in the table below.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

No	Name	Position	Company					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Shaun Tee Wen Han	Chief Financial Officer	250,001-300,000	0-50,000	0-50,000	0-50,000	0-50,000	300,001-350,000
2	Then Chee Guey	Chief Operating Officer	250,001-300,000	0-50,000	0-50,000	0-50,000	0-50,000	300,001-350,000
3	Fun Mun Sek	Chief Commercial Officer	250,001-300,000	0-50,000	0-50,000	0-50,000	0-50,000	300,001-350,000
4	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
5	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.

Intended Outcome

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	:	

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

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	:	<p>The Board has established an ARMC comprises solely Independent Directors. The Chairman of the ARMC, Ms Heng Ai Shan, is not the Chairman of the Board.</p> <p>The Company's Board Charter and the TOR of the ARMC set out the separation of roles between the Chairman of the Board and the ARMC.</p> <p>Having the positions of the Chairman of the Board and the Chairman of the ARMC assumed by different individuals allows the Board to objectively review the ARMC's findings and recommendations. The ARMC Chairman is also able to provide full commitment and devote adequate time to review all matters under the purview of the ARMC.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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	:	<p>As recommended by the MCCG, the ARMC has incorporated into its TOR a policy stating that:</p> <p>“A former partner of the external audit firm and/or the affiliate firm (including those providing advisory services, tax consulting, etc) of the Company or any entity within the Group is required to observe a cooling-off period of at least three (3) years before being appointed as a member of the Committee.”</p> <p>As a measure to safeguard the independence and objectivity of the audit process, this policy is designed to avoid potential undue influence the former audit partner may exert over the External Auditors. It does not apply if the External Auditors are from a different audit firm.</p> <p>To-date, the Company has not appointed any former audit partner as a Director and a member of the ARMC.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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	:	<p>The ARMC is responsible for assessing the capabilities and independence of the External Auditors to ensure integrity in reporting and the reliability of audit quality, as well as to recommend the appointment and re-appointment of the External Auditors to the Board.</p> <p>The ARMC has policies and procedures to annually review, assess and monitor the performances, suitability, objectivity and independence of the External Auditors. The annual assessment is conducted by way of written evaluation form, covering the competence, audit quality, resource capacity and timeliness of the External Auditors in performing the audit.</p> <p>The ARMC had reviewed the non-audit services rendered KPMG PLT ("KPMG"), the Company's External Auditors during the FY 2025. KPMG had also provided written assurance to the ARMC, confirming that they are and have been, independent throughout the conduct of the audit engagement with the Company in accordance with the terms of relevant professional and regulatory requirements.</p> <p>Based on the written assurance provided by KPMG, the Board was of the view that the objectivity and independence of the external auditors are not in any way impaired by reason of the non-audit services provided to the Group.</p> <p>In addition, the audit partner of KPMG is regulated by the Malaysian Institute of Accountants guidelines, which is subject to a seven-year rotation to ensure the independence of the External Auditors is not impaired.</p> <p>The ARMC had private session with the External Auditors in February 2025 without the presence of any Executive Directors and Management to ensure there were no restrictions on their scope of audit. No major concerns were highlighted by the External Auditors during the private session, and they had been receiving full co-operation from Management during the course of audit.</p>

	<p>The Company had received a notice in writing dated 7 April 2026 from its existing Auditors, KPMG PLT, indicating that they do not wish to seek re-appointment at the forthcoming 24th AGM, and that they will hold office until the conclusion of the said 24th AGM.</p> <p>The Board, through the ARMC, had on 22 April 2026, considered the profile, resources, experience, proposed audit fees and engagement scope of Deloitte Malaysia PLT, taking into account the size and complexity of the operations of the Group and recommended the appointment of Deloitte Malaysia PLT, who has consented to act as Auditors, in place of the outgoing auditors.</p> <p>The ARMC and the Board, who had assessed the suitability, objectivity and independence of Deloitte Malaysia PLT as the External Auditors of the Company, collectively agreed and are satisfied that Deloitte Malaysia PLT meets the relevant criteria prescribed under Paragraph 15.21 of the MMLR of Bursa Securities.</p> <p>The ARMC therefore, recommended the appointment of Deloitte Malaysia PLT as External Auditors to the Board, subject to shareholders' approval at the forthcoming 24th AGM.</p>	
<p>Explanation for departure</p>		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>		
<p>Timeframe</p>		

Intended Outcome

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 ARMC comprises solely of Independent Directors.

Intended Outcome

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	:	<p>The Company complies with Rule 15.09(1)(c) of the MMLR of Bursa Securities, where all members of the ARMC have a solid understanding of the Group's operations and are financially literate, enabling them to analyse and interpret financial statements. This ensures they are able to discharge their duties and responsibilities within the ARMC's purview effectively, including overseeing the financial reporting process, internal control and risk management systems, as well as ensuring compliance with the applicable regulations, rules, directives, and guidelines.</p> <p>Ms Heng Ai Shan, the Chairman of the ARMC, is a member of the Malaysian Institute of Accountants and the Certified Practising Accountants Australia, as well as the Chartered Tax Institute of Malaysia. She serves as a tax partner in her firm, specialising in income tax compliance and providing consulting tax services.</p> <p>The qualification and experience of the respective ARMC members are disclosed in the Board of Directors' Profile of the Company's Annual Report 2025.</p> <p>The ARMC assists the Board in reviewing the Group's financial reporting process, ensuring the accuracy of its financial results and scrutinising information for disclosure to ensure reliability and compliance with the applicable financial reporting standards. The ARMC has unrestricted access to both the Internal Auditors and External Auditors, who report functionally and directly to the ARMC.</p> <p>The term of office and performance of the ARMC are subject to the annual review of the NRC and the Board is satisfied that the ARMC members have discharged their functions, duties and responsibilities in</p>

	<p>accordance with the TOR of the ARMC during the financial year under review.</p> <p>Given the ever-changing financial reporting and corporate landscape, all members of the ARMC undertake and will continue to pursue continuous professional development to keep themselves abreast of relevant developments in accounting and auditing standards, practices and regulations as and when required to enable them to effectively discharge their duties.</p> <p>The trainings attended by the ARMC members during the FY 2025 are disclosed in the Corporate Governance Overview Statement of the Annual Report 2025.</p>	
<p>Explanation for departure</p>	<p>:</p>	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>	<p>:</p>	
<p>Timeframe</p>	<p>:</p>	

Intended Outcome

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	:	<p>The Board has established a risk management framework which adopts a structured and integrated approach in managing key business risks. This framework, together with the system of internal control, are designed to manage and mitigate the Group's risks within its acceptable risk appetite, rather than eliminating the risks of failure to achieve the Group's aims and business objectives.</p> <p>The Board affirms its overall responsibility for the establishment and oversight of an effective and adequate risk management and internal control system of the Group. In carrying out its obligations, the Board delegates the responsibility of overseeing the effectiveness and adequacy of the Group's system of risk management and internal control, including sustainability-related matters and ethical conduct of the Group's business to the ARMC.</p> <p>To maintain independence in the management of the Group's internal control environment and ensure compliance with the MMLR of Bursa Securities, the Group's internal audit function is outsourced to Crowe Governance Sdn. Bhd. ("Crowe"), an independent professional services provider that is free from any relationships or conflicts of interest that could impair its objectivity and independence in performing internal audit reviews for the Group.</p> <p>Crowe, who works independently and reports directly to the ARMC on a regular basis, assists the ARMC and the Board in managing the risks and establishment of the internal control system and processes of the Group by providing an independent assessment on the adequacy and effectiveness of the Group's risk management and internal control systems and processes.</p> <p>Further details pertaining to the review of the Group's risk management and internal control system and its effectiveness are set out in the Statement on Risk Management and Internal Control ("SORMIC") on pages 97 to 100 of the Company's Annual Report 2025.</p>
Explanation for departure	:	

<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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	:	<p>The Board had formalised a risk management and internal control framework to enable Management to identify, evaluate, control, monitor and report to the Board the principal business risks faced by the Group on an ongoing basis, including remedial measures to be taken to address the risks. The Group's risk management and internal control framework adopts a structured and integrated approach in managing key business risks with the aim of safeguarding the Group's assets and shareholders' interests.</p> <p>The ARMC, assisted by the MD & CEO, periodically reviews the adequacy and effectiveness of the Group's risk management and internal control system and processes, including sustainability-related matters and ethical conduct of the Group's business.</p> <p>The Board has received assurance from both the MD & CEO and CFO that the Group's risk management and internal control systems are operating adequately and effectively for the FY 2025 in all material aspects, based on the framework adopted by the Group. The assurance was given based on the risk management and internal control system established and maintained by the Group, work performed and reports provided by the outsourced internal audit function, as well as reliance on written confirmations by Management team.</p> <p>The Board is of the view that the Group's current internal control and risk management systems are adequate and effective to address the risks which the Group considers relevant and material to its operations for the FY 2025. The Board continues to take pertinent measures to sustain and, where required, to continuously improve the Group's risk management and internal control systems in meeting the Group's strategic objectives.</p> <p>The features of the Group's risk management framework and internal control system are set out in the SORMIC on pages 97 to 100 of the Annual Report 2025.</p>

Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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	:	Adopted
Explanation on adoption of the practice	:	The ARMC currently has three (3) members, all of whom are Independent Directors.

Intended Outcome

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	:	<p>The internal audit function is outsourced to Crowe (“Internal Auditors”), an independent professional service provider, whose principal responsibility is to undertake regular and systematic reviews of the Group’s internal control systems in accordance with an approved risk-based internal audit plan, as well as to provide an independent and objective assurance on the adequacy and effectiveness of the Group’s governance, risk management processes and internal control system.</p> <p>The Internal Auditors’ independence is maintained by reporting functionally to the Board through the ARMC and administratively to Management.</p> <p>To ensure that the Internal Auditors effectively discharged their responsibilities for the FY 2025, the ARMC:</p> <ul style="list-style-type: none">• Reviewed and approved the Group’s internal audit plan and the Internal Auditors’ scope of work for the FY 2025, the adequacy of the scope and coverage of internal audit activities of the Group, competency and resources of the internal audit function and that the Internal Auditors had the necessary authority to carry out their work and functions.• Reviewed and deliberated on audit findings and issues arise during the course of the audits, the audit recommendations made for improvement and Management’s responses thereto and/or actions taken in response to the recommendations, as reported in the internal audit reports tabled to the ARMC during the FY 2025, and briefed the Board accordingly.• Reviewed the progress updates on follow-up audit reviews of the previous internal audit reports and ensured the adequacy and effectiveness of mitigating actions taken by Management to address all outstanding issues, key risks and control weaknesses raised by the Internal Auditors on a timely basis.• Had private session with the Internal Auditors once during the FY 2025 without the presence of Executive Directors and Management, to exchange free and honest views and opinions, and to ensure there were no restrictions on the scope of their audit.

	<p>The ARMC had also reviewed the adequacy of the scope, functions, competency and resources of the internal audit function and was satisfied with the Internal Auditors' performance for the FY 2025. This assessment ensures the continued effectiveness and independence of the internal audit functions and confirms that it has the necessary authority to carry out its work. The ARMC also retains responsibility for decision relating to the re-appointment, appointment and removal of the Internal Auditors, as well as the scope of work and budget allocation for the internal audit function.</p> <p>The ARMC, assisted by the Internal Auditors, will conduct periodic reviews of the Group's risk management and internal control systems to ensure that they remain effective, adequate and robust at all times. In addition, Management is also required to report to the ARMC, status updates on significant matters and changes in key processes that could impact the Group's operations.</p> <p>The details of the internal audit function are set out in the SORMIC on pages 97 to 100 of the Company's Annual Report 2025.</p>	
Explanation for departure		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure		
Timeframe		

Intended Outcome

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	:	<p>The outsourced internal audit function is undertaken by Crowe, which was led by the engagement director in charge of the Group’s internal audit, Mr Amos Law – who is a Certified Internal Auditor (CIA), with an engagement team of two (2) to four (4) members, including the engagement director. All the engagement team members possess relevant professional qualifications. Mr Amos Law has a diverse range of professional experience in internal audits, risk management and corporate governance advisory</p> <p>During the FY 2025, the internal audits of the Group was carried out in accordance with the Crowe Risk Model and the internal audit plan approved by the ARMC. The internal audit reviews were conducted using a risk-based approach and were guided by the International Professional Practices Framework issued by the Institute of Internal Auditors Malaysia.</p> <p>Crowe, who reports directly to the ARMC, affirmed to the ARMC that their internal audit staff on the engagement are free from any relationships or conflicts of interest in respect of the Group or the Company which could impair their objectivity and independence as Internal Auditors.</p> <p>The ARMC carried out its annual assessment of the performance of Crowe in February 2026 and was satisfied with its performance for the FY 2025.</p> <p>The details of the internal audit function and its summary of activities are elaborated in the ARMC Report and SORMIC of the Company’s Annual Report 2025.</p>
Explanation for departure	:	

<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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	:	<p>The Board recognises the importance of effective communication and is committed to ensuring timely and equitable dissemination of material information to shareholders, potential investors, and the public, in accordance with the spirit, intention and purpose of the applicable regulatory requirements.</p> <p>Although the Board has not formalised a Corporate Disclosure Policy, the Group has established procedures to ensure strict compliance with all applicable legal and regulatory disclosure requirements. The Board is committed to upholding the highest standards of integrity, transparency and accountability by ensuring that information relating to the Group's business, operations, and financial performance are disclosed in a timely, accurate and comprehensive manner, enhancing the stakeholders' understanding of the Group, its core businesses and operations, thereby enabling investors' informed decisions. Communication is carried out through various channels, including:</p> <ul style="list-style-type: none">• Annual report and circulars/statements to shareholders;• Unaudited quarterly financial results and annual financial statements;• Announcements and disclosures to Bursa Securities, including material contracts awarded;• AGMs and general meetings;• The Company's corporate website; and• Regular dialogues with analysts and media releases. <p>As part of its daily operations, the Group also engages regularly with customers, suppliers, regulators, and industry bodies through structured processes. Detailed information about the Group's approach to stakeholder engagement and specific activities for the FY 2025 is provided in the Sustainability Statement of this Annual Report 2025.</p> <p>All public disclosures and announcements made to Bursa Securities comply with the MMLR of Bursa Securities and are guided by the Corporate Disclosure Guide issued by Bursa Securities. Information in such announcements are reviewed by the MD & CEO and, where necessary, approved by the Board prior to release.</p>

	<p>The Company's website, www.itmax.com.my, is accessible by all stakeholders and serves as a platform to communicate with the shareholders, investors and the public. The Board has established dedicated sections on the Company's corporate website to provide updates on unaudited quarterly financial results, annual financial statements, announcements, annual reports, circulars/statements to shareholders, corporate governance matters, as well as other corporate information related to the Group's business, for the stakeholders have access to all information they need to make informed decisions</p> <p>Any enquiries on investor related matters or concerns relating to the Group to the Chairman of the Board or the MD & CEO at our designated email at itmaxsales@itmax.com.my, and all relevant and appropriate issues raised will be addressed accordingly.</p> <p>The Board is of the view that the AGM is an important forum for dialogue and interactions between the Board and shareholders to address their concerns. At the AGM, there is a Questions and Answers session during which the Chairman encourages shareholders' active participation, including clarifying and questioning the Group's strategic direction, business operations, performance and proposed resolutions. A presentation detailing the Group's strategies, as well as its financial and non-financial performance will also be provided to the shareholders at the AGM.</p> <p>The Company will conduct its forthcoming 24th AGM by way of physical meeting to facilitate direct engagement and foster effective communication between the Board, Management and shareholders.</p>
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	<p>The Company acknowledges that the adoption of integrated reporting involves a comprehensive process that requires significant expertise, resources and time. In view of its complexity, the Company is committed to progressively planning for its potential adoption of integrated reporting, including the development of the necessary systems, frameworks and internal capabilities.</p> <p>The Company will continue to assess the appropriate timing for adoption, taking into consideration its level of internal readiness, evolving market practices and regulatory developments. The implementation of integrated reporting will be undertaken when deemed appropriate to further enhance the transparency, connectivity and overall quality of the Company's reporting.</p>
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	The Board remains committed to evaluating the feasibility and readiness for integrated reporting, and will continue to assess the resources, expertise and internal capabilities required, as well as the alignment with the Company's strategic objectives, to determine the most appropriate timing for its implementation.
Timeframe	:	Within 3 years

Intended Outcome

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.

Application	:	Applied
Explanation on application of the practice	:	<p>The AGM is the principal forum for dialogue and communication with shareholders. Shareholders are encouraged to attend the AGM as it remains an interactive platform for shareholders to engage directly with the Board and gain insights on the Group's performance as well as business activities.</p> <p>The 23rd AGM of the Company held on 10 June 2025 was conducted physically and the Company appointed AscendServ Capital Markets Services Sdn. Bhd. as the Poll Administrator to conduct the poll by way of electronic voting via its Dvote Online platform at https://www.dvote.my. Scrutineer Solutions Sdn. Bhd. was appointed as the Independent Scrutineer to verify the poll results.</p> <p>The Notice of the 23rd AGM was issued to shareholders on 25 April 2025, which is more than 28 days prior to the date of the AGM, in compliance with Paragraph 7.15 of the MMLR of Bursa Securities and Practice 13.1 of the MCGG, to accord them with sufficient time to consider the resolutions to be discussed and resolved, and make an informed decision in exercising their voting rights at the 23rd AGM.</p> <p>The Notice of the 23rd AGM, outlining the impact of the proposed resolutions on the Company's business and on stakeholders, with the aim of ensuring shareholders were well apprised on the implications of their vote prior to decision-making, was circulated together with the Administrative Details to all shareholders were made available at the Company's and Bursa Securities' websites.</p> <p>The Administrative Details provided information to the shareholders regarding the details of the AGM, their entitlement to attend the AGM and their rights to appoint proxy(ies). Shareholders who were unable to attend the AGM were entitled to appoint their own proxy(ies) or the Chairman as their proxy to attend and vote on their behalf.</p>
Explanation for departure	:	

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

Measure :		
Timeframe :		

Intended Outcome

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.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board recognises its role and responsibilities as steward of the Company to continuously engage and provide constructive feedback to all shareholders' queries.</p> <p>The Board encourages shareholders' active participation at the Company's AGM and strives to ensure all Board members, KSM and the External Auditors are in attendance to respond to shareholders' queries.</p> <p>All Directors, including the External Auditors, were in attendance at the 23rd AGM held on 10 June 2025. The Chairman of the ARMC and NRC were present to provide meaningful explanation or responses for the questions addressed to them.</p> <p>The Company will conduct its forthcoming 24th AGM by way of physical meeting to facilitate direct engagement and foster effective communication between the Board, Management, and shareholders.</p> <p>Barring unforeseen circumstances, all Directors, including the Chairs of all mandated Board Committees, will attend the forthcoming 24th AGM to address shareholders' enquiries. The External Auditors will also be present at the meeting to answer shareholders' questions with regards to the conduct of the audit and the preparation of the auditor's report for the Group.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

Intended Outcome

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	:	<p>The Company leveraged technology to facilitate electronic voting for the conduct of poll on resolutions tabled at its 23rd AGM.</p> <p>The 23rd AGM was conducted physically and the Company appointed AscendServ Capital Markets Services Sdn. Bhd. as the Poll Administrator to conduct the poll by way of electronic voting via its Dvote Online platform at https://www.dvote.my, while Scrutineer Solutions Sdn. Bhd. was appointed as the Independent Scrutineer to verify the poll results.</p> <p>With the Dvote Online, shareholders were able to vote by registering themselves via Dvote Online platform. The Administrative Details containing the guide on registration and voting procedures were provided to the shareholders and a copy of which was also published on the Company’s and Bursa’s websites.</p> <p>With regards to the cyber hygiene practices, Dvote Online website has gone through penetration test and stress test throughout the years from 2020 to 2025 and 2020 to 2023 respectively, and they had performed numerous meetings throughout these years. Dvote Online website is hosted in a secure cloud platform, and the data center is ISO27001 certified.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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.

<i>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.</i>	
Application	: Applied
Explanation on application of the practice	: The Chairman of the Board ensured that the 23 rd AGM supports meaningful engagement between the Board, KSM and the shareholders. During the 23 rd AGM, a presentation was conducted to explain the Group's strategies, financial and non-financial performance to the shareholders. Members, proxies, and/or corporate representatives were allowed to pose questions to the Board and Management during the Question-and-Answer session at the 23 rd AGM. Sufficient time was allocated to address questions received from shareholders, and all questions raised by shareholders and proxies were addressed by the Board with meaningful responses. All resolutions set out in the Notice of 23 rd AGM were voted by electronic polling, and an independent scrutineer was appointed by the Company to validate the poll results before the announcement of poll results by the Chairman of the meeting. The outcome of all resolutions proposed at the 23 rd AGM was announced to Bursa Securities on the event date.
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure	:

Timeframe	:		
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Intended Outcome

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.

<i>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.</i>	
Application :	Not applicable – only physical general meetings were conducted in the financial year
Explanation on application of the practice :	
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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.

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>	
Application	: Applied
Explanation on application of the practice	: The proceedings (including all the Questions raised at the meeting and Answers thereto) of the 23 rd AGM held on 10 June 2025 were properly minuted by the Company Secretaries. The minutes, detailing the key matters and concerns raised by the shareholders together with the Company's responses had been circulated to the Board for comments and concurrence, before the minutes was published on the Company's website within 30 business days after the conclusion of the 23 rd AGM.
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure	:
Timeframe	:

**SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PURSUANT
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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