CORPORATE GOVERNANCE REPORT

STOCK CODE	**:**	6114
COMPANY NAME	**:**	MKH BERHAD
FINANCIAL YEAR	**:**	September 30, 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	:	The Board is primarily responsible for the Company and its subsidiary companies ("Group") overall strategic plans, business performance, overseeing the proper conduct of the Group's business, risk management, succession planning, investor relations, shareholders' communication, internal control, corporate governance practices as prescribed under Malaysian Code on Corporate Governance 2021 ("MCCG" or "the Code") and statutory matters. The Board is guided by the Board Charter which outlines the duties and responsibilities of the Board and matters reserved for collective decision of the Board in discharging its duties. The Board will continue to play a critical role in setting the appropriate tone at the top, providing leadership and promoting good governance and ethical conduct and practices throughout the Group to ensure a sound and sustainable business operation. The role of the Board includes the following six (6) specific areas: (a) reviewing and adopting strategic plans for the Group; (b) overseeing the conduct of the Group's businesses to evaluate whether the businesses are being properly managed; (c) identifying principal risks and ensuring the implementation of appropriate systems to manage these risks; (d) succession planning, including the implementation of appropriate systems for appointing, training, fixing the compensation of and where appropriate, replacing senior management and the Board acknowledges the importance of readiness of talent pool for succession planning;

	(e) developing and implementing an investor relations programme for the Company, as it is important that the Company is able to communicate effectively with its shareholders; and (f) reviewing the adequacy and the integrity of the Group's internal control systems and management systems; including systems for compliance with applicable laws, regulations, rules, directives and guidelines. The Board has six (6) Committees, namely, EXCO Committee, Audit Committee, Nomination Committee, Remuneration Committee, Risk Management Committee and Sustainability Committee to assist the Board in discharging its responsibilities in order to ensure the Company meets its objectives and improves the management performance as well as maximise shareholders' wealth. The terms of reference for each of the Committees will be periodically reviewed by the Board as and when required.	
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

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

Practice 1.2

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

Application	:	Applied
Explanation on application of the practice	:	The Chairman of the Board is Tan Sri Dato' Chen Kooi Chiew @ Cheng Ngi Chong ("Tan Sri Dato' Alex Chen"). Tan Sri Dato' Alex Chen, provides effective leadership role to the Board, promotes and oversee high standard of corporate governance in achieving the Company's corporate objectives as well as enhancing shareholders' value. Under his leadership, the Board is aware of the importance of good governance in building a sustainable business. The Chairman also carry out regular dialogue on policy and business direction with his fellow Board members. The role of the Chairman has been specified in the Board Charter, which is available on the Company's website at www.mkhberhad.com.
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

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	:	The position of the Chairman is held by Tan Sri Dato' Alex Chen, Executive Chairman, whereas, the position of Chief Executive Officer in the Company is assumed by the Group Managing Director, Tan Sri Datuk Chen Lok Loi. The roles and responsibilities of the Executive Chairman and Group Managing Director are distinct and separate to further enhance and preserve a balance of authority and accountability in decision making. The Executive Chairman is primarily responsible for the orderly conduct of the Board meetings and ensure effectiveness of the Board. The Group Managing Director is responsible for the development and implementation of the Board policies and business direction, formulating business strategies for the Group's business operation based on effective risk management controls and overseeing and managing the day-to-day operation of the Group, including defining the limits of Management's responsibilities.
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

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

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'.			
Application	:	Applied	
Explanation on application of the practice	:	The Chairman of the Board, Tan Sri Dato' Alex Chen is not a member of the Audit Committee, Nomination Committee or Remuneration Committee of the Company and does not participate in any of the above Committees' meetings.	
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

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

Practice 1.5

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

Application	:	Applied
Explanation on application of the practice	:	The Board appointed qualified Company Secretary and has full access to the advice and services of the Company Secretary to support the Board in carrying out its roles and responsibilities and ensuring that Board meeting procedures are followed. The Company Secretary also facilitates timely communication of decisions made by the Board at Board Meetings to the Senior Management team for action. The Company Secretary also work closely with the Senior Management team to ensure that there are timely and appropriate information flow within and to the Board and Board Committees, and between the Non-Executive Directors and management. The Company Secretary constantly keep himself abreast with the regulatory changes and corporate governance development by attending the relevant conferences and training programmes organised by the Companies Commission of Malaysia, Bursa Malaysia and/or other relevant organisations. The Board is also regularly updated and kept informed by the Company Secretary on corporate disclosures and compliance with company and securities regulations and listing requirements such as restriction in dealing with the securities of the Company and updates on the latest developments in legislations and regulatory framework affecting the Group issued by the various regulatory authorities. The Board is satisfied with the performance and support rendered by the Company Secretary to the Board in discharging its functions during the financial year 2025 ("FY2025").
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

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	:	The notice of Board meeting and the board papers are circulated at least seven (7) days prior to the meeting. However, exceptions may be made for certain ad-hoc or urgent instances when Directors unanimously consent to shorter notice. The board papers are issued in advance thus given sufficient time for the Board members to peruse the matters that will be tabled at the Board meeting and this enhances the overall decision-making process. The Group Managing Director, Chief Financial Officer and Group Company Secretary would lead the presentation of board papers and provide comprehensive explanations of business plans, business performance, corporate proposals (if any), progress reports on operations in relation to the risk management and other pertinent issues. The Board has full access to both internal and external auditors and received reports on audit findings via the Audit Committee. All matters raised, discussions, deliberations, decisions and conclusions including dissenting views made at the meeting are recorded in the minutes of meeting and circulated in a timely manner. The Company Secretary will inform the relevant management of decisions/recommendations made by the Board or Board Committees for appropriate actions to be taken.
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
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	:	The Board Charter sets out the Board's strategic intent and outlines the Board's roles and responsibilities including the vision and mission and principles of the Company and the policies and strategy development of the Group. It is also a source of reference and primary induction literature, providing insights to new Board members and matters specifically reserved for collective decision of the Board. The Board Charter is periodically reviewed by the Board and the last review was carried out on 27 February 2025 to ensure that it remains consistent with the current laws and practices, and the principles of good corporate governance of the Code and requirements of Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"). The Board Charter is made available on the Company's website at www.mkhberhad.com.
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
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	:	The Board is committed to create a corporate culture that adhere to the best practices of corporate governance and to uphold high standard of corporate conduct. The Code of Ethics and Conduct ("the Ethics Conduct") which set out the ethical standards and appropriate conduct at work adopted by the Group and is applicable to all employees and Directors of the Group. The Ethics Conduct covers the following key areas: • conflict of interest; • confidential information; • insider information and securities trading; • protection of Group's assets; • compliance with applicable laws; • personal gifts; • occupational health and safety; • sexual discrimination; • outside activities and interests; • fair and courteous behaviour; and • dishonesty, misconduct and corrupt practices. The Board is committed to conducting the Group's business lawfully and ethically in all the countries where the businesses are located. The Group has established Anti-Bribery and Corruption Policy, which sets out its expectations for internal and external parties working for and on behalf of the Group in preventing bribery or corrupt practises in relation to the Group's businesses. The details of the Ethics Conduct, Anti Bribery and Corruption Policy and Code of Business Ethics (Vendors and Business Associates) are available for reference on the Company's website at www.mkhberhad.com.
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
The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

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

Practice 3.2
The board establishes, reviews and together with management implements policies and procedures on whistleblowing.

Application	:	Applied
Explanation on application of the practice	:	The Board has put in place Whistleblowing Policy, a mechanism for its employees and stakeholders to report any concerns relating to possible improper conduct within the Company in matters relating to financial, compliance, misconduct, wrongdoing and other malpractices in an appropriate manner. This policy is designed to facilitate the reporting individual to report either of the following concerns or wrongdoings by any person in the conduct of the business:- • corruption, bribery or fraud; • improper conduct or unethical behaviour; • acceptance of gifts/ favour beyond the threshold allowed by the Company; • misuse and/or misappropriation of the Company's funds or assets; • abuse of power and practice that cause unnecessary costs to the Company; and • endangerment of public health, safety and the environment. The Whistleblowing Policy is posted on the Company's website at www.mkhberhad.com for ease of reference.
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
The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.1
The board together with management takes responsibility for the governance of sustainability in the company including setting the company's sustainability strategies, priorities and targets.

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

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

Application	:	Applied	
Explanation on application of the practice	:	The Board has the overall responsibility to oversee the sustainability matters for the Group. The Board under the leadership and direction of the Group Managing Director, oversees the planning and execution of the Group's sustainability strategies to ensure that the sustainability matters are implemented throughout the business operations. The Board has established a clear sustainability governance model to ensure that compliance and responsibilities are carried out. The Sustainability Committee has reassessed the Group's material sustainability matters in 2025 to ensure that the priority issues related to the Group's businesses and operations are continuously identified, assessed and addressed. Details of the Group's materiality assessment are presented in the Sustainability Report which are available in the Annual Report 2025.	
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
The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.2
The board ensures that the company's sustainability strategies, priorities and targets as well as performance against these targets are communicated to its internal and external stakeholders.

Application	:	Applied	
Explanation on application of the practice	:	The Board acknowledge the importance of effectively communicating the Company's sustainability strategies, priorities, targets and overall performance to its internal and external stakeholders. Details pertaining to the stakeholders' engagement and communication are available in the Sustainability Report in the Company's Annual Report 2025.	
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
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	:	The Board of the Company is responsible to develop and approve sustainability strategies and to ensure all business strategies address sustainability matters and major business operations are embedded with sustainability considerations in line with the changes in the external business environment, interests of the stakeholders and climate change related risks. Sustainability-related issues and risks are identified, reviewed and assessed in the annual risk identification and assessment process. Key risks identified will be updated in the risk registers and reported to the Risk Management Committee, Audit Committee and the Board. The Audit Committee and the Board deliberated initiatives undertaken by the management and address the business sustainability risks and opportunities. The Board is committed to undertake the relevant training to stay abreast and understand the sustainability issues relevant to the Company and its businesses, including climate-related risks and opportunities from time to time.	
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
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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	Sustainability related performances currently does not directly form part of the performance evaluation of the Board and Senior Management for FY2025. The Key Performance Indicators ("KPIs") of Executive Directors and Senior Management's performance in addressing the Company's material sustainability risks and opportunities has not been incorporated in the annual performance evaluation.	
		While the sustainability related performance does not directly form part of the performance evaluation, a number of our standard operating procedures ("SOP") and work processes incorporate sustainability practices. The Company is currently working on key material sustainability frameworks and targets and strive to achieve a harmonious balance between business growth and sustainable practices. Subsequently, based on the agreed key material sustainability frameworks and targets, the KPIs can be established and included in the sustainability performance assessments in the overall performance review of the Board and Senior Management.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
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	:	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 5.1
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	:	The Nomination Committee review the composition and size of the Board from time to time to ensure its appropriateness and effectiveness and conduct the Board members performance evaluation via questionnaires which covers Board's effectiveness as a whole together with Directors' self-assessment. The Directors' self-assessment was conducted to evaluate the mix of skills, experience and the individual Director's ability to contribute and exercise independent judgement towards the effective functioning of the Board. The Nomination Committee during their annual review would also ensure that the size of the Board is optimum, and well-balanced with the appropriate mix of skills and experience. The Board has approved the adoption of the Fit and Proper Policy which is implemented to guide the Board and the Nomination Committee in the assessment and evaluation of candidates that are to be appointed and re-appointment as Directors to the Board and the Group. The Fit and Proper Policy is posted on the Company's website at www.mkhberhad.com.
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
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	:	The Board presently has seven (7) members comprising three (3) Executive Directors including the Chairman and Managing Director, three (3) other Independent Non-Executive Directors ("INED") and one (1) Non-Independent Non-Executive Director. The Board is in compliance with paragraph 15.02 of the MMLR of Bursa Securities, which requires that at least two (2) Directors or one-third of the Board of the Company, whichever is the higher, are Independent Directors. The Board is mindful that the Board does not comprise a majority of INEDs and is of the view that the present INEDs, with the breadth of professional background, have enabled the Board to exercise objective judgement on various issues and decisions are made through their sharing of impartial, objective and unbiased opinion and viewpoints.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The Nomination Committee would take step to sought for appointment of at least one (1) new independent director as the Board encourages a dynamic and diverse composition by nurturing suitable and potential candidates equipped with the competency, skills, experience, character, time commitment, integrity and other qualities in meeting the future needs of the Company so as to ensure balances in gender and skills diversity, ethnicity and age within the Group.	
Timeframe	:	Within 12 months	

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	:	The Board is mindful of the recommendation of the Code that the tenure of an independent director should not exceed a cumulative term of nine (9) years. If the Board intends to retain an independent director beyond nine (9) years, it shall justify and seek annual shareholders' approval through a two-tier voting process in line with the recommendation of the Code. As at 30 September 2025, none of the INED of the Board has exceeded nine (9) years tenure.	
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
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	:	The Board comprise of members who are specialised in the property development and construction sector, plantation/agriculture sector, professional in accounting sector, corporate finance and legal. This wide spectrum of competencies, capabilities, skills and relevant business experience provide the Board with a diverse set of expertise and knowledge in discharging its responsibilities for the proper functioning of the Board and ensuring that the Group continues to be competitive within its diverse industry segment. The appointment to the Senior Management level will be based on objective criteria, merit and also due regard for diversity in experience, age, skills and professional background.	
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
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.6
In identifying candidates for appointment of directors, the board does not solely rely on recommendations from existing board members, management or major shareholders. The board utilises independent sources to identify suitably qualified candidates.

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

Application	:	Applied	
Explanation on application of the practice	:	The Nomination Committee is empowered by the Board to recommend the right candidates including gender considerations with the necessary skills, experience and competencies to be filled in the Board and Board Committees.	
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
Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.7
The board should ensure shareholders have the information they require to make an informed decision on the appointment and reappointment of a director. This includes details of any interest, position or relationship that might influence, or reasonably be perceived to influence, in a material respect their capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the listed company as a whole. The board should also provide a statement as to whether it supports the appointment or reappointment of the candidate and the reasons why.

Application	:	Applied	
Explanation on application of the practice	:	The Board, through the Nomination Committee, had reviewed and assessed the performance and contribution of the retiring Directors. The Board had recommended for the shareholders' approval for the re-election of the retiring Directors at the forthcoming AGM. The Board has set out the recommendation for the re-election of the Directors in the explanatory notes of the Notice of the 46th AGM dated 30 January 2026. The profiles of Directors are published in the Annual Report 2025 which include their age, gender, directorships in other public companies, if any, working experience and any conflict of interest, if any.	
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
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	:	The Nomination Committee was established on 27 November 2012 and comprises two (2) members, all of whom are Independent Non-Executive Directors and they are responsible to make independent recommendations for new appointments to the Board. Dato' Lim Hong Shuan, the Senior Independent Non-Executive Director, is the Chairman of the Nomination Committee and the other member is Ms. Hoon Shat Mei.	
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
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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	Currently, the Board has two (2) female directors (28.6%), namely Ms. Hoon Shat Mei and Ms. Lee Pei Yee out of seven (7) Directors. Nevertheless, the Company has complied with Paragraph 15.02(1)(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad which states that a listed issuer must have at least one (1) female director on the Board.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	During the FY2025, the Board has not established the policy on gender diversity. However, the presence of gender diversity across the Senior Management and the Group at all levels are selected on suitability as well as potential candidate equipped with the competency, skills, experience, character, time commitment, integrity and other qualities in meeting the future needs of the Company so as to ensure balance of gender and skills diversity, ethnicity and age within the Group.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
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.

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.	
Application :	Applied
Explanation on application of the practice :	The Nomination Committee conducted an annual review of the effectiveness of the Board and Board Committees as well as the Board members individual performance evaluation via customised questionnaires which covers Board's effectiveness as a whole together with Directors' self and peer-assessment. The Directors' self-assessment was conducted to evaluate the mix of skills, experience and the individual Director's ability to contribute and exercise independent judgement towards the effective functioning of the Board. The Nomination Committee also conducted the review of the Audit Committee members' performance via questionnaire and self and peer evaluation form to ensure a balanced and objective review by the Directors and the Audit Committee for the abovementioned key areas. The Nomination Committee also evaluates the independence of the Independent Non-Executive Directors based on the criteria of "Independence" as prescribed in the Listing Requirements and the Corporate Governance Guide issued by Bursa Securities. The Nomination Committee, pursuant to the annual review that was carried out, was satisfied that the size of the Board is optimum, well-balanced with the appropriate mix of skills and experience for the composition of the Board and its Committees. All assessments and valuation carried out by the Nomination Committee in discharging its duties were also properly documented.
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

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	:	The Company has a remuneration package in place to attract, retain, motivate and reward Directors and Senior Management to lead the Group towards success. The remuneration package is benchmarked against remuneration offered by similar industry and the work performance and level of responsibilities of the Directors and Senior Management. The components of the remuneration package for the Executive Directors include fixed salary, bonus, benefits-in-kind and other emoluments. As for Non-Executive Directors, the level of remuneration is reflective of their experience, expertise, knowledge and level of responsibilities in discharging their fiduciary duties. For FY2025, the Remuneration Committee recommended to the Board the remuneration packages of the Executive Directors and Senior Management, whilst the Board as a whole determines the remuneration of the Non-Executive Directors. The individual Directors concerned have abstained from decision in respect of their remuneration.
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
The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

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

Practice 7.2
The board has a Remuneration Committee to implement its policies and procedures on remuneration including reviewing and recommending matters relating to the remuneration of board and senior management.

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

Application	:	Applied	
Explanation on application of the practice	:	The Remuneration Committee ("RC") was established on 27 November 2012 and comprises of two (2) members, all of whom are Independent Non-Executive Directors. The RC is responsible for recommending to the Board on the remuneration framework and packages of all Directors and in the case of Non-Executive Directors' fees including Board Committees' fees, the approval of the shareholders is required. Dato' Lim Hong Shuan, the Senior Independent Non-Executive Director, is the Chairman of the Remuneration Committee and the other member is Ms. Lee Pei Yee. The Remuneration Committee key activities during FY2025 are disclosed in the Annual Report 2025. The Terms of Reference of the Remuneration Committee are available for reference on the Company's website at www.mkhberhad.com.	
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

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 details of the remuneration of Directors for FY2025 are disclosed on named basis in the Corporate Governance Overview Statement in the Company's Annual Report 2025 and on page 35 of this Corporate Governance Report.

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 Dato' Chen Kooi Chiew @ Cheng Ngi Chong	Executive Director	-	-	-	-	-	-	-	365,000	12,000	3,686,724	4,608,405	24,644	-	8,696,773
2	Tan Sri Datuk Chen Lok Loi	Executive Director	-	-	-	-	-	-	-	365,000	6,000	2,395,368	2,594,982	33,632	948,170	6,343,152
3	Datuk Chen Fook Wah	Executive Director	-	-	-	-	-	-	-	-	-	832,080	568,588	22,700	266,132	1,689,500
4	Dato' Lim Hong Shuan	Independent Director	60,000	15,000	-	-	-	-	75,000	60,000	15,000	-	-	-	-	75,000
5	Ms. Hoon Shat Mei	Independent Director	60,000	17,000	-	-	-	-	77,000	60,000	17,000	-	-	-	-	77,000
6	Ms. Lee Pei Yee	Independent Director	60,000	12,000	-	-	-	-	72,000	60,000	12,000	-	-	-	-	72,000
7	En. Jeffrey bin Bosra	Non-Executive Non-Independent Director	60,000	11,000	-	-	-	-	71,000	60,000	11,000	-	-	-	-	71,000
8	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
9	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
10	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
11	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

12	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
13	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
14	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
15	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	Given the competitive business environment and the sensitivity associated with such disclosure, the Board is of the view that the disclosure of detailed remuneration of the top five Senior Management in bands of RM50,000 on a named basis would place the Company in a disadvantageous position and could give rise to potential talent retention issues. The total remuneration of the Group's key management personnel is disclosed in Note 37(b) of the Company's Audited Financial Statements for FY2025 as set out in the Annual Report 2025.	
		The Board had benchmarked the remuneration package of the Company's Senior Management with the industry standard. The Group has in place an annual performance appraisal process which takes into account individual performance, job responsibilities and the Group's performance to ensure that the remuneration commensurate with the level of responsibilities and performance of the individual.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The Board will continue to evaluate the implications of such disclosure and make the necessary disclosure provided that it is in the best interest of the Group.	
Timeframe	:	Others	

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

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	:	The Audit Committee comprises four (4) members, majority of whom are Independent Non-Executive Directors. The Chairman of the Audit Committee, Ms. Hoon Shat Mei is a member of the Association of Chartered Certified Accountants ("ACCA"). She is not the Chairman of the Board. The other members of the Audit Committee are Dato' Lim Hong Shuan, Ms. Lee Pei Yee and En. Jeffrey bin Bosra.	
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
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	:	None of the members of the Board were former partners of the External Auditors. The Company has adopted the enhanced practice introduced by the MCCG, i.e. a former partner of the Company's external auditors is to observe a cooling-off period of at least three (3) years before being appointed as a member of the Audit Committee as per the Terms of Reference of the Audit Committee. The Terms of Reference of the Audit Committee are available for reference on the Company's website at www.mkhberhad.com.
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
There is an effective and independent Audit Committee.

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

Practice 9.3
The Audit Committee has policies and procedures to assess the suitability, objectivity and independence of the external auditor to safeguard the quality and reliability of audited financial statements.

Application	:	Applied
Explanation on application of the practice	:	The Audit Committee together with the Chief Financial Officer had undertaken an annual assessment on the suitability of the external auditors for the financial year pursuant to the External Auditors Assessment Policy, which has outlined the guidelines and procedures for the assessment and monitoring of external auditors. The details of the External Auditors Assessment Policy are available for reference at www.mkhberhad.com. The criteria for the External Auditors Assessment Policy include service, sufficiency of resources, communication and interaction, independence, objectivity and professionalism. There were no major concerns from the results of the assessment of the external auditors. The Audit Committee has also considered the non-audit services provided by the external auditors during financial year under review and concluded that the provision of these services did not compromise the external auditors' independence and objectivity. The Audit Committee was satisfied with the external auditors' exercise of independence, objectivity, technical competency and quality of service. Following review of the assessment result at its meeting in December 2025, the Audit Committee has recommended the re-appointment of Deloitte Malaysia PLT (formerly known as Deloitte PLT) for shareholders' approval at the forthcoming Forty-Sixth ("46th") AGM on 12 March 2026.
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
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	:	Not Adopted
Explanation on adoption of the practice	:	

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	:	The Audit Committee presently comprised of four (4) members with professional experience in accounting, corporate finance and legal. All the Audit Committee members are financially literate and able to read, interpret, and apply critical and probing view on the financial results and information prepared by the management. The diversity in skills and sufficient understanding of the Group's business gave the Audit Committee the ability to discharge their roles and responsibilities effectively. The Audit Committee members attended relevant conferences, seminars and training programme from time to time to keep themselves abreast of relevant developments in accounting standards and practices. Details of the trainings attended by the AC members for the FY2025 are listed under the Directors' training section of the Annual Report 2025.
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
Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

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

Practice 10.1
The board should establish an effective risk management and internal control framework.

Application	:	Applied	
Explanation on application of the practice	:	The Board acknowledges its responsibilities for establishing a sound risk management framework and internal control system to safeguard the shareholders' investments, the Group's assets and in discharging its stewardship responsibility in identifying principal risks and ensuring implementation of an appropriate risk management and internal control system to manage those risks. The Board continuously review the effectiveness and adequacy of the internal controls procedures and processes to ensure that the system is viable and robust in all aspects of the Group's activities. However, due to the limitations inherent in any internal control system, it should be noted that such system is designed to manage rather than to eliminate the risk of failure to achieve the Group's business objectives. Therefore, the system can only provide a reasonable and not absolute assurance against material misstatement or loss.	
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
Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

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

Practice 10.2
The board should disclose the features of its risk management and internal control framework, and the adequacy and effectiveness of this framework.

Application	:	Applied	
Explanation on application of the practice	:	The features of the Company's risk management and internal control framework are available in the Statement on Risk Management and Internal Control published in the Company's Annual Report 2025.	
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
Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

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

Practice 10.3 - Step Up
The board establishes a Risk Management Committee, which comprises a majority of independent directors, to oversee the company's risk management framework and policies.

Application	:	Not Adopted
Explanation on adoption of the practice	:	

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	:	The Group's internal audit function is carried out by the in-house Internal Audit Department ("IAD"). The internal auditors have direct access to the Audit Committee and the Board of Directors. The internal audit function is to undertake, on a prioritised approach, an independent and systematic assessment of the Group's system of risk management and internal controls as established by management in addressing the principal business risks faced by the Group. The Audit Committee received quarterly reports from the IAD on audit reviews carried out, recommendations and management's responses to the findings and progress in addressing the identified issues. The relevant business units head are accountable for ensuring the corrective actions on reported control weaknesses were taken within the reasonable timeframes. IAD also conducted follow-up audits on key engagements to ensure that the corrective actions were implemented on timely basis.
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
Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.2
The board should disclose–

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

Application	:	Applied
Explanation on application of the practice	:	The Group's internal audit function is headed by Mr. Pregash a/l Balasundaram, an Associate Member of the Institute of Internal Auditors Malaysia ("IIA Malaysia") who has over 16 years of experience in internal audit. The Internal Audit Department ("IAD") reports directly to the Audit Committee and is guided by the Internal Audit Charter. The IAD adopts the International Standards for the Professional Practice of Internal Auditing as well as established internal auditing guidelines to enhance its competency and proficiency. Currently, the IAD comprises six (6) auditors to carry out the Group internal audit assignments. The Internal Audit Charter adopted sets out the purpose, functions, scope and responsibilities of the internal audit function to provide independent, objective assurance and consulting services to add value and improve MKH Berhad's business operations. The Audit Committee is satisfied that the internal audit function has sufficient resources and is able to access information to undertake its duties effectively. The internal audit personnel are free from any relationships or conflict of interest that could impair their objectivity and independence pursuant to written declaration made by them. The internal audit function conducted its work based on an annual internal audit plan which was tabled before, and approved by the Audit Committee. The activities of the internal audit function for the financial year is set out in the Audit Committee Report in the Annual Report 2025.
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
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	:	The Board recognises the need for comprehensive, timely and accurate disclosures to ensure that all investors and public are kept informed of all material business matters affecting the Group. This is done through timely dissemination of information on the Group's performance and major developments and activities through Annual Report, quarterly results, circulars to shareholders and various announcements. The Company leverages on the use of information technology by maintaining a corporate website at https://www.mkhberhad.com for effective dissemination of information which shareholders or other stakeholders can easily access to the latest corporate information of the Group. All information released to Bursa Malaysia is posted on the Investor Relations section of the website at https://mkhberhad.com/investor-relations/. The Group's investor relation is helmed by the Group Managing Director, Chief Financial Officer, Property Director and Deputy Property Director, who attends to various investors namely funds managers and investment analysts, while the Corporate Communications Department will communicate with members of the media.
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
There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

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

Practice 12.2
Large companies are encouraged to adopt integrated reporting based on a globally recognised framework.

Application	:	Not applicable – Not a Large Company	
Explanation on application of the practice	:		
Explanation for departure	:		
Large companies are 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 13.1
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	:	The notice of the 45th Annual General Meeting ("45th AGM") and the Annual Report 2024 were sent out to the shareholders on 27 January 2025, i.e. more than 28 days before the date of the 45th AGM on 20 March 2025.	
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	:	All Directors including members of the Board Committees as well as the Company's auditors had attended the Company's 45th AGM held on 20 March 2025 and were available to give response to any questions addressed to them. At the 45th AGM held on 20 March 2025, a presentation was given to shareholders by the Deputy Property Director and Chief Financial Officer to explain the Group's strategy, performance and major developments. The Directors and Senior Management provided relevant and meaningful responses to questions from the shareholders.	
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 13.3
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	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The 45th AGM of the Company was held physically at an easily accessible venue i.e., within the city of Kajang, Selangor to encourage high shareholders' attendance. The notice of AGM has given sufficient time to all shareholders to attend the meeting. For those shareholders who are unable to make the journey and attend the AGM, they can appoint their proxy(ies) to represent them on their behalf by submitting the proxy forms to the Company's Share Registrar. The duly registered proxy(ies) was/were able to attend, speak and vote on their behalf at the AGM. The Board was of the view that participation of the shareholders in the physical meeting was well attended.
		The Company had taken the following measures to ensure that shareholders were able to participate, engage and made informed voting decisions at the AGM: (i) the AGM was held at an easily accessible venue and at convenient time to encourage high shareholders' attendance; (ii) the Company allowed shareholders who were unable to attend the AGM in person to appoint any persons as their proxies to attend, speak and vote on their behalf at the AGM, in accordance with the relevant provisions of the Constitution; (iii) the Company adopted electronic poll voting at the AGM for greater transparency and efficiency. All shareholders and proxies received a personalised passcode embedded wrist band from the Share Registrar upon registration. The poll administrator briefed the shareholders and proxies on the voting procedures, and an independent external party was appointed as scrutineer for the electronic poll voting process.

	(iv) the Company published the minutes of the AGM, including the questions and answers, the voting results, and the resolutions passed, on the Company's website within 30 business days after the meeting.	
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 13.4
The Chairman of the board should ensure that general meetings support meaningful engagement between the board, senior management and shareholders. The engagement should be interactive and include robust discussion on among others the company's financial and non-financial performance as well as the company's long-term strategies. Shareholders should also be provided with sufficient opportunity to pose questions during the general meeting and all the questions should receive a meaningful response.

Note: The explanation 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.		
Application	:	Applied
Explanation on application of the practice	:	The Board acknowledges that general meetings is the principal forum for dialogue with individual shareholders as well as meaningful engagement between the Board, Senior Management and shareholders as a whole. During the 45th AGM, shareholders were given opportunity to seek clarification on any matters pertaining to the business and financial performance of the Group and the Directors and Senior Management were present at the 45th AGM to answer questions posed by Shareholders. The questions raised by MSWG and shareholders and responses by the Board were minuted and the minutes of the 45th AGM and key matters discussed were published on the Company's website at www.mkhberhad.com.
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 13.5
The board must ensure that the conduct of a virtual general meeting (fully virtual or hybrid) support meaningful engagement between the board, senior management and shareholders. This includes having in place the required infrastructure and tools to support among others, a smooth broadcast of the general meeting and interactive participation by shareholders. Questions posed by shareholders should be made visible to all meeting participants during the meeting itself.

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.			
Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The 45th AGM was conducted physically on 20 March 2025. All Board members and Senior Management attended the AGM and questions raised by the shareholders were responded by the Executive Directors and Senior Management. Minutes of the AGM and summary of key matters discussed were posted on the Company's website at www.mkhberhad.com. The Company encourage participation of the members and welcome any comments by the shareholders.	
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 13.6
Minutes of the general meeting should be circulated to shareholders no later than 30 business days after the general meeting.

Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.			
Application	:	Applied	
Explanation on application of the practice	:	The minutes of the 45th AGM on key matters discussed were published on the Company's website within 30 business days after the meeting.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

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