

# CORPORATE GOVERNANCE REPORT

**STOCK CODE** : 5075  
**COMPANY NAME** : Plenitude Berhad  
**FINANCIAL YEAR** : June 30, 2024

## 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 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.*

## 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board of Directors ("the Board") of Plenitude Berhad ("Plenitude" or "the Company") is primarily responsible for the overall corporate governance, strategic plans for business performance, overseeing the proper conduct of business, internal controls and risk management, succession planning of key management and stakeholders' communication of Plenitude and its Group of Companies ("Group"). The Board is guided by the Board Charter which outlines the duties and responsibilities and matters reserved for the Board in discharging its duties.</p> <p>The Board, in carrying out its stewardship responsibility, has delegated certain responsibilities to Board Committees comprised of the Audit and Risk Management Committee ("ARMC") and Nomination and Remuneration Committee ("NRC"). All committees have clearly defined terms of reference ("TOR"). The Chairmen of the respective committee report to the Board the outcomes of the committee meetings. The ultimate responsibility for the final decisions on all matters rests with the entire Board.</p> <p>The details of the Board Charter and TORs are available on the Plenitude's website at <a href="http://plenitude.com.my">plenitude.com.my</a></p> <p>(1) The Board, together with the Management, is committed to promoting good corporate governance culture within the organisation which reinforces ethical, prudent and professional behaviour.</p> <p>The Board has in place policies and procedures to promote good governance such as Code of Conduct and Ethics, Directors' Fit and Proper Policy, Corporate Disclosure Policy, Anti-Corruption Policy and Whistleblowing Policy. In support of the Board and to facilitate expeditious decisions, there is the Limits of Authority document which clearly delineates relevant matters and applicable limits, including those reserved for the Board's</p>

	<p>approval, and those which the Board may delegate to the Board Committees, Chief Executive Officer (“CEO”) and the Management.</p> <p>(2) The Board plays a key and active role in the formulation and development of the Group’s business and operational strategies.</p> <p>The Board reviews and approves the Management’s proposed strategic plan and the capital budgets. The Board also reviews Management’s performance and monitors the progress of capital budgets utilisation throughout the year, using appropriate financial indicators and industry benchmarks.</p> <p>(3) Talent development and succession planning are key priorities to the Board to ensure a high performing workforce which contributes to the Group’s sustainability and competitiveness. The Board, through the NRC, is responsible to provide guidance and directions on human resource matters such as remuneration, retention strategies, performance management, training and succession planning. It also reviews the organisational structure annually.</p> <p>(4) On a quarterly basis, reports of project quality and financial performance are tabled to the ARMC and Board. The ARMC and Board review and deliberate the major risks that the Group faces in respect of the business, operations, management controls and processes that are in place. Focus areas of these risks are deliberated by the Board as they are raised to the ARMC at Board meetings. Key risks deliberated by the Board included site control, project quality controls, property maintenance, fixed assets management and inventories controls.</p> <p>(5) The Board has the overall responsibility and accountability for the Group’s internal control system and management information system including systems for compliance with applicable laws, regulations, rules, directives and guidelines. The Board continues to maintain and review the internal control system to ensure its adequacy and integrity and, as far as possible, the protection of the Group’s assets. Details pertaining to the Group’s internal control system and its effectiveness are available in the Statement on Risk Management and Internal Control of the Annual Report.</p> <p>(6) Plenitude believes in building investor confidence and trust through transparent communication of its objectives and key performance indicators. The Board is kept apprised of Investor Relations activities including press releases and conferences with analysts.</p>
Explanation for departure	:

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

<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Chairman is a non-executive member of the Board.</p> <p>The roles and responsibilities of the Chairman are clearly specified in the Board Charter, which is available on the Plenitude's website at <a href="http://plenitude.com.my">plenitude.com.my</a></p> <p>The Board Chairman is primarily responsible for:</p> <ul style="list-style-type: none"><li>• Representing the Board to shareholders;</li><li>• Leading the Board in establishing and monitoring corporate governance practices in the Company.</li><li>• Functioning as a facilitator at Board meetings, promoting a culture of openness and debate, encouraging active participation and allowing dissenting views to be freely expressed.</li><li>• Ensuring that all directors are enabled and encouraged to participate in its activities. This includes ensuring that all relevant issues are on the agenda and that all directors receive timely, relevant information tailored to their needs and that they are properly briefed on issues arising at the Board meetings;</li><li>• Ensuring appropriate steps are taken to provide effective communication with stakeholders and that their views are communicated to the Board as a whole.</li></ul>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The positions of Chairman and CEO are held by two different individuals as outlined in the Board Charter, ensuring a balanced distribution of power and authority.</p> <p>The Chairman, Madam Chua Elsie, leads and manages the Board by focusing on strategy, governance and compliance whereas the CEO held by different individual to maintain a clear division of responsibilities between the two roles in managing the business and operations of the Company and implements the Board's decisions.</p> <p>CEO assumes the overall responsibility for the implementation of the Group's strategy and in carrying the Board's directions, managing the businesses of the Group and driving performance within the strategic goals and commercial objectives.</p> <p>Mr. Lee Wee Kee, prior to his cessation of office on 30 September 2024, oversees the business, organisational effectiveness, and day-to-day management of the Group. Currently, Ms. Ang Kooi Yong is redesignated as the Chief Executive Officer of the Company with effective on 1 October 2024.</p> <p>The distinct and separate roles and responsibilities of the Chairman and CEO are provided in the Board Charter, which is available on the Plenitude's website at <a href="http://plenitude.com.my">plenitude.com.my</a></p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### 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>		
<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Chairman of the board, Madam Chua Elsie is a Non-Independent Non-Executive Director and does not hold any position on any Board Committees in the Company since her appointment as Chairman.</p> <p>The Board Charter which had been reviewed on 29 August 2024 clearly stipulates that the Chairman of the Board shall not be a member of any Board Committees of the Company.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>Ms Thong Pui Yee ("Ms Josephine"), the Company Secretary of Plenitude is qualified to act as Company Secretary under Section 235(2) of the Companies Act 2016 ("CA 2016"). Ms Josephine is an Associate member of the Malaysian Institute of Chartered Secretaries and Administrators ("MAICSA"), suitably qualified and capable of carrying out the duties required of the post. She is also registered with the Companies Commission of Malaysia under Section 241 of the CA 2016 and is issued with practising certificate by the Registrar of Companies.</p> <p>The key role of the Company Secretary is to provide unhindered advice and services for the directors as and when the need arises, to enhance the effective functioning of the Board and to ensure regulatory compliance.</p> <p>Other primary responsibilities of the Company Secretary shall include:</p> <ul style="list-style-type: none"><li>• Advising the Board on matters related to secretarial matters and corporate governance. Amongst which, the Company Secretary advises on closed periods for dealings in securities by Directors based on the targeted dates of announcements of the Group's quarterly results;</li><li>• Ensuring that Board procedures and applicable rules are observed;</li><li>• Facilitating the orientation of new directors and assist in director training and development;</li><li>• Maintaining records of the Board and ensuring effective management of organisation's records;</li><li>• Preparing comprehensive minutes to document Board proceedings and ensuring conclusions are accurately recorded;</li><li>• Assisting the communications between the Board and Management; and</li><li>• Carrying out other functions deemed appropriate by the Board from time to time.</li></ul>
<b>Explanation for departure</b>	:	



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

<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>An annual corporate calendar is prepared and circulated to the Directors in advance of each new year to facilitate the Directors in scheduling and meeting their time commitments. The calendar provides the Directors scheduled dates for meetings of the Board, Board Committees, the Management Committee and the Annual General Meeting ("AGM").</p> <p>The Company practises submission of board memoranda and meeting materials seven (7) days prior to the dates of meetings. This is to ensure that the Directors have sufficient preparation time and information to make an informed decision at each Board meeting.</p> <p>The Notices/Agendas of Board and Board Committees meetings are sent to the Directors and Management at least seven (7) days prior to a meeting by the Company.</p> <p>The deliberations and decisions at Board and Board Committee meetings are well documented in the minutes, including matters where Directors abstained from voting or deliberation.</p> <p>The Company Secretary will communicate to the relevant Management the Board's decisions/recommendations via circulation of draft minutes of meetings for appropriate actions to be taken. Action items would stay as matters arising in the minutes of meetings until they are resolved.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board Charter serves as a reference point for the Board's activities and should not be construed as a blueprint for the Board's operations. It is designed to provide guidance and clarity for the Directors and Management about the role of the Board and its committees, the requirements for Directors in carrying out their role and in discharging their duties towards the Company as well as the Board's operating practices.</p> <p>The roles and responsibilities between the Board, Board Committees and Management are described in the Board Charter.</p> <p>Plenitude has in place the Limits of Authority documents which clearly delineate relevant matters and applicable limits, including those reserved for the Board's approval and those that may delegate to the Executive Director, the CEO and Management.</p> <p>The Board Charter is periodically reviewed and updated to ensure that it continues to remain relevant and appropriate. On 29 August 2024, the Board reviewed and approved certain revisions to the Board Charter as well as the TOR of the Board Committees of Plenitude.</p> <p>The Board Charter is published on Plenitude's website at <a href="http://plenitude.com.my">plenitude.com.my</a></p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

## 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>Plenitude has in place a separate code of conduct for Directors and employees of the Company. The Code of Conduct and Ethics for Directors is available on the Plenitude's website at <a href="http://plenitude.com.my">plenitude.com.my</a></p> <p>Directors hold a position of trust with the public and other stakeholders as well as with each other, and with officers and employees of the Company. The Code of Conduct and Ethics for Directors is fundamental to the preservation of the Company's reputation and the success of its operations. It prescribes the standards of conduct and ethical behaviour for Directors in the performance and exercise of their duties and responsibilities as Directors of the Company or when representing the Company.</p> <p>The Directors are expected (i) to have a clear understanding of the aims and purpose, capabilities and capacity of the Company; (ii) to devote time and effort to attend meetings; (iii) to ensure at all times that the Company is properly managed and efficiently controlled; (iv) to stay abreast of the affairs of the Company and be kept informed of the Company's compliance with the relevant legislation and contractual requirements; (v) to insist on being kept informed on all matters of importance to the Company in order to be effective; (vi) to limit its directorship of companies to a number in which he can best devote his time and attention; (vii) to have access to the advice and services of the Company Secretary, who is responsible to the Board to ensure proper procedures, rules and regulations are complied with; (viii) to exercise his powers at all times for the purposes they were conferred, for the benefits and best interest of the Company; (ix) to disclose immediately all contractual interests whether directly or indirectly with the Company and abstain from voting in a situation of conflict of interest; (x) to neither divert to his own advantage any business opportunity that the Company is pursuing, nor use confidential information obtained by reason of his office for his own advantage; (xi) to act with utmost good</p>

	<p>faith towards the Company at all times in any transaction and to act honestly and responsibly in the exercise of his powers in discharging his duties; and (xii) to be willing to exercise independent judgement and if necessary, to state his opposition if the vital interest of the Company is in jeopardy.</p> <p>The Code of Ethics for employees promotes integrity and ethical conduct/behaviour in all aspects of the Company's operations, including privacy and confidentiality of information and dealings in securities. It also sets out the prohibited activities or misconduct involving gifts, gratuities, bribes, dishonest behaviour and sexual harassment. All employees are required to record and make a declaration to the Chairman/CEO on all gifts and benefits received by them.</p> <p>The Company is also committed to uploading its core value of integrity and ethical conduct and has adopted and implemented the Anti-Corruption Policy and programme in order to maintain a corrupt-free business environment. The Anti-Corruption Policy are available on the Company's website at <a href="http://plenitude.com.my">plenitude.com.my</a></p>	
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Whistleblowing Policy of Plenitude governs the process through which employees and external parties report potential violations or concerns relating to relevant laws, rules, regulations, business ethics and conduct, including any violations or concerns relating to illegal, immoral, embezzlement and fraudulent activities.</p> <p>It establishes a mechanism for responding to any reports from employees and external parties regarding such potential violations or concerns and prohibit legal sanctions for retaliatory action taken against the whistle blower. The whistle blower will be protected against victimisation or other adverse treatment. However, any disclosure which is not made in good faith by employees and is found to be deliberately falsified with malicious intent will be subjected to disciplinary action in accordance with the Group's Human Resource Policies and Procedures or other appropriate actions.</p> <p>All report of wrongful activities and wrongdoings are to be made to the ARMC Chairman and/or the Company Secretary via written letter with the whistle blower's name.</p> <p>The Whistleblowing Policy is posted on the Plenitude's website at <a href="http://plenitude.com.my">plenitude.com.my</a> for ease of access for reporting by the employees, associates and third parties of the Group.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board is principally responsible the governance of sustainability in the Company including setting the Company's sustainability strategies, priorities and targets, as stipulated in the Board Charter:</p> <ul style="list-style-type: none"><li>• Review, challenge and approve Management's proposal on a strategic plan for the Group by bringing objectivity and breadth of judgment to the strategic planning process;</li><li>• Ensure that the strategic plan for the Group supports long-term value creation and includes strategies on environmental, social and governance ("ESG"), economic, safety &amp; health, social and governance considerations underpinning sustainability;</li><li>• In identifying principal risks and ensuring the implementation of appropriate internal controls and mitigations measures, the Board must also review, approve and monitor the Group's governance of sustainability including setting the Company's sustainability strategies, priorities and targets; and</li><li>• Monitor the implementation of the strategic plan by Management</li></ul> <p>The Board is supported by the Chief Executive Officer, who is assisted by the Sustainability Working Committee, leads and directs sustainability programs, deploys the necessary resources to implement the programs and reports the progress to the Board.</p> <p>The Board Charter is published on the Plenitude's website at <a href="https://plenitude.com.my">plenitude.com.my</a>. The Sustainability Statement is available on pages 13 to 35 of the Annual Report 2024.</p>
<b>Explanation for departure</b>	:	

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

<b>Measure</b>	:		
<b>Timeframe</b>	:		



## 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 and Management believe that consistent communication with Plenitude’s internal and external stakeholders are essential in the Group’s journey to become a reputable sustainable business entity with good corporate governance. The Group defines stakeholders as individuals, entities or organisations that have the capability to impact and influence Plenitude’s business operations and vice versa. Continuous dialogues and two-way engagement with key stakeholders on a timely and transparent manner is vital in ensuring the Group address their issues of interest.</p> <p>The Board empower respective business divisions to assess the best approach to engage the Group’s stakeholders in Plenitude’s mission to achieve meaningful engagements that fulfil stakeholders’ needs. The Group engage with stakeholders across various channels and frequency, from daily communications, weekly updates to quarterly follow-ups and annual meetings.</p> <p>The comprehensive description of Plenitude’s stakeholder groups, engagements and targets as well the performance against these targets is as set out in the Group’s Sustainability Statement which is available on pages 13 to 35 of the Annual Report 2024.</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**

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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Company and the Board are constantly monitoring the industry trends and taking steps to overcome operating challenges and meet stakeholder expectations, to produce long-term value to shareholders and stakeholders of the Group and the community.</p> <p>The Board also kept themselves abreast with and understand the sustainability issues and regulatory updates by attending seminars/ trainings and through the dissemination of updates and notices from Bursa Malaysia and Securities Commission and also by reading sustainability-related material and professional journals.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board and Senior Management have reviewed and formulated strategies to address the material sustainability risks and opportunities within the Group.</p> <p>The Board had through its Nomination and Remuneration Committee carried out an annual evaluation of the Board on the aspects of the extent to which Board members are able to articulate and exercise robust deliberations of the Company's material matters on ESG; training and professional development programme in terms of ESG learning for the Board, whether ESG risks and considerations integrated to the Company's risk registers and the overall enterprise risk management framework; effectiveness of the Company's overall sustainability governance framework in reporting its ESG risks, sustainability targets and initiatives including the support accorded by management-level sustainability working committee; the ability of the Board in distilling sustainability-related risks facing the Company which have a material bearing to the business and strategies.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.*

<b>Application</b>	:	Not Adopted
<b>Explanation on adoption of the practice</b>	:	

### 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 Nomination and Remuneration Committee (“NRC”) oversees and reviews the overall composition of the Board in terms of size, the required mix of skills, experience and other qualities, core competencies for the Directors of the Company and the Board’s capacity to discharge its responsibilities effectively.</p> <p>On an annual basis, the NRC will review the independence of the Independent Directors, and assess the effectiveness of the Board as a whole and the Board Committees.</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

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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board consists of a total of five (5) Directors comprising one (1) Non-Independent Non-Executive Chairman, three (3) Independent Non-Executive Directors ("INED") and one (1) Non-Independent Non-Executive Director. The Board complies with paragraph 15.02 of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") which requires that at least two Directors or one-third of the Board of the Company, whichever is higher, are Independent Directors.</p> <p>All the three (3) INEDs satisfy the independence test under the MMLR. They constitute 60% of the Board.</p> <p>All the Directors have given confirmation as to whether he/she has related party transactions with the Group. This is one of the criteria for the NRC and Board to assess the Directors' independence.</p> <p>In addition, the assessment of the independence of the INEDs is conducted on an annual basis via the Self and Peer Assessment under the Board Effectiveness Evaluation, to ensure that the INEDs were independent of Management and free from any business or other relationship which could materially interfere with the exercise of their independent judgment or the ability to act in the best interests of the Company. Independence and objectivity are part of the INEDs' performance criteria in accordance with the Malaysian Code on Corporate Governance ("MCCG").</p> <p>The outcome of the evaluation indicated that the Directors have demonstrated independence and objectivity in the Board's decision-making process, have given valuable feedback through sharing of knowledge and experience and have acted in the best interests of Plenitude, as well as in safeguarding the public interest. The Directors had also declared that they are independent as defined under paragraph 1.01 of the MMLR.</p>
<b>Explanation for departure</b>	:	

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

<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board takes cognisance of the MCCG's recommendation 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 should provide justification and seek annual shareholders' approval through a two-tier voting process.</p> <p>Dato' Lok Bah Bah @ Loh Yeow Boo and Mr Tee Kim Chan were appointed as Independent Non-Executive Directors of the Company on 9 September 2015 and have served for a cumulative term of 9 years on 9 September 2024. The Board is satisfied that Dato' Lok Bah Bah @ Loh Yeow Boo and Mr Tee Kim Chan have satisfactorily demonstrated their independence from management and are free from any business or other relationship which may interfere with the exercise of their independent judgment. The Board recognises the professional skills and contributions of Dato' Lok Bah Bah @ Loh Yeow Boo and Mr Tee Kim Chan and considers that their continuing position as Independent Non-Executive Directors will enable them to be objective and clear in reviewing the Group's business strategies and direction. Therefore, the Board recommends and supports the retention of Dato' Lok Bah Bah @ Loh Yeow Boo and Mr Tee Kim Chan as Independent Non-Executive Directors of the Company which will be tabled for the shareholders' approval at the forthcoming AGM through a two-tier voting process. Apart from the above, the Company does not have any independent non-executive Director who has served a cumulative term limit of nine (9) years.</p> <p>The NRC's and Board's justifications to retain Dato' Lok Bah Bah @ Loh Yeow Boo and Mr Tee Kim Chan are premised on the following:</p> <ul style="list-style-type: none"><li>a) They continue to fulfill the criteria and definition of Independent Director as set out under Paragraph 1.01 of the MMLR;</li><li>b) During their tenure in office, they have not developed, established or maintained any significant personal or social relationship whether direct or indirect with the Executive</li></ul>



	<p>Director, major shareholders or Management of the Company (including their family members) other than normal engagements and interactions on a professional level consistent and expected of them to carry out their respective duties;</p> <p>c) During their tenure in office, they have never transacted or entered into any transactions with, nor provided any services to the Group, the Executive Director, major shareholders or Management of the Company (including their family members) within the scope and meaning as set forth under Paragraph 5 of Practice Note 13 of the MMLR;</p> <p>d) During their tenure in office, they have not been offered or granted any options by the Company. Other than directors' fees paid which have been the norms and been duly disclosed in the annual reports, no other incentives or benefits of whatsoever nature have been paid to them by the Company;</p> <p>e) During their tenure in office, they have demonstrated consistently their integrity, commitment and contributed effectively to the Board's decision-making process; and</p> <p>f) During their tenure in office, they have gained significant and detailed understanding and insights into the business operations, and industry sectors in which the Group operates in. This includes an understanding of the peculiarities, strengths and weaknesses of the industry sectors, thereby enabling them to offer a different perspective during the decision-making process which a fresh appointee or a director holding office for a short length of time would not be able to offer.</p>	
<b>Explanation for departure</b>	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.*

<b>Application</b>	:	Not Adopted
<b>Explanation on adoption of the practice</b>	:	

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The NRC is responsible for making recommendations for the appointment/re-appointment of Directors to the Board. In making these recommendations, the NRC considers the criteria such as the mix of skills, experience, integrity and time commitment, which the Directors bring to the Board.</p> <p>Plenitude is led and managed by a diverse, competent and experienced Board with a good mix of suitable qualified and experienced professionals having wide and varied expertise in the fields of business, engineering, property development, legal practice, accounting and taxation. Together, they bring a wide range of competencies, capabilities, technical skills and relevant business experience to enable the Board to discharge its responsibilities in an effective and competent manner.</p> <p>The Board acknowledges the importance of diversity to ensure the mix and profiles of the Board members, in terms of age and gender, ability to provide the necessary range of perspectives, experiences and expertise required are well balanced in order to achieve effective board stewardship.</p> <p>The current Board is drawn from different cultural and socio-economic backgrounds with their age ranging from 62 years to 75 years to ensure that different viewpoints are considered in the decision-making process. Ongoing efforts are also taken to maintain an appropriate gender representation on the Board. The percentage of women Directors on the Board as of 30th June 2024 was at 40%. The appointment of Senior Management is also based on a set of objective criteria with due consideration accorded to diversity in various aspects.</p>
<b>Explanation for departure</b>	:	

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

<b>Measure</b>	:		
<b>Timeframe</b>	:		

## 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.

<b>Application</b> :	Applied
<b>Explanation on application of the practice</b>	<p>The Board is committed to upholding high standards of governance in respect of new appointments to the Board to ensure that the Board is comprised of Directors who have the necessary skills, competencies, commitment and experience to complement the efficiency and effectiveness of the Board as a whole.</p> <p>The process adopted for Board appointment is as follows:</p> <pre>graph LR; A[Identify Gaps/Vacancy] --&gt; B[Identification of Candidates]; B --&gt; C[Evaluation of Suitability of Candidates]; C --&gt; D[Meeting Shortlisted Candidates]; D --&gt; E[Final Deliberation by Nomination Committee]; E --&gt; F[Recommend to Board]</pre> <p>The NRC is entrusted with the responsibility to review, propose and recommend the appointment of potential new Directors after taking into consideration the current and future needs of the Company.</p> <p>The NRC which is responsible for reviewing the effectiveness of the Board as a whole, the Board Committees, the contributions of the individual Directors and the Independence of the Independent Directors, will where appropriate, make its recommendations to the Board on the need to increase the Board size, the composition, the necessary skills, calibre and experience required and where available the potential candidates for appointment.</p> <p>The NRC will, where practical, maintain a database of potential candidates. Potential candidates can be sourced from:</p> <ul style="list-style-type: none"><li>• Existing Directors and substantial shareholders of the Company;</li><li>• Existing Senior Management employees;</li></ul>

	<ul style="list-style-type: none"><li>• Professional bodies and organisations;</li><li>• Business associates, shareholders; and</li><li>• Others.</li></ul> <p>The criteria for the appointment process focused largely on creating a good mix of skills, experience and strengths in areas of relevance to enable the Board to discharge its responsibilities in an effective and competent manner. Other factors considered include the directors’ ability to commit sufficient time, their character and level of independence in line with the MMLR, integrity and professionalism. The NRC also focused on having a balanced mix of age and diversity of gender, race, culture and nationality, to facilitate optimal decision making by harnessing different insights and perspectives. Based on the review, the NRC submit to the Board its recommendation of suitable candidates for appointment as Director of the Company, to replace those who tendered his/their resignation(s) or will be retiring at the forthcoming AGM.</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

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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The profiles of Directors are published in the Annual Report and on Plenitude's website. These include their age, gender, tenure of service, directorships in other companies, working experience and any conflict of interest as well as their shareholdings in Plenitude, if any.</p> <p>The performance of retiring Directors who are recommended for re-election at the forthcoming AGM are assessed through the Board's annual evaluation.</p> <p>The Board and NRC's assessment and recommendations on the proposed re-election of Directors retiring pursuant to the Constitution of the Company are set out in the Explanatory Notes to the Notice of AGM to ensure shareholders have sufficient information to make an informed decision on the proposed re-election of retired Directors.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The membership classification of the NRC is set out in its TOR. The current NRC Chairman is an Independent Non-Executive Director, Mr Tee Kim Chan, who is nominated amongst the Independent Non-Executive Directors. All the members of the NRC are Non-Executive Directors.</p> <p>The NRC Chairman leads the succession planning and appointment of Board members and the annual review of board effectiveness, to ensure that the performance of each individual director is independently assessed. The primary responsibilities of the NRC are as set out in its TOR, which is published on the Plenitude's website at <a href="http://plenitude.com.my">plenitude.com.my</a></p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	



**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	As at 30 June 2024, the Board comprises two (2) female Directors, namely Madam Chua Elsie and Puan Norhayati binti Hashim which accounts for 40% of the Board structure.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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 always considered gender and workplace diversity as set out under Practice 5.5 and Practice 5.10 of the MCCG 2021 which emphasise the support of women representation at the Group level as well as the Group’s respective subsidiary boards. Notwithstanding, the Board is of the view that while it is important to promote gender diversity, the normal selection criteria of a Director, based on an effective blend of competencies, skills, extensive experience and knowledge in areas identified by the Board, should remain a priority so as not to compromise on qualifications, experiences and capabilities.</p> <p>When appointing a Director or Senior Management, the NRC will always evaluate and match the criteria of the candidate to the Board based on individual merits, experience, skill, competency, knowledge and potential contribution, whilst due consideration for boardroom diversity also be taken into account.</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

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>	
<b>Application</b>	: Applied
<b>Explanation on application of the practice</b>	<p>The NRC carries out the Board Evaluation exercise annually.</p> <p>In respect of the financial year ended 30 June 2024, the NRC met twice and carried out the following activities:</p> <ul style="list-style-type: none"><li>• Reviewed the structure, size and composition (including skills, knowledge, experience and diversity) of the Board, Board Committees and all Directorships with a view to determine the impact on the Board and Committees in respect of its effectiveness.</li><li>• Evaluated and assessed the independence of the Independent Directors. Independence is important and crucial for ensuring objectivity and fairness in the Board's decision-making process. Apart from looking into the criteria and definition of Independent Directors set under the MMLR, NRC also considers:<ul style="list-style-type: none"><li>➤ Whether the Independent Directors have developed, established or maintained any significant relationships which would impair their independence as Independent Directors with Executive Directors and Major Shareholders other than normal engagements and interactions on a professional level consistent and expected of them to carry out their duties as Independent Non-Executive Directors, Chairman or members of the Board's Committees;</li><li>➤ Whether the Independent Directors have engaged in any transactions with the Group; and</li><li>➤ Whether the Independent Directors have devoted sufficient time, commitment and desire to serve.</li></ul></li></ul>

	<ul style="list-style-type: none"> <li>Assessed the performance of the Board, Board Committees and Individual Directors.</li> </ul> <p>The effectiveness of the Board and Board Committees is assessed in terms of structures and processes, accountabilities and responsibilities, as well as the effectiveness of the Chairman of the Board and respective Board Committees.</p> <p>The assessment of individual Directors' contributions and performance is conducted based on contributions to interaction, quality of input and understanding of role. Through the process carried out by way of evaluation questionnaires, the NC concluded that the Board's dynamics were healthy and effective and that no recommendations for actions were needed.</p> <p>Through the Performance Evaluation of the Board and Board Committees, Individual Director Self/Peer Evaluation and Assessment of the ARMC in respect of financial year ended 30 June 2024, the NRC and Board were satisfied with the directors' performance and its Board Committees effectiveness.</p>	
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board is mindful that fair remuneration is critical to attract, retain and motivate the Directors of the Company as well as other individuals serving as members of the Board Committees.</p> <p>The NRC is tasked to review on annual basis the remuneration of the Non-Executive Directors ("NEDs") taking into account their fiduciary duties, time commitments expected of them and the Company's performance. The NRC may draw from outside advice if necessary.</p> <p>The Director's fees of the NEDs and any benefits payable to the Directors and members of the Board Committees shall be reviewed annually and be recommended to the Board for approval and subsequently, to the shareholders for approval by an Ordinary Resolution of the forthcoming AGM in accordance with Section 230 of the Companies Act 2016.</p> <p>The remuneration policies and procedures are periodically reviewed and provided in the Board Charter.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The NRC comprises Independent Non-Executive Directors. The primary responsibilities of the NRC are set out in detail in its TOR which can be viewed from Plenitude's website at <a href="http://plenitude.com.my">plenitude.com.my</a></p> <p>The duties and responsibilities of the NRC are to review the remuneration of the Non-Executive Directors and the term and conditions of employment &amp; remuneration of the Executive Directors, CEO and Senior Management of the Group.</p> <p>Section 230(1) of the Companies Act 2016 provides amongst others, that "the fees" of the directors and "any benefits" payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting.</p> <p>Shareholders' approval will be sought at the forthcoming AGM on the Directors' remuneration in two (2) separate resolutions as follows:</p> <ul style="list-style-type: none"><li>• Resolution on payment of Directors' fees in respect of new financial year 2025; and</li><li>• Resolution on payment of meeting allowance for Non-Executive Directors for the period from 12 November 2024 until the next AGM in 2025.</li></ul>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	The remuneration received by each of the Non-Executive Directors is set out in the table below. Detailed disclosure of Directors' remuneration is also available in the Corporate Governance Overview Statement of the Annual Report.



No	Name	Directorate	Company (RM)							Group (RM)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Chua Elsie	Non-Executive Non-Independent Director	120,000	3,500	Input info here	Input info here	Input info here	Input info here	123,500	120,000	3,500	Input info here	Input info here	Input info here	Input info here	123,500
2	Tan Seng Chye	Non-Executive Non-Independent Director	60,000	3,500	Input info here	Input info here	Input info here	Input info here	63,500	60,000	3,500	Input info here	Input info here	Input info here	Input info here	63,500
3	Dato Lok Bah Bah @ Loh Yeow Boo	Independent Director	60,000	7,000	Input info here	Input info here	Input info here	Input info here	67,000	60,000	7,000	Input info here	Input info here	Input info here	Input info here	67,000
4	Tee Kim Chan	Independent Director	60,000	7,000	Input info here	Input info here	Input info here	Input info here	67,000	60,000	7,000	Input info here	Input info here	Input info here	Input info here	67,000
5	Norhayati Hashim	Independent Director	60,000	7,000	Input info here	Input info here	Input info here	Input info here	67,000	60,000	7,000	Input info here	Input info here	Input info here	Input info here	67,000
6	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
7	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
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
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### 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	:	<p>The Board is of the view that the disclosure of the Senior Management’s remuneration will impinge on the confidentiality and privacy of the respective individuals and may be detrimental to the Group’s business interest given the highly competitive human resource environment for personnel with the requisite knowledge expertise and experience in the industries.</p> <p>The Board is of the view that the negative repercussions and implications far outweighs the benefits to be derived from adopting the disclosures under the recommended Practice 8.2 of MCCG.</p> <p>The Board ensures that Senior Management remuneration commensurate with their individual performance taking into consideration the Company’s performance.</p> <p>The remuneration of key management personnel of the Group is disclosed in the financial statements of the 2024 Annual Report.</p>	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

<b>Application</b>	:	Not Adopted
<b>Explanation on adoption of the practice</b>	:	

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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The ARMC comprised wholly of Independent Non-Executive Directors.</p> <p>The Audit Committee Chairman, Dato' Lok Bah Bah @ Loh Yeow Boo is a Chartered Accountant with the Malaysian Institute of Accountants as well as Fellow of CPA, Australia.</p> <p>The ARMC Chairman, is not the Chairman of the Board.</p>	
<b>Explanation for departure</b>	:		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	The Group has always recognised the need to uphold independence. None of the members of the Board and ARMC were former key audit partners of the Group's External Auditors.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		



### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>On 27 May 2024, the External Auditors, Messrs. Baker Tilly Monteiro Heng PLT ("BTMH") presented for the ARMC's review its 2024 Audit Plan which outlined its engagement team, audit timeline, the areas of audit emphasis, and their focus on key audit matters with reference to the International Standard on Auditing 701. This formed part of the ARMC's assessment of the suitability, objectivity and independence of BTMH on an annual basis.</p> <p>On 29<sup>th</sup> August 2024, BTMH in its presentation of the Audit Committee Memorandum 2024 to the ARMC provided a written assurance that they had been independent throughout the audit engagement in accordance with the terms of all relevant professional and regulatory requirements in respect of the audited financial statements of the Group for the financial year ended 30 June 2024 ("FYE 2024").</p> <p>The ARMC had undertaken an annual assessment of the quality of audit which encompassed the performance of BTMH, the quality of BTMH's communications with the ARMC and the Board, and BTMH's independence, objectivity and professionalism.</p> <p>The ARMC had two (2) private sessions with BTMH without the presence of Management to discuss audit related matters that they wish to raise directly with ARMC in respect of FYE 2024.</p> <p>The ARMC considered the feedback obtained from Plenitude personnel who had substantial contact with the external audit team and BTMH throughout the year. The ARMC also considered the openness in communication and interaction with the lead audit engagement partner and engagement team through discussions at private meetings, which demonstrated their independence, objectivity and professionalism.</p> <p>The ARMC was satisfied with the suitability of BTMH based on the quality of audit, performance, competency and sufficiency of resources the external audit team provided to the Group. The ARMC was also satisfied in its review that the provision of the non-audit services by</p>

	<p>BTMH to the Company for the FYE 2024 did not in any way impair their objectivity and independence as external auditors of Plenitude Group.</p> <p>Based on the outcome of its assessment, the ARMC recommended to the Board on the re-appointment of BTMH as external auditors of the Company for the financial year ending 30 June 2025.</p> <p>Having regard to the outcome of the annual assessment of the External Auditors, the Board had on 23<sup>rd</sup> September 2024 approved with the ARMC's recommendation to seek the shareholders' approval at the forthcoming AGM on the appointment of BTMH as External Auditors of the Company for the ensuing financial year ending 30 June 2025.</p>	
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.

<b>Application</b>	:	Adopted
<b>Explanation on adoption of the practice</b>	:	The ARMC comprised wholly of Independent Non-Executive Directors. A Non-Executive Director of the Company who satisfies the independence test under the MMLR is an Independent Director. This is provided for in the TOR of the ARMC.

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The review of the composition of the ARMC shall be conducted annually in accordance with Paragraph 15.20 of the MMLR.</p> <p>The ARMC is chaired by Dato' Lok Bah Bah @ Loh Yeow Boo, a Chartered Accountant with the Malaysian Institute of Accountants as well as Fellow of CPA, Australia. He has been a member of ARMC since 11<sup>th</sup> November 2016 and was appointed as Chairman of the ARMC on 9<sup>th</sup> November 2022.</p> <p>Dato' Lok Has more than eleven (11) years of experience in hotel operations and is able to provide sound insights and advice for the hospitality division.</p> <p>Puan Norhayati binti Hashim is a retired professional and experienced lawyer with more than thirty-one (31) years of experience. Prior to her retirement she held various legal and corporate affairs related senior management positions in public listed companies.</p> <p>Mr Tee Kim Chan was admitted to the Honourable Society of Lincoln's Inn in 1978 and enrolled as an advocate and solicitor of the High Court of Malaya in 1979. He is currently practicing as an advocate and solicitor in his own law firm.</p> <p>All ARMC members are financially literate and have carried out their duties in accordance with the TOR of the ARMC. The Company is also in compliance with the requirement of Paragraph 15.09 (1)(c)(i) under the MMLR which requires at least one member of the committee to be a qualified accountant.</p> <p>The ARMC members are expected to devote sufficient time to update their knowledge and enhance their skills through appropriate</p>

	<p>continuing education programmes in order to discharge their duties more efficiently.</p> <p>The Board reviews the terms of office of the ARMC members and assesses the performance of the ARMC and its members through an annual Board Committee effectiveness evaluation.</p> <p>Based on the outcome of the ARMC effectiveness assessment, the Board is satisfied with the ARMC's performance as its Chairman and members possess the necessary knowledge, experience, expertise and skills which contribute to the overall effectiveness of the ARMC.</p> <p>All the ARMC members undertake continuous professional development to keep themselves abreast of relevant developments in accounting and auditing standards, business practices and rules, to address any skills or knowledge gaps according to their needs. A summary of training programmes, conferences, seminars attended by the members during the financial year under review is set out in the Corporate Governance Overview Statement in the 2024 Annual Report.</p>	
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>Risk Management is an integral part of the Group's business objectives and activities and is critical for the Group's overall objective to achieve continued profitability and sustainable growth. The risk management framework which provides oversight on risk management strategies, policies and guidelines, risk tolerance and other risk related matters are embedded in the Group's management systems in respect of corporate culture, processes and organisational structure.</p> <p>The Board consistently reviews the adequacy and integrity of the Group's risk management system and internal control. The internal control system covers not only financial but organisational, operational, regulatory and compliance as well as risk management. The Board recognises that the system is designed to manage, rather than eliminate, the principal business risks that may impede the Group from achieving its business objectives and to safeguard the assets entrusted under the Board's custody. The system provides reasonable, but not absolute, assurance against the occurrence of any material misstatement or loss.</p> <p>The Board regularly receives and reviews reports on internal control and is of the view that the system of risk management and internal control that has been instituted throughout the Group is sound and adequate to safeguard the shareholders' investments and the Group's assets.</p> <p>The Statement on Risk Management and Internal Control set out in the 2024 Annual Report provides an overview of the Group's approach to ensuring the effectiveness of the risk management and internal control processes within the Group.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	The Board acknowledges its responsibility for the Group's risk management and internal control which includes identifying principal risks, implementing appropriate control measures to manage risks and reviewing the adequacy and effectiveness of the risk management and internal control systems on a continuous basis.  The Board has disclosed the key features of its risk management and internal control system in the Statement of Risk Management and Internal Control of the 2024 Annual Report.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		



**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.

<b>Application</b>	:	Not Adopted
<b>Explanation on adoption of the practice</b>	:	

## 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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Internal Auditors' role is to assist the Board and ARMC in providing independent assessment on the adequacy, efficiency and effectiveness of the Group's Internal Control System.</p> <p>The internal audit function is outsourced to a professional service firm (outsourced Internal Auditor) which focused on business and financial audits. Additionally, the Group also has a full time Internal Auditors (employed/In-House Internal Auditors). The in-house Internal Auditor is tasked with conducting audits on projects' progress, management and workmanship.</p> <p>The internal audit functions are carried out in accordance with the risk-based internal audit plan approved by the ARMC. The internal audit plan is developed taking into consideration the Group's risk profiles and concerns of the Executive Management and the Board. The Internal Auditors report directly to the ARMC.</p> <p>Further details of the internal audit activities are set out in the ARMC Report and Statement on Risk Management and Internal Control of the 2024 Annual Report.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

## 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Group's internal audit function is outsourced to a professional services firm, Messrs T.H Kuan &amp; Co:</p> <ol style="list-style-type: none"><li>1. The outsourced Internal Audit personnel are free from any relationship or conflict of interest with any member of the staff or management of the Group.</li><li>2. The number of resources assigned for the audit is three (3) persons.</li><li>3. The person responsible for internal audit is Mr Kuan Tong Heng, a Chartered Accountant with the Malaysian Institute of Accountants.</li><li>4. The audit work is carried out in accordance with the Standards of the Professional Practice of Internal Auditing and the Code of Ethics of Institute of Internal Auditors.</li></ol> <p>Mr Ooi Buk Soon graduated from Federal Institute of Technology (FIT), Kuala Lumpur with a Diploma in Civil Engineering. He has a Certificate in Project and Construction Management from Treeside College, United Kingdom; a National Certificate in Construction Supervision from Construction Industry Development Board (CIDB), Singapore and a Building Certificate in Safety Supervision from MOL, Singapore.</p> <p>He is a Quality Auditor with more than 30 years of experience on construction quality standards frameworks and site experience in construction of infrastructure, civil works, highway construction works, building construction work and high-rise construction works.</p> <p>Both the outsourced Internal Auditor, Messrs T.H Kuan &amp; Co. and the in-house Internal Auditor - Projects, Mr Ooi Buk Soon have no relationship or conflict of interest with any member of the staff or management of the Group. Their audit approaches are risk-based and business focused.</p>
<b>Explanation for departure</b>	:	

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

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board recognises the importance of effective communication with its shareholders and is committed to upholding transparency and promotion of investors' confidence through the provision of comprehensive, accurate and quality information on a timely - basis.</p> <p>Plenitude actively engages all its stakeholders through various platforms including announcements via Bursa LINK, disclosures on Plenitude's website and engagement through the investor relations function.</p> <p>Plenitude, via its website, includes an Investor Relation section that provides all relevant information on the Company. The stakeholders are encouraged to channel their concerns to the e-mail address <a href="mailto:ir@plenitude.com.my">ir@plenitude.com.my</a> directed to the Board's Chairman, CEO and CFO.</p> <p>To facilitate the stakeholders' understanding of the Company with respect to the business of the company and its policies on governance, the Company has placed various documents pertaining to the organisation, Board of Directors, corporate governance, policies, Board Charter, TOR as well as other corporate information on the Company's website.</p> <p>The quarterly financial results are also announced via Bursa LINK after the Board's approval on the same day. This is important in ensuring equal and fair access to information is provided to the investing public, so that they are able to make informed decisions.</p> <p>The Board has in place the Corporate Disclosure Policy which sets out the objectives and the practices of the Company in respect of communicating with its shareholders and investors. The said policy is made available on the Plenitude's website at <a href="http://plenitude.com.my">plenitude.com.my</a></p>
<b>Explanation for departure</b>	:	

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

**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.

<b>Application</b>	:	Not applicable – Not a Large Company	
<b>Explanation on application of the practice</b>	:		
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The 24<sup>th</sup> AGM of Plenitude will be held on 11 November 2024. The Company will dispatch the Notice of AGM at least 28 days before the Meeting. By applying Practice 13.1 of MCCG, Plenitude has exceeded the minimum notice period as stipulated in Section 316(2) of the Companies Act 2016 and paragraph 7.15 of the MMLR.</p> <p>Plenitude’s 2024 Annual Report together with the Notice of the 24<sup>th</sup> AGM is also available on the Company’s website <a href="https://plenitude.com.my">plenitude.com.my</a></p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		



**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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>At the 23<sup>rd</sup> AGM, all the five (5) Directors attended the fully virtual meeting.</p> <p>The proceedings of the 23<sup>rd</sup> AGM included the Executive Chairman's presentation of the Company's operating and financial performance for the financial year ended 30 June 2023, the presentation of the External Auditors' unqualified report to the shareholders, and a Questions &amp; Answers session during which the Chairman invited shareholders to raise questions pertaining to the Company's financial statements and other items for adoption at the meeting, before putting a resolution to vote.</p> <p>The Directors, CEO, management team and External Auditors were in attendance to respond to the shareholders' queries.</p> <p>Both the poll results and key summary matters were published on the Plenitude's website at <a href="http://plenitude.com.my">plenitude.com.my</a></p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### 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’s 23<sup>rd</sup> AGM was held on a virtual basis via online meeting platform of <a href="http://www.swsb.com.my">www.swsb.com.my</a> provided by Shareworks Sdn Bhd in Malaysia and had enabled online remote voting using the Remote Participation and Voting Facility on 9<sup>th</sup> November 2023.</p> <p>The Company’s 24<sup>th</sup> AGM will be conducted on a fully virtual basis leveraging on technology to facilitate voting in absentia and remote shareholders’ participation via online meeting platform of <a href="http://www.swsb.com.my">www.swsb.com.my</a> provided by Shareworks Sdn Bhd in Malaysia.</p> <p>If a shareholder is unable to attend the Meeting, shareholder may appoint a proxy or the Chairman of the Meeting as his/her proxy to attend, participate, speak and vote in his stead at a general meeting.</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 13.4

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>		
<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>At the commencement of the 23<sup>rd</sup> AGM, the Chairman Madam Chua Elsie briefed the members, corporate representatives and proxies present virtually at the Meeting of their right to pose questions and vote on the resolutions set out in the Notice of the AGM dated 9<sup>th</sup> October 2023.</p> <p>All five Directors and Chief Executive Officer ("CEO") were present at the 23<sup>rd</sup> AGM virtually, to provide responses to the questions posed by the shareholders via remote participation and voting facilities.</p> <p>The Chairman provided sufficient time and opportunities for the shareholders to participate in AGM where questions posed by the shareholders during the AGM were answered by the CEO.</p> <p>Summary of key matters discussed at the 23<sup>rd</sup> AGM as well as unattended questions posed by shareholders after the Q&amp;A session is available on the Company's corporate website at <a href="http://plenitude.com.my">plenitude.com.my</a>.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### 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.*

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The 23<sup>rd</sup> AGM was held on a virtual basis through live streaming and online remote voting via an online meeting platform at <a href="https://www.swsb.com.my">swsb.com.my</a> provided by ShareWorks Sdn Bhd.</p> <p>During the AGM, the Poll Administrator briefed the shareholders and proxies on the remote voting procedures and the manner to pose questions at the meeting.</p> <p>Sufficient time and opportunity were given to the shareholders to raise their questions and concerns. In the 23<sup>rd</sup> AGM, CEO read out the questions posed by shareholders followed with her answers to the questions. All the questions posed by shareholders are made visible to all participants in general meetings.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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>		
<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	The Minutes of the general meeting was posted on the Company website <a href="http://plenitude.com.my">plenitude.com.my</a> no later than 30 business days after the general meeting.
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

## **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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