

CORPORATE GOVERNANCE REPORT

STOCK CODE : 3859
COMPANY NAME : Magnum Berhad
FINANCIAL YEAR : December 31, 2025

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

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

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

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

Intended Outcome

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

Practice 1.1

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

Application :	Applied
Explanation on application of the practice :	<ul style="list-style-type: none">• The Board collectively bears the responsibility for providing leadership and managing the business and affairs of the Group effectively. Each director has a legal duty to act in good faith and in the best interest of the Company at all times. <p>The Board assumes, among others, the following principal duties and responsibilities:</p> <ul style="list-style-type: none">(a) Establishing the corporate vision and mission, as well as the philosophy of the Group;(b) Reviewing, adopting and monitoring the overall strategies and direction of the Group, including setting performance objectives and approving the annual operating budgets for the Group, as well as ensuring that the strategies promote good corporate governance culture and sustainability;(c) Overseeing the conduct and performance of the Group's businesses to evaluate whether the businesses are being properly managed. This includes ensuring the solvency of the Group and the ability of the Group to meet its contractual obligations and to safeguard its assets;(d) Identifying principal risks and ensuring the implementation of appropriate systems to manage these risks;(e) Succession planning for the Board and Senior Management, including appointing, training, fixing the compensation of, and where appropriate, replacing Key Senior Management;

	<p>(f) Developing and implementing an investor relations programme or stakeholders' communications policy for the Group to ensure an effective, transparent and regular communication with its stakeholders;</p> <p>(g) Reviewing the adequacy and the integrity of the Group's internal control systems and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines;</p> <p>(h) Overseeing the operation of the Group's Enterprise Risk Management Framework, assessing its effectiveness and reviewing any major/significant financial and non-financial risks facing the Group;</p> <p>(i) Review and support the World Lottery Association's Responsible Gaming Framework established to ensure compliance with the comprehensive set of standards related to social responsibility;</p> <p>(j) Review and ensure Management compliance with the World Lottery Association-Security Control Standards ("WLA-SCS:2024") and International Standards Organisation ("ISO27001:2022"), which entails putting in place an Information Security Management System (ISMS) with additional lottery-related controls implemented; and</p> <p>(k) Review the overall corporate governance performance of the Company to ensure that the Company is attuned with the evolving expectations of stakeholders, regulatory changes and market dynamics whilst remaining relevant to the needs of the Company's business and core values.</p> <ul style="list-style-type: none"> • Every year, the Board meets at least five times to discharge its duties and responsibilities in a transparent and objective manner with integrity, transparency, accountability and professionalism to safeguard the interests of all stakeholders and enhance shareholders' value as well as for long-term sustainability and growth. • The Chairman ensures that decisions are made on a sound and well-informed basis and ensures all strategic and critical issues are considered and discussed by the Board and that all Directors receive clear, relevant and comprehensive information on a timely basis. • The Executive Directors formulate and initiate corporate proposals and business strategies for the Board's discussion, approval and adoption. Thereafter, they will oversee and monitor the implementation of the Board's procedures and policies within the budgeted resources approved by the Board.
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	<ul style="list-style-type: none"> • The Board receives updates from the Management on the Group's operations and performance, as well as the status of implementation of the Board's policies and decisions during the Board Meetings. • Annual key performance indicators are set for important tasks and communicated to Management, and will be periodically reviewed during the monthly Management meeting, and any critical unresolved issues will be escalated to the Board for decision during its quarterly meeting. • The Board reviews and approves the Group's capital expenditures, operational and other supplemental budgets annually to ensure that the necessary resources are in place for the Group to meet its objectives. • Apart from the four Board Committees, sub-committees such as the Management Risk Committee, the Information Security Committee, and the ESG Committee have been established to assist and complement the Board and its Committees in the execution of its responsibilities. <p>The Board is aware that this delegation of work does not abdicate its responsibilities and such delegations do not in any way hinder nor reduce the Board's ability to discharge its function efficiently.</p> <ul style="list-style-type: none"> • Since 2013, the Group has adopted a Business Continuity Plan and Disaster Recovery Plan in line with the WLA-SCS & ISO27001, which is reviewed annually and tested at least once a year. • The Directors published the Group's vision and mission statements as well as the core values on the Company's Integrated Annual Report and website to promote and implement good corporate culture within its Group, which reinforces ethical, prudent and professional behaviour with emphasis on customer-centricity. • The Directors also published the Board Charter, Code of Business Conduct and Ethics, Committees' Terms of Reference, Directors' Fit and Proper Policy and other official corporate frameworks on the Company's website to ensure its obligations to its stakeholders are understood and met.
<p>Explanation for departure :</p>	

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

Measure :		
Timeframe :		

Intended Outcome

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

Practice 1.2

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board is led by a Non-Executive Chairman, Tan Sri Dato' Surin Upatkoon. The key roles and responsibilities of the Non-Executive Chairman are clearly set out and established in the Board Charter, which include, among others, the following:</p> <ul style="list-style-type: none">(a) responsible for the leadership, effectiveness, conduct and instilling good corporate governance practices of the Board;(b) managing the Board's communications and the Board's effective supervision over the Management;(c) ensuring orderly conduct and proceedings of the Board and general meeting;(d) ensuring Board proceedings comply with good conduct and best practices;(e) encouraging active participation and allowing dissenting views to be freely expressed;(f) protecting the interests and providing for the information needs of various stakeholders; and(g) maintaining good contact and effective relationships with external parties and the investing public.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.3

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

Application	:	Applied
Explanation on application of the practice	:	<p>Tan Sri Dato' Surin Upatkoon holds the position of Chairman, and the Executive Directors are Dato' Lawrence Lim Swee Lin and Krian Upatkoon. The roles, responsibilities and authority of the Chairman and the Executive Directors are clearly segregated and defined in the Board Charter, which is made available on the Company's website.</p> <p>In summary, the Chairman of the Board provides overall leadership to the Board in decision-making, instils good corporate governance practices and is primarily responsible for the orderly conduct and work of the Board.</p> <p>The Executive Directors are responsible for the day-to-day running of the Group's business and for implementing the Board's policies and decisions.</p> <p>The distinct, separate roles and clear division of responsibilities on the Board ensure a balance of power and authority at all times, so that no individual has unfettered decision-making power.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.4

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

<i>Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.</i>	
Application :	Applied
Explanation on application of the practice :	The Chairman of the Board does not sit in any Board Committees nor participate in any Board Committees' meetings.
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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

Practice 1.5

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

Application :	Applied
Explanation on application of the practice :	<p>The Board is supported by suitably qualified and competent Company Secretaries. Every Director also has ready and unhindered access to the advice and services of the Company Secretaries. Both Company Secretaries are qualified to act as company secretary and meet the requirement under Section 235 of the Companies Act 2016. They also hold valid practising certificates issued by the Registrar of Companies under Section 241 of the Companies Act 2016.</p> <p>The Company Secretaries play an advisory role to the Board, particularly with regard to the Company's constitution, Board policies and procedures, corporate governance issues, and Directors' responsibilities in complying with regulatory requirements, codes, guidance, and legislation.</p> <p>The Company Secretaries also regularly update the Board on changes to statutory and regulatory requirements and advise the Board on any impact on the Company and the Board. The Company Secretaries attend all Board and Board Committees meetings, as well as general meetings, and ensure that deliberations and decisions are well documented and kept, and subsequently communicated to the relevant Management for appropriate action.</p> <p>The Company Secretaries also serve notices to the Directors and principal officers to notify and periodically remind them of the closed periods for dealings in the Company's shares pursuant to the provisions under the Listing Requirements. In addition, they work closely with Management to facilitate the flow of timely and accurate information to the Board.</p> <p>The Company Secretaries constantly keep themselves abreast of the evolving capital market environment, regulatory changes and developments through attendance at relevant conferences and continuous training programmes.</p> <p>The Board is satisfied with the support and performance provided by the Company Secretaries in assisting the Board to discharge its duties.</p>
Explanation for departure :	

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

Intended Outcome

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

Practice 1.6

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board recognises that the decision-making process is highly dependent on the quality of information furnished. As such, the Board expects and receives adequate, timely and quality information on an ongoing basis to enable the Board to discharge its duties effectively.</p> <p>The Board receives updates from the Management on the Group's operations and performance as well as the status of implementation of the Board's policies and decisions during the Board Meetings.</p> <p>Prior to a Meeting, a formal agenda and the relevant proposal papers together with supporting documents are provided to the Board members not less than five business days or a shorter period where deliberations involve price-sensitive information in accordance with the listing requirements, before the relevant Board and Board Committee meetings to ensure that they have sufficient time to peruse, deliberate, obtain additional information and/or seek further clarification on the matters to be tabled at the meetings.</p> <p>The Board meetings are chaired by a Non-Executive Chairman, who is responsible for ensuring that each of the agenda items is adequately reviewed and thoroughly deliberated within a reasonable time frame. The Board meetings' dates of the Company are planned ahead of schedule, and a commitment is obtained from the Directors on their availability to attend the Board meetings.</p> <p>Where a director is directly or indirectly interested in any transaction entered into by the Company, he/she has a duty to make an immediate declaration to the Board, and he/she is required to abstain from deliberations and decisions of the Board on the transaction.</p> <p>The Chairman shall cause minutes to be duly entered in the books provided for all resolutions and proceedings of all meetings of the Board. The minutes of the Board meeting shall be signed by the Chairman of the meeting at which the proceedings were held or by the Chairman of the next succeeding meeting, and if so signed, shall be conclusive evidence without any further proof of the facts thereon stated.</p>

	<p>Minutes of each Board meeting shall be distributed to all members of the Board promptly.</p> <p>All proceedings of the Board, including papers submitted and presentations made to the Board, shall be kept confidential and will not be disclosed or released to any person other than the Board members except as required by law or as agreed by the Board.</p>	
Explanation for departure :		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure :		
Timeframe :		

Intended Outcome

There is demarcation of responsibilities between the board, board committees and management.

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

Practice 2.1

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

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

Application :	Applied
Explanation on application of the practice :	<p>Since February 2013, the Board has established a Board Charter which sets out the composition, principal roles and responsibilities of the Board, its various Board Committees, individual directors and Management.</p> <p>The Board Charter also outlines the processes and procedures for the Board and its Committees to be effective and efficient.</p> <p>The Board Charter shall be reviewed regularly to ensure it remains relevant and consistent with the Board's objectives and responsibilities, and all relevant standards of corporate governance.</p> <p>The Board Charter affirms to the stakeholders that the Board has in place a formal schedule of matters reserved specifically for its decision as set out in the Authority Chart, which is approved and periodically reviewed by the Board.</p> <p>The Authority Chart guides the Management, headed by the Executive Directors, in the day-to-day running of the Group's business.</p> <p>The Authority Chart also sets out specific matters that require the approval of the Board, namely, corporate and business continuity plans, annual budgets, acquisitions and disposal of assets that are material to the Group, major investments, changes to the management and control structure of the Group, including key policies and procedures.</p> <p>The Authority Chart spells out the approving limits and the types of authority delegated by the Board to Senior Management, who is responsible for the implementation of the Board's policies and decisions. The Authority Chart is periodically reviewed and updated to reflect the changes in the business, operational and organisational environment.</p> <p>The Management establishes targets and milestones, which are presented to and approved by the Board. These targets and milestones are monitored and reviewed regularly, and</p>

	<p>responsibilities are realigned when necessary to ensure the Group's needs are consistently met.</p> <p>The Board also maintains specific Board committees with clear responsibilities and terms of reference to assist the Board in carrying out its stewardship role and function, and fulfilling its fiduciary duties and responsibilities.</p> <p>The Board did not appoint a Senior Independent Director ("SID") as recommended by Guidance 2.1. The Board is of the view that the SID's roles, as an intermediary for other directors when necessary and as the point of contact for stakeholders, can be undertaken by the Chairman of the Board. Any one of the existing Independent Directors can also act as a sounding board for the Chairman.</p> <p>Thus, in the Board Charter, it was stated that the Board has identified the Chairman of the Board as the main contact person to whom any shareholders' concerns may be conveyed. The current Chairman is a Non-Independent Non-Executive Chairman.</p> <p>The Board Charter is available on the Company's website at www.magnum.my.</p>	
Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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

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

Practice 3.1

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

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

Application	:	Applied
Explanation on application of the practice	:	<p>Since 2012, the Board has adopted the Directors' Code of Business Conduct and Ethics, which serves as a guide for the Board in discharging its oversight role effectively.</p> <p>The Code of Business Conduct and Ethics requires all Directors to observe high ethical business standards, honesty and integrity, and to apply these values to all aspects of the Group's business and professional practice and act in good faith in the best interests of the Group and its shareholders at all times.</p> <p>The Directors' Code of Business Conduct and Ethics is available on the Company's website at www.magnum.my.</p> <p>In addition to the Directors' Code of Business Conduct and Ethics, which is accessible to the public on the Company's website, the Company, since May 2013, has in place a Code of Conduct which sets out the standards on ethical conduct and responsibility for all employees of the Group. The scope of this employee's Code of Conduct includes confidentiality, conflict of interest, gifts and entertainment, and the use of the company's assets.</p> <p>All employees, including Management, must comply with this employees' Code of Conduct Policy, as well as would have signed a non-disclosure agreement upon acceptance of employment. The employees' Code of Conduct Policy is published on the Company's intranet and is accessible to all employees of the Group.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

Measure :		
Timeframe :		

Intended Outcome

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

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

Practice 3.2

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

Application	:	Applied
Explanation on application of the practice	:	<p>Since May 2020, the Board has approved and adopted the Group's Whistle Blowing Policy together with the Group's Anti-Bribery and Anti-Corruption Policy and Procedure (collectively "ABAC Policy"). In line with the ABAC policy, an ABAC Officer was appointed to oversee the Group's compliance with the ABAC policy.</p> <p>The Whistle Blowing Policy establishes a clear, transparent and secure communication channel for employees and other stakeholders of the Company/Group to raise their legitimate concerns on any unethical, questionable or improper conduct within the Company/Group and thus, enables the Company/Group to take swift, fair and effective corrective actions.</p> <p>The Group's ABAC Policy, including the Whistle Blowing Policy, will be reviewed periodically and is available on the Company's website at www.magnum.my.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.1

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

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

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Directors of the Company are responsible for managing and steering the sustainability strategies and policies, and are committed to embedding sustainability in the operations through active engagement in decision making, determining strategic directions and ensuring compliance with laws, regulations, ethics, risk management, and control to support and drive long-term value creation, taking into consideration economic, environmental and social considerations.</p> <p>The Board also carry overall responsibility for the development of the sustainability of the Company and provides oversight.</p> <p>The Board are supported by the three (3) key committees with regard to the Group's sustainability framework: -</p> <ul style="list-style-type: none">▪ Group Risk Management Committee – responsible for the management and formulation of sustainability policies, defining the framework of rules and procedures for how business operations are governed, identifying sustainability risks and opportunities and also monitors the implementation of sustainability initiatives in the Magnum Group and reports to the Board.▪ Management Risk Committee – provides execution support and collaborates with other working groups, including the ESG Committee, Information Security Committee and all Heads of Departments that collectively develop action plans and implement the Group's sustainability-related matters, review and address material issues, and ensure strategies align to a framework guided by the Group's key corporate values.▪ ESG Committee – responsible for the following: -

	<ul style="list-style-type: none"> (a) Setting and recommending appropriate strategic goals and Key Performance Indicators (KPIs) to meet the Group's long-term EESG goals; (b) Identifying, addressing and reporting on sustainability and climate-related risks, including emerging risks, and mitigation plans; (c) Ensuring that all implemented plans, strategies, and procedures are consistent with current best practices of sustainability; (d) Evaluating and reporting on the Group's sustainability performance, emphasising measurable outcomes and impact; (e) Approving the annual sustainability plan; and (f) Monitor sustainability progress and compliance to adhere to Bursa Malaysia's sustainability requirements. 	
Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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

Practice 4.2

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Company ensures that it communicates and discloses material information with its stakeholders in a transparent and timely manner.</p> <p><u>Internal stakeholders</u></p> <ul style="list-style-type: none"> • Sustainability disclosure reported in Management Meeting; • Bi-annual review on enterprise risk assessment; • Town hall updates on major material issues to all staff • Monthly bulletin update; and • Electronic bulletin updates with sales partner and sales frontliners. <p><u>External stakeholders</u></p> <ul style="list-style-type: none"> • Annual audit review with WLA auditors; • Customer Service Centre for public engagement; • Corporate engagement and investors meeting; • Public announcement and press releases; • Website and social media platform; • Survey and on-ground engagement; and • ESG assessment and compliance for supply chain and vendors, where applicable. <p>A comprehensive list of engagements with various stakeholders' groups covering sustainability strategies, priorities and performance targets is set out in the Sustainability Statement in the Integrated Annual Report, which is made available on the Company's website.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.3

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

Application :	Applied
Explanation on application of the practice :	<ul style="list-style-type: none"> ▪ Board is encouraged to have 'Sustainability' training to gain understanding and knowledge of sustainability issues that are relevant to the Company and its business; ▪ Responsible gaming is a core value to the sustainability of the business and the Company's 100%-owned subsidiary, Magnum Corporation Sdn. Bhd., being the first Malaysian lottery corporation to attain Level 3 Responsible Gaming certification from the World Lottery Association ("WLA"); ▪ Awareness of the need to address climate-related issues; ▪ Align the Group's sustainability mission according to the relevant United Nations Sustainable Development Goals (UNSDGs) and its measurements; ▪ Promoting annual 'Responsible Gaming Week', an initiative aimed at advocating safe and responsible gaming while educating stakeholders on the potential risks associated with excessive gambling; ▪ Appropriate efforts and mitigation on waste management ▪ Encourage the EESG governance and compliance of supply chains and vendors, where applicable; ▪ Committed to reduce in paper-usage and accelerate recycling practices; ▪ To drive initiative on the usage of electronic bet tickets in parallel with physical bet tickets; ▪ Subject to regulatory approval, to launch online paperless betting; ▪ Efforts taken to reduce energy consumption and reduce carbon footprint; ▪ A volunteering programme for employees which consists of ESG-driven activities; and ▪ To continuously identify and carry out more green initiatives and engagements.
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	

Timeframe :		
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Intended Outcome

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

Practice 4.4

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Nomination Committee ("NC") recognised that the Company's material sustainability matters are regularly reviewed by the Executive Directors together with other Senior Management at the Management Risk Committee (MRC) meetings before such material sustainability matters are reported and approved by the Board's Group Risk Management Committee ("GRMC") at its meetings held twice yearly. The NC noted that there are no issues highlighted on material risks in the GRMC meetings held during the year 2025.</p> <p>The Directors' overall performance with regard to sustainability matters is embedded in the annual self-assessment questionnaires completed by the Directors.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.5- Step Up

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

Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.

Application	: Adopted
Explanation on adoption of the practice	<p>Since March 2022, Ms. Aamelia Termizi (Vice President 2 – ESG & CSR) has helmed the role of Sustainability Officer and has managed the integration of sustainability considerations in the Group’s operations.</p> <p>She is primarily responsible for overseeing and coordinating the setting up, facilitating and promoting the Sustainability culture in line with the Company’s Sustainability blueprint to ensure meeting of expected performance, goals and targets, according to the compliances of Bursa Malaysia’s sustainability requirements.</p> <p>In addition, she is responsible for preparing the performance reporting of Sustainability practices, controls and procedures and coordinates with the various Heads of Departments/Regional Heads in the Group to ensure compliance.</p> <p>She has undertaken the following key actions or measures pursuant to her role as Sustainability Officer during the year 2025:-</p> <ol style="list-style-type: none">1. Established an in-house ‘Magnum Recycling Day’ in 2022 for nationwide offices and recorded over 9,223.04kg of recyclable items in 2025;2. Launched the ‘Magnum Volunteering Programme’ in 2022 for employees, featuring ESG-focused activities, which amassed 3,321 hours of volunteering efforts in 2025. These activities encompassed environmental initiatives, welfare projects, and support for animal shelters; and3. Magnum Group’s employees had also planted 600 trees to help in reducing carbon emissions as part of combating climate change, totalling 2,300 trees planted since 2022. The tree samplings were sourced from the Orang Asli community to assist with the community’s livelihood.4. Overseeing the implementation of its solar energy project, with 9 out of 10 offices now fully equipped with solar panels.

	<p>This transition to renewable energy has contributed to reducing GHG emissions and mitigating the climate change impact across our operations. Since the first phase of implementation in 2023, Magnum has reduced almost 30% of electricity consumption (MwH) by using solar energy since inception.</p> <ol style="list-style-type: none"> 5. In 2024, Magnum successfully attained a 3-Star rating in the FTSE4Good Bursa Malaysia Index, marking a significant achievement since its exclusion in 2021. The FTSE4Good Bursa Malaysia Index evaluates companies based on a comprehensive ESG framework, assessing key areas such as climate change, human rights, corporate governance, and ethical business practices. 6. In 2025, Magnum published its first Sustainability Policy, committed in achieving a balance in economic aspirations, environmental commitments, and social and governance responsibilities. The policy has been featured in Magnum Berhad's website since 2025. 7. In 2025, Magnum successfully retained its WLA Responsible Gaming Framework (WLA-RGF) at Level 3. To date, Magnum remains the first to achieved and maintained the WLA-RGF Level 3, showcasing an ongoing commitment in balance and healthy play.
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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 Committee oversees the overall composition of the Board in terms of the appropriate size, balance between the numbers of Executive, Non-Executive and Independent Directors, and a wide mix of various elements required to be appointed as Directors of the Company in accordance with the Main Market Listing Requirements.</p> <p>The Constitution of the Company provides that all Directors shall retire from office at least once every three years and that at every Annual General Meeting, at least one-third of the Board for the time being shall retire from office and shall be eligible for re-election. The Constitution further provides that those Directors appointed during the financial year shall retire from office at the next Annual General Meeting, and they may offer themselves for re-election.</p> <p>The process of re-election of Directors ensures that shareholders have a regular opportunity to reassess the composition of the Board. The election of each Director is voted on separately by the shareholders at the Annual General Meeting.</p> <p>Retiring Directors who are seeking re-election are subject to Directors' assessment overseen by the Nomination Committee. The retiring Directors also have to satisfy all requirements set out in the Directors' Fit and Proper Policy</p> <p>Upon the recommendation of the Nomination Committee, the Directors, namely, Datuk Vijeyaratnam a/l V. Thamotharam Pillay, Jean Francine Goonting and Ng Siew Hong, will be retiring by rotation at the forthcoming 50th Annual General Meeting and being eligible, they have offered themselves for re-election.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

Measure :		
Timeframe :		

Intended Outcome

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

Practice 5.2

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

Application	:	Departure																	
Explanation on application of the practice	:																		
Explanation for departure	:	<p>In 2025, the composition status of the Board of Magnum was as follows:</p> <table border="1"> <thead> <tr> <th>Designation of Director</th> <th>Number of Directors</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Non-Independent Executive</td> <td>2</td> <td>28.57</td> </tr> <tr> <td>Non-Independent Non-Executive</td> <td>2</td> <td>28.57</td> </tr> <tr> <td>Independent Non-Executive</td> <td>3</td> <td>42.86</td> </tr> <tr> <td>Total</td> <td>7</td> <td>100.00</td> </tr> </tbody> </table> <p>The Board of Magnum continues to have a strong mix of experienced individuals as Directors, and a majority of them are Non-Executive Directors. The Non-Executive Directors are not employees of the Company, and they do not participate in the day-to-day management of the Company. Thus, they remain objective and independent-minded when they participate in the deliberations and decision-making of the Board. This ensures effective checks and balances in the functioning of the Board.</p> <p>Should a director be interested in any transaction to be entered into by the Company, the interested Director will abstain from deliberations and decisions of the Board on the transaction. Hence, the Directors have the ability to exercise their duties and make decisions which are in the best interest of the Company.</p> <p>The Board is of the opinion that there is no issue with regard to the balance of power and authority on the Board, as the roles of the Non-Executive Chairman, Executive Directors and Non-Executive Directors are clearly set out, separated and established. The decision-making process of the Board is based on collective decisions without any individual exercising any considerable concentration of power or influence, and is well balanced by the presence of strong elements of independence with a large majority of Non-Executive Directors in the Board.</p>			Designation of Director	Number of Directors	%	Non-Independent Executive	2	28.57	Non-Independent Non-Executive	2	28.57	Independent Non-Executive	3	42.86	Total	7	100.00
Designation of Director	Number of Directors	%																	
Non-Independent Executive	2	28.57																	
Non-Independent Non-Executive	2	28.57																	
Independent Non-Executive	3	42.86																	
Total	7	100.00																	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>																			

Measure	<p>: Currently, the Board has three Independent Directors. This is equivalent to 42.9% (3 Independent Directors out of 7 Board members) of the total number of Board members in the Company.</p> <p>Based on the above explanations, the Board had in March 2026 decided not to apply Practice 5.2 of the Malaysian Code on Corporate Governance.</p> <p>The Board is of the view that the current composition remains appropriate and effective for the Company at this stage, taking into account the Directors' diverse professional backgrounds, experience and expertise.</p> <p>The Board will continue to review its composition every year and will consider the appointment of additional Independent Directors when suitable candidates are identified and as the needs of the Company evolve.</p>
Timeframe	<p>: Others</p> <p>Not applying</p>

Intended Outcome

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

Practice 5.3

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

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

Application	:	Applied				
Explanation on application of the practice	:	As at 31 December 2025, none of the Independent Directors in office namely, Dato' Seri Lim Tiong Chin, Jean Francine Goonting and Ng Siew Hong, has served the Board in such capacity for more than nine years. The summary of the years of service of the Independent Directors as at 31 December 2025 is set out below: -				
		Years of Service	<1	1 to <3	3 to <6	6 to <9
		Number of Directors	0	1	0	2
Explanation for departure	:					
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>						
Measure	:					
Timeframe	:					

Intended Outcome

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

Practice 5.4 - Step Up

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

Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.

Application :	Not Adopted
Explanation on adoption of the practice :	

Intended Outcome

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

Practice 5.5

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

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

Application :	Applied
Explanation on application of the practice :	<p>The Nomination Committee practices a clear and transparent nomination process which involves the following in respect of the appointment of Directors: -</p> <p>Stage 1: Identification of candidates;</p> <p>Stage 2: Meeting up with the candidates;</p> <p>Stage 3: Evaluation of the suitability of candidates;</p> <p>Stage 4: Final deliberation by the Nomination Committee; and</p> <p>Stage 5: Recommendation to the Board.</p> <p>The Nomination Committee considers, among others, the following aspects in making the selection of candidates to be appointed as Director: -</p> <p>(a) the person must have the key qualities such as honesty and integrity;</p> <p>(b) the person must have the appropriate qualification, training, skills, practical experience and commitment to effectively fulfil the role and responsibilities of the position;</p> <p>(c) the person must manage his debts and financial affairs prudently; and</p> <p>(d) the person must be apolitical.</p> <p>All Board appointments will be based on merit, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board and the overall effectiveness of the Board, taking into account the nature of the industry and the highly regulated environment in which the Group operates. The proposed appointment of a new Director to the Board will be approved by the full Board based on the recommendation of the Nomination Committee.</p>

	<p>Since November 2014, the Board has adopted a Board Diversity Policy, which sets out the approach to achieve boardroom diversity. This policy aspires to ensure the mix and profiles of the Board members from a number of aspects, including but not limited to gender, age, ethnicity, background, skills, knowledge and length of service.</p> <p>The Board recognises diversity as an important criterion to determine board composition as it provides the necessary range of perspectives, experiences and expertise required to achieve stewardship and management of the Company and the Group.</p> <p>The Group adopts the 'Diversity, Inclusivity and Gender Policy' for its workplace to promote and incorporate diversity as an important criterion in its recruitment exercise.</p> <p>Nonetheless, the Group practises equal opportunity, and all appointments and employments are based on objective criteria and merit.</p>	
Explanation for departure :		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure :		
Timeframe :		

Intended Outcome

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

Practice 5.6

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

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

Application	:	Applied
Explanation on application of the practice	:	<p>Apart from recommendations by existing Board members, management or major shareholders, the Board, through its Nomination Committee, would identify potential candidates from various sources, including professional bodies, as part of its recruitment of directors' exercise.</p> <p>However, the list of candidatures obtained from these external sources is limited due to the nature of the industry and the highly regulated environment in which the Group operates.</p> <p>Hence, the Company had and would continue to directly approach individuals who would have the relevant work experience, competency and knowledge of the Group's businesses.</p> <p>During the financial year 2025, no new Director was appointed to the Board.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.7

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

Application	:	Applied
Explanation on application of the practice	:	The Board had provided a statement to support the reappointment of the directors and the reasons in the Company's Notice of 49 th Annual General Meeting held on 29 May 2025. The Board shall continue to provide such explanatory and recommendatory statements for all future annual general meetings to ensure shareholders can make an informed decision on the appointment or re-appointment of a director.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.8

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Nomination Committee is chaired by an Independent Non-Executive Director, Dato' Seri Lim Tiong Chin, who has the work experience, knowledge and skill to:</p> <ul style="list-style-type: none">• lead the succession planning and appointment of directors, and oversee the development of a diverse pipeline for board and management succession, including future Chairman and Executive members; and• lead the annual review of board effectiveness and ensure the performance of each individual director, including the Chairman of the board, is independently assessed.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.9

The board comprises at least 30% women directors.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board recognises that diversity, including the facet of gender, enhances the decision-making capability of the Group by bringing varying perspectives and better reflecting the realities of society.</p> <p>There were two female Directors on the Board during the financial year 2025 and to-date. This composition of women Directors made up to one-third of the total Board members.</p> <p>The Board is of the view that the current female representation on the Board (one third or approximately 30% of the 7 Board members) is adequate for the business model of the Group and has considered that the Company has applied Practice 5.9.</p> <p>On the Management front, the Board's commitment to promote the Group's 'Diversity, Inclusivity and Gender Policy' for the workplace is reflected in the Group's healthy employee gender profile of 57% (2024: 54%) female to 43% (2024: 46%) male employees, and the high percentage of female employees at 47% (2024: 42%) holding managerial positions as at 31 December 2025.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.10

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 had disclosed its diversity policy and Management's gender diversity on pages 81 and 82 of the Company's Integrated Annual Report 2024, which was issued on 29 April 2025.</p> <p>The Board has continued to disclose its diversity policy and Management's gender diversity on pages 33, 63, 102 and 103 of the Company's Integrated Annual Report 2025 to be issued on 22 April 2026.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 6.1

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

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

<i>Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.</i>	
Application :	Applied
Explanation on application of the practice :	<p>The Nomination Committee has established a formal assessment process to evaluate the effectiveness of the Board as a whole, the performance of its Committees and the contribution of each Director on an annual basis. The evaluation process is led by the Chairman of the Nomination Committee and supported by the Company Secretaries. All assessments and evaluations carried out by the Nomination Committee are properly documented. The Board Effectiveness Evaluation ("BEE") exercise shall be facilitated by a professional, experienced and independent expert every three years. The Company had last engaged an external facilitator for the Company's BEE for the assessment year 2022.</p> <p>In line with Practice 6.1 of the MCCG, the Company had again engaged another external facilitator, Social Green Governance Sdn. Bhd. ("SGG"), to conduct an objective, professional and candid BEE for assessment year 2025. SGG has no connection with the Company, its Directors or major shareholders.</p> <p>The 2025 BEE exercise was carried out by SGG through directors' written self-assessment questionnaires, which are tailored-made and premised on qualitative and quantitative criteria. The assessment criteria are benchmarked against good governance practices prescribed by the regulators and best practices. SGG also benchmarked the works carried out by the Board and its Committees during the year under review against its duties and responsibilities set out the Board Charter, the Terms of Reference of each Committee and other internal policy documents.</p> <p>The assessments on the Board, its Committees and individual directors, including Independent Directors, are based on specific criteria covering amongst others, the following areas: -</p>

	<p>1. Board Structure and Composition</p> <p>The evaluation assessed whether the Board has an appropriate size, structure, and composition to effectively discharge its responsibilities. This includes a review of:</p> <ul style="list-style-type: none"> • Balance between Executive Directors, Non-Executive Directors and Independent Directors • Diversity in terms of skills, experience, expertise, gender, and age • Adequacy of industry knowledge and professional competencies within the Board • Effectiveness of the Board succession planning process <p>2. Board Roles and Responsibilities</p> <p>The evaluation reviewed whether the Board clearly understands and effectively discharges its fiduciary duties and oversight responsibilities, including:</p> <ul style="list-style-type: none"> • Oversight of the Group’s strategy, performance and risk management • Monitoring of management performance • Ensuring compliance with regulatory requirements • Oversight of corporate governance practices <p>3. Board Processes and Dynamics</p> <p>The evaluation assessed the effectiveness of Board processes, interaction and decision-making, including:</p> <ul style="list-style-type: none"> • Quality and timeliness of information provided to the Board • Conduct and effectiveness of Board meetings • Level of engagement and participation among Directors • Effectiveness of communication between the Board and Management <p>4. Board Committees Effectiveness</p> <p>The evaluation included an assessment of the effectiveness of the Board Committees, particularly in supporting the Board in carrying out its oversight responsibilities. This includes the review of the effectiveness of the following committees:</p> <ul style="list-style-type: none"> • Group Audit Committee • Group Risk Management Committee • Nomination Committee • Remuneration Committee <p>The assessment reviewed whether the committees operate effectively within their approved Terms of Reference.</p> <p>5. Individual Directors’ Performance</p> <p>The evaluation assessed the contribution and effectiveness of each individual Director, including:</p> <ul style="list-style-type: none"> • Participation and engagement during Board meetings • Level of preparedness and understanding of matters presented • Ability to provide independent judgement and constructive challenge • Contribution of skills, knowledge and experience <p>6. Independence of Independent Directors</p>
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	<p>The evaluation also reviewed the independence of Independent Directors, including whether they are able to exercise objective judgement and independent oversight in accordance with the Bursa Malaysia Main Market Listing Requirements and MCGG.</p> <p>7. Sustainability and EESG Oversight The evaluation considered the Board's role in overseeing sustainability and Economic, Environmental, Social and Governance (EESG) matters, including:</p> <ul style="list-style-type: none"> • Oversight of sustainability strategies and initiatives • Monitoring of sustainability-related risks and opportunities • Integration of EESG considerations into the Group's governance framework. <p>The results of the BEE exercise presented in March 2026 identified several areas of recommendation and/or improvement. These include increasing the number of independent directors taking into account gender diversity and enhancing board skillsets. The Board was also encouraged to monitor tenure of directors and succession planning to maintain independence, in addition to on-going training of board members in areas of evolving industry risk, regulatory changes, digital transformation and EESG.</p> <p>It was concluded that the 2025 BEE indicates that the Board of Directors and its Committees are functioning effectively and continue to uphold good corporate governance practices. With ongoing attention to Board composition, diversity, succession planning and continuous professional development, the Board is well positioned to support the long-term sustainability, strategic growth and governance of the Group.</p> <p>Based on the assessments conducted for the financial year 2025, the Nomination Committee is satisfied with the contribution and performance of each Director, the Board as a whole and the Board Committees, as well as the independence and objective judgements that the Independent Directors have brought to the Board.</p>	
Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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

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

Practice 7.1

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

Application	: Applied
Explanation on application of the practice	<p>Since December 2017, the Board has put in place a Remuneration Policy which guides the Group in formulating a fair and competitive remuneration needed to attract, retain, motivate and reward its Directors and Senior Management of high quality to manage the businesses of the Magnum Group successfully.</p> <p>The Executive Directors' and Senior Management's remunerations are linked to the corporate and individual performance. The Executive Directors of the Company who are also employees within the Group are remunerated separately in accordance with their employment contracts.</p> <p>All the Non-Executive Directors, except for a Non-Executive Director who has waived his entitlements on his own accord, receive a standard fixed fee approved by shareholders at the Annual General Meeting.</p> <p>The directors' fees payable to the Non-Executive Directors are endorsed by the Board based on the recommendation of the Remuneration Committee and are tabled for approval by shareholders at the Annual General Meeting of the Company. Each Director abstains from the Board's decision on his/her own remuneration package.</p> <p>The quantum of the fixed fee takes into consideration the Directors' increased fiduciary duties and the level of responsibilities under the relevant regulatory requirements. Additional allowances are also paid to Independent Non-Executive Directors in accordance with the number of meetings attended during the year.</p>

	<p>This remuneration policy is subject to regular review by the Board through its Remuneration Committee and will be amended as appropriate to reflect the current best practices.</p> <p>The Remuneration Policy is available on the Company's website at www.magnum.my.</p>	
Explanation for departure :		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure :		
Timeframe :		

Intended Outcome

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

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

Practice 7.2

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

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

Application	: Applied
Explanation on application of the practice	<p>The Board has established a Remuneration Committee which consists exclusively of the following Independent Non-Executive Directors:-</p> <ul style="list-style-type: none">• Dato' Seri Lim Tiong Chin (Chairman / Independent Non-Executive Director)• Ng Siew Hong (Member / Independent Non-Executive Director)• Jean Francine Goonting (Member / Independent Non-Executive Director) <p>The principal responsibilities of the Remuneration Committee include the formulation of a fair remuneration policy, such as rewards and benefits, and other terms of employment of the Executive Directors, as well as for the Key Senior Management.</p> <p>The Remuneration Committee reviews and ensures that the remuneration fairly reflects the responsibilities, the expertise required by the Group and the complexity of its operations. The said remuneration should also be in line with the business strategy and long-term objectives of the Group.</p> <p>The Remuneration Committee held one formal meeting during the year 2025. The said meeting held on 27 March 2025 was fully attended by its members in office.</p> <p>The Terms of Reference of the Remuneration Committee, which spell out its authority and duties, are available on the Company's website www.magnum.my.</p>

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

Intended Outcome

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

Practice 8.1

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

Application	:	Applied
Explanation on application of the practice	:	The Company had disclosed on a named basis the remuneration of individual directors, who were in office during 2025, in its 2025 Integrated Annual Report under the Corporate Governance Overview Statement (page 107). The breakdown of remuneration for individual directors includes fees, salary, bonus, benefit-in-kind and other emoluments.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Tan Sri Dato' Surin Upatkoon	Non-Executive Non-Independent Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil	50.0	Nil	Nil	Nil	Nil	Nil	50.0
2	Dato' Lawrence Lim Swee Lin	Executive Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil	55.0	Nil	1,320.4	818.1	18.4	Nil	2,211.9
3	Krian Upatkoon	Executive Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil	5.0	Nil	937.2	628.5	Nil	Nil	1,570.7
4	Datuk Vijeyaratnam a/I V. Thamoatham Pillay	Non-Executive Non-Independent Director	130.0	Nil	Nil	Nil	Nil	Nil	130.0	130.0	Nil	Nil	Nil	Nil	Nil	130.0
5	Dato' Seri Lim Tiong Chin	Independent Director	130.0	7.5	Nil	Nil	Nil	Nil	137.5	130.0	7.5	Nil	Nil	Nil	Nil	137.5
6	Jean Francine Goonting	Independent Director	130.0	7.5	Nil	Nil	Nil	Nil	137.5	130.0	7.5	Nil	Nil	Nil	Nil	137.5
7	Ng Siew Hong	Independent Director	130.0	5.0	Nil	Nil	Nil	Nil	135.0	130.0	5.0	Nil	Nil	Nil	Nil	135.0

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 Remuneration Committee and the Board are of the view that:</p> <ul style="list-style-type: none">(i) the disclosures of key management personnel's remuneration, which include the top five senior management's remuneration, in the Audited Financial Statement are adequate as they comply with the requirement of Paragraph 17 of the MFRS 124 – Related Party Disclosures; and(ii) the disclosures of senior management's remuneration on a named basis are not to the Group's advantage and will be detrimental to its commercial interest due to the small niche industry where the gaming-specific talent pool is very limited, especially at the senior levels of management. <p>The detailed remuneration of two Senior Management who are also Executive Directors has been disclosed in the 2025 Integrated Annual Report.</p>	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:	In line with the explanation above, the Board decided not to disclose, but will review its policy on non-disclosure of senior management's remuneration every 3 years.	
Timeframe	:	Others	Not disclosing

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

Intended Outcome

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

Practice 8.3 - Step Up

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	

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

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.1

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Group Audit Committee ("GAC") is chaired by Dato' Seri Lim Tiong Chin, an Independent Non-Executive Director. He is not the Chairman of the board.</p> <p>The Group's financial reporting and internal control system are reviewed by the GAC, which comprises three Non-Executive Directors with a majority of two Independent Directors. All GAC members are financially literate and have a sufficient understanding of the Group's businesses.</p> <p>The GAC operates within its Terms of Reference, which clearly define its functions and authority. The Terms of Reference of the GAC are available on the Company's website at www.magnum.my.</p> <p>The GAC formally met five times during 2025 and always before the Board Meetings to ensure that all critical issues highlighted by the internal and external auditors, if any, can be brought to the attention of the Board Meeting for notation and action, where appropriate.</p> <p>A summary of the activities of the GAC in the discharge of its functions and duties, including how it has met its responsibilities for the financial year 2025, is set out in the Group Audit Committee Report in the 2025 Integrated Annual Report.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.2

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

Application	:	Applied	
Explanation on application of the practice	:	The policy, on the observation of a cooling-off period of at least three years for a former audit partner prior to the appointment as a member of the Group Audit Committee ("GAC"), is embedded in the Terms of Reference ("TOR") of the GAC. The TOR of the GAC is available on the Company's website at www.magnum.my .	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.3

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

Application :	Applied
Explanation on application of the practice :	<p>The Group Audit Committee ("GAC") is tasked with the authority from the Board to review any matters concerning the appointment and re-appointment, audit fee, resignation or dismissal of external auditors, Ernst & Young PLT ("EY").</p> <p>Though the declaration of independence, integrity and objectivity made by the external auditors in their status audit report for each financial year end would suffice to serve as a written assurance from the external auditors on their independence and integrity, the GAC ensures that the independence and objectivity of the external auditors are not compromised by conducting annual assessment to review and monitor the suitability and independence of the external auditors. The assessment task forms part of the GAC's functions as set out in its Terms of Reference.</p> <p>Every first quarter of the year and before the Company's annual general meeting where the external auditors will retire unless re-appointed, the GAC will conduct a review of the performance of the external auditors including assessment of their independence, objectivity and effectiveness, having regard to several factors including the qualification, experience and technical knowledge of the engagement partner and audit staff, the resources of the audit firm, their quality control processes and the level of non-audit services.</p> <p>Based on the results of the 2025 evaluation, the GAC is of the view that the provision of non-audit services by the external auditors did not impair the objectivity, judgement and independence of the external auditors.</p> <p>The GAC is satisfied with the external auditors' technical competency, audit independence and performance, including the reasonableness of fees for the financial year 2025. Accordingly, the GAC had recommended the re-appointment of the external auditors for the ensuing financial year.</p>
Explanation for departure :	

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

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.4 - Step Up

The Audit Committee should comprise solely of Independent Directors.

Application :	Not Adopted
Explanation on adoption of the practice :	

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.5

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

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

Application	:	Applied												
Explanation on application of the practice	:	<p>All Group Audit Committee members are financially literate and have a sufficient understanding of the Group's businesses. Two of the members, namely, Datuk Vijeyaratnam a/l V. Thamotharam Pillay and Dato' Seri Lim Tiong Chin, are fellow members of the Institute of Chartered Accountants in England and Wales and members of the Malaysian Institute of Accountants.</p> <p>The Group Audit Committee is mindful of the need to continuously undertake professional development training to keep itself abreast with the developments of the relevant accounting and auditing standards, practices and rules.</p> <p>The training programmes attended by the Group Audit Committee members during the year 2025 are tabulated below:</p> <table border="1"><thead><tr><th>No.</th><th>Name</th><th>Seminar/Workshop/Training Courses attended</th></tr></thead><tbody><tr><td>1</td><td>Dato' Seri Lim Tiong Chin</td><td>20 August 2025: Directors' Duties & Responsibilities with Focus on Selected Recent Changes in Malaysian Laws & Regulations</td></tr><tr><td>2</td><td>Datuk Vijeyaratnam a/l V. Thamotharam Pillay</td><td>20 August 2025: Directors' Duties & Responsibilities with Focus on Selected Recent Changes in Malaysian Laws & Regulations</td></tr><tr><td>3</td><td>Jean Francine Goonting</td><td>10 July 2025: Power, Duties & Responsibilities of Directors & Conflicts of Interest Situation</td></tr></tbody></table>	No.	Name	Seminar/Workshop/Training Courses attended	1	Dato' Seri Lim Tiong Chin	20 August 2025: Directors' Duties & Responsibilities with Focus on Selected Recent Changes in Malaysian Laws & Regulations	2	Datuk Vijeyaratnam a/l V. Thamotharam Pillay	20 August 2025: Directors' Duties & Responsibilities with Focus on Selected Recent Changes in Malaysian Laws & Regulations	3	Jean Francine Goonting	10 July 2025: Power, Duties & Responsibilities of Directors & Conflicts of Interest Situation
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2	Datuk Vijeyaratnam a/l V. Thamotharam Pillay	20 August 2025: Directors' Duties & Responsibilities with Focus on Selected Recent Changes in Malaysian Laws & Regulations												
3	Jean Francine Goonting	10 July 2025: Power, Duties & Responsibilities of Directors & Conflicts of Interest Situation												

			13 November 2025: 2025 Magnum Anti-Bribery and Anti- Corruption in the Workplace
Explanation for departure :			
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure :			
Timeframe :			

Intended Outcome

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

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

Practice 10.1

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board acknowledges its overall responsibility for establishing and maintaining an effective risk management and internal control framework and for reviewing its adequacy and effectiveness to support the achievement of the Group's strategic objectives and business operations.</p> <p>The Board, through the Group Risk Management Committee ("GRMC") oversees the Enterprise Risk Management Framework ("ERM Framework") and related processes to ensure that risks are systematically identified, assessed, monitored and managed within an acceptable risk appetite. The GRMC reviews key risk exposures and mitigation plans and ensures that appropriate action plans are implemented by Management to address risks affecting the Group's business and operations.</p> <p>Management is responsible for implementing the risk management and internal control processes, including the identification, evaluating, monitoring and reporting of significant risks, as well as taking timely and appropriate corrective actions to mitigate identified risks.</p> <p>The internal audit function provides independent assurance on the adequacy and effectiveness of the Group's risk management and internal control systems through risk-based audit reviews conducted in accordance with the approved annual audit plan. Audit findings and recommendations are reported to the Group Audit Committee ("GAC") on a quarterly basis, and follow-up reviews are performed to monitor the implementation of agreed corrective actions.</p> <p>In addition, annual independent audits are conducted by an external World Lottery Association ("WLA") certified auditor to assess compliance with the World Lottery Association Security Control Standard ("WLA-SCS") & International Standards Organisation ("ISO/IEC 27001"). During the financial year under review, the external audit was conducted by DNV, covering the management, operations and maintenance of information system assets and information systems of the Group's principal subsidiary, Magnum Corporation Sdn. Bhd. ("MCSB").</p>

	MCSB continues its certification under the updated WLA-SCS:2024 and ISO/IEC 27001:2022 standards, reflecting the Group's ongoing commitment to maintaining internationally recognised information security practices and strengthening the integrity, availability and confidentiality of information critical to its business operations.	
Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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

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

Practice 10.2

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

Application	: Applied
Explanation on application of the practice	<p>In recognising the importance of maintaining a sound risk management and internal control system, the Board has established a governance structure that facilitates effective oversight of risks and internal controls across the Group at all levels. In discharging its oversight responsibility, the Board, either directly or through delegation to the Group Audit Committee ("GAC") and Group Risk Management Committee ("GRMC"), reviews the adequacy and effectiveness of the Group's risk management and internal control system on a periodic basis.</p> <p>The GRMC provide oversight on risk management matters relating to the Group's activities to ensure that risks are appropriately identified, assessed, monitored and managed. During the financial year ended 31 December 2025, the GRMC reviewed and assessed the effectiveness of the risk management framework, including the adequacy of controls and action plans implemented by Management to mitigate and manage the Group's overall risk exposure.</p> <p>The GAC oversees the adequacy and effectiveness of the Group's internal control system through its review of internal audit activities carried out during the year. Audit findings, together with Management's responses and corrective actions, were deliberated at GAC meetings and subsequently reported to the Board. Follow-up reviews were conducted to ensure that agreed corrective actions were implemented in a timely manner.</p> <p>Internal control and risk-related matters requiring the Board's attention were escalated by the GAC and GRMC for deliberation and decision, while matters within their respective mandates were reported to the Board for notation.</p> <p>In respect of the financial year ended 31 December 2025, the Board has received assurance from the Executive Directors and Chief Financial Officer that the Group's risk management and internal control system are operating adequately and effectively, in all material aspects, based on the framework adopted by the Group. No significant control deficiencies or</p>

	<p>weaknesses that would have a material impact on the Group's financial, operational or compliance processes were identified during the year.</p> <p>The features of the Group's risk management and internal control framework, as well as the Board's assessment of its adequacy and effectiveness, are set out in the Statement on Risk Management and Internal Control in this Integrated Annual Report, which has been reviewed by the external auditors in accordance with the applicable auditing guidance.</p>	
Explanation for departure :		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure :		
Timeframe :		

Intended Outcome

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

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

Practice 10.3 - Step Up

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

Application :	Adopted
Explanation on adoption of the practice :	<p>The Board had established a Risk Management Committee for the Magnum Group, which comprises a majority of independent directors, to oversee the Group's risk management framework and policies. During the financial year under review, the members of the Group Risk Management Committee were:</p> <ul style="list-style-type: none">• Jean Francine Goonting (Chairman / Independent Non-Executive Director)• Dato' Lawrence Lim Swee Lin (Member / Non-Independent Executive Director)• Dato' Seri Lim Tiong Chin (Member / Independent Non-Executive Director) <p>The principal responsibilities of the Group Risk Management Committee include the review of the adequacy of the Group's risk management policies and framework, and ensuring that adequate infrastructure, resources and systems are in place for risk management in the Group.</p> <p>The Group Risk Management Committee held two formal meetings during the year 2025, once in March and another in November 2025, with full attendance by its members in office.</p> <p>The Terms of Reference of the Group Risk Management Committee, which spell out its authority and duties, are available on the Company's website www.magnum.my.</p>

Intended Outcome

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

Practice 11.1

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

Application	:	Applied
Explanation on application of the practice	:	<p>During the financial year ended 31 December 2025, the internal audit function of the Group was carried out through a combination of outsourced and in-house resources. Prior to 1 March 2025, the internal audit function was outsourced to MHPB Capital Berhad's Group Internal Audit ("GIA") Department, which reported directly to the Group Audit Committee ("GAC"). This reporting line ensured the objectivity and independence of the internal audit function in performing its duties.</p> <p>With effect from 1 March 2025, the Group established its own in-house internal audit function to further strengthen its internal audit capabilities. The in-house internal audit function continues to report functionally to the GAC, thereby maintaining its independence from the activities and processes it reviews, and enabling it to carry out its responsibilities in an objective and impartial manner in accordance with the Internal Audit Charter.</p> <p>The internal audit function undertakes independent assessment of the adequacy and effectiveness of the Group's internal control system through audit engagements conducted during the financial year, and provides assurance to the GAC that the Group's internal control and risk management systems are operating satisfactorily and effectively, in all material aspects.</p> <p>In ensuring that the internal audit function remains effective, the GAC reviews and approves the Annual Audit Plan, which is developed based on a risk-based approach, and assessed the adequacy of the scope, competency and resources of the internal audit function. The GAC also evaluates the performance of the internal audit function on an ongoing basis.</p> <p>Internal audit engagements during the financial year were conducted in accordance with the Internal Audit Charter and the approved Annual Audit Plan. Internal audit reports, including findings and recommendations, were presented to the GAC, and Management was responsible for implementing the agreed corrective actions within the stipulated timelines. Follow-up reviews were conducted to ensure that audit issues were adequately and promptly addressed.</p> <p>The summaries of activities of the internal audit function during the financial year under review are set out in Group Audit Committee Report.</p>

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

Intended Outcome

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

Practice 11.2

The board should disclose–

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

Application	:	Applied
Explanation on application of the practice	:	<p>As guided by the Internal Audit Charter approved by the Group Audit Committee (“GAC”), the internal audit function is independent of the activities and processes it reviews to ensure that it is able to perform its duties in an objective manner and provide impartial advice to the GAC. The internal auditors are free from any relationships, conflicts of interest or undue influence that could impair their objectivity and independence. The independence of the internal audit function is reinforced through its functional reporting line and direct access to the GAC.</p> <p>The internal audit function is supported by five internal auditors, including the Head of Internal Audit. The Head of Internal Audit, Ms Lim Gaik Leng, holds a Bachelor’s Degree in Accounting from University Putra Malaysia and is a Chartered Accountant with the Malaysian Institute of Accountants. She has more than 25 years of experience in internal audit.</p> <p>The internal auditors are trained to conduct an Information Security Management System (“ISMS”) audit in accordance with internationally recognised best practice, namely ISO 19011 Guidelines for Auditing Management Systems.</p> <p>To ensure the effectiveness of the internal audit function, suitably qualified staff with the relevant skills and experience are recruited and provided with continuous training and development to enhance their technical competencies and auditing capabilities.</p> <p>The GIA’s activities are guided by the International Standards for Professional Practice of Internal Auditing set by the Institute of Internal Auditors and incorporated these standards into its audit practices. GAC is satisfied that the internal audit function is adequately resourced, independent and has the appropriate standing to perform its functions effectively.</p>

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

Intended Outcome

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

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

Practice 12.1

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

Application :	Applied
Explanation on application of the practice :	<p>The Board recognises the importance of timely and equal dissemination of clear, relevant and comprehensive information on major developments of the Group to shareholders and other stakeholders, which is carried out by means of various disclosures, press releases and announcements to the stock exchange, taking into consideration the legal and regulatory framework governing the release of material and price-sensitive information.</p> <p>The Group's performance is reported quarterly to the stock exchange, and on a yearly basis, the Integrated Annual Report is an important channel used by the Company to provide its shareholders and other stakeholders with information on its business, financial performance and other key activities.</p> <p>The Company has, from time to time, held meetings and dialogues with investors and research or investment analysts to convey information regarding the Group's progress, performance and business strategies. Press interviews were also conducted on significant corporate developments to keep the investing community and shareholders updated on any major developments of the business of the Group.</p> <p>In addition, the Group maintains a website at www.magnum.my, which is updated from time to time to provide shareholders and members of the public with the current information and events relating to the Group.</p>
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	

Timeframe :		
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Intended Outcome

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

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

Practice 12.2

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

Application	:	Applied
Explanation on application of the practice	:	Since 2020, the Company has embarked on its first integrated reporting based on the International Integrated Reporting Framework. The Company aims to have a clear and comprehensive report about itself, its business, strategies, as well as how it creates value and shares them with all its stakeholders over the near, medium and long term. The Board recognises that integrated reporting is a journey which requires cross-functional effort and will continue to gradually enhance the quality of information in the disclosures to its stakeholders.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 13.1

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

Application	:	Applied	
Explanation on application of the practice	:	The notice of the 49th annual general meeting ("AGM") of the Company was dated 29 April 2025, which was at least 28 days' notice for holding the Company's AGM on 29 May 2025. The notice of the 50 th AGM of the Company will be issued on 22 April 2026, which will give shareholders at least 28 days' notice prior to holding the Company's AGM on 21 May 2026.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 13.2

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

Application	:	Applied
Explanation on application of the practice	:	<p>Since March 2018, the Board has adopted a policy that requires all directors and key senior management to attend general meetings of the Company to respond to questions raised during the Company's general meetings.</p> <p>All the Directors and the Key Senior Management had attended the Company's 49th AGM held on 29 May 2025. They were available to respond to questions raised during the said general meeting.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 13.3

Listed companies should leverage technology to facilitate–

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

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

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	<p>The Company did not facilitate the remote shareholders’ participation at the 49th Annual General Meeting (“AGM”) due to holding the physical AGM on 29 April 2025.</p> <p>However, Management always ensures that the AGM is convened at a venue which is easily accessible. Those shareholders who are unable to attend the AGM are entitled to appoint any person(s) as their proxy(ies) to attend, participate and vote on their behalf at the AGM, in accordance with the Company’s Constitution.</p> <p>Management was of the view that a physical meeting is more useful as it provides a more effective platform for direct engagement and meaningful interaction between shareholders, the board, and management, enabling more spontaneous discussions and clearer communication, especially in discussing any complex and sensitive issues.</p> <p>Face-to-face meetings allow shareholders to raise questions, seek clarifications, and participate in discussions more actively, which helps promote transparency and better communication.</p>
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	In line with the explanation above, the Board has decided not to conduct a virtual or hybrid AGM at this stage. Nevertheless, the Board remains open to adopting virtual or hybrid meeting arrangements in the future and will review the need to implement such facilities every 3 years, taking into consideration technological developments, cost implications, and the needs of shareholders.
Timeframe	:	Others
		Not applying

Intended Outcome

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

Practice 13.4

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

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.</i>	
Application :	Applied
Explanation on application of the practice :	<p>During the year under review, the Company had given at least 28 days' notice, and all members of the Board of Directors attended the Annual General Meeting ("AGM") held on 29 May 2025.</p> <p>Apart from the Notice of AGM, all documents relating to the meeting were available for perusal and download from the Company's website, in addition to being published at Bursa's website.</p> <p>The notice of AGM had included detailed explanatory notes and requisite information on all the proposed resolutions to enable shareholders to make informed decisions regarding the respective business agenda of the meeting.</p> <p>During the AGM, adequate time is allocated for shareholders to pose questions and for Directors/Management to answer them accordingly. Questions raised by the shareholders were adequately responded to by the Chairman and the Senior Management before the commencement of the poll voting.</p> <p>The Company had also presented its progress and performance of the Group's business as well as its long-term strategies at the AGM held on 29 May 2025.</p>
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	

Timeframe :		
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Intended Outcome

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

Practice 13.5

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

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.</i>	
Application :	Not applicable – only physical general meetings were conducted in the financial year
Explanation on application of the practice :	
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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

Practice 13.6

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

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>	
Application :	Applied
Explanation on application of the practice :	The minutes of the Company's 49th AGM were made available on the Company's website, www.magnum.my , on 30 June 2025, being no later than 30 business days after the conclusion of the meeting on 29 May 2025. All shareholders were notified in advance of such publication in the Company's Invitation to the 49th AGM dated 29 April 2025.
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

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

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

Not applicable to Magnum Berhad
