PANTECH GLOBAL BERHAD

Registration No. 202401009555 (1555405-U)
(Incorporated in Malaysia)

BOARD CHARTER

Version 3	Updated on 21 October 2026

1.0 INTRODUCTION

The Board of Directors ("**Board**") of Pantech Global Berhad ("**Pantech Global**" or "**Company**") and all of its respective subsidiaries as may be established from time to time (collectively referred to as the "**Group**") is fully committed towards ensuring good corporate governance is implemented as it is vitally important to the success of Pantech Global's business. The Board is unreservedly committed to applying the following principles of good corporate governance in all of its business dealings in respect of its shareholders and relevant stakeholders:

- The Board is the focal point of the Company's corporate governance system. It is ultimately accountable and responsible for the performance and affairs of the Company;
- All Board members are expected to act in a professional manner, thereby upholding the core values of integrity and enterprise with due regard to their fiduciary duties and responsibilities;
- All Board members are responsible to the Company for achieving a high level of good governance;
- In carrying out its responsibilities, the Board undertakes to secure the interests of shareholders as well as the employees, suppliers and customers and the broader community – honestly, diligently, fairly and in accordance with all applicable laws;
- The Board Charter shall continue and form an integral part of each Director's duties and responsibilities; and
- The Board Charter operates under the governance of, where applicable, the Companies Act 2016, the Company's Constitution, the Main Market Listing Requirements ("**Listing Requirements**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), the Malaysian Code on Corporate Governance ("**MCCG**"), the IFRS Sustainability Disclosure Standards, including IFRS S1 and IFRS S2, as applied through the National Sustainability Reporting Framework ("NSRF") and the Listing Requirements, any sustainability disclosure standards issued by the Malaysian Accounting Standards Board and any other applicable law or regulatory requirements.

This Board Charter is not a total document and should be read as an expression of principle for optimising corporate performance and accountability. The Board will review and update (if necessary) the Board Charter on an annual basis.

2.0 OBJECTIVES

The objective of this Board Charter is to ensure that all Board members acting on behalf of the Company are aware of their duties and responsibilities as Board members and the various legislations and regulations affecting their conduct and that the principles and practices of good corporate governance are applied in all their dealings in respect and on behalf of the Company to achieve the Vision and Mission of the Group.

3.0 THE BOARD

3.1 Role of the Board

Guiding Principle

The Board's role is to provide strategic guidance to the Company within a framework of prudent and effective controls which enables risk to be assessed and managed. The Board should set the Company's strategic aims, ensure that the necessary financial and human resources are in place for the Company to meet its objectives and review management performance.

The basic responsibility of the Directors is to exercise their business judgment to act in what they reasonably believe to be in the best interests of the Company and its shareholders.

The Board's responsibilities encompass the following:

3.1.1 Lead and manage the Company in an effective and responsible manner;

3.1.2 Establish the corporate vision and mission, as well as the philosophy of the Company, setting the aims of the management and assess the performance of the Principal Officers;

3.1.3 Review financial outcomes and the integrity of internal and external reporting, in particular approving annual budgets and longer-term strategic and business plans;

3.1.4 Assess the effectiveness of the Board as a whole, the Committees of the Board and the contribution of each Director;

3.1.5 To identify principal risks and to ensure the implementation of appropriate systems to protect the Group's assets and to minimise the possibility of the Group operating beyond acceptable risk parameters;

3.1.6 To oversee the management of the Group's sustainability-related risks and opportunities ("**SROs**") and to ensure that they are considered in the Group's strategy, business plans and risk management;

3.1.7 To keep pace with the modern risk of business and other aspects of governance that encourage enhancement of effectiveness in Board and management;

3.1.8 To review the adequacy and integrity of the Group's internal control systems and management information systems including systems for compliance with applicable laws, regulations, rules, directives and guidelines;

3.1.9 To ensure a sustainable anti-corruption compliance programme and assign adequate resources to implement anti bribery and anti-corruption compliance programme;

3.1.10 Succession planning, including appointing, fixing the compensation of and where appropriate, replacing Board and the key management;

3.1.11 Establish and review annually corporate communication policies with respect to the following:

(i) How the corporation interacts with analysts, investors, other key stakeholders and the public; and

(ii) Measures for the corporation to comply with its continuous and timely disclosure obligations.

3.1.12 For each member of the Board, act as representatives of the corporation in:

(i) Enhancing the organisation's public image, reputation and credibility;

(ii) Providing contacts or network for the corporation;

(iii) Being loyal to the corporation;

(iv) Supporting the decisions of the majority of the Board; and

(v) Identifying, evaluating and carrying out profitable business opportunity for the corporation, as well as providing the corporation with information on the market in which it operates.

3.1.13 Ensure all new Directors receive comprehensive orientation to fully understand the role of the Board and its Committees, as well as the contribution individual directors are expected to make (including, in particular, the commitment of time that the corporation expects from its Directors) and the nature and operation of the corporation's business.

3.1.14 In discharging its duties, the Board may engage the services of outside advisors at the expense of the corporation. The Board also allows, any Board Committee or Director to engage the services of an outside advisor at the expense of the corporation, to adequately carry out such Committee's duties, where the circumstances so warrant, subject to the Board of Director's approval.

3.2 Board Structure

Guiding Principle

The Board should include a balance of Executive and Non-Executive Directors (and in particular Independent Non-Executive Directors) such that the balance of skills and experience is appropriate for the requirement of the Company.

3.2.1 The Regulations governing the management of Pantech Global are found in the Company's Constitution which stipulates among others, the appointment and number of Directors, the election of Chairman of the Board; who will preside at all Board meetings and rotation of Directors, etc.

3.2.2 Although the Board is made up of a variety of Directors with different roles and responsibilities, there is no distinction in their accountabilities to the company.

3.3 Composition and Board Balance

3.3.1 The number of Directors shall not be less than two (2) and not more than eleven (11) unless otherwise determined by a general meeting, as stipulated in the Company's Constitution.

3.3.2 The Board membership should reflect a greater board diversity with an appropriate balance between executives possessing extensive direct experience and expertise in the core business activities of the Company, and Non-Executive Board members who have outstanding track records and reputations attained at the highest levels of business and commerce generally, and who are able to bring to the Board a broad range of general commercial expertise and experience. The Board is assessed based on their merit but not on gender diversity.

3.3.3 The Board is the Company's decision making body. It is therefore imperative that the Board should be sized in a manner most effective to facilitate decision-makings and deliberation processes.

3.3.4 A strong and independent element on the Board should be present to exercise independent objective judgment on the corporate affairs of the Company, no individual or small group of individuals is allowed to dominate the Board's decision making process.

3.3.5 The Board may appoint a Senior Independent Director to whom shareholders' concern can be conveyed if there are reasons that contact through the normal channels of the Non-Independent Non-Executive Chairman has failed to resolve them.

3.3.6 In considering potential new Directors, the Board should seek to identify candidates with appropriate skills and experience to contribute to the effective direction of the Company, who can exercise an independent and informed judgment on matters which come before the Board.

3.3.7 The Board composition should be reviewed annually by the Board to ensure that the Non-Executive Directors between them bring the range of skills, knowledge and experience necessary to direct the Company going forward.

3.4 **Appointment**

3.4.1 The appointment of a new Director is a matter of consideration and decision by all members of the Board upon appropriate recommendation from the Nomination Committee.

3.4.2 The Company Secretary has the responsibility in ensuring that relevant procedures relating to the appointments of new Directors are properly executed.

3.4.3 All new Directors appointed to the Board should undertake an orientation and ensure they attend mandatory education programmes.

3.4.4 In addition to the Mandatory Accredited Programme (MAP) as required by the Bursa Securities, Board members are also encouraged to attend training programmes conducted by highly competent professionals which are relevant to the Company's operations and business and also for the Board to update itself in relation to new developments pertaining to the laws and regulations and changing commercial risks which may affect the Board and the Company.

3.4.5 The Nomination Committee will assess the training needs of the Directors and disclose in the Annual Report the trainings attended by the Directors.

3.4.6 The directorship held by any Board member at any one time shall not exceed five (5) in listed companies.

3.5 **Re-election / Re-appointment**

3.5.1 One-third (1/3) of the Directors are subject to retirement by rotation yearly or at the interval of every three (3) years.

3.5.2 There is no age limit for Directors but they must contribute in the Board deliberation objectively and qualify to act unless the Director:

(i) Becomes of unsound mind;
(ii) Becomes bankrupt;
(iii) Is absent from more than 50% of the total Board meetings held during a financial year; or
(iv) Is convicted by a court of law, whether within Malaysia or elsewhere.

3.5.3 The tenure of Independent Directors is capped to a cumulative period of nine (9) years.

3.6 **Supply of Information**

3.6.1 The Company aims to provide all Directors with timely and quality information and in a form and manner appropriate for them to discharge their duties effectively.

3.6.2 The management is responsible in providing the Board with the required information in an appropriate and timely manner. The Managing Director, assisted by the Company Secretary, will assess the type of information required to be provided to the Board. If the information provided by the management is insufficient, the Board will make further enquiries where necessary to which the persons responsible will respond as fully and promptly as possible.

3.6.3 A full agenda and comprehensive Board papers should be circulated to all Directors well in advance of each meeting.

3.6.4 Amongst others, the Board papers should include the following:

(i) Quarterly financial report of the Company;
(ii) Minutes of meetings of all Committees of the Board;
(iii) A current review of the operations of the Company;
(iv) Reports on Related Party Transactions (if any);
(v) Directors' and Substantial Shareholders' share-dealings; and
(vi) Annual Management Plans / Budget reports.

3.6.5 Minutes of each Board meeting should be kept by the Company Secretary and should be available for inspection by any Director during office hours.

4.0 SCHEDULE OF MATTERS RESERVED FOR THE BOARD

4.1 To ensure the direction and control of the Group are in the hands of the Board, the Board adopts a formal schedule of matters reserved for the Board's deliberation and decision.

4.2 The following summarises the list of matters reserved for the Board's deliberation and decision:

4.2.1 <u>Strategy and Management</u>

(i) Review and approval of the overall strategic direction and strategic plans for the Group.

(ii) Approval of the Group's long-term objectives and sustainability strategy.

(iii) Approval of the annual operating and capital expenditure budgets and any material changes thereto.

(iv) Review of performance in the light of the Group's strategy, objectives, business plans, borrowings from financial institution, budgets and ensuring that any necessary corrective action is taken.

(v) Oversight of the Group's operations ensuring:
- competent and prudent management
- sound planning
- adequate system of internal control
- adequate accounting and other records
- compliance with statutory and regulatory obligations

(vi) Decision to cease to operate all or any material part of the Group's business or to cease to operate in any country that would result in the Group no longer having a presence in that country.

(vii) Any matters materially affecting the Group's overall reputation, including its brand and values.

4.2.2 Structure and Capital

(i) Changes relating to Group's capital structure including:
- share split, capital reduction, issuance of unsecured securities
- new share issues (except pursuant to approved option scheme)
- share buy-back (including the disposal/use of treasury shares)
- establishment of employees' share and/or performance option scheme(s)

(ii) Changes to the Group's corporate structure or creation or liquidation of subsidiary/joint venture.

(iii) Any change to the Company's listing status or matters affecting the Company's listing status.

4.2.3 Financial Reporting and Controls

(i) Approval of the announcements of the interim and final results.

(ii) Approval of the Company's audited financial statements and Annual Report.

(iii) Approval of any significant changes in accounting policies or practices.

(iv) Approval of significant treasury policies, including policies on foreign currency exposure and use of financial derivatives.

(v) Approval of dividend policy and distribution of dividend.

4.2.4 Investment

(i) Approval of major investment proposal, such as expansion of the Group's activities into new business, acquisitions, disposals and other contractual commitments entered into by Group (not in the ordinary course of business).

4.2.5 Financial

(i) Approval of Group capital expenditure and commitment that is anticipated to exceed or has exceeded the threshold of RM5 million.

(ii) Approval of bank borrowings and pledging of any asset in excess of the thresholds, and corporate guarantees of any amount granted by the Company in favour of financial institutions or third parties.

4.2.6 Sustainability Considerations

(i) Where relevant, proposals submitted to the Board under paragraphs 4.2.1, 4.2.2, 4.2.4 and 4.2.5 shall take into consideration material SROs, including their anticipated financial effects and trade-offs.

5.0 NON-INDEPENDENT NON-EXECUTIVE CHAIRMAN, GROUP MANAGING DIRECTOR, DEPUTY GROUP MANAGING DIRECTOR AND EXECUTIVE DIRECTOR

The Company aims to ensure a balance of power and authority between the Non-Independent Non-Executive Chairman, Group Managing Director, Deputy Group Managing Director and Executive Director with a clear division of responsibility between the running of the Board and the Company's business respectively. The positions of the Non-Independent Non-Executive Chairman, Group Managing Director, Deputy Group Managing Director and Executive Director are separated and clearly defined.

Guiding Principle

The Non-Independent Non-Executive Chairman is responsible for leadership of the Board in ensuring the effectiveness of all aspects of his role.

5.1 Role of the Non-Independent Non-Executive Chairman

Decisions of the Board are made collectively during Board meetings. In order to ensure that meetings are properly facilitated, and the Board is properly led, the Non-Independent Non-Executive Chairman plays a crucial and pivotal leadership role in ensuring that the Board works effectively. The Non-Independent Non-Executive Chairman shall preside all General Meetings of the Company.

The Non-Independent Non-Executive Chairman of the Board endeavors to create an environment which promotes constructive deliberations leading to effective contributions by each Board member during Board meetings. Further, the Non-Independent Non-Executive Chairman must be able to manage personal conflicts and help to focus the Board on what really matters as opposed to simply ploughing through the agenda.

The Non-Independent Non-Executive Chairman is responsible for the following:

(i) Provide leadership for the Board so that the Board can perform its responsibilities effectively with the assistance of the Board Committees and management;
(ii) Ensure the whole Board plays a full and constructive part in developing and determining the Group's strategy and overall business and commercial objectives to achieve the Company's vision and mission;
(iii) Ensure the Board annually reviews its performance and is balanced so as to achieve its effectiveness;
(iv) Ensure the Board members are well briefed and have access to information on all aspects of the company's operations;
(v) Setting the Board meeting agenda for consideration, giving emphasis on important issues challenged by the Group with emphasis on strategic, rather than operational issues;
(vi) Chairing of general meetings and Board meetings;
(vii) Act as the Group's representative and or to delegate to other Board Members in its dealing with external parties;
(viii) Promote the highest standards of integrity, probity and corporate governance of the Group; and
(ix) Ensure that general meetings of the company are conducted efficiently and that shareholders have adequate opportunity to air their views and obtain answers to their queries.

5.2 Role of the Group Managing Director (GMD)

Guiding Principle

GMD is responsible to the Board for the day-to-day management of the Company and for fulfilling all policy matters set by the Board.

These are expounded below.

The GMD leads the management team. The Board holds the GMD accountable for the performance of the management team.

The key roles of the GMD are:

(i) Manage the Group's business and ensure that operational planning and control systems are in place;
(ii) Accountable and responsible for the Group's operations and financial performance. Formulate and recommend business and financial strategies and plans to develop the company's business and to implement these plans to achieve agreed performance targets;
(iii) Lead management and employees and express his clear leadership;
(iv) As the spokesperson in investor and media relations;
(v) To develop and maintain a positive relationship with the media and investors i.e. shareholders, bankers and analysts;
(vi) To explore and analyse any possible potential for merger and acquisition;
(vii) Prepare and implement strategic plans;
(viii) Submit and implement acquisition / investment proposals;
(ix) Develop an organisational structure with the necessary succession planning;
(x) Promote communications internally and externally for the Group as the chief communicator by monitoring the goals, visions, missions and challenges.
(xi) Maintain a friendly environment and develop organisation culture, values and reputation in its markets;
(xii) Oversee the Sustainability Management Committee ("SMC") and the implementation of the Board-approved sustainability strategy, transition plan and targets**;**
(xiii) Ensure the executive team implements the decisions of the Board and its Committees; and
(xiv) Assist the Non-Independent Non-Executive Chairman in drawing up the agenda for Board meetings by providing input in relation to important strategic issues facing the business.

5.3 Role of the Deputy Group Managing Director (DGMD)

Guiding Principle

DGMD is to assist the Group Managing Director and responsible the for day-to-day manufacturing operations, including quality control and product development, and fulfilling all policy matters set by the Board.

These are expounded below.

The DGMD leads the management team. The Board holds the DGMD responsible for all manufacturing operation performance of the Group.

The key roles of the DGMD are:

(i) To assist GMD in the overall management of the Group;
(ii) Oversee the day-to-day operations for the Group's manufacturing operations;
(iii) To manage the manufacturing operation to meet and fulfil marketing strategy implemented;
(iv) To ensure the manufacturing division's performance meets to Group's policies and objectives;

(v) Responsible for quality control activities to ensure product quality meet various industries requirement; and
(vi) Oversees the product and capacity planning and development of the Group.

5.4 **Role of the Executive Director (ED)**

Guiding Principle

ED is responsible to the Board for the day-to-day management of the Company and for fulfilling all policy matters set by the Board.

These are expounded below.

ED leads the management team. The Board holds the ED accountable for the performance of the management team.

The key roles of the ED are:

(i) To explore and analyse potential market to promote Company's products;
(ii) To identify new and participate in various domestic and overseas exhibitions for the Company, either as an exhibitor or visitor to promote Company's presence in the market;
(iii) Responsible for the human resource management and planning to meet Company's strategic objective, including setup and maintain appropriate HR and admin policy;
(iv) To review and implement suitable performance management system, competitive compensation, benefit and training plan to meet Company's long term goal; and
(v) To assist GMD in identify and implement appropriate succession planning.

5.5 **Role of the Executive Director II (ED II)**

Guiding Principle

ED II is responsible to the Board for the day-to-day management of the Company and for fulfilling all policy matters set by the Board.

These are expounded below.

ED II leads the management team in complementing the leadership of GMD. The Board holds the ED II accountable for the performance of the management team.

The key roles of the ED II are:

(i) To prepare and implement strategic plans in alignment with the Group's overall objectives and direction;
(ii) To develop and implement marketing strategy for the Group and initiatives to strengthen the Group's market presence and competitiveness;
(iii) To explore and analyse potential market to promote Company's products and expand its customer base;
(iv) To assist GMD as the spokesperson in investor and media relations, and to serve as his successor in this capacity when required;
(v) To assist GMD in developing and maintaining a positive relationship with the media and investors i.e. shareholders, bankers and analysts, and to serve as his successor in this capacity when required.;
(vi) To coordinate and oversee the Group's participation in the domestic and overseas exhibitions; and
(vii) To spearhead group export activities including the identification and development of overseas markets.

5.6 **Role of the Senior Independent Director**

Guiding Principle

The SID shall act as a sounding board for the Chairman and as an intermediary for the other Directors and shareholders as necessary.

The duties of the Senior Independent Non-Executive Director shall include:

(i) Serve as a primary point of contact for shareholders and other stakeholders to address and communicate concerns that have not been resolved through regular channels with the Chairman or Executive Directors;
(ii) Attend meetings at the request of major shareholders to ensure the Board effectively communicates and addresses their issues and concerns; and
(iii) Act as the main liaison between the Independent Directors and the Chairman regarding related party transactions, when the Chairman is involved in such transactions.

6.0 BOARD COMMITTEES

Guiding Principle

The Board shall from time to time establish standing and ad hoc Committees to assist it in carrying out its responsibilities.

6.1 To assist the Board in fulfilling its duties and responsibilities, the Board has established the following Committees:

(i) Audit and Risk Management Committee;
(ii) Nomination Committee; and
(iii) Remuneration Committee.

6.2 All Committees have Terms of Reference which have been approved by the Board.

6.3 The Board can establish other Committees on ad hoc basis as and when require.

7.0 BOARD MEETINGS

7.1 The Board should meet at least once every quarter to facilitate the discharge of their responsibilities.

7.2 It is expected that each Director makes every effort to attend each Board meeting and each meeting of any committee on which he sits. The Directors may participate at the meeting by means of telephone and video conference or by means of other communication equipment.

7.3 Each Director should be familiar with the agenda for each meeting, having carefully reviewed all materials distributed in advance of the meeting, and be prepared to participate meaningfully in the meeting and to discuss all scheduled items of business.

7.4 Members of the management who are not Directors may be invited to attend and speak at meetings on matters relating to their sphere of responsibilities.

7.5 The Company Secretary should support the effectiveness of the Board by monitoring that Board policies and procedures are followed and co-ordinate the completion and despatch of Board agendas, briefing papers and minutes of proceedings. The Company Secretary should be responsible to the Board, through the chairperson, on all governance matters and for meeting statutory reporting requirements in accordance with the relevant legislation.

8.0 GENERAL MEETINGS

8.1 Annual General Meeting (AGM)

Guiding Principle

The Company regards the AGM as the principal forum for dialogue with shareholders and aims to ensure that the AGM provides an important opportunity for effective communications and use it as a platform for constructive feedback from the company's shareholders.

8.1.1 The Company regards the AGM as an important event in the corporate calendar of which all Directors should attend.

8.1.2 The Chairman should encourage active participation by the shareholders during the AGM.

8.1.3 The Chairman and, where appropriate, the GMD, DGMD or any other Executive Director should response to shareholders' queries during the meeting. Where necessary, the Chairman should undertake to provide a written answer to any significant question that cannot be readily answered at the meeting.

8.2 Extraordinary General Meeting (EGM)

8.2.1 The Board shall convene a general meeting upon receipt of a valid requisition from shareholders in accordance with the Companies Act 2016 and the Company's Constitution, and shall comply with applicable requirements and timelines. The Board may also convene a general meeting to consider other matters requiring shareholders' approval.

8.3 Minutes

8.3.1 Minutes of general meeting must be circulated to shareholders or published on the Company's website no later than thirty (30) business days after the meeting.

9.0 INVESTORS RELATIONS AND SHAREHOLDER COMMUNICATION

Guiding Principle

The Board acknowledges the need for shareholders to be informed of all material business matters affecting the Company and as such adopts an open and transparent policy in respect of its relationship with its shareholders and investors.

9.1 The Board ensures the timely release of quarterly financial results, the Annual Report and other material information in accordance with applicable Listing Requirements to provide shareholders with an overview of the Company's performance and operations, in addition to the various announcements made during the year.

9.2 A press interview will be held on ad hoc basis whereby the GMD, DGMD or Executive Director will give a press release stating the Company's results, their prospects and outline any specific event for notation.

9.3 The Company's website provides easy access to corporate information pertaining to the Company and its activities and is continuously updated.

10.0 RELATIONSHIP WITH OTHER STAKEHOLDERS

Guiding Principle

In the course of pursuing the vision and mission of the Company, the Board recognises that no company can exist by maximising shareholders value alone. In this regard, the needs and interests of other stakeholders are also taken into consideration.

It is the Company's accountability to integrate responsible ethical practices into all aspects of the business operations to ensure long-term sustainability of business of the Company.

The Company encourages the practice of high ethical standards and upgrade the Company's level of Corporate Conduct to cover four (4) main criteria as follows:

10.1 Market Place

10.1.1 The Company is committed to uphold the corporate responsibility practices and to enhance the economic responsibilities by creating a good return to safeguard its shareholders' investment.

10.1.2 The Company is responsible to strive to develop and provide products and services which offer value in terms of price, quality, safety and environment impact.

10.1.3 The Company acknowledges the importance of good corporate governance and ensures the adherence to the MCCG and to comply with all Listing Requirements, rules and regulations.

10.2 Work Place

10.2.1 The Company acknowledges that the employees are invaluable assets and play a vital role in achieving the vision and mission of the Company.

10.2.2 The Company adopts comprehensive and documented policies and procedures with respect to the following:

(i) Occupational safety and health with the objective of providing a safe, conducive and healthy working environment for all employees; and
(ii) Industrial relations with the objective of managing employees' welfare and well being in the workplace.

10.3 Environment

10.3.1 The Company acknowledges the need to safeguard and minimise the impact to the environment and to manage climate-related matters as part of the Group's long-term resilience, sustainable growth and value creation.

10.3.2 The Company adopts comprehensive and documented policies and procedures as part of its commitment to protect the environment and contribute towards sustainable development.

10.3.3 The Company supports initiatives on environmental issues.

10.4 Community

10.4.1 Company shall play a vital role in contributing towards the welfare of the community in which it operates.

10.4.2 The Company supports charitable causes and initiatives on community development projects.

11.0 COMPANY SECRETARY

11.1 The Board appoints the Company Secretary, who plays an important advisory role, and ensures that the Company fulfills the functions for which he / she has been appointed.

11.2 The Company Secretary is accountable to the Board through the Chairman on all governance matters.

11.3 The Company Secretary is a central source of information and advice to the Board and its Committees on issues relating to compliance with laws, rules, procedures and regulations affecting the Company.

11.4 The Company Secretary should advise Directors of their obligations to adhere to matters relating to:

- Disclosure of interest in securities;
- Disclosure of any conflict of interest in a transaction involving the Company;
- Prohibition on dealing in securities; and
- Restrictions on disclosure of price-sensitive information.

11.5 The Company Secretary must keep abreast of, and inform, the Board of current governance practices.

11.6 The Board members should have unlimited access to the professional advice and services of the Company Secretary.

12.0 REVIEW OF THE BOARD CHARTER

12.1 This Board Charter and the Terms of Reference of each Committee established by the Board shall be periodically reviewed and updated by the Board taking into consideration the needs of the Group as well as any development in rules and regulations that may have an impact on the discharge of the Board's duties and responsibilities.

This Board Charter was adopted by the Board on 12 December 2024 and last updated on 21 October 2026.