CORPORATE GOVERNANCE REPORT

STOCK CODE	**:**	0002
COMPANY NAME	**:**	KOTRA INDUSTRIES BERHAD
FINANCIAL YEAR	**:**	June 30, 2026

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE
Disclosures in this section are pursuant to Paragraph 15.25 of Bursa Malaysia Listing Requirements.

SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PURSUANT CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA
Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

Intended Outcome

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

Practice 1.1

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

Application	:	Applied
Explanation on application of the practice	:	The Board provides effective leadership by collectively directing the business conduct as well as monitoring the business activities, operations and performance of the Group with a view to achieve and sustain long-term success for the Group. The Directors are aware of the need to discharge their fiduciary duties and responsibilities, primarily under the Companies Act 2016 to exercise the powers conferred on them for a proper purpose, in good faith and in the best interests of the Company. The roles and responsibilities of the Board, Board Committees, Board Chairman and Group Managing Director are defined in the Board Charter, uploaded on the Group's website at www.kotrapharma.com The responsibilities of the Board, which are closely aligned with the promulgations set out in the Malaysian Code on Corporate Governance insofar as the Practices of the Code are relevant to the Group to enhance governance, are as follows: a) promoting a culture within the Group which reinforces ethical, prudent and professional behaviour; b) reviewing, challenging and deciding on Management's proposals for the Company, and monitoring their implementation by Management; c) reviewing and adopting a strategic plan, as developed by Management, to ensure that it supports long-term value creation and includes strategies on economic, environmental and social considerations underpinning sustainability; d) overseeing the conduct of the Group's businesses, including assessing and monitoring the performance of Management to determine whether the businesses are being properly managed;

	e) identifying and assessing the principal risks of the Group's businesses, recognising that business decisions involve the taking of appropriate risks; f) setting the risk appetite within which the Board expects Management to operate and ensuring that there is a robust risk management framework to identify, analyse, evaluate, manage, report and monitor significant financial and non-financial risks; g) succession planning - ensuring that all candidates appointed as Executive Directors or to Senior Management positions are of sufficient calibre and that there are measures in place to provide for the orderly succession of Senior Management and members of the Board; h) reviewing the leadership needs of the Group, both Executive and Non-Executive, with a view to ensuring continued ability of the Group to compete effectively in the marketplace; i) overseeing the development and implementation of policies and procedures to enable effective communication with shareholders and other stakeholders; j) reviewing the integrity of the Group's financial and non-financial reporting to ensure there is a sound framework on corporate reporting; k) reviewing the adequacy and integrity of the Group's management information and internal control systems, ensuring there is a sound framework of reporting internal controls and regulatory compliance; and l) overseeing the Group's adherence to high standards of conduct, ethics and corporate behaviour, including the Code of Ethics and Conduct for Directors set out in the Board Charter. To discharge its stewardship role effectively, the Board has delegated certain aspects of its responsibilities to Board Committees, namely the Audit Committee ("AC"), Nomination Committee ("NC") and Remuneration Committee ("RC"). The Board Committees have been entrusted to perform specific functions and provide the Board with recommendations as well as advice, with the decision-making role vested in the Board. The Board Committees' roles and responsibilities in discharging their functions are set out in their respective Terms of Reference approved by the Board. Management authorities and responsibility in managing day-to-day business activities have been delegated by the Board to the Group Managing Director, who is supported by an Executive Director and the Management team, to execute decisions, policies and strategies set by the Board.
Explanation for departure :	

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

Intended Outcome

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

Practice 1.2

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

Application	:	Applied
Explanation on application of the practice	:	The Chairman, Datuk Jamaludin bin Nasir, is responsible for providing leadership to the Board to discharge its responsibilities effectively, instilling and promoting good governance practices in the Company. The roles and responsibilities of the Board Chairman, which are closely aligned with Guidance 1.2 of the Malaysian Code on Corporate Governance and set out in the Board Charter, are as follows: (a) presiding at Board and shareholder meetings and ensuring the proceedings thereof comply with good conduct and practices. In the event the Chairman is indisposed, the Board elects from amongst its members an Independent Non-Executive Director to chair the meeting; (b) leading the Board in establishing and monitoring governance practices in the Company; (c) consulting with the Board promptly over any matter that gives the Board Chairman cause for major concerns; (d) managing the interface between the Board and Management; (e) in conjunction with the Company Secretaries, to determine the content of the agenda and the information to be supplied to the Board and ensure that Board members receive complete and accurate information in a timely manner; (f) leading discussions at meetings and ensuring efficient and effective conduct of the Board and shareholder meetings. The Chairman also encourages active participation and allows dissenting views to be freely expressed; (g) providing leadership to the Board, and overseeing the Board in the effective discharge of its fiduciary duties; (h) facilitating effective communication between the Board and stakeholders; and (i) other responsibilities as assigned by the Board from time to time.
Explanation for departure	:	

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

Intended Outcome

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

Practice 1.3

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

Application	:	Applied
Explanation on application of the practice	:	The positions of Board Chairman and Group Managing Director of the Company are held by two (2) different individuals, with a clear division of responsibilities between them. Their roles are distinct, segregated and clearly defined to ensure a balance of power and authority within the Company to facilitate an objective and independent decision-making process. The Board Chairman is Datuk Jamaludin bin Nasir, an Independent Non-Executive Director, who is responsible for leading the Board and monitoring the overall conduct of the Board's activities as mentioned under Practice 1.2 above. The Group Managing Director, Piong Teck Onn, leads the Management of the Group and is responsible for overseeing the day-to-day business activities and operations of the Group. He is also responsible for implementing policies and strategies for the Group as approved by the Board. The separation of responsibilities of the Board Chairman and the Group Managing Director is clearly outlined in the Board Charter.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.4

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

Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.		
Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The Board Chairman, Datuk Jamaludin bin Nasir, is a member the AC and Chairman of NC and RC. Datuk Jamaludin bin Nasir is not involved in management and operational matters of the Group and exercises independence as well as impartiality in his opinions, guidance and judgements based on his extensive experience and expertise. The Board ensures that there are adequate checks and balances in place in the Board Committees. The Board is of the view that this departure from the Practice does not impair the objectivity of the Chairman or the Board when deliberating the observations and recommendations put forth by Board Committees as all matters are discussed and deliberated with the active participation of other Board Committee members. Recommendations are only made to the Board for approval or notation, as the case may be, only after rigorous deliberations are conducted, with opportunities for dissenting views to be discussed and documented, as applicable. The Board opines that such a process is robust enough to mitigate any risk of self-review threat that may be perceived of the Board Chairman. Furthermore, the Chairman recuses himself from discussions related to his performance or remuneration to ensure the Committee members are able to discuss these matters freely in the best interest of the Company. In view of the existing governance practices which have been an effective alternative to serve the needs of the Company, coupled by the fact that the Board's size and composition fit the Company's governance and oversight requirements, the Board does not intend to adopt Practice 1.4 going forward.

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

Intended Outcome

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

Practice 1.5

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

Application	:	Applied
Explanation on application of the practice	:	The Board is supported by two (2) Company Secretaries with qualifications which accord with the requirements of the Companies Act 2016 and who are members of the Malaysian Institute of Chartered Secretaries and Administrators. Besides being professionally qualified, they are experienced, capable and competent at carrying out their duties and responsibilities enshrined in the Companies Act 2016 and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The roles and responsibilities of the Company Secretaries, which are also clearly delineated in the Board Charter and aligned with Guidance 1.5 enumerated in the Malaysian Code on Corporate Governance, are set out below: (a) ensuring timely dissemination of notice of meeting and agenda to Directors, including relevant Board papers and information pertaining to issues scheduled for discussion and/or approval at meeting; (b) ensuring that Board procedures and applicable regulatory requirements are observed; (c) maintaining records of the Board and Board Committee meetings and ensuring effective management of the Company's records; (d) preparing comprehensive minutes to document Board and Board Committee proceedings, ensuring conclusions are accurately recorded; (e) advising the Board on corporate disclosures and compliance with the relevant rules and regulations, and timely dissemination of information relevant to the Directors' roles and functions and keeping them updated on new or emerging regulatory requirements; (f) advising the Board on its roles and responsibilities; (g) facilitating the orientation of new Directors and assisting in Director training and development; (h) managing the processes pertaining to shareholder meetings; (i) monitoring corporate governance developments and assisting the Board in applying governance practices to meet the Company's needs and stakeholders' expectations;

	(j) serving as a focal point for stakeholders' communication and engagement on corporate governance issues; and (k) carrying out other functions as deemed appropriate by the Board from time to time. The Directors have unlimited and unrestricted access to the Company Secretaries' advice and services that are vital to assist them to discharge their duties effectively.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

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

Practice 1.6

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

Application	:	Applied	
Explanation on application of the practice	:	The meeting materials, consisting of meeting agenda, previous meeting minutes, financial and other relevant reports, are furnished to the Directors. The Board and Board Committee papers are circulated to the Directors by the Company Secretaries at least seven (7) days prior to the meeting. This is to provide sufficient time to enable Directors to study the materials for the conduct of a conducive and effective meeting, thereby facilitating decision-making by the Board and Board Committees and enabling Directors to interact with Management to elicit additional explanations or clarifications on any matter arising. All proceedings of the Board and Board Committee meetings are documented in the minutes of meetings by the Company Secretaries. The minutes of meetings, which are circulated to members of the Board or Board Committees, as the case may be, for comments, are tabled for confirmation at the subsequent meeting, with further corrections made, as deemed necessary.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

Practice 2.1
The board has a board charter which is periodically reviewed and published on the company's website. The board charter clearly identifies–

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

Application	:	Applied
Explanation on application of the practice	:	The Board has formalised a Board Charter that clearly sets out the roles, responsibilities and functions of the Board Chairman, Group Managing Director and Executive Director, Non-Executive Directors as well as the Board Committees in discharging their duties to the Company. In the Board Charter, there are also a formal schedule of matters reserved to the Board for its deliberation and decision, and Terms of Reference of the Audit Committee ("AC"), Nomination Committee ("NC") and Remuneration Committee ("RC"). The schedule of matters reserved to the Board for collective deliberation and decision comprises, inter-alia, the following salient items: • Appointment and recommendation for removal of Directors; • Appointment and removal of Company Secretary and Board Committee members; • Approval or recommendation, as the case may be, of Directors' remuneration, including fees and remuneration policies and procedures dictating the structure of Executive Directors' remuneration; • Business strategy, operational plan and annual budget; • Capital expenditure beyond the prescribed threshold accorded to Management; • Investment and/or divestiture in the Company, business, property or undertaking; • Investment or divestiture in a capital project which represents a significant diversification from the existing business activities; • Changes in the major activities of the Company or subsidiaries; • Treasury policies and bank mandate; • Financial reporting, comprising quarterly financial reports and annual financial statements, including the adoption of accounting policies or changes thereof;

Explanation for departure	:	• Reviewing the effectiveness of the Group's system of risk management and internal control; • Approval of interim dividend and recommending final dividend; • Granting of power of attorney by the Company or its subsidiaries; • Issuance of guarantee and indemnity; and • Other matters required by law or governing authorities. The Board Charter and Terms of Reference of the AC, NC and RC are periodically reviewed to align with changes to regulatory requirements. The Terms of Reference of the AC and NC were last reviewed and approved by the Board on 23 August 2023 and 26 May 2023 respectively. The Board Charter and the Terms of Reference of the RC were last reviewed and approved by the Board on 20 May 2025. The Board Charter and Terms of Reference of the AC, NC and RC are available on the Group's website at www.kotrapharma.com
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 3.1

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

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

Application	:	Applied
Explanation on application of the practice	:	i. Code of Conduct for the Directors The Board has established a Code of Conduct ("Code") for the Directors that sets out the standards of conduct for Directors to strictly observe and abide by. The Code sets out ethical business standards, honesty, personal as well as professional integrity expected from Directors in all aspects of the Group's business and activities. The Directors are also required to declare any personal, professional or business interest that may conflict with their responsibilities. The Code, which has been incorporated into the Board Charter, was last updated and approved by the Board on 20th May 2025. The revised Board Charter is available on the Group's website at www.kotrapharma.com ii. Code of Conduct and Ethics To foster an ethical conduct and corporate culture that reflects the core values of the Group, a Code of Conduct and Ethics has also been established for employees, including Executive Directors, to comply in the best interest of the Company. iii. Conflicts of Interest Policy In upholding the principles of conducting business activities in an ethical and transparent manner, the Board has established a Conflict of Interest ("COI") Policy on 19th August 2024 that requires Directors and Key Senior Management to disclose the nature and extent of any actual COI and/or potential COI. Directors and Key Senior Management with such interests are required to disclose and declare as soon as practicable when a COI or potential COI situation arises and has come to his/her knowledge. As part of good corporate governance practice, disclosure of any conflicts of interest is made on a quarterly basis, at Board meetings. Upon any declaration of COI by Directors or Top Management to the Company Secretary, the AC will review the COI situation, including the mitigating measures proposed by Management before reporting to the Board its findings and recommendations. The Board has the final decision on the

	appropriate mitigation measures to address the COI, considering the recommendations provided by the AC. To ensure COI disclosures are aligned with the updated Issuers Communication - Guidance on Conflict of Interest (ICN 1/2023) issued by Bursa Malaysia Securities Berhad, the COI Policy was last revised and approved by the Board on 20th May 2025.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

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

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

Practice 3.2

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

Application	:	Applied
Explanation on application of the practice	:	The Board has formalised a Whistleblowing Policy, including its associated procedures, that is applicable to the Group's employees, public and third parties. The Whistleblowing Policy provides an avenue for these persons to raise any concerns and report in good faith any unethical conduct or malpractice, including any suspected or actual misconduct involving bribery or corruption, within the Group. A whistle-blower can make a report in writing by using the prescribed Whistle-blower Reporting Form which is available in the Human Resource Department or on the Group's website. The report can be submitted to the Company by addressing it to the Designated Personnel, i.e., the Board Chairman or the Chairman of Audit Committee or via a dedicated e-mail address, i.e., whistleblowing@kotrapharma.com. Disclosure reported in good faith by a whistle-blower is addressed and investigated. The whistle-blower's identity and report are treated with strict confidentiality, and the whistle-blower is protected against any reprisal, so long as the whistle-blowing act is carried out in good faith. The Whistleblowing Policy is an integral part of the Group's Anti-Bribery and Corruption Policy that has been formalised in response to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad as well as Principles I and III of the Guidelines on Adequate Procedures issued by the Government pursuant to Section 17A (5) of the Malaysian Anti-Corruption Commission Act 2009. The Whistleblowing Policy, which was last reviewed and updated on 20th May 2025, is available on the Group's website at www.kotrapharma.com
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:		
Timeframe	:		

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

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board is primarily responsible for driving the Group's sustainability practices and performance. The Board oversees the economic, environmental, social and governance ("EESG") matters and/or other external matters that may materially impact the Group's business or shareholders' interests. To uphold high standards of governance across the Group and to promote zero tolerance against all forms of bribery and corruption, the Group has established a Code of Conduct and Ethics, Whistleblowing Policy and Procedures as well as Anti-Bribery and Corruption Policy. An Enterprise Risk Management Framework is in place and adopted by the Board to identify, evaluate and manage key risks, including sustainability risk of the Group. The Audit Committee has been entrusted by the Board to oversee risk management and internal control matters. The Group Managing Director executes, implements and monitors the sustainability strategies and plans as well as manages EESG risks on a day-to-day basis. The sustainability initiatives embedded into the Group's operations, where appropriate and relevant, are led by the Group Managing Director who provides leadership towards incorporating sustainability practices into the Group's business operations with participation from the Heads of Department and Managers. The Heads of Department and Managers play a pivotal role in embedding sustainability practices into daily operations and fostering sustainability awareness among employees. The Sustainability Governance Structure is disclosed in the Sustainability Statement in the Annual Report. With targets established for each material matter, the Management implements and monitors the relevant initiatives across the Group to ensure the targets are met. In addition, sustainability progress in terms of EESG is presented to the Board on a quarterly basis.

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

Intended Outcome

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

Practice 4.2

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

Application	:	Applied	
Explanation on application of the practice	:	The Board is committed to establish and maintain long-term and mutually beneficial relationships with shareholders and other stakeholders. Management engages with internal and external stakeholders through a variety of engagement channels. Management also ensures that any communication with stakeholders is carried out in a transparent and timely manner. An effective stakeholder engagement is crucial for the Group to understand better on stakeholders' needs and expectations as well as to improve on the decision-making process of the Board and Management. The Group has been publishing its annual Sustainability Statement since the financial year ended 30 June 2018, reflecting the Company's continued accountability to its shareholders and other stakeholders. The Sustainability Statement that forms a part of the Annual Report 2026 encapsulates the Group's approach towards a wide range of economic, environmental, social and governance ("EESG") topics, details pertaining to stakeholder engagements, initiatives undertaken by the Group, the contributions in line with the United Nations Sustainable Development Goals as well as our progress and targets during the financial year ended 30 June 2026.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

Practice 4.3
The board takes appropriate action to ensure they stay abreast with and understand the sustainability issues relevant to the company and its business, including climate-related risks and opportunities.

Application	:	Applied
Explanation on application of the practice	:	The Directors attend and participate in various training programmes that are relevant for their professional development and enhance their knowledge on changes to regulatory requirements and the ever-evolving business environment. The Directors keep themselves updated with development in the industry, including the sustainability agenda by attending training via webinars, seminars, briefings and discussions. Apart from continuous professional development activities, the Board receives regular updates from the Company Secretaries and Management at the quarterly meetings on emerging regulations and the Group's business operations, financials, risk management, internal control, corporate governance and other matters. Such measures enable the Board to stay apprised of sustainability issues relevant to the Group and its businesses. The training programmes attended by each Director for the financial year ended 30 June 2026 are listed in the Corporate Governance Overview Statement in the Company's Annual Report 2026. The Mandatory Accreditation Programme Part II: Leading for Impact ("MAP Part II") is an extension of the existing MAP Part I and is aimed at enhancing Directors' knowledge and understanding of sustainability practices. All Directors of the Company have completed both MAP Part I and MAP Part II within the timeframe prescribed under the Main Market Listing Requirements. Through this programme, the Board has strengthened its understanding of the evolving sustainability landscape and regulatory expectations, including the enhanced sustainability disclosure requirements and the National Sustainability Reporting Framework.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	

Timeframe :		

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

Practice 4.4
Performance evaluations of the board and senior management include a review of the performance of the board and senior management in addressing the company's material sustainability risks and opportunities.

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	For the financial year ended 30 June 2026, the Nomination Committee ("NC") reviewed the effectiveness of the Board by considering the Board's composition, time commitment of Directors and the overall Board's performance. The performance evaluation had yet to include a review of the Board's and Senior Management's performance in addressing material sustainability risks and opportunities of the Group, based on targets set for material sustainability matters. The Board is of the view that a comprehensive study is required to develop relevant criteria to assess the performance of the Board and the Senior Management in addressing the material sustainability risks and opportunities.
		The Board, through the NC and Management will consider incorporating material sustainability risks and opportunities in the performance evaluations of the Board and Senior Management. This initiative is expected to be implemented in the next financial year, with the assistance of the Human Resource Department.
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

Practice 4.5- Step Up
The board identifies a designated person within management, to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the company.

Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.		
Application	:	Not Adopted
Explanation on adoption of the practice	:	

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

Practice 5.1
The Nomination Committee should ensure that the composition of the board is refreshed periodically. The tenure of each director should be reviewed by the Nomination Committee and annual re-election of a director should be contingent on satisfactory evaluation of the director's performance and contribution to the board.

Application	:	Applied
Explanation on application of the practice	:	The Nomination Committee ("NC") is responsible for reviewing the Board's structure, size, composition and independence of the Board as well as Board Committees. In line with the responsibilities encapsulated in its Terms of Reference, the NC conducts performance evaluation annually to assess the performance of the Board, Board Committees and individual Directors. The self and peer evaluations are carried out where the results thereof, including comments on improvement opportunities to enhance the effectiveness of the Board and Board Committee, are collated and compiled by the Company Secretary for the NC's review and subsequent reporting to the Board. The current Directors possess a wide spectrum of experience, skills and expertise, and contribute towards the deliberation process at Board and Board Committee level to enhance decision making. For the financial year ended 30 June 2026, the NC evaluated the Board composition and was of the view that the Board has the appropriate size, right mix of knowledge, expertise, skills and experiences in providing effective stewardship to the Group. The outcome of the self and peer assessment of the Directors also indicated that those Directors retiring by rotation according to the Company's Constitution contributed effectively to the Board and accordingly, the NC recommended to the Board to support their re-appointment to be voted on by shareholders at the forthcoming Annual General Meeting ("AGM") of the Company. At the upcoming 27th AGM of the Company, Madam Chin Swee Chang and Mr. Lee Min On are subject to retirement by rotation pursuant to Clause 118 of the Company's Constitution. These Directors being eligible, have offered themselves for re-election.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:		
Timeframe	:		

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

Practice 5.2
At least half of the board comprises independent directors. For Large Companies, the board comprises a majority independent directors.

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The Board comprises six (6) members, consisting of two (2) Executive Directors, including the Group Managing Director, two (2) Independent Non-Executive Directors and two (2) Non-Independent Non-Executive Directors. This composition complies with Paragraph 15.02 of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad which sets out that at least two (2) Directors or one-third (1/3) of the Board, whichever is higher, must be Independent Non-Executive Directors. The Board is of view that the current composition of its members provides an appropriate blend of knowledge, industry experience, background and skills that are pivotal to lead and oversee the Group's activities and business. The independence of each Independent Non-Executive Director is evaluated via an annual assessment by the Nomination Committee for endorsement by the Board. The individual Independent Non-Executive Director is required to self-declare his compliance with the independence criteria set out in the MMLR. Based on such declaration and evaluation results, the Board is satisfied with the level of independence demonstrated by the Independent Non-Executive Directors through their involvement in providing independent and objective views and judgements on matters deliberated at Board and Board Committee meetings during the financial year as well as their ability to act in the best interest of the Company.
		Whilst the Board is mindful of the Practice that requires half of its composition to comprise Independent Non-Executive Directors, it is also cognisant that the Board should not be overly large in size for want of additional Independent Non-Executive Directors vis-à-vis the complexity of its business operations and efficiency. The current Board composition, which is made up of a majority Non-Executive Directors, provides the relevant checks and balances on the roles of the Executive Directors, particular when the Board Charter sets out a list of matters to be decided by the Board, as a whole. Nonetheless, the Board keeps in view the option to enlarge its independent composition as the need arises, for example when the number of active subsidiaries in the Group increases or when the volume of business expands to a size that

	necessitates the appointment of additional Directors, independent or otherwise.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

Practice 5.3
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	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	As at the financial year ended 30 June 2026, the two (2) Independent Non-Executive Directors of the Company, namely, Datuk Jamaludin bin Nasir and Mr. Lee Min On, have served the Board for a cumulative term of more than nine (9) years. Both Directors were appointed to the Board on 2 January 2017 and reached the 9-year tenure on 2 January 2026. The Board has conducted an annual assessment of the independence of both Directors and is satisfied that they continue to meet the criteria of independence as defined under the Main Market Listing Requirements ("MMLR) of Bursa Malaysia Securities Berhad. Both Directors have consistently demonstrated independent and objective judgement and do not have any relationship with the Group, its Management or major shareholders that could interfere with their independence. The Board is of the view that the length of service of both Directors does not impair their ability to act in the best interest of the Company. Their long-standing experience and in-depth understanding of the Group's business, operations and industry enable them to contribute meaningfully to Board deliberations, provide constructive challenge to Management and offer valuable continuity to the Board. The Board intends to retain both Directors as Independent Non-Executive Directors and will seek shareholders' approval for their continuation in office at the forthcoming Annual General Meeting ("AGM") through a single-tier voting process. This departs from Practice 5.3 which recommends a two-tier voting process where shareholders' votes are to be cast in two tiers, i.e., 1 comprising the Large Shareholder(s) of the Company and Tier 2 comprising all other shareholders. The Board is of the view that the two-tier voting outlined in the MCCG is not compatible with the provision of Section 291 of the Companies Act, 2016. As there is only one class of ordinary shares in the Company, the rights of the shareholders, including the right to vote, shall rank pari

	passu. This is irrespective of whether a shareholder is a "Large Shareholder" (as defined in the MCCG) or a shareholder other than such a "Large Shareholder". A resolution which is passed by a majority of shareholders must be regarded as having been validly passed as a matter of law irrespective of whether a majority of both the "Large Shareholders" and other shareholders had voted in favour of such a resolution as required under the MCCG. As such, the Board opines that the "two-tier voting process" is unworkable as a matter of law and that the only legally permissible way for shareholders of the Company to approve the continuance in office of the two (2) Independent Non- Executive Directors for the ensuing year as Independent Non-Executive Directors is to pass an ordinary resolution to that effect. Accordingly, the Board will seek shareholders' approval at the forthcoming AGM for the continuation in office of Datuk Jamaludin bin Nasir and Mr. Lee Min On, via the usual single-tier voting. This process allows shareholders to provide sounding to the Board on the Independent Non-Executive Directors who have served beyond the ninth year. In any event, their tenure as Independent Directors will not exceed the cumulative limit of twelve (12) years as prescribed under the MMLR. Upon reaching the 12-year cumulative limit, the Independent Directors concerned will step down from the Board.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

Practice 5.4 - Step Up
The board has a policy which limits the tenure of its independent directors to nine years without further extension.

Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.		
Application	:	Not Adopted
Explanation on adoption of the practice	:	

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

Practice 5.5
Appointment of board and senior management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.

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

Application	:	Applied
Explanation on application of the practice	:	The Board is committed to ensure boardroom diversity that includes industry experience, background, age, cultural background and gender without any form of discrimination in selecting a Board member. Although the Board encourages diversity, the appointment of a Board member is solely based on merit of the candidate in meeting the needs of the Company. The Nomination Committee ("NC") is responsible for considering and assessing suitable candidates before recommending to the Board for appointment. Among the criteria adopted in selecting the best candidate available are the following which are aligned closely to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and set out in the terms of reference of the NC: a) the required skills, knowledge, expertise and experience; b) time commitment, character, professionalism and integrity; c) number of directorships outside the Group; d) specialist knowledge or technical skill; and e) any other business interests that may result in a conflict of interest. The Board has adopted a Directors' Fit and Proper Policy in ensuring that the appointment and re-election of members of the Board are based on identified key criteria, i.e., character, integrity, experience, competence, time availability and commitment, enabling them to discharge their stewardship roles and responsibilities effectively in the best interest of the Company. The abovementioned policy is available on the Group's website at www.kotrapharma.com The selection of Group's Senior Management team is entrusted to the Group Managing Director. The selection is based on merit and relevant criteria such as work experience, skill sets, commitment and integrity, which are identified and evaluated before onboarding such Senior Management personnel. The Board is aware of the need for the appointment of Senior Management to be part of the Board's remit. This task has been incorporated in the Board Charter and the Terms of

	Reference of the NC. The Terms of Reference of the NC were last reviewed and approved by the Board on 26th May 2023 whereas the Board Charter was last updated and approved by the Board on 20th May 2025.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

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

Application :	Applied	
Explanation on application of the practice :	The Nomination Committee ("NC") is responsible for recommending suitable candidates for directorships to the Board. In identifying suitable candidates, the NC accepts recommendations from shareholders and existing Board members. The NC may also seek external sources via independent recruitment firms for sourcing suitable candidates, and this power is vested in the NC via its terms of reference approved by the Board. Upon receiving recommendations from these sources, the NC evaluates the suitability of each candidate before recommending to the Board. The final decision on the appointment of candidate solely lies with the Board as a whole.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

Application	:	Applied	
Explanation on application of the practice	:	The profiles of all Directors, including their age, date of appointment, roles in the Board Committees directorships in other companies, any conflict of interest, working experience and their meeting attendance for the financial year ended 30 June 2026, are disclosed in the Company's Annual Report 2026. The Nomination Committee ("NC") annually reviews and assesses the tenure of each Director and their re-election. The NC's review is based on the Group's fit and proper criteria as well as evaluation of the Director's performance and contribution to the Board. The results of the NC's review form the basis of their recommendation to the Board for the re-election of Directors at the Annual General Meeting ("AGM"). The relevant information, including the Board's statement on their recommendation to support the re-election of Directors, is provided in the explanatory notes accompanying the notice of AGM.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

Practice 5.8
The Nominating Committee is chaired by an Independent Director or the Senior Independent Director.

Application	:	Applied	
Explanation on application of the practice	:	The Nomination Committee ("NC") is chaired by Datuk Jamaludin bin Nasir, an Independent Non-Executive Director. This is in line with the Terms of Reference of the NC which stipulate that an Independent Non-Executive Director shall be Chairman of the NC.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

Practice 5.9
The board comprises at least 30% women directors.

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The Board comprises six (6) members, five (5) of whom are male Directors and one (1) female Director. The Board has formalised a Board Diversity Policy which is available on the Group's website at www.kotrapharma.com The Board believes that an appointment or re-appointment of a Director should not be solely guided by gender but also merit by considering the candidate's experience, knowledge, skills, time availability and performance to enhance Board's effectiveness in discharging its roles and responsibilities collectively. Accordingly, the Board Diversity Policy does not discriminate against gender composition solely with a view to achieve a pre-set target as promulgated by Practice 5.9. The Board's female Director brings expertise in Information Technology, together with experience in business transformation, operational management and employee welfare, providing the Board with a broad understanding of both the technical and business aspects of the Group's operations. The Board is of the view that with this female Director on Board, its decisions are made objectively in the Company's best interest, considering the diverse perspectives and insights of the individual Directors, both male and female.
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

Practice 5.10
The board discloses in its annual report the company's policy on gender diversity for the board and senior management.

Application	:	Applied	
Explanation on application of the practice	:	The Board is cognisant of the gender diversity recommended by Malaysian Code on Corporate Governance. Although the Company has a Board Diversity Policy in place, the Board does not prescribe any pre-set quantitative targets on gender, age and ethnicity diversity. The Board believes candidates for directorship, whether on the Board of the Company or its subsidiaries, or Senior Management positions should be accorded fair and equal opportunities. This is the policy of the Company on diversity, including gender diversity. The evaluation and selection of suitable candidates are conducted based on merit, by considering criteria such as the candidates' competency, time commitment, integrity and experience without discrimination to age, gender, cultural background or ethnicity.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

Practice 6.1
The board should undertake a formal and objective annual evaluation to determine the effectiveness of the board, its committees and each individual director. The board should disclose how the assessment was carried out its outcome, actions taken and how it has or will influence board composition.

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

Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.		
Application	:	Applied
Explanation on application of the practice	:	For the financial year under review, the Nomination Committee ("NC") conducted an evaluation to assess the effectiveness of the Board as a whole, Board Committees and individual Director's performance. The evaluation process was facilitated by the Company Secretary via the use of pre-set questionnaire which were distributed to, and completed by, the Directors. The evaluation questions were largely formatted with scores accorded to each question or questions which sought confirmation either as "Yes" or "No". For the assessment of the Board and Board Committees, the criteria used included the process, composition, accountability and effectiveness. As for the individual Director's assessment, a peer and self-performance evaluation was undertaken based on key performance questions such as time commitment, interaction and involvement at meetings. Based on the assessment carried out for the financial year ended 30 June 2026, the NC has reviewed and was satisfied with the existing Board's and Board Committees' composition as well as the performance of Directors at discharging their roles and responsibilities whether individually or collectively. The NC was also satisfied with the level of independence demonstrated by the Independent Non-Executive Directors and their ability to perform in the best interest of the Company. Apart from the above, the assessment of the Board and Board Committees also showed certain areas for improvements, for example the need for the Board to consider onboarding additional Independent Non-Executive Directors to beef up the independence element in the Board. The assessment further highlighted the need for the performance evaluations of the Executive Directors and Senior Management to include an assessment of their effectiveness in addressing the Company's key sustainability risks and opportunities, and for specific sustainability-related Key Performance Indicators to be

	integrated into these evaluation frameworks. The Board has noted the recommendations furnished by Directors from the assessment carried out and will be taking the relevant measures, as deemed pertinent, to bridge the gaps.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

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

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

Practice 7.1

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

Application	:	Applied
Explanation on application of the practice	:	The Board has formalised in writing pertinent Policies and Procedures for the remuneration of Directors and Senior Management to provide a fair and competitive remuneration package. In this regard, the Board has adopted Policies and Procedures for the remuneration of Directors and Senior Management with the primary view of attracting, motivating and retaining talents. The Remuneration Committee ("RC") has been entrusted by the Board to consider annually the outcome of the Nomination Committee's review of individual performance and contributions of the Directors, including the Non-Executive Directors, and make recommendation to the Board on the proposed remuneration packages by also considering the financial performance of the Group. The Directors are not allowed to, and they do not, participate in making decisions regarding their own remuneration. For Non-Executive Directors, their remuneration packages reflect their experience and extent of responsibilities in the Board and Board Committees. Their remuneration package components consist of Director's fees and meeting allowances for attending Board and Board Committee meetings. They are not entitled to, and they do not receive, any performance related remuneration. As for the Executive Directors and Senior Management, their remuneration packages include fixed salary, performance based annual bonus and other emoluments which are linked to their individual performance as well as the performance of the Group. In reviewing the proposed remuneration package of the Group Managing Director, the RC also considers relevant market benchmarks, in particular, the remuneration level of Chief Executives of listed companies in the same sector as the Company. The Policies and Procedures on the remuneration of Directors and Senior Management are available on the Group's website at www.kotrapharma.com

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

Intended Outcome

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

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

Practice 7.2

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board has established a Remuneration Committee ("RC") to review and recommend to the Board the remuneration of Directors and Senior Management. The RC comprises four (4) members where two (2) are Independent Non-Executive Directors, one (1) Non-Independent Non-Executive Director and the Group Managing Director. The Terms of Reference of the RC set out the roles and responsibilities regarding matters related to remuneration and the terms of reference are available on the Group's website at www.kotrapharma.com
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 8.1

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

Application	:	Applied
Explanation on application of the practice	:	The details of Directors' remuneration on a named basis from both the Company and Group for the financial year ended 30 June 2026 are set out in the table below:

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Datuk Jamaludin bin Nasir	Independent Director	132.40	6.50	-	-	-	-	138.90	132.40	6.50	-	-	-	-	138.90
2	Lee Min On	Independent Director	132.40	6.50	-	-	-	-	138.90	132.40	6.50	-	-	-	-	138.90
3	Piong Chee Kuan	Non-Executive Non-Independent Director	92.10	6.50	-	-	-	-	98.60	92.10	6.50	-	-	-	-	98.60
4	Datuk Piong Teck Yen	Non-Executive Non-Independent Director	68.10	5.50	-	-	-	-	73.60	68.10	5.50	-	-	-	-	73.60
5	Piong Teck Onn	Executive Director	6.00	-	-	-	-	-	6.00	6.00	-	1,767.19	505.32	10.42	272.71	2,561.64
6	Chin Swee Chang	Executive Director	-	-	-	-	-	-	-	-	-	648.65	158.98	-	96.92	904.55

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	:	It is the practice of the Group to hire the best talents to run its operations by offering competitive remuneration packages to such personnel in alignment with the Group's strategies for growth. This initiative is to spur the attraction, motivation and retention of talents to meet the strategic needs of the Group towards realising its corporate objectives. The Remuneration Committee ("RC") and the Board are of the view that it is disadvantageous to the Group's interest if the remuneration of its top five (5) Senior Management are disclosed on a named basis, notwithstanding that the disclosure is limited to bands of RM50,000 in terms of their salaries, bonus, benefits-in-kind and others. Such disclosure makes the Group vulnerable to the loss of its personnel as the industry and the geographical location the Group operates in are competitive where poaching of executives and talents is commonplace.
		As an Alternative Practice, the Board has disclosed the information on Senior Management's aggregate remuneration, which the Board believes would enable the Intended Outcome for Practice 8.2 to be achieved, i.e., enabling stakeholders to assess whether the remuneration of Senior Management is commensurate with their performance as a whole, taking into consideration the Group's performance. The five (5) Senior Management personnel's aggregate remuneration (inclusive of salaries, bonus and other emoluments) for financial year under review was RM2.7 million.
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	

Timeframe :		

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

Intended Outcome

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

Practice 8.3 - Step Up

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	

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

Intended Outcome
There is an effective and independent Audit Committee.

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

Practice 9.1
The Chairman of the Audit Committee is not the Chairman of the board.

Application	:	Applied	
Explanation on application of the practice	:	The Chairman of the Audit Committee ("AC") is Mr. Lee Min On, an Independent Non-Executive Director, who is not the Chairman of the Board. The AC consists of three (3) members, two (2) of whom are Independent Non-Executive Directors and one (1) Non-Independent Non-Executive Director.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
There is an effective and independent Audit Committee.

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

Practice 9.2
The Audit Committee has a policy that requires a former partner of the external audit firm of the listed company to observe a cooling-off period of at least three years before being appointed as a member of the Audit Committee.

Application	:	Applied	
Explanation on application of the practice	:	The Audit Committee ("AC") does not have any former key audit partner as its member. The Terms of Reference of the AC require a former partner of the external audit firm or its affiliates to observe a cooling-off period of at least three (3) years before being appointed as a member of the AC. The Terms of Reference of the AC are available on the Group's website at www.kotrapharma.com	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
There is an effective and independent Audit Committee.

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

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

Application	:	Applied
Explanation on application of the practice	:	As stipulated in its Terms of Reference, the Audit Committee ("AC") carries out annual assessment to evaluate the performance, objectivity, capability and independence of the external auditors. The AC reviewed the nature and extent of non-audit services rendered by the external auditors and their affiliates during the financial year under review and concluded that the provision of these services was unlikely to compromise the independence and objectivity of the external auditors. The external auditors have confirmed by way of their presentation to the AC, confirming that they are and have been independent of the Company and the Group throughout the conduct of the audit engagement, in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) ("By-Laws") of the Malaysian Institute of Accountants and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code"), as applicable to audits of financial statements of public interest entities and that they have fulfilled their other ethical responsibilities in accordance with the By-Laws and the IESBA Code. Based on the annual assessment conducted, i.e., in respect of the performance of the external auditors on their audit of the financial statements of the Company and the Group for the financial year ended 30 June 2026, the AC was satisfied with the quality of services, professionalism, objectivity and independence of Crowe Malaysia PLT as the external auditors of the Company. The questions and criteria deployed for the assessment were adapted from the Corporate Governance Guide 4th Edition issued by Bursa Malaysia Securities Berhad, modified for the Company's needs, as the case may be.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:		
Timeframe	:		

Intended Outcome
There is an effective and independent Audit Committee.

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

Practice 9.4 - Step Up
The Audit Committee should comprise solely of Independent Directors.

Application	:	Not Adopted
Explanation on adoption of the practice	:	

Intended Outcome
There is an effective and independent Audit Committee.

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

Practice 9.5
Collectively, the Audit Committee should possess a wide range of necessary skills to discharge its duties. All members should be financially literate, competent and are able to understand matters under the purview of the Audit Committee including the financial reporting process.

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

Application	:	Applied
Explanation on application of the practice	:	All members of the Audit Committee ("AC") are financially literate, i.e., they can read, analyse and interpret financial statements as well as possess an understanding of audit processes. The AC is responsible for assisting the Board in reviewing the financial reports of the Company and the Group and ensuring they comply with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia. The AC members have attended various training programmes and professional development courses, as well as read journals and publication, for example, the Audit Committee Chairman is a member of the Malaysian Institute of Accountants, Malaysian Institute of Certified Public Accountants and the Institute of Internal Auditors Malaysia, to keep themselves abreast of the relevant developments in accounting and auditing standards, practices and rules. Details of their trainings attended during the financial year ended 30 June 2026 are set out in the Corporate Governance Overview Statement of the Company's Annual Report 2026.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome
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	:	Being cognisant of the importance of maintaining a sound system of risk management and internal control, the Board has established and formalised in writing an Enterprise Risk Management ("ERM") framework. A document summarising the Group's Risk Management Policy and Procedures has been adopted by the Board to provide guidance to operating personnel in managing business risks towards safeguarding the Group's assets and to sustain financial and operational stability. These Policy and Procedures are reviewed and updated periodically in tandem with either regulatory requirements or the Group's needs. The Audit Committee ("AC") is entrusted by the Board with the responsibility of reviewing the adequacy and operating effectiveness of the Group's system of risk management and internal control which is designed to manage and mitigate risks in all material aspects. During the financial year under review, the Board appointed BDO Governance Advisory Sdn. Bhd. ("BDOGA"), an independent professional service provider, to review the Group's ERM framework, including the conduct of risk updates. This exercise involved working with the Management of the various business units and Senior Management to review the existing business risks, risk registers and risk parameters, facilitate the identification of emerging risks, and propose appropriate levels of risk appetite for the Board's consideration. Arising from this engagement, the AC reviewed and deliberated on the ERM Status Update report, including the Group's updated risk profile, as tabled by BDOGA. The AC provided its feedback, which BDOGA acknowledged, undertaking to provide a more detailed analysis in subsequent presentations.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:		
Timeframe	:		

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The overarching methodology that girds the Group's risk management framework accords largely with the promulgations of ISO 31000:2018 Risk Management - Guidelines. The Board believes that maintaining a sound system of risk management and internal control is founded on a clear understanding and appreciation of the following key elements of the Group's risk management framework, which had been implemented during the financial year under review: • A formalised Risk Management Policy and Procedures document to streamline the Group's risk management activities and initiatives; • A risk management structure which delineates the lines of reporting and establishes the responsibility of personnel at different levels, i.e., the Board, Audit Committee and Management; • Key risk indicators are assigned and monitored on periodic basis against pre-determined thresholds to provide an early warning signal of increasing risk exposures, if any; and • The Heads of Department and key Management personnel are responsible for identifying, assessing and managing principal business risks (present and potential) on an ongoing basis; and • Formalisation of Management's action plans to mitigate these risks to acceptable levels, considering the established risk appetite and parameters (qualitative and quantitative) of the Group. Further details of the Group's risk management and internal control system are disclosed in the Statement on Risk Management and Internal Control which is included in the Company's Annual Report 2026.
Explanation for departure	:	

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

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

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

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	

Intended Outcome

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

Practice 11.1

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

Application	:	Applied
Explanation on application of the practice	:	The Audit Committee ("AC") is responsible for monitoring and reviewing the effectiveness of the Group's Internal Audit Function. The Internal Audit Function is outsourced to BDO Governance Advisory Sdn. Bhd. ("BDOGA"). The internal auditors report directly to the AC and have full unrestricted access to the Group's records and employees for the purpose of their work. The internal auditors independently review the adequacy and operating effectiveness of the system of internal control implemented by the Management as well as identify the key risk areas and weaknesses in the system for remedial measures to be taken by Management. During the financial year under review, the internal auditors carried out one (1) internal audit assignment on the Group's Information Technology General Controls, in accordance with the internal audit plan approved by the AC. The internal audit findings, results of work done, recommendations and the Management's responses and action plans thereto were tabled to the AC for review and discussion. The internal audit function also conducted a follow-up on the status of Management's action plans in addressing previously highlighted issues and the progress was then reported to the AC. An assessment is conducted on a yearly basis by the AC to evaluate the independence and effectiveness of BDOGA at discharging its internal audit function. Based on the assessment's results for the financial under review, the AC was satisfied with the level of independence and professionalism demonstrated by BDOGA in effectively carrying out its functions. The internal audit function, including its scope of work and costs, are detailed in the Statement on Risk Management and Internal Control of the Annual Report 2026.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:		
Timeframe	:		

Intended Outcome
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	:	During the financial year under review, the Group's internal audit function is outsourced to BDO Governance Advisory Sdn. Bhd. ("BDOGA"). The internal audit function is independent of the Group's activities that it audits and carries out its work, largely guided by the International Professional Practices Framework of the Institute of Internal Auditors. The internal audit function is led by Ms. Chua Lei Ying, an Executive Director of BDOGA who has over sixteen (16) years of experience in audit and compliance. Ms. Chua is also an affiliate member of Association of Chartered Certified Accountants and Institute of Internal Auditors Malaysia. The audit engagement team consisting of two (2) to three (3) personnel have sufficient mix of knowledge, skills and competencies to execute the Audit Plan. The audit engagement team declared that they were free from any relationships or conflicts of interest which could impair their objectivity and independence in their audit assignments.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 12.1

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

Application	:	Applied
Explanation on application of the practice	:	The Board is aware of the importance of effective communication in a timely and transparent manner to shareholders, investors and the community at large. Accordingly, the Board has formalised pertinent Corporate Disclosure Policies and Procedures ("CDPP") which serve as a guide and reference to the Company to communicate and disseminate material information in a complete, accurate and timely manner, in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The CDPP also stipulates the authorised persons responsible for reviewing, approving and releasing material information to the media, investment community and other external parties. The CDPP was last reviewed and approved by the Board on 27th November 2025 to ensure its continued alignment with prevailing regulatory requirements and best practices. Announcements such as quarterly results, annual audited financial statements, annual reports, press releases and other corporate announcements are also made via Bursa LINK and the Group's website. All relevant information pertaining to the Company and Group is included in the Investor Relations ("IR") section of the Group's website. Mr. Daniel Chua Chong Liang, a member of the Senior Management, is designated by the Board to handle all IR related queries. The Annual General Meeting ("AGM") serves as an important platform for Board members to meet shareholders where the shareholders are given the opportunity to interact directly with Board members to clarify or enquire on issues related to the Company's financial statements, operations and proposed resolutions. At the 26th AGM held physically on 27th November 2025, the questions pre-submitted by the Minority Shareholders Watch Group ("MSWG") and the Company's corresponding responses were displayed to the attendees present, whilst the detailed minutes of the 26th AGM (i.e., questions posed by shareholders/proxies, including those by MSWG and corresponding responses provided by the Company) was uploaded on the Group's website under the Investor Relations section. This approach adopted by the Board was aimed to provide shareholders with insights and clarification to make informed decisions with respect

	to the business of the Group, its policies on governance, the environment and social responsibility.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

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

Application	:	Not applicable – Not a Large Company	
Explanation on application of the practice	:	The Company does not fall under the "Large Company" as defined under Section 2.7 of the Malaysian Code on Corporate Governance. Therefore, this requirement is not applicable to the Company.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

Practice 13.1
Notice for an Annual General Meeting should be given to the shareholders at least 28 days prior to the meeting.

Application	:	Applied
Explanation on application of the practice	:	At the last Annual General Meeting ("AGM") of the Company that was conducted as a physical meeting on 27th November 2025, the notice for the 26th AGM was issued on 29th October 2025, providing shareholders at least twenty-eight (28) days before the AGM to study the Annual Report and its contents to enable them to make informed decisions when they cast their votes electronically. In line with Practice 13.1, the notice of the 27th AGM scheduled to be held on 25th November 2026 will also be provided to shareholders at least 28 days before the 27th AGM, allowing sufficient time for the shareholders to consider the proposed resolutions that will be tabled at the 27th AGM. This is in advance of the twenty-one (21) days requirement set under the Main Market Listing Requirements of Bursa Malaysia Securities ("Bursa Securities"). The notice of the AGM also provides the details and relevant explanatory notes to the resolutions proposed to enable the shareholders to make informed decisions in exercising their voting rights. The notice of the AGM is accessible via Bursa Securities' website as well as the Group's website. In addition, the Notice of the AGM is also published in a nationally circulated daily mainstream media.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome
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	:	The Company's last Annual General Meeting ("AGM") was held on 27 November 2025 at the Auditorium Hall, Kotra Pharma Technology Centre, No. 2, Jalan TTC 12, Cheng Industrial Estate, 75250 Melaka ("Meeting Venue"). All Directors of the Company attended the AGM in person at the Meeting Venue, namely, Datuk Jamaludin bin Nasir (Independent Non-Executive Chairman), Mr. Lee Min On (Independent Non-Executive Director), Mr. Piong Teck Onn (Group Managing Director), Madam Chin Swee Chang (Executive Director), Datuk Piong Teck Yen (Non-Independent Non-Executive Director), Mr. Piong Chee Kuan (Non-Independent Non-Executive Director). They were joined by the Senior Management, the Company Secretary and the External Auditors, who were present to respond to questions raised by shareholders and to provide clarification on matters disclosed in the Company's Annual Report.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

Practice 13.3
Listed companies should leverage technology to facilitate–

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

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

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The 26th Annual General Meeting ("AGM") of the Company was conducted as a fully physical meeting, without any remote participation or online voting from external locations. As an alternative practice, the Company embraced technology on-site to ensure the voting process was efficient, accurate and transparent. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions tabled at the 26th AGM were put to a vote by poll. Mega Corporate Services Sdn. Bhd. was appointed as the Poll Administrator to conduct the polling process, while Sharepolls Sdn. Bhd. ("Sharepolls") was appointed as the Independent Scrutineer to verify the poll results.
		To streamline the process, each shareholder and proxy received a wristband bearing a unique QR code linked to the electronic polling system upon registration. Votes could be cast either on their personal mobile devices or at the desktop terminals provided at the polling station. Those who opted to vote via their mobile devices scanned the QR code on their wristband, selected "FOR" or "AGAINST" for each resolution and pressed the "Submit" button, after which the system captured their votes accordingly. At the close of polling, the results were verified by Sharepolls and displayed on screen, after which the Chairman declared the results for each resolution. To keep all shareholders informed, including those unable to attend, the poll results were announced via Bursa LINK on the same day.
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	

Timeframe :		

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

Practice 13.4
The Chairman of the board should ensure that general meetings support meaningful engagement between the board, senior management and shareholders. The engagement should be interactive and include robust discussion on among others the company's financial and non-financial performance as well as the company's long-term strategies. Shareholders should also be provided with sufficient opportunity to pose questions during the general meeting and all the questions should receive a meaningful response.

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.		
Application	:	Applied
Explanation on application of the practice	:	The Company's Annual General Meetings ("AGM") provide an avenue for shareholders to raise questions on the resolutions tabled, the Group's financial performance and other matters relating to the Group's activities. All Directors, together with Senior Management and the External Auditors, were present at the 26th AGM held on 27th November 2025 to respond to shareholders' queries. At the commencement of the 26th AGM, the Chairman of the Board briefed the shareholders and proxies present on their rights to ask questions and to vote on the resolutions set out in the Notice of the 26th AGM. The Executive Director of Kotra Pharma (M) Sdn. Bhd., Mr. Piong Chee Wei, presented an overview of the Group's financial performance and operational updates for the financial year ended 30 June 2025 to the shareholders during the 26th AGM. A dedicated Question and Answer ("Q&A") session was allocated during the 26th AGM, at which shareholders and proxies were given the opportunity to raise questions to the Board and Senior Management. The questions raised were addressed by the Board and Senior Management with clear and meaningful responses, thereby promoting transparency and meaningful engagement with shareholders.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	

Timeframe :		

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

Practice 13.5
The board must ensure that the conduct of a virtual general meeting (fully virtual or hybrid) support meaningful engagement between the board, senior management and shareholders. This includes having in place the required infrastructure and tools to support among others, a smooth broadcast of the general meeting and interactive participation by shareholders. Questions posed by shareholders should be made visible to all meeting participants during the meeting itself.

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.		
Application	:	Not applicable – only physical general meetings were conducted in the financial year
Explanation on application of the practice	:	As stated in Practice 13.3 above, the 26th Annual General Meeting ("AGM") was held as a physical meeting at Auditorium Hall, Kotra Pharma Technology Centre, No. 2, Jalan TTC 12, Cheng Industrial Estate, 75250 Melaka on 27th November 2026. To facilitate an efficient and accurate voting process, the Company leveraged on technology by conducting the poll by way of electronic voting, administered by Mega Corporate Services Sdn. Bhd. (“Mega Corporate Services”) as the Poll Administrator. Only members whose names appeared in the Record of Depositors as at 20th November 2025 were entitled to attend, participate, speak and vote at the 26th AGM, or to appoint proxies to do so on their behalf. Upon verification of their eligibility by Mega Corporate Services at the registration counter, each shareholder and proxy were issued a wristband bearing a QR code linked to the electronic polling system. The Question and Answer ("Q&A") session served as a platform for direct engagement between the Directors and the shareholders and proxies present. Shareholders and proxies were invited to raise their questions at the meeting, and the questions submitted by the Minority Shareholders Watch Group and the corresponding responses by the Company were also displayed during the 26th AGM. All questions raised were duly responded to by the Board and Senior Management prior to the commencement of the poll voting session. The minutes of the 26th AGM, together with the poll results and a summary of the key questions and responses, have been made available on the Group's website at www.kotrapharma.com
Explanation for departure	:	

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

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

Practice 13.6
Minutes of the general meeting should be circulated to shareholders no later than 30 business days after the general meeting.

Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.			
Application	:	Applied	
Explanation on application of the practice	:	The minutes of the 26th Annual General Meeting ("AGM") were published on the Group's website at www.kotrapharma.com within thirty (30) business days after the 26th AGM.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

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