ANNUAL REPORT
2025

BAuto
BERMAZ AUTO BERHAD
Registration No. 201001016854 (900557-M)



NAVIGATING THE FUTURE

A JOURNEY OF RESILIENCE & INNOVATION

THE ART OF PROGRESS

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Form of Proxy

15TH ANNUAL GENERAL MEETING

MEETING VENUE
Glenmarie Ballroom,
Glenmarie Hotel & Golf Resort,
No. 1, Jalan Usahawan U1/8,
Seksyen U1,
40250 Shah Alam,
Selangor Darul Ehsan, Malaysia

DATE AND TIME
Wednesday, 8 October 2025
10.00 a.m.

SCAN QR CODE to download the **Annual Report 2025**

FEEDBACK
For more information on the report or to provide your feedback, please email any questions you may have to https://bauto.com.my/contact.php

THE ART OF PROGRESS

COVER STORY



DRIVING THE FUTURE

SUSTAINING PROGRESS

The cover of Bermaz Auto Berhad's Annual Report 2025 visually encapsulates the Company's forward-looking strategy and commitment to sustainability, aligning with the theme "Driving the Future, Sustaining Progress." Central to the design are modern vehicles, prominently featuring models from the Mazda, Kia and XPeng brands, symbolizing the Company's active participation in the global shift toward a cleaner and more sustainable mobility solution. Supporting this narrative, the inclusion of EV charging infrastructure and components highlights the Company's role not only as a vehicle distributor but also as an enabler of a comprehensive electric vehicle ecosystem.

A striking visual of a hand holding a lightbulb with a tree growing from it represents the integration of innovation with environmental consciousness, an emblem of green energy and sustainable thinking. Solar-panel butterflies at the bottom of the design further reinforce this message, symbolizing transformation, clean energy and a harmonious balance with nature.

Together, the elements of the cover illustrate Bermaz Auto Berhad's vision of sustainable progress anchored in innovation, driven by responsibility and geared towards shaping the future of mobility.



01

LAYING THE FOUNDATIONS FOR A SUSTAINABLE & COMPETITIVE FUTURE

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OUR PURPOSE, **OUR PRINCIPLES**

MISSION STATEMENT

OUR MISSION

SEEK TO BE THE AUTOMOTIVE & MOBILITY DISTRIBUTOR OF CHOICE BY MANAGING CUSTOMERS' OWNERSHIP EXPERIENCE.

OUR DRIVING **PRINCIPLES**

5 CORE VALUES of the Group to achieve its Mission Statement

- HONESTY
- INTEGRITY
- COMMITMENT
- LOYALTY
- HUMANITY

MANAGING CUSTOMERS' SATISFACTION TO PROVIDE A RICH AND REWARDING OWNERSHIP EXPERIENCE

- Reputable Brands
- Emotional Driving Experience
- Value For Money
- Great After-Sales Services
- Green Technology

RECOGNISING EXCELLENCE

AWARDS AND ACCOLADES



Excellence Award in Technical Vocational Education Training (TVET) SME Employer

Award for "Highest Returns To Shareholders Over Three Years"

HRD awards 2024

RECOGNISING TALENT, LIBERATING POTENTIAL

THE EDGE BILLION RINGGIT Club 2024





Bermaz Auto Berhad HR team celebrating their achievement



Bermaz Auto Berhad team attending the award presentation

WHO WE ARE, WHAT DRIVES US

CORPORATE PROFILE

Bermaz Auto Berhad ("BAuto" or "Company")

Bermaz Auto Berhad ("BAuto" or "Company") was incorporated in Malaysia on 11 May 2010 as a private limited company and was converted into a public company on 11 July 2011. The Company was listed on the Main Market of Bursa Malaysia Securities Berhad on 18 November 2013 and is a constituent of the FTSE4Good Bursa Malaysia Index (since June 2020) and the FTSE4Good Bursa Malaysia Shariah Index (since July 2021). The Company is rated four (4) stars (the highest rating) by FTSE Russell, which is for public listed companies with a FTSE4Good ESG Rating of 3.7 or higher.

The Group is primarily engaged in the following activities:

(i) Distribution and retailing of completely built-up ("CBU") Mazda, Kia, XPeng and Deepal vehicles in Malaysia;

(ii) Distribution and retailing of completely knocked-down ("CKD") Mazda and Kia vehicles in Malaysia;

(iii) Provision of after-sales services and sale of spare parts for Mazda, Kia, XPeng and Deepal vehicles in Malaysia;

(iv) Distribution of Mazda CBU vehicles and spare parts through appointed dealers in the Philippines; and

(v) Wholesale and retail of automotive spare parts in Malaysia.

BAuto's associated companies are primarily engaged in the production and/or assembly of Mazda and Kia CKD vehicles in Malaysia using locally sourced parts as well as imported parts supplied by the respective Mazda and Kia principal manufacturers.

As at 30 April 2025, the number of BAuto branches and dealers' centres in Malaysia and in the Philippines are as follows:

	Mazda marque (Malaysia)	Mazda marque (Philippines)	Kia marque (Malaysia)	XPeng marque (Malaysia)	Multi-Brands (Malaysia)
No. of Branches:					
1. 3S Centres	7	-	2	2	-
2. 2S Centres	5	-	-	-	-
3. 1S Centres	-	-	-	-	-
Total	**12**	**-**	**2**	**2**	**-**
No. of Dealers' Centres:					
1. 3S Centres	38	13	17	1	14
2. 2S Centres	15	-	6	1	-
3. 1S Centres	23	-	6	3	22
Total	**76**	**13**	**29**	**5**	**36**

Notes:

i) 3S denotes "sales, sale of spare parts and provision of after-sales services"; 2S denotes "sale of spare parts and provision of after-sales services"; and 1S denotes "sales" only.

ii) For Malaysian operations, there are in total 23 Body & Paint services, of which 3 are operated by the branches whilst the balance 20 are operated by the dealers' centres.

iii) Multi-Brands refer to "Anshin" dealers appointed by the BAuto Group which operates the 1S and/or 3S Centres for Mazda, Kia and XPeng vehicles in Malaysia.

iv) The business activities under the Deepal marque have not commenced operations as of 30 April 2025.

WHO WE ARE, **WHAT DRIVES US** *(Cont'd)*

CORPORATE INFORMATION

as at 5 August 2025

Board of Directors

Tan Sri Dato' Sri Yeoh Choon San
Executive Chairman

Dato' Lee Kok Chuan
Group Chief Executive Officer / Executive Director

Datuk Syed Hisham Bin Syed Wazir
Senior Independent Non-Executive Director

Dato' Kalsom Binti Abd. Rahman
Independent Non-Executive Director

Puan Adibah Khairiah Binti Ismail @ Daud
Independent Non-Executive Director

Mr Martin Giles Manen
Independent Non-Executive Director

Puan Noor Zita Binti Hassan
Independent Non-Executive Director

Dato' Wan Kamaruzaman Bin Wan Ahmad
Non-Independent Non-Executive Director

AUDIT COMMITTEE
Mr Martin Giles Manen (Chairman)
Datuk Syed Hisham Bin Syed Wazir
Puan Adibah Khairiah Binti Ismail @ Daud

NOMINATION AND REMUNERATION COMMITTEE
Datuk Syed Hisham Bin Syed Wazir (Chairman)
Dato' Kalsom Binti Abd. Rahman
Puan Adibah Khairiah Binti Ismail @Daud
Dato' Wan Kamaruzaman Bin Wan Ahmad

RISK MANAGEMENT COMMITTEE
Mr Martin Giles Manen (Chairman)
Tan Sri Dato' Sri Yeoh Choon San
Dato' Lee Kok Chuan
Datuk Syed Hisham Bin Syed Wazir
Dato' Kalsom Binti Abd. Rahman

SUSTAINABILITY COMMITTEE
Datuk Syed Hisham Bin Syed Wazir (Chairman)
Tan Sri Dato' Sri Yeoh Choon San
Dato' Lee Kok Chuan
Puan Adibah Khairiah Binti Ismail @ Daud
Mr Martin Giles Manen
Dato' Wan Kamaruzaman Bin Wan Ahmad

COMPANY SECRETARIES
Tai Yit Chan (MAICSA 7009143)
(SSM Practicing Certificate No. 202008001023)
Tai Yuen Ling (LS 0008513)
(SSM Practicing Certificate No. 202008001075)
Teh Pei Fen (MAICSA 7078581)
(SSM Practicing Certificate No. 202208000409)

AUDITORS
Messrs Ernst & Young PLT
202006000003 (LLP0022760-LCA) & AF 0039
Chartered Accountants
Level 23A, Menara Milenium
Jalan Damanlela, Pusat Bandar Damansara
50490 Kuala Lumpur, Malaysia
Tel : (603) 7495 8000
Fax : (603) 2095 5332

REGISTERED OFFICE
Boardroom Corporate Services Sdn.Bhd.
Registration No. 196001000110 (3775-X)
12th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan, Malaysia
Tel : (603) 7890 4800
Fax : (603) 7890 4650
Email : boardroom-kl@boardroomlimited.com
Website : www.boardroomlimited.com

SHARE REGISTRAR
Boardroom Share Registrars Sdn. Bhd.
Registration No.199601006647 (378993-D)
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan, Malaysia
Tel : (603) 7890 4700
Fax : (603) 7890 4670
Email : bsr.helpdesk@boardroomlimited.com
Website : www.boardroomlimited.com

CORPORATE OFFICE
No. 7, Jalan Pelukis U1/46
Temasya Industrial Park, Seksyen U1
40150 Shah Alam
Selangor Darul Ehsan, Malaysia
Tel : (603) 7627 8888
Fax : (603) 7627 8890
Website : www.bauto.com.my

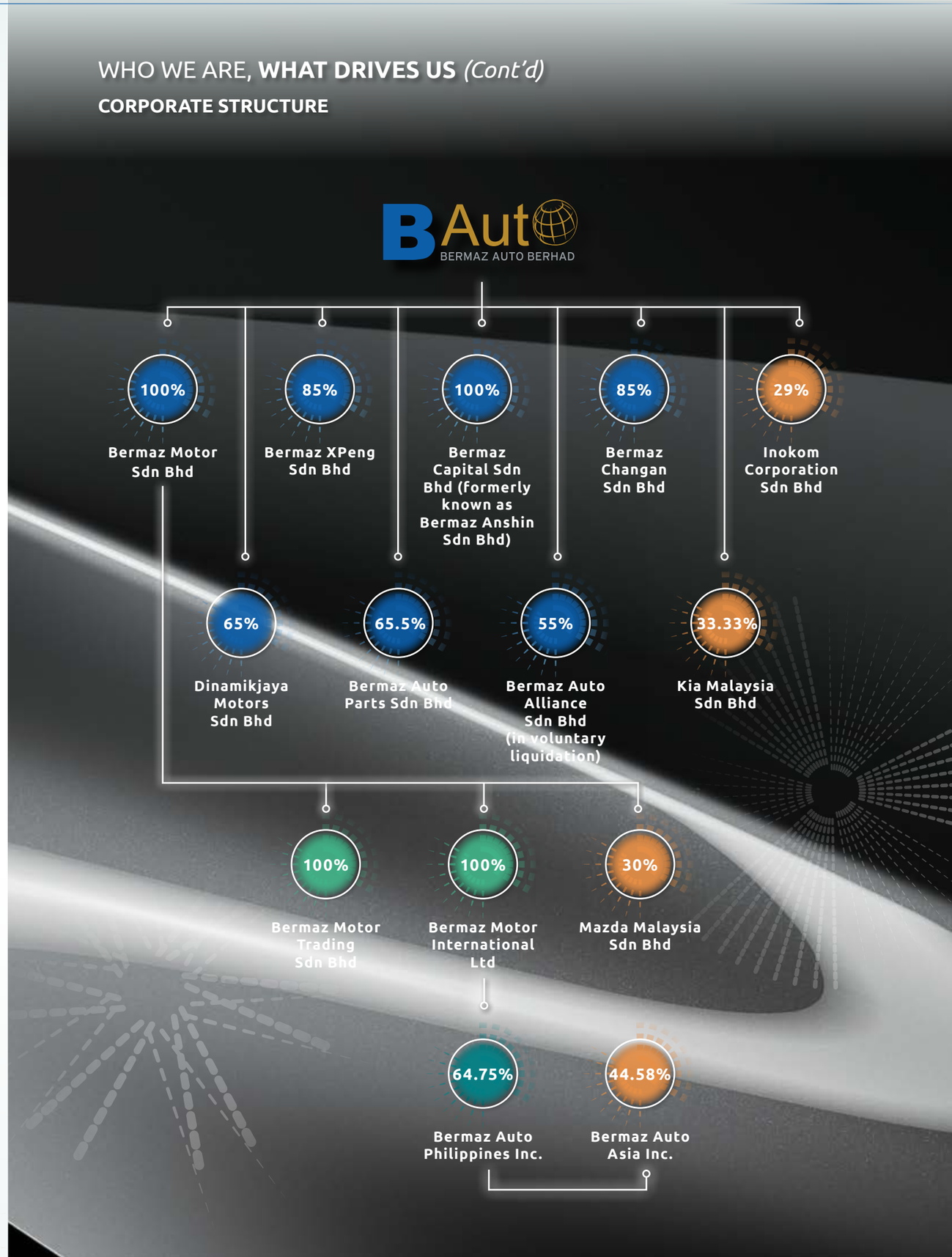
PRINCIPAL BANKERS
AmBank (M) Berhad
AmBank Islamic Berhad
CIMB Bank Berhad
Maybank Islamic Berhad
OCBC Bank (Malaysia) Berhad
OCBC Al-Amin Bank Berhad
HSBC Amanah Malaysia Berhad
RHB Bank Berhad
RHB Islamic Bank Berhad
Hong Leong Investment Bank Berhad

PLACE OF INCORPORATION AND DOMICILE
Malaysia

STOCK EXCHANGE LISTING
Main Market of Bursa Malaysia Securities Berhad
Stock Name: BAUTO
Stock Code : 5248
Stock Sector : Consumer products & services

WHO WE ARE, **WHAT DRIVES US** *(Cont'd)*

CORPORATE STRUCTURE



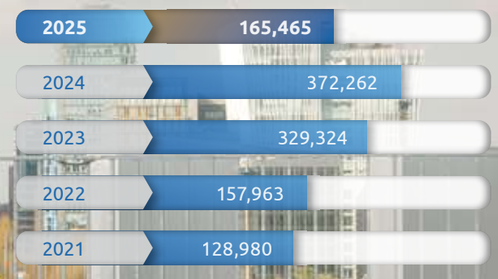
MILESTONE OF RESILIENCE & ACHIEVEMENTS

FINANCIAL HIGHLIGHTS



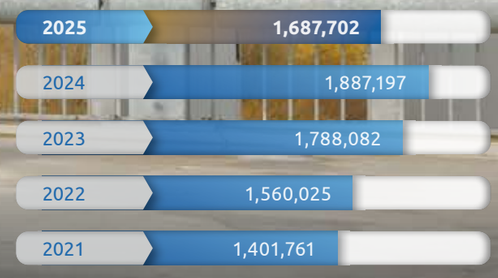
FY2025 PROFIT FOR THE YEAR (RM '000)

RM165,465



FY2025 TOTAL ASSETS (RM '000)

RM1,687,702



FY2025 GROUP REVENUE (RM '000)

RM2,622,282



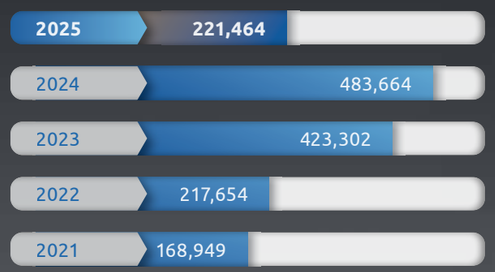
FY2025 NET EQUITY FUNDS (RM '000)

RM642,065



FY2025 PROFIT BEFORE TAX (RM '000)

RM221,464



FY2025 TOTAL EQUITY (RM '000)

RM732,831



MILESTONE OF RESILIENCE & ACHIEVEMENTS *(Cont'd)*

GROUP FINANCIAL SUMMARY

Descriptions	2025 US$'000	2025 RM'000	2024 RM'000	2023 RM'000	2022 RM'000	2021 RM'000
Revenue	**607,432**	**2,622,282**	3,910,983	3,540,606	2,323,671	2,287,914
Profit before tax	**51,300**	**221,464**	483,664	423,302	217,654	168,949
Profit for the year	**38,329**	**165,465**	372,262	329,324	157,963	128,980
Profit attributable to shareholders	**35,579**	**153,595**	345,583	305,843	155,113	133,842
Share capital	**145,788**	**629,367**	626,237	619,614	609,443	609,341
Reserves	**6,333**	**27,338**	195,995	147,276	27,038	(39,990)
Equity funds	**152,121**	**656,705**	822,232	766,890	636,481	569,351
Treasury shares	**(3,391)**	**(14,640)**	(6,441)	(2,034)	(2,781)	(3,934)
Net equity funds	**148,730**	**642,065**	815,791	764,856	633,700	565,417
Non-controlling interests	**21,025**	**90,766**	92,857	76,610	54,532	46,657
Total equity	**169,755**	**732,831**	908,648	841,466	688,232	612,074
Non-current liabilities	**85,370**	**368,542**	387,214	343,687	395,627	338,541
Current liabilities	**135,819**	**586,329**	591,335	602,929	476,166	451,146
Total equity and liabilities	**390,944**	**1,687,702**	**1,887,197**	**1,788,082**	**1,560,025**	**1,401,761**
Non-current assets	**123,321**	**532,376**	609,730	538,486	481,276	409,599
Current assets	**267,623**	**1,155,326**	1,277,467	1,249,596	1,078,749	992,162
Total assets	**390,944**	**1,687,702**	**1,887,197**	**1,788,082**	**1,560,025**	**1,401,761**
Total number of shares with voting rights in issue ('000)	**1,161,197**	**1,161,197**	1,167,599	1,167,069	1,162,193	1,161,428
Net assets per share (US$/RM)	**0.13**	**0.55**	0.70	0.66	0.55	0.49
Net earnings per share (Cents/Sen)	**3.05**	**13.16**	29.62	26.29	13.35	11.52
Dividend per share (Cents/Sen)	**3.88**	**16.75**	26.00	22.00	8.75	6.50
Net dividend payout (US$'000/RM'000)	**45,297**	**195,547**	303,627	256,594	101,687	75,495

Note:
Exchange rate US$1.0000 = RM4.3170



• XPeng X9

BEYOND NUMBERS: THE VALUE WE CREATE

NON-FINANCIAL HIGHLIGHTS

BAuto BERMAZ AUTO BERHAD TRAINING SCHOOL

EXCELLENCE AWARD IN TECHNICAL VOCATIONAL EDUCATION TRAINING (TVET)

REDUCING CO_2 EMISSIONS FROM THE VEHICLE FLEET

REDUCING CO_2 EMISSIONS FROM OWN OPERATIONS

REDUCING CO_2 EMISSIONS FROM THE VEHICLE LIFECYCLE



EV BATTERIES DISPOSAL

Collaborations with local specialist enterprises curtail transportation emissions and promote sustainable disposal of EV batteries.

Kia Corp introduced an energy management system Global Energy Greenhouse Gas Management System ("GEMS") at its domestic plants.

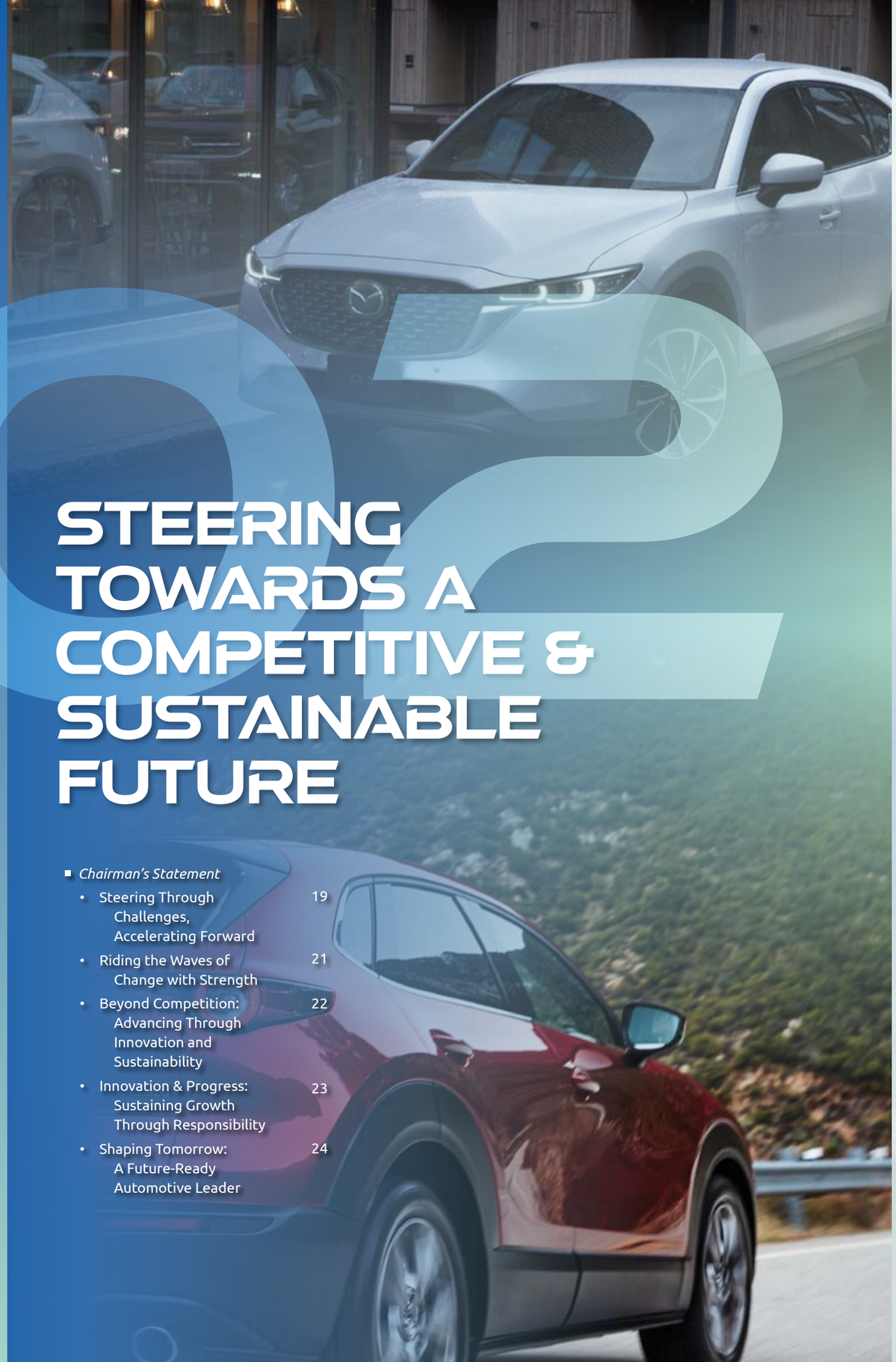


CSR INITIATIVES :

BAuto enhances society and evolves alongside the community with a longstanding commitment to making a meaningful impact.

MAZDA CHARITY DRIVE 2024

10TH MAZDA CHARITY GOLF TOURNAMENT 2024



STEERING TOWARDS A COMPETITIVE & SUSTAINABLE FUTURE

- *Chairman's Statement*
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CHAIRMAN'S STATEMENT

STEERING THROUGH CHALLENGES, ACCELERATING FORWARD

Dear Valued Shareholders,



The financial year ended 30 April 2025 ("FY2025") has been a very challenging year for the Group. Inflationary pressures, weaker global growth from uncertainties in geopolitical conflicts and outcomes of negotiations on trade tariffs imposed by the United States of America ("US") had impacted the global economy.

In addition, certain existing vehicle models in the Group are nearing their end of product lifecycles and are aggravated by the highly competitive market conditions such as the continuous influx of Chinese-made vehicles which are aggressively making inroads with their low pricing strategy.

As a result, our Malaysian and Philippines operations are impacted by these factors as reflected by the sharp decline in our group revenue for FY2025 of RM2.62 billion (FY2024: RM3.91 billion) and Profit Before Tax of RM221.5 million (FY2024: RM483.7 million).

TAN SRI DATO' SRI YEOH CHOON SAN
Executive Chairman

CHAIRMAN'S **STATEMENT** *(Cont'd)*

STEERING THROUGH CHALLENGES, ACCELERATING FORWARD *(Cont'd)*

Group Revenue (RM 'bil)

2025	RM2.62
2024	RM3.91
2023	RM3.54

Group's Profit Before Tax (RM 'mil)

2025	RM221.5
2024	RM483.7
2023	RM423.3

Dividend Payout (RM 'mil)

2025	RM195.5
2024	RM303.6
2023	RM256.6

Number of Vehicles Sold (Units)

2025	15,466
2024	23,775
2023	21,370

Appropriate measures are taken to mitigate the situation which include, among others, having dialogues with the appropriate governmental bodies as well as discussions with the principal manufacturers. The automotive industry is currently moving towards electrification of vehicles (i.e. from internal combustion engines ("ICE") to electric powertrain) such as hybrid electric vehicles ("HEV"), plug-in hybrid electric vehicles ("PHEV") and battery electric vehicles ("BEV").

The Company's current products are aging and the next generation models are expected to be available two (2) years later. In the interim, the Company is slated to bring in CBU models such as the Mazda 3 (1.5 Litres), Mazda CX-60 (2.5 Litres) and Mazda CX-80 PHEV (2.5 Litres) in the third quarter of 2025. These models (Mazda 3 and Mazda CX-60) have been receiving positive response from the bookings received so far.

Under such difficult times, I would like to express my sincere gratitude and appreciation for the continued support from our stakeholders namely, the Board of Directors, the shareholders, the principal manufacturers, suppliers, dealers, customers, financiers and to our management for its perseverance, commitment and dedication to the Group.



CHAIRMAN'S **STATEMENT** *(Cont'd)*

RIDING THE WAVES OF CHANGE WITH STRENGTH

"The Group (via BAuto Training School ("BTS")), continues to provide Technical and Vocational Education and Training ("TVET") programmes to its technicians, mechanics and students. Individuals who are passionate about making a career in the automative industry are encouraged to enrol in the various apprenticeship programmes offered by BTS."

The Malaysian and Philippine economy registered positive growth in 2024 due to continued expansion in domestic demand, including among others, higher consumer spending. However, the 2025 growth outlooks for these countries are expected to be impacted by factors such as economic slowdown in major trading partners amid the high uncertainty in the outcome of the trade tensions and the rapidly-evolving developments surrounding trade tariffs imposed by the US. Inflationary pressures and uncertainties in geopolitical conflicts will also adversely impact the overall economies of these countries. In addition to the continuous influx of Chinese-made vehicles, factors such as petrol subsidy rationalisation exercise, revision in electricity tariff rates and the imposition of sales and services tax on other goods and services will impact the economy as well as the automotive sector.

Despite the challenging environment, the Company continues to strive to uphold its mission statement of being "the Automotive & Mobility Distributor of Choice by Managing Customer's Ownership Experience". It continues to invest in human capital to reskill and upskill its workforce to ensure the Group provides good sales and after-sales services to all its customers.

Sustainability is integrated into the Group's overall operations whenever possible and appropriate. Following the introduction of the National Sustainability Reporting Framework ("NSRF") in September 2024, the Company has been diligently preparing the groundwork to be in compliance with the relevant regulatory framework within the timeframe stipulated in the NSRF.

The Group (via BAuto Training School ("BTS")), continues to provide Technical and Vocational Education and Training ("TVET") programmes to its technicians, mechanics and students. Individuals who are passionate about making a career in the automative industry are encouraged to enrol in the various apprenticeship programmes offered by BTS. Our Group Head of After-Sales, Dato' Haji Shamsuddin bin Haji Amran, continues to be the Chairman of 2025 Bumiputera Economic Congress (KEB 2025) Main Career Choice Education and TVET Cluster.

CHAIRMAN'S **STATEMENT** *(Cont'd)*

BEYOND COMPETITION: ADVANCING THROUGH INNOVATION AND SUSTAINABILITY



• Mazda CX-60

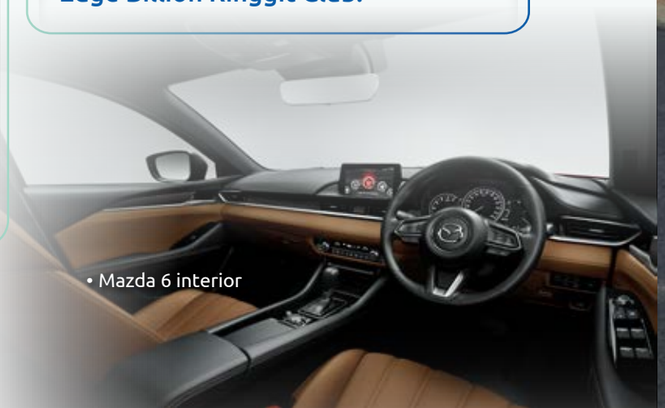
As part of the Company's sustainability commitment to expand its renewable solar-powered energy system to reduce Greenhouse Gas ("GHG") emission, another solar-powered energy system was installed and commenced operation in March 2025 in Lot 5, Glenmarie, which is the main operation hub for the Company's XPeng vehicles.

New vehicle models launched by the Group during FY2025 are EV CBU models such as, the Kia EV9 (June 2024), XPeng G6 (August 2024) and XPeng X9 (March 2025) and ICE CKD models such as the MS Limited Edition Mazda CX-5 and Kia Sportage (both in December 2024). These models are equipped with the latest technologies and features and are targeted to provide consumers with improved driving performance, comfort, safety and sustainable mobility.

> **"New vehicle models launched by the Group during FY2025 are EV CBU models such as, the Kia EV9 (June 2024), XPeng G6 (August 2024) and XPeng X9 (March 2025) and ICE CKD models such as the MS Limited Edition Mazda CX-5 and Kia Sportage (both in December 2024)."**

The Company remained a constituent of the FTSE4Good Bursa Malaysia Index (since June 2020) and the FTSE4Good Bursa Malaysia Shariah Index (since July 2021) and maintained a rating of four (4) stars, which is the highest rating for companies with a FTSE4Good ESG Rating of 3.7 or higher, by FTSE Russell. In September 2024, BAuto was awarded "the Highest Returns to Shareholders Over Three Years" under the Consumer Products & Services category by The Edge Billion Ringgit Club.

> **"BAuto was awarded "the Highest Returns to Shareholders Over Three Years" under the Consumer Products & Services category by The Edge Billion Ringgit Club."**



• Mazda 6 interior

CHAIRMAN'S **STATEMENT** *(Cont'd)*

INNOVATION & PROGRESS: SUSTAINING GROWTH THROUGH RESPONSIBILITY

The Economic, Environmental and Social responsibilities of the Group's sustainable practices and initiatives are set out on pages 36 - 150 of the Sustainability Statement whilst the Governance sections are set out in the Corporate Governance Overview Statement, Statement on Risk Management and Internal Control and Audit Committee Report on pages 160 - 200 of this Annual Report.

According to Bank Negara Malaysia, the country's growth in 2025 will be affected by the escalation in trade tensions and the rapidly-evolving developments surrounding trade tariffs and is expected to be slightly lower than the earlier forecast of 4.5% - 5.5%. In the Philippines, the Department of Finance, Philippines expects the economic outlook for 2025 to remain positive with an expected Gross Domestic Product ("GDP") growth rate of around 6.0% in the coming quarters.

Inflationary pressures, uncertainties in geopolitical conflicts, weaker global growth, continuous influx of Chinese-made vehicles and the recent EV price war as well as factors such as the rationalisation of petrol subsidy, revision in electricity tariff rates and the expansion of the sales and services tax will have an impact on the overall economy and the automotive sector. As a result, the Company expects the automotive sector to register lower growth in 2025/2026 and that the performance of the Group is expected to be challenging in the coming financial year.



• Mazda CX-3

CHAIRMAN'S **STATEMENT** *(Cont'd)*

SHAPING TOMORROW: A FUTURE-READY AUTOMOTIVE LEADER

Nevertheless, I believe with the continued support, faith and confidence from the Board of Directors and our valued stakeholders namely, the shareholders, customers, suppliers, dealers, principal manufacturers, business associates and financiers and through the perseverance, commitment and dedication from the management and the employees, the Group will be able to navigate through these challenging times. Let's stay focused on the long-term prospects of the Group and and its mission to be "the Automotive & Mobility Distributor of Choice".

On behalf of the Board of Directors and the management, I would like to extend my warmest welcome to Puan Noor Zita binti Hassan who joined the Company as an Independent Non-Executive Director on 2 May 2025. Puan Noor Zita brings with her considerable experience and knowledge and we look forward to her invaluable contribution to the Group.

I also wish to inform that our Senior Independent Non-Executive Director, Datuk Syed Hisham bin Syed Wazir, whose tenure will reach a cumulative term of nine (9) years in December 2025, will be retiring and will not be seeking re-election at the forthcoming annual general meeting ("AGM") of the Company.

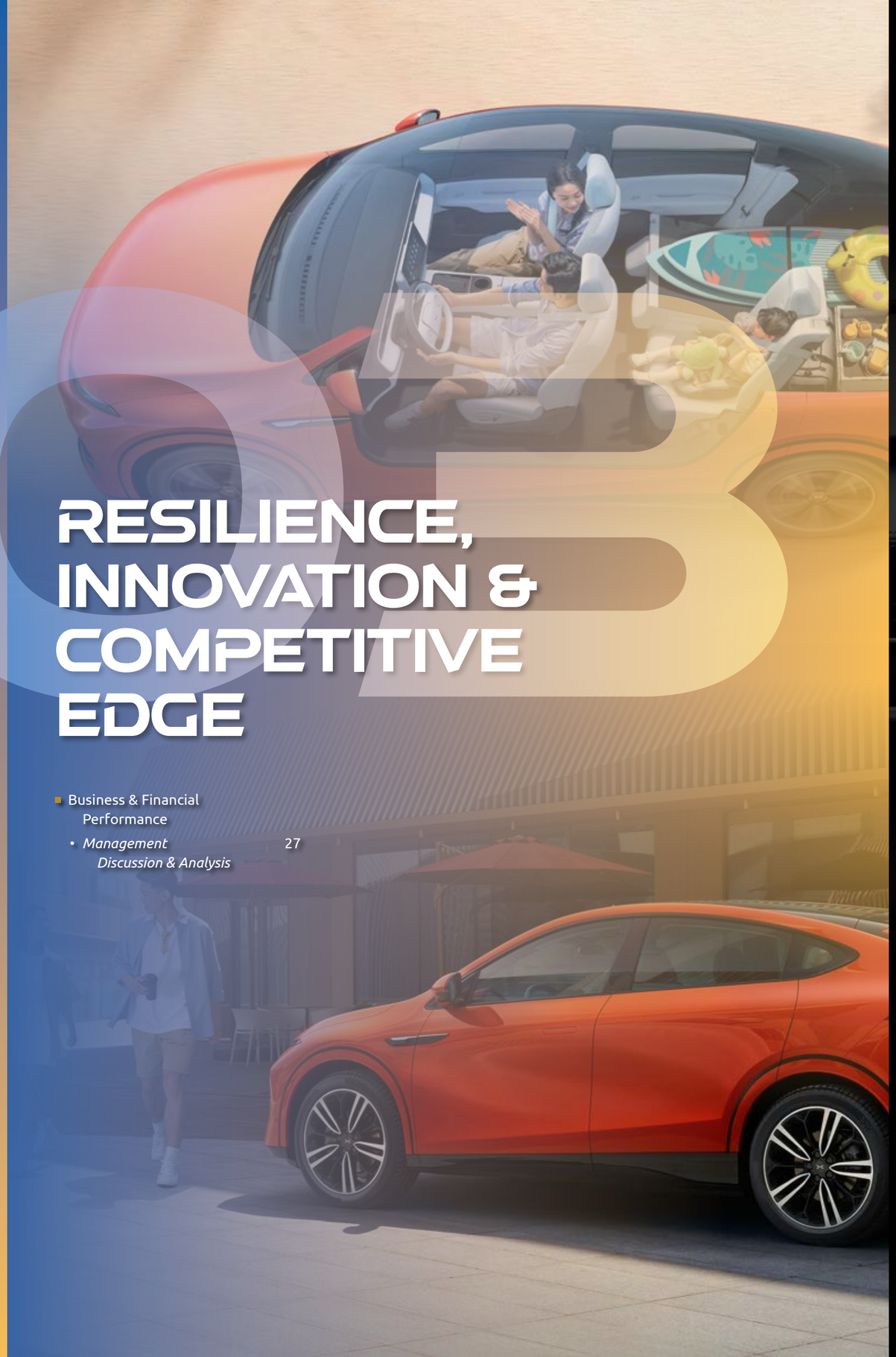
On behalf of the Board of Directors, I would like to take this opportunity to thank Datuk Syed Hisham for his invaluable service and contribution during his tenure with us and I wish him all the best in his future endeavours.

In accordance with the latest requirements of Bursa Malaysia, the Company's AGM for FY2025 will be held at Glenmarie Ballroom, Glenmarie Hotel & Golf Resort, No. 1, Jalan Usahawan U1/8, Seksyen U1, 40250 Shah Alam, Selangor Darul Ehsan, Malaysia. The Notice of AGM and Form of Proxy are enclosed in this Annual Report.

Tan Sri Dato' Sri Yeoh Choon San
Executive Chairman

5 August 2025

• XPeng X9



RESILIENCE, INNOVATION & COMPETITIVE EDGE

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BUSINESS AND FINANCIAL PERFORMANCE

MANAGEMENT DISCUSSION & ANALYSIS

Financial Results

Key indicators	**FY2025 Units**	**FY2024 Units**
Vehicle Sales		
• Malaysia	13,687	21,192
• Philippines	1,779	2,583
Total	**15,466**	23,775

	RM	**RM**
Revenue	2.62 billion	3.91 billion
Profit before tax	221.5 million	483.7 million
Profit attributable to owners of the parent	153.6 million	345.6 million
Basic earnings per share	13.16 sen	29.62 sen
Dividend per share	16.75 sen	26.00 sen
Dividend payout as a percentage of Profit attributable to owners of the parent	127.3%	87.9%
Dividend payout as a percentage of Profit attributable to owners of the parent from its active domestic operations	159.4%^	110.1%

^ Included a 7 sen special dividend (RM81.9 million) ("Special Dividend"), which was paid in December 2024 following the receipt by the Company of a special dividend income from an associated company. If the Special Dividend is excluded, the adjusted dividend payout ratio for FY2025 will be 92.7%.

For the financial year ended 30 April 2025 ("FY2025"), the Group reported a lower revenue and profit before tax of RM2.62 billion and RM221.5 million respectively as compared to the preceding financial year ended 30 April 2024 ("FY2024") which reported a Group revenue and profit before tax of RM3.91 billion and RM483.7 million respectively.

Group revenue declined by RM1.29 billion (-33%) largely due to drop in sales volume from its Mazda and Kia domestic operations as they were mainly impacted by certain existing vehicle models in the Group which are nearing their and of product lifecycles and aggravated by the highly competitive market conditions such as the continuous influx of Chinese-made vehicles making inroads into the market, with their low-pricing strategy. This was reflected by the lowest sales volume registered for both its Malaysian operations (FY2025: 13,687 units; FY2024: 21,192 units) and Philippines operations (FY2025: 1,779 units; FY2024: 2,583 units).

BUSINESS & FINANCIAL PERFORMANCE *(Cont'd)*

MANAGEMENT DISCUSSION & ANALYSIS *(Cont'd)*

In line with the decline in Group revenue, the Profit attributable to owners of the parent had also declined by RM192.0 million (-55.6%) from RM345.6 million in FY2024 to RM153.6 million in FY2025.

Financial Position and Liquidity		
Key indicators	**FY2025 (RM'million)**	**FY2024 (RM'million)**
Non-current Assets	532.4	609.7
Current Assets	1,155.3	1,277.5
Total Assets	**1,687.7**	**1,887.2**
Non-current Liabilities	368.6	387.2
Current Liabilities	586.3	591.3
Total Liabilities	**954.9**	**978.5**
Net Equity Funds	642.0	815.8
Non-controlling Interests	90.8	92.9
Total Equity	**732.28**	**908.7**
Net Cash	208.1	302.3
Gearing	0%	0%

Non-current Assets in FY2025 decreased by RM77.3 million (-12.7%) over FY2024 largely due to the receipt of a special dividend income from an associated company in December 2024, which was partly offset by the share of results of associated companies for the financial year. Current Assets decreased by RM122.2 million (-9.6%) in FY2025 compared to FY2024 largely due to lower inventories recorded by the Group arising from lower sales registered, which was partly offset by a higher cash and cash equivalents from additional borrowings of bankers' acceptances and Sukuk Wakalah Commercial Papers in FY2025.

Non-current Liabilities in FY2025 decreased by RM18.6 million (-4.8%) largely due to the decrease in contract liability, which was in line with the decrease in sales volume during the financial year. Current Liabilities in FY2025 decreased by RM5.0 million (-0.8%) largely due to lower trade and other payables arising from timing difference cut-off and lower tax payable offset against increase in borrowings.

The decrease in Net Equity Funds in FY2025 by RM173.8 million (-21.3%) was largely due to the decrease in retained earnings where the total dividends paid and payable during the financial year was higher than the Profit attributable to owners of the parent.

Despite a decline in the Net Equity Funds for the current financial year (FY2025: RM642.0 million; FY2024: RM815.8 million), the Group's financial position remained strong. The decrease in net cash position from RM302.3 million to RM208.1 million was largely due to the payment of dividends to shareholders of the Company, which was partly offset by the receipt of dividend income from its associated companies and lower inventories.

> **"Despite a decline in the Net Equity Funds for the current financial year (FY2025: RM642.0 million; FY2024: RM815.8 million), the Group's financial position remained strong."**



• XPeng G6

BUSINESS & FINANCIAL PERFORMANCE *(Cont'd)*

MANAGEMENT DISCUSSION & ANALYSIS *(Cont'd)*

MALAYSIA – MAZDA OPERATIONS

The Group's wholly owned subsidiaries, Bermaz Motor Sdn Bhd and Bermaz Motor Trading Sdn Bhd (collectively "Bermaz Subsidiaries") are principally involved in the distribution, retailing and provision of after-sales services of Mazda vehicles. As at 30 April 2025, Bermaz Subsidiaries owns 12 branches, of which 7 are 3S ("sales, sale of spare parts and provision of after-sales services") centres and 5 are 2S ("sale of spare parts and provision of after-sales services") centres. It also has 76 dealer centres nationwide, operated by third parties, of which 38 are 3S centres, 15 are 2S centres and 23 are 1S ("sales") centres. There are a total of 23 Body and Paint Repair centres, out of which 3 are operated by Bermaz Subsidiaries and the remaining 20 are operated by dealer centres. The Group is involved in the assembly of Mazda completely knocked-down ("CKD") vehicles through its associated companies namely, Mazda Malaysia Sdn Bhd ("MMSB") and Inokom Corporation Sdn Bhd ("Inokom"). MMSB owns the rights to assemble Mazda CKD vehicles through third party contract assembler for local distribution and export to ASEAN region, while Inokom is primarily engaged in the manufacture and assembly of light commercial and passenger vehicles, and contract assembly of Mazda, Kia and other passenger vehicles at its vehicle assembly plant in Kulim, Kedah.

As explained earlier, the revenue for current financial year declined (FY2025: RM1.93 billion; FY2024: RM2.93 billion) largely due to the decline in the sales of certain existing Mazda models which are nearing their end of product lifecycles and aggravated by the highly competitive market conditions such as the continuous influx of Chinese-made vehicles.

In the Group's continuous pursuit to enhance value proposition for Mazda's customers in the areas of ownership experience and ownership cost, all new Mazda vehicles sold in Malaysia will come with a 5-Year Warranty and 5-Year Free Service Maintenance (save for BT-50 model). To bring additional peace of mind to customers and to further enhance their ownership experience, the Mazda Extended Service Maintenance Plan was introduced where existing Mazda customers could, subject to certain terms and conditions, purchase a plan to extend the 5-Year Free Service Maintenance by a further 2 years. With Mazda vehicles kept in road worthiness conditions, the residual value of these vehicles will be sustainable over a longer life span. Customers and the Group's mutual interest will also be sustainable through the economic cycle.

> **"All new Mazda vehicles sold in Malaysia will come with a 5-Year Warranty and 5-Year Free Service Maintenance (save for BT-50 model)."**

> **"The Mazda Extended Service Maintenance Plan was introduced where existing Mazda customers could, subject to certain terms and conditions, purchase a plan to extend the 5-Year Free Service Maintenance by a further 2 years."**

In line with the overall decline in sales volume as explained above, Bermaz Subsidiaries' profit before tax in FY2025 had also declined by RM187.2 million (-54.4%) from RM343.9 million in FY2024. The Company's associated company, MMSB, had also contributed a lower share of results (FY2025: RM11.4 million; FY2024: RM29.9 million) largely due to the decline in sales volume for both domestic and export market.

Going forward, Bermaz Subsidiaries will continue to train its sales and after-sales service workforce to provide a better ownership experience for its Mazda customers. In addition, Bermaz Subsidiaries will work closely with Mazda Motor Corporation of Japan ("Mazda Japan") to bring in new Mazda CBU models at relatively competitive prices as an interim measure while waiting for the new generation models to be available in 2 years. The parties will also collaborate with MMSB to explore ways to increase local content and reduce the cost of its CKD models to be more competitive. MMSB and Inokom will assess their existing plant facilities to plan for production of upcoming CKD model(s) as well as to improve on efficiency and quality. Bermaz Subsidiaries will also continue to explore and improve its operations to remain sustainable and will incorporate the main pillars of environmental, social and governance ("ESG") into its operations whenever possible and/or applicable.



• Mazda CX-60 Interior

BUSINESS & FINANCIAL PERFORMANCE *(Cont'd)*

MANAGEMENT DISCUSSION & ANALYSIS *(Cont'd)*

THE PHILIPPINES – MAZDA OPERATIONS

Bermaz Auto Philippines Inc ("BAP"), a 64.75% owned subsidiary of the Group, is primarily engaged in the distribution of Mazda vehicles and spare parts in the Philippines through appointed third-party dealers who act as the retailers of Mazda vehicles and the provision of after-sales services for the Mazda vehicles to end customers. All its dealer centres are 3S centres which offer full services comprising showrooms, provision of after-sales vehicle servicing facilities, and sale of Mazda spare parts and accessories. BAP currently has a network of 13 dealerships operated by third party dealers located nationwide.

For the current financial year, as a result of lower sales volume (FY2025: 1,779 units; FY2024: 2,583 units), BAP had reported a lower revenue of Php3.47 billion (about RM269.4 million) in FY2025 compared to Php4.51 billion (about RM375.9 million) in FY2024 and a lower profit before tax of Php555.8 million (about RM43.1 million) in FY2025 compared to Php690.6 million (about RM57.6 million) in FY2024.

BAP will also continue to explore and improve its operations to remain competitive and sustainable and will incorporate the main pillars of ESG into its operations whenever possible and/or applicable.



• Mazda CX-30



• Mazda CX-30 Interior

MALAYSIA – KIA OPERATIONS

Dinamikjaya Motors Sdn Bhd ("DJMSB"), a 65% owned subsidiary of BAuto, is principally involved in the distribution, retailing and provision of after-sales services of Kia vehicles in Malaysia whereas Kia Malaysia Sdn Bhd ("KMSB"), a 33.33% associated company of BAuto, is involved in the assembly of Kia CKD vehicles through third party contract assembler for local distribution and export to ASEAN region.

As at 30 April 2025, DJMSB owns 2 3S centres and has 29 dealer centres nationwide, operated by third parties, of which 17 are 3S centres, 6 are 2S centres and 6 are 1S centres.

Revenue for current financial year declined (FY2025: RM213.7 million; FY2024: RM416.5 million) largely due to the decline in sales volume, which was impacted by the decline in the sales of certain existing Kia models which are nearing their end of product lifecycles and aggravated by the highly competitive market conditions such as the continuous influx of Chinese-made vehicles. As a results, DJMSB recorded a loss before tax of RM12.8 million in FY2025 compared to a profit before tax of RM26.1 million in FY2024.

In FY2025, the Group recorded a share of loss of RM0.3 million from its associated company, KMSB, compared to a share of profit of RM8.7 million in FY2024 largely due to lower margin arising from changes in the sales mix during the financial year.

DJMSB continued with its 5-Year Warranty and 5-Year Free Service Maintenance policy for all Kia vehicles such as Kia Carnival, Kia Sorento and Kia Sportage to enhance value proposition for its Kia's customers in the areas of ownership experience and ownership cost. For Kia's electric vehicles, EV6 and EV9 models, they also come with an 8-Year Warranty for its battery. With Kia vehicles kept in road worthiness conditions, the residual value of these vehicles will be sustainable over a longer life span. Customers and DJMSB's mutual interest will also be sustainable through the economic cycle.

Going forward, DJMSB will continue to train its sales and after-sales service workforce to provide a better ownership experience for its Kia customers. DJMSB will also explore with its principal manufacturer (Kia Corp) on the feasibility of bringing in new CBU models at relatively competitive pricing for the domestic market as well as to improve its operations to remain competitive and sustainable and will incorporate the main pillars of ESG into its operations whenever possible and/or applicable.

BUSINESS & FINANCIAL PERFORMANCE *(Cont'd)*

MANAGEMENT DISCUSSION & ANALYSIS *(Cont'd)*



• Kia EV6 Panoramic Curved Display



• XPeng X9 Exterior Active Rear Wheel Steering System

MALAYSIA – XPeng OPERATIONS

Bermaz XPeng Sdn Bhd ("BXPeng"), an 85% owned subsidiary of BAuto, is principally involved in the distribution and retailing of XPeng vehicles and the provision of after-sales services of XPeng vehicles in Malaysia.

As at 30 April 2025, BXPeng owns 2 3S centres and has 5 dealer centres nationwide, operated by third parties, of which 1 is 3S centres, 1 is 2S centres and 3 are 1S centres.

BXPeng commenced operations with the launch of its XPeng G6 model in August 2024. This was followed by the launch of its XPeng X9 model in March 2025. For the financial period ended 30 April 2025, BXPeng registered a revenue and profit before tax of RM151.3 million and RM16.2 million respectively.

In the Group's continuous pursuit to enhance value proposition for XPeng's customers in the areas of ownership experience and ownership cost, all XPeng vehicles sold in Malaysia will come with a 5-Year Warranty (8-Year Warranty on EV battery and drive motor) and 3-Year/5-Year Free Service Maintenance (depending on model). With XPeng vehicles kept in road worthiness conditions, the residual value of these vehicles will be sustainable over a longer life span. Customers and BXPeng's mutual interest will also be sustainable through the economic cycle.

Going forward, BXPeng will continue to train its sales and after-sales service workforce to provide a better ownership experience for XPeng customers.

BXPeng will also continue to explore and improve its operations to remain competitive and sustainable and will incorporate the main pillars of ESG into its operations whenever possible and/or applicable.

> **"All XPeng vehicles sold in Malaysia will come with a 5-Year Warranty (8-Year Warranty on EV battery and drive motor) and 3-Year/5-Year Free Service Maintenance (depending on model)."**



• XPeng G6

BUSINESS & FINANCIAL PERFORMANCE *(Cont'd)*

MANAGEMENT DISCUSSION & ANALYSIS *(Cont'd)*

AWARDS

The various models under the brands distributed by the Group continue to win awards and recognition locally and internationally (including in the Philippines), some of which are as follows:

Malaysia

Month	Model	Award Name	Award Organization
November 2024	Kia Carnival	Carlist.my & Wapcar.my Editor's Choice Award 2024 - Best Large MPV	Carlist.my & Wapcar.my
	Mazda CX-5 Facelift	Carlist.my & Wapcar.my Editor's Choice Award 2024 - Best Entry-Premium SUV	Carlist.my & Wapcar.my
January 2025	Mazda CX-5 2.5G High Turbo	2024 Best Mid-size AWD SUV (RM150k - RM200k)	Star - CarSifu
	Kia EV9	2024 Electric Car of the Year	Star - CarSifu
	Kia EV9	2024 Best Electric Luxury 3-row Seating Vehicle	Star - CarSifu
	XPeng G6 755 Pro	2024 Best Electric Mid-size Crossover (up to RM200k)	Star - CarSifu
February 2025	Kia EV9	Carplus.my Editor's Choice Award 2024 - 7-seater SUV of the Year	Carplus.my
	XPeng G6	Carplus.my Editor's Choice Award 2024 - Family EV of the Year	Carplus.my
April 2025	Kia EV9	DSF.my VOTY 2025 - Electric Luxury of the Year	DSF.my
	XPeng G6	DSF.my VOTY 2025 - Electric SUV of the Year	DSF.my



• Carlist Award 2024



• Carplus.my Award 2025

BUSINESS & FINANCIAL PERFORMANCE *(Cont'd)*

MANAGEMENT DISCUSSION & ANALYSIS *(Cont'd)*

Philippine

Month	Model	Award Name	Award Organization
April 2025	Mazda MX-5 Miata	2-Hour Kagitigan Cup - Overall Class Champion 4-Hour Kagitigan Cup - Overall Class Champion 5-Hour Kagitigan Cup - Overall Class Champion	The Philippines Petron Makabayan Endurance Challenge

International

Month	Model	Award Name	Award Organization
May 2024	Kia EV9	2024 Northwest Automotive Press Association (NWAPA) - Outdoor Utility Vehicle	Northwest Automotive Press Association (NWAPA)
	Kia EV9	2024 Northwest Automotive Press Association (NWAPA) - Three-Row Family SUV	Northwest Automotive Press Association (NWAPA)
June 2024	Kia EV9	Favourite "Plug-In Vehicle" Award	Midwest Automotive Media Association's (MAMA)
July 2024	Mazda MX-5	2024 Auto Express New Car Awards - Convertible of the Year	Auto Express New Car Awards
	Kia EV6	2024 Winter Vehicle Awards - Official Winter EV of the Year	New England Motor Press Association (NEMPA)
August 2024	Kia Carnival	Top Pick for Empty Nesters	2024 Newsweek Autos Awards
	Kia EV9	Top Pick for Suburbanites	2024 Newsweek Autos Awards
	Kia Sorento	Top Pick for Empty Nesters	2024 Newsweek Autos Awards
	Kia EV9	Top Pick for Tomorrow Seekers	2024 Newsweek Autos Awards
	Kia Sportage	Best Vehicle for Commuters	2024 Newsweek Autos Awards
September 2024	Kia EV9	2024 International Design Excellence Awards (IDEA) Automotive and Transportation - Gold	International Designers Society of America (IDSA)
October 2024	Mazda CX-60	2024 Diesel&EcoCar Magazine Diesel Top 50 - Best Large SUV	Diesel&EcoCar Magazine
	Mazda CX-60	2024 Diesel&EcoCar Magazine - Editor's Award for Innovation	Diesel&EcoCar Magazine
	Kia EV9	Top Pick: 3-Row Electric SUV	Cars.com
November 2024	XPeng G6	Auto Awards 2024 - Technological Frontrunner of the Year	Auto Awards Danmark

BUSINESS & FINANCIAL PERFORMANCE *(Cont'd)*

MANAGEMENT DISCUSSION & ANALYSIS *(Cont'd)*

International (Cont'd)

Month	Model	Award Name	Award Organization
December 2024	Kia EV9	2024-2025 Electric SUV of Texas	Texas Auto Writers Association (TAWA)
	Kia EV9	2025 Best Vehicles for Hispanics - Best EV of the Year	Hispanic Motor Press
	Kia Sorento	2025 Best Vehicles for Hispanics - Best SUV of the Year	Hispanic Motor Press
February 2025	Kia EV9	Best Electric Vehicle of 2025	Cars.com
	Kia EV9	Best 3-Row Electric Vehicle	Kelley Blue Book Best Buy Awards
March 2025	Kia EV9	2025 IIHS Top Safety Pick + Award	Insurance Institute for Highway Safety
	Kia EV9	Best Electric Vehicle for Families	U.S. News & World Report



• Carsifu Award 2024



• DSF Award 2024

DIVIDEND

The Company has been consistently declaring dividends for each financial quarter to maximise returns to its shareholders and to reward them for their continued support to the Group. For FY2025, the Company had declared and paid a total dividend of 16.75 sen single-tier dividend per share (FY2024: 26.00 sen single-tier dividend per share).

The total dividend distribution for FY2025 of RM195.5 million (FY2024: RM303.6 million) represents a dividend payout ratio of 159.4% (FY2024: 110.1%) over the Profit attributable to owners of the parent from its active domestic operations. Included in the said dividend distribution was a 7 sen special dividend (RM81.9 million) paid in December 2024 ("Special Dividend"). If the Special Dividend is excluded, the adjusted dividend payout ratio for FY2025 will be 92.7% (FY2024: 110.1%). This is in line with the Company's policy of distributing a minimum of 50% of the Profit attributable to owners of the parent from its active domestic operations for each financial year.

BUSINESS & FINANCIAL PERFORMANCE *(Cont'd)*

MANAGEMENT DISCUSSION & ANALYSIS *(Cont'd)*



• XPeng G6

FUTURE PROSPECTS

As mentioned in the Chairman's Statement, growth in the Malaysian and Philippine economies are expected to be affected by, inter-alia, inflationary pressures, uncertainties in geopolitical conflicts, escalation in trade tensions and the rapidly-evolving developments surrounding trade tariffs. The Malaysian Automotive Association ("MAA") expects the total industry volume ("TIV") for the automotive sector in Malaysia for calendar year 2025 to normalise to 780,000 units (2024: 816,747 units).

The continuous influx of Chinese-made vehicles with their low-pricing strategy as well as factors such as petrol subsidy rationalisation exercise, revision in electricity tariff rates and the imposition of sales and services tax on other goods and services will have an impact on the overall economy and the automotive sector.

The Group will be bringing in new CBU models such as Mazda CX-60 and Mazda CX-80 PHEVs as an interim measure to address certain vehicle models of the Group which are nearing their end of product lifecycles while waiting for the arrival of the new generation models in 2 years. The Group will also continue to focus on its promotional and training activities to compete effectively in the market; improve on its dealerships and after-sales network; strengthen its brands position and customers experience; and provide a rewarding ownership experience to its customers.

The Company anticipates the performance of the Group to be challenging for the financial year ending 30 April 2026.

04

DRIVING A SUSTAINABLE FUTURE THROUGH INNOVATION

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• Mazda CX-80 PHEV

SUSTAINABILITY STATEMENT 2025



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SUSTAINABILITY **STATEMENT**

ABOUT THIS REPORT

Bermaz Auto Berhad ("BAuto" or "the Company") presents its Sustainability Statement 2025 ("the Statement"), reaffirming the Group's ongoing commitment to transparency, accountability and the creation of long-term stakeholder value. In response to rising stakeholder expectations and an evolving regulatory landscape, BAuto has continued to enhance the depth and quality of its disclosures, covering the Economic, Environmental, Social and Governance ("EESG") dimensions of its operations.

REPORTING PERIOD

This Statement covers the financial year from 1 May 2024 to 30 April 2025 ("FY2025"), following the previous edition published in August 2024. It includes comparative data from prior and subsequent periods, where relevant, to provide context and support continuity.

REPORTING SCOPE AND BOUNDARY

Unless stated otherwise, this Statement encompasses BAuto and its key operating subsidiaries:

- Bermaz Motor Sdn Bhd ("BMSB") (100% owned subsidiary): Distributor and retailer of new and pre-owned Mazda vehicles and provision of after-sales services and sale of spare parts in Malaysia;
- Bermaz Motor Trading Sdn Bhd ("BMTSB") (100% owned subsidiary): Distributor and retailer of new and pre-owned Mazda vehicles and provision of after-sales services and sale of spare parts in Malaysia;
- Bermaz XPeng Sdn Bhd ("BXPeng") (85% owned subsidiary): Distributor and retailer of new and pre-owned XPeng vehicles and provision of after-sales services and sale of spare parts in Malaysia;
- Dinamikjaya Motors Sdn Bhd ("DJMSB") (65% owned subsidiary): Distributor and retailer of new and pre-owned Kia vehicles and provision of after-sales services and sale of spare parts in Malaysia;
- Bermaz Auto Philippines Inc ("BAP") (64.75% owned subsidiary): Distributor of Mazda vehicles and sale of spare parts in the Philippines.

The Group also shares key sustainability efforts and performance updates from its principal principal manufacturers, namely Mazda Motor Corporation, Japan ("Mazda Japan"), Kia Corporation, Korea ("Kia Corp") and XPeng Inc., China ("XPeng China"), whose operations are integral to BAuto Group's business. Where relevant, the Statement also highlights contributions from associated companies such as Mazda Malaysia Sdn Bhd ("MMSB"), Kia Malaysia Sdn Bhd ("KMSB") and Inokom Corporation Sdn Bhd ("Inokom").



SUSTAINABILITY **STATEMENT** *(Cont'd)*

REPORTING FRAMEWORK

The following key frameworks and standards guide the preparation of this Statement, in compliance with the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Malaysia"):

IFRS®	International Financial Reporting Standards ("IFRS") Sustainability Disclosure Standards, including IFRS S1 General Requirements for Disclosure of Sustainability-related Financial Information and IFRS S2 Climate-related Disclosures
Suruhanjaya Sekuriti Securities Commission Malaysia	Malaysian Code on Corporate Governance ("MCCG") issued by the Securities Commission Malaysia
ISO	ISO 26000:2010 – Guidance on Social Responsibility
BURSA MALAYSIA	Sustainability Reporting Guide and Toolkits (3rd Edition) by Bursa Malaysia
SUSTAINABLE DEVELOPMENT GOALS	United Nations Sustainable Development Goals ("UNSDGs")
GRI	Global Reporting Initiative (GRI) Standards – Core Option
FTSE4Good	Reference to international benchmarks such as the FTSE4Good Bursa Malaysia Index

DATA COLLECTION AND REFERENCES

All references to the "BAuto Group" or "the Group" refer collectively to BAuto, BMSB, BMTSB, BXPeng, DJMSB and BAP. "Bermaz Group" refers to BAuto, BMSB, BMTSB, BXPeng and DJMSB.

Data in this Statement is sourced from the Group's internal management systems and compiled to ensure accuracy, relevance and consistency. Where applicable, the Group also includes data from operations under its indirect influence, such as dealer networks and upstream transportation and distribution expenses incurred by importers. The Group provides comparative figures wherever practicable to support meaningful reporting.

PROCESS FOR DEFINING CONTENT

In preparing sustainability-related disclosures, the Group exercises professional judgement to establish materiality thresholds and ensure coherent integration across ESG disclosures, financial reporting and corporate strategy. These determinations are guided by robust internal policies and informed by the outcomes of stakeholder engagement, ensuring the focus remains on issues most pertinent to BAuto's operations and long-term value creation.

The Group acknowledges that inherent measurement uncertainties may arise from estimation techniques and data limitations. The Group discloses these sources of uncertainty where applicable, together with the steps taken to address them, including the adoption of updated methodologies and improved systems.

There were no significant changes to the Group's leadership, ownership structure or supply chain during the reporting period. The Group transparently discloses minor restatements of prior-year data, typically resulting from refinements in calculation methods or system enhancements.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

ACCURACY AND RELIABILITY OF DISCLOSED INFORMATION

To uphold the quality and integrity of this Statement, BAuto adopted a structured validation process involving internal review, independent assurance and Board-level oversight.

The relevant heads of department and the Sustainability team conducted the initial review, carefully examining the content to ensure accuracy, completeness and alignment with reporting standards.

SIRIM QAS International Sdn Bhd ("SIRIM") was engaged to provide independent assurance, verifying the BAuto Performance Indicators for the financial year ended 30 April 2025 ("FY2025"). The Assurance Statement, on pages 146 to 150, presents the scope of verification and its findings.

Upon completion of both internal and external reviews, the Statement was reviewed and approved by the Board of Directors of BAuto ("Board"), reinforcing BAuto's commitment to transparent and credible sustainability reporting.

FEEDBACK

The Group welcomes feedback on this Statement and other sustainability matters, as it helps enhance both disclosures and actions. Stakeholders are encouraged to contribute to the Group's sustainability journey by directing comments or suggestions to:

Investor Inquiries
No. 7, Jalan Pelukis U1/46
Temasya Industrial Park, Seksyen U1
40150 Shah Alam
Selangor Darul Ehsan
Website: https://www.bauto.com.my/contact.php

SUSTAINABILITY **STATEMENT** *(Cont'd)*

DRIVING **Sustainability**

BAuto is committed to shaping a sustainable future through its unwavering dedication to environmental stewardship, social responsibility and ethical practices. By embedding sustainability into its core operations, BAuto not only meets the evolving needs of its stakeholders but also leads the automotive industry in driving positive change. The Group focuses on reducing its environmental footprint, fostering inclusive and responsible business practices and consistently delivering innovative solutions that enhance the experience of its stakeholders. This commitment strengthens BAuto's resilience, fuels long-term growth and solidifies its reputation as the trusted leader in the automotive sector, prioritising sustainability in every step of its journey.



• Mazda CX-3 Interior

SUSTAINABILITY MISSION

- Developing an environmental agenda and plans and integrating them into business operations
- Integrating sustainable values and principles in the strategic execution and operational decision-making processes
- Formalising the sustainability management system, including measures to monitor material sustainability matters
- Safeguarding and protecting operations by ensuring a healthy, safe and secure work environment while remaining efficient and effective
- Instituting sustainability initiatives through effective leadership and proper stakeholder engagement
- Supporting the professional, developmental and personal growth of employees
- Promoting the use of locally sourced and sustainable products, services and other resources

SUSTAINABILITY VISION

To gear up the Group's sustainability initiatives to be more holistically for the future of the automotive industry and the following generations

SUSTAINABILITY **STATEMENT** *(Cont'd)*



SUSTAINABILITY **STATEMENT** *(Cont'd)*

The following diagram presents the Group's key sustainability focus areas, with the Governance aspect covered in detail in the Corporate Governance section of this Annual Report.

Economic

Addressing the nation's and industry's demand for competitive, clean, efficient, safe and reliable products

Strengthening the brand position and expanding the sales dealership network

Encouraging the Group's value chain partners to embrace sustainable practices

Committing to ensuring full compliance to maintain accreditation

Providing the highest standards of customer service

Environmental

Focussing on environmentally-conscious manufacturing and assembly processes by the principal manufacturers

Supporting green supply chain, recyclable packaging, environmental protection and proper waste management

Promoting energy efficiency across the Group's operations and optimising renewable energy where possible

Complying with environmental laws and regulations

Reducing or minimising greenhouse gas emissions ("GHG")

Social

Fulfilling its responsibilities as a good corporate citizen

Reducing health and safety impacts at its operations

Sourcing materials from local suppliers

Adhering to all relevant laws and legislations pertaining to employment and employees' welfare

Providing support for literacy and education, such as Technical and Vocational Education and Training ("TVET")

SUSTAINABILITY **STATEMENT** *(Cont'd)*

SUSTAINABILITY **STATEMENT** *(Cont'd)*

BAUTO VALUE CREATION MODEL

INPUTS / CAPITALS

FINANCIAL

- Internal funding - shareholders' equity
- External funding - borrowings

MANUFACTURED CAPITAL

- Efficient and modern showrooms and service centres
- Wide distribution and after-sales network

INTELLECTUAL CAPITAL

- Investments in upskilling, reskilling and training, including contributions to TVET
- Efficient after-sales services
- Corporate policies which uphold integrity including Anti-Bribery and Corruption ("ABC") and Conflict of Interest
- Robust research and development capabilities and innovation capacity by its principal manufacturers
- High corporate governance standard

HUMAN CAPITAL

- Skilled and competent employees
- Experienced and diverse Board and management team
- Substantial investment in training and professional development

SOCIAL AND RELATIONSHIP CAPITAL

- Community engagement
- Stakeholder relationships
- Investment in community engagement activities
- Total volunteer hours
- Active engagement with various stakeholders

NATURAL CAPITAL

- Total electricity consumption: 5,559,566 kWh
- Total water consumption: 58,827 m^3

SUPPORTED BY

5 CORE VALUES

- HONESTY
- INTEGRITY
- COMMITMENT
- LOYALTY
- HUMANITY

COMMITMENT TO A RICH AND REWARDING OWNERSHIP EXPERIENCE

- Emotional Driving Experience
- Value For Money
- Green Technology
- Great After-Sales Services
- Reputable Brands

IMPACT ON UNSDGS:



OUTCOMES AND VALUE CREATED

FINANCIAL

- Capital appreciation and profits
- Meeting financial obligations promptly
- Consistent quarterly dividend payments
- Low-risk rating by bankers

MANUFACTURED CAPITAL

- Operational efficiency
- High-quality products and services
- Great capacity and efficiency showrooms and service centres

INTELLECTUAL CAPITAL

- Range of strategic partnerships
- Jinba-Ittai philosophy
- Peaceful ownership with convenience and at-your-fingertip service



HUMAN CAPITAL

- A diverse workforce
- Low employee turnover rate
- Full compliance with relevant laws and regulations on labour practices and human rights
- Human capital development through TVET and BAuto Training School

SOCIAL AND RELATIONSHIP CAPITAL

- Enhanced brand reputation
- Customer satisfaction and retention
- Minimal disruption in operations
- Safeguarded employees' rights and interests
- Charitable contributions and partnerships through the Mazda Medicare Fund ("MMF")

NATURAL CAPITAL

- Gradual transformation to electrification
- Introduction of energy-efficient products
- Clean and renewable energy to reduce CO_2 emissions

SUSTAINABILITY **STATEMENT** *(Cont'd)*

SUSTAINABILITY GOVERNANCE

Key Responsibilities

BAUTO BOARD OF DIRECTORS	• Ultimately responsible for the Group's overall sustainability direction and performance
SUSTAINABILITY COMMITTEE	• Determines the strategic directions of the Group • Ensures sustainability practices and policies are at the forefront of daily operations
SENIOR MANAGEMENT	• Responsible for managing sustainability matters • Implementing appropriate measures and actions and progress of non-financial KPIs
MANAGER	• Executing and regular monitoring of sustainability risks and issues • Compliance with relevant sustainability related policies • Reporting of non-financial risk issues to respective departmental heads

SET TARGETS, REVIEWS AND ALIGNMENT

BOARD OVERSIGHT

The Board governs sustainability at the highest level and holds ultimate accountability for ESG matters. Its responsibilities, defined in the Board Charter and Terms of Reference of the Sustainability Committee, include:

- Ensuring alignment with BAuto's sustainability mission and vision
- Shaping and overseeing the Group's long-term strategy
- Periodically reviewing its collective ESG competencies

Where needed, Directors can seek for advice or guidance from ESG consultants and assurance providers to strengthen oversight.



SUSTAINABILITY **STATEMENT** *(Cont'd)*

SUSTAINABILITY COMMITTEE

The Sustainability Committee, chaired by the Senior Independent Non-Executive Director and comprising Executive and Non-Executive Directors, leads the execution of ESG initiatives across the Group. The Sustainability Committee:

- Provides periodic updates to the Board
- Monitors performance indicators aligned with strategic goals
- Works together with the Risk Management Committee on the disclosure of sustainability-related risks and opportunities
- Integrates ESG considerations into major business decisions, including trade-off deliberations, where applicable

INTEGRATED CONTROLS AND REPORTING

The Group embeds internal controls and reporting mechanisms within its operational, financial, compliance and risk management functions. These mechanisms ensure that ESG oversight remains systematic, interconnected and data-driven.

LINK TO REMUNERATION

Board Evaluation

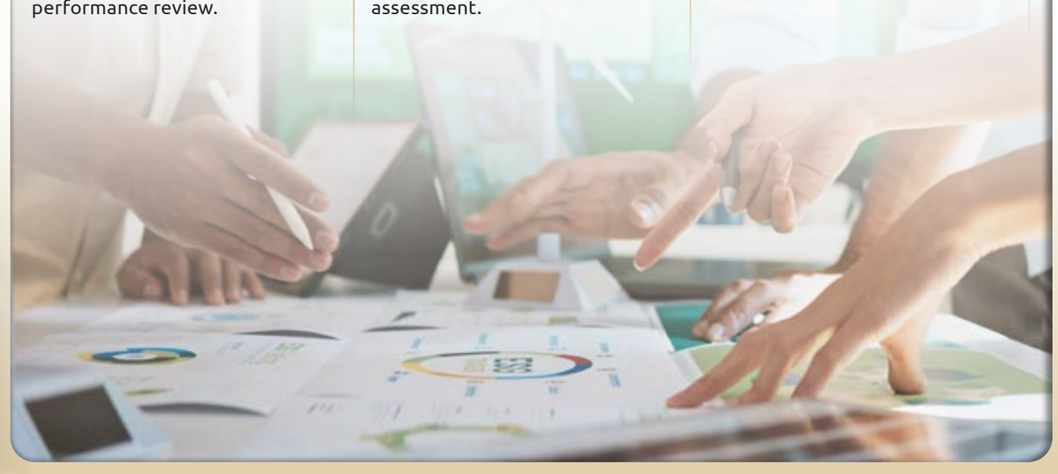
The FY2025 Board effectiveness evaluation included oversight of sustainability matters as part of its broader governance and performance review.

Key Senior Management Performance

Performance evaluation of key senior management covered sustainability matters as part of a broader leadership assessment.

Outcome Alignment

Supports alignment between compensation outcomes and overall sustainability performance.



SUSTAINABILITY **STATEMENT** *(Cont'd)*

STRATEGIC SUSTAINABILITY-RELATED RISKS AND OPPORTUNITIES

BAuto identifies material sustainability-related risks and opportunities that could reasonably affect its business prospects, assessing over short, medium and long-term horizons, aligned with strategic planning cycles and enterprise risk management practices.

Time Horizon*	Sustainability-related Risks	Sustainability-related Opportunities	Trade-offs Considered
Short Term	• Operational disruptions due to extreme weather events or supply chain instability. • Evolving regulatory compliance requirements, including emissions disclosures and reporting standards. • Occupational health and safety risks, particularly at service centres and logistics points.	• Growing consumer interest in environmentally responsible brands. • Opportunity to strengthen internal compliance systems and introduce ESG training programmes for employees. • Enhancing health and safety protocols to improve operational resilience.	• Weighing investment in immediate infrastructure upgrades versus long-term climate resilience. • Balancing the cost of additional compliance efforts with improved stakeholders' trust and market positioning.
Medium Term	• Compliance pressure from increasingly stringent emissions regulations. • Cost of adapting internal systems and workforce to support broader electric vehicles ("EV") and hybrid adoption (e.g. upskilling and reskilling technicians, installing EV chargers). • Increased scrutiny from stakeholders and regulators on supply chain emissions.	• Expanding the EV and hybrid vehicle portfolio in response to consumer demand for lower-emission transport options. • Strategic positioning as a leader in sustainable mobility within Malaysia. • Enhancement of after-sales service capabilities tailored to EV and hybrid models.	• Balancing reskilling costs against the long-term benefits of enhanced service capabilities. • Evaluating whether to prioritise immediate sales gains from internal combustion engine models versus long-term EV growth.
Long Term	• Climate adaptation risks affecting infrastructure, logistics and insurance costs. • Sustainability of raw material sourcing. • Transformation of the value chain to adopt circular economy models, such as parts recycling and closed-loop systems.	• Long-term value creation through leadership in green automotive solutions. • Building circular value chains to reduce cost and dependency on resources. • Access to sustainable finance and green incentives.	• Evaluating the trade-offs of local assembly by weighing potential emissions against the socioeconomic benefits of job creation and industrial growth. • Balancing the costs of adopting new materials and recycling systems with long-term brand equity and resilience.

** BAuto defines its time horizons as follows: short term: Up to 1 year (aligned with annual operational and budgeting cycles); medium term: 2 to 5 years (aligned with the Group's three- to five-year strategic planning horizon) and long term: more than 5 years (aligned with climate targets and capital investments spanning 10 to 30 years).*

In FY2025, sustainability-related risks and opportunities primarily affected BAuto's financials through operating expenditures, with increased costs for EV technician training, regulatory compliance and climate resilience. Weather-related logistics disruptions in the Klang Valley impacted cash flows. These investments strengthened after-sales capabilities and supported long-term growth through expanded EV offerings and brand positioning.

SUSTAINABILITY **STATEMENT** *(Cont'd)*



STRATEGIC RESPONSE TO SUSTAINABILITY-RELATED RISKS AND OPPORTUNITIES

During FY2025, BAuto enhanced its risk assessment approach by expanding the scope of sustainability-related risk reviews, with a particular focus on climate-related supply chain exposures. The risk identification process draws on materiality assessment findings, stakeholders' feedback, benchmarking with peers and disclosures from principal manufacturers. These inputs enable the Group to evaluate emerging risks across its operations and ensure alignment with evolving regulatory expectations. The assessment encompasses all brands and major suppliers, helping to shape the enterprise risk management framework.

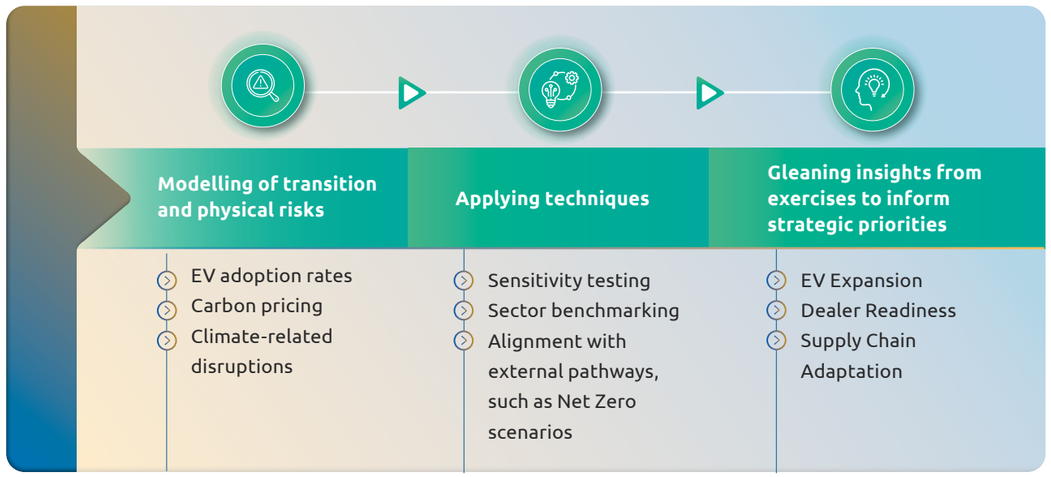
BAuto expects its business model and value chain to evolve in response to material sustainability-related risks and opportunities. These developments will position the Group to expand its capabilities and strengthen future readiness.

Driver	BAuto's Strategic Response
• EV Market Growth	Diversify product offerings, invest in EV servicing infrastructure and pursue strategic partnerships to enhance operational efficiency.
• Technological Advancements & Policy Incentives	Accelerate readiness for electrification and digitalisation.
• After-sales Opportunities	Train specialised technicians, adopt digital diagnostics and implement energy-efficient operations.
• Circular Economy	Integrate remanufacturing and battery recycling into procurement and dealership practices.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

RESILIENCE ASSESSMENT AND SCENARIO PLANNING

BAuto assesses the resilience of its strategy and business model to sustainability-related risks through both qualitative and quantitative scenario analyses across short, medium and long-term horizons.



Senior management will review the findings and integrate them into the Group's strategic and financial planning processes.

FINANCIAL PLANNING AND RESILIENCE

BAuto explicitly integrates sustainability-related risks and opportunities into its financial planning processes across the short, medium and long term. The Group assesses how these factors may impact its financial position, performance and cash flows, particularly concerning shifts in climate policy, the energy transition and supply chain resilience. These assessments guide investment priorities, operational expenditure and divestment decisions.

For example, the Group has increased its capital allocation towards EV-related infrastructure and dealer network readiness in recent years, in line with evolving consumer demand and emissions regulations.

BAuto has also refined its financial forecasting and budgeting practices to incorporate sustainability considerations, ensuring alignment between financial targets and climate-related expectations.

Cross-functional teams periodically assess the resilience of the Group's strategy and business model using qualitative and increasingly quantitative methods. These reviews are based on materiality assessments and horizon scanning of ESG megatrends.

RISK AND OPPORTUNITY MANAGEMENT PROCESSES

The Group manages sustainability-related risks through structured processes and clearly defined policies. These processes enable BAuto to identify, assess, prioritise and monitor relevant risks across its operations.

Key tools and approaches will include:

- Scenario analysis
- Risk registers and materiality thresholds
- Periodic updates that reflect regulatory changes or shifts in the operating environment
- Comparisons with prior periods to track emerging risks and trends over time

BAuto applies the same discipline to identifying and managing sustainability-related opportunities. These are integrated into its enterprise risk management systems and include:

- Rising demand for lower-emission vehicles
- Collaborations on green mobility solutions
- Expansion of EV servicing capacity to support the transition

By applying equal rigour to both risks and opportunities, the Group strengthens its ability to anticipate market shifts and respond with agility.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

METRICS, TARGETS AND PERFORMANCE MONITORING

BAuto tracks a wide range of sustainability-related metrics to guide decision-making and monitor progress towards defined targets. These include:

- Scope 1, Scope 2 and expanded Scope 3 greenhouse gas (GHG) emissions
- Energy intensity ratios
- Workplace safety statistics
- Diversity and inclusion indicators

BAuto calculated its GHG emissions in accordance with the Greenhouse Gas Protocol and reported them in both absolute terms (tCO_2e) and intensity terms (tCO_2e per RM million of revenue). The Group uses a combination of quantitative and qualitative measures to assess its sustainability performance, ensuring a balanced and data-driven approach.

Each metric is clearly defined, with documented scope, methodology and data sources. Where applicable, BAuto has these metrics externally verified by independent third parties, such as SIRIM QAS International Sdn Bhd. Verification statements include findings, assumptions and limitations and are disclosed in this Statement.

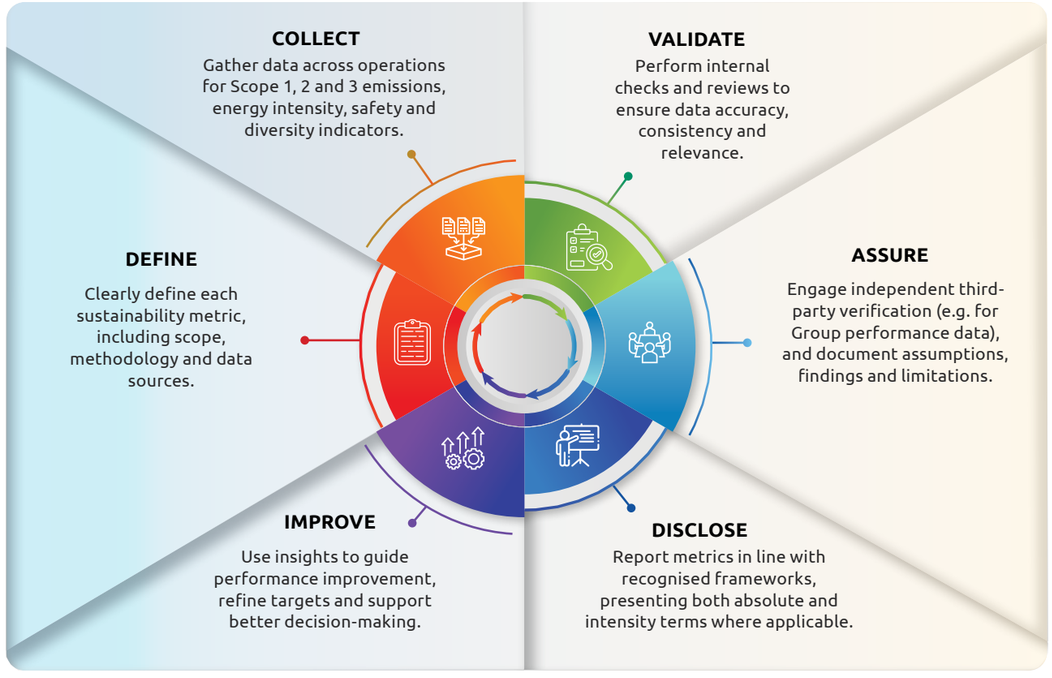
BAuto has set FY2024 as the base year for all targets. The Group aims to achieve a:

- Short-term target: 3% reduction by FY2030 in emissions (including scope 1, 2 and 3), waste generation, resource use and workplace safety incidents
- Long-term target: Net-zero emissions by 2050

BAuto assesses progress annually using indicators such as total emissions, EV sales ratio, renewable energy adoption and waste diversion rates. These metrics are used not only for performance tracking but also to inform operational and investment decisions.

In FY2025, BAuto made no revisions to Group sustainability-related targets.

BAuto's Sustainability Metrics and Assurance Cycle



SUSTAINABILITY **STATEMENT** *(Cont'd)*

COMMITMENT TO SUSTAINABILITY AND ESG EXCELLENCE



SUSTAINABILITY **STATEMENT** *(Cont'd)*

SUSTAINABILITY ROADMAP

BAuto's sustainability roadmap outlines the strategic focus areas, enablers and expected value creation over the coming years. This roadmap guides the Group towards long-term sustainability, integrating environmental and social responsibility into every aspect of its operations, where applicable.

The following diagram highlights key focus areas, the enablers that will drive progress, the value created through these initiatives and the timeframe for achieving the outlined goals.

Environmental Stewardship

Enablers
- Adoption of EV technology
- Renewable energy use and efficiency improvements

Value Creation
- Reduced carbon footprint
- Energy savings and environmental impact reduction

Key Strategies
- Drive electric vehicle (EV) adoption and renewable energy use
- Implement energy efficiency in operations

Social Responsibility

Enablers
- Employee training and development programmes
- Stakeholder engagement on sustainability issues

Value Creation
- Enhanced community involvement
- Enhanced brand reputation

Key Strategies
- Promote employee wellbeing and sustainable practices
- Strengthen community relationships

Governance & Transparency

Enablers
- Strong governance systems
- Adherence to global sustainability standards

Value Creation
- Improved risk management and compliance
- Increased stakeholders' trust

Key Strategies
- Strengthen governance frameworks
- Align with global sustainability norms and regulations

Technological & Product Innovation

Enablers
- Continuous product innovation, especially in EVs
- Advanced product designs and functionality

Value Creation
- Enhanced market leadership in the EV sector
- Competitive advantage in the EV market

Key Strategies
- Foster continuous technological advancements in EVs and green vehicles
- Focus on next-generation EVs with better performance features

Employee Engagement

Enablers
- Sustainable corporate culture
- Focus on continuous learning and development

Value Creation
- Improved employee retention and satisfaction
- Increased operational efficiency

Key Strategies
- Develop a culture of sustainability and continuous learning
- Encourage employee-driven sustainability initiatives

Climate Action & Decarbonisation

Enablers
- Clear roadmap to achieve net-zero emissions
- Development of green infrastructure (EV charging, green buildings)

Value Creation
- Mitigation of climate change
- Improved environmental performance

Key Strategies
- BAuto has set a long-term target to achieve net-zero carbon emissions by 2050 and a short-term target to reduce emissions by at least 3% from its FY2024 baseline by FY2030 in the following areas: emissions, waste, resource usage, and health and safety.
- Focus on supply chain decarbonisation

Timeframe

Ongoing By 2050

ENGAGING STAKEHOLDERS TO DRIVE VALUE FORWARD

BAuto recognises that strong stakeholder relationships are the fuel that keeps its engine of progress running smoothly. From customers and dealers to suppliers, regulators, employees, investors and local communities, each plays a vital role in the Group's value chain.

The Group actively engages these stakeholders through dialogues, feedback loops and collaborative initiatives. These interactions help BAuto:

- Stay ahead of evolving expectations, market trends and regulatory shifts
- Refine strategies, elevate service quality and manage risks
- Drive sustainability across the business

Whether enhancing the customers' experience at showrooms, supporting dealers' growth or strengthening supply chain partnerships, stakeholder's insights steer decision-making. They help keep BAuto on the right track, delivering performance, building trust and creating long-term value.

Stakeholder Group

Employee

Engagement Goal
Recognising and valuing human capital development and enhancing competencies to drive competitiveness

Communication Channel	Frequency
Town hall meetings chaired by the Executive Chairman and Group CEO	As required
Continuous learning, education and training programmes - Performance Management System (PMS) and BAuto Academy (Go1)	Regularly
Onboarding and orientation	Upon joining
Sports and recreational activities	Regularly
Materiality surveys	Biennially
Employee commuting surveys	Annually
Other employee surveys (e.g. engagement, satisfaction)	Annually

Customers and Dealers

Engagement Goal
Ensuring customers have a rich and rewarding ownership experience

Communication Channel	Frequency
Customer Satisfaction Index	Annually
Dealer conferences - service channels (face-to-face)	Regularly
Customer Care Department	Regularly
Live Chat and Virtual Showrooms	As required
Feedback via website, email and social media	Regularly
Materiality surveys	Biennially

Principal Manufacturers, AP Holders and Local Assemblers

Engagement Goal
Building mutually rewarding business partnerships and creating joint value

Communication Channel	Frequency
Business meetings and alliance events	Regularly
Risk and opportunity discussions	Regularly
Materiality surveys	Biennially

SUSTAINABILITY **STATEMENT** *(Cont'd)*

Stakeholder Group

Shareholders

Engagement Goal
Building a rewarding and trusting relationship

Communication Channel	Frequency
Annual General Meetings	Annually
Announcements to Bursa Malaysia	As required
Annual reports	Annually
Conferences and roadshows	Ad hoc
Direct investor engagements (calls, emails, meetings)	Regularly
Corporate website	Regularly
Materiality surveys	Biennially

Government Bodies and Regulators

Engagement Goal
Ensuring full compliance with relevant laws and regulations

Communication Channel	Frequency
Regulatory meetings	Regularly
Seminars, briefings and discussions	As required
Materiality surveys	Biennially

Local Communities

Engagement Goal
Supporting healthcare and addressing funding challenges

Communication Channel	Frequency
Community activities via the Group and MMF	Regularly
Materiality surveys	Biennially

Media

Engagement Goal
Communicating policies, practices and products transparently

Communication Channel	Frequency
Media releases and interviews	As required
Annual General Meetings	Annually
Corporate events (e.g. vehicle launches)	As required
Materiality surveys	Biennially

Local Vendors

Engagement Goal
Creating job opportunities and ensuring supply chain efficiency

Communication Channel	Frequency
Vendor engagements	As required
Corporate visits	As required
Events	Regularly
Materiality surveys	Biennially

SUSTAINABILITY **STATEMENT** *(Cont'd)*

REFINING MATERIALITY THROUGH A DOUBLE LENS

In FY2025, BAuto adopted an enhanced materiality assessment methodology rooted in the principle of double materiality. This approach assessed sustainability topics based on two dimensions:

- Importance to stakeholders (X-axis)
- Combined ESG and financial impact on the Group (Y-axis)

The reassessment aligned with BAuto's strategic expansion into the EV segment through the addition of the XPeng brand. To capture changing priorities, BAuto conducted two targeted surveys:

- A Stakeholder Survey engaged internal and external stakeholders to determine which sustainability topics mattered most to them.
- A Board Survey evaluated the financial and strategic implications of the same topics, forming the basis of the Y-axis.

STAKEHOLDER GROUPS ENGAGED



MATERIALITY TOPICS ASSESSED

Category	Topic	Description	GRI Indicators	Related UNSDGs
Economic	Industrial & Market Development	Advance Malaysia's automotive sector by deepening local supply chains, transferring technology and opening regional trade channels.	• GRI 201: Economic Performance • GRI 203: Indirect Economic Impacts	8, 9
Environment	Energy & Climate Change	Lower operational carbon footprint by improving energy efficiency, decarbonising the fuel mix and aligning emissions with net-zero pathways.	• GRI 302: Energy • GRI 305: Emissions	7, 13, 14, 15
	Water Stewardship	Use water efficiently at all sites, protect local water sources and support long-term resilience through safe discharge. The Company does not carry out manufacturing or industrial processes that generate effluent. Therefore, no effluent is produced or discharged from its operations.	• GRI 303: Water & Effluents	6, 12, 14, 15
	Waste & Circular Resource Management	Maximise recycling, promote reuse and reduce landfill dependency through closed-loop material flows.	• GRI 306: Waste	12

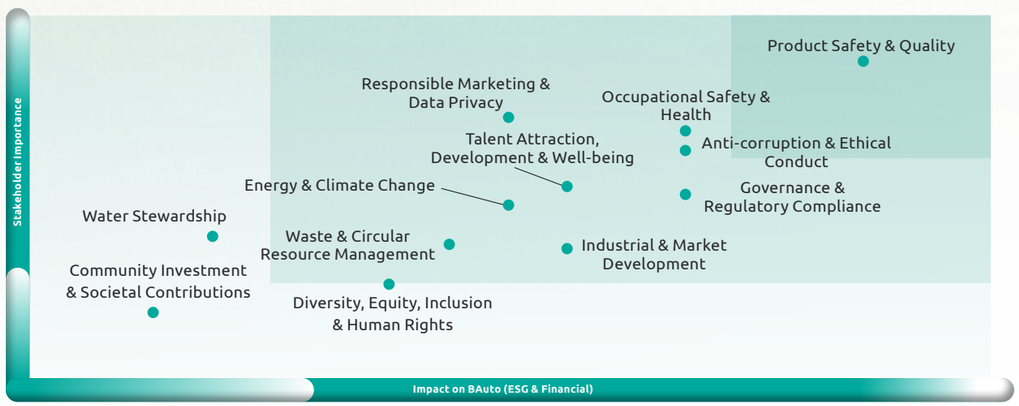
SUSTAINABILITY **STATEMENT** *(Cont'd)*

Category	Topic	Description	GRI Indicators	Related UNSDGs
Social	Talent Attraction, Development & Well-being	Offer competitive rewards, career pathways and safe, healthy workplaces that nurture skills and retain talent.	• GRI 401: Employment • GRI 404: Training & Education	3, 8
	Diversity, Equity, Inclusion & Human Rights	Champion workforce diversity, ensure fair access to opportunities and uphold human rights across operations and supply chains.	• GRI 405: Diversity & Equal Opportunity • GRI 406: Non-discrimination • GRI 412: Human Rights Assessment	5, 10, 16
	Occupational Safety & Health	Prevent workplace injuries and illnesses through rigorous safety standards and proactive risk management.	• GRI 403: Occupational Health & Safety	3, 8
	Community Investment & Societal Contributions	Invest in education, environmental initiatives and socioeconomic programmes that uplift local communities.	• GRI 203: Indirect Economic Impacts • GRI 413: Local Communities	1, 2, 4, 11
	Product Safety & Quality	Deliver safe, reliable vehicles through stringent quality assurance and responsive after-sales support. As a multi-brand distributor, the Company supports product safety by ensuring proper handling, clear communication and strict adherence to the respective brand principal's safety guidelines. While the brand principals lead all major health and safety assessments and product improvements, the Company reinforces these efforts through its day-to-day practices.	• GRI 416: Customer Health & Safety • GRI 417: Marketing & Labelling	3, 12
	Responsible Marketing & Data Privacy	Communicate product information honestly, protect customer data and ensure secure digital practices.	• GRI 417: Marketing & Labelling • GRI 418: Customer Privacy	9, 12, 16
Governance	Anti-Corruption & Ethical Conduct	Enforce zero tolerance for bribery and fraud through strong controls, training and policies.	• GRI 205: Anti-corruption	16
	Governance & Regulatory Compliance	Maintain effective oversight, internal controls and full legal compliance across jurisdictions.	• GRI 2: General Disclosures (Governance & Compliance) • GRI 419: Socioeconomic Compliance	16

MATERIALITY OUTCOMES

The materiality matrix plots each issue based on:

- Y-axis: Stakeholder importance (survey-based)
- X-axis: Combined ESG and financial impact (management assessment)



SUSTAINABILITY **STATEMENT** *(Cont'd)*

ECONOMIC SUSTAINABILITY

BAuto plays a pivotal role in advancing Malaysia's economic and industrial landscape through its leadership in the automotive and mobility sector. As a key industry player, BAuto not only fuels market growth but also sets benchmarks in innovation, quality and customer satisfaction. The Group's commitment to excellence and forward-thinking strategies has supported national economic progress by stimulating industry dynamism and expanding business opportunities across the value chain.

Beyond commercial success, BAuto invests in cultivating local talent to strengthen the automotive ecosystem. By collaborating with educational institutions and industry partners, the Group helps nurture a new generation of skilled professionals, ensuring long-term sectoral resilience. Through its market expansion efforts, cutting-edge initiatives and sustainability-driven approach, BAuto continues to shape the future of mobility in Malaysia, contributing to a more competitive, inclusive and future-ready economy.

AUTOMOTIVE INDUSTRY ADVANCEMENT

BAuto has played a significant role in shaping Malaysia's automotive landscape through its strategic partnerships, commitment to sustainability and focus on customers' experience. The Group is actively advancing Malaysia's electric vehicle ("EV") ecosystem, aligning with national sustainability objectives and the 12th Malaysia Plan's goal of achieving net-zero carbon emissions by 2050.

OUR PROGRESS

Key Contributions to the Automotive Industry

1. **Multi-Brand Distribution and Market Expansion**
2. **Alignment with National Policies and Sustainability Goals**
3. **Workforce Development and Training**

Prior to FY2025, BAuto serves as the exclusive distributor for two (2) internationally renowned automotive brands in Malaysia, namely, Mazda and Kia and holds the distribution rights for Mazda in the Philippines. In FY2025, it expanded its EV portfolio by securing distributorship for the Chinese EV brand XPeng. The XPeng G6, launched in late 2024, has performed steadily with encouraging monthly sales. The XPeng X9, introduced in March 2025, has garnered a positive response from consumers, further diversifying its EV offerings and meeting the rising demand for sustainable transportation in Malaysia.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

BAuto's initiatives align with Malaysia's National Automotive Policy ("NAP") and the National Energy Transition Roadmap ("NETR"). Both frameworks emphasise the development of energy-efficient vehicles and the reduction of carbon emissions. By introducing a range of EV models and investing in local talent development, BAuto supports the nation's transition towards a more sustainable and environmentally friendly transportation sector.



• Dato' Haji Shamsuddin bin Haji Amran - Group Head of After-Sales , who is also the Chairman of the Main Career Choice Education and TVET Cluster for the Kongres Ekonomi Bumiputera

Recognising the importance of human capital, BAuto invests in continuous learning and training to reskill and upskill its workforce, enhancing performance and customer service. Aligned with the national TVET agenda, BAuto actively supports industry-relevant education, including collaboration with Polytechnics, the Centre for Instructor and Advanced Skill Training ("CIAST") and the German-Malaysian Institute ("GMI"). As of today, its specialised EV training programme has equipped over 700 participants with essential knowledge, strengthening both internal capabilities and the broader talent pipeline for Malaysia's shift towards sustainable mobility.

DID YOU KNOW

BAuto's training centre, BTS, provides Technical and Vocational Education and Training ("TVET"). The centre is certified by the Jabatan Pembangunan Kemahiran (JPK) in Malaysia and the Institute of the Motor Industry (IMI) in the United Kingdom.

In the Philippines, BAP continued its 11-year partnership with MFI Polytechnic Institute Inc through the BAP Mazda-MFI Automotive Technology two-year scholarship programme. To date, the programme has provided free technical education, training and career opportunities to 170 graduates. Ten students are currently enrolled in the 11th batch. The 10th cohort is completing On-the-Job Training ("OJT") and is on track to graduate by August 2025. BAP plans to conclude the programme in 2026.





In FY2025, BAP also partnered with Don Bosco College Inc. ("DBC") to launch a two-year Diploma Programme in Automotive After-Sales Management for underprivileged but deserving students. The Mazda-DBC Scholarship enrolled 10 students in September 2024. It combines one year of academic study at DBC with 500 hours of OJT at BAP and within the Mazda dealership network, integrating classroom learning with hands-on industry experience.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

BAUTO'S EV EXPANSION IMPACT ON THE AUTOMOTIVE AND TRANSPORTATION SECTOR

BAuto's proactive adoption of EV technology positions the Company as a leader in the Malaysian automotive industry and sets a benchmark for others in the sector. Investments in EV infrastructure, strategic partnerships and sustainability initiatives drive the growth of Malaysia's EV ecosystem, supporting national environmental goals and the global shift towards cleaner mobility.

To demonstrate its commitment, BAuto has made significant investments in EV-related equipment and comprehensive training and coaching for its personnel. The Company operates the BAuto Training School ("BTS"), one of the few technical institutions in Malaysia equipped to train technicians in EV diagnostics and repair. BTS has produced a significant number of EV-certified trainers, thereby strengthening its after-sales service quality and supporting wider adoption of EVs.

Through these concerted efforts, BAuto plays a pivotal role in shaping Malaysia's mobility landscape, fostering innovation and promoting nationwide EV uptake.

SUSTAINABLE SUPPLY CHAIN

BAuto prioritises supply chain efficiency, ethical practices and quality. Procurement and supplier relationships extend beyond business dealings, encompassing sustainability concerns that include social and environmental considerations.

The Group upholds these values by implementing a Supplier Code of Conduct, ensuring compliance with relevant legislation and promoting a sustainable supply chain. Suppliers must adhere to these standards and actively foster sustainable development while mitigating legal, financial and reputational risks by:

- **Sharing the Group's sustainability initiatives**
- **Communicating these standards globally to their employees and upstream partners**
- **Maintaining an unwavering commitment to ethical conduct across the supply chain**

WORKING WITH SUPPLIERS

Social supply chain principles are formally incorporated into the Group's supplier contracts. BAuto's suppliers' sustainability guide stipulates its expectations regarding working conditions, internationally recognised human rights, environmental protection, safety, business ethics and compliance. Incorporating these requirements into the Company's Supplier Code of Conduct ensures alignment with its values. The Group communicates social and environmental supply chain codes to all suppliers and translates them into relevant languages as needed.

Suppliers must acknowledge these sustainability standards, disseminate them to their employees and upstream value chain partners and ensure their commitment to compliance. BAuto communicates its expectations to major suppliers and dealers through the Bermaz Group's regular engagement and communication channels, including emails, workshops and meetings with the relevant parties.

In October 2024, BAP held a Suppliers' Conference ("Conference") at the Mazda Center of Excellence ("MCOE") in Cabuyao City, Laguna Province. Twenty-five (25) of BAP's suppliers attended the Conference. The event aimed to introduce BAuto's Sustainability Policy and the Supplier Self-Assessment Form and to raise sustainability awareness among the suppliers. During the Conference, BAP also presented its corporate social responsibility ("CSR") initiatives and showcased the sustainability features of the MCOE facility. The Conference reflects BAP's commitment to embedding sustainable practices across its value chain and promoting responsible partnerships.



• BAP Suppliers' Conference at MCOE

SUSTAINABILITY **STATEMENT** *(Cont'd)*

The Group prefers suppliers with formal certifications to ensure that suppliers and partners meet its high-quality and customer-experience standards. These certifications include ISO 9001:2015 for Quality Management Systems, ISO/TS 16949:2009 and IATF 16949:2016 for Automotive Quality Management Systems, ISO 14001:2015 for Environmental Management Systems and OHSAS 18001:2007 for Occupational Health & Safety Management Systems.

The Group also ensures that suppliers comply with their quality management systems, material selection, treatment of workers and general sustainable practices as per Malaysian laws. BAuto mitigates its supply chain partners' social and environmental impacts by encouraging them to monitor, report and measure the impact of their social and environmental practices.

BAuto Suppliers' Environmental and Social Principles, Codes and Expectations

Environmental Supply Chain

1. The supplier sourcing assessment includes social and environmental elements such as energy use, climate change impact measurement including greenhouse gas emissions, water use, biodiversity impacts, pollution, waste reduction, resource use and other environmental issues.
2. Complying with applicable environmental laws and regulations and conducting business with respect and care for the local environment by efficiently utilising energy and natural resources and managing waste, emissions and discharges responsibly.

Social Supply Chain

1. Ensuring supply chain partners adhere to all social standards stipulated by Malaysian Labour Law and the International Labour Organisation ("ILO"). BAuto prioritises policies and standards governing the prevention of child labour, forced labour, respect of equal opportunities and non-discrimination, freedom of association, right to collective bargaining and a safe and healthy workplace.

   Addressing health and safety standards through strict implementation of safety policy and codes according to local laws
2. Eliminating excessive working hours through policy on fair overtime pay, limiting working hours and exceeding the national law on minimum wage and minimum legal working age.

BAuto encourages business partners, suppliers and dealers to adopt and share sustainable practices. Bermaz Group encourages its suppliers to inform workers of their social obligations in a language they can understand.

BAuto conducts audits on its suppliers occasionally to ensure alignment with the Group's operational standards and ethical expectations. These audits include on-site visits and verification of documents to ensure accuracy and reliability. Suppliers are requested to present valid licences, such as manufacturing permits and local council approvals, to demonstrate regulatory compliance. Generally, the suppliers are evaluated based on four key criteria: efficiency, quality, responsiveness and professionalism. Through these assessments, BAuto upholds accountability, strengthens supply chain integrity and drives continuous improvement across its operations.

> **"Generally, the suppliers are evaluated based on four key criteria: efficiency, quality, responsiveness and professionalism."**

SUSTAINABILITY **STATEMENT** *(Cont'd)*

As part of its due diligence, Bermaz Group conducts social and environmental risk assessments on its potential, new and existing major suppliers to identify those considered high-risk. Particular focus is placed on suppliers operating in high-risk sectors or regions, enabling the Group to proactively address and manage potential social and environmental impacts in its supply chain. In March 2025, BAuto conducted a supplier self-assessment ("Assessment"), which 34 of its major suppliers (i.e. first tier supplier with annual spending of more than RM1.0 million) participated. The Assessment achieved a 100% response rate, with all the 34 suppliers confirming compliance. The Assessment evaluated suppliers' environmental management practices, resource efficiency, emissions and waste handling, as well as their compliance with labour standards, human rights policies and workplace conditions, to ensure a responsible and resilient supply chain.

As part of their capacity building, suppliers undergo training on social and environmental issues, supporting one another by sharing best practices. From time to time, the Group participates in workshops with industry peers to address social and environmental issues within the supply chain.

BAuto regularly engages with its suppliers and other industry players to share best practices and support each other in building capacity in social and environmental issues. The Group encourages suppliers to disclose their social and environmental impacts, including the initiatives undertaken to mitigate them. There has been no significant non-compliance concerning suppliers' conduct during this reporting year.

100%

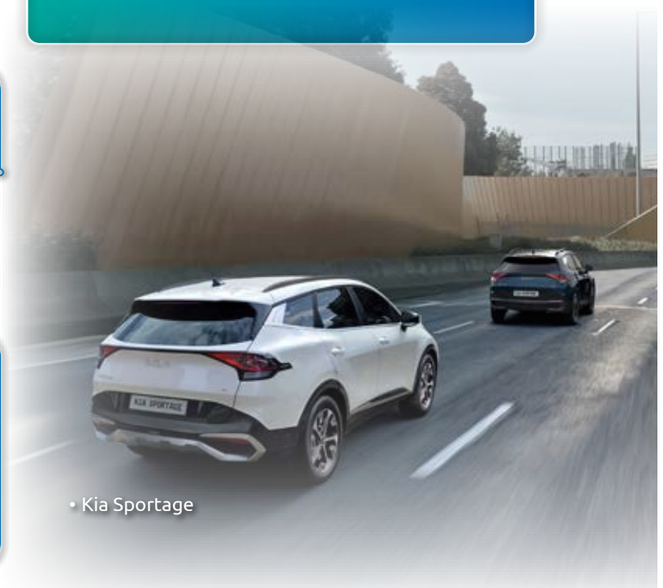
The assessment achieved a 100% response rate, with all the 34 major suppliers confirming compliance.

"There has been no significant non-compliance concerning suppliers' conduct during this reporting year."

KIA SHIFTS GEARS TOWARD STRONGER ESG COMPLIANCE

Kia is tightening its ESG requirements for partners in response to increasing regulatory pressure and the upcoming EU Corporate Sustainability Due Diligence Directive ("CSDDD"), set to take effect in 2027. The directive requires companies to identify and address human rights and environmental risks across their operations and global value chains, with penalties for non-compliance of at least 5% of their global revenue.

Kia will begin enforcing these enhanced standards with its primary suppliers before extending them to second- and third-tier suppliers, underscoring its commitment to ethical and sustainable growth.



• Kia Sportage

SUSTAINABILITY **STATEMENT** *(Cont'd)*

PRIORITISING LOCAL SUPPLIERS

By prioritising local employment, BAuto supports national workforce development, enhances community livelihoods and contributes to Malaysia's economic resilience. MMSB, the country's largest car exporter, plays a key role in generating local job opportunities and supporting homegrown vendors. Meanwhile, the appointment of Inokom as the assembler for certain Mazda and Kia vehicles has further boosted employment prospects, particularly for communities surrounding its plant in Kulim, Kedah.

100%

BAuto's personnel involved in planning, distribution, and after-sales services are Malaysians.

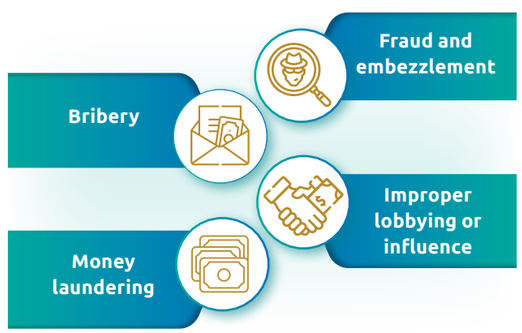
100%

of our CKD local contents are sourced from local companies

In the Philippines, 100% of BAP's dealers are local. BAP sources all materials, technology and expertise locally unless they are not available in the Philippines.

ETHICAL BUSINESS CONDUCT

BAuto upholds the highest standards of integrity across its operations. Robust controls are in place to prevent and detect:



These controls ensure transparency, fairness and full compliance with all applicable laws and regulations.

Ethical leadership starts at the top. The Board sets the tone, reinforcing legal and ethical compliance through oversight of the Group's Anti-Bribery and Corruption ("ABC") Policy. This commitment is supported by:

- The Employee Handbook
- The Code of Conduct and Business Ethics
- Whistle Blowing Policy
- Conflict of Interest Policy
- Fit and Proper Policy

The above are collectively known as "Policies".

These Policies foster a culture of respect, accountability and trust while outlining behavioural expectations across the organisation and apply throughout the whole value chain of the Group. The Group also actively communicates them to its stakeholders, such as employees, customers, suppliers, contractors and trading partners who are:



SUSTAINABILITY **STATEMENT** *(Cont'd)*

Embedding Ethical Culture from Day One

New Employee Onboarding Includes:

1. Receiving the Employee Handbook and formally acknowledging receipt
2. Completing a virtual induction programme covering key policies, including:
   - Code of Conduct and Business Ethics
   - ABC Policy
3. Passing an ABC Policy awareness quiz with a minimum score of 90%
4. Completing the Conflict of Interest Declaration Form

Ongoing Awareness and Reinforcement:

1. Periodic anti-corruption training and quiz on the ABC Policy awareness
2. Regular engagement sessions on ethical conduct

Results

- For FY2025, all the 50 new employees successfully completed the induction
- Demonstrates BAuto's proactive commitment to an ethical and compliant workplace culture

Raising Concerns and Reporting Misconduct

Step 1 Raise Concerns or Seek Guidance

- Human Resource Department
- Whistleblowing channels (confidential)

Step 2 Direct Reports To

Malaysia:

- Executive Chairman
- Group CEO
- Chairman of the Audit Committee
- Group Head of Human Resource
- Group Head of Risk Management & Investor Relations

Philippines:

- President/CEO
- Head of Human Resource

Step 3 Outcome

- Employees found guilty of bribery will face **disciplinary action(s)**, including **termination**

BAuto also:

Applies targeted mitigation and allocates resources to high-risk areas

Conducts continued training to strengthen governance

0% **FY2025 - Zero cases of corruption, bribery, or whistleblowing reported, reflecting a strong ethical foundation and compliance culture.**

SUSTAINABILITY **STATEMENT** *(Cont'd)*



ENVIRONMENTAL SUSTAINABILITY

BAuto embraces sustainable mobility, recognising that the freedom to move comes with the responsibility to protect the planet. Every journey leaves a footprint and BAuto ensures that progress never comes at the expense of the environment.

The Group drives change through cleaner mobility solutions, energy-efficient infrastructure and responsible resource management, including effective waste handling. Aligned with global climate goals, BAuto actively supports the shift to low-carbon transport and integrates sustainable practices throughout its value chain.

Combining innovation with accountability fosters a future where mobility and environmental stewardship progress in tandem.

ENVIRONMENTAL GOVERNANCE

BAuto anchors environmental sustainability in strong governance, structured processes and a focused strategy. The Board provides top-level oversight, embedding environmental responsibility into the Group's overall direction and ensuring accountability across all levels of the organisation.

At the operational level, the Environmental, Safety and Health ("ESH") Committee leads the implementation of environmental initiatives. The ESH Committee ensures regulatory compliance, manages environmental risks and drives continuous improvement through structured processes and clearly defined performance metrics.



Guided by BAuto's Environmental Policy, the ESH Committee implements strategic actions to minimise environmental impact, conserve resources and embed sustainability across operations. This integrated approach ensures that environmental considerations are part of everyday decision-making, supporting the Group's long-term commitment to responsible growth.

FROM GLOBAL WARMING TO GREEN MOBILITY: BAUTO'S PATH TO A LOW-CARBON MALAYSIA

The average global temperature has already risen by 1.1°C from pre-industrial levels. According to the 1.5°C Special Report by the Intergovernmental Panel on Climate Change, if global warming continues at the present rate, the temperature could exceed 1.5°C, leading to severe consequences for both nature and human activities. Hence, the importance of achieving net-zero global carbon emissions by 2050 is evident.

Over 150 countries and regions have committed to achieving carbon neutrality by 2050, with nations intensifying their efforts through the implementation of carbon pricing and investments in energy technology.

BAuto aligns with Mazda's global commitment to reducing CO_2 emissions and advancing decarbonisation in the automotive sector. The Company supports Mazda's approach, including lifecycle assessments and technologies that reduce greenhouse gas emissions across the industry.

THE ROLE OF THE AUTOMOTIVE INDUSTRY IN MALAYSIA

In Malaysia, the transport sector remains a major contributor to CO_2 emissions, with the automotive industry accounting for a significant share. The country is gradually shifting towards sustainability, driven by national policies promoting green technology and low-carbon mobility. As a key player in the automotive landscape, BAuto recognises the urgency of addressing Malaysia's environmental challenges.

Mazda Japan projects that by 2030, vehicle fuel efficiency will improve through a combination of advanced combustion engines, electric technologies, lightweight materials and enhanced transmission systems. This evolution is especially relevant in markets like Malaysia, where electric vehicles are gaining momentum, particularly in urban centres where renewable energy is increasingly integrated into the national grid.

BAuto actively supports this transition by promoting the adoption of low-carbon technologies and sustainable mobility solutions. Aligned with Mazda Japan's decarbonisation goals, the Group is helping drive Malaysia's shift towards cleaner, more efficient vehicles that reflect the nation's environmental ambitions.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

WHY THIS MATTERS FOR MALAYSIA

Climate change is a pressing global challenge and its effects are already visible in Malaysia. Rising temperatures, unpredictable weather patterns and increased flooding are disrupting communities and ecosystems.

BAuto is committed to supporting the government's efforts to reduce CO_2 emissions and promote sustainable transport. By aligning with Mazda Japan's strategies for fuel efficiency and decarbonisation, the Company aims to contribute meaningfully to a greener, more resilient future for the nation.

Through these efforts, BAuto is helping to accelerate the shift towards cleaner mobility and a carbon-neutral society, in line with global goals to limit temperature rise to well below 2°C.

POWERING MALAYSIA'S EV REVOLUTION

BAuto recognises the automotive sector's pivotal role in decarbonisation and has aligned its long-term strategy with Malaysia's low-carbon mobility ambitions.

PAVING THE WAY AS AN EARLY MOVER

As a pioneer in Malaysia's electric vehicle (EV) sector, BAuto led the charge with the launch of the Mazda MX-30, Kia EV6 and Kia EV9. Capitalising on this early momentum, the Group has strengthened its commitment to clean energy vehicles, aligning its efforts with the national EV adoption targets of 20% by 2030 and 80% by 2050.

EV CHARGER DEPLOYMENT BY LOCATION AND BRAND

Location	Brand	EV Charger			
		DC 200kW (2 Noz)	DC 180kW (2 Noz)	DC 40kW (2 Noz)	AC 22kW (1 Noz)
Glenmarie, Selangor (Lot 7) - HQ	Mazda Flagship			1	
Glenmarie, Selangor (Lot 1)	Kia Flagship			1	
Glenmarie, Selangor (Lot 5)	XPeng Flagship			1	
Glenmarie, Selangor (Lot 6)	Multi-brand		1		4
Glenmarie, Selangor (Lot 14)	Body & Paint			1	1
Glenmarie, Selangor (Lot 15)	Multi-brand	1		1	
Padang Jawa, Selangor	Mazda		1	1	
Sg. Tiram, Penang	Kia			1	
Jelutong, Penang	Mazda			1	
Seberang Perai, Penang (Taman Irama)	XPeng			1	
Juru, Penang (Autocity)	Kia			1	
Taiping, Perak	Multi-brand			1	
Johor Bahru, Johor	Multi-brand			1	
TOTAL OF EV CHARGER		**1**	**2**	**12**	**5**
				20	

EXPANDING THE EV PORTFOLIO

To meet growing consumer demand and respond to national policy incentives, BAuto expanded its EV line-up with the launch of XPeng G6 and XPeng X9 during FY2025.

This strategic diversification strengthens BAuto's position as a key contributor to Malaysia's EV transition.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

EXPLORING LOCAL ASSEMBLY (CKD)

BAuto is advancing long-term sustainability and supporting the local automotive ecosystem by:

- Conducting feasibility studies for the local assembly of certain XPeng model under the completely knocked-down ("CKD") framework
- Exploring options to fulfill the minimum 30% local content requirement

These efforts reflect the Group's commitment to reducing emissions and fostering local supply chain development.

DRIVING THE SHIFT TO LOW-CARBON MOBILITY

BAuto's progressive shift towards electrification highlights its dedication to:

- Replacing internal combustion engine (ICE) vehicles with cleaner alternatives
- Continuing investment in EV technology and infrastructure

COLLABORATING WITH GLOBAL PARTNERS TO SUPPORT MALAYSIA'S SUSTAINABLE AUTOMOTIVE FUTURE

PROGRESS AGAINST TARGETS

Brand	Target	Target
Mazda Japan	• By 2030, 100% of Mazda Japan's products will be electrified, with pure EVs accounting for at least 25%. • Mazda Japan aims to achieve carbon neutrality across the entire vehicle lifecycle by 2050, with an interim target of making all its factories carbon-neutral globally by 2035	On-track
KIA Corp	• Kia Corp aims to pre-emptively convert the use of electrical energy in domestic and overseas operations to be 100% renewable by 2040 • Kia Corp has officially declared that it will achieve carbon neutrality by 2045, through a 97% reduction in its carbon emissions compared to 2019. It is seeking ways to offset the remaining amount, making net emissions "zero" at all stages.	On-track
XPeng China	• XPeng China has set a target of a 10% reduction in power and natural gas consumption in its Zhaoqing manufacturing base compared to 2022.	Achieved

SUSTAINABILITY **STATEMENT** *(Cont'd)*

ENERGY AND CLIMATE MANAGEMENT

COMMITMENT & LEADERSHIP

BAuto is committed to reducing its environmental footprint by improving energy efficiency and proactively addressing climate change. The Group collaborates closely with employees and supply chain partners to enhance fuel efficiency, conduct climate risk assessments and introduce eco-friendly vehicles and technologies that mitigate both short-term and long-term impacts.

BAuto's Executive Chairman, Tan Sri Dato' Sri Yeoh Choon San, and its Group CEO, Dato' Lee Kok Chuan, lead the Group's climate strategy and serve on both the Sustainability Committee and Risk Management Committee ("RMC"), where they propose strategies, oversee performances, manage risks and report to the Board.

BAuto formally embedded the responsibilities for climate-related risks and opportunities within the terms of reference of the Sustainability Committee and RMC, which include:

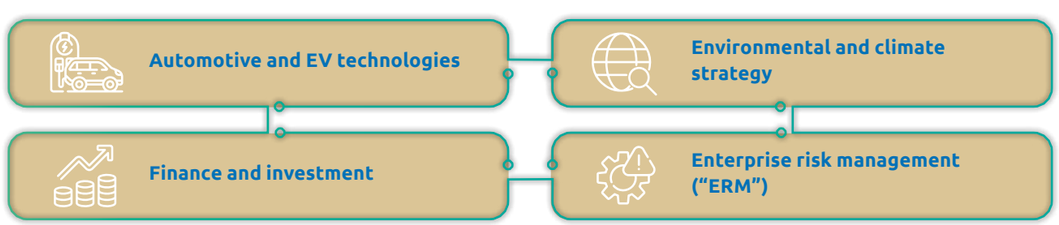


The Group reviews these terms of reference periodically to ensure alignment with evolving climate priorities and regulatory frameworks.

INTEGRATION AND OVERSIGHT

The Group embeds climate oversight within its internal controls and audit systems. The Sustainability team manages the collection, analysis and monitoring of energy data and climate-related trends. This integration ensures that climate considerations align with the Group's broader operational and governance frameworks.

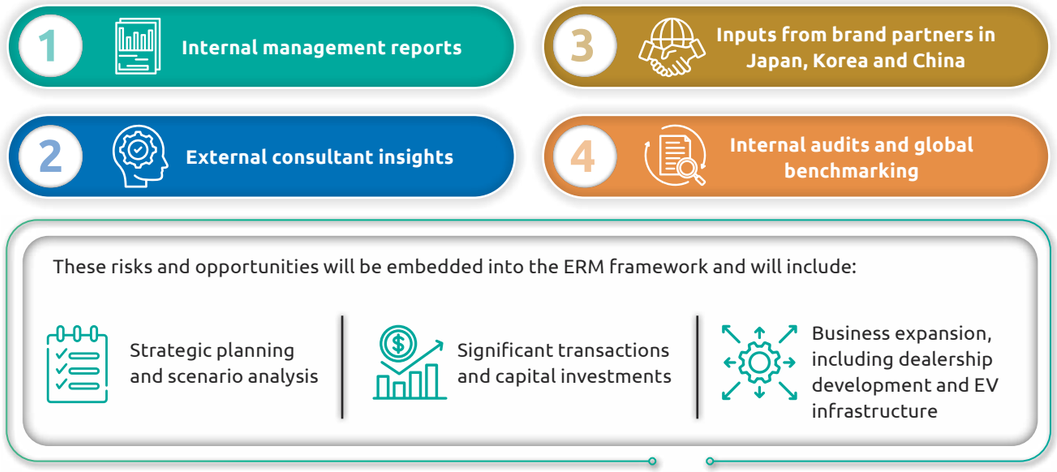
To ensure effective oversight, BAuto regularly upskills the Board and its management through training and development. Members of the Sustainability Committee and RMC bring cross-disciplinary expertise in:



SUSTAINABILITY **STATEMENT** *(Cont'd)*

QUARTERLY REPORTING AND ERM ALIGNMENT

The Board will be briefed periodically on climate-related risks and opportunities through, among others, the following:



As part of this process, the Board will consider trade-offs between short-term costs and long-term value creation.

MONITORING PROGRESS AND ACCOUNTABILITY

Management provides regular updates on:



The Board sets climate-related targets and reviews them annually to ensure alignment with the Group's sustainability goals, including carbon reduction and the adoption of clean technologies. The Company will integrate climate performance metrics into executive remuneration frameworks to ensure accountability.

STRATEGIC CLIMATE TRADE-OFFS

When making key investment and operational decisions, the Board weighs:

Trade-Off	Long-Term Benefit
Upfront costs of EV service retrofits	Regulatory compliance & emissions targets
Investment in energy-efficient upgrades	Operational resilience & cost savings
Extended payback period for new tech	Alignment with evolving customer demand for clean mobility
Higher local content sourcing costs	Support for the domestic supply chain & carbon footprint reduction

These assessments are integrated into Board deliberations, ensuring sustainability and profitability go hand in hand.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

ADDRESSING CLIMATE RISK

Addressing climate-related risks and capitalising on the associated opportunities is integral to BAuto's long-term value creation. The Group actively strengthens its environmental governance, strategy, metrics and goals by aligning them with the National Sustainability Reporting Framework ("NSRF"), IFRS S1 and IFRS S2, which focus on sustainability and climate-related risks and opportunities. These frameworks provide essential guidance for integrating climate change considerations into the Group's sustainability initiatives, ensuring that climate risks are thoroughly assessed and managed in a robust and effective manner.

ADDRESSING THE 2°C CLIMATE CHANGE CHALLENGE BY THE BRAND PARTNERS

Mazda Japan's research team utilises the International Energy Agency's ("IEA") 2 °C scenario, supplemented by a 1.5 °C sensitivity analysis from the IPCC, to assess the potential impacts of climate change. This method enables Mazda Japan to effectively understand and prepare for climate-related risks, ensuring its strategies align with global climate goals.

Similarly, Kia Corp has implemented the Global Energy-Greenhouse Gas Management System ("GEMS") across its domestic plants. GEMS predicts and manages greenhouse gas emissions while addressing climate-related scenarios, including those with a 2 °C or lower trajectory. Based on insights derived from this system, Kia Corp takes proactive measures to reduce emissions, making strategic improvements and investments to support a sustainable future.

XPeng China is committed to aligning with national carbon-neutral policies by integrating climate change mitigation across the entire product lifecycle—from design and procurement to production, sales and operations. Through the "XPeng Economical Mode", the Company aims to develop low-carbon electric vehicles and drive emission reductions throughout the value chain. This closed-loop approach reinforces XPeng's commitment to carbon neutrality.

R&D FOCUSED ON CARBON OFFSET

BAuto, through BAP, continues collaborating with Pilipinas Shell Petroleum Corporation ("Pilipinas Shell") on the Voluntary Carbon Offset project. This initiative offsets the unavoidable CO_2 emissions of the fleet's fuel consumption at Shell-branded service stations. BAP is the first automotive distributor in the Philippines to participate in such a programme.

The programme calculates a fleet's fuel expenditure and the associated CO_2 emissions. Pilipinas Shell purchases carbon credits from a global portfolio of nature-based projects to offset its emissions. BAP's collaboration with Pilipinas Shell complements its long-term vision of "Sustainable Zoom-Zoom 2030" to achieve carbon neutrality.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

CLIMATE RISKS AND OPPORTUNITIES

BAuto is strengthening its risk management framework to effectively identify, evaluate and manage climate and energy risks. A dedicated climate risk process and integrated environmental and energy data management system will support energy tracking and reduction strategies.

BAuto adopts a proactive approach to climate resilience, with its ESH team monitoring evolving regulations and developing timely responses to address them. The RMC oversees, among others, climate-related risks under the ERM. It evaluates these risks across short-, medium- and long-term horizons, drawing on internal assessments and external expertise to understand their direct and indirect impacts on the Group and its stakeholders. Through the RMC, BAuto identifies, assesses and compiles transitional and physical climate risks that may raise operational costs or disrupt supply chains. At the same time, the Group pursues opportunities such as expanding low-emission vehicle offerings with sustainable materials incorporated into the vehicle designs to strengthen competitiveness and capture emerging demand.

In line with the Group's commitment towards Task Force on Climate-related Financial Disclosures ("TCFD"), BAuto continues to build its understanding of specific climate-related risks and integrate them into a structured and comprehensive risk management approach.

Risk Type	Climate Risk	Potential Impact	Related Opportunity	Strategic Response	Time Horizon*
Transitional Risk	Regulatory changes (such as carbon pricing and emissions trading schemes)	Higher compliance and reporting costs	Strengthen market positioning by early alignment with climate regulations	Enhance ESG reporting, invest in low-carbon operations	Short to Medium Term
	Changing consumer preferences towards EVs	Declining demand for internal combustion engine ("ICE") vehicles	Capture the growing demand for EVs and boost brand equity	Broaden EV and PHEV offerings, equip dealer network with EV expertise	Short to Medium Term
	Sustainability expectations across the supply chain	Disruption if suppliers fail to meet ESG standards	Opportunity to build resilient, ethical and localised supply chains	Strengthen supplier due diligence, prioritise ESG-compliant vendors	Medium Term
	Technological disruption from low-carbon mobility trends	Obsolescence of traditional vehicle technologies	Early adoption of clean technology secures long-term competitiveness	Continue to focus on upskilling and reskilling of personnel to introduce hybrid or PHEVs	Medium to Long Term
	Delayed model replacement and intensifying competition from low-cost EV brands	Loss of market share and revenue erosion	Capture early-mover advantage with new PHEV and EV models; strengthen brand equity through differentiated offerings	Accelerate the product development pipeline, expand brand partnerships and introduce niche and tech-driven variants	Medium to Long Term

SUSTAINABILITY **STATEMENT** *(Cont'd)*

Risk Type	Climate Risk	Potential Impact	Related Opportunity	Strategic Response	Time Horizon*
Physical Risk	Flash flooding in places of operation such as warehouses, showrooms and service centres	Damage to facilities, inventory loss and operational downtime	Justify investment in resilient infrastructure to reduce long-term costs	Implement flood defences and climate-proof facilities	Medium to Long Term
	Rising insurance premiums linked to climate events	Increased cost of coverage and operations	Reduce premiums through demonstrable risk mitigation	Improve physical risk management and preventive measures	Medium Term
	Extreme weather is disrupting logistics	Delivery delays and inventory shortages	Opportunity to diversify and regionalise logistics and warehousing	Establish decentralised hubs and apply predictive supply	Medium to Long Term

** BAuto defines its time horizons as follows: short term: Up to 1 year (aligned with annual operational and budgeting cycles); medium term: 2 to 5 years (aligned with the Group's three- to five-year strategic planning horizon) and long term: more than 5 years (aligned with climate targets and capital investments spanning 10 to 30 years).*

BAuto plans to concentrate its climate-related risks and opportunities in specific areas of its business model and value chain. For example, in the Klang Valley, flash flooding and extreme weather pose the most significant risks, impacting showrooms, service centres and logistics hubs. The Group strengthens facility resilience, improves inventory management and safeguards supply chain continuity to mitigate these physical risks. It also pursues transition opportunities through sales, marketing and product development, particularly within the EV portfolio. Meanwhile, supply chain management plays a critical role in meeting ESG expectations and ensuring vendor compliance.

BAuto conducted a qualitative assessment of its strategy's resilience to sustainability-related risks over the short term (1 year), medium term (3–5 years and long term (beyond 5 years). The assessment covered physical risks (such as flash floods) and transition risks (including EV policy shifts and supply chain expectations), utilising internal analysis and external references, such as the IEA's 2°C scenario. The findings are used for strategic planning, workforce upskilling and local assembly feasibility. BAuto is exploring quantitative tools to assist in future assessments to enhance its reporting.

CLIMATE RESILIENCE OF STRATEGY, ADAPTION AND BUSINESS MODEL

BAuto will build climate resilience through scenario analysis aligned with the IEA's 2°C pathway and the IPCC's 1.5°C pathway. These analyses will guide decisions on product development, capital allocation and risk management, ensuring the Group adapts to evolving regulations, physical impacts and shifting market demands.

Climate-related risks and opportunities will be fully integrated into BAuto's strategic operations and financial planning, shaping a business model that is both responsive and forward-looking.

Short term

BAuto anticipates increased compliance costs and capital investments in mitigation efforts, particularly in low-carbon operations and EV infrastructure, to meet tightening regulations.

Medium term

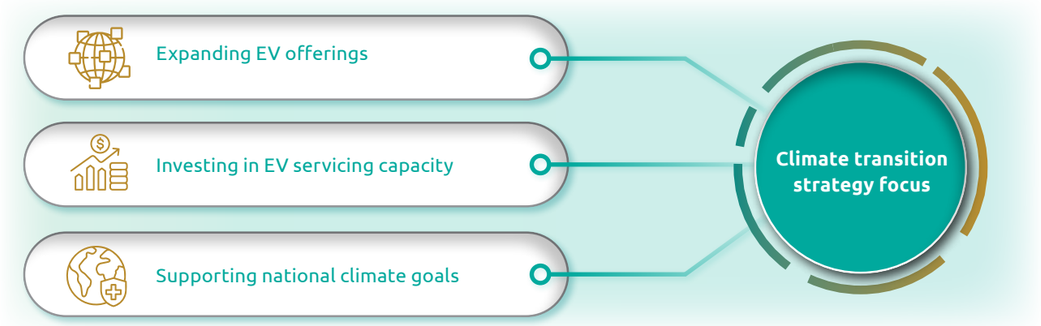
The Group expects its financial performance and cash flow stability to benefit from rising EV sales and supply chain efficiencies enabled by climate-conscious sourcing and logistics improvements.

Long term

BAuto's adaptation efforts, such as investing in climate-resilient facilities and decentralised logistics, reduce exposure to physical risks, lower insurance costs and strengthen operational continuity.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

Transition Plan



The Group reviews and updates this plan regularly in response to scenario analyses and policy developments, based on assumptions of rising EV demand, stricter regulations and improved supply chain readiness.

STRATEGIC IMPACT

Embedding climate considerations across all horizons strengthens BAuto's ability to absorb shocks, align with global and national goals and deliver sustained financial performance.

Climate-related Opportunities

BAuto systematically identifies and monitors climate-related opportunities by aligning with principal manufacturers on product roadmaps, tracking regulatory developments and evaluating consumer demand trends. The Group conducts technical and commercial assessments before adopting new technologies or materials and uses scenario analysis to guide capital allocation toward viable decarbonisation and resilience initiatives.

Products & Services

The Group's existing models are ageing and next-generation models will only be available two years later. In the interim, BAuto is expanding its low-emission vehicle offerings, which include the Mazda 3 (1.5 litres), Mazda CX-60 (2.5 litres) and PHEV such as Mazda CX-80 (2.5 litres). This shift supports revenue growth through increased demand for sustainable mobility solutions.

Resource Efficiency

The interiors of certain Mazda and KIA vehicles incorporate a variety of sustainable eco-friendly materials, including fabrics made from around 20% recycled threads and exclusive textiles derived from recycled plastic bottles. Additionally, the models feature vegan leather or suede, underscoring their commitment to ethical and environmentally responsible design.

Energy Source

The installation of solar panels at selected locations in the Group (e.g. in BAuto's headquarters and BAP) presents opportunities to reduce dependence on traditional energy sources, lower GHG emissions and reduce costs. This initiative enhances energy independence and aligns with the Group's commitment to sustainability. In line with its commitment to expanding the use of renewable energy to reduce GHG emissions, BAuto installed a new solar panel system at its XPeng operating hub at Lot 5, Glenmarie, in March 2025.

Resilience

BAuto will introduce hybrid and plug-in hybrid EVs (such as the Mazda CX-80) in response to changing consumer preferences, positioning the Group to meet the rising demand for sustainable mobility and enhancing its long-term competitiveness.

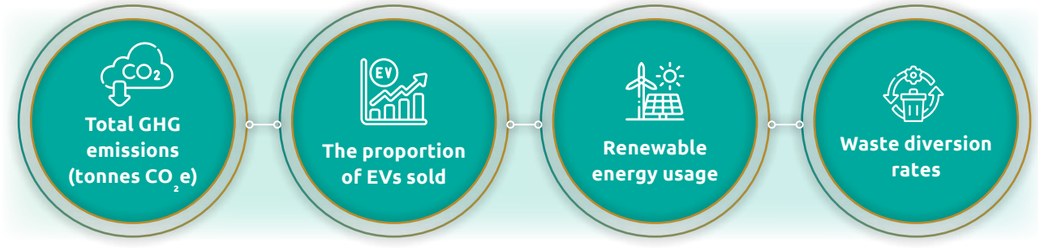
BAuto is also assessing the feasibility of engaging professional climate consultants to assess the impact of climate change on its operations and value chain under different scenarios. The Group is committed to allocating appropriate funding to mitigate risks and support decarbonisation efforts.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

Metrics and Targets

BAuto has established precise short- and long-term sustainability targets, aligned with national ambitions and global climate frameworks, including the Paris Agreement's objective of limiting global warming to 1.5° Celsius. These climate-related targets apply to 100% of BAuto's Malaysian operations, including headquarters, logistics centres, service outlets and dealerships.

Using FY2024 as the base year, BAuto has committed to an absolute reduction of net greenhouse gas (GHG) emissions across Scope 1, Scope 2 and selected Scope 3 categories. BAuto tracks progress using key sustainability metrics, including:



The Board and Sustainability Committee review performance annually to ensure targets remain relevant and responsive to evolving business conditions.

Climate Ambition

BAuto aligns its climate ambition with the Paris Agreement goal of limiting global warming to well below 2°C. Science-based principles and structured performance frameworks guide all efforts.



Long-term Decarbonisation Target
(Established 2025, baseline FY2024)

To achieve this, BAuto will:

- Develop or invest in systems to accurately track Scope 1, 2 and 3 emissions
- Invest in carbon and GHG reduction initiatives
- Align with sustainability strategies adopted by principal manufacturers
- Comply with relevant emissions-related regulations and standards

Short-term Decarbonisation Target
(Established 2025, baseline: FY2024)

Goal: Achieve measurable progress in product electrification and emissions reduction

By FY2030, BAuto targets to:

- Ensure 100% of products incorporate some form of electrification.
- Ensure EVs represent over 10% of total sales.
- Achieve at least a 3% reduction across the following areas:

SUSTAINABILITY **STATEMENT** *(Cont'd)*

Areas	Key Actions	Objective
Emissions	• Introduce more EVs and low-emission models • Track CO_2 from employee commuting • Promote renewable energy use	To reduce overall Scope 1 and Scope 2 greenhouse gas emissions and transition to a low-carbon business model.
Waste	• Educate and promote 4Rs: Record, Recycle, Reuse and Reduce • Monitor and introduce more stringent waste-handling processes	To minimise environmental impact from operational waste and improve circularity across operations.
Resource use	• Engage climate consultants to advise or provide input • Management to work closely with climate consultants	To optimise energy, water and material use by identifying efficiency opportunities and climate adaptation measures.
Health and safety	• Target to achieve zero major accidents • Educate and provide more health and safety training	To protect the well-being of employees and ensure a safe, compliant and resilient work environment.

MEASURING AND REPORTING EMISSION

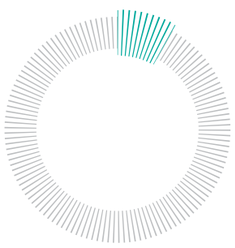
BAuto Group is actively looking into the implementation of a carbon management plan to monitor and manage its carbon emissions in accordance with the internationally recognised Greenhouse Gas ("GHG") Protocol, developed by the World Business Council for Sustainable Development ("WBCSD") and the World Resources Institute ("WRI"), using its classification framework to account for both direct and indirect emissions.

Consolidation method in calculating the carbon footprint	Operational
Organisational boundary in calculating the carbon footprint	Accounts for 100% of GHG emissions, where BAuto has the authority to implement operational policies

SCOPE 3 BOUNDARY EXPANSION AND EMISSIONS PROFILE

In FY2024, the Company reported Scope 3 emissions for Business Travel and Employee Commuting only. In FY2025, the Company expanded the boundary to cover all fifteen Scope 3 categories, addressing stakeholder expectations, meeting Bursa Malaysia's Sustainability Reporting requirements, and aligning with IFRS S2. The Sustainability team examined all purchases and value chain activities, utilising activity-based data wherever possible and avoiding double-counting across categories. When activity data was unavailable, the Sustainability team applied spend-based or other average-data methods, using emission factors from internationally recognised datasets including EXIOBASE, DEFRA 2024, EPA WARM and the IPCC 2006 Guidelines.

Scope 3 Emissions (CO_2e)



Upstream emissions	**30,305**
Downstream emissions	**352,488**

The analysis reveals that most value chain emissions occur downstream, reflecting the automotive sector's profile, where the use and end-of-life treatment of sold vehicles significantly contribute to the climate impact.

In FY2025, upstream activities, which encompassed purchased goods and services, capital goods, fuel- and energy related activities, transportation, waste, business travel, employee commuting and leased assets, generated 30,305 tCO_2e. Downstream activities, encompassing the use of sold products, end-of-life treatment, leased assets, franchises and investments, resulted in 352,488 tCO_2e.

This profile emphasises the importance of collaborating closely with customers, dealers and other downstream partners to minimise lifecycle emissions while continuing to engage with suppliers and logistics providers to mitigate upstream impacts. The Company will refine its methodologies in line with international best practices and monitor all categories annually to track progress and identify opportunities for reduction.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

DRIVING SUSTAINABLE INNOVATION ACROSS OUR AUTOMOTIVE BRANDS

MAZDA: ENGINEERING HARMONY BETWEEN DRIVING AND SUSTAINABILITY

Mazda continues to evolve its approach to sustainability by combining driver-centric design with electrification strategies across its growing lineup of hybrid and electric vehicles.



• Mazda CX-80 PHEV

MAZDA CX-80 PLUG-IN HYBRID ELECTRIC VEHICLE (PHEV)

The Mazda CX-80 PHEV represents the brand's latest step towards electrified mobility, combining dynamic driving with environmental responsibility. It features a 2.5-litre four-cylinder petrol engine paired with a 129 kW electric motor and a 17.8 kWh battery, enabling up to 60 km of electric-only range (WLTP). The system delivers seamless transitions between EV and hybrid modes, supported by regenerative braking to recapture energy during deceleration. As a large SUV with seven-seat flexibility and low-emission credentials, the Mazda CX-80 aligns with Mazda's multi-solution approach to sustainability.

MAZDA CX-60 AND MAZDA CX-90 MILD HYBRIDS

The CX-60 and CX-90 feature a 48V lithium-ion battery integrated with an electric motor positioned between the engine and transmission. The system enables short-distance pure-electric drive, while also supporting the internal combustion engine during low-load scenarios (e.g., coasting, idling, low-speed driving). Energy is recovered during deceleration via regenerative braking and surplus engine output, improving fuel efficiency and reducing emissions.



• Mazda CX-60 • Mazda CX-90

SUSTAINABILITY **STATEMENT** *(Cont'd)*

KIA: REIMAGINING CLEAN MOBILITY WITH ADVANCED PLATFORMS

Kia is transforming clean mobility through next-generation platforms, battery innovation and bi-directional energy technologies that extend environmental value beyond driving.

KIA EV6: PLATFORM-BASED EFFICIENCY

The EV6 is Kia's first vehicle built on the E-GMP platform, a modular, flat-floor architecture that enhances flexibility, comfort and performance. The platform enables faster charging, extended range and improved control. Equipped with the Type 2 charging standard (AC Type 2 + DC CCS2), the Kia EV6 offers broad compatibility and convenience, underscoring Kia's focus on user experience and energy efficiency.



• Kia EV6 • Kia EV6

KIA EV9: ENERGY FOR MOBILITY AND BEYOND

The Kia EV9 takes sustainability a step further with its ultra-high-strength steel structure that balances weight and strength. It features a 99.8 kWh battery and dual motor all-wheel drive for exceptional power and stability. The Kia EV9 also introduces vehicle-to-home ("V2H") energy capabilities, allowing users to power home appliances with energy stored in the vehicle's battery. This feature supports resilient, flexible energy use at home for those with compatible infrastructure.



• Kia EV9 Interior • Kia EV9

SUSTAINABILITY **STATEMENT** *(Cont'd)*

XPENG: PIONEERING GREEN MOBILITY WITH INTELLIGENT TECHNOLOGY

XPeng China is committed to sustainable development by integrating green principles throughout the entire product lifecycle, from design and certification to battery recycling and the management of hazardous substances. Through innovations in lightweight construction and electric drive systems, XPeng China reduces the carbon footprint of its vehicles while ensuring optimal performance, efficiency and environmental responsibility.



• XPeng G6

• XPeng X9

LIGHTWEIGHT DESIGN

XPeng cuts lifecycle emissions with high-rigidity, lightweight designs. Models like the XPeng G6 and XPeng X9 feature aluminium alloy integrated die-casting in the front cabins and rear floors, increasing body rigidity by ~60% and reducing overall weight, enhancing energy efficiency. This approach will be expanded to future models to further boost efficiency without compromising performance.

BATTERY MANAGEMENT OPTIMISATION

XPeng continues to refine its battery and charging technologies, focusing on environmental efficiency. Optimised battery management systems have increased driving range by ~8 km per charge. Energy recovery from braking and coasting has been improved, boosting overall range and efficiency.

CHARGING INFRASTRUCTURE & ENERGY EFFICIENCY

Innovative energy-saving technologies are applied across XPeng's charging systems. Home chargers now consume less standby power (reduced from 4.2W to 2.8W), while the S5 supercharger slashes standby power by 46.6%. Models like the PT+ achieve 11.4 kWh per 100 km (CLTC), offering 10 km of range per kWh, which helps users reduce their emissions.

POWERTRAIN UPGRADES

The new Kunpeng Super Electric System features an upgraded electric drive unit achieving 93.5% efficiency, a 1.5% gain over previous versions, leading to energy savings of 3.5% and reduced consumption by 0.4–0.6 kWh per 100 km. Additional enhancements include low-drag technologies and water-source heat pumps to improve energy utilisation and cut emissions.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

HARMONY WITH NATURE THROUGH SUSTAINABLE DESIGN STRATEGY

Design extends beyond aesthetics; it serves as a deliberate expression of sustainability and innovation. Every choice, from materials and finishes to colour schemes and functional elements, reflects the principal manufacturers' and BAuto's commitment to environmental responsibility and long-term value creation.

KIA'S COMMITMENT TO SUSTAINABLE MATERIALS

Kia is redefining sustainable mobility. With the launch of the Kia EV9, it became the first automaker to eliminate animal leather across all models. By replacing leather and PVC with bio-PU derived from renewable sources such as corn and eucalyptus, Kia significantly reduces CO_2 emissions and harmful chemicals while maintaining durability and aesthetic quality

The concept of Kia EV9 goes even further, incorporating recycled materials:

- Fishnets for floor materials
- Plastic bottles and wool fibres for seat fabrics

Kia's first dedicated EV, the Kia EV6, features interior cloth and matting made from recycled plastics, equivalent to 111 water bottles per vehicle. By 2030, Kia Corp aims to produce 20% of all plastic components in its vehicles from recycled materials.

BIO-FABRICATION AND FUNGAL INNOVATION

Kia has partnered with South Korean start-up Mycel to explore the use of mycelium-based materials, fungal threads capable of breaking down plastics and oils. These biofabricated alternatives offer a viable and scalable alternative to animal-derived materials, thereby contributing to broader efforts in preserving the environment and mitigating GHG emissions.



• Kia EV 6 Interior



• XPeng G6

> **"XPeng vehicles feature OEKO-TEX® Standard 100-certified PU leather, approved for infant contact, underscoring the brand's commitment to health-conscious materials."**

XPENG'S DESIGN FOR SAFETY AND SUSTAINABILITY

XPeng integrates responsible design principles that prioritise both safety and sustainability. Its vehicles feature OEKO-TEX® Standard 100-certified PU leather, approved for infant contact, underscoring the brand's commitment to health-conscious materials. The inclusion of CN95-grade air filters, capable of removing over 95% of particles as small as 0.5µm, further enhances cabin air quality and protects occupant wellbeing.

DRIVING DESIGN WITH PURPOSE

The principal manufacturers and BAuto view sustainable design as a catalyst for responsible mobility. For CKD vehicles, where appropriate, the Group integrates eco-friendly materials and circular design strategies that align aesthetics with environmental purpose.

From replacing animal leather with bio-based alternatives to incorporating recycled and renewable components, each innovation reflects a commitment to reducing environmental impact without compromising quality or performance.

These efforts support a new era of automotive design, where form, function and sustainability move in unison toward a cleaner future.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

TECHNOLOGY INNOVATION – DRIVING CONFIDENCE AND PEACE OF MIND

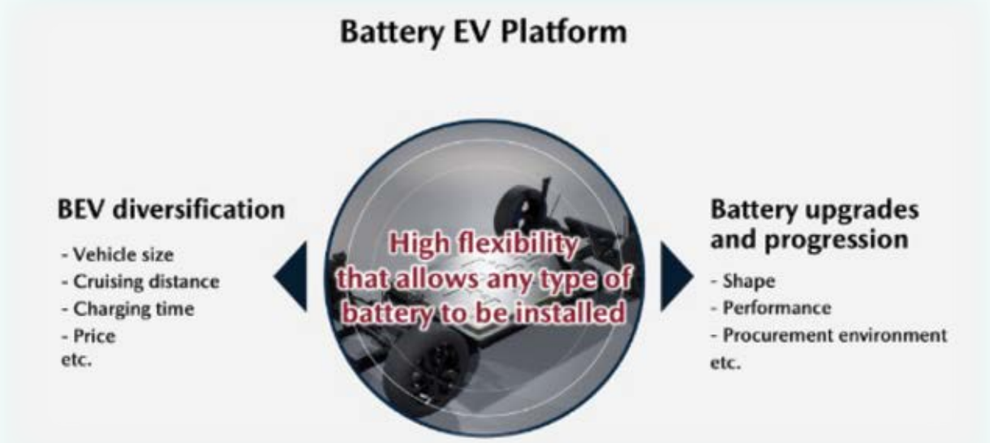
BAuto advances technological innovation through the brands distributed by the Group to enhance safety, sustainability and performance, delivering a driving experience rooted in confidence and peace of mind.

Mazda's i-ACTIVSENSE® suite utilises millimetre wave radars and cameras to detect hazards and reduce accident severity, aligning with its Jinba Ittai philosophy of unity between car and driver. SKYACTIV-VEHICLE DYNAMICS with G-Vectoring Control adjusts power based on steering input, ensuring greater stability, comfort and reduced fatigue.

XPeng leads in smart EV technology with its XBrain system, which combines a deep vision neural network (XNet 2.0), a control system (XPlanner) and spatiotemporal perception for intelligent driving. XEEA 3.5 electronic architecture powers the cockpit's onboard computing centre, boosting processing by 50% and cutting costs by 40%, paving the way for AI-driven mobility.

As a distributor, BAuto remains committed to innovation by delivering (via the brands distributed by the Group) intelligent, efficient and secure mobility for modern drivers.

WHAT'S COMING UP?



Mazda's Lean Asset Strategy and Monozukuri Innovation 2.0 drive the development of Battery Electric Vehicles ("BEVs") that stay true to the brand's core, with Jinba Ittai driving feel, distinctive design and expert craftsmanship, while also maximising development efficiency.

Mazda's self-developed EV platform supports multiple battery types and model variants, adapting to rapid advancements in battery technology and enabling cross-model scalability.

Mazda engineers its BEVs to match the responsiveness and stability of combustion models by using integrated vehicle control systems, delivering a consistent and engaging driving experience across platforms.

Monozukuri Innovation, rooted in early digitalisation, enables cross-functional planning, shared architectures and faster development, laying the groundwork for scalable, future-ready mobility solutions.

Mazda is developing battery EVs that remain engaging and driver-focused, preserving the Jinba Ittai philosophy through advanced control systems. Refined under Monozukuri Innovation 2.0, these technologies enable smooth, responsive handling that instinctively aligns with the driver's inputs.

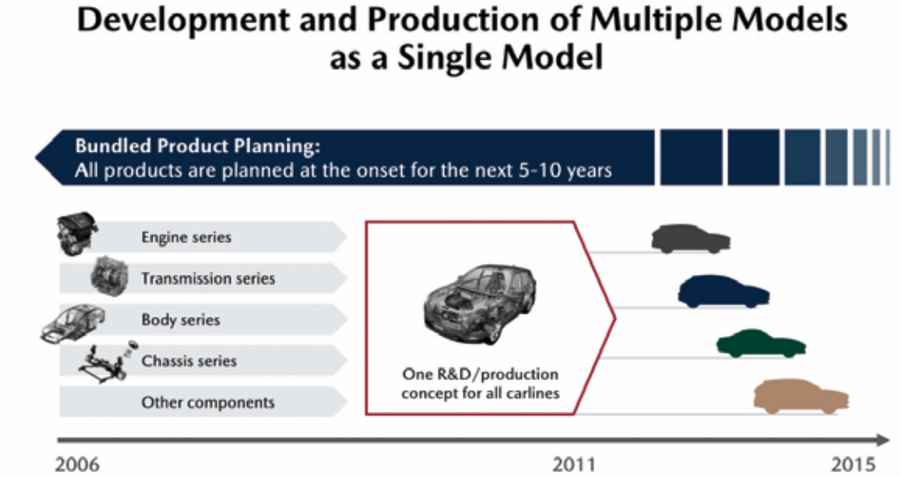
Source: Mazda Motor Corporation – "Pursuing the Ideal Multi-Solution Production," April 2025.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

WHAT IS MONOZUKURI INNOVATION?

Mazda embraced digitalisation early, becoming the first company in Japan to introduce computers to production lines in 1960. By 1996, it had launched Mazda Digital Innovation, where data previously managed by individual departments was centralised into 3D digital master files. This shift significantly improved efficiency, cutting lead times from design freeze to mass production by nearly half by 2006.

Building on this foundation, Monozukuri Innovation 1.0 introduced bundled planning. Mazda identifies future product and technology needs five to ten years in advance. R&D and production teams then work together to develop common architectures and standard processes for use across upcoming models. They distinguish fixed elements shared across carlines from variable elements that give each model its unique identity.



References: https://www.mazda.com/en/about/vision/multi-solution-briefing-2025/

Source: MAZDA MOTOR CORPORATION GLOBAL WEBSITE - MULTI-SOLUTION BRIEFING 2025



SUSTAINABILITY **STATEMENT** *(Cont'd)*

STRATEGIC INVESTMENT IN CLIMATE ACTION

Mazda actively advances electrification as a core pillar of its climate strategy. Despite industry forecasts rising to ¥2 trillion due to inflation, Mazda Japan will retain its original investment target of ¥1.5 trillion by 2030, as announced in November 2022. It plans to achieve this by phasing out investments in carbon intensive assets through optimising battery investments and improving operational efficiency.

Mazda Japan targets to reduce its initially projected ¥750 billion battery investment by 50%. The original estimate assumed complete in-house battery procurement and factored in inflation. Strategic partnerships will help Mazda lower costs while reinforcing its commitment to climate progress through innovative solutions that are both cost-effective and environmentally responsible.

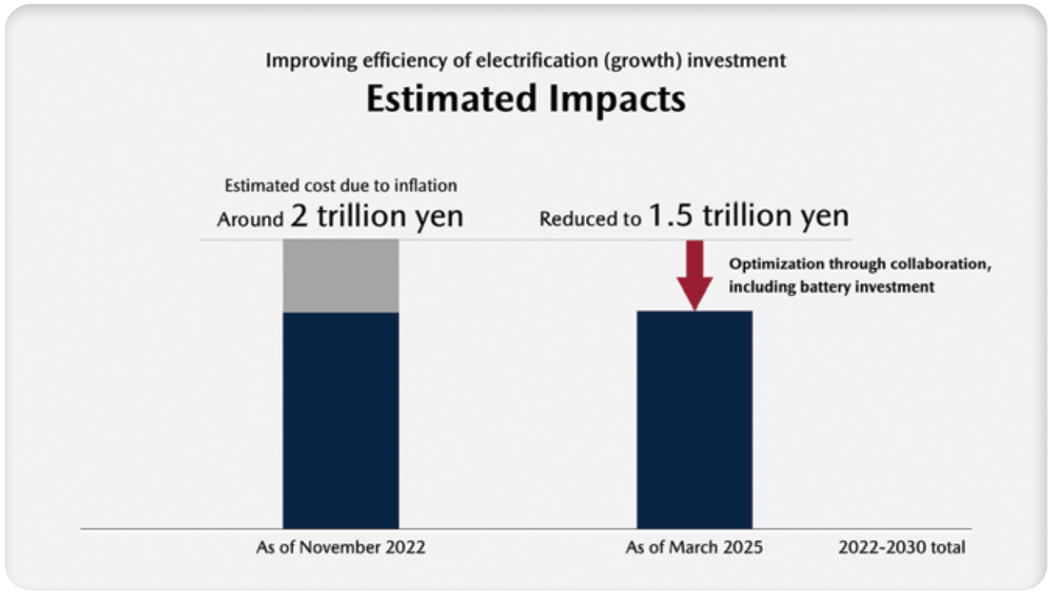
> "Strategic partnerships will help Mazda lower costs while reinforcing its commitment to climate progress through cost-effective innovation."

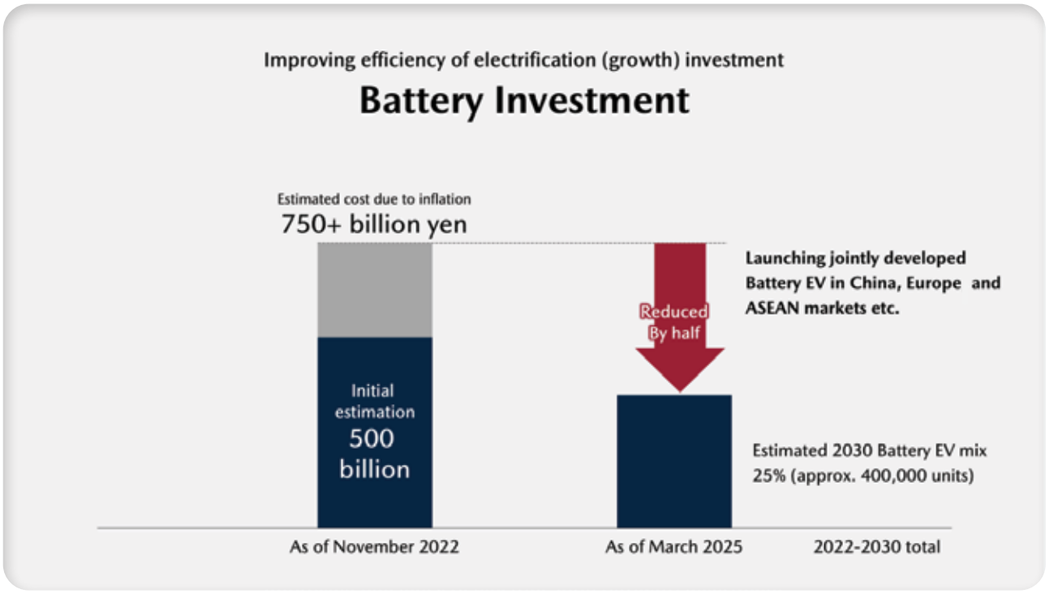
> "Mazda targets to reduce its initially projected ¥750 billion battery investment by 50%."



• Mazda CX-5 Interior

SUSTAINABILITY **STATEMENT** *(Cont'd)*





Source: https://www.mazda.com/en/sustainability/environment/tcfd/
Reference: MAZDA MOTOR CORPORATION GLOBAL WEBSITE – TCFD

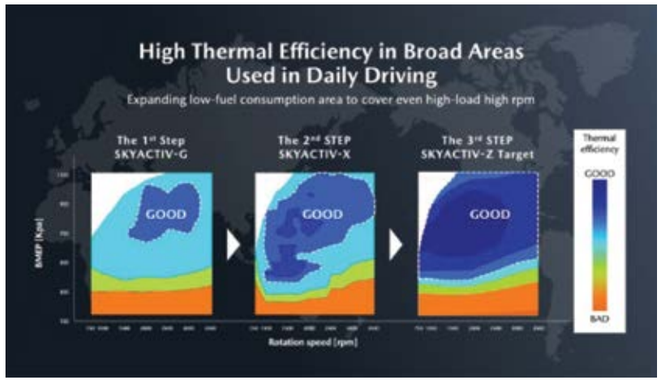
SUSTAINABILITY **STATEMENT** *(Cont'd)*

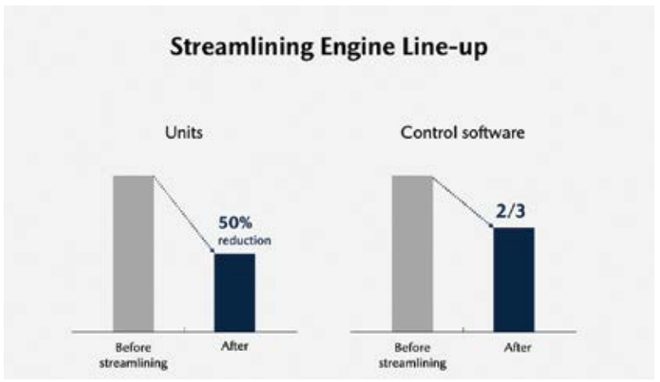
DRIVING DECARBONISATION

Mazda positions electrification as a key decarbonisation pathway and advances this transition through the development of the SKYACTIV-Z engine. This 2.5L in-line 4-cylinder petrol engine, paired with Mazda's proprietary hybrid system, delivers dynamic driving while meeting stringent global emission standards, including Euro 7, LEV4 and Tier 4.

Engineers utilise AI-enhanced combustion modelling and SPCCI ("Spark Controlled Compression Ignition") lean burn technology to optimise performance, fuel efficiency and emissions, thereby supporting Mazda's carbon neutrality targets. Scheduled to debut in the next-generation MAZDA CX-5 by 2027, SKYACTIV-Z will also inform future inline 6-cylinder and rotary engines, enabling hardware consolidation and simplified software development.

By reducing complexity and cost, this scalable approach enhances environmental performance. Alongside Mazda's upcoming dedicated EV platform, SKYACTIV-Z underscores the brand's commitment to sustainability, innovation and long-term stakeholder value, without compromising driving enjoyment.





> **"Engineers utilise AI-enhanced combustion modelling and SPCCI ("Spark Controlled Compression Ignition") lean burn technology to optimise performance, fuel efficiency and emissions, thereby supporting Mazda's carbon neutrality targets."**

References: https://www.mazda.com/en/about/vision/multi-solution-briefing-2025/
Source: MAZDA MOTOR CORPORATION GLOBAL WEBSITE - MULTI-SOLUTION BRIEFING 2025

SUSTAINABILITY **STATEMENT** *(Cont'd)*

TOWARD CARBON NEUTRALITY ACROSS THE VEHICLE LIFECYCLE

BAuto is committed to reducing CO_2 emissions across the entire lifecycle of its vehicles, from raw material sourcing and vehicle assembly, to usage, recycling and end-of-life disposal. The Group's multi-solution approach tailors strategies to local energy sources, generation methods and customer needs. Well-to-wheel and lifecycle assessment perspectives guide these efforts.


• XPeng G6

BAuto focuses on reducing energy consumption and diversifying energy sources across its assembly and logistics operations. This commitment extends beyond vehicles to include emissions from factories, offices and transportation networks. Achieving these reductions requires collaboration across the supply chain. The Group works closely with local governments and industry partners to accelerate progress.

In line with Malaysia's low-carbon mobility goals, BAuto (through products sold) integrates green technologies and fuel-efficient solutions to reduce emissions and improve efficiency. Through a strategy of adaptation and mitigation, the Group drives impactful change throughout its operations and vehicle lifecycle, advancing the global transition toward climate resilience.

LIFECYCLE ASSESSMENTS: A COMPREHENSIVE EVALUATION OF ENVIRONMENTAL IMPACT

Mazda Japan conducts Lifecycle Assessments ("LCAs") to evaluate a vehicle's environmental impact across its entire lifecycle, from raw material procurement and manufacturing to use, recycling and disposal. Since 2009, these assessments have helped Mazda identify opportunities to reduce environmental impacts at every stage. All evaluations follow ISO 14040 and ISO 14044 international standards to ensure objectivity, reliability and consistency.

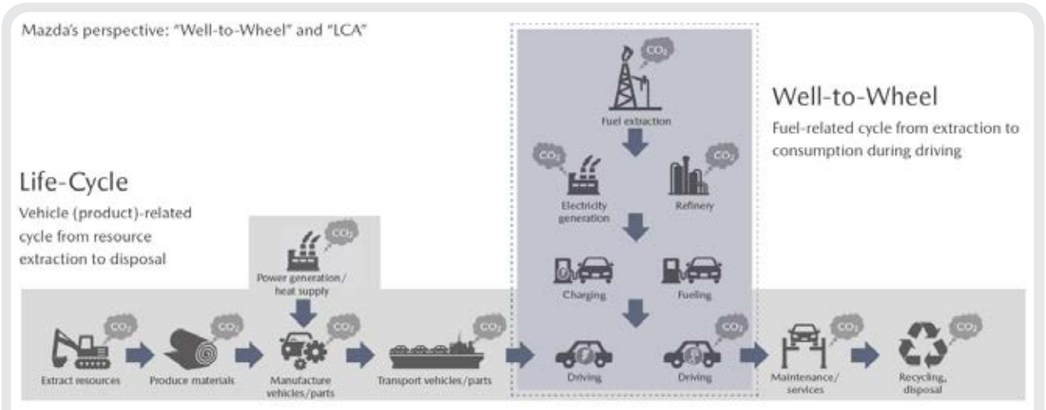
Mazda Japan's LCA studies encompass internal combustion engine ("ICE") vehicles and EVs across five global regions. The results show that CO_2 emissions vary significantly depending on local conditions, such as electricity generation, fuel economy and total travel distance. These insights now guide Mazda's region-specific technology development, delivering the most efficient solutions tailored to local needs.


• Mazda 3 Liftback

SUSTAINABILITY **STATEMENT** *(Cont'd)*

WELL-TO-WHEEL APPROACH: A HOLISTIC VIEW OF EMISSIONS REDUCTION

Mazda Japan's commitment to reducing CO_2 emissions extends beyond vehicle operation. The Group adopts a well-to-wheel approach, addressing emissions not only from driving (tank-to-wheel) but also from fuel extraction, refining and power generation. By tackling emissions across the entire fuel supply chain, Mazda helps reduce greenhouse gases at every stage of energy production and consumption.



References: https://www.mazda.com/en/sustainability/environment/climate-change/#sus_coubon07
Source: Mazda Motor Corporation - Climate Change (Endeavoring toward carbon Neutrality by 2050)

Through lifecycle assessments and a well-to-wheel perspective, Mazda Japan remain fully committed to cutting CO_2 emissions at every stage of the vehicle lifecycle. Their multi-solution approach delivers the most suitable solutions for each market's energy profile, accelerating the shift towards a more sustainable automotive future. This alignment is consistent with BAuto's sustainability goals.



• Mazda 6



• Engine Inter-cooler of Mazda CX-5

SUSTAINABILITY **STATEMENT** *(Cont'd)*

WATER MANAGEMENT

While BAuto's core business focuses on vehicle distribution, provision of after-sales services and sale of spare parts, the Group remains committed to responsible water management. Conservation measures include:

- **Routine inspections**
- **Prompt repair of leaks in faucets, pipes and tanks**
- **Continuous efficiency improvements**
- **Rainwater harvesting systems**

RAINWATER HARVESTING SYSTEMS

In the Philippines, BAP continues to benefit from a rainwater harvesting system that captures and filters rainfall to a turbidity level of 3 NTU, suitable for car washing. This initiative consistently reduces daily water consumption for car wash operations by approximately 30%.

In Malaysia, BAuto began implementing rainwater harvesting systems in 2024, starting with its headquarters building at Lot 7, Glenmarie, Selangor. Rainwater is collected in a receiving tank and filtered to remove taste, colour, odour, rust, sediment, suspended particles and residual chlorine. The filtered water is then stored in five 1.8m³ tanks and used for vehicle washing.

A digital scoreboard displays real-time water quality and usage data, helping to improve resource efficiency. The system has been fine-tuned and is now operating smoothly.

> **" This initiative consistently reduces daily water consumption for car wash operations by approximately 30% in BAP. "**

#SAVEWATER CAMPAIGN (FY2025)

To strengthen engagement, the Sustainability team launched a Group-wide campaign featuring:

1. Circulation of awareness posters via email to all employees
2. Practical reminders encouraging staff to:
   - Turn off taps when not in use
   - Report leaks promptly to the ESH team
   - Avoid unnecessary water consumption

These initiatives reinforced a culture of environmental responsibility and aligned employee habits with the Group's sustainability goals.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

#SUSTAINABILITY AWARENESS WEEK HELD IN CONJUNCTION WITH HUMAN RESOURCES (HR) WEEK 2025

As part of the Group's ongoing efforts to promote, educate and raise sustainability awareness among employees, the Sustainability team participated in HR Week 2025 in April 2025. An environmental awareness booth, under the slogan "**Let's Reduce Emissions for a Greener Environment**," encouraged environmental consciousness, inspired meaningful action and fostered a culture of responsibility among employees.

A key highlight during the event was the "Tree of Commitment" canvas poster, which encouraged employees to leave their thumbprints as "leaves" on a symbolic tree, representing their personal pledge to environmental sustainability. The resulting artwork became a vibrant tree filled with colourful leaves, symbolising unity, shared responsibility and a strong collective commitment to a greener future.

A new Tree of Commitment canvas was displayed each day throughout the three-day event.



• Support for the "Tree of Commitment"

WASTE AND POLLUTION

BAuto's ESH Division leads efforts to monitor and manage waste and pollutant discharge across operations, ensuring full compliance with national and local environmental regulations. The Group adopts a structured waste management approach, prioritising reduction, reuse and recycling, to minimise environmental impact, boost efficiency and lower operational costs. It also partners with licensed waste vendors and sustainability-focused organisations to drive innovative waste reduction and recycling efforts.

Environmental Performance Monitoring Committees at each branch oversee scheduled waste disposal activities. All data is logged and reported via the Electronic Scheduled Waste Information System (eSWIS), ensuring traceability and regulatory compliance.

Domestic Waste

- Regular non-hazardous waste generated from BAuto's office operations is disposed of through municipal waste channels, with ongoing efforts to promote recycling and reduce general landfill contributions.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

Scheduled and Hazardous Waste

- The Group's after-sales service centres and paint booths produce various types of scheduled waste, including paint sludge, oil sludge, used engine oil, used oil filters, oil-contaminated containers, rags and gloves. In line with the Environmental Quality (Scheduled Waste) Regulations 2005, BAuto ensures all hazardous waste is handled responsibly.
- During vehicle servicing, fluids like engine oil and coolant are first collected in a waste oil drainer tank. Once full, these fluids are transferred to properly labelled intermediate bulk containers (IBCs) or steel drums for temporary storage. All scheduled waste is collected by licensed contractors and removed from the site within the legally mandated 180-day period.

EV Battery Waste

- EV battery waste poses unique challenges due to limited shelf life, potential safety risks and the need for temperature-controlled storage. As one of the few EV distributors with dedicated EV battery waste protocols, BAuto has implemented responsible procedures for the storage, retrieval and recycling of replacement batteries. By collaborating with local specialist companies, the Group reduces transportation-related emissions and supports safe, sustainable battery disposal.

Noise pollution is discussed in the Safety and Health section of this Statement.

GREEN RECYCLING

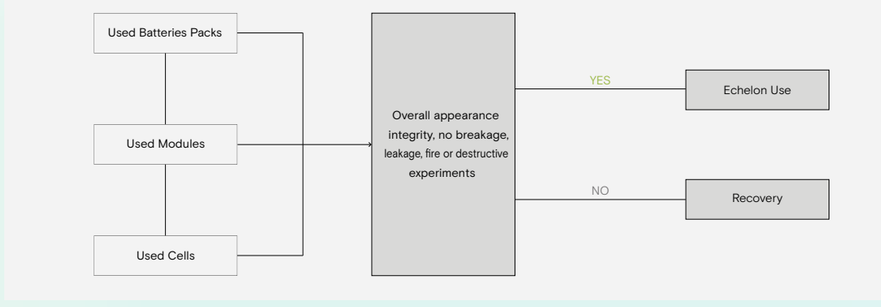
As EV adoption accelerates, safely and sustainably disposing of used batteries is vital to reducing environmental impact, conserving resources and maintaining public trust in clean mobility.

XPeng China has adopted a full-cycle battery recycling system. Batteries returned via aftermarket sales or customer handovers go to authorised service centres, where trained XPeng China technicians perform diagnostics. Certified partners dismantle batteries deemed end-of-life and process them for reuse or material recovery.

In FY2025, XPeng China had recycled over 690 self-produced battery packs, achieving a recovery rate of more than 95%.

This closed-loop system reinforces XPeng China's commitment to sustainability and long-term growth in the EV sector.

Flow diagram of battery recycling process



References: https://www1.hkexnews.hk/listedco/listconews/sehk/2024/0417/2024041701158.pdf
Source: XPeng Inc. 2023 ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT - Sustainability Management, Creating a Low-Carbon Future

For XPeng Malaysia, no battery packs were recycled during the reporting year, as the vehicles were only launched in FY2025

SUSTAINABILITY **STATEMENT** *(Cont'd)*

BIODIVERSITY AND CONSERVATION

Biodiversity is the foundation of a healthy planet. As a key player in the global economy, the automotive industry has both the responsibility and the opportunity to support ecosystem regeneration, not just through cleaner vehicles but by embedding sustainability into the broader value chain.

KIA AND OCEAN CLEANUP

Kia Corp is tackling ocean pollution through its seven-year global partnership with The Ocean Cleanup, demonstrating how automakers can contribute to environmental restoration beyond product innovation. By supporting advanced cleanup technologies and raising global awareness, Kia Corp is helping restore marine biodiversity and promote a cleaner future. This collaboration has removed over 1 million pounds of plastic from the ocean. It is now expanding to include river cleanup efforts, while also promoting the use of recycled ocean plastic in Kia accessories. In recognition of these efforts, Kia was named "Sustainability Disruptor of the Year" by Newsweek in April 2025.

PHILIPPINES: FY2025 CONSERVATION HIGHLIGHTS

BAP has strengthened its environmental stewardship through several initiatives:



Tree Planting in Sinoloan, Laguna (8 November 2024)
46 employees planted **300 cacao** seedlings, promoting reforestation and sustainable agriculture in the region.



Mazda BT-50 Pangolin II Edition Sponsorship
BAP continues to support the Katala Foundation, a non-profit non-profit organisation dedicated to conserving endangered wildlife in the Philippines. The sponsored **Mazda BT-50 3.0L 4x4 Pangolin II Edition** helps monitor and protect species such as the Philippine Pangolin and Red-vented Cockatoo in the Palawan Island.

These initiatives reflect a growing commitment to biodiversity, environmental education and collective employee engagement, aligning conservation efforts with BAuto's sustainability goals.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

GREEN INITIATIVES IN THE WORKPLACE

BAuto is cultivating a greener, more sustainable workplace through everyday actions that minimise environmental impact and promote conscious behaviour. These initiatives reflect the Group's ongoing commitment to environmental responsibility at every level of its operations.

Sustainable Workplace Practices

1. **Waste Management:** Staff are encouraged to separate recyclable and non-recyclable waste to support effective disposal.
2. **Reuse of Office Supplies:** Items such as ring files and paper clips are reused to reduce unnecessary waste.
3. **Paperless Practices:** Digital storage is prioritised, with printing restricted to essential documents.
4. **Resource Conservation:** Measures are in place to reduce electricity and water consumption across offices such as using energy savings LED lighting.

#SaveElectricity Campaign

1. Switch off unused appliances
2. Enable sleep/hibernate modes on computers
3. Embrace energy-saving habits throughout the day

These initiatives empower employees to play an active role in building a responsible, future-ready organisation.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

WITH OUR SOCIETY

BAuto drives positive impact beyond the road, embedding community investment into its broader business strategy. By aligning social initiatives with long-term growth, the Group champions focus area that promote road safety, responsible vehicle handling, youth empowerment and overall community wellbeing.

Recognising the value of employee volunteerism, BAuto fosters a culture of compassion and shared responsibility. Through strategic partnerships, active staff involvement and targeted outreach, the Group addresses pressing social needs, strengthening communities while enhancing brand trust and stakeholder confidence.

MAZDA MEDICARE FUND ("MMF")

Established in 2015, BAuto and Prima Merdu Sdn Bhd ("PMSB") jointly manage the Mazda Medicare Fund ("MMF"), which delivers humanitarian aid and medical assistance to underprivileged Malaysians. Subsidising life-saving haemodialysis treatment for financially constrained patients with end-stage renal disease ("ESRD") is a key focus. In partnership with B. Braun Avitum Renal Services Sdn Bhd, the MMF enables eligible individuals to receive care at any of the 13 B. Braun dialysis centres nationwide.

> "In FY2025, MMF disbursed RM842,050, which benefited 60 patients. Over the past ten years, the MMF has contributed a total of RM5,069,251, supporting 404 patients across Malaysia."

Details	FY2023	FY2024	FY2025
Dialysis treatment (RM)	558,070	478,400	842,050
Helped beneficiaries (No.)	42	35	60
Total contribution (RM)	4,250,220	4,728,620	5,069,251
Cash & in-kind (RM)	80,000	725,962	340,631

MMF CHARITABLE CAUSES

MMF continues to support vulnerable communities across Malaysia, including elderly care homes and orphanages, through financial aid and well-vetted charitable initiatives that effectively utilise donations.

To drive a more profound impact, MMF's frameworks promote employee volunteerism, recognising and rewarding staff who contribute their time to social causes.

In FY2025, MMF contributed RM340,631 to welfare homes, cancer hospitals, elderly centres and orphanages, reinforcing its commitment to community well-being.

MAZDA CHARITY DRIVE

During FY2025, the Mazda Charity Drive, jointly organised by MMF and BMT, brought together 14 Mazda car owners and over 24 individuals, including family members and friends, in a community convoy across Penang and Kedah. The initiative supported underprivileged groups, including children with special needs and elderly residents, reinforcing MMF's ongoing commitment to community care.

Date & Location
7 December 2024
Penang & Kedah convoy

Beneficiary Stops
- Persatuan Kanak-Kanak Cacat Yee Ran Jing Sheh, Bukit Mertajam
- Pusat Jagaan G, Sungai Petani

MMF Contributions
- **RM15,000** donated to each home
- Provided nutritious lunch box, desserts and goodie bags for the residents

Special Activities
- MMF Committee organised performance for the elderly at Pusat Jagaan G, Sungai Petani
- High tea session for Mazda Club members to reflect and show appreciation

Mazda Charity Drive reflects MMF's continued support for children's rights and social inclusion. BAuto remains committed to expanding its outreach and supporting vulnerable communities across Malaysia.







> "The initiative supported underprivileged groups, including children with special needs and elderly residents, reinforcing MMF's ongoing commitment to community care."

SUSTAINABILITY **STATEMENT** *(Cont'd)*



MAZDA CHARITY GOLF TOURNAMENT

On 6 November 2024, BMSB hosted the 10th Annual Mazda Charity Golf Tournament at the Glenmarie Golf & Country Club in Shah Alam. The tournament is part of MMF's yearly initiatives to raise funds to help the underprivileged in Malaysia.

Mazda employees, directors, dealers, vendors and club members came together in full force, with 200 golfers participating. The event raised approximately RM905,302, which BMSB donated in full to MMF. The funds will sustain and expand MMF's healthcare outreach, extending support to ESRD patients and charitable institutions such as orphanages, elder care homes and cancer treatment centres.

BAuto (via BMSB) continues to champion corporate social responsibility through this flagship event, delivering lasting impact and support to the communities it serves.

> "The event raised approximately RM905,302, which BMSB donated in full to MMF."



SUSTAINABILITY **STATEMENT** *(Cont'd)*

MFI POLYTECHNIC INSTITUTE INC

BAP continues to invest in youth empowerment through its longstanding partnership with MFI Polytechnic Institute Inc. Now in its 11th year, the BAP Mazda-MFI Automotive Technology Scholarship Programme offers underprivileged students free technical education, hands-on training and a pathway to career opportunities in the automotive sector.

AT A GLANCE

Established
2013

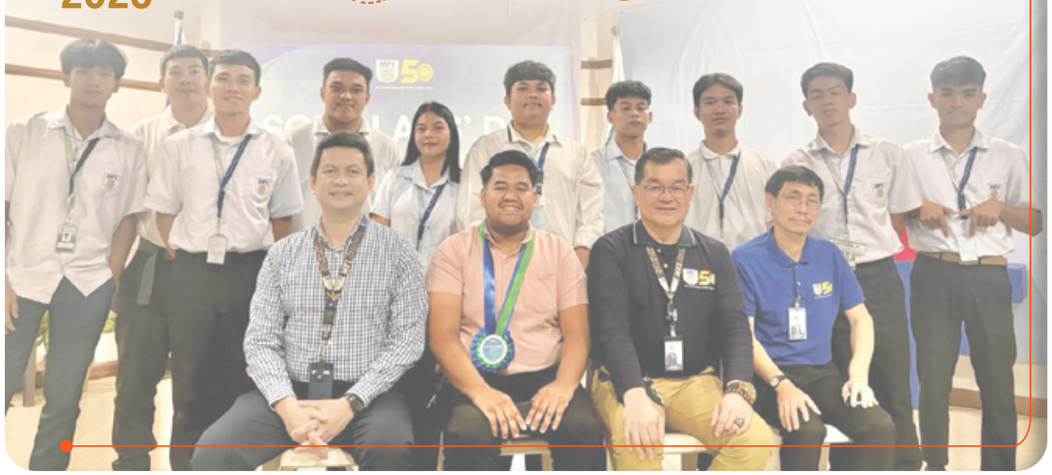
Duration
2-year Diploma Programme

Graduates Produced:
170 to date

Scheduled Conclusion:
2026

Current Intake:
11th Batch: 10 students currently enrolled

10th Batch:
Undergoing On-the-Job Training ("OJT"), graduating August 2025



This programme exemplifies BAP's commitment to nurturing future talent and building a more inclusive, skills-based workforce.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

SCHOLARSHIP PROGRAMME WITH DON BOSCO COLLEGE INC

In September 2024, BAP partnered with Don Bosco College Inc. to launch a two-year Diploma Programme in Automotive After-Sales Management. The Mazda-DBC Scholarship empowers economically disadvantaged yet deserving students with the skills and experience needed to thrive in the automotive industry.



• MOA Signing

Programme Highlights

Enrolment:
10 students in the first intake (September 2024)

Structure:
Year 1: Academic studies at Don Bosco College

Year 2: 500 hours of OJT with BAP and Mazda dealerships

Objective:
Combine classroom learning with hands-on experience to support job readiness

This initiative reflects BAP's continued commitment to education, skills development and inclusive growth in the automotive sector.

COMMEMORATING LEGACY WITH COMPASSION

BAuto (via BAP) reinforced its commitment to community engagement and social responsibility by participating in the Sports Cars for a Cause ("SCFC") charity event, held in Bonifacio Global City, Philippines.

The event marked the Asia debut of the Mazda MX-5 35th Anniversary Edition outside Japan, aligning a major brand milestone with a greater social purpose.



• Visitors at the SCFC Charity Event

Event Highlights

Organiser:
BGC Car Club

Scale:
Over 200 vehicles and hundreds of sports car enthusiasts

Impact:
Proceeds donated to the Sisters of Mary School, supporting scholarships and educational resources for underprivileged students

Mazda's presence at SCFC celebrated innovation and heritage while transforming collective enthusiasm into a tangible social impact.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

DRIVING CHANGE TOGETHER WITH THE MAZDA PRIVILEGE CARD

Introduced in 2018, the Mazda Privilege Card ("MPC") is more than a membership; it is a platform for customers to support Mazda's social sustainability efforts. For every sign-up, the full RM100 fee is channelled directly to the MMF, helping to fund medical aid and community outreach initiatives.

Customers play an active role in Mazda's charitable mission simply by enrolling. The MPC programme offers a way to give back while enjoying exclusive privileges as a valued Mazda owner.

Mazda Privilege Card: Giving Back with Every Sign-Up

Purpose
- 100% of sign-up fee (RM100) goes to MMF
- Supports medical aid & outreach programmes

Tax Benefit
- Fully tax-exempt by the Inland Revenue Board of Malaysia

Customer Privileges
- 15% off on selected Mazda genuine parts & official merchandise
- 5% off labour charges
- Valid at all participating service centres
- Valid for 3 years & renewable for a further 3 years at RM30.00

Social Impact
- Helps underprivileged communities across Malaysia
- Enables customers to contribute meaningfully

> "In FY2025, BAuto received 1,749 new MPC applications, contributing RM174,900 to the MMF."

SUSTAINABILITY **STATEMENT** *(Cont'd)*

DRIVEN BY PASSION, POWERED BY PEOPLE

People are BAuto's greatest asset. The Group fosters an inclusive and supportive workplace that drives innovation, collaboration and sustainable growth. Just as precision engineering fuels automotive excellence, BAuto builds its workforce on diversity, resilience and skill.

Strong governance ensures fair and ethical labour practices. The Group's labour standards stipulated in its Code of Conduct and Business Ethics sets clear standards for responsible employment. BAuto translates these into local languages where necessary to ensure complete understanding. Beyond written policies, BAuto empowers employee representatives to engage directly with management, promoting open dialogue and shared solutions.

BAuto recorded zero cases of non-compliance with labour standards during this financial year.



"BMSB receiving the Excellence Award in Technical Vocational Education Training ("TVET") at the HRD Awards 2024."

DRIVING LOCAL TALENT

BAuto is committed to local hiring as a driver of national economic growth and community development. By reflecting the communities it serves, the Group fosters an inclusive and responsive workforce.

BAuto actively participates in career fairs and collaborates with local educational institutions to attract emerging talent and promote industry awareness. Internship opportunities provide students with valuable hands-on experience, equipping them with practical skills essential for their future careers.

Through these efforts, BAuto nurtures a skilled local workforce and strengthens its role in empowering communities across Malaysia.

ENHANCED EMPLOYEE BENEFITS STRUCTURE

In FY2025, BAuto enhanced its employee benefits to better align with evolving workforce needs and comply with legislative changes. The updated structure promotes well-being, supports career growth and fosters a more inclusive and motivating workplace. This enhancement reinforces the Group's commitment to a progressive and supportive work culture.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

The table below outlines the key updates to the benefits structure:

Key Benefit Updates Structure

Regulatory Compliance & Leave

Employment Act Compliance
Employees earning RM4,000 and below are now eligible for overtime pay (per amended Employment Act 1955).

Overseas Leave
New non-payable leave introduced, converted from unused annual leave for overseas travel.

Travel & Daily Expenses

Overtime Meal Allowance
Extended to employees earning above RM4,000.

Subsistence Allowance
Standardised with new cap for hotel accommodation during outstation travel.

Petrol Card Limit
Increased monthly limits across all eligible employee grades.

Medical & Health Coverage

Outpatient Medical Benefits
Revised coverage and limits across all employee categories.

Outpatient Specialist Coverage
Now available to all confirmed employees for access to specialist care.

Professional Development & Engagement

Professional Membership Reimbursement
Annual reimbursement for one job-related membership for confirmed employees.

Social/Recreational Club Membership
Introduced for Senior Manager to Senior General Manager levels.

These enhancements reflect BAuto's ongoing efforts to ensure that employee benefits remain relevant, competitive and aligned with its values of fairness, well-being and professional development.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

EMBRACING DIVERSITY, EQUITY AND INCLUSION

Diversity is not just a principle; it is at the core of how the Group operates. As a frontrunner in the automotive industry, representing international brands and serving a broad customer base, BAuto recognises that an inclusive culture drives innovation and meets evolving global demands.

A strict policy of non-discrimination ensures fair and respectful treatment for all individuals, regardless of their gender, ethnicity, age, religion or background. BAuto provides equal opportunity throughout the employment cycle by:

- Treating all employees fairly and respectfully
- Offering clear paths for career progression and development
- Advancing individuals based on merit, not background

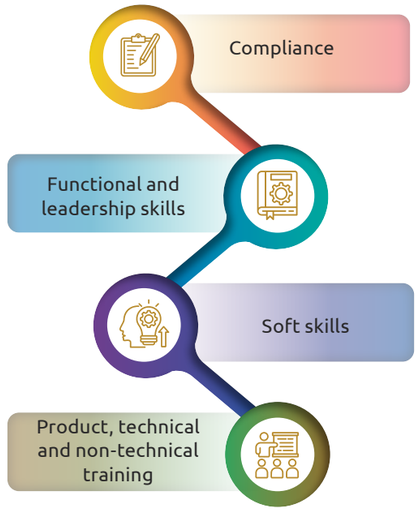
BAuto maintains a 1:1 average female-to-male salary ratio, reflecting pay equity across its workforce. Although this ratio may vary by role, qualification and experience, the Group monitors and addresses any disparities through transparent, merit-based frameworks.

In line with its multinational operations, BAuto sees global collaboration as a strategic advantage. The Group welcomes the insights and contributions of its international colleagues and partners, particularly from Japan, Korea and China, who play a key role in driving innovation and responsiveness. This diverse talent pool enables BAuto to remain agile and customer-focused in a dynamic, multicultural landscape.

> "The Group welcomes the insights and contributions of its international colleagues and partners, particularly from Japan, Korea and China, who play a key role in driving innovation and responsiveness."

CAPACITY BUILDING

BAuto is committed to developing its people through continuous job-related and personal development growth opportunities. In FY2025, the Group's Malaysian operations held 84 training courses across:



These programmes equip employees with the skills to grow alongside the business and progress in their careers.



• BTS EV training class

SUSTAINABILITY **STATEMENT** *(Cont'd)*

EMPOWERING FUTURE TALENT: BAUTO TRAINING SCHOOL

BAuto nurtures the next generation of automotive professionals through the BAuto Training School ("BTS"), a certified centre under Jabatan Pembangunan Kemahiran, Malaysia ("JPK") and Institute of the Motor Industry, United Kingdom ("IMI"). BTS delivers Technical and Vocational Education and Training ("TVET") that meets both national and international standards.

The training centre offers three structured, industry-aligned programmes:

- Bermaz Auto Mechatronic Training ("BAMT")
- Bermaz Auto Mechanic Program ("BAMP")
- Bermaz Auto Body & Paint Program ("BABP")

Individuals who are passionate and desire to make a career in the automotive industry are strongly encouraged to enrol in the various apprenticeship offered by BTS. These programmes equip participants with practical, job-ready skills, with growing emphasis on EV technologies and advanced learning platforms to keep pace with industry evolution.

BTS also plays a key social role. In line with BAuto's corporate social responsibility goals, it offers complimentary apprenticeships to underprivileged youth, including those without formal education. These programmes create pathways to long-term employment and actively contribute to reducing youth unemployment in Malaysia.

Graduates can join BAuto's after-sales network as skilled technicians, supporting their career growth and the Group's operational excellence.

Through BTS, BAuto builds a strong industry talent pipeline while empowering underserved communities, demonstrating its commitment to both people development and inclusive progress.

Programme	Enrolled since programme inception	Graduated
BAMT (3-year programme)	314	249
BAMP (2-year programme)	237	185
BABP (2-year programme)	228	172
Total	**779**	**606**

* Slight revision following standard data reconciliation.

DRIVING SALES EXCELLENCE

In today's competitive automotive market, well-informed and thoroughly trained sales consultants are crucial for delivering exceptional customer experiences, fostering brand loyalty and sustaining revenue growth.

New sales consultants at BAuto undergo two core training programmes:

Sales Training Programme
Covering salesmanship, product knowledge and professional soft selling skills

Practical Drive Training
Focusing on vehicle dynamics and product comparison drives

All sales consultants attend regular new product training across all brands to maintain up-to-date information on the latest products.

In FY2025, BAuto's dedication to sales excellence was evident in its extensive training efforts, with 2,028 participants attending 201 sessions. These programmes amounted to 5,890 man-hours and 841 man-days of training, demonstrating the Group's ongoing commitment to developing a highly skilled, customer-oriented salesforce.

> "BAuto's dedication to sales excellence was evident in its extensive training efforts, with 2,028 participants attending 201 sessions."

SUSTAINABILITY **STATEMENT** *(Cont'd)*

SUCCESSION PLANNING

BAuto is building a strong leadership pipeline to ensure business continuity and future readiness. In FY2025, the Group identified 21 high-potential employees for its succession planning programme.

1. Executive Coaching
2. Dialogue Sessions with the Executive Chairman
3. Talent Reviews with Department Heads
4. Kaizen Projects*

* Kaizen (Rapid Improvement Process) focuses on improving productivity, reducing waste and achieving sustained continual improvement in targeted activities and functions.

These initiatives sharpened strategic thinking, cross-functional collaboration and decision-making skills.

BAuto will continue to assess and develop its talent to align with organisational goals and cultivate capable future leaders.

EMPOWERING PERSONAL GROWTH

BAuto supports holistic employee development through a wide range of personal growth initiatives. In January 2025, the Group launched a dedicated e-learning series covering wellness, personal finance, stress management and lifestyle topics. Employees are encouraged to take ownership of their self-development, with many also enrolling in communication and language courses.

To promote lasting behavioural change and personal effectiveness, BAuto runs two annual soft skills programmes: The Power of Habits and The 7 Habits.

In April 2025, the Group hosted a three-day HR Week themed "Communication & Collaboration," featuring talks on wellness and finance management through live podcasts.

BAuto also conducted interactive sessions to strengthen interpersonal skills and workplace wellbeing during the three-day event.



• Interactive live session with Group Heads of Sales and After-sales



• Employees participating in the various booths during the HR Week

SUSTAINABILITY **STATEMENT** *(Cont'd)*

SAFETY AND HEALTH

BAuto is committed to providing a safe and healthy work environment through a comprehensive Safety and Health Management Policy and System. The Group adheres strictly to local regulations and international standards, embedding a safety-first culture across all levels of the organisation.



BAuto

Safety and Health Policy

BAuto group of companies are committed to safeguard safety and well-being of our employees, subcontractors and visitors in all workplaces

We will

Comply with all relevant legislations, regulations and other legal requirements

Continually identify potential hazards and strive to eliminate them

Manage and disseminate information on safety and health awareness in the organization

Ensure that our people are provided with sufficient protective equipment to minimize the risk of injury

SIGNED

Tan Sri Dato' Sri Yeoh Choon San
Executive Chairman

CERTIFICATIONS & ENVIRONMENTAL STANDARDS

As of FY2025, Mazda's operations at Lot 7, Glenmarie, Selangor, and its Planning & Distribution Centre at Jalan Padang Jawa, Shah Alam, are certified under ISO 9001:2015 (Quality Management Systems – Requirements), reflecting the Group's commitment to quality assurance, customer satisfaction and continuous improvement.

Key partner Inokom (CKD assembler) has achieved certification in both:

- ISO 14001 – Environmental Management
- ISO 45001 – Occupational Health and Safety

These certifications reinforce BAuto's high standards in environmental stewardship, workplace health and operational safety across its value chain.

RISK MANAGEMENT & DUE DILIGENCE

The Group implements robust processes for:

- Hazard identification
- Risk assessment
- Incident investigation

These are integrated into due diligence for both existing operations and new projects, enabling proactive risk mitigation in line with top-tier international and national standards.



• EV training programme at BTS

SUSTAINABILITY **STATEMENT** *(Cont'd)*

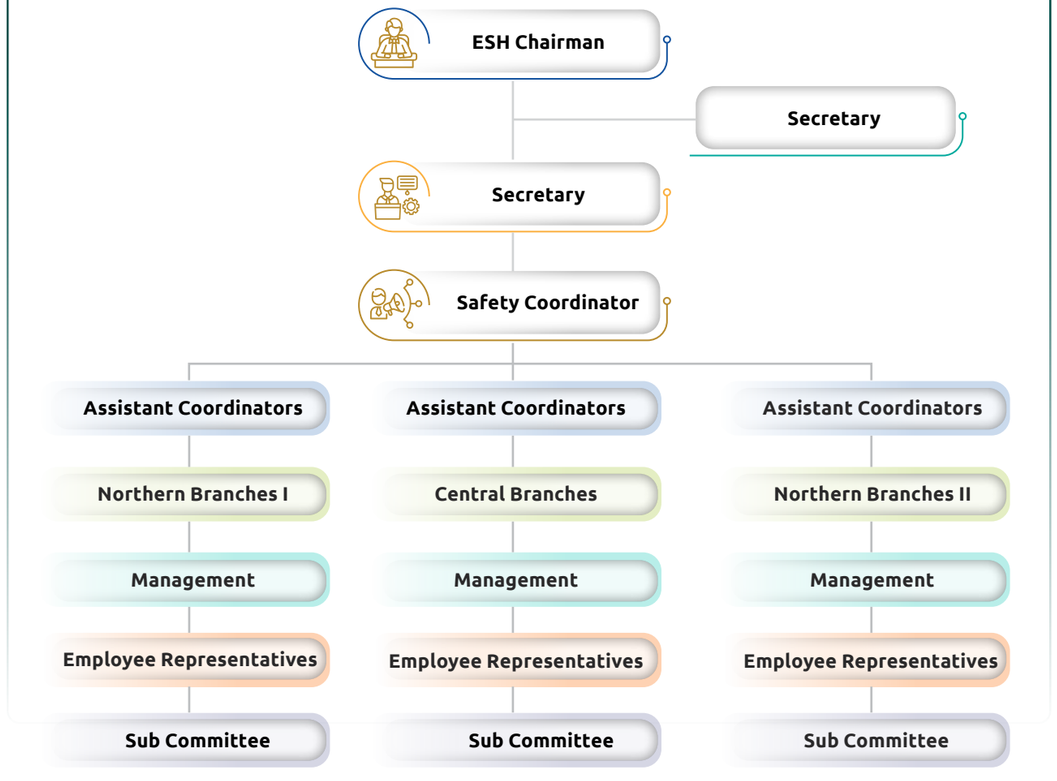
SAFETY GOVERNANCE

The ESH Committee, presently chaired by Encik Zulkifli bin Dzin, plays a central governance role. It:

- Reports periodically to the Sustainability Committee and Board
- Meets regularly to review safety performance and address emerging risks in the Group's operations
- Drives continuous improvement in ESH practices

ESH Committee Composition & Structure:

1 ESH Chairman	1 ESH Advisor	1 Secretary
1 Safety Coordinator	3 Assistant Safety Coordinator	17 Management Representatives
17 Employee Representatives	22 Sub-Committee Members	



This inclusive structure ensures strong oversight and fosters a culture of shared responsibility for environmental, safety and health matters throughout the organisation.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

TRAINING & ENGAGEMENT

BAuto raises awareness and maintains high compliance standards by conducting regular safety training for employees and suppliers. These cover:

- Internal policy and procedure compliance
- Enhanced safety measures
- Prevention-focused behaviours
- Role-specific safety responsibilities
- Collaboration with external experts

EXTERNAL PARTNERSHIPS & PROGRAMMES

BAuto works with leading safety authorities and professionals to deliver targeted training, including the following, which are all conducted by independent consultants:

- Occupational Safety and Health ("OSH") Coordinator Competency Programme
- Safe Chemical Handling & Hearing Conservation Programme
- Basic Occupational First Aid, Cardiopulmonary Resuscitation ("CPR") & Automated External Defibrillator ("AED") Training
- Basic Firefighting, Emergency Preparedness & Response briefing

A CULTURE OF SAFETY

Through this comprehensive and collaborative approach, BAuto continues to cultivate a safety-first culture that protects its people, strengthens operations and safeguards surrounding communities.

SAFETY INITIATIVES

ENHANCING SCHEDULED WASTE COMPLIANCE THROUGH CEPSWAM TRAINING

In FY2025, BAuto enrolled five staff members in the Certified Environmental Professional in Scheduled Waste Management ("CEPSWAM") programme:

- **3** staff members from the Klang Valley Region
- **2** staff members from the Northern Region

This training strengthened environmental compliance under Regulation 49A of the Environmental Quality Act 1974. All five staff members passed the required examination and are now preparing their Field Training Reports ("FTRs"), which must be completed within a year. Following the submission of the FTRs, the Environmental Institute of Malaysia ("EiMAS") will conduct interviews as the final step toward certification.

Upon certification, these staff members will oversee the legal and environmental management of scheduled waste across the BAuto Group's operations.

DOE INSPECTION

In May 2024, the Department of Environment ("DOE") in Penang inspected the Group's Kia branch at the Sungai Tiram facility, with a focus on the management of car air-conditioning refrigerants.

The inspection verified compliance with the Environmental Quality (Refrigerant Management) Regulations 2020 ("EQ Regulation"), specifically ensuring that prohibited substances listed in the First and Second Schedules of the EQ Regulation were not in use.

The DOE confirmed that said the facility uses only genuine, compliant refrigerants and in compliance with Regulation 3 of the EQ Regulation, which prohibits the use of non-compliant substances.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

CHEMICAL HEALTH RISK ASSESSMENT

BMTSB engaged an independent consultant to conduct Chemical Health Risk Assessments ("CHRAs") across all its branches in the Klang Valley from September to November 2024. The CHRAs aimed to identify potential health risks associated with exposure to hazardous chemicals, including inhalation and skin contact.

The assessment did not uncover any significant issues. It identified several respiratory sensitiser chemicals in use and recommended either substituting them with less hazardous alternatives or, where substitution is not feasible, ensuring full use of personal protective equipment ("PPE"). Engineering controls, such as enclosed mixing rooms and ventilated spray booths, met required standards. Workers used PPE correctly, supported by certified equipment, training and clear signage. The assessment also advised on the implementation of additional organisational and administrative measures to further reduce exposure. Emergency response plans and medical readiness were in place. It recommended air and biological exposure monitoring, especially where PPE plays a critical role. Employees exposed to high-risk chemicals require medical surveillance, followed by care directed by occupational health professionals.

In January 2025, BAuto conducted an introductory session on Safe Chemical Handling and Hearing Conservation to strengthen chemical safety awareness. Seventeen staff members participated in this training.



NOISE RISK ASSESSMENT

During September to November 2024, BMTSB had conducted Noise Risk Assessment ("NRA") across its branches. An independent consultant was engaged to conduct the NRA, which focused on high-noise areas such as after-sales service and body and paint departments.

The primary objective was to identify noise levels at the workplace that exceed safety limits and evaluate the risk of hearing damage. The assessment revealed that noise levels in specific areas, including workshops, body and paint areas, and car wash bays, had exceeded the permissible limits. The assessment recommended a series of control measures which were implemented by BMTSB, including:

- Mandatory use of hearing protection in high-noise areas
- Installation of noise barriers
- Modification or upgrading of equipment to lower noise emissions at the source

These efforts ensure compliance with the Occupational Safety and Health (Noise Exposure) Regulations 2019, which cap daily noise exposure at 85 dB(C) (Noise Exposure Regulations").

The office areas remained within safe limits. To complement the assessment, a virtual Noise Risk Assessment Presentation was held on 13 November 2024 for all Northern branches, raising awareness of hearing protection requirements and reinforcing compliance with the Noise Exposure Regulations.



• Briefing by independent consultants on CHRA

SUSTAINABILITY **STATEMENT** *(Cont'd)*

STACK EMISSIONS MONITORING REPORT

During FY2025, an independent consultant was engaged to conduct stack emissions monitoring on the body & paint operations in the Klang Valley to ascertain compliance with Regulation 13 of the Environmental Quality (Clean Air) Regulations 2014, specifically for total particulate matter as outlined in the Third Schedule of the said regulation.

The monitoring measured emissions from unit stacks, including the Spray Booth, Surface Preparation Bay and Paint Mixing Room, as well as the effectiveness of air pollution control systems during normal operations. The report verified that the emissions are within the limits and the air pollution control systems are functioning and meet regulatory requirements.

BAUTO SAFETY WALK INITIATIVE ("SAFETY WALK")

BAuto's Safety Walk, conducted quarterly, is a visual inspection designed to identify and address unsafe or potentially hazardous conditions in the workplace. A key focus is to ensure fire safety equipment functions properly, particularly emergency lighting, so that evacuation routes remain visible during power outages.

Each branch is required to assign a Safety and Health Committee representative to conduct the Safety Walk at the beginning of each quarter and to submit a report on the findings to the ESH Committee.

Key Operational Areas Covered by Inspections

- Workshop
- Car Wash
- Scheduled waste storage
- Body and paint departments
- Office spaces
- Training centre
- Showroom

ERGONOMIC TRAINING

In September 2024, the Northern ESH team conducted an in-house ergonomic training for Mazda after-sales team. The training raised awareness of proper ergonomics, focusing on safe lifting techniques, posture and body mechanics to reduce injury risks. By promoting efficient and safe practices, the training helped improve employee comfort, boost productivity and encourage long-term health.

NEW STUDENT SAFETY BRIEFING

BAuto conducted safety briefings for each new student intake to ensure a safe and informed start to their training.

19 students from BABP were briefed on 7 October 2025 at Lot 14, Glenmarie

22 students from BAMT were briefed on 9 October 2025 at Lot 9, Petaling Jaya

Briefing Session Components

- Safety protocols
- Emergency procedures
- Proper use of personal protective equipment (PPE)
- Hazard identification
- Incident reporting

These briefings equipped the students with basic essential workplace safety knowledge to promote a safe, responsible and productive learning environment.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

SAFETY AND HEALTH IN BODY AND PAINT WORKPLACE

In October 2024, the ESH team briefed all its body and paint contractors in the Klang Valley on safety and health processes at their workplace.

Session Components

By Paint Supplier

- Addressed common hazards such as chemical exposure, respiratory risks and potential accidents
- Shared best practices for product handling, PPE usage and ventilation systems to reduce health risks

By BAuto ESH Team

- Covered relevant safety regulations, legal compliance and emergency preparedness
- Included guidance on managing oil and chemical spills, fire outbreaks and workplace accidents

The purpose of the briefing is to foster open dialogue and encourage participants to share their experiences and concerns, thereby reinforcing a shared commitment to a safer and healthier work environment.

SAFETY TALK AWARENESS PROGRAMME

In October 2024, BAuto hosted the "1Rapi & Fire Prevention Seminar 2024" at the Auditorium Hall, Lot 7, Glenmarie in collaboration with the Fire Preventors' Society, Kuala Lumpur, with a primary focus on fire prevention strategies.

During the seminar, the Royal Malaysia Police ("PDRM") spoke about the high rate of motorcycle accidents and the importance of wearing safety vests, particularly for those commuting to the office by motorcycle. After the session, BAuto launched a safety vest awareness campaign for staff who commute to work by motorcycle. As part of this initiative, safety vests were distributed to all branch representatives, reinforcing the Group's commitment to commuter safety.



• Mock first aid drill at one of the Body and Paint workplace



• Mock fire evacuation drill at one of the after-sales service centres

This programme emphasised the importance of fire and safety awareness, as well as community collaboration, in creating a safer working environment.

To further strengthen emergency preparedness across the Group, BAuto conducted internal evacuation drills during FY2025. A fire drill was held at Lot 7, Petaling Jaya, on 18 February 2025, involving full participation from employees and Emergency Response Team members. The exercise tested evacuation speed, route familiarity and coordination effectiveness. In the Northern Region, similar drills were conducted at Kampung Gajah on 16 December 2024 and Juru on 19 January 2025. These site-level exercises ensured all employees were familiar with emergency procedures and ready to respond effectively in the event of an actual incident.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

DOSH OCCUPATIONAL SAFETY AND HEALTH AUDIT

In FY2025, BAuto's Lot 7 and Lot 14 in Glenmarie were randomly randomly selected for an OSH audit by the Department of Occupational Safety and Health ("DOSH").

The team received two weeks' notice to prepare documentation. During the audit, DOSH officers thoroughly assessed key safety and health compliance areas and expressed satisfaction with the submissions. The Company will use the audit findings to strengthen the Group's safety controls and align practices with national occupational safety standards. The audit concluded with commendable results:

Lot 7: Grade A	91%
Lot 14: Grade B	85.8%

The results reflect BAuto's ongoing commitment to workplace safety and regulatory compliance.

BASIC OCCUPATIONAL FIRST AID, CPR AND AED TRAINING

As part of its ongoing safety initiatives, BAuto conducted Basic Occupational First Aid, cardiopulmonary resuscitation ("CPR") and Automated External Defibrillator ("AED") training in February 2025 in the Klang Valley and Northern Region. The programme focused on strengthening emergency preparedness, particularly among Emergency Response Team ("ERT") members, by equipping them with essential life-saving skills.

Key Competencies CPR Techniques

- Proper chest compression
- Rescue breathing
- Recovery position

AED Usage

- Safe and effective use
- Recognising cardiac arrest
- Pad placement & safety

First Aid Response

- Managing injuries and trauma
- Stabilising victims before help
- Incident response coordination



• CPR Training



• AED training



• First Aid Training

The training included the strategic installation of AED units, delivered in collaboration with independent consultants. Approximately 300 participated in this competency-building initiative.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

STRENGTHENING CONNECTION AND COLLABORATION

BAuto recognises that a highly engaged workforce thrives on openness, inclusivity and meaningful interactions. The Group has a structure to facilitate employee engagement and, in FY2025, implemented a wide range of initiatives to promote unity, well-being and organisational alignment, such as the followings:

TEAM BONDING

The Group actively promotes health, collaboration and team spirit through a variety of sports and engagement activities throughout FY2025.



Sports for Team Spirit
Friendly football, futsal and badminton matches drew strong cross-departmental participation, fostering interaction and camaraderie beyond the workplace.



Inter-Regional Fishing Competition
The 2025 Fishing Competition connected employees from the Klang Valley and Northern regions in a relaxed setting, promoting bonding and work-life balance through social engagement.

EMPLOYEES OUTING



Employees Outing
On 9 to 11 August 2024, 65 BAP employees went on a three-day getaway to Resthouse Laiya, Batangas, Philippines for team-building and leisure activities in a scenic and relaxing environment.



Blood Donation for Community Care
On 26 March 2025, BAP hosted a blood donation drive at its MCOE, supporting local healthcare needs and encouraging volunteerism among employees.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

CULTURAL AND FESTIVE ENGAGEMENTS

BAuto celebrated cultural diversity and national identity through a series of meaningful events that fostered unity, appreciation and shared experience.



March 2025: Iftar Gathering

Location
Glenmarie Hotel & Golf Resort

Attendance:
Board members and 471 employees

Focus:
Celebrating Ramadan with inclusivity, mutual respect and cross-cultural bonding



August 2024: Movie Night

Film
Takluk: Lahad Datu

Locations:
4 cinemas

Focus:
Patriotism and collective pride during Independence Month

SUSTAINABILITY **STATEMENT** *(Cont'd)*



October 2024: Company Trip to Bali

Participants:
~390 employees in 14 batches

Focus:
Appreciation, cultural immersion, cross-departmental bonding

LEADERSHIP COMMUNICATION AND ORGANISATIONAL ALIGNMENT

BAuto continued to foster transparency and alignment through direct, organisation-wide communication.

The annual Townhall Session was held on 26 March 2025, led by the Executive Chairman, Tan Sri Dato' Sri Yeoh Choon San. Conducted in hybrid format (i.e., physical and online), it reached 866 employees across various locations within the organisation.

The session provided corporate updates and reinforced key values, including agility, innovation and resilience in a dynamic working environment.

An interactive Q&A session encouraged open dialogue and two-way communications between the Executive Chairman and the employees, strengthening engagement and organisational cohesion.

> "It reached 866 employees across various locations within the organisation."



SUSTAINABILITY **STATEMENT** *(Cont'd)*

LEARNING, DEVELOPMENT AND DIGITAL ENGAGEMENT

BAuto reinforced its commitment to continuous learning and inclusive engagement through HR Week 2025, held from 8 to 10 April 2025.

The event was held using hybrid format to maximise regional participation. Employees in the Klang Valley region participated in on-site activities, whilst those in the Northern region accessed content through live podcast sessions.

Majority of the employees participated, enhancing cross-regional connectivity, boosting morale and reinforcing alignment with the Group's organisational values.



SUSTAINABILITY **STATEMENT** *(Cont'd)*

UPHOLDING HUMAN RIGHTS AND FAIR LABOUR PRACTICES

Respecting human dignity and safeguarding rights is more than a compliance requirement; it is a core value that shapes how the Group operates, collaborates and grows. The Group upholds fair labour practices across all levels, guided by Malaysian laws and international frameworks such as the United Nations Guiding Principles on Business and Human Rights and the International Bill of Human Rights.

BAuto embeds human rights principles into its Code of Conduct and Business Ethics, applying them not only internally but also to suppliers and business partners. The Group conducts annual assessments on topics such as labour standards evaluations to ensure that all current and prospective partners meet its ethical expectations across the value chain.

To drive shared responsibility, BAuto actively engages employees, partners and other relevant stakeholders in the Code of Conduct and Business Ethics expectations, promoting awareness, accountability and a culture of respect. BAuto ālso conducts risk assessments on labour issues for both potential and existing operations or projects.

The Group also contributes to broader industry improvements by participating in workshops and collaborative projects aimed at strengthening Malaysian labour standards and enhancing employment rights across the automotive sector.

Non-compliance or violations of the Group's labour standards during the year	Cases of child, forced or compulsory labour in the Group's history

BAuto's Commitment to Human Rights and Labour Standards

Policies

1. Policies to prevent child labour include strict adherence to Malaysian labour laws regarding the minimum legal working age. Actions taken include thorough checks during the hiring process to ensure compliance with these regulations.
2. Policies to prevent forced labour in accordance with local laws that state employment must be voluntary. Measures undertaken involve maintaining fair employment terms to uphold these principles.
3. Policies provide equal opportunities and apply non-discrimination in hiring, remuneration or access to training, promotion, overtime, termination or retirement, including non-discrimination against all characteristics, race, religion, gender, age, sexual orientation, disabilities and nationality.

Respecting

1. Support the right to freedom of association where where everyone is respected and is free to belong to any organisation of their choice, following local freedom of association law.
2. Suport the right and respect to collective bargaining and forming a union, including the right to representation and discussion with the Company on employment matters, in compliance with local laws and regulations.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

Addressing

1. Reducing excessive working hours by limiting working hours
2. Offering fair overtime pay and enforces equal pay for equal work principle in accordance with local laws
3. Meeting or exceeding Malaysia's minimum living wage
4. Enforcing a safety policy, code and practices for providing a safe and healthy workplace according to local laws
5. Addressing bullying and harassment by training all senior managers to handle any reports and instances of bullying and harassment, as well as encouraging reporting through the dedicated whistleblowing system
6. Proactive steps to address and prevent labour issues, including child labour and forced labour, by implementing strict supplier screening processes, enforcing the Supplier Code of Conduct, conducting regular audits and site inspections, providing worker grievance mechanisms, and offering training on human rights and ethical labour practices.

CHAMPIONING INCLUSION AND DIVERSITY AT WORK

BAuto embraces diversity as a strength and stands firm on equal opportunity and zero tolerance for discrimination. The Group takes active steps to diversify its workforce and ensure fair access to opportunities at every level.

Regular training, clear policies and transparent grievance channels help maintain an inclusive culture where differences are respected and any unfair treatment is addressed swiftly and appropriately.

DIVERSITY, EQUAL OPPORTUNITY AND NON-DISCRIMINATION

The Group has taken action to improve workforce diversity, equal opportunities and reduce discrimination.

Forging a Discrimination-free Working Environment

Race, traits, sexual orientation and nationality
BAuto does not base recruitment, promotion and recognition on race, traits, sexual orientation or nationality.

Religion
Designated prayer rooms at the workplace accommodate various religious practices.

Gender
A breastfeeding room in the workplace supports nursing mothers.

Age
BAuto offers employees equal training, promotion and appraisal opportunities regardless of age.

Disabilities
The Group eliminates discrimination in disability hiring and provides feasible assistance and an inclusive work environment.

For FY2025, the Group employed 1 disabled employee in its organisation.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

GRIEVANCE MECHANISM AND WHISTLEBLOWING POLICY

BAuto offers a confidential whistleblowing system for reporting unethical conduct, including bullying, harassment, discrimination and other forms of misconduct. Protected under the Whistleblower Protection Act 2010, whistleblowers can report concerns anonymously or openly without fear of retaliation.

Employees may report concerns through their immediate line managers, senior managers, heads of department, the Group Human Resource Department, the Risk Management & Investor Relations Department, or directly to the Executive Chairman, Group CEO, or Audit Committee Chairman. The Group investigates all reports promptly and fairly, while reserving the right to take disciplinary action against those who make false or malicious claims.

The whistleblowing policy ensures a safe, transparent and accountable workplace that addresses all grievances effectively.

OPERATING RESPONSIBLY

BAuto operates with a clear purpose, delivering quality, reliability and long-term value through every vehicle and service. Committed to integrity, excellence and accountability, the Group represents globally trusted brands and backs them with responsive after-sales support.

Customer satisfaction and value creation are at the heart of BAuto's philosophy. Through its distribution and service network, BAuto delivers more than just products, offering complete ownership experiences built on trust, transparency and lasting support.

Strong relationships with brand principals, dealers and customers ensure that every touchpoint adds value, builds loyalty and drives sustainable growth.

ENHANCING OWNERSHIP BEYOND SALES

The customer journey does not end at the point of sale. It continues through ongoing service, support and meaningful interactions that build trust and long-term loyalty.

The Group engages customers through a range of initiatives that enrich the ownership experience, including:

- Exclusive brand activations
- Test drives
- Loyalty programmes
- Interactive digital campaigns

A standout initiative is the MazdaSports Academy Advanced Driving Programme, designed specifically for Mazda owners. Rooted in Mazda's Jinba-Ittai philosophy, which emphasises the harmony between driver and vehicle, the programme delivers immersive, hands-on sessions that promote confident and responsible driving.

During FY2025, three sessions were conducted in June, October and November 2024, deepening the emotional connection between Mazda and its drivers.

In the Philippines, BAP delivered similar purpose-driven events. The Club Mazda PH Run offered a scenic group drive that encouraged camaraderie and celebrated the joy of driving. The Kagitingan Endurance Cup brought together Mazda racers and enthusiasts in a high-energy race that highlighted performance, durability and driver spirit.



• Kagitangan Endurance Cup 2025

SUSTAINABILITY **STATEMENT** *(Cont'd)*

ENGAGING PARTNERS AND STAKEHOLDERS

BAuto fosters strong, ongoing relationships with its broader stakeholder network, with a particular emphasis on dealer engagement and collaboration.

Dealers benefit from regular touchpoints that reinforce alignment and recognise performance, including:

- Monthly dealers' meetings
- Product knowledge sessions prior to launching new and/or facelift models
- The yearly Dealers' Conferences, which celebrate achievements and strengthen the strategic direction

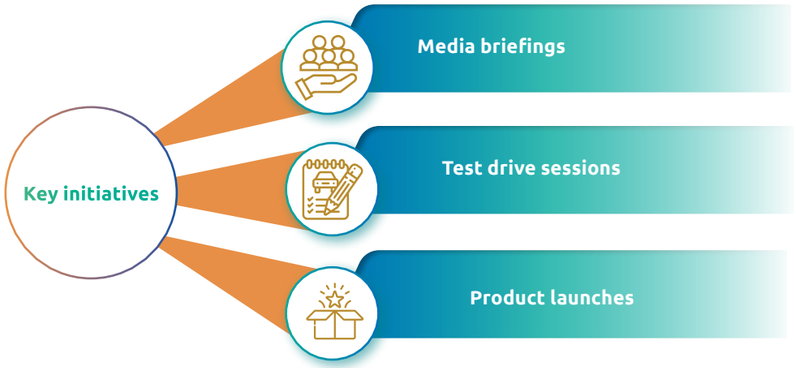


"In the Philippines, BAP hosted the Dealers' Appreciation Night in August 2024 to mark key milestones and deepen collaboration across its regional dealers' network"

SUSTAINABILITY **STATEMENT** *(Cont'd)*

STRENGTHENING MEDIA AND PUBLIC RELATIONS

BAuto maintains active and consistent engagement with media stakeholders to foster strong industry relationships and promote brand visibility.



In early 2025, BAuto hosted its Chinese New Year and Media Appreciation Night, bringing together members of the automotive media to celebrate ongoing partnerships and acknowledge industry support.

To reinforce its commitment to governance and transparency, BAuto's Company Secretary also participated in the 2024 MAICSA Conference held in October 2024, where experts from Suruhanjaya Syarikat Malaysia and Bursa Malaysia shared key insights on compliance and best practices.



• Carlist Award 2024

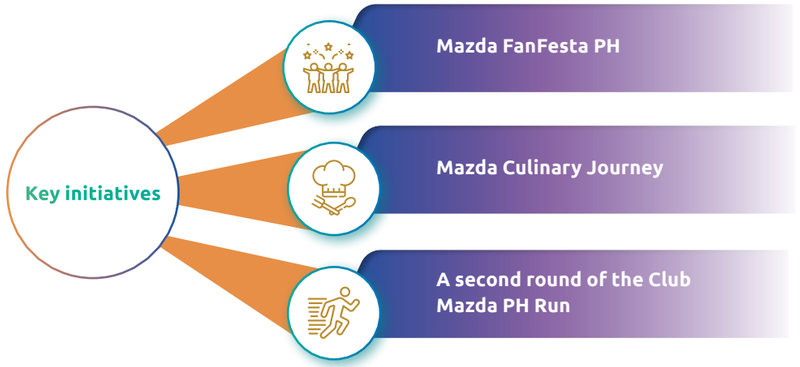


• Carsifu Award 2024

SUSTAINABILITY **STATEMENT** *(Cont'd)*

CELEBRATING COMMUNITY IN THE PHILIPPINES

In the Philippines, BAuto (via BAP) continued to foster strong emotional connections with its stakeholder community through a series of curated, experience-driven events.



BAP organised a series of stakeholder-focused experiences, including Mazda FanFesta PH, the Mazda Culinary Journey and a second round of the Club Mazda PH Run. These events connected customers, partners and brand enthusiasts through shared experiences that reflected the Mazda lifestyle and strengthened community engagement.

These events brought together customers, partners and brand enthusiasts through shared experiences that celebrated the Mazda lifestyle and deepened community engagement.



• Club Mazda PH Run



• Mazda Culinary Journey



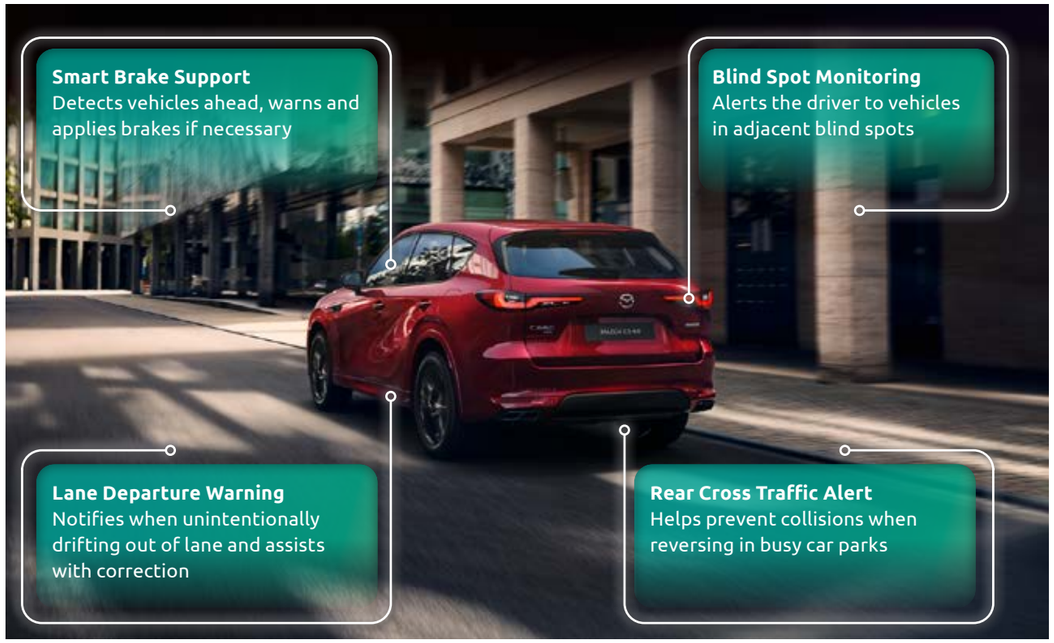
• Mazda FanFesta PH

SUSTAINABILITY **STATEMENT** *(Cont'd)*

PRIORITISING SAFETY ACROSS EVERY DRIVE

MAZDA – CONFIDENCE THROUGH I-ACTIVSENSE

Mazda's Philosophy: Mazda's i-Activsense safety suite utilises cameras and sensors to support the driver, reduce risks and build trust. Featured in all its high-specification models, this system is designed for both city driving and weekend escapes, ensuring the driver is in control of the vehicle at all times.

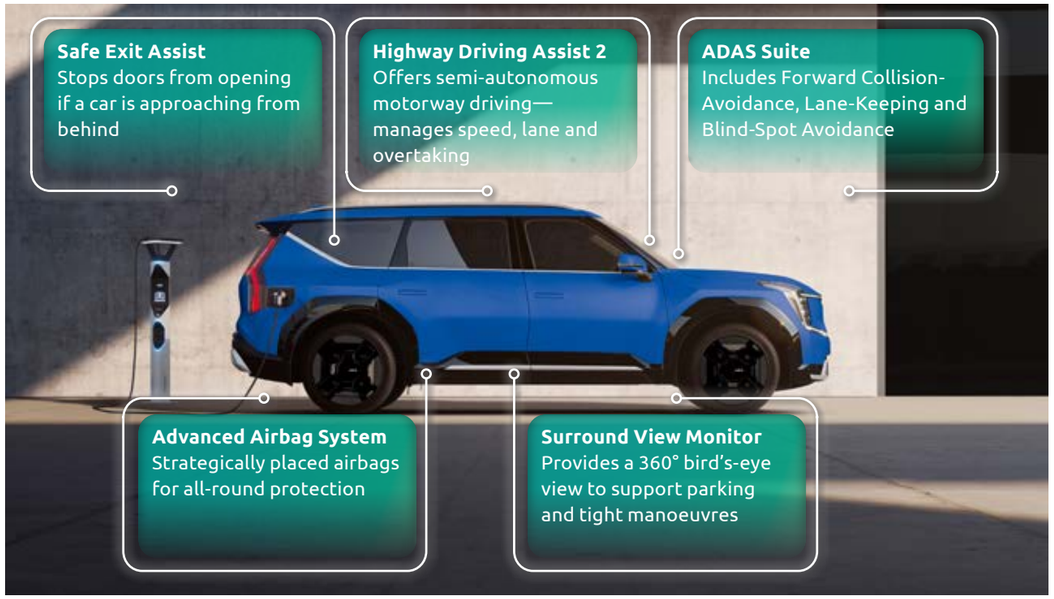




SUSTAINABILITY **STATEMENT** *(Cont'd)*

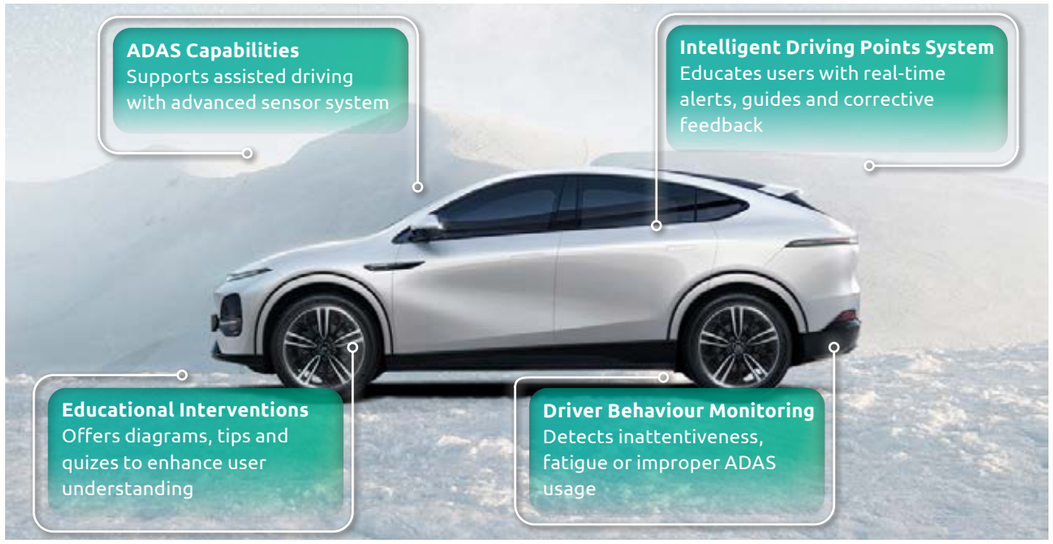
KIA – INTELLIGENT PROTECTION

Kia's Focus: The 2025 Kia EV9 features intuitive technology that prioritises safety at every level, whether navigating urban areas or high-speed cruising, making it an ideal choice for families and long-distance drivers.



XPeng – REDEFINING SAFETY WITH INTELLIGENT DRIVER EDUCATION

XPeng's Innovation: XPeng blends technology and user education to empower responsible driving. Its pioneering safety scoring system ensures drivers understand the technology they use, helping to reduce accidents and the mishandling of vehicles.



SUSTAINABILITY **STATEMENT** *(Cont'd)*

ADVOCATING CHILDREN'S SAFETY THROUGH INNOVATIVE VEHICLE FEATURES

BAuto champions children's safety by aligning with the UN Guiding Principles on Business and Human Rights, also known as the Children's Rights and Business Principles and integrating thoughtful safety innovations into its vehicles.

To safeguard young passengers, all BAuto vehicles are equipped with ISOFIX anchor points, the international standard for securely and efficiently installing Child Restraint Systems (CRS). These built-in metal anchors in the rear seats ensure a firm and stable connection, removing the reliance on seatbelts and significantly reducing the risk of incorrect installation. This enhances child safety, particularly in the event of a collision. Additionally, certain models, such as the Kia EV9 and XPeng X9, feature electronic child safety locks for added protection and peace of mind.

From secure seating to cleaner air, BAuto delivers on its commitment to family-first safety by retailing vehicles that prioritise the well-being of even the youngest passengers.

COMMITMENT TO QUALITY ACROSS THE GROUP

Quality is more than a goal; it is a core principle driving every aspect of the business. From leadership to frontline operations, the Group's ISO 9001:2015-aligned Quality Management System (QMS) ensures consistency, compliance and continuous improvement.

The QMS Supports Excellence Across the Entire Customer Journey

Vehicle Procurement and Inspection

Ensures quality starts at the source with rigorous checks before delivery

Customer Service

Delivers responsive, reliable support that reflects brand standards

After-Sales Support

Maintains customer satisfaction through ongoing care and technical excellence

In July 2025, BAuto completed SIRIM Surveillance Audit 1, reaffirming its dedication to high standards. The audit not only confirmed compliance but also helped identify new ways to optimise processes and elevate performance.

STRENGTHENING OPERATIONAL QUALITY

As part of its continuous improvement agenda, BAuto has introduced enhanced quality measures at the operational level. A notable advancement is the implementation of competency assessments for Pre-Delivery Inspections ("PDI"). This initiative ensures that all employees involved in PDI possess the necessary skills and knowledge to carry out their roles effectively.

Quality Enhancement Process:

Supervisor Evaluations

Supervisors assess inspection staff using approved technical checklists

- Reinforces procedural accuracy
- Encourages accountability in execution

Skill & Knowledge Verification

Evaluates staff competencies required to meet safety and quality benchmarks

- Targets key technical performance areas
- Supports structured employee development

Consistent Quality Delivery

Enhances the reliability and uniformity of vehicle inspections

- Ensures each vehicle meets the Group's quality standards
- Builds trust across the customer journey

This targeted investment in human capital and process optimisation reflects BAuto's broader quality philosophy, which emphasises competence, accountability and continuous learning to deliver service and product excellence.

SUSTAINABILITY **STATEMENT** *(Cont'd)*

DRIVING PRODUCT QUALITY INNOVATION

XPeng reflects one of BAuto's forward-thinking approach to intelligent mobility and product excellence. The brand complies with stringent EU regulations, including the Worldwide Harmonised Light Vehicles Test Procedure (WLTP). It also upholds strict internal protocols through its Process Quality Control Procedure and Vehicle Inspection Control Procedures.

XPeng has strengthened its quality framework with:

- Enhanced quality assurance and recall systems
- Annual audits under the New Energy Vehicle Safety System Evaluation Procedure, covering product safety, after-sales response and data security

XPeng - Key certifications

- ISO 9001 Quality Management System
- EU Whole Vehicle Type Approval (WVTA) for G6
- UNECE R79 (steering system performance)

The XPeng G6 has been awarded a prestigious 5-star safety rating by Euro NCAP, reflecting its exceptional performance in crash tests and advanced safety features. Euro NCAP is an independent vehicle safety organisation that conducts rigorous crash tests to help consumers identify the safest cars on the market.

> **"The XPeng G6 has been awarded a prestigious 5-star safety rating by Euro NCAP, reflecting its exceptional performance in crash tests and advanced safety features."**

QUALITY LEADERSHIP AT MAZDA

Mazda reinforces its reputation for quality and dependability through a robust Quality Management System ("QMS") based on the principles of ISO 9001. This comprehensive framework encompasses the entire value chain, from product development and manufacturing to sales and after-sales services, ensuring exceptional performance, safety and customer satisfaction.

To support continuous improvement, Mazda's regional quality representatives engage in regular knowledge-sharing sessions. This global collaboration ensures that every Mazda vehicle, regardless of its manufacturing location, adheres to consistent standards of safety, craftsmanship and driving enjoyment.

EXCELLENCE THROUGH KIA

Kia continues to exemplify BAuto's dedication to excellence. In 2024, the Kia EV9 earned international recognition by winning both the World Car of the Year and World Electric Vehicle of the Year awards. This dual honour highlights Kia's pursuit of safety, innovation and cutting-edge technology, aligning with BAuto's commitment to deliver world-class mobility solutions.



• Kia EV9 - Lane Keeping Assist ("LKA") and Lane Following Assist ("LFA") features

SUSTAINABILITY **STATEMENT** *(Cont'd)*

A CYCLE OF IMPACT

BAuto navigates the automotive industry by managing a comprehensive value chain that encompasses vehicle sourcing, assembly, sales and after-sales services. Understanding the lifecycle impact at each stage is crucial for creating value and achieving sustained success.

BAuto's value chain processes and their key impacts:

Sourcing & Inbound Logistics

This initial stage focuses on procuring vehicles, CBU and/or CKD, from principal manufacturers. Efficient sourcing is crucial for effective cost management, particularly in light of currency fluctuations. Building resilient supply chains is essential for mitigating global disruptions and ensuring consistent product availability.

Operations & Assembly

BAuto's local CKD assembly operations (via MMSB, KMSB and Inokom) contribute significantly to the Malaysian economy through local content value addition and job creation. Maintaining high-quality standards in assembly is crucial for a brand's reputation. These companies are gradually integrating waste reduction and energy efficiency efforts into their processes.

After-Sales Services

This final stage is crucial for maintaining long-term customer relationships and ownership experience. Providing excellent service and ensuring a readily available supply of spare parts fosters customer loyalty and retention while also generating a significant stream of recurring revenue.

Outbound Logistics & Sales

Once assembled or imported, the Group distributes vehicles to its branches and dealers. Efficient logistics ensure timely delivery and improve customer satisfaction. The sales process navigates a competitive market, with effective marketing and new model launches driving market share and customer acquisition.

Strong ESG principles underpin the entire value chain



SUSTAINABILITY **STATEMENT** *(Cont'd)*

UPLIFTING CUSTOMERS' MINDS AND BODIES

BAuto supports customers throughout their journey, delivering an ownership experience that extends beyond driving and encompasses every brand the Group represents. Guided by a human-centred philosophy, BAuto aims to build lasting relationships that begin before purchase, continue through the ownership lifecycle and extend well beyond.

Human-Centred Philosophy
- Emphasises relationships before, during and after purchase
- Anchored in intuitive design and lifelong brand loyalty

Jinba-Ittai (Horse and Rider Unity)
- Embodies harmony between driver and vehicle
- Delivered through Skyactiv Technologies (engine, transmission, chassis and body)

Kodo: Soul of Motion
- Mazda's signature design language
- Evokes movement, energy and emotional connection

Flagship Models (such as Mazda CX-5 and Mazda CX-30)
- "Graceful toughness" blends SUV strength with elegance
- Serene interior crafted for emotional comfort and elevated driving

Customer Satisfaction
- 96% of surveyed customers reported positive experiences
- Reflects BAuto's focus on quality, value and care across all brands

SUSTAINABILITY **STATEMENT** *(Cont'd)*

ELEVATING AFTER-SALES EXCELLENCE

BAuto continues to exceed expectations by delivering exceptional after-sales services through its Mazda Peaceful Ownership initiative. Reinforcing its commitment to customer satisfaction, BAuto introduced the 6th and 7th Year Extended Service Maintenance Package, offering added value and extended peace of mind beyond the standard warranty and maintenance coverage.

Mazda Mobile Service Unit
- On-site vehicle servicing at customers' locations
- Provides flexibility and convenience in line with evolving expectations

Free Tyre Alignment Checks
- For after-sales service centre in Lot 7, Glenmarie
- Uses the latest Tyre Balancing Check Equipment
- Enhances performance and safety at no additional cost

New Central Department: Northern Region
- Dedicated after-sales service centres for technical and warranty matters
- Reduces response time by removing delays tied to central office coordination

CUSTOMER PRIVACY

At BAuto, protecting customer data is a top priority. The Group enforces strict security measures across its digital ecosystem to ensure trust, safety and compliance.

These layered protections ensure customer data security and maintain BAuto's reputation as a trusted and responsible brand.

Bermaz strengthened its cybersecurity posture through a strategic collaboration with an independent consultant, which provides in-depth insights into the current security trends and threats impacting the Group's network environment. The Threat Intelligence Information ("TIN") plays a crucial role:

- Helping the Group stay ahead of potential cyber risks,
- Providing timely and actionable intelligence about emerging threats that could impact the Group's systems, networks or data

This information empowers BAuto to take proactive measures to mitigate risks, ensuring a more resilient and secure IT infrastructure.

24/7 Cyber Monitoring:
A dedicated third-party Security Operations Centre (SOC) and Managed Security Service Provider (MSSP) constantly monitor network traffic for threats.

Advanced Firewalls:
Automated defences block unauthorised access, sniffing attempts and low-level attacks, keeping digital infrastructure secure.

External Cybersecurity Audits:
Independent annual audits consistently affirm the strength of BAuto's security framework.

Proactive System Updates:
BAuto regularly upgrades its software environment, including operating systems, to patch vulnerabilities as soon as they are detected.

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Economic										
Corruption										
Total staff trained in anti-corruption*	No. (%)	120 (13.16%)	132 (13.48%)	50 (5.37%)	11 (15.07%)	17 (21.52%)	8 (10.13%)	131 (13.30%)	149 (14.08%)	58 (5.74%)
Top management trained in anti-corruption*	No. (%)	1 (4.55%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	1 (4.35%)	0 (0.00%)	0 (0.00%)
Senior management trained in anti-corruption*	No. (%)	1 (2.63%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	1 (2.38%)	0 (0.00%)	0 (0.00%)
Middle management trained in anti-corruption*	No. (%)	3 (4.29%)	3 (4.92%)	1 (1.56%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	3 (4.11%)	3 (4.55%)	1 (1.45%)
Executives trained in anti-corruption*	No. (%)	42 (15.79%)	34 (12.32%)	9 (3.31%)	0 (0.00%)	0 (0.00%)	8 (0.00%)	42 (15.79%)	34 (12.32%)	17 (6.25%)
Non-Executives trained in anti-corruption*	No. (%)	73 (14.15%)	95 (16.64%)	40 (7.65%)	0 (0.00%)	17 (24.64%)	0 (0.00%)	73 (12.56%)	112 (17.50%)	40 (6.76%)
Operations assessed for corruption-related risks	%	28.57%	35.71%	80.95%	0.00%	0.00%	50.00%	28.57%	35.71%	78.26%
Confirmed incidents of corruption and action taken	No.	0	0	0	0	0	0	0	0	0
** Employees receive anti-corruption training upon joining the company*										
Supply Chain										
Proportion of local suppliers	%	98.06%	97.67%	97.93%	97.02%	95.78%	96.36%	97.92%	97.42%	97.73%
Proportion of spending on local suppliers	%	NA	88.11%	91.14%	8.48%	9.06%	12.50%	8.48%	81.03%	84.27%
Suppliers that were screened using environmental criteria*	No. (%)	0 (0.00%)	44 (3.95%)	34 (3.06%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	44 (3.44%)	34 (2.66%)
Suppliers that were screened using social criteria *	No. (%)	0 (0.00%)	44 (3.95%)	34 (3.06%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	44 (3.44%)	34 (2.66%)
New suppliers that were screened using environmental criteria	No. (%)	NA	2 (100.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	NA	2 (100.00%)	0 (0.00%)
New suppliers that were screened using social criteria	No. (%)	NA	2 (100.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	NA	2 (100.00%)	0 (0.00%)
Incidents of non-compliance with regulations or voluntary codes concerning the health & safety impacts of products and services	No.	0	0	0	0	0	0	0	0	0
** In FY2025, BAuto focused on screening Tier-1 suppliers using environmental and social criteria.*										

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Economic (Cont'd)										
Cybersecurity and customers										
Substantiated complaints concerning breaches of customer privacy and losses of customer data	No.	0	0	0	0	0	0	0	0	0
Environment										
Energy										
Grid Electricity	kWh	4,461,772	4,901,989	5,070,898	103,320	123,503	118,789	4,565,092	5,025,492	5,189,686
Total renewable energy generated	kWh	179,631	196,652	235,639	100,230	142,694	134,241	279,861	339,346	369,880
Total electricity	kWh	4,641,403	5,098,641	5,306,537	203,550	266,197	253,030	4,844,953	5,364,838	5,559,566
Total electricity consumption	GJ	16,709	18,355	19,104	733	958	911	17,442	19,313	20,014
Total direct energy (petrol and diesel)*	GJ	11,853	12,751	12,303	1,074	1,357	1,419	12,927	14,107	13,722
Total renewable energy	GJ	647	708	848	361	514	483	1,007	1,222	1,332
Total non-renewable energy	GJ	27,915	30,398	30,558	1,446	1,801	1,847	29,361	32,199	32,404
Total energy	GJ	28,562	31,106	31,406	1,807	2,315	2,330	30,369	33,421	33,736
Total energy	MWh	**7,934**	**8,640**	**8,724**	**502**	**643**	**647**	**8,436**	**9,284**	**9,371**
Energy Intensity	MJ/RM Million							8.58	8.55	12.87

* *Calculated using the IPCC 2006 Guidelines for National Greenhouse Gas Inventories*

Water										
Municipal water consumption	m^3	42,563	46,498	57,868	210	175	186	42,773	46,673	58,054
Other water sources (please specify)	m^3	0	0	0	0	0	0	0	0	0
Amount collected from rainwater harvesting	m^3	0	0	757	40	40	16	40	40	773
Total water consumption	m^3	42,563	46,498	58,625	250	215	202	42,813	46,713	58,827
Waste										
Solid waste										
Total solid waste generated	tonnes	0.0	34.0	26.9	1.6	2.5	1.7	1.6	36.5	28.5

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Environment (Cont'd)										
Waste (Cont'd)										
Scheduled Waste										
SW102 (Waste Acid Battery)	tonnes	NA	11.7	1.0	0.0	0.0	0.0	NA	11.7	1.0
SW305 (Spent lubricating oil)	tonnes	247.4	268.4	285.4	0.6	0.8	0.6	247.9	269.2	285.9
SW307 (Spent mineral oil-water emulsion)	tonnes	1.5	0.0	0.0	0.0	0.0	0.0	1.5	0.0	0.0
SW312 (Oil interceptor sludge)	tonnes	1.0	2.1	3.9	0.0	0.0	0.0	1.0	2.1	3.9
SW322 (Used thinners)	tonnes	1.2	1.4	2.0	0.0	0.0	0.0	1.2	1.4	2.0
SW327 (Waste of thermal fluids (heat transfer) such as ethylene glycol)	tonnes	6.1	6.1	5.4	0.0	0.0	0.0	6.1	6.1	5.4
SW409 (Disposed containers, bags or Equipment contaminated with chemicals, pesticides, mineral oil or scheduled wastes)	tonnes	21.7	22.6	26.5	0.0	0.0	0.0	21.7	22.6	26.5
SW410 (Rags, plastics, papers or filters contaminated with scheduled wastes)	tonnes	30.5	31.9	31.5	0.0	0.0	0.0	30.5	32.0	31.5
SW417 (Waste inks, paints, pigments, lacquer, dyes or varnish)	tonnes	0.3	0.0	0.0	0.0	0.0	0.0	0.3	0.0	0.0
SW418 (Discarded or off-specification inks, paints, pigments, lacquer, dye or varnish products containing organic solvent)	tonnes	0.7	0.0	0.0	0.0	0.0	0.0	0.7	0.0	0.0
Total scheduled waste	tonnes	310.3	344.2	355.6	0.6	0.8	0.6	310.9	345.0	356.2
Total Waste										
Total waste generated	tonnes	310.3	378.2	382.4	2.2	3.4	2.3	312.4	381.5	384.7
Total waste diverted from disposal (recycled or repurposed)	tonnes	0.0	34.0	26.9	0.0	0.0	0.0	0.0	34.0	26.9
Total waste directed to disposal	tonnes	310.3	344.2	355.6	2.2	3.4	2.3	312.4	347.5	357.8

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Environment (Cont'd)										
GHG Emissions†										
Scope 1*										
CO_2	tCO_2e	831.6	899.1	870.0	75.5	96.1	100.6	907.1	995.2	970.6
CH_4	tCO_2e	3.3	3.6	3.4	0.3	0.4	0.4	3.6	3.9	3.8
N_2O	tCO_2e	1.9	2.1	2.0	0.2	0.2	0.2	2.1	2.3	2.2
Total emissions	tCO_2e	836.9	904.7	875.5	76.0	96.7	101.2	912.8	1,001.4	976.7
Scope 2**	tCO_2e	3,382.0	3,715.7	3,924.9	61.8	73.8	85.3	3,443.8	3,789.6	4,010.2
Total operational emissions (scopes 1 & 2)	tCO_2e	4,218.9	4,620.4	4,800.3	137.7	170.5	186.5	4,356.6	4,791.0	4,986.9
Emissions intensity	$kgCO_2e$/RM Million							1.23	1.23	1.90
Scope 3										
1: Purchased goods and services†										
CO_2	tCO_2e	NA	NA	21,743.2	NA	NA	2,180.7	NA	NA	23,923.9
CH_4	tCO_2e	NA	NA	28.4	NA	NA	3.8	NA	NA	32.2
N_2O	tCO_2e	NA	NA	1.0	NA	NA	0.1	NA	NA	1.1
HFCs	tCO_2e	NA	NA	397.5	NA	NA	31.3	NA	NA	428.9
PFCs	tCO_2e	NA	NA	3.1	NA	NA	0.6	NA	NA	3.7
SF_6	tCO_2e	NA	NA	0.0	NA	NA	0.0	NA	NA	0.0
Total emissions	tCO_2e	NA	NA	22,173.3	NA	NA	2,216.5	NA	NA	24,389.8
2: Capital goods†										
CO_2	tCO_2e	NA	NA	317.6	NA	NA	70.6	NA	NA	388.2
CH_4	tCO_2e	NA	NA	0.1	NA	NA	0.1	NA	NA	0.3
N_2O	tCO_2e	NA	NA	0.0	NA	NA	0.0	NA	NA	0.0
HFCs	tCO_2e	NA	NA	0.6	NA	NA	0.5	NA	NA	1.1
PFCs	tCO_2e	NA	NA	0.0	NA	NA	0.0	NA	NA	0.0
SF_6	tCO_2e	NA	NA	0.0	NA	NA	0.0	NA	NA	0.0
Total emissions	tCO_2e	NA	NA	318.4	NA	NA	71.2	NA	NA	389.6

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Environment (Cont'd)										
GHG Emissions† (Cont'd)										
3: Fuel- and energy-related activities†										
Total emissions	tCO_2e	NA	NA	314.7	NA	NA	27.7	NA	NA	342.4
4: Upstream transportation and distribution†										
CO_2	tCO_2e	NA	NA	3,879.1	NA	NA	NA	NA	NA	3,879.1
CH_4	tCO_2e	NA	NA	0.1	NA	NA	NA	NA	NA	0.1
N_2O	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
HFCs	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
PFCs	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
SF_6	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
Total emissions	tCO_2e	NA	NA	3,879.3	NA	NA	NA	NA	NA	3,879.3
5: Waste generated in operations†										
CO_2	tCO_2e	NA	NA	51.1	NA	NA	NA	NA	NA	51.1
CH_4	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
N_2O	tCO_2e	NA	NA	0.1	NA	NA	NA	NA	NA	0.1
HFCs	tCO_2e	NA	NA	0.7	NA	NA	NA	NA	NA	0.7
PFCs	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
SF_6	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
Total emissions	tCO_2e	NA	NA	51.9	NA	NA	NA	NA	NA	51.9
6: Business travel†										
CO_2	tCO_2e	NA	NA	140.5	NA	NA	16.1	NA	NA	156.6
CH_4	tCO_2e	NA	NA	0.0	NA	NA	0.0	NA	NA	0.0
N_2O	tCO_2e	NA	NA	0.9	NA	NA	0.1	NA	NA	1.0
HFCs	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
PFCs	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
SF_6	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
Total emissions	tCO_2e	92.0	101.5	141.5	NA	NA	16.3	3.0	101.0	157.8

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Environment (Cont'd)										
GHG Emissions† (Cont'd)										
7: Employee commuting†	tCO_2e									
CO_2	tCO_2e	NA	NA	1,066.9	NA	NA	13.0	NA	NA	1,079.9
CH_4	tCO_2e	NA	NA	9.8	NA	NA	0.1	NA	NA	9.8
N_2O	tCO_2e	NA	NA	3.7	NA	NA	0.1	NA	NA	3.7
Total emissions	tCO_2e	1,786.3	1,692.6	1,080.3	143.0	136.6	13.2	1,929.3	1,829.1	1,093.4
8: Upstream leased assets†										
CO_2	tCO_2e	NA	NA	0.6	NA	NA	NA	NA	NA	0.6
CH_4	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
N_2O	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
HFCs	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
PFCs	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
SF_6	tCO_2e	NA	NA	0.0	NA	NA	NA	NA	NA	0.0
Total emissions	tCO_2e	NA	NA	0.6	NA	NA	NA	NA	NA	0.6
9. Downstream transportation and distribution†										
Total emissions	tCO_2e	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
10. Processing of sold products†										
Total emissions	tCO_2e	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
11: Use of sold products†										
CO_2	tCO_2e	NA	NA	312,160.0	NA	NA	NA	NA	NA	312,160.0
CH_4	tCO_2e	NA	NA	527.3	NA	NA	NA	NA	NA	527.3
N_2O	tCO_2e	NA	NA	705.1	NA	NA	NA	NA	NA	705.1
Total emissions	tCO_2e	NA	NA	313,391.8	NA	NA	NA	NA	NA	313,391.8
12: End-of-life treatment of sold products†										
Total emissions	tCO_2e	NA	NA	32,715.3	NA	NA	NA	NA	NA	32,715.3
13: Downstream leased assets†										
CO_2	tCO_2e	NA	NA	325.5	NA	NA	155.8	NA	NA	481.3
CH_4	tCO_2e	NA	NA	0.4	NA	NA	0.2	NA	NA	0.6
N_2O	tCO_2e	NA	NA	1.0	NA	NA	0.5	NA	NA	1.5
Total emissions	tCO_2e	NA	NA	326.9	NA	NA	156.5	NA	NA	483.4

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Environment (Cont'd)										
GHG Emissions† (Cont'd)										
14: Franchises†										
Total emissions	tCO_2e	NA	NA	5,847.9	NA	NA	NA	NA	NA	5,847.9
15: Investments†										
Total emissions	tCO_2e	NA	NA	49.6	NA	NA	NA	NA	NA	49.6
Total Scope 3 emissions	tCO_2e	1,878.3	1,794.1	380,291.5	143.0	136.6	2,501.3	1,932.3	1,930.1	382,792.9

* *Calculated using the IPCC 2006 Guidelines for National Greenhouse Gas Inventories and transport emission factors by fuel type for CO_2 from the Emission Factors from Cross-Sector Tools.*

* *Calculated using the Grid Emission Factor 2022 for Peninsular Malaysia by the Energy Commission and the National Grid Emission Factor CM for the Luzon-Visayas Grid in the Philippines.*

† *1: Emissions for Purchased Goods and Services were calculated using input–output emission factors from EXIOBASE, mapped to relevant spending categories.*

† *2: Capital Goods emissions were estimated using EXIOBASE emission factors aligned with major capital expenditure classifications.*

† *3: Fuel- and Energy-Related Activities (not included in Scope 1 or 2) were calculated using DEFRA 2024 emission factors (CO_2e).*

† *4: Upstream Transportation and Distribution emissions were estimated using EXIOBASE, based on logistics expenditure and transport mode proxies.*

† *5: Waste Generated in Operations emissions were calculated using EXIOBASE.*

† *6: Business Travel emissions from air travel were calculated using DEFRA 2024 factors, while EXIOBASE was used to estimate hotel emissions (hotels only included in FY2025).*

† *7: Employee Commuting emissions were calculated using DEFRA 2024 emission factors in FY2025 (Transport Vehicle Distance and Passenger Distance from the Cross-Sector Tools compilation by the WRI in FY2023 and FY2024), based on mode of transport and estimated commuting distances.*

† *8: Upstream Leased Assets emissions were estimated using EXIOBASE, based on relevant lease-related expenditure categories.*

† *9: Downstream Transportation and Distribution emissions were excluded as there were no reportable emissions from such activities.*

† *10: Processing of Sold Products was excluded due to the absence of significant downstream processing emissions.*

† *11: Use of Sold Products emissions were calculated using DEFRA 2024 emission factors, based on fuel consumption data from service records for sold vehicles.*

† *12: End-of-Life Treatment of Sold Products was calculated using EPA WARM emission factors for material-specific waste treatment (CO_2e).*

† *13: Downstream Leased Assets emissions were estimated using DEFRA 2024 emission factors based on energy use assumptions for leased facilities.*

† *14: Franchise emissions were calculated using the IPCC 2006 Guidelines, GHG Protocol transport emission factors by fuel type, and the 2022 Peninsular Malaysia Grid Emission Factor published by the Energy Commission. Where data was unavailable, average proxy figures were used based on service level offerings.*

† *15: Investment-related emissions were estimated using the 2022 Grid Emission Factor for Peninsular Malaysia published by the Energy Commission, applied to energy consumption disclosures by investees.*

Unless otherwise stated, EXIOBASE-based calculations include all available gases (CO_2, CH_4, N_2O, and high-GWP fluorinated gases — HFCs, PFCs, SF_6).

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Social										
Diversity										
Total Employees	No. (%)	912	979	931	73	79	79	985	1,058	1,010
Employees by gender										
Female	No. (%)	269 (29.50%)	286 (29.21%)	279 (29.97%)	28 (38.36%)	34 (43.04%)	32 (40.51%)	297 (30.15%)	320 (30.25%)	311 (30.79%)
Male	No. (%)	643 (70.50%)	693 (70.79%)	652 (70.03%)	45 (61.64%)	45 (56.96%)	47 (59.49%)	688 (69.85%)	738 (69.75%)	699 (69.21%)
Employees by contract										
Contract/Temporary Staff	No. (%)	892 (97.81%)	954 (97.45%)	913 (98.07%)	52 (71.23%)	56 (70.89%)	53 (67.09%)	944 (95.84%)	1010 (95.46%)	966 (95.64%)
Contractors	No. (%)	20 (2.19%)	25 (2.55%)	18 (1.93%)	21 (28.77%)	23 (29.11%)	26 (32.91%)	41 (4.16%)	48 (4.54%)	44 (4.36%)
Employees by age										
<30	No. (%)	355 (38.93%)	368 (37.59%)	344 (36.95%)	17 (23.29%)	24 (30.38%)	20 (25.32%)	372 (37.77%)	392 (37.05%)	364 (36.04%)
30-40	No. (%)	346 (37.94%)	403 (41.16%)	367 (39.42%)	26 (35.62%)	23 (29.11%)	27 (34.18%)	372 (37.77%)	426 (40.26%)	394 (39.01%)
40-50	No. (%)	123 (13.49%)	119 (12.16%)	121 (13.00%)	16 (21.92%)	18 (22.78%)	18 (22.78%)	139 (14.11%)	137 (12.95%)	139 (13.76%)
>50	No. (%)	88 (9.65%)	89 (9.09%)	99 (10.63%)	14 (19.18%)	14 (17.72%)	14 (17.72%)	102 (10.36%)	103 (9.74%)	113 (11.19%)
Employees by nationality										
Local employees	No. (%)	912 (100.00%)	979 (100.00%)	931 (100.00%)	72 (98.63%)	78 (98.73%)	78 (98.73%)	984 (99.90%)	1057 (99.91%)	1009 (99.90%)
Foreign employees	No. (%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	1 (1.37%)	1 (1.27%)	1 (1.27%)	1 (0.10%)	1 (0.09%)	1 (0.10%)
Employees by category										
Top Management	No. (%)	22 (2.41%)	22 (2.25%)	27 (2.90%)	1 (1.37%)	1 (1.27%)	1 (1.27%)	23 (2.34%)	23 (2.17%)	28 (2.77%)
Senior Management	No. (%)	38 (4.17%)	49 (5.01%)	45 (4.83%)	4 (5.48%)	4 (5.06%)	4 (5.06%)	42 (4.26%)	53 (5.01%)	49 (4.85%)
Middle Management	No. (%)	70 (7.68%)	61 (6.23%)	64 (6.87%)	3 (4.11%)	5 (6.33%)	5 (6.33%)	73 (7.41%)	66 (6.24%)	69 (6.83%)
Executive	No. (%)	266 (29.17%)	276 (28.19%)	272 (29.22%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	266 (27.01%)	276 (26.09%)	272 (26.93%)
Non Executive	No. (%)	516 (56.58%)	571 (58.32%)	523 (56.18%)	65 (89.04%)	69 (87.34%)	69 (87.34%)	581 (58.98%)	640 (60.49%)	592 (58.61%)

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Social (Cont'd)										
Diversity (Cont'd)										
Employees by gender and category										
Female Top Management	No. (%)	5 (22.73%)	5 (22.73%)	6 (22.22%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	5 (21.74%)	5 (21.74%)	6 (21.43%)
Male Top Management	No. (%)	17 (77.27%)	17 (77.27%)	21 (77.78%)	1 (100.00%)	1 (100.00%)	1 (100.00%)	18 (78.26%)	18 (78.26%)	22 (78.57%)
Female Senior Management	No. (%)	13 (34.21%)	15 (30.61%)	14 (31.11%)	1 (25.00%)	1 (25.00%)	1 (25.00%)	14 (33.33%)	16 (30.19%)	15 (30.61%)
Male Senior Management	No. (%)	25 (65.79%)	34 (69.39%)	31 (68.89%)	3 (75.00%)	3 (75.00%)	3 (75.00%)	28 (66.67%)	37 (69.81%)	34 (69.39%)
Female Middle Management	No. (%)	18 (25.71%)	20 (32.79%)	20 (31.25%)	2 (66.67%)	2 (40.00%)	2 (40.00%)	20 (27.40%)	22 (33.33%)	22 (31.88%)
Male Middle Management	No. (%)	52 (74.29%)	41 (67.21%)	44 (68.75%)	1 (33.33%)	3 (60.00%)	3 (60.00%)	53 (72.60%)	44 (66.67%)	47 (68.12%)
Female Executive	No. (%)	137 (51.50%)	142 (51.45%)	136 (50.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	137 (51.50%)	142 (51.45%)	136 (50.00%)
Male Executive	No. (%)	129 (48.50%)	134 (48.55%)	136 (50.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	129 (48.50%)	134 (48.55%)	136 (50.00%)
Female Non Executive	No. (%)	96 (18.60%)	104 (18.21%)	103 (19.69%)	25 (38.46%)	31 (44.93%)	29 (42.03%)	121 (20.83%)	135 (21.09%)	132 (22.30%)
Male Non Executive	No. (%)	420 (81.40%)	467 (81.79%)	420 (80.31%)	40 (61.54%)	38 (55.07%)	40 (57.97%)	460 (79.17%)	505 (78.91%)	460 (77.70%)
Employees by age and category										
<30 Top Management	No. (%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)
30-40 Top Management	No. (%)	2 (9.09%)	2 (9.09%)	1 (3.70%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	2 (8.70%)	2 (8.70%)	1 (3.57%)
40-50 Top Management	No. (%)	6 (27.27%)	5 (22.73%)	7 (25.93%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	6 (26.09%)	5 (21.74%)	7 (25.00%)
>50 Top Management	No. (%)	14 (63.64%)	15 (68.18%)	19 (70.37%)	1 (100.00%)	1 (100.00%)	1 (100.00%)	15 (65.22%)	16 (69.57%)	20 (71.43%)
<30 Senior Management	No. (%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)
30-40 Senior Management	No. (%)	11 (28.95%)	18 (36.73%)	13 (28.89%)	1 (25.00%)	1 (25.00%)	0 (0.00%)	12 (28.57%)	19 (35.85%)	13 (26.53%)
40-50 Senior Management	No. (%)	12 (31.58%)	15 (30.61%)	15 (33.33%)	3 (75.00%)	3 (75.00%)	4 (100.00%)	15 (35.71%)	18 (33.96%)	19 (38.78%)
>50 Senior Management	No. (%)	15 (39.47%)	16 (32.65%)	17 (37.78%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	15 (35.71%)	16 (30.19%)	17 (34.69%)
<30 Middle Management	No. (%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	2 (66.67%)	0 (0.00%)	0 (0.00%)	2 (2.74%)	0 (0.00%)	0 (0.00%)
30-40 Middle Management	No. (%)	33 (47.14%)	31 (50.82%)	34 (53.13%)	1 (33.33%)	1 (20.00%)	1 (20.00%)	34 (46.58%)	32 (48.48%)	35 (50.72%)
40-50 Middle Management	No. (%)	23 (32.86%)	19 (31.15%)	19 (29.69%)	0 (0.00%)	4 (80.00%)	4 (80.00%)	23 (31.51%)	23 (34.85%)	23 (33.33%)
>50 Middle Management	No. (%)	14 (20.00%)	11 (18.03%)	11 (17.19%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	14 (19.18%)	11 (16.67%)	11 (15.94%)
<30 Executive	No. (%)	62 (23.31%)	63 (22.83%)	64 (23.53%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	62 (23.31%)	63 (22.83%)	64 (23.53%)
30-40 Executive	No. (%)	144 (54.14%)	152 (55.07%)	143 (52.57%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	144 (54.14%)	152 (55.07%)	143 (52.57%)
40-50 Executive	No. (%)	39 (14.66%)	39 (14.13%)	44 (16.18%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	39 (14.66%)	39 (14.13%)	44 (16.18%)
>50 Executive	No. (%)	21 (7.89%)	22 (7.97%)	21 (7.72%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	21 (7.89%)	22 (7.97%)	21 (7.72%)
<30 Non-Executive	No. (%)	293 (56.78%)	305 (53.42%)	280 (53.54%)	17 (26.15%)	24 (34.78%)	20 (28.99%)	310 (53.36%)	329 (51.41%)	300 (50.68%)
30-40 Non-Executive	No. (%)	156 (30.23%)	200 (35.03%)	176 (33.65%)	23 (35.38%)	21 (30.43%)	26 (37.68%)	179 (30.81%)	221 (34.53%)	202 (34.12%)
40-50 Non-Executive	No. (%)	43 (8.33%)	41 (7.18%)	36 (6.88%)	12 (18.46%)	11 (15.94%)	10 (14.49%)	55 (9.47%)	52 (8.13%)	46 (7.77%)
>50 Non-Executive	No. (%)	24 (4.65%)	25 (4.38%)	31 (5.93%)	13 (20.00%)	13 (18.84%)	13 (18.84%)	37 (6.37%)	38 (5.94%)	44 (7.43%)

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Social (Cont'd)										
Disabilities										
Disabled Employees	No. (%)	0 (0.00%)	0 (0.00%)	1 (0.11%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	1 (0.10%)
Directors by gender										
Female	No. (%)	2 (28.57%)	2 (28.57%)	2 (28.57%)				2 (28.57%)	2 (28.57%)	2 (28.57%)
Male	No. (%)	5 (71.43%)	5 (71.43%)	5 (71.43%)				5 (71.43%)	5 (71.43%)	5 (71.43%)
Directors by age										
<30	No. (%)	0 (0.00%)	0 (0.00%)	0 (0.00%)				0 (0.00%)	0 (0.00%)	0 (0.00%)
30-40	No. (%)	0 (0.00%)	0 (0.00%)	0 (0.00%)				0 (0.00%)	0 (0.00%)	0 (0.00%)
40-50	No. (%)	0 (0.00%)	0 (0.00%)	0 (0.00%)				0 (0.00%)	0 (0.00%)	0 (0.00%)
>50	No. (%)	7 (100.00%)	7 (100.00%)	7 (100.00%)				7 (100.00%)	7 (100.00%)	7 (100.00%)
Directors by ethnicity										
Malay	No. (%)	NA	NA	4 (57.14%)				NA	NA	4 (57.14%)
Chinese	No. (%)	NA	NA	2 (28.57%)				NA	NA	2 (28.57%)
Indian	No. (%)	NA	NA	0 (0.00%)				NA	NA	0 (0.00%)
Others	No. (%)	NA	NA	1 (14.29%)				NA	NA	1 (14.29%)
Total employee turnover	No. (rate*)	70 (8.08%)	67 (7.09%)	64 (6.70%)	9 (12.33%)	9 (11.84%)	7 (8.86%)	79 (8.4%)	76 (7.44%)	71 (6.87%)
** Turnover rate = Employee turnover / average number of employees*										
Employee turnover by gender										
Female	No. (rate*)	17 (6.60%)	20 (7.21%)	14 (4.96%)	5 (18.52%)	3 (9.68%)	6 (18.18%)	22 (7.73%)	23 (7.46%)	20 (6.34%)
Male	No. (rate*)	53 (8.70%)	47 (7.04%)	50 (7.43%)	4 (8.70%)	6 (13.33%)	1 (2.17%)	57 (8.70%)	53 (7.43%)	51 (7.10%)
Employee turnover by age										
<30	No. (rate*)	43 (11.88%)	35 (9.68%)	27 (7.58%)	3 (15.00%)	5 (24.39%)	3 (13.64%)	46 (12.04%)	40 (10.47%)	30 (7.94%)
30-40	No. (rate*)	19 (6.20%)	19 (5.07%)	24 (6.23%)	2 (8.51%)	3 (12.24%)	3 (12.00%)	21 (6.36%)	22 (5.51%)	27 (6.59%)
40-50	No. (rate*)	6 (5.17%)	7 (5.79%)	4 (3.33%)	3 (20.00%)	1 (5.88%)	1 (5.56%)	9 (6.87%)	8 (5.80%)	5 (3.62%)
>50	No. (rate*)	2 (2.44%)	6 (6.78%)	9 (9.57%)	1 (6.90%)	0 (0.00%)	0 (0.00%)	3 (3.11%)	6 (5.85%)	9 (8.33%)

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Social (Cont'd)										
Turnover										
Employee turnover by category										
Top Management	No. (rate *)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	0 (0.00%)
Senior Management	No. (rate *)	1 (2.78%)	1 (2.30%)	3 (6.38%)	1 (25.00%)	0 (0.00%)	0 (0.00%)	2 (5.00%)	1 (2.11%)	3 (5.88%)
Middle Management	No. (rate *)	6 (8.76%)	0 (0.00%)	2 (3.20%)	0 (0.00%)	1 (25.00%)	0 (0.00%)	6 (8.39%)	1 (1.44%)	2 (2.96%)
Executive	No. (rate *)	22 (8.98%)	20 (7.38%)	15 (5.47%)	0 (0.00%)	0 (0.00%)	0 (0.00%)	22 (8.98%)	20 (7.38%)	15 (5.47%)
Non Executive	No. (rate *)	41 (8.26%)	46 (8.46%)	44 (8.04%)	8 (12.31%)	8 (11.94%)	7 (10.14%)	49 (8.73%)	54 (8.85%)	51 (8.28%)
Turnover type										
Voluntary turnover	No.	67	64	61	9	9	7	76	73	68
Involuntary turnover	No.	3	3	3	0	0	0	3	3	3
New hires										
Total new employees hired	No.	130	162	79	11	17	8	141	179	87
Training and Development										
Total training time	Hours	18,135	11,697	19,150	0	8	72	18,135	11,705	19,222
Total training for Top Management	Hours	293	132	290	0	3	0	293	135	290
Total training for Senior Management	Hours	1,390	1,203	902	0	5	6	1,390	1,208	908
Total training for Middle Management	Hours	4,242	1,979	2,342	0	5	4	4,242	1,984	2,346
Total training for Executives	Hours	6,116	3,790	5,411	0	0	0	6,116	3,790	5,411
Total training for Non–Executives	Hours	6,094	4,593	10,205	0	8	110	6,094	4,601	10,315
Total employees trained	No.	585	543	930	0	61	31	585	604	961
Average training hours per employee*	Hours	20	12	21	0	0	1	18	11	19
Average training days per employee**	Days	2	1	3	0	0	0	2	1	2

** Total training hours for all programmes conducted ÷ total employee headcount*
*** Total training hours per employee ÷ 8*

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Social (Cont'd)										
Occupational Safety and Health										
Fatality Cases	No.	0	0	0	0	0	0	0	0	0
Lost Workday Cases ("LWC")	No.	0	14	0	0	0	0	0	14	0
Restricted Workday Cases ("RWC")	No.	0	0	0	0	0	0	0	0	0
First Aid Cases ("FAC")	No.	0	0	0	0	0	0	0	0	0
Near Miss Cases	No.	0	0	0	0	0	0	0	0	0
Dangerous Occurrence Cases	No.	0	0	0	0	0	0	0	0	0
Fire Cases	No.	0	0	0	0	0	0	0	0	0
Property Damage Cases	No.	0	0	0	0	0	0	0	0	0
Vehicle Accident Cases	No.	1	0	0	0	0	0	1	0	0
Days Lost	Days	0	14	0	0	0	0	0	14	0
Hours worked by all employees (Safe man hours)	Hours	1,461,425	1,911,008	1,897,661	143,080	153,576	154,840	1,604,505	2,064,584	2,052,501
Lost time incident rate (LTIR_1M)*	Rate	0.00	0.52	0.00	0.00	0.00	0.00	0.00	0.48	0.00
Lost time incident rate (LTIR_200K)**	Rate	0.00	0.10	0.00	0.00	0.00	0.00	0.00	0.10	0.00
Employees trained on health and safety standards	No.	70	148	664	0	20	11	70	168	675
Incidents of non-compliance with regulations or voluntary codes concerning the health & safety impacts of products and services	No.	0	0	0	0	0	0	0	0	0

** LTIR_1M = lost time injuries / total hours worked x 1,000,000*

*** LTIR_200K = lost time injuries / total hours worked x 200,000*

Sustainability Performance Data

Indicator	Unit	Malaysia			Philippines			Group		
		FY2023	FY2024	FY2025	FY2023	FY2024	FY2025	FY2023	FY2024	FY2025
Social (Cont'd)										
Community										
Total amount invested in the community	RM	638,070	1,204,362	1,182,681	1,399	92,107	22,126	639,469	1,296,469	1,204,807
Total beneficiaries of the investment in communities	No.	42	35	60	1	1	2	43	36	62
Human rights										
Substantiated complaints concerning human rights violations	No.	0	0	0	0	0	0	0	0	0
Customer Health & Safety/Product Responsibility										
Total significant product and service categories (number)	No.	NA	NA	19	NA	NA	12	NA	NA	31
Total number of of significant product and service categories for which health and safety impacts are assessed for improvement	No.	NA	NA	NA	NA	NA	NA	NA	NA	NA
Recalls issued and total units recalled for health and safety reasons										
-Mazda	Models:no. of vehicles	0	0	3:7,219*	0	0	1:924	0	0	4:8143
-Kia	Models:no. of vehicles	2:2300	3:5066	5:9,494**	-	-	N/A	2:2300	3:5066	5:9494
- XPeng	Models:no. of vehicles	0	0	0	-	-	N/A	0	0	0
-All vehicles	Models:no. of vehicles	3:3563	3:5066	8:16,713	0	0	1:924	3:3563	3:5066	9:17367

Bursa Malaysia ESG Performance Data Table

Indicator	Measurement Unit	2023	2024	2025
Bursa (Anti-corruption)				
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category				
Top Management	Percentage	4.35	0.00	0.00
Senior Management	Percentage	2.38	0.00	0.00
Middle Management	Percentage	4.11	4.55	1.45
Executive	Percentage	15.79	12.32	6.25
Non Executive	Percentage	12.56	17.50	6.76
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	28.57	35.71	78.26
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0	0	0
Bursa (Community/Society)				
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	639,469.00	1,296,469.15 *	1,204,807.00
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	43	36	62
Bursa (Diversity)				

Internal assurance | External assurance | No assurance | (*)Restated

SUSTAINABILITY STATEMENT (Cont'd)

Bursa Malaysia ESG Performance Data Table

Indicator	Measurement Unit	2023	2024	2025
Bursa C3(a) Percentage of employees by gender and age group, for each employee category				
Age Group by Employee Category				
Top Management Under 30	Percentage	0.00	0.00	0.00
Top Management Between 30 - 40	Percentage	8.70	8.70	3.57
Top Management Between 40 - 50	Percentage	26.09	21.74	25.00
Top Management Above 50	Percentage	65.22	69.57	71.43
Senior Management Under 30	Percentage	0.00	0.00	0.00
Senior Management Between 30 - 40	Percentage	28.57	35.85	26.53
Senior Management Between 40 - 50	Percentage	35.71	33.96	38.78
Senior Management Above 50	Percentage	35.71	30.19	34.69
Middle Management Under 30	Percentage	2.74	0.00	0.00
Middle Management Between 30 - 40	Percentage	46.58	48.48	50.72
Middle Management Between 40 - 50	Percentage	31.51	34.85	33.33
Middle Management Above 50	Percentage	19.18	16.67	15.94

Internal assurance | External assurance | No assurance | (*)Restated

Bursa Malaysia ESG Performance Data Table

Indicator	Measurement Unit	2023	2024	2025
Executive Under 30	Percentage	23.31	22.83	23.53
Executive Between 30 - 40	Percentage	54.14	55.07	52.57
Executive Between 40 - 50	Percentage	14.66	14.13	16.18
Executive Above 50	Percentage	7.89	7.97	7.72
Non Executive Under 30	Percentage	53.36	51.41	50.68
Non Executive Between 30 - 40	Percentage	30.81	34.53	34.12
Non Executive Between 40 - 50	Percentage	9.47	8.13	7.77
Non Executive Above 50	Percentage	6.37	5.94	7.43
Gender Group by Employee Category				
Top Management Male	Percentage	78.26	78.26	78.57
Top Management Female	Percentage	21.74	21.74	21.43
Senior Management Male	Percentage	66.67	69.81	69.39
Senior Management Female	Percentage	33.33	30.19	30.61
Middle Management Male	Percentage	72.60	66.67	68.12
Middle Management Female	Percentage	27.40	33.33	31.88
Executive Male	Percentage	48.50	48.55	50.00

Internal assurance | External assurance | No assurance | (*)Restated

Bursa Malaysia ESG Performance Data Table

Indicator	Measurement Unit	2023	2024	2025
Executive Female	Percentage	51.50	51.45	50.00
Non Executive Male	Percentage	79.17	78.91	77.70
Non Executive Female	Percentage	20.83	21.09	22.30
Bursa C3(b) Percentage of directors by gender and age group				
Male	Percentage	71.43	71.43	71.43
Female	Percentage	28.57	28.57	28.57
Under 30	Percentage	0.00	0.00	0.00
Between 30 - 40	Percentage	0.00	0.00	0.00
Between 40 - 50	Percentage	0.00	0.00	0.00
Above 50	Percentage	100.00	100.00	100.00
Bursa (Energy management)				
Bursa C4(a) Total energy consumption	Megawatt	8,435.83	9,283.61	9,371.10
Bursa (Health and safety)				
Bursa C5(a) Number of work-related fatalities	Number	0	0	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0.00	0.10 *	0.00
Bursa C5(c) Number of employees trained on health and safety standards	Number	70	168	675
Bursa (Labour practices and standards)				

Internal assurance | External assurance | No assurance | (*)Restated

Bursa Malaysia ESG Performance Data Table

Indicator	Measurement Unit	2023	2024	2025
Bursa C6(a) Total hours of training by employee category				
Top Management	Hours	293	135	290
Senior Management	Hours	1,390	1,208	908
Middle Management	Hours	4,242	1,984	2,346
Executive	Hours	6,116	3,790	5,411
Non Executive	Hours	6,094	4,601	10,315
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	4.16	4.54	4.36
Bursa C6(c) Total number of employee turnover by employee category				
Top Management	Number	0	0	0
Senior Management	Number	2	1	3
Middle Management	Number	6	1	2
Executive	Number	22	20	15
Non Executive	Number	49	54	51
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0	0	0
Bursa (Supply chain management)				
Bursa C7(a) Proportion of spending on local suppliers	Percentage	0.00	81.03	84.27

Internal assurance | External assurance | No assurance | (*)Restated

Bursa Malaysia ESG Performance Data Table

Indicator	Measurement Unit	2023	2024	2025
Bursa (Data privacy and security)				
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0	0
Bursa (Water)				
Bursa C9(a) Total volume of water used	Megalitres	42.813000	46.712880 *	58.826950
Bursa (Waste management)				
Bursa C10(a) Total waste generated	Metric tonnes	-	381.54 *	384.69
Bursa C10(a)(i) Total waste diverted from disposal	Metric tonnes	-	34.00 *	26.85
Bursa C10(a)(ii) Total waste directed to disposal	Metric tonnes	-	347.54 *	357.84
Bursa (Emissions management)				
Bursa C11(a) Scope 1 emissions in tonnes of CO2e	Metric tonnes	-	-	976.68
Bursa C11(b) Scope 2 emissions in tonnes of CO2e	Metric tonnes	-	-	4,010.18
Bursa C11(c) Scope 3 emissions in tonnes of CO2e (at least for the categories of business travel and employee commuting)	Metric tonnes	-	-	382,792.90

Internal assurance | External assurance | No assurance | (*)Restated

SUSTAINABILITY **STATEMENT** *(Cont'd)*

SIRIM QAS INTERNATIONAL SDN BHD INDEPENDENT ASSURANCE STATEMENT

To Board of Directors, Stakeholders, and Interested Parties,

SIRIM QAS International Sdn. Bhd. was engaged by Bermaz Auto Berhad (hereafter referred to as BAuto) to perform an independent verification and provide assurance of BAuto Key Performance Indicators 2025. The main objective of the verification process is to provide assurance to BAuto and its stakeholders on the accuracy and reliability of the information as presented in this statement. The verification by SIRIM QAS International pertains to selected sustainability performance information (subject matter) as listed below, within the assurance scope which is included in BAuto Sustainability Key Performance Indicators 2025.

The management of BAuto was responsible for the preparation of the Key Performance Indicators 2025. The objectivity and impartiality of this statement is assured as no member of the verification team and no other employee of SIRIM QAS International was involved in the preparation of any part of BAuto Sustainability Statement and the Annual Report 2025.

The assurance engagement was designed to provide limited assurance in accordance with International Standard on Assurance Engagements (ISAE) 3000, Assurance Engagements other than Audits or Reviews of Historical Financial Information, and BURSA Sustainability Reporting Guide, irrespective of the organization's ability to achieve its objectives, targets or expectations on their subject matter and sustainability-related issues. The assurance activity evaluates the adequacy of the Sustainability Key Performance Indicators for BAuto as follows. In addition to this, we also review and verify the sustainability indicators outlined by Bursa Malaysia to ensure the accuracy, completeness, and reliability of the reported information. The results of this verification process have been systematically tabulated in Appendix 1, Appendix 2 and the Report to Management, with further details provided therein.

Sustainability Key Performance Indicator – Bermaz Auto Berhad
ECONOMIC
└ Anti-corruption, Supply Chain, Cybersecurity and Customers
ENVIRONMENT
└ Energy, Water, Waste Management
SOCIAL
└ Diversity, Training and Development, Occupational Safety and Health, Community, Customer Health and Safety / Product Responsibility

The verification was carried out by SIRIM QAS International in July 2025, with the following methodologies:

- Reviewing and verifying the traceability, consistency and accuracy of information collected from various sources; internal and external documentation made available during the assessment.
- Verifying the data presented in the Sustainability Key Performance Indicator, which includes a detailed review of the sampled data.
- Interviewing key personnel responsible for collating information and developing various sections of the report to substantiate the veracity of the claims.

The verification process was subjected to the following limitations:

- The scope of work did not involve verification of other information reported in BAuto's Annual Report 2025.
- The review excluded all financial-related data, as these are subjected to the company's financial audit.
- As part of this assurance engagement, the verification team visited BAuto corporate office at Shah Alam. However, the verification process did not include physical inspections of any of BAuto's operations and assets.
- The verification team did not assess or verify any data related to contractors or third parties.

Conclusion

SIRIM QAS International, a Conformity Assessment Body in Malaysia, is accredited to both ISO/IEC 17021-1:2015 and ISO/IEC 17065:2012 covering all our operational activities. The appointed assessors performing the assurance engagement were selected appropriately based on our internal qualifications, training and experience. The verification process is reviewed by management to ensure that the approach and assurance are strictly followed and operated transparently. During the verification process, issues were raised, and clarifications were sought from the management of BAuto relating to the accuracy of some of the information contained in the report. In response to the findings, the Sustainability Key Performance Indicators were subsequently reviewed and revised by BAuto. It is confirmed that changes that have been incorporated into the final version of the report have satisfactorily addressed all issues. Based on the scope of the assessment process and evidence obtained, nothing has come to our attention that causes us to believe that BAuto has not complied, in all material respects, with the referred assurance standard and guide. The following represents SIRIM QAS International's opinion:

- The level of data accuracy included in BAuto Sustainability Key Performance Indicators 2025, is fairly stated;
- The level of disclosure of the specific sustainability performance information presented in the statement was found to be properly prepared;
- The personnel responsible were able to demonstrate the origin(s) and interpretation of data contained in the report.

List of Assessors.

1)	Ms. Aernida Abdul Kadir	:	Team Leader
2)	Ms. Suzalina Kamaralarifin	:	Team Member
3)	Ms. Hazwani Yob	:	Team Member
4)	Ms. Farhanah Ahmad Shah	:	Team Member
5)	Ms. Evelyn Liew	:	Team Member

Statement Prepared by:

AERNIDA BINTI ABDUL KADIR
Team Leader
Management System Certification Department
SIRIM QAS International Sdn. Bhd.
Date: 18 July 2025

Statement Approved by:

WAN SHAHIMA BINTI MIOR AHMED SHAHIMI
General Manager
Management System Certification Department
SIRIM QAS International Sdn. Bhd
Date: 23 July 2025

Note: This Independent Assurance Statement has been issued based on the content verified prior to the approval date. SIRIM QAS International Sdn Bhd does not express an opinion on, nor guarantee the integrity and/or accuracy of the information provided with the view that the conclusion was conducted post verification assessment, hence not verified. SIRIM QAS International shall not be responsible for any changes or additions made after the referred date (18 July 2025).

SUSTAINABILITY **STATEMENT** *(Cont'd)*

SUSTAINABILITY **STATEMENT** *(Cont'd)*

Appendix 1 Performance Data Table - BURSA Malaysia Indicator	Measurement Unit	2025
Bursa (Anti-corruption)		
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category		
Top Management	Percentage	0.00%
Senior Management	Percentage	0.00%
Middle Management	Percentage	1.45%
Executive	Percentage	6.25%
Non Executive	Percentage	6.76%
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	78.26%
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0
Bursa (Community/Society)		
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	1,204,807
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	62
Bursa (Health and safety)		
Bursa C5(a) Number of work-related fatalities	Number	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0
Bursa C5(c) Number of employees trained on health and safety standards	Number	675
Bursa (Diversity)		
Bursa C3(a) Percentage of employees by gender and age group, for each employee category		
Age Group by Employee Category		
Top Management Under 30	Percentage	0.00%
Top Management Between 30-40	Percentage	3.57%
Top Management Between 40-50	Percentage	25.00%
Top Management Above 50	Percentage	71.43%
Senior Management Under 30	Percentage	0.00%
Senior Management Between 30-40	Percentage	26.53%
Senior Management Between 40-50	Percentage	38.78%
Senior Management Above 50	Percentage	34.69%
Middle Management Under 30	Percentage	0.00%
Middle Management Between 30-40	Percentage	50.72%
Middle Management Between 40-50	Percentage	33.33%
Middle Management Above 50	Percentage	15.94%
Executive Under 30	Percentage	23.53%
Executive Between 30-40	Percentage	52.57%
Executive Between 40-50	Percentage	16.18%
Executive Above 50	Percentage	7.72%
Non Executive Under 30	Percentage	50.68%
Non Executive Between 30-40	Percentage	34.12%
Non Executive Between 40-50	Percentage	7.77%
Non Executive Above 50	Percentage	7.43%
Gender Group by Employee Category		
Top Management Male	Percentage	78.57%
Top Management Female	Percentage	21.43%
Senior Management Male	Percentage	69.39%
Senior Management Female	Percentage	30.61%
Middle Management Male	Percentage	68.12%
Middle Management Female	Percentage	31.88%
Executives Male	Percentage	50.00%
Executives Female	Percentage	50.00%
Non Executive Male	Percentage	77.70%
Non Executives Female	Percentage	22.30%
Bursa C3(b) Percentage of directors by gender and age group		
Male	Percentage	71.43%
Female	Percentage	28.57%
Under 30	Percentage	0.00%
Between 30-50	Percentage	0.00%
Between 40-50	Percentage	0.00%
Above 50	Percentage	100.00%

Bursa (Energy management)		
Bursa C4(a) Total energy consumption	Megawatt	9,371.10
Bursa (Labour practices and standards)		
Bursa C6(a) Total hours of training by employee category		
Top Management	Hours	290
Senior Management	Hours	908
Middle Management	Hours	2346
Executives	Hours	5411
Non Executives	Hours	10315
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	4.36%
Bursa C6(c) Total number of employee turnover by employee category		
Top Management	Number	0
Senior Management	Number	3
Middle Management	Number	2
Executives	Number	15
Non Executives	Number	51
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0
Bursa (Supply chain management)		
Bursa C7(a) Proportion of spending on local suppliers	Percentage	84.27%
Bursa (Data privacy and security)		
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0
Bursa (Water)		
Bursa C9(a) Total volume of water used	Megalitres	58.83
Bursa (Waste management)		
Total waste generated C10 (a)	Tonnes	384.69
(i) total waste diverted from disposal	Tonnes	26.85
(ii) total waste directed to disposal	Tonnes	357.84

SUSTAINABILITY **STATEMENT** *(Cont'd)*

Appendix 2 The subject matter covered in this assessment are tabulated below.	**CLASSIFICATION OF DATA**			
	HIGH	MEDIUM	LOW	UN SUBSTANTIATED
ECONOMIC				
Anti-corruption	■			
Supply Chain	■			
Cybersecurity and Customers	■			
ENVIRONMENT				
Energy	■			
Water	■			
Waste	■			
GHG Emissions – Activity Data	■			
GHG Emissions – Emissions Calculation	Prepared by the appointed third party			
SOCIAL				
Diversity	■			
Training and Development	■			
└ Philippines		■		
Occupational Safety and Health	■			
Community	■			
Customer Health and Safety	■			

Note 1:
This Independent Assurance Statement has been issued based on the content verified prior to the approval date. SIRIM QAS International Sdn Bhd shall not be responsible for any changes or additions made after the referred date (18 July 2025).
Note 2:
The assurance involves activity aims to obtain sufficient appropriate evidence to express a conclusion designed to enhance the degree of confidence of the intended users other than the responsible party, about the subject matter information. It comprises of activities carried out to assess the quality and credibility of the qualitative and quantitative information reported by the organization. This assurance is different from activities used to assess or validate the organization's performance, such as compliance assessments or the issuing of certifications against specific standards.
Note 3:
Definition of HIGH, MEDIUM, LOW and UNSUBSTANTIATED Classification of Data in the Management Report.
HIGH: The data and information reviewed has been confirmed with the direct owners. The source of the data origin was provided during the conduct of the assessment.
MEDIUM: Data and information have been confirmed with the direct owners. However, the source of the data has been based on secondary data, where the data origin is not accessible by the verifiers during the conduct of the assessment.
LOW: Data and information reviewed has been based on information endorsed by the data owners. Verifiers did not have access to the source of the data origin. It has been identified as one of the limitations during the conduct of the assessment.
UNSUBSTANTIATED: The sources of data and information disclosed were not made available during the assessment review period due to reasons like confidentiality, unattainable data source and unavailable data owner. It has been identified as one of the limitations during the conduct of the assessment.

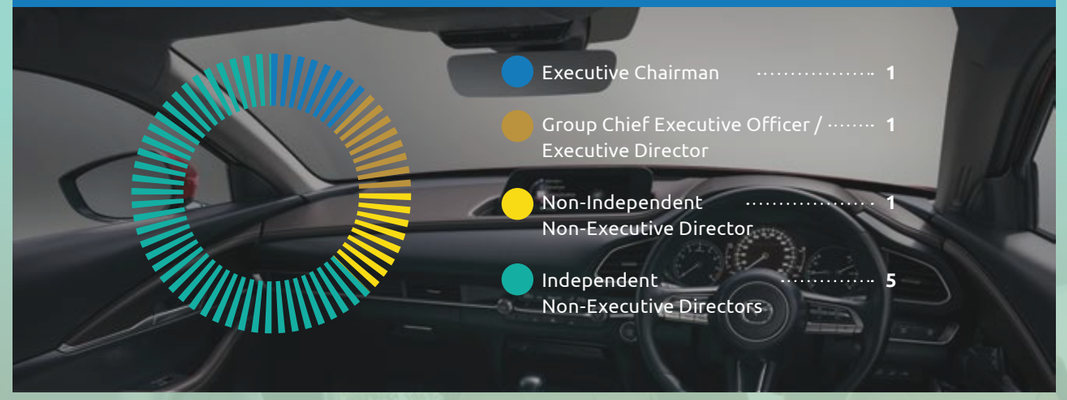


05 INTEGRITY THAT DRIVES TRUST & RESPONSIBILITY

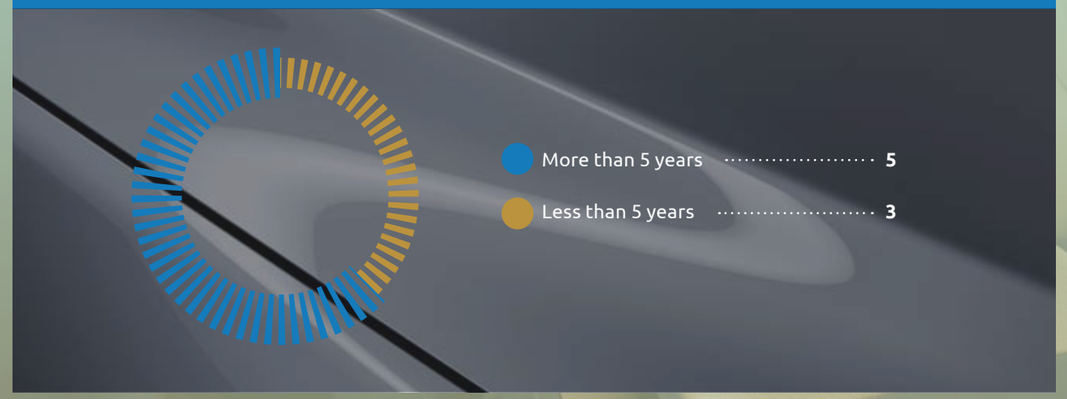
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BOARD AT A GLANCE
as at 5 August 2025

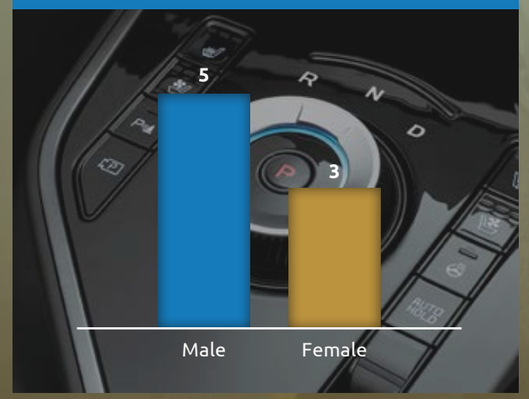
Designation



Tenure



Gender Diversity



Age Profile



PROFILE OF DIRECTORS

TAN SRI DATO' SRI YEOH CHOON SAN
Executive Chairman



M

74

Board Meeting Attendance

5/5

Date Appointed to the Board
- 27 July 2011

Qualifications
- Higher National Diploma in Automotive Engineering
- Fellow Member of the Institute of the Motor Industry, United Kingdom
- Honorary Fellow by the Institute of the Motor Industry, United Kingdom

Working Experience/Directorships in other Public Companies (where applicable)
- Over 50 years of experience in the automotive industry encompassing various fields of retail, distribution, and manufacturing

Membership of Board Committees in Bermaz Auto Berhad:

RMC	SC
Member	Member

DATO' LEE KOK CHUAN
Group Chief Executive Officer / Executive Director



M

66

Board Meeting Attendance

5/5

Date Appointed to the Board
- 27 July 2011

Qualifications
- Bachelor of Economics (Accounting Major), Monash University, Melbourne, Australia
- Fellow Member of the Institute of Chartered Accountants, Australia
- Member of the Malaysian Institute of Accountants

Working Experience/Directorships in other Public Companies (where applicable)
- Over 30 years of combined experience in the fields of accounting and consumer products

Membership of Board Committees in Bermaz Auto Berhad:

RMC	SC
Member	Member

RMC	SC	NRC	AC
Risk Management Committee	Sustainability Committee	Nomination and Remuneration Committee	Audit Committee

PROFILE OF **DIRECTORS** *(Cont'd)*

DATUK SYED HISHAM BIN SYED WAZIR

Senior Independent Non-Executive Director

M

71



Date Appointed to the Board
- 19 December 2016

Qualifications
- Bachelor of Science Degree in Mechanical Engineering, Plymouth University, United Kingdom
- Master of Business Administration, Ohio State University, United States of America

Working Experience/Directorships in other Public Companies (where applicable)
- Over 30 years of experience in the automotive industry
- Chairman/Independent Non-Executive Director of MSM Malaysia Holdings Berhad
- Chairman/Independent Non-Executive Director of Progressive Impact Corporation Berhad

Membership of Board Committees in Bermaz Auto Berhad:

NRC	SC	AC	RMC
Chairman	Chairman	Member	Member

Board Meeting Attendance

5/5

DATO' KALSOM BINTI ABD. RAHMAN

Independent Non-Executive Director

F

77



Date Appointed to the Board
- 2 April 2018

Qualifications
- Bachelor of Economics (Hons), University of Malaya
- Master of Business Administration (Finance), University of Eugene, Oregon, United States of America

Working Experience/Directorships in other Public Companies (where applicable)
- Over 33 years of combined experience in the public and private sectors
- Chairman/Independent Non-Executive Director of Tashin Holdings Berhad

Membership of Board Committees in Bermaz Auto Berhad:

NRC	RMC
Member	Member

Board Meeting Attendance

5/5

PROFILE OF **DIRECTORS** *(Cont'd)*

PUAN ADIBAH KHAIRIAH BINTI ISMAIL @ DAUD

Independent Non-Executive Director

F

60



Date Appointed to the Board
- 8 April 2019

Qualifications
- Bachelor of Commerce, Australian National University, Australia
- Member of the Malaysian Institute of Accountants

Working Experience/Directorships in other Public Companies (where applicable)
- Over 33 years of combined experience in the fields of auditing, accounting and secretarial

Membership of Board Committees in Bermaz Auto Berhad:

AC	NRC	SC
Member	Member	Member

Board Meeting Attendance

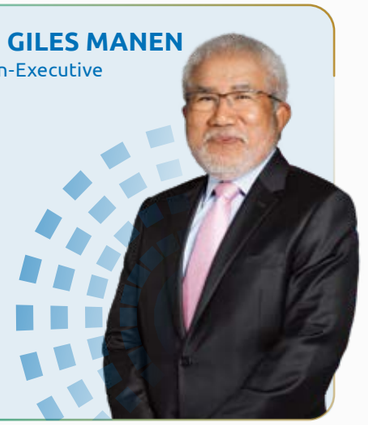
5/5

MR MARTIN GILES MANEN

Independent Non-Executive Director

M

70



Date Appointed to the Board
- 11 November 2020

Qualifications
- Member of the Malaysian Institute of Accountants
- Member of the Malaysian Institute of Certified Public Accountants

Working Experience/Directorships in other Public Companies (where applicable)
- Over 40 years of combined experience in the fields of auditing, accounting, secretarial, tax, and business advisory
- Chairman/Independent Non-Executive Director of Hong Leong MSIG Takaful Berhad
- Independent Non-Executive Director of BOS Wealth Management Malaysia Berhad

Membership of Board Committees in Bermaz Auto Berhad:

AC	RMC	SC
Chairman	Chairman	Member

Board Meeting Attendance

5/5

PROFILE OF **DIRECTORS** *(Cont'd)*

PUAN NOOR ZITA BINTI HASSAN

Independent Non-Executive Director

F

59



Date Appointed to the Board
- 2 May 2025

Qualifications
- Bachelor of Science in Economics with Accountancy Degree, Loughborough University of Technology, United Kingdom
- Master of Accountancy, Charles Sturt University, Australia
- Member of CPA Australia
- Member of Malaysian Institute of Accountants

Working Experience/Directorships in other Public Companies (where applicable)
- Over 20 years of corporate secretarial experience in the automotive, power, healthcare, trading and insurance broking sectors.

Board Meeting Attendance

Not applicable (Appointed after 30 April 2025)

DATO' WAN KAMARUZAMAN BIN WAN AHMAD

Non-Independent Non-Executive Director

M

66



Date Appointed to the Board
- 8 October 2021

Qualifications
- Bachelor of Economics (Analytical Economic) (Hons), University of Malaya
- Member of the Asian Institute of Chartered Bankers

Working Experience/Directorships in other Public Companies (where applicable)
- Over 40 years of experience in the fields of treasury, finance and business advisory
- Senior Independent Director of Malaysian Resources Corporation Berhad
- Chairman/Senior Non-Independent Non-Executive Director of MBSB Bank Berhad
- Chairman/Senior Non-Independent Non-Executive Director of MBSB Bank Berhad (formerly known as Malaysia Building Society Berhad)
- Chairman/Non-Independent Non-Executive Director of MBSB Investment Bank Berhad (formerly known as MIDF Amanah Investment Bank Berhad)

Board Meeting Attendance

5/5

Membership of Board Committees in Bermaz Auto Berhad:

NRC	SC
Member	Member

Notes to the Profile of Directors

None of the Directors has:
1. any family relationship with any Director and/or major shareholder of the Company;
2. any conflict of interest with the Company;
3. any conviction for offences within the past 5 years other than traffic offences, if any; and
4. any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

PROFILE OF **KEY SENIOR MANAGEMENT**

TAN SRI DATO' SRI YEOH CHOON SAN ("TSYCS")

Executive Chairman

M

74

Please refer to the Profile of Directors section and its accompanying notes in this Annual Report

DATO' LEE KOK CHUAN ("DLKC")

Group Chief Executive Officer / Executive Director

M

66

Please refer to the Profile of Directors section and its accompanying notes in this Annual Report

DATO' WONG KIN FOO

Director of Group Operations

M

58

Date Appointed
- 1 March 2018

Qualifications
- Associate Member of the Chartered Institute of Management Accountants
- Member of the Malaysian Institute of Accountants

Working Experience
- Over 30 years of experience in the automotive industry mainly in operations and distribution

CHONG BOON KIAN

Chief Financial Officer

M

46

Date of Appointment
- 3 July 2017

Qualifications
- Bachelor of Accounting and Finance, Middlesex University, London, United Kingdom
- Member of the Malaysian Institute of Accountants
- Fellow Member of the Association of Chartered Certified Accountants

Working Experience
- Over 20 years of experience in the field of auditing, accounting, tax and treasury

LEE AI HOON

Director of Marketing

F

59

Date Appointed
- 1 July 2008

Qualifications
- Bachelor of Science (Hons) – Majoring in Chemistry & Minor in Marketing, Universiti Sains Malaysia

Working Experience
- Over 25 years of experience in the automotive industry mainly in marketing and customer relationship management

Notes to the Profile of the Key Senior Management (other than TSYCS and DLKC)

None of the Key Senior Management has:
1. any directorship in public companies and listed issuers;
2. any family relationship with any Director and/or major shareholder of the Company;
3. any conflict of interest with the Company;
4. any conviction for offences within the past 5 years other than traffic offences, if any; and
5. any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

PROFILE OF SENIOR MANAGEMENT

DATO' HAJI SHAMSUDDIN BIN HAJI AMRAN
Group Head, After-Sales

M | 60

Date Appointed
- 1 April 2008

Qualifications
- Fellow Member of the Institute of the Motor Industry, United Kingdom

Working Experience
- Over 30 years of experience in the automotive industry mainly in after-sales operations

CHUA VIN TECK
Group Head, Sales

M | 70

Date Appointed
- 1 July 2010

Qualifications
- Secondary education

Working Experience
- Over 40 years of experience in the automotive industry mainly in marketing and sales

NOR ASHIKIN BINTI AKBAR
Group Head, Corporate Affairs & Government Support

F | 49

Date Appointed
- 1 July 2014

Qualifications
- Bachelor of Business Administration (Hons) in International Business, University of Technology MARA

Working Experience
- Over 20 years of experience in the field of liaison with various government departments

YOON CHOOI LIANG
Group Head, Planning & Distribution, Logistics and CBU Business

F | 64

Date Appointed
- 1 April 2008

Qualifications
- Diploma in Secretaryship, Bedford Finishing School, Kuala Lumpur

Working Experience
- Over 30 years of experience in the automotive industry mainly in the planning, distribution, and procurement department

HIEW HOCK NGAN
Group Head, Business Development / CKD

M | 57

Date Appointed
- 1 July 2011

Qualifications
- Member of the Malaysian Institute of Accountants
- Member of CPA Australia
- Fellow Member of the Association of Chartered Certified Accountants

Working Experience
- Over 30 years of experience in the fields of accounting, financial management, auditing, information technology and operations

PROFILE OF SENIOR MANAGEMENT *(Cont'd)*

ZULKIFLI BIN DZIN
General Manager I, Administration / Government & General Affairs

M | 56

Date Appointed
- 1 October 2008

Qualifications
- Bachelor of Science in Human Development, Universiti Putra Malaysia
- Post-Graduate Diploma in Business Administration, De Montfort University, United Kingdom

Working Experience
- Over 20 years of experience in the fields of human resource and organizational development

LOW WEN HAN
Group Head, Human Resource

M | 40

Date Appointed
- 1 April 2019

Qualifications
- Bachelor in Social Science (Hons) – majoring in Psychology, Universiti Tunku Abdul Rahman
- Executive Diploma in Industrial Relations, Malaysian Employers Federation Academy
- Panel Member of the Industrial Court of Malaysia

Working Experience
- Over 15 years of experience in the field of human resource

FOO CHUEN WAH
Group Head, Information Technology & Dealer Development

M | 58

Date Appointed
- 1 April 2008

Qualifications
- Graduate of the Malaysian Institute of Chartered Secretaries and Administrators
- Master of Business Administration, Cranfield University, United Kingdom

Working Experience
- Over 30 years of experience in the field of information technology

SYED MUDZHAR BIN SYED ALI
Head of Manufacturing & New CKD Projects (Technical)

M | 61

Date Appointed
- 17 May 2021

Qualifications
- Bachelor of Science in Mechanical Engineering, University of Nevada, Reno, United States of America

Working Experience
- Over 30 years of experience in the automotive industry mainly in manufacturing, assembly, distribution and importation of various automotive products and segments.

CHIN BOON CHYE
Group Head, Sustainability & Investment

M | 60

Date Appointed
- 15 April 2020

Qualifications
- Member of the Malaysian Institute of Accountants
- Member of the Malaysian Institute of Certified Public Accountants

Working Experience
- Over 30 years of experience in the fields of auditing, accounting and corporate finance

BOARD LEADERSHIP AND GOVERNANCE

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors ("Board") of Bermaz Auto Berhad ("BAuto" or the "Company") recognises the importance of practicing a high standard of corporate governance to promote corporate accountability, business growth; to increase financial strength and well-being; to protect the interest of the Company and its subsidiary companies (collectively known as the "Group"); and to enhance shareholders' value.

This Corporate Governance Overview Statement ("Statement") provides a summary of the corporate governance practices of the Group for the financial year ended 30 April 2025 ("FY2025") and where applicable, up to the date of approval of the Board of this Statement with reference to the three (3) key principles of good corporate practices as set out in the Malaysian Code on Corporate Governance ("MCCG") as follows:



This Statement should be read in conjunction with the Company's Corporate Governance Report ("CG Report") which is available on its website at www.bauto.com.my and on Bursa Malaysia Securities Berhad ("Bursa Securities") website at www.bursamalaysia.com. The CG Report sets out the various practices under the MCCG, their applicability and departure (if any) including reasons, measures and/or timeframes to address such departures by the Company. For FY2025, the Company has applied with most of the recommended practices including step-up practices encapsulated in the MCCG save for the followings:

Practice 5.9*	The board comprises at least 30% women directors
Practice 5.10	The board discloses in its annual report the company's policy on gender diversity for the board and senior management
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
Practice 8.3 (step-up)	Companies are encouraged to fully disclose the detailed remuneration of each member of senior management on a named basis
Practice 12.2	Large companies are encouraged to adopt integrated reporting based on a globally recognised framework

Note:

** With the appointment of Puan Noor Zita Binti Hassan as an Independent Non-Executive Director of the Company, the Board has achieved the country's aspirational target of 30% representation of women directors in line with Practice 5.9 of the MCCG and will remain committed to considering a diverse range of candidates, including female representation, in all future recruitment and selection processes. As at the date of this Statement, the Board comprises 37.5% of women directors.*

PRINCIPLE A B C BOARD LEADERSHIP AND EFFECTIVENESS

Board Responsibilities

The Board is responsible for the performance and affairs of the Group. It also provides leadership and guidance for setting strategic direction and control systems of the Group. It then delegates the implementation and monitoring of these set directions and control systems to the management.

The Board delegates the day-to-day management of the Group to the management, comprising the Executive Chairman and Group Chief Executive Officer/ Executive Director ("Group CEO"), who manages them in accordance with the approved Board strategies and policies. The Executive Chairman and Group CEO lead the management in deciding, implementing and managing the Group's daily operations, its resources and any associated risks thereof while pursuing the corporate objectives of the Group.

Board leadership

The Board is led by the Executive Chairman with extensive industrial knowledge and is supported by the Group CEO and other Board members who have a wide range of experience and expertise, and they collectively play an important role in the stewardship of the direction and operations of the Group.

Separation of positions of the Executive Chairman and Group CEO

The positions of the Executive Chairman and Group CEO are separately held by two (2) different individuals. The roles and responsibilities of the Executive Chairman and Group CEO are distinct and separated to ensure that there is a balance of power and authority.

The Executive Chairman is responsible for providing leadership to the Board and ensuring the smooth and effective functioning of the Board. The Executive Chairman also leads the Board in establishing and monitoring good corporate governance practices of the Group as well as managing specific operational functions within the Group together with the Group CEO.

The Group CEO is responsible for overseeing the day-to-day management of the Group's businesses and implementing Board's policies and decisions. The Executive Chairman, with his vast experience and knowledge in the automotive industry and in his capacity as an Executive Director, advises the Group CEO on certain divisional functions in the Group. The Executive Chairman and the Group CEO have regular meetings with the management to review, discuss and monitor the Group's performances and its operations and will brief the Board during board meetings. In executing the delegated authority from the Board, the Executive Chairman and Group CEO, who also formed part of the Key Senior Management ("KSM"), are supported by the Management team to ensure operational optimisation and efficiency. The roles and responsibilities of the Executive Chairman and Group CEO are formalised in the Board Charter of the Company.

Non-Executive Directors

Non-Executive Directors are not involved in the daily operations of the Group. They have however contributed their invaluable expertise and experience in the development of the Group's overall business strategies and policies. They made insightful contributions and participated actively in Board and Board Committees' meetings, which further enhanced the Group's corporate governance and controls.

Senior Independent Non-Executive Director

The duties of a Senior Independent Non-Executive Director ("SINED") include, among others, the followings:

1) acting as a sounding Board for the Executive Chairman;
2) support the Executive Chairman in matters of governance and board performance;
3) as intermediary to other Directors, when necessary; and
4) serve as designated point of contact for shareholders and other stakeholders.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **BOARD LEADERSHIP AND EFFECTIVENESS**

Company Secretaries

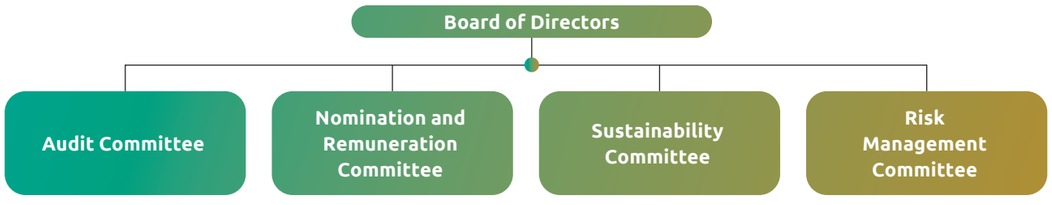
The Board is supported by suitably qualified, experienced and competent Company Secretaries who advise the Board and Board Committees on issues relating to compliances with the relevant statutory requirements, rules and regulations affecting the Group. Board members have unlimited access to the professional advice and services of the Company Secretaries. The Company Secretaries ensure that all Board and Board Committees' meetings are properly convened, and that accurate and proper records of the proceedings and resolutions passed are recorded and maintained in the statutory register of the Company. Matters arising from the Board and/or Board Committees' meetings are communicated to the management for appropriate actions. The roles and responsibilities of the Company Secretaries have been formalized in the Board Charter of the Company.

The Company Secretaries, who oversee adherence with Board policies and procedures, brief the Board on the proposed contents, timing of adoption and/or material announcements to be made to the regulators as well as keeping the Board and principal officers of the Company informed of the closed periods for trading in the Company's shares.

The Company Secretaries also advise the Board on the adoption of corporate governance best practices as recommended under the MCCG and have been attending the necessary training programmes, conferences, seminars and/or forums so as to keep themselves abreast with the current changes in laws and regulatory requirements that are relevant to their profession and enabling them to provide the necessary advisory role to the Board.

Board Committees

The Board has established the following Board Committees to support the Board in discharging its oversight functions, promoting clear lines of accountability and in ensuring that appropriate checks and balances are in place:



- Internal audit
- External audit
- Internal control
- Financial reporting
- Conflict of interest
- Anti-bribery and corruption
- Whistleblowing

- Appointment of new director
- Fit and proper assessment
- Board skill and experience
- Succession planning for the Board and KSM
- Remuneration framework
- Board assessment
- Employees' Share Scheme ("ESS")

- Sustainability strategies
- Sustainability frameworks and stakeholder expectations
- Sustainability targets and performance metrics
- Integration of Environmental, Social and Governance ("ESG") considerations into business operations and decision-making

- Risk management framework
- Management of risk exposures and opportunities
- Internal control

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

The Chairman of the Board is not a member of the Audit Committee nor the Nomination and Remuneration Committee ("NRC"), which is aligned with the recommendation of the MCCG. The Audit Committee comprises solely of Independent Non-Executive Directors while the other Board Committees consist of a majority of Independent Non-Executive Directors. This provides for effective oversight over management and ensures that there is independence in judgement.

The Board Committees play a significant role in reviewing matters within respective Board Committee's Terms of Reference ("TOR") and facilitate the Board in discharging its duties and responsibilities. The Board Committees have specific TORs, scope and authorities to review matters and report their recommendations to the Board. The Board may also form such other Board Committee(s) from time to time as dictated by business imperatives and/or to promote operational efficiency. Notwithstanding the above, the ultimate responsibility for decision making still lies with the Board.

The TORs of each Board Committee are available on the Company's website at www.bauto.com.my. Details of Board Committees' members are set out in the Corporate Information section of this Annual Report.

Board Meetings and Meeting Materials

In order to discharge its responsibilities effectively, the Board meets regularly on a quarterly basis. Board and Board Committees' meetings are scheduled and communicated in advance before the commencement of each calendar year to encourage maximum attendance rates. Besides the quarterly meetings, additional Board and/or Board Committees' meetings may be convened as and when necessary to consider urgent proposals or matters that requires their consideration and/or approvals. Board and/or Board Committees' members will deliberate and assess the viability, rationale and impact of such proposals/matters to the Group. All Board and/or Board Committees' recommendations and/or approvals sought are supported by relevant information, supporting documents and/or explanations required for an informed decision to be made.

Key highlights of the Board activities and priorities for the FY2025 are summarised as follows:

1) Governance, Oversight & Compliance

- Sustainability material matters and Economic & Environmental, Social and Governance performance updates / sustainability initiatives and updates and risk management related matters (including sustainability and climate related risks)
- Quarterly internal audit findings reviews
- Approval of External Auditors' Policy
- Annual Board and KSM assessments
- Overall risk reviews of the Group's operations
- Appointment of new Director

2) Financial matters

- Approvals of press releases relating to financial results
- Dividend policy and declaration decisions
- Quarterly results announcement reviews
- Group annual budget approvals

3) Strategic Direction

- Group's strategies reviews and approvals
- Potential growth opportunities / exploration of new opportunities briefings
- New major investments

In the intervals between Board and/or Board Committees' meetings, any matters requiring urgent Board and/or Board Committees' decisions or approvals will be sought via circular resolutions to the Board and/or Board Committees' members together with the relevant information, supporting documents and/or explanations for an informed decision to be made.

For predetermined Board and/or Board Committees' meetings, the relevant agenda and papers will be provided at least five (5) business days in advance prior to the meeting date to allow sufficient time for the Board and/or Board Committees to read through, understand the purpose/rationale and to discuss and/or seek further clarification at the meeting. The agendas and/or papers normally tabled to the Board and/or Board Committees include, inter-alia, minutes of preceding meetings, summary of dealings in shares by Directors, affected persons and/or principal officers, circular resolutions, reports on the Group's financials and/or operations, corporate developments/proposals and reports from external parties.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **BOARD LEADERSHIP AND EFFECTIVENESS**

There is also a schedule on matters reserved for Board and/or Board Committees' deliberations and decisions which include, among others, the review, evaluation, adoption and approval of the Group's policies and strategic plans. The schedule is to ensure that strategic plans of the Group support long term value creation including strategies on economic, environmental and social considerations underpinning sustainability. It also includes the review, evaluation and approval for any material acquisition and/or disposal of undertakings or assets and any new venture by the Group.

The Chief Financial Officer and Director of Group Operations are invited to attend all Board meetings to report on the Group's financial performance, operation and matters pertaining to their respective areas of responsibility.

Agendas and/or papers pertaining to Board Committees will be tabled by the respective Chairmans of the Board Committees during Board meetings and the Board will be briefed on, inter-alia, salient matters discussed, key issues identified/deliberated on, recommendations made and/or conclusions reached during the Board Committee meetings as well as any decisions requiring the Board's attention, deliberation, direction and/or approval.

After the respective Chairmans of Board Committees had tabled and completed their briefing to the Board on their agendas and/or papers (if any), the Executive Chairman and/or Group CEO would then proceed to brief the Board on the Group's current and future strategies and priorities, business performances and other pertinent matters, which are relevant or important for the Board's oversight and deliberation.

The proceedings of all meetings, including any issues discussed, decisions and conclusions including any dissenting views made and whether any Director had abstained from voting or deliberating on a particular matter at the Board meetings with required actions to be taken by the relevant parties are properly documented in the minutes by the Company Secretaries.

Access to information and advice

The Directors have unrestricted access to the advice and services of the Company Secretaries and management staff in the Group to assist them in carrying out their duties. They may also seek independent professional advice at the Company's expense in furtherance of their duties whenever the need arises.

Board Policies

The Board has the following in place:

(a) Board Charter

The Board has adopted a Board Charter to promote the standards of corporate governance to set out, among others, the roles and responsibilities of the Board, Board Committees, individual Directors and Company Secretaries.

The Board Charter is reviewed periodically by the Board to ensure that it remains relevant and consistent with the Board's roles and responsibilities and reflects the latest updates on the prevailing legislation and practices. The Board Charter is available on the Company's website at www.bauto.com.my.

The Board Charter was last revised on 12 September 2022 to reflect the changes in the regulatory requirements and the updated MCCG.

(b) Code of Ethics for Directors

The Board has also adopted a Code of Ethics for Directors which was incorporated into the Board Charter. The Code of Ethics was formulated to enhance the standard of corporate governance and to promote ethical conducts for the Directors.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

(c) Code of Conduct and Business Ethics

The Group has established and adopted a Code of Conduct and Business Ethics to cover business ethics, workplace safety and employees' personal conducts for the Executive Directors and employees of the Group. This is to ensure that the Executive Directors and employees maintain and enforce the highest standards of ethics and professional conducts in the performance of their duties and responsibilities throughout the organisation. All Executive Directors and employees of the Group are required to declare that they have received, read and understood the provisions of the Code of Conduct and Business Ethics and agreed to comply with its terms throughout their employment or tenure with the Group.

The Code of Conduct and Business Ethics is available on the Company's website at www.bauto.com.my and is reviewed periodically by the Board to ensure that it remains effective and relevant.

(d) Whistleblowing Policy and Procedures

The Company acknowledges the importance of lawful and ethical behaviours in all its Group business activities and is committed to adhere to the values of transparency, integrity, impartiality and accountability in the conduct of the Group's business affairs and workplace.

The Group has in place a Whistleblowing Policy which serves as an internal disclosing channel in relation to whistleblowing at work place to enable employees to raise genuine concerns, disclose alleged, suspected or actual wrongdoings or known improper conduct at the workplace on a confidential basis and in accordance with the Malaysian Whistleblower Protection Act 2010 or other similar prevailing law in the countries where the Group operates, without fear of any form of victimization, harassment, retribution or retaliation.

Employees may raise concern of any non-compliances either to their immediate reporting Line/Senior Manager or directly to the Group Head of Human Resource, Group Head of Risk Management & Investor Relation, Group CEO or the Executive Chairman.

The Chairman of Audit Committee was also included as a point of contact to further enhance the effective implementation of the Whistleblowing Policy.

The Whistleblowing Policy is available on the Company's website at www.bauto.com.my and is reviewed periodically by the Board to ensure that it remains effective and relevant.

(e) Anti-Bribery and Corruption Policy

The Company has adopted a zero-tolerance approach against all forms of bribery and corruption in all the Group business dealings.

The establishment of the Anti-Bribery and Corruption Policy demonstrates the Company's commitment to the highest possible standards of openness, honesty, transparency and accountability in all the Group's business dealings and operations.

The Anti-Bribery and Corruption Policy sets out the Company's expectations of its Directors and employees and the requirements relating to the prohibition, recognition, reporting and investigation of suspected bribery, corruption and other similar irregularities in the Group.

The Anti-Bribery and Corruption Policy is available on the Company's website at www.bauto.com.my and is reviewed periodically by the Board to ensure that it remains effective and relevant.

(f) Fit and Proper Policy

The Company has adopted a Fit and Proper Policy to ensure a formal and transparent process for the appointment and re-election of Directors and the appointment of KSM of the Group. The execution is delegated to the NRC, which will then be reviewed and approved by the Board.

The Fit and Proper Policy is available on the Company's website at www.bauto.com.my and is reviewed periodically by the Board to ensure that it remains effective and relevant.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **BOARD LEADERSHIP AND EFFECTIVENESS**

(g) Conflict of Interest Policy

The Board is committed to maintaining the highest ethical standards and prioritizing integrity and transparency in every aspect of the Group's business operations. The Directors, employees and business associates are expected to perform their roles and responsibilities objectively, avoid being biased or influenced by their interests in making decisions or judgment that could undermine the interests of the Group. The Company takes this commitment seriously and expects all the parties concerned to always uphold these values.

The Company had established and adopted the Conflict of Interest Policy as well as introduced the declaration process and principles on how the Group approaches and manages any actual, potential and/or perceived conflict of interest situation in the organization.

The Conflict of Interest Policy is available on the Company's website at www.bauto.com.my and is reviewed periodically by the Board to ensure that it remains effective and relevant.

(h) Sustainability Policy

The Company has defined its sustainability directions into four main pillars namely Economic, Environmental, Social and Governance ("EESG") as the Group progress towards a lower carbon and circular development. The Company had on 13 March 2024 revised its Sustainability Policy to align the Group's conduct, practices and performance with the principles, approach and commitment towards sustainability.

The Sustainability Policy is available on the Company's website at www.bauto.com.my and is reviewed periodically by the Board to ensure that it remains effective and relevant.

(i) Supplier Code of Conduct ("SCOC")

The Group had adopted the SCOC which is basically to inform its suppliers on how the Group conduct its business in an ethical and socially responsible manner, in compliance with applicable laws and regulations.

The SCOC defines the Group's requirements for working conditions, respecting and upholding internationally recognized human rights, environmental protection, safety, business ethics and compliance.

Suppliers are required to acknowledge and communicate the SCOC to their employees and upstream value chain suppliers to ensure their commitment.

The SCOC is available on the Company's website at www.bauto.com.my and is reviewed periodically by the Board to ensure that it remains effective and relevant.

Sustainability Strategies

The Board views the commitment to promote the sustainability strategies in EESG aspects as part of its broader responsibility to all stakeholders and the communities in which the Group operates.

The Group strives to achieve a long-term sustainability balance between meeting its business goals, preserving the environment to sustain the ecosystem and improving the welfare of its employees and the communities in which it operates. Such initiatives are set out in the Sustainability Statement section in this Annual Report.

Board Size and Composition

As at 30 April 2025, the Board consists of seven (7) Directors, which is made up of four (4) Independent Non-Executive Directors ("INEDs"), one (1) Non-Independent Non-Executive Director, one (1) Group CEO and one (1) Executive Chairman. The Board composition comprises a majority of INEDs. Profile of each Director of the Company are set out in the Profile of Directors section in this Annual Report.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

The Board had on 2 May 2025 appointed Puan Noor Zita Binti Hassan as an additional Independent Non-Executive Director to further enhance the Board's collective capabilities as well as to strengthen female representation and diversity on the Board. The new appointment also further reinforces the strong representation of INEDs on the Board.

The present composition of the Board is in compliance with Paragraph 15.02 of the Main Market Listing Requirements ("Listing Requirement") of Bursa Securities which requires at least two (2) or one third (1/3) of the board members, whichever is the higher, to be independent directors. The present Board composition is also in compliance with the recommendation by MCCG for large companies to have a majority of Independent Directors. The Company's present Board composition comprises 57.1% Independent Directors.

The presence of a majority of Independent Directors provides effective checks and balances on the decision-making process of the Board. The significant contributions of the Independent Directors in the decision-making process are evidenced by their active participations in Board and Board Committees' meetings. The Independent Directors perform their roles and duties independently, unfettered and unbiased in judgement or decision making and promote good corporate governance to the Group.

The present Board composition provides an adequate mix of knowledge, skills and expertise which assist the Board in effectively discharging its stewardship, fiduciary duties and responsibilities. The present Board is well balanced with Board members possessing a wide range of experiences and expertise with diverse backgrounds and skill sets in areas such as automotive, investment, finance, treasury, accounting and tax, business advisory, corporate secretarial, consumer products and corporate matters.

Boardroom Diversity

The Board acknowledges the importance of boardroom diversity in terms of age, gender, nationality, ethnicity and recognises the benefits of such diversity.

The Board also recognises the importance of having a range of different skills, backgrounds, experience and diversity which are essential in providing a broad range of viewpoints to facilitate optimal decision making and effective governance.

The Board is of the view that promoting boardroom diversity is essential besides the normal selection criteria of a director, based on an effective blend of competencies, skills, extensive experience and knowledge to strengthen the Board. Hence, with the appointment of Puan Noor Zita Binti Hassan to the Board on 2 May 2025, the Company has aligned with the gender diversity recommendation of the MCCG.

Currently, the Board has three (3) women Directors which represents about 37.5% ratio of the Board.

It is noted that the Company practices diversity not only in the boardroom but throughout the organisation as it is an essential measure of good governance, critically attributing to a well-functioning organisation and sustainable development of the Group.

The Group is committed to maintaining an environment of respect for people regardless of their gender in all business dealings and achieving a workplace environment free of harassment and discrimination on the basis of gender, physical or mental state, ethnicity, nationality, religion or age. The same principle is applied to the selection of potential candidates for appointment to the Board.

The Board has in place a Board Diversity Policy, a copy of which is available on the Company's website at www.bauto.com.my.

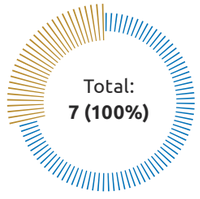
BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **BOARD LEADERSHIP AND EFFECTIVENESS**

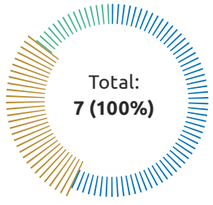
As at 30 April 2025, the diversity of the Board is as follows:

Gender



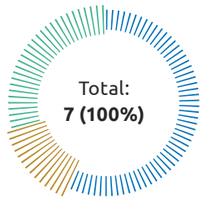
Male	5 (71%)
Female	2 (29%)

Ethnicity



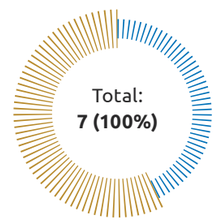
Malay	4 (57%)
Chinese	2 (29%)
Others	1 (14%)

Board Independence



Independent Non-Executive Director	4 (57%)
Non-Independent Non-Executive Director	1 (14%)
Executive Director	2 (29%)

Age (Years)



60 - 69	3 (43%)
70 and above	4 (57%)
Board's average age	69

The diversity of the Board members' experience is summarised as follow:

1. Automotive
2. Financial services
3. Treasury, auditing, accounting and finance
4. Consumer products
5. Government affairs
6. Corporate governance and secretarial
7. Taxation
8. Business advisory
9. Leadership

These diverse skill sets enable the Board to exercise effective oversight and guidance in delivering the Group's strategic priorities and long-term value creation.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

Time Commitment

The Board is satisfied with the level of time commitment given by the Directors towards fulfilling their respective roles and responsibilities as directors of the Company. All pertinent matters discussed at the Board and Board Committees' meetings in arriving at the decisions and conclusions are properly recorded by the Company Secretaries. Attendance of the Directors at the Board and Board Committees' meetings for FY2025 are as follows:

Directors \ Type of Meeting	Board of Directors	Audit Committee	Nomination & Remuneration Committee	Sustainability Committee	Risk Management Committee
	Attendance during tenure in office				
Tan Sri Dato' Sri Yeoh Choon San	5/5	N/A	N/A	2/2	1/1
Dato' Lee Kok Chuan	5/5	N/A	N/A	2/2	1/1
Datuk Syed Hisham Bin Syed Wazir	5/5	5/5	3/3	2/2	1/1
Dato' Kalsom Binti Abd. Rahman	5/5	N/A	3/3	N/A	1/1
Puan Adibah Khairiah Binti Ismail @ Daud	5/5	5/5	3/3	2/2	N/A
Mr Martin Giles Manen	5/5	5/5	N/A	2/2	1/1
Puan Noor Zita Binti Hassan *(Appointed on 2 May 2025)*	N/A	N/A	N/A	N/A	N/A
Dato' Wan Kamaruzaman Bin Wan Ahmad	5/5	N/A	2/3	2/2	N/A

All the Directors have remained fully committed in carrying out their duties and responsibilities and are able to provide sufficient time commitment to their duties and responsibilities as reflected in their attendance at the Board and Board Committees' meetings held during FY2025.

All the Directors of the Company have confirmed that they do not hold more than five (5) directorships in listed issuers pursuant to Paragraph 15.06 of the Listing Requirements of Bursa Securities. They are required to notify the Executive Chairman of the Board before accepting any new directorships outside the Group to ensure conflict of interest is being observed, as well as their role and involvement in the new directorship, if any. Similarly, the Executive Chairman of the Board shall also do likewise before taking up any additional appointment of directorships outside the Group.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **BOARD LEADERSHIP AND EFFECTIVENESS**

Directors' Training

As at 30 April 2025, all the existing seven (7) Directors of the Company have completed the Mandatory Accreditation Programme Part I and Part II : Leading for Impact, as required by Bursa Securities. As at the date of this Statement, Puan Noor Zita Binti Hassan had attended Mandatory Accreditation Programme Part I, impeding Part II. The Board and/or the Directors individually will, on a continuous basis, evaluate and determine their respective training needs to assist them in the discharge of their duties as Directors. In addition to the annual board assessment outputs, the Board has tasked the NRC to review the training updates and development needs for each Board member on a bi-annually basis to determine and support the Director's training needs.

The Board believes that continuous training for Directors is vital for the Board members to enhance their skills and knowledge and to enable them to discharge their duties effectively. As such, the Directors will attend the necessary training programmes, conferences, seminars and/or forums so as to keep themselves abreast with the latest developments in the automotive and related industries as well as on any updates, revisions or amendments in the statutory and regulatory requirements.

The Company Secretaries will update the Board on the relevant training programmes relating to regulatory, corporate governance, risk management, sustainability and climate change, and current topics pertaining to the latest automotive developments and related industries. The Directors are also regularly updated on any new requirements which may affect their responsibilities and are constantly reminded of their obligations.

The training programmes, seminars and conferences attended by the Directors during FY2025 were as follows:

Directors	Training Programmes/Seminars/Conferences
Tan Sri Dato' Sri Yeoh Choon San	• Climate Management and Sustainability Reporting by Ace CSR Sdn Bhd
Dato' Lee Kok Chuan	• Climate Management and Sustainability Reporting by Ace CSR Sdn Bhd • BD Masterclass Programme: Regulatory Framework – Directors of Singapore Companies • BD Masterclass Programme: Corporate Governance • BD Masterclass Programme: Director's Role in Sustainability • BD Masterclass Programme: Financial Statement Analysis for Directors • BD Masterclass Programme: Corporate Actions • BD Masterclass Programme: Directors' Role in Change Management • BD Masterclass Programme: Nominating and Remuneration Committee Masterclass for Directors • BD Masterclass Programme: Listed Company Fundamentals
Datuk Syed Hisham Bin Syed Wazir	• Building Sustainable Credibility: Assurance, Greenwashing, and the Rise of Green-Hushing by Bursa Malaysia • Climate Management and Sustainability Reporting by Ace CSR Sdn Bhd
Dato' Kalsom Binti Abd. Rahman	• Building Sustainable Credibility: Assurance, Greenwashing, and the Rise of Green-Hushing by Bursa Malaysia • Bursa Malaysia Board Ethics: Growing Concerns from New Technology, Stakeholder Interests and Conflict of Interest by Institute of Corporate Directors Malaysia and Bursa Malaysia Sdn Bhd • Climate Management and Sustainability Reporting by Ace CSR Sdn Bhd
Puan Adibah Khairiah Binti Ismail @ Daud	• Sustainability For Boards: Building Capability & Capacity And ESG Acumen by Institute of Corporate Directors Malaysia • Virtual MIA International Accountants Conference 2024: Navigating New Frontiers, Embracing Sustainability by Malaysian Institute of Accountants • SSM National Conference 2024 on Enhancing Corporate Transparency. Building Resilience by Suruhanjaya Syarikat Malaysia • Climate Management and Sustainability Reporting by Ace CSR Sdn Bhd • SSM Webinar: MBRS 2.0 – Annual Return by Suruhanjaya Syarikat Malaysia
Mr Martin Giles Manen	• Briefing on the Hajah and Darurah Policy Document issued by Bank Negara Malaysia by Hong Leong MSIG Takaful Berhad • Webinar on Being sued as an INED: A personal journey by Institute of Corporate Directors Malaysia ("ICDM") • Dutch Lady's Sustainability Journey by ICDM • Webinar on Navigating E-invoicing Implementation and Maximising Opportunities by Malaysia Institute of Certified Public Accountants ("MICPA") • Beyond Compliance: Leveraging AI to combat Fraud and Financial Crime by KPMG and Microsoft • Webinar on Future Frontiers: Navigating IR5.0 with Emerging Tech and Futures Thinking by PwC • Webinar on How the New EU Deforestation Regulation Affects Your Business by Zaid Ibrahim & Co and KPMG Law • Leading the leap: Trust-driven strategies to shape reinvention by PwC and Asia School of Business • 30% Club Malaysia Board Mentoring by 30% Club and PwC • Webinar on ESG: Navigating Climate-related Financial Disclosures by Ernst & Young ("EY") • Insights and Experiences on Climate Change Solutions by ICDM • Webinar on Geopolitical Risks and the Strategic Imperatives for Boards and C-Suite by KPMG and Asia Pacific Board Leadership Center • Directors Annual AML/CFT Training by BOS Wealth Management Malaysia Berhad • Key Cyber Insights, Artificial Intelligence and Technology Trends by Hong Leong Financial Group ("HLFG") • Climate Management and Sustainability Reporting by Ace CSR Sdn Bhd • Anti-Bribery and Corruption E-learning 2024 for Directors by HLFG

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **BOARD LEADERSHIP AND EFFECTIVENESS**

Directors	Training Programmes/Seminars/Conferences
Mr Martin Giles Manen (Cont'd)	• BOS Flagship Conference: Beyond 2025: The Changing World Order by Bank of Singapore Ltd (BOS) • AMLA 2001: Risk, Challenges & Vulnerabilities Towards Risk Based Approach by HLA Holdings • Moving from the recommendations of the Task Force on Climate-related Financial Disclosures to IFRS S1 and IFRS S2 by HLFG • Tax Corporate Governance Leadership Forum by PwC
Puan Noor Zita Binti Hassan *(Appointed w.e.f 2 May 2025)*	• Mandatory Accreditation Programme Part I
Dato' Wan Kamaruzaman Bin Wan Ahmad	• Strategic Asset Allocation Workshop • Mandatory Accreditation Programme Part II: Leading for Impact (LIP) • The International Social Wellbeing Conference 2024 Theme: Ageing and Longevity: Towards A Meaningful Retirement • Sasana Symposium 2024 – Structural Reforms Making it a Reality for Malaysia • Asia Asset Management Conference • Corporate Governance, MACC Act 2009 & AMLA 2001: Prevention, Detection & Collaboration in Fronting Compliance • Ikhlas Capital Annual Conference 2024 • Reputation and Crisis Management and Strategic Oversight and Stewardship in Sustainability and Climate Risk • KWAP Inspire Conference 2024 – Advancing Circular Transformation for a Climate Smart Malaysia • National Women's Day 2024 Theme: Leading with Wellness: Women's Leadership and Health Body, Mind & Soul • EPF Investment Seminar 2024 Malaysia – Where Are The Opportunities • Key Insights of Hajah and Darurah Principles and Applications and Cybersecurity • Ethical Finance Global 2024 • Khazanah Megatrends Forum 2024 • DTX 2024, Reimagining Retirement and Unlocking Digital Potential to Achieve a Better Retirement Future • The 19th Kuala Lumpur Islamic Finance Forum (KLIFF 2024) • Bespoke Programme – Achieving Boardroom Excellence Redefining Directorship for the Modern Era Learning Outcomes • CGS International 17th Annual Malaysia Corporate Day 2025 • Malaysia Economic Forum 2025 • Panel Session on "A Nation that Creates through Catalysing Ecosystems" • ASEAN Investment Conference 2025 • Nominee Directors Summit 2025

The Company Secretaries kept the Board informed of any revisions, amendments and updates issued by the relevant regulatory authorities from time to time through emails, briefings and/or printouts.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

Board induction programme

Board induction programme ("BIP") will be conducted for newly appointed Directors to enable them to better understand the Group's business and operations, organizational structure and management functions as well as issues and challenges facing the Group and the industry. Newly appointed Directors will undergo on-boarding programmes which include briefings on the Group's organization structure, overall operations and introduction to governance, duties, responsibilities and liabilities of directors of public listed companies.

Following the appointment of Puan Noor Zita Binti Hassan onto the Board, a BIP was organized for her on 22 May 2025, which covered, inter-alia, the followings:

i) Briefings by KSM and management on the overall business operations of the Group;
ii) Briefings by the Company Secretary on the roles, responsibilities and statutory obligations/ requirements as well as governance-related matters of a director;
iii) Introducing the departmental heads at the Company's corporate office in Glenmarie; and
iv) Going on site visits to the flagship operations of the three brands under the Group in Glenmarie as well as to the body and paint centre and training school.

The BIP enabled the newly appointed Director to gain better insights, understanding and appreciation of the Group's core activities, its management and operational landscape.

Appointment to the Board

The NRC was renamed on 13 June 2023 following the merger of the Nomination Committee and Remuneration Committee into a single committee. The rationale for the NRC merger is to streamline the functions of these committees as well as to enhance the efficiency and effectiveness of the NRC in discharging its duties and responsibilities. Datuk Syed Hisham Bin Syed Wazir, the SINED of the Board, was appointed as the Chairman of NRC.

Datuk Syed Hisham Bin Syed Wazir was identified by the Board as the SINED of the Company due to his vast board experiences and knowledge in the automotive industry, leadership skills and is the longest serving INED of the Company. As the SINED, shareholders and other Directors may approach him should they have any concerns regarding the Group and its Management.

NRC	Type of membership
Datuk Syed Hisham Bin Syed Wazir	Chairman/SINED
Dato' Kalsom Binti Abd. Rahman	Member/INED
Puan Adibah Khairiah Binti Ismail @ Daud	Member/INED
Dato' Wan Kamaruzaman Bin Wan Ahmad	Member/Non-Independent Non-Executive Director

The TOR of the NRC was approved by the Board on 12 June 2023 and became effective on 13 June 2023. It is available on the Company's website at www.bauto.com.my and is reviewed periodically by the Board to ensure that it remains effective and relevant.

Among the duties of the NRC is to oversee the recommendation on the appointment of new Directors for the Board's deliberation and approval. The NRC is responsible to ensure that the procedures for such appointments are transparent, rigorous and are made based on merits and in the best interest of the Group.

In compliance with the Listing Requirements of Bursa Securities, the Company had, on 13 June 2022, adopted the Fit and Proper Policy, which sets out the selection criteria that NRC uses as part of its assessment for the appointment and/or re-election of Directors and appointment of KSMs.

The processes for the appointment of a new Director are summarised as follows:

1. The candidate is identified upon the recommendation by the existing Directors, senior management, major shareholders and/or other independent source such as external consultants;

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **BOARD LEADERSHIP AND EFFECTIVENESS**

2. If the selection of the candidates is solely based on recommendations from the existing Directors, KSMs and/or major shareholders of the Company, the NRC should explain why these source(s) suffice and other sources were not used;

3. In evaluating the suitability of a candidate to the Board, the NRC considers, inter alia, the competency, experience, commitment, contribution and integrity of the candidate, and in the case of a candidate proposed for appointment as INED, the candidate's independence;

4. Recommendation to be made by NRC to the Board including on the appointment as Board Committee member(s), where applicable; and

5. Deliberation to be made by the Board on the proposed new appointment (including on the appointment to the various Board Committee(s), where applicable) upon recommendation from the NRC.

Appointment of KSM

The NRC is tasked to perform the fit and proper assessment in accordance with the Fit and Proper Policy of the Company on any candidate to be appointed as a KSM based on the following fit and proper criteria:

1) Probity, personal integrity and reputation;
2) Competence and capability; and
3) Financial integrity

Annual Assessment

The NRC reviews annually the effectiveness of the Board and Board Committees, the performance of each Director, as well as the independence of each Independent Director through a Board Effectiveness Evaluation ("BEE") exercise. Once in every three (3) years, the NRC shall obtain an independent insight and external perspective of the effectiveness of the Board and Board Committees in terms of the oversight and governance processes and how forward-looking agendas of the Group are being addressed. In this respect, the Board endeavours to engage a professional, experienced and independent party to conduct the BEE exercise to ensure greater objectivity to the assessment. The last BEE exercise conducted by an external independent consultant namely, the Institute of Corporate Directors Malaysia, was for the financial year ended 30 April 2023. Hence, the next BEE exercise to be performed by an external independent consultant will be for the financial year ending 30 April 2026.

For FY2025, the BEE exercise was facilitated internally by the Company Secretary, in consultation with the Chairman of the NRC. The evaluation criteria are based on the prevailing Corporate Governance Guide issued by Bursa Securities which mainly covered the following areas:

1) Reviewed and evaluated the Board and Board Committees;
2) Reviewed the Board skills matrix;
3) Reviewed the independence of the Independent Directors;
4) Reviewed the performance of the Audit Committee and its members;
5) Reviewed the performance of the Internal Auditors;
6) Reviewed the financial literacy assessment for each of the Audit Committee members;
7) Reviewed the fit and properness of Directors seeking re-election;
8) Recommended to the Board, the Directors who are retiring and being eligible for re-election; and
9) Reviewed the character, experience, integrity, competence, time commitment and availability of KSM vis-à-vis the Company's EESG policies.

The questionnaire also considered the key findings of the BEE exercise for FY2025 and assessed how well the identified actions had been addressed. The overall positive results of the BEE exercise indicates that the Board, the Board Committees and the Directors were discharging their roles effectively.

The outcome of the assessments and feedback on the BEE exercise from the Directors and KSM were consolidated into a report and discussed at the NRC meeting. The NRC then tabled the said report to the Board for its deliberation and approval. The assessment results from the BEE exercise formed the basis of the NRC's recommendation to the Board for the re-election and/or re-appointment of Directors and Board Committee members, as well as to facilitate further development of the Board, Board Committees and individual Directors.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

The Board noted the key findings in the BEE exercise for FY2025 and had agreed on the following action plans to further enhance its effectiveness:

1) Prioritise leadership and succession planning through NRC
2) Enhance the frequency and depth of sustainability updates
3) Organise a Board-away day with Management to deliberate on strategic matters

The NRC and the Board were satisfied with the overall performance of the Board and the Board Committees as they have contributed positively and continued to operate effectively towards fulfilling their fiduciary duties and responsibilities as members of the Board and Board Committees.

A summary of key activities undertaken by the NRC in discharging its duties during FY2025 is set out below:

Nomination

- reviewed and recommended to the Board on the re-election of Directors who are due for retirement by rotation for shareholders' approval at the forthcoming Annual General Meeting ("AGM") of the Company
- reviewed and considered the fit and properness of the Directors who are retiring and seeking re-election at the forthcoming AGM of the Company in accordance with the provisions of the Companies Act 2016, the Constitution and the Fit and Proper Policy of the Company
- reviewed and approved the award of share grants and options under the ESS
- reviewed the fit and properness of the proposed candidate director (Puan Noor Zita Binti Hassan) based on, inter-alia, her curriculum vitae and interview by the NRC

Governance and strategic planning

- reviewed and assessed the mix of skills, expertise, composition, size and experience of the Board
- reviewed and assessed the performance of Directors and KSM, the independence of the Independent Directors as well as the effectiveness of Board and Board Committees
- reviewed the performance and terms of office of the Audit Committee and its members
- reviewed and assessed the financial literacy of the Audit Committee members
- reviewed the Director's Training Programme for FY2025

Remuneration

- reviewed Directors' fees and remuneration to be approved by shareholders

Re-elections of Directors

Clause 117 of the Company's Constitution provides that one-third (1/3) of the Directors shall retire by rotation and they are eligible for re-election at the AGM and that each Director shall submit himself/herself for re-election once in every three (3) years. In addition, Clause 107 of the Company's Constitution provides that a Director who was appointed during the financial year shall retire and be eligible for re-election at the AGM to be held following his/her appointment.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **BOARD LEADERSHIP AND EFFECTIVENESS**

At the forthcoming AGM of the Company, the following Directors are due for retirement ("Retiring Directors") and are eligible for re-election pursuant to Clause 117 and 107 of the Company's Constitution:

No.	Director(s)	Retiring pursuant to
1)	Dato' Lee Kok Chuan	Clause 117
2)	Puan Adibah Khairiah Binti Ismail @ Daud	Clause 117
3)	Puan Noor Zita Binti Hassan (Appointed on 2 May 2025)	Clause 107

Note:
Datuk Syed Hisham Bin Syed Wazir has informed the Board that his tenure as an Independent Director will reach a cumulative term of nine (9) years in December 2025. In accordance with the provisions in the Board Charter, he has notified the Company and the Board of his intention to retire from office and will not seek re-election at the forthcoming AGM. Therefore, he will retire from office at the conclusion of the 15th AGM of the Company.

The NRC had undertaken an annual assessment and evaluation of the Retiring Directors in accordance with the provisions of the Companies Act 2016, the Constitution and the Fit and Proper Policy of the Company. The Retiring Directors have completed their respective declarations in accordance to the Fit and Proper Policy to affirm that they have fulfilled the fit and proper criteria relating to their probity, personal integrity and reputation, competence and capability and financial integrity. From the results of the assessment conducted, the NRC was satisfied with the overall performance and contribution of the Retiring Directors to the Group and had accordingly recommended to the Board for their re-election at the forthcoming AGM of the Company.

Based on the outcome of the self-independent assessment, the NRC was satisfied that the retiring Independent Directors have complied with the independence criteria as set out in the Listing Requirements of Bursa Securities and continue to provide independent and objective judgment to the Board's deliberation.

The Board then deliberated and concurred with the NRC's recommendation and agreed to table the resolution for the re-election of the Retiring Directors for shareholders' approval at the forthcoming AGM of the Company. Information on the Retiring Directors are set out on in the Profile of Directors in this Annual Report.

Tenure of Independent Directors

Pursuant to Practice 5.3 of the MCCG, the tenure of an Independent Director shall not exceed a cumulative term of nine (9) years. Upon completion of nine (9) years, the Independent Director may continue to serve on the board as a Non-Independent Director.

With effect from financial year ended 30 April 2022, to further enhance its Board diversity and strike an appropriate balance between continuity of experience and Board refreshment, the Company had adopted the policy to limit the tenure of Independent Directors to a cumulative term of not more than nine (9) years in its Board Charter, which is in line with the provisions in the MCCG on tenure of Independent Directors.

The Board is also confident that the Independent Directors themselves, after having provided all the relevant confirmations on their independence, will be able to determine if they can continue to provide independent and objective judgement during Board deliberations and decision makings.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

As at 30 April 2025, the tenures of the four (4) INEDs of the Company are as follows:

Length tenure of Independent Non-Executive Directors (Years)	1 - 4	5 - 6	7 - 9	Total
Number of Independent Non-Executive Directors / Percentage %	1 (25%)	1 (25%)	2 (50%)	4 (100%)

As at 30 April 2025, Datuk Syed Hisham Bin Syed Wazir has served a cumulative term of 8.4 years as an INED of the Company. He has notified the Board of his intention to retire from office and not to seek for re-election. Therefore, he will retire from office at the conclusion of the 15th AGM of the Company.

Annual Assessment of Independence

The Board recognises the importance of independence and objectivity in its decision making process. The presence of INEDs is essential in providing unbiased and impartial opinion, advice and judgment to ensure that the interests of the Group's stakeholders namely, the shareholders, employees, customers and suppliers are well represented and taken into account.

The independence of the INEDs is assessed annually by the Board (through the NRC) based on criteria set out in the Listing Requirements of Bursa Securities and the Fit and Proper Policy of the Company. The Board will only recommend the re-appointment of an Independent Director after it is satisfied that the INED concerned continues to fulfil the independence criteria.

The current INEDs of the Company have fulfilled the criteria of "independence" as prescribed under Chapter 1 of the Listing Requirements of Bursa Securities.

Remuneration policy and procedures

The Board has in place a Remuneration Policy which contains the guiding principles for determining the remuneration for Executive Directors and KSM and to ensure that the same remains competitive, appropriate and in alignment with the prevalent market practices. The Remuneration Policy is formulated with the aim to support the Executive Directors and KSM in carrying out their responsibilities and fiduciary duties in steering the Group to achieve its long-term goals and enhance shareholders' value. The Board's objective in this respect is to offer competitive remuneration packages to the Executive Directors and KSM to attract, motivate, retain and reward them to better manage and drive the Company's success.

The NRC is responsible for reviewing and recommending to the Board, the remuneration packages and terms of employment for the Executive Directors and KSM. The Remuneration Policy is reviewed regularly by the NRC and will be amended as appropriate to align with the current market practices and requirement of the MCCG and other regulatory bodies. The Remuneration Policy is available on the Company's website at www.bauto.com.my.

The remuneration packages for the Executive Directors and KSM comprise salaries, allowances and performance-based incentives including bonuses and other customary long-term benefits as appropriate. The salary level for Executive Directors and KSM takes into account, among others, the scope of duties and responsibilities, corporate performance, individual performance and market conditions within the industry and market capitalisation. The remuneration packages are determined at a level which enables the Group to attract, develop and retain high performing and talented individuals with the relevant experience, level of expertise and level of responsibilities.

The remuneration packages of the Executive Directors and KSM include incentives which are tied to longer term performances such as share grants and share options awarded under the Company's ESS which are vested over a period of five (5) years to align their interest with the strategic goals of the Group.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **BOARD LEADERSHIP AND EFFECTIVENESS**

The Non-Executive Directors' remuneration is in the form of fixed annual fees and payable on a monthly basis in arrears and/or as and when upon services are rendered by the Non-Executive Directors as members of the Board and Board Committees. Additional fee such as meeting allowance is payable to the Board and Board Committee members as incidental cost for attending Board and Board Committees' meetings. The Directors' fees and other benefits payable to Non-Executive Directors are subject to shareholders' approval on an annual basis at the AGM of the Company in accordance with Section 230(1) of the Companies Act 2016.

The last review on Directors' fees was conducted in FY2024. Below are the Directors' fees for Non-Executive Directors and SINED:

Board Designation	Directors' Fees per annum per Director (RM)
Non-Executive Directors	100,000
SINED	20,000 (Additional fee)

The aforementioned Directors' and SINED fees will be presented to the shareholders for approval at the forthcoming 15th AGM of the Company in accordance with Section 230(1) of the Companies Act 2016.

The Non-Executive Directors have abstained and will continue to abstain from all Board and NRC meetings in relation to the resolutions pertaining to their respective Non-Executive Directors' fees enhancement.

They will also abstain and will ensure persons connected to them (where applicable) will abstain from voting at the forthcoming 15th AGM of the Company in relation to the resolutions pertaining to their respective Non-Executive Directors' fees enhancement.

Directors' remuneration

Details of Directors' remuneration paid/payable to Directors of the Company who are also directors of the Group for FY2025 are as follows:

Company	RM						
	Fees	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
Executive / Chief Executive							
Tan Sri Dato' Sri Yeoh Choon San	-	-	-	-	-	-	-
Dato' Lee Kok Chuan	-	-	-	-	-	-	-
Non-Executive							
Datuk Syed Hisham Bin Syed Wazir	120,000	22,500	-	-	-	-	142,500
Dato' Kalsom Binti Abd. Rahman	100,000	12,600	-	-	-	-	112,600
Puan Adibah Khairiah Binti Ismail @ Daud	100,000	19,800	-	-	-	-	119,800
Mr Martin Giles Manen	100,000	19,200	-	-	-	-	119,200
Puan Noor Zita Binti Hassan*	-	-	-	-	-	-	-
Dato' Wan Kamaruzaman Bin Wan Ahmad	100,000	12,600	-	-	-	-	112,600
Total	**520,000**	**86,700**	**-**	**-**	**-**	**-**	**606,700**

Note:
* *Puan Noor Zita Binti Hassan was appointed as an Independent Non-Executive Director on 2 May 2025*

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

Group	RM						
	Fees	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
Executive / Chief Executive							
Tan Sri Dato' Sri Yeoh Choon San	-	40,500	2,863,012	2,000,000@	24,600	916,886^	5,844,998
Dato' Lee Kok Chuan	-	37,176	2,528,045	894,144	24,600	642,496^	4,126,461
Non-Executive							
Datuk Syed Hisham Bin Syed Wazir	120,000	22,500	-	-	-	-	142,500
Dato' Kalsom Binti Abd. Rahman	100,000	12,600	-	-	-	-	112,600
Puan Adibah Khairiah Binti Ismail @ Daud	100,000	19,800	-	-	-	-	119,800
Mr Martin Giles Manen	100,000	19,200	-	-	-	-	119,200
Puan Noor Zita Binti Hassan*	-	-	-	-	-	-	-
Dato' Wan Kamaruzaman Bin Wan Ahmad	100,000	12,600	-	-	-	-	112,600
Total	**520,000**	**164,376**	**5,391,057**	**2,894,144**	**49,200**	**1,559,382**	**10,578,159**

Note:
^ *Comprises employers' provident fund contributions, social security welfare contributions and other benefits*
@ *Comprises performance incentives and bonus received from subsidiary company*
\- *Non-Executive Directors receive their remuneration from the Company, whilst the Executive Directors receive their remuneration from the Group.*
* *Puan Noor Zita Binti Hassan was appointed as an Independent Non-Executive Director on 2 May 2025*

In addition, the Directors are covered under the Directors and Officers' Liability Insurance in respect of liabilities arising from acts committed in their capacity as directors and officers of the Group as their benefit, provided that such director/officer has not acted negligently, fraudulently or dishonestly, or in breach of his/her duty of trust.

The remuneration of top five (5) KSM in bands of RM50,000 on an aggregate basis

The KSM received their remuneration from the Group. Remuneration of the top five (5) KSM in the bands of RM50,000 for FY2025 are as follows:

Range of remuneration	Number of KSM
RM5,800,001 to RM5,850,000	1
RM4,100,001 to RM4,150,000	1
RM1,050,001 to RM1,100,000	1
RM700,001 to RM750,000	2
	5

MCCG had recommended that companies should disclose on named basis and the detailed remuneration of the top five (5) KSM. However, the Board is of the view that such disclosures will not be in the best interest of the Group as talented and/or top performing KSM who have been contributing to the Group's performance may be lured away and risk losing them to competitors. Furthermore, such detailed disclosures may cause disharmony and/or unhealthy rivalry among the KSM and will have an adverse effect on the Group's operations and performance.

As an alternative, the Board believe that the transparency and accountability aspects of corporate governance as applicable to the KSM's remuneration are appropriately served by disclosure in various bands.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **EFFECTIVE AUDIT AND RISK MANAGEMENT**

Audit Committee

The Audit Committee is established by the Board and comprises three (3) members, all of whom are INEDs. The members are as follows:

Audit Committee	Type of membership
Mr Martin Giles Manen	Chairman/INED
Datuk Syed Hisham Bin Syed Wazir	Member/SINED
Puan Adibah Khairiah Binti Ismail @ Daud	Member/INED

The Chairman of the Audit Committee is appointed by the Board and is not the Chairman of the Board. In addition, none of the Audit Committee members were former key audit partners from the External Auditors. If so, that person is then required to observe a cooling-off period of at least three (3) years before he/she can be considered for appointment as a member of the Audit Committee and/or the Board in accordance with the TOR of the Audit Committee.

Members of the Audit Committee possess a mix of skills, knowledge and experience which enable them to discharge their duties and responsibilities effectively pursuant to the TOR of the Audit Committee. Two (2) members of the Audit Committee are also Chartered Accountants of the Malaysian Institute of Accountants by profession. Members of the Audit Committee are financially literate and are able to understand, analyse and challenge matters under the purview of the Audit Committee including the financial reporting process.

The Audit Committee assisted the Board in overseeing the process and quality of the financial reporting of the Group and Company and in ensuring that the financial statements comply with the provisions of the Malaysian Companies Act 2016 and the applicable Malaysian Financial Reporting Standards and International Financial Reporting Standards. The quarterly financial results of the Group are also reviewed by the Audit Committee before they are tabled to the Board for deliberation and approval.

A summary of the activities undertaken by the Audit Committee during the financial year are set out in the Audit Committee Report in this Annual Report.

The performance of the Audit Committee is reviewed annually by the NRC and cover aspects such as the members' financial literacy levels, its quality and composition, skills and competencies and the conduct and administration of the Audit Committee meetings. For FY2025, the NRC has evaluated and concluded that the Audit Committee and its members have effectively performed their duties in accordance with the External Auditors' Policy and TOR of the Audit Committee.

The composition, authority as well as the duties and responsibilities of the Audit Committee are set out under the TOR approved by the Board and is available on the Company's website at www.bauto.com.my.

In presenting the annual audited financial statements to the shareholders, the Board takes responsibility to present a balanced and meaningful assessment of the financial performances and prospects of the Group and the Company and ensure that the financial statements are prepared in accordance with the provisions of the Companies Act 2016, the applicable Malaysian Financial Reporting Standards and International Financial Reporting Standards so as to present a true and fair view of the financial positions, financial performances and cash flows of the Group and Company.

A statement by the Directors of their responsibilities in the preparation of the financial statements is set out in the Statement of Directors' Responsibility in Respect of the Audited Financial Statements in this Annual Report.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

Assessment of External Auditors

The Board maintains a transparent and professional relationship with the External Auditors through the Audit Committee. The Audit Committee invited the External Auditors to attend its meetings and discussed their audit plans and findings on the financial statements of the Group and the Company. In addition, the Audit Committee had private sessions with the External Auditors without the presence of the Executive Chairman, Group CEO, Chief Financial Officer and other senior management to enable exchange of views on any issues requiring attention.

The Audit Committee has been tasked by the Board to perform annual assessment of the quality of audit which encompassed the performance and calibre of the External Auditors and their independence, objectivity and professionalism. The assessment process involved identifying the areas of assessment, setting the minimum standards and devising tools to obtain the relevant data. The areas of assessment included, among others, the External Auditors' calibre, quality processes, audit team, audit scope, audit communication, audit governance and independence as well as audit fees. Assessment questionnaires are used as a tool to obtain input from the Company's personnel who had constant contact with the External Auditors' team throughout the year.

The External Auditors Policy ("EA Policy") dated 12 March 2025 was reviewed and recommended by the Audit Committee to the Board which was approved on even date. It outlines the policies and procedures governing the assessment, appointment and monitoring the performance, calibre, independence, objectivity and professionalism of the External Auditors. Pursuant to the EA policy, prior approval is required from the Executive Chairman/Group CEO/Chief Financial Officer/Audit Committee for the annual reporting on any non-audit services engagement to be performed by the External Auditors and its affiliates as well as for the rotation of the External Audit engagement partner. In addition, if any former key audit partner is to be appointed as a member of the Audit Committee and/or the Board, that person is required to observe a cooling-off period of at least three (3) years prior to such appointment.

To support the Audit Committee's assessment of their independence, the External Auditors provided the Audit Committee with a written assurance confirming their independence throughout the conduct of the audit engagement in accordance with the relevant professional and regulatory requirements. The External Auditors also declared their independence annually to the Audit Committee as specified in the By-Laws issued by the Malaysian Institute of Accountants and have included such declaration in their presentation of the annual audit plan to the Audit Committee.

The Audit Committee had also ensured that the External Auditors are independent of the activities they audit and had pre-approved the non-audit services to be performed by the External Auditors and its affiliates for the ensuing financial year. The management are also authorized by the Audit Committee to execute the relevant engagement letters for the pre-approved non-audit services that are below the threshold of RM100,000.00 as per the EA Policy. Any other non-audit services not pre-approved by the Audit Committee shall seek its approval prior to the engagement of such services. The recurring non-audit services performed by the External Auditors and its affiliates were in respect of the annual reviews for tax compliance and the Statement on Risk Management and Internal Control.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **EFFECTIVE AUDIT AND RISK MANAGEMENT**

During FY2025, the amount of the statutory audit fees and non-audit fees paid/payable to the External Auditors and its affiliates by the Company and the Group are as follows:

	Company		Group	
	FY2025 RM	FY2024 RM	FY2025 RM	FY2024 RM
Statutory audit fees paid/payable to:-				
-Ernst & Young PLT ("EY") Malaysia	66,000	62,900	414,730	385,050
-Affiliates of EY Malaysia	-	-	41,104	39,612
Total (a)	**66,000**	**62,900**	**455,834**	**424,662**
Non-audit fees paid/payable to:-				
-EY Malaysia	8,700	23,300*	8,700	23,300*
-Affiliates of EY Malaysia	4,900	4,700	73,486	163,702^
Total (b)	**13,600**	**28,000**	**82,186**	**187,002**
% of non-audit fees (b/a)	21%	45%	18%	44%

* Included review fee for the Fair Valuation of the ESS Options in relation to the implementation of the new ESS during the financial year ended 30 April 2024.

^ Included tax compliance services such as e-invoicing readiness assessment and implementation.

In considering the nature and scope of the non-audit fees, the Audit Committee was satisfied that such fees will not result in any conflict of interest situation or impair the independence and objectivity of the External Auditors in the performance of their audit on the Company and the Group.

Following completion of the assessment, the Audit Committee then recommended the re-appointment of the External Auditors to the Board for its deliberation and approval. The Board concurred with the Audit Committee's recommendation and agreed to table the proposed re-appointment of the External Auditors to the shareholders for approval at the Company's forthcoming AGM.

Risk Management and Internal Control Framework

The Board has established a Risk Management Committee ("RMC") which comprises a majority of Independent Non-Executive Directors. The members are as follows:

RMC	Type of membership
Mr Martin Giles Manen	Chairman / INED
Tan Sri Dato' Sri Yeoh Choon San	Member / Executive Chairman
Dato' Lee Kok Chuan	Member / Group CEO
Datuk Syed Hisham Bin Syed Wazir	Member / SINED
Dato' Kalsom Binti Abd. Rahman	Member / INED

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

The Board regards risk management and internal controls as integral parts of the overall management process. The following represents the key elements of the risk management and internal control framework:

(a) An organisational structure in the Group with formally defined lines of responsibility and delegation of authority;

(b) Quarterly review of the Group's business performance by the Board, which also covers the assessment of the impact of changes in business and competitive environment;

(c) Active participation and involvement by the Executive Chairman, Group CEO and Chief Financial Officer on the day-to-day business operations including regular discussions with management on operational matters; and

(d) Monthly financial reporting to the Executive Chairman and Group CEO.

The Board has tasked the RMC the responsibility to oversee the risk management framework of the Group, reviews the risk management policies formulated by management and makes appropriate recommendations to the Board for approval. This enables management to identify, evaluate, control, monitor and report to the RMC and Board on the principal business risks faced by the Group on an "on-going" basis, including remedial measures taken to address the risks. The RMC continues to maintain and review its risk management and internal control procedures to ensure that the Group's assets and shareholders' investments are adequately protected as far as possible.

The RMC has adopted the Enterprise Risk Management ("ERM") framework to proactively identify, evaluate and manage key risks to an optimal level. In line with the Group's commitment to deliver sustainable value, this framework aims to provide an integrated approach entity-wide. It outlines the ERM methodology focussing on risk ownership and continuous monitoring of key risks identified.

Internal Audit Function

The Board acknowledges the role of the Internal Auditors in reviewing the effectiveness, adequacy and integrity of the overall internal control system to safeguard the Group's assets and shareholders' investments. The Company has continued to outsource its Internal Audit Functions to an external professional firm, PKF Risk Management Sdn Bhd ("Internal Auditors"), to maintain independence and integrity of the Internal Audit Function.

For FY2025, the Audit Committee has reviewed and is satisfied with the effectiveness of the Internal Audit Function, which was facilitated internally. In addition to the assessment review, the Audit Committee had also reviewed and approved the Internal Audit Report and audit plans prepared by the Internal Auditors.

Details of the Group's Risk Management and Internal Control Framework are set out in the Statement on Risk Management and Internal Control in this Annual Report.



BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS**

The Board engages with stakeholders to understand their priorities and concerns through a range of engagement activities.

Navigating stakeholders' priorities

The Company conducts materiality assessment in alternate years (biennially) for both internal and external stakeholders to identify, refine and assess potential economic and EESG material issues that may impact the Group. These material issues are aligned with the corresponding global megatrends in order to identify potential risks and opportunities for the Group. Responding to stakeholders' priorities and concerns, the Group addresses the material issues through various stakeholders' engagement strategies.

Communication with Stakeholders

The Company maintains an effective channel of communication with its stakeholders such as shareholders, institutional investors, suppliers, employees and the public at large with the objective of providing a clear and concise picture of the Group's performance and financial position. The provision of timely information is of paramount importance to assist stakeholders to make an informed decision on the Group's operations, financial position and its direction. However, whilst the Company endeavours to provide as much information as possible to its stakeholders, it is mindful of the legal and regulatory framework governing the release of material and price-sensitive information.

The normal channels of communications are through quarterly announcements on the Group's financial results to Bursa Securities, relevant announcements and circulars, meetings with dealers, analysts and fund managers, general meetings of shareholders, "townhall" meetings with employees and through the Company's website at www.bauto.com.my where stakeholders can access, among others, corporate information, annual reports, press releases, financial information and announcements by the Company on a timely basis.

Following the release of the quarterly financial results of the Group to Bursa Securities, financial results briefings (via call, online and in-person meetings) are usually organized for the investment communities such as analysts and institutional fund managers, to facilitate clarification and interaction with the Group CEO and designated management. For FY2025, the Company had conducted four (4) financial results briefings following the release of the quarterly results to Bursa Securities in each quarter. Some of the analyst reports were uploaded onto the Company's corporate website under the "Investor Relation" section. The Group has a relatively high level of coverage and exposure to the investment community.

Presently, there are fourteen (14) analysts covering the Company's stock:

Analysts Coverage List

1) Affin Hwang Investment Bank Berhad
2) Bank Islam Investment Berhad
3) CGS International Securities Malaysia Sdn. Bhd.
4) Citibank Berhad
5) Hong Leong Investment Bank Berhad
6) CIMB Securities Sdn Bhd
7) Kenanga Investment Bank Berhad
8) Macquarie Capital Securities (M) Sdn Bhd
9) Maybank Investment Bank Berhad
10) MIDF Amanah Investment Bank Berhad
11) Public Investment Bank Berhad
12) RHB Investment Bank Berhad
13) TA Securities Holdings Berhad
14) UOB Kay Hian Securities (M) Sdn Bhd

The above channel of communication will enable stakeholders to have a better understanding of the Group's overall business and its operations and facilitate them in making an informed decision.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

Conduct at General Meetings

The Company regards the AGM as the principal forum for dialogue and interactions with private and institutional shareholders and aims to ensure that the AGM provides an important avenue for effective communication and constructive feedback between the shareholders and the Company. At each AGM, the Chief Financial Officer will briefly present the Group's performance for the financial year concerned.

Following the outbreak of the COVID-19 pandemic in 2020, the Company had been conducting its AGM on a fully virtual basis for the safety and well-being of its shareholders, the Board and its management as well as to encourage higher attendance numbers, greater representation across the shareholder base, better engagement and lower overheads and carbon footprint for the Company. Virtual AGM also facilitates and encourages remote participation by shareholders at the Company's AGM from any locations within and without the country.

However, pursuant to the Listing Requirements of Bursa Securities, with effect from 1 March 2025 all public listed companies are required to hold either a physical or hybrid general meeting. Hence, the Company has decided to hold a physical general meeting for its forthcoming 15th AGM, thus allowing shareholders/ proxy(ies)/ corporate representative(s) to attend the meeting in person.

The AGM is the main platform for the shareholders to seek clarifications from the Board and its management on the information set out in the Company's Annual Report, the Group's operations and/or its businesses. Shareholders are encouraged to participate in the AGM and pose questions to the Executive Chairman and the Board.

Shareholders are provided with the opportunity to pose questions or make comments prior to/during the AGM. In each AGM, the Executive Chairman, Group CEO, Board members and Chief Financial Officer are present to provide meaningful responses to the questions posed by the shareholders. The External Auditors are also present to provide professional and independent clarification on concerns raised by the shareholders in connection with the Audited Financial Statements. Questions that were not addressed during the AGM due to time constraint were accordingly responded in the Minutes of AGM. The Board also noted the feedbacks and suggestions from shareholders.

The minutes of the AGM together with the replies to queries from the Minority Shareholders Watch Group and the shareholders were published on the Company's corporate website within 30 business days after the AGM.

The Company despatches its notice of meeting at least twenty-eight (28) days before the AGM together with a copy of the Administrative Details which sets out details of the voting procedures to the shareholders of the Company. The notice of AGM is circulated in a nationally circulated newspaper together with an announcement on the website of Bursa Securities. The Company's Annual Report and Circular/Statement to Shareholders can be viewed and downloaded from the website of the Company and Bursa Securities at www.bauto.com.my and www.bursamalaysia.com respectively.

The additional time given to shareholders allow them to make the necessary arrangements to attend and participate in person or through corporate representatives, proxies or attorneys. More importantly, it enables the shareholders to have sufficient time to consider the resolutions and make an informed decision in exercising their voting rights at the AGM. Each item of special business included in the Notice of AGM is accompanied by a brief explanatory statement to provide an overview on the resolution being proposed.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT *(Cont'd)*

PRINCIPLE A B C **INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS**

Poll voting

Pursuant to Clause 82 of the Constitution of the Company and Paragraph 8.29A(1) of the Listing Requirements of Bursa Securities, the Company is required to ensure that all resolutions set out in the notice of general meetings are voted by poll.

For FY2024, voting at the 14th AGM was conducted on fully virtual basis and by poll via the Remote Participation and Electronic Voting ("RPEV") facilities and shareholders were briefed on the online voting procedures at the AGM. Counting of the poll voting was conducted entirely via electronic means and results of the poll are verified by an independent scrutineer. Details on the number of votes cast for and against for each resolution together with the respective percentages are displayed on the meeting platform for the shareholders' information. The poll results were announced to Bursa Securities on the same day after the conclusion of the AGM.

To enhance shareholders' engagement, promote environmental sustainability and reduce carbon footprint, the Company will continue to leverage on digital platforms whenever possible such as for its annual reports and e-lodgement of proxy forms by shareholders for the AGMs.

Shareholders may register as users with Boardroom Smart Investor Portal ("BSIP") at https://investor.boardroomlimited.com and submit their proxy forms electronically.

The Company remains committed to enhancing accessibility, transparency, and stakeholder engagement, leveraging technology to facilitate seamless participation in governance processes.

Key focus and future priorities

The Board will focus on enhancing governance effectiveness and strengthening its oversight on strategic and sustainability matters. Moving forward, the Board remains committed to upholding high standards of corporate governance and these includes, inter-alia:

1. Strengthening Board and Senior Management Succession Planning
2. Sustainability and EESG Integration
3. Compliance with the latest disclosure requirements under the National Sustainability Reporting Framework

This Statement was approved by the Board of Directors of the Company on 5 August 2025.



STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

This Statement on Risk Management and Internal Control ("Statement") is prepared pursuant to Paragraph 15.26(b) of the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and as guided by the "Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers" and Practice Note 9 issued by Bursa Securities.

This Statement outlines the state of risk management and internal control of Bermaz Auto Berhad and its subsidiaries ("the Group") that are in place for the financial year ended 30 April 2025, and up to the date of approval of this Statement.

The Board of Directors ("the Board") is committed to maintaining a sound system of risk management and internal control, while continuing to uphold and implement a strong culture and environment for the proper conduct of the Group's business operations.

1. BOARD'S RESPONSIBILITY AND COMMITMENT

The Board recognises its overall responsibility for the oversight of the Group's System of Risk Management and Internal Control ("the System") and for assessing and reviewing the adequacy and effectiveness of the System. The Board's primary objective and direction are to enhance the Group's ability to achieve its business objectives and ensuring the long-term sustainability of the Group's operations in a dynamic global environment.

The Board ensures that the System is able to identify, evaluate and manage risks relevant to the Group within acceptable risk appetite. Notwithstanding that, in view of the limitations that are inherent in any system of internal control, the System can only provide reasonable assurance against material misstatement or loss, as it is designed to manage rather than to eliminate the risk of failure to achieve business objectives. The System covers not only financial controls but also operational, organisational and compliance controls, as well as processes to review and assess the adequacy and effectiveness of these controls.

The Board has delegated duties of oversight of critical areas to the Audit Committee ("AC") and the Risk Management Committee ("RMC"). AC comprises solely of Independent Non-Executive Directors whilst RMC comprises majority of Independent Non-Executive Directors. Despite this, the Board remains responsible for the review outcome of its committee, and this includes disclosure on key risks and internal controls in the Group's annual report.

The Board has formed its view on the adequacy and effectiveness of the System based on information and assurances provided by the Management, who in turn is responsible to implement and monitor the System. The management of the Group is led by the Executive Chairman ("EC") and the Group Chief Executive Officer ("Group CEO"), whom regularly reported to the Board on key risks identified and action taken to mitigate and/or minimise such risks for the Board's review and assessment. Prior to forming its view, the Board via its AC has deliberated audit findings reported by the internal auditors, based on the scope and coverage of internal audit's remit for the financial year under review. Besides, the Board has also solicited observations of the independent external auditor for risks and controls related to the financial statements of the Group.

2. KEY RISK MANAGEMENT AND INTERNAL CONTROL SYSTEM

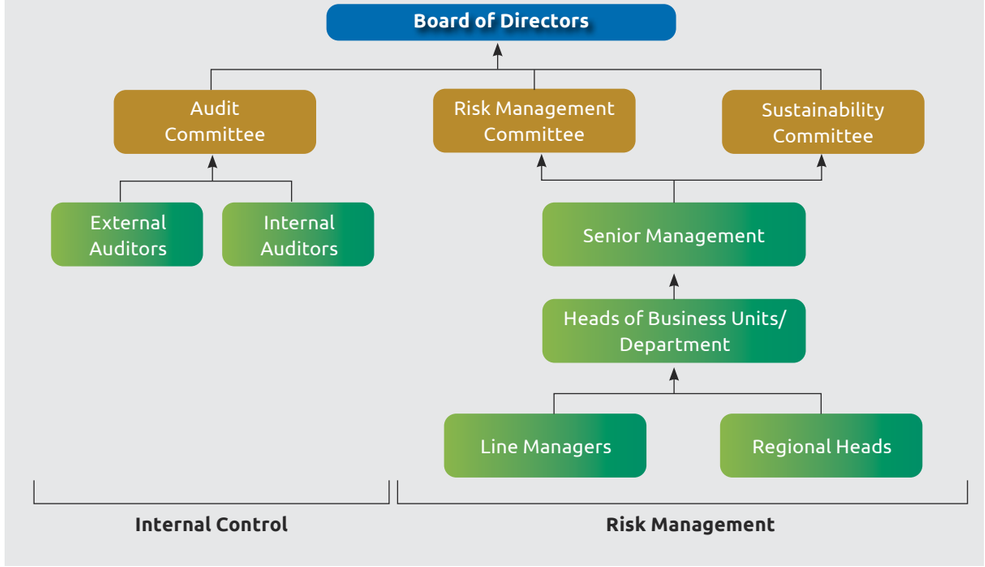
The Board and the management have ensured that risk management and internal control frameworks are embedded into the Group's governance framework. The key risk management and internal control systems that are implemented within the Group for the financial year ended 30 April 2025 and up to the date of approval of this statement are set out below. We wish to highlight that this system of risk management and internal control does not apply to associate companies which the Group has no direct control over their operations.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL *(Cont'd)*

2.1 Risk Management & Internal Control Governance

Overview of the Group's risk management and internal control governance



Risk Management Governance	Key Responsibilities
Board of Directors	• Oversight of Risk Management System. • Establish risk parameters and entrust oversight of critical areas to Risk Management Committee.
Risk Management Committee	• Monitor, review and assess the risk management programme to ensure that it is consistently adopted throughout the Group and is within the parameters established by the Board of Directors. • Ensure the risk management programme is in compliance with relevant regulatory requirements.
Sustainability Committee	• Entrusted by Board of Directors to determine the Group's overall sustainability strategy, framework and policies.
Senior Management	• Lead and steer in implementation of the risk management programme; work closely with Heads of Business Unit and Heads of Department in formulating risks management strategies and monitoring of control processes. • Provide assurance to the Board of Directors that the risk management processes have been carried out adequately and effectively.
Heads of Business Unit and Heads of Department	• Identify, analyse, evaluate risks/sustainability issues. • Establish controls to keep risks at acceptable level. • Develop, implement and monitor risk mitigation plans. • Ensure the processes of risk management are carried out adequately and effectively at operation levels and in compliance with policies set.
Line Managers and Regional Heads	• Execute processes of risk management. • Ensure compliance with risk policies. • Report risk issues to respective Head of Department.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL *(Cont'd)*

Internal Control Governance	Key Responsibilities
Board of Directors	• Oversight of Internal Control System. • Entrust oversight of internal control system to Audit Committee.
Audit Committee	• Review and recommend, amongst others, the appointment of external auditors, audit fees. • Discuss with external and internal auditors, amongst others, on audit findings, system of internal controls, scope of audit. • Review the Group's quarterly results and year-end financial statements. • Review related party transactions to ensure management integrity and disclosure of such transactions in the Group's annual report.
External Auditors	• Conduct an audit of the Group's financial statements and express an opinion on the truth and fairness of the financial statements. • Provide reasonable assurance that there is no material misstatement of the financial statements.
Internal Auditors	• Provide reasonable assurance to the Audit Committee on the state of the Group's internal control system whereby proper and adequate internal control processes have been put in place in meeting the Group's business objectives and all relevant stakeholders' requirements and expectations. • Recommend for improvement in the Group's internal control system.

2.2 Risk Management System

2.2.1 Risk Management Framework

The RMC has adopted an Enterprise Risk Management ("ERM") framework to proactively identify, evaluate and manage key risk issues critical to achieving the Group's strategic objectives and opportunities for competitive advantage.

The ERM framework supports better risk structuring, reporting and analysis, it allows RMC to strategically manage risks from the Group's perspective, determine risk response strategies and make holistic decisions to optimise the Group as a whole.

In order to provide a structure for risk analysis, and to help allocate responsibility for managing different types of risk, RMC classifies risks into two broad categories as set out below:

(i) **Strategic risks** are primarily caused by events that are external to the Group, but have significant impact on the Group's strategic objectives and activities. The Board, EC and Group CEO are responsible for managing strategic risks.

(ii) **Operational risks** are inherent within the Group, including foreign exchange risk, credit risk, competency risk, technology risk, recruitment risk. Senior management, Heads of Business Unit/Department and corresponding line managers/regional heads are responsible for managing operational risks.

In this context, ERM aligns the Group's strategies, processes, people, technology and knowledge to create greater value.

BOARD LEADERSHIP AND GOVERNANCE *(Cont'd)*

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL *(Cont'd)*

2.2.2 Summary of Key Risks Management Activities

Key risk management activities carried out during the year under review are set out below.

Risk management process	Key activities carried out	
	Strategic risks	Operational risks
Risk identification	Senior management and the Board have reviewed and identified current and emerging strategic risks that may impact the Group in achieving its business objectives, taking into consideration events that had occurred or may occur, amongst others, local political instability, changes in regulation and policies, global trade disruption, competitive environment, regulatory compliance, health safety and environmental issues, technological changes, and, cyber security.	Respective process owners (line managers and regional heads), together with Heads of Business Unit/Department, have identified risks originated from business operations, amongst others, from the aspect of supply chain, human resource management, dealer network management and service excellence.
Risk analysis	Risks were assessed and risk-rating were calculated based on severity of the impact on the Group's business and likelihood of the risk events occurring, after mitigation controls been imposed. Risk-ratings were reviewed and deliberated during RMC meeting.	
Risk controls & mitigation	Mitigation controls have been developed and put in place to manage risks to acceptable level.	
Risk monitoring	Management and the Board have observed changes in business circumstances and have deliberated the adequacy of existing measures in addressing risk/issues emerged. Corrective strategies were formulated in response to changes of risks whenever it is necessary. Management has also attended to various stakeholders' feedback, mainly via Investor Relations function and Customer Relationship Management function, for opportunities to improve the risk management and sustainability controls, amongst others, in the aspects of ESG, product competitiveness, service excellence.	Respective Head of Business Unit/Department has continuously monitored the application of policies and risk management processes at operational level, by, amongst others, conducting routine meetings with process owners, visiting outlets, reviewing trend reports, conducting customer satisfaction survey. Risks were assessed periodically and control measures were adjusted in response to changes or for improvement whenever needed. Senior management has been updated with the progress of the risk management processes during management meetings; the effectiveness of the processes was also scrutinised during management discussion.
Risk reporting	Key risks were registered in the Group's risks registers alongside with risk-ratings and measures to control and to mitigate respective risks. The risk registers and risk map were presented to the RMC for the committee's review and assessment during RMC meetings. For the financial year ended 30 April 2025, the RMC held one meeting. The Board has reviewed and noted the minutes of the RMC meeting.	

BOARD LEADERSHIP AND GOVERNANCE *(Cont'd)*

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL *(Cont'd)*

2.2.3 The Group's Key Risk Exposures

Key risks identified during the year under review are set out below.

Key Risks	Description	Key Mitigating Measures	Risk Trend
Changes in competitive landscape	The Group is exposed to risks arising from changes in the competitive landscape, amongst others, the influx of the Chinese automakers into the Malaysian and the Philippines markets, bringing significant competitive pressure and reshaping the dynamics of these automotive markets. This shift intensifies price competition and accelerates market changes, potentially impacting the Group's revenue and profitability through lower sales volumes and margins.	The Group is working closely with its principals to introduce a variety of products to enhance its competitiveness, while leveraging its established brand equity and reputation for delivering an excellent customer ownership experience. The Group keeps abreast of the automotive market changes and industry trends, the automakers' strategies and approaches, regulatory changes, etc., to keep its business relevant and competitive.	Unchanged
Turbulent geopolitical and trade conditions	These risks arise from international conflicts, trade tensions, sanctions, and shifts in global power dynamics. Such events can significantly disrupt global markets, international trade, and supply chains, lead to increased operational costs, and broader economic slowdowns.	The Group focuses on sustaining sales growth while weathering downturns by proactively recognizing threats and responding promptly to changes.	Unchanged
Macroeconomic and political risk	This includes overall market volatility, significant changes in consumer preferences, decline in consumer confidence, currency fluctuations, and general policy uncertainty. Shifts in local policies, such as new regulations, tax structures, or incentives, may have impact on product pricings and margin.	The Group continues to adapt its strategies and communicate effectively with government bodies to ensure compliance with requirements at all times.	Unchanged

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL *(Cont'd)*

Key Risks	Description	Key Mitigating Measures	Risk Trend
Dependence on key principals	The Group was deriving its revenue from single distributorship awarded by Mazda Motor Corporation, Japan.	The Group was awarded the Malaysia distributorship right of Kia marque vehicles and XPeng marque vehicles in April 2021 and March 2024 respectively. The Group will continue to explore for new business opportunities that could further enhance shareholders' value, and continuously carrying out brand enhancement activities, also, to work closely with its principals for sales growth strategies and to increase profitability.	Decreasing
Technology advancement	The automotive industry is going through transformation as advanced technologies emerged. Malaysian government announced incentives by reducing direct and indirect tax to encourage the use of low-carbon vehicles and the development of electric vehicles (EV) ecosystem.	The Group is exploring a new range of products, including electrification models, to further grow its revenue base and benefit from the government incentives. The Group is also focusing on training, retraining and upskilling to keep pace with the latest development.	Unchanged
Operation	These risks pertain to disruptions in day-to-day business processes and systems. This includes challenges to consistent supplies, disruptions in logistics, critical component shortages, resilience of the Group's distribution network.	The Group mitigates these risks through meticulous operational planning and close communication with all business associates (principals, dealers, logistic partners) to ensure uninterrupted delivery of products and services.	Decreasing
Environmental, social, and governance (ESG) factors	ESG factors includes environmental impact, social responsibilities, and corporate governance. Poorly managed ESG issues can lead to severe reputational damage, regulatory noncompliance, legal penalties, restricted access to capital, and operational disruptions.	The Group incorporated ESG factors in its strategic planning and Enterprise Risk Management framework. The Group maintains robust compliance programs to meet evolving ESG regulations and reporting requirements.	Decreasing

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL *(Cont'd)*

Key Risks	Description	Key Mitigating Measures	Risk Trend
Climate change	This relates to risks arising from rising global temperatures, sea-level rise, and climate-related disasters, as well as evolving environmental regulations. There may be physical damage to assets, increased operational costs, fines, and loss of trust from investors or the public if such risks are not adequately addressed.	The Group invests in renewable energy and water harvesting, adhering to all compliance and reporting requirements.	Decreasing
Cyber-security	A security breach could lead to data loss and/or system corruption, thereby jeopardizing the Group's reputation and causing financial loss. Cyber-security is crucial for the Group.	The Group continuously educates its employees the importance of maintaining a safe IT environment. It has also implemented various IT policies to govern the operating environment. Investment in advanced systems and applications are one of the Group's strategies to maintain competitiveness.	Decreasing

2.3 Internal Control System

2.3.1 Key Features of the Group's Internal Control System

Some key features of the Group's internal control system include:

- Clear organisation structure with defined reporting lines;
- Capable workforce and continuous training efforts;
- Periodical review of financial and operational reports, and scheduled management meetings;
- Conduct staff performance appraisal to enable two-way communication between superiors and subordinates, and to reward staff based on performance;
- Formal operating procedures which set out the expected standards for its operations;
- Surprise checks on branch and overseas operations to ensure compliance with the Group's policies and procedures;
- Independent assurance on the system of internal control from regular internal audit visits;
- Business continuity planning; and
- Succession planning to ensure that key positions in the Group are always being held by capable employees who are well aware of the Group's risks, and operating policies and procedures.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL *(Cont'd)*

2.3.2 Control Environment & Key Control Activities

Board Committees

The Board has delegated authorities of oversights to its committees, namely the RMC, the AC, the Nomination and Remuneration Committee, and the Sustainability Committee. By having these sub-committees to oversee dedicated areas, the Board can carry out its fiduciary obligation more efficiently and to maintain "check and balance" by segregating its duties amongst the Board members. Each of these committees has its specific responsibilities based on terms of reference approved by the Board, such terms of references can be accessed on the Group's website at www.bauto.com.my.

Audit Committee

The Board assigned the AC with the duty of reviewing and monitoring the effectiveness of the Group's system of internal control. It is stated in the terms of reference that AC shall consist of not less than three (3) members, all of whom shall be Non-Executive Directors with a majority of them being independent. During the financial year under review, the AC has carried out its duties and responsibilities as set out in the Audit Committee Reports of the Annual Report.

Management

The EC, Group CEO and other key management of the Group are based in the Group's Head Office in Malaysia. Notwithstanding that, the key management team practises "close to operations" policy, of which various scheduled management meetings have been conducted throughout the financial year under review with each business units and regional offices, either at site or by virtual meetings. The management has also regularly reviewed the financial and operational reports of the business units/regional offices. These provide the platform for timely identification of the Group's risks and opportunities to improve the Group's internal control system. Business units/regional offices are managed by capable/experienced personnel whom are accountable and committed to execute the Group's strategies and policies. The EC and Group CEO have also made timely updates to the Board of any significant matters which require the latter's attention.

Internal Audit Function

The Board recognises that effective monitoring on a continuous basis is a vital component of a sound internal control system. In this respect, the internal auditors provide the AC with independent and objective reports on the state of internal control of the operating units within the Group to assist the AC in monitoring and assessing the effectiveness of the internal control system. The Internal Auditors report directly to the AC. The scope of work covered by the internal audit function is determined by the AC after careful consideration and discussion with the Board. Observations from the internal auditors together with management's responses and proposed action plans are presented to the AC for review. The action plans are then followed up during subsequent internal audits with implementation status reported to the AC. The Group has engaged an external service provider, PKF Risk Management Sdn. Bhd., as Internal Auditors, led by Dr. Wong Ka Fee, to carry out the internal audit function. The Internal Audit function reviews the internal controls of the key activities of the Group and carry out the duties guided by the International Standards for the Professional Practice of Internal Auditing. It organises the auditing work in accordance to the principles of the internal auditing standards covering the conduct of the audit planning, execution, documentations, communication of findings and consultation with senior management and the Board on the audit concerns. Summary of works carried out by the Internal Auditors during the financial year under review are set out in the Audit Committee Report of the Annual Report.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL *(Cont'd)*

2.3.2 Control Environment & Key Control Activities (Cont'd)

Corporate Governance Practices and Policies

The Group has established its Anti-Bribery & Corruption Policy, Whistle Blowing Policy, Code of Conduct, Sustainability Policy, to strengthen controls in its business environment. The Group has also developed and put in place various policies that set out its corporate governance practices, which includes Board Charters, Fit and Proper Policy, Remuneration Policy, Board Diversity Policy, External Auditors Policy, Conflict of Interest Policy. A brief description of the current corporate governance practices and Group Policies is set out in the Corporate Governance Overview Statement in this Annual Report.

3. REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

The external auditors have performed limited assurance procedures on the Statement pursuant to the scope set out in Audit and Assurance Practice Guide ("AAPG") 3 (previously Recommended Practice Guide 5 (Revised 2015)), Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control ("SORMIC") included in the Annual Report issued by the Malaysian Institute of Accountants, for inclusion in the Annual Report of the Group for the financial year ended 30 April 2025 and reported to the Board that nothing has come to their attention that causes them to believe the Statement intended to be included in the Annual Report is not prepared, in all material respects, in accordance with the disclosures required by Paragraphs 41 and 42 of the SORMIC : Guidelines for Directors of Listed Issuers, or is not factually inaccurate.

AAPG3 does not require the auditors to consider whether the Directors' SORMIC covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system including the assessment and opinion by the Directors and Management thereon. The report from the external auditors was made solely to the Board in connection with their compliance with the Listing Requirements of Bursa Malaysia and for no other purposes or parties. The external auditors do not assume responsibility to any person other than the Board in respect of any aspect of this report.

4. CONCLUSION

The Board has received assurance from the Group's EC, Group CEO and Chief Financial Officer that the Group's risk/sustainability management and internal control systems are operating adequately and effectively, in all material aspects.

The Board remains committed towards operating a sound system of risk management and internal control and recognises the need for the system to continuously evolve to support the type of business and size of operations of the Group. The Board, in striving for continuous improvement will put in place appropriate action plans, when necessary, to further enhance the Group's system of risk management and internal control.

The system of risk management and internal control were satisfactory and there has been no material losses, contingencies or uncertainties that would require disclosure in the Group's Annual Report.

AUDIT COMMITTEE REPORT

The Board of Directors of Bermaz Auto Berhad ("BAuto" or the "Company") hereby presents the report of the Audit Committee ("AC") for the financial year ended ("FY") 30 April 2025 ("FY2025").

MEMBERS AND MEETING ATTENDANCE

The current AC comprises three (3) members, all of whom are Independent Non-Executive Directors ("INEDs"). The composition of the AC complies with the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the principles and practices set out in the Malaysian Code on Corporate Governance ("MCCG") that the AC should comprise solely of INEDs. None of the AC members is a former key audit partner of the Group.

The AC is chaired by Mr Martin Giles Manen, who is an INED and not the Chairman of the Board. Mr Martin Giles Manen and Puan Adibah Khariah Binti Ismail @ Daud are members of the Malaysian Institute of Accountants ("MIA"). In addition, Mr Martin Giles Manen is also a member of the Malaysian Institute of Certified Public Accountants ("MICPA"). All AC members are financially literate and have the relevant experience and capabilities necessary to discharge their fiduciary duties and responsibilities effectively. None of the AC members is an Alternate Director.

The composition of the AC also meets the requirement set out in Practice 9.4 (Step Up) under Principle B of the MCCG in that it should comprise solely of independent directors.

The membership and meeting attendance of the AC members for FY2025 are as follows:

Members	Type of membership	No. of meetings attended/held during FY2025
Mr Martin Giles Manen	Chairman/INED	5/5
Datuk Syed Hisham Bin Syed Wazir	Member/Senior INED	5/5
Puan Adibah Khairiah Binti Ismail @ Daud	Member/INED	5/5

As shown above, quorum for the AC meetings complied with the minimum requisite of two (2) members as stipulated in the Terms of Reference ("TOR") of the AC.

The AC meetings were convened with proper notices and agenda and these were circulated to all AC members with sufficient notification. The AC Chairman reports on matters deliberated during the AC Meetings and its recommendation thereof to the Board for deliberation, notification and/or approval. The minutes of the AC meetings were recorded and tabled at the next AC meeting for confirmation by the AC Chairman before they are tabled to the Board for its review and notation.

The Group Chief Executive Officer/Executive Director ("Group CEO"), Chief Financial Officer ("CFO") and Management were invited to attend the AC meetings to present and provide clarifications on any audit, financial and/or risk related matters as well as on the overall operations of the Company and its subsidiaries (collectively known as the "Group"). The Internal Auditors were invited to present their Internal Audit Reports on a quarterly basis and will normally include, among others, findings on the adequacy and effectiveness of the Group's system of internal controls, operating procedures and compliances with the relevant laws and regulations. The Internal Auditors had two (2) private sessions (i.e. on 11 June 2024 and 11 September 2024) with the AC, without the presence of the Executive Directors, CFO and Management, to discuss relevant issues and concerns arising from the audits. For FY2025, the External Auditors had attended three (3) of the AC meetings and presented their findings on external audit and review matters. The External Auditors also conducted three (3) private sessions (i.e. on 11 June 2024, 7 August 2024 and 12 March 2025) with the AC and discussed on, inter-alia, matters arising from the final audit and the level of assistance/cooperation provided by the Management during their audits. No major issues were raised/highlighted during the private sessions with the Internal Auditors and the External Auditors. The Company Secretaries acted as Secretary of the AC.

SUMMARY OF ACTIVITIES AND WORK UNDERTAKEN BY THE AC

In discharging the duties and responsibilities as set out in its TOR, the AC had undertaken the following activities and work during FY2025:

Financial Reporting

(a) Reviewed the financial results of the Group presented by the CFO during FY2025 and thereafter recommended them to the Board for deliberation and approval:

Date of Meetings	Review of the Group's financial results
11 June 2024	Fourth quarter financial results and the 12-month financial results for FY2024
11 September 2024	First quarter financial results for FY2025
12 December 2024	Second quarter financial results for FY2025
12 March 2025	Third quarter financial results for FY2025

(b) Reviewed the annual audited financial statements of the Group and of the Company for FY2024 with the External Auditors to ensure they were drawn up under the relevant legislation and applicable approved accounting standards and thereafter recommended to the Board for its deliberation and approval. On 11 June 2024, the AC also reviewed the status report on the Audit Plan for FY2024 prepared by the External Auditors.

(c) Reviewed and deliberated on audit findings raised by the External Auditors and their action plans to address/ mitigate them.

(d) Reviewed and recommended the dividend pay-out rates for each quarter, including the declaration of special dividends in June and December 2024.

(e) Reviewed and recommended the appointment of PwC Malaysia to carry out the Country-by-Country reporting ("CBCR").

External Audit

(a) Evaluated the performance of the External Auditors for the financial year under review and on areas such as the calibre, quality processes, audit team, audit scope, audit communication, audit governance and independence as well as the audit fees of the External Auditors. The AC, having evaluated and is satisfied with the independence, suitability and performance of the External Auditors namely, Messrs Ernst & Young PLT ("EY"), for the financial year under review, had recommended at the Board meeting held on 7 August 2024 to table and seek the approval from the shareholders of the Company for the re-appointment of EY as the External Auditors for the ensuing FY2025.

(b) Discussed and considered the accounting adjustments and audit findings during the interim and final audits with the External Auditors including on key audit matter pertaining to the provision for warranty which was raised in the External Auditors' Report for FY2024. Details of the provision for warranty are set out in EY's Independent Auditors' Report in the Annual Report 2024.

(c) Reviewed the annual audit plan for FY2025 with the External Auditors at the AC's meeting held on 12 March 2025 and outlined the areas of audit emphasis such as basis of provision for warranties, contract liability/ deferred revenue and valuation of inventories.

(d) Reviewed and considered the reasonableness of the proposed audit fees for FY2025 vis-à-vis the size of the Group's operations and audit quality with Management.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

AUDIT COMMITTEE REPORT *(Cont'd)*

(e) Discussed and re-affirmed the pre-approval list of non-assurance services provided by the External Auditors. Any other non-assurance services which are not included in the pre-approved list of non-assurance services will need the prior approval of the persons within Those Charged With Governance (TCWG) and/or the AC, based on the approved threshold for such engagement. For FY2025, the non-assurance services rendered by the External Auditors to the Group mainly comprised tax compliances.

Internal Audit

(a) PKF Risk Management Sdn Bhd ("Internal Auditors") was engaged to undertake the internal audit function and had assisted the AC in discharging its duties and responsibilities. During FY2025, the AC had reviewed the Internal Audit Reports which include, amongst others, audit findings and observations, recommendations, Management responses and targeted deadlines for corrective measures to be taken. The Internal Auditors had also monitored the implementation progress of Management's action plan on outstanding matters through Follow-Up Reports to ensure that they are being properly addressed and for the AC's notation. Set out below are the audit works covered by the Internal Auditors on the Group's operations for FY2025:

Name of entity audited	Audited areas
Dinamikjaya Motors Sdn Bhd	Sales operation in respect of Kia marque in Malaysia
Bermaz Motor Trading Sdn Bhd	Dealer Management in respect of Mazda marque in Malaysia
Dinamikjaya Motors Sdn Bhd	Planning and Distribution in respect of Kia marque in Malaysia
Bermaz Auto Philippines Inc.	Sales operation in respect of Mazda marque operation in the Philippines

(b) Reviewed and approved the Internal Audit Plans for FY2025 and FY2026 to ensure that the scope and coverage of the internal audit on the Group's operations are adequate, comprehensive and any potential risk areas are monitored and audited annually.

(c) Assessed the adequacy of the scope, competency and performance of Internal Audit function and its effectiveness of the audit processes for FY2025 to ensure that it has the required expertise and professionalism to discharge its duties.

(d) Evaluated the adequacy and effectiveness of the Company's policies and risk management activities in identifying, assessing, analysing and managing any potential risks arising from corruption and bribery.

(e) Reviewed and considered the reasonableness of the proposed internal audit fees for FY2025 vis-à-vis the size of the Group's operations and complexity of the audit with Management.

Corporate governance

(a) Reviewed and recommended to the Board for its deliberation and approval of the Corporate Governance Report and for inclusion of the Corporate Governance Overview Statement, Statement on Risk Management and Internal Control, Audit Committee Report, Sustainability Statement, Notice of 14th Annual General Meeting and the Form of Proxy thereon in the 2024 Annual Report.

(b) Reviewed and verified that the allocations of the Company's Employees' Share Scheme ("ESS") for FY2024 are in accordance with the criteria set out in the ESS ByLaws.

(c) Reviewed and assessed the financial literacy of the AC members for FY2024.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

AUDIT COMMITTEE REPORT *(Cont'd)*

(d) Reviewed and recommended the proposed amendments namely, on the additional services in the list of permissible non-assurance services that the External Auditors could provide and re-wording the "approval threshold" definition for better clarity, to the Board for deliberation and approval.

(e) Reviewed the outcome and measures taken by the Group in addressing the Whistleblowing Reports.

(f) Reviewed the updates and measures taken by Management in addressing the Anti-Bribery and Corruption Reports on a quarterly basis.

(g) Reviewed the Group's annual budget on yearly basis.

(h) Reviewed the Group's annual cash flow forecasts inclusive of solvency tests for payment of dividends to shareholders and share buy-back exercises by the Company.

Conflict of interest ("COI")

(a) Reviewed and monitored the COI declarations, updates and measures taken by the COI Committee in addressing the COI situations in the Group (inclusive of the Philippines operations) on a quarterly basis.

(b) For FY2025, there was no COI situation, present or potential, including any transaction, procedure or course of conduct being declared by the Directors and Key Senior Management of the Group which may affect their integrity.

To discharge its duties and responsibilities more effectively, the AC had undertaken continuous professional development and attended various seminars, training programmes and conferences during the financial year. The list of trainings attended is disclosed in the Corporate Governance Overview Statement of this Annual Report.

The AC was also briefed by the relevant parties such as the Management, Internal Auditors, External Auditors and/or the Company Secretaries of any updates or changes in the accounting and auditing standards as well as in the statutory and regulatory requirements that are applicable to the Group and the potential impact or effects thereon.

SUMMARY OF WORK UNDERTAKEN BY THE INTERNAL AUDIT FUNCTION

As mentioned earlier, the Internal Auditors were engaged to undertake the internal audit function and had assisted the AC in discharging its duties and responsibilities. Their role is to provide the AC with independent and objective reports on the adequacy and effectiveness of the Group's system of internal controls, operating procedures and compliances with the relevant laws and regulations.

The Internal Audit activities are guided by the Annual Internal Audit Plans which are prepared annually using a risk-based approach with focus on high-risk areas. The scope of audit for each financial year is reviewed and approved by the AC.

A summary of the internal audit activities undertaken by the Internal Auditors on the Group's operations for FY2025 is set out in part (a) of the Internal Audit section above. Such activities undertaken by the Internal Auditors include, inter-alia, the following:

1. Tabled and presented the Annual Internal Audit Plan for the AC's review and endorsement.

2. Reviewed the existing systems of internal controls and governance processes of selected operating units in the Group in accordance with the Annual Internal Audit Plan.

BOARD LEADERSHIP **AND GOVERNANCE** *(Cont'd)*

AUDIT COMMITTEE REPORT *(Cont'd)*

3. Conducted audit reviews and evaluated risk exposures relating to the Group's governance process and system of internal controls on reliability and integrity of financial and operational information, safeguarding of assets, efficiency of operations, compliance with established policies and procedures and statutory requirements.

4. Provided recommendations to assist operating units in the Group to comply with the prevailing standard operating procedures and to improve the control processes where appropriate.

5. Discussed with the relevant departmental heads on the audit findings, recommendations and Management's responses thereon pertaining to any weaknesses noted in the systems of internal controls.

6. Presented the Internal Audit Reports on matters noted in note 5 above at the AC meetings.

7. Followed-up reviews on matters noted in note 6 above to ensure that they are properly and effectively implemented/addressed as agreed and informed the AC accordingly.

The fee incurred for the Internal Audit function in respect of FY2025 is RM80,000.00.

TERMS OF REFERENCE OF THE AC

The TOR was last revised and reviewed by the AC and approved by the Board on 12 December 2023. The TOR of the AC can be viewed on the Company's website at www.bauto.com.my.

The terms of office and performance of the AC and its members are assessed annually by the Nomination and Remuneration Committee and the assessment report is tabled to the Board for its deliberation and approval. For FY2025, the Board is satisfied that the AC had discharged its duties and responsibilities in accordance with the TOR of the AC.

This AC Report was approved by the Board on 5 August 2025.

STATEMENT OF DIRECTORS' RESPONSIBILITY IN RESPECT OF THE AUDITED FINANCIAL STATEMENTS

The Directors are required by the Companies Act 2016 to prepare financial statements which give a true and fair view of the state of affairs of the Group and the Company at the end of each financial year and of their results and cash flows for the financial year then ended.

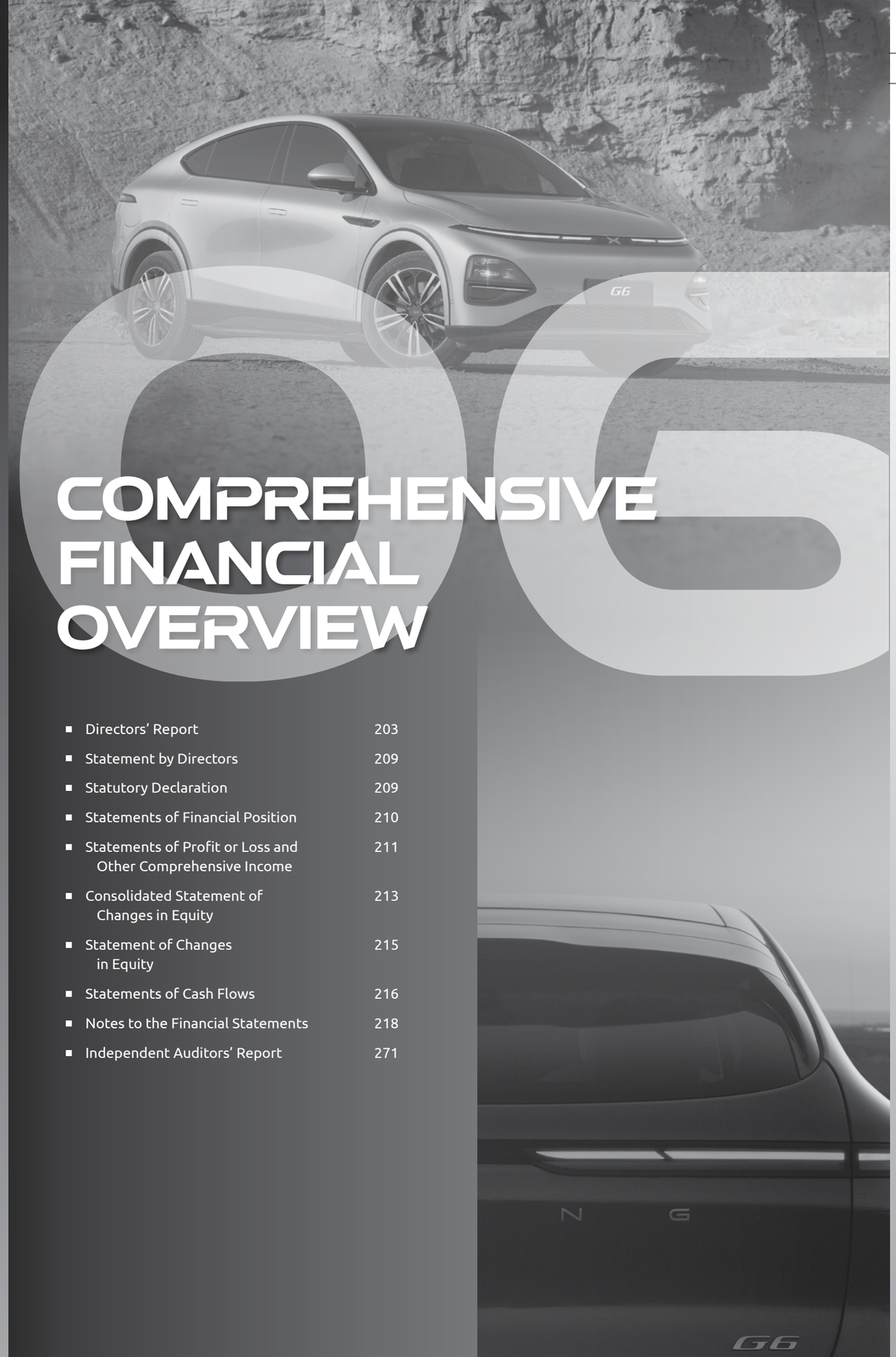
In preparing the financial statements, the Directors have:

1. adopted appropriate accounting policies and applied them consistently;
2. made judgements and estimates that are reasonable;
3. ensured that applicable accounting standards have been complied with; and
4. applied the going concern basis.

The Directors are responsible for ensuring that the Group and the Company keep proper accounting records, which disclose with reasonable accuracy on the financial positions of the Group and of the Company, and which enable them to ensure that the financial statements comply with the provisions of the Companies Act 2016.

The Directors are responsible for taking reasonable steps to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.





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DIRECTORS' REPORT

The directors hereby present their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 April 2025.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding.

The principal activities of the subsidiary companies consist of:

(i) distribution of Mazda vehicles in Malaysia and the Philippines;
(ii) distribution of Kia vehicles in Malaysia;
(iii) distribution of XPeng vehicles in Malaysia;
(iv) distribution of automotive spare parts and provision of after-sales services in Malaysia; and
(v) investment holding.

Other information relating to the subsidiaries are disclosed in Note 4 to the financial statements.

RESULTS

	Group RM'000	Company RM'000
Profit for the year	165,465	338,871
Attributable to:		
- Owners of the parent	153,595	338,871
- Non-controlling interests	11,870	-
	165,465	338,871

There were no material transfers to or from reserves or provisions during the financial year other than as disclosed in the financial statements.

In the opinion of the directors, the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature.

DIRECTORS' REPORT *(Cont'd)*

DIVIDENDS

The dividends paid by the Company since 30 April 2024 were as follows:

	RM'000
In respect of the financial year ended 30 April 2024	
Third interim dividend of 4.25 sen per share single-tier dividend, paid on 3 May 2024	49,624
Fourth interim dividend of 4.75 sen per share single-tier dividend and a special dividend of 7.00 sen per share single-tier dividend, paid on 2 August 2024	137,336
	186,960
In respect of the financial year ended 30 April 2025	
First interim dividend of 3.50 sen per share single-tier dividend, paid on 6 November 2024	40,910
Special dividend of 7.00 sen per share single-tier dividend, paid on 30 December 2024	81,855
Second interim dividend of 3.00 sen per share single-tier dividend, paid on 7 February 2025	35,081
Third interim dividend of 1.75 sen per share single-tier dividend, paid on 7 May 2025	20,321
	178,167
Total dividends paid and payable during the financial year ended 30 April 2025	365,127
The directors declared and approved on 12 June 2025:	
Fourth interim dividend of 1.50 sen per share single-tier dividend, paid on 5 August 2025	17,380

The fourth interim dividend in respect of the financial year ended 30 April 2025 is not reflected in the current year's financial statements. The dividend will be accounted for in equity as an appropriation of retained profits in the financial year ending 30 April 2026.

DIRECTORS

The names of the directors of the Company in office since the beginning of the financial year to the date of this report are:

Tan Sri Dato' Sri Yeoh Choon San *
Dato' Lee Kok Chuan *
Datuk Syed Hisham Bin Syed Wazir
Dato' Kalsom Binti Abd. Rahman
Adibah Khairiah Binti Ismail @ Daud
Martin Giles Manen
Dato' Wan Kamaruzaman Bin Wan Ahmad
Noor Zita Binti Hassan (Appointed on 2 May 2025)

* Directors of the Company and subsidiary companies.

DIRECTORS OF THE COMPANY'S SUBSIDIARIES

The names of the directors of the Company's subsidiaries in office since the beginning of the financial year to the date of this report excluding those who are already the directors of the Company, are:

Tan Teck Wah
Tan Eng Hwa
Paulino S. Soo (Resigned on 15 July 2024)
Jose A. Bernas (Appointed on 15 July 2024)
Dato' Wong Kin Foo
Chong Tean Woh

DIRECTORS' REPORT *(Cont'd)*

DIRECTORS' BENEFITS

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby the directors might acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate, other than those arising from the shares and share options granted under the Employees' Share Scheme ("ESS").

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than benefits included in the aggregate amounts of emoluments received or due and receivable by the directors as shown below) by reason of a contract made by the Company or a related corporation with any director or with a firm of which he is a member, or with a company in which he has a substantial financial interest.

The Company maintained a Directors' and Officers' Liability Insurance in respect of any legal action taken against the directors and officers in the discharge of their duties while holding office for the Company and the Group. The total amount of insurance premium effected for any director and officer of the Company and of the Group during the financial year was RM37,600. The directors and officers shall not be indemnified by such insurance for any deliberate negligence, fraud, intentional breach of law or breach of trust proven against them.

The directors' benefits paid to or receivable by directors in respect of the financial year ended 30 April 2025 are as follows:

	Group RM'000	Company RM'000
Directors		
- Fees	520	520
- Salary, incentive and emoluments	12,400	87
- Other short-term employee benefits	49	-
	12,969	607

DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors in office at the end of the financial year in shares and options of the Company and its related corporations during the financial year were as follows:

		Number of ordinary shares			
		At 1.5.24	Acquired	Disposed	At 30.4.25
The Company					
Tan Sri Dato' Sri Yeoh Choon San		4,097,600	120,000 *	-	4,217,600
	#	173,936,100	3,431,100	-	177,367,200
Dato' Lee Kok Chuan		4,056,825	433,000 *	-	4,489,825
	#	173,936,100	3,431,100	-	177,367,200

	Number of ordinary shares under ESS			
The Company	At 1.5.24	Granted	Exercised	At 30.4.25
ESS Options				
Tan Sri Dato' Sri Yeoh Choon San	960,000	-	(96,000)	864,000
Dato' Lee Kok Chuan	800,000	-	(80,000)	720,000
ESS Shares				
Tan Sri Dato' Sri Yeoh Choon San	240,000	-	(24,000)	216,000
Dato' Lee Kok Chuan	200,000	-	(20,000)	180,000

Notes:
Indirect interest pursuant to Section 8(4) of the Companies Act 2016.
* Inclusive of shares arising from vesting of ESS shares.

Other than as disclosed, none of the other directors in office at the end of the financial year had any interest in shares and options of the Company or its related corporations during the financial year.

DIRECTORS' REPORT *(Cont'd)*

EMPLOYEES' SHARE PLAN

Employees' Share Scheme ("ESS")

At an Extraordinary General Meeting held on 5 October 2023, shareholders approved the ESS for the grant of shares and share options that are settled by delivery of the ordinary shares of the Company, to eligible directors and employees of the Group. The ESS is approved for granting to the eligible employees of the Group, including executive directors of the Company, of the following:

(i) the right to receive new and/or existing ordinary shares of the Company ("ESS Shares"); and/or

(ii) option which entitles the grantee the right to exercise and receive the new ordinary shares of the Company ("ESS Options").

The Nomination and Remuneration Committee administering the ESS comprises Datuk Syed Hisham Bin Syed Wazir, Dato' Kalsom Binti Abd. Rahman, Puan Adibah Khairiah Binti Ismail @ Daud and Dato' Wan Kamaruzaman Bin Wan Ahmad.

The maximum number of ESS Shares (including shares in respect of ESS Options granted which have yet to be exercised) which may be made available under the ESS shall not exceed in aggregate three percent (3%) of the total issued and paid-up ordinary share capital of the Company (excluding treasury shares, if any) at any point in time throughout the duration of the ESS.

The salient features and terms of the ESS, details of ESS movements during the financial year are disclosed in Note 30 to the financial statements. No person to whom the option has been granted has any right to participate by virtue of the option in any share issue of any other company.

ISSUE OF SHARES

During the financial year, the Company increased its share capital from RM626,236,794 to RM629,366,561 by way of:

(i) the issuance of 1,243,790 new ordinary shares at an issue price of RM2.14 per share pursuant to the exercise of the options under the ESS; and

(ii) the inclusion of RM422,889 from employees' share plan reserves as the paid-up share capital upon the exercise of ESS and RM45,168 upon the forfeiture of ESS.

DIRECTORS' REPORT *(Cont'd)*

TREASURY SHARES

The movements in the number of treasury shares during the financial year and held in hand as at 30 April 2025 are as follows:

	Average price per share RM	Number of shares Units	Amount RM'000
Balance as at 1 May 2024	1.93	3,334,300	6,441
Shares bought back during the year	1.13	8,154,700	9,181
Reissued for the vesting of ESS shares	1.93	(508,600)	(982)
Balance as at 30 April 2025	1.33	10,980,400	14,640

As at 30 April 2025, the issued and paid-up capital of the Company with voting rights was 1,161,196,478 (2024: 1,167,598,788) ordinary shares.

OTHER STATUTORY INFORMATION

(a) Before the statements of financial position and statements of profit or loss and other comprehensive income of the Group and of the Company were made out, the directors took reasonable steps:
   (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that there were no known bad debts and that no provision for doubtful debts was necessary; and
   (ii) to ensure that any current asset which was unlikely to realise its value as shown in the accounting records in the ordinary course of business had been written down to an amount which it might be expected so to realise.

(b) At the date of this report, the directors are not aware of any circumstances which would render:
   (i) it necessary to write off any bad debts or to make any provision for doubtful debts in respect of the financial statements of the Group and of the Company; and
   (ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading.

(c) At the date of this report, the directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

(d) At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.

(e) As at the date of this report, there does not exist:
   (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
   (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.

(f) In the opinion of the directors:
   (i) no contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group or of the Company to meet their obligations when they fall due; and
   (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group or of the Company for the financial year in which this report is made.

DIRECTORS' REPORT *(Cont'd)*

AUDITORS

The auditors, Ernst & Young PLT, have expressed their willingness to continue in office.

The remuneration of the auditors of the Group and of the Company during the year is RM456,000 (2024: RM425,000) and RM66,000 (2024: RM63,000) respectively.

INDEMNIFICATION OF AUDITORS

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young PLT, as part of the terms of its audit engagement against claims by third parties arising from the audit. No payment has been made to indemnify Ernst & Young PLT during the financial year and since the end of the financial year.

Signed on behalf of the Board in accordance with a resolution of the directors dated 5 August 2025

TAN SRI DATO' SRI YEOH CHOON SAN

DATO' LEE KOK CHUAN

STATEMENT BY DIRECTORS

(Pursuant to Section 251(2) of the Companies Act 2016)

We, TAN SRI DATO' SRI YEOH CHOON SAN and DATO' LEE KOK CHUAN, being two of the directors of BERMAZ AUTO BERHAD, do hereby state that, in the opinion of the directors, the accompanying financial statements set out on pages 210 to 270 are drawn up in accordance with MFRS Accounting Standards as issued by the Malaysian Accounting Standards Board, IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the state of affairs of the Group and of the Company as at 30 April 2025 and of the results and the cash flows of the Group and of the Company for the year then ended.

Signed on behalf of the Board in accordance with a resolution of the directors dated 5 August 2025

TAN SRI DATO' SRI YEOH CHOON SAN

DATO' LEE KOK CHUAN

STATUTORY DECLARATION

(Pursuant to Section 251(1)(b) of the Companies Act 2016)

I, CHONG BOON KIAN, being the officer primarily responsible for the financial management of BERMAZ AUTO BERHAD, do solemnly and sincerely declare that the accompanying financial statements set out on pages 210 to 270 are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed CHONG BOON KIAN at Petaling Jaya in Selangor Darul Ehsan on 5 August 2025)
)
)

CHONG BOON KIAN
MIA No: 26760

STATEMENTS OF FINANCIAL POSITION

As at 30 April 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
ASSETS					
Non-current assets					
Property, plant and equipment	3	45,704	47,995	1	6
Right-of-use assets	21	80,429	84,000	-	-
Subsidiary companies	4	-	-	559,436	550,622
Associated companies	5	281,199	360,589	63,631	63,631
Other investment	6	14,539	-	-	-
Deferred tax assets	7	110,005	116,646	-	-
Goodwill	8	500	500	-	-
		532,376	609,730	623,068	614,259
Current assets					
Inventories	9	500,932	686,842	-	-
Trade and other receivables	10	206,151	223,666	145,188	635
Tax recoverable		14,500	2,140	-	15
Deposits with financial institutions	12	354,091	305,634	5,879	64,930
Cash and bank balances	13	79,652	59,185	-	-
		1,155,326	1,277,467	151,067	65,580
TOTAL ASSETS		1,687,702	1,887,197	774,135	679,839
EQUITY AND LIABILITIES					
Equity attributable to equity holders of the parent					
Share capital	14	629,367	626,237	629,367	626,237
Reserves	15	27,338	195,995	38,500	10,022
		656,705	822,232	667,867	636,259
Treasury shares	16	(14,640)	(6,441)	(14,640)	(6,441)
		642,065	815,791	653,227	629,818
Non-controlling interests		90,766	92,857	-	-
Total equity		732,831	908,648	653,227	629,818
Non-current liabilities					
Contract liability	17	225,055	240,494	-	-
Provisions	18	66,386	64,994	-	-
Lease liabilities	21	77,101	81,726	-	-
		368,542	387,214	-	-
Current liabilities					
Borrowings	19	225,621	62,503	100,000	-
Trade and other payables	20	225,749	380,974	20,838	50,021
Contract liability	17	92,007	88,423	-	-
Provisions	18	23,743	27,523	-	-
Derivative liabilities	11	-	1,293	-	-
Lease liabilities	21	13,712	12,062	-	-
Tax payable		5,497	18,557	70	-
		586,329	591,335	120,908	50,021
Total liabilities		954,871	978,549	120,908	50,021
TOTAL EQUITY AND LIABILITIES		1,687,702	1,887,197	774,135	679,839

The accompanying notes form an integral part of the financial statements.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 APRIL 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
Revenue	22	2,622,282	3,910,983	340,630	299,745
Cost of sales		(2,180,701)	(3,251,715)	-	-
Gross profit		441,581	659,268	340,630	299,745
Other income		62,203	91,058	3,490	3,164
Selling and distribution expenses		(99,110)	(113,929)	-	-
Administrative expenses		(182,654)	(189,903)	(2,307)	(1,770)
		222,020	446,494	341,813	301,139
Finance costs	23	(12,325)	(7,416)	(2,686)	(2,442)
Share of results of associates		11,769	44,586	-	-
Profit before tax	24	221,464	483,664	339,127	298,697
Income tax expense	26	(55,999)	(111,402)	(256)	(262)
Profit for the year		165,465	372,262	338,871	298,435
Other comprehensive income:					
Item that may be reclassified subsequently to profit or loss					
Foreign currency translation		(10,753)	3,631	-	-
Item that may not be reclassified subsequently to profit or loss					
Net changes in fair value reserve of equity investments classified as fair value through other comprehensive income ("FVTOCI")		(5,394)	-	-	-
Total comprehensive income for the year		149,318	375,893	338,871	298,435
Profit attributable to:					
- Owners of the parent		153,595	345,583	338,871	298,435
- Non-controlling interests		11,870	26,679	-	-
		165,465	372,262	338,871	298,435
Total comprehensive income attributable to:					
- Owners of the parent		141,161	347,792	338,871	298,435
- Non-controlling interests		8,157	28,101	-	-
		149,318	375,893	338,871	298,435

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME *(Cont'd)*

FOR THE YEAR ENDED 30 APRIL 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
Earnings per share (sen)	27				
- Basic, for the year		13.16	29.62		
- Diluted, for the year		13.11	29.44		
Dividend per share (sen)	28				
- First interim dividend				3.50	5.00
- Special dividend				7.00	-
- Second interim dividend				3.00	5.00
- Third interim dividend				1.75	4.25
- Fourth interim dividend				1.50	4.75
- Special dividend				-	7.00

The accompanying notes form an integral part of the financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 APRIL 2025

	Attributable to the equity holders of the Company												
						Distributable							
Group	Share capital RM'000	Employees' share plan reserve ^ RM'000	Exchange reserve RM'000	Consolidation reserve RM'000	FVTOCI reserve RM'000	Merger deficit RM'000	Retained earnings RM'000	Treasury shares RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
At 1 May 2024	626,237	1,394	(524)	31,093	(1,779)	(424,000)	589,811	(6,441)	815,791	92,857	908,648
Total comprehensive income	-	-	(7,040)	-	(5,394)	-	153,595	-	141,161	8,157	149,318
Transactions with owners:											
Share-based payment under ESS	-	6,561	-	-	-	-	-	-	6,561	-	6,561
Treasury shares acquired	-	-	-	-	-	-	-	(9,181)	(9,181)	-	(9,181)
ESS options exercised	3,085	(424)	-	-	-	-	-	-	2,661	-	2,661
ESS options forfeited	45	(45)	-	-	-	-	-	-	-	-	-
Reissued for ESS shares vested	-	(1,235)	-	-	-	-	253	982	-	-	-
Arising from increase in equity interest in subsidiary companies	-	-	-	575	-	-	-	-	575	(1,938)	(1,363)
Bonus issue of shares by a subsidiary company	-	-	-	64	-	-	(64)	-	-	-	-
Capital contribution by non-controlling interest	-	-	-	-	-	-	-	-	-	285	285
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	(8,595)	(8,595)
Dividends (Note 28)	-	-	-	-	-	-	(315,503)	-	(315,503)	-	(315,503)
	3,130	4,857	-	639	-	-	(315,314)	(8,199)	(314,887)	(10,248)	(325,135)
At 30 April 2025	629,367	6,251	(7,564)	31,732	(7,173)	(424,000)	428,092	(14,640)	642,065	90,766	732,831

Note:
^ This represents the reserve relating to the ESS.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY *(Cont'd)*

FOR THE YEAR ENDED 30 APRIL 2025

	Attributable to the equity holders of the Company									
				Distributable						
Group	Share capital	Employees' share plan reserve ^	Exchange reserve	Consolidation reserve	FVTOCI reserve	Merger deficit	Retained earnings	Treasury shares	Total	Non-controlling interests	Total equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 May 2023	619,614	3,867	(2,733)	32,981	(1,666)	(424,000)	538,827	(2,034)	764,856	76,610	841,466
Total comprehensive income	-	-	2,209	-	-	-	345,583	-	347,792	28,101	375,893
Transactions with owners:											
Share-based payment under ESS	-	1,647	-	-	-	-	-	-	1,647	-	1,647
Treasury shares acquired	-	-	-	-	-	-	-	(6,562)	(6,562)	-	(6,562)
ESS options exercised	6,123	(1,293)	-	-	-	-	-	-	4,830	-	4,830
ESS options forfeited	500	(500)	-	-	-	-	-	-	-	-	-
Reissued for ESS shares vested	-	(2,327)	-	-	-	-	172	2,155	-	-	-
Arising from acquisition of a subsidiary company	-	-	-	-	-	-	-	-	-	15	15
Arising from increase in equity interest in a subsidiary company	-	-	-	(1,888)	(113)	-	-	-	(2,001)	(10,889)	(12,890)
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	(980)	(980)
Dividends (Note 28)	-	-	-	-	-	-	(294,771)	-	(294,771)	-	(294,771)
	6,623	(2,473)	-	(1,888)	(113)	-	(294,599)	(4,407)	(296,857)	(11,854)	(308,711)
At 30 April 2024	626,237	1,394	(524)	31,093	(1,779)	(424,000)	589,811	(6,441)	815,791	92,857	908,648

Note:
^ This represents the reserve relating to the ESS.

The accompanying notes form an integral part of the financial statements.

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 APRIL 2025

		Distributable			
Company	Share capital	Employees' share plan reserve ^	Retained earnings	Treasury shares	Total equity
	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 May 2024	626,237	1,394	8,628	(6,441)	629,818
Total comprehensive income	-	-	338,871	-	338,871
Transactions with owners:					
Share-based payment under ESS	-	6,561	-	-	6,561
Treasury shares acquired	-	-	-	(9,181)	(9,181)
ESS options exercised	3,085	(424)	-	-	2,661
ESS options forfeited	45	(45)	-	-	-
Reissued for ESS shares vested	-	(1,235)	253	982	-
Dividends (Note 28)	-	-	(315,503)	-	(315,503)
	3,130	4,857	(315,250)	(8,199)	(315,462)
At 30 April 2025	629,367	6,251	32,249	(14,640)	653,227

		Distributable			
Company	Share capital	Employees' share plan reserve ^	Retained earnings	Treasury shares	Total equity
	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 May 2023	619,614	3,867	4,792	(2,034)	626,239
Total comprehensive income	-	-	298,435	-	298,435
Transactions with owners:					
Share-based payment under ESS	-	1,647	-	-	1,647
Treasury shares acquired	-	-	-	(6,562)	(6,562)
ESS options exercised	6,123	(1,293)	-	-	4,830
ESS options forfeited	500	(500)	-	-	-
Sale of treasury shares	-	-	-	-	-
Reissued for ESS shares vested	-	(2,327)	172	2,155	-
Dividends (Note 28)	-	-	(294,771)	-	(294,771)
	6,623	(2,473)	(294,599)	(4,407)	(294,856)
At 30 April 2024	626,237	1,394	8,628	(6,441)	629,818

Note:
^ This represents the reserve relating to the ESS.

The accompanying notes form an integral part of the financial statements.

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 APRIL 2025

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES				
Receipts from customers	2,676,601	3,929,618	-	-
Payment to suppliers and operating expenses	(2,374,014)	(3,596,606)	(3,834)	(2,251)
Short-term lease payments and payments for leases of low-value assets	(1,257)	(1,819)	-	-
Payment of taxes	(75,488)	(129,019)	(174)	(64)
Net cash flow generated from/(used in) operating activities	225,842	202,174	(4,008)	(2,315)
CASH FLOWS FROM INVESTING ACTIVITIES				
Sales of property, plant and equipment	172	881	-	-
Acquisition of property, plant and equipment (Note 3)	(9,925)	(14,232)	-	-
Acquisition of investments in a subsidiary (net of cash acquired) (Note 4)	-	15	-	(85)
Increase in investments in subsidiaries	(1,363)	(960)	(1,052)	-
Acquisition of treasury shares by subsidiary company	-	(11,930)	-	-
Acquisition of other investment	(19,933)	-	-	-
Interest received	9,825	10,483	1,746	3,509
Dividends received	90,796	725	319,255	349,745
Loan to a subsidiary	-	-	(120,000)	-
Repayment from a subsidiary	-	-	-	90,000
Net cash flow generated from/(used in) investing activities	69,572	(15,018)	199,949	443,169
CASH FLOWS FROM FINANCING ACTIVITIES				
Issuance of share capital	2,661	4,830	2,661	4,830
Issuance of share capital to non-controlling interests of a subsidiary company	285	-	285	-
Treasury shares acquired	(9,181)	(6,562)	(9,181)	(6,562)
Lease payments (Note 21)	(19,395)	(19,698)	-	-
Net movement in borrowings (Note (a))	163,118	(37,497)	100,000	(100,000)
Interest paid	(8,382)	(3,780)	(3,951)	(3,253)
Dividends paid to shareholders of the Company	(344,806)	(297,664)	(344,806)	(297,664)
Dividends paid to non-controlling interests	(7,470)	(980)	-	-
Net cash flow used in financing activities	(223,170)	(361,351)	(254,992)	(402,649)
NET CHANGE IN CASH AND CASH EQUIVALENTS	72,244	(174,195)	(59,051)	38,205
EFFECT OF EXCHANGE RATE CHANGES	(3,320)	1,413	-	-
CASH AND CASH EQUIVALENTS BROUGHT FORWARD	364,819	537,601	64,930	26,725
CASH AND CASH EQUIVALENTS CARRIED FORWARD	433,743	364,819	5,879	64,930

STATEMENTS OF CASH FLOWS *(Cont'd)*

FOR THE YEAR ENDED 30 APRIL 2025

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
CASH AND CASH EQUIVALENTS				
The closing cash and cash equivalents comprise of the following:				
Deposits with financial institutions	354,091	305,634	5,879	64,930
Cash and bank balances	79,652	59,185	-	-
	433,743	364,819	5,879	64,930

Note:

(a) Reconciliation of liabilities arising from financing activities:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Borrowings				
At beginning of the year	62,503	99,936	-	99,936
Amortisation on the transaction cost	-	64	-	64
Drawdown of bank borrowings	1,068,913	197,503	200,000	-
Repayment of bank borrowings	(905,795)	(235,000)	(100,000)	(100,000)
At end of the year (Note 19)	225,621	62,503	100,000	-

The accompanying notes form an integral part of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS
30 APRIL 2025

1. CORPORATE INFORMATION

The principal activity of the Company is investment holding.

The principal activities of the subsidiary companies consist of:

(i) distribution of Mazda vehicles in Malaysia and the Philippines;
(ii) distribution of Kia vehicles in Malaysia;
(iii) distribution of XPeng vehicles in Malaysia;
(iv) distribution of automotive spare parts and provision of after-sales services in Malaysia; and
(v) investment holding.

The Company is a public limited liability company, incorporated and domiciled in Malaysia, and listed on the Main Market of Bursa Malaysia Securities Berhad ("Bursa Malaysia").

The principal place of business of the Company is located at No. 7, Jalan Pelukis U1/46, Temasya Industrial Park, Seksyen U1, 40150 Shah Alam, Selangor Darul Ehsan.

The registered office of the Company is located at 12th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 5 August 2025.

2. MATERIAL ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements of the Group and of the Company have been prepared on a historical cost basis unless otherwise indicated in the accounting policies below and comply with MFRS Accounting Standards as issued by Malaysian Accounting Standards Board, IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act 2016 in Malaysia.

The financial statements are presented in Ringgit Malaysia ("RM") and all values are rounded to the nearest thousand ("RM'000") except when otherwise indicated.

2.2 Summary of material accounting policies

The accounting policies set out below have been applied consistently to the periods presented in these financial statements by the Group and the Company, unless otherwise stated.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*
30 APRIL 2025

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.1 Subsidiaries and basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and all its subsidiary companies, which are prepared up to the end of the same financial year.

Subsidiary companies are consolidated using the acquisition method of accounting except for the business combination with Bermaz Motor Sdn Bhd ("Bermaz"), which was accounted for under the pooling of interests method as the business combination of this subsidiary company involved an entity under common control.

Under the pooling of interests method of accounting, the results of the entities under common control are presented as if the entities had been combined throughout the current and previous financial years. The difference between the cost of acquisition and the nominal value of the share capital and reserves acquired are reflected within equity as merger reserve (or adjusted against any suitable reserve in the case of debit differences).

Profit or loss and each component of other comprehensive income are attributed to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

Non-controlling interests represent the equity in subsidiary companies not attributable, direct or indirectly, to the Group which consist of the amount of those non-controlling interests at the date of original combination and the non-controlling interests' share of changes in the equity since the date of the combination.

Non-controlling interests are presented separately in the consolidated statement of financial position within equity, separately from the equity of the owners of the parent.

When there is share buyback by a subsidiary company, the accretion of the Group's interest is recognised as a deemed acquisition of additional equity interest in the subsidiary company. Any differences between the consideration of the share buyback over the Group's revised interest in the net fair value of the identifiable assets acquired and liabilities assumed is recognised directly in equity attributable to owners of the parent.

Changes in the Group's ownership interest in a subsidiary company that do not result in the Group losing control over the subsidiary company are accounted for as equity transactions. The carrying amounts of the Group's interest and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary companies. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of consideration paid or received is recognised directly in equity attributable to the owners of the parent.

In the Company's separate financial statements, investments in subsidiary companies are stated at cost less impairment losses.

2.2.2 Associated companies

Investment in associated companies are accounted for in the consolidated financial statements using the equity method of accounting based on the latest audited financial statements and supplemented by management financial statements of the associated companies made up to the Group's financial year-end. Uniform accounting policies are adopted for like transactions and events in similar circumstances.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.2 Associated companies (continued)

On acquisition of an investment in associated company, any excess of the cost of investment over the Group's share of the net fair value of the identifiable assets acquired and liabilities assumed of the investee is recognised as goodwill and included in the carrying amount of the investment and is not amortised.

Under the equity method, the investment in an associated company is recognised at cost on initial recognition, and the carrying amount is increased or decreased to recognise the Group's share of profit or loss and other comprehensive income of the associated company after the date of acquisition, less impairment losses. The Group's share of comprehensive income of associated companies acquired or disposed of during the financial year, is included in the consolidated profit or loss from the date that significant influence effectively commences or until the date that significant influence effectively ceases, as appropriate.

Unrealised gains and losses on transactions between the Group and the associated companies are eliminated to the extent of the Group's interest in the associated companies.

In the Company's separate financial statements, investments in associated companies are stated at cost less impairment losses.

2.2.3 Property, plant and equipment and depreciation

All items of property, plant and equipment are initially recorded at cost. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group or the Company and the cost of the item can be measured reliably.

Subsequent to recognition, property, plant and equipment except for freehold land are stated at cost less accumulated depreciation and any accumulated impairment losses.

Freehold land has an unlimited useful life and therefore is not depreciated. Capital work-in-progress are also not depreciated as these assets are not available for use.

Depreciation of other property, plant and equipment is provided for on a straight-line basis to write off the cost of each asset to its residual value over the estimated useful life, at the following annual rates:

Building	4.0%
Leasehold improvements	16.7% - 33.3%
Plant and machinery and building equipment	10.0% - 33.3%
Furniture and fittings, computers and office equipment	10.0% - 40.0%
Motor vehicles	20.0%

The residual values, useful life and depreciation method are reviewed at each financial year end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gains or losses on the derecognition of the asset are included in profit or loss in the year the asset is derecognised.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.4 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost for vehicles are determined on a specific identification basis and cost for parts and accessories are determined on a weighted average basis.

Net realisable value represents the estimated selling price in the ordinary course of business less the estimated costs to completion and costs to be incurred in marketing, selling and distribution.

2.2.5 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

2.2.5.1 Financial assets

(i) Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income ("FVTOCI") and fair value through profit or loss ("FVTPL").

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient, the Group and the Company initially measure a financial asset at its fair value plus, in the case of a financial asset not at FVTPL, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient are measured at the transaction price determined under MFRS 15 (refer to the accounting policies in Note 2.2.11 Revenue recognition).

In order for a financial asset to be classified and measured at amortised cost or FVTOCI, it needs to give rise to cash flows that are solely payments of principal and interest ("SPPI") on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

(ii) Subsequent measurement

(a) Financial assets at amortised costs

Financial assets at amortised cost are subsequently measured using the effective interest ("EIR") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group's and the Company's financial assets at amortised cost include trade and other receivables (excluding other current assets), deposits with financial institutions and cash and bank balances.

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.5 Financial instruments (continued)

2.2.5.1 Financial assets (continued)

(ii) Subsequent measurement (continued)

(b) Financial assets designated at FVTOCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)

Upon initial recognition, the Group and the Company can elect to classify irrevocably its equity investments as equity instruments designated at FVTOCI when they meet the definition of equity under MFRS 132: Financial Instruments - Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, except when the Group and the Company benefit from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income ("OCI"). Equity instruments designated at FVTOCI are not subject to impairment assessment.

The Group elected to classify irrevocably its listed and non-listed equity investments under this category.

(iii) Impairment of financial assets

For trade receivables, the Group applies a simplified approach in calculating Expected Credit Losses ("ECLs"). Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Further disclosures relating to impairment of financial assets are also provided in Note 10.

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.5 Financial instruments (continued)

2.2.5.2 Financial liabilities

(i) Initial recognition and measurement

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definition of a financial liability.

Financial liabilities are recognised in the statements of financial position when, and only when, the Group or the Company becomes a party to the contractual provisions of the financial instrument. Financial liabilities are classified as either financial liabilities at FVTPL or amortised cost.

(ii) Subsequent measurement

Amortised cost

Financial liabilities are measured at amortised cost using the effective interest method, which allocates interest expenses at a constant rate over the term of the financial liabilities. The effective interest rate is calculated at initial recognition and is the rate that exactly discounts the estimated future cash flows (including all fees and points paid that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability to the amortised cost of a financial liability.

Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

2.2.6 Cash and cash equivalents

Cash comprises cash in hand, at bank and short-term deposits with a maturity of three months or less. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value, against which the bank overdrafts, if any, are deducted.

2.2.7 Provisions

Provisions are recognised when the Group or the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.8 Leases

The Group and the Company assess at contract inception whether a contract is, or contains, a lease. A lease, as defined in MFRS 16: Leases, is a contract or part of a contract that conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group and Company as a lessee

The Group and the Company apply a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group and the Company recognise lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use assets

The Group and the Company recognise right-of-use assets at the commencement date of the lease (i.e. the date the underlying asset is available for use). The cost of right-of-use assets are initially recognised as the amount of lease liabilities recognised adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. Right-of-use assets are subsequently stated at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

(ii) Lease liabilities

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate which ranges from 4.39% to 4.51% (2024: 4.42% to 4.64%). The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payment made. In addition, the carrying amount of lease liability is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

(iii) Short-term leases and leases of low-value assets

The Group and the Company apply the short-term lease recognition exemption to its short-term leases of building (i.e. those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low-value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Group and Company as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

NOTES TO THE
FINANCIAL STATEMENTS *(Cont'd)*
30 APRIL 2025

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.9 Equity instruments

Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are approved for payment.

The transaction costs of an equity transaction are accounted for as a deduction from equity. Equity transaction costs comprise only those incremental external costs directly attributable to the equity transaction which would otherwise have been avoided.

The consideration paid, including attributable transaction costs on repurchased ordinary shares of the Company that have not been cancelled, are classified as treasury shares and presented as a deduction from equity. No gain or loss is recognised in profit or loss on the sale, re-issuance or cancellation of treasury shares. Treasury shares may be acquired and held by the Company. Consideration paid or received is recognised directly in equity.

2.2.10 Contract liability

A contract liability is stated at cost and represents the obligation of the Group to transfer goods or services to a customer for which consideration has been received (or an amount of consideration is due) from the customers. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier).

The contract liability of the Group primarily represents a part of the sale proceeds received from customers which relate to service maintenance in which the service has not been rendered. The amount of sale proceeds apportioned to service maintenance is measured at its fair value which is calculated based on the actual number of vehicles sold, past experience and estimated cost required to perform the maintenance service during the free-service-period.

Contract liability is recognised as revenue when the Group performs the services under the contract.

Further details are disclosed in Note 17.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.11 Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated (e.g., service maintenance, warranties, non-cash consideration and consideration payable to the customer, if any). Depending on the terms of the contract, revenue is recognised when the performance obligation is satisfied, which may be at a point in time or over time.

Revenue from contracts with customers is measured at its transaction price which is the amount of consideration that the Group expects to be entitled in exchange for transferring the promised goods or services to a customer, net of applicable taxes, returns, rebates and discounts. Transaction price is allocated to each distinct performance obligation on the basis of its relative stand-alone selling price.

If the consideration in a contract includes a variable amount, the Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

The Group also provides warranties for defects that existed at the time of sale. Provisions related to these assurance type warranties are recognised when the product is sold or the service is provided to the customer. Further details of warranty provision are disclosed in Note 2.5 (i) and Note 18.

The Group's revenue from contracts with customers are further described below:

(i) Sale of motor vehicles and spare parts

Revenue from distribution and sale of vehicles is recognised when the Group transfers the control over the vehicles and parts to customers upon delivery of the vehicles and parts to the customers. The retail sales of parts normally occur during performance of after-sales services and is recognised at point in time.

Vehicles may be sold with volume-based discounts and incentives will be given based on achieved targeted sales. Accumulated experience is used to estimate the discounts and incentives using the expected value or most likely methods depending on the type of discounts and incentives. Discounts and incentives are accounted for as a reduction of the transaction price and revenue is recognised to the extent that it is highly probable that a significant reversal will not occur.

(ii) Rendering of services

The Group provides after-sales services or routine vehicle maintenance services within and/or outside of the warranty period in relation to the vehicle sold.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.11 Revenue recognition (continued)

(ii) Rendering of services (continued)

The sales of vehicles to customers may be bundled together with free services. The free services are separate performance obligations and the transaction price is allocated to the service obligations based on their relative stand-alone selling prices. Considerations collected from customers in advance for the free services are recognised as contract liabilities and will be recognised as revenue over the period when the free services are performed respectively.

Revenue from after-sales services beyond the free service period is recognised upon the performance of services to customers.

(iii) Other income:

(a) Interest income is recognised on an accrual basis unless recoverability is in doubt;
(b) Dividend income from investments in subsidiary and associated companies is recognised when the shareholders' rights to receive payment is established;
(c) Business development fees is recognised as the services are rendered in accordance with the relevant agreements. This represents income arising from marketing, training and dealer development activities and services rendered to the dealers; and
(d) Other than the above, all other income are recognised on accrual basis.

2.2.12 Foreign currencies

(i) Functional and presentation currency

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates (i.e. functional currency). The consolidated financial statements are presented in RM, which is also the Company's functional currency.

(ii) Foreign currency transactions

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (i.e. foreign currencies) are recorded in the functional currencies using the exchange rates prevailing at the dates of the transactions.

At each reporting date, monetary items denominated in foreign currencies are translated at the rates prevailing on the reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of initial transaction.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in profit or loss for the period except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation. These are initially taken directly to the foreign currency translation reserve within equity until the disposal of the foreign operations, at which time they are recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.12 Foreign currencies (continued)

(ii) Foreign currency transactions (continued)

Exchange differences arising on monetary items that form part of the Company's net investment in foreign operation are recognised in profit or loss in the Company's financial statements or the individual financial statements of the foreign operation, as appropriate. Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are also recognised directly in equity.

(iii) Foreign operations

The results and financial position of foreign operations that have a functional currency different from the presentation currency of the consolidated financial statements are translated into RM as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate prevailing at the reporting date;
- Income and expenses for each statement of profit or loss and other comprehensive income are translated at average exchange rates for the financial year, which approximates the exchange rates at the dates of the transactions; and
- All resulting exchange differences are recognised in other comprehensive income and accumulated in a separate component of equity under the header of foreign currency translation reserve.

Goodwill and fair value adjustments arising on the acquisition of foreign operations are treated as assets or liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the reporting date.

2.2.13 Employees' share scheme

Employees of the Group and of the Company received remuneration in the form of share options as consideration for services rendered. The cost of these equity-settled transactions with employees is measured by reference to the fair value of the shares and share options at the date on which the options are granted. This cost is recognised in profit or loss, with a corresponding increase in the employee share scheme reserve over the vesting period. The cumulative expense recognised at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's and the Company's best estimate of the number of shares and share options that will ultimately vest. The charge or credit to profit or loss for a period represents the movement in cumulative expense recognised at the beginning and end of the period.

No expense is recognised for shares and share options that do not ultimately vest, except for those where vesting is conditional upon a market or non-vesting condition, which are treated as vested irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied. The employee share scheme reserve is transferred to retained earnings upon expiry of the shares and share options. When the options are exercised, the employee share scheme reserve relating to the exercised options is transferred to share capital if new shares are issued, or to treasury shares if the options are satisfied by the reissuance of treasury shares. When the options are forfeited, the employee share option reserve relating to the forfeited options is transferred to share capital.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.14 Taxes

(i) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity.

(ii) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiary companies and associates, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiary companies and associates, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of material accounting policies (continued)

2.2.14 Taxes (continued)

(ii) Deferred tax (continued)

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.

(iii) Value Added Tax ("VAT")

Where the VAT incurred in a purchase of assets or services is not recoverable from the respective taxation authorities, it is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable.

The net amount of VAT being the difference between output and input of VAT, payable to or receivable from the respective authorities at the reporting date, is included in trade and other payables or trade and other receivables in the statements of financial position.

(iv) Sales and Service Tax ("SST")

Revenue are recognised net of the amount of SST. The SST incurred in a purchase of assets or services is not recoverable from the taxation authority, in which case the SST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable.

The amount of service tax payable to the taxation authority is included as part of payables in the statements of financial position.

2.2.15 Segmental reporting

For management purposes, the Group is organised into operating segments based on the geographical locations which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge. The segment managers report directly to the management of the Group who regularly review the segment results in order to allocate resources to the segments and to assess the segment performance.

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.3 Changes in accounting policies

On 1 May 2024, the Group and the Company adopted the following Amendments to MFRSs that have been issued by the Malaysian Accounting Standards Board:

Effective for annual periods beginning on or after 1 January 2024:

- Amendments to MFRS 16: Leases (Lease Liability in a Sale and Leaseback)
- Amendments to MFRS 101: Presentation of Financial Statements (Non-current Liabilities with Covenants)
- Amendments to MFRS 101: Presentation of Financial Statements (Classification of Liabilities as Current or Non-current)
- Amendments to MFRS 107 and MFRS 7: Supplier Finance Arrangements

Effective for annual periods beginning on or after 1 January 2025:

- Amendments to MFRS 121: The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability

The adoption of the above standards did not have any significant financial impact to the Group and the Company.

The following pronouncements that have been issued by the MASB will become effective in future financial reporting periods and have not been adopted by the Group and the Company:

Effective for annual periods beginning on or after 1 January 2026:

- Amendments to the Classification and Measurement of Financial Instruments (Amendments to MFRS 9 and MFRS 7)
- Annual Improvements to MFRS Accounting Standards- Amendments to MFRS 1, MFRS 7, MFRS 9, MFRS 10 and MFRS 107
- Amendments to MFRS 9 Financial Instruments and MFRS 7 Financial Instruments: Disclosures (Contracts Referencing Nature-dependent Electricity)

Effective for annual periods beginning on or after 1 January 2027:

- MFRS 18: Presentation and Disclosure in Financial Statement

2.4 Standards and interpretations issued but not yet effective

At the date of authorisation of these financial statements, the following new MFRS, Amendments to MFRSs and Annual Improvements to MFRSs were issued but not yet effective and have not been early adopted by the Group and the Company.

Effective date yet to be determined:

- Amendments to MFRS 10: Consolidated Financial Statements (Sale or Contribution of Assets between an Investor and its Associate or Joint Venture)
- Amendments to MFRS 128: Investments in Associates and Joint Ventures (Sale or Contribution of Assets between an Investor and its Associate or Joint Venture)

The Group and the Company are expected to apply the new MFRS, Amendments to MFRSs and Annual Improvements to MFRSs beginning from the respective dates the pronouncements become effective. The initial application of the abovementioned new MFRS, Annual Improvements to MFRSs and Amendments to MFRSs are not expected to have any material impact to the financial statements of the Group and of the Company.

MFRS 18: Presentation and Disclosure in Financial Statements

MFRS 18 will replace MFRS 101 Presentation of Financial Statements, which retains majority of the requirements of MFRS 101 and complementing them with new requirements. In addition, narrow-scope amendments have been made to MFRS 107 Statement of Cash Flows and some requirements of MFRS 101 have been moved to MFRS 108 Basis of Preparation of Financial Statements.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.4 Standards and interpretations issued but not yet effective (continued)

MFRS 18: Presentation and Disclosure in Financial Statements (continued)

MFRS 18 introduces key new requirements as follows:

(i) Statement of Profit or Loss and Other Comprehensive Income:

The standard requires reclassification of all income and expenses within the statement of profit or loss into five categories: operating, investing, financing, income taxes and discontinued operations, whereof the first three are new. The standard also requires to present a newly-defined operating profit subtotal, and the net profit will not change.

(ii) Statement of Cash Flows:

The standard requires to disclose the starting point for cash flows from operations under the indirect method, from 'profit or loss' to 'operating profit or loss' and the optionality around classification of cash flows from dividends and interest are removed.

(iii) Management-defined Performance Measures ("MPMs") and guidance on Aggregation and Disaggregation:

The standard requires MPMs are disclosed in a single note in the financial statements and enhanced guidance is provided on aggregation and disaggregation of financial information.

The Group and the Company are currently assessing the impact of MFRS 18, particularly with respect to the structure of the statement of profit or loss, the statement of cash flows and the additional disclosures required for MPMs. The Group and the Company are also assessing the impact on aggregation and disaggregation on how information is grouped in the financial statements.

2.5 Significant accounting estimates and judgements

The preparation of the Group's and of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

No major judgements have been made by management in applying the Group's and the Company's accounting policies.

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are set out below:

(i) Provision for warranty

A provision is made for expected warranty claims on vehicles sold during the period, based on past experience of the level of repairs of similar type of vehicles. Assumptions used to calculate the provision for warranty were based on sales levels, past and current information available about repairs performed during warranty periods for similar vehicle types sold.

The carrying amount of the Group's provision of warranty at the reporting date was RM79,924,000 (2024: RM77,666,000). Further details are as disclosed in Note 18.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

(ii) Contract liability

The Group provides free maintenance service package for 5 years (limited to 100,000 kilometres) on certain Mazda and Kia models, and 3 to 5 years (limited to 60,000 or 100,000 kilometres) on XPeng models.

Commencing from the financial year ended 30 April 2021, all CKD and CBU models (except BT-50) sold between July 2020 to December 2020 is entitled to 6-year free maintenance service or upon attainment of 120,000 kilometres, whichever comes first. Vehicles sold during other periods in the financial year were entitled to the normal 5-year free maintenance service.

Contract liability represents a part of the sale proceeds received from customers which relates to maintenance service in which the service has not been rendered. The amount of sale proceeds apportioned to service maintenance is measured at its fair value which is calculated based on the actual number of vehicles sold, past maintenance service performed and estimated charges to customers. Contract liability are recognised as revenue when the Group performs the service under the contract. Details of contract liability are disclosed in Note 17.

3. PROPERTY, PLANT AND EQUIPMENT

Group

2025 At Net Carrying Amount	Freehold Land RM'000	Building RM'000	Leasehold Improvements RM'000	Plant and Machinery and Building Equipment RM'000	Furniture and Fittings, Computers and Office Equipment RM'000	Motor Vehicles RM'000	Capital Work-in-Progress RM'000	Total RM'000
At beginning of year	6,591	15,978	4,506	3,924	9,176	1,120	6,700	47,995
Additions	-	73	2,236	2,023	3,628	257	1,708	9,925
Disposals	-	-	-	(6)	(44)	(145)	-	(195)
Depreciation charge for the year (Note 24)	-	(977)	(3,962)	(1,398)	(3,981)	(466)	-	(10,784)
Write off (Note 24)	-	-	(23)	-	(149)	-	-	(172)
Exchange difference	-	(968)	(10)	-	(87)	-	-	(1,065)
Reclassification/Transfer	-	-	3,706	785	2,371	-	(6,862)	-
At end of year	6,591	14,106	6,453	5,328	10,914	766	1,546	45,704
2024 At Net Carrying Amount								
At beginning of year	6,591	18,131	4,957	3,191	9,679	2,031	-	44,580
Additions	-	40	2,177	1,756	3,559	-	6,700	14,232
Disposals	-	-	-	(169)	(2)	(344)	-	(515)
Depreciation charge for the year (Note 24)	-	(1,187)	(2,632)	(854)	(4,107)	(567)	-	(9,347)
Write off (Note 24)	-	(1,448)	-	-	-	-	-	(1,448)
Exchange difference	-	442	4	-	47	-	-	493
At end of year	6,591	15,978	4,506	3,924	9,176	1,120	6,700	47,995

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Group

	Freehold Land RM'000	Building RM'000	Leasehold Improvements RM'000	Plant and Machinery and Building Equipment RM'000	Furniture and Fittings, Computers and Office Equipment RM'000	Motor Vehicles RM'000	Capital Work-in-Progress RM'000	Total RM'000
As at 30 April 2025								
Cost	6,591	19,697	36,979	14,658	37,714	3,036	1,546	120,221
Accumulated depreciation	-	(5,591)	(30,526)	(9,330)	(26,800)	(2,270)	-	(74,517)
Net carrying amount	6,591	14,106	6,453	5,328	10,914	766	1,546	45,704
As at 30 April 2024								
Cost	6,591	20,841	31,142	11,868	33,125	3,083	6,700	113,350
Accumulated depreciation	-	(4,863)	(26,636)	(7,944)	(23,949)	(1,963)	-	(65,355)
Net carrying amount	6,591	15,978	4,506	3,924	9,176	1,120	6,700	47,995

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*
30 APRIL 2025

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Company

2025	**Computers**
At Net Carrying Amount	**RM'000**
At beginning of year	6
Depreciation charge for the year (Note 24)	(5)
At end of year	1
2024	
At Net Carrying Amount	
At beginning of year	15
Depreciation charge for the year (Note 24)	(9)
At end of year	6
As at 30 April 2025	
Cost	26
Accumulated depreciation	(25)
Net carrying amount	1
As at 30 April 2024	
Cost	52
Accumulated depreciation	(46)
Net carrying amount	6

4. SUBSIDIARY COMPANIES

	Company	
	2025	**2024**
	RM'000	**RM'000**
Unquoted shares in Malaysia, at cost	517,146	514,314
ESS granted to employees of subsidiary companies	42,290	36,308
	559,436	550,622

a) On 7 June 2024, the Company acquired an additional 99,900 ordinary shares in its wholly-owned subsidiary, Bermaz Capital Sdn Bhd ("BCSB") formerly known as Bermaz Anshin Sdn Bhd, for a total consideration of RM99,900.

b) On 24 October 2024, the Company acquired an additional 290 ordinary shares in its 51%-owned subsidiary, Bermaz Auto Parts Sdn Bhd ("BAPSB"), from Parts Marketplace Sdn Bhd for a total consideration of RM1,052,833. Following the acquisition, the Company's equity interest in BAPSB increased to 65.5%. Subsequently, on 29 November 2024, the Company acquired additional shares through a bonus issue on the basis of 49 new bonus shares for every 1 existing ordinary share, for a total consideration of RM64,190.

c) On 20 November 2024, Bermaz Changan Sdn Bhd ("BCSB") was incorporated with an initial start-up capital of 100 ordinary shares issued at RM1 each, which the Company had subscribed for 85% of the ordinary shares amounting to RM85. On 25 November 2024, BCSB was awarded the distributorship of electric vehicles, sale of spare parts and provision of after-sales services under the Deepal marque in Malaysia by Mobitech Co., Ltd, China, a wholly owned subsidiary of Chongqing Changan Automobile Co., Ltd., China.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*
30 APRIL 2025

4. SUBSIDIARY COMPANIES (CONTINUED)

d) In the previous financial year 2024, following the award of the XPeng Distributorship to the Company on 14 March 2024, Bermaz XPeng Sdn Bhd ("BXP") was formed to undertake the said distributorship. The initial start-up capital of BXP was 100,000 ordinary shares issued at RM1.00 each, of which the Company had subscribed for 85% of the ordinary shares amounting to RM85,000 on 29 April 2024. The XPeng Distributorship was accordingly novated by the Company to BXP. On 9 May 2025, the share capital of BXP was increased by 1,900,000 ordinary shares to a total of 2,000,000 ordinary shares issued at RM1.00 each, of which the Company subscribed for its entitlement of 85% of the new share issue, amounting to RM1,615,000.

The Group's equity interests in the subsidiary companies, their respective principal activities and country of incorporation are shown below:

			Effective interest held by			
			Group^		Non-controlling interests^	
Name	**Country of incorporation**	**Principal activities**	**% 2025**	**% 2024**	**% 2025**	**% 2024**
Subsidiaries of the Company						
Bermaz Motor Sdn. Bhd.	Malaysia	Investment holding and distribution of Mazda vehicles under licence in Malaysia.	100.00	100.00	-	-
Dinamikjaya Motors Sdn. Bhd. ("DJMSB")	Malaysia	Distribution and retailing of new and used Kia vehicles and the provision of after-sales services in respect thereof in Malaysia.	65.00	65.00	35.00	35.00
Bermaz Auto Parts Sdn. Bhd.	Malaysia	Distribution and retailing of automotive spare parts and provision of after-sales services in Malaysia.	65.50	51.00	34.50	49.00
Bermaz Auto Alliance Sdn. Bhd. ("BAASB")	Malaysia	Under members' voluntary liquidation.	55.00	55.00	45.00	45.00
Bermaz XPeng Sdn. Bhd.	Malaysia	Distribution and retailing of new and used XPeng vehicles and the provision of after-sales services in respect thereof in Malaysia.	85.00	85.00	15.00	15.00
Bermaz Capital Sdn. Bhd. (formerly known as Bermaz Anshin Sdn. Bhd.)	Malaysia	Investment holding.	100.00	100.00	-	-
Bermaz Changan Sdn. Bhd	Malaysia	Wholesaling and retailing of new Deepal vehicles, sale of spare parts and provision of after sales services in respect thereof in Malaysia.	85.00	-	15.00	-
Subsidiaries of Bermaz Motor Sdn Bhd						
Bermaz Motor Trading Sdn. Bhd.	Malaysia	Distribution and retailing of new and used Mazda vehicles and the provision of after-sales services in respect thereof in Malaysia.	100.00	100.00	-	-
Bermaz Motor International Ltd.	Malaysia	Investment holding.	100.00	100.00	-	-
Subsidiary of Bermaz Motor International Ltd						
Bermaz Auto Philippines Inc. ("BAP")*	Philippines	Distribution of Mazda vehicles and spare parts through appointed dealers in the Philippines.	64.75	64.46	35.25	35.54

Notes:
* Audited by affiliates of Ernst & Young PLT Malaysia.
^ Equals to the proportion of voting rights held.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

4. SUBSIDIARY COMPANIES (CONTINUED)

Subsidiary companies with material non-controlling interests

Summarised financial information of subsidiary companies which have non-controlling interests that are material to the Group is set out below. The summarised financial information presented below are amounts before inter-company elimination.

	DJMSB		BAASB		BAP	
Group	**2025**	**2024**	**2025**	**2024**	**2025**	**2024**
At 30 April	**RM'000**	**RM'000**	**RM'000**	**RM'000**	**RM'000**	**RM'000**
Non-current assets	21,621	25,210	-	2,202	53,259	59,790
Current assets	162,522	110,643	15,123	96,886	237,420	241,281
Non-current liabilities	(32,447)	(32,649)	-	-	(54,154)	(56,529)
Current liabilities	(109,919)	(50,099)	(2,613)	(73,091)	(45,109)	(74,394)
Net assets	41,777	53,105	12,510	25,997	191,416	170,148
Equity attributable to equity holders of the parent	27,299	34,546	6,881	14,298	125,135	110,918
Non-controlling interests	14,478	18,559	5,629	11,699	66,281	59,230
Total equity	41,777	53,105	12,510	25,997	191,416	170,148
Year ended 30 April						
Revenue	213,652	416,459	50,763	183,564	269,436	375,916
Profit for the year	(11,659)	20,271	1,013	3,204	31,841	43,858
Other comprehensive loss	-	-	-	-	(10,754)	3,631
Total comprehensive (loss)/income for the year	(11,659)	20,271	1,013	3,204	21,087	47,489
Profit attributable to:						
- Owners of the parent	(7,578)	13,176	557	1,762	20,581	27,056
- Non-controlling interests	(4,081)	7,095	456	1,442	11,260	16,802
	(11,659)	20,271	1,013	3,204	31,841	43,858
Total comprehensive (loss)/income attributable to:						
- Owners of the parent	(7,578)	13,176	557	1,762	13,539	29,266
- Non-controlling interests	(4,081)	7,095	456	1,442	7,548	18,223
	(11,659)	20,271	1,013	3,204	21,087	47,489
Year ended 30 April						
Net cash (used in)/generated from:						
Operating activities	(67,910)	67,737	68,416	27,897	75,793	15,729
Investing activities	533	1,129	1,448	526	3,618	2,917
Financing activities	60,228	(63,271)	(63,500)	(40,657)	(2,368)	(13,711)
Net change in cash and cash equivalents	(7,149)	5,595	6,364	(12,234)	77,043	4,935

5. ASSOCIATED COMPANIES

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	**RM'000**	**RM'000**	**RM'000**
Unquoted shares in Malaysia, at cost	95,875	95,875	63,631	63,631
Group's share of post-acquisition reserves	185,324	264,714	-	-
	281,199	360,589	63,631	63,631

5. ASSOCIATED COMPANIES (CONTINUED)

The Group's equity interest in the associated companies, their respective principal activities and country of incorporation are shown below:

Name	Country of incorporation	Principal activities	Proportion of ownership interest (%) 2025	2024
Associated companies of the Company				
Inokom Corporation Sdn. Bhd. ("INOKOM") *	Malaysia	Manufacturing and assembly of light commercial and passenger vehicles, and contract assembly of passenger vehicles.	29.00	29.00
Kia Malaysia Sdn. Bhd. ("KMSB")	Malaysia	Local assembly of Kia vehicles by third party contract assembler using local parts and imported Kia supplied parts and domestic distribution through Dinamikjaya Motors Sdn Bhd and export of Kia vehicles assembled in Malaysia.	33.33	33.33
Associated company of Bermaz Motor Sdn Bhd				
Mazda Malaysia Sdn. Bhd. ("MMSB") *	Malaysia	Local assembly of Mazda vehicles by third party contract assembler using local parts and imported Mazda supplied parts and domestic distribution through Bermaz Motor Sdn Bhd and export of Mazda vehicles assembled in Malaysia.	30.00	30.00
Associated company of Bermaz Auto Philippines Inc.				
Bermaz Auto Asia Inc. (formerly known as Berjaya Auto Asia Inc.) ("BAAI")*	Philippines	Distribution and retailing of Kaicene vehicles and the sale of parts and accessories in the Philippines.	44.58	44.58

Note:

* Audited by other firms of chartered accountants.

The financial year end of INOKOM, KMSB, MMSB and BAAI are 30 June, 31 December, 31 March and 30 April respectively. The results of the associated companies are accounted for in the Group's financial statements under the equity method, based on the most recently available audited financial statements and supplemented by the unaudited management financial statements of the associated companies made up to the Group's financial year end.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

5. ASSOCIATED COMPANIES (CONTINUED)

Summarised financial information in respect of the material associated companies is set out below. The summarised financial information represents the amounts in the financial statements of the associated companies and not the Group's share of those amounts.

Group	INOKOM	MMSB	Total
	RM'000	RM'000	RM'000
2025			
Non-current assets	485,285	95,468	580,753
Current assets	207,072	527,957	735,029
Non-current liabilities	(98,168)	(8,643)	(106,811)
Current liabilities	(296,468)	(107,061)	(403,529)
Net assets	297,721	507,721	805,442
Equity attributable to:			
Owners of the associated company	211,382	355,405	566,787
Non-controlling interests of the associated company	86,339	152,316	238,655
Total equity	297,721	507,721	805,442
Revenue	229,548	1,091,895	1,321,443
Profit for the year, representing total comprehensive income	5,779	33,333	39,112
Profit for the year/Total comprehensive income attributable to:			
- owners of the associated company	4,103	23,333	27,436
- non-controlling interests of the associated company	1,676	10,000	11,676
	5,779	33,333	39,112

Group	INOKOM	MMSB	Total
	RM'000	RM'000	RM'000
2024			
Non-current assets	387,206	107,444	494,650
Current assets	199,472	914,199	1,113,671
Non-current liabilities	(104,148)	(11,561)	(115,709)
Current liabilities	(188,088)	(235,693)	(423,781)
Net assets	294,442	774,389	1,068,831
Equity attributable to:			
Owners of the associated company	209,054	542,072	751,126
Non-controlling interests of the associated company	85,388	232,317	317,705
Total equity	294,442	774,389	1,068,831
Revenue	303,892	2,121,288	2,425,180
Profit for the year, representing total comprehensive income	20,125	113,836	133,961
Profit for the year/Total comprehensive income attributable to:			
- owners of the associated company	14,289	79,685	93,974
- non-controlling interests of the associated company	5,836	34,151	39,987
	20,125	113,836	133,961

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

5. ASSOCIATED COMPANIES (CONTINUED)

Reconciliation of the summarised financial information presented above to the carrying amount of the Group's interest in the associated companies:

Group	INOKOM	MMSB	Total
	RM'000	RM'000	RM'000
2025			
Attributable to the owners of associated companies:			
Net assets at beginning of year	294,442	774,389	1,068,831
Profit for the year	5,779	33,333	39,112
Dividend paid	(2,500)	(300,000)	(302,500)
Net assets at end of year	297,721	507,722	805,443
Group's interest in associated companies (net of unrealised profit on transactions with associated company)	86,339	149,272	235,611
Goodwill	13,224	-	13,224
Carrying value of Group's interest in associated companies	99,563	149,272	248,835

Group	INOKOM	MMSB	Total
	RM'000	RM'000	RM'000
2024			
Attributable to the owners of associated companies:			
Net assets at beginning of year	276,817	660,553	937,370
Profit for the year	20,125	113,836	133,961
Dividend paid	(2,500)	-	(2,500)
Net assets at end of year	294,442	774,389	1,068,831
Group's interest in associated companies (net of unrealised profit on transactions with associated company)	85,388	227,866	313,254
Goodwill	13,224	-	13,224
Carrying value of Group's interest in associated companies	98,612	227,866	326,478

6. OTHER INVESTMENT

	Group	
	2025	2024
	RM'000	RM'000
At fair value through other comprehensive income:		
Quoted shares in Malaysia	14,539	-
At beginning of year	-	-
Acquisition during the year	19,933	-
Fair value loss during the year	(5,394)	-
At end of year	14,539	-

On 3 December 2024, Bermaz Capital Sdn Bhd (formerly known as Bermaz Anshin Sdn Bhd) ("Bermaz Capital") had subscribed for 33,042,439 new ordinary shares representing approximately 15% of the then issued share capital of EP Manufacturing Bhd ("EPM") for a total cash consideration of approximately RM19.8 million or at RM0.60 per EPM share. Bermaz Capital currently holds a 11.54% equity interest in the enlarged issued share capital of EPM.

7. DEFERRED TAX ASSETS

	Group	
	2025	2024
	RM'000	RM'000
At beginning of year	116,646	104,609
Recognised in profit or loss (Note 26)	(5,931)	11,854
Exchange differences	(710)	183
At end of year	110,005	116,646

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

7. DEFERRED TAX ASSETS (CONTINUED)

Presented after appropriate offsetting as follows:

	Group	
	2025 RM'000	2024 RM'000
Deferred tax assets	110,005	116,646

The components and movements of deferred tax assets and liabilities during the financial year are as follows:

Group Deferred tax assets	Lease liabilities RM'000	Deferred revenue RM'000	Provisions and others RM'000	Total RM'000
2025				
At beginning of year	22,509	79,278	36,078	137,865
Recognised in profit or loss	(240)	(2,297)	(3,541)	(6,078)
Exchange differences	(474)	(531)	(68)	(1,073)
At end of year	21,795	76,450	32,469	130,714
Set-off against deferred tax liabilities				(20,709)
				110,005
2024				
At beginning of year	19,642	69,780	33,682	123,104
Recognised in profit or loss	2,662	9,386	2,363	14,411
Exchange differences	205	112	33	350
At end of year	22,509	79,278	36,078	137,865
Set-off against deferred tax liabilities				(21,219)
				116,646

Group Deferred tax liabilities	Right-of-use assets RM'000	Accelerated capital allowances RM'000	Total RM'000
2025			
At beginning of year	(20,160)	(1,059)	(21,219)
Recognised in profit or loss	494	(347)	147
Exchange differences	363	-	363
At end of year	(19,303)	(1,406)	(20,709)
Set-off against deferred tax assets			20,709
			-
2024			
At beginning of year	(17,339)	(1,156)	(18,495)
Recognised in profit or loss	(2,654)	97	(2,557)
Exchange differences	(167)	-	(167)
At end of year	(20,160)	(1,059)	(21,219)
Set-off against deferred tax assets			21,219
			-

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

8. GOODWILL

	Group	
	2025 RM'000	2024 RM'000
At beginning/end of year	500	500

Goodwill relates to the excess of the purchase consideration over the total value of the assets and liabilities of a subsidiary, principally engaged in automotive segment in Malaysia, that was acquired in prior years.

9. INVENTORIES

	Group	
	2025 RM'000	2024 RM'000
At cost:		
Motor vehicles ready for sale	360,834	522,470
Spare parts	30,992	30,837
	391,826	553,307
At net realisable value:		
Motor vehicles ready for sale	101,747	124,909
Spare parts	7,359	8,626
	109,106	133,535
	500,932	686,842

The cost of inventories recognised as an expense during the financial year in the Group amounted to RM2,153,591,000 (2024: RM3,224,809,000).

10. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Trade receivables	152,002	163,242	-	-
	152,002	163,242	-	-
Other receivables				
Deposits	8,776	4,578	60	60
Sundry receivables	16,202	25,591	-	20
Amount owing by a subsidiary company	-	-	121,701	-
Amount owing by associated companies	449	236	-	-
Dividend from a subsidiary company	-	-	21,375	-
	25,427	30,405	143,136	80
	177,429	193,647	143,136	80
Other current assets				
Prepayments	27,211	28,871	2,052	555
Input VAT (net)	1,511	1,148	-	-
	28,722	30,019	2,052	555
	206,151	223,666	145,188	635

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

10. TRADE AND OTHER RECEIVABLES (CONTINUED)

(a) Trade receivables

The Group's normal credit term ranges from 30 to 90 (2024: 30 to 90) days. Other credit terms are assessed and approved on a case-by-case basis.

The Group has no significant concentration of credit risk that may arise from exposure to a single debtor or to groups of trade receivables, other than an amount of RM7,644,000 (2024: RM11,867,000) due from a trade debtor.

Ageing analysis of trade receivables

The ageing analysis of the Group's trade receivables is as follows:

	Group	
	2025 RM'000	2024 RM'000
Neither past due nor impaired	119,299	148,063
1 to 30 days past due not impaired	21,640	6,864
31 to 60 days past due not impaired	6,449	4,370
61 to 90 days past due not impaired	4,614	3,945
91 to 120 days past due not impaired	-	-
	32,703	15,179
Expected credit loss	-	-
	152,002	163,242

Receivables that are neither past due nor impaired

Trade receivables that are neither past due nor impaired are creditworthy debtors with good payment records with the Group.

Receivables that are past due but not impaired

The Group has trade receivables amounting to RM19,090,000 (2024: RM15,179,000) that are past due at the reporting date but not impaired. This includes mainly trade receivables past due for technical or strategic reasons and there is no concern on the credit worthiness of the counter parties and the recoverability of these debts.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

10. TRADE AND OTHER RECEIVABLES (CONTINUED)

(a) Trade receivables (continued)

Receivables that are impaired

The Group performed impairment analysis at each reporting date using a provision matrix that is based on its historical credit loss experience to measure expected credit losses. However, in certain cases, the Group also perform impairment assessment on trade receivables individually.

(b) Other receivables

The amount owing by a subsidiary company is non-trade in nature, unsecured, repayable on demand and non-interest bearing other than the amount of RM120,000,000 which holds an interest at 4.39% to 4.47% per annum. The amount owing by associated companies is non-trade in nature, unsecured, non-interest bearing and repayable on demand. All the sundry receivables and deposits are unsecured and non-interest bearing.

11. DERIVATIVE LIABILITIES

	Group			
	2025		2024	
	Contract amount RM'000	Derivative Liabilities RM'000	Contract amount RM'000	Derivative Liabilities RM'000
Non-hedging derivatives				
Current				
Forward currency contracts	-	-	46,643	(1,293)

In the previous financial year, the Group uses forward currency contracts to manage some of the transaction exposure. These contracts are not designated as cash flow or fair value hedges and are entered into for periods consistent with currency transaction exposure and fair value changes exposure. Such derivatives do not qualify for hedge accounting.

Forward currency contracts are used to hedge certain of the Group's purchases denominated in Japanese Yen for firm commitments existed at the reporting date. The fair value changes relating to those forward currency contracts outstanding at the reporting date would result in the recognition of derivative liabilities at the reporting date.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

12. DEPOSITS WITH FINANCIAL INSTITUTIONS

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Deposits with:				
Licensed banks	354,091	305,634	5,879	64,930

The range of interest rates per annum and maturities of deposits during the financial year were as follows:

	Group		Company	
	2025	2024	2025	2024
Interest rates per annum (%)				
Licensed banks	1.00 - 6.28	1.00 - 4.05	2.99 - 3.65	2.99 - 4.05
Maturities (days)				
Licensed banks	1 - 62	1 - 92	1 - 62	1 - 92

13. CASH AND BANK BALANCES

Cash at banks of the Group and of the Company are non-interest bearing.

14. SHARE CAPITAL

	Group and Company			
	Number of shares		Share capital	
	2025 '000	2024 '000	2025 RM'000	2024 RM'000
Issued and fully paid:				
At beginning of year	1,170,933	1,168,317	626,237	619,614
Employees' share options exercised	1,244	2,616	3,085	6,123
Employees' share options forfeited	-	-	45	500
At end of year	1,172,177	1,170,933	629,367	626,237

The holders of ordinary shares (other than treasury shares) are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All the ordinary shares (other than treasury shares) rank equally with regard to the Company's residual assets.

During the financial year, the Company increased its share capital from RM626,236,794 to RM629,366,561 by way of:

a) the issuance of 1,243,790 new ordinary shares at an issue price of RM2.14 per share pursuant to the exercise of the options under the ESS; and

b) the inclusion of RM422,889 from employees' share plan reserves as the paid-up share capital upon the exercise of ESS and RM45,168 upon the forfeiture of ESS.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

15. RESERVES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Merger deficit (Note a)	(424,000)	(424,000)	-	-
Employee share plan reserve (Note b)	6,251	1,394	6,251	1,394
Consolidation reserve (Note c)	31,732	31,093	-	-
Exchange reserve (Note d)	(7,564)	(524)	-	-
FVTOCI reserve (Note e)	(7,173)	(1,779)	-	-
	(400,754)	(393,816)	6,251	1,394
Retained earnings (Note f)	428,092	589,811	32,249	8,628
	27,338	195,995	38,500	10,022

Notes:

(a) Merger deficit

Merger deficit represents the difference between the cost of acquisition and the nominal value of the share capital and reserves of the subsidiary company acquired in prior years.

(b) Employee share plan reserve

The employee share plan reserve represents the equity-settled shares and share options granted to certain directors and employees of the Group. The employee share plan reserve is made up of the cumulative value of services received from those directors and employees recorded over the vesting period commencing from the grant date of the shares and share options and is reduced by the expiry, forfeiture or exercise of the share options.

(c) Consolidation reserve

The consolidation reserve comprises the consolidation effects of changes in the Group's equity interests in a subsidiary company which does not result in loss of control.

(d) Exchange reserve

The exchange reserve represents exchange differences arising from the translation of the financial statements of foreign operation whose functional currency is different from the Group's presentation currency.

(e) FVTOCI reserve

The FVTOCI reserve represents the cumulative fair value changes, net of tax, if applicable, of FVTOCI financial assets until they are disposed of.

(f) Retained earnings

The entire retained earnings of the Company is available for distribution as single-tier dividends.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

16. TREASURY SHARES

	Group and Company			
	Ordinary shares			
	2025 Number of shares '000	2024 Number of shares '000	2025 RM'000	2024 RM'000
At beginning of year	3,334	1,248	6,441	2,034
Shares bought back during the year	8,155	3,200	9,181	6,562
Reissued for ESS shares vested	(509)	(1,114)	(982)	(2,155)
At end of year	10,980	3,334	14,640	6,441

Pursuant to an Annual General Meeting ("AGM") held on 8 October 2024, the Company has renewed the mandate relating to the share buyback of up to 10% of the existing share capital.

During the year, 8,154,700 shares (2024: 3,200,300 shares) were bought back from the open market for approximately RM9,181,000 (2024: RM6,562,000) or at an average price of RM1.13 (2024: RM2.05) per share with internal generated funds. The shares bought back are held as treasury shares and none of the shares were cancelled.

During the year, 508,600 (2024: 1,114,800) shares were reissued for the vesting of ESS shares.

17. CONTRACT LIABILITY

The Group provides free maintenance service package for 5 years (limited to 100,000 kilometres) on certain Mazda and Kia models, and 3 to 5 years (limited to 60,000 or 100,000 kilometres) on XPeng models.

Commencing from the financial year ended 30 April 2021, all CKD and CBU models (except BT-50) sold between July 2020 to December 2020 is entitled to 6-year free maintenance service or upon attainment of 120,000 kilometres, whichever comes first. Vehicles sold during other periods in the financial year were entitled to the normal 5-year free maintenance service.

In the Philippines, the Group provides free maintenance package for 3 years or attainment of 60,000 kilometres, whichever is earlier. Commencing from 1 May 2020, all models sold are provided with free maintenance package for a period of 5 years or attainment of 100,000 kilometres, whichever is earlier.

Contract liability represents a part of the sale proceeds received from customers which relates to service maintenance in which the service has not been rendered. The amount of sales proceeds apportioned to service maintenance is measured at its fair value which is calculated based on the actual number of vehicles sold, past maintenance service performed and estimated charges to customers.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

17. CONTRACT LIABILITY (CONTINUED)

	Group	
	2025 RM'000	2024 RM'000
At beginning of year	328,917	289,885
Derecognition of deferred revenue	-	(13,917)
Deferred during the year	80,882	134,208
Recognised during the year (Note 22)	(90,614)	(81,706)
Exchange difference	(2,123)	447
At end of year	317,062	328,917

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at financial year end are as follows:

	Group	
	2025 RM'000	2024 RM'000
At end of year:		
Within a year	92,007	88,423
Later than 1 year but not later than 5 years	225,055	240,494
	317,062	328,917

Contract liability is reassessed annually based on the actual service claims from the vehicles previously sold. Any estimated apportioned service maintenance relating to contract liability exceeding the amount necessary to cover the service claims on motor vehicles sold is recognised as revenue during the year.

Set out below is the amount of revenue recognised from:

	Group	
	2025 RM'000	2024 RM'000
Amounts included in contract liability at the beginning of the year	89,087	73,401

18. PROVISIONS

Group	Incentives RM'000	Warranty RM'000	Restoration cost RM'000	Total RM'000
2025				
At beginning of year	9,928	77,666	4,923	92,517
Additional provision	20,461	27,263	-	47,724
Reversal during the year	(4,455)	(93)	-	(4,548)
Utilisation of provision	(20,801)	(24,902)	-	(45,703)
Unwinding of discount (Note 23)	-	-	149	149
Exchange difference	-	(10)	-	(10)
At end of year	5,133	79,924	5,072	90,129
2025				
Current	5,133	18,610	-	23,743
Non-current	-	61,314	5,072	66,386
	5,133	79,924	5,072	90,129

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

18. PROVISIONS (CONTINUED)

Group	Incentives RM'000	Warranty RM'000	Restoration cost RM'000	Total RM'000
2024				
At beginning of year	10,217	77,429	4,702	92,348
Additional provision	31,415	27,492	469	59,376
Reversal during the year	(3,854)	(2,467)	(456)	(6,777)
Utilisation of provision	(27,850)	(24,811)	-	(52,661)
Unwinding of discount (Note 23)	-	-	208	208
Exchange difference	-	23	-	23
At end of year	9,928	77,666	4,923	92,517
2024				
Current	9,928	17,595	-	27,523
Non-current	-	60,071	4,923	64,994
	9,928	77,666	4,923	92,517

Notes:

(a) Incentives

The Group provides sales incentives for car dealers such as registration incentives and volume incentives for dealers who achieve cumulative sales target level. The incentive entitlement is communicated to the dealers periodically and are paid during and/or after financial year end. The provision for sales incentive is based on the car dealers' progress towards achieving their agreed annual sales targets.

(b) Warranty

Mazda

In Malaysia, the Group provides warranty periods of 5 years or attainment of 100,000 kilometres, whichever is earlier, on locally assembled vehicles and undertakes to repair or replace parts that fail to perform satisfactorily. For imported vehicles, the manufacturer gives to the Group's customers a warranty period of 3 years or attainment of 100,000 kilometres, whichever is earlier. The Group extends an additional warranty period of 2 years in addition to the 3 years provided by the manufacturer.

Commencing from the financial year ended 30 April 2021, all CKD and CBU models (except BT-50) sold between July 2020 to December 2020 is entitled to 6-year free maintenance service or upon attainment of 120,000 kilometres, whichever is earlier. Vehicles sold during other periods in the financial year were entitled to the normal 5-year free maintenance service.

In the Philippines, the Group provides warranty for a period of 3 years or attainment of 100,000 kilometres, whichever is earlier for all types of Mazda models. The Group gives the three-year warranty (limited to the attainment of 100,000 kilometres) prior to 1 January 2020. For vehicles manufactured starting on 1 January 2020, the warranty period of 3 years is provided by the manufacturer.

A provision is made for expected warranty claims on vehicles sold during the year, based on past experience of the level of repairs of similar type of vehicles. Assumptions used to calculate the provision for warranty were based on sales levels, past and current information available about repairs performed during warranty periods for similar type of vehicles sold.

Kia

The manufacturer gives to the Group's customers a warranty period of 5 years or attainment of 100,000 kilometres, whichever is earlier.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

18. PROVISIONS (CONTINUED)

Notes: (continued)

(b) Warranty (continued)

XPeng

The manufacturer provides the Group's customers with a warranty period of 5 years or 120,000 kilometres for the vehicle, and 8 years or 160,000 kilometres for the electric vehicle's battery and motor, whichever is earlier.

(c) Restoration cost

A provision for restoration cost is recognised for expected costs to be incurred to restore the rented premise in accordance to the stipulation in the tenancy agreement. The Group provides for the cost to restore the premises to its original state and condition. The provision is based on the best estimate of the direct expenditure to be incurred upon the expiry of tenancy period. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

19. BORROWINGS

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Short term borrowings				
Bankers' acceptance	125,621	62,503	-	-
Sukuk Wakalah Islamic Commercial Papers ("ICP")	100,000	-	100,000	-
	225,621	62,503	100,000	-

The interest rate per annum during the financial year for bankers' acceptances range from 3.80% to 4.68% (2024: 4.09% to 4.47%).

The ICP comprise the sixth tranche of RM100 million Sukuk Wakalah, which was issued on 25 March 2025, with maturity of 6 months from the date of issue and carries profit rate of 4.03% per annum.

The Group has a standby Sukuk Wakalah facility, comprising of 7-year ICP which will expire in 2027 and an Islamic Perpetual Medium Term Notes Programme, with a combined aggregate limit of RM500 million in nominal value.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

20. TRADE AND OTHER PAYABLES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Trade payables				
Third parties	123,167	148,376	-	-
Amount owing to associated companies	40,161	86,049	-	-
	163,328	234,425	-	-
Other payables				
Sundry payables	25,464	75,740	182	194
Refundable deposits from customers	2,960	3,192	-	-
Amount owing to a subsidiary company	-	-	118	37
Dividend payable	20,321	49,624	20,321	49,623
Accruals	13,676	17,993	217	167
	62,421	146,549	20,838	50,021
	225,749	380,974	20,838	50,021

(a) Trade payables

These amounts are non-interest bearing except for interest levied on late payments. Trade payables are normally settled on 30 to 90 (2024: 30 to 90) days.

(b) Refundable deposits from customers

The refundable deposits are received from customers upon booking confirmation and will be set-off against the total invoiced amounts upon delivery of vehicles.

(c) Amount owing to a subsidiary company

The amount owing to a subsidiary company is non-trade in nature, unsecured, non-interest bearing and repayable on demand.

21. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

Group as a lessee

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year.

2025 At Net Carrying Amount	Land RM'000	Building RM'000	Total RM'000
At beginning of year	24,175	59,825	84,000
Additions	-	21,172	21,172
Depreciation charge for the year (Note 24)	(1,548)	(14,621)	(16,169)
Termination	-	(7,064)	(7,064)
Exchange difference	(1,510)	-	(1,510)
At end of year	21,117	59,312	80,429
As at 30 April 2025			
Cost	31,614	138,576	170,190
Accumulated depreciation	(10,497)	(79,264)	(89,761)
Net carrying amount	21,117	59,312	80,429

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

21. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONTINUED)

2024 At Net Carrying Amount	Land RM'000	Building RM'000	Total RM'000
At beginning of year	25,141	47,104	72,245
Additions	-	44,478	44,478
Depreciation charge for the year (Note 24)	(1,664)	(15,827)	(17,491)
Termination	-	(15,930)	(15,930)
Exchange difference	698	-	698
At end of year	24,175	59,825	84,000
As at 30 April 2024			
Cost	33,725	127,943	161,668
Accumulated depreciation	(9,550)	(68,118)	(77,668)
Net carrying amount	24,175	59,825	84,000

The right-of-use assets are in respect of lease contracts for buildings such as showrooms, service centres and warehouses.

Set out below are the carrying amounts of lease liabilities recognised and the movements during the year.

	Group	
	2025 RM'000	2024 RM'000
At beginning of year	93,788	81,844
Additions	21,172	44,009
Termination	(7,333)	(17,372)
Accretion of interest (Note 23)	4,557	4,151
Lease payments	(19,395)	(19,698)
Exchange difference	(1,976)	854
At end of year	90,813	93,788
Disclosed as:		
- Current	13,712	12,062
- Non-current	77,101	81,726
	90,813	93,788

The following are the amounts recognised in profit or loss:

	Group	
	2025 RM'000	2024 RM'000
Depreciation of right-of use assets (Note 24)	16,169	17,491
Interest expense on lease liabilities (Note 23)	4,557	4,151
Expenses relating to short-term lease (Note 24)	1,032	1,599
Expenses relating to leases of low-value assets (Note 24)	225	220

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

22. REVENUE

Revenue consists of the following:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Revenue from contract with customers:				
Sale of motor vehicles	2,330,419	3,584,731	-	-
Sale of spare parts	210,893	251,674	-	-
Maintenance and fitting of motor vehicle accessories services	80,899	74,578	-	-
	2,622,211	3,910,983	-	-
Other revenue:				
Dividend income from subsidiaries	-	-	339,905	299,020
Dividend income from an associated company	-	-	725	725
Dividend income from other investment	71	-	-	-
	2,622,282	3,910,983	340,630	299,745
Timing of revenue recognition:				
- at a point in time	2,531,668	3,829,277		
- over time (Note 17)	90,614	81,706		
	2,622,282	3,910,983		

23. FINANCE COSTS

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Interest expense on:				
- bankers acceptances and trust receipts	4,933	615	-	-
- MTN and CP	2,686	2,442	2,686	2,442
- lease liabilities (Note 21)	4,557	4,151	-	-
Unwinding of discount on provision (Note 18)	149	208	-	-
	12,325	7,416	2,686	2,442

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

24. PROFIT BEFORE TAX

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Profit before tax is arrived at after charging:				
Directors' remuneration (Note 25)				
- emoluments (excluding benefits-in-kind)	12,400	13,654	87	100
- fees	520	400	520	400
Auditors' remuneration				
- statutory audit fee				
- Ernst & Young	456	425	66	63
- Others	91	85	82	76
- underprovision for prior years	16	55	6	7
- fees for non audit services	82	187	14	28
Depreciation of property, plant and equipment (Note 3)	10,784	9,347	5	9
Depreciation of right-of-use assets (Note 21)	16,169	17,491	-	-
Inventories written down/(Reversal)	786	(73)	-	-
Demonstration car expenses	25,219	26,387	-	-
Expenses relating to short-term lease (Note 21)	1,032	1,599	-	-
Expenses relating to leases of low-value assets (Note 21)	225	220	-	-
Staff costs (Note a)	104,329	112,429	-	-
Property, plant and equipment written off (Note 3)	172	1,448	-	-
Fair value adjustment on derivatives (Note 11)	(1,293)	1,293	-	-
Provision for warranty (net of reversal)	27,170	25,025	-	-
Provision for incentives (net of reversal)	16,006	27,561	-	-
Loss on disposal of property, plant and equipment	23	-	-	-
Loss on foreign exchange				
- unrealised	1,390	-	-	-
and crediting:				
Gain on disposal of property, plant and equipment	-	(366)	-	-
Rental income from an associated company	(264)	(264)	-	-
Business development fees	(34,634)	(46,752)	-	-
Interest income from financial institutions	(9,805)	(10,473)	(548)	(645)
Interest income from a subsidiary	-	-	(2,877)	(2,519)
Dividend income from other investment	71	-	-	-
Gain on foreign exchange				
- realised	(409)	(124)	-	-
- unrealised	-	(1,422)	-	-
Gain on termination of leases and reversal of restoration cost	(269)	(1,898)	-	-

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

24. PROFIT BEFORE TAX (CONTINUED)

(a) Staff costs consist of the following:

	Group	
	2025 RM'000	2024 RM'000
Wages, salaries, bonuses, relief fund, allowances and other emoluments	79,280	90,298
Social security costs and employees insurance	837	789
Pension costs		
- defined contribution plans	10,559	11,747
Share-based payments under ESS (Note b)	5,790	1,443
Other staff related expenses	7,863	8,152
	104,329	112,429

Note: Staff costs exclude remuneration of executive directors.

(b) Share-based payments under ESS consist of the following:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Share-based payments for:				
- employees of the Group (Note a)	5,790	1,443	-	-
- directors of the Company	579	145	579	145
- other directors of the Group	192	59	-	-
	6,561	1,647	579	145

25. DIRECTORS' REMUNERATION

The aggregate directors' remuneration for all directors of the Group and of the Company categorised into appropriate components for the financial year are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Directors of the Company				
Executive				
Salaries and other emoluments	7,922	7,425	-	-
Performance incentive	2,000	2,000	-	-
Benefits-in-kind	49	49	-	-
	9,971	9,474	-	-
Non-executive				
Fees	520	400	520	400
Other emoluments	87	100	87	100
	607	500	607	500
	10,578	9,974	607	500
Other directors of the Group				
Salaries and other emoluments	1,382	1,334	-	-
Performance incentive	1,009	2,795	-	-
	2,391	4,129	-	-
Total directors' remuneration (excluding share-based payments)	12,969	14,103	607	500

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

26. INCOME TAX EXPENSE

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Income tax:				
- Malaysian	38,837	106,713	259	263
- Foreign tax	12,315	16,890	-	-
	51,152	123,603	259	263
Over provision in respect of prior years				
- Malaysian income tax	(1,084)	(347)	(3)	(1)
	50,068	123,256	256	262
Deferred tax (Note 7)				
- Relating to origination and reversal of temporary differences	6,009	(11,567)	-	-
- Over provision in prior years	(78)	(287)	-	-
	5,931	(11,854)	-	-
Total income tax expense	55,999	111,402	256	262

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2024: 24%) of the estimated assessable profit for the year. Taxation for other jurisdictions is calculated at the rate prevailing in the respective jurisdictions.

The Group has performed an assessment of the Group's potential exposure to Base Erosion and Profit Shifting (BEPS) Pillar Two income taxes. Based on the assessment performed, the Pillar Two effective tax rates in all jurisdictions in which the Group operates are above 15% and management is not currently aware of any circumstances under which this might change. Therefore, the Group does not expect any significant potential exposure to Pillar Two top-up taxes.

A reconciliation of income tax expense applicable to profit before tax at the statutory income tax rate to income tax expense at the effective tax rate of the Group and of the Company is as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Profit before tax	221,464	483,664	339,127	298,697
Applicable tax rate (%)	24	24	24	24
Taxation at applicable tax rate	53,151	116,079	81,390	71,687
Income not subject to tax	(534)	(537)	(81,751)	(71,939)
Expenses not deductible under tax legislation	4,854	7,129	620	515
Effect of different tax rate in other country	529	550	-	-
Deferred tax assets not recognised on unutilised business losses and unabsorbed capital allowances	1,986	198	-	-
Effect of share of result of associated companies	(2,825)	(10,701)	-	-
Utilisation of previously unrecognised deferred tax assets	-	(682)	-	-
Over provision of income tax in prior years	(1,084)	(347)	(3)	(1)
Over provision of deferred tax in prior years	(78)	(287)	-	-
Income tax expense for the year	55,999	111,402	256	262

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

26. INCOME TAX EXPENSE (CONTINUED)

Unrecognised deferred tax assets

	Group	
	2025 RM'000	2024 RM'000
Unutilised business losses		
- Expires by 30 April 2034	1,603	23
- Expires by 30 April 2035	6,386	-
Unabsorbed capital allowances	463	151
Other deductible temporary differences	7	10
	8,459	184

Deferred tax assets have not been recognised in respect of the above items as it is not probable that future taxable profits will be available against which they may be utilised.

The carrying forward of unused tax losses is restricted to a maximum of ten consecutive years of assessments. The final year of assessment for utilisation of unused tax losses is as disclosed above.

27. EARNINGS PER SHARE

(a) Basic

Basic earnings per share is calculated by dividing profit for the year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares with voting rights in issue during the financial year.

	Group	
	2025	2024
Profit attributable to equity holders (RM'000)	153,595	345,583
Weighted average number of ordinary shares with voting rights in issue ('000)	1,167,494	1,166,857
Basic earnings per share (sen)	13.16	29.62

(b) Diluted

For the purpose of calculating diluted earnings per share, the profit for the year attributable to ordinary equity holders of the Company and the weighted average number of ordinary shares with voting rights in issue during the financial year, have been adjusted for the dilutive effects of the dilutive instruments of the Group.

	Group	
	2025	2024
Profit attributable to equity holders (RM'000)	153,595	345,583
Weighted average number of ordinary shares with voting rights in issue ('000)	1,167,494	1,166,857
Assumed shares issued from the exercise of employees' share scheme ('000)	4,487	6,808
Adjusted weighted average number of ordinary shares with voting rights ('000)	1,171,981	1,173,665
Diluted earnings per share (sen)	13.11	29.44

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

28. DIVIDENDS

	Company			
	2025 Dividend per share Sen	2025 Dividend RM'000	2024 Dividend per share Sen	2024 Dividend RM'000
Recognised during the year				
Single-tier dividends:				
In respect of prior year				
- Fourth interim dividend of 4.75 sen and special dividend of 7.00 sen approved in respect of financial year ended 30 April 2024 (2024: Fourth interim dividend of 3.50 sen and special dividend of 7.50 sen approved in respect of financial year ended 30 April 2023)	11.75	137,336	11.00	128,480
In respect of current year				
- First interim dividend of 3.50 sen approved in respect of financial year ended 30 April 2025 (2024: First interim dividend of 5.00 sen approved in respect of financial year ended 30 April 2024)	3.50	40,910	5.00	58,287
- A special dividend of 7.00 sen approved in respect of financial year ended 30 April 2025 (2024: Nil)	7.00	81,855	-	-
- Second interim dividend of 3.00 sen approved in respect of financial year ended 30 April 2025 (2024: Second interim dividend of 5.00 sen approved in respect of financial year ended 30 April 2024)	3.00	35,081	5.00	58,380
- Third interim dividend of 1.75 sen approved in respect of financial year ended 30 April 2025 (2024: Third interim dividend of 4.25 sen approved in respect of financial year ended 30 April 2024)	1.75	20,321	4.25	49,624
	27.00	315,503	25.25	294,771

On 12 June 2025, the Company declared and approved a fourth interim single-tier dividend of 1.50 sen per share in respect of the financial year ended 30 April 2025 amounting to about RM17,380,000. The financial statements for the current financial year do not reflect these dividends. These dividends will be accounted for in the shareholders' equity as an appropriation of retained earnings in the financial year ending 30 April 2026.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

29. SEGMENTAL INFORMATION

The Group operates predominantly in one business segment in Malaysia and outside Malaysia. The primary format, geographical segments, is based on the Group's management and internal reporting structure.

Unallocated assets/liabilities include items relating to investing and financing activities and items that cannot be reasonably allocated to individual segments.

Results	2025 RM'000	2024 RM'000
Malaysia	170,858	378,786
Philippines	43,688	59,030
	214,546	437,816
Unallocated corporate expenses	(2,331)	(1,795)
	212,215	436,021
Interest income	9,805	10,473
Finance costs	(12,325)	(7,416)
Share of results of associates	11,769	44,586
Profit before tax	221,464	483,664
Income tax expense	(55,999)	(111,402)
Profit for the year	165,465	372,262

	Revenue RM'000	Capital expenditure RM'000	Assets RM'000	Liabilities RM'000
2025				
Malaysia	2,352,846	9,153	993,211	851,517
Philippines	269,436	772	273,748	97,857
	2,622,282	9,925	1,266,959	949,374
Unallocated items	-	-	420,743	5,497
Total	2,622,282	9,925	1,687,702	954,871
2024				
Malaysia	3,535,067	13,540	1,106,251	831,297
Philippines	375,916	692	301,071	128,695
	3,910,983	14,232	1,407,322	959,992
Unallocated items	-	-	479,875	18,557
Total	3,910,983	14,232	1,887,197	978,549

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

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30. EMPLOYEES' SHARE SCHEME

The Company implemented an Employees' Share Scheme ("ESS" or "Scheme") which came into effect on 19 November 2018 for a period of 5 years. The ESS may be extended for a maximum period of five (5) years if so recommended by the ESS Committee and approved at the discretion of the board. The ESS was approved by the shareholders at an Extraordinary General Meeting held on 3 October 2018. The ESS is administered by a committee ("ESS Committee").

The grant dates of the 1st ESS offer was from 21 November 2018 to 4 December 2018 and 2nd ESS offer was from 18 November 2021 to 30 November 2021.

At an Extraordinary General Meeting held on 5 October 2023, shareholders approved the ESS for the grant of shares and share options that are settled by delivery of the ordinary shares of the Company, to eligible directors and employees of the Group.

The maximum number of ESS Shares (including shares in respect of ESS Options granted which have yet to be exercised) which may be made available under the ESS shall not exceed in aggregate three percent (3%) of the total issued and paid-up ordinary share capital of the Company (excluding treasury shares, if any) at any point in time throughout the duration of the ESS.

The main features of the Scheme for ESS are as follows:

(a) The aggregate maximum number of ESS Shares and ESS Options that may be granted to any eligible director or employee of the Group shall be determined by the ESS Committee provided that:

  (i) the directors and eligible employees do not participate in the deliberation and discussion of their own allocation and the allocation to any person connected with them;

  (ii) no allocation of more than seventy percent (70%) of the total of ESS Shares and ESS Options shall be made in aggregate to the directors and/or senior management of the Group; and

  (iii) no allocation of more than ten percent (10%) of the ESS Shares and ESS Options shall be made to any eligible directors or employee of the Group who, either single or collectively through persons connected with them, hold more than twenty percent (20%) of the issued and paid-up share capital of the Company (excluding treasury shares, if any).

(b) An eligible employee shall pay a sum of RM1.00 as consideration for acceptance of that offer. The ESS options shall be exercisable at a price which is the five-day weighted average market price of the shares in the Company on the date of offer, with a discount not exceeding ten per cent.

(c) The ESS Committee may in its absolute discretion and subject to compliance with the provisions of the Act and the Company's Constitution and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, decide that the ESS Shares to be satisfied by issuance of new ordinary shares of the Company, acquisition of existing issued ordinary shares of the Company from the market, payment of cash or a combination of the above.

(d) The new ordinary shares issued upon the ESS will be subject to the provisions of the Constitution of our Company and will, upon allotment and issuance, rank equally in all respects with the existing new ordinary shares, save and except that the new ordinary shares issued will not be entitled for any dividends, rights, allotments and/or other distributions that may be declared, made or paid to shareholders of our Company, the entitlement date of which is prior to the date of allotment and issuance of the new ordinary shares to the participants.

(e) If an ESS granted is satisfied via a transfer of existing ordinary shares, the participants will not be entitled to any entitlement attached to such ordinary shares in respect of which the entitlement date is prior to the effective date of transfer of such ordinary shares to the participants.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

30. EMPLOYEES' SHARE SCHEME (CONTINUED)

The ESS consists of ESS options and shares as below:

(i) ESS Options

Movement of share options during the financial year

The following table illustrates the number and weighted average exercise price ("WAEP") of, and movements in, share options during the financial year:

ESS which came into effect on 1 December 2023

	Group Units	WAEP RM
Outstanding at beginning of year	21,040,000	2.14
- Forfeited	(1,081,600)	2.14
- Exercised	(1,243,790)	2.14
Outstanding at end of year	18,714,610	2.14

- The exercise price for options outstanding at the end of the year was RM2.14 per share.

(ii) ESS Shares

Movement of shares during the financial year

The following table illustrates the number and movements in ESS shares during the financial year:

ESS which came into effect on 1 December 2023

	Group Units
Outstanding at beginning of year	5,260,000
- Forfeited	(264,000)
- Vested	(508,600)
Outstanding at end of year	4,487,400

Fair value of ESS granted

The following table lists the fair values of the options and shares granted, which were estimated at the grant dates.

ESS which came into effect on 1 December 2023

	Group	
Fair values of options and shares to be vested	**Options RM**	**Shares RM**
On the grant date	0.34	-
1 year from the grant date	0.32	2.43
2 years from the grant date	0.28	2.43
3 years from the grant date	0.24	2.43
4 years from the grant date	0.20	2.43
5 years from the grant date	-	2.43

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

30. EMPLOYEES' SHARE SCHEME (CONTINUED)

The fair values of the options and shares granted is estimated at the grant date using a binomial option pricing model, taking into account the terms and conditions upon which the instruments were granted.

The following table lists the inputs to the option pricing model:

ESS which came into effect on 1 December 2023

	Grant dates 25.03.2024 to 16.04.2024
Dividend yield (%)	10.10 - 10.56
Expected volatility (%)	21.47
Risk-free interest rate (% p.a.)	3.58 - 3.76
Expected life of options (Years)	4.69
Underlying share price (RM)	2.39 - 2.50

The expected life of the options and shares is based on the contractual life of the shares and options. The expected volatility reflects the assumption that the historical volatility, over a period similar to the life of the options, is indicative of future trends, which may not necessarily be the actual outcome.

31. SIGNIFICANT RELATED PARTY TRANSACTIONS

In addition to the transactions detailed elsewhere in the notes to financial statements, the Group and the Company had the following significant transactions with related parties during the financial year:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Transactions with MMSB* :				
Purchase of motor vehicles	976,427	1,835,684	-	-
Management fee income received	(2,222)	(2,257)	-	-
Rental income received	(264)	(264)	-	-
Transaction with KMSB* :				
Purchase of motor vehicles	178,635	222,141	-	-
Transaction with BMSB^ :				
Interest income received	-	-	(2,877)	(2,519)

Note:
***** Associated companies of the Group.
^ Subsidiary of the Company.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

32. KEY MANAGEMENT PERSONNEL COMPENSATION

The compensation of the key management personnel, who are the directors and other senior management personnel of the Group and of the Company, are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Short-term benefits	18,168	19,345	607	500
Post-employment benefits	2,550	2,828	-	-
	20,718	22,173	607	500

33. COMMITMENTS

	Group	
	2025 RM'000	2024 RM'000
Capital expenditure		
Property, plant and equipment		
- approved and contracted for	88	924

34. CONTINGENT LIABILITIES

The Company has provided corporate guarantees to banks for credit facilities granted to subsidiary companies. Included in such facilities granted to subsidiary companies is a trade financing facility, which allows third party utilisation by a supplier. As at the reporting date, the amount utilised by the supplier amounted to RM182,737,000 (2024: RM90,358,000). The Company has assessed the financial guarantee contracts and concluded that the financial impact of the guarantees is not material as the likelihood of default is remote. All financial guarantees of the Company are either due within one year or repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

35. FAIR VALUE MEASUREMENT

The Group and the Company measure the fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

Level 1	Quoted (unadjusted) market price in active markets for identical assets or liabilities
Level 2	Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
Level 3	Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

Financial instruments that are measured at fair value

The table below analyses the financial instruments measured at fair value at the reporting date, according to the level in the fair value hierarchy:

Group	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
2025				
Financial assets				
Other investment - Quoted shares	14,539	-	-	14,539
2024				
Financial liabilities				
Derivative liabilities	-	(1,293)	-	(1,293)

Forward currency contracts are valued using a valuation technique with market observable inputs.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

36. FINANCIAL INSTRUMENTS

(a) Classification of financial instruments

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost. The principal accounting policies in Note 2.2 describe how the classes of financial instruments are measured, and how income and expense, including fair value gains and losses, are recognised. The following table analyses the financial assets and financial liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

Group	Note	2025 RM'000	2024 RM'000
Financial assets - At amortised cost			
Trade and other receivables (excluding prepayment and input VAT(net))	10	177,429	193,647
Deposits with financial institutions	12	354,091	305,634
Cash and bank balances	13	79,652	59,185
		611,172	558,466

	Note	2025 RM'000	2024 RM'000
Financial liabilities - At amortised cost			
Borrowings	19	225,621	62,503
Trade and other payables (excluding refundable deposit and dividend payable)	20	202,468	328,159
Lease liabilities	21	90,813	93,788
		518,902	484,450

Company	Note	2025 RM'000	2024 RM'000
Financial assets - At amortised cost			
Trade and other receivables (excluding prepayments and dividend receivable)	10	143,136	80
Deposits with financial institutions	12	5,879	64,930
		149,015	65,010

	Note	2025 RM'000	2024 RM'000
Financial liabilities - At amortised cost			
Borrowings	19	100,000	-
Trade and other payables (excluding dividend payable)	20	517	398
		100,517	398

(b) Fair value

(i) Financial instruments that are measured at fair value

Information of financial instruments of the Group that are measured at fair value is disclosed in Note 35.

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

36. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Fair value (continued)

(ii) Financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair values

The following are classes of financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair values:

	Note
Trade and other receivables	10
Deposits with financial institutions	12
Cash and bank balances	13
Borrowings (Current)	19
Trade and other payables	20

The carrying amounts of these financial assets and liabilities are reasonable approximation of fair values due to either insignificant impact of discounting from their short term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the reporting date.

37. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The financial risk management policies of the Group seek to ensure that adequate financial resources are available for the development of the Group's businesses whilst managing its market risk (including interest rate risk and foreign currency risk), liquidity risk and credit risk. The Group operates within clearly defined guidelines and the Group's policy is not to engage in speculative transactions.

(a) Market risk

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates. The interest-bearing assets are made up of deposits with licensed financial institutions.

The Group manages the interest rate risk of its deposits with licensed financial institutions by placing them at the most competitive interest rate obtainable, which yield better returns than cash at bank and by maintaining deposits and actively reviewing its portfolio of deposits.

The Group manages its interest risk exposure by actively reviewing its debt portfolio, taking into account the investment holding period and nature of its assets. This strategy allows it to capitalise on cheaper funding in a low interest rate environment and achieve a certain level of protection against rate hikes.

The information on maturity dates and effective interest rates of financial assets and liabilities are disclosed in their respective notes.

At the reporting date, the interest rate profile of the interest-bearing financial instruments was:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Financial rate instruments				
Financial assets - fixed rate	354,091	305,634	125,879	64,930
Financial liabilities - fixed rate	225,621	62,503	100,000	-

37. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

(a) Market risk (continued)

(ii) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (where revenue or expense is denominated in a different currency from the Group's functional currency) and the Group's net investment in a foreign subsidiary.

The Group is exposed to transactional currency risk primarily through purchases that are denominated in a currency other than the functional currency of the Group. The currencies giving rise to risk are primarily Japanese Yen ("JPY"), United States Dollar ("USD") and Chinese Yuan ("CNY").

The Group uses forward currency contracts to eliminate currency exposures resulting from fluctuations in foreign currency rates for which payment is anticipated more than one month after the Group has entered into a firm commitment for purchase. It is the Group's policy not to enter into forward contracts until a firm commitment is in place. It is the Group's policy to negotiate the terms of the derivatives to match the terms of the payments to minimise the exposure to foreign currency risk.

Sensitivity analysis for currency risk

The following table demonstrates the sensitivity of the Group's profit net of tax to a reasonably possible change in JPY, USD and CNY exchange rates against the functional currencies of the Group, with all other variables held constant:

		2025 RM'000	2024 RM'000
Group			
Increase/(Decrease) to profit net of tax			
JPY/MYR	- Strengthened by 5% (2024: 5%)	(134)	2,978
	- Weakened by 5% (2024: 5%)	134	(2,978)
USD/MYR	- Strengthened by 5% (2024: 5%)	99	92
	- Weakened by 5% (2024: 5%)	(99)	(92)
CNY/MYR	- Strengthened by 5% (2024: 5%)	32	-
	- Weakened by 5% (2024: 5%)	(32)	-

(b) Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group's credit risk is primarily attributable to trade receivables.

Receivables

The Group's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure.

New vehicles sales are still largely derived from authorised car dealers and as such, the Group has a normal credit policy in place and the exposure is monitored on a bi-weekly basis. The Group also extends credit risk to spare parts dealers, selective corporate purchasers and finance companies. Bank guarantees are required on a selective basis to secure the line of credit from the Group.

37. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

(b) Credit risk (continued)

Exposure to credit risk, credit quality and collateral

As at 30 April 2025, the maximum exposure to credit risk arising from receivables is represented by the carrying amounts in the statements of financial position.

Management has taken reasonable steps to ensure that receivables that are neither past due nor impaired are measured at their realisable values. A significant portion of these receivables are regular customers that have been transacting with the Group. The Group uses ageing analysis to monitor the credit quality of the receivables. Any receivables having significant balances past due more than 90 days, which are deemed to have higher credit risk, are monitored individually.

The Group has no significant concentration of credit risk that may arise from exposure to a single debtor or to groups of trade receivables, other than one particular trade debtor as disclosed in Note 10. An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses.

The Group has applied the simplified approach to calculate expected credit losses which uses a lifetime expected loss allowance on all trade receivables. The Group's provision matrix is based on its historical credit loss experience with trade receivables of similar credit risk characteristics.

(c) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds.

The Group actively manages its operating cash flows and the availability of fund so as to ensure that all funding needs are met. As part of its overall prudent liquidity management, the Group maintains sufficient levels of cash to meet its working capital requirements.

All financial liabilities of the Group and of the Company are either due within one year or repayable on demand, except for lease liabilities as disclosed below.

Analysis of financial liabilities by remaining contractual maturities

Group	On demand or within one year RM'000	One to five years RM'000	Over five years RM'000	Total RM'000
2025				
Lease liabilities	17,671	47,977	48,112	113,760
2024				
Lease liabilities	16,190	45,691	58,694	120,575

NOTES TO THE FINANCIAL STATEMENTS *(Cont'd)*

30 APRIL 2025

38. CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy ratios in order to support its business and maximise shareholders value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic condition. To maintain or adjust its capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

The Group monitors capital using a gearing ratio, which is net debt divided by total equity. Net debt represents borrowings less deposits with financial institutions and cash and bank balances and exclude lease liabilities arising from MFRS 16. Total equity represents net equity attributable to the owners of the parent plus non-controlling interests.

		Group	
	Note	2025 RM'000	2024 RM'000
Deposits with financial institutions	12	354,091	305,634
Cash and bank balances	13	79,652	59,185
Borrowings	19	(225,621)	(62,503)
Net cash		208,122	302,316
Equity attributable to the owners of the Company		642,065	815,791
Non-controlling interests		90,766	92,857
Total equity		732,831	908,648

The gearing ratio is not governed by the MFRS and its definition and calculation may vary from one group/company to another.

The gearing ratio are as follows:

	Group	
	2025 RM'000	2024 RM'000
Borrowings	225,621	62,503
Less: Deposits, cash and bank balances	(433,743)	(364,819)
Net debt	(208,122)	(302,316)
Total equity	732,831	908,648
Gearing ratio	-28%	-33%

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BERMAZ AUTO BERHAD

(Incorporated in Malaysia)

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Bermaz Auto Berhad, which comprise the statements of financial position as at 30 April 2025 of the Group and of the Company, and statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including a summary of material accounting policies, as set out on pages 210 to 270.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 April 2025, and of their financial performance and their cash flows for the year then ended in accordance with MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independence and other ethical responsibilities

We are independent of the Group and of the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("By-Laws") and the International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current year. We have determined that there are no key audit matters to communicate in our report on the financial statements of the Company. The key audit matter for the audit of the financial statements of the Group is described below. This matter was addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter. For the matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying financial statements.

Provision for warranty

(Refer to Note 18 to the financial statements – Provisions)

The Group provides warranties on vehicles sold to either repair or replace parts for a specified period of time. The Group recognises a provision for warranty when it has a present obligation as a result of past events and it is probable that an outflow of economic resources will be required to either repair or replace any parts of the vehicles covered under warranty. As at 30 April 2025, the provision for warranty amounted to RM79.9 million, representing 8.4% of the total liabilities of the Group.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BERMAZ AUTO BERHAD *(Cont'd)*

(Incorporated in Malaysia)

Key audit matter (cont'd)

Provision for warranty (cont'd)

The provision for warranty represents the Group's best estimate of contractual obligations arising from the warranties provided on the vehicles sold for a specified period of time to the end customers. This estimate includes making assumptions on the timing of warranty claims and the cost to either repair or replace any parts of the vehicles covered by the warranty taking into consideration the historical claims made by customers for various models of the vehicles and applying a discount rate to present value the provision for warranty.

The assumptions used in determining the provision for warranty involves significant management judgements and estimates. Accordingly, we consider this to be an area of audit focus.

Our procedures to address this area of focus include, amongst others, the following:

(a) Obtaining an understanding of the relevant internal controls of the Group over the provision for warranty process;
(b) Discussing the basis of provision and assumptions with the management to obtain an understanding of the related data (such as claims histories) used as inputs to the provision computation;
(c) Testing the utilisation of the provision for warranty by comparing actual claims recorded to the approved claim forms on a sample basis;
(d) Assessing the provision for warranty made by management by comparing the estimates made with the average historical claim rates per vehicle; and
(e) Assessing the discount rates in calculating the present value of the provision for warranty and whether the rates used, reflects current market assessments of the time value of money and the risks specific to the liability.

We have also evaluated the adequacy of the disclosure as presented in the Note 18 to the financial statements.

Information other than the financial statements and auditors' report thereon

The directors of the Company are responsible for the other information. The other information comprises the Directors' Report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon, which we obtained prior to the date of this auditors' report, and the annual report, which is expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements of the Group and of the Company does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements of the Group and of the Company or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditors' report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors of the Company and take appropriate action.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BERMAZ AUTO BERHAD *(Cont'd)*

(Incorporated in Malaysia)

Responsibilities of the directors for the financial statements

The directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Group and of the Company, the directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities of audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Group and of the Company, as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by directors.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BERMAZ AUTO BERHAD *(Cont'd)*

(Incorporated in Malaysia)

Auditors' responsibilities of audit of the financial statements (cont'd)

- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the financial statements of the Group. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

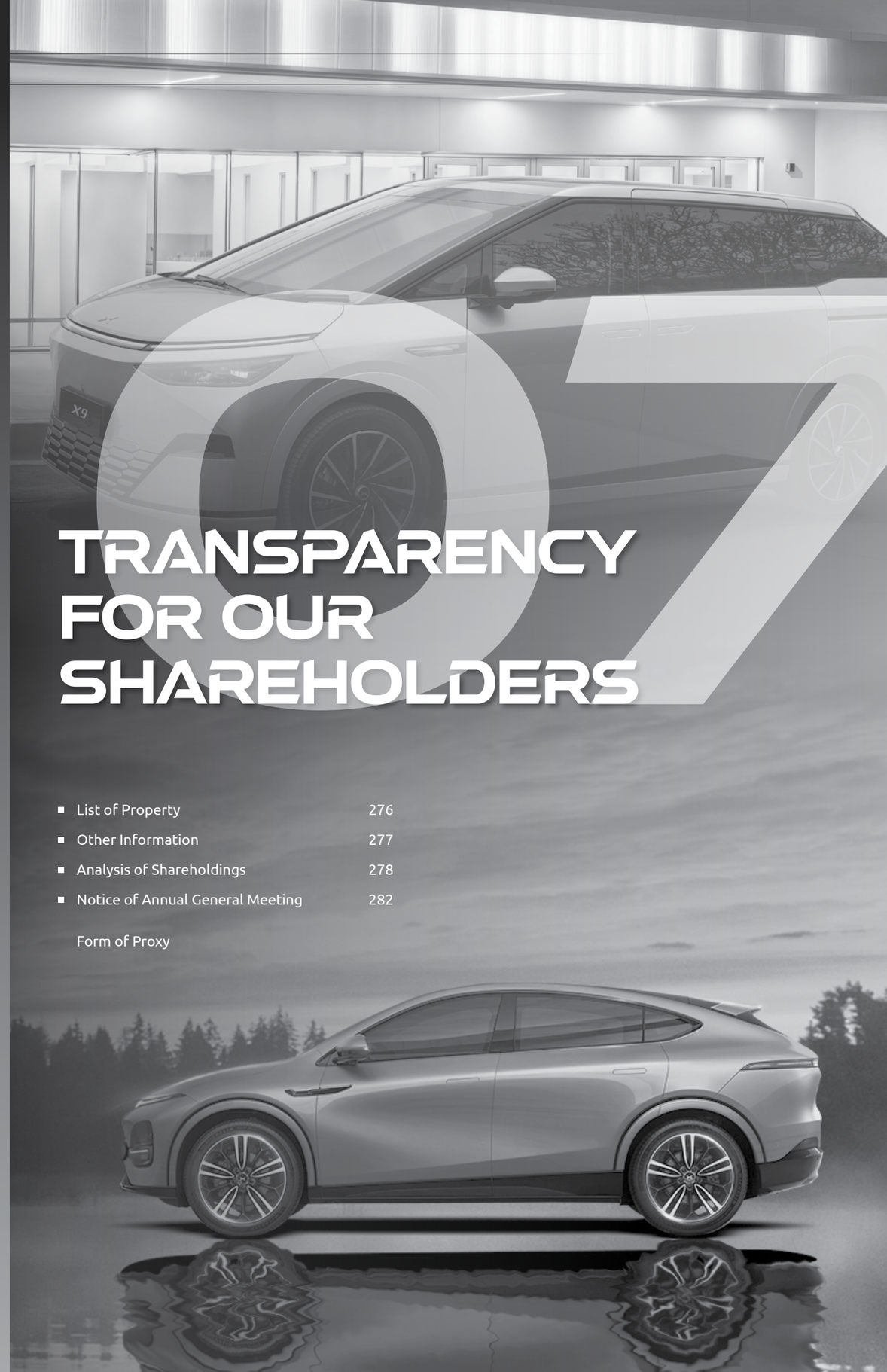
Other matters

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

ERNST & YOUNG PLT
202006000003 (LLP0022760-LCA) & AF 0039
Chartered Accountants

CHONG TSE HENG
No. 03179/05/2027 J
Chartered Accountant

Kuala Lumpur, Malaysia
Date: 5 August 2025



TRANSPARENCY FOR OUR SHAREHOLDERS

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Form of Proxy

LIST OF PROPERTY

Location	Tenure	Size	Description	Estimated age of building (Years)	Date of acquisition	Net book value RM'000
Lot No. 765 Jalan Padang Jawa Section 16 40200 Shah Alam Selangor Darul Ehsan	Freehold	4.49 acres	Single storey detached factory/warehouse with an annexed 2-storey office building & ancillary buildings	17	30/6/2008	7,042



OTHER INFORMATION

MATERIAL CONTRACTS INVOLVING DIRECTORS AND MAJOR SHAREHOLDERS

Neither the Company nor any of its subsidiaries has entered into any contract which is or may be material (not being contracts entered into in the ordinary course of business) involving Directors' and Major Shareholders' interests since the end of the previous financial year up to the date of this Annual Report.

NON-AUDIT FEES

The amount of non-audit fees incurred for services rendered to the Group for the financial year ended 30 April 2025 amounted to RM82,186.

Employees' Share Scheme ("ESS")

During the financial year ended ("FYE") 30 April 2025, the Company has one (1) ESS in existence.

The ESS was approved by the Company's shareholders at an extraordinary general meeting held on 5 October 2023 and is for a period of 5 years commencing on 1 December 2023 and expiring on 30 November 2028. Total numbers of ESS Options and Share Grants offered and accepted are set out below:

	ESS Options	Share Grants	Total Options & Share Grants
Total number of options/share grants offered	21,168,000	5,292,000	26,460,000
Total number of options/share grants accepted	21,040,000	5,260,000	26,300,000

Details of the total ESS Options and Share Grants vested and outstanding are set out below:

	During the FYE 30 April 2025			Since commencement of ESS		
	ESS Options	Share Grants	Total Options & Share Grants	ESS Options	Share Grants	Total Options & Share Grants
Total number of options/share grants vested	2,104,000	526,000	2,630,000	4,208,000	526,000	4,734,000
Total number of options exercised/share grants transferred	1,243,790	508,600	1,752,390	1,243,790	508,600	1,752,390
Total number of options/share grants forfeited	204,800	17,400	222,200	204,800	17,400	222,200
Total number of options/share grants outstanding				2,759,410	0	2,759,410

	During the FYE 30 April 2025			Since commencement of ESS		
Granted to Directors & Chief Executive	ESS Options	Share Grants	Total Options & Share Grants	ESS Options	Share Grants	Total Options & Share Grants
Aggregate options/share grants vested	176,000	44,000	220,000	352,000	44,000	396,000
Aggregate options exercised/share grants transferred	176,000	44,000	220,000	176,000	44,000	220,000
Aggregate options/share grants outstanding				176,000	0	176,000

	During the FYE 30 April 2025			Since commencement of ESS		
Granted to Directors & Senior Management	ESS Options	Share Grants	Total Options & Share Grants	ESS Options	Share Grants	Total Options & Share Grants
Aggregate maximum allocation in percentage	54.6%	54.6%	54.6%	54.6%	54.6%	54.6%
Actual percentage granted	5.4%	5.7%	5.5%	11.2%	5.7%	10.1%

ANALYSIS OF SHAREHOLDINGS
AS AT 31 JULY 2025

SHARE CAPITAL

Issued shares	:	1,172,176,878 ordinary shares
Voting shares	:	1,158,651,478 ordinary shares (Excluding 13,525,400* treasury shares held)
Voting rights	:	One (1) vote per ordinary share on a poll
No. of shareholders	:	19,373

Note: * as per Record of Depositors as at 31 July 2025

STATEMENT OF DIRECTORS' SHAREHOLDINGS
(Based on Register of Directors' Shareholding)

	Number of Ordinary Shares			
Name	**Direct Interest**	**%#**	**Deemed Interest**	**%#**
Tan Sri Dato' Sri Yeoh Choon San	4,217,600	0.364	178,116,700 (a)	15.373
Dato' Lee Kok Chuan	4,489,825	0.388	178,116,700 (a)	15.373

	Number of Ordinary Shares under Employees' Share Scheme ("ESS")			
	Direct Interest	**%#**	**Deemed Interest**	**%#**
ESS Options				
Tan Sri Dato' Sri Yeoh Choon San	864,000	0.075	-	-
Dato' Lee Kok Chuan	720,000	0.062	-	-
ESS Share Grant				
Tan Sri Dato' Sri Yeoh Choon San	216,000	0.019	-	-
Dato' Lee Kok Chuan	180,000	0.016	-	-

Note: (a) Deemed interested by virtue of his interest in Dynamic Milestone Sdn Bhd
Calculated based on voting shares in the Share Capital section above

Save as disclosed, none of the other Directors of the Company has any interest in the shares of the Company and or related corporations.

KEY SENIOR MANAGEMENT SHAREHOLDINGS
(Based on Record of Depositors)

	Number of Ordinary Shares			
Name	**Direct Interest**	**%#**	**Indirect Interest**	**%#**
Dato' Wong Kin Foo	14,000	0.001	42,000 (b)	0.004
Chong Boon Kian	179,000	0.015	-	-
Lee Ai Hoon	1,676,425	0.145	-	-

	Number of Ordinary Shares under ESS			
	Direct Interest	**%#**	**Indirect Interest**	**%#**
ESS Options				
Dato' Wong Kin Foo	560,000	0.048	-	-
Chong Boon Kian	324,000	0.028	-	-
Lee Ai Hoon	324,000	0.028	-	-
ESS Share Grant				
Dato' Wong Kin Foo	126,000	0.011	-	-
Chong Boon Kian	81,000	0.007	-	-
Lee Ai Hoon	81,000	0.007	-	-

Note: (b) Indirect interest pursuant to Section 59(11)(c) of the Companies Act 2016
Calculated based on voting shares in the Share Capital section above

ANALYSIS OF SHAREHOLDINGS *(Cont'd)*
AS AT 31 JULY 2025

SUBSTANTIAL SHAREHOLDERS
(Based on Register of Substantial Shareholders)

	Number of Ordinary Shares			
Name	**Direct Interest**	**%#**	**Deemed Interest**	**%#**
Dynamic Milestone Sdn Bhd	178,116,700	15.373	-	-
Tan Sri Dato' Sri Yeoh Choon San	4,217,600	0.364	178,116,700 (a)	15.373
Dato' Lee Kok Chuan	4,489,825	0.388	178,116,700 (a)	15.373
Dato' Sri Amer Hamzah Bin Ahmad	4,444,000	0.384	178,116,700 (a)	15.373
Employees Provident Fund Board	135,070,725	11.658	-	-
Lembaga Tabung Haji	78,276,100	6.756	-	-

Note: (a) Deemed interested by virtue of his interest in Dynamic Milestone Sdn Bhd
Calculated based on voting shares in the Share Capital section above

DISTRIBUTION OF SHAREHOLDINGS
(Based on Record of Depositors)

Size of Shareholdings	**No. of Shareholders**	**%#**	**No. of Ordinary Shares**	**%#**
Less than 100	465	2.400	10,775	0.001
100-1,000	5,716	29.505	2,702,394	0.233
1,001-10,000	8,948	46.188	40,876,608	3.528
10,001-100,000	3,659	18.887	109,300,415	9.433
100,001-57,932,573 (*)	582	3.004	786,064,961	67.843
57,932,574 and above (**)	3	0.016	219,696,325	18.962
Total	**19,373**	**100.000**	**1,158,651,478**	**100.000**

Note: * Less than 5% of issued shares
** 5% and above of issued shares
# Calculated based on voting shares in the Share Capital section above

ANALYSIS OF **SHAREHOLDINGS** *(Cont'd)*

AS AT 31 JULY 2025

LIST OF THIRTY (30) LARGEST SHAREHOLDERS
(Based on Record of Depositors)
(without aggregating the securities from different securities accounts belonging to the same Registered Holder)

	Name of Shareholders	No. of shares	%
1	LEMBAGA TABUNG HAJI	76,761,300	6.625
2	DYNAMIC MILESTONE SDN BHD	73,850,000	6.374
3	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EMPLOYEES PROVIDENT FUND BOARD	69,085,025	5.963
4	PERMODALAN NASIONAL BERHAD	50,901,000	4.393
5	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EMPLOYEES PROVIDENT FUND BOARD (ISLAMIC)	46,665,365	4.028
6	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB FOR DYNAMIC MILESTONE SDN BHD (PB)	46,198,900	3.987
7	KUMPULAN WANG PERSARAAN (DIPERBADANKAN)	43,895,905	3.789
8	DB (MALAYSIA) NOMINEE (ASING) SDN BHD DEUTSCHE BANK AG SINGAPORE FOR PANGOLIN ASIA FUND	41,019,300	3.540
9	AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT - AMBANK (M) BERHAD FOR DYNAMIC MILESTONE SDN.BHD. (SMART)	34,067,800	2.940
10	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM MALAYSIA 3	25,155,500	2.171
11	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM BUMIPUTERA 2	22,800,000	1.968
12	CITIGROUP NOMINEES (ASING) SDN BHD UBS AG	21,922,472	1.892
13	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM BUMIPUTERA	20,909,600	1.805
14	AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT - AMBANK (M) BERHAD FOR DYNAMIC MILESTONE SDN BHD	20,000,000	1.726
15	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM MALAYSIA	17,500,000	1.510
16	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR PRIMA MERDU SDN BHD (CBD TEAM 4(1))	15,897,112	1.372
17	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (LEEF)	14,292,300	1.234
18	HSBC NOMINEES (ASING) SDN BHD JPMCB NA FOR VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	13,528,601	1.168
19	HSBC NOMINEES (ASING) SDN BHD JPMCB NA FOR VANGUARD EMERGING MARKETS STOCK INDEX FUND	12,412,200	1.071
20	CARTABAN NOMINEES (TEMPATAN) SDN BHD PBTB FOR TAKAFULINK DANA EKUITI	11,785,100	1.017
21	CIMB GROUP NOMINEES (ASING) SDN. BHD. EXEMPT AN FOR DBS BANK LTD (SFS)	11,647,000	1.005
22	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM BUMIPUTERA 3 - DIDIK	10,000,000	0.863
23	LADIES' OWN SDN. BHD.	10,000,000	0.863
24	CARTABAN NOMINEES (ASING) SDN BHD THE BANK OF NEW YORK MELLON FOR WISDOMTREE EMERGING MARKETS HIGH DIVIDEND FUND	7,484,800	0.646
25	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EMPLOYEES PROVIDENT FUND BOARD (CIMB PRIN)	6,916,335	0.597
26	HSBC NOMINEES (ASING) SDN BHD JPMCB NA FOR VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II	6,877,100	0.593
27	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR PETROLIAM NASIONAL BERHAD	5,639,500	0.487
28	MAYBANK NOMINEES (TEMPATAN) SDN BHD ETIQA FAMILY TAKAFUL BERHAD (FAMILY)	5,452,800	0.471
29	CARTABAN NOMINEES (ASING) SDN BHD THE BANK OF NEW YORK MELLON FOR WISDOMTREE EMERGING MARKETS SMALLCAP DIVIDEND FUND	5,401,000	0.466
30	SONG KIM LEE	5,300,000	0.457
	Total	**753,366,015**	**65.021**

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fifteenth Annual General Meeting ("15th AGM") of Bermaz Auto Berhad ("BAuto" or the "Company") will be held at Glenmarie Ballroom, Glenmarie Hotel & Golf Resort, No. 1, Jalan Usahawan U1/8, Seksyen U1, 40250 Shah Alam, Selangor Darul Ehsan, Malaysia on Wednesday, 8 October 2025 at 10.00 a.m. for the following purposes:

AGENDA

As Ordinary Business

1. To receive the Audited Financial Statements of the Company for the financial year ended 30 April 2025 together with the Reports of the Directors' and Auditors' thereon. (Explanatory Note 1)

2. To approve the monthly payment of Directors' fees (payable in arrears) to the Non-Executive Directors of the Company for an amount of up to RM564,110.00 for the period from 1 May 2025 up to 30 April 2026. (Explanatory Note 2) Ordinary Resolution 1

3. To approve the payment of Directors' remuneration (excluding Directors' fees) to the Non-Executive Directors of the Company for an amount of up to RM117,000.00 for the period from 9 October 2025 until the next Annual General Meeting of the Company to be held in 2026. (Explanatory Note 2) Ordinary Resolution 2

4. To re-elect the following Directors who retire by rotation pursuant to Clause 117 of the Company's Constitution: (Explanatory Note 3)

   (i) Dato' Lee Kok Chuan — Ordinary Resolution 3
   (ii) Puan Adibah Khairiah Binti Ismail @ Daud — Ordinary Resolution 4

5. To re-elect Puan Noor Zita Binti Hassan who retires pursuant to Clause 107 of the Company's Constitution. (Explanatory Note 4) Ordinary Resolution 5

6. To re-appoint Messrs Ernst & Young PLT as Auditors of the Company for the ensuing year and to authorize the Directors to fix their remuneration. (Explanatory Note 5) Ordinary Resolution 6

As Special Business

To consider and, if thought fit, pass the following Ordinary Resolution:

7. **Proposed renewal of authority for the Company to purchase its own shares** (Explanatory Note 6) Ordinary Resolution 7

"THAT, subject always to the Companies Act 2016 ("Act"), rules, regulations and orders made pursuant to the Act, provisions of the Company's Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the requirements of any other relevant authority, the Directors of the Company be and are hereby authorised to purchase such number of ordinary shares in the Company ("BAuto Shares") through Bursa Securities and to take all such steps as are necessary (including the opening and/or maintaining of a central depositories account under the Securities Industry (Central Depositories) Act, 1991, where applicable) and enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time and to do all such acts and things in the best interests of the Company, subject further to the following:-

NOTICE OF ANNUAL GENERAL MEETING *(Cont'd)*

1. the maximum number of ordinary shares which may be purchased and held by the Company shall be equivalent to ten per centum (10%) of the total number of issued shares of the Company;

2. the maximum funds to be allocated by the Company for the purpose of purchasing the ordinary shares shall not exceed the total retained profits of the Company;

3. the authority shall commence immediately upon passing of this ordinary resolution until:-

   (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the AGM at which such ordinary resolution was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed, either unconditionally or subject to conditions; or

   (b) the expiration of the period within which the next AGM of the Company after that date it is required by law to be held; or

   (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

   whichever occurs first;

AND THAT upon completion of the purchase(s) of the BAuto Shares or any part thereof by the Company, the Directors of the Company be and are hereby authorised to deal with any BAuto Shares so purchased by the Company in the following manner:-

(a) cancel all the BAuto Shares so purchased; or

(b) retain all the BAuto Shares as treasury shares (of which may be dealt with in accordance with Section 127(7) of the Act); or

(c) retain part thereof as treasury shares and subsequently cancelling the balance; or

(d) in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authority for the time being in force."

BY ORDER OF THE BOARD

TAI YIT CHAN (SSM Practicing Certificate No. 202008001023) (MAICSA 7009143)
TAI YUEN LING (SSM Practicing Certificate No. 202008001075) (LS 0008513)
TEH PEI FEN (SSM Practicing Certificate No. 202208000409) (MAICSA 7078581)
Company Secretaries

Selangor Darul Ehsan
28 August 2025

NOTICE OF **ANNUAL GENERAL MEETING** *(Cont'd)*

EXPLANATORY NOTES:

1. Audited Financial Statements

The Audited Financial Statements are meant for discussion only as it does not require shareholders' approval pursuant to the provision of Section 340(1)(a) of the Act. Hence, this item on the Agenda is not put forward for voting.

2. Ordinary Resolutions 1 and 2: Directors' fees and remuneration

Section 230(1) of the Act provides that the "fees" and "any benefits" payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. Approval from shareholders of the Company was obtained at the Fourteenth (14th) AGM held on 8 October 2024 for the payment of Directors' fees amounting to RM520,000.00 (or RM100,000.00 each) to the Non-Executive Directors of the Company for the period from 1 May 2024 up to 30 April 2025. Upon obtaining such approval, the said fees were paid on a monthly basis in arrears wherein the May 2024 Directors' fees were paid in October 2024 and so forth. Hence, the April 2025 Directors' fees will only be paid in September 2025 (i.e. until the next AGM to be held in 2025).

For the forthcoming 15th AGM, similar approval is being sought from the shareholders of the Company for the payment of Directors' fees to the Non-Executive Directors for the period from 1 May 2025 up to 30 April 2026. Subject to shareholders' approval being obtained, the said fees will be payable on a monthly basis in arrears from October 2025 up to the next AGM to be held in 2026 to the following Non-Executive Directors of the Company as set out below:

Non-Executive Directors		Proposed Directors' fees (RM) / per annum
1)	Datuk Syed Hisham Bin Syed Wazir ("Datuk Syed Hisham")@	44,110.00*
		8,822.00**
	Additional fee payable to the Non-Executive Director to be determined and designated as the next Senior Independent Non-Executive ("SINED") in place of Datuk Syed Hisham	11,178.00#
2)	Dato' Kalsom Binti Abd. Rahman	100,000.00
3)	Puan Adibah Khairiah Binti Ismail @ Daud	100,000.00
4)	Mr Martin Giles Manen	100,000.00
5)	Puan Noor Zita Binti Hassan ("Puan Noor Zita")	100,000.00
6)	Dato' Wan Kamaruzaman Bin Wan Ahmad	100,000.00
Total		**564,110.00**

Notes:

@ *Datuk Syed Hisham has informed the Board that his tenure as an Independent Director will reach a cumulative term of nine (9) years in December 2025. In accordance with the Board Charter, he has informed the Company and the Board on his intention to retire from office and will not seek re-election at the forthcoming 15th AGM*

* *Director's fee computed from 1 May 2025 up to 8 October 2025*

** *Additional fee for designation as SINED computed from 1 May 2025 up to 8 October 2025*

\# *Additional fee for designation as SINED computed from 9 October 2025 up to 30 April 2026*

NOTICE OF **ANNUAL GENERAL MEETING** *(Cont'd)*

The proposed Ordinary Resolution 1, if passed, will allow the Company to pay the Directors' fees on a monthly basis to the Non-Executive Directors for the relevant period in arrears. The Nomination and Remuneration Committee ("NRC") had reviewed and recommended the Directors' fees and remuneration payable to the Non-Executive Directors to the Board for deliberation. The Board concurred with the NRC that it is just and equitable for the payments to be made on such basis as the Non-Executive Directors have been diligently discharging their responsibilities and rendering their services to the Company.

The Directors' remuneration payable to the Non-Executive Directors of the Company is in respect of meeting attendance allowances for attending the Board and Board Committees' meetings as set out in the table below:

Meeting attendance allowance (per meeting attended):		Board	Board Committees
		RM	RM
a)	As Chairman*	1,600	1,500
b)	As Board/Board Committee members	1,300	1,200

Note: * *Only for Board and/or Board Committees' meetings that are chaired by Non-Executive Director (where applicable).*

In arriving at the estimated total remuneration payable to Non-Executive Directors, the Board took into consideration, among others, the number of scheduled meetings for the Board, Board Committees and general meetings of the Company, the number of Non-Executive Directors involved in these meetings and the appointment of additional Director(s) and unscheduled Board and/or Board Committees' meetings, if any. For the financial year ended 30 April 2025, there are no changes to the Directors' meeting attendance allowances compared to previous financial year.

Subject to the passing of the proposed Ordinary Resolution 2 at the forthcoming 15th AGM of the Company, payment for the Directors' remuneration will be made as and when incurred. The Company shall seek shareholders' approval for additional fee to meet any shortfall in the proposed payment (for example, due to additional meetings or increased in Board composition) at the next AGM, if applicable.

3. Ordinary Resolutions 3 and 4: Re-election of Directors pursuant to Clause 117

Pursuant to Clause 117 of the Constitution of the Company, one third (1/3) of the Directors shall retire from office at least once in every three (3) years at each AGM of the Company and the retiring Directors can then offer themselves for re-election ("Retiring Directors").

Ordinary Resolutions 3 and 4 are to seek shareholders' approval at the forthcoming 15th AGM of the Company for the re-election of the Retiring Directors. The NRC has assessed the performance and contribution of the Retiring Directors and their independence (as the case may be) seeking for re-election at the forthcoming 15th AGM inclusive of their skills, experience, character, integrity, competency, commitment and contribution. Based on the findings of the Board and Board Committees' assessment and evaluation for the financial year ended 2025, the performance and contribution of the Retiring Directors were found to be satisfactory and they are competent and able to effectively discharge their fiduciary duties as Directors of the Company. The NRC is satisfied that the Retiring Directors fulfilled the fit and proper criteria as set out in the Fit and Proper Policy of the Company.

The Board has deliberated and endorsed the NRC's recommendation and supports the re-election of the Retiring Directors namely, Dato' Lee Kok Chuan and Puan Adibah Khairiah Binti Ismail @ Daud and recommended the re-election of these Retiring Directors for approval by the shareholders of the Company at the forthcoming 15th AGM. The Retiring Directors had abstained from all deliberations and decisions on their own eligibility to stand for re-election at the relevant Board and Board Committees' meetings.

The profiles of the Retiring Directors are set out in the Profile of Directors section in this Annual Report.

NOTICE OF **ANNUAL GENERAL MEETING** *(Cont'd)*

4. Ordinary Resolution 5: Re-election of Director pursuant to Clause 107

Pursuant to Clause 107 of the Constitution of the Company, any director so appointed shall hold office only until the next annual general meeting and shall then be eligible for re-election, but shall not be taken into account in determining the Directors who are to retire by rotation at such meeting.

Puan Noor Zita was appointed on 2 May 2025 as an Independent Non-Executive Director of the Company. In accordance with Clause 107, she shall hold office until the conclusion of the forthcoming 15th AGM and being eligible, has offered herself for re-election. The Board has deliberated and endorsed the NRC's recommendation and supports for Puan Noor Zita's re-election and has approved to table her re-election for approval by the shareholders of the Company at the forthcoming 15th AGM. Puan Noor Zita Binti Hassan had abstained from deliberations and decisions on her own eligibility to stand for re-election at the Board meetings.

The profile of Puan Noor Zita is set out in the Profile of Directors section in this Annual Report.

5. Ordinary Resolution 6: Re-appointment of Auditors

The present Auditors, Messrs Ernst & Young PLT ("EY"), has indicated their willingness to continue their services for another year. The Audit Committee has considered and recommended to the Board on their re-appointment as Auditors of the Company based on the results of the External Auditors Evaluation for the financial year ended 30 April 2025 wherein EY had satisfactorily performed their audit and had discharged their professional responsibilities in accordance with the rules on professional conduct and ethics and the By-Laws (on Professional Ethics, Conducts and Practice) issued by the Malaysian Institute of Accountants. The Board has deliberated on the Audit Committee's recommendation in a meeting held on 5 August 2025 and approved to table the re-appointment of EY as Auditors of the Company for the ensuing financial year for shareholders' approval at the forthcoming 15th AGM.

6. Ordinary Resolution 7: Proposed Renewal of Authority for the Company to purchase its own shares

The proposed Ordinary Resolution 7, if passed, will provide the mandate for the Company to buy back its own shares up to a limit of 10% of the total number of issued shares of the Company ("Proposed Share Buy-Back Renewal"). Detailed information on the Proposed Share Buy-Back Renewal is set out in the Statement to Shareholders dated 28 August 2025 which can be viewed and downloaded from the website of the Company at www.bauto.com.my and/or Bursa Securities at www.bursamalaysia.com.

7. Proxy and Entitlement of Attendance

(i) A member of the Company who is entitled to attend, participate, speak and vote at the forthcoming 15th AGM of the Company is entitled to appoint not more than two (2) proxies to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.

(ii) A member, other than an authorised nominee or an exempt authorised nominee, may appoint not more than two (2) proxies, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.

(iii) An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account.

(iv) An exempt authorised nominee, as defined under the SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), may appoint multiple proxies in respect of each of its omnibus account.

(v) An individual member who appoints a proxy must sign the Form(s) of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form(s) of Proxy under seal or under the hand of its officer or attorney duly authorised.

NOTICE OF **ANNUAL GENERAL MEETING** *(Cont'd)*

(vi) The duly executed Form(s) of Proxy shall be deposited with the Share Registrar of the Company at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia or via electronic means through the Boardroom Smart Investor Portal ("BSIP") at https://investor.boardroomlimited.com (Please follow the procedure as stipulated in the Administrative Details) not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting and in default the instrument of proxy shall not be treated as valid.

(vii) Any notice of termination of a person's authority to act as a proxy must be forwarded to the Share Registrar of the Company no later than **Monday, 6 October 2025** at **10.00 a.m.**, being forty-eight (48) hours before the meeting.

Please follow the steps below for revocation of Form(s) of Proxy:

(a) Revocation of submitted eProxy Form (online) via BSIP:

- Click 'Meeting Event(s)' and select from the list of companies - '**BERMAZ AUTO BERHAD 15TH ANNUAL GENERAL MEETING**' and click '**Enter**'
- Click on '**Submit Another eProxy Form**'
- Click '**View**' under '**Submitted eProxy Form List**'
- Click '**Cancel/Revoke**' at the bottom of the eProxy form
- Click '**Proceed**' to confirm

(b) Revocation of submitted Form(s) of Proxy by email or by hand or post:

Please write to bsr.helpdesk@boardroomlimited.com to revoke the appointment of proxy(ies)

(viii) Only members whose names appear in the Record of Depositors as of **Wednesday, 1 October 2025** shall be entitled to participate and/or vote at the forthcoming 15th AGM or appoint a proxy(ies) to participate and/or vote in his/her stead at the forthcoming 15th AGM.

(ix) Please ensure ALL the particulars as required in the Form(s) of Proxy are duly completed, signed and dated accordingly.

(x) Last date and time for lodging the Form(s) of Proxy is **Monday, 6 October 2025 at 10.00 a.m..**

8. Poll voting

Pursuant to Clause 82 of the Constitution of the Company and Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities, all the resolutions set out in this Notice will be put to vote by way of poll. Poll Administrator and Independent Scrutineers are appointed to conduct the polling process and to verify the results of the poll respectively.

Personal data privacy:

Personal data privacy: By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate and vote at the forthcoming 15th AGM or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the forthcoming 15th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the forthcoming 15th AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

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FORM OF PROXY

BERMAZ AUTO BERHAD
Registration No. 201001016854 (900557-M)

NO. OF SHARES	CDS ACCOUNT NO.
	- -

I/We _____
(Name in full as per NRIC / Certificate of Incorporation in capital letters)

NRIC /Passport /Company No. _____ of _____
(Full address)

_____
(Full address)

H/P No. _____ Email _____

being a member(s) of **BERMAZ AUTO BERHAD** hereby appoint:

	Full name of proxy in block letters	Contact details	NRIC/Passport No.	No. of shares to be represented	Percentage (%)
Proxy 1		H/P No.:			
		Email:			
And/or (delete if inapplicable)					
Proxy 2		H/P No.:			
		Email:			
			Total		**100%**

or failing him/her, the CHAIRMAN OF THE MEETING as my/our proxy(ies) to vote for me/us on my/our behalf, at the **15th Annual General Meeting ("15th AGM")** of the Company to be held at Glenmarie Ballroom, Glenmarie Hotel & Golf Resort, No. 1, Jalan Usahawan U1/8, Seksyen U1, 40250 Shah Alam, Selangor Darul Ehsan, Malaysia on **Wednesday, 8 October 2025** at **10.00 a.m.** or any adjournment thereof.

Please indicate with "X" how you wish your vote to be cast. In the absence of specific instructions, your proxy(ies) will vote or abstain from voting at his/her/their discretion.

Resolutions	Relating to:	For	Against
Ordinary Resolution 1	To approve the payment of Directors' fees to the Non-Executive Directors		
Ordinary Resolution 2	To approve the payment of Directors' remuneration (excluding Directors' fees) to the Non-Executive Directors		
Ordinary Resolution 3	To re-elect Dato' Lee Kok Chuan as Director		
Ordinary Resolution 4	To re-elect Puan Adibah Khairiah Binti Ismail @ Daud as Director		
Ordinary Resolution 5	To re-elect Puan Noor Zita Binti Hassan as Director		
Ordinary Resolution 6	To re-appoint Messrs Ernst & Young PLT as Auditors and to authorise the Directors to fix their remuneration		
Ordinary Resolution 7	To renew the authority for the Company to purchase its own shares		

Dated this day _____ of _____ , 2025.

_____
Signature(s)/Common Seal of Shareholder(s)

Fold this flap for sealing

Notes:

1. A member of the Company who is entitled to attend, participate, speak and vote at the forthcoming 15th AGM of the Company is entitled to appoint not more than two (2) proxies to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
2. A member, other than an authorised nominee or an exempt authorised nominee, may appoint not more than two (2) proxies, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
3. An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account.
4. An exempt authorised nominee, as defined under the SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), may appoint multiple proxies in respect of each of its omnibus account.
5. An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
6. The duly executed Form(s) of Proxy shall be deposited with the Share Registrar of the Company at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia or via electronic means through the Boardroom Smart Investor Portal ("BSIP") at https://investor.boardroomlimited.com (Please follow the procedure as stipulated in the Administrative Details) not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting and in default the instrument of proxy shall not be treated as valid.
7. Any notice of termination of a person's authority to act as a proxy must be forwarded to the Share Registrar of the Company no later than **Monday, 6 October 2025** at **10.00 a.m.**, being forty-eight (48) hours before the meeting. Please follow the steps below for revocation of Form(s) of Proxy:
   (a) Revocation of submitted eProxy Form (online) via BSIP:
   - Click 'Meeting Event(s)' and select from the list of companies - '**BERMAZ AUTO BERHAD 15TH ANNUAL GENERAL MEETING**' and click '**Enter**'
   - Click on '**Submit Another eProxy Form**'
   - Click '**View**' under '**Submitted eProxy Form List**'
   - Click '**Cancel/Revoke**' at the bottom of the eProxy form
   - Click '**Proceed**' to confirm.

   (b) Revocation of submitted Form(s) of Proxy by email or by hand or post:
   Please write to bsr.helpdesk@boardroomlimited.com to revoke the appointment of proxy(ies).

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AFFIX
STAMP

BOARDROOM SHARE REGISTRARS SDN BHD
11TH FLOOR, MENARA SYMPHONY
NO. 5, JALAN PROF. KHOO KAY KIM
SEKSYEN 13
46200 PETALING JAYA
SELANGOR DARUL EHSAN

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8. Only members whose names appear in the Record of Depositors as of **Wednesday, 1 October 2025** shall be entitled to participate and/or vote at the forthcoming 15th AGM or appoint a proxy(ies) to participate and/or vote in his/her stead at the forthcoming 15th AGM.
9. Please ensure ALL the particulars as required in the Form(s) of Proxy are duly completed, signed and dated accordingly.
10. Last date and time for lodging the Form(s) of Proxy is **Monday, 6 October 2025** at **10.00 a.m.**.
11. Pursuant to Clause 82 of the Constitution of the Company and Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of the 15th AGM will be put to vote by way of poll. Poll Administrator and Independent Scrutineers are appointed to conduct the polling process and verify the results of the poll respectively.

Personal Data Privacy:
By submitting an instrument appointing a proxy(ies) and /or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 28 August 2025.

GROUP **ADDRESS**

BERMAZ AUTO BERHAD
Bermaz Motor Sdn Bhd
Bermaz Motor Trading Sdn Bhd
Mazda Malaysia Sdn Bhd
Bermaz Auto Alliance Sdn Bhd
(in voluntary liquidation)
Bermaz Capital Sdn Bhd
(formerly known as Bermaz Anshin Sdn Bhd)
Bermaz Changan Sdn Bhd

No. 7, Jalan Pelukis U1/46
Temasya Industrial Park
Seksyen U1
40150 Shah Alam
Selangor Darul Ehsan
Tel : +603-7627 8888
Fax : +603-7627 8890

Dinamikjaya Motors Sdn Bhd
Kia Malaysia Sdn Bhd

No. 1, Jalan Pelukis U1/46
Temasya Industrial Park
Seksyen U1
40150 Shah Alam
Selangor Darul Ehsan
Tel : +603-5033 3333
Fax : +603-7627 8890

Bermaz Xpeng Sdn Bhd
Bermaz Auto Parts Sdn Bhd

No. 5, Jalan Pelukis U1/46
Temasya Industrial Park
Seksyen U1
40150 Shah Alam
Selangor Darul Ehsan
Tel : +603-7627 8888
Fax : +603-7627 8890

Inokom Corporation Sdn Bhd

Lot 38, Mukim Padang Meha
Padang Serai
09400 Kulim
Kedah Darul Aman
Tel : +604-403 1888
Fax : +604-403 6888

Bermaz Motor International Ltd

Level 14A, Main Office Tower
Financial Park Labuan
Jalan Merdeka
87000 Federal Territory of Labuan
Tel : +6087-414 252
Fax : +6087-411 855

Bermaz Auto Philippines Inc.

Pulo Diezmo Road, Brgy. Pulo
City of Cabuyao, Laguna 4025
Philippines
Tel : +632-8551 8000

Bermaz Auto Asia Inc.
(formerly known as Berjaya Auto Asia Inc.)

9th Floor, Rufino Pacific Tower
6784 Ayala Avenue corner V.A. Rufino Street
Legaspi Village, Makati City
Tel : +632-3485 7516

Registered Office
Boardroom Corporate Services Sdn. Bhd.
12th Floor, Menara Symphony, No.5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya,
Selangor Darul Ehsan, Malaysia.
Tel: 03-7890 4800 Fax: 03-7890 4650

www.bauto.com.my



CORPORATE GOVERNANCE REPORT

STOCK CODE	**:**	5248
COMPANY NAME	**:**	Bermaz Auto Berhad
FINANCIAL YEAR	**:**	April 30, 2025

OUTLINE:

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

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

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

Intended Outcome

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

Practice 1.1

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

Application	:	Applied
Explanation on application of the practice	:	The Board is responsible for the performance and affairs of the Company and its subsidiaries (collectively known as "the Group") and the provision of leadership and guidance for setting the strategic direction of the Group. The Board has in place a Mission Statement which sets out the primary goals and purposes of the Company and to provide a roadmap for the employees to achieve the objectives. The Board is also committed to instil good ethics and values amongst its members and employees in tandem with its Mission Statement through its core values of Honesty, Integrity, Commitment, Loyalty and Humanity. This is clearly reflected through the adoption of a Code of Ethics for Directors (embedded in the Board Charter), a Code of Conduct and Business Ethics for Directors and employees, a Whistleblowing Policy, a Fit and Proper Policy and a Conflict of Interest Policy. The Board firmly believes that the success of the Group's businesses should be built based on these foundations. In order to realise the Mission Statement of the Company, the Board as a whole, led by the Executive Chairman, works together with the Group Chief Executive Officer/Executive Director ("Group CEO") and management to promote good corporate culture and behaviour within the Group that is ethical, prudent and professional. The duties and powers of the Board are governed by the Constitution of the Company, the Companies Act 2016, Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and other relevant regulatory requirements that are in force. All Board members are aware of their responsibility to make decisions objectively and prudently to promote success in the Group and in the

	best interest of its shareholders and other stakeholders. The roles and responsibilities of the Board which are set out in the Board Charter, serves as a reference point for Board activities. The Board Charter is available on the Company's website at www.bauto.com.my. The Group CEO is responsible for overseeing the day-to-day management of the Group's businesses and implementing Board's policies and decisions. The Executive Chairman, with his vast experience and knowledge in the automotive industry and in his executive role, advises the Group CEO on certain divisional functions in the Group. The Executive Chairman and the Group CEO meets regularly with the management to review, discuss and monitor the Group's performances and its operations and the Board will be briefed of significant matters (if any) during Board meetings. In executing the delegated authority from the Board, the Group CEO is supported by the key senior management and management team to ensure operational optimisation and efficiency. Their respective roles and responsibilities are formalized in the Board Charter of the Company. The Executive Chairman and/or the Group CEO will brief the Board during quarterly Board meetings on the Group's business operations, management's initiatives and/or future directions of the Group (where applicable). Although the Non-Executive Directors are not involved in the daily management of the Group, they have however contributed immensely their expertise and experience in the development of the Group's overall business strategy. Their active participation as members of the various Board Committees also contributed to the enhancement of good corporate governance and controls of the Group. The Board has established and is supported by the following Board Committees which consist of a majority of Independent Non-Executive Directors to provide independent oversights on management and to ensure that there are appropriate checks and balances while discharging their oversight functions: - (i) Audit Committee (ii) Nomination and Remuneration Committee (iii) Risk Management Committee (v) Sustainability Committee Each of the Board Committees operates within their respective Terms of Reference ("TORs") that also outlines their respective functions and authorities. The TORs are periodically reviewed by the respective Board Committees and any updates/amendments (save for those required by law or other regulatory bodies) shall be tabled to the Board for approval to ensure that the TORs remain relevant and adequate in governing the responsibilities of the Board Committees and reflects the latest developments in the Listing Requirements of Bursa Securities and the Malaysian Code on Corporate Governance ("MCCG"). The Board

	Committees shall table their recommendations to the Board for deliberation and approval as the ultimate decision making and responsibility lies solely with 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	:	Tan Sri Dato' Sri Yeoh Choon San is the (Executive) Chairman of the Board, a position he held since 1 January 2019. Prior to that, he was the Chief Executive Officer of the Company. As Executive Chairman, he is responsible for providing leadership to the Board and ensuring smooth and effective functioning of the Board. The Executive Chairman is elected by the Board and will preside at all Board meetings and general meetings of the Company. The Executive Chairman will ensure that procedural rules are followed in the conduct of meetings and that decisions made are formally recorded and adopted. The Executive Chairman contributes his expertise and experience in leading the Board in the determination of the Company's strategies and policies so that the Board can perform its responsibilities effectively. The Executive Chairman also encourages active participation and healthy discussion at meetings to ensure that any dissenting views will be freely expressed and discussed. In addition, the Executive Chairman leads the Board in establishing and monitoring good corporate governance practices in the Group. The other roles and responsibilities of the Executive Chairman of the Board is set out in the Board Charter which is available on the Company's website at www.bauto.com.my.	
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 Executive Chairman and Group CEO are held by two separate individuals. The distinct and separate roles of the Executive Chairman and Group CEO with their clear division of responsibilities ensures that there is a balance of power and authority, such that no individual has unfettered decision-making powers. The Executive Chairman, Tan Sri Dato' Sri Yeoh Choon San, is responsible for providing leadership to the Board and ensuring the smooth and effective functioning of the Board as well as managing specific operational function within the Group together with the Group CEO. Whereas the Group CEO, Dato' Lee Kok Chuan, is responsible for overseeing the day-to-day management of the Group's businesses and implementing Board's policies and decisions. Further details of their respective key roles and responsibilities are set out in the Board Charter of the Company, which is available on the Company's website at www.bauto.com.my.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.4

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

Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.			
Application	:	Applied	
Explanation on application of the practice	:	The (Executive) Chairman of the Board, Tan Sri Dato' Sri Yeoh Choon San, is not a member of the Audit Committee nor the Nomination and Remuneration Committee. He does not participate in any of these Board Committees' meetings unless invited by the committees concerned. In addition, the Board Committees comprise a majority of Independent Non-Executive Directors, which allows these Board Committees to carry out their duties and provide an unfettered and unbiased independent judgement and recommendations to 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 1.5

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 suitably qualified, experienced and competent Company Secretaries. The Company Secretaries play an important role in good governance by helping the Board and Board Committees to function effectively and in accordance with their TORs and best practices. The Company Secretaries also play an advisory role and advise the Board and Board Committees on matters pertaining to the Company's Constitution and their roles and responsibilities as well as to inform them of any changes in the statutory, corporate governance and/or other relevant regulatory requirements. The Company Secretaries will briefly inform the Board and Board Committees on the implication(s) and/or action(s) required arising from such changes and the impact on the Group and/or the Board and Board Committees (if any). The Company Secretaries organize and attend all Board and Board Committees' meetings and are responsible to ensure that the said meetings are properly convened, the proceedings are accurately and properly recorded, and all resolutions are minuted and maintained at the registered office of the Company. The Company Secretaries have also attended relevant training programmes, conferences, seminars and/or forums to keep themselves abreast with the latest changes in law, regulatory and corporate governance requirements in order to provide appropriate updates and/or advice to the Board and Board Committees. Further details on the roles and responsibilities of the Company Secretaries are set out in the Board Charter which is available on the Company's website at www.bauto.com.my.
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	:	All Directors have full access to information through the Board and Board Committees' papers, which are circulated in a timely manner to them prior to the meetings. The Board and Board Committees' papers provide details such as periodic financial information, operational matters, regulatory compliance matters, investment proposals and/or management proposals. The meeting papers for Board Committees require their recommendations to the Board for deliberation and approvals. Board and Board Committees meetings are scheduled annually in advance and an annual schedule of Meetings is prepared and circulated to the Board before the commencement of each calendar year to facilitate better planning of attendances and encourage maximum attendances by the Directors. The Company Secretaries provide the Directors in advance with all the meeting dates of the Board, Board Committees and the Annual General Meeting as well as the closed periods for dealings in securities of the Company. Save for meetings called on ad-hoc basis on special matters, Board and Board Committees' papers are disseminated at least five (5) working days prior to the meetings as provided in the Board Charter. This is to enable the Directors to have sufficient time to go through the papers and understand the purpose for the meetings as well as to discuss or seek further clarification at the meetings. The Board and Board Committees' papers normally consist of minutes of preceding meetings, summary of dealings in shares by the Directors or affected persons, circular resolutions, reports on the Group's financials, operations, corporate developments/proposals or reports from external parties. Electronic devices such as iPads are provided to the Directors for more efficient communication and dissemination of the meeting papers. The management, external advisers and/or directors of subsidiaries (where applicable) are invited to attend the Board and Board Committees' meetings to provide additional insights and professional views, advice and explanations on specific matters on the meeting agendas. Besides direct access to management, Directors may seek

	external independent professional advice at the Company's expense, if considered necessary, in accordance with established procedures set out in the Board Charter in furtherance of their duties. All deliberations and decisions of the Board and Board Committees are minuted by the Company Secretaries including disclosures of interests by any interested Directors and their abstention from voting and deliberation, if any. Minutes of meetings would be circulated to all Directors on a timely basis for review and thereafter for confirmation at the following meetings of the Board and Board Committees (where applicable).	
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 adopted a Board Charter which clearly sets out the roles and responsibilities of the Board, Board Committees and individual Directors in promoting the standards of good corporate governance and practices. In addition, there is a formal schedule of matters reserved for the Board's deliberation and decision as set out in the Board Charter to ensure that the direction and control of the Group are in the hands of the Board. The Board Charter is reviewed by the Board periodically to ensure it remains consistent, effective and in line with the Board's objectives and responsibilities as well as in compliance with the existing laws, regulations and best practises. The Board Charter was last reviewed and revised on 12 September 2022 to reflect the changes in the regulatory requirements and the updated MCCG. A copy of the Board Charter is available on the Company's website at www.bauto.com.my.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 3.1

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board has adopted a Code of Conduct and Business Ethics ("Code") which provides the ground rules and guidance for proper standard of conduct and ethical behaviour for all Directors and employees of the Group when dealing with both internal and external parties and compliance with all applicable laws, rules and regulations in all its business activities. The Code covers, among others, the policies and procedures in managing conflicts of interest, preventing the abuse of power, corruption, insider trading, money laundering and unethical conduct or violation of laws, rules and regulations. The Board has also adopted a Code of Ethics for Directors which is embedded into the Board Charter. The said Code of Ethics was formulated to enhance the standard of corporate governance and promote ethical conduct of the Directors. The Code is available on the Company's website at www.bauto.com.my.
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 which serves as an internal communication channel in relation to whistleblowing at work place and to enable employees or the relevant parties to raise genuine concerns, disclose alleged, suspected or actual wrongdoings or known improper conduct on a confidential basis in accordance with the Whistleblower Protection Act 2010 or similar law prevailing in other countries where the Group operates, without fear of any form of victimization, harassment, retribution or retaliation. The Whistleblowing Policy provides contact details of the Executive Chairman, Group CEO, Group Head of Human Resource and Group Head of Risk Management & Investor Relations of the Company as the avenue for employees or relevant parties to raise any concerns of non-compliances with them. The Chairman of Audit Committee was also included as a point of contact to further enhance the effective implementation of the Whistleblowing Policy. After the concerned/findings had been investigated, the Group Head of Human Resource and/or Group Head of Risk Management & Investor Relations would brief the Executive Chairman, Group CEO and Chairman of Audit Committee on the measures taken by management to mitigate/address them. Any concerns/findings which may have a material impact on the Group's operations will be tabled to the Board for its deliberation and approval. The Whistleblowing Policy is available on the Company's website at www.bauto.com.my.
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 integrates sustainability, whenever possible, into all critical business decisions regarding the Group's overall direction and annual target-setting processes. Business functions must set and meet concrete sustainability targets to systematically implement the general approach established by the Board. The Board is also responsible for ensuring compliance with all aspects of the law and regulations while providing adequate risk management and control. The Board meets at least twice per annum to discuss on sustainability matters including reviewing any material matters to ensure they stay relevant and are up to date and performance in meeting the Group's sustainability targets. Internal business functions are responsible for leading progress on the Board's sustainability-related decisions and are steered and monitored by the Sustainability Committee and the management team. Topical issues relating to sustainability matters are discussed as and when they arise during weekly management meetings attended by the Executive Chairman and Group CEO of the Company. The Board and Sustainability Committee are responsible for the oversight and steering of the Group's sustainability matters undertaken by management including setting the targets, formulating the action plans to achieve the targets or to address any gaps within reasonable timelines, disseminate, educate and promote employee awareness and understanding of the Company's approach to sustainability within the Group to ensure continuous employee engagement to support its initiatives on sustainability matters and issues. The Sustainability Policy was last updated by the Board in 2024 to outline the Company's principles and approach to materiality matters that are important to the Group and its stakeholders relating to

	sustainability and to align the Group's conduct, practices, and performance with the principles, approach, and commitment towards sustainability as set out in the said policy. Details of the Group's sustainability initiatives for financial year ended 30 April 2025 ("FY2025") are disclosed in the Sustainability Statement section of the Company's Annual Report 2025. The Sustainability Policy is available on the Company's website at www.bauto.com.my	
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	:	Sustainability strategies, priorities and targets as well as performance against these targets have been incorporated into the strategic plan of the Group and is communicated to its internal and external stakeholders via annual report, virtual townhall session with the Executive Chairman, media release, corporate website, trainings, Sustainability Policy and Supplier Code of Conduct. The detailed narrative as well as specific disclosures on strategies, priorities and achievements on how the Company has continued to make progress on its journey of sustainability are communicated to its internal and external stakeholders through its Sustainability Statement as set out in the Company's Annual Report 2025.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

Application	:	Applied	
Explanation on application of the practice	:	The management provides update to the Board and the Sustainability Committee on any sustainability issues relevant to the Group and/or on the sustainability efforts being undertaken by the Group in accordance with the Environmental, Social and Governance ("ESG") criteria. The Board, through the Nomination and Remuneration Committee ("NRC"), assessed the training programmes attended by each Director during the financial year to ensure they stay abreast with the latest developments in the industry as well as the sustainability issues relevant to the Group and its business, including climate related risks and opportunities. With the ever-growing emphasis on sustainability as well as the increased expectations for the Group to behave responsibly, the Board will continue to engage with subject matter experts, internally and externally, to ensure that the Board has the knowledge to guide and steer the Group in the correct sustainability path and/or strategy. BAuto's management team, headed by the Executive Chairman and the Group CEO, devises strategies to manage and minimise the Group's environmental footprint. Progress reports and proposals on energy management, climate change and greenhouse gas ("GHG") emission reduction, supported by financial indicators and cost-benefit analysis, are tabled for discussion at management and/or Board and Sustainability Committee meetings, as and when 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

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

Practice 4.4

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

Application	:	Applied	
Explanation on application of the practice	:	The Board effectiveness evaluation for FY2025 included an assessment on the Board's oversights of sustainability risks and opportunities and issues that are critical to the Group's performance whilst the performance evaluation for key senior management considers the Group's progress and performance of its sustainability priorities in addressing material sustainability risks and opportunities.	
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 4.5- Step Up
The board identifies a designated person within management, to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the company.

Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.		
Application	:	Adopted
Explanation on adoption of the practice	:	The Group Head of Sustainability & Investment has been entrusted by the Sustainability Committee to oversee the Group's sustainability reporting as well as to monitor the Group's progress in compliance with the requirements of the regulatory bodies.

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 NRC had reviewed and evaluated the effectiveness of the Board as a whole based on the summary of results from the yearly performance evaluation completed by the Directors and was satisfied that the Directors had discharged their duties and responsibilities in a commendable manner. The NRC was also of the view that all the Directors had contributed to robust deliberation and decision making at the Board and Board Committees' meetings. During the financial year under review, the NRC had undertaken an annual assessment and evaluation of the Directors due for re-election ("Retiring Directors") in accordance with the provisions of the Companies Act 2016, the Constitution and the Fit and Proper Policy of the Company. From the results of the assessment conducted, the NRC was satisfied with the overall performance and contribution of the Retiring Directors and had accordingly recommended to the Board for the re-election of the Retiring Directors. The NRC had recommended to the Board for the re-election of the Retiring Directors, who will be retiring under Clauses 117 and 107 of the Company's Constitution, at the forthcoming Fifteenth (15th) Annual General Meeting ("AGM") of the Company as the Retiring Directors have discharged their duties and responsibilities effectively as Directors of the Company as prescribed in Paragraph 2.20A of the Listing Requirements of Bursa Securities and had met the requisite criteria and qualities under the Company's Fit and Proper Policy for Directors and had contributed positively to the Board and the Company with active participation at the Board and Board Committees' Meetings with their vast experience and diverse skills set.
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	:	Applied
Explanation on application of the practice	:	As of 30 April 2025, there are seven (7) Board members comprising four (4) Independent Non-Executive Directors ("INEDs"), one (1) Non-Independent Non-Executive Director, one (1) Executive Chairman and one (1) Group CEO. The Company's present Board composition, which comprises 57% Independent Directors, is in compliant with Paragraph 15.02 of the Listing Requirements of Bursa Securities (i.e. at least 2 or 1/3 of the Board of Directors, whichever is the higher, are Independent Directors) and recommendation of MCCG for large companies to have a majority of Independent Directors. The independence of each Director is reviewed annually by the NRC. All the four (4) INEDs have satisfied the independence criteria as defined under Paragraph 1.01 of the Listing Requirements of Bursa Securities, and they continued to demonstrate their independent judgement, check and balance and objectivity in all Board decision-making processes. The Board had identified Datuk Syed Hisham Bin Syed Wazir as the Senior Independent Non-Executive Director ("SINED") due to his vast board experiences and knowledge in the automotive industry, leadership skills and is the longest serving INED of the Company. As the SINED, shareholders and other Directors may approach him should they have any concerns regarding the Group and its management. In addition, Dato' Wan Kamaruzaman Bin Wan Ahmad, a nominee director of Employees Provident Fund Board ("EPF"), will help to safeguard the interest of shareholders. EPF is a substantial shareholder of the Company and a statutory institution which manages retirement funds for the public.
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 5.3
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.

<table>
<tr><td>Application :</td><td>Applied</td></tr>
<tr><td>Explanation on application of the practice :</td><td>To further enhance its Board diversity and strike an appropriate balance between continuity of experience and Board refreshment, the Company had adopted the policy to limit the tenure of INEDs to a cumulative term of not more than nine (9) years in its Board Charter, which is in line with the recommendation by the MCCG on tenure of Independent Directors.

The length of service of the INEDs of the Company as at 30 April 2025 is as follows:

<table>
<tr><th>No.</th><th>Name of INEDs</th><th>Date of appointment</th><th>Length of service</th></tr>
<tr><td>1</td><td>Datuk Syed Hisham Bin Syed Wazir</td><td>19/12/2016</td><td>8.4 years</td></tr>
<tr><td>2</td><td>Dato' Kalsom Binti Abd. Rahman</td><td>2/4/2018</td><td>7.1 years</td></tr>
<tr><td>3</td><td>Puan Adibah Khairiah Binti Ismail @ Daud</td><td>8/4/2019</td><td>6.1 years</td></tr>
<tr><td>4</td><td>Mr Martin Giles Manen</td><td>11/11/2020</td><td>4.5 years</td></tr>
</table>

The tenure of all the above INEDs of the Company are below nine (9) years. Datuk Syed Hisham Bin Syed Wazir has informed the Board that his tenure as an Independent Director will reach a cumulative term of nine (9) years in December 2025. In accordance with the provisions in the Board Charter, he has notified the Company and the Board of his intention to retire from office and will not seek for re-election at the forthcoming AGM. Therefore, he will retire from office upon conclusion of the 15th AGM of the Company.</td></tr>
<tr><td>Explanation for departure :</td><td></td></tr>
<tr><td></td><td></td></tr>
</table>

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	:	Adopted
Explanation on adoption of the practice	:	The Board Charter of the Company was revised on 12 September 2022 whereby Paragraph 3.1 stipulates that an INED of the Company shall serve the Board for a cumulative term of nine (9) years only without any further extension. The Board Charter is available on the Company's website at www.bauto.com.my.

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 recognises the importance of boardroom diversity and values the benefits that diversity can bring to its board of directors. The Board also recognises that having a range of different skills, backgrounds, experience and diversity are essential to ensure a broad range of viewpoints to facilitate optimal decision makings and effective governance. The Board is of the view that while promoting boardroom diversity is essential, the normal selection criteria of a director which is based on an effective blend of competencies, skills, extensive experience and knowledge are also important to strengthen the Board. The NRC is responsible for identifying, assessing and recommending the right candidate(s) to the Board as well as reviewing and assessing the composition and performance of the Board. In making its recommendations, the NRC will consider, among others, the following selection criteria: a) Specific knowledge, skills and relevant working experience (capability). b) Training and qualifications (competence). c) Time commitment of the candidate. d) Independence and any conflicts of interest. e) External directorship of the candidate. f) Probity, integrity and reputation. g) Other considerations include age, ethnicity and gender. The selection criteria for the recruitment process and annual assessment of Directors are contained in the TOR of the NRC which is available on the Company's website at www.bauto.com.my. When identifying suitable candidate(s) for appointment or when assessing the Board composition, the NRC will consider candidate(s) on merit against objective criteria and with due regard on the benefits of

	diversity on the Board and the needs of the Board in order to maintain an optimum mix of skills, knowledge and experience of the Board members. The Board has in place a Board Diversity Policy and it is available on the Company's website at www.bauto.com.my. The Group Head of Human Resource manages, among others, the recruitment of key senior management in the Group and will assess the working experience, skills, competencies, integrity and commitment of the potential candidate before recommending them to the NRC and Board for approval and recruitment.	
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 Board delegates to the NRC the responsibility of recommending the appointment of any new Director. The NRC is responsible to ensure that the procedures for the appointment of new Directors are transparent, rigorous and made based on merits. The Board and NRC are guided by the following process and procedures for the appointment of a new Director: 1) The candidate is identified upon the recommendation by the existing Directors, senior management, major shareholders and/or from independent sources such as professional recruitment firms, Director's registry and open advertisements. 2) If the selection of candidate is solely based on recommendations from the existing Directors, senior management and/or major shareholders of the Company, the NRC should provide explanation or justification as to why other sources were not considered. 3) In evaluating the suitability of a candidate to the Board, the NRC considers, inter-alia, the competency, experience, commitment, contribution and integrity of the candidate, and in the case of a candidate being proposed for appointment as INED, the candidate's independence. 4) Recommendation to be made by NRC to the Board. This also includes recommendation for appointment as a member of the various Board Committees, where applicable. 5) Decision to be made by the Board on the proposed new appointment, including appointment to the various Board Committees based on the recommendations from the NRC. During FY2025, the nomination of the Independent Director namely, Puan Noor Zita Binti Hassan to the Board was made through

	recommendation of the existing Board members. The NRC did not engage professional recruitment firms for the search as the existing Board members have extensive professional networks and relationships in the industry that can be tapped into for identifying a suitable potential director candidate.	
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 NRC would evaluate the candidates based on the "Fit and Proper" guidelines as set out in the Fit and Proper Policy by taking into consideration factors such as diversity (including gender), skills, talent and experience, where appropriate, and recommends accordingly to the Board for appointment and re-appointment. In order to assist shareholders of the Company to decide on the re-election of Directors, relevant information pertaining to the Directors such as their personal profile, record of attendance of meetings and shareholdings in the Group (where applicable) are appropriately disclosed in the Annual Report and Notice of AGM to accompany resolutions for the Directors who are due to retire and have offered themselves for re-election pursuant to the Company's Constitution.	
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 TOR of NRC stipulates that it shall have at least three (3) members, all of whom shall be Non-Executive Directors with the majority being Independent Directors. The Chairman of NRC shall be an Independent Director or a Senior Independent Director. The NRC members currently comprise exclusively of Non-Executive Directors with the majority being Independent Directors as follows: 1) Datuk Syed Hisham Bin Syed Wazir (Chairman / SINED) 2) Dato' Kalsom Binti Abd. Rahman (Member / INED) 3) Puan Adibah Khairiah Binti Ismail @ Daud (Member / INED) 4) Dato' Wan Kamaruzaman Bin Wan Ahmad (Member / Non-Independent Non-Executive Director) Board members and/or the public may convey any concerns regarding the Group and its operations to the SINED, who also acts as the sounding board for the Company. The roles and responsibilities of the SINED are set out in the Board Charter, which is available on the Company's website at www.bauto.com.my.
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 acknowledges the importance of boardroom diversity in terms of age, gender, nationality, ethnicity and recognises the benefits of this diversity. The Board recognises the importance of promoting boardroom diversity in the Company as well as meeting the expectations of its various stakeholders such as shareholders, employees, customers, suppliers and social obligations. Hence, boardroom diversity should ideally comprise Directors that have the relevant competencies, skills and knowledge and are able to provide a diversity of thought, experiences and perspectives to strengthen the Board. As of 30 April 2025, the Board has two (2) women Directors namely, Dato' Kalsom Binti Abd. Rahman and Puan Adibah Khairiah Binti Ismail @ Daud which represents about 29% women directors' ratio of the Board and is just below the 30% women directors' threshold recommended by the MCCG.	
		As of 2 May 2025, with the appointment of Puan Noor Zita Binti Hassan onto the Board, the Board now comprises eight (8) Directors, of which three (3) are female directors, and represents about 37.5% of the total Board composition. As such, this Practice is applied effective from 2 May 2025.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The measure to ensure that 30% of women directors on board is in place.	
Timeframe	:	Within 1 year	

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

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

Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	As explained in Practice 5.9 above, the Company does not have any specific policy on gender diversity for the Board and senior management of the Group. Nevertheless, it adheres to all relevant laws and legislation regarding workers' employment and treatment. BAuto is committed to human rights and labour standards, which include, inter-alia, providing equal opportunities and applying non-discrimination in all employment matters including against all characteristics such as race, religion, gender, age, sexual orientation etc. The Board also supports gender diversity at senior management level of the Group. However, in addition to gender diversity, the Board also consider other factors such as the importance of recruiting and retaining the right talent of senior management based on their requisite knowledge, skills set and experiences.	
		For FY2025, the Group has on average about 21.4% women representation at top management level, 30.6% at senior management and 31.9% at middle management level. This reflects the Board and the Company's firm support for gender diversity within the Group.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The NRC and the Company will ensure that gender diversity shall continue to play an important role in the Group's recruitment exercise.	
Timeframe	:	Within 3 years	

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

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

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

Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.		
Application	:	Applied
Explanation on application of the practice	:	The NRC conducts board evaluation exercise annually to determine whether the Board and Board Committees are performing effectively, as well as in their capacities as individual Directors. Once every three (3) years, NRC would obtain an independent perspective on the Board's effectiveness to gain insights on the Board's performance against peer boards and best practices. In FY2023, the Board on the recommendation of NRC, had appointed Institute of Corporate Directors Malaysia ("ICDM") to conduct a board evaluation exercise. On completion of the board evaluation exercise, ICDM recommended certain best practises to support the Board to be high-performing and value-creating. The next evaluation by an independent consultant will be for FY2026. For FY2025, the annual Board evaluation was conducted internally which involves individual Directors and Board Committee members completing both self and peer performance assessment, evaluation questionnaires on areas such as the processes of the Board and the Board Committees, their effectiveness and suggestions for improvements. The criteria for the evaluation are guided by the Corporate Governance Guide issued by Bursa Securities. The evaluation process also involves a peer and self-review assessment, where the Directors assessed their own performance and that of their fellow Directors. The evaluation forms were distributed to all Directors and responses received were collated. Besides the above, the NRC had reviewed and assessed the Retiring Directors who are seeking for re-election in accordance with the Fit and Proper Policy of the Company. The outcome of the assessments and inputs by the NRC members were summarised and discussed at the NRC meeting which was then tabled to the Board for its deliberation and

	approval. All assessments and evaluations carried out by the NRC in the discharge of its duties are properly documented. During FY2025, the NRC had assessed and evaluated the following: 1) reviewed and assessed the mix of skills, expertise, composition, size and experience of the Board. 2) reviewed and assessed the performance of each individual Director; independence of the Independent Directors; effectiveness of the Board and Board Committees. 3) recommended retirement of Directors and their eligibility for re-election and/or re-appointment. 4) reviewed the performance of the Audit Committee and its members. 5) reviewed and assessed the financial literacy of the Audit Committee members. 6) reviewed the performance of the key senior management. Apart from the above, the following key areas for enhancement were also highlighted for the Board's further consideration: 1) Prioritise leadership and succession planning through NRC. 2) Enhance the frequency and depth of sustainability updates. 3) Organise a Board away day with management to deliberate on strategic matters. The Retiring Directors have completed their respective declarations on fitness and propriety in accordance with the Fit and Proper Policy of the Company and had affirmed that they have fulfilled the fit and proper criteria. Based on the recommendation by the NRC and after deliberation, the Board (save for the Retiring Directors who had abstained from voting in respect of his/her re-election) had approved and supported the tabling of the proposed re-election of the Retiring Directors for approval by the shareholders at the Company's forthcoming AGM. The Board was also satisfied with the results of the annual evaluation conducted by the NRC on the respective performance of the Board and Board Committees' members for FY2025. The action plans on the above areas for enhancement will be developed and monitored by the NRC and 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

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 had adopted a Remuneration Policy to support the Directors and key senior management in carrying out their responsibilities and fiduciary duties in steering the Group to achieve its long-term goals and enhance shareholders' value. The Board's objective to offer a competitive remuneration package in order to attract, motivate, retain and reward the Executive Directors and key senior management who will manage and drive the Company's success. The NRC is entrusted by the Board to review and recommend matters pertaining to the remuneration of Directors and key senior management. The NRC periodically evaluate the remuneration of the Executive Directors based on, among others, the market competitiveness, business results, individual performance and such other basis as it deemed appropriate. The remuneration package for the Executive Chairman and Group CEO depends on the performance of the Group during the financial year and includes, among others, the performance in terms of revenue and pre-tax profit. As disclosed in previous annual reports of the Company, the Executive Chairman is entitled to receive a yearly contractual incentive of 8% of the Group's annual pre-tax profits subject to a cap of RM2.0 million. This has been disclosed in the yearly annual report of the Company. The Executive Chairman and Group CEO have abstained and have continued to abstain from participating in any deliberation and/or voting pertaining to their respective remuneration. The NRC may also seek clarification from senior management of the Company on remuneration matters and/or engage external professional advice to assist the NRC in its evaluation. The remuneration packages of Non-Executive Directors who serve on the Board and Board Committees are reviewed by the NRC annually and thereafter recommended to the Board for its consideration with the Director concerned abstaining from deliberations and voting on decision in respect of his/her

<table>
<tr><td></td><td>individual remuneration package. The Board will then recommend on yearly basis the Directors' fees and other benefits payable to Non-Executive Directors to the shareholders for approval at each AGM of the Company in accordance with Section 230 (1) of the Companies Act 2016.

The remuneration package of senior management is reviewed annually during the Company's annual performance review to reflect the level of responsibilities, and contributions made to retain high performing and talented individuals.

The last review on Directors' fees and benefits was conducted in FY2024. Below are the Directors' fees for Non-Executive Directors and SINED:-

<table><tr><th>Board Designation</th><th>Directors' Fees per annum per Director (RM)</th></tr><tr><td>NED</td><td>100,000</td></tr><tr><td>SINED</td><td>20,000 (Additional fee)</td></tr></table>
The Remuneration Policy of the Company is available on the Company's website at www.bauto.com.my.</td></tr>
<tr><td>Explanation for departure :</td><td></td></tr>
<tr><td colspan="2">Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</td></tr>
<tr><td>Measure :</td><td colspan="2"></td></tr>
<tr><td>Timeframe :</td><td></td><td></td></tr>
</table>

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 the NRC which consists of four (4) Non-Executive Directors, the majority of whom are INEDs. The NRC is tasked to implement its policies on remuneration including reviewing and recommending matters relating to the remuneration of board and key senior management. The NRC's responsibilities include reviewing and recommending to the Board the remuneration package for Directors and key senior management and ensure it is consistent with the Group business strategy and long-term objectives to attract, retain and motivate Directors and key senior management who will create sustainable value and returns for the Company's stakeholders. The NRC may also seek independent professional advice at the Company's expense in furtherance of their duties whenever the need arises. The duties and responsibilities of the NRC are governed by its TOR, which is available on the Company's website at www.bauto.com.my.
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 Board ensures that information relating to Directors' remuneration is made transparent to all shareholders. Other emoluments are only payable to Executive Directors and mainly consists of employer's provident fund contributions, social security welfare contributions and other benefits. The details of Directors' remuneration (in RM) on named basis 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	Tan Sri Dato' Sri Yeoh Choon San	Executive Director	-	-	-	-	-	-	-	-	40.5	2,863.0	2,000.0	24.6	916.9	5,845.0
2	Dato' Lee Kok Chuan	Executive Director	-	-	-	-	-	-	-	-	37.2	2,528.0	894.1	24.6	642.5	4,126.4
3	Datuk Syed Hisham Bin Syed Wazir	Independent Director	120	22.5	-	-	-	-	142.5	120	22.5	-	-	-	-	142.5
4	Dato' Kalsom Binti Abd. Rahman	Independent Director	100	12.6	-	-	-	-	112.6	100	12.6	-	-	-	-	112.6
5	Puan Adibah Khairiah Binti Ismail @ Daud	Independent Director	100	19.8	-	-	-	-	119.8	100	19.8	-	-	-	-	119.8
6	Mr Martin Giles Manen	Independent Director	100	19.2	-	-	-	-	119.2	100	19.2	-	-	-	-	119.2
7	Puan Noor Zita Binti Hassan	Independent Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-
8	Dato' Wan Kamaruzaman Bin Wan Ahmad	Non-Executive Non-Independent Director	100	12.6	-	-	-	-	112.6	100	12.6	-	-	-	-	112.6
9	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
10	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
11	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
12	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
13	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
14	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

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	:	The Board is of the view that the detailed disclosure of key senior management's remuneration component on a named basis will not be in the best interest of the Group, as it will give rise to recruitment and talent retention issues and may lead to the performing key senior management staff being lured away by competitors. This may result in the Group losing high calibre personnel who have been contributing to the Group's performances. In addition, such disclosures may also cause disharmony and/or unhealthy rivalry among the key senior management. Currently, the remuneration package of key senior management is reviewed annually during the Group's annual performance review and measured against the targets set for the year. The Board will ensure that the remuneration for the key senior management personnel commensurate with their performance to attract, retain and motivate them to contribute positively to the Group's performance.	
		Nonetheless, disclosure on the total remuneration of top five (5) key senior management in the bands of RM50,000 on an aggregate basis are provided in the Corporate Governance Overview Statement in the Company's Annual Report 2025.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The Board will closely monitor any changes in the market practice and will review its response to Practice 8.2 annually.	
Timeframe	:	Within 3 years	

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

Intended Outcome

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

Practice 8.3 - Step Up

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	

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

Intended Outcome
There is an effective and independent Audit Committee.

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

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

Application	:	Applied
Explanation on application of the practice	:	The Audit Committee ("AC") comprises three (3) members, all of whom are INEDs. The AC Chairman is led by Mr Martin Giles Manen who is a member of the Malaysian Institute of Accountants ("MIA") and Malaysian Institute of Certified Public Accountants ("MICPA"). He is not the Chairman of the Board. The TOR of the AC was last revised in FY2023 to comply with Practice 9.1 of the MCCG which stipulates that the Chairman of the AC is distinct from the Chairman of the Board to promote independence of the AC. The AC Chairman is tasked to report to the Board on the salient points discussed during each AC meeting for their notation and onward deliberation. The duties and responsibilities of the AC Chairman are set out in the TOR of the AC, which is available on the Company's website at www.bauto.com.my.
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 External Auditors Policy of the Company has encapsulated the requirement for a cooling-off period of at least three (3) years for any former key external audit partner and other team members prior to any one of them being considered for appointment as a member of the AC or as a Director. This is to safeguard the independence and objectivity of appointment of the AC members. To date, none of the AC member was a former key external audit partner of 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
There is an effective and independent Audit Committee.

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

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

Application	:	Applied
Explanation on application of the practice	:	The AC is responsible to review, assess and monitor the performance, suitability, objectivity and independence of External Auditors on an annual basis. The AC had adopted the External Auditors Policy ("EA Policy") which governed the assessment and monitoring of the External Auditors so that the External Auditors' competence, objectivity, professionalism and independence are maintained in driving its effectiveness. The EA Policy sets out the policies and procedures on appointment and re-appointment of External Auditors, the annual assessment of the External Auditors as well as the declaration of independence by the External Auditors as specified in the By-Laws (on Professional Ethics, Conduct and Practice) issued by the MIA. The Board has delegated to the AC to undertake an annual assessment of the quality of audit which encompassed the performance and quality of the External Auditors and their independence, objectivity and professionalism. The assessment process involves identifying the areas of assessment, setting the minimum standard and devising tools to obtain the relevant data. The areas of assessment include, among others, the External Auditors' caliber, quality processes, audit team, audit scope, audit communication, audit governance and independence as well as the audit fees. Assessment questionnaires were used as a tool to obtain input from the Company's Chief Financial Officer who had active interaction with the external audit team throughout the financial year. In addition, the TOR of the AC also requires the AC to assess the suitability, objectivity and independence of the External Auditors annually. To support the AC's assessment of their independence, the External Auditors had provided the AC with a written assurance confirming their independence throughout the conduct of the audit engagement in accordance with the relevant professional and regulatory requirements.

	At the AC meeting held on 12 March 2025, the External Auditors namely, Messrs Ernst & Young PLT ("EY"), had presented to the AC its 2025 Audit Plan which included EY's confirmation that EY is independent throughout the conduct of the audit engagement in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the MIA. The External Auditors had also on 5 August 2025 declared their independence to the AC. In accordance with the requirements of the MIA, the External Auditors will rotate their engagement partner-in-charge of the Audited Financial Statements of the Company and the Group once in every seven (7) years and the said engagement partner cannot be re-engaged to undertake a significant role in the audit of the Company for at least two (2) successive years. This is to ensure that the External Auditors maintain their independence from the BAuto Group. At present, the audit engagement partner is serving his seventh (7th) year of audit engagement. In this regard, the existing engagement partner will be rotated and replaced with a new engagement partner upon the conclusion of the Company's Fifteenth 15th AGM. The AC also ensures that the External Auditors are independent of the activities they audit and had approved the permitted non-audit services in advance. Approvals for pre-approved permitted services to be performed by the External Auditors and its affiliates below certain thresholds are delegated to the management as per the EA Policy. Any proposed service not included in the permitted services must be approved in advance by Those Charged With Governance ("TCWG") and/or the AC, based on the approved threshold for such engagement. The recurring non-audit services performed by the External Auditors and its affiliates were in respect of the annual reviews for tax compliance and the Statement on Risk Management and Internal Control. Following assessment of the re-appointment of the External Auditors, the AC is satisfied with the External Auditors' independence and had recommended the said re-appointment to the Board. The Board after deliberating on the AC's assessment and recommendation on the re-appointment of the External Auditors, agreed and approved the AC's recommendation on the said re-appointment and will table it for shareholders' approval at the forthcoming 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
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	:	Adopted
Explanation on adoption of the practice	:	The AC comprises the following members all of whom are INEDs: 1) Mr Martin Giles Manen (Chairman / INED) 2) Datuk Syed Hisham Bin Syed Wazir (Member / SINED) 3) Puan Adibah Khairiah Binti Ismail @ Daud (Member / INED) All the INEDs have satisfied the independence test based on the criteria set out in the Listing Requirements of Bursa Securities.

Intended Outcome
There is an effective and independent Audit Committee.

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The AC members possess a mix of skill, knowledge and appropriate level of expertise and experience to enable them to discharge their duties and responsibilities pursuant to the TOR of the AC. The AC Chairman and another AC member are Chartered Accountants of the MIA by profession. They are financially literate and can understand, analyse and challenge matters under the purview of the AC including the financial reporting process, monitoring of internal controls procedures, effectiveness of risk management framework, digital infrastructure, cybersecurity and data protection. The AC members reviewed and frequently sought clarifications from the management and internal auditors of the Company on the timeline for improvement of internal control processes to assess their adequacy and effectiveness. The AC members are aware of the need to continuously develop and to broaden their knowledge in the areas of accounting and auditing to carry out their roles and duties effectively. The AC members have attended trainings on an ongoing and timely basis to keep themselves abreast of relevant industry developments. The trainings attended by the AC members during FY2025 are set out in the Corporate Governance Overview Statement under "Directors' Training" in the Company's Annual Report 2025. Aside from that, the External Auditors will brief and update the AC on matters pertaining to the financial reporting standards during the AC meetings (where applicable). The Board reviews the effectiveness of the AC members through the annual board assessments conducted by the NRC. For FY2025, the

	Board is satisfied with the AC members' performance and that the necessary skills, experience, knowledge and other relevant field of expertise of the AC members had contributed to the overall effectiveness of the AC. The detailed report on the activities of the AC for FY2025 is set out in the Company's Annual Report 2025.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board acknowledges its responsibility in reviewing the adequacy, integrity and maintaining a sound risk management and internal control system to safeguard stakeholders' interests and the Group's assets. The Board has delegated and entrusted the Risk Management Committee ("RMC") of the Company, which comprises a majority of Independent Directors, with the overall responsibility to oversee the risk management framework of the Group, reviews the risk management policies formulated by the management and makes relevant recommendations to the Board for its deliberation and approval. Based on the approved risk management policies, management will be able to identify, evaluate, control, monitor and report to the Executive Chairman and/or Group CEO the principal business risks faced by the Group on an on-going basis, including remedial measures to be taken to address the risks. The Group continues to maintain and review its risk management and internal control procedures to maximise protection of its assets and safeguard shareholders' interests. The implementation of the internal control systems is undertaken by the management, which will highlight any risk identified and propose the appropriate remedial actions to mitigate and/or minimise such risk. The RMC review and oversee the proper functioning of the Group's risk management framework. The RMC has adopted the Enterprise Risk Management ("ERM") framework to proactively identify, evaluate and manage key risks to an optimal level. In line with the Group's commitment to deliver sustainable value, this framework aims to provide an integrated approach entity-wide. It outlines the ERM methodology focussing on risk ownership and continuous monitoring of key risks identified. The RMC reviews the sustainability process by providing an independent enquiry and assessment of the risk concerned with the process owners (line managers) based on the Group's risk management processes. The respective departmental heads are responsible for identifying, analysing and evaluating the sustainability risks/issues as well as developing,

	implementing and monitoring the actions taken and reporting the results to RMC. The key elements of the risk management and internal control structure are as follows: (a) An organisational structure in the Group with formally defined lines of responsibility and delegation of authority. (b) Quarterly review of the Group's business performance by the Board, which also covers the assessment of the impact of changes in business, competitiveness and sustainable environment. (c) Active participation and involvement by the Executive Chairman and Group CEO, both of whom are RMC members, and the Director of Group Operations and Chief Financial Officer in the daily running of the business and regular discussions with the respective heads of department on operational issues. (d) Monthly financial reporting by the Chief Financial Officer to the Executive Chairman and Group CEO.	
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 Group has adopted an ERM framework to proactively identify, evaluate and manage key risk issues critical to achieving the Group's strategic objectives and opportunities for competitive advantage. The ERM framework supports better risk structuring, reporting and analysis as it allows RMC to strategically manage risks from the Group's perspective, determine risk response strategies and make holistic decisions to optimise the Group's operation. The features of the risk management and internal control framework of the Group and its adequacy and effectiveness are set out in the Statement on Risk Management and Internal Control in the Company's Annual Report 2025.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

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

Application	:	Adopted
Explanation on adoption of the practice	:	The Board has established a RMC comprising the following members, a majority of whom are INEDs, to oversee the risk management framework of the Group, reviews the risk management policies formulated by management and makes relevant recommendations to the Board for approval: 1) Mr Martin Giles Manen (Chairman / INED) 2) Datuk Syed Hisham Bin Syed Wazir (Member / SINED) 3) Dato' Kalsom Binti Abd. Rahman (Member / INED) 4) Tan Sri Dato' Sri Yeoh Choon San (Member / Executive Chairman) 5) Dato' Lee Kok Chuan (Member / Group CEO) The RMC presents the Risk Register of the Group to the Board on a quarterly basis.

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 Company continued to outsource its internal audit functions to an independent professional consulting firm, Messrs. PKF Risk Management Sdn Bhd ("PKF"), which adopts the International Professional Practices Framework ("IPPF") in carrying out the internal audit assignments and reports directly to the AC. The internal audit function of the Company is effective and remains independent all the time. The internal audit function is set out in the Statement of Risk Management and Internal Control and AC Report in the Company's Annual Report 2025. The primary scope of work of PKF is to conduct regular and systematic review of the system of internal controls to provide reasonable assurance that the system continues to operate satisfactorily and effectively. PKF's role is to provide the AC with independent and objective reports on the adequacy and effectiveness of the system of internal controls and procedures in the operating units within the Group, and the extent of compliance with the Group's established policies, procedures and guidelines, and also compliance with applicable laws, regulations, directives and other external enforced compliance requirements. Observations and findings from internal audits are presented to the AC together with management's responses and proposed action plans for its review. The action plans are then followed up by PKF during subsequent internal audit review with implementation status reported to the AC. The summary of activities undertaken by PKF during FY2025 is set out in the AC Report in the Company's Annual Report 2025.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:		
Timeframe	:		

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

Practice 11.2
The board should disclose–

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

Application	:	Applied
Explanation on application of the practice	:	The internal audit function is outsourced to an independent consulting firm, PKF and is headed by Dr Wong Ka Fee, PKF's Director of Risk and Governance Advisory. Dr Wong Ka Fee has over 15 years of professional experience in internal audit, risk management, compliance review and business advisory. He is a Fellow Financial Accountant with Institute of Financial Accountants (UK), a Fellow Member of Association of International Accountants (UK), a Fellow Member of Institute of Public Accountants (Australia), a Chartered Member of the Institute of Internal Auditors Malaysia and an Associate Member of Association of Certified Fraud Examiners. He earned his Doctoral degree in Behavioral Finance from Universiti Utara Malaysia and Master degrees from two different prestigious Universities from United Kingdom. i.e. Master of Science in Management Consultancy from Liverpool John Moores University and Master of Business Administration from University of Wales. PKF's internal audit team is free from any relationship or conflict of interest, which could impair its objectivity and independence. The independence of the internal audit function is evidenced from its direct reporting to the AC. For FY2025, the Internal Audit team in PKF has a staff strength of 8 employees. PKF has informed that the team involved in the internal audit review are university graduates and/or have professional qualifications in related accounting fields. The internal audit function is guided by the Code of Professional Standards – International Professional Practices Framework issued by the IIA (The Institute of Internal Audit) that sets out the objectives, authority, independence, scope and responsibility of the internal audit function.

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 Company recognises the importance of being transparent and accountable to its stakeholders and has used various channels of communications to enable the Board and management to continuously communicate, disclose and disseminate comprehensive and timely information to investors, shareholders, financial community and the public generally. The Company normally communicates with its stakeholders through various channel of communications such as the followings: (a) quarterly announcements on financial results and other periodical or relevant announcements to Bursa Securities. (b) circulars and annual reports. (c) general meetings of shareholders. (d) periodic meetings and briefings with investors, analysts and fund managers where appropriate. (e) Company's website at www.bauto.com.my where stakeholders can access corporate information such as Board Charter, TORs of the Board Committees, Board Policies, press releases, financial information, Company announcements and others. The above channels of communication will help to enhance stakeholders' understanding of the business and operations of the Group and to make informed investment decisions.
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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Company has not adopted integrated reporting for its annual reports as it continues to build capacity and capabilities necessary for the transition to the Integrated Reporting in near future.	
		At present, the Board is of the view that the Company's Annual Reports are comprehensive enough for stakeholders to make informed decisions. The Annual Reports provide stakeholders with a fairly comprehensive overview on the Group and Company's financial and non-financial information including prospects. Components in the Annual Reports such as Management Discussion and Analysis, Corporate Governance Overview Statement, Statement on Risk Management and Internal Control, Audit Committee Report and Sustainability Statement form an integral part of the non-financial information.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The Company is currently focusing on meeting the disclosure requirements dateline under the National Sustainability Reporting Framework ("NSRF") and would review the need to adopt the integrated reporting based on a globally recognised framework at the appropriate time. The Board will continue to review this Practice annually.	
Timeframe	:	Within 3 years	

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

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

Application	:	Applied
Explanation on application of the practice	:	The Company despatches its notice of meeting together with the Administrative Details at least twenty-eight (28) days before the AGM. Pursuant to Paragraph 2.19B of the Listing Requirements of Bursa Securities, the Company's Constitution, as well as in line with its sustainability initiatives, the Company has discontinued and discouraged the delivery of printed copies of documents to shareholders unless specifically requested by them. Hence, the current and previous years' Annual Reports can be viewed and downloaded from the websites of the Company and Bursa Securities. As in previous financial years, shareholders are given sufficient time to peruse the Annual Report and to enable them to consider the resolutions to be tabled at the forthcoming AGM as well as to make the necessary arrangement to attend and participate personally or through proxy(ies) or corporate representative(s) at the AGM of the Company. The Administrative Details are included in the Notification to Shareholders, which provide registration procedures for shareholders and proxies who wish to participate in the forthcoming AGM of the Company. Each Agenda item in the Notice of AGM is accompanied by a brief explanatory statement to provide an overview on the resolution being proposed. For FY2024, the notice of the Fourteenth (14th) AGM was despatched to the shareholders on 28 August 2024 for the AGM held on 8 October 2024. The notice period to the shareholders was more than 28 days. For FY2025, the notice of the Fifteenth (15th) AGM was issued on 28 August 2025 for the AGM to be held on 8 October 2025. The notice period to the shareholders is more than 28 days.
Explanation for departure	:	

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

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

Practice 13.2
All directors attend General Meetings. The Chair of the Audit, Nominating, Risk Management and other committees provide meaningful response to questions addressed to them.

Application	:	Applied	
Explanation on application of the practice	:	All the Directors of the Company had attended last year's AGM. During the Company's AGMs, the Executive Chairman, Group CEO, Chief Financial Officer, other Board and Board Committees' members and the Company Secretaries are present to provide meaningful responses to the questions posed by the shareholders. The External Auditors are also present to provide professional and independent clarification on any concerns that may be raised by the shareholders in connection with the Annual Reports (including the Audited Financial Statements), if any. Questions posed by shareholders are normally addressed by the Executive Chairman and in some instances by the Group CEO as directed by the Executive Chairman to allow the shareholders and proxies to make informed decisions when casting their votes. Questions that were not addressed during the AGM due to time constraint were accordingly responded in the Minutes of AGM. The Board noted all the constructive feedback and relevant suggestions posed by shareholders.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

Practice 13.3
Listed companies should leverage technology to facilitate–

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

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

Application	:	Applied	
Explanation on application of the practice	:	In accordance with Clause 70 of the Company's Constitution, the Company may convene a meeting of members at more than one (1) venue using any technology or method that enables the members to participate and to exercise the members' rights to speak and vote at the meeting, and using any available technology to provide notice, conduct and record or facilitate voting at meeting or any adjournment of that meeting of members subject to rules, regulations and laws prevailing. The main venue of the meeting shall be in Malaysia and the Chairman shall be present at the main venue of the meeting. For FY2024, the Company had conducted its AGM on virtual basis via live streaming and online voting via the Remote Participation and Electronic Voting ("RPEV") facilities. Pursuant to the Listing Requirements of Bursa Securities, with effect from 1 March 2025 all public listed companies are required to either physical or hybrid general meetings. As such, the Company has decided to adopt the physical format for its forthcoming AGM, allowing shareholders/ proxy(ies)/ corporate representative(s) to attend in person.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 13.4

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

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 regards the AGM as the principal forum for dialogue and interactions with private and institutional shareholders and aims to ensure that the AGM provides an important opportunity for effective communication with the Company's shareholders as well as to receive constructive feedback from them. The AGM will provide an opportunity for shareholders to seek clarifications from the Board and its management on the information set out in the Company's Annual Report, the Group's operations and/or its businesses. The External Auditors are also present to address any questions raised by the shareholders relating to the Audited Financial Statements. Members of the Board and Board Committees, the Chief Financial Officer, the management and External Auditors were present at last year's AGM and provided meaningful responses to the questions posed by the Company's shareholders during the said meeting. Questions that were not addressed during the AGM due to time constraint were accordingly responded in the Minutes of AGM. The minutes of the Fourteenth (14th) AGM duly approved by the Chairman is available online on the Company's website at www.bauto.com.my.
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	:	Applied
Explanation on application of the practice	:	The Company's Fourteenth (14th) AGM was held virtually on 8 October 2024 where shareholders and proxy holders submitted their questions prior to the meeting. Shareholders and proxy holders had also posed questions to the Board via real time submission of typed texts at the meeting platform during live streaming of the meeting. The Chairman of the Meeting read out the questions posed by the shareholders, which were then duly addressed by the Executive Chairman, Group CEO and/or the Chief Financial Officer. The Company had conducted its Fourteenth (14th) AGM virtually from the Boardroom Smart Investor Portal as it was a well-tested and secure application and has adequate hardware and infrastructure in place. As mentioned in Practise 13.3, pursuant to the Listing Requirements of Bursa Securities, with effect from 1 March 2025 all public listed companies are required to either physical or hybrid general meetings. As such, the Company has adopted the physical format for its forthcoming AGM, allowing shareholders/ proxy(ies)/ corporate representative(s) to attend in person.
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	:	As in previous years, the minutes of the AGMs are made available at the Company's website at www.bauto.com.my no later than 30 business days after the conclusion of the AGMs.	
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.