CORPORATE GOVERNANCE REPORT

STOCK CODE	:	7005
COMPANY NAME	:	B.I.G. INDUSTRIES BERHAD
FINANCIAL YEAR	:	June 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 of Directors ("Board") leads and controls the Company and its subsidiaries ("Group") in the discharge of its stewardship responsibilities. The Board is primarily entrusted with the responsibility of charting the direction of the Group and focus mainly on strategies, financial performance and critical business issues, including the following areas: a) Ensuring strategic action plans in supporting long term value creation including strategies on economic, environmental and social considerations particularly underpinning sustainability and policies. b) Taking responsibility for the governance of sustainability including setting and implementing sustainability strategies, priorities and targets. c) Reviewing, challenging and deciding on management's proposals and monitoring its implementation. Assessing management performance to safeguard the business is being properly managed. d) Promoting good corporate governance culture which reinforces ethical, prudent and professional behaviour. e) Identifying and understanding principal risks and ensuring the implementation of appropriate systems to manage these risks. Recognising that business decisions involve taking of appropriate risks. f) Setting risk appetite within which management operates with an applicable risk management framework for identifying, analysing, evaluating, managing and monitoring significant financial and non-financial risks.

	g) Ensuring that senior management is equipped with the required skills and experiences and a succession plan for the Board and senior management. h) Implementing an effective investor procedures for communication with stakeholders. i) Understanding financial statements and forming a view on the information presented and ensuring integrity of the financial and non-financial reporting. j) Reviewing the adequacy and integrity of the system/framework of internal control, risk management, management information, and any other systems/frameworks in compliance with applicable laws, regulation, rules, directives and guidelines. k) Reviewing any related party transaction and conflict of interest situation that arose, persist or may arise within the Company or the Group including any transaction, procedure or course of conduct that raises questions of management integrity, and the measures taken to resolve, eliminate, or mitigate such conflicts. l) Determining the review procedures and reviewing the procedures established to monitor recurrent related party transactions, or as and when required, with the authority to delegate to individuals or committees within the Company as they deem appropriate. The Board is assisted by the Board Committees and is guided by the Board Charter which is available at the Company's website at www.bigind.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 1.2
A Chairman of the board who is responsible for instilling good corporate governance practices, leadership and effectiveness of the board is appointed.

Application	:	Applied	
Explanation on application of the practice	:	The Chairman is responsible for the below: - leading and running of an effective Board, - adoption and implementation of corporate governance, - oversight of management, - interfacing between the Board and management, - effective communication with stakeholders, and - promoting constructive and respectful relations between Board members, management, internal and external stakeholders. The responsibilities of the Chairman are outlined in the Board Charter which is available at the Company's website at www.bigind.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	:	Datuk Lee Chuen Wan is the Chairman while Ms Choong Wye Lin is the Executive Director of the Company. The Company does not have a 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

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 Chairman is not a member of the Audit Committee, Nomination Committee or Remuneration Committee.	
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 Company Secretary is in compliance with Section 235(1) of the Companies Act 2016 ("CA2016") and qualified pursuant to Section 235(2) of the CA2016. The Company Secretary regularly updates the Board of any new statutory and regulatory requirements at meetings. Relevant guidelines, materials and letters from authorities were circulated to the Board members. Meetings of the Board, Board Committees, Risk Management Committee and members are appropriately convened, and discussions and deliberations thereat are recorded and documented.	
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 :	Meeting materials and minutes of the previous meetings are disseminated in either soft or hard copies to Directors before the meetings.	
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 Charter which is available at the Company's website at www.bigind.com.my has set out the below: 1. Responsibilities of the Board, Board Committees, Director and management. 2. Issues and decisions reserved for the review and approval of 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 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	:	A Code of Conduct has been formulated to enhance the standard of corporate governance and promote ethical conduct of the employees and Directors of the Group. It sets out the important principles and expectations in complying with the ethical values of business standards and personal conduct dealings with internal and external parties. The Code of Conduct is available at the Company's website at www.bigind.com.my. The Code of Conduct is further supported by the Whistleblowing Policy, Anti-Bribery Policy and Conflict of Interest Policy which are also available at the Company's website at www.bigind.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 :	A Whistleblowing Policy is adopted by the Board to promote good business conduct and maintain a healthy corporate culture with fairness, integrity and transparency in the Group. It is available at the Company's website at www.bigind.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 is committed to embedding sustainability in the Group. Long-term and sustainable value creation encompasses strategies on economic, environmental and social ("EES") considerations to manage the Group's EES risks and opportunities ("Sustainability Matters"). The Board recognises the importance of integrating Sustainability Matters into business practices, ensuring contribution to the well-being of society while safeguarding the environment and operating with integrity. A sustainability governance structure was established in ensuring accountability, oversight and review in the identification and management of Sustainability Matters. A Sustainability Policy has been adopted by the Group. The Board, Audit Committee, Risk Management Committee and Sustainability Committee are in charge of driving the Group's sustainability agenda.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

Practice 4.2
The board ensures that the company's sustainability strategies, priorities and targets as well as performance against these targets are communicated to its internal and external stakeholders.

Application :	Applied	
Explanation on application of the practice :	The Group has physical, hybrid and/or virtual engagements/meetings; via its announcements, interactions, chat groups, emails and websites; communicated with internal and external stakeholders. Their feedbacks on their interests, requirements, concerns, issues and expectations help the Group to focus and prioritise sustainability matters efficiently and appropriately. A Sustainability Statement is published in the Annual Report 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
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.

<table>
<tr><td>Application :</td><td colspan="2">Applied</td></tr>
<tr><td>Explanation on application of the practice :</td><td colspan="2">Environmental, social and governance risks are integrated in the risk registers of the Group.

The following programmes were attended by Directors to keep them abreast with the relevant development:

- Malaysian Institute of Accountants – Carbon Accounting and Reporting: From Basics to Best Practices.
- Mandatory Accreditation Programme Part II: Leading for Impact (LIP)</td></tr>
<tr><td rowspan="2">Explanation for departure :</td><td colspan="2"></td></tr>
<tr><td colspan="2"></td></tr>
<tr><td colspan="3">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 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 Group has deployed resources; updated policies, frameworks, systems and processes in reaching sustainability targets. Evaluations of the Board and senior management were carried out by the Nomination Committee in the assessment of their extent and performances in articulating, integrating, distilling, exercising, delivering, executing, reporting, monitoring and addressing the sustainability strategies and goals on environment, social and governance ("ESG") exposures, future strategies and risks/opportunities, and strategic management of ESG matters.	
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 Executive Director ("ED") leads, plans, sets, and evaluates strategies to manage the Group's resources effectively. Also, the ED analyses the business environment to ensure the Group achieves its sustainability goals and targets while managing sustainability risks and opportunities.

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

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

Application	:	Applied	
Explanation on application of the practice	:	The Nomination Committee ("NC"): -reviewed the mix, skill, independence and diversity of the existing Board annually. -evaluated the effectiveness of the Board, Board Committees and contribution of individual Director. -assessed the tenure of Independent Directors does not exceed a cumulative term limit of 9 years and the tenure of other Board members. -evaluated and recommended to the Board the annual re-election of Directors.	
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	:	The Board has 3 Independent Directors out of a total of 5 Directors 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

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

Practice 5.3

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

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

Application	:	Not applicable - Step Up 5.4 adopted	
Explanation on application of the practice	:		
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 5.4 - 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	:	All existing Independent Directors serve within the limit of 9 years. An Independent Director will be re-designated as a Non-Independent Director or will resign after serving 9 years.

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 Company has a Fit and Proper Policy which serves as a guide to the Nomination Committee and the Board in their review and assessment of potential candidates for appointment onto the Board and Directors who are seeking for re-election for the Company. The fit and proper criteria will ensure that each of the Directors has the character, integrity, experience, competence, time and confidence to stand up for a point of view to effectively discharge his/her role as a Director.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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 Company utilises internal and external sources for seeking potential candidates for the appointment of Director. The Nomination Committee will select an appropriate candidate to the Board after assessment and screening of the potential candidates recommended by internal and/or external source/s based on the information available on them which must meet the fit and proper criteria on character, integrity, experience, competence, time and commitment. Thereafter, the Nomination Committee shall recommend the appointment of the selected candidate to the Board for approval. In identifying a suitable qualified candidate before the appointment to the Board, the Nomination Committee and the Board will base on the fit and proper criteria, diversity in gender and cultural background rather than the source of the candidate for selection.	
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 Company makes announcement to Bursa Malaysia Securities Berhad ("Bursa Securities") on the appointment of Directors. The profile of each Director is in the Annual Report of the Company which is available at the Company's website at www.bigind.com.my and the website of Bursa Securities. The Nomination Committee assesses the performance of the retiring Directors via annual evaluation materials of the Company and recommends to the Board for approval before the retiring Directors offer themselves for re-election / re-appointment at the annual general meeting.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

Application	:	Applied	
Explanation on application of the practice	:	The Nomination Committee is chaired by a Senior Independent Non-Executive Director.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 5.9

The board comprises at least 30% women directors.

Application	:	Applied	
Explanation on application of the practice	:	The Board comprises 40% of women Directors in 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

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

Practice 5.10

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

Application :	Applied	
Explanation on application of the practice :	The Board fulfils the Listing Requirements of Bursa Malaysia Securities Berhad of one (1) woman Director and adopts the best practices and guidance according to the Malaysian Code of Corporate Governance 2021 of 30% women Directors. There are 2 women Directors out of a total of 5 Directors in the Company. Most employees of the Group are Malaysian citizen with 39% female. The Company is committed in promoting gender diversity, equality and leveraging on talent.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

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

Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.			
Application	:	Applied	
Explanation on application of the practice	:	The Nomination Committee has via annual evaluations reviewed the mix, skill, independence and diversity of the Board; and assessed the effectiveness of the Board, Board Committees and contribution of individual Director. The annual evaluations are carried out by way of questionnaires to be completed by Directors on self and peer by using various evaluation forms. The responses thereto are compiled by the Company Secretary for discussion by the Nomination Committee and the Board. The questionnaires for: (a) The Board and Board Committees are relating to the mix and composition, quality of information and decision making, boardroom activities, Board's relationship with management, and ESG or sustainability. (b) Individual Directors are involving fit and proper, contribution and performance, calibre and personality.	
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 remuneration of Directors and senior management is reviewed by the Remuneration Committee and then approved by the Board. It is based on their responsibility, involvement in the Board and Board Committees, time commitment, performance of Directors and financial performance of the Group. The Executive Director is assessed based on her capability, performance, commitment and duty via an annual performance appraisal in alignment with the Group's performance in accordance with the remuneration procedures and policies of the Group.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

Practice 7.2
The board has a Remuneration Committee to implement its policies and procedures on remuneration including reviewing and recommending matters relating to the remuneration of board and senior management.

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

Application	:	Applied	
Explanation on application of the practice	:	The Remuneration Committee ("RC") consists of 3 Independent Non-Executive Directors. They are not involved in the deliberation and decision of their individual remuneration. The RC had met 2 times during the financial year. The terms of reference of the RC are disclosed at the Company's website at www.bigind.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 details on named basis for the remuneration of individual Director is disclosed on page 18 of the Annual Report.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Datuk Lee Chuen Wan	Non-Executive Non-Independent Director	60	-	-	-	-	-	60	60	-	-	-	-	-	60
2	Choong Wye Lin	Executive Director	-	-	-	-	-	-	-	-	-	322.80	78.30	-	49.26	450.36
3	Lau Chia En	Independent Director	48	-	-	-	-	-	48	48	-	-	-	-	-	48
4	Leong Kah Mun	Independent Director	48	-	-	-	-	-	48	48	-	-	-	-	-	48
5	Edeleen Binti Dell Akbar	Independent Director	48	-	-	-	-	-	48	48	-	-	-	-	-	48
6	Mohd. Yusof Bin Mahmud	Independent Director	-	-	-	-	-	-	-	10.40	-	-	-	-	-	10.40
7	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
8	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
9	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
10	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
11	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
12	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
13	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
14	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
15	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

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	:	Not applicable - all members of senior management are members of the board	
Explanation on application of the practice	:		
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

Practice 8.3 - Step Up
Companies are encouraged to fully disclose the detailed remuneration of each member of senior management on a named basis.

Application	:	Adopted
Explanation on adoption of the practice	:	The remuneration component of the senior management, Ms Choong Wye Lin is disclosed on page 18 of the Annual Report. Her remuneration is paid by a subsidiary of the Company.

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

Intended Outcome
There is an effective and independent Audit Committee.

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

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

Application	:	Applied	
Explanation on application of the practice	:	The Chairman of the Audit Committee is not the Chairman of 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
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	:	None of the members are former partners of the external audit firm.	
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 Audit Committee ("AC") assesses the performance, independence, competence and capacity of the External Auditors, Messrs Baker Tilly Monteiro Heng PLT ("BTMH") and recommends the re-appointment of BTMH to the Board and for shareholders' approval at the annual general meeting. BTMH confirm that they have complied with the requirements for independence in accordance with the professional rules.	
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 Audit Committee comprises all Independent Directors.

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 Audit Committee ("AC") members collectively have the necessary financial, accounting, auditing, corporate, and risk management expertise and experience to meet their responsibilities in accordance with the Terms of Reference of the AC. The AC members have attended programmes and events to enhance their knowledges, skills and perspectives to keep abreast with the relevant developments in accounting and auditing standards, practices and regulations in the discharging of their duties.	
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	:	There are risk management framework and key internal control processes established to identity, evaluate, monitor and manage risks; and to review audit findings on the adequacy and effectiveness of the risk management and internal control system of the Group to safeguard the business interests, shareholders' investment and the Group's assets. A Risk Management Committee ("RMC") is set up by the Board. Both the RMC and the internal audit function assist the Audit Committee and the Board in reviewing the effectiveness, adequacy and integrity of the system of internal control in managing risks. The internal audit function is performed by Salihin Consulting Group Sdn Bhd which is subsequently replaced by Crowe Governance Sdn Bhd.
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 Risk Management Committee helps the Audit Committee in overseeing the risk management matters in the operations of the Group. The Risk Management Committee reports relevant aforesaid matters to the Audit Committee. The key elements of risk management system and internal control systems, effectiveness and adequacy thereof are disclosed in the Statement on Risk Management and Internal Control in the Annual Report.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
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 Risk Management Committee ("RMC") comprises a majority of Independent Directors. The RMC consists of the Executive Director who is the Chairwoman and 2 Independent Directors as members.

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	:	Salihin Consulting Group Sdn Bhd ("Salihin") which is subsequently replaced by Crowe Governance Sdn Bhd ("Crowe"), both external companies are providing internal audit services and assisting the Audit Committee ("AC"). Salihin and Crowe report to the AC on their scopes, approaches, source of information, limitation, team members, findings, description of risk rating, execution, opinion and recommendation. The Executive Director, Group Finance Manager and relevant management staff carry out assessment review of the internal audit function in the areas of audit plan, audit programme, audit works, audit report, and the Statement on Risk Management and Internal Control. The AC evaluates the independence and performance of Salihin and Crowe also.
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	:	Internal audit personnel are qualified with sufficient resources and free from any relationships or conflicts of interest which could impair their independence and objectivity. Encik Ahmad Izwan Adnan from Salihin Consulting Group Sdn Bhd ("Salihin") was responsible for the internal audit. He holds a Degree of Accountancy. He is a member of the Malaysian Institute of Accountants ("MIA") with MIA practice certificate, Malaysian Institute of Corporate Governance, Institute of Internal Auditors Malaysia and Association of Certified Fraud Examiner. Emily Wong Hui Ching of Crowe Governance Sdn Bhd ("Crowe") is currently responsible for the internal audit. She is a Certified Internal Auditor and Certified Practising Accountant, Australia. She holds a Bachelor of Commerce University of Melbourne, Australia. The internal audit function performed by Salihin and later replaced by Crowe is carried out with reference to the principles of the International Professional Practices Framework of the Institute of Internal Auditors.	
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 :	Stakeholders are informed of the Company's performances; business; meeting of members; policies on governance, environment and social responsibility, and other matters via Bursa Link and its website. The Company's website at www.bigind.com.my incorporates an Investor Centre section which provides public relevant information of the Group. This section enhances the investor relation function by providing all announcements to Bursa Malaysia Securities Berhad including information on financial and non-financial, and annual general meeting. The annual general meeting held by the Company provides an avenue to meet shareholders and answering any queries raised by the 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

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.

<table>
<tr><td>Application :</td><td colspan="2">Not applicable – Not a Large Company</td></tr>
<tr><td>Explanation on application of the practice :</td><td colspan="2"></td></tr>
<tr><td rowspan="2">Explanation for departure :</td><td colspan="2"></td></tr>
<tr><td colspan="2"></td></tr>
<tr><td colspan="3">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

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

Practice 13.1

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

Application	:	Applied	
Explanation on application of the practice	:	The notice of annual general meeting ("AGM") with the venue, date, time and the detailed agenda is announced to Bursa Malaysia Securities Berhad at least 28 days prior to the meeting. The said notice is published on a local newspaper and the website of the Company at www.bigind.com.my. Printed copy of annual report is available to shareholders upon request. The AGM is a platform for shareholders to engage with the Board and management of the Company via a two-way dialogue.	
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 Directors attended the Thirty-Fourth Annual General Meeting ("34th AGM") conducted physically on 27 November 2024. The Chair of the Audit Committee, Nomination Committee, Remuneration Committee, Risk Management Committee and External Auditors of the Company were present at the 34th AGM to provide explanation, professional and independent clarifications to 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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Board views that a physical general meeting provides more interaction and engagement between the Directors, management, External Auditors and shareholders. The holding of a physical general meeting is also in line with the announcement of the Securities Commission Malaysia and Bursa Malaysia Berhad ("Bursa Malaysia") on 30 August 2025 which states that all public listed companies on Bursa Malaysia must hold hybrid or physical general meetings from 1 March 2025. Shareholders who are unable to attend the general meeting could appoint their proxies, representatives or the Chairman of the meeting to participate and vote for them.	
		Shareholders could indicate specific voting instructions in the Proxy Form, if required.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The Company will consider the mode of general meeting.	
Timeframe	:	Others	Please specify number of years.

Intended Outcome

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

Practice 13.4

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.

<table>
<tr><td colspan="3">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.</td></tr>
<tr><td>Application :</td><td colspan="2">Applied</td></tr>
<tr><td>Explanation on application of the practice :</td><td colspan="2">At the 34th AGM, the Chairman of the Board and Directors encouraged shareholders to participate in the question-and-answer session with good engagement between the Board, management and shareholders.

The Chairman of the Board and the Directors, where appropriate, responded to all relevant enquiries in relation to the Group whether on financial or non-financial matters during the AGM.

Shareholders were able to communicate and pose questions at the said meeting. Questions posed by shareholders at the said meeting were answered and addressed by the Board.</td></tr>
<tr><td rowspan="2">Explanation for departure :</td><td colspan="2"></td></tr>
<tr><td colspan="2"></td></tr>
<tr><td colspan="3">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
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.

<table>
<tr><td colspan="4">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.</td></tr>
<tr><td>Application</td><td>:</td><td colspan="2">Not applicable – only physical general meetings were conducted in the financial year</td></tr>
<tr><td>Explanation on application of the practice</td><td>:</td><td colspan="2"></td></tr>
<tr><td rowspan="2">Explanation for departure</td><td rowspan="2">:</td><td colspan="2"></td></tr>
<tr><td colspan="2"></td></tr>
<tr><td colspan="4">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>:</td><td colspan="2"></td></tr>
<tr><td>Timeframe</td><td>:</td><td></td><td></td></tr>
</table>

Intended Outcome

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

Practice 13.6

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

Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.		
Application :	Applied	
Explanation on application of the practice :	The minutes of the 34th AGM are available at the Company's website no later than 30 business days after the said meeting.	
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.

Not applicable.