MUDAJAYA GROUP BERHAD
200301003119 (605539-H)

Annual Report 2025

The cover design connotes the Group's diverse business segments, seamlessly integrated in a cohesive and unified composition of Mudajaya Group Berhad.

The energy, environmental and urban elements reflect its core activities, progressing steadily towards its long-term vision of sustainable development.

Anchored on a foundation of resilience, the Group continues to strive towards delivery sustainable growth and value for it shareholders.

ADVANCING THE FUTURE TOGETHER

TOTAL REVENUE
RM230.6
MILLION

OPERATING PROFIT
RM15.4
MILLION

TOTAL ASSETS
RM2.0
BILLION

OVER
60 YEARS
OF EXPERIENCE

APRIL 30 2026 — Notice of 23rd Annual General Meeting and issuance of Annual Report 2025

JUNE 30 2026

23rd ANNUAL GENERAL MEETING

TIME:
2.30 p.m.

MEETING VENUE:
Crystal Plaza, Ground Floor
Lobby 1, Hall 2
No. 4A, Jalan 51A/223
46100 Petaling Jaya
Selangor Darul Ehsan
Malaysia

OUR PRIDE

- First construction company in malaysia certified for the ISO 37001: 2016 Anti-Bribery Management System (ABMS), with accreditation from United Kingdom Accreditation Service (UKAS)
- Awarded 5-star in the safety and health assessment system in construction from CIDB malaysia
- Achieved 5-star in the CIDB score assessment

FINANCIAL CALENDAR

Announcement of quarterly results

30 MAY 2025	Announcement of the unaudited consolidated results for the 1st quarter ended 31 March 2025
28 AUGUST 2025	Announcement of the unaudited consolidated results for the 2nd quarter ended 30 June 2025
26 NOVEMBER 2025	Announcement of the unaudited consolidated results for the 3rd quarter ended 30 September 2025
27 FEBRUARY 2026	Announcement of the unaudited consolidated results for the 4th quarter and financial year ended 31 December 2025

WHAT'S

INSIDE

1 ABOUT THIS REPORT

2 ABOUT US

3 PERFORMANCE REVIEW

4 CORPORATE GOVERNANCE

5 SUSTAINABILITY

6 FINANCIALS

7 ADDITIONAL INFORMATION

The online version of Mudajaya's Annual Report 2025 is available from our website. Go to **https://www.mudajaya.com** or scan the QR code with your smartphone.

1. Download the "QR Code Reader" on Apple App Store or Google Play Store.
2. Run the QR Code Reader app and point your camera to the QR Code.
3. Get access to our online version of Mudajaya's Annual Report 2025.

REPORTING SCOPE AND BOUNDARIES

OUR VISION

To be the preferred leader in the Construction, Property Development and Renewable Energy industry.

To provide good infrastructure and energy requirement to society.

Strive in looking ahead beyond expectations and goals by integrating technical excellence, commitment and leveraging on the competency of our people.

OUR MISSION

Committed to continuously improve performance by meeting international quality standards, timely completion, customer satisfaction and enhancement of shareholders value.

Committed to improve overall to continuously attract, engage, retain and develop human capital.

WE CONTINUE TO STRENGTHEN OUR POSITION BY COLLABORATING WITH OUR CRITICAL STAKEHOLDERS TO MEET THE CURRENT AND FUTURE CHALLENGES OF OUR BUSINESS, CREATING VALUE.

OUR CORPORATE VALUES

The essence of Mudajaya's corporate culture is captured succinctly by the acronym, TULIP and signifies five distinct values which guide the organisation's principles and practices in its never-ending journey for excellence. Each value is set out below:

T	**TRUST**	Trust is the basis of all good relationships, be it personal or at work. Being open, transparent and respectful
U	**UNITY**	Unity is strength, when there is teamwork, where people come together and collaborate, wonderful things can be achieved and success is inevitable
L	**LEARNING**	Change is the result of all true learning where there is no beginning and no end but continuous improvement and growth. We advance together
I	**INTEGRITY**	Consistency in our actions, values, methods, measures & principles, expectations and outcomes
P	**PROGRESSION**	Success is the progressive realisation of a worthy goal or ideal, step up to challenges together

REPORTING SCOPE AND BOUNDARIES (CONT'D)

MUDAJAYA GROUP BERHAD ("MUDAJAYA" OR "THE COMPANY") AND ITS SUBSIDIARIES ("MUDAJAYA GROUP" OR "THE GROUP") ARE PRIMARILY INVOLVED IN CONSTRUCTION, PROPERTY DEVELOPMENT, POWER, MANUFACTURING AND TRADING. CONSTRUCTION, UNDERTAKEN BY MUDAJAYA CORPORATION BERHAD (MCB), IS THE MAIN CONTRIBUTOR TO THE GROUP'S REVENUE DOMESTICALLY. MCB IS INVOLVED IN GENERAL CONSTRUCTION, IN PARTICULAR CIVIL ENGINEERING AND BUILDING CONSTRUCTION ON BOTH DESIGN AND BUILD, AS WELL AS CONVENTIONAL CONSTRUCTION, CONTRACTS FOR GOVERNMENT, QUASI-GOVERNMENT AND THE PRIVATE SECTOR.

MUDAJAYA GROUP PROFILE

Mudajaya Group has been involved in a portfolio of contracts (some of which were on joint venture basis) of national relevance, including critical infrastructures such as highways, roads, bridges, power stations, buildings, infrastructure, marine structures, dams and retaining structures, water supply works, drainage and sewerage works.

In fulfilling our purpose of 'Advancing the Future Together', we continue to be committed to progress towards building a more dynamic future for all. The Group remains optimistic of its current market position as well as its future prospects with a strong financial base, experienced management and skilled workforce. Our positive outlook is reinforced by our capacity to design and build, our expertise in power plants and tall chimneys, the potential to diversify and a good business strategy. Collectively, these strengths will put us in good stead to further excel in the business undertaken by the Group.

At Mudajaya, we believe in collaboration as a team, within the organisation as well as with our valued clients. Together, we can step forward to meet current and future challenges with confidence, energy and determination.

REPORTING SCOPE AND BOUNDARIES (CONT'D)

ABOUT THIS REPORT

This Integrated Annual Report ("Annual Report 2025") provides a comprehensive overview of Mudajaya Group's financial and non-financial performance for the reporting period from 1 January 2025 to 31 December 2025 ("FY2025").

This report focuses on the sustainability strategy, current performance and future plans of the Group; namely on the material Economic, Environmental, Social and Governance aspects of business operations. Utilising this format of reporting represents the Group's commitment to transparency and quality disclosures on our business performance and our ability to create value for our multiple stakeholders. This report aligns with the content elements suggested by the International Integrated Reporting Council (IIRC) and includes components such as consistency and comparability, strategic focus and future orientation. This report includes both financial and non-financial performance indicators. Our objective is to provide an innovative and effective way to communicate the Group's ability to create value in a sustainable manner over time as we continue to embed integrated thinking into all our decision making processes that drive positive change.

Since year 2017 our annual integrated reports have incorporated our sustainability results with the strategy for our business. In developing this report, we considered input from our many stakeholders as we continued to work on strengthening our strategy formulation and data collection processes and mechanisms. The Annual Report 2025 serves as a communication tool and provides a perspective on the issues that matter to our stakeholders; both in the near term and the long-term.

Our financial statements have been prepared in accordance with the Malaysian Financial Reporting Standards ("**MFRS**") and the requirements of the Companies Act 2016 in Malaysia. We also adhered to Bursa Malaysia Securities Berhad's Main Market Listing Requirements and their Sustainability Guidelines, as well as the Malaysian Code on Corporate Governance 2021 released by the Securities Commission.

REPORTING SCOPE AND BOUNDARY

The Annual Report 2025 covers information on Mudajaya's operations as well as our core sectors including construction, property development, power, manufacturing and trading. The scope also includes the Group performance in the context of governance, risks, opportunities, prospects and sustainability.

As we transition into our ninth year of integrated reporting, we have taken great care in providing accurate data and information to the best of our knowledge and ability. We continue our efforts to influence sustainability practices along our value chain and we intend to extend them significantly in the years to come.

MATERIALITY DETERMINATION

Materiality determination remains a critical element in defining the strategies that we deploy towards value creation. Mudajaya conducts reassessment on an annual basis to align our material matters with the latest Bursa Malaysia enhanced listing requirements and evolving industry best practices. The process of materiality assessment was conducted based on prescribed guidelines of the Global Reporting Initiative (GRI) Standards.

The Board of Directors ("**the Board**") of Mudajaya, together with its Board Committees, maintains its central role in continuously evaluating the Group's current and emerging risks as well as opportunities for growth and expansion.

REPORTING SCOPE AND BOUNDARIES (CONT'D)

FORWARD - LOOKING STATEMENTS

Certain statements in the Annual Report 2025 regarding our business operations and strategies may constitute forward-looking statements and can be identified by words such as 'believes' 'anticipates', 'expects', 'intends', 'may', 'will', 'plan' or any other words of similar meaning which indicate a future operating or financial performance. Any forward-looking statements contained in this document represent the views of management only as of the date hereof and are presented for the purpose of assisting our stakeholders in understanding our financial position, objectives and priorities.

Such statements are necessarily dependent on assumptions, methods or data that may later be imprecise or incorrect and as such are not guaranteed to be an indicator of future results. Instead, these constitute our expectations based on reasonable assumptions and may change as a result.

STATEMENT OF THE BOARD OF DIRECTORS OF MUDAJAYA GROUP

The Board acknowledges responsibility for the presentation, integrity and completeness of the Annual Report 2025. The Board confirms that it has collectively reviewed the content of the Annual Report 2025 and is satisfied that it provides a fair representation of the performance of the Group for the year under review.

Where professionals unwind without stepping away from elegance - The Office Club @ Menara Mudajaya

LRT3 GS01 Completion of Station, Viaduct and Parking Facilities at BU11 Station

REPORTING PRINCIPLES

MUDAJAYA GROUP BERHAD
200301003119 (605539-H)

TRANSPARENCY

Transparency in business is a driver for exponential progress and promotes all-round satisfaction to all stakeholders. Thus, we have included disclosures providing our stakeholders with a clearer understanding of our businesses and our value proposition. As we continue to meet all compliance requirements, we are still improving on the quality of our reporting.

BALANCED INFORMATION

We have attempted to share information on our successes as well as challenges during the reporting year. We strongly believe that balanced information will help our stakeholders to evaluate our performance holistically.

COMPARABILITY

As with our previous Integrated Reports, wherever possible we have also included data for a minimum of two (2) years to allow for comparisons and to reflect on our progress year-on-year. Comparability will allow our stakeholders to more accurately assess the Group's development and its future aspirations.

INTEGRATED THINKING

We understand that integrated reporting promotes integrated thinking and is fundamental to the way we do business. This cohesiveness enhance the flow of information and results in a more efficient and productive allocation of capital which in turn, will drive our performance and growth. As we strategise the deployment of these capitals supported by favourable market conditions, our robust risk management framework, and our corporate values, we are able to create value and enhance shareholders' understanding of our performance.

Manufactured Capital

Manufactured Capital are the physical assets, products and services of the Group and encompass landbanks, township, commercial space, solar photovoltaic plants, and construction works. As we strive to provide seamless delivery of our products and services, we depend on the competency of our people, efficiency of the equipment, tools and transportation as well as quality materials.

Financial Capital

Financial Capital refers to the Group's existing financial resources which are generated either through business operations or via its shareholder funds. As we continue to manage our four core businesses namely construction, property development, power as well as trading, manufacturing and others, we are able to generate income to sustain and grow the organisation. A stable financial capital base provides us with the opportunity to consistently invest in potential opportunities for growth and expansion, stakeholder engagement and talent development; while also fulfilling our responsibility to the community.

Human Capital

Human Capital is the heart and soul of any organisation and drives business productivity, enhances customer relationships, and allows business growth. Whether directly or indirectly, all decisions, financials and systems are strategically aligned to ensure that the organisations human talent is central to all aspects of its operations. At Mudajaya, we place high value on this key organisational asset and we want to ensure their work has meaningful impact not only to us, but to the community as well. Employee experience and engagement are our main priorities in nurturing highly skilled and adept professionals; as investing in human capital will pay off in terms of higher productivity and in turn ensure efficient business operations and growth.

Social Capital

Social Capital refers to the relationships that make our organisation run effectively and include various stakeholders such as employees, shareholders, regulators, customers, suppliers and the communities in which we operate. We continue to invest in strengthening our relationships with these various stakeholders based on trust and integrity in order to enhance individual and collective wellbeing; recognising that social capital is vital to our business' success.

Natural Capital

Natural Capital refers to all renewable and non-renewable environmental resources and processes that we utilise while delivering our solutions and we realise that an organisation would not be able to prosper without due consideration for its impact on the environment. The Group's operating sectors are highly dependent on the existing natural landscape in developing projects which are of great importance for human and natural habitats. As a responsible business, we strive to operate using environmentally friendly practices and technologies in order to minimise our direct impact on the environment and resources.

Intellectual Capital

Intellectual Capital refers to our decades of industry experience and expertise, our credible brand as well as our knowledge; which combine to contribute to our evolution as a successful business. The Group's reputation grows and is reinforced through our bespoke and purpose-built construction, property and power plant projects. We continue to uphold and demonstrate our strengths and capabilities in all our core sectors and are supported by our recognised subsidiaries.

VALUE CREATION BUSINESS MODEL

OUR VALUE CREATION MODEL

INPUTS (CAPITAL RESOURCES)		LEVERAGES
MANUFACTURED	Land bank of **51.62 acres** & fixed assets worth over **RM292.8 million** **1 TOWNSHIP, 4 POWER PLANTS** & a total land area of approximately **1.5 MILLION** square feet of cement and clinker production plant	**ASSETS MANAGEMENT** Diversify specific assets which are able to deliver more stable income
FINANCIAL	Total assets of **RM2.0 billion** **RM807.3 million** of total equity	**FINANCIAL MANAGEMENT** Maintain no-dividend policy and proposed to conserve cash by reducing debts and monetising current as well as future assets
HUMAN	**TRAINING PROGRAMMES** with a total of **1,570 hours** were attended by **more than 380** total number of contract and permanent employees	**EMPLOYEE ENGAGEMENT** Encourage teamwork and open-dialogue session with higher level management to promote productivity, performance and improving motivation level
SOCIAL	Collaborated with **NOT LESS THAN 11 regulatory authorities & government agencies**	**CORPORATE SOCIAL RESPONSIBILITY** Promote volunteerism, corporate social responsibility and active participation in community services by rewarding off-days or work leaves
NATURAL	Governed project sites with stringent policies on **ENVIRONMENTAL PROTECTION** Policies incorporated for environmental management	**ENVIRONMENTAL STEWARDSHIP** Strengthen internally ISO 14001:2015 by abiding to local environmental regulations and compliance requirements
INTELLECTUAL	Over **60 years** of experience in **GENERAL CONSTRUCTION** with **30 years** experiences in **POWER GENERATION**. Fully functional in-house technical and O&M capabilities for solar plants	**BRANDING ENHANCEMENT** Improving reputation through our commitment to our stakeholders

VALUE CREATION BUSINESS MODEL (CONT'D)

Our value creation model is designed to address the significant capitals (as inputs) and material topics in context of value creation for our multiple stakeholders.

MUDAJAYA'S CORE BUSINESSES

- CONSTRUCTION
- POWER
- PROPERTY DEVELOPMENT
- MANUFACTURING, TRADING & OTHERS

TREND	MATERIAL TOPICS	
URBANISATION	FINANCIAL	MARKET
INDUSTRIALISATION	ENVIRONMENTAL, SAFETY & HEALTH	DEVELOPMENT STRATEGY
ECONOMIC GROWTH	PROJECT DEVELOPMENT & EXECUTION	TALENT & RESOURCE MANAGEMENT
FINANCIAL	UTILITIES & SUPPLY	

STRATEGIES PRIORITIES IN 2025

- Unlocking Asset Values
- Sustaining Group Performance
- Diversifying Key Assets
- Sustaining Group Performance

OUTPUT

Manufactured Capital

- Completed and on-going mega projects in **construction** and **power sectors** with a total contract sum of > **RM4.9 billion**
- Cement production plant with maximum annual capacity of **1 million** tonnes per annum

Financial Capital

RM230.6 million of revenue reported in **FY2025**

Human Capital

- Awarded **5-STAR** in the safety and health assessment system in construction from CIDB Malaysia
- Compliance with amendments to the Employment Act 1955

Social Capital

Various **CSR events/programmes, sport activities & staff engagement** carried out in current year

Natural Capital

Solar Facility:

- Annually produced close to 100 Gwh of clean and renewable energy
- Eliminated approximately over **76,000 ton** of CO2 per annum

Intellectual Capital

Awards Granted:

(i) **Focused Recognition Award** for good performance from Petronas, **IFAWPCA Silver Medal for Civil Engineering Construction** from International Federation of Asian and Western Pacific Contractors' Associations, **Anugerah Kecemerlangan Industri Pembinaan Malaysia** ("MCIEA"), **Anugerah IBS** from Lembaga Pembangunan Industri Pembinaan Malaysia ("CIDB"), Member of the Malaysian Photovoltaic Industry Association

(ii) Sinar Kamiri Sdn Bhd won the **2022 JCI Malaysia Sustainable Development Award** under SDG No. 7

(iii) Platinum Service Award (20 years) from Master Builders Association Malaysia ("MBAM")

CORPORATE INFORMATION

BOARD OF DIRECTORS

IR JAMES WONG TET FOH
Non-Independent Executive Chairman

DATUK WIRA ARHAM BIN ABDUL RAHMAN
Independent Non-Executive Director

LEONG CHOON MENG
Independent Non-Executive Director

OEI SU LEE
Independent Non-Executive Director

AUDIT, RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE

Chairman
Leong Choon Meng
Members
Datuk Wira Arham Bin Abdul Rahman
Oei Su Lee

INVESTMENT COMMITTEE

Chairman
Datuk Wira Arham Bin Abdul Rahman
Members
Leong Choon Meng
Oei Su Lee

COMBINED NOMINATION AND REMUNERATION COMMITTEE

Chairperson
Oei Su Lee
Members
Datuk Wira Arham Bin Abdul Rahman
Leong Choon Meng

COMPANY SECRETARIES

Tan Chin Boo
(MIA 46824)
(SSM PC No. 202408000126)

Amanda Wong Jiun Ee
(MAICSA 7073711)
(SSM PC No. 202308000504)

AUDITORS

Deloitte Malaysia PLT
Chartered Accountants

REGISTERED OFFICE

PH1, Menara Mudajaya
No. 12A, Jalan PJU 7/3
Mutiara Damansara
47810 Petaling Jaya
Selangor Darul Ehsan, Malaysia
Tel No : (603) 7806 7899
Fax No : (603) 7806 7900
Email : jim.tan@mudajaya.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 No : (603) 7890 4700
Fax No : (603) 7890 4670
Email : bsr.helpdesk@
boardroomlimited.com

PRINCIPAL BANKERS

AmBank Islamic Berhad
Al Rajhi Banking & Investment
Corporation (Malaysia) Bhd
OCBC Bank (Malaysia) Berhad
HSBC Bank Malaysia Berhad
CIMB Bank Berhad

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia
Securities Berhad
Stock Name : MUDAJYA
Stock Code : 5085

WEBSITE ADDRESS

www.mudajaya.com

INVESTOR RELATIONS

Email : info@mudajaya.com
Tel No : (603) 7806 7899

DIRECTORS' PROFILE

IR JAMES WONG TET FOH

Non-Independent Executive Chairman

Aged
65

Gender

Nationality

IR JAMES WONG TET FOH, graduated with a Bachelor of Science (1st Class Honours) in Civil Engineering in 1984 and a Master of Science in 1985 from Imperial College of Science, Technology & Medicine, United Kingdom. He also completed a Master of Business Administration (Finance) Programme from Nottingham University Business School in 2015.

He attained his Professional Engineer registration with the Board of Engineers Malaysia (BEM) in 1989, following the first 5 years of his career with a forensic engineering consultancy firm specialising in distressed buildings or infrastructure works covering the fields of geotechnical, structural and material investigations.

In 1989, he joined the UEM Group of Companies where he served for 21 years in various senior capacities including as Chief Operating Officer for UE Construction Sdn. Bhd. (2002-2004) and Director of International Projects for UEM Builders Berhad (2004-2009). His stint with UEM covered projects across India, Middle East, Indonesia and Singapore. In 2009, he joined Lafarge Concrete (M) Sdn. Bhd. as Vice President of Marketing and Strategy (Asia). Prior to joining Mudajaya, he served as Business Development Director of IJM Corporation Bhd and subsequently as Managing Director of IJM's toll highway concession asset companies in Malaysia and India.

Ir James Wong joined the Board of Mudajaya as Executive Director and served as Managing Director of Mudajaya Corporation Berhad on 2 May 2014. He was later appointed as the Group Managing Director & Chief Executive Officer of Mudajaya on 1 April 2015 and subsequently redesignated as Executive Chairman of Mudajaya on 1 April 2024.

Ir James Wong's directorship in non-listed public company is Mudajaya Corporation Berhad. He has no directorships in other listed issuers.

DIRECTORS' PROFILE (CONT'D)

YBHG DATUK WIRA ARHAM BIN ABDUL RAHMAN

Independent
Non-Executive Director

Aged
63

Gender

Nationality

YBHG DATUK WIRA ARHAM BIN ABDUL RAHMAN, holds a Bachelor's degree in Economics from the National University of Malaysia. He further enhanced his professional development by completing the Senior Executive Course at Harvard University's Kennedy School of Government in 2011, followed by the Leading Economic Growth Online Programme in 2020.

YBhg Datuk Wira Arham illustrious career spanning 35 years in Malaysian Investment Development Authority ("**MIDA**") began in 1989 as an Economic Affairs Officer in the Resource Based Industry Division, before serving in the Foreign Investment Division, a MIDA spearheading division responsible for attracting and facilitating foreign investments into Malaysia. In September 1994, he was appointed as the Deputy Director of MIDA Cologne, Germany for 6 years, where he spearheaded MIDA's investment promotion initiatives across Germany, The Netherlands, Belgium, Austria and other Eastern European countries.

In 2009, YBhg Datuk Wira Arham expanded his expertise by leading MIDA New York for 4 years, during which he played a pivotal role in advancing investment promotion efforts along the East Coast of the United States of America. Upon his return to Malaysia in 2013, he was entrusted with oversight of MIDA's Foreign Investment Promotion Division. His remarkable contributions led to his appointment as the Executive Director of Investment Promotion in 2015, where he successfully managed 3 key MIDA divisions under his purview. In recognition of his outstanding dedication, YBhg Datuk Wira Arham was appointed as MIDA's Deputy Chief Executive Officer on 1 February 2019. With his wealth of experience spanning over 3 decades, he had held various instrumental roles within the organisation making substantial contributions to the economic development of Malaysia. He was promoted to the position of Chief Executive Officer of MIDA on 1 April 2021 and served in this capacity until his retirement on 17 April 2024.

YBhg Datuk Wira Arham was appointed to the Board of Mudajaya on 31 December 2024 and he also serves as Chairman of the Investment Committee as well as a member of the Audit, Risk Management and Sustainability Committee, and Combined Nomination and Remuneration Committee.

YBhg Datuk Wira Arham is currently an Independent Non-Executive Director of Malaysian Pacific Industries Bhd and the Senior Independent Non-Executive Director of Duopharma Biotech Berhad. His directorship in non-listed public company are Invest Sabah Berhad and Delloyd Technology Berhad.

DIRECTORS' PROFILE (CONT'D)

OEI SU LEE

Independent Non-Executive Director

Aged

56

Gender

Nationality

MS OEI SU LEE, holds a Bachelor of Economics (Accounting and Finance) from Macquarie University, Sydney, Australia, and a Master of Business Administration (MBA) from Macquarie Graduate School of Management, Sydney, Australia. She is a member of the Institute of Chartered Accountants Australia and New Zealand, a Certified Tax Advisor of The Tax Institute (Australia) (CTA), a full member of the Chartered Institute for Securities & Investment (MCSI), and a graduate member of the Australian Institute of Company Directors (GAICD). In 2025, she attained the Qualified Risk Director (QRD) designation from the Institute of Enterprise Risk Practitioners (IERP).

Ms Oei has over 30 years of experience in financial management, encompassing accounting, taxation, compliance, business strategy, and venture capital advisory. She previously served as Chief Financial Officer of MKS Capital Australia, part of the MKS Group, a global financial services organisation specialising in precious metals with operations across multiple international markets and headquartered in Geneva, Switzerland.

While pursuing her degree, Ms Oei gained early professional experience in business services with Ernst & Young (EY). She subsequently commenced her career at Camphin Boston Chartered Accountants, where she trained in taxation and advisory. She later joined PwC Sydney, specialising in taxation services, with experience across the media, banking and financial services, and superannuation sectors. Following her tenure at PwC, she returned to Camphin Boston Chartered Accountants as a Director, advising small and medium enterprises, and continued to serve the firm in an advisory capacity until recent years. Ms Oei also served as Director of Corporate Expansion at N2N Connect Australia Pty Limited, a wholly owned subsidiary of N2N Connect Berhad (Malaysia), where she led strategic investments supporting its global expansion into Australian fintech businesses.

In 2019, she was appointed adviser to the Chief Executive Officer of Emerald Foods Pty Limited, contributing to its Southeast Asian expansion and successful divestment to New Zealand-based investors. Since December 2021, she has been Strategic Adviser to the Chief Innovation Officer of Fueltech Pty Limited, an Australian company operating in the new energy transportation sector, with international partnerships across South Korea, China, and Indonesia, focusing on electric vehicle and hydrogen infrastructure solutions. In addition to her corporate career, Ms Oei actively supports the performing arts and contributes to fundraising initiatives for artistic and social causes.

Ms Oei was appointed to the Board of Mudajaya Group Berhad on 22 April 2022. She currently serves as Chairperson of the Combined Nomination and Remuneration Committee, and as a member of the Audit, Risk Management and Sustainability Committee and the Investment Committee.

Ms Oei has no directorships in other listed issuers or non-listed public companies.

DIRECTORS' PROFILE (CONT'D)

LEONG CHOON MENG

Independent Non-Executive Director

Aged
62

Gender

Nationality

MR LEONG CHOON MENG, is a member of the Malaysian Institute of Accountants and Chartered Institute of Management Accountants.

Mr Leong has extensive experience in corporate leadership, strategy, and finance, with expertise spanning investment banking, corporate finance, property development, construction, manufacturing, and governance. He has held key leadership roles in prominent organisations, including Sunway Group Berhad, Alliance Investment Bank Bhd and Tropicana Corporation Bhd, where he led strategic initiatives, mergers and acquisitions, corporate restructuring, and capital market activities.

Mr Leong was appointed to the Board on 31 December 2024 and he also serves as Chairman of the Audit, Risk Management and Sustainability Committee as well as a member of the Combined Nomination and Remuneration Committee and Investment Committee.

He has no directorships in other listed issuers or non-listed public companies.

NOTES:

1. ***Family Relationship with Director and/or Major Shareholder***
   None of the Directors has any family relationship with any director and/or major shareholder of Mudajaya.
2. ***Conflict of Interest***
   None of the Directors has any conflict of interest or potential conflict of interest, including interest in any competing business with Mudajaya or its subsidiaries.
3. ***Conviction for Offences***
   None of the Directors has any conviction for offences within the past 5 years (other than traffic offences, if any). There were no public sanctions and/or penalties imposed on the Directors by the relevant regulatory bodies during the financial year.
4. ***Attendance of Board Meetings***
   The attendance of the Directors at Board Meetings held during the financial year ended 31 December 2025 is disclosed in the Corporate Governance Overview Statement.

SENIOR MANAGEMENT'S PROFILE

CHEW CHEE WAI

Group Chief Operating Officer – Mudajaya Group Berhad

Managing Director – Mudajaya Corporation Berhad

Aged: 47

Gender: Male

Nationality: Malaysian

MR CHEW CHEE WAI joined Mudajaya Group Berhad on 3 January 2022 as the General Manager for China Operations, where he also oversaw the Group's local procurement division. He was subsequently appointed as the Managing Director of Mudajaya Corporation Berhad on 16 October 2023, leading the Construction Division.

On 1 April 2024, Mr Chew was appointed as the Acting Group Chief Operating Officer, overseeing the Group's operations across Construction, Trading and Manufacturing (China and Malaysia), Property, and Power divisions. He was subsequently redesignated as the Group Chief Operating Officer of Mudajaya Group Berhad on 2 March 2026.

Mr Chew has over 20 years of experience in the sales & marketing of building materials. Prior to joining Mudajaya, he was involved in the construction business as a contractor, specialising in the supply and trading of building materials in China and Malaysia. His industry experience and regional exposure have enabled him to contribute to operational integration and business development initiatives of the Group.

Mr Chew's directorship in a non-listed public company is Mudajaya Corporation Berhad. He has no directorships in other listed issuers.

NG QING HAI

Managing Director, Shanghai Allied Cement Holdings Limited

Aged: 69

Gender: Male

Nationality: Chinese

MR NG QING HAI, has over 30 years of experience in the cement-related business. Mr Ng completed a 3-year course in finance and accounting in building materials industry in 1983. He is a non-practising member of The Chinese Institute of Certified Public Accountants. Mr Ng was the 6th Vice Chairman of Shanghai Cement Industrial Association of the People's Republic of China, and was a fellow member of the Asian Knowledge Management Association from November 2005 to November 2006. He was appointed as a member of the 11th and 12th Shandong Provincial Committee of the Chinese People's Political Consultative Conference in January 2013 and January 2018 respectively, and was appointed as a standing committee member of the 13th Shandong Provincial Committee in January 2023. Mr Ng was an Executive Director of Allied Cement Holdings Limited (now known as Tongfang Kontafarma Holdings Limited) from December 2011 to September 2018, and a Non-Executive Director of China Shanshui Cement Group Limited from December 2015 to February 2016.

He has entered into a service contract with Shanghai Allied Cement Holdings Limited, a subsidiary of Real Jade Limited, for a term of 3 years commencing from 19 October 2024.

Mr Ng has no directorships in any listed issuers or non-listed public companies in Malaysia.

SENIOR MANAGEMENT'S PROFILE (CONT'D)

TAN AH KOW

General Manager – Construction, Mudajaya Corporation Berhad

Aged

61

Gender

Nationality

MR TAN AH KOW joined Mudajaya Corporation Berhad as the Assistant General Manager under the Construction Division on 1 April 2016. Since then, he has completed construction projects such as RAPID Warehouse, MRT Package V207, and Earthwork for Gurun Power Plant as the Project Leader. On 1 January 2024, he was promoted to General Manager, where he oversees all construction projects within Mudajaya Corporation Berhad.

Mr Tan graduated with a Bachelor of Engineering in Civil Engineering from University of Malaya. He has over 35 years of experience in the field of engineering and construction. He started his career in an engineering consultancy firm in 1990, and subsequently worked with other established construction companies in Malaysia such as Zelan Berhad, MCT Consortium Berhad and Putrajaya Perdana Berhad, managing various types of projects ranging from power plant, airport and infrastructure projects to high rise buildings.

Mr Tan has no directorships in any listed issuers or non-listed public companies in Malaysia.

Mr Tan retired from his position in January 2026.

LEE TZE LIU

General Manager – Property, Mudajaya Land Sdn. Bhd.

Aged

58

Gender

Nationality

MS LEE TZE LIU was appointed as the General Manager of the Property Division on 1 November 2015. She is a Bachelor of Law graduate from University of London, with extensive experience in property and township development, leasing, business development and building and facilities management and maintenance.

Ms Lee started her working career in 1993 with MBF Property Services as a Marketing Executive. She later joined Mudajaya Corporation Berhad in 1995 as a Senior Marketing Executive and rose in ranks to Marketing & Sales Manager in 1997. She was appointed as the Director of MJC City Development Sdn Bhd in 2004 which undertakes the company's flagship township development at Batu Kawah New Township located in Kuching, Sarawak. She was promoted to the Assistant General Manager of the Property Division in 2007 and Director of Mudajaya Land Sdn Bhd in 2015. During her tenure with Mudajaya, she had successfully launched and sold more than RM1.3 billion worth of properties for the Group in Kuala Lumpur and Kuching, Sarawak which include the luxury Lumi Tropicana lifestyle apartments and the 256-acre Batu Kawah New Township. This contemporary integrated township has won 3 awards from SHEDA, namely SHEDA Excellence Awards for Innovative Design & Lifestyle Concept 2009 (One Residency), Merit Award in Master Plan 2011 (Completed Development) (Batu Kawah New Township) and Outstanding Development Award for Residential: High Rise Strata Development 2013 (Skyvilla Residences).

Ms Lee has no directorships in any listed issuers or non-listed public companies.

SENIOR MANAGEMENT'S PROFILE (CONT'D)

SIVARAJAN A/L KUPPA RAJOO

Assistant General Manager – Mudajaya Facilities Management Sdn Bhd

Aged

54

Gender

Nationality

MR SIVARAJAN A/L KUPPA RAJOO joined Mudajaya Corporation Berhad as a Senior Construction Manager for the Tanjung Bin 4 Power Plant project in August 2013. In July 2015, he was transferred to the Concession Assets division as a Senior Project Manager and was subsequently appointed Acting Head of Concession Assets on 1 February 2023. He was promoted to Assistant General Manager/Head of Concession Assets, effective 1 April 2025.

Mr Sivarajan graduated with a Certificate in Land Survey from Polytechnic Kuching, Sarawak in 1992. While working, he further attained his Diploma in Civil Engineering in 2001 from University of Technology Malaysia and Executive Bachelor's in Engineering Management in 2018 from Asia e University.

He has more than 30 years of working experience in construction as well as operation and maintenance roles in Malaysia, India and Indonesia. He started his career as a Land Surveyor with Pilecon Engineering Berhad in 1993 and worked with a few other public listed construction companies in Malaysia, involved in various projects. He also has 5 years of working experience in India as Senior Project Manager with UEM Builders in various road construction works from 2008 till 2012, and worked as Head of Maintenance with IJM Tollways, India in various road operation and maintenance works from 2012 until 2013.

After joining Mudajaya in 2013, he was later transferred to Indonesia in 2015 for the construction of the Baruta Coal Fired Power Plant in Sulawesi. In June 2016, he was appointed as Chief Operating Officer for PT Harmony Energy Indonesia, a subsidiary of Mudajaya Energy Sdn Bhd, bringing his total work experience in Indonesia to over five years.

Mr Sivarajan has no directorships in any listed issuers or non-listed public companies.

SENIOR MANAGEMENT'S PROFILE (CONT'D)

TAN CHIN BOO

Head of Finance and Company Secretary – Mudajaya Corporation Berhad

Aged

35

Gender

Nationality

MR TAN CHIN BOO graduated with a BSc (Hons) Degree in Applied Accounting from Oxford Brookes University. He is a Fellow Member of the Malaysian Institute of Accountants (MIA) and a Fellow Member of Association of Chartered Certified Accountants (FCCA).

Mr Tan joined Mudajaya as the Financial Controller on 1 November 2019 and was subsequently redesignated as the Head of Finance on 1 August 2022. Effective 1 April 2024, he has been appointed as the person primarily responsible for the management of the financial affairs of the Group.

Before joining Mudajaya, Mr Tan had a professional career with KPMG Malaysia, where he worked for six years starting in 2013. During his time at KPMG, he was engaged and involved in audits of public listed and private companies across various industries, including manufacturing, trading, property development, retail, oil and gas, shipping, and services.

Mr Tan has no directorships in any listed issuers or non-listed public companies in Malaysia.

NOTES:

1. ***Family Relationship with Director and/or Major Shareholder***
   None of the senior management has any family relationship with any director and/or major shareholder of Mudajaya.

2. ***Conflict of Interest***
   None of the senior management has any conflict of interest or potential conflict of interest, including interest in any competing business with Mudajaya or its subsidiaries.

3. ***Conviction for Offences***
   None of the senior management has any conviction for offences within the past 5 years (other than traffic offences, if any). There were no public sanctions and/or penalties imposed on the senior management by the relevant regulatory bodies during the financial year.

4. ***Shareholding in the Company or its Subsidiaries***
   None of the senior management held any shares in Mudajaya or its subsidiaries during the financial year, except for Mr Ng Qing Hai, who holds 4,939,120 shares in Mudajaya, representing approximately 0.93% of the total issued share capital and Mr Chew Chee Wai, who holds 155,960 shares indirectly through his spouse. Further details are provided in the Analysis of Shareholdings in this Annual Report.

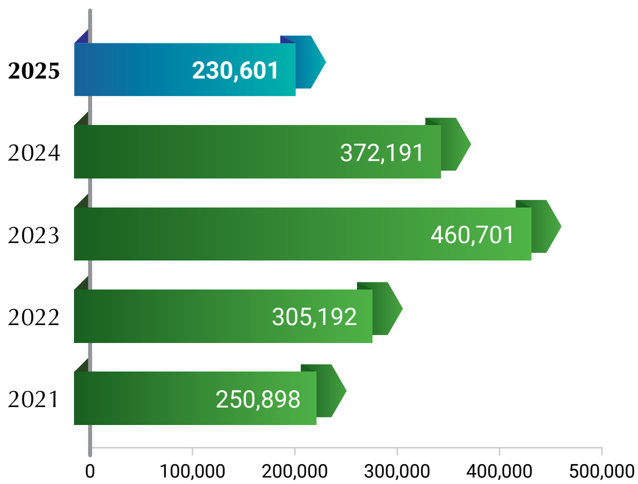
MENARA MUDAJAYA

FIVE YEARS' FINANCIAL HIGHLIGHTS

	2025 RM'000	2024 RM'000	2023 RM'000	2022 RM'000 (Restated)	2021 RM'000 (Restated)
ASSETS					
Non-Current Assets	**885,796**	798,960	642,450	631,738	478,599
Current Assets	**1,069,465**	1,221,280	1,537,847	1,292,024	541,499
Total Assets	**1,955,261**	2,020,240	2,180,297	1,923,762	1,020,098
EQUITY AND LIABILITIES					
Capital and Reserves					
Share Capital	**788,940**	788,940	667,683	663,450	502,054
Reserves	**(226,320)**	(228,483)	(329,150)	(262,444)	(237,341)
Equity attributable to					
Owners of the Company	**562,620**	560,457	338,533	401,006	264,713
Non-Controlling Interests	**244,659**	263,079	283,144	274,844	38,088
Total Equity	**807,279**	823,536	621,677	675,850	302,801
Liabilities					
Non-Current Liabilities	**357,957**	392,368	383,461	554,513	369,324
Current Liabilities	**790,025**	804,336	1,175,159	693,399	347,973
Total Liabilities	**1,147,982**	1,196,704	1,558,620	1,247,912	717,297
Total Equity and Liabilities	**1,955,261**	2,020,240	2,180,297	1,923,762	1,020,098
GROUP RESULTS					
Revenue	**230,601**	372,191	460,701	305,192	250,898
Profit/(Loss) Before Tax	**23,701**	109,031	(21,041)	26,751	19,993
Tax Expense	**(6,368)**	(11,583)	(10,212)	(5,424)	(6,092)
Non-Controlling Interests	**5,589**	10,355	17,271	6,872	1,573
Profit/(Loss) Attributable to Owners of the Company	**11,744**	87,093	(48,524)	14,455	12,328
SELECTED RATIOS					
Earnings/(Loss) Per Share (Sen)					
- Basic	**2.21**	19.99	(2.59)	0.77	1.57
- Diluted	**2.21**	19.99	(2.59)	0.74	0.86
Net Assets Per Share Attributable to Owners of the Company (RM)	**1.06**	0.21	0.18	0.21	0.20
Return on Equity (%)	**2.08**	15.54	(14.33)	3.60	4.66
Gearing Ratio (Times)	**1.09**	1.19	2.61	1.82	1.82
Share Price (Year-End Closing) (RM)	**0.45**	0.12	0.17	0.23	0.18

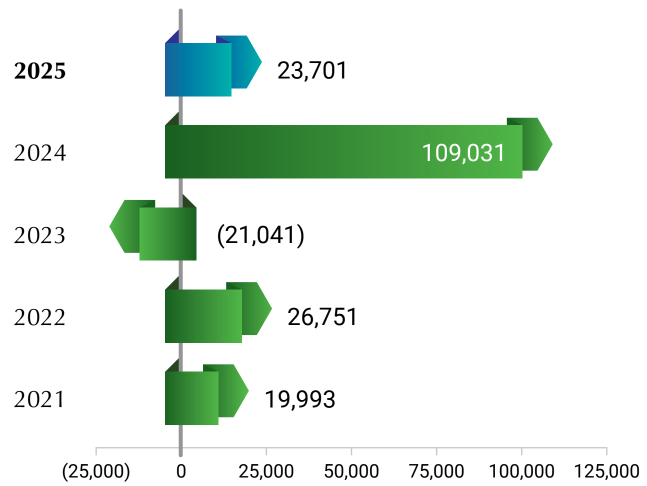
FIVE YEARS' FINANCIAL HIGHLIGHTS (CONT'D)

REVENUE
(RM'000)



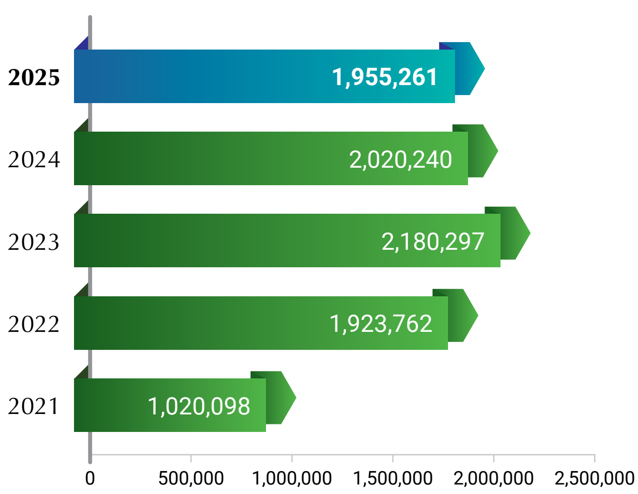
RM 230.6 million
2024: RM 372.2 million
38.0%

PROFIT/(LOSS) BEFORE TAX
(RM'000)



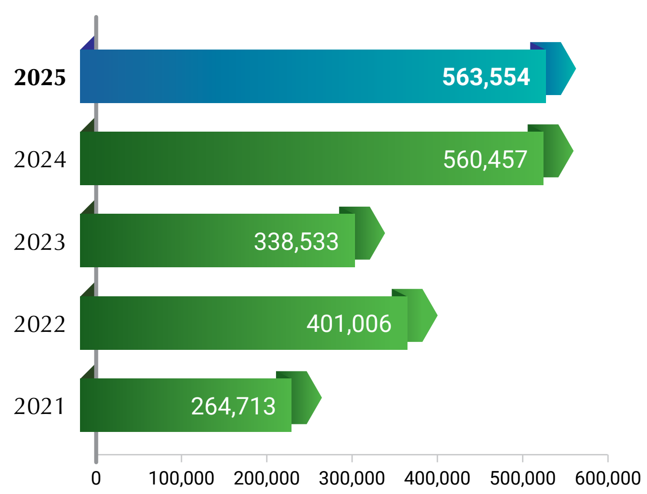
RM 23.7 million
2024: RM 109.0 million
78.3%

TOTAL ASSETS
(RM'000)



RM 1,955.3 million
2024: RM 2,020.2 million
3.2%

EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY
(RM'000)



RM 563.6 million
2024: RM 560.5 million
0.6%

MESSAGE FROM THE CHAIRMAN

DEAR VALUED SHAREHOLDERS,

ON BEHALF OF THE BOARD OF DIRECTORS, IT IS MY DISTINCT PRIVILEGE AND HONOUR TO PRESENT TO YOU THE ANNUAL REPORT AND THE AUDITED FINANCIAL STATEMENTS OF MUDAJAYA GROUP BERHAD FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025.

IR JAMES WONG TET FOH
Executive Chairman

MESSAGE FROM THE CHAIRMAN (CONT'D)

The global macroeconomic landscape continued to be defined by persistent volatility, evolving geopolitical dynamics, and fluctuating local economic sentiments. However, Mudajaya successfully demonstrated commendable resilience and strategic foresight. Our ability to weather these economic storms was the direct result of a deliberate, Group-wide focus on efficiency, process optimisation, and strategic resource management.

Our intrinsic value remains robust. As of the end of the financial year ended 31 December 2025 ("**FY2025**"), the Group commands RM1.96 billion in total assets. Following the successfully executed share consolidation exercise in December, our net assets per share stand at RM1.06, underscoring the stability of our capital base. Furthermore, our gearing ratio continues a commendable downtrend from 1.19 times in FY2024 to 1.09 times in FY2025, compared to 7.66 in FY2020. We enter the financial year focused on unlocking value and ensuring sustainable returns for stakeholders.

FINANCIAL PERFORMANCE OVERVIEW

For the cumulative twelve months of FY2025, the Group reported a total revenue of RM230.60 million, compared to RM372.19 million in the preceding year. This anticipated moderation was primarily due to lower contributions from the Construction segment as legacy projects neared completion, alongside reduced sales volumes in the cement business within our Manufacturing and Trading segment. Despite the lower top-line figure, the Group generated a gross profit of RM15.44 million.

Crucially, the Group remained profitable, posting a Profit Before Tax ("**PBT**") of RM23.70 million for FY2025. Profit After Tax ("**PAT**") stood at RM17.33 million, with RM11.74 million attributable to Company owners. A primary driver was the exceptional performance of our Power Generation segment, specifically our 19.24% owned associate, RKM Powergen Private Limited, which contributed an RM50.2 million share of profits. Consequently, Mudajaya recorded basic earnings per share ("**EPS**") of 2.21 sen.

CAPITAL RESTRUCTURING AND DEBT MANAGEMENT

A defining milestone was the successful execution of our capital restructuring. Following the 5-to-1 share consolidation on 15 December 2025, the Board views this as vital in enhancing attractiveness to institutional investors and strengthening our capital structure. Post-consolidation, our net asset per share increased significantly. Crucially, this higher price allows greater flexibility for future corporate proposals and strategic fundraising.

Addressing borrowings and reducing interest costs remains a priority. I am pleased to report the Group successfully reduced total borrowings from RM665.84 million to RM616.49 million by the end of 2025. This RM49.3 million reduction yields estimated net interest savings of RM3 million per annum, lowering our financing burdens and improving free cash flow.

MESSAGE FROM THE CHAIRMAN (CONT'D)

STRATEGIC ASSET MONETISATION

A core strategy is the structured monetisation of non-core assets to repay borrowings.

In October 2025, the Group proposed disposing of four land parcels in Ijok to a non-related third party for RM36.8 million, yielding a strategic RM24.06 million gain. Proceeds will primarily repay bank borrowings. We have earmarked further assets for monetisation, including Crest buildings, 10Damansara bungalows, Lumi apartments, and the partial disposal of the Real Jade Group. Following our decision against the 10% Private Placement, asset monetisation serves as the principal mechanism for debt reduction.

We also made significant progress regarding the civil suit against Crest Worldwide Resources Sdn Bhd ("**CWRSB**"). Following historical defaults dating back to 2007, the outstanding sum amounted to RM180.75 million. The sale and purchase agreements between Mudajaya and CWRSB were formally intended as in-kind non-cash settlements of trade receivables arising from the project.

OPERATIONAL REVIEW

i. Power Generation

The Power Generation segment established itself as the Group's star performer. Our Indian independent power plant, RKM, achieved extraordinary milestones, generating a record 7,172 GWh of power in FY2025 compared to 6,757 GWh previously, representing an impressive 6% year-on-year increase.

We are pleased with developments involving RKM and the Enforcement Directorate ("**ED**"). A landmark judgement on 15 July 2025 entirely favoured RKM. The court quashed the ED's freezing order on RKM's fixed deposits, ruling no proceeds of crime were generated and affirming the ED lacked jurisdiction. Independent power operations proceed uninterrupted, and financial positioning remains unaffected.

Domestically, THB Power Sdn Bhd filed a stay order while appealing its winding-up petition. The High Court Judge has reserved the decision of the stay pending the appeal. Mudajaya will strive to recover debts once the Liquidator resumes tasks post-appeal. Save for the non-receipt of the final RM27.9 million tranche, no further financial impact is expected.

ii. Construction and Public Infrastructure

With legacy projects nearing completion, the construction segment reported lower revenue of RM74.89 million. However, it achieved a lower loss before tax, primarily due to a one-off RM9.75 million reversal of allowance for doubtful debts on trade receivables and recognized interest income.

Operationally, we achieved a monumental milestone. The LRT3 GS01 project obtained its Certificate of Compliance and Completion in December 2025, adding another distinguished achievement in specialised rail transit construction. The project registered a record Loss Time Injury of 9,253,246 hours, fundamentally underscoring our strong safety record in the execution of complex urban infrastructure projects.

The Group established a structured in-house development pipeline with an estimated gross development value ("**GDV**") of RM222 million, anchored by our flagship Batu Kawah development. While potential infrastructure projects include the MRT 3 Circle Line, we remain selective in external tenders. Budget 2026 reinforces infrastructure commitments, with RM12.9 billion earmarked to enhance East Malaysia's connectivity.

MESSAGE FROM THE CHAIRMAN (CONT'D)

OPERATIONAL REVIEW (CONT'D)

iii. Property Development

Our property development division demonstrated exceptional vitality, particularly within the flagship Batu Kawah New Township in Kuching. Efforts are ongoing to clear the remaining property portfolio alongside launching a new residential block with a GDV of RM66 million. The newly launched Skyvilla residential project achieved a resilient 26% take-up rate despite challenging economic sentiments. Sales picked up encouragingly after a series of roadshows across Kuching, Bintulu, Sibu, and Miri.

The main selling point is the township's positioning as an international education hub anchored by St Joseph's International School. In March 2025, we successfully concluded the sale of land for this prestigious development.

Besides the sale of the land for educational purposes, MJCC also concluded negotiations with ASSAR Development Sdn Bhd to transfer 36 acres of land at Batu Kawah in line with the terms of the Joint Development Agreement dated 23 July 1996 between the two parties. With the land bank at Batu Kawah secured and in line with MJCC's phased strategy, the team is submitting planning approvals for 70 terrace house units, expected to contribute significantly to future earnings visibility.

iv. Manufacturing and Trading

Our operations in China through the Real Jade Group remained a definitive powerhouse in FY2025. Generating RM111.7 million in revenue, the businesses represent an impressive 48% of the Group's total revenue.

However, the segment navigated headwinds, reporting a loss before tax. This was attributable to lower cement sales volumes and declining selling prices, driven by weaker local demand. Increased production costs resulted in a lower gross profit margin, alongside a one-off provision for claims.

Despite these challenges, the cement manufacturing business attained the prestigious ranks of national high-tech enterprises. Aligning with local government efforts to promote efficiency and address stricter environmental controls, the current production line is undergoing a critical expansion programme, scaling capacity from 2,500 to 4,000 tonnes per day. Once completed, this will significantly improve cost efficiency and reduce overall production costs.

STRATEGIC GROWTH AND NATIONAL ENERGY TRANSITION

Mudajaya is progressively positioning itself to capture opportunities from Energy Commission of Malaysia initiatives, particularly in Large-Scale Solar ("**LSS**"), Battery Energy Storage Systems ("**BESS**"), and the Corporate Renewable Energy Supply Scheme ("**CRESS**"). We are strengthening renewable energy capabilities by leveraging expertise in Engineering, Procurement, Construction, and Commissioning, while exploring strategic partnerships for upcoming tenders like LSS6.

We are actively monitoring BESS developments for grid stability and the CRESS scheme's third-party access model allowing corporate direct renewable energy purchases. Moving forward, we aim to align our growth strategy with national frameworks driven by Tenaga Nasional Berhad and the Sustainable Energy Development Authority Malaysia. Regionally, Mudajaya maintains exposure in power projects in India and Indonesia, positioning to capture renewable energy opportunities with Perusahaan Listrik Negara ("**PLN**").

MESSAGE FROM THE CHAIRMAN (CONT'D)

SUSTAINABILITY, RISK MANAGEMENT, AND CORPORATE GOVERNANCE

As an ISO 37001:2016 certified company, upholding the highest governance standards and advancing our "Green Future" pillar remains paramount. The Group continues to enhance initiatives associated with its Sustainability and Climate Change Policy in FY2025, notwithstanding global environmental challenges.

In managing raw material price volatility, our strategy encompasses local sourcing of materials like steel and cement where possible, alongside price hedging. The setup of Ji Feng Building Material Co. Ltd, our subsidiary trading arm in China in 2023, facilitated material sourcing and effectively mitigated supply chain challenges. The Group continues to monitor this.

STRATEGIC VISION AND APPRECIATION

To our long-term shareholders, the Board's message regarding our value proposition following key 2025 corporate exercises is one of absolute confidence. Consistent earnings from current assets in power and property will continue to grow. Efficiency in operations and maintenance, paired with stringent cost control, will improve profits and consequently enhance shareholder returns.

In closing, the resilient performance, capital strengthening, and operational milestones achieved in FY2025 would not have been possible without the collective dedication of our people.

On behalf of the Board, I extend my deepest appreciation to our management team and staff for their unwavering commitment, tireless hard work, and adaptability.

To our shareholders, esteemed clients, business partners, financiers, and regulatory authorities, we offer profound gratitude for your continued trust, steadfast support, and enduring confidence in Mudajaya Group Berhad. We look to the future structurally fortified and strategically positioned to deliver on promises for the years ahead.

LRT3 GS01 Completion of Station, Viaduct and Parking Facilities at Kayu Ara Station.

SEGMENTAL ANALYSIS:

CONSTRUCTION SECTOR

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

SECTORAL LANDSCAPE

Looking ahead to 2026, Malaysia's construction industry continues to play a pivotal role in supporting national economic growth under the 13th Malaysia Plan. Budget 2026, with a development allocation of RM81 billion, reinforces the Government's commitment to infrastructure development, transportation networks, housing initiatives and public facilities.

While the macroeconomic outlook remains supportive, the industry continues to face headwinds from building material price volatility, increased compliance costs and the implementation of Sales and Service Tax (SST) on construction services effective 1 July 2025. These factors necessitate prudent cost management and disciplined project selection to safeguard margins.

Technological adoption, particularly in Industrialised Building System (IBS) and Building Information Modelling (BIM), is expected to improve productivity and enhance long-term industry resilience. Mudajaya remains committed to strengthening its operational capabilities in line with these evolving industry standards.

ACHIEVEMENTS IN 2025

FY2025 marked a strategic consolidation and repositioning year for Mudajaya's Construction Division, as the Group deliberately shifted its focus towards strengthening financial resilience, enhancing execution certainty and prioritising earnings quality over volume- driven expansion.

During the year, Management adopted a disciplined approach in project selection amid heightened industry challenges, including cost volatility, tighter regulatory requirements and evolving contractual risk allocation. Rather than pursuing aggressive order book growth, the Division focused on completing and monetising existing projects, improving cash flow conversion and reinforcing operational controls.

Several key projects achieved significant milestones during the year. The LRT3 GS01 project reached substantial completion, with stations, guideway, and major external works finalised by Q4 2025 and successfully delivered. The Kotra Pharma Warehouse project is nearing completion and targeted for delivery in Q2 2026, while the Vehicular Yard Phase 2 at Senari Port, Kuching is progressing ahead of schedule.

Completion of Phase 1 Vehicle Yard and Associated Facilities at Senari Port, Kuching

Kotra Pharma Block C Warehouse, Teknologi Cheng Melaka, Exterior view of completed works

ACHIEVEMENTS IN 2025 (CONT'D)

The ECRL Station Package 3 in Terengganu remains on track for completion by Q2 2026. In addition, ongoing projects such as the Batu Kawah development and Senari Port yard extension continue to record steady progress, with completions scheduled between 2026 and 2027.

As a result, the Division has strengthened its financial and operational foundation through:

- improved working capital management and liquidity position;
- enhanced cost governance and procurement discipline;
- tighter project monitoring and execution controls; and
- reduced exposure to contractual disputes and margin erosion risks.

EXTERNAL FACTORS IMPACTING THE INDUSTRY IN 2026

The construction industry in 2026 continues to be shaped by a range of external forces, including global economic conditions, foreign direct investment flows, currency fluctuations, and regional trade dynamics. Rising financing costs and persistent supply chain disruptions are influencing project feasibility and pricing strategies.

Geopolitical tensions in the Middle East, particularly the ongoing conflict between the United States and Israel against Iran, have increased volatility in global energy markets. Prices for crude oil, diesel, petrol, and other oil and gas products have risen, while disruptions to key shipping routes like the Strait of Hormuz have pushed up transportation costs. This has created greater uncertainty in fuel procurement, freight rates, and overall supply chain stability.

The implementation of SST on construction services introduces additional cost considerations for contractors, especially those operating under fixed price contracts. The Group continues to evaluate contractual risk exposures and incorporates prudent contingencies in new tenders.

At the same time, environmental sustainability requirements and climate resilience considerations are increasingly integrated into project design and delivery frameworks, further shaping industry practices.

Importantly, the Division undertakes a conscious and strategic decision by Management to prioritise cash flow discipline, margin protection and risk recalibration. This approach allowed the Group to avoid exposure to aggressively priced contracts and unfavourable risk profiles that were prevalent in the market during the period.

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

WAY FORWARD

The Malaysian construction sector enters 2026 with strengthening fundamentals. Supported by approximately RM81 billion in development expenditure under Budget 2026 and projected national GDP growth of 4.5%–5.0%, the sector is expected to expand by an estimated 4%–6%, underpinned by sustained infrastructure rollouts and resilient private industrial investments.

National contract flows are anticipated to remain robust, with annual awards estimated in the range of RM120 billion to RM140 billion, reflecting continued execution of rail, highway, utilities and public facility projects, alongside expanding industrial parks and data centre infrastructure. The sector is transitioning decisively into a phase where prior contract wins convert into revenue and earnings recognition, supporting stronger order book monetisation across the industry.

While competitive intensity and cost pressures persist, contractors with disciplined bidding strategies, strong execution controls and prudent financial management are well positioned to deliver earnings stability and margin resilience.

Against this backdrop, Mudajaya remains committed to profitable and sustainable growth. Our strategy is centred on strengthening order book quality rather than pursuing volume-driven expansion. We prioritise projects with strong payment security, balanced risk allocation and clear earnings visibility.

The Group continues to position itself for order book replenishment through selective participation in government-backed infrastructure and strategic building projects. At the same time, our structured development pipeline provides medium-term revenue visibility and recurring construction activity from FY2027 onwards.

Proposed 128 Units of 17-Storey Condominium Skyvilla Block E, Kuching – Ongoing RC and Architectural works

Ariel View of completed Station Works at ECRL Chukai Station, Terangganu

Cement Manufacturing Plant in Shandong

SEGMENTAL ANALYSIS:

MANUFACTURING, TRADING AND OTHER SECTOR

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

SECTORAL LANDSCAPE

The Group's operations in the People's Republic of China ("**PRC**") encompass the manufacture and sales of cement and clinker, trading of cement, manufacture and sales of building materials, and energy conservation and environmental protection.

ACHIEVEMENTS IN 2025

In 2025, due to factors such as the continued downturn in real estate investment and the decline in infrastructure investment, cement demand continued to shrink, and the supply-demand imbalance further intensified. Coupled with fierce market competition, cement prices overall fluctuated and declined. However, benefiting from a significant reduction in coal costs in the first half of the year, combined with cement prices being higher than the same period last year, the industry showed some degree of recovery.

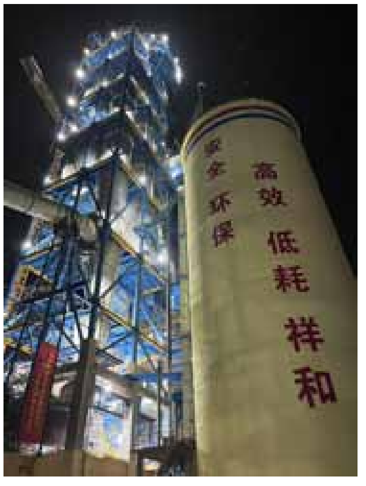
During the year, we sold approximately 190,000 tons of cement and clinker through our production facilities in Shandong and traded approximately 1,940,000 tons of cement and aggregates through our trading division in Shanghai.

WAY FORWARD

Looking ahead to 2026, China's cement industry is expected to face continued challenges. On the demand side, cement consumption is likely to maintain its downward trend. On the supply side, under the constraints of capacity management policies, the process of eliminating excess capacity is expected to accelerate. This could gradually rebuild the industry's supply-demand balance, leading to a potential rebound in cement prices and a continued low-level recovery in industry profitability.

In Shandong, a clinker production line with over 20 years of history is being upgraded from a daily production capacity of 2,500 tons to 4,000 tons. The plant upgrade is undertaken to improve operational cost efficiency through enhanced production capacity, optimisation of resource utilisation, and the adoption of more advanced technologies. The upgraded facility is expected to improve the Group's readiness to accommodate higher order volumes, enabling the Group to respond more effectively to market demand.

The upgrade is expected to be completed and operational by March 2026. Once operational, the facility is anticipated to achieve industry-leading standards in economic efficiency, technology, and environmental protection, significantly enhancing the Group's core competitiveness.



MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

49MW Solar Photovoltaic Power Plant, Sungai Siput, Perak

SEGMENTAL ANALYSIS:

POWER SECTOR

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

SECTORAL LANDSCAPE

Mudajaya's Power Segment undertakes concession and IPP assets within the Power Sector. Currently, Mudajaya operates, owns, and manages two Large-Scale Solar Power Plant with a total capacity of approximately 59MW. The first 10MW solar photovoltaic (PV) plant is located in Gebeng, Pahang, while the second 49MW plant is in Sungai Siput, Perak. Mudajaya's historical assets in the power generation sector include a 2 × 7 MW coal-fired power plant in Sulawesi, Indonesia, and a 4 × 360 MW coal-fired power plant in Chhattisgarh, India.

ACHIEVEMENTS IN 2025

In 2025, Mudajaya's solar PV plants generated approximately 98 GWh of clean and renewable energy, eliminating over 76,000 tonnes of CO_2 emissions. Energy generation from both plants met expectations, with each exceeding their respective Declared Annual Quantity (DAQ). Notably, the 49MW solar plant achieved its Maximum Allowable Annual Quantity (MAAQ) for the third consecutive year, demonstrating optimal performance and strong operational practices by the O&M team.

Mudajaya's 2 × 7MW coal-fired power plant in Sulawesi, Indonesia generated 88 GWh of electricity, delivering improved profitability driven by higher revenue and favourable coal price allocation.

The power plant in India also recorded a profit of RM557 million in 2025. With growing power demand in India, this performance is expected to further improve in 2026.

WAY FORWARD

Malaysia remains firmly committed to its energy transition agenda under the National Energy Transition Roadmap (NETR), which continues to drive the shift toward a low-carbon and resilient energy system. Large-scale solar remains the backbone of renewable energy growth (RE), the government is expected to rollout Large Scale Solar 6 (LSS6) programme in 2026 to further accelerate the RE capacity.

As solar penetration increases, Battery Energy Storage Systems (BESS) will play a critical role in supporting grid stability, improving dispatchability and enhancing system reliability. National BESS programmes and tender frameworks are expected to accelerate storage deployment across the power sector.

Corporate demand for renewable energy is also rising, supported by the Corporate Renewable Energy Supply Scheme (CRESS), which enables businesses to procure green electricity directly. Distributed energy initiatives, including rooftop solar aggregation models, are further expanding renewable participation beyond utility-scale projects.

In addition to Solar PV projects, Mudajaya will explore adjacent renewable and low-carbon opportunities such as bioenergy, sustainable fuels and emerging clean technologies to diversify its energy portfolio. Moving forward, Mudajaya will focus on utility-scale expansion, storage integration, corporate renewable solutions, portfolio diversification and grid optimisation to support sustainable growth while contributing to Malaysia's national decarbonisation and energy security objectives.

49MW Solar Photovoltaic Power Plant, Sungai Siput, Perak

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

Come home to an elegant living hall where simple sophistication meets an inviting atmosphere and space to breathe

SEGMENTAL ANALYSIS:

PROPERTY SECTOR

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

SECTORAL LANDSCAPE

The property sector recorded positive growth in 2025, underpinned by stronger demand for high-quality commercial office spaces in strategic locations.

However, sentiment in the residential segment remained mixed. While property prices continued to rise, driven by escalating construction costs and global economic uncertainties, wage growth has not kept pace. This imbalance has resulted in more cautious purchasing behaviour among homebuyers.

PROPERTY DIVISION'S ACHIEVEMENTS IN 2025

In 2025, our Property Division continued to demonstrate strategic growth and sustainable value creation across our key developments. These efforts reflect our ongoing commitment to community building, product innovation, and responsiveness to evolving market needs.

In response to growing demand for strata landed properties in Kuching, we are revamping the layout plans for the final phase within Plot 1, One Residency. At the same time, design and planning initiatives for our next high-rise residential development are actively underway, positioning us to meet future urban housing demand.

STRATEGIC TOWNSHIP DEVELOPMENT: BATU KAWAH NEW TOWNSHIP (MJC)

Batu Kawah New Township continues to gain momentum, fuelled by the rapid expansion of its surrounding communities and accelerating urbanisation in Kuching.

The township has seen the entry of established F&B and retail brands, intensifying competition and enhancing lifestyle offerings for residents. In parallel, older commercial properties are being revitalised or replaced with modern, trend-driven businesses—an encouraging sign of growing investor confidence within this 256-acre integrated development.

A key milestone was achieved with the signing of a Sale and Purchase Agreement with the Titular Superior of The Institute of the Marist Brothers of the Schools for the establishment of St. Joseph's International School within the township. This development is set to position Batu Kawah as a premier international education hub, further enhancing its long-term value proposition.

RESIDENTIAL EXCELLENCE: SKYVILLA RESIDENCES

Skyvilla Residences continues to progress steadily, with Eaven, the final block of the development, scheduled for completion in 2027.

Construction is being undertaken by our in-house contractor, Mudajaya Corporation Berhad, ensuring quality control and timely delivery. Upon completion, Skyvilla will represent a fully realised modern residential enclave within a well-integrated urban setting.

Eaven Experience Gallery – officially opened in March 2025. The vision of tranquil living takes shape

Step into the Eaven Experience Gallery. Discover low-density homes set peacefully within Batu Kawah New Township

Only a 3-minute walk to the upcoming St. Joseph's International School. That's what this parent sees in Eaven - the ideal choice for family and future

Silver wisdom meets future living. These discerning investors see what Eaven truly offers—a future-proof investment, thoughtfully designed for a retirement of peace, comfort, and lasting value

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

RESIDENTIAL EXCELLENCE: SKYVILLA RESIDENCES (CONT'D)

No better decor than a balcony full of nature's own art.

FINANCIAL ANALYSIS

FINANCIAL POSITION ANALYSIS

in RM'000	31.12.2025	31.12.2024	Variance
Non-current assets	885,796	798,960	11%
Current assets	1,069,465	1,221,280	(12%)
Total assets	1,955,261	2,020,240	(3%)
Equity attributable to owners of the Company	562,620	560,467	0%
Non-current liabilities	357,957	392,368	(9%)
Current liabilities	790,025	804,336	(2%)
Total liabilities	1,147,982	1,196,704	(4%)

Total assets and total liabilities

As at 31 December 2025, the Group's total assets and total liabilities amounted to RM1,955 million and RM1,148 million, respectively, representing decreases of 3% and 4% compared to RM2,020 million and RM1,197 million as at 31 December 2024. The declines were primarily attributable to reductions in trade and other receivables, as well as loans and borrowings. The decrease in trade and other receivables was mainly driven by improved collection efforts. Meanwhile, the reduction in loans and borrowings reflects the Group's ongoing initiatives to strengthen its gearing position and reduce finance costs.

FINANCIAL ANALYSIS (CONT'D)

FINANCIAL POSITION ANALYSIS (CONT'D)

Equity attributable to owners of the Company

Equity attributable to owners of the Company increased marginally from RM560 million as at 31 December 2024 to RM563 million as at 31 December 2025. The increase was primarily driven by the Group's profit for the financial year, partially offset by foreign currency translation differences for foreign operations. This reflects the Group's continued ability to generate positive returns while maintaining a balanced capital management approach.

PROFIT OR LOSS ANALYSIS

in RM'000	31.12.2025	31.12.2024	Variance
Revenue	230,601	372,191	(38%)
Gross profit	15,435	78,121	(80%)
Finance cost	(42,761)	(52,185)	(18%)
Profit before tax	23,701	109,031	>100%
Profit for the year	17,333	97,448	>100%

Revenue and gross profit

The Group reported revenue of RM230.6 million and gross profit of RM15.4 million for the financial year ended 31 December 2025, representing decreases of 38% and 80%, respectively, compared to revenue of RM372.2 million and gross profit of RM78.1 million in the previous year. The decline in revenue and gross profit was primarily attributable to the near completion of certain construction projects, as well as lower cement sales, in line with the decline in cement selling prices.

Finance cost

The Group recorded finance costs of RM42.8 million for the financial year ended 31 December 2025, representing a decrease of 18% compared to RM52.2 million in the previous financial year. The reduction was mainly attributable to the repayment of loans and borrowings during the year, resulting in further estimated net interest savings of approximately RM3.0 million per annum.

Profit before tax ("PBT")

The Group reported PBT of RM23.7 million for the financial year ended 31 December 2025, compared to RM109.0 million in the previous year. The decrease in profitability was primarily attributable to the prior year's one-off recognition of a valuation gain arising from the remeasurement of the Group's investment in RKM.

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

FINANCIAL ANALYSIS (CONT'D)

CASH FLOWS ANALYSIS

in RM'000	2025	2024
Net cash generated from operating activities	136,846	137,196
Net cash (used in)/generated from investing activities	(3,982)	8,849
Net cash used in from financing activities	(89,429)	(243,074)
Net increase/(decrease) in cash and cash equivalents	43,435	(97,029)
Effect of exchange rate fluctuations on cash held	(47,788)	45,064
Cash and cash equivalents* at 1 Jan	100,485	152,450
Cash and cash equivalents* at 31 Dec	96,132	100,485

* excluded pledged deposits

As at 31 December 2025, the Group's cash and cash equivalents, excluding pledged deposits, decreased by 4% compared to 31 December 2024.

Net cash generated from operating activities remained largely stable at RM136.8 million in FY2025 compared to RM137.2 million in FY2024

Net cash used in investing activities in 2025, compared to net cash generated in 2024, was mainly due to the purchase of property, plant and equipment, as well as an increase in certain pledged deposits.

Meanwhile, net cash used in financing activities in 2025 decreased by 63% compared to the previous year, primarily due to the absence of proceeds from the issuance of ordinary shares and rights issue recorded in the prior year.

INVESTOR RELATIONS 2025

Dear Shareholders and Stakeholders,

On behalf of the Board of Directors, we are pleased to present the Investor Relations Statement of Mudajaya Group for the financial year ended 31 December 2025.

During the year under review, the Group operated in a challenging environment marked by ongoing global economic uncertainties, inflationary pressures, and geopolitical developments. Despite these conditions, the Group remained focused on executing its strategic priorities, maintaining operational discipline, and strengthening its core business segments.

Financial Performance

For the financial year ended 31 December 2025, the Group recorded revenue of RM231 million, representing a decrease compared to the preceding financial year. The decline was primarily attributable to lower contributions from the construction segment, mainly due to the near completion of the Group's construction projects. In addition, the manufacturing segment also reported lower revenue, arising from the temporary disruption associated with the upgrading of the clinker production line, which increased its capacity from 2,500 tonnes per day to 4,000 tonnes per day.

Despite the lower revenue, the Group registered a profit before tax of RM24 million. This performance reflects the continued contribution from the power segment, as well as ongoing efforts to manage costs prudently and improve operational efficiency across the Group.

Business Review

The Group's core business segments are construction, cement manufacturing, power generation, and property development. The construction segment continued to focus on project execution and replenishing its order book, while maintaining cost discipline in a competitive environment. The cement manufacturing segment underwent a capacity expansion during the year, which is expected to improve production efficiency and support future demand.

The power segment remained a key contributor to the Group's earnings, supported by stable operations and recurring income streams. The property development segment continued to progress its existing projects in line with market conditions.

In addition, the Group completed the acquisition of Real Jade Ltd. in China, strengthening its presence in the region and enhancing its manufacturing capabilities. The Group has also initiated digitalisation efforts to improve operational processes, project management, and risk monitoring.

Prospects

The outlook for the Group remains cautiously optimistic. In Malaysia, the construction sector is expected to benefit from the gradual rollout of infrastructure projects, including flood mitigation initiatives and the potential commencement of the Mass Rapid Transit 3 (MRT3).

The Government's continued focus on renewable energy, supported by initiatives such as the Green Investment Tax Allowance (GITA) and Green Income Tax Exemption (GITE), as well as the development of large-scale solar projects, is expected to create opportunities for the Group's power segment.

Regionally, the Group will continue to seek opportunities to expand its presence in China, leveraging its expertise in construction and manufacturing to support long-term growth.

The Group remains committed to strengthening its financial position, enhancing operational efficiency, and delivering sustainable value to its shareholders. The Board and Management will continue to exercise prudent financial management and strategic discipline in navigating the evolving business landscape.

The Board would like to express its appreciation to all shareholders and stakeholders for their continued support and confidence in the Group.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors ("**the Board**") of Mudajaya is pleased to present an overview of the Company's corporate governance practices during the FY2025 with reference to the three (3) key Principles set out in the Malaysian Code on Corporate Governance 2021 ("**MCCG 2021**") namely: (a) Board leadership and effectiveness; (b) Effective audit and risk management; and (c) Integrity in corporate reporting and meaningful relationship with stakeholders. The Company's application of each Practice under the MCCG 2021 during the FY2025 is disclosed in the Company's Corporate Governance Report ("**CG Report**") which is available on the Company's website at *www.mudajaya.com* and via the Company's announcement made to Bursa Malaysia Securities Berhad ("**Bursa Securities**").

The Board remains committed to upholding high standards of corporate governance with the objective of safeguarding and enhancing shareholder value, while promoting long-term sustainability and financial performance of Mudajaya Group.

The Board acknowledges that strong corporate governance is integral to the Group's business integrity, accountability and overall performance. The Board continuously reviews and strengthens the Group's corporate governance framework and practices to ensure they remain relevant, effective and aligned with prevailing best practices and developments in the corporate environment.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

I. BOARD RESPONSIBILITIES

The Board has overall responsibility for the leadership, oversight and long-term stewardship of the Group. It provides strategic direction to Management and establishes the Group's broad policies and priorities to support sustainable long-term value creation for all stakeholders, including shareholders and employees. In discharging its responsibilities, the Board takes into consideration the interests of the Group's stakeholders in its decision-making process.

The Board also oversees the Group's financial performance and approves key business matters, including annual budgets and strategic plans, while ensuring that sustainability and environmental, social and governance ("**ESG**") considerations are appropriately integrated into the Group's strategic and operational framework.

The Board is not directly involved in the day-to-day management of the Group, but it ensures that appropriate governance structures, policies and internal controls are in place to guide Management in conducting the Group's business in the best interests of the Group and its stakeholders, and in compliance with applicable ethical, regulatory and legal requirements. In this regard, the Board has established clear limits of authority, setting out matters reserved for the Board's deliberation and approval, as well as those delegated to Management.

To facilitate effective execution of the Group's business objectives and enhance operational efficiency, the Board may delegate certain authorities and responsibilities to the Executive Chairman and Acting Group Chief Operating Officer ("**AGCOO**"), with the support of the Executive Committee, a Management-level committee. Subsequent to the financial year under review, the AGCOO was redesignated as the Group Chief Operating Officer on 2 March 2026. The Executive Chairman and AGCOO remain accountable to the Board for the exercise of such delegated authority and for the performance of their responsibilities in accordance with the terms of their respective contracts of service.

Notwithstanding such delegation, the Board retains ultimate responsibility for the affairs of the Group and reserves the right to deliberate on and decide matters which it consider significant to the Group and its stakeholders. In addition, the Board may set Key Performance Indicators ("**KPIs**") for Management to ensure the achievement of the Group's performance and delivery targets, and to support a remuneration framework that links incentives and benefits to performance.

The Independent Directors play a key role in ensuring that the interests of all shareholders are duly considered and that matters brought before the Board are assessed objectively and independently. They provide unbiased perspectives, exercise independent judgment in the Board's deliberations, and act at all times in the best interests of the Group as a whole.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

To support the effective discharge of its duties and responsibilities, the Board has established the following Board Committees: Audit, Risk Management and Sustainability Committee ("**ARMSC**"), Combined Nomination and Remuneration Committee ("**CNRC**"), and Investment Committee ("**IC**"). Each Board Committee operates within clearly defined terms of reference and assists the Board in the oversight of specific areas of the Group's affairs. The terms of reference of the respective Board Committees are available on Mudajaya's website at *www.mudajaya.com* and are reviewed from time to time to ensure that they remain relevant, effective and aligned with the Group's governance needs. Although certain responsibilities are delegated to these Board Committees, the Board remains informed of their deliberations, findings and recommendations through updates from the respective Chairman/Chairperson of the Board Committees and the minutes of the Board Committee meetings. The Board nevertheless retains full responsibility for the decisions made and matters under its purview.

Separation of Positions of the Executive Chairman and AGCOO

There is a clear and distinct division of responsibilities between the Executive Chairman and the AGCOO to ensure an appropriate balance of power, authority and accountability, such that no one individual has unfettered power of decision-making. The Executive Chairman with the support of the Company Secretaries provides leadership to the Board and is responsible for, among others, the following duties as set out in the Company's Board Charter:

- Providing leadership to the Board and ensuring its overall effectiveness in discharging all aspects of its role and responsibilities;
- Ensuring the efficient organisation and proper conduct of the Board's function and meetings;
- Ensuring that the Board members are adequately briefed on matters arising at Board meetings and that sufficient, accurate and timely information is made available to the Board;
- Facilitating the effective contributions of all Directors at Board meetings, encouraging active participation and allowing dissenting views to be freely expressed;
- Promoting constructive and respectful relationships among the Directors, and between the Board and Management; and
- Ensuring that appropriate measures are in place to facilitate effective communication with shareholders and relevant stakeholders and that their views are communicated to the Board as a whole.

The responsibilities of the AGCOO, among others, are as follows:

- Working in collaboration with the Executive Chairman to ensure the achievement of the Group's mission, goals and objectives, while operating within the limits of authority and management parameters established by the Board;
- Overseeing and managing the day-to-day operation of the Group's business; and
- Implement the policies, strategies and decisions approved by the Board.

The Executive Chairman is not a member of any Board Committee in compliance with Practice 1.4 of the MCCG 2021.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

Company Secretaries

The Board is supported by suitably qualified Company Secretaries who facilitate the effective flow of information to the Board and Board Committees. The Company Secretaries play an integral advisory role to the Board and are responsible for developing and maintaining appropriate governance processes to support the Board in the effective discharge of its responsibilities. They also ensure compliance with the Company's Constitution, applicable laws, regulations and statutory requirements, as well as adherence to corporate governance best practices, while advising the Board on governance-related matters.

The Company Secretaries keep the Board updated on relevant statutory and regulatory developments and their implications on the Group and the Directors in the discharge of their duties and responsibilities. In addition, they oversee compliance with the Board's policies and procedures.

Board Meetings and Access to Information and Advice

Each Director, whether acting collectively as a Board or in an individual capacity, has full and unrestricted access to all information relating to the Group's business and affairs to enable the effective discharge of their duties and responsibilities. The Directors also have direct access to the advice and services of Key Senior Management, the Company Secretaries, Internal Auditors and External Auditors, in accordance with the relevant terms of reference and established governance processes.

The Board meets on a quarterly basis to review the Group's financial, operational and business performances, with additional meetings convened as and when required. The Board seeks to deliberate on all significant and material matters at properly convened physical or virtual meetings. Nevertheless, where urgent and exceptional matters require the Board's decision and it is not practicable to convene a meeting, the Directors may deliberate and arrive at a decision through telephone discussions or other electronic means. Routine or administrative matters may also be approved by way of circular resolutions. In all circumstances, the Board's decisions are made after due consideration of the information presented to it to support informed deliberation and decision-making.

The notice of each Board Meeting, together with the agenda and comprehensive Board papers, is circulated to all Directors at least seven (7) days prior to the Board and Board Committees meetings to allow sufficient time for review and consideration of the matters to be deliberated. The Directors may seek clarification from Management or request additional explanation, information or updates where necessary. In addition, the Board may receive further briefings, reports and updates to ensure that it remains informed of the key business, financial and operational developments.

Board Charter

The Board is guided by the Board Charter which sets out among others, the roles and responsibilities of the Board, Board Committees, individual Directors and Management in promoting and maintaining high standards of corporate governance. The Board Charter also outlines key governance matters including the composition of the Board; the division of responsibilities between the Executive Chairman and AGCOO; matters reserved for the Board's consideration and approval; procedures for convening Board meetings; Directors' remuneration and training; financial reporting; investor relations; and shareholder communication. The Board Charter was revised on 25 February 2025 and is made available on Mudajaya's website at *www.mudajaya.com*.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

Code of Ethics and Conduct

The Board has adopted a formalised Code of Ethics and Conduct ("**the Code**") which is aligned with Mudajaya's vision and core values of integrity, respect, trust and openness. The Code sets out the clear standards of conduct in relation to business dealings, workplace behaviour, relations with stakeholders and the wider community. It also provides guidance on, among others, the disclosure of conflict of interests; the protection and disclosure of confidential information; good practices and internal controls; compliance with applicable laws and regulations; and the obligation to report any breach of the Code. The Code is made available on Mudajaya's website at *www.mudajaya.com*.

Whistleblowing Policy and Procedure

Mudajaya has established a Whistleblowing Policy and Procedure to provide a secure and confidential channel for employees and stakeholders of the Group to report any concerns in strict confidence, about any suspected wrongdoing, unethical behaviour or misconduct relating to fraud, corrupt practices and/or other forms of inappropriate or unethical behaviour. Reports may be made anonymously and without fear of retaliation or adverse repercussions and are treated with strict confidentiality. All reports received are subject to an independent and objective review and investigation process to ensure that appropriate actions are taken where necessary. The Whistleblowing Policy and Procedure was revised on 30 May 2025 and is made available on Mudajaya's website at *www.mudajaya.com*.

Anti-Bribery and Corruption Policies

In line with Section 17A of the Malaysian Anti-Corruption Commission (Amendment) Act 2018, the principles outlined in the Guidelines on Adequate Procedures and Paragraph 15.29 of the Main Market Listing Requirements of Bursa Securities relating to anti-bribery and corruption, the Board approved the new Anti-Bribery Policy Statement on 27 February 2020. Thereafter, on 28 May 2020, the Board adopted the Anti-Bribery Manual and the Anti-Bribery Objectives & Targets.

The Anti-Bribery Policy Statement, Anti-Bribery Manual and related internal policies set out the procedures and control measures implemented by Mudajaya to prevent corruption in connection with its business activities and to ensure compliance with applicable anti-corruption laws in the jurisdictions in which the Group operates. Collectively, these policies form part of the Group's governance and internal control framework to address and manage the risks of fraud, bribery, corruption, misconduct and unethical practices, while supporting the Group's long-term sustainability and success.

The Anti-Bribery Policy Statement was revised on 3 June 2025 and is published on Mudajaya's website at *www.mudajaya.com*.

Directors' Fit and Proper Policy

In line with Paragraph 15.01A of the Main Market Listing Requirements of Bursa Securities, the Board adopted the Directors' Fit and Proper Policy on 27 May 2022 to support the appointment and re-election of Directors.

The Directors' Fit and Proper Policy provides a framework to guide the CNRC and the Board in their review and assessment of potential candidates for appointment as Directors, as well as Directors standing for re-election at the Annual General Meeting ("**AGM**") of the Company. The Directors' Fit and Proper Policy is intended to ensure that the Directors possess the necessary character, personal and financial integrity, competence, experience, skills, knowledge and time commitment to effectively discharge their roles and responsibilities in the best interests of the Company and its stakeholders.

The Directors' Fit and Proper Policy is published on Mudajaya's website at *www.mudajaya.com*.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

Sustainability Governance

The Board, together with Management, is responsible for overseeing the Group's sustainability governance, including setting sustainability strategies, priorities and targets. Management, led by the AGCOO, continues to strengthen the Group's sustainability management framework and processes to support the effective implementation and execution of its ESG initiatives.

Mudajaya has put in place a sustainability governance structure that clearly defines the roles and responsibilities of the relevant parties across the organisation in driving, coordinating and facilitating the development and implementation of sustainability-related policies, practices and initiatives.

The Sustainability Steering Committee ("**SSC**") which was established in 2021, is responsible for overseeing the implementation of the Group's sustainability programmes and monitoring the outcomes of these initiatives. At the operational level, the SSC is supported by selected executives across various departments who assist in implementing sustainability initiatives and reporting progress to the SSC. The AGCOO who chairs the SSC, provides executive leadership in driving the Group's sustainability agenda and ensures that sustainability initiatives are implemented in accordance with their respective objectives and timelines.

In meeting the long-term expectations of stakeholders, Mudajaya continues to monitor its sustainability priorities and undertake the necessary actions to minimise its environmental impact. The senior leadership team remains accountable for embedding sustainability initiatives and targets across the Group's operations and overseeing their effective execution.

II. BOARD COMPOSITION

As at the date of this Statement, the Board comprises four (4) members, consisting of one (1) Executive Chairman and three (3) Independent Non-Executive Directors. The majority of the Board comprises Independent Non-Executive Directors, who represents more than half of the Board's composition, thereby enabling objective, effective and independent oversight of Management. The Board's composition is also in compliance with Paragraph 15.02(1)(a) of the Main Market Listing Requirements of Bursa Securities, which requires at least two (2) Directors or one-third (1/3) of the Board, whichever is higher, to be Independent Directors.

On 22 April 2022, Ms Oei Su Lee was appointed as an Independent Non-Executive Director of the Company in compliance with Paragraph 15.02(1)(b) of the Main Market Listing Requirements of Bursa Securities, which requires at least one (1) woman Director on the Board.

The Board comprises Directors with a diverse and appropriate mix of skills, knowledge and experience in areas relevant to the Group's businesses and operations, including, accounting, finance, banking, construction, engineering, real estate investment and property development. A brief profile of each Director is set out in the Directors' Profile section of this Annual Report.

The Board's composition during the financial year reflects an appropriate size, diversity and balance of expertise, skills and core competencies necessary to provide effective leadership to the Group. The Independent Directors provide independent judgement, objectivity, while contributing to effective checks and balances in the Board's deliberations and decision-making.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

CNRC

The CNRC comprises all Independent Non-Executive Directors. In conformity with MCCG 2021, the CNRC is chaired by an Independent Non-Executive Director, Ms Oei Su Lee.

The CNRC's terms of reference was revised on 25 February 2025 and is available on the Company's website at *www.mudajaya.com*.

The activities undertaken by the CNRC during the financial year are summarised as follows:-

(a) Reviewed the evaluation results of the Board and Board Committees, as well as the independence assessment of the Independent Directors;

(b) Reviewed the results of the Director's Self & Peer Evaluation including the mix of skills, competencies and experience of the Directors;

(c) Reviewed the term of office, competency and performance of the ARMSC and its members;

(d) Reviewed the performance and contribution of the AGCOO;

(e) Reviewed and recommended the re-election of Directors for shareholders' approval at the 2025 AGM;

(f) Reviewed the training programmes attended by the Directors and assessed their training and development needs;

(g) Reviewed and recommended for the Board's approval, the offer of employment contract for the Executive Chairman; and

(h) Reviewed the terms of reference of the CNRC.

The CNRC reports its proceedings and recommendations to the Board for its consideration and approval.

Appointment of New Directors to the Board

The CNRC is responsible for ensuring that the appointment of new Directors is conducted through a transparent and rigorous process based on merit. In evaluating potential candidates, the CNRC is guided by the Directors' Fit and Proper Policy and considers, among others, the individual's skills, knowledge, experience, competence, integrity, reputation, financial standing and ability to devote sufficient time to the role. Candidates may be sourced from recommendations by existing Directors, senior management, shareholders, internal databases, external registries of corporate Directors, third-party referrals or executive search firms, and may be subject to interviews or engagement sessions where appropriate. The CNRC also takes into consideration the overall composition of the Board to ensure an appropriate balance of skills, experience and diversity in terms of gender, ethnicity and age, recognising that achieving and maintaining a balanced Board is an ongoing process aligned with the Board's current and future needs.

While the Board does not have a formal gender diversity policy, the CNRC remains committed to promoting diversity in Board appointments in line with the recommendations of MCCG 2021. The CNRC endeavours to consider suitably qualified candidates of both genders, as well as individuals from diverse ethnic backgrounds, whenever the need for new appointments arises. On 22 April 2022, the Board appointed a female Director, Ms Oei Su Lee, bringing female representation on the Board to 25%.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

Tenure of Independent Directors and Annual Assessment of Independence

The Board acknowledges the important role of Independent Directors in ensuring effective checks and balances within the Board. Their ability to bring objective and independent view and perspectives to Board deliberations and decision-making is essential in safeguarding the interests of the Group and the minority shareholders.

As part of its annual assessment, the CNRC undertook a review of the independence of the Independent Directors. Based on the outcome of this assessment, the Board is satisfied that the Independent Directors have consistently exercised independent and objective judgement in all Board and Board Committees deliberations and have acted in the best interests of the Company.

As at the date of this Statement, none of the Independent Non-Executive Directors has served for a cumulative term exceeding nine (9) years.

Re-election of Directors

The Company's Constitution provides that one-third (1/3) of the Directors for the time being, or if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office at each AGM. Each Director shall retire at least once every three (3) years but shall be eligible for re-election. Directors due for retirement are those who have served the longest in office since their last election or appointment. Directors appointed by the Board during the year are subject to re-election at the next AGM following their appointments.

The Directors standing for re-election at the AGM are subject to an annual assessment conducted by the CNRC. Based on this assessment, the CNRC makes recommendations to the Board on the proposed re-election of the Directors for shareholders' approval at the AGM. Each Director's re-election is presented as a separate resolution for shareholders' approval at the AGM.

Annual Evaluation of Directors

The Board undertakes an annual evaluation exercise to assess its effectiveness, governance processes and the contributions of individual Directors, with a view to enhancing overall Board performance.

During the financial year, the evaluation covered the performance of the Board, its Committees and individual Directors, based on established assessment criteria. The results of the evaluation indicated that the Board and Board Committees continue to operate effectively and that the Directors have discharged their duties and responsibilities satisfactorily.

The overall results of the evaluation were reviewed by the CNRC and subsequently presented to the Board, with key observations and areas for continuous improvement highlighted where relevant.

Time Commitment

The Board is satisfied that the Directors have devoted sufficient time and commitment to discharge their responsibilities effectively during the financial year, as reflected by their attendance and participation at Board and Board Committee meetings.

To support effective planning and attendance, an annual meeting calendar comprising the scheduled dates of Board and Board Committees meetings, as well as the AGM, is prepared and circulated to the Directors in advance at the end of each year.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

Time Commitment (Cont'd)

During the FY2025, the Board convened a total of four (4) Board meetings. In addition, one (1) further Board meeting was held subsequent to the FY2025 and up to the date of approval of this Statement to deliberate on matters relating to the FY2025.

The attendance of the Directors at the Board Meeting is set out as follows:-

Name of Directors	Attendance during FY2025	Attendance post-FY2025
Ir James Wong Tet Foh	4/4 (100%)	1/1
Oei Su Lee	4/4 (100%)	1/1
Datuk Wira Arham Bin Abdul Rahman	4/4 (100%)	1/1
Leong Choon Meng	4/4 (100%)	1/1

All Directors fulfilled the minimum attendance requirement of at least 50% of Board meetings held during the financial year as prescribed under the Main Market Listing Requirements of Bursa Securities.

The Directors of the Company also hold no more than five (5) directorships in public listed companies, in line with Paragraph 15.06 of the Main Market Listing Requirements of Bursa Securities. This allows them to devote sufficient time, attention and commitment to the affairs of the Group and to discharge their responsibilities effectively.

Directors' Training, Development and Induction

The Board recognises that continuous learning and development are essential in enabling Directors to remain informed of economic developments, technological advancements, regulatory changes and evolving management practices, and to further enhance the knowledge and skills required in the discharge of their responsibilities.

In addition to attending the Mandatory Accreditation Programme ("**MAP**") as required by Bursa Securities, the Directors have also participated in various training programmes organised by relevant regulatory authorities or professional bodies. These training programmes serve to broaden their knowledge and keep them abreast with developments in laws, regulations and the business environment. As at the date of this Statement, all Directors have completed MAP Part II within the prescribed timeframe.

The Directors recognise the importance of continuously updating their knowledge and skills to enable their effective participation in Board deliberations and to enhance their overall effectiveness throughout their tenure. The Directors have ongoing access to continuing education programmes and are regularly informed of relevant training opportunities by the Company Secretaries, who also maintain records of all training programmes attended by the Directors.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

Directors' Training, Development and Induction (Cont'd)

The Board, through the CNRC, reviews the training and development programmes attended by the Directors on an annual basis and assesses their ongoing learning needs to support the effective discharge of their duties and responsibilities. The training programmes attended by the Directors during the FY2025, including conferences, workshops, seminars and webinars, are set out below:-

Name of Directors	Training Programmes Attended	Organiser	Date
Ir James Wong Tet Foh	1) ASEAN Workshop on Sustainable Development 2025	Sunway University	13-14 January 2025
	2) KPMG Breakfast Talk : Property & Construction – Risk Agility for Tax & ESG	KPMG	20 August 2025
	3) McKinsey's Global Energy Perspective 2025	McKinsey & Company	14 October 2025
	4) MARC Malaysian Bond & Sukuk Conference 2025	MARC	7 November 2025
	5) Bursa Malaysia Workshop on IFRS Sustainability Standards	Bursa Malaysia	13 November 2025
	6) LSEG 2025 Wrap-Up & 2026 Outlook Webinar	LSEG	2 December 2025
	7) SKRINE Six Signals 2026	SKRINE	10 December 2025
Oei Su Lee	1) ESG and Climate: IFRS S1 and IFRS S2 Explained	Malaysian Institute of Corporate Governance (MICG)	20 & 21 March 2025
	2) Essential Director Update 2024 Recording	Australian Institute of Company Directors	18 June 2025
	3) Board Risk Oversight Best Practices: A Strategic Approach	IERP®	20 August 2025
	4) The Directors Guide to Driving Corporate Culture and ERM	IERP®	20 August 2025
	5) Risk Appetite, Risk Tolerance and Risk Maturity Frameworks	IERP®	21 August 2025
	6) The Directors Guide to Strategic ERM	IERP®	21 August 2025
	7) The Directors Guide to ISO 31000 and Empowered Risk Committees	IERP®	9 September 2025
	8) Directors Guide to BCM and ISO 22301	IERP®	9 September 2025
	9) Directors Guide to Machine Learning and AI	IERP®	10 September 2025
	10) Directors Guide to Cybersecurity Oversight	IERP®	10 September 2025

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

Directors' Training, Development and Induction (Cont'd)

Name of Directors	Training Programmes Attended	Organiser	Date
Oei Su Lee (Cont'd)	11) Webinar on Challenges in the Business World: Risk & Compliance Posed by V.U.C.A	Minority Shareholders Watch Group (MSWG)	11 September 2025
	12) Directors Guide to COSO 2013 and Empowered Audit Committees	IERP®	1 October 2025
	13) Directors Guide to GRC and CCPT	IERP®	1 October 2025
	14) Essential Director Update 2025	Australian Institute of Company Directors	21 October 2025
	15) Bursa Malaysia ISSB Training Workshop (Webinar) on IFRS Sustainability Standards	Bursa Malaysia	13 November 2025
Datuk Wira Arham Bin Abdul Rahman	1) Seminar Leadership Cybersecurity Awareness	Hong Leong Manufacturing Group	6 January 2025
	2) Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	Institute of Corporate Directors Malaysia (ICDM)	22-23 January 2025
	3) Sustainability Reporting	Pricewaterhouse Coopers Malaysia	11 June 2025
	4) Directors' & Senior Management Training (No. 03/2025) on ESG: Risks and Opportunities?	SKRINE	18 June 2025
	5) Directors' & Senior Management Training (No. 04/2025) on AI And Digital Health and How It Is Impacting the Pharma Industry by Associate Professor Caroline Lee & Dr. Xavier Chee	Duopharma Biotech Berhad	21 July 2025
	6) Qualified Risk Directors: Series 1 Board Risk Oversight Best Practices: A Strategic Approach	Institute of Enterprise Risk Practitioners (IERP®)	20 August 2025
	7) Qualified Risk Directors: Series 2 The Directors Guide to Driving Corporate Culture and Enterprise Risk Management (ERM)	IERP®	20 August 2025

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

Directors' Training, Development and Induction (Cont'd)

Name of Directors	Training Programmes Attended	Organiser	Date
Datuk Wira Arham Bin Abdul Rahman (Cont'd)	8) Directors' & Senior Management Training (No. 05/2025) on Anti-Corruption & The National Anti-Corruption Strategy (NACS) by Superintendent Thilak Munusamy, Private Sector Officer Community Education Division, MACC & Briefing on Duopharma Biotech: Director and Officers Liability Takaful by Etiqa Takaful General Berhad	Duopharma Biotech Berhad	25 August 2025
	9) Directors' & Senior Management Training (No. 06/2025) on Malaysia Pharmaceutical Regulatory Landscape (Past, Present, Future) by Puan Sabrina Binti Haron, Chief Compliance Officer of Duopharma Biotech Berhad	Duopharma Biotech Berhad	4 September 2025
	10) Qualified Risk Director: Series 11 – Director's guide to machine learning and AI	IERP®	10 September 2025
	11) Qualified Risk Director: Series 12 – Directors Guide to Cybersecurity Oversight	IERP®	10 September 2025
	12) Challenges in the Business World: Risk and Compliance Posed by V.U.C.A	Minority Shareholders Watch Group (MSWG)	11 September 2025
	13) Audit Committee Conference 2025	Malaysian Institute of Accountants (MIA)	29 September 2025
	14) Qualified Risk Director: Series 13 – Directors Guide to COSO 2013 and Empowered Audit Committees	IERP®	1 October 2025
	15) Qualified Risk Director: Series 14 – Director's guide to GRC and CCPT	IERP®	1 October 2025

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

Directors' Training, Development and Induction (Cont'd)

Name of Directors	Training Programmes Attended	Organiser	Date
Datuk Wira Arham Bin Abdul Rahman (Cont'd)	16) Qualified Risk Director: Series 5 - Directors guide to Emerging risk and Black Swans	IERP®	29 October 2025
	17) Qualified Risk Director: Series 6 - The Directors Guide to the Role of Boards in Fraud Risk Management	IERP®	29 October 2025
	18) Sustainability Reporting IFRS S1 and IFRS S2 & E-Invoicing	KPMG	12 November 2025
Leong Choon Meng	1) Climate First…Or Last?	Asia School of Business (ASB)	8 September 2025
	2) PwC Malaysia's Budget 2026 Seminar: Charting Malaysia's Next Chapter	PwC	30 October 2025
	3) Audit Oversight Board's Conversation with Audit Committees	Securities Commission Malaysia's Audit Oversight Board(AOB)	25 November 2025

III. REMUNERATION

Remuneration Policies and Procedures

The Company's remuneration policy aims to attract, retain and motivate Directors and key senior management of the appropriate calibre to support the long-term success of the Group. The remuneration of the Executive Directors is structured to link rewards to both the Group's performance and individual performance. In the case of the Non-Executive Directors, their remuneration reflects their experience, expertise and the responsibilities assumed in the discharge of their roles. The remuneration packages of key senior management are aligned with industry practices and are designed to reflect the scope of their roles, responsibilities, skills and experience.

CNRC

The CNRC assists the Board in overseeing the Group's remuneration framework and policies. In discharging its responsibilities, the CNRC is authorised to seek independent professional advice where necessary.

During the financial year under review, the CNRC assessed the performance of the Executive Chairman and the AGCOO based on established performance criteria, and reviewed as well as recommended their remuneration packages to the Board for approval. The evaluation was conducted in February 2026, with the Executive Chairman abstaining from the deliberation and voting in respect of his own remuneration package.

The remuneration of the Non-Executive Directors is determined by the Board as a whole, based on the recommendation of the CNRC, with each Non-Executive Director abstaining from deliberation and voting in relation to his/her individual remuneration. The Directors' fees and benefits payable to the Non-Executive Directors are subject to shareholders' approval at the AGM.

At its meeting held on 24 February 2025, the CNRC reviewed the Directors' fees for the Company's Non-Executive Directors. The proposed remuneration was made in line with the Group's cost optimisation efforts. Following the CNRC's recommendation, the Board approved the Directors' fees range of RM35,000 to RM50,000 per annum.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

III. REMUNERATION (CONT'D)

Details of Remuneration for Directors and Chief Executive's Remuneration

Details of the remuneration of the Directors and AGCOO of Mudajaya (received from the Company and on a group basis respectively) for the FY2025 are as follows:

Name	Directors' Fees RM'000	Salaries RM'000	Defined Contribution Plan RM'000	Fixed Allowances RM'000	Meeting Attendance Allowances RM'000	Benefits -in-kind RM'000	Total RM'000
Executive Chairman							
Ir James Wong Tet Foh	–	583	23	–	–	–	606
Non-Executive Directors							
Oei Su Lee	36	–	–	–	–	–	36
Datuk Wira Arham Bin Abdul Rahman	50	–	–	–	–	–	50
Leong Choon Meng	50	–	–	–	–	–	50
Dato' Amin Rafie Bin Othman *(Resigned on 31 March 2025)*	12	–	–	–	1	–	13
Received from the Company	**148**	**583**	**23**	**–**	**1**		**755**
Executive Chairman							
Ir. James Wong Tet Foh	–	713	28	–	–	34	775
Chief Executive – AGCOO							
Chew Chee Wai	–	444	63	84	–	4	595
Received from a subsidiary	**–**	**1,157**	**91**	**84**	**–**	**38**	**1,371**
Total Group	**148**	**1,740**	**114**	**84**	**1**	**38**	**2,125**

PRINCIPLE B: EFFECTIVE AUDIT, RISK MANAGEMENT AND SUSTAINABILITY

I. ARMSC

On 31 December 2024, the Board approved the consolidation of the Audit Committee and the Risk Management and Sustainability Committee into a single Board committee, named as ARMSC, effective from that date. The current ARMSC Chairman is not the Chairman of the Board.

The ARMSC supports the Board in the discharge of its corporate governance and oversight responsibilities, including those relating to financial reporting, internal and external audit, risk management, sustainability initiatives, anti-bribery and anti-corruption compliance, as well as such other matters as may be delegated by the Board from time to time.

The ARMSC comprises three (3) members, all of whom are Independent Non-Executive Directors. The ARMSC chaired by an Independent Non-Executive Director, who is not the Chairman of the Board. All the members of ARMSC are financially literate and possess the requisite knowledge, experience and understanding of the Group's business and operations to enable them to discharge their duties and responsibilities effectively.

During the financial year, the ARMSC members also attended various training programmes to keep themselves abreast of the latest developments in accounting, auditing, risk management, sustainability, regulatory requirements and corporate governance.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE B: EFFECTIVE AUDIT, RISK MANAGEMENT AND SUSTAINABILITY (CONT'D)

I. ARMSC (CONT'D)

As part of the annual Board evaluation exercise, the Board reviewed the term of office and assessed the performance of the ARMSC and its members. Based on the assessment, the Board was satisfied that the ARMSC and its members had discharged their duties and responsibilities effectively in accordance with the ARMSC's terms of reference.

The ARMSC Report contained in this Annual Report outlines the key activities undertaken by the ARMSC during the financial year, including, among others, its annual assessment of the suitability, objectivity and independence of the external auditors.

II. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

Sound Framework to Manage Risks

The Board has overall responsibility for the Group's risk management and internal control framework, including the approval of the relevant framework and policies. In carrying out this responsibility, the Board oversees the adequacy and effectiveness of the Group's risk management and internal control systems.

Mudajaya has in place an ongoing process to identify, evaluate and manage significant risks that may have impact the achievement of the Group's business objectives. With the support and oversight of the ARMSC, the Board reviews the key risks inherent in the Group's operations and considers the appropriateness of the mitigating measures put in place to address such risks, including business disruption and investment-related risks.

An overview of the Group's internal control and risk management framework is set out in the Statement on Risk Management and Internal Control contained in this Annual Report.

Internal Audit and Risk Management Functions

The Board has overall responsibility for the Group's system of internal control, including the establishment of an appropriate control environment and framework, and for reviewing its adequacy, effectiveness and integrity. The system of internal control is designed to manage, rather than eliminate, the risk of failure to achieve the Group's business objectives, and can therefore only provide reasonable, but not absolute, assurance against material misstatement, loss or fraud.

The Board has put in place procedures to review the Group's key financial, operational and compliance controls. These procedures, which are subject to regular review, support an ongoing process for identifying, evaluating and managing the significant risks faced by the Group.

The Group's internal audit function is carried out in-house by the Group Internal Audit & Risk Management Department, which reports directly to the ARMSC. Its primary role is to conduct regular reviews of the Group's systems, processes and controls, and to provide independent and objective assurance to the ARMSC on the adequacy and effectiveness of the Group's internal control, risk management and governance framework.

Further details on the activities of the internal audit function are set out in the ARMSC Report contained in this Annual Report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE B: EFFECTIVE AUDIT, RISK MANAGEMENT AND SUSTAINABILITY (CONT'D)

II. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK (CONT'D)

Directors' Responsibilities Statement in respect of the Audited Financial Statements

Pursuant to the Companies Act 2016, the Directors are responsible for ensuring that the financial statements of the Company and the Group are prepared in accordance with applicable approved accounting standards and give a true and fair view of the financial position of the Company and the Group as at the end of the financial year, and of the financial performance and cash flows of the Company and the Group for the financial year.

In preparing the financial statements, the Directors have:

(a) ensured compliance with the provisions of the Companies Act 2016, the applicable financial reporting standards and the Main Market Listing Requirements of Bursa Securities;

(b) adopted and applied appropriate accounting policies consistently; and

(c) exercised reasonable and prudent judgments and estimates.

The Directors are responsible for ensuring that proper accounting records are kept so as to disclose with reasonable accuracy, the financial position of the Company and the Group and enable the financial statements to comply with the relevant statutory requirements.

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

I. ENGAGEMENT WITH STAKEHOLDERS

Periodic and Continuous Disclosure

The Board acknowledges the importance of keeping shareholders and other stakeholders informed of all material developments affecting the Group's business and performance. The Company maintains an ongoing commitment to timely and transparent disclosure, including the release of announcements to Bursa Securities on significant developments or events affecting the Group. Quarterly financial results are also announced to provide shareholders and other stakeholders with regular updates on the Group's performance. All announcements made to Bursa Securities are also made available on the Investor Relations section of Mudajaya's website for ease of access by shareholders and the investing public.

Where appropriate, the Company also undertakes media engagement through press interviews and briefings and press releases to communicate updates on the Group's business activities, performance and major developments.

Company Website

The Company's website, *www.mudajaya.com* serves as an important platform for disseminating information on the Group's businesses, projects and latest developments, as well as the profiles of the Board and senior management. The website also includes dedicated Investor Relations and Corporate Governance sections, which provide access to the Company's announcements to Bursa Securities, quarterly financial results, annual reports and other relevant corporate information.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (CONT'D)

I. ENGAGEMENT WITH STAKEHOLDERS (CONT'D)

Shareholders and Investors Queries

While the Company strives to keep shareholders and investors adequately informed of the Group's businesses and activities, it acknowledges that shareholders and investors may, from time to time, require additional information or clarification on specific matters.

To facilitate effective communication and ensure that shareholders and investors are able to obtain all relevant information relating to the Group, they may direct their enquiries to:

Investor Relations
Mudajaya Group Berhad
PH1, Menara Mudajaya
No. 12A, Jalan PJU 7/3
Mutiara Damansara
47810 Petaling Jaya
Selangor Darul Ehsan
Tel No: (603) 7806 7899
Email : info@mudajaya.com

II. CONDUCT OF GENERAL MEETINGS

Encourage Shareholder Participation at General Meetings

General meetings provide a key avenue for communication and engagement between the Company and its shareholders. The Board acknowledges the importance of these meetings as a platform for shareholders participation and encourages shareholders to actively exercise their rights at such meetings.

During the financial year, the Company held its AGM on 4 June 2025 in a physical format, and its Extraordinary General Meeting ("**EGM**") on 27 November 2025 in a hybrid format, with participation made available both physically and virtually from the designated broadcast venue. Both meetings were conducted in accordance with Section 327 of the Companies Act 2016 and the Securities Commission Malaysia's Guidance and FAQs on the Conduct of General Meetings for Listed Issuers. Live streaming and Remote Participation and Voting ("**RPV**") facilities were made available to shareholders through the Company's share registrar, Boardroom Share Registrars Sdn Bhd.

The Notice of AGM, together with the Proxy Form, Administrative Guide and Request Form for the printed copy of the Annual Report and Share Buy-Back Statement, were issued to shareholders more than 28 days in advance of the meeting date. This was to ensure that shareholders were given sufficient time to consider the business to be transacted and to make the necessary arrangements to participate in the AGM. To facilitate wider dissemination and encourage shareholders participation, the Notices of AGM and EGM were also published in one (1) national newspaper. The Notices of AGM/EGM, Proxy Forms, Administrative Guides and Request Form were additionally made available on Mudajaya and Bursa Securities' websites.

Each item of ordinary and special business set out in the Notice of AGM and EGM were accompanied by an explanatory statement to assist shareholders in understanding and evaluating the resolutions proposed.

The minutes of the AGM and EGM, including the questions raised during the meetings and the corresponding responses, were made available on the Mudajaya's website.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (CONT'D)

II. CONDUCT OF GENERAL MEETINGS (CONT'D)

Effective Communication and Proactive Engagements with Shareholders

General meetings provide shareholders with direct access to the Board and senior management, and shareholders are encouraged to actively participate in the question-and-answer session. To enhance engagement between the Directors and shareholders, shareholders were also given the opportunity to submit questions in advance of the AGM and EGM via the Boardroom Smart Investor Portal in relation to the agenda items. All questions received prior to the meetings were addressed during the respective AGM and EGM.

At the AGM, the Executive Chairman delivered an overview of the Group's performance and strategic direction. He also shared the Company's responses to the questions submitted in advance by the Minority Shareholder Watch Group ("**MSWG**") with the shareholders and proxies in attendance.

During both the AGM and EGM, shareholders and proxies were encouraged to raise questions through the messaging function available on the RPV facilities. All questions submitted were visible to meeting participants and were addressed by the Chairman and the Head of Finance during the course of the meetings. The Company's external auditors, Deloitte Malaysia PLT, were present at the AGM to respond to questions relating to the audited financial statements. At the EGM, the Company's advisers were also in attendance to address questions relating to the proposed shares consolidation.

Electronic Poll Voting

All shareholders of the Company are entitled to appoint proxy/proxies or corporate representatives to attend and vote on their behalf at general meetings in the event they are unable to attend in person.

In line with the Company's commitment to transparency and efficiency, all resolutions tabled at the AGM and EGM were voted on by way of electronic poll voting in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Securities. An independent scrutineer was appointed to verify the poll voting process and results. The outcome of the poll voting was announced by the Executive Chairman and displayed on screen during the meetings, following which all resolutions were declared duly passed. The poll results were also announced to Bursa Securities on the same day.

This Corporate Governance Overview Statement together with the CG Report were approved by the Board on 30 April 2026.

ADDITIONAL COMPLIANCE INFORMATION

The information set out below is disclosed in compliance with the Main Market Listing Requirements of Bursa Securities:

1. UTILISATION OF PROCEEDS RAISED FROM CORPORATE PROPOSAL

The Company did not raise funds through any corporate proposals during the financial year ended 31 December 2025.

2. AUDIT AND NON-AUDIT FEES

The audit and non-audit fees paid/payable to the external auditors for services rendered to the Company and/or its subsidiaries for the financial year ended 31 December 2025 are as follows:-

	Group	Company
	RM'000	RM'000
Audit fees		
-Auditors of the Company and its member firms	1,676	264
-Other auditors	44	–
Subtotal:	1,720	264
Non-audit fees		
-Auditors of the Company	16	16
Subtotal:	**16**	**16**
Total:	**1,736**	**280**

3. MATERIAL CONTRACTS INVOLVING THE INTEREST OF DIRECTORS AND MAJOR SHAREHOLDERS

There were no material contracts (not being contracts entered into in the ordinary course of business) entered into by the Company and/or its subsidiaries involving the interest of directors, chief executive or major shareholders during the financial year ended 31 December 2025.

REPORT OF THE AUDIT, RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE

The Audit Committee ("**AC**") was established by the Board of Directors ("**the Board**") of Mudajaya Group Berhad ("**Mudajaya**") on 29 March 2004. On 28 November 2024, the Risk Management Committee ("**RMC**") was renamed as the Risk Management and Sustainability Committee ("**RMSC**"). Subsequently, with effect from 31 December 2024, the Board approved the merger of the AC and the RMSC into a single Board Committee known as the Audit, Risk Management and Sustainability Committee' ("**ARMSC**" or "**the Committee**").

The establishment of the ARMSC reflects the Board's commitment to strengthening its oversight of matters relating to audit, risk management and sustainability, and to providing a more integrated governance framework over these key areas.

CONSTITUTION AND COMPOSITION

The ARMSC comprises three (3) members, all of whom are Independent Non-Executive Directors. None of the members is an alternate director. The profiles of the ARMSC members are set out in the Profile of Directors section of this Annual Report 2025.

MEMBERS

- **Leong Choon Meng**
  Chairman
  Independent Non-Executive Director

- **Datuk Wira Arham Bin Abdul Rahman**
  Member
  Independent Non-Executive Director

- **Oei Su Lee**
  Member
  Independent Non-Executive Director

All members of the ARMSC are financially literate and possess the relevant knowledge, experience and understanding of the Group's businesses and operations to effectively discharge their duties and responsibilities as members of the ARMSC. The ARMSC is chaired by Mr Leong Choon Meng, an Independent Non-Executive Director, who is not the Chairman of the Board. He is a member of the Malaysian Institute of Accountants and the Chartered Institute of Management Accountants, in compliance with Paragraph 15.09(1)(c)(i) of the Main Market Listing Requirements of Bursa Securities. He is also an Independent Non-Executive Director, as required under Paragraph 15.10 of the Main Market Listing Requirements of Bursa Securities. The composition of the ARMSC is in line with the Main Market Listing Requirements of Bursa Securities and the MCCG 2021.

The Board has reviewed the term of office of the ARMSC and undertaken an annual assessment of the composition, performance and effectiveness of the ARMSC in respect of the FY2025, based on the recommendations of the CNRC. The Board is satisfied that the ARMSC have effectively discharged their functions, duties and responsibilities in accordance with the ARMSC's terms of reference, and have continued to provide meaningful support to the Board in the discharge of its oversight responsibilities.

TERMS OF REFERENCE ("ARMSC TOR")

The ARMSC is guided by its terms of reference in carrying out its duties and responsibilities. The ARMSC TOR outlines the purpose of the Committee, its composition, authority, and duties and responsibilities.

Following the merger of the AC and the RMSC, the ARMSC TOR was revised to reflect the Committee's expanded scope of oversight, including risk management, sustainability, and anti-bribery and anti-corruption compliance. The revised ARMSC TOR was approved by the Board on 25 February 2025 and is available on Mudajaya's website at *www.mudajaya.com*.

REPORT OF THE AUDIT, RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE (CONT'D)

MEETINGS AND ATTENDANCE

During the FY2025, the ARMSC held five (5) meetings. Subsequent to the financial year end up to the date of approval of this ARMSC Report, another two (2) ARMSC meetings were held to deliberate on matters in respect of the FY2025.

The details of attendance of the ARMSC members are as follows:-

	Attendance during FY2025	Attendance post-FY2025
Leong Choon Meng	5/5	2/2
Datuk Wira Arham Bin Abdul Rahman	5/5	2/2
Oei Su Lee	5/5	2/2

The Executive Chairman and AGCOO, Internal Audit & Risk Management Department ("**IARMD**"), members of the Finance team, and the Company's external auditors, Deloitte Malaysia PLT (formerly known Deloitte PLT) ("**Deloitte**") were invited to attend the meetings, where appropriate, to brief the ARMSC on matters within their respective areas of responsibility.

Deloitte attended three (3) of the meetings held during the financial year. The ARMSC met with Deloitte in two (2) of those meetings without the presence of the executive Board members and Management to facilitate open discussion on audit matters and to reinforce the independence of the external audit process.

The Chairman of the ARMSC would brief the Board on the proceedings and key deliberations of each ARMSC meeting. Minutes of each ARMSC meeting were tabled for confirmation at the subsequent ARMSC meeting and thereafter tabled to the Board for notation.

SUMMARY OF ACTIVITIES OF THE ARMSC

During the financial year under review and up to the date of this Annual Report, the ARMSC carried out its responsibilities in accordance with the ARMSC TOR. A summary of the key activities undertaken by the ARMSC is set out below:-

1. Financial Reporting

- Considered and deliberated on the financial and cash flow reports of the Company and the Group presented by Management at the ARMSC meetings held on 24 February 2025, 14 April 2025, 29 May 2025, 25 August 2025, 24 November 2025 and 25 February 2026. These reports were subsequently tabled to the Board for notation.

- Reviewed and accessed the quarterly financial results for the fourth quarter of 2024 and the annual audited financial statements for the financial year ended 31 December 2024 at the ARMSC meetings held on 24 February 2025 and 14 April 2025 respectively, prior to recommending the same to the Board for approval and release to Bursa Securities.

REPORT OF THE AUDIT, RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE (CONT'D)

SUMMARY OF ACTIVITIES OF THE ARMSC (CONT'D)

1. Financial Reporting (Cont'd)

- Reviewed and accessed the quarterly financial results for the first, second, third and fourth quarters of 2025, and the annual audited financial statements for the FY2025, at the ARMSC meetings held on 29 May 2025, 25 August 2025, 24 November 2025, 25 February 2026 and 23 April 2026 respectively, prior to recommending the same to the Board for approval and release to Bursa Securities. In undertaking the review, the ARMSC considered, among others:

    - o compliance with applicable accounting and financial reporting standards, legal and regulatory requirements;
    - o changes in or adoption of accounting policies and practices;
    - o significant financial reporting matters including significant judgements and estimates made by Management, and significant or unusual events or transactions, including the latest status of ongoing material litigation;
    - o the outlook and prospects of the Group;
    - o cash flow, financing and going concern assumptions; and
    - o significant audit issues and adjustments arising from the audit process.

- Received updates and engaged in discussions with Management and the external auditors on key audit matters, their implications to the Group, and the manner in which such matters were addressed during the audit, as well as the key contributing factors to fluctuations in the Group's financial performance and position, in order to enhance the ARMSC's understanding of the Group's business operations.

2. Annual Report Requirements

- Reviewed and recommended to the Board for approval, the Statement on Risk Management and Internal Control for inclusion in the 2024 Annual Report at the ARMSC meeting held on 14 April 2025.

    The ARMSC noted that Deloitte had reviewed the Statement on Risk Management and Internal Control to ensure that the disclosures were in compliance with paragraphs 41 & 42 of the *Statement on Risk Management & Internal Control: Guidelines for Directors of Listed Issuers* ("**SORMIC Guidelines**").

- Reviewed and approved the ARMSC Report for inclusion in the 2024 Annual Report at the ARMSC meeting held on 14 April 2025.

- Reviewed and recommended to the Board for approval, the Corporate Governance Overview Statement, Sustainability Statement and Notice of AGM for inclusion in the 2024 Annual Report, as well as the Corporate Governance Report ("CG Report") for submission to Bursa Securities at the ARMSC meeting held on 14 April 2025.

- Reviewed and recommended to the Board for approval, the Statement on Risk Management and Internal Control for inclusion in the 2025 Annual Report at the ARMSC meeting held on 23 April 2026.

    The ARMSC noted that Deloitte had reviewed the Statement on Risk Management and Internal Control to ensure that the disclosures were in compliance with the SORMIC Guidelines.

- Reviewed and approved the ARMSC Report for inclusion in the 2025 Annual Report at the ARMSC meeting held on 23 April 2026.

- Reviewed and recommended to the Board for approval, the Corporate Governance Overview Statement, Sustainability Statement and Notice of AGM for inclusion in the 2025 Annual Report, as well as the CG Report for submission to Bursa Securities, at the ARMSC meeting held on 23 April 2026.

REPORT OF THE AUDIT, RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE (CONT'D)

SUMMARY OF ACTIVITIES OF THE ARMSC (CONT'D)

3. Internal Audit

- Received and reviewed the internal audit reports presented by the IARMD, which set out the audit findings, recommended corrective actions, as well as Management's responses and action plans to address the identified risks and internal control deficiencies, at the ARMSC meetings held on 25 August 2025 and 25 February 2026. A total of two (2) audit engagements were completed in 2025. The ARMSC noted that no internal audit reports were tabled at the ARMSC meetings held on 24 February 2025 and 29 May 2025 due to the transition within the IARMD following the departure of the former Head of Internal Audit, as well as the additional time required to complete and finalise the internal audit reports before tabling to the ARMSC.

- Noted and considered the scope of internal audits carried out during the financial year, which were based on the approved internal audit plan and requests from Management.

- Received updates from the IARMD at each ARMSC meeting on the progress of audit activities and the status of implementation of prior audit recommendations until the same were fully implemented. Where appropriate, the ARMSC also considered key initiatives and continuous improvement measures undertaken by the IARMD.

- Reviewed and discussed the status report on the Anti-Bribery Management System ("**ABMS**") at the ARMSC meetings held on 24 February 2025, 29 May 2025, 25 August 2025, 24 November 2025 and 25 February 2026.

- Reviewed the risk-based 3-years internal audit plan for 2026-2028 at the ARMSC meeting held on 25 February 2026. The areas which were covered in the audit plan included construction and property projects, concession assets, China division, central purchasing, payment process, enterprise risk management, ISO and ABMS.

4. External Audit

- Reviewed and discussed with Deloitte the audit report, audit issues, key audit focus areas, audit findings and Management's responses arising from the audit of the financial statements for the year ended 31 December 2024 at the ARMSC meeting held on 24 February 2025. Deloitte also briefed the ARMSC on the audit status, outstanding matters and significant risk areas identified in the course of the audit.

- Received confirmation from Deloitte that they 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 Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* ("**IESBA Code**"), as applicable to audits of financial statements of public interest entities, and that they have fulfilled their other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

- Met with Deloitte on 24 February 2025, 24 November 2025 and 25 February 2026 without the presence of the executive Board member and Management to discuss among others, the extent of assistance rendered by Management and any matters arising from the audit process. The ARMSC was satisfied with the openness in communication and interaction with the engagement partner and his team, which demonstrated their independence and professionalism.

- Held periodic discussions with the engagement partner of Deloitte, where necessary, to facilitate timely communication and resolution of audit-related matters.

- Accessed the suitability, objectivity and independence of Deloitte in February 2025 in connection with their re-appointment as Auditors of the Company at the 2025 AGM. The assessment was undertaken based on a structured evaluation questionnaire completed by each ARMSC member, covering, among others, Deloitte's performance, calibre, independence, objectivity, audit scope and planning, reasonableness of audit fees, provision of non-audit services and quality of communication with the ARMSC.

REPORT OF THE AUDIT, RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE (CONT'D)

SUMMARY OF ACTIVITIES OF THE ARMSC (CONT'D)

4. External Audit (Cont'd)

- Reviewed Deloitte's overall performance, having regard to factors such as service quality, adequacy of experience, technical competency, reasonableness of fees and provision of non-audit services. Based on the outcome of the assessment tabled at the ARMSC meeting held on 24 February 2025, the ARMSC was satisfied with Deloitte's suitability, objectivity and independence, and recommended their re-appointment to the Board for shareholders' approval at the 2025 AGM. Deloitte had also provided written confirmation of their independence in accordance with the relevant professional and regulatory requirements.

  The Board had, at its meeting held on 25 February 2025, approved the ARMSC's recommendation for the re-appointment of Deloitte as Auditors of the Company, subject to the shareholders' approval at the AGM of the Company. The shareholders subsequently approved the re-appointment of Deloitte at the AGM held on 4 June 2025.

- Reviewed and recommended to the Board for approval, the audit and non-audit fees payable to Deloitte for the financial year ended 31 December 2024 at the ARMSC meeting held on 24 February 2025. The non-audit service comprised the review of the Statement on Risk Management and Internal Control. The ARMSC was satisfied that the provision of such non-audit service did not impair Deloitte's objectivity and independence, as the amount involved was not significant in comparison with the audit fees.

- Reviewed and deliberated on the annual audited financial statements together with the Independent Auditors' Report for the financial year ended 31 December 2024, with Deloitte at the ARMSC meeting held on 14 April 2025.

- Reviewed and discussed with Deloitte, their audit plan, scope of audit, audit timeline, significant risks and key audit focus areas in relation to the audit of the financial statements for the FY2025 at the ARMSC meeting held on 24 November 2025. Deloitte also confirmed at the same meeting that they had remained independent throughout the conduct of the audit engagement in accordance with the By-Laws and the IESBA Code, and had fulfilled their other ethical responsibilities accordingly.

- Reviewed and discussed with Deloitte, the audit report, outstanding matters, significant risks and key audit focus areas, audit findings and conclusions, as well as Management's responses arising from their audit of the financial statements for the FY2025 at the ARMSC meeting held on 25 February 2026.

  During the meeting, the ARMSC considered the two (2) significant risks and four (4) audit focus areas identified by Deloitte for the FY2025 and was satisfied that both Management and Deloitte had undertaken the necessary work to address those matters. The ARMSC also noted that no other significant or unusual events or transactions had been highlighted by Management or Deloitte during the course of the audit.

- Reviewed and deliberated on the audited financial statements, together with the Independent Auditors' Report for the FY2025, including the relevant disclosures contained therein.

- Assessed the suitability, objectivity and independence of Deloitte for their proposed re-appointment as Auditors of the Company at the forthcoming 2026 AGM, via the same assessment approach as described above. In carrying out the assessment, the ARMSC also considered the information disclosed in Deloitte's Transparency Report with reference to Guidance 9.3 of MCCG 2021. Based on the outcome of the assessment tabled at the ARMSC meeting held on 25 February 2026, the ARMSC was satisfied with Deloitte's suitability, objectivity and independence, and accordingly recommended their re-appointment to the Board for shareholders' approval at the forthcoming AGM of the Company. Deloitte has also provided written confirmation of its independence in accordance with the relevant professional and regulatory requirements.

  The Board at its meeting held on 27 February 2026, approved the ARMSC's recommendation for the re-appointment of Deloitte, subject to the shareholders' approval being obtained at the forthcoming AGM of the Company.

REPORT OF THE AUDIT, RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE (CONT'D)

SUMMARY OF ACTIVITIES OF THE ARMSC (CONT'D)

4. External Audit (Cont'd)

- Reviewed and recommended to the Board for approval, the audit and non-audit fees payable to Deloitte for the financial year ended 31 December 2025, at the ARMSC meeting held on 25 February 2026.

  Noted that the non-audit service provided by Deloitte during the financial year comprised the review of the Statement on Risk Management and Internal Control. As the amount of non-audit fees was not significant in comparison with the audit fees, the ARMSC was satisfied that the provision of such non-audit service did not impair Deloitte's objectivity and independence.

  Noted that the total audit fees remained broadly in line with the previous financial year. Details of the audit and non-audit fees for the financial year ended 31 December 2025 are set out in Note 9 to the audited financial statements of the Company.

- Reviewed and deliberated on the annual audited financial statements, together with the Independent Auditors' Report for the financial year ended 31 December 2025, including the relevant disclosures contained therein, with Deloitte.

5. Risk Management

- Reviewed the Group's key risk profiles and risk registers presented by Management at the ARMSC meetings, including updates on existing and emerging risks, but the Group's key risk profiles remain subject to approval, as well as the adequacy and effectiveness of the mitigating controls implemented to manage such risks.

- Received updates on the Group's risk management activities and developments, including the progress of risk mitigation action plans and any significant changes to the Group's risk landscape.

- Reviewed the status of the Group's Enterprise Risk Management ("**ERM**") framework submitted by IARMD, which remains subject to approval. In addition, further enhancements have been proposed to IARMD to strengthen the risk management processes and reporting.

6 Related Party Transactions and Review of Conflicts of Interest Situations

- Reviewed the recurrent related party transactions and related party transactions entered into by the Group at the ARMSC meetings held on 24 February 2025, 14 April 2025, 29 May 2025, 25 August 2025, 24 November 2025 and 25 February 2026, to ensure that such transactions were undertaken on normal commercial terms, were not prejudicial to the interests of the Company and its shareholders, and were in the best interests of the Group.

- Reviewed and considered any conflict of interest situations that may have arisen within the Group at the ARMSC meetings held during the financial year, and where necessary, noted the measures taken to manage, monitor and address such situations appropriately in accordance with the Group's governance and internal control framework.

7. Other Matters

- Reported to the Board at its quarterly meetings on significant matters deliberated at the ARMSC meetings, together with the Committee's recommendations where applicable. The minutes of the ARMSC meetings were tabled to and noted by the Board.

- Engaged with Management through informal sessions and discussions throughout the financial year to facilitate a better understanding of the Group's business operations, risk exposures and key issues, and to support the timely resolution of matters where required.

REPORT OF THE AUDIT, RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE (CONT'D)

SUMMARY OF ACTIVITIES OF THE ARMSC (CONT'D)

7. Other Matters (Cont'd)

- Oversaw the implementation and administration of the Group's Whistleblowing Policy and Procedure to ensure that appropriate mechanisms were in place for reporting concerns. The ARMSC was informed by IARMD that one (1) whistleblower case was received during the FY2025 up to the date of this Annual Report relating to alleged misconduct involving the Group's representative at One Residency. An investigation team was formed to conduct the inquiry. Based on the findings of the investigation, the allegations raised in the whistleblower complaint were unsubstantiated.

INTERNAL AUDIT AND RISK MANAGEMENT FUNCTIONS

The internal audit and risk management functions of the Group are carried out in-house by the IARMD, which reports directly to the ARMSC and has unrestricted access to the ARMSC in carrying out its duties. The IARMD supports the ARMSC in discharging its oversight responsibilities over the adequacy and effectiveness of the Group's governance, risk management and internal control systems. The IARMD adopts a risk-based approach, guided by the Institute of Internal Auditors' Global Internal Audit Standards, in formulating the annual internal audit plan for approval by the ARMSC.

As at 31 December 2025, the IARMD has one (1) full-time personnel. The name and qualifications of the member of the IARMD are set out below:

1. *Mr Look Chee Leong held the position of Manager of IARMD. He is a Certified Internal Auditor, and is a member of the Institute of Internal Auditors Malaysia (resigned on 29 July 2025).*

2. Mr Chew Kah Kiat holds the position of Senior Executive. He has a Bachelor of Finance and Investment (Hons) and is a member of the Institute of Auditors Malaysia.

He has no relationship or conflicts of interest that would impair his objectivity or independence of the function in the performance of his duties.

The ARMSC together with Senior Management approved the further extension of the timeline given to IARMD for tabling and completing the internal audit plan and audit engagements, following the transition within the IARMD due to the departure of the former Head of Internal Audit and the appointment of a new Senior Executive Internal Audit. The ARMSC has reviewed the Group's governance, risk management, operational and compliance processes from time to time, which provides independent and objective assurance on the adequacy and effectiveness of the Group. Follow-up reviews are also undertaken to ascertain the status of implementation of prior audit recommendations, and the results are reported to the ARMSC.

In addition to its internal audit function, the IARMD facilitates and supports Management in maintaining a structured risk management framework to identify, evaluate and manage significant risks faced by the Group. The IARMD prepares and table half-yearly enterprise risk management reports for the ARMSC's review and approval.

The IARMD's scope of responsibilities extends to all business and operational units within the Group. During the financial year under review and up to the date of this Annual Report, the IARMD undertook, among others, the following activities:

REPORT OF THE AUDIT, RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE (CONT'D)

INTERNAL AUDIT AND RISK MANAGEMENT FUNCTIONS (CONT'D)

(a) Performed and completed internal audit engagements on selected business units within the Group based on the approved internal audit plan. The internal audit engagement on the selected business plan has yet to be approved by ARMSC, as a further extension has been given to facilitate the audit. The audit areas covered project management and leasing operation.

(b) Prepared and tabled half-yearly enterprise risk management reports, including the assessment of significant risk areas, Management's responses and proposed mitigation measures, which are subject to the ARMSC's review and deliberation.

(c) Prepared and tabled the Statement on Risk Management and Internal Control for inclusion in the 2024 Annual Report, at the ARMSC meeting held on 14 April 2025.

(d) Prepared and presented the status report on ABMS at the ARMSC meetings held during the financial year.

(e) Prepared and tabled for the ARMSC's approval, the risk-based 3-years internal audit plan for 2026-2028, at the ARMSC meeting held on 25 February 2026. However, the risk-based 3-years internal audit plan has not been approved by ARMSC due to the current manpower constraints within IAMRD and concerns on the implementation of internal audit plan. The areas which were covered in the audit plan included construction and property projects, concession assets, precast, China division, central purchasing, payment process, enterprise risk management, ISO and ABMS.

(f) Prepared and tabled the Statement on Risk Management and Internal Control for inclusion in the 2025 Annual Report, at the ARMSC meeting held on 23 April 2026.

The ARMSC undertook an annual assessment of the effectiveness of the internal audit function. The evaluation covered, among others, the adequacy of the IARMD's scope, functions, resources, authority and independence, as well as the competency of internal audit personnel. Based on the evaluation carried out for the financial year 2024 and tabled at the ARMSC meeting held on 24 February 2025, the ARMSC was satisfied with the overall performance of the IARMD.

The ARMSC undertook an annual assessment of the effectiveness of the internal audit function for the FY2025 in February 2026. The evaluation covered, among others, the adequacy of the IARMD's scope, functions, resources, authority and independence, as well as the competency of internal audit personnel. Based on the evaluation, the ARMSC was satisfied with the overall performance of the IARMD, whilst noting that continued improvements, including further strengthening of operational capacity, would enhance the effectiveness of the internal audit function in supporting the Group's governance and control environment.

The costs incurred by IARMD in discharging its functions and responsibilities during the financial year ended 31 December 2025 amounted to RM177,000.00.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

The Board is pleased to present the Statement on Risk Management and Internal Control ("**Statement**") pursuant to Chapter 15, Paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Securities and the guide by Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Companies (SORMIC GUIDE 2025). This is also in line with Practice Note 9 issued by Bursa Securities. This Statement outlines the scope and implementation of the risk management and internal control systems within the Group during the year under review and up to the approval date of the statement.

BOARD RESPONSIBILITY

The Board acknowledges its responsibility for establishing and maintaining a sound system of risk management and internal control across the Group's operations. This framework is designed to identify, evaluate, mitigate and monitor the risks faced by the Group in achieving its business objectives.

In discharging this responsibility, the Board is assisted by the Audit, Risk Management and Sustainability Committee ("**ARMSC**"), to which oversight responsibilities have been delegated.

The Board, together with Senior Management, continually reviews the adequacy and effectiveness of the Group's risk management framework and internal control system to ensure that principal risks are managed within the Group's risk appetite and tolerance levels.

The Board recognises that the system of risk management and internal control is designed to manage, rather than eliminate, the risk of failure to achieve business objectives. Accordingly, it can only provide reasonable, but not absolute, assurance against material misstatement, loss or fraud.

The Group does not exercise management control over its material associates and accordingly, they are not included within the scope of the Group's internal control system. Nevertheless, the Group maintains oversight through Board representation and periodic review of financial and operational performance to safeguard its investments.

RISK MANAGEMENT

The Board, with the assistance of the ARMSC, confirms that there is an ongoing process of identifying, evaluating and managing significant risks faced by the Group throughout the financial year under review and up to the date of approval of this Statement. The ARMSC supports the Board in overseeing the Group's risk management processes, including the identification, monitoring and management of principal risks, while the Board retains overall accountability.

The Board delegates the day-to-day management of risks and internal controls to Senior Management, who are responsible for implementing the Group's risk management framework and internal controls processes affecting the Group's operations. The Group has established a risk management framework, supported by standard operating policies and procedures, which has been communicated to Management. This framework is guided by the Committee of Sponsoring Organisations of the Treadway Commission Enterprise Risk Management Framework ("**COSO ERM**").

RISK MANAGEMENT (CONT'D)

Identified risks are analysed to determine their root causes and potential impact. Risks are then assessed based on likelihood and consequences to derive inherent risk ratings. The effectiveness of existing internal controls is evaluated to determine residual risk levels and appropriate mitigation strategies.

The key risks identified during the financial year include:

Risk Description	Impact to the Group	Mitigation Actions
Cash flow and liquidity risk arising from project delays and slower collection of receivables	• Liquidity constraints. • May limit the Group's ability to pursue new business opportunities that require significant internal funding.	• Perform cash flow forecasting and implement appropriate mitigation plans. • Establish structured payment plans with subcontractors and suppliers for ongoing projects. • Implement sales and marketing initiatives to accelerate the disposal of unsold properties.
Operational risk arising from slow project delivery progress and delayed subcontractors challenges.	• Additional operational costs incurred. • Potential imposition of penalties by project owners.	• Submit Extension of Tiame (EOT) claims in accordance with contractual entitlements. • Conduct regular progress meetings with subcontractors to monitor and track work progress.
Cybersecurity risk and information security risk	• Disruption to access critical to financial and operational systems. • Data loss, system downtime and management information systems.	• Implement firewalls and deploy anti-virus and anti-malware solutions across systems. • Deploy advanced email threat filtering to screen incoming external emails and mitigate the risks of spam, phishing and malware attacks.
Talent and resource management risk arising from challenges in attracting and retaining skilled employees.	• Higher costs associated with recruitment, hiring and training of replacements. • Operational disruptions.	• Conduct exit interviews with departing employees to obtain feedback, identify the underlying causes of turnover and implement corrective actions. • Foster a positive and balanced work environment that promotes strong work ethics and employee's well-being and engagement.
Sustainability and climate-related risk arising from evolving regulatory requirements	• Increased compliance costs and reporting risks • Potential reputational risk • Operational and financial impact arising from climate-related risks, regulatory changes and sustainability related obligations.	• Engage external sustainability consultants to support the preparation of the Group's Sustainability Report. • Integrate sustainability-related risks and climate considerations into the Group's overall risk management and business planning processes. • Monitor developments in sustainability regulation to ensure ongoing compliance and improvements.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

RISK GOVERNANCE AND OVERSIGHT

The ARMSC, chaired by an Independent Non-Executive Director, meets on scheduled basis with the Board and Senior Management to review principal risks and the adequacy of mitigation measures.

Senior Management is responsible for identifying, evaluating and managing risks within their respective business units, and for implementing appropriate internal controls. Each business unit submits risk registers and risk assessment reports, which are reviewed by the Internal Audit and Risk Management Department ("**IARMD**") before being presented to the ARMSC.

The ARMSC reviews the adequacy of risk identification, mitigation actions, internal control systems and their adequacy in managing risks within the Group's risk appetite. The ARMSC also receive and reviews the periodic Enterprise Risk Management reports summarising key risks and mitigation actions for deliberation.

The ARMSC also oversees sustainability-related risks and opportunities, including climate-related risks regulatory developments and ESG matters to ensure there are appropriately integrated into the Group's overall risk management framework and aligned with the Group's long-term strategic objectives.

AUDIT, RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE

The ARMSC assists the Board in reviewing and monitoring the effectiveness of the Group's system of internal control with the support of the IARMD. Internal audit reports are prepared based on the approved audit plan and are presented to the ARMSC on a timely basis to provide independent assessments on the adequacy, effectiveness and efficiency of internal controls. Besides, the ARMSC are also responsible to the Board in the areas of:

a) Risk Management

- Providing oversight and guidance on the Group's management of enterprise-wide risks.
- Overseeing the establishment, implementation, and periodic review of the Group's risk management framework, policies, and procedures.
- Evaluating the effectiveness of risk management in identifying, assessing, and mitigating material risks, including internal control adequacy and action plan implementation.

b) Sustainability Management

- Assisting the Board in overseeing the Group's sustainability matters, ESG initiatives, and the integration of sustainability into relevant business processes.
- Monitoring sustainability performance, including ESG KPIs, and ensuring alignment with regulatory requirements and stakeholder expectations.
- Reviewing sustainability reports and statements prior to Board submission,

KEY ELEMENTS OF THE INTERNAL CONTROL AND RISK MANAGEMENT SYSTEM

The Board is committed to maintain a robust system of internal control and ensuring that it remains responsive to changes in the business and operating environment.

The Board conducts regular reviews of risk management processes to ensure that business units effectively identify, assess, and manage operational and financial risks in alignment with the Group's overall strategy and mitigation plans. This proactive oversight, primarily carried out through the ARMSC, includes reviewing and validating risk registers, assessing risk culture, and ensuring that controls are robust, monitored, and adjusted to keep risks within acceptable levels.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

KEY ELEMENTS OF THE INTERNAL CONTROL AND RISK MANAGEMENT SYSTEM (CONT'D)

Key elements of the Group's internal control system include:

- Clearly defined organisational structure, reporting lines and authority limits
- Established Board Committees to support governance and oversight
- Regular management meetings to monitor operational and financial performance
- Annual budgeting and business planning processes with variance analysis
- Standard operating policies and procedures communicated across the Group
- Enterprise risk management processes integrated into project evaluation
- Adequate insurance coverage for key business risks
- Information technology controls to safeguard data integrity, confidentiality and system security
- External certifications including ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 and ISO 37001:2016
- Structured human capital management and performance evaluation processes
- Code of Ethics and Conduct governing employee behaviour
- Whistleblowing framework for reporting concerns in a confidential manner
- Ongoing monitoring of operations through site visits and revisions by Senior Management, finance personnel and internal auditors
- Controls our financial reporting and financial close processes
- Integration of sustainability and climate-related considerations into risk management and operational processes.

INTERNAL AUDIT

The internal audit function of the Group is carried out by the IARMD, which reports directly to the ARMSC. The IARMD provides independent assurance on the adequacy, effectiveness and efficiency of the Group's risk management, internal control and governance processes.

During the financial year under review, the internal audit function experienced a transitional phase following changes in its staffing composition. This, together with increased operational demands and additional information requirements from Senior Management, resulted in certain timing variations in the execution of planned internal audit activities.

While internal audit reviews continued to be carried out, the execution and presentation of reports to the ARMSC varied from the original audit plan and timeline, with certain activities completed on a phased basis.

A three-year internal audit plan is currently being developed, and the presentation of the internal audit plan has been deferred to allow the new IARMD team sufficient time to review and refine, ensuring alignment with the Group's strategic objectives.

The ARMSC has maintained oversight of the internal audit function and has provided guidance to further strengthen audit planning, execution and reporting processes. The Group is taking steps to enhance the effectiveness of the internal audit function, including improving resource allocation, refining audit planning and strengthening coordination with Senior Management to facilitate more timely completion and reporting of audit activities going forward.

During the financial year, two (2) internal audit reports were completed and presented to the ARMSC. Follow-up audits were also conducted to assess the implementation status of agreed corrective actions arising from previous audit findings.

The IARMD will continue to review internal controls, procedures and operations to provide reasonable assurance that the Group's internal control system remains sound, adequate and effective.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

THE BOARD'S REVIEW OF THE RISK MANAGEMENT FRAMEWORK AND INTERNAL CONTROL SYSTEM

The Board is of the view that the Group's risk management framework and internal control system for the financial year under review were generally adequate and operating satisfactorily, with certain areas identified for further enhancement. The Board will continue to pursue the improvements in its internal control system and risk management process in order to achieve its goals, enhance shareholder value and ensure sustainability of the businesses over the long term.

Senior Management has been responsive to observations raised during the year and has taken appropriate measures to address areas for improvement. The Board remains committed to continuously enhancing the Group's internal control and risk management systems.

The Board recognises the importance of sustainability-related risks and opportunities including climate-related risks, and remains committed to strengthening the Group's long-term resilience through effective governance and risk management.

The monitoring, evaluation and reporting processes in place provide reasonable assurance that controls remain appropriate, effective and aligned with the Group's operational and strategic and that risks are managed within acceptable levels of the Group's risk appetite and tolerance. However, such systems cannot provide absolute assurance against the occurrence of unforeseeable circumstances.

The Board has received assurance from the Executive Chairman and the Group Chief Operating Officer that the Group's risk management and internal control systems are operating effectively, in all material aspects, in accordance with the Group's established framework.

Pursuant to Paragraph 15.23 of the Listing Requirements, Deloitte Malaysia PLT (formerly known as Deloitte PLT) has reviewed this Statement for inclusion in the Annual Report 2025, and reported to the Board that nothing has come to their attention that would suggest that this Statement is not prepared, in all material respects, with the disclosure required under Section 7 of the Statement on Risk Management and Internal Control (SORMIC) – Guidelines for Directors of Listed Companies (SORMIC Guide 2025).

This Statement on Risk Management and Internal Control was approved by the Board on 30 April 2026.

SUSTAINABILITY STATEMENT

SUSTAINABILITY STATEMENT (CONT'D)

STRENGTHENING THE FOUNDATIONS OF SUSTAINABLE PERFORMANCE

Mudajaya's Performance in Brief

"Advancing The Future Together" remains Mudajaya's guiding principle in shaping our pursuit of sustainable growth across our diversified business operations. In this sustainability statement, we articulate the way sustainability-related considerations are integrated into our corporate strategies and report on the progress made towards our sustainability aspirations.

During the year, the Group commenced the early adoption of the International Financial Reporting Standards ("IFRS") S1 General Requirements for Disclosure of Sustainability-related Financial Information and S2 Climate-related Disclosures, ahead of the applicable transition period. These included the identification of sustainability-related risks and opportunities, supporting their integration into our risk management and corporate strategy. Enhancements were also made to climate-related disclosures across governance, strategy, risk management and metrics and targets, strengthening the consistency, comparability and transparency of the Group's sustainability and climate-related reporting in line with international standards.

We also expanded our reporting boundary to include three China subsidiaries under our operational control. The inclusion of Shanghai Allied Cement Co., Ltd., Shandong Shanghai Allied Cement Co., Ltd. and Ji Feng Building Material Co., Ltd., together with our Group's Malaysian operations, supports the establishment of a baseline year for greenhouse gas ("GHG") emissions. This baseline underpins future emissions target-setting and climate transition planning across the Group's operations in Malaysia and China.

SUSTAINABILITY STATEMENT (CONT'D)

STRENGTHENING THE FOUNDATIONS OF SUSTAINABLE PERFORMANCE (CON'D)

OUR REPORTING BOUNDARY

The statement covers the sustainability performance of Mudajaya Group Berhad and our subsidiaries in Malaysia and China for the period from 1 January 2025 to 31 December 2025 ("FY2025"). Where relevant, historical data spanning three years is included to facilitate progress monitoring and year-on-year analysis.

MALAYSIA

Construction

Mudajaya Corporation Berhad ("MCB")

Provides professional engineering and construction services. Active projects include:

- Light Rail Transit Line 3 ("LRT3") Package GS01
- Kotra Pharma Melaka ("KPM")
- East Coast Rail Link ("ECRL") Station (Package 3)
- Skyvilla (Block E) in Batu Kawah
- Senari Port Vehicle Yard ("Senari Port")

Property

Mudajaya Land Sdn. Bhd. ("MLSB")

Owns and manages Menara Mudajaya, a 16-storey office building serving as the corporate headquarters ("HQ").

MJC City Development Sdn. Bhd. ("MJCC")

Undertakes property development of the 265-acre Batu Kawah New Township in Kuching.

MJC Development Sdn. Bhd. ("MJCD")

Owns and manages 35 residential units at Lumi Tropicana.

Manufacturing

MJC Precast Sdn. Bhd. ("MJCP")

Manufactures and supplies precast concrete products.

Trading

MJC Trading Sdn. Bhd. ("MJCT")

Trades construction-related materials.

Power

Sinar Kamiri Sdn. Bhd. ("SKSB")

Operates and manages a 49MW solar plant in Sungai Siput, Perak.

Special Universal Sdn. Bhd. ("SUSB")

Operates and manages a 10MW solar plant in Gebeng, Pahang.

Mudajaya Facilities Management Sdn. Bhd.

Operates and manages power plants.

STRENGTHENING THE FOUNDATIONS OF SUSTAINABLE PERFORMANCE (CON'D)

OUR REPORTING BOUNDARY (CONT'D)

CHINA

Manufacturing and Trading
Shandong Allied Wangchao Cement Limited ("SAWCL")
Manufactures and trades cement and clinker.
Zaozhuang Laisheng New Building Materials Co., Ltd. ("ZLCL")
Manufactures and trades building stones.
Shanghai Allied Cement Co., Ltd. ("SHAC")
Trades cement and clinker.
Shandong Shanghai Allied Cement Co., Ltd. ("SSACC")
Manufacture and sells slag.
Ji Feng Building Material Co., Ltd
Trades building materials.

Energy Solutions
Shanghai Guorui Tongshun Environmental Protection Technology Co., Ltd. ("SHGT")
Provides services in environmental protection and energy conservation.
Shanghai Guokunsheng Construction Group Co., Ltd. ("SGCG")
Provides services in energy conservation.

BASIS OF PREPARATION

We prepared this statement in compliance with the Bursa Malaysia Securities Berhad Main Market Listing Requirements ("MMLR") and in alignment with the Sustainability Reporting Guide (3rd Edition). Our disclosures are further guided by the Global Reporting Initiative ("GRI") Standards, and the IFRS Sustainability Disclosure Standards: IFRS S1 and S2. We also reference selected United Nations Sustainable Development Goals ("UN SDGs") to illustrate the broader societal relevance of our sustainability initiatives.

IMPROVING DATA ACCURACY

Our sustainability data was internally sourced and reviewed by the relevant departments and information owners, enhancing the reliability of our reporting.

SUSTAINABILITY STATEMENT (CONT'D)

STRENGTHENING THE FOUNDATIONS OF SUSTAINABLE PERFORMANCE (CON'D)

INSIGHTS DRIVING OUR IMPROVEMENT

Mudajaya welcomes feedback on our sustainability reporting and any enquiries regarding our performance, as they enable us to continuously improve the quality of our disclosures. Please contact us at:

Mudajaya Group Berhad
PH1, Menara Mudajaya,
No. 12A, Jalan PJU 7/3,
Mutiara Damansara,
47810 Petaling Jaya,
Selangor Darul Ehsan
Tel : (603) 7806 7899
Email : info@mudajaya.com

AWARDS AND RECOGNITIONS

During the year, Mudajaya's achievements across our subsidiaries were recognised by government authorities and relevant industry bodies, reflecting the standards of excellence maintained by the Group.

MCB was awarded a 5-Star SCORE ("Strategic Construction Outstanding Rating") by the Construction Industry Development Board ("CIDB") Malaysia on 18 September 2025.

SHGT, under the Group's Energy Solutions operations in China, received multiple recognitions from government and industry bodies acknowledging its innovation capabilities, energy efficiency performance and contributions to sustainable development, including:

- Shanghai "Specialised, Refined, Distinctive and Innovative" ("SRDI") Small and Medium-sized Enterprise
- Shanghai Innovative Small and Medium-sized Enterprise
- National High-Tech Small and Medium-sized Enterprise
- Shanghai Intellectual Property Fast-Track Pre-Examination Filing Enterprise
- Shanghai AAA-Rated Energy Saving Service Enterprise

In addition, SHGT was selected as a representative case of sustainable development for small and medium-sized enterprises in Shanghai. It was submitted to the Ministry of Industry and Information Technology for evaluation, and was further awarded the Shanghai Energy Conservation and Emission Reduction Typical Innovative Case.