

CORPORATE GOVERNANCE REPORT

STOCK CODE : 4863
COMPANY NAME : TELEKOM MALAYSIA BERHAD
FINANCIAL YEAR : December 31, 2025

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

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

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

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

Intended Outcome

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

Practice 1.1

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

Application	: Applied
Explanation on application of the practice	<ol style="list-style-type: none">1. The Board is collectively responsible for the management and oversight of the Company's business and affairs and the Board takes cognisance of the need to create and deliver long-term sustainable values for stakeholders and long-term success of the Company. Throughout 2025, the Board continued to guide and effectively steer the Company with well-planned strategies and monitored Management's implementation of the strategies within a transparent governance framework.2. In order to ensure the effective discharge of the Board's functions and responsibilities, a Governance Model was established for the Group where specific powers of the Board are delegated to the relevant Board Committees and the Managing Director/ Group Chief Executive Officer (MD/GCEO).3. To assist in the effective discharge of the Board's oversight functions, four (4) board committees, namely, the Board Audit Committee (BAC), Board Nomination and Remuneration Committee (NRC), Board Risk and Investment Committee (BRIC) and Board Tender Committee (BTC), have been constituted with its respective clear terms of reference (ToR). These Committees are assigned to effectively discharge their responsibilities in their designated areas, which include amongst others, financial information and performance review, internal controls, human capital management and board matters, succession planning, risk management, investments, sustainability, cyber security and reliance, governance, procurement and ethics and integrity matters. The ToR of the Board and Board Committees are encapsulated in the Company's Board Charter, available in the Company's website at www.tm.com.my.4. In the Board Charter, the powers of the Board and MD/GCEO are clearly demarcated, complemented with the limits of authority (LOA) according to the appropriate tiers. Matters reserved for the Board's approval as well as approval limits, and those which the Board may delegate to the Board Committees, MD/GCEO and Management are identified in the LOA.5. The MD/GCEO is supported by three (3) main management committees; Management Committee (MC), Business Operations Council (BOC) and Technology Committee (TechCom). MC focuses on business strategy, policies, regulatory and corporate matter, BOC on business and operational execution plans including Go-To-Market revenue growth, whilst TechCom on business with technology agnostic solution including network, information technology, digital, security and mobile/wireless.6. The Board, together with Management, are committed to promote good corporate governance (CG) culture within the Group

reinforcing ethical, prudent and professional behaviour. As guided by the Malaysian Code on Corporate Governance 2021 (MCCG) and other relevant best practices, the Board had continuously upheld the CG standards and values in the organisation.

7. The Board plays an active role in the development of the Group's strategies, reviewing, challenging and approving the annual operating plan (AOP) for the Group. The Board provides its guidance, views and inputs to ensure proper formulation of strategies supporting long-term value creation and sustainability.

During the year, two (2) Board Strategy Retreats involving the Board and Senior Management were held to deliberate, realign and reassess the Group's business direction and strategic priorities in line with TM's transformation plans and sustainability initiatives.

The Board Strategy Retreats were held in July and November - December 2025 where Board and Management thoroughly deliberated the Group plan moving forward. The Company's strategic priorities were deliberated at the July 2025 retreat, whereby the Company aligned its strategic priorities, whilst at the November-December 2025 retreat the commitment stem from the priorities materialised into action plans as the Group's AOP 2026. Following rigorous discussions at the Strategy Retreats, the Board approved TM Group's AOP 2026, as we accelerate our journey to become a Digital Powerhouse by 2030 (PWR 2030).

8. The Board also oversees and monitors the conduct of the Group's businesses and their performances, in line with the approved AOP. Effective management oversight is critical to support the MD/GCEO and Management Team to ensure efficient and effective execution of their duties and responsibilities.

The MD/GCEO together with the Heads of Clusters monitored the Group's performance where performance is measured and tracked against the approved Company Scorecard. The Group's Business Performance Report (BPR) was updated to the Board on monthly basis via emails, with the key highlights and issues of concerns, to ensure timely updates. Thereafter, quarterly BPR is tabled and deliberated in depths at the BAC and Board meetings, highlighting key business performances and areas of growth and concerns, as well as regulatory updates. The Board challenges the mitigating actions and improvement plans to ensure their effectiveness in meeting the deliverables.

9. The Board, supported by the BAC and BRIC, ensures that there is a sound framework for internal controls and risk management:

- a) The Group Internal Audit (GIA) Division manages and monitors the internal control systems throughout the Company. In line with its ToR, GIA has the authority to audit any divisions or subsidiaries of TM Group and to review projects and systems based on the annual approved audit plan or as directed by BAC. All these audit reports and findings are shared with BAC on timely basis upon completion with audits via Boardpac, a board document management system. Significant findings from the audit reports are deliberated at BAC meetings quarterly and reported to TM Board.

- b) BAC supports the Board in its oversight responsibilities by providing unbiased and independent review on the effectiveness and efficiency of the Group's internal control systems to ensure the implementation of appropriate internal control systems,

supported by reports from the GIA and the quarterly updates by the external auditor.

c) BAC is also responsible in overseeing the functions and deliverables of the Group Integrity and Governance Division (GIG) to ensure the promotion of integrity and business ethics among *Warga TM*, including our business partners and vendors, as well as the effective implementation of governance and anti-corruption controls throughout the Group.

d) Details of BAC activities during financial year (FY) 2025 are provided in the CG Overview Statement in the Integrated Annual Report 2025 (IAR).

10. The Board, through the BRIC, oversees the Company's risk management framework and constantly engages the Management on managing, mitigating and eliminating the inherent risks that may have an impact on the Group. BRIC also provides an oversight role on sustainability in view of its importance to TM stakeholders. In addition, BRIC also reviews and provides guidance on strategic investment/divestment proposals and Business Collaboration and Partnership (BCAP) proposals prior to the same being tabled for Board's approval.

a) The Board understands the key risks of the business and recognises that business decisions involve the taking of appropriate risks. TM remains firm on its core objectives to stay ahead and remains steadfast in applying sound risk management fundamentals in managing the key emerging risks and the underlying opportunities to stay resilient through challenging times ahead.

b) The Group Risk Management Division (GRM) is tasked with the role of identifying risk issues that may impact the Group's business and sustainability including strategic and operational risk, investment risk, emerging risk etc. Emerging risks are driven by the latest trends and development in the telecommunication market and industries as a whole.

c) The Enterprise Risk Management (ERM) Corporate Risk Report, Sustainability Report and Cyber Security Update are presented to BRIC on quarterly basis. Commencing 2025, Regulatory Reports are also tabled to BRIC on quarterly basis. These updates are thereafter reported to the Board. Sustainability Agenda is also discussed at the Board Meetings and the Board Mid-Year Strategy Retreat.

d) Directors' Statement on Risk Management and Internal Controls (DSORMIC) set out in the IAR detailed out the overview on the Group's risk management framework, policies and status for 2025.

e) Details of BRIC's activities during FY2025 is provided in the CG Overview Statement in the IAR.

11. The Board, through the NRC, monitors human capital management policies and their implementation throughout TM Group. NRC is responsible to ensure that there is an effective and orderly succession plan for both the Board and Pivotal Positions i.e. critical positions to deliver the strategies of the organisation and critical to the business, comprising identified positions reporting to MD/GCEO and any other positions deemed strategic for the Company.

- a) NRC acknowledges the importance of Board Succession Planning and annually reviews the Board composition to ensure requirements on independence and diversity are met. During the year, the Board composition changed as follows:
- i) Retirement of Rossana Annizah Ahmad Rashid, an Independent Non-Executive Director (INED), upon the conclusion of the Company's 40th Annual General Meeting (AGM) on 27 May 2025;
 - ii) Appointment of Dr. Tunku Alina Raja Muhd Alias and Shahnaz Al-Sadat Abdul Mohsein, INEDs, on 3 June 2025; and
 - iii) Appointment of Syaiful Hafiz Moamat Mastam as new alternate director to Datuk Dr. Shahrazat Haji Ahmad, a Non-Independent Non-Executive Director (NINED), on 6 August 2025 in place of Iszad Jeffri Ismail who ceased to act on the same date.
- b) The NRC deliberates with the MD/GCEO and the Chief Human Capital Officer (CHCO) on Pivotal Position Succession Plan on a half yearly basis. NRC reviews the reports and provides feedback on the identification and assessment of the suitability and readiness of the potential successors.
- NRC has undertaken rigorous assessment in identifying and recommending candidates with the required skillsets, experience and competencies, for Board's approval.
- c) NRC and Board noted and deliberated on the findings from the Board Effectiveness Evaluation (BEE) / Board Performance Assessment (BPA) 2024. NRC thereafter monitors the progress on the rectification actions arising from BEE/BPA 2024 undertaken by the Board and Board Committees in 2025.
- d) For the Pivotal Positions and the Group Company Secretary, their scorecards and performances as well as short term incentives (STI) were reviewed and deliberated by the NRC prior to the proposals being recommended to the Board for approval.
- e) The NRC Report in the CG Overview Statement in the IAR provides details of the activities undertaken by NRC during FY2025.
12. The Board emphasised the importance of embracing integrity and ethical values across the Group. The Board, via the BAC, monitors the implementation of the Organisational Anti-Corruption Plan (OACP), as well as the prevention and investigation activities undertaken by GIG.
13. The Board takes collective responsibility and accountability on the integrity of the Company's financial and non-financial reporting to ensure reliability, timeliness, transparency and compliance with the relevant standards.
14. The Board Charter outlines the Company's policy on communication with stakeholders, referencing to the Internal Communication Policy Guidelines to address the need for an effective communication policy to address perception of the Company.
- a) The Strategic Communications and Investor Relations units have been tasked to undertake this responsibility.

	<p>b) Management continues to engage with the stakeholders proactively and in a timely manner, to keep them abreast of the Group's strategies, performance and key business activities.</p> <p>c) Information on engagement with stakeholders is available in the segment titled "Stakeholder Communication and Engagement" on page 280 of the Corporate Overview book of the IAR.</p> <p>15. Further information on the Board's Responsibilities is provided on page 254 of the Corporate Overview book of the IAR.</p>
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure	:
Timeframe	:

Intended Outcome

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

Practice 1.2

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none">1. TM's Board Chairman, Dato' Zainal Abidin Putih's profile is set out in the Board of Directors' Profile on page 281 of the IAR.2. The Chairman's overarching responsibilities are to provide leadership to the Board and is responsible for the effective overall functioning of the Board including the collective oversight of the Management.3. He also leads the Board in instilling good CG practices throughout the organisation. The Chairman's responsibilities are clearly specified in paragraph 4.1 of the Board Charter, which is available on the Company's website at www.tm.com.my.4. The Chairman, besides the Senior Independent Director (SID), also has a tacit role to act as intermediary to resolve any issue or sensitive matter that may arise between members of the Board.5. The Chairman, together with the MD/GCEO, also play a critical role in the communication with TM stakeholders, building and enhancing rapport with the Government and private sector, whenever required.6. As the Chairman of the Company, he plays a key role in the conduct of the general meetings. He ensures the smooth flow of the proceedings of general meetings and manages the communication with shareholders. He also encourages active participation from shareholders and ensures that reasonable time is allocated for questions and answers' session.7. Based on the findings from the 2025 BEE result and Self and Peer Assessment (SPA), Directors continued to highly rate Dato' Zainal Abidin's performance, reflecting their strong confidence in his leadership. Leveraging his extensive experience and sound judgement, he has continued to foster an open, constructive and consultative environment that encourages robust deliberations and diverse perspectives, He also plays an instrumental role in strengthening the relationship and trust between the Board and Management, facilitating open and constructive communication that supports effective oversight and informed decision-making. His strong leadership continues to contribute significantly to the overall effectiveness of the Board.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.3

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The positions of the Chairman and MD/GCEO are always held by separate individuals to ensure an appropriate balance of power and authority, and to prevent any single individual from having unfettered powers of decision-making 2. Their distinct roles are clearly defined in paragraphs 4.1 and 4.2 of the Board Charter, which is available on the Company's website. This demarcation of responsibilities between Dato' Zainal Abidin as Chairman and Amar Huzaimi Md Deris as MD/GCEO, is maintained consistently throughout their respective tenures. 3. The Chairman provides leadership to the Board and is responsible for ensuring the effectiveness and overall functioning of the Board, including facilitating constructive discussions and promoting sound governance practices. 4. Whilst the MD/GCEO is responsible for the effective management of the Group's day-to-day operations and the implementation of strategies and policies as approved by the Board. The MD/GCEO keeps the Board apprised of all material matters that may affect the Group and its performance. MD/GCEO's authorities, as mandated by the Board, are set out in the LOA.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.4

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

<i>Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.</i>	
Application :	Applied
Explanation on application of the practice :	<ol style="list-style-type: none"> 1. Pursuant to TM's Guiding Principles on Directors' Participation in Board Committees, the Chairman of the Board is not the Chairman or member of any of the Board Committees. 2. In compliance with the aforesaid Guiding Principles, TM's Chairman, has never been the Chairman or member of any Board Committees. He has also never been invited to participate in any of the Board Committees' meetings.
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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

Practice 1.5

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

Application	: Applied
Explanation on application of the practice	<ol style="list-style-type: none"> 1. The Board is supported by two (2) qualified and experienced Company Secretaries with each having more than 27 years of corporate experience attending to secretarial and overseeing compliance and governance matters, as well as best practices in corporate secretarial and good governance practices for the Group. 2. Hamizah Abidin, the Group Company Secretary, has legal qualification and is licenced by the Companies Commission of Malaysia (CCM). Whilst Mohammad Yazmi Mat Raschid, the Joint Secretary, is a Chartered Secretary and Chartered Governance Professional, and an Associate of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA). Both are qualified to act as company secretaries under Section 235(2) of the Companies Act 2016 (CA 2016) and registered with CCM under Section 241 of CA 2016 with practicing certificates by the Registrar of Companies. 3. The Company Secretaries constantly keep themselves abreast with the regulatory changes and development in CG. They have attended continuous professional development programmes provided by various service providers. 4. The Group Company Secretary, supported by the Joint Secretary and the Group Company Secretarial Division (GCSD), comprising Company Secretarial Unit, Compliance Unit and CG Unit, are responsible in providing comprehensive support and appropriate advice and guidance to the Management, Board and Board Committees on their roles and responsibilities, policies and procedures, rules and regulations and relevant laws as well as best practices on governance. These include the management of all Board and Committee meetings, including MC, attendance and minutes drafting of these meetings, and facilitating board communications. 5. The Company Secretaries monitor compliance and CG development and support the Board on the application of CG principles and best practices, to meet the need of the Board and expectation of stakeholders. 6. During the year, the Company Secretaries conducted the BEE/BPA and the Board Management Effectiveness Programme (BMEP). BEE/BPA assesses the performance of the Board, its Committees and the Directors whilst the BMEP is an assessment tool to measure the strength of working relationship and engagement of selected Pivotal Positions, Group Company Secretary and other key Management team with the Board and Board Committees. <p>The Company Secretaries continue to monitor and update the NRC and Board on the implementation of improvement plans arising from the 2025 BEE/BPA findings.</p>

	<p>7. Following the appointment of two (2) new INEDs and one (1) alternate director in FY2025, induction programmes were organised by the Company Secretaries to facilitate their on boarding and familiarisation with the Group's business, operations and governance framework. In addition, separate engagement sessions were arranged for the newly appointed members of Board Committees with the relevant Management teams. These sessions were intended to provide deeper insights into the Committees' areas of oversight, thereby enabling the new members to shorten their learning curve and contribute effectively to the deliberations and decision-making processes of the Board and its Committees.</p> <p>8. The Company Secretaries also monitor the training and development needs of Directors via the Board Training Programme (BTP). The BTP is incorporated as part of the Board Agenda at Board and Committees' Meetings, providing equal opportunities for Directors to stay abreast of current developments in the marketplace. In addition, Directors are encouraged to participate in in-house and external programmes relevant to their roles and responsibilities to support their continuous professional development and enable them to discharge their duties effectively. The training initiatives also take into consideration areas for enhancement identified from the BEE. These programmes are also tailored to address the specific needs of the respective Board Committees, serving as a knowledge-sharing platform to enhance the skillsets and competencies of the Committee members in line with their oversight responsibilities.</p> <p>The Company Secretaries also monitor the Directors' training progress under the Mandatory Accreditation Programme (MAP) Part II: Sustainability. Directors' participation is tracked to ensure timely completion in accordance with the stipulated timelines.</p> <p>Updates on the BTP are reported to the NRC and Board on a half-yearly basis to facilitate oversight of the Directors' continuous professional development.</p> <p>9. The Company Secretaries serve as a focal point for stakeholders' communication and engagement on CG issues.</p> <p>10. The Company Secretaries, together with the Strategic Communications and Investor Relations Unit, oversee and manage the processes relating to the Company's general meetings. The Secretaries play a key role in ensuring the conduct and proceedings of the meetings are properly administered in compliance with the Company's Constitution as well as applicable laws, regulations and best governance practices.</p> <p>11. The roles and responsibilities of the Secretaries are specified in paragraph 13 of the Board Charter.</p>
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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Practice 1.6

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

Application	:	Applied
Explanation on application of the practice	:	<p>A. <u>Meeting Calendar, Agenda and Materials</u></p> <ol style="list-style-type: none">1. To facilitate effective planning, organisation and expectation management for both Management and Directors, an annual meeting calendar is prepared and circulated in advance prior to the commencement of each new year. This enables Directors to plan their schedules and discharge their responsibilities effectively. The calendar sets out the scheduled dates for meetings of the Board, Board Committees and the AGM, allowing Directors to manage their time commitment and promote full attendance at meetings. It also enables Management to make the necessary preparations in a timely manner.2. The Chairman of the Board and the respective Board Committees approve the meeting agendas. Together with the Company Secretaries, they ensure that sufficient time is allocated for the effective deliberation of matters tabled at the meetings.3. Meeting materials are circulated to Directors through the electronic meeting management system i.e. BoardPac, at least five (5) days prior to the meeting to facilitate informed deliberations and decision-making. Directors are notified by the Company Secretaries upon the availability of the meeting materials. In circumstances where papers are circulated later than the stipulated timeline, prior approval is obtained from the respective Chairman of the Board and Board Committees.4. Directors are provided with electronic devices through which meeting notice, proposal papers and circular resolutions are securely uploaded and distributed via BoardPac, enabling Directors to access the board papers anytime and anywhere. The platform also serves as an archival repository, allowing Directors to retrieve past meeting materials and key governance documents including the Board Charter, Constitution, Annual Meeting Calendar and relevant Board policies and procedures, for ease of reference.5. Proposal papers for meetings of the Board, Board Committees and subsidiaries are also made available through Microsoft Teams (MS Teams), which facilitates efficient distribution of papers, enhances information security and enables convenient electronic access to meeting materials.6. Both platforms are maintained to serve different user groups and operational needs. BoardPac is dedicated exclusively for TM Directors, while MS Team is accessible by both Management and Directors. <p>B. <u>Circulation of Minutes of Meetings</u></p> <ol style="list-style-type: none">1. Deliberations and decisions of the Board and Board Committees are properly recorded in the minutes to ensure clarity and accountability. The minutes capture key deliberations including views expressed by

	<p>Directors as well as any dissenting opinions. Instances where Directors abstain from voting or recuse themselves from deliberations due to a conflict of interest (COI) or perceived COI are also recorded in the minutes. Action items arising from the meetings, together with the responsible parties and implementation timelines, are minuted and communicated to Management for follow-up action.</p> <p>2. Draft minutes are reviewed by the respective Chairmen before being tabled to the Directors for confirmation at the subsequent meetings. The minutes are uploaded and archived in the BoardPac for ease of reference and retrieval by Directors throughout the year.</p>	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 2.1

The board has a board charter which is periodically reviewed and published on the company's website.

The board charter clearly identifies–

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

Application	: Applied																
Explanation on application of the practice	<p>1. The Board Charter sets out the governance framework of the Company and serves as a key reference for Directors on the Board's roles, powers, duties and responsibilities. It outlines the processes and procedures governing the Board and its Committees in the discharge of their stewardship responsibilities. The Charter clearly defines the respective roles and responsibilities of the Board, Board Committees, Non-Independent Non-Executive Chairman (NINEC), SID, Non-Executive Directors (NEDs) and Executive Director (ED), as well as matters reserved for the Board's decision.</p> <p>2. The Board Charter is reviewed periodically and updated where necessary to ensure its continued relevance and alignment with prevailing laws, regulations and best governance practices. For FY2025, no revisions were made to the Board Charter. The Board Charter is available on the Company's website at www.tm.com.my.</p> <p>3. In line with its responsibilities and pursuant to Paragraph 15.08(3) of the Main Market Listing Requirements (Main LR) of Bursa Malaysia Securities Berhad (Bursa Securities), the Board ensures that Directors undergo continuous training to enhance their knowledge and effectiveness. The Company has established the BTP, whereby the NRC considers and identifies relevant training areas, including developments in business operations, emerging technologies, capital market trends and sustainability. In addition, in-house training sessions are organised by Management to address the development needs of Directors and members of the Board Committees.</p> <p>4. All Directors attended training programmes during the year in accordance with the BTP Guidelines, which require Directors to complete 60 training hours (TH) over a period of 3 years or 20 TH per annum. An analysis of the Directors' total TH for 2025 is presented in Table 1, while the list of conferences, seminars and training programmes attended by the Directors is set out in Table 2:</p> <div style="text-align: center;"> <p>TABLE 1: BTP TH FOR 2025</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th>Category</th> <th>Percentage</th> </tr> </thead> <tbody> <tr> <td>Leadership</td> <td>41%</td> </tr> <tr> <td>Finance</td> <td>15%</td> </tr> <tr> <td>Industry & Strategy</td> <td>9%</td> </tr> <tr> <td>Sustainability</td> <td>11%</td> </tr> <tr> <td>Strategy & Technology</td> <td>14%</td> </tr> <tr> <td>Regulatory</td> <td>4%</td> </tr> <tr> <td>Others</td> <td>6%</td> </tr> </tbody> </table> </div>	Category	Percentage	Leadership	41%	Finance	15%	Industry & Strategy	9%	Sustainability	11%	Strategy & Technology	14%	Regulatory	4%	Others	6%
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Table 2: Directors' Trainings in 2025

Training Category	Course Title
Finance	Malaysian Private Entity Reporting Standard (MPERS): Insights into the International Financial Reporting Standards (IFRS) for SMEs Accounting Standard
	MyFintech Week 2025: Ideate, Innovate, Co-create: Shaping the Future of Finance
	Singapore Fintech Week 2025: Future of Financial Innovation, Inclusion and Resilience
	Stamp Duty Self-Assessment System & e-Invoicing
	Bridging Standards & Shariah: Strengthening Islamic Finance in a Modern Banking Landscape
	Invest ASEAN Conference 2025: Driving Asean Integration through Malaysia's Economic Resilience — Capital, Collaboration, Connections
	Invest Shariah Conference 2025 - Innovating Islamic Finance
	Economic & Market Outlook for 2025-2027 - UBS Securities Malaysia
	E-Invoice Seminar
	IRB E-Invoicing Process & Guidelines on Board Remuneration
	MIER Business Conference on National Budget 2026, SST2025 and International Trade Updates, and Future of Tax and Customs Administration
	ASEAN Investment Conference 2025: Connecting Capital, Unlocking Opportunities and Driving Sustainability
	Financial Market Institution (FMI) Trends, Opportunities and Risks - Oliver Wyman
	ACCA 2025 Conference- Powering Sustainable Business - Smart Strategy, Clear Reporting & Cutting Edge Tech
	Fair Treatment of Financial Consumers (FTFC)
	Engagement Session with YB MITI Minister- Navigating US Tariff-Building Trade and Investment Resilience
Industry & Strategy	Mobile World Conference (MWC), Barcelona: Converge. Connect. Create
	Digital Transformation World (DTW) Ignite 2025: Pathways to Growth: Real Challenges, Real Solutions, Real Change, Strategic Oversight in Strategy Implementation
	Industry Success Story: Digital Transformation Journey – Beyond Carrier Transformation by Softbank
	Khazanah Megatrend Forum 2025: Debugging Uncertainty: Lessons from the Grasshopper and the Ant on Living with Risk
	TM Board Development Programme at Korea – (i) Samsung @ Samsung Campus, Samsung Innovation Museum, AI Zone Tour, Ex Home Tour, Business Solution Showcase Center, and Samsung Retail Experience and Service Center; (ii) SK Telecom (SKT) and T.um Tour i.e. SKT Experience Centre, (iii) Hyundai Motors on Shift from product to ecosystem and AI & Technology (iv) CERAGEM, and (v) i-Scream EDU
	National Economic Outlook Conference (NEOC): Towards Innovation-Based Economic Growth
	Operational Resilience
	Smart City Expo Kuala Lumpur
	Global Headwinds vs Domestic Resilience: Refreshed Outlook 2025
	China Mobile Southeast Asia Cooperation Conference & Launch
Leadership	PwC's AI Leadership Conference 2025
	Boardroom Blind Spots: Navigating Grey Zones and Managing Conflicts of Interest
	The Chairperson Circle Event
	EPF AI Leadership Workshop
	Facing the Future: Elevating Board Leadership
	Harvard Advanced Management Program (AMP) Leadership Competencies Launch Event

		The Influence of Board Culture on Corporate Governance
		Roundtable for Board and C-Suite: From Strategy to Impact
		Board Culture & Leadership Report 2025
		2025 Independent Director Conference (IDC)
		Crisis Simulation Masterclass: Decision-making in a Crisis
		Board-Senior Management Dynamics during Crisis
		Managing in an Era of Uncertainty
		Malaysian Institute of Accountants (MIA) Conference 2025 - Collaborative Leadership for a Sustainable Future
		ASEAN Manufacturing Youth Conference 2025 Panel Discussion on Youth & Innovation in Manufacturing: Bridging the Generation Gap: Next – Gen Leadership and Fresh Perspectives
		Whistleblowing Oversight: Strengthening Board Accountability and Ethical Governance
		Executive Education Global CEO Program (GCP) – MIT
		Navigating Digital Disruption: How can Boards in Financial Institutions enhance Strategic Digital Governance
		Sasana Symposium 2025: Structural Reforms: Building a Resilient Malaysia
		EPF Management Conference (EMC) 2025
		Alumni PTD Roundtable
	Regulatory	Policies Training Program
		MAP Part I: Corporate Governance Strategic Priorities
		MAP Part II: Leading for Impact (LIP)
		Trump's Policies - Us National Security Lens & Geopolitical Implications
		Liberation Day Tariff
		Dialogue Session with Securities Commission Malaysia
		Board Accountability in AML Governance: FATF Expectations, Beneficial Ownership, and Compliance Culture
	Strategy & Technology	Web Summit 2025, Lisbon: Tech Conference
		Executive Roundtable Practical Insights & Proven Strategies for Innovation and Efficiency
		Directors Conference of Bank Islam Malaysia Berhad and Subsidiaries 2025: Driving Innovation and Reinvention: Leading through Business Transformation
		Future of AI: Launch of AI Malaysia and the Inaugural Asean-BAC Conversations on AI
		Nestle IT Security and Compliance Refresher Training
		Nestle Malaysia AI
		International Social Security Association (ISSA) Webinar on AI: Techbytes - Understanding AI applications in social security
		ISSA: 19th Forum for Technical Commissions
		Adi's State of AI & Office Hours
		ASEAN AI Malaysia Summit 2025
		AI/Gen AI Value Creation
		Closed-Door Real Time AI Infrastructure
		GLIC AI Roundtable 2025 by KWAP
		GLIC CTO AI Roundtable 2025 by Khazanah
		Unleashing the Full Stack of Intelligence: Automate, Create, and Scale
		Induction for New INEDs - Technology, Data and Cybersecurity in TM
		Market Outlook: Digital Innovation Trends
		Gartner Executive Roundtable: Navigating the Evolving Role of Chief Information Officer (CIO)

		Re-imagine your business boundaries with Gabor George Burt
		Executive Roundtable Demonstrating Business Value of IT
		PIKOM CIO Conference 2025: Gen AI in Action: Transforming Ideas into Impact
		PWC's AI Leadership Conference 2025
		Bolstering Cybersecurity & Resilience
		Commvault "Minutes To Meltdown" Session
		Visit to Shenzhen Bay Super Headquarters & Toposcend
		Visit to UBTECH - ubtrobot
		Visit to Han's Robot, Intellifusion & Lishen-Lidar
		Visit to Shenzhen Bay Science & Technology Ecological Park
	Sustainability	Climate First...or Last?
		Climate Change and Energy: Policymaking for the Long Term
		Emerging Climate and Nature Priorities
		Emerging Risk by Deloitte
		Global Insights and Strategic Leadership In Climate Risk
		Executive Programme on Climate Action & Energy Transition
		International Social Wellbeing Conference (ISWC) 2025
	Others	National Resolution Symposium (NRS) 2025
		Convene Training Session
		Digital Asset & Crypto
	Introductory Session - LMS (Moodle) & Talent Platform	
	Invitation to Special Course – Strategic Presentation Design	
	Refresher on Mediation	
	GEAR-uP Healthcare: The Vital Exchange	
	TM Integrity Day 2025	
	KPMG Training	
Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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

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

Practice 3.1

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

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none">1. The Board is committed to fostering a strong culture of integrity, ethical conduct and accountability throughout TM Group. In view thereof, the Board has put in place a Code of Conduct and Business Ethics (CBE), which sets out the standards of ethical behaviour, integrity and professionalism expected of Directors and employees of TM Group in the conduct of business and their dealings with internal and external stakeholders, including business partners.2. The CBE reflects TM's corporate value and serves as a guiding framework for responsible decision-making and ethical business practices across the Group in line with the Group's core values including "Uncompromising Integrity".3. The CBE is subject to periodic review by the BAC and Board so as to ensure best practices in governance are constantly updated and embraced by all stakeholders. The CBE is accessible via TM's official website at https://www.tm.com.my/ethics-integrity4. The Board observes the principles of the CBE through the mandatory declaration of interests at every Board and Committee Meetings. Directors who have actual or potential COI are required to declare their interests at the commencement of meetings and shall abstain from participating in deliberations and decision-making on the relevant matters. In circumstances where the Chairman is an Interested Director, the SID will assume the role of chairing the deliberation on the relevant agenda.5. As part of its governance oversight responsibilities, the Board also oversees the implementation of TM's integrity and anti-corruption framework, which supports compliance with Section 17A of the Malaysian Anti-Corruption Commission Act 2009 and reinforces TM's zero-tolerance stance towards bribery and corruption. This framework includes the Anti-Corruption Guide (ACG) which provides practical guidance to employees and stakeholders on the prevention of bribery, improper solicitations and other corrupt practices.6. TM has implemented the Anti-Bribery Management System (ABMS) aligned with the MS ISO 37001: ABMS Standard across the Group. The ABMS enhances TM's governance framework through the establishment of structured policies, procedures and controls to effectively prevent, detect and respond to bribery risks.7. The Board is supported in its oversight of integrity and integrity matters by the Group Integrity and Governance (GIG) function, led by the Chief Integrity and Governance Officer (CIGO). The CIGO reports quarterly to the BAC on integrity initiatives, whistleblower

	<p>reports, investigation outcomes and other integrity-related matters. Significant matters are escalated to the Board for deliberation where necessary.</p> <p>8. In addition, the BRIC receives quarterly updates on corporate corruption risk assessments conducted in accordance with the Corruption Risk Guideline. These assessments evaluate the likelihood and potential impact of corruption risks, the adequacy of existing controls and the progress of remedial actions. This enables the Board, through BRIC, to monitor emerging corruption risks and ensure that corruption risk management remains effectively integrated within TM's ERM framework.</p> <p>9. In strengthening transparency and accountability across the organisation, TM has implemented various integrity initiatives including:</p> <ul style="list-style-type: none"> a) Annual Declaration of Assets and Interests (DOA) by employees. b) <i>Ikrar Bebas Rasuah</i> by employees, reaffirming their commitment to upholding a corruption-free and ethical workplace. c) Integrity awareness and training programmes for employees and business partners, delivered through physical and virtual platforms. d) Communication snippets on ethics and integrity policies and guidelines, published in both English and Bahasa Malaysia to enhance understanding of CBE requirements and corruption-related offences. e) TM Ethics Line, which serves as the Group's whistleblowing channel enabling employees, suppliers and third parties to report suspected misconduct or unethical practices in a safe and confidential manner. f) TM Integrity Day (TMID) 2025: Uncompromising Integrity reinforced TM's ongoing commitment to fostering a culture of integrity, transparency and accountability across the Group, for employees, business partners and key stakeholders. <p>10. Further information is provided in the "M7: Good Governance" pillar in the Corporate Overview book of the IAR on pages 188 to 194.</p>
<p>Explanation for departure</p>	<p>:</p>
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>	
<p>Measure</p>	<p>:</p>
<p>Timeframe</p>	<p>:</p>

Intended Outcome

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

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

Practice 3.2

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. TM Board is committed to promoting a culture of transparency, integrity and accountability across TM Group. In support of this commitment, the Board has internalised a whistle-blowing program which provides a safe, confidential and accessible platform for employees, business partners and members of the public to report concerns relating to improper conduct within the Group. 2. The Whistle Blowing Policy, which forms part of the governance initiatives under TM's CBE, enables individuals to report concerns relating to alleged unethical behaviour or misconduct affecting the Group. 3. Reports may be submitted through the Group's whistleblowing channel known as TM Ethics Line (Talian Etika TM), managed by GIG, via the following channels: <ul style="list-style-type: none"> ▪ Email: ethic@tm.com.my ▪ Toll Free Number: 1-800-88-2377 (Malaysia Only) <p>All reports received are reviewed and assessed by GIG to determine the appropriate course of action, including investigation, if necessary.</p> 4. Employees and other whistleblowers may make disclosures based on their reasonable belief that a person has engaged, is engaging or is preparing to engage in improper conduct. TM provides assurance that whistleblowers will not be at risk to any form of harassment which is not limited to threats, victimisation, retribution or retaliation. 5. Oversight of whistleblowing matters is provided by the BAC, which receives periodic updates by GIG, enabling whistleblowing concerns are addressed in a fair and transparent manner. 6. Further information is provided in the "Access to Remedy: Clear and Trusted Grievance Channels" segment under the "M10: Labour Practices and Human Rights" section on page 214 of the IAR.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.1

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

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

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The Board recognises the importance of sustainability in driving long-term value creation and resilience for the Group. The Board plays an active role in overseeing the development of the Group’s strategies and AOP to ensure that sustainability considerations are embedded in the Group’s strategic direction, business operations and decision-making process. Sustainability remains integral to TM’s aspiration of becoming a Digital Powerhouse by 2030, reflecting the Group’s commitment to responsible business practices while creating sustainable value for all stakeholders. 2. In FY2025, TM further strengthened its sustainability governance structure, with oversight anchored at the Board level and cascading through the BRIC, Management via the MC and the Chief Corporate Officer, as well as operational implementation through seven (7) Sustainability Working Groups (SWG). This governance structure establishes clear accountability, coordination and reporting lines across all levels of the organisation. 3. TM’s Sustainability Framework provides clear commitments, targets and action plans to guide the implementation of sustainability initiatives across the organisation. The framework serves as a roadmap for the Group in advancing its sustainability agenda and ensuring alignment among leadership, employees and stakeholders. 4. To strengthen accountability, sustainability-related Key Performance Indicators (KPIs) have been embedded into the scorecards of TM’s Pivotal Positions and selected non-pivotal roles. Sustainability considerations are also integrated into TM’s ERM framework, enabling the group to effectively manage the environmental-social and governance (ESG) related risks and opportunities. 5. Further information on TM’s Sustainability Policy and related guidelines is available on the Company’s website at www.tm.com.my.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.2

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The Board recognises the importance of engaging with stakeholders in understanding and addressing sustainability-related matters, including material ESG risks and opportunities that may impact the Group's long-term value creation. 2. Sustainability material matters, risks and opportunities are discussed in the designated platforms i.e. MC, BRIC and reported quarterly to the Board. 3. The Group maintains continuous engagement with its internal stakeholders through various communication channels, including the Group Town hall sessions (<i>Sesi Bersama GCEO</i>), email, corporate bulletins as well as management and operational meetings. These platforms enable the dissemination of sustainability initiatives and promote awareness and participation across the organisation. 4. TM also engages with external stakeholders through multiple channels, including the IAR and sustainability disclosure, press releases and periodic engagement with the investor communities, regulators and other relevant authorities. 5. At the industry and national levels, TM actively participates in the following collaborative initiatives that promote responsible business practices: <ol style="list-style-type: none"> a) United Nations Global Compact Malaysia and Brunei Network (UNGCMYB), which supports organisations committed to advancing responsible business practices in the areas of human rights, labour, environment and anti-corruption. b) CEO Action Network (CAN), a platform that promotes capacity building and collaboration among industry leaders to advance sustainability initiatives. 6. Further details on TM's sustainability commitments, progress and initiatives are disclosed in the Sustainability section of the IAR.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.3

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The Board recognises the importance of maintaining sufficient knowledge and competencies to effectively oversee sustainability-related matters and ensure that sustainability considerations remain integrated into the Group’s strategic direction and risk management framework. 2. Since 2020, sustainability has been a permanent agenda at the quarterly meeting of BRIC as part of TM’s continuous efforts to strengthen its sustainability practices. Discussions include updates on sustainability initiatives and progress, key challenges, sustainability-related risks and opportunities, including climate-related risks, as well as insights and gap analyses arising from independent sustainability rating agencies. 3. Updates on sustainability matters deliberated at BRIC are subsequently reported to the Board through the BRIC Reports. In addition, proposals relating to sustainability initiatives and strategic developments are presented to the Board by the sustainability team or advisors to facilitate informed deliberation and decision-making. 4. Recognising the increasing importance of sustainability, the NRC has also taken into consideration sustainability-related expertise and experience as part of the Board’s skills matrix when evaluating potential Board candidates. Following thereto, Dr. Tunku Alina Raja Muhd Alias was appointed as TM’s new INED on 3 June 2025. 5. In strengthening the Board’s competency in sustainability oversight, Directors continue to participate in relevant training and development programmes. At the date of this report, all 12 Directors have completed the MAP Part II on Sustainability. 6. The BEE/BPA 2025 identified sustainability as an area where the Board’s collective competencies could be further strengthened.
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.4

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. TM has embedded sustainability considerations into its performance management framework to ensure accountability and effective implementation of the Group’s sustainability strategies. 2. The TM Corporate Scorecard, which is developed based on the Group’s strategic priorities, incorporates sustainability-related targets and initiatives as KPIs in the Corporate Scorecard. This approach ensures that sustainability objectives are aligned with the Group’s overall business strategies and operational priorities. 3. Since 2022, sustainability-related KPIs have been established and embedded in the scorecards of TM’s pivotal positions and senior management. As a result, the performance evaluation of senior management includes an assessment of their effectiveness in managing and addressing the Group’s material sustainability risks and opportunities, as well as their progress in implementing sustainability initiatives. 4. The Board also continues to strengthen its oversight of sustainability matters through the BEE process. Based on the findings of the BEE 2025, the Board acknowledged the importance of further enhancing its collective competencies in sustainability oversight. The Board has therefore identified the need for more focused training and development programmes to further strengthen its understanding and strategic oversight on sustainability.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.5- Step Up

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

<i>Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.</i>	
Application	: Adopted
Explanation on adoption of the practice	: <ol style="list-style-type: none"> 1. TM has established a structured management governance framework to support the effective implementation of the Group's sustainability agenda. Since 2024, sustainability-related matters have been placed under the purview of the Chief Corporate Officer (CCO), reflecting the strategic importance of sustainability beyond the traditional risk management considerations. 2. The CCO provides executive oversight and strategic direction on sustainability-related risks and opportunities, ensuring alignment with TM's long-term business strategies and sustainability commitments. The CCO oversees the implementation of the Group's sustainability initiatives, including the execution of TM's 14 identified material sustainability matters, and provides guidance to ensure effective coordination across the Group. 3. Supporting the CCO is the Sustainability Division, led by the General Manager, Sustainability, which serves as the central coordinating function for sustainability matters across the Group. The Division provides expert guidance on sustainability-related risks and opportunities, facilitates cross-functional collaboration, and acts as the strategic secretariat for the SWG. It also plays a key role in coordinating sustainability initiatives and ensuring effective management and reporting of ESG data across the Group. 4. To support the implementation of TM's Sustainability Roadmap, seven (7) SWGs have been established. The SWGs comprise representatives from various business units and functions and are responsible for driving specific sustainability initiatives, monitoring progress and providing periodic updates and recommendations to the CCO. 5. The Sustainability Governance Structure is on page 105 of the Corporate Overview book of the IAR.

Intended Outcome

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

Practice 5.1

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none">1. The NRC assists the Board in ensuring that the Board maintains an appropriate balance of skills, experience, independence and diversity to effectively discharge its responsibilities. In this regard, the NRC is responsible for periodically reviewing and refreshing the Board's composition in accordance with the Company's Fit and Proper criteria, as well as overseeing policies and procedures relating to the nomination and appointment of Directors and Board Committee members across the Group.2. A formal and transparent appointment process has been established to guide the identification and selection of suitable candidates for Board's appointment. Under this process, all potential nominees are first evaluated by the NRC, taking into consideration the Board's required skillsets, experience, diversity and other attributes identified in the Board Skills Matrix. The NRC may undertake an external search, where appropriate, and conducts an initial screening and assessment of candidates to evaluate their suitability, including their ability to discharge their responsibilities as Director, before making any recommendation to the Board for consideration and approval.3. During the financial year, TM observed the departure of Rossana Annizah Ahmad Rashid, an INED, and cessation of Iszad Jeffri Ismail, alternate director to Datuk Dr. Shahrazat Haji Ahmad, a NINED. The Board, upon the recommendation from the NRC, approved the appointment of two (2) women Directors who are also INEDs, Dr. Tunku Alina Raja Muhd Alias and Shahnaz Al-Sadat Abdul Mohsein, as well as Syaiful Hafiz Moamat Mastam, the new alternate director to Datuk Dr. Shahrazat Haji Ahmad, to strengthen the Board's composition.4. As at the date of this report, the tenure of the Directors ranges from less than one (1) year to more than seven (7) years. The NRC takes into consideration the tenure of the Directors as part of the Board's succession planning to ensure an appropriate balance between continuity, experience and board refreshment.5. In accordance with the Company's Constitution, Directors are subject to retirement and re-election at the AGM. All Directors are to retire from office at least every three (3) years in accordance with Clause 112. Directors appointed during the financial year shall retire pursuant to Clause 106(2) of the Constitution and are eligible for re-election, while the remaining one third (1/3) or nearest to one third (1/3) of the remaining Directors are to retire by rotation in accordance with Clause 113.6. The retiring Directors, Dr. Tunku Alina Raja Muhd Alias and Shahnaz Al-Sadat Abdul Mohsein (pursuant to Clause 106(2)) and Hisham Zainal Mokhtar and Amar Huzaimi Md Deris (pursuant to Clause 113), have expressed their willingness and consented to be re-elected as Directors. Datuk Siti Zaayah Md Desa who is also retiring pursuant to Clause 113 has indicated her intention not to seek re-

	<p>election at the AGM. Therefore, she shall retire as TM Director upon the conclusion of the forthcoming AGM.</p> <p>7. In assessing the proposed re-election of the retiring Directors, the NRC has considered the findings from the BEE/BPA 2025, including the Directors' performance, contribution to Board deliberations, character, integrity, competency, commitment and where applicable, the independence of the INEDs.</p> <p>8. Based on the outcome of these assessments, the NRC and TM Board (save for the abovenamed Directors who abstained from the deliberation on their own proposed re-election at the NRC and/or TM Board meetings), are satisfied that the retiring Directors have continued to demonstrate their effectiveness and commitment in discharging their duties. Accordingly, the Board (save for the Directors involved) has recommended their reappointment/re-election to be presented for shareholders' consideration at the forthcoming 41st AGM.</p> <p>9. The profile of the Directors standing for re-election is on pages 281, 283 and 286 in the Corporate Overview book of the IAR.</p>
<p>Explanation for departure</p>	<p>:</p>
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>	
<p>Measure</p>	<p>:</p>
<p>Timeframe</p>	<p>:</p>

Intended Outcome

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

Practice 5.2

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The Board currently comprises 12 Directors (excluding one (1) Alternate Director), composition of which is as follows: <ol style="list-style-type: none"> a) One (1) NINEC; b) One (1) Non-Independent Executive Director (NIED) or MD/GCEO; c) Three (3) NINEDs; and d) Seven (7) INEDs. 2. The said composition equates to a majority independent directors of seven (7) INEDs to five (5) NINED. The Directors continue to exercise their duties and responsibilities objectively with independent oversight and in the best interest of the Company. 3. During the BEE/BPA 2025, all seven (7) INEDs have undergone independence assessments and have provided their annual declarations of independence.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.3

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

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

Application	:	Not applicable - Step Up 5.4 adopted	
Explanation on application of the practice	:		
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 5.4 - Step Up

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

<i>Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.</i>	
Application	: Adopted
Explanation on adoption of the practice	: <ol style="list-style-type: none"> 1. The Board has adopted a policy that limits the tenure of INEDs to a cumulative term of nine (9) years from the date of their first appointment. The policy, which has been in place since November 2019 supports the Board's commitment to maintain independence, objectivity and effective oversight, while facilitating progressive board refreshment. 2. As at the date of this report, none of the Directors has served a cumulative period of nine (9) years on the Board. 3. The tenure profile of the Directors is as follows: <ol style="list-style-type: none"> a) Two (2) Directors have served for less than one (1) year; b) Six (6) Directors have served between one (1) to three (3) years; c) Two (2) Directors have served between three (3) to six (6) years; and d) Two (2) Directors have served between six (6) to nine (9) years.

Intended Outcome

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

Practice 5.5

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

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none">1. The Company adopts a formal, rigorous and transparent process for the recruitment, selection and appointment of Directors, including the re-election and re-appointment of existing Directors. The process is designed to ensure that the Board maintains an appropriate balance of skills, experience, independence and diversity necessary to support the Company's long-term strategy and effective oversight.2. While the Board retains ultimate responsibility for the appointment of Directors, the NRC is responsible for leading the process of identifying, evaluating and recommending suitable candidates for Board appointment. In undertaking this responsibility, the NRC assesses the existing Board composition, including the Board Skills Matrix, to identify competency gaps and areas requiring strengthening.3. Potential candidates may be sourced through reputable external databases, independent searches or through independent search consultant. Shortlisted candidates are evaluated against predetermined criteria, including the required skills, industry and regional experience, leadership capabilities and ability to contribute effectively to Board deliberations. The NRC also assesses the candidate's independence, integrity, time commitment and potential to complement the existing Board dynamics. Interview and engagement sessions are conducted with shortlisted candidates prior to the NRC making its recommendation to the Board for approval.4. During the financial year, the Board appointed two (2) new INEDs through a search process facilitated by an external board search consultant, with the objective of strengthening the Board's overall composition, expertise and diversity. Dr. Tunku Alina Raja Muhd Alias and Shahnaz Al-Sadat Abdul Mohsein were appointed on 3 June 2025. In addition, Syaiful Hafiz Moamat Mastam, the new alternate director to Datuk Dr. Shahrazat Haji Ahmad, a NINED, was appointed on 6 August 2025.5. To ensure that individuals appointed to the Board are able to effectively discharge their duties and responsibilities, the NRC applies the Directors' Fit and Proper criteria, as stipulated under the NRC ToR. The assessment considers, amongst others, the following attributes:<ol style="list-style-type: none">a) Character and integrity – including probity, personal integrity, financial integrity and reputation;

	<p>b) Experience and competence – including qualifications, professional expertise, leadership capabilities, relevant experience and track record;</p> <p>c) Time and commitment – including the ability to effectively discharge the role taking into consideration other directorships and commitments;</p> <p>d) Diversity – including gender, age, cultural background; and</p> <p>e) Any other criteria deemed appropriate by NRC.</p> <p>6. In addition to Board appointments, the NRC also oversees the succession planning and appointment of senior management identified as Pivotal Positions and, where appropriate, other strategic roles within the Company, including the position of the Group Company Secretary. Appointments are made based on objective criteria and merit, with due regard for diversity in skills, experience, age, cultural background and gender. Where necessary, external firms are engaged to facilitate the searches for suitable candidates. NRC undertakes a rigorous assessment to ensure that the candidates recommended to the Board possess the necessary leadership qualities, skillsets, experience and competencies, to effectively support the Company's strategic objectives.</p>
<p>Explanation for departure :</p>	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>	
<p>Measure :</p>	<p>.</p>
<p>Timeframe :</p>	

Intended Outcome

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

Practice 5.6

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

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none">1. The appointment of Directors to the Board is governed by the Company's Constitution and supported by a formal and transparent selection process by the NRC, to ensure that the candidates appointed to the Board possess the appropriate mix of skills, experience, competencies, knowledge, and other qualities as per the Fit and Proper Criteria, to support the Company's strategic direction and oversight of a highly regulated telecommunication business.2. TM Board members are constituted either through appointment from the Minister of Finance (Incorporated) (MoF Inc.), being the Special Shareholder in accordance with Clause 15 of the Company's Constitution, or by the Board of Directors pursuant to Clause 106(1) of the Constitution. Clause 15 provides that the Special Shareholder has the right to appoint not less than two (2) and not more than six (6) Directors (Appointed Directors). In addition, Clause 125(1) stipulates that the Chairman of the Board shall be appointed by the Special Shareholder.3. While the Board is responsible in the appointment of Directors, the NRC is delegated with the initial role of evaluating the candidates. NRC undertakes a structured and rigorous evaluation process to ensure that all individuals appointed to the Board meet the required governance standards and possess the competencies necessary to contribute effectively to Board deliberations. In performing its role, NRC reviews the Board composition and assesses the skills, competencies, experience and attributes required to complement the existing Board and address any identified skill gaps. As part of the due diligence process, the NRC conducts background checks on prospective candidates, including reviews of their financial, insolvency and litigation records (civil and criminal) as well as integrity assessments. As stipulated in the Board Charter, NRC is also empowered to engage professional recruitment firms or consultants to assist in identifying and sourcing suitably qualified candidates for directorships. Following its evaluation, NRC assesses the candidates' suitability, including their ability to effectively discharge their fiduciary duties and responsibilities, before recommending their appointments to the Board for consideration and approval.4. In 2025, NRC considered the appointment of two (2) new INEDs, Dr. Tunku Alina Raja Muhd Alias and Shahnaz Al-Sadat Abdul Mohsein, who were identified through an independent search firm. After evaluating the skillset gaps in the Board and reviewing the candidates' mix of skills and experiences based on the fit and proper

	<p>criteria, as well as conducting the interview/chat sessions to validate the external search firm information, NRC has then recommended their appointments as INEDs to the Board for approval.</p> <p>In addition, Syaiful Hafiz Moamat Mastam was appointed as the new alternate director to Datuk Dr. Shahrazat Haji Ahmad following an internal assessment process and completion of the necessary background and integrity checks with the relevant authorities and organisations.</p>
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure	:
Timeframe	:

Intended Outcome

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

Practice 5.7

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The process for the appointment and reappointment or re-election of Directors is described under Practices 5.1, 5.5 and 5.6 of this CG Report. 2. In accordance with the Company’s Constitution, five (5) Directors will retire at the forthcoming 41st AGM and are eligible for re-election. Four (4) of the retiring Directors have consented and offered themselves for re-election. These Directors have confirmed that they do not have any COI with the Company and its subsidiaries that would affect the execution of their roles and responsibilities effectively. They have also undertaken to disclose and declare the nature and extent of any potential COI, should such situation arise, in accordance with the Company’s governance policies and applicable regulatory requirements. Meanwhile, Datuk Siti Zauyah Md Desa has expressed her intention not to seek re-election at the forthcoming AGM and will therefore retire from the Board upon the conclusion of the AGM. 3. The NRC and Board, save for the Directors concerned who abstained from deliberations and decisions relating to their own re-election, have considered the performances, contribution and independence (if applicable) of the retiring Directors. Based on the assessment, the NRC and Board are satisfied that the Directors have continued to demonstrate commitment, valuable contributions and the necessary competencies to effectively discharge their roles and responsibilities. These Directors have strengthened the Board Skills Matrix and strengthen the overall composition of the Board. Accordingly, the NRC and Board recommend the re-election of the four (4) retiring Directors at the 41st AGM for shareholders’ approval. 4. To enable shareholders to make an informed decision on the re-election of the retiring Directors, the Company provides relevant information on the Directors standing for re-election and the assessment conducted in the “Re-election of Directors at the 41st AGM” under the Statement Accompanying Notice of the 41st AGM section on page 350, of the Corporate Overview book of the IAR.
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		

Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 5.8

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

Application	:	Applied	
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. TM has a combined nomination and remuneration committee known as the NRC. 2. NRC is chaired by Hisham Zainal Mokhtar i.e. TM's SID. The appointment of SID as Chairman of NRC reinforces the independence of the Committee and facilitates balanced and objective deliberations on matters within its purview. 	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 5.9

The board comprises at least 30% women directors.

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. As at 31 December 2025, the Board comprises four (4) women Directors, representing 33% of the total Board composition of 12 Directors. 2. During the financial year, the Board strengthened its gender diversity through the appointment of Dr. Tunku Alina Raja Muhd Alias and Shahnaz Al-Sadat Abdul Mohsein as INEDs on 3 June 2025. Following these appointments, women representation on the Board increased from 27% to 33%. 3. These appointments were the outcome of a structured search process undertaken by the NRC, that engaged an independent search firm to identify suitably qualified candidates. The search exercise focused on identifying candidates who not only possess the required competencies and experience to complement the Board's skills matrix but also contribute towards enhancing the gender diversity at the Board level. As a result, two (2) women INEDs were appointed to the Board. 4. The Board remains committed to sustaining an appropriate level of gender diversity and will continue to consider qualified women candidates in future Board appointments as part of its ingoing board succession plan.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.10

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The Board acknowledges that diversity in skills, background, expertise and experience are critical elements in ensuring a vibrant, effective and robust Board. A diverse Board enhances the Company's ability to respond to evolving business challenges and supports sound governance practices. 2. While the Board has not adopted a formal target on 30% women directors, it remains committed to enhancing diversity at the Board level. In considering potential candidates for Board's appointments, priority is given to individuals who possess the required skills, experience, competencies and industry knowledge, while diversity considerations, including gender, age, ethnicity and professional background are taken into account to ensure a balanced and effective Board composition. 3. The Company's approach to promoting Board diversity as stipulated in the Board Charter is as follows: <ol style="list-style-type: none"> a) Recruitment from a diverse pool of candidates when identifying potential Directors; b) Review of Board succession plans to ensure appropriate consideration of diversity; c) Identification of relevant diversity factors in the Board recruitment and selection processes; and d) Development of initiatives to broaden the pool of qualified and experienced candidates for Board positions. 4. Diversity within the Company extends beyond gender in TM Board's composition. It encompasses age, cultural background, ethnicity, skills and experience across all levels of the organisation, including the Senior Management. 5. The Company continues to promote diversity as part of its sustainability and talent development agenda. For FY 2025, women represented 41% of the Group's total workforce, with 36% of women holding positions at the Management level. The Company remains committed to strengthening gender diversity as part of its ongoing efforts to foster an inclusive and balanced workforce.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 6.1

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

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

Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none">1. The Board undertakes a formal, structured and objective annual evaluation to assess the effectiveness of the Board, its Board Committees and performance of individual Directors. The BEE/BPA is conducted annually to ensure that the Board continues to operate effectively in discharging governance, oversight and strategic responsibilities.2. The Company appoints an independent consultant at least every three (3) years to facilitate objective and independent assessment. Following the engagement of an independent consultant in 2023, the BEE/BPA for the financial year under review was conducted internally by the GCSD.3. The BEE/BPA 2025 questionnaires were based on the framework adopted in the 2023 evaluation, with enhancements made to further strengthen the assessments, taking into consideration the evolving roles of the Board, Board Committees and Directors in areas such as sustainability and emerging risks.4. The assessment encompassed the following 10 segments:<ul style="list-style-type: none">▪ Assessment 1: Board Governance and Oversight▪ Assessment 2: Board Processes and Infrastructure▪ Assessment 3: Board Composition and Diversity▪ Assessment 4: Self and Peer▪ Assessment 5: Fit and Proper▪ Assessment 6: Independence▪ Assessment 7: BAC▪ Assessment 8: NRC▪ Assessment 9: BRIC▪ Assessment 10: BTC5. The evaluation process involved the circulation of questionnaires to all Directors, followed by assessments by Directors. The responses were compiled and analysed by GCSD, and the consolidated findings were presented to the NRC and Board in Q1 2026 for deliberation and concurrence on the proposed improvement actions.6. The BEE/BPA 2025 findings, including the Board's areas of strength, areas for development and improvement initiatives are provided in page 261 of the CG Overview Statement of the IAR.

	<p>7. Following the tabling of the evaluation results to TM Board, the BEE/BPA reports relating to the respective Board Committees are presented to the relevant Committees for further deliberation and follow-up actions. In addition, engagement sessions between individual Directors and the Board Chairman are arranged to provide constructive feedback on discuss each Director's performance and contribution during the assessment year.</p> <p>8. Based on the BEE/BPA 2025 findings, the Board recognised the importance of enhancing Directors' exposure and training in areas such as sustainability, emerging technologies, digital innovation and future techco strategies, to ensure the Board remains well-positioned to guide the Company in the evolving techco-driven telecommunications landscape.</p>	
Explanation for departure		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure		
Timeframe		

Intended Outcome

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

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

Practice 7.1

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none">1. The Board has established the Board's Remuneration and Benefits Policy (BRBP) and the Subsidiary Board Remuneration Framework (SRF), which collectively provide a structured and transparent framework governing the remuneration of Directors across the TM Group. These policies aim to ensure that the remuneration structure is fair, competitive and benchmarked against prevailing market practices, while reflecting the responsibilities, accountability and time commitment expected of Directors.2. NRC undertakes periodic reviews of the Board remuneration policy to ensure that the remuneration framework remains aligned with the Company's strategic thrusts and value drivers. The review also seeks to ensure that the remuneration structure continues to attract, motivate and retain individuals with the necessary skills, experience and leadership qualities to effectively serve on the Board.3. In January 2025, an external consultant was appointed to facilitate a benchmarking analysis and review of TM's BRBP and SRF, providing the NRC with an objective and independent perspective on the appropriateness and competitiveness of the Board remuneration framework. The findings were deliberated by the NRC, following which recommendations were submitted to the Board for approval before being tabled to shareholders for their approval. Further details on the review process, key findings and recommendations are provided on page 262 of the Corporate Overview book of the IAR.4. NRC has also approved the remuneration guiding principles and framework applicable to Top Management and Senior Management, which provide a clear basis for determining remuneration structures and performance-linked rewards. The guiding principles are publicly available on TM's website and are summarised as follows:<ul style="list-style-type: none">▪ Principle 1: Alignment with Stakeholder Interests▪ Principle 2: Paying Competitively▪ Principle 3: Pay for Sustainable Performance▪ Principle 4: Preventing Inappropriate Risk-Taking5. The performance of the MD/GCEO, Pivotal Positions and the Group Company Secretary, is evaluated annually. The NRC reviews their performance against predetermined KPIs and makes recommendations to the Board on their remuneration and reward payments. Such recommendations take into consideration

	<p>individual contributions per their respective scorecards vis-à-vis the overall performance of the Company.</p> <p>6. The remuneration framework is available on the Company's website.</p>	
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 7.2

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

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. Since its establishment, NRC performs dual roles encompassing both nomination and remuneration functions. These responsibilities have been combined to enhance efficiency and ensure cohesive oversight of matters relating to Board composition, succession planning, remuneration and Board governance. The same members are entrusted with discharging both functions to facilitate holistic deliberation and alignment on the aforesaid matters. 2. The primary objective of the NRC is to support the Board in implementing policies and procedures relating to the remuneration of the Board, Board Committees, MD/GCEO, Pivotal Positions, Group Company Secretary or any other positions as determined by the NRC. In carrying out its responsibilities, the NRC ensures that the remuneration framework remains competitive, appropriately reflects the responsibilities undertaken and is aligned with the long-term interests of the Company and its stakeholders. 3. Disclosures on the activities undertaken during the FY 2025 are provided in pages no. 268 to 269 of the CG Overview Statement of the Corporate Overview book of the IAR. 4. The ToR of NRC is provided in the Board Charter available on the Company's website at www.tm.com.my.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 8.1

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none">1. In line with best CG practice, the Company provided a detailed disclosure of Directors' remuneration on a named basis. The disclosure includes the breakdown of each Director's fees, salary, bonus, benefits in-kind and other emoluments.2. The detailed disclosure of the remuneration of each Director is provided on page 264 of the CG Overview Statement of the Corporate Overview book of the IAR.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emolument	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Dato' Zainal Abidin Putih	Non-Executive Non-Independent Director	360,000.00	75,000.00			157,121.41		592,121.41							592,121.41
2	Amar Huzaimi Md Deris	Executive Director		60,000.00	2,750,250.00	1,920,000.00	274,345.09		5,004,595.09							5,004,595.09
3	Dato' Dr. Shahrazat Haji Ahmad	Non-Executive Non-Independent Director	240,000.00	43,000.00			62,010.00		345,010.00							345,010.00
4	Dato' Mohamed Nasri Sallehuddin	Non-Executive Non-Independent Director					60,884.17		60,884.17							60,884.17
5	Muhammad Afhzal Abdul Rahman	Non-Executive Non-Independent Director	240,000.00	62,500.00			56,480.70		358,980.70	12,000.00						370,980.70
6	Hisham Zainal Mokhtar	Independent Director	267,000.00	106,500.00			76,031.95		449,531.95							449,531.95
7	Datuk Siti Zauyah Md Desa	Independent Director	240,000.00	78,500.00			56,847.20		375,347.20	9,000.00						384,347.20
8	Ahmad Taufek Omar	Independent Director	240,000.00	90,750.00			111,025.65		441,775.65	9,000.00						450,775.65
9	Tan Sri Datuk Yong Poh Kon	Independent Director	240,000.00	75,000.00			73,004.64		388,004.64							388,004.64
10	Datuk Bazlan Osman	Independent Director	240,000.00	101,500.00			144,476.78		485,976.78	9,000.00						494,976.78
11	Dr. Tunku Alina Raja Muhd Alias (Appointed on 3 June 2025)	Independent Director	138,666.67	42,000.00			69,003.05		249,669.72							249,669.72
12	Shahnaz Al-Sadat Abdul Mohsein	Independent Director	138,666.67	46,500.00			56,126.20		241,292.87							241,292.87

	(Appointed on 3 June 2025)															
13	Syaiful Hafiz Moamat Mastam (Appointed on 6 August 2025)	Non-Executive Non-Independent Director Alternate Director		11,000.00			11,611.55		22,611.55							215,833.50
14	Rossana Annizah Ahmad Rashid (Retired on 27 May 2025)	Independent Director	97,419.35	37,750.00			71,133.15		206,302.97		9,000.00					215,302.97
15	Iszad Jeffi Ismail (Ceased on 6 August 2025)	Non-Executive Non-Independent Director Alternate Director		11,000.00			13,298.80		24,298.80							24,298.80

Intended Outcome

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

Practice 8.2

The board discloses on a named basis the top five senior management's remuneration component including salary, bonus, benefits in-kind and other emoluments in bands of RM50,000.

Application	:	Applied – the company discloses the remuneration of members senior management who are not members of the board	
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. TM continues its practice of disclosing the remuneration (including salary, bonus, benefits in kind and other emoluments) of the top five (5) Senior Management for FY 2025 in bands of RM50,000 on a named basis. 2. The identification of the top five (5) Senior Management was deliberated and approved by NRC and TM Board in January 2026. 3. The Company's remuneration framework for Senior Management is available on TM's website at www.tm.com.my. 	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

No	Name	Position	Company					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Anand Vijayan	Chief Business & Consumer Officer	2,050,000 - 2,100,000	Choose an item.	Choose an item.	Choose an item.	Choose an item.	2,050,000 - 2,100,000
2	Ahmad Fairus Rahim	Group Chief Financial Officer	1,600,000 – 1,650,000	Choose an item.	Choose an item.	Choose an item.	Choose an item.	1,600,000 – 1,650,000
3	Khairul Liza Ibrahim	Executive Vice President (EVP), TM Global	1,450,000 – 1,500,000	Choose an item.	Choose an item.	Choose an item.	Choose an item.	1,450,000 – 1,500,000
4	Nor Fadhilah Mohd Ali	Chief Corporate Officer	1,300,000 – 1,350,000	Choose an item.	Choose an item.	Choose an item.	Choose an item.	1,300,000 – 1,350,000
5	Shazurawati Abdul Karim, (For the period 1 January to 30 September 2025, and subsequently as the Chief Customer Experience Officer from 1 October 2025 onwards.)	EVP, TM One and Chief Customer Experience Officer	1,250,000 – 1,300,000	Choose an item.	Choose an item.	Choose an item.	Choose an item.	1,250,000 – 1,300,000

Intended Outcome

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

Practice 8.3 - Step Up

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	The NRC and Board are of the view that the current practice of disclosing the remuneration of the top five (5) Senior Management in bands of RM50,000.00 and on a named basis is adequate for the purpose of disclosure to stakeholders.

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

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.1

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

Application	:	Applied	
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. BAC is chaired by Datuk Bazlan Osman, an INED. 2. Datuk Bazlan is not the Chairman of the Board. 3. The BAC ToR specifies that the chairmanship of the BAC must not be held by the Chairman of the Board. 	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.2

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The Board recognises the need to uphold the independence and objectivity of the External Auditor i.e. Ernst and Young PLT (EY) from the Board and Management. 2. None of the Directors appointed to the Board is a former key audit partner of EY, nor is any such person a member of the BAC. 3. The ToR of the BAC, as set out the Company's Board Charter, also incorporates a policy requiring a cooling-off period of at least three (3) years before a former key audit partner of the Company's External Auditor may be appointed as a member of the BAC. In addition, a BAC member must not be employed by, engaged with or attached to any audit firm at the point of appointment. 4. These measures are intended to reinforce the independence of the BAC and uphold the integrity and objectivity of the Company's financial reporting and external audit process.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.3

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. Assessments of the external auditor's effectiveness are conducted annually by all of the BAC members and relevant Management team, coordinated by GIA. The assessment covers, among others, the external auditor's quality of services, sufficiency of resources, quality of communication and interaction, independence, objectivity and professionalism. The evaluation is undertaken to ensure the continued quality and reliability of the Company's quarterly financial reports and audited financial statements. 2. The external auditor, EY, has declared that it has maintained its independence throughout the course of the audit of TM Group for the financial year in accordance with the firm's internal policies and the By-Laws on Professional Independence of the MIA. EY has also confirmed that, following its review of the non-audit services provided to TM, none of these services has compromised the firm's independence as the Group's external auditor. 3. The BAC has also noted EY's Transparency Report and was satisfied, in its review, that the provision of non-audit services by EY to the Company during FY2025 did not in any way impair its objectivity and independence as the external auditor of TM. 4. Having considered the results of the annual assessment, EY's written assurance on independence and its Transparency Report, the BAC recommended the re-appointment of EY as the external auditor of the Company for the financial year ending 2026. 5. In lieu thereof, the Board has on 19 February 2026 approved the BAC's recommendation that the proposed re-appointment of EY as the external auditors of the Company for the FY ending 31 December 2026 be tabled for shareholders' approval at the forthcoming 41st AGM in accordance with Section 340(1)(c) and Section 274(1)(a) of the CA 2016.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.4 - Step Up

The Audit Committee should comprise solely of Independent Directors.

Application	:	Not Adopted
Explanation on adoption of the practice	:	<ol style="list-style-type: none">1. The BAC comprises five (5) members, the majority of whom are INEDs, ensuring objective and independent oversight of the Company's financial reporting and internal control.2. Following the change in board composition in May 2025, NRC has reviewed the composition of the BAC and recognised the importance of strengthening the Committee's collective competencies considering the increasing reliance on digital technologies and evolving cybersecurity risks.3. Following thereto, the Board has approved the appointment of Encik Muhammad Afhzal Abdul Rahman, a NINED, to the BAC taking into consideration his extensive expertise in information technology (IT) and digital transformation. His appointment further enhances the BAC's capability on overseeing matters relating to technology governance, including IT internal controls and digital risks, thereby strengthening the Board's oversight of the Groups technology environment.4. Membership of the BAC is provided in page 272 and the members' profiles are available on pages 283, 285 and 286 in the Corporate Overview book of the IAR.

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.5

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

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The BAC comprises members who collectively possess the appropriate mix of accounting, audit, financial management, risk management, sustainability and industry expertise to effectively discharge their oversight responsibilities. 2. All BAC members are financially literate and have carried out their duties in accordance with the ToR of the BAC. They demonstrate sound judgement, objectivity and independence and bring with them extensive management experience, enabling them to provide effective oversight of the Group's financial reporting process. 3. The BAC members are committed to continuous professional development to ensure they remain abreast of evolving regulatory standards, accounting standards and emerging risks. During FY 2025, the BAC members attended various conferences, seminars and training programmes to enhance their knowledge to efficiently discharge their duties and responsibilities.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 10.1

The board should establish an effective risk management and internal control framework.

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The Board is responsible for establishing and maintaining a sound risk management framework and system of internal control for the Group, and for reviewing their adequacy and effectiveness. These frameworks are designed to manage the Group's risks within the approved risk appetite and tolerance levels, support the achievement of the Group's strategic objectives and safeguard shareholders' interests and the Group's assets. 2. In discharging its oversight responsibilities, the Board is supported by BRIC and BAC. BRIC oversees the effectiveness of the Group's ERM framework, including the identification, assessment and monitoring of key strategic, operational and emerging risks. BAC oversees the adequacy and effectiveness of the Group's system of internal controls, including financial, operational, compliance and information technology controls. 3. The Board also relies on the Group's assurance framework, which includes representations and assurances from Management, as well as independent assurance provided by GIA, in assessing the adequacy and effectiveness of the Group's risk management and internal control systems. 4. In line with the enhanced Statement on Risk Management and Internal Control (SORMIC) Guidelines for Directors of Listed Companies issued by Bursa Malaysia in 2025, the DSORMIC discloses the Group's risk management processes and internal control within TM Group for the financial year ended 31 December 2025 as per pages 305 to 314 of the Corporate Overview book of the IAR.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 10.2

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The Group has established a structured ERM framework and internal control framework to systematically identify, assess, monitor and manage risks across the organisation. Corporate risks identified by Group Risk Management GRM, including emerging risks, investment risks, strategic risks and sustainability related risks that may impact the Group's business and long-term value creation, are monitored through a risk dashboard and reported to BRIC on a quarterly basis. 2. Through BRIC, the Board reviews the Group's corporate risk profile and ensures that appropriate mitigation strategies and controls are implemented. The Committee also evaluates the alignment of the Group's key risks with the approved risk appetite and tolerance levels to support the resilience and sustainability of the Company's operations. 3. The Group adopts a structured assurance framework based on the three lines of defence model. Management is responsible for identifying and managing risks as the first line of defence, supported by the risk management and compliance functions as the second line of defence, while GIA provides independent assurance as the third line of defence on the adequacy and effectiveness of the Group's risk management and internal control systems. 4. The Group's internal control framework encompasses financial, operational, compliance and IT controls that are designed to safeguard the Group's assets, ensure the reliability of financial reporting and support compliance with applicable laws and regulations. 5. Further details on the Group's risk management and internal control framework are set out in DSORMIC on pages 305 to 314 of the Corporate Overview book of the IAR.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 10.3 - Step Up

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

Application	:	Adopted
Explanation on adoption of the practice	:	<ol style="list-style-type: none"> 1. BRIC was established to assist the Board in overseeing the effectiveness of the Company's ERM framework, policies and processes. Hence, BRIC provides oversight to ensure that appropriate systems and processes are in place for the identification, assessment, monitoring and reporting of key risks, including emerging risks that may impact the Group's business direction and long-term sustainability. 2. BRIC also oversees the integration of sustainability considerations into the Group's risk management framework and strategic decision-making processes to support the effective execution of the Company's sustainability strategy and long-term value creation. In addition, the Committee reviews strategic investment proposals prior to the Board's deliberation. 3. In carrying out its duties and responsibilities, BRIC operates within clearly defined authority and responsibilities as set out in its ToR, which are incorporated in the Company's Board Charter. 4. BRIC is chaired by a NINED, Dato' Mohamed Nasri Sallehuddin, and maintained a composition with a majority of INEDs during the financial year, with three (3) out of four (4) members being INEDs. This composition supports objective and independent oversight of the Group's risk management and investment governance. 5. Further information on the composition of BRIC and the activities undertaken during the financial year ended 31 December 2025 is set out on pages 277 to 279 of the CG Overview Statement in the Corporate Overview book of the IAR and should be read together with DSORMIC.

Intended Outcome

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

Practice 11.1

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The Company has established an in-house internal audit function for TM Group, namely GIA, which provides independent assurance on the adequacy and effectiveness of the Group's internal control. GIA is led by the Chief Internal Auditor (CIA), who reports functionally to the BAC and administratively to the MD/GCEO. 2. The CIA and GIA's audit personnel operate independently of the activities they audit and are free from any relationships or COI which could impair their objectivity and independence. The Internal Audit Charter, which is approved by BAC, defines the purpose, authority and responsibilities of the GIA. The CIA periodically reports to BAC on GIA's activities, audit findings and key control issues identified, together with Management's action plans to address the identified gaps. 3. Further details on the BAC's oversight on the internal audit function and the activities carried out during the FY 2025 are set out on pages 273 to 276 of the CG Overview Statement and should be read with DSORMIC on pages 305 to 314 in the Corporate Overview book of the IAR.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 11.2

The board should disclose–

- whether internal audit personnel are free from any relationships or conflicts of interest, which could impair their objectivity and independence;
- the number of resources in the internal audit department;
- name and qualification of the person responsible for internal audit; and
- whether the internal audit function is carried out in accordance with a recognised framework.

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. GIA, which provides independent assurance on the adequacy and effectiveness of the Group’s internal control, is led by the CIA, who reports functionally to the BAC and administratively to the MD/GCEO to ensure that GIA has the appropriate status and authority within the organisation. 2. The CIA is a fellow member of the Association of Chartered Certified Accountants (FCCA) and holds professional certifications including Certified Internal Auditor (CIA) and Master Certification in Project Management. Her profile is provided on page 297 of the Corporate Overview book of the IAR. 3. The CIA and GIA personnel operate independently of the activities they audit and are free from any relationships or COI that could impair their objectivity and independence. Audit activities are carried out by a team of 45 internal auditors with diverse academic and professional backgrounds. 4. The BAC reviews and approves GIA’s annual audit plan, budget and manpower requirements to ensure that the internal audit function is adequately resourced with personnel possessing the appropriate competencies and experience to effectively carry out audit activities aligned with the Group’s risk profile and business objectives. 5. In performing its responsibilities, GIA is guided by established internal policies, procedures and framework supported by the Committee of Sponsoring Organisations of the Treadway Commission (COSO) and Control Objectives for Information and Related Technology (COBIT). GIA also adopts the 2024 Global Internal Audit Standard (GIAS), International Professional Practices Framework (IPPF)® including the Core Principles for the Professional Practice of Internal Auditing, International Standards, the Definition of Internal Auditing and CBE.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 12.1

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

Application	: Applied
Explanation on application of the practice	<ol style="list-style-type: none"> 1. The Board acknowledges the importance of maintaining effective, transparent and timely communication with its shareholders, institutional investors and other stakeholders. The Company is committed to ensuring the dissemination of accurate, clear and timely information on the Group's performance, strategy and prospects to enable stakeholders to make informed investment decisions. 2. TM maintains a structured investor relations (IR) and shareholder communication programme and policy that ensures regular engagement with the investment community, analysts and other stakeholders. 3. The IAR serves as a key communication tool to provide stakeholders with a balanced and fair assessment of TM's performance, strategy and value creation. The IAR also outlines how the Group integrates financial and non-financial considerations, including sustainability-related risks and opportunities, in delivering long-term value to stakeholders. 4. The Board acknowledges its responsibility in ensuring the integrity and reliability of the Company's reporting. In the Board's opinion, the IAR presents a fair, balanced and meaningful assessment of the Group's financial and non-financial performance in 2025. 5. Engagement with the investment community is coordinated by the Corporate Finance and Investor Relations (CFIR) Unit under the oversight of the Group Chief Financial Officer (Group CFO). 6. Shareholders and market observers are also welcomed to raise queries at any time through Strategic Communications and CFIR. 7. In addition to the corporate website where shareholders and stakeholders may access key information relating to the Group, TM also embraces social media. These communication channels allow immediate and easy access to information as well as providing a platform for stakeholders to provide feedback. 8. The SID provides an additional channel of communication for minority shareholders and stakeholders to raise concerns or seek clarification on matters relating to the Group. 9. General meetings, including the AGM and Extraordinary General Meeting (EGM), serve as key platforms for shareholder engagement. The Board ensures that sufficient and timely

	<p>information is provided to shareholders to facilitate informed participation and constructive dialogue during the meeting,</p> <p>10. Further information on stakeholder and communication channels is available in the IAR.</p>	
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 12.2

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. TM's IAR 2025 continues to evolve in line with leading reporting standards and regulatory requirements. Our reporting is guided by the IFRS Sustainability Disclosure Standards issued by the International Sustainability Standards Board (ISSB), as well as the enhanced sustainability reporting requirements under the Main LR of Bursa Securities. 2. The adoption of the IFRS guidelines strengthens our integrated reporting approach by aligning sustainability-related risks and opportunities with TM's overall strategy and value creation model. This enables greater transparency, comparability and decision-useful disclosures for stakeholders, while providing a holistic view of our performance, governance, risks and long-term growth prospects. 3. In preparing the IAR, the Group focused on evaluating the market landscape, changing stakeholder dynamics and expectations to understand our operating context. The IAR reporting content focuses on the risks, opportunities and challenges that are material to both our stakeholders and our business, which consequently impacts our financial and non-financial performance. 4. IAR also reflects TM's continued progress under our Defend & Build momentum of the PWR 2023—reinforcing Malaysia's digital backbone while building growth platforms to enable a progressive Digital Malaysia and deliver sustainable value for all stakeholders. 5. The IAR was reviewed and recommended by BAC and subsequently approved by the Board on 2 April 2026.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 13.1

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The notice of the hybrid 40th AGM held in 2025 was issued to shareholders 31 days prior to the AGM, exceeding the 21 days' minimum notice requirement stipulated in the CA 2016 and the Main LR of Bursa Securities. The notice was disseminated electronically to shareholders with valid email addresses and via post and was also published in The Star and Berita Harian newspapers as well as on the Company's website. 2. This additional notice period provides ample time for shareholders to review the information provided and make an informed decision in exercising their voting rights at the AGM. It also enables the shareholders to make the necessary arrangements to participate in the AGM either physically at the meeting venue or remotely via live streaming and online voting using the Remote Participation and Electronic Voting (RPEV) facilities. 3. In line with the principles of MCCG to promote shareholders engagement, the AGM notice is continuously enhanced to include all relevant information with regard the resolutions proposed for shareholders' approval.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 13.2

All directors attend General Meetings. The Chair of the Audit, Nominating, Risk Management and other committees provide meaningful response to questions addressed to them.

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The Company's 40th AGM was held on 27 May 2025 in hybrid mode, allowing shareholders to participate either physically at the meeting venue or remotely through live streaming and online remote voting using the RPEV facilities. 2. All Directors including the MD/GCEO, Group CFO and Group Company Secretary were present in person at the Meeting Hall that served as the Broadcast Venue. Top Management, the external auditor and the Scrutineers were also present to provide the necessary support during the AGM proceeding. 3. Shareholders attending remotely were able to submit questions via a dedicated email from the date of issuance of the IAR up to 24 hours prior to the AGM date i.e. from 25 April to 26 May 2025. Shareholders could also pose questions in real time in type text during the meeting. Whilst shareholders attending the AGM physically were likewise given the opportunity to raise questions and seek clarification during the meeting. Equal opportunities were provided to both physical and virtual attendees to post questions and seek answers from the Board. 4. Further, questions from the Minority Shareholders' Watch Group (MSWG) and Permodalan Nasional Berhad (PNB) were addressed during the AGM. 5. In addition to the pre-AGM questions, upon commencement of the 40th AGM, the Chairman duly advised the shareholders that they were allowed and encouraged to submit their questions or queries throughout the AGM proceedings. Members have encouragingly taken the opportunity to raise questions on the agenda items of the AGM. Appropriate answers and/or clarification were provided by the Board members during the AGM and post AGM via email as well as on the Company's website, where applicable.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 13.3

Listed companies should leverage technology to facilitate–

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

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

Application	:	Applied
Explanation on application of the practice	:	<ol style="list-style-type: none"> 1. The Company’s 40th AGM was conducted in a hybrid mode in compliance with Paragraph 827A of the Main LR, which requires listed issuers to hold general meetings at a physical venue in Malaysia, while allowing participating through virtual platforms. 2. The hybrid meeting mode enabled shareholders to attend the AGM either physically at the meeting venue or remotely via live streaming and online voting using the RPEV facilities. This approach promotes greater shareholder participation while leveraging technology to facilitate greater accessibility and engagement. 3. The live streaming and RPEV facilities for the AGM were managed by the Company’s Share Registrar to ensure the orderly conduct of the meeting and the integrity of the voting process. 4. Appropriate measures were implemented to safeguard the integrity of the meeting and protect shareholders’ data privacy. Access to the virtual meeting platform was restricted to verified shareholders, corporate representatives and proxies who had duly registered to participate in the AGM. 5. In addition, the Company implemented appropriate technology and security controls to mitigate potential cyber risks associated with hybrid AGM. These measures were supported by the Group Information Technology and Digital as well as Group Information Security teams to ensure a secure and reliable virtual meeting environment.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 13.4

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

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions, and the questions are responded to.</i>	
Application :	Applied
Explanation on application of the practice :	<ol style="list-style-type: none"> 1. At the 40th AGM held on 27 May 2025, the Chairman and MD/GCEO delivered opening remarks and presentation to shareholders which provided an overview of the Group's performance, strategic priorities and business outlook. Questions from MSWG and PNB were also addressed during MD/GCEO's presentation. 2. Based on the attendance record, a total of 1,609 shareholders, proxies and corporate representatives participated in the hybrid AGM. At the commencement of meeting, 887 members joined the meeting, comprising 233 members attending virtually and 654 attending physically at the Meeting Hall. 3. An independent scrutineer and moderator was appointed to oversee the poll voting process and manage the question-and-answer (Q&A session) to ensure transparency as well as all relevant and pertinent questions are addressed. 4. During the AGM, shareholders actively participated by raising questions and seeking clarifications on the Company's performance and the proposed resolutions. The Board addressed the questions submitted prior to the AGM, followed by questions raised from the floor and through online platform during the meeting. A summary of the questions and responses was subsequently published on the Company's website after the AGM.
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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

Practice 13.5

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

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions, and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.</i>	
Application :	Applied
Explanation on application of the practice :	<ol style="list-style-type: none">1. The Company's 40th AGM held on 27 May 2025 was conducted in a hybrid format for the first time, with the physical meeting held at the Multi-Purpose Hall, Menara TM, Jalan Pantai Baharu, Kuala Lumpur, which also served as the broadcast venue. The hybrid meeting format provided shareholders with greater flexibility to participate in the AGM either physically or remotely.2. To facilitate seamless virtual participation, the Company put in place the necessary infrastructure, technological tools and adequate bandwidth to support the live streaming of the AGM proceedings, including appropriate contingency arrangements to address any unforeseen technical disruptions.3. Shareholders were also able to participate and exercise their voting rights remotely through the RPEV facilities administered by the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd.4. During the AGM, shareholders were given sufficient opportunity to raise questions either physically at the meeting venue or through the online platform. All relevant questions submitted were addressed by the Board and Management during the meeting and displayed on the broadcast platform, ensuring that all participants had visibility of the questions raised and the responses provided.
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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

Practice 13.6

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

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>	
Application	: Applied
Explanation on application of the practice	: The minutes of the 40 th AGM detailing the meeting proceedings including the issues and concerns raised by shareholders and the responses provided by the Company, were made available to shareholders by posting on the Company's website on 9 July 2025 within 30 business days after the AGM.
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure	:
Timeframe	:

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

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

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