CORPORATE GOVERNANCE REPORT

STOCK CODE	**:**	0032
COMPANY NAME	**:**	REDtone Digital Berhad
FINANCIAL YEAR	**:**	June 30, 2026

OUTLINE:

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

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

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

Intended Outcome

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

Practice 1.1

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

Application	:	Applied
Explanation on application of the practice	:	The Board of Directors ("**Board**") of REDtone Digital Berhad ("**REDtone**" or "**Company**") is responsible for providing leadership and strategic direction to the Company and its subsidiaries ("**Group**") with the objective of promoting its long-term success and sustainable value creation. In discharging its responsibilities, the Board establishes the Group's strategic objectives, approves key business plans, major investments and capital allocation, and oversees Management's execution of the approved strategies. To ensure strategic alignment across the Group, the Board and Management conduct an annual strategic planning exercise involving the Heads of Department. This collaborative session provides a platform to review the Group's strategic priorities, business environment, opportunities and challenges, align departmental plans and initiatives with the Group's strategic objectives, and establish key priorities and action plans for the forthcoming financial year. The Board reviews the Group's financial and operational performance on a regular basis and monitors Management's performance against approved plans, budgets and key performance indicators. Strategic matters, significant business initiatives and investment proposals are deliberated at Board meetings to ensure that appropriate resources are allocated to achieve the Group's objectives. The Board also promotes high standards of corporate governance by establishing the Group's core values, ethical standards and policies, including the Code of Conduct and Ethics, Anti-Bribery and Anti-Corruption Policy, Whistleblowing Policy and Sustainability Framework. These governance policies foster integrity, accountability and responsible business conduct throughout the Group. In fulfilling its responsibilities, the Board also ensures that the interests and expectations of shareholders and other stakeholders are

	appropriately considered in the Group's decision-making and governance processes.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

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

Practice 1.2

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

Application	:	Applied
Explanation on application of the practice	:	The Board is led by **YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail**, the Non-Independent Non-Executive Chairman of the Company, who provides effective leadership to the Board and promotes a culture of good corporate governance, accountability, integrity and constructive debate. The Chairman ensures that the Board functions effectively by fostering an open and inclusive Board culture, encouraging active participation by all Directors and facilitating objective and informed decision-making in the best interests of the Company. The roles and responsibilities of the Chairman are clearly set out in Appendix B of the Board Charter, which is available on REDtone's website at **www.redtone.com**. The Chairman's key responsibilities include, amongst others: • Providing leadership to the Board; • Presiding over Board meetings and facilitating constructive discussions to encourage active participation and effective contributions from all Directors; • Approving the agenda for Board meetings, taking into consideration input from the Directors and the Company Secretaries; • Promoting effective communication and a constructive working relationship between the Board and Management; • Serving as the principal point of contact for shareholders and other stakeholders on matters relating to Group; and • Leading the Board in promoting and monitoring good corporate governance practices throughout the Group. During the financial year ended 30 June 2026 ("**FY2026**"), the Chairman of the Board continued to provide effective leadership to the Board, promote high standards of corporate governance and facilitate the Board's effective discharge of its responsibilities. The Chairman guided the Board in overseeing the Group's strategic direction, governance framework, risk management and overall performance, while fostering constructive discussions and objective decision-making in the best interests of the Company and its stakeholders.
Explanation for departure	:	

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

Intended Outcome

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

Practice 1.3

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

Application	:	Applied
Explanation on application of the practice	:	The positions of the Chairman of the Board and the Group Chief Executive Officer ("**Group CEO**") are held by separate individuals, with clearly defined roles and responsibilities to promote an appropriate balance of authority, accountability and independent oversight. The Chairman, YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail, provides leadership to the Board, ensures its effectiveness in discharging its responsibilities and promotes high standards of corporate governance. The Group CEO, Mr. Lau Bik Soon is responsible for the day-to-day management of the Group's business and operations, implementation of the Board-approved strategies and policies, and execution of the Group's business plans. The distinct separation of these roles ensures that no one individual has unfettered powers of decision-making and facilitates objective deliberation and effective oversight by the Board.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.4

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

Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.		
Application	:	Applied
Explanation on application of the practice	:	The Chairman of the Board, YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail is not a member of Audit Committee ("**AC**"), Nomination Committee ("**NC**") or Remuneration Committee ("**RC**") of the Company. This clear separation of roles reinforces the independence and effectiveness of the respective Board Committees in discharging their responsibilities, including overseeing the integrity of the Group's financial reporting, reviewing Board composition and effectiveness, and making recommendations on the remuneration framework for Directors and Senior Management. During FY2026, Her Royal Highness neither attended nor participated in the deliberations or decision-making processes of the AC, NC or RC. This governance practice ensures that each Board Committee is able to deliberate and discharge its responsibilities independently, while preserving the appropriate checks and balances within the Company's governance framework.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

Practice 1.5
The board is supported by a suitably qualified and competent Company Secretary to provide sound governance advice, ensure adherence to rules and procedures, and advocate adoption of corporate governance best practices.

Application	:	Applied
Explanation on application of the practice	:	The Board is supported by two (2) qualified, experienced, and competent Company Secretaries, both of whom are qualified to act as Company Secretaries under Section 235(2) of the Companies Act 2016 ("**CA 2016**"). They are also registered with the Companies Commission of Malaysia under Section 241 of the CA 2016 and hold valid practising certificates issued by the Companies Commission of Malaysia. The Company Secretaries play an advisory role to the Board by providing guidance on corporate governance matters, applicable laws, regulatory requirements and the Board policies and procedures. They ensure that Board and Board Committee meetings are properly convened, agendas and meeting papers are circulated in a timely manner, accurate minutes of meetings are maintained, and all statutory and regulatory obligations are complied with. The Company Secretaries keep the Board informed of developments in corporate governance, amendments to the CA 2016, the Main Market Listing Requirements ("**MMLR**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and other relevant regulatory requirements to facilitate informed decision-making and ensure ongoing compliance. They also support the Board in the implementation and periodic review of the Company's governance policies and practices to promote the adoption of good corporate governance. All Directors have unrestricted access to the advice and services of the Company Secretaries, who attend all Board and Board Committee meetings to ensure that Board procedures are observed and that deliberations and decisions are properly recorded. The Board is satisfied with the performance of the Company Secretaries and acknowledges their role in supporting sound governance, regulatory compliance, and the continuous enhancement of corporate governance standards within the Group.
Explanation for departure	:	

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

Intended Outcome

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

Practice 1.6

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

Application	:	Applied
Explanation on application of the practice	:	The Board is provided with meeting materials that are complete, accurate and relevant within a reasonable period prior to each Board and Board Committee meeting to enable Directors to review the agenda, consider the matters to be deliberated and make informed decisions. Board papers comprise, where applicable, meeting agendas, minutes of previous meetings, reports on the Group's financial and operational performance, strategic proposals, investment and business papers, risk management updates, corporate governance matters and other supporting information relevant to the business of the meeting. Directors may request additional information or clarification from Management or the Company Secretaries before or during the meeting where necessary. Following each Board and Board Committee meeting, the draft minutes are prepared and circulated to the respective members in a timely manner for review and comments. The minutes accurately record the deliberations, decisions made, key considerations and any dissenting views, where applicable, and are confirmed at the subsequent meeting before being signed by the Chairman of the meeting.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board Charter serves as the primary governance document of the Company, setting out the roles, responsibilities, authority and functions of the Board, its Board Committees, the Chairman, the Group CEO, Executive Directors and Non-Executive Directors. The Board Charter also sets out the key matters reserved for the Board's deliberation and approval, together with the principles and practices that guide the Board in the effective discharge of its responsibilities. The Board Charter covers, amongst others, the following: (i) Board responsibilities and reserved matters; (ii) Board composition and membership guidelines; (iii) Board effectiveness evaluation; (iv) Directors' remuneration; (v) Board governance, structures and meeting procedures; (vi) Relationship between the Board and Management; and (vii) Relationship with shareholders and other stakeholders. The Board reviews the Board Charter periodically to ensure that it remains relevant, reflects changes in applicable laws, regulations and governance practices, and continues to support the Board's effective discharge of its responsibilities. The latest Board Charter is available on the Company's website, www.redtone.com.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:		
Timeframe	:		

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

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

Practice 3.1
The board establishes a Code of Conduct and Ethics for the company, and together with management implements its policies and procedures, which include managing conflicts of interest, preventing the abuse of power, corruption, insider trading and money laundering.

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

Application	:	Applied
Explanation on application of the practice	:	The Board recognises its leadership role in promoting a strong culture of integrity, ethical conduct and good corporate governance throughout the Group. In discharging its responsibilities, the Board leads by example and sets the appropriate tone from the top by fostering the highest standards of integrity, accountability, transparency, objectivity and professionalism across the organisation. The Board is guided by the Directors' Code of Best Practice, as set out in the Board Charter, which establishes the principles and standards of conduct expected of Directors in the discharge of their fiduciary duties and responsibilities. In addition, the Group has adopted a Code of Conduct which sets out the standards of ethical and professional behaviour expected of all employees. The Code of Conduct serves as a guide to promote integrity, accountability and responsible business conduct, ensuring that employees perform their duties in compliance with applicable laws and regulations, as well as the Group's policies and ethical standards. The Code of Conduct sets out, amongst others, the following principles: - Ethical Business Practices - Fair Dealing - Local Legal Requirements - International Legal Requirements - Confidential Information and Other Company Property - Conflicts of Interest - Improper Gifts or Payments - Communications with Third Parties - Securities Law Compliance and Inside Information - Anti-Money Laundering - Company Records and Financial Reporting - Fraud/ Fraudulent Activities

	Both the Directors' Code of Best Practice and Code of Conduct are accessible on the Company's website at www.redtone.com.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

Practice 3.2
The board establishes, reviews and together with management implements policies and procedures on whistleblowing.

Application	:	Applied
Explanation on application of the practice	:	The Company has established a Whistleblowing Policy to provide a safe, confidential and accessible channel for employees and other stakeholders to report any actual or suspected improper conduct, misconduct or breaches of the Company's policies and applicable laws without fear of retaliation. The Whistleblowing Policy sets out the procedures for reporting concerns, the safeguards available to whistleblowers, and the process for investigating reported matters. All reports are treated with appropriate confidentiality and investigated independently, with findings and recommendations reported to the appropriate authority for further action where necessary. The Whistleblowing Policy is reviewed periodically and is available on the Company's website, https://www.redtone.com/investor-relations/whistleblower/.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board, together with Management, assumes overall responsibility for the governance of sustainability across the Group and recognises that sustainability is integral to the Group's long-term success, resilience and value creation. The Board provides oversight of the Group's sustainability agenda by approving the Sustainability Framework, setting the Group's sustainability direction and priorities, and overseeing the management of material sustainability matters. Sustainability considerations are integrated into the Board's deliberations and decision-making processes, including the formulation of the Group's strategic plans, business objectives, major investment and capital allocation decisions, enterprise risk management and long-term value creation initiatives. Strategic management and implementation of the Group's sustainability agenda are led by Management through the Sustainability Working Committee ("**SWC**"), which is chaired by the Group CEO and comprises representatives from key business and functional units. The SWC is responsible for driving the implementation of the Group's sustainability strategies, monitoring sustainability initiatives and targets, identifying and managing material sustainability matters, and reporting progress to the Board on a regular basis. The Board receives periodic updates on the Group's sustainability performance, key sustainability initiatives, emerging environmental, social and governance ("**ESG**") developments, and material sustainability risks and opportunities, enabling the Board to provide effective oversight and strategic guidance in support of the Group's sustainable growth.
Explanation for departure	:	

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board recognises the importance of transparent and timely communication of the Group's sustainability agenda to its stakeholders. Accordingly, the Board oversees the disclosure of the Group's sustainability strategies, priorities, material sustainability matters, targets and performance through appropriate communication channels. The Group's sustainability governance, initiatives, performance and progress against its sustainability objectives are disclosed annually in the Sustainability Statement contained in the Annual Report 2026, which is prepared in accordance with the applicable Bursa Securities Sustainability Reporting Requirements. In addition, relevant sustainability-related information and corporate developments are communicated through the Company's website, annual reports, corporate announcements and other appropriate communication platforms, including the Company's official social media channels. Internally, the Board and Management promote sustainability awareness through regular engagement with employees and the SWC, ensuring that the Group's sustainability priorities and objectives are effectively communicated and embedded across the organisation. The Board receives periodic updates from Management on the implementation of sustainability initiatives, performance against sustainability targets and emerging ESG developments, enabling the Board to monitor progress and provide strategic guidance where appropriate. Further details on the communication with the Company's internal and external stakeholders are available in the Sustainability Statement contained in the Annual Report 2026.
Explanation for departure	:	

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board recognises that sustainability, including climate-related risks and opportunities, is an evolving area requiring continuous learning and oversight. Accordingly, the Board is committed to ensuring that Directors remain abreast of emerging sustainability developments, regulatory requirements and evolving ESG expectations relevant to the Group's business and operations. During FY2026, the Directors enhanced their knowledge and understanding of sustainability-related matters through continuous professional development programmes, briefings, seminars and updates conducted by Bursa Securities, regulatory authorities, professional bodies and external advisers, as well as updates provided by Management. These included programmes relating to the National Sustainability Reporting Framework ("**NSRF**") and the sustainability disclosure requirements under International Financial Reporting Standards ("**IFRS**") S1 – General Requirements for Disclosure of Sustainability-related Financial Information and IFRS S2 – Climate-related Disclosures, enabling the Directors to better understand the evolving sustainability reporting landscape and its implications for the Group. The Board also received periodic briefings from Management on the Group's material sustainability matters, sustainability initiatives, regulatory developments and emerging ESG trends, including climate-related risks and opportunities that may affect the Group's business, operations and long-term resilience. These updates support the Board in integrating sustainability considerations into its strategic oversight, risk management and decision-making processes. The Board will continue to strengthen its sustainability competencies and monitor developments in sustainability reporting, including climate-related disclosure requirements and other evolving regulatory expectations, to ensure that the Group remains well-positioned to respond to emerging sustainability challenges and opportunities.
Explanation for departure	:	

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

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

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

Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Board recognises that effective oversight of sustainability is an important aspect of good corporate governance and long-term value creation.	
		As part of the annual Board Effectiveness Evaluation, the NC assesses, among others, the Board's effectiveness in overseeing the Group's sustainability governance, strategic direction, material sustainability matters and the integration of sustainability considerations into the Group's business strategy, risk management and decision-making processes. The Board also reviews Management's stewardship of the Group's sustainability agenda through periodic updates on the implementation of sustainability initiatives, progress on material sustainability matters, sustainability-related risks and opportunities, and the achievement of the Group's sustainability priorities and objectives. These updates enable the Board to assess Management's effectiveness in advancing the Group's sustainability agenda and to provide appropriate guidance where necessary. The Board will continue to enhance its performance evaluation framework in line with the Group's sustainability maturity and evolving regulatory expectations.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 4.5- Step Up

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

Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.		
Application	:	Adopted
Explanation on adoption of the practice	:	The Board has designated the Group CEO to provide strategic leadership and dedicated oversight of the Group's sustainability agenda. The Group CEO chairs the SWC, which is supported by the Sustainability Officer and comprises cross-functional representation from key departments, including Finance, Corporate Affairs, Human Resources, Marketing, Operations and Health & Safety, to facilitate an integrated and enterprise-wide approach to sustainability governance. This cross-functional governance structure facilitates the integration of sustainability considerations into the Group's business strategy, operations, decision-making processes and day-to-day activities. The diverse composition of the SWC enables sustainability considerations to be embedded across the Group's financial management, corporate governance and regulatory compliance, stakeholder engagement, operational activities, and workplace health and safety, fostering a coordinated and enterprise-wide approach to sustainability governance. The Group CEO, together with the SWC, is responsible for driving the implementation of the Group's sustainability strategy, overseeing the identification, assessment and management of material sustainability matters, integrating sustainability considerations into the Group's strategic and operational decision-making, monitoring progress against the Group's sustainability priorities and targets, and reporting significant sustainability developments to the Board. During FY2026, the SWC continued to oversee the implementation of the Group's sustainability initiatives and action plans, monitored material ESG matters as well as climate-related risks and opportunities, and coordinated the Group's sustainability reporting and disclosure processes, including preparations for the implementation of the NSRF and the adoption of IFRS S1 - *General Requirements for Disclosure of Sustainability-related Financial Information* and IFRS S2 - *Climate-related Disclosures*. The SWC also promoted sustainability awareness across the Group through cross-functional collaboration, regular engagement with business units and ongoing monitoring of

	sustainability-related initiatives to support the achievement of the Group's sustainability objectives. The Board receives periodic reports and updates from the Group CEO and the SWC on the Group's sustainability performance, progress against sustainability priorities and targets, material ESG matters, and emerging sustainability-related risks and opportunities. This enables the Board to provide strategic direction, assess the effectiveness of the Group's sustainability initiatives and ensure that sustainability considerations remain integrated into the Group's long-term strategy, risk management framework and value creation objectives.

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

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

Application	:	Applied
Explanation on application of the practice	:	The NC reviews the composition of the Board on an ongoing basis to ensure that it continues to comprise an appropriate balance of skills, experience, expertise, independence, diversity and tenure to support the Group's strategic objectives and long-term sustainability. As part of its annual review, the NC assesses the tenure, performance, contribution and independence of each Director, as well as the overall effectiveness of the Board and its Board Committees. The NC also considers succession planning, Board refreshment and the evolving needs of the Group to ensure that the Board remains effective and continues to possess the appropriate mix of competencies and perspectives. The annual Board Effectiveness Evaluation provides the basis for the NC's assessment and recommendations to the Board. Based on the outcome of the evaluation conducted during FY2026, the NC was satisfied that the Board and its Board Committees continued to operate effectively and that each Director had discharged his or her duties with the requisite commitment, competence and independence. Accordingly, the NC recommended the re-election of the retiring Directors standing for re-election at the forthcoming Annual General Meeting ("**AGM**"), having concluded that they had performed satisfactorily, contributed effectively to the deliberations of the Board and continued to demonstrate the requisite skills, experience, commitment and independence, where applicable. The Board acknowledges the importance of periodic Board refreshment as part of good corporate governance and will continue to review its composition, taking into consideration the Company's strategic direction, succession planning, Board diversity and the evolving needs of the Group. The profiles of each Director can be found in the Company's Annual Report 2026 for further reference.

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

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

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

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	As at the date of this Report, the Board comprises six (6) members, of whom: • Two (2) are Independent Non-Executive Directors, • Three (3) are Non-Independent Non-Executive Directors, and • One (1) is an Executive Director. The current Board composition complies with Paragraph 15.02(1) of the MMLR of Bursa Securities, which requires at least two (2) Directors or one-third (1/3) of the Board members, whichever is higher, to be Independent Directors.
		While the Board does not currently meet the recommendation under Practice 5.2 of the Malaysian Code on Corporate Governance ("**MCCG**") for at least half of the Board to comprise Independent Directors, it remains satisfied that the existing composition supports objective and balanced decision-making. The Independent Directors continue to provide effective oversight by exercising independent judgement, offering constructive challenge and ensuring that matters presented to the Board are deliberated thoroughly. At the same time, the Non-Independent Non-Executive Directors contribute valuable industry knowledge, business experience and strategic perspectives, enabling comprehensive discussions on matters affecting the Group. Board decisions are reached collectively following open and robust deliberations, with all Directors acting in good faith and in the best interests of the Company and its stakeholders.
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.3

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

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

Application	:	Applied
Explanation on application of the practice	:	The Company's Board Charter provides that the tenure of an Independent Director should not exceed nine (9) years. Upon completion of the prescribed tenure, the Independent Director may either be re-designated as a Non-Independent Director or, where appropriate, continue to serve as an Independent Director subject to the Board providing appropriate justification and obtaining shareholders' approval annually through a two-tier voting process. Such retention shall not extend beyond twelve (12) years in accordance with the MMLR of Bursa Securities. Tan Sri Dato' Avinderjit Singh A/L Harjit Singh was appointed to the Board as an Independent Non-Executive Director on 19 February 2014. At the Twenty-Third AGM of the Company held on 2 December 2025, the shareholders had approved the Board's proposal to retain Tan Sri Dato' Avinderjit Singh A/L Harjit Singh as an Independent Non-Executive Director through the requisite two-tier voting process. Upon attaining the maximum cumulative tenure of twelve (12) years as an Independent Director, Tan Sri Dato' Avinderjit Singh A/L Harjit Singh resigned from the Board and stepped down as an Independent Non-Executive Director on 18 February 2026, in accordance with the Company's Board Charter and the MMLR of Bursa Securities. The Board acknowledges and appreciates Tan Sri Dato' Avinderjit Singh A/L Harjit Singh's invaluable contributions throughout his tenure, during which he consistently demonstrated independence of judgement, professionalism and commitment in discharging his fiduciary responsibilities. His extensive experience, objective perspectives and active participation in Board deliberations contributed significantly to the Board's effectiveness and governance oversight. The Board remains committed to ensuring that the composition of the Board continues to support effective governance, balanced decision-

	making and compliance with applicable regulatory requirements and corporate governance best practices.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

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

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The Company adopts a structured and transparent approach to the appointment and evaluation of Directors and Senior Management under the oversight of the NC. All appointments are made based on merit, taking into consideration the competencies, experience, integrity and leadership qualities required to support the Group's long-term strategy and business objectives. The Board recognises that diversity enhances the quality of decision-making and promotes broader perspectives. Accordingly, due consideration is given to diversity in skills, professional experience, age, gender, ethnicity and cultural background when evaluating candidates for appointment. The current Board comprises individuals with diverse professional backgrounds, including telecommunications, engineering, finance, banking, taxation, accounting and corporate finance, enabling balanced and informed deliberations across a broad spectrum of business matters. In assessing candidates for appointment, re-election and succession planning, the NC considers, among others: • qualifications, professional expertise and industry experience; • integrity, character and ethical conduct; • competencies, performance and commitment; • independence and potential conflicts of interest; and • diversity of background, knowledge and perspectives. The Company also adopts a Fit and Proper Policy which sets out the criteria applicable to Directors, including probity, integrity, financial soundness, relevant qualifications, experience, track record, commitment of time and ability to discharge fiduciary responsibilities effectively.

	The Board remains committed to maintaining an appropriate balance of skills, experience and diversity to support effective governance and sustainable business performance.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The appointment process for Directors is governed by the Company's Constitution, Board Charter and the Policy and Assessment Procedures on Nomination and Appointment of Director, Key Senior Management and Re-Appointment of Director. Whenever the need arises to appoint a new Director, the NC identifies and evaluates suitable candidates through a variety of independent and internal sources. These may include directors' registries, independent search firms, professional networks, public advertisements as well as recommendations from existing Directors, Management, major shareholders or other appropriate sources. Each candidate is assessed against established selection criteria, including professional qualifications, relevant experience, integrity, independence, leadership capabilities and the ability to contribute effectively to the Group's strategic objectives. Recommendations are made only after careful evaluation and deliberation by the NC to ensure that appointments are based on merit and the overall needs of the Board. No new appointments to the Board were made during the financial year under review. The Board remains satisfied that its existing nomination process is objective, transparent and effective in identifying suitably qualified candidates who possess the appropriate competencies, experience and diversity to support the Group's strategic objectives.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 5.7

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

Application	:	Applied
Explanation on application of the practice	:	In accordance with the Company's Constitution and Paragraph 2.20A of the MMLR of Bursa Securities, Directors seeking re-election have submitted their Fit and Proper Declarations for consideration by the NC. The NC undertakes a comprehensive assessment of each retiring Director, taking into account, among others, integrity, competence, experience, independence, character and commitment in carrying out Board responsibilities. Following its evaluation, the NC recommends to the Board those Directors who satisfy the prescribed criteria for re-election. The Board, having considered the NC's recommendation, supports the proposed re-election of the retiring Directors at the forthcoming AGM. The rationale supporting each proposed re-election is disclosed in the Explanatory Notes accompanying the Notice of AGM. In addition, the profiles of the retiring Directors, including their qualifications, experience, directorships and relationships with other Directors, where applicable, are disclosed in the Company's Annual Report 2026 to enable shareholders to make informed voting decisions.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	

Timeframe :		

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

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

Application	:	Applied	
Explanation on application of the practice	:	The NC is chaired by an Independent Non-Executive Director, Mr. Kua Choo Kai, thereby promoting objectivity and independence in matters relating to Board appointments, succession planning and Board evaluation.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

Application	:	Applied	
Explanation on application of the practice	:	Female representation on the Board stands at 50%, reflecting the Company's continued commitment to gender diversity and inclusive leadership.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

Application	:	Applied	
Explanation on application of the practice	:	The Board remains committed to fostering a workplace that embraces diversity, equity and inclusion throughout the Group. The Group's Diversity, Equity and Inclusion ("**DEI**") Policy provides the framework for promoting equal opportunities, fair employment practices and an inclusive working environment. The DEI Policy is available on the Company's website at www.redtone.com.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

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

Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.		
Application	:	Applied
Explanation on application of the practice	:	The Board, through the NC, conducts an annual evaluation of the effectiveness of the Board, Board Committees and individual Directors as part of its commitment to maintaining high standards of corporate governance and ensuring that the Board continues to have the appropriate mix of skills, experience, diversity, independence and competencies. **Assessment Criteria** The annual evaluation covers, among others: • the effectiveness of the Board and Board Committees in discharging their respective roles and responsibilities; • Board composition, succession planning and diversity; • the quality of Board processes, decision-making and information provided by Management; • the performance, contribution, independence, commitment and competencies of individual Directors; and • the independence of the Independent Directors, with reference to the MMLR of Bursa Securities. **Assessment Methodology** The evaluation is conducted through structured assessment questionnaires completed by the Directors, covering the Board, Board Committees and individual Directors. The results are reviewed by the NC and subsequently deliberated by the Board to identify areas for continuous improvement. **Outcome and Follow-up Actions** Based on the annual evaluation, the NC and the Board were satisfied that the Board and its Board Committees continued to operate effectively and that each Director had discharged his or her responsibilities with the requisite commitment, competence and

	independence. The evaluation also confirmed that the Board, collectively, possesses an appropriate balance of skills, experience, diversity and independence to effectively oversee the Group's business and support its long-term strategic objectives. The results of the evaluation were considered by the NC and the Board in reviewing the composition of the Board and Board Committees, identifying Directors' training and development needs, succession planning, and the re-election of Directors. As a result of the evaluation, the NC and the Board concluded that the existing Board composition remains appropriate and effective. Accordingly, no new Board appointment or changes to the composition of the Board or Board Committees were considered necessary during the financial year under review. The annual evaluation will continue to serve as an important input to the Board renewal and succession planning process, enabling the NC to identify any future gaps in skills, experience, diversity or independence and, where appropriate, recommend suitable appointments to ensure that the Board continues to discharge its responsibilities effectively.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

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

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

Practice 7.1

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

Application	:	Applied
Explanation on application of the practice	:	The Board has established a Remuneration Policy and related procedures to provide a structured framework for determining the remuneration of Directors and Key Senior Management. The Remuneration Policy is designed to attract, retain and motivate individuals with the appropriate calibre, experience and expertise, while supporting the Company's long-term strategic objectives and sustainable performance. In determining remuneration, due consideration is given to, among others, the scope of responsibilities, competencies, experience, individual and corporate performance, market practices, and the demands and complexity of the Group's business. The RC reviews the Remuneration Policy and its implementation periodically and makes recommendations to the Board, where appropriate, to ensure that the policy remains relevant, competitive and aligned with the Company's business needs and governance expectations. The Company's Remuneration Policy is available on the Company's website at www.redtone.com.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	

Timeframe :		

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

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board has established a RC to assist the Board in implementing the Company's remuneration policies and procedures. The RC is responsible for reviewing and making recommendations to the Board on matters relating to the remuneration of Directors and Key Senior Management, with the objective of ensuring that the remuneration framework remains fair, competitive and aligned with the Company's strategic objectives and long-term sustainability. The roles, responsibilities, authority and functions of the RC are governed by its Terms of Reference, which are reviewed periodically to ensure they remain relevant and consistent with applicable regulatory requirements and corporate governance best practices. The Terms of Reference of the RC are available on the Company's website at www.redtone.com.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 8.1

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

Application	:	Applied
Explanation on application of the practice	:	The disclosure of individual Directors' remuneration on a named basis for FY2026, including a breakdown of each Director's remuneration, comprising fees, allowance, salary, bonus, benefits-in-kind, and other emoluments is set out in the table below.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail	Non-Executive Non-Independent Director	447.7	-	-	-	-	7.2	454.9	447.7	-	-	-	-	7.2	454.9
2	Syed Ali Shahul Hameed	Non-Executive Non-Independent Director	84.0	-	-	-	-	8.6	92.6	84.0	-	-	-	-	8.6	92.6
3	Lau Bik Soon	Executive Director	-	-	-	-	-	-	-	-	95.6	1,017.6	153.6	-	159.5	1,426.3
4	Kua Choo Kai	Independent Director	144.0	-	-	-	-	14.5	158.5	144.0	-	-	-	-	14.5	158.5
5	Tan Sri Dato' Avinderjit Singh A/L Harjit Singh *(resigned as Director of the Company on 18 February 2026)*	Independent Director	38.2	-	-	-	-	5.7	43.9	318.2	-	-	-	-	5.7	323.9
6	Loh Paik Yoong	Non-Executive Non-Independent Director	60.0	-	-	-	-	14.5	74.5	60.0	-	-	-	-	14.5	74.5
7.	Sabarina Binti Harun	Independent Director	73.9	-	-	-	-	15.8	89.7	73.9	-	-	-	-	15.8	89.7

8.	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
9.	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
10.	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
11.	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
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13.	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
14.	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
15.	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

Intended Outcome

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

Practice 8.2

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

Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Board has considered this practice and is of the view that disclosing the remuneration of Senior Management on a named basis would not be in the best interest of the Group, due to confidentiality and personal security concerns and the competitive employment environment in which the Group operates.	
		The Board is satisfied that the remuneration of Senior Management is determined through a structured remuneration framework that appropriately reflects individual responsibilities, performance, experience and the Group's overall performance. The framework is intended to attract, retain and motivate capable management personnel while ensuring that remuneration remains reasonable, responsible and aligned with the long-term interests of the Company.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	

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

Intended Outcome
There is an effective and independent Audit Committee.

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

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

Application	:	Applied
Explanation on application of the practice	:	The Chairman of the AC, Mr. Kua Choo Kai, is an Independent Non-Executive Director, while the Chairman of the Board, YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail, is a Non-Independent Non-Executive Director. The separation of these roles reinforces the independence of the AC and enables the Board to objectively consider and evaluate the AC's findings, recommendations and oversight activities. In leading the AC, the AC Chairman, together with the other members of the AC, ensures that the AC effectively discharges its responsibilities by, among others: • overseeing significant matters relating to the Group's financial reporting, audit and internal control processes, and ensuring that such matters are appropriately reviewed and addressed; • facilitating effective communication with the Internal and External Auditors on key audit findings, financial reporting matters and other significant issues; and • promoting effective coordination between the Internal and External Auditors to enhance audit effectiveness, optimise audit coverage and minimise duplication of effort. This governance structure strengthens the effectiveness and independence of the AC in carrying out its oversight responsibilities and supports the integrity of the Group's financial reporting process.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.2

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

Application	:	Applied	
Explanation on application of the practice	:	The Terms of Reference of the AC incorporate a policy requiring any former partner of the Company's external audit firm or its affiliate firm to observe a cooling-off period of at least three (3) years before being eligible for appointment as a member of the AC. The policy reinforces the independence of the AC and supports objective oversight of the external audit process. The AC's Terms of Reference are available on the Company's website at www.redtone.com.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
There is an effective and independent Audit Committee.

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

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

Application	:	Applied
Explanation on application of the practice	:	The AC undertakes an annual assessment of the suitability, objectivity and independence of the External Auditors to ensure the integrity of the Group's financial reporting process and the quality of the statutory audit. The assessment is conducted using a structured evaluation framework developed with reference to the applicable legislative, regulatory and professional requirements, including the CA 2016, the MMLR of Bursa Securities, the MCCG, the Malaysian Institute of Accountants (MIA) By-Laws (on Professional Ethics, Conduct and Practice), the requirements of the Audit Oversight Board (AOB) of the Securities Commission Malaysia, and the International Standards on Auditing (ISA). The evaluation covers, among others: • compliance with applicable legal, regulatory and professional requirements, including auditor eligibility, independence and objectivity; • the competence, experience, resources and capabilities of the external audit firm and engagement team; • the quality and effectiveness of the audit process, including audit planning, scope, execution, communication and reporting; • compliance with audit partner rotation requirements and other independence safeguards; and • the firm's governance and commitment to audit quality, including matters disclosed in its Annual Transparency Report. The AC also reviewed the External Auditors' written confirmation of independence and was satisfied that their independence and objectivity had not been impaired throughout the conduct of the statutory audit. Based on the outcome of the annual assessment, the AC was satisfied that the External Auditors continued to demonstrate the requisite independence, objectivity, competence, resources and audit quality in carrying out the statutory audit of the Group. Accordingly, the AC

	recommended the re-appointment of the External Auditors to the Board. The Board, having considered the recommendation of the AC, concurred with the recommendation and will seek shareholders' approval for the proposed re-appointment at the forthcoming AGM.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome
There is an effective and independent Audit Committee.

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

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	

Intended Outcome
There is an effective and independent Audit Committee.

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board is satisfied that the AC comprises members with an appropriate balance of skills, knowledge, experience and independence to effectively discharge its responsibilities in accordance with its Terms of Reference. Collectively, the members of the AC possess extensive experience in accounting, finance, auditing, corporate governance, business management, regulatory compliance and strategic leadership. Their diverse professional backgrounds and industry experience enable the AC to provide effective oversight of the Group's financial reporting, the effectiveness of the risk management and internal control systems, the internal and external audit functions, and compliance with applicable laws and regulatory requirements. The Chairman of the AC, Mr Kua Choo Kai fulfils the financial literacy requirements prescribed under the MMLR of Bursa Securities and possesses the requisite accounting and financial expertise to lead the AC in overseeing the integrity of the Group's financial reporting process. The other AC members contribute valuable commercial, governance and boardroom experience, enabling the AC to deliberate on financial reporting, risk management, internal control and audit matters from diverse perspectives and to exercise independent judgement in carrying out its responsibilities. The AC members are committed to continuous professional development and regularly attend relevant training programmes, seminars and briefings to enhance their knowledge and keep abreast of developments in financial reporting standards, corporate governance, regulatory requirements, auditing practices, sustainability reporting and emerging business risks. This enables the AC to remain effective in

	discharging its oversight responsibilities and providing informed guidance to the Board. The Board is of the view that the collective competencies, experience and continuous professional development of the AC members enable the AC to effectively support the Board in safeguarding the integrity of the Group's financial reporting, strengthening governance practices and enhancing the overall effectiveness of the Group's assurance framework.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

Practice 10.1
The board should establish an effective risk management and internal control framework.

Application	:	Applied
Explanation on application of the practice	:	The Board has established an Enterprise Risk Management ("**ERM**") Framework to provide a structured approach for identifying, assessing, managing and monitoring the principal risks that may affect the achievement of the Group's strategic and operational objectives. The implementation of the ERM Framework is overseen by the Risk Management Working Committee ("**RMWC**"), comprising key management personnel and led by the Group CEO. The RMWC monitors the Group's key risks and the effectiveness of mitigation measures, with significant risk matters reported periodically to the AC and the Board for oversight and guidance. The Board, supported by the AC, internal audit function and Management, reviews the adequacy and effectiveness of the Group's risk management and internal control framework on an ongoing basis to ensure that it remains appropriate to the Group's business environment and risk profile. Further information on the Group's risk management and internal control framework is set out in the Statement on Risk Management and Internal Control contained in the Annual Report 2026.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board has established an ERM Framework, aligned with the Principles and Guidelines of ISO 31000:2018, to provide a structured and systematic approach to managing the Group's strategic, operational, financial, regulatory and emerging risks. The ERM Framework is supported by clearly defined governance structures, policies and procedures that facilitate the identification, assessment, mitigation, monitoring and reporting of risks across the Group. The Board has overall responsibility for overseeing the Group's risk management and internal control framework, while the AC assists the Board by reviewing its adequacy and effectiveness. The RMWC, headed by the Group CEO and supported by Management, is responsible for implementing the ERM Framework, monitoring the Group's risk profile and ensuring that appropriate risk mitigation measures are implemented. The RMWC reports to the AC, which reviews the Group's risk management activities and provides updates, recommendations and assurance to the Board on matters relating to the Group's risk management and internal control framework. Management undertakes regular risk assessments to identify and evaluate material risks affecting the Group's business and operations. The RMWC monitors the implementation and effectiveness of risk mitigation measures and submits bi-annual risk management reports to the AC. Following its review and deliberation, the AC reports its observations and recommendations to the Board, enabling the Board to monitor the Group's principal and emerging risks, assess the effectiveness of the mitigation measures and provide strategic guidance where appropriate. The Group's internal control framework comprises clearly documented policies and procedures, delegated authority limits, segregation of duties, financial and operational controls, compliance monitoring mechanisms and standard operating procedures designed to safeguard the Group's assets, ensure the reliability of financial reporting, promote operational efficiency and support compliance with applicable laws, regulations and internal policies. The framework is complemented by an independent outsourced internal audit function, which provides

	objective assurance on the adequacy and effectiveness of the Group's governance, risk management and internal control processes. Based on the reviews undertaken during FY2026, including reports and assurances provided by Management, the RMWC, the Internal Auditors and the External Auditors, as well as the recommendations of the AC, the Board is satisfied that the Group's risk management and internal control framework remained adequate and effective in managing the Group's risks within its acceptable risk appetite, safeguarding the Group's assets and supporting the achievement of its strategic and operational objectives.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	

Intended Outcome

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

Practice 11.1

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

Application	:	Applied
Explanation on application of the practice	:	The AC oversees the effectiveness and independence of the Group's internal audit function to ensure that it continues to provide objective and independent assurance on the adequacy and effectiveness of the Group's governance, risk management and internal control processes. The internal audit function reports functionally to the AC, which enables it to discharge its responsibilities independently and objectively, free from undue influence by Management. The internal audit function operates in accordance with an annual risk-based internal audit plan, which is reviewed and approved by the AC. The AC reviews the scope of work, audit findings, recommendations and Management's responses to ensure that significant control weaknesses and areas for improvement are addressed in a timely manner. The AC also monitors the implementation status of agreed corrective actions through periodic follow-up reports. Internal audit activities are carried out in accordance with the Global Internal Audit Standards under the International Professional Practices Framework, issued by The Institute of Internal Auditors Inc., providing the AC with assurance that audit engagements are conducted in accordance with internationally recognised professional standards and best practices. The AC conducts an annual assessment of the internal audit function to evaluate its effectiveness, adequacy of scope, competency, performance and independence. The assessment includes a review of the internal audit methodology, audit processes, quality of audit reports, value-added recommendations and the overall effectiveness of the internal audit function in supporting the AC and the Board in discharging their oversight responsibilities. Based on the assessment conducted during FY2026, the AC was satisfied that the internal audit function remained effective, adequately resourced and independent, and that it had discharged its responsibilities objectively and without any undue influence or interference.
Explanation for departure	:	

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

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

Practice 11.2
The board should disclose–

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

Application :	Applied	
Explanation on application of the practice :	The Group's internal audit function is outsourced to Crowe Governance Sdn. Bhd., an independent professional services firm, and is headed by Mr. Amos Law, who is a Certified Internal Auditor (CIA), a Chartered Member of the Malaysian Institute of Internal Auditors (CMIIA) and a holder of the Certification in Risk Management Assurance (CRMA). The internal audit team assigned to the Group comprises three (3) professionals with the appropriate qualifications, experience and competencies to carry out the approved internal audit plan. The Board, through the AC, is satisfied that the internal audit personnel are free from any relationships or conflicts of interest that could impair their objectivity and independence in carrying out their responsibilities. Internal audit activities are performed in accordance with a risk-based internal audit plan approved by the AC and are conducted in compliance with the Global Internal Audit Standards under the International Professional Practices Framework, issued by The Institute of Internal Auditors Inc. (IIA), thereby ensuring that the internal audit function is carried out in accordance with recognised professional standards.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

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

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

Practice 12.1

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

Application	:	Applied
Explanation on application of the practice	:	The Board is committed to maintaining effective, timely and transparent communication with shareholders, investors and other stakeholders by ensuring the timely dissemination of accurate, balanced and meaningful information relating to the Group's financial performance, business operations, corporate developments, sustainability initiatives and corporate governance. The Company communicates with shareholders and the investment community through various channels, including announcements to Bursa Securities, quarterly financial reports, the Annual Reports, Corporate Governance Reports, Sustainability Statements, circulars to shareholders, investor briefings, the AGM the Company's corporate website at www.redtone.com and its official social media platforms, including Facebook (redtonemalaysia), LinkedIn (redtone), Instagram (redtonemalaysia) and YouTube (redtonemalaysia). The Company's website serves as a key communication platform through its dedicated Investor Relations section, providing shareholders and investors with convenient access to financial reports, annual reports, corporate governance documents, sustainability-related disclosures, announcements and other relevant corporate information. In addition, the Company leverages its official social media platforms to disseminate corporate news, business updates, community and sustainability initiatives, and other relevant information to enhance stakeholder engagement and broaden the reach of its communications. In addition to providing timely disclosures, the Company encourages two-way communication with shareholders and stakeholders. Shareholders and investors may communicate with the Company through the web enquiry form available on the Company's website, submit enquiries before or during general meetings, participate in investor engagement sessions where appropriate, and interact with the Company through its official communication channels. Feedback and enquiries received are directed to the appropriate personnel to facilitate timely responses and meaningful engagement.

	The Board believes that these communication channels promote transparency, facilitate informed investment decisions and foster constructive and meaningful engagement with shareholders, investors and the wider stakeholder community.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

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

Application	:	Not applicable – Not a Large Company	
Explanation on application of the practice	:		
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

Application	:	Applied
Explanation on application of the practice	:	The Company provides shareholders with at least twenty-eight (28) days' notice of its AGM, exceeding the minimum notice period prescribed under the CA 2016 and the MMLR of Bursa Securities. The Notice of AGM, together with the Annual Report, Corporate Governance Report, Administrative Guide and Proxy Form, are published on the Company's website and announced through Bursa Securities to enable shareholders to review the meeting agenda, consider the proposed resolutions and make the necessary arrangements to participate in the AGM. The Notice for the Company's upcoming Twenty-Fourth AGM to be held on 1 December 2026 is given to the shareholders at least 28 days before the date of holding the Twenty-Fourth AGM, i.e. 22 October 2026.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

Practice 13.2
All directors attend General Meetings. The Chair of the Audit, Nominating, Risk Management and other committees provide meaningful response to questions addressed to them.

Application	:	Applied	
Explanation on application of the practice	:	The Board recognises the general meetings as an important forum for engagement with shareholders and endeavours to ensure the attendance of all Directors at the general meetings. All Directors, including the Chairmen of the AC, NC and RC, attended the AGM and Extraordinary General Meeting ("**EGM**") during FY2026 to engage directly with shareholders and respond to questions relating to the Group's financial performance, business operations, strategy, corporate governance and the resolutions proposed. The Group CEO, the Chief Financial Officer and the External Auditors/ advisors were also present to provide clarification on operational, financial and audit-related matters, where appropriate.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

Practice 13.3
Listed companies should leverage technology to facilitate–

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

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

Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Company's Twenty-Third AGM and EGM were conducted as physical meetings at Bukit Jalil Golf & Country Resort, Kuala Lumpur, in compliance with the prevailing requirements and guidance issued by the Securities Commission Malaysia and Bursa Securities. The Board believes that conducting a physical general meeting provides shareholders with the opportunity to engage directly with the Board and Management, facilitating meaningful dialogue and allowing shareholders to exercise their rights in an orderly and transparent manner.	
		Even though the AGM and EGM were conducted physically, shareholders are allowed to vote in absentia by way of appointing proxy to vote on their behalf by submitting their proxy form with pre-determined voting instructions for the proxy to vote for and on their behalf. The Company will continue to keep abreast of regulatory developments and technological advancements and will consider leveraging appropriate technology to further enhance shareholder participation at future general meetings where appropriate and permissible under the prevailing regulatory framework.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.	
Application :	Applied
Explanation on application of the practice :	During the Company's Twenty-Third AGM, the Group CEO provided shareholders with an overview of the Group's financial and non-financial performance, business developments, strategic priorities, key initiatives and sustainability efforts. The presentation also highlighted the Group's future outlook and long-term value creation strategies, enabling shareholders to gain a better understanding of the Group's performance and strategic direction. The Twenty-Third AGM and EGM were conducted as physical meetings, providing shareholders with the opportunity to engage directly with the Board and Senior Management. All Directors, together with the Group CEO, Chief Financial Officer and External Auditors/advisors, were present to respond to shareholders' questions and provide clarification on matters relating to the Group's business, financial and non-financial performance, corporate governance, sustainability initiatives, long-term strategies and the resolutions tabled for consideration. The Chairman of the general meetings ensured that shareholders were given sufficient opportunity to raise questions and express their views during the meetings. All relevant questions received were addressed openly and meaningfully by the Board, Senior Management or the External Auditors/advisors, as appropriate, fostering constructive dialogue and enabling shareholders to make informed decisions. The Company remains committed to maintaining open communication, transparency and accountability, recognising the general meetings as an important platform for engaging with shareholders and strengthening investor confidence.
Explanation for departure :	

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

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

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

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.		
Application	:	Not applicable – only physical general meetings were conducted in the financial year
Explanation on application of the practice	:	
Explanation for departure	:	~~The Twenty-Third AGM was held as a physical meeting in accordance with the prevailing regulatory requirements and guidance issued by the Securities Commission Malaysia and Bursa Securities. The physical meeting enabled shareholders to participate in the proceedings, engage directly with the Board, Senior Management and the External Auditors, raise questions, receive meaningful responses and exercise their voting rights in an orderly and transparent manner.~~ ~~The Board remains committed to ensuring that the format and conduct of its general meetings continue to facilitate meaningful shareholder participation and engagement. The Company will continue to monitor regulatory developments and, where appropriate and permissible under the prevailing regulatory framework, consider suitable technological solutions that complement the conduct of its general meetings and enhance shareholders' meeting experience.~~
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

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

Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.			
Application	:	Applied	
Explanation on application of the practice	:	The Company is committed to maintaining transparency and keeping shareholders informed of the proceedings of its general meetings. The minutes of the Company's Twenty-Third AGM and EGM were circulated to shareholders through publication on the Company's website at www.redtone.com within thirty (30) business days after the conclusion of the AGM and EGM, in accordance with the recommendations of the MCCG. The minutes provide an accurate record of the proceedings of the AGM and EGM, including the deliberations, resolutions passed and other relevant matters discussed during the general meetings, thereby enabling shareholders, including those who were unable to attend the AGM/EGM, to remain informed of the outcome of the general meetings.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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

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

N/A