CORPORATE GOVERNANCE REPORT

STOCK CODE : 5249
COMPANY NAME : IOI Properties Group 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 PERSUANT CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA
Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

Intended Outcome

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

Practice 1.1

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

Application	:	Applied
Explanation on application of the practice	:	Our Board of Directors (the "Board") assumes full responsibility for the oversight and overall performance of IOI Properties Group Berhad ("IOIPG" or the "Company") and its subsidiaries ("IOIPG Group" or the "Group"), with its key functions encompassing four (4) core components, namely, formulating strategy, setting policies, supervising executive management and ensuring accountability. This arrangement also enables the Board's contribution to the Group's performance through strategy formulation and policy making, and its responsibility to ensure conformance to required results and maintenance of accountability to the shareholders and other stakeholders. Our Board provides leadership within a framework of prudent and effective controls for proper risk assessment and management. Our Board sets the strategic direction, ensuring that the necessary resources are in place for the Company to meet its objectives and deliver sustainable performance. Our Board establishes the vision and strategic objectives of IOIPG Group, directing policies, strategic action plans and stewardship of IOIPG Group's resources towards realising "Vision IOIPG" as a trusted organisation. Our Board regards the mission and vision statements as integral to the strategic management process, recognising their continued relevance as important tools that influence employee behaviour and shape organisational culture. We believe that our purpose enables our business to become more sustainable over the long-term and deliver stronger and more consistent benefits for our shareholders and those who depend on us. Our Board is also responsible for delivering long-term shareholders' value by fostering a strong culture, sound strategy, core values and good governance. The Company's culture sets the tone for others to

	follow and would influence the behaviour of not only employees but stakeholders. To sustain culture dynamics, the Board consistently reinforces and upholds the core principles that define it. The Independent Non-Executive Directors ("INEDs") play a vital role in ensuring balanced and objective decision-making by constructively challenging the Group's strategy, providing independent perspectives and monitoring the performance of executive management. Their oversight helps safeguard the interests of shareholders and supports the Group's long-term sustainable growth. Our Board plays a critical role in setting the appropriate tone at the top by leading and managing IOIPG Group in an effective and ethical manner to ensure good governance. Each Director has a legal duty to act in the best interest of IOIPG Group. Our Directors are, collectively and individually, aware of their responsibilities to stakeholders for the proper management of the Group's affairs. Our Directors are selected for their demonstrated expertise, sound judgement and experience in their respective fields, together with the diversity of perspectives they bring to the Board. Collectively, these attributes support effective governance, informed oversight and responsible stewardship of the business. A detailed biography of each Board member is provided on pages 78 to 83 of our Annual Report 2026. Our Board members, with their combined business, management and professional experience, knowledge and expertise, bring to the boardroom core competencies that enable diverse and objective perspectives on IOIPG Group's business and direction. The Board is diverse in composition, comprising a balanced mix of entrepreneurship, business acumen and professional expertise spanning risk management, auditing and financial reporting, corporate finance, legal, technical areas of the industries where IOIPG Group operates. This diversity equips the Board with valuable perspectives that are highly relevant to the Group's operations and stakeholder environment. In view of the current nature of the Group's business, the Board composition is considered appropriate, with a balanced representation of Directors. This balance promotes the interests of shareholders while ensuring sound governance, effective decision-making and effective oversight.
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	:	Datuk Tan Kim Leong @ Tan Chong Min ("Datuk Tan Kim Leong") was appointed to the Board on 1 June 2013 as Senior Independent Non-Executive Director ("INED"). He was subsequently designated as Independent Non-Executive Chairman of the Company on 1 July 2019. Datuk Tan Kim Leong was subsequently redesignated as Non-Independent Non-Executive Chairman on 8 November 2022. Although Datuk Tan Kim Leong is a Non-Independent Non-Executive Chairman, the majority presence of INEDs on the Board provides the necessary balance to ensure objective and independent judgment in the Board's deliberations. Our Chairman's primary responsibility is to lead the Board by ensuring that the Board has a unified purpose, and the Board as a whole and each individual Director discharge their roles effectively. The Chairman is also dedicated to uphold and promote high standards of integrity, probity and corporate governance. In addition, he is responsible for setting our Board's agenda and creating a conductive environment for open, robust and effective debate. This includes ensuring that Directors receive accurate, timely and clear information, facilitated through the support and guidance of the Company Secretary. As Chairman of the Board, Datuk Tan Kim Leong provides leadership to the Board and promotes a constructive working relationship between the Board and management. Complementing the Chairman's leadership, Dato' Yeo How, our Lead Independent Director, provides an independent perspective and serves as a focal point for the Independent Directors, encouraging constructive challenge, balanced deliberation and informed decision-making. Together, the Chairman, Lead Independent Director and Group Chief Executive Officer ("Group CEO") provide complementary leadership and share responsibility, within their respective roles and under the Board's collective oversight, for advancing IOIPG's objectives and goals. Through clear accountability, mutual respect and open communication, they support effective governance, independent oversight and sustainable long-term value creation for the Group 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	:	Our Board is led by the Non-Independent Non-Executive Chairman, Datuk Tan Kim Leong, while the Group's executive management is headed by the Group CEO, Dato' Lee Yeow Seng, who is overseeing and managing the Group's business operations in Malaysia, Singapore and Xiamen, People's Republic of China (PRC). The respective roles and responsibilities of our Chairman and Group CEO are clearly defined in the Board Charter, which is available on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance. This delineation ensures a distinct separation of responsibilities to distinguish between the provision of leadership to the Board and the executive responsibility for the business direction, overall development and management of the Group's business operations, both locally and abroad. Such separation promotes a balanced distribution of power, enhances accountability and strengthens the capacity of the Board for independent decision-making, so that no single person has unfettered decision-making powers. There is no familial relationship between our Chairman and the Group CEO. Our Non-Independent Non-Executive Chairman is responsible for the leadership, effectiveness, conduct and governance of the Board, while the Group CEO is responsible for strategic planning and execution of IOIPG Group's strategies, providing direction to drive and sustain the overall growth of the Group. Our Chairman is also specifically responsible for fostering and maintaining a strong working relationship with our Group CEO, and for ensuring effective and appropriate communications with stakeholders. Our Group CEO implements the policies, strategies and decisions adopted by the Board. All authority conferred by the Board upon the management is delegated through the Group CEO, who is therefore accountable to the Board for that exercise of authority. Our Group CEO leads the management team in executing the Group's strategy and meets regularly with them to discuss and resolve operational matters. The Group CEO is also the designated person identified by our Board to provide focused leadership on the strategic management of the Group's sustainability agenda and initiatives.

Explanation for departure :		
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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 :	Datuk Tan Kim Leong is not a member of any of the Board Committees of the Company. He did not participate in any of our Board Committee meetings throughout FY2026, showcasing his complete non-involvement in any capacity within these essential deliberations. This requirement has been clearly stated in the Board Charter and the Terms of Reference ("TOR") of all Board Committees.	
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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	:	Chee Ban Tuck served as the Company Secretary of the Company from 18 April 2018 until his resignation on 28 March 2026. Joanne Swee Hui Cheng was appointed as Joint Secretary on 2 March 2026 and subsequently assumed the role of the Company Secretary upon Chee Ban Tuck's resignation. The Company Secretary is supported by an experienced secretarial team to ensure smooth and efficient functioning of the Company's corporate secretarial and corporate governance activities. The Company Secretary, whose appointment and removal are subject to the Board's approval, attends all Board and Board Committee meetings and is responsible for the following in ensuring the effective operation of the Board:- ➢ To ensure good information flows within the Board and its Committees, between senior management and Non-Executive Directors ("NED"); ➢ To facilitate Director induction including visits to the Group's key operational sites, and assist with professional development; ➢ To advise the Board of all corporate governance obligations and developments in best practice; and ➢ To be responsible for communicating with shareholders as appropriate. The Board has direct and unrestricted access to the advice and services of the Company Secretary. The Company Secretary is responsible to the Board for ensuring that all governance matters are adhered to and that applicable laws and regulations are complied with. These include obligations on Directors relating to disclosure of interests in transactions and disclosure of any conflict of interest situations within IOIPG Group. Further details on the roles and responsibilities of the Company Secretary are set out in the Company's Board Charter, which is

	available on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance.	
Explanation for departure :		
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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	:	Our Company Secretary is responsible for ensuring effective information flows within the Board and its Committees and between senior management and NEDs. To improve the timeliness of meeting paper distribution and the efficiency of meeting proceedings, the Company has, since February 2025, adopted an online board management software to replace hardcopy materials with electronic documents. Each Director is provided with a specially assigned device that enables secure access to meeting papers. Meeting papers are expected to be disseminated at least five (5) days prior to each Board and Board Committee meeting, providing Directors with sufficient time for review. In instances of urgent matters or corporate exercises, papers may be circulated within a shorter timeframe, while still ensuring that Directors are adequately informed to facilitate effective deliberation. Meeting papers presented at Board and Board Committee meetings typically address periodic financial and strategic developments, financial performance relating to business plan, governance and operational matters, sustainability efforts, financial and corporate developments, staff attrition, risk management and performance of various business units. In addition, Directors receive supplementary information from management between meetings and are provided with the opportunity to raise issues or seek clarification during Board and Committee discussions. Where a Director is unable to attend a meeting, he/she is provided with all papers and information relating to that meeting and is able to discuss issues arising directly with the Board Chairman, the respective Board Committees' Chairperson and/or the Group CEO. Our Company Secretary tables an annual meeting calendar to the Board prior to the start of each calendar year to assist Directors with their time planning. The calendar outlines all scheduled meetings (including the Annual General Meeting) for the Board and Board Committees, together with tentative agendas to be discussed at their respective meetings. This serves to facilitate the Board and

	management in planning the preparation of matters for discussion at the meetings scheduled. In FY2026, our Board convened a total of nine (9) meetings and held a Board Retreat. Of the nine (9) meetings, six (6) were pre-scheduled, while the remaining three (3) were ad-hoc meetings convened at the Board's request to address urgent and strategic matters within the Group. Occasionally, Board meetings may also be convened at short notice to accommodate time-sensitive decisions. At each scheduled Board meeting, our Group CEO, who is also a member of the Board, is supported by key senior management personnel who are invited to present updates and contribute to discussions on matters within their respective areas of responsibility. These include the CEO (Singapore); Chief Operating Officer ("COO"), Investment Property (Singapore); Group COO (Malaysia); COOs (Malaysia); Group Chief Financial Officer ("Group CFO"); Group Financial Controller; and the respective Heads of Division. Their participation facilitates constructive dialogue between the Board and management, provides insights into the Group's operations and financial performance, and supports informed decision-making and effective Board oversight. Where relevant, professional advisers appointed by the Company may also be invited to attend meetings to provide their advice and opinions to the Board. Their input complements management's reports by offering additional perspectives and in-depth insights, enabling the Board to gain a more holistic understanding of the matters under consideration and to make well-informed, balanced decisions. From time to time and when necessary, the Board and individual Directors may seek independent professional advice, with the cost borne by the Company, to assist them in discharging their duties effectively. The Directors also have direct access to senior management personnel 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

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

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

Practice 2.1

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board has formally adopted a Board Charter. In discharging its functions and responsibilities, our Board is guided by the Board Charter and the Contract, Investment and Capital Expenditure ("CIC") Policy on the following matters:- • Role, functions, operation, duties and responsibilities of the Board; • Matters reserved for the Board; and • Board's delegation of authority to the Board Committees, Group CEO and management. The Company has a well-defined framework for seeking the Board's approval, endorsement or notation on various matters. Our Board reserves full decision-making powers, amongst others, on the following matters (save to the extent that the Board resolves that determination and/or approval of any such matter shall be delegated to the Committees of the Board or management):- (a) COI or potential COI situations relating to Director or key senior management; (b) Material acquisitions and disposals of undertakings and properties which are not within the ordinary course of business; (c) Material investments in capital projects; (d) Annual budgets (including major capital commitments); (e) Material corporate or financial exercise /restructuring; (f) Declaration of dividend and recommendation of Directors' fees and benefits; and (g) Annual and interim financial results. Our Board may revise the matters reserved for its decision, subject to the limitations set out in the Company's Constitution and the relevant laws. All matters not specifically reserved for the Board's decision but are essential for the day-to-day operations of IOIPG Group are delegated

to the management. The duties and responsibilities of the management include, among others:-

- Implementing the strategic objectives of the Group;
- Translating approved strategic plans into annual operating and financial plans;
- Managing the Group's human and financial resources to achieve its objectives;
- Operating within the authority limits delegated by the Board and/or as set out in the CIC Policy;
- Overseeing the Group's conformance with relevant laws and regulations, its compliance framework and all other aspects of the day-to-day operations of the Group;
- Developing, implementing, and managing the Group's risk management and internal compliance and control systems, while operating within the risk appetite set by the Board;
- Formulating, implementing and updating policies and procedures;
- Keeping abreast of industry and economic trends in the Group's operating environment; and
- Providing the Board with accurate, timely and clear information to enable the Board to perform its duties and responsibilities.

During FY2026, all Directors participated in professional development programmes, seminars, forums and conferences as listed below:-

Director	**Programmes/Seminars/Forums/Conferences Attended**
Datuk Tan Kim Leong	• Navigating International Financial Reporting Standards ("IFRS") S1 and IFRS S2 • Peeking into IOIPG's Artificial Intelligence ("AI")-Powered Future
Dato' Yeo How	• Mandatory Accreditation Programme Part I • Mandatory Accreditation Programme Part II: Leading for Impact • Navigating IFRS S1 and IFRS S2 • Peeking into IOIPG's AI-Powered Future
Dato' Lee Yeow Seng	• Navigating IFRS S1 and IFRS S2
Dato' Lee Yeow Chor	• IOI 5th Sustainability Consultation Forum: Strengthening Climate and Workforce Resilience at IOI Group • ASEAN AI Business Summit 2025 • Standard Chartered Malaysia's ASEAN Green Shift Forum • Forbes Global CEO Conference • ASEAN Business & Investment Summit 2025 • AI-Powered Leadership Conference

		• Young Presidents' Organisation ("YPO") Harvard Professor Seminar • YPO AI & Robotics Workshop • The Institute for Democracy and Economic Affairs ("IDEAS") Fellowship Program • Peeking Into IOIPG's AI-Powered Future • IOI Purposeful Leadership 360 • IDEAS Asia Pacific Program
	Datuk Dr Tan Kim Heung	• Navigating IFRS S1 and IFRS S2 • Peeking into IOIPG's AI-Powered Future
	Chan Cha Lin	• IOI Properties Group's ESG Awareness Training • Finance Essentials for Non-Finance Directors • Navigating IFRS S1 and IFRS S2 • Peeking into IOIPG's AI-Powered Future • Harnessing the Value of Board-Management Relationship
	Dato' Tan Thean Thye	• Challenges in the Business World – Risk & Compliance Posed • National Framework for OECMs (Other Effective Area-Based Conservation Measures) • Evolusi Perancangan Perbandaran Inklusif dan Berdaya Huni di Malaysia • Beyond The Blueprint – Are Local Plans Helping Shape the Cities We want? • COP30 Brazil - What Planners Should Know • Navigating IFRS S1 and IFRS S2 • Peeking into IOIPG's AI-Powered Future • Harnessing the Value of Board-Management Relationship • Rancangan Pemajuan: Analisa Kemampanan Bersepadu Dalam Pembentukan Konsep dan Strategi Pembangunan
	Lee Ai Leng	• ASEAN Corporate Governance Conference and Awards • Strategic Oversight in Strategy Implementation – Getting Execution Right at the Board Level • Audit Oversight Board ("AOB")'s Annual Engagement Session • Cyber Risk and Data Privacy • Navigating the Investigation and Enforcement Landscape in 2026 and Beyond • Contractual Interpretation, Letters of Intent and Recent Case Law • Securing AI Agents: Privacy Risks and Practical Mitigations for Agentic AI Era • Navigating IFRS S1 and IFRS S2

		• Peeking into IOIPG's AI-Powered Future • Harnessing the Value of Board-Management Relationship • AOB Conversation with Audit Committee
	Shirley Goh	• Invest ASEAN-Malaysia 2025 • Maybank Annual Board Risk Workshop – Economic Outlook, Financial Crime in a Disruptive World by PwC, Operational Resilience by Oliver Wyman, Cloud Risk Management by Deloitte • Climate Governance Malaysia – Global Summit 2025 • Directors Training: Shariah, Sustainability and Compliance • MAMG Market Outlook 2026 – Charting the New Era, Investing Beyond Cycles • Institute of International Finance – Maybank Sustainable Finance Forum 2025 • Corporate Governance Excellence: Navigating Governance in Groups • Annual Cybersecurity Awareness • Tiger Summit – Now is the Time • e-Invoice Board Briefing • Sustainability Strategy Offsite 2026 • Navigating IFRS S1 and IFRS S2 • Peeking into IOIPG's AI-Powered Future • The Asian Bankers Summit 2026 – Optimising Bank Capital – Risk vs Returns • Investing Through Cycles – Power Through the Noise • Microsoft 365 & Copilot – Refresher Session • Invest Malaysia 2026
	Lim Sim Seng	• Khazanah Mega-Trends Forum • Future of Singapore as a Wealth Hub • 16th QED – Change Maker Forum: Rethinking Work Talent and Technology • Navigating IFRS S1 and IFRS S2 • Peeking into IOIPG's AI-Powered Future • Amundi World Investment Forum
	Datin Jeanie Lim Lai Ling	• ASEAN Corporate Governance Conference and Awards • Strategic Oversight in Strategy Implementation – Getting Execution Right at the Board Level • AOB's Annual Engagement Session • Cyber Risk & Data Privacy: Trends and Strategies for 2026 • Navigating IFRS S1 and IFRS S2

		• Peeking into IOIPG's AI-Powered Future • Harnessing the Value of Board-Management Relationship
	The Board Charter is periodically reviewed by the Company Secretary to ensure alignment with the Board's objectives, current laws and governance practices. The Board Charter is available for public viewing on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance.	
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	:	Our Directors and employees are expected to safeguard the integrity and protect the reputation and performance of IOIPG Group by conducting themselves in an ethical and professional manner at all times. The Company's Code of Conduct and Business Ethics ("Code") sets out the standards of conduct and business ethics expected of all employees of IOIPG Group. Adherence to the Code and other internal policies and guidelines is vital to upholding and strengthening our reputation for fair and ethical practices among our customers, shareholders, employees, communities and other stakeholders. Working with a strong sense of integrity is critical to maintaining trust and credibility within IOIPG Group. The Code covers all aspects of IOIPG Group's business operations, such as fairness, work environment and employment practices, environment, safety, health and security, protection and management of the Company's assets and information, dealing with conflict of interest ("COI"), anti-bribery and anti-corruption, anti-money laundering, communicating with the stakeholders, financial accounting and reporting accuracy. In discharging its duties and responsibilities, our Board is also guided by the Code of Conduct and Ethics for Directors ("Directors' Code"). Directors are expected to conduct themselves with the highest standards of ethical conduct and corporate governance. The Directors' Code outlines the principles and standards relating to Directors' duties and serves as a guide for our Board to act in the best interest of IOIPG Group, and to fulfil their fiduciary obligations to all stakeholders. Key areas covered under the Directors' Code include, among others, transparency, integrity, accountability, COI, anti-corruption and anti-bribery, confidentiality, insider trading, anti-money laundering, proper use of the Company's assets, sustainability, and compliance with laws, rules and regulations. We communicate the Code and the Directors' Code to all newly appointed Directors and employees upon their

	appointment/employment. In addition, the Code and Directors' Code are complemented by IOIPG Group's Anti-Bribery and Anti-Corruption ("ABC") Policy which emphasises our Group's zero tolerance approach against all forms of corruption and bribery. The ABC Policy covers areas on gifts and hospitality, donations and sponsorships, facilitation payments, dealing with business associates and public officials, and business rewards, rebates, commissions or other incentives. The ABC Policy applies group-wide to all employees and business associates. Various engagement activities including training sessions and onboarding programmes have been conducted to create awareness of the ABC Policy and to ensure that employees understand the principles, stance, and measures under the ABC Policy. An Integrity Committee had also been established to oversee the ABC framework (which includes the ABC Policy).The framework is reviewed periodically to ensure its continued relevance and effectiveness in promoting integrity, accountability and ethical business conduct across the Group. We communicate the ABC Policy to all Directors and employees upon their appointment/employment, and to business associates at the outset of new engagements. In situations involving a COI, Directors are required to promptly declare to the Board any actual or potential interest in transactions entered into, directly or indirectly, with the Group, in accordance with the Group's COI Policy. Any Director with such an interest is required to abstain from participating in the Board's deliberations and decisions on all matters which he or she is interested in. These discussions and decisions at the meetings are meticulously documented in the minutes of meetings, including matters where Directors abstained from voting and deliberation. Action plans arising from these meetings are circulated to relevant senior management personnel as soon as practicable after the conclusion of each meeting for follow-up. Minutes of meetings of the Board and Board Committees are circulated to all Directors for their comments, if any. Our Group also encourages its employees, business associates and members of the public to raise genuine concerns about possible improprieties in matters of financial reporting, compliance, suspected violations of the Code/Directors' Code/ABC Policy and to disclose any improper conduct or other malpractices within IOIPG Group (i.e. whistleblowing). The Code, the Directors' Code and the ABC Policy, both English and Bahasa Malaysia versions, can be found on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance.
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	:	Our Board has established a Whistleblowing Policy to provide a secure and accessible channel for employees, agents, vendors, contractors, suppliers, consultants, customers of IOIPG Group and members of the public to report genuine concerns regarding malpractice, unethical behaviour, improper conduct or non-compliance with the Code, the ABC Policy or regulatory requirements. The Policy ensures protection for individuals who raise such concerns, safeguarding them from retaliation. The Whistleblowing Committee was dissolved on 2 December 2024, with its roles and responsibilities subsequently assumed by the Audit Committee ("AC"). This governance structure alignment aims to streamline governance and reinforce IOIPG's commitment to transparency and accountability in handling whistleblowing matters that may arise within the Group. The Group Internal Audit ("GIA") Department now oversees the receipt and investigation of fraud-related reports under the AC's supervision. The Whistleblowing Policy was revised in line with the latest amendment to the AC's TOR, and both were approved by the Board in May 2025. Any employee or member of the public who has knowledge of or is aware of any improper conduct that has been, is being, or is likely to be committed within IOIPG Group is encouraged to make report through any of the following reporting channels:- (a) Via email to whistleblow.ioipg@ioiproperties.com.my (b) In writing to IOI Properties Group Berhad, Level 23, IOI City Tower 2, Lebuh IRC, IOI Resort City, 62502 Putrajaya, Malaysia (Attention: Audit Committee Chairman) During the financial year under review, several misconduct and unethical reports submitted through the whistleblowing channels had been considered, addressed and dealt with in the strictest confidentiality by the GIA Department in consultation with the AC.

	The Whistleblowing Policy (in English and Bahasa Malaysia) are available on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
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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	:	Our Board is deeply committed to its role in governing sustainability journey of IOIPG Group by ensuring that the strategic plans for the IOIPG Group supports long-term value creation and include strategies on sustainability/economic, environmental, social and governance ("EESG") considerations underpinning sustainability. Meanwhile, our management has developed a systematic approach towards our sustainability policies, guidelines, targets and goals, while also implementing proactive risk management. This is part of our dedication in providing assurance to our stakeholders as well as to strengthen our governance structure, with a focus on the principles of responsibility, accountability and transparency in all of our activities. Our Board, through Board Sustainability Committee ("BSC") which was established in February 2024, oversees IOIPG's sustainability governance with the supports from the Sustainability Steering Council ("SSC"), including climate related risks and opportunities. (a) BSC The BSC composition consists of three (3) INEDs. The BSC serves to reinforce our commitment to sustainable development and to enhance the Board's oversight role in defining a clear strategic direction for sustainable business practices within the Group. A total of three (3) BSC Meetings were held in FY2026. The BSC operates under its own TOR, primarily to support the Board in its oversight role in relation to the Group's sustainability framework, policies, roadmap, material sustainability matters and strategies, as well as sustainability action plans and initiatives.

	The BSC, assisted by the SSC, reviews the materiality of sustainability risks and opportunities as appropriate to the materiality assessment and enterprise risk assessment, assessing the effectiveness of the IOI Sustain Roadmap implementation as well as overseeing the management of material sustainability issues. (b) SSC The SSC is chaired by Group CEO, and assisted by the Head of Group Corporate Sustainability. The other members of the SSC comprise key senior management personnel of core business segments. The SSC meets at least twice a year and reports to the BSC. It is responsible for steering the Group's sustainability strategy, reviewing policies, priorities, goals, and material sustainability matters. When executing their roles which include strategic planning and integrated risk management, our Board through the BSC will prioritise sustainability considerations and monitor sustainability performance. The SSC is supported by a management-level sustainability committee comprising heads of business and support units, along with cross-functional representatives who are department heads and subject matter experts.	
Explanation for departure :		
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Measure :		
Timeframe :		

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

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

Application	:	Applied
Explanation on application of the practice	:	The Group integrates sustainability into its core strategy, identifies and addresses sustainability risks, pursues opportunities for innovation, actively engages with stakeholders, and maintains rigorous performance monitoring and reporting through, but not limited to, our IOI Sustain Roadmap. This holistic approach ensures that sustainability is not only a strategic focus but also a driver of long-term success in the Group's property development, property investment, and hospitality and leisure segments. Our Board ensures that internal and external stakeholders are aware of the Company's vision, mission, sustainability policies, targets, and goals as well as their performance. The stakeholders are continuously engaged through several channels, which include training and workshops, town hall meetings, regular emails and newsletters, employee and public engagement events, surveys, social media and press releases to be informed on the Group's sustainability/EESG matters. The Group Corporate Sustainability Team also includes stakeholders from our Singapore and PRC business operations in our engagements to drive sustainability performances across the Group. These practices enable the Group to engage with its clients, tenants, guests, and customers, helping us to apply inclusive decision-making. Details on IOIPG's sustainability journey, as well as reports and analysis of the Group's stakeholder engagement, are available in its Sustainability Report on the Group's website at https://www.ioiproperties.com.my/ioi-sustain.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

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

<table>
<tr><td>Application :</td><td>Applied</td></tr>
<tr><td>Explanation on application of the practice :</td><td>Since 2021, IOIPG has actively embraced the United Nations Global Compact (UNGC) foundational principles. This commitment extends across every level of IOIPG, from our dedicated Board members to every individual staff within the Group.

Our Board takes the necessary efforts, including attending training, to ensure that they are aware of and understand sustainability issues which are pertinent to the Company and its business, such as risks and opportunities related to climate change.

During FY2026, about 24% of the training programmes, seminars, conferences and courses attended by Directors covered topics such as climate change, climate risk management and decarbonisation as depicted follows:-

<table>
<tr><th>Director</th><th>Programmes/Seminars/Forums/Conferences Attended</th></tr>
<tr><td>Datuk Tan Kim Leong</td><td>• Navigating IFRS S1 and IFRS S2</td></tr>
<tr><td>Dato’ Yeo How</td><td>• Mandatory Accreditation Programme Part II: Leading for Impact
• Navigating IFRS S1 and IFRS S2</td></tr>
<tr><td>Dato’ Lee Yeow Seng</td><td>• Navigating IFRS S1 and IFRS S2</td></tr>
<tr><td>Dato’ Lee Yeow Chor</td><td>• IOI 5th Sustainability Consultation Forum: Strengthening Climate and Workforce Resilience at IOI Group
• Standard Chartered Malaysia’s ASEAN Green Shift Forum</td></tr>
<tr><td>Datuk Dr Tan Kim Heung</td><td>• Navigating IFRS S1 and IFRS S2</td></tr>
<tr><td>Chan Cha Lin</td><td>• IOI Properties Group’s ESG Awareness Training
• Navigating IFRS S1 and IFRS S2</td></tr>
</table>
</td></tr>
</table>

<table>
<tr><td></td><td>
<table>
<tr><td>Dato’ Tan Thean Thye</td><td>• National Framework for OECMs (Other Effective Area-Based Conservation Measures)
• COP30 Brazil – What Planners Should Know
• Navigating IFRS S1 and IFRS S2</td></tr>
<tr><td>Lee Ai Leng</td><td>• Navigating IFRS S1 and IFRS S2</td></tr>
<tr><td>Shirley Goh</td><td>• Climate Governance Malaysia – Global Summit 2025
• Sustainability Strategy Offsite 2026
• Navigating IFRS S1 and IFRS S2</td></tr>
<tr><td>Lim Sim Seng</td><td>• Navigating IFRS S1 and IFRS S2</td></tr>
<tr><td>Datin Jeanie Lim Lai Ling</td><td>• Navigating IFRS S1 and IFRS S2</td></tr>
</table>

Sustainability updates, including industry related sustainability events and news, are shared to the Board members from time to time.
</td></tr>
<tr><td>Explanation for departure :</td><td></td></tr>
<tr><td></td><td></td></tr>
<tr><td colspan="2">Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</td></tr>
<tr><td>Measure :</td><td colspan="2"></td></tr>
<tr><td>Timeframe :</td><td></td><td></td></tr>
</table>

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

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

Application	:	Applied
Explanation on application of the practice	:	For FY2026, the performance evaluation of the Board, Board Committees, individual Directors and key management personnel included an assessment of their contribution towards achieving the sustainability and EESG goals of the IOIPG Group. At the Board level, the Board and Board Committees were assessed based on their ability to:- • Integrate sustainability/EESG considerations and standpoints into key decision-making; • Monitor sustainability/EESG strategy development as well as related goals and metrics, including the identification and integration of non-financial key performance indicators; • Monitor sustainability key performance indicators ("KPIs") and targets and establish accountability to senior management in reaching sustainability targets; • Enhance their understanding and knowledge surrounding emerging sustainability issues in the property industry; and • Engage with stakeholders on the IOIPG Group's long-term sustainability. IOIPG has incorporated sustainability performance considerations into its performance evaluation process through KPIs that include climate-related aspects. These KPIs are aligned with the Group's sustainability framework, roadmap, strategy and goals, and are being progressively cascaded across the organisation. During FY2026, Management initiated efforts to further strengthen the integration of these considerations into the performance evaluations of key management personnel, including the Group CEO, reinforcing leadership accountability for sustainability outcomes. The Group will continue to refine this approach to support progress towards its long-term sustainability 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
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	:	As at 30 June 2026, our BSC comprised Lim Sim Seng, Shirley Goh and Datin Jeanie Lim Lai Ling. Our BSC is supported by SSC, which is driven by Group Corporate Sustainability Department. The Group Corporate Sustainability Department is headed by the Head of Group Corporate Sustainability, Kristine Ng Mee Yoke ("Ms Kristine Ng"), who joined the Group on 25 May 2016 and is also the secretary of the SSC. Ms Kristine Ng is responsible for the strategic management of sustainability across the various business segments of the Group. The Group Corporate Sustainability Department's key responsibilities include, among others:- (a) Sustainability culture alignment; (b) Integration of the implementation of sustainability initiatives across the Group; (c) Monitoring of the Group's sustainability performance; (d) Stakeholder engagement of internal and external stakeholders on sustainability matters; (e) Sustainability reporting and communication; (f) Drive the Group's sustainability ratings against globally recognised ratings, such as FTSE Russell, Morgan Stanley Capital International (MSCI) and others; and (g) Alignment of strategies and disclosures with national and global sustainability frameworks and standards which includes the National Sustainability Reporting Framework (NSRF) and International Sustainability Standards Board (ISSB) Standards.

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

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

Application	:	Applied
Explanation on application of the practice	:	The Nomination and Remuneration Committee ("NRC") is guided by its TOR, the Board Charter, the Board Diversity Policy, the Board Skills Matrix and the Fit and Proper Policy in reviewing the composition of the Board and Board Committees. The composition of the Board and Board Committees is reviewed by the NRC on a yearly basis to ascertain whether there is a well-balanced mix of skills, knowledge, experience, diversity and independence that aligns with the Company's objectives and strategic goals. For the purpose of recommending the re-election of retiring Directors at the 13th AGM held on 6 November 2025 ("13th AGM" or "2025 AGM"), the retiring Directors, two (2) of whom were members of the NRC, had abstained from all deliberations concerning their own re-elections. The NRC had assessed the performance and contributions of each retiring Director and, upon reviewing their Fit and Proper Declarations, was satisfied that they had remained committed to their roles and had continued to be effective and valuable members of the Board. Based on the NRC's recommendation, the Board had endorsed the re-election of the retiring Directors for shareholders' approval at the 2025 AGM, being satisfied that they had consistently demonstrated commitment, proactivity, and had provided crucial support to Management in steering the Group forward. This process reinforced that the selection and retention of Directors were merit-based and aligned with the best interests of the Group.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

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

Application	:	Applied
Explanation on application of the practice	:	Under our Company's Constitution, the Board shall comprise no fewer than two (2) and no more than fifteen (15) Directors. Our current Board composition complies with the one-third (1/3) requirement under the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Malaysia") and aligns with the Malaysian Code on Corporate Governance ("CG Code") recommendation for a majority of INEDs on the Board. As at 30 June 2026, our Board comprises eleven (11) members, of whom seven (7) (64%) are INEDs, three (3) (27%) are Non-Independent Non-Executive Directors and one (1) (9%) is an Executive Director. Subsequent to FY2026, the number of INEDs increased to eight (8) following the appointment of Christopher John Fossick, further strengthening the Board's independent representation. Our INEDs meet the independence criteria set out in the Listing Requirements of Bursa Malaysia and the Company's policy on Directors' independence. As part of the internally facilitated Board Effectiveness Evaluation ("BEE") conducted for FY2026, each INED provided confirmation of their independence. Following a thorough assessment, the Board, through the NRC, concluded that all INEDs continue to demonstrate independent conduct and behaviour, contributing objective challenge and thoughtful deliberations to Board discussions. Each INED remains independent of the Company's management and free from any relationships or interests (including those in competing businesses) that could materially affect their ability to exercise independent judgement or act in the best interest of the Group. The significant presence of the INEDs (i.e. 67%) with distinguished records and credentials, ensures that the Board maintains independence of judgement and a balanced distribution of power and authority. The INEDs provide effective check and balance in the functioning of the Board. They play a crucial role by exercising independent assessment, providing impartial opinions, and participating objectively in Board deliberations and decision-making. In addition, our Chairman encourages free expression of opinions and healthy debate among all Directors by allowing sufficient time for the discussion of issues. To ensure that all Directors are able to fully and

	actively contribute to Board deliberations, decisions are made based on Board consensus while upholding the best interests of stakeholders. This approach promotes the exercise of independent judgement and prioritises the interests of shareholders in making important 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 5.3

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

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

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

Intended Outcome

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

Practice 5.4 - Step Up

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

<table>
<tr><td colspan="3">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.</td></tr>
<tr><td>Application</td><td>:</td><td>Adopted</td></tr>
<tr><td>Explanation on adoption of the practice</td><td>:</td><td>Our Board Charter consists of a provision that limits the tenure of an Independent Director to a cumulative term of nine (9) years.

As at 30 June 2026, the tenure of all the INEDs on the Board does not exceed nine (9) years, as per below:-

<table>
<tr><th>Name of INED</th><th>Years of Service as at 30 June 2026</th></tr>
<tr><td>Chan Cha Lin</td><td>5 years 1 month</td></tr>
<tr><td>Dato' Tan Thean Thye</td><td>3 years 6 months</td></tr>
<tr><td>Lee Ai Leng</td><td>3 years 6 months</td></tr>
<tr><td>Shirley Goh</td><td>3 years</td></tr>
<tr><td>Lim Sim Seng</td><td>2 year 6 months</td></tr>
<tr><td>Datin Jeanie Lim Lai Ling</td><td>2 year 4 months</td></tr>
<tr><td>Dato' Yeo How</td><td>6 months</td></tr>
</table>
</td></tr>
</table>

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	:	Diversity in the Board and senior management is a critical element in driving our Group's strategic objectives and sustainable growth. In any appointment, a number of aspects have been considered to maintain a diverse Board and senior management team which will help in the growth of the Group and to have better governance, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills and knowledge. An inclusive culture helps us to respond to our increasingly diverse global customer base. The Company's deep roots in many geographical regions and an international approach have realigned our perspective on diversity. All appointments are based on merits and objective criteria, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board and the broader workforce. We have developed a non-exhaustive list of required skill sets for any new appointment of Director, as well as a detailed Directors Appointment Selection and Nomination Process. Both are published on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance. As part of Board succession planning, our NRC is responsible for identifying, evaluating and recommending suitable candidates to fill vacancies on the Board and/or Board Committees as and when the needs arises, or to complement the existing Board composition. In assessing candidates, our NRC considers a balanced mix of skills, knowledge, expertise, experience, professionalism, integrity, competencies and personal qualities. Other key considerations include the candidate's ability to dedicate sufficient time and attention to the Group's affairs, taking into account current and prospective directorships and external commitments, along with the candidate's independence (for INED appointments) and any potential COI (including interests in competing businesses).

	In FY2026, the Board was periodically updated on changes in directorships as declared by the Directors, to facilitate monitoring of any potential COI. In line with the Fit and Proper Policy of the Group, the Directors retiring by rotation at the 2025 AGM were required to submit a Fit and Proper Declaration. This declaration outlines the relevant criteria for assessing an individual's fitness and propriety, thereby assisting the NRC in evaluating the suitability of the retiring Directors for re-election and in considering the appointment of new Directors. The assessment takes into account, among others, the individual's integrity, competence, time commitment, financial integrity and ability to effectively discharge the role and responsibilities of the position, including for Directors, due regard to their other external commitments. There were several engagements between the Board members and management, both formal and informal, throughout the financial year. These interactions reflect the Directors' ability to commit and devote adequate time to effectively fulfil their responsibilities. Although some Directors hold multiple directorships, they remained committed and consistently attended Board and Board Committee meetings. The Board is satisfied that each Director has devoted sufficient time to discharge his or her duties effectively. Our Board believes that the current Directors have a diverse and relevant range of skills, backgrounds, knowledge and experience to ensure effective governance of the business. Our Board members bring diverse industry and professional experience, international perspectives and specialised expertise across strategic, operational and financial disciplines. This collective breadth of knowledge and experience supports informed decision-making and effective oversight, enabling the Board to guide IOIPG Group's strategic priorities, oversee resource allocation and promote sustainable, long-term value creation for shareholders and other 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

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	:	Our NRC keeps the Board's balance of skills, knowledge, experience and the length of service of individuals under periodical review. In respect of supplementing the skill set of the Board, there is an established procedure for the appointment of new Directors. In brief, the NRC identifies the set of skills and experience required and selects individuals to take Board positions by ensuring that the best quality candidates, taking into consideration their capabilities, professionalism, integrity, expertise and experience are appointed. The procedure for the appointment of new Directors is rigorous and transparent. Our NRC also takes into consideration whether a candidate has multiple directorships and whether these other directorships will constrain the candidate in setting aside sufficient time and attention to IOIPG Group's affairs. The Company draws on a broad range of internal and external channels to identify suitably qualified candidates for consideration for appointment as Directors. These may include professional associations, industry bodies, external advisers, independent director databases, alongside recommendations from existing Directors and major shareholders. The NRC has the authority to determine the search process including obtaining the services of professional recruitment firms to source for qualified candidates for directorship according to the approved Board selection criteria. Once suitable candidates are shortlisted, they meet with the NRC to enable a holistic review, during which the NRC can observe, engage in detailed discussions and probe relevant areas to ensure the candidates possess the right skills, experience and commitment for the role. The selection and nomination of Directors of the Company is depicted in our Directors Appointment Selection and Nomination Process which can be found on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance.

	None of the Board members of the Company is active politicians or persons directly associated with the executive powers such as heads of state, heads of government and ministers, except for the diplomatic position being held by Lim Sim Seng ("Mr Lim") as the Republic of Singapore's Non-Resident High Commissioner to the Federal Republic of Nigeria appointed by the Ministry of Foreign Affairs Singapore. Mr Lim is also the Chairman of Skills and Workforce Development Agency (SWDA). His diplomatic and governmental agency experience continue to contribute to the Board's diversity, bringing valuable insights and perspectives to discussions, particularly in areas related to governance.	
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	:	Based on our Directors Appointment, Selection and Nomination Process, which is made publicly available on our corporate website, the NRC evaluates each candidate for Board appointment based on the following key areas:- • Candidate's background, skills and experiences against the agreed profile; • Number of directorships and existing commitments of the candidate as to whether these commitments will constrain the candidate in setting aside sufficient time and attention to the Group's affairs; and • Potential conflicts of interest (including interest in any competing business) and other independence issues which may pose a threat to the candidate's ability of exercise independent judgement. The latest profiles of each of our Director are published in our Annual Report 2026 (under "Board of Directors" section) and on the corporate website. The "Board of Directors" section also includes the following disclosures for each Director:- • Age, gender and date of appointment; • Directorship of other listed issuers/public companies; • Family relationship with any Director or major shareholder of the Company; • Conflict of interest (including interest in any competing business) with the Group; • Conviction for offences (excluding traffic offenses) within the past five (5) years; and • Public sanction or penalty imposed by relevant regulatory bodies during the financial year. The Company provided an explanatory note to the agenda for ordinary resolutions 1 to 3 (page 254 of Annual Report 2025) on the re-election of Datuk Tan Kim Leong, Dato' Tan Thean Thye and Lee Ai Leng in our

	Notice of AGM dated 8 October 2025. The explanatory notes stated that each of the Directors standing for re-election had undergone a performance evaluation and had provided his/her annual declaration on his/her fitness and propriety (including any potential COI) to continue acting as Directors of the Company in accordance with the Fit and Proper Policy of the Group, as well as independence confirmation for Independent Directors. Upon the NRC's assessment, the performance and suitability of each of the retiring Directors were found to be satisfactory and that each of the retiring Directors have demonstrated his/her commitment to the role and continues to be an effective and valuable member of the Board. Based on the foregoing, the NRC recommended the re-election of the retiring Directors at the 2025 AGM, and the Board endorsed this recommendation for the shareholders' approval. All retiring Directors were successfully re-elected at the 2025 AGM held on 6 November 2025.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome
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	:	Our NRC is responsible for the oversight of the structure, size, composition and succession planning of the Board and senior management, and overall observance of corporate governance principles and practices. It is also responsible for setting the remuneration policy for the Board and senior management, and to ensure that no Director is involved in the decisions affecting their own remuneration. As of 30 June 2026, the NRC comprises exclusively three (3) NEDs, majority of whom are INEDs as follows:- (i) Lee Ai Leng (Chairperson) – INED (ii) Datuk Dr Tan Kim Heung (Member) – Non-INED (iii) Dato' Tan Thean Thye (Member) – INED The NRC's TOR is available on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.9

The board comprises at least 30% women directors.

Application	:	Departure	
Explanation on application of the practice	:	As at 30 June 2026, the Company had three (3) female Directors on the Board, representing 27% of the total Board members.	
Explanation for departure	:	Gender diversity remained an important consideration in the NRC's assessment of Board candidates. As part of the Board's succession planning, the appointment of an additional director as Lead Independent Director supported continuity, knowledge sharing and a smooth transition, while bringing valuable skills, and experience aligned with the Group's strategic priorities. During this transitional period, the Board was unable to maintain female's board representation at 30%. The Board expects female's representation to be aligned with the 30% target as the succession plan progresses.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The planned succession transition, together with opportunities for Board refreshment, is expected to support alignment with the 30% target over the next one (1) to two (2) years, with progress reviewed periodically.	
Timeframe	:	2028	

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	:	Our Board recognises the importance of appointing individual Directors as well as senior management who contribute a broad range of diverse opinions, perspectives, skills, experiences, backgrounds and orientations to Board discussions and its decision-making processes. We have established a Board Diversity Policy. The Board views gender, nationality and cultural diversity among Board members as important considerations when reviewing its composition. In addition to these aspects, the Board seeks to maintain a balanced range of experiences and skills among its members, all of whom should contribute unique perspectives and insights on Board reserved matters. In line with the commitment to diversity and inclusion, the Board will, through its NRC, continue to periodically review the size and composition, as well as its effectiveness of the Board. As for senior management level, women currently account for 45% of the composition of our senior management as at 30 June 2026. Our commitment to diversity is seamlessly integrated across our Group's Code of Conduct and Business Ethics and associated workforce policy. Our Group generally promotes a culture of diversity, respect and equal opportunity, where individual success is determined solely by personal ability and contribution. The Board recognises that it sets the tone for inclusion and diversity across the IOIPG and believe in having a diverse leadership team to support effective decision-making.
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.

<table>
<tr><td colspan="3">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.</td></tr>
<tr><td>Application</td><td>:</td><td>Applied</td></tr>
<tr><td>Explanation on application of the practice</td><td>:</td><td>The Board, through our NRC, undertakes an annual evaluation of the effectiveness of our Board and Board Committees, as well as the performance of our individual Directors.

For FY2025, the Board engaged an independent external consultant, Deloitte Malaysia SR&T Solutions Sdn Bhd, to facilitate the BEE. The BEE exercise in respect of FY2026 was conducted internally through the NRC, facilitated by the Company Secretary. It was commenced with the distribution of questionnaires to each Director covering the following scope and criteria:-

<table>
<tr><th>Scope</th><th>Criteria</th></tr>
<tr><td>Individual Directors (Peer Evaluation)</td><td>• Contribution and Performance
• Calibre and Personality
• Board Chairman’s Role</td></tr>
<tr><td>Board and Board Committees</td><td>• Board Mix and Composition
• Quality of Information and Decision Making
• Boardroom Activities
• Board Committees’ Assessment
• Sustainability</td></tr>
<tr><td>AC</td><td>• Skills and Competencies
• Meeting Administration and Conduct
• AC Members’ Peer Evaluation
• Individual Financial Literacy (Self-Evaluation)</td></tr>
<tr><td>INEDs</td><td>• Independence Self-Assessment</td></tr>
<tr><td>Board Skills Matrix</td><td>• Strategy and Entrepreneurship
• Industry Knowledge/Experience
• Technical Skills/Experience
• Governance Competencies</td></tr>
</table>
</td></tr>
</table>

	Board members submitted their feedback within the prescribed timeline for the Company Secretary to prepare the BEE report summarising the results of the BEE. The BEE report was presented at the NRC and Board levels and the Directors reviewed and provided their feedback on the BEE findings and areas of improvement. All action plans identified by the external professional consultant have been implemented. The Board continues to be encouraged to maintain a strategic focus by asking questions that move discussions beyond immediate operational concerns to their underlying causes, broader risks and implications for the Group's long-term priorities. Based on the FY2026 BEE results, the Board is satisfied that the Directors have effectively discharged their respective duties and responsibilities, and that both the Board as a whole and its Committees continue to function effectively in accordance with the Board Charter and the Terms of Reference of each Committee. Each Director also demonstrated commendable commitment by dedicating sufficient time and attention to their roles throughout FY2026. In line with the best practices outlined in the CG Code, our Board will continue to engage an independent external consultant to conduct the BEE at least once every three (3) years. The next externally facilitated BEE is scheduled for 2028.	
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	:	We have in place a Remuneration Policy and Procedures for Directors and Senior Management ("Remuneration Policy"). The objective of our Group's Remuneration Policy is to provide fair and competitive remuneration to its Board and senior management personnel in order for the Company to attract and retain high-quality individuals. This Remuneration Policy was last reviewed and revised in August 2024. It will be reviewed again following the enhancement of key management personnel's KPIs in FY2027 to incorporate sustainability considerations Based on the remuneration framework, the remuneration packages for our Group CEO and other key senior management personnel comprise a fixed component (in the form of a base salary and, where applicable, fixed allowances determined by the Group 's policies) and variable components (which would normally comprise bonuses) together with benefits-in-kind, if any, determined by IOIPG Group's overall financial performance in each financial year which are designed to reward performance that supports our strategy and creates sustainable long-term value for shareholders. There are no termination, retirement and post-retirement benefits that may be granted to our Directors and senior management except for those payments pursuant to statutory requirements. The following four (4) principles continue to underpin our approach in the management remuneration framework:- ➢ **Simple** – The framework should be simple and transparent for all stakeholders to understand. ➢ **Competitive and fair** – Attracting and retaining leaders of the necessary calibre requires remuneration arrangements that are

	reasonable in the markets in which we compete for talent and which fairly reflect the appropriate market rates for the skills and experience of the individual. At the same time, we always remain cognisant of the need to ensure value for money and to reflect our status as an established listed Group. ➢ **Performance Oriented** – There should be a performance related element of the package which rewards performance in areas that are most important for our stakeholders. There should be no reward for failure. ➢ **Aligned with employees** – Where possible, remuneration structures will be aligned across the organisation. Remuneration practices were reviewed and aligned with market benchmarks, with sustainability performance considerations incorporated into performance evaluations to strengthen accountability for the Group's sustainability performance. In addition, our Company provides Directors' and Officers' Liability Insurance and may provide an indemnity to the fullest extent permitted by the Companies Act 2016, the cost of such liability insurance is set out in the Directors' Report of the Audited Financial Statements for FY2026. The Remuneration Policy and Procedures for Directors and Senior Management has been updated and published on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance.	
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 :	Our Board discharges its functions through the NRC, which oversees both nominating and remuneration matters. The NRC plays a vital role in overseeing remuneration-related matters and is primarily responsible for assisting the Board in reviewing the remuneration framework for Directors and senior management. This review is guided by the objective of attracting, retaining and motivating top-tier talent to support the Group's long-term success. This is also to ensure that the policy and remuneration programme continue to appropriately reward the Directors and senior management based on business performance and maintain the underlying financial health of the business. The duties and responsibilities of the NRC in relation to the remuneration framework are stated in its TOR which is available on the corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance.	
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	:	Each of our NEDs receives a fixed base fee along with meeting allowances for attending Board, Board Committees and general meetings. The level of remuneration of NEDs reflects their experience and the scope of responsibilities undertaken by them. Additional fees are provided to NEDs who serve on Board Committees, with higher fees accorded to those serving as the Board Chairman and Chairpersons of the respective Board Committees. The Directors' fees for FY2026 were reviewed by the NRC, endorsed by the Board and was subsequently approved by the shareholders at the 2025 AGM. In line with good governance practices, no Director is involved in determining his or her own remuneration. The detailed remuneration of each Director in respect of FY2026 is provided on the following page of this Corporate Governance Report.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Datuk Tan Kim Leong	Non-Executive Non-Independent Director	RM400	RM22	Nil	Nil	Nil	Nil	RM422	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2	Dato' Yeo How	Independent Director	RM123.97	RM16	Nil	Nil	Nil	Nil	RM139.97	Nil	Nil	Nil	Nil	Nil	Nil	Nil
3	Dato' Lee Yeow Seng	Executive Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	RM0 SGD180	RM3,180 SGD600	RM21,714	RM739.15 SGD0	RM2,988.68 SGD0	RM28,621.83 SGD780
4	Dato' Lee Yeow Chor	Non-Executive Non-Independent Director	RM250	RM20	Nil	Nil	RM73.77	Nil	RM343.77	Nil	Nil	Nil	Nil	Nil	Nil	Nil
5	Datuk Dr Tan Kim Heung	Non-Executive Non-Independent Director	RM265	RM34	Nil	Nil	Nil	Nil	RM299	Nil	Nil	Nil	Nil	Nil	Nil	Nil
6	Chan Cha Lin	Independent Director	RM320	RM50	Nil	Nil	Nil	Nil	RM370	Nil	Nil	Nil	Nil	Nil	Nil	Nil
7	Dato' Tan Thean Thye	Independent Director	RM285	RM46	Nil	Nil	Nil	Nil	RM331	Nil	Nil	Nil	Nil	Nil	Nil	Nil
8	Lee Ai Leng	Independent Director	RM340	RM58	Nil	Nil	Nil	Nil	RM398	Nil	Nil	Nil	Nil	Nil	Nil	Nil
9	Shirley Goh	Independent Director	RM335	RM56	Nil	Nil	RM45.49	Nil	RM436.49	Nil	Nil	Nil	Nil	Nil	Nil	Nil
10	Lim Sim Seng	Independent Director	RM280	RM30	Nil	Nil	Nil	Nil	RM310	Nil	Nil	Nil	Nil	Nil	Nil	Nil
11	Datin Jeanie Lim Lai Ling	Independent Director	RM305	RM58	Nil	Nil	Nil	Nil	RM363	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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	:	We have identified the following persons as our top six (6) key senior management (excluding the Group CEO who is an Executive Director):- • Group COO, Property Development • COO, Property Development, Southern Region • COO, Property Investment, Malaysia • Group CFO • CEO, Singapore • COO, Property Investment, Singapore While we acknowledge the need for corporate transparency in the remuneration of the Company's key senior management, we also note that the disclosure of such details on a named basis may be detrimental to the Group's business interests, given the competitive human resource environment for personnel with the requisite knowledge, expertise and experience in our business activities where poaching has become common place. Additionally, the Company implements a policy of maintaining confidentiality on all employees' remuneration whereby the Company respects. This policy operates both ways where the employees would also like to keep their remuneration confidential for a variety of personal reasons. We believe that the interests of the shareholders are not prejudiced by the non-disclosure of the detailed name and remuneration of the Company's top six (6) key senior management personnel. Further details on the remuneration structure and the procedures for remunerating our senior management are disclosed in our Remuneration Policy and Procedures for Directors and Senior Management published on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance.

	To provide some insights on the quantum of remuneration paid to the key senior management, we will disclose the aggregate remuneration paid to our top six (6) key senior management personnel who are not members of our Board, which amounted to approximately RM11.17 million for FY2026. Such similar remuneration information is disclosed in the Note 36 to FY2026 Audited Financial Statements. The remuneration paid/payable to our Group CEO for FY2026 is disclosed under Practice 8.1. As explained in relation to the application of Practice 7.1, the Company's Remuneration Policy provides guidance to the Board and the NRC in administering the remuneration of senior management, taking into account the Group's demands, complexities, and performance, as well as the skills and experience required. The components of the remuneration of our senior management are structured to link the remuneration package with corporate and individual performance and to take into account similar packages at comparable companies (of similar size and complexity to the Company locally; and in the same industry in the region). The performance of senior management is measured based on the achievements of qualitative and quantitative key performance indicators, the weightage of which may be adjusted to match the Group's aspiration.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :	Our Board and NRC will continue to review the application of Practice 8.2 disclosure requirement from time to time for future consideration.	
Timeframe :	Others	

No	Name	Position	Company					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1								
2								
3								
4								
5								

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								
2								
3								
4								
5								

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	:	As at 30 June 2026, our AC comprises four (4) NEDs, all of whom are Independent Directors. Shirley Goh, the Chairperson of our AC, is not the Chairperson of the Board and other Board Committees as our Board acknowledges that the AC, being an independent and objective body, should function as the Company's independent oversight body to ensure the integrity of financial controls, combined assurance and effective risk management. Our Board is satisfied that its AC members possess the competencies including a wide range of skills, expertise and experience arising from the Director or senior positions they hold or held in other organisations, which is vital in supporting effective governance. The Chairperson of our AC reports to the Board on the activities of the AC.
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	:	Managing COI is a primary focus of the Company to ensure the independence and objectivity of its external auditors. Our AC takes cognisance of the fact that objectivity and independence may be threatened when a former key audit partner is appointed to the AC (or to the Board for the matter), or employed by the Company to a position which may have direct and significant influence over the preparation of the Group's financial statements. To address these concerns, the AC had implemented a minimum 3-year "cooling-off" period before any former key audit engagement partner of the Group's external auditors may be appointed as a Director of the Company. This requirement is stated in the Policies and Procedures to Assess the Suitability and Independence of the External Auditors, which is available on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance. In FY2025, the Board approved a policy on the hiring of senior staff from external auditors, with the AC tasked to oversee its implementation. In carrying out this responsibility, the AC evaluates whether such appointments could result in, or be reasonably perceived as resulting in, any actual or potential impairment of PricewaterhouseCoopers PLT ("PwC")'s independence and professional judgment, and takes appropriate measures where necessary to safeguard the integrity of the audit process. At present, none of the members of the AC are former audit partners of the Group's external auditors, except for Shirley Goh who had observed a cooling period of three (3) years prior to her appointment as an INED and the Chairperson of the AC on 1 July 2023.
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	:	Our AC is responsible for reviewing, assessing and monitoring the performance, suitability and independence of our external auditors, based on the policy approved by the Board which sets out the procedures on the appointment, re-appointment and annual assessment of the external auditors, as well as the declaration of the independence by the external auditors as specified in the By-Laws issued by the Malaysian Institute of Accountants ("MIA"). The policy is available on our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance. Our AC undertakes annual assessment of the performance, suitability and independence of the external auditors. The assessment process involves obtaining feedback from the AC members and finance personnel who regularly interacts with the external auditors through the completion of a detailed questionnaire covering a wide range of criteria, including the quality of service, sufficiency of resources, communication and interaction, external auditors' independence, objectivity and professionalism, calibre, the quality of audit team, audit scope, provision of non-audit services and audit fees. In addition, the AC also considered information provided in PwC's 2025 Transparency Report, among others, are:- (a) Quality of PwC's leadership and its governance structure. (b) PwC's initiatives, involvements and commitments in improving sustainability reporting and relevant Sustainability disclosures by embedding sustainability as part of their assurance practice. (c) Adequacy of experience and resources, in terms of capacity, qualification and competencies, and technological advancement to excel in audit works while safeguarding confidentiality and information security. (d) Independence of PwC and the level of non-audit services rendered by PwC. (e) Audit effectiveness via quality management and engagement monitoring reviews.

	As part of the annual audit exercise, the AC also obtained assurance from our external auditors confirming that they are and have been independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements. The audit engagement partner responsible for the audit of our Group is subject to rotation at least every seven (7) years with a cooling-off period of five (5) years in accordance with the Bye-Laws of the MIA in order to ensure objectivity, independence and integrity of the audit opinions. The current Audit Engagement Partner of the Company, Dato' Theng Bee Han ("Dato' Theng") is the Assurance Leader at PwC Malaysia. The next rotation of audit engagement partners is expected to take place after the conclusion of the audit of the Company's financial statements for FY2029. During FY2026, non-audit fees exceeded 50% of the total audit fees, primarily due to one-off services relating to the proposed listing of IOIPG Malaysia REIT. The Board, through the AC, assessed the nature and scope of these services provided by the external auditors and their affiliated firms, the applicable independence requirements and the safeguards in place. Having satisfied itself that all applicable requirements were met, the AC concluded that these services did not compromise the external auditors' independence or objectivity. PwC was first appointed as the Company's external auditors in October 2014. As part of its FY2026 assessment, the AC considered PwC's tenure of more than ten (10) years and evaluated its suitability, independence, audit quality, professional scepticism and the adequacy of resources assigned to the audit. The AC also reviewed the effectiveness of safeguards against familiarity threats, including audit partner rotation. The AC remained satisfied that PwC continued to provide independent and effective audit services and did not consider a competitive tender exercise necessary at this stage. Accordingly, the Board endorsed the AC's recommendation to reappoint PwC for FY2027, subject to shareholders' approval at the forthcoming AGM.
Explanation for departure :	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.	
Measure :	

Timeframe :		

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.4 - Step Up

The Audit Committee should comprise solely of Independent Directors.

<table>
<tr><td>Application :</td><td>Adopted</td></tr>
<tr><td>Explanation on adoption of the practice :</td><td>As at 30 June 2026, the composition of the AC comprises wholly of INEDs, with tenures ranging from 3 to over 5 years, as follows:-

<table>
<tr><th>Name</th><th>Designation</th><th>Directorate</th></tr>
<tr><td>Shirley Goh</td><td>Chairperson</td><td>INED</td></tr>
<tr><td>Chan Cha Lin</td><td>Member</td><td>INED</td></tr>
<tr><td>Lee Ai Leng</td><td>Member</td><td>INED</td></tr>
<tr><td>Datin Jeanie Lim Lai Ling</td><td>Member</td><td>INED</td></tr>
</table>
</td></tr>
</table>

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.5

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

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

Application	:	Applied
Explanation on application of the practice	:	The AC's effectiveness hinges on a number of critical factors, including the level of knowledge, financial literacy, experience, commitment and de facto independence of its members. The leadership, dynamics, rapport and quality interaction of the AC with the Management and auditors (both internal and external) are also essential in enabling the AC's effectiveness in discharging its functions, duties and responsibilities. The Chairman and members of our AC are financially literate. All of them have the necessary experiences, and possess risk management, commercial expertise and capital markets skills required, therefore allowing them to meet their responsibilities and to provide an effective challenge to the Management. Their qualifications and experience are disclosed in the "Board of Directors" section in our Annual Report 2026. All AC members are expected to devote sufficient time to update their knowledge and enhance their skills through appropriate continuous training programmes, so as to enable them to actively participate in deliberations. To keep themselves abreast of relevant industry developments in accounting and auditing standards, business practices and rules, our AC members, during the financial year under review, have attended various training programmes, forums, conferences and seminars which had been disclosed under the "Board Skills Matrix and Professional Development" section of the Corporate Governance Overview Statement on pages 94 to 95 of our Annual Report 2026 and our corporate website. In addition, our AC is periodically briefed by our external auditors on key changes and updates on accounting and financial reporting standards.

	Based on the outcome of the BEE carried out for FY2026, our Board was satisfied that our AC and each of its members have discharged their duties and responsibilities effectively as per its TOR, and that each of its members has actively contributed to the AC's deliberations, providing valuable insights and perspectives that have enhanced the Committee's overall effectiveness and decision-making. The Board is also confident that the AC continues to provide robust oversight of financial reporting, internal controls, and the Group's whistleblowing matters, thereby supporting the integrity, transparency, and accountability of the Group's governance 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

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	:	Our Group adopts an Enterprise Risk Management ("ERM") Framework which is consistent with the Statement on Risk Management and Internal Control – Guidelines for Directors of Listed Issuers, Bursa Malaysia's Corporate Governance Guide, and also in line with ISO 31000, Risk Management – Principles and Guidelines (which is a standard relating to risk management codified by the International Organisation for Standardisation. ISO 31000 provides a standard on the implementation of risk management). The primary objective of the ERM Framework is to support the achievement of the Group's strategic objectives and to safeguard its resources, people, finances, property, knowledge, and reputation. To achieve this objective, the ERM Framework is designed to provide a structured and consistent approach to the identification, assessment, mitigation, monitoring, and reporting of risks. The Board maintains a sound risk management framework and system of internal control to safeguard shareholder's investment and the Group's assets. In this respect, the Board has established a governance structure to ensure effective oversight of risks and controls in the Group. It is assisted by the Risk Management Committee ("RMC") and the AC to oversee all matters with regards to risks, internal controls (including the design, implementation, and effectiveness of key processes), and governance. RMC supports the Board by overseeing the implementation of the ERM Framework of the Group and by regularly assessing its effectiveness to ensure it remains robust and fit for purpose. The revised ERM Framework was approved by the Board on 27 May 2021 and has since been periodically reviewed by the Group Risk Management Department to ensure its continued relevance and effectiveness. As at the date of this report, the Framework remained aligned with the Group's evolving needs and objectives. The Head of Group Risk Management plans to review and update the ERM Framework in FY2027 to further support these priorities.

	Risk review reports which highlight high and significant risks faced by the Group and its corresponding risk treatment plans are reviewed by the RMC on a bi-annual basis to ensure potential adverse impact on the Group's performance and position is minimised. The Statement on Risk Management and Internal Control which provides an overview of the ERM Framework and internal controls can be found on pages 121 to 127 of 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	:	Our Board acknowledges its responsibility for maintaining a sound system of internal controls and risk management. Both transparency and accountability are key principles in this process. Effective disclosure and assessment of our risk management and internal control framework build trust among stakeholders and demonstrate a commitment to sound corporate governance. We have a risk management framework in place that provides the foundations and organisational arrangement for how we manage risks across the Group. There are clear procedures and defined authorities for the following:- • Financial reporting, with clear policies and procedures governing the financial reporting process and preparation of the financial statements. There is a clear and documented process of required controls.. • Comprehensive monitoring and quantification of business risks, under the direction of the RMC. The Group's approach to risk management and the principal risks facing the Group are discussed in more detail in the Statement on Risk Management and Internal Control, as well as "Our External Operating Environment" section on pages 28 to 35 of Annual Report 2026. • Capital investment thresholds with detailed appraisal, risk analysis and authorisation.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:		
Timeframe	:		

Intended Outcome

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

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

Practice 10.3 - Step Up

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

Application	:	Adopted
Explanation on adoption of the practice	:	The Risk Management Committee ("RMC") was set up on 15 September 2017. As at 30 June 2026, the RMC comprises entirely of INEDs. The RMC is chaired by Chan Cha Lin and the members are Dato' Tan Thean Thye, Lee Ai Leng and Shirley Goh. A summary of the material risks that could affect IOIPG Group (including any material exposure to sustainability risks and opportunities) are monitored for changes in their exposure and are reported to the Board and RMC during the course of the year, along with their related controls and action plans. Also core to our risk management framework are the activities we undertake to monitor and review its design and implementation. In respect of FY2026, the RMC has satisfied itself that the ERM Framework continues to be sound and effective.

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	:	Our AC is responsible for monitoring and reviewing the effectiveness of the Group's internal audit function. The Group's internal audit function is carried out by the GIA Department led by our Head of GIA, who reports directly to our AC on its activities based on the approved annual Internal Audit Plan which includes, among others, the scope of review, resources, staff qualifications and experience, and budget. The internal audit plan prepared through adoption of risk-based approach is approved by the AC prior to each financial year. The GIA's purpose is to strengthen the organisation's ability to create, protect and sustain value by providing the Board and management with independent, risk-based and objective assurance, advice, insight, and foresight. The internal audit activity is free from interference by any element in the organisation, including matters of audit selection, scope, procedures, frequency, timing or report content; to maintain necessary independence and objectivity. The internal audit activity is authorised with full, free and unrestricted access to any and all of the organisation's records, physical properties and personnel pertinent to carrying out any engagement. The Head of GIA will confirm to the AC, at least once annually, the independence of the internal audit activity. The Head of GIA will periodically report to the AC on functional matters and to the Group Chief Operating Officer on administrative matters. The functional reports to the AC will cover the performance of the internal audit plan, significant revisions to the plan or budget, any potential impairment of independence, the results of assurance and advisory services, resource requirements, and management's responses to audit findings. The appointment, resignation and dismissal of the Head of GIA is reviewed and approved by the AC. Our AC also provides input on the annual performance appraisal of the Head of GIA. The Head of GIA has unfettered access to the AC, the Board and management. The Head of GIA attends each AC meeting and reports to the AC quarterly on the GIA review activities conducted on various business segments and supporting units of the Group, audit findings, and

	corrective actions that are to be taken by management within the required timeframes. The GIA Department also conducts follow-up audits on key engagements to ensure that the corrective actions are implemented appropriately. The Head of GIA met with the AC two (2) times in FY2026 in private sessions without the presence of the management. The Board discharged its responsibility for monitoring the operational effectiveness of the internal control and risk management systems throughout the financial year and up to the date of approval of the Annual Report. For further details, please refer to the AC Report.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

Companies 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	:	Our GIA reports functionally to our AC. This reporting relationship promotes independence and objectivity, which assures adequate consideration of audit recommendations and planned corrective actions, and gives the GIA staff the authority needed for full, free and unrestricted access to all operations, records, property and personnel within the Group. In performing its function, our GIA has no direct operational responsibility or authority over any of the activities it reviews. Accordingly, they will not implement internal controls, develop procedures, install systems, prepare records, or engage in any other activity that may impair the internal auditor's judgment. The Head of GIA will confirm to the AC annually the organisational independence of the internal audit activity. The activities of the GIA are guided by its Internal Audit Charter and Annual Audit Plan that are approved by the AC. Our GIA function is carried out in accordance with the mandatory elements of The Institute of Internal Auditors' ("IIA") International Professional Practices Framework, comprising the Global Internal Audit Standards and Topical Requirements. Building up a balanced pool of resources is critical to an effective internal audit function. The GIA Department is a dedicated in-house team made up of thirteen (13) qualified professionals based in Putrajaya and one (1) internal auditor based in Xiamen, PRC. Our Head of GIA graduated with a Bachelor of Accounting and is a professional member of the IIA Malaysia and a Certified Internal Auditor. The GIA personnel are not related to people who work for or have business relationships with our Group or have served in some official capacity previously or provided significant services to the Group in the past. The professional competence of the GIA staff is maintained through the GIA's continuing professional development programme, which focuses on updating internal auditors' knowledge on audit methodology and regulatory framework; enhance broader skills in risk foresight, business acumen, sustainability and technology adoption; through trainings both internally and externally.

	In accordance with its TOR, our AC had conducted an annual assessment of the performance of our GIA for FY2026. The AC is satisfied the GIA possessed the necessary competency, experience, and resources to effectively discharge its roles and responsibilities.	
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	:	Our Company strives to maintain an open and transparent communication flow with its stakeholders, especially shareholders, institutional investors and the investing public at large, with the objective of providing as clear and comprehensive view of IOIPG Group's performance and financial position. We believe that fostering constructive and effective investor relationship is essential for enhancing value for its shareholders. While we endeavour to provide as much information as possible to its shareholders and stakeholders, we are mindful of the legal and regulatory framework governing the release of material and price-sensitive information. The various communication channels we employ to reach our stakeholders include the following:- (a) General meetings Our AGM is the principal forum for dialogue with shareholders, who are given the opportunity to enquire and seek clarification on the operations and financial performance of IOIPG Group. For the 2025 AGM held on 6 November 2025, the Company received a total of 300 valid proxy forms and certificates of corporate representative, representing approximately 85.22% of the Company's total issued share capital. On the day of the meeting, 1,609 shareholders/proxies attended the 2025 AGM. (b) Corporate website We have also established several websites with the main one being https://www.ioiproperties.com.my for shareholders and the public to access corporate information, financial statements, press release, news and events related to our Group on a timely basis. Material facts and presentation materials given out at above functions are made available on our website to provide equal opportunity of access for other shareholders and the investing public and to allow them to write in to IOIPG Group if they have

	questions. (c) Analyst and investor meetings/conferences Our Board's commitment to maintaining an open dialogue with stakeholders reflects our dedication to transparency, collaboration, and achieving our vision of Trusted. The Group's primary investor contact is facilitated by the Head of Investor Relations, Justine Jiew Jay Jee. The main key investor relation activities in our interaction with investors are:- • Meeting with analysts and institutional fund managers; • Road shows and investors conferences, both domestically and internationally; and • Telephone conferences with investors and analysts. During FY2026, we had ninety-four (94) engagements with analysts and investors. Our Group enjoys a relatively high level of coverage and exposure to the investment community. (d) Annual Reports The Company's Annual Report is vital and convenient source of essential information for existing and potential investors and other stakeholders. Accordingly, we strive to provide a high standard of reporting and transparency that goes beyond mandatory requirements in order to provide value for our 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

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

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

Practice 12.2

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

Application	:	Applied
Explanation on application of the practice	:	As part of our efforts to develop a strategic approach towards transparency and effective corporate reporting, we had in 2019 embarked on the integrated reporting journey and issued our first Integrated Annual Report for FY2019 based on the International Integrated Reporting Framework issued by the Value Reporting Foundation *(formerly known as International Integrated Reporting Council).* FY2026 marks our eighth year of adopting integrated reporting, guided by the International Integrated Reporting Council framework. Building on the insights of previous reports, the Annual Report 2026 illustrates how our strategy, governance, performance, and outlook—shaped by the wider external environment—work together to create, preserve, or sometimes challenge value over time. Through this journey, we remain committed to providing stakeholders with meaningful, transparent insights, enhancing both the clarity and impact of our corporate reporting. The Annual Report 2026 has been prepared in accordance with the International Integrated Reporting Framework, the Main Market Listing Requirements of Bursa Malaysia, the Malaysian Financial Reporting Standards, the IFRS Accounting Standards and the Companies Act 2016. Our Group Sustainability Report is prepared with reference to the Global Reporting Initiative ("GRI") Standards 2021 and the IFRS Sustainability Disclosure 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

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	:	Our 2025 AGM was held on 6 November 2025 and the Notice convening the AGM was sent to shareholders on 8 October 2025, providing twenty-eight (28) days' notice prior to the 2025 AGM. In addition to sending the notice, we also published the AGM Notice on our corporate website and advertised it in one nationally circulated English daily newspaper. Under the Companies Act 2016 and the Listing Requirements of Bursa Malaysia, an AGM should be called by giving at least twenty-one (21) days' notice of the meeting. Nevertheless, the Board had provided for a twenty-eight (28) days' notice period for its 2025 AGM to allow our shareholders to have sufficient time to make an informed decision regarding the AGM business agenda and make the necessary arrangements to attend and participate in person or through corporate representatives, proxies or attorneys. Along with the AGM Notice, we also issued an AGM Administrative Guide, among others, which provides useful information to shareholders regarding housekeeping details, shareholders' entitlement to attend the AGM, their right to appoint a proxy or representative and the voting procedures. Relevant explanatory notes for the resolutions proposed are also included in the AGM Notice to assist our shareholders to have a better understanding and evaluation of the matters under consideration. This, in turn, enables the shareholders to make informed decisions in exercising their voting rights.
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	:	
Explanation for departure	:	To ensure effective participation of and engagement with shareholders at the 2025 AGM, all of our Directors attended and were present physically at the meeting venue to engage directly with our shareholders and proxies, save for Lim Sim Seng who attended the AGM virtually. At the 2025 AGM, shareholders, proxies and the representative from Minority Shareholders' Watch Group ("MSWG") were given the opportunity to raise questions and seek clarifications on the resolutions tabled, as well as on the business operations and performance of our Group. Such questions were addressed by our Chairman and in some circumstances, by the Group CEO and Group CFO as directed by the Chairman, in order to allow the shareholders and proxies to make informed decisions when casting their votes. To improve the efficiency of AGM proceedings, similar or repetitive questions are grouped and responded together.
		To enable our Board and senior management to provide meaningful responses and adequate information, shareholders were given the option to submit their question(s) through the meeting platform or email to ioicosec@ioigroup.com well ahead of the 2025 AGM. Shareholders had also been advised to follow the procedures outlined in our Administrative Guide for the 2025 AGM in order to register, participate, speak, and vote in person at our 2025 AGM. Shareholders typically focus on board composition, Directors' remuneration, operational and financial performance, as well as sustainability matters. As a result, they expect Directors who are involved in relevant committees to attend general meetings and provide meaningful explanations or responses to questions. The Board is of the view that it has effectively achieved the intended outcomes outlined in Practice 13.2.
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.	
Timeframe	:	Others	

Intended Outcome

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

Practice 13.3

Listed companies should leverage technology to facilitate–

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

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

Application	:	Applied
Explanation on application of the practice	:	Our 2025 AGM was held on 6 November 2025, at the physical meeting venue at Millennium Ballroom 1, Level 1, Le Méridien Putrajaya, Lebuh IRC, IOI Resort City, 62502 Putrajaya, Malaysia. The 2025 AGM proceedings were facilitated by the Boardroom Smart Investor Portal ("BSIP") for shareholders' registration and poll voting at the 2025 AGM. The 2025 AGM was conducted in a hybrid mode, offering shareholders, proxies and corporate representatives the flexibility to attend the 2025 AGM either in person at the meeting venue or virtually via BSIP, using Remote Participation and Electronic Voting ("RPEV") facilities. In line with best governance practices, the Company continued to leverage on technology to enable remote shareholders' participation and online remote voting (or voting in absentia) at the 2025 AGM (equal effect should be given to votes whether cast in person or in absentia). Detailed instructions and procedures on physical participation and e-voting process were provided in the Administrative Guide for the 2025 AGM. During the AGM, the e-voting facilities on BSIP facilitated a more efficient voting process and more accurate poll results. For the benefit of all shareholders, the results were announced by the Company to Bursa Malaysia during the window period on the same day immediately after the conclusion of the 2025 AGM. The convening of the 2025 AGM was in compliance with Section 327 of the Companies Act 2016 and Article 70 of the Company's Constitution, as well as with reference to the Securities Commission Malaysia's Guidance and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers. To ensure a seamless meeting experience, the Company conducted dry runs on BSIP together with the Administration and Polling Agent, Boardroom Share Registrars Sdn Bhd ("Boardroom") prior to the AGM. The Company also took steps to increase additional internet

	bandwidth at the meeting venue on the AGM day to ensure a smooth voting process for the attendees. Additional tablets and devices were deployed by Boardroom to facilitate those attendees who may have difficulties accessing their own phone tablets or devices for voting. In addition, there were avenues for attendees to contact the support team, both prior to the convening and during the AGM. The attendees could call the toll-free helpdesk line, email or live chat with the support team prior to the AGM day. On the AGM day, Boardroom mobilised their manpower to facilitate smooth proceedings especially during the poll voting process. After the conclusion of the 2025 AGM, the Company conducted an internal post-mortem session to review the conduct of the 2025 AGM. The insights and feedback gathered will be considered in the planning and improvement of future AGMs.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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 :	As per our statement on the rights of our shareholders, which is published on our corporate website, our shareholders (or their corporate representatives and proxies) are entitled to attend and speak at general meetings, as well as to vote on any resolutions tabled at general meetings under the Companies Act 2016. Prior to the 2025 AGM, shareholders were welcome to submit their questions in advance by emailing to ioicosec@ioigroup.com. During the AGM, the Chairman of the Board, who also chaired the 2025 AGM, invited virtual participants to engage through BSIP, and a chat function for submitting questions, thereby enhancing interaction and participation. Shareholders attending in person were given the opportunity to raise their questions during the Question and Answer ("Q&A") session of the 2025 AGM. There is no specific time limit imposed for submission of queries or comments; shareholders were free to do so from the commencement of the 2025 AGM until the closure of the Q&A session. A video tutorial on BSIP functions was also played to enable shareholders to utilise the available functions in exercising their rights to participate in the 2025 AGM. The Group CFO, Leow Weng Seong, presented an overview of the Group's financial performance and position for FY2025. The Head of Group Corporate Sustainability, Ms Kristine Ng, also presented the Group's key sustainability initiatives, highlighting ongoing efforts and commitments. The Group CFO also addressed the written queries from the MSWG, Employees Provident Fund and Permodalan Nasional Berhad, covering operational, governance, and sustainability matters. Our Chairman, Group CEO and senior management were well-prepared in addressing questions posed by the shareholders, whether those questions that have been forwarded in advance by email or

	immediately from the floor during the AGM day. With no set time constraints for the Q&A session, shareholders, proxies, and corporate representatives had sufficient opportunity to interact with the Board and senior management. The questions raised by the MSWG and responses were also uploaded to our corporate website at https://www.ioiproperties.com.my/our-company/corporate-governance.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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

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

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.		
Application	:	Applied
Explanation on application of the practice	:	Our 13th AGM ("2025 AGM") was conducted in a hybrid manner, with the physical meeting held at Le Méridien Putrajaya and the virtual session hosted via the Boardroom Smart Investor Portal ("BSIP") Meeting Platform, facilitated by Boardroom Share Registrars Sdn Bhd ("Boardroom"). In preparation for the 2025 AGM, the Company issued a detailed Administrative Guide outlining step-by-step instructions for shareholders to register and participate in the hybrid meetings. The Administrative Guide was circulated to shareholders together with the Notice of the 2025 AGM. Shareholders who opted to participate physically or virtually were required to pre-register their attendance and confirm their mode of attendance via the dedicated meeting URL, https://investor.boardroomlimited.com. Shareholders' registration remained open throughout the 2025 AGM until after the Chairman had tabled all agenda items. To ensure a seamless and uninterrupted meeting experience for all participants, the Company proactively arranged for sufficient internet bandwidth at the physical meeting venue. Instructional videos demonstrating the use of the BSIP Meeting Platform were played during the 2025 AGM until the closure of the voting session. The Chairman announced the commencement of the polling session at the start of the 2025 AGM to allow shareholders sufficient time to cast their votes. For virtual attendees, additional streaming channels were installed to allow virtual attendees to switch to alternate channels in the event of technical difficulties.

	Onsite support staff were available at the physical meeting venue to assist the shareholders attending in person. Similarly, virtual participants had access to the Boardroom support team throughout the 2025 AGM via a helpdesk line, email or live chat function. Questions raised by shareholders were read aloud during the meetings, accompanied by responses from the Board and senior management. For the benefit of virtual participants, the same questions were also displayed on-screen during the live stream.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

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

Practice 13.6

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

Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.			
Application	:	Applied	
Explanation on application of the practice	:	The minutes of the 2025 AGM of the Company held on 6 November 2025 was uploaded to our corporate website which is accessible to our shareholders. Hence, the 2025 AGM minutes is deemed to have been circulated to the shareholders. A copy of the minutes of our AGM will also be provided to shareholders upon request. On top of that, the video recording of the 2025 AGM had been uploaded within thirty (30) business days to our corporate website to enhance transparency and to allow shareholders convenient access to the proceedings of the 2025 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	:		

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.

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