

# **CORPORATE DISCLOSURE POLICIES AND PROCEDURES DOCUMENT**



**SEALINK INTERNATIONAL BERHAD**  
REGISTRATION No. 200701042948 (800981-X)

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## **Corporate Disclosure Policies and Procedures**

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## **CORPORATE DISCLOSURE POLICIES & PROCEDURES (“CDPP”)**

### **1. Purpose and objectives of the CDPP Document**

This CDPP Document sets out pertinent policies and procedures to assist and guide the Board of Directors (the “Board”) of Sealink International Berhad (“Sealink” or the “Company”) in relation to the Company’s disclosure of corporate information and activities to shareholders, other stakeholders and regulators, such as Bursa Malaysia Securities Berhad (“Bursa Malaysia”) and the Securities Commission of Malaysia (“Securities Commission”). The CDPP are also aimed to assist the Board in furnishing information which is comprehensive and accurate and is made on a timely basis without any bias to selective disclosure.

The key objectives of the CDPP are as follows:

- a) to ensure compliance with applicable legal and regulatory requirements on disclosure of material information;
- b) to formalise disclosure policies, guidelines and procedures, and as well as to adopt a consistent approach on disclosure practices throughout the Company and all its subsidiaries (the “Group”);
- c) to provide guidance to the Board, Management, officers and employees on the Group’s disclosure requirements and practices; and
- d) to enable the persons to whom this CDPP Document applies understand their obligations in preserving information integrity and confidentiality.

This CDPP Document has been developed taking into consideration pertinent chapters of the Listing Requirements of Bursa Malaysia (“Listing Requirements”), promulgations of the Malaysian Code on Corporate Governance 2021 (“MCCG 2021”) and the Corporate Disclosure Guide (“CDG”) published by Bursa Malaysia.

### **2. Scope of application**

The CDPP apply to all Directors, Management, employees and Authorised Spokesperson(s) of the Group with regard to handling and disclosing material information, and address the following:

- a) documents filed with, and announcements made to, Bursa Malaysia, Securities Commission and other regulators or authorities, written statements made in the Company’s annual report, financial statements, quarterly reports, press releases, letters, circular to shareholders, electronic mail communication and information on the Company’s corporate website; and
- b) oral statements made in group and individual meetings, telephone conversations, interviews and press conferences with financial analysts, investors and media.

### **3. Dissemination of the CDPP**

Copies of this CDPP Document shall be made available to all Directors, Management, employees and Authorised Spokesperson(s) of the Group via the internal website of the Company to enable accessibility by all. For this purpose, they shall be notified of this Document, its accessibility and, in particular, when significant amendments thereto are made.

#### **4. Administration of the CDPP**

The Board is ultimately responsible for pertinent policies and procedures incorporated in this CDPP Document and for its effective implementation. The Board delegates the administration and implementation of the CDPP to the Executive Director(s) of the Company, who are assisted by the Company Secretary.

#### **5. Disclosure Authorisation**

- 5.1. The authority for announcements to Bursa Malaysia and Securities Commission is vested in the Board of Directors. The authority for other disclosure of material corporate information and activities relating to the Group, as delegated by the Board, is vested in the Executive Director(s) of the Company.
- 5.2. The Executive Director(s), who is assisted by the Company Secretary, shall be responsible for the following:
  - a) determining whether information constitutes material information within the ambit of the Listing Requirements;
  - b) ensuring timely disclosure of material information in accordance with applicable laws and regulations, in particular, the Listing Requirements and stipulations of the Securities Commission;
  - c) approving the contents to be published in the Investor Relations section of the Company's corporate website;
  - d) responding to rumours or reports and unusual market activity as provided under Paragraphs 10 and 11 respectively of the CDPP Document; and
  - e) monitoring adherence to the CDPP, reviewing, assessing and implementing appropriate remedial actions in relation to any violation of the CDPP.

#### **6. Authorised Spokespersons**

- 6.1 The Authorised Spokespersons for the Group shall be the Chief Executive Officer Cum Managing Director and/or his delegate(s).
- 6.2 The Authorised Spokespersons:
  - a) may provide clarification on information which the Company has released to Bursa Malaysia but must not comment on any material information which has not been released to Bursa Malaysia; and
  - b) may attend to all enquiries from media, investment community or other external parties.
- 6.3 When communicating with the media, the investment community or other external parties, the Authorised Spokespersons shall exercise care to ensure comments which may spur speculation or rumours are not made.

## **7 Material information and immediate disclosures**

### **7.1 Material information**

Material information, in accordance with **Paragraph 9.03(2)** of the Listing Requirements, information is considered material, if it is reasonably expected to have a material effect on the following:

- a) the price, value or market activity of any of the Company's securities; or
- b) the decision of a holder of securities of the Company or an investor in determining his/ her choice of action, and may include information which:
  - i) concerns the Company's assets and liabilities, business, financial condition or prospects;
  - ii) relates to dealings with employees, supplies, customers and others;
  - iii) relates to any event affecting the present or potential dilution of the rights or interests of Company's securities; or
  - iv) relates to any event materially affecting the size of the public holding of its securities.

### **7.2 Immediate disclosure of material information**

The Executive Director(s) shall exercise judgment in determining whether information in question is material and requiring immediate disclosure.

Reference shall be made to **Appendix A** for events requiring immediate disclosure to Bursa Malaysia and **Appendix B** for examples of events which may require immediate disclosure.

### **7.3 Withholding of material information**

7.3.1 The Company may, in exceptional circumstances, temporarily refrain from publicly disclosing material information, provided that complete confidentiality is maintained. Where material information is withheld, the Company must refrain from delaying disclosure for an unreasonable period of time since it is unlikely that confidentiality can be maintained beyond a short period of time.

7.3.2 The exceptional circumstances where disclosures can be withheld are limited and constitute an infrequent exception to the normal requirement of immediate public disclosure. In cases of doubt, the presumption must always be in favour of disclosure.

7.3.3 **Paragraph 9.05(3)** of the Listing Requirements provides the following exceptional circumstances where disclosure may be temporarily withheld:

- a) when immediate disclosure would prejudice the ability of the Company to pursue its corporate objectives;
- b) when the facts are in a state of flux and a more appropriate moment for disclosure is imminent; or
- c) where the laws prohibit the disclosure of such information.

#### **7.4 Maintaining confidentiality**

7.4.1 Whenever material information is being temporarily withheld, the Company must ensure that strictest confidentiality is maintained, including limiting the number of persons having access to the material information and ensuring security of all confidential documents.

7.4.2 In the event that material information is or is believed to have been inadvertently disclosed to third parties or where the material information has become generally available through the media or otherwise the Company must immediately announce such information to Bursa Malaysia.

### **8 Monitoring of market activity and making of announcements**

8.1 During a period where information is withheld from the public, the market activity of the Company must be closely monitored. The Company must immediately announce the information withheld to Bursa in accordance with these requirements, if the following circumstances occurs:

- (a) unusual market activity in the Company's securities which signifies that a "leak" of the information may have occurred;
- (b) rumours or reports concerning the information have appeared; or
- (c) where the Company learns that there are signs that insider trading may be taking place.

### **9 Public dissemination**

9.1 The Company must release material information to the public in a manner designed to obtain its fullest possible public dissemination.

9.2 The Company must ensure that no disclosure of material information is made on an individual or selective basis to analysts, shareholders, journalists or other persons unless such information has previously been fully disclosed and disseminated to the public. If material information is inadvertently disclosed at any meetings with analysts, shareholders, journalists or others, it must be publicly disseminated as promptly as possible.

9.3 There may be limited circumstances where selective disclosure of material information is necessary, for example where the company is undertaking a corporate exercise or to facilitate a due diligence exercise. In such circumstances, the company must ensure that:

- (a) the disclosure is restricted to only relevant persons;
- (b) the strictest confidentiality is maintained; and
- (c) the requirement in Paragraph 8 above are complied with.

9.4 If the disclosure is made immediately before or during the trading hours, Bursa Malaysia may impose a temporary halt or suspension in trading of the Company's securities to facilitate dissemination and evaluation of the information released.

9.5 Any public disclosure of material information must be made by an announcement first to Bursa or simultaneously to Bursa Malaysia, the press and newswire services. For the

avoidance of doubt, Company must not release any material information to the media even on an embargoed basis until it has given the information to Bursa Malaysia.

## **10 Clarification, confirmation or denial of rumours or reports**

10.1 Whenever the Company becomes aware of any rumour or report, true or false, that contains material information, the Company must make due enquiry and immediately publicly clarify, confirm or deny the rumor or report.

10.2 For the purpose of Subparagraph 10.1 above, the Company must publicly clarify any rumour or report circulated by any means including by word-of-mouth, an article published in a newspaper, newswire, magazine, a broker's market report or any other publication.

10.3 Response to rumour or report

10.3.1 The Company must respond to a rumour or report by making an immediate announcement to Bursa as follows:

- (a) if the rumour or report contains erroneous material information, a denial or clarification of the rumour or report together with facts sufficient to support the denial or to clarify any misleading aspects of the rumour or report. The Company must also take reasonable effort to bring the announcement to the attention of the party that initially distributed the erroneous rumour or report; and
- (b) if the rumour or report contains material information that is correct, a confirmation of the rumour or report together with the facts of the matter and an indications of the state of negotiations or of corporate plans in the rumoured area. Such announcements are essential even if the matter has yet to be presented to the Company's board of directors for consideration.

10.3.2 In the case of a rumour or report predicting future sales, earnings or other quantitative data, Company is not ordinarily required to provide a response. However, if such a report is manifestly based on or contains erroneous information, or is wrongly attributed to the Company, the Company must :

- (a) respond promptly to the supposedly factual elements of the rumour or report as required under paragraph 10; and
- (b) include in the announcement, a statement to the effect that the Company itself has made no such prediction and it is unaware of any facts that would justify making such a prediction.

## **11 Response to unusual market activity**

11.1 Where unusual price movement, trading activity, or both ("unusual market activity") occurs, the Company must immediately undertake due enquiry to seek the cause of unusual market activity in its securities. The Company must consider, in particular, where there is any information concerning the Group which would account for the unusual market activity that:

- (a) has recently been publicly disclosed;

- (b) has not been publicly disclosed, in which case the unusual market activity may signify that a “leak” of information; or
  - (c) is the subject matter of a rumour or a report.
- 11.2 If the Company determines that the unusual market activity results from material information that has already been publicly disclosed, the Company is generally not required to make further announcement. However, if the unusual market activity indicates that such information may have been misinterpreted, the Company must issue a clarifying announcement to Bursa Malaysia.
- 11.3 If the unusual market activity results from a “leak” of previously undisclosed information, the Company must publicly disclose the information in question in accordance with the Listing Requirements.
- 11.4 If the unusual market activity results from a rumour or report, the Company must comply with Paragraph 10 and 11;
- 11.5 If the cause of the unusual market activity cannot be determined, the Company must announce that there have been no undisclosed developments which would account for the unusual market activity.

## **12 Unwarranted promotional disclosure activity**

The Company must refrain from any form of promotional disclosure activity which may mislead investors or cause unwarranted price movement and activity in the Company’s securities. Such activity includes news releases, public announcements, predictions, reports or advertisements, which are not justified by actual developments concerning the Company, exaggerated, flamboyant, overstated or over-zealous.

## **13 Insider trading**

- 13.1 The Company and parties who may be regarded as insiders must be fully aware of the provisions of the Capital Markets and Services Act, 2007 and the Companies Act, 2016.
- 13.2 A person is an “insider” if that person:
- (a) being an Employee, Officer or Board member of the Group or through having access to the information by virtue of his or her employment, office or profession;
  - (b) possesses information that is not generally available which, on becoming generally available, a reasonable person would expect it to have a material effect on the price or the value of securities; and
  - (c) knows or ought reasonably to know that the information is not generally available.
- 13.3 Insiders must not trade on the basis of material information which is not known to the investing public.
- 13.4 Insiders must not tip off or inform another person of such material information, irrespective of whether such person intends to trade on such information.
- 13.5 Insiders are prohibited from dealing with the Company’s securities while in possession of such material information which has not been previously disclosed, until after such material information has been publicly disclosed.



### 13.6 Closed Period

- 13.6.1 “Closed Period” is defined as a period commencing thirty (30) calendar days before the targeted date of announcement up to the date of the announcement of the Company’s quarterly results to Bursa Malaysia.
- 13.6.2 During Closed Periods, all Authorised Spokesperson are prohibited from commenting on the current period earnings and financial assumptions. Communications must be limited to commenting on publicly available or non-material information.
- 13.6.3 All Authorised Spokespersons must also avoid initiating meetings, whether in person or by phone, with the media, investment community, and other external parties, on items significant to investors, other than responding to unsolicited enquiries concerning factual information.
- 13.6.4 The Company may continue to participate in investment meetings and conferences organised by other parties, as long as material information which has not been publicly disclosed is kept confidential and undisclosed.
- 13.6.5 From time to time, advice relating to trading restrictions in the Company’s securities, in accordance with the provisions of the Listing Requirements, shall be sought from the Company Secretaries or external parties, if deemed expedient.

## 14 Forward-looking information

- 14.1 The Company may provide forward-looking information to convey its future direction to the public, in order to enable reasoned market valuation of the Company’s securities, provided that such forward-looking information does not constitute undisclosed material information/ future earnings and has been reviewed and/ or approved by the Executive Directors or the Board. Such information may include prospects, revenue, profits estimates, forecasts, projections or internal targets or key performance indicators which are based on historical and publicly disclosed data.
- 14.2 All documents containing forward-looking information shall be accompanied by a disclaimer cautioning investors of the risks and uncertainties which may cause actual results and developments to differ materially from those envisaged in the forward-looking information. When making oral representation on forward-looking information, the Authorised Spokespersons shall take reasonable care and include such disclaimer to the same effect.

## 15 Dealings with the media, investment community and other external parties

- 15.1 Only the Authorised Spokespersons are permitted to participate in briefing sessions, meet with, initiate contacts with, or respond to calls from, the media, investment community or other external parties, including other market professionals on behalf of the Company.
- 15.2 The Authorised Spokespersons speaking at conferences, briefings or interviews must submit the materials information, including presentation materials, hand-outs and speaking notes, at the sessions to, and obtain approval/ clearance from, the Executive Directors before the actual conference, briefing or interview.

- 15.3 Subject to its applicability, the Company may make available on its corporate website the materials and/ or information presented or used during analyst briefings.
- 15.4 In communications with the media, investment community and other external parties, the Company's Authorised Spokespersons shall only provide factual and non-speculative information which has been reviewed and/ or approved by the Executive Director(s).
- 15.5 In the event that material information which has not been previously disclosed is inadvertently disclosed at communication sessions with the media, investment community or any external parties, the Authorised Spokespersons shall immediately inform the Executive Director(s) and the Company shall immediately make full, complete and accurate disclosure to Bursa Malaysia and the public in accordance with the provisions of the Listing Requirements and this CDPP Document.
- 15.6 When the answering of unexpected questions involves, or may involve, the disclosure of previously undisclosed material information during communication sessions with the media, investment community and any other external parties, the Authorised Spokespersons shall decline to respond to the questions and, if appropriate, take the questions on notice for further action as determined by the Executive Director(s).

## **16 Procedures for disclosure of material information**

- 16.1 The Board shall manage all the Company's releases of announcement of material information to Bursa Malaysia through the Company Secretarial Department.
- 16.2 The Company Secretary shall draft the announcement to be tabled for the Board's approval.
- 16.3 Prior to the approval of the Board, the Heads of Finance Department and other relevant departments or business units shall be responsible in reviewing and verifying the accuracy of all information, including financial data and information related to their respective departments/ business units, contained in the announcement.
- 16.4 All announcements, apart from administrative announcements as set out below, shall be approved by the Board before they are released to Bursa Malaysia by the Company Secretaries:
  - (i) Any notice relating to substantial shareholder (Section 137/Section 138/Section 139) which the Company has received;
  - (ii) Any notice by Director pursuant to Section 219(1) of the Companies Act, 2016 and Paragraphs 14.08 and 14.09 of the Listing Requirements which the Company has received in relation to the Company's securities listed on Bursa Malaysia (dealings in securities by Directors and principal officers during/ outside closed periods);
  - (iii) Announcements in respect of share buy-back pursuant to Paragraphs 12.05, 12.08 and 12.19 of the Listing Requirements; and
  - (iv) Immediate announcement required under Paragraph 10.09(2)(e) of the Listing Requirements when the actual value of a Recurrent Related Party Transaction ("RRPT") entered into by the Company exceeds the estimated value of the RRPT disclosed in the circular by 10% or more.

The Board shall be immediately notified of all such announcements.

- 16.5 Subject to approval of the Board, in the event the Executive Director(s) believe that a trading halt is necessary to maintain efficient trading of the Company's securities and having the news or material information better understood and widely disseminated, the Company, via the Company Secretaries, may request Bursa Malaysia for a suspension in the trading of the Company's securities, so that an announcement can be made.

## **17 Misrepresentation of information**

- 17.1 The Executive Director(s) shall be promptly notified if any person, to whom this CDPP Document applies, becomes aware of the following:
- i) misrepresentation or suspected misrepresentation of information publicly disclosed by the Company;
  - ii) there has been or may have been a failure to make timely disclosure of material information; or
  - iii) any alleged breach or violation of this CDPP Document.
- 17.2 The Executive Director(s) shall conduct a reasonable investigation of the notified matter and undertake necessary corrective actions, with the priority of ensuring prompt disclosure in accordance with the Listing Requirements and this CDPP Document.

## **18 Disclosure records**

The Company Secretarial Department shall maintain, apart from the announcements made to Bursa Malaysia and Securities Commission, a file containing all significant press releases, investor presentations, executive speeches, and as much as practicable, significant media articles on the Group.

## **19 Consequences for non-compliance with this CDPP Document**

- 19.1 The Company takes corporate disclosure seriously. Non-compliance with this CDPP Document may constitute a breach of the Capital Markets and Services Act 2007, Companies Act, 2016, the Listing Requirements and/ or the Company's Code of Conduct/Ethics.
- 19.2 Breach(es) or violation(s) of this CDPP Document may result in disciplinary action against the persons to whom this CDPP Document applies, including dismissal in serious cases.

## **20 Approval and Revision of CDPP Document**

The Executive Director(s), with the assistance of the Company Secretary, shall review and assess the relevance and effectiveness of this CDPP from time to time or when changes to regulatory requirements necessitate a revision. Recommendation(s) for revisions, including rationale for the changes, shall be highlighted to the Board for its approval.

The Board of Directors has approved this revised CDPP Document on 25<sup>th</sup> February 2025.

## **Appendix A**

Guided by the **Paragraph 9.19** of the Listing Requirements, the following is a non-exhaustive list of events and/or activities which require immediate announcement to Bursa Malaysia:

1. Any intention to fix a books closing date and its reason, stating the books closing date, which must be at least 10 market days after the date of announcement to Bursa Malaysia;
2. Any recommendation or declaration of a dividend or distribution which complies with the following:
  - a) the announcement must include:
    - i) the amount per share;
    - ii) the mode (in cash, by shares or both) and date of payment which is within 1 month from the books closing date; and
    - iii) where a Dividend Reinvestment Scheme is applicable to that dividend, to state the same and the amount of the dividend per share which will be subjected to the scheme;
  - b) where a dividend or distribution is not taxable in the hands of shareholders, this must be stated in the announcement to Bursa Malaysia and on the dividend or distribution advice to shareholders; and
  - c) where there is a variation in an interim or a final dividend or distribution for the corresponding period in the previous year, the directors must state the reasons for the variation at the time of the recommendation or declaration;
3. Any recommendation or decision that a dividend will not be declared;
4. Any change in the terms of a debt security or a convertible security;
5. Any general meeting (other than a meeting convened to pass a special resolution or an annual general meeting), at least 14 days before such meeting is held, and in the case of a meeting convened to pass a special resolution or to hold an annual general meeting, at least 21 days before such meeting is held. The announcement must include the date of the Record of Depositors which the Company requires for purposes of determining whether a depositor shall be regarded as a member entitled to attend, speak and vote at the general meeting;
6. All resolutions put to a general meeting of a Company and immediately after such meeting whether or not the resolutions were carried. The announcement must include –
  - (a) the total number of votes cast on the poll (together with the percentage) in favour of and against the resolution; and
  - (b) the name of the scrutineer;
7. Any call to be made upon any of the partly paid share capital of the Company;

8. Any change of address, telephone number, email address or facsimile number of the registered office of the Company or of any office at which the register of securities of the Company is kept;
9. Any proposed change of the name of the Company;
10. Any change in the financial year end of the Company together with the reasons for the change;
11. Any change in the composition of the Board of Directors of the Company. An announcement to Bursa Malaysia:
  - a) on the appointment of a Director must include the information contained in Part A of Appendix 9A of the Listing Requirement; or
  - b) on the cessation of office of a Director must include the reasons given for the cessation, including but not limited to, any information relating to his disagreement with the Board and a statement as to whether or not there are any matters that need to be brought to the attention of the shareholders of the Company;
12. Any change in the composition of the Audit Committee of the Company. An announcement to Bursa Malaysia on the appointment of Audit Committee members must state whether the appointees are Independent Directors;
13. Any change or proposed change in the Chief Executive of the Company. An Announcement to Bursa Malaysia;
  - a) on the appointment of the Chief Executive must include the information contained in Part B of Appendix 9A of the Listing Requirement; or
  - b) on the cessation of office of the Chief Executive must include the reasons given for the cessation, including but not limited to any information relating to his disagreement with the Board and a statement as to whether or not there are any matters that need to be brought to the attention of the shareholders of the Company;
14. Any change or proposed change in the Chief Financial Officer of the Company. An announcement to Bursa Malaysia:
  - a) on the appointment of the Chief Financial Officer must include the information contained in Part B(A) of Appendix 9A of the Listing Requirements; or
  - b) on the cessation of office of the Chief Financial Officer must include the reasons given for the cessation, including but not limited to, any information relating to his disagreement with the Board and a statement as to whether or not there are any matters that need to be brought to the attention of the shareholders of the Company;
15. Any appointment or change in the legal representative(s) (or person(s) of equivalent authority, however described), with sole powers to represent, exercise rights or enter into binding obligations, on behalf of the Company or its foreign principal subsidiary pursuant to any relevant law applicable to the Company or its foreign principal subsidiary. An announcement to Bursa Malaysia must include the information contained in Part B (B) of Appendix 9A of the Listing Requirements;

16. Any change in the Company Secretary or external auditors of the Company. An announcement to Bursa Malaysia on the cessation of office of the external auditors must include the reasons for the cessation where there are written representations or explanations for such cessation, including but not limited to, a statement whether or not there are any matters that need to be brought to the attention of the shareholders of the Company;
17. Any change in the independent adviser appointed by the Company pursuant to the Listing Requirements. An announcement on the cessation of service of the independent adviser must include the reasons given for the cessation, including but not limited to, a statement whether or not there are any matters that need to be brought to the attention of the shareholders of the Company;
18. Any proposed alteration of the Constitution of the Company;
19. Any notice relating to substantial shareholding which the Company has received;
20. Any notice referred to in Section 219(1) of the Companies Act, 2016 which the Company has received in relation to the Company's securities listed on Bursa Malaysia;
21. Any winding-up of the Company as follows:
  - (a) in relation to a Company which is a corporation, or its subsidiary or major associated company –
    - (i) presentation of a winding-up petition;
    - (ii) winding-up order being made; or
    - (iii) commencement of a voluntary winding-up in accordance with section 441 of the Companies Act; or
  - (b) in relation to a Company which is a collective investment scheme or business trust, the occurrence of an event specified under the deed, the relevant guidance issued by the Securities Commission or the Capital Markets and Services Act 2007 which will result in the collective investment scheme or business trust wound up or terminated.

An announcement to Bursa Malaysia pertaining to the winding-up must include the information contained in Part C of Appendix 9A of the Listing Requirements;

22. The appointment of, or any change in, the following persons over the Company, any of its subsidiaries or major associated companies or any part of the properties of the Company, its subsidiaries or major associated companies:
  - (a) a receiver, manager or receiver and manager;
  - (b) a liquidator (which includes and interim liquidator);
  - (c) a special administrator; or
  - (d) such other person of a similar capacity.

An announcement pertaining to the appointment of a receiver, manager, receiver and manager or such other person of a similar capacity must include the information contained in Part D of Appendix 9A of the Listing Requirements. An announcement on the appointment of the liquidator (which includes an interim liquidator) or special administrator must include the information contained in Part E of Appendix 9A of the Listing Requirements;

23. The procurement of a court order restraining proceedings against the Company or any of its subsidiaries or major associated companies under Section 368 of the Companies Act, 2016. An announcement on the restraining order must include the information contained in Part F of Appendix 9A of the Listing Requirements;
24. Any acquisition (including subscription) of shares in Company or any other event which results in the holding being 5% or more of the total number of issued shares (excluding treasury shares) of that Company;
25. Any disposal of shares in another Company or any other event which results in the holding falling below 5% of the total number of issued shares (excluding treasury shares) of that Company;
26. Any proposed issue or offer of securities by the Company;
27. Any variation of the rights attaching to a class of securities of the Company;
28. The level of subscription in relation to an issue or offer of securities by the Company;
29. The decision to allocate excess securities in relation to a rights issue by the Company and the basis of such allocation;
30. Any change to the utilisation of proceeds raised by the Company from the issuance of securities that deviates by 5% or more from the total proceeds raised;
31. Any deviation of 10% or more between the profit after tax and non-controlling interest stated in a financial estimate, forecast or projection previously announced or disclosed in a public document and the announced financial statements, giving an explanation of the deviation and the reconciliation of the deviation;
32. Any deviation of 10% or more between the profit or loss after tax and non-controlling interest stated in the announced unaudited financial statements and the audited financial statements, giving an explanation of the deviation and the reconciliation of the deviation;
33. Any circumstances or development which are likely to materially affect the results or outcome of any financial estimate, forecast, projection or internal targets of the Company previously announced or disclosed in a public document, giving an explanation of the possible outcome arising from such circumstances or development on the financial estimate, forecast, projection or internal targets of the Company;
34. Any shortfall in the actual profit guarantee received by the Company as compared with the profit guarantee previously announced or disclosed in a public document (if any) and the steps taken or proposed to be taken to recover the shortfall;
35. Any modified opinion or material uncertainty related to going concern in an external auditors' report. The announcement must set out the full details of such modified opinion or material uncertainty related to going concern and include the following:
  - (a) all key audit matters disclosed in the external auditors' report;

- (b) steps taken or proposed to be taken to address those key audit matters that relate to the modified opinion or material uncertainty related to going concern; and
  - (c) the timeline for the steps referred to in sub-paragraph (b) above;
- 36. A call of securities for redemption by the Company;
- 37. Any listing of any part of the securities of the Company or any of its subsidiaries on any other stock exchange, stating which other stock exchange;
- 38. Any material information or financial documents that is released to or lodged with any other stock exchange or other regulator which is available to the public;
- 39. If a material loan or borrowing is announced pursuant to Paragraph 9.03 and the relevant documents for such loan or borrowing contain conditions, covenants or restrictions relating to the shareholdings of a controlling shareholder, the announcement must include:
  - (a) details of such conditions, covenants or restrictions including any restrictions placed on change in control of the Company; and
  - (b) the aggregate level of the facilities that may be affected by a breach of such conditions, covenants or restrictions.
- 40. Any change of control in the Company;
- 41. Any agreement to sponsor a depository receipt programme. An announcement must include the information contained in Part G of Appendix 9A of the Listing Requirements ;
- 42. Any material amendment of the terms of the agreement for the sponsorship of a depository receipt programme, or the termination of such programme, stating the reasons and consequences of the termination;
- 43. Any discovery of mineralisation or hydrocarbons by the Company or its subsidiaries whose activities include exploration for natural resources stating whether any of the figures or estimates in the discovery have been verified by a geologist, or other expert, and if so, particulars of the geologist or expert;
- 44. Any pending litigation or occurrence of circumstances of a material nature in which the Company being a mining, plantation or timber corporation or any of its subsidiaries may be involved which may affect its income derived from title to or possession of any of its properties, licenses or concessions from governmental authorities;
- 45. Any valuation which has been conducted on the non-current assets of the Group, where the revaluation surplus or deficit will be incorporated in the financial statements of the Company. The Company must announce the valuation upon the Board approving the incorporation of the revaluation surplus or deficit in the financial statements of the Company and must include the information contained in Part H of Appendix 9A of the Listing Requirements in the announcement to Bursa Malaysia. The Company must make available a copy each of the valuation reports for inspection at the Company's registered office for a period of 3 months from the date of announcement;



46. Any material development to corporate proposals previously announced, including the following:
- a) variation of terms, including any extension of time agreed to or granted by the relevant party to the transaction;
  - b) lapse of any timeframe stipulated under the agreement for the performance of certain obligations;
  - c) submission of the proposal and any variation to regulatory authorities for approval;
  - d) receipt of any decision from regulatory authorities, stating amongst others, conditions imposed or reasons for rejection, where applicable;
  - e) submission of any application to the regulatory authorities for variation of conditions;
  - f) lapse of timeframe imposed by the relevant regulatory authorities, within which the corporate proposal must be completed and the submission of any application for extension of time to complete implementation of the corporate proposal;
  - g) completion of the corporate proposal; or
  - h) termination of the corporate proposal, stating among others:
    - i) the reasons for the termination;
    - ii) whether the Company will be pursuing or taking any legal action (where applicable); and
    - iii) the financial impact (if any) to the Company pursuant to the termination in terms of the effect on earnings per share and net asset per share;
47. Any information in relation to a proposed take-over or take-over offer which is required to be announced to Bursa Malaysia pursuant to the Take-Overs and Mergers Code;
48. In relation to a take-over offer pursuant to the Take-Overs and Mergers Code or a corporate proposal undertaken by or in relation to the Company, upon 90% or more of the listed shares (excluding treasury shares) or listed units of the Company being held by a shareholder or a unit holder either individually or jointly with associates of the said shareholder or unit holder. In relation to a take-over offer, the Company must include the information contained in Part J of Appendix 9A of the Listing Requirements in the announcement to Bursa Malaysia;
49. Any decision to implement a Share Grant Scheme. An announcement to Bursa Malaysia on the decision to implement such a scheme must include the information required of a Share Issuance Scheme in Appendix 6A of the Listing Requirements, where applicable, and with the necessary modifications;
50. Any decision to terminate a Employee Share Scheme before its expiry. An announcement to Bursa Malaysia on the termination of such a scheme must include the following information:
- a) the effective date of termination;
  - b) the number of options exercised or shares vested under the scheme; and
  - c) the reasons for termination;

51. Any options or shares offered under a Share Issuance Scheme. An announcement on the options or shares offered must be made on the date of the offer and must include the following information:
- a) date of offer;
  - b) exercise price of options offered, if applicable;
  - c) number of options or shares offered;
  - d) market price of its securities on the date of the offer;
  - e) number of options or shares offered to each Director, if any; and
  - f) vesting period of the options or shares offered; or
52. Any employee share scheme implemented by a subsidiary either by way of an issuance of new shares or grant of its existing shares. An announcement on such a scheme must include the following information:
- a) principal terms of the employee share scheme implemented by the subsidiary; and
  - b) financial effect (including the dilutive effect, if any) of the employee share scheme implemented by the subsidiary.

## **Appendix B**

Guided by the **Paragraph 9.04** of the Listing Requirements, the following is a non-exhaustive list of events and/or activities which may require immediate disclosure by the Company:

- a) the entry into a joint venture agreement or merger;
- b) the acquisition or loss of a contract, franchise or distributorship rights;
- c) the introduction of a new product or discovery;
- d) a change in management;
- e) the borrowing of funds;
- f) the commencement of or the involvement in litigation and any material development arising from such litigation;
- g) the commencement of arbitration proceedings or proceedings involving alternative dispute resolution methods and any material development arising from such proceedings;
- h) the purchase or sale of an asset;
- i) a change in capital investment plans;
- j) the occurrence of a labour dispute or disputes with sub-contractors or suppliers;
- k) the making of a tender offer for another corporation's securities;
- l) a change in general business direction;
- m) a change of intellectual property rights;
- n) the entry into a memorandum of understanding; or
- o) the entry into any call or put option or financial futures contracts.