

# CORPORATE GOVERNANCE REPORT

**STOCK CODE** : 7154  
**COMPANY NAME** : Classita Holdings Berhad  
**FINANCIAL YEAR** : June 30, 2024

## OUTLINE:

### **SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE**

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

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

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

## SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

### Intended Outcome

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

### Practice 1.1

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

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board of Directors ("Board") of Classita Holdings Berhad ("Classita" or "the Company") is responsible for the overall corporate governance and strategic direction of the Group.</p> <p>The Board delegates certain responsibilities and duties to the Board Committees which operate within the Terms of Reference approved by the Board. These Committees include the Audit Committee ("AC"), Nominating Committee ("NC"), Remuneration Committee ("RC") and Risk Management Committee ("RMC").</p> <p>The Board also delegates the implementation of its strategies to the Executive Directors. However the Board remains ultimately responsible for corporate governance and affairs of the Company.</p> <p>The Board is guided by the Board Charter in discharging its duties and responsibilities. The Board Charter is available on the Company's website, <a href="http://www.classitaholdings.com">www.classitaholdings.com</a></p> <p>It is the general policy of the Company that all major decisions be considered by the Board as a whole. Schedule of matters specifically reserved to the Board for decision-making, which include but not limited to the following:</p> <ul style="list-style-type: none"><li>• Approval of business plan</li><li>• Acquisition and disposal of material assets</li><li>• Declaration and payment of dividends</li><li>• Approval of financial statements</li><li>• Appointment of directors and key senior management</li><li>• Approval of remunerations</li><li>• Related party transactions</li></ul> <p>Since end August 2022, the Board monitored the implementation of the Group's strategic initiatives through reporting updates by the</p>

	<p>Management in the quarterly Board meetings. The NC had then assisted the Board in ensuring that there was effective and orderly succession planning in the Group.</p> <p>In the areas of risk management, the RMC had assisted the Board in identification and managing the risk exposure of the Group whilst the AC had requested the Internal Auditors to conduct a risk assessment review exercise to ensure the adequacy and control in mitigating the principal risks identified are in place. The AC also assisted the Board through the Internal Auditors in monitoring the internal audit functions of the Group. Further details of the work done by the AC are disclosed in the AC Report section of the Company’s Annual Report (“AR 2024”).</p>	
<p><b>Explanation for departure</b></p>	<p>:</p>	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p><b>Measure</b></p>	<p>:</p>	
<p><b>Timeframe</b></p>	<p>:</p>	

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>As at 30 June 2024, Classita Board was chaired by Mr. Ng Keok Chai.</p> <p>The Executive Chairman is responsible for the leadership, effectiveness, conduct and governance of the Board and its relations with shareholders and other stakeholders.</p> <p>The roles and responsibilities of the Executive Chairman of the Board are as follows:-</p> <ul style="list-style-type: none"><li>• Leading the Board in establishing and monitoring good corporate governance practices in Classita Group.</li><li>• Setting the board agenda for each meeting with the assistance of the Company Secretaries and ensuring the Board members receive complete and accurate information in a timely manner.</li><li>• Chairing Board meetings and to encourage active participation from the Board members. Dissenting views are allowed to be freely expressed and discussed, while promoting constructive contributions from the Board members.</li><li>• Ensuring an efficient organisation and conduct of the Board's function and meetings.</li><li>• Chairing general meetings of the Company and providing clarification on issues that may be raised by the shareholders.</li><li>• Ensuring effective communication with shareholders and other relevant stakeholders.</li><li>• Performing other responsibilities assigned by the Board from time to time.</li></ul>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	



**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	The Board acknowledges that there should be a clear division of responsibilities between leadership of the Board and the executive management responsible for managing the Group's business.  As at 30 June 2024, the Company did not appoint any Managing Director/CEO.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

### Intended Outcome

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

### Practice 1.4

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

<i>Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.</i>	
<b>Application</b> :	Applied
<b>Explanation on application of the practice</b> :	During the financial year ended 30 June 2024 ("FY2024"), the Chairman of the Board was not a member of the AC, NC and RC.
<b>Explanation for departure</b> :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
<b>Measure</b> :	
<b>Timeframe</b> :	

## 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Company Secretary is a member of professional body and qualified to act as Company Secretary. Her brief profile is as follows:</p> <p>Ms. P'ng Chiew Keem, Riko, is an associate member of the Malaysian Institute of Chartered Secretaries &amp; Administrators (MAICSA). She started her career with one of the "Big Four" international accounting firms in Malaysia. She then furthered her studies in Business Management Education in the Asian Institute of Management (AIM), a pioneer business school in Asia, founded in 1968 by the Harvard Business School together with a consortium of prominent business leaders and academic institutions. She has more than 21 years of experience in handling corporate, secretarial, and compliance matters to a large portfolio of clients, indirect tax consulting, accounting and corporate advisory.</p> <p>The primary responsibilities of the Company Secretary are as follows:</p> <ul style="list-style-type: none"><li>a) To properly maintain the secretarial records, preparation of resolutions and other secretarial functions of the Company;</li><li>b) To issue notice and attend the meetings of the Board, Board Committees and shareholders and to record the minutes of such meetings;</li><li>c) To assist in corporate governance practices, by proposing relevant agenda items to be included as recurring meeting agenda;</li><li>d) To facilitate the conduct of the assessments to be undertaken by the Board and/or Board Committees as well as to compile the results of the assessments for the Board and/or Board Committee's deliberation;</li><li>e) To update the Board on the changes, which are relevant to the Company, of the listing requirements upon receiving the circulars from Bursa Securities; and</li><li>f) To advise on corporate disclosures and compliances.</li></ul> <p>During the FY2024, the Company Secretary had attended various webinars and professional development programmes to keep herself abreast with the regulatory changes in employment law and other areas of governance and financial reporting.</p>
<b>Explanation for departure</b>	:	



<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b> :		
<b>Timeframe</b> :		

**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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>Board meetings had been scheduled on a quarterly basis. However, additional meetings could be convened as and when circumstances required. During FY2024, a total of 8 Board meetings were held.</p> <p>Meeting materials for matters to be transacted at each meeting (“Board Papers”) of the Board and Board Committees are to be circulated at least 7 days in advance of each meeting to enable sufficient time for the directors to peruse the agendas tabled and to consider the relevant information before the meeting.</p> <p>The Board may invite Management and Head of Departments to the Board meetings if required to provide insights into matters being discussed and/or to furnish clarification on issues that may be raised by the Directors.</p> <p>All the directors have unrestricted access to the services of the Company Secretary and may inspect the minutes, resolutions and other statutory documents of the Company during office hours.</p> <p>All deliberations and decisions made at Board meetings were properly documented in the minutes including matters where directors abstained from voting or deliberation. The minutes of proceedings had been circulated in a timely manner.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board is guided by a Board Charter which clearly identifies the respective roles and responsibilities of the Board, Board Committees and the Management.</p> <p>The Board reviews the Board Charter periodically as and when required to ensure its relevance.</p> <p>The Board Charter is available on the Company’s website at <a href="http://www.classitaholdings.com">www.classitaholdings.com</a></p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>In compliance with the Main Market Listing Requirements ("MMLR") and Section 17A of the Malaysian Anti-Corruption Commission Act 2009, the Company adopts the Anti-Bribery and Anti-Corruption ("ABAC") Policy which governs the prevention of corruption and unethical practices within the Group. The ABAC Policy sets forth the policy statement and guidelines on how to deal with improper solicitation, bribery and other corrupt activities and issues that may arise in the course of business.</p> <p>The Board has also adopted a Code of Ethics for the directors which sets out the business practices, standards and ethical conducts expected from the directors, and a Code of Conducts and Ethics for all employees in the course of their employment with the Group.</p> <p>The ABAC Policy and the abovementioned codes are available on the Company's website at <a href="http://www.classitaholdings.com">www.classitaholdings.com</a></p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board has adopted a Whistleblowing which enables employees and stakeholders to report genuine concerns about unethical behaviours and malpractices, illegal acts or failure to comply with the regulatory requirements.</p> <p>The Whistleblowing Policy provides an avenue for employees and stakeholders to report any breach or suspected breach, in a secured and confidential manner.</p> <p>The Whistleblowing Policy is available on the Company’s website at <a href="http://www.classitaholdings.com">www.classitaholdings.com</a></p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	The Board recognizes sustainability governance and practices are fundamental to support the long term success and value creation of the Group. The Board of Directors is responsible for the oversight of the Group's business sustainability strategy and performance and to ensure adequate resources, systems and process are in place for managing sustainability matters.  The Group's sustainability initiatives and performance are reported under the Sustainability Statement section of the AR 2024.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board has established a transparent communication with the Group’s internal and external stakeholders to ensure they are aware of the Group’s sustainability strategies, targets and performances.</p> <p>The stakeholders’ engagement methods are regularly assessed with the objective of understanding the stakeholders’ interests and/or concerns before the Company makes its business decisions and policies.</p> <p>The details pertaining to the stakeholders’ engagement are disclosed in the Sustainability Statement section of the AR 2024.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board acknowledges the needs to have sufficient understanding and knowledge of sustainability matters that are relevant to the Company and its business, including climate related risks and opportunities.</p> <p>During FY2024, the directors had attended the sustainability and/or Environmental, Social and Governance (“ESG”) trainings to stay abreast and up-to-date in this area.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		



**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board is committed to ensure that the directors and senior management of the Company possess a broad balance of skills, knowledge, experience, strengths, independence and diversity.</p> <p>The annual performance evaluation of the Board is performed using assessment forms. The criterion for Board assessment includes a variety of topics and cover areas such as accountability, skills, expertise and experience required in discharging their functions effectively.</p> <p>During the year, the annual assessment of the Board for the has included the review on the Board’s performance in addressing sustainability risks and opportunities. The Board effectiveness evaluation exercise were conducted through peer evaluation which covers various sustainability-related areas.</p> <p>For FY2024, the directors including senior management performed their duties in addressing sustainability issues and they had made concerted efforts in driving positive impact on ESG factors.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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.*

<b>Application</b>	:	Choose an item.
<b>Explanation on adoption of the practice</b>	:	

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	The Board through the NC assessed the tenure of each director including the directors due for annual re-election.  The NC also reviews the effectiveness of the Board as a whole, its overall composition in terms of size, the required mix of skills, experience and other qualities and core competencies of the Directors of the Company as well as the effectiveness of the Board Committees on an annual basis.
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	As at 30 June 2024, the Board comprised of eight (8) Directors, of whom four (4) directors are Independent Non-Executive Directors.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	As at 30 June 2024, none of the Independent Directors has exceeded a cumulative term limit of nine (9) years.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

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

**Practice 5.4 - Step Up**

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

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

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The NC is responsible to assess the suitability of new candidate before appointment as director of the Company. The Executive Directors are the senior management of the Company.</p> <p>As part of the selection process for appointment as director, the NC shall review the composition of the Board as to the need of new appointment to enhance the Board's effectiveness with due regard for diversity in skills, experience, age, cultural background, time commitment and gender.</p> <p>After the assessment, the NC will table its recommendation to the Board. The Board will then consider the recommendation of the NC and makes the final decision as to the appointment of director. The Company Secretary then ensures the relevant procedures relating to the appointment of the new director are properly executed.</p> <p>The Directors' commitment in carrying out their duties and responsibilities is reflected by their attendance at the Board and Board Committees meetings held during the year.</p> <p>The Board is satisfied that each Director has devoted sufficient time to effectively discharge his/her responsibilities.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	

<b>Timeframe</b>	:		
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### 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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	The NC identifies and searches for candidates through various contacts and recommendations from independent sources including proposal from the directors, management and major shareholders.  The selection process for appointment of new director is set out in Practice 5.5.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The details of the retiring directors standing for re-election at the forthcoming annual general meeting ("AGM") are provided in the Directors' profile section of the AR 2024.</p> <p>The Board had supported the re-election of Ng Keok Chai, Dato' Kang Chez Chiang and Dato' Pahlawan Mior Faridalathrash Bin Wahid as directors of the Company at the forthcoming AGM. The justifications are set out in the AR 2024 and in the Notice of the AGM under the explanatory notes.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	As at 30 June 2024, the NC of Classita was chaired by Dato' Kang Chez Chiang, an Independent Director of the Company.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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.

<b>Application</b>	:	Departure	
<b>Explanation on application of the practice</b>	:		
<b>Explanation for departure</b>	:	As at 30 June 2024, the Board comprised of one (1) female director, namely Datuk Aureen Jean Nonis, representing 12.5% female director representation in the Board.	
		The Board complies with the MMLR which requires at least 1 women director on the Board. As alternate practice, the Board provides equal opportunity to candidates with merits.	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.	
<b>Timeframe</b>	:	Choose an item.	

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	The Board has established a policy of at least one female director on the Board. Details are set out in Corporate Governance Overview Statement section of the AR2024.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

## 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.

<i>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.</i>	
<b>Application</b>	: Applied
<b>Explanation on application of the practice</b>	: <p>During FY2024, the NC had carried out its duties to perform the annual assessment of the Board, Board Committees and each individual director.</p> <p>The assessment of the Board and Board Committees were carried out by way of questionnaires in regard to mix of skills, knowledge, competency, proceeding of meetings, experiences, timely reporting and so forth. Whilst the assessments of individual directors were carried out by way of self-assessment questionnaires sent to the director's concerned. The self-assessment questionnaires covered amongst others the character, integrity, contributions in meetings, quality of input, time commitment, understanding of role and so forth.</p> <p>The NC deliberated and made its recommendations to the Board. The director's concern had abstained from deliberating on his own assessment.</p> <p>Based on the assessments, the NC was satisfied with the performance of the Board, Board Committees and individual directors during FY2024.</p>
<b>Explanation for departure</b>	:  
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
<b>Measure</b>	:  
<b>Timeframe</b>	:  



### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The RC is responsible for reviewing and recommending the remunerations of the Executive Directors to the Board. The RC is objective, fair and transparent in its process to ensure a competitive remuneration are in place to motivate, reward and retain calibre directors of executive position in managing the business of the Group. None of the Executive Directors participate in determining their respective remuneration packages.</p> <p>The remuneration framework is reflective of the executive directors' level of responsibilities, experiences, length of services and individual performances. The Remuneration Committee will also consider the similar industry remuneration as a benchmark and the financial performance of the Group when making its recommendations to the Board.</p> <p>The RC also reviews and recommends the proposed fees and benefits payable to the Non-Executive Directors based on their level of responsibilities and commitment required. The Board as a whole will then consider the recommendations of the RC and proposed to the shareholders for approval at the annual general meeting ("AGM") of the Company.</p> <p>The Remuneration Policy is available on the Company's website at <a href="http://www.classitaholdings.com">www.classitaholdings.com</a></p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		



<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	The Board has established a RC with defined terms of reference. The RC is responsible for reviewing the remunerations of directors according to the Remuneration Policy and tables its recommendation to the Board.  As at 30 June 2024, the RC comprised entirely Independent Directors. The Terms of Reference of the RC is available on the Company's website at <a href="http://www.classitaholdings.com">www.classitaholdings.com</a>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	The details of the remuneration for each Director of the Company on named basis are disclosed herein.

No	Name	Directorate	Company (RM'000)							Group (RM'000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Ng Keok Chai	Executive Chairman			173.00		17.40	9.09	199.29			288.00		17.40	15.14	320.54
2	Dato' Mior Faridalathrash Bin Wahid	Executive Director			72.00		8.80	4.05	84.85			120.00		8.80	6.74	135.54
3	Datuk Kuan Poh Huat	Executive Director			180.00			24.10	204.10			300.00		-	40.15	340.15
4	Krishnan A/L Dorairaju	Independent Non-Executive Director	54.00	5.00					59.00	54.00	5.00					59.00
5	Dato Kang Chez Chiang	Independent Non-Executive Director	36.00	5.00					41.00	36.00	5.00					41.00
6	Chong Seng Ming	Independent Non-Executive Director	36.00	4.50					40.50	36.00	4.50					40.50
7	Datuk Aureen Jean Nonis	Independent Non-Executive Director	36.00	4.50					40.50	36.00	4.50					40.50
8	Lester Chin Kent Lake	Non-Independent and Non-	33.00	3.00					36.00	33.00	3.00					36.00

		Executive Director														
9																
10																
11																
12																
13																
14																
15																

### 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.

<b>Application</b>	:	Applied – the company discloses the remuneration of members senior management who are not members of the board	
<b>Explanation on application of the practice</b>	:	The Executive Directors of the Company are also the senior management and their remuneration for FY2024 are disclosed herein.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

No	Name	Position	Company					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Ng Keok Chai	Executive Chairman	250,001-300,000	Choose an item.	Choose an item.	0-50,000	0-50,000	300,001-350,000
2	Dato' Pahlawan Mior Faridalathrash Bin Wahid	Executive Director	100,001-150,000	Choose an item.	Choose an item.	0-50,000	0-50,000	100,001-150,000
3	Datuk Kuan Poh Huat	Executive Director	250,001-300,000	Choose an item.	Choose an item.	0-50,000	Choose an item.	300,001-350,000
4	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
5	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.

**Intended Outcome**

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

**Practice 8.3 - Step Up**

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

<b>Application</b>	:	Adopted
<b>Explanation on adoption of the practice</b>	:	The detailed remuneration of each member of senior management on a named basis for FY2024 are disclosed herein.



No	Name	Position	Company ('000)					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Ng Keok Chai	Executive Chairman	288.00	Input info here	Input info here	15.14	17.40	320.54
2	Dato' Pahlawan Mior Faridalathrash Bin Wahid	Executive Director	120.00	Input info here	Input info here	6.74	8.80	135.54
3	Datuk Kuan Poh Huat	Executive Director	300.00	Input info here	Input info here	40.16	Input info here	340.16
4	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
5	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

**Intended Outcome**

There is an effective and independent Audit Committee.

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

**Practice 9.1**

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

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	As at 30 June 2024, the AC was chaired by Mr. Krishnan A/L Dorairaju and he was not the Chairman of the Board.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Company's Terms of Reference of the AC requires a former key audit partner to observe a cooling-off period of at least 3 years before being appointed as a member of the AC.</p> <p>In FY2024, none of the members of the Board was a former key audit partner of the Group.</p> <p>The Terms of Reference of the AC is available on the Company's website at <a href="http://www.classitaholdings.com">www.classitaholdings.com</a></p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Audit Committee is responsible to conduct an annual evaluation to assess the suitability, objectivity and independence of the external auditors.</p> <p>The AC had assessed the suitability, objectivity and independence of the Company's external auditors, PKF PLT who performed the audits of the Company for FY2024.</p> <p>After having considered amongst others their independence and resources, the AC had recommended PKF PLT to the Board for re-appointment subject to shareholders' approval at the AGM of the Company</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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.

<b>Application</b>	:	Adopted
<b>Explanation on adoption of the practice</b>	:	During FY2024, the AC comprised solely Independent Directors.

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The NC had assessed the term of office and performance of the AC and its members for FY2024 in accordance with Paragraph 15.20 of the Main LR of Bursa Securities by way of a set of comprehensive questionnaires.</p> <p>The questionnaires covered amongst others the understanding of the role and terms of reference, financial literacy, integrity, independency, time commitment and so forth.</p> <p>The NC was satisfied that the AC and its members had discharged their duties according to their terms of reference and had recommended to the Board that the existing composition to remain status quo.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board had set up a RMC with the objective to identify, manage and mitigate risk at an acceptable level and to safeguard the assets of the Group as well as the shareholders’ interest.</p> <p>The RMC reviews the adequacy of the Group’s risk management framework, the processes of identifying, measuring and mitigating key risks in the Group’s businesses and operations.</p> <p>The RMC reports to the Board on the Group’s risk profile including actions undertaken by the management to manage or mitigate the risks identified.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	An overview of risk management and the state of internal control within the Group is set out in the Statement on Risk Management and Internal Control section of AR2024.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		



**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.

<b>Application</b>	:	Adopted
<b>Explanation on adoption of the practice</b>	:	As at 30 June 2024, the RMC comprised solely Independent Directors.

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Group has outsourced the internal audit function to an independent professional service provider, Kloo Point Risk Management Services Sdn. Bhd which reports directly to the Audit Committee.</p> <p>The Internal Auditors briefed the Audit Committee on the outcome of its internal audit review on the effectiveness and adequacy of the Group’s system of internal control. The Internal Auditors reports directly to the AC.</p> <p>Internal audit findings are tabled by the Internal Auditors at the meeting of the AC on a quarterly basis.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

## 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The internal audit function has been outsourced to an external party, Kloo Point Risk Management Services Sdn. Bhd. (“Kloo Point”) and under the leadership of Mr. Khor Ben Jin to ensure that the internal audit engagement is carried out effectively.</p> <p>The Internal Auditors report directly to the AC. This reporting relationship promotes independence and objectivity, which assures adequate consideration of audit recommendations and planned corrective actions, and gives the Internal Audit staff the authority need for full, free and unrestricted access to all operations, records, within the Group.</p> <p>The Internal audit function is guided by The International Standards for the Professional Practice of Internal Auditing set by the Institute of Internal Auditors.</p> <p>The audit personnel from Kloo Point are free from any relationships or conflicts of interest, which could impair the objectivity and independence of the audit review.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board ensures that the Company announcements are disseminated on timely basis to the shareholders via Bursa LINK and the Company's website.</p> <p>The Board also ensures shareholders are given the opportunity to express their concerns and seek clarifications during the Company's General Meetings, in order to achieve an effective and transparent communication with its shareholders.</p> <p>The corporate disclosure policies and procedures is available on the Company's website at <a href="http://www.classitaholdings.com">www.classitaholdings.com</a></p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**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.

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

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board had adopted Practice 13.1 to issue the notice of AGM to shareholders at least 28 days prior to the meeting.</p> <p>The additional time given will allow shareholders to make necessary arrangements to attend and participate in person or through proxies or corporate representatives, and also to consider the proposed resolutions before exercising their voting rights at the meeting.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>All directors attended the AGM of the Company held on 28 November 2023.</p> <p>The Chairman and members of the AC, NC and RC were also present at the said general meetings to address shareholders' questions and queries.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>During FY2024, the Company held its AGM virtually through live streaming and online participation and voting using remote participation and voting (“RPV”) facilities.</p> <p>All the resolutions set out in the notice of the AGM dated 31 October 2023 were voted upon by poll in accordance with Paragraph 8.29A of the Main LR of Bursa Securities using the RPV facilities.</p> <p>At both general meetings, the Poll Administrator was responsible in conducting the polling process whilst the Independent Scrutineers verified the results of the poll upon which, the Chairman declared all the resolutions carried. The poll results of the respective general meetings were announced to Bursa Securities via the Bursa LINK after 5.00 pm on the same day.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	



### Intended Outcome

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

### Practice 13.4

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

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.</i>	
<b>Application</b> :	Applied
<b>Explanation on application of the practice</b> :	The Chairman of the Board ensures that sufficient opportunities were given to shareholders and proxies to raise questions relating to the affairs of the Company with adequate responses given.  During the AGM, a question-and-answer session was open to the shareholders to pose their questions during the live stream. All the questions raised by shareholders during the live stream were responded to during the meeting.
<b>Explanation for departure</b> :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
<b>Measure</b> :	
<b>Timeframe</b> :	

### Intended Outcome

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

### Practice 13.5

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

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.</i>	
<b>Application</b> :	Applied
<b>Explanation on application of the practice</b> :	<p>The Board had ensured that the required infrastructure and tools were in placed to enable the smooth broadcast of the general meetings held in FY2024.</p> <p>In the Administrative Notes circulated together with the Notice of the of general meeting, members were informed that they may submit questions at any time from the day of notice of the general meeting was issued and up to the time when the Chairman declared the closure of the Q&amp;A session.</p> <p>During the Q&amp;A session, the questions posted by shareholders were live broadcast on screen and in each of the questions posted, the Executive Directors read the question and answer sequentially to enable shareholders to follow through.</p> <p>The questions posted by the shareholders and the management’s responses were published on the Company’s website under key matters discussed.</p>
<b>Explanation for departure</b> :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
<b>Measure</b> :	
<b>Timeframe</b> :	

**Intended Outcome**

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

**Practice 13.6**

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

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>	
<b>Application</b>	: Applied
<b>Explanation on application of the practice</b>	: The Minutes of the general meetings were made available to the shareholders within thirty (30) business days after the meeting.  A copy of the said minutes is available the Company's website at <a href="http://www.classitaholdings.com">www.classitaholdings.com</a>
<b>Explanation for departure</b>	:  
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
<b>Measure</b>	:  
<b>Timeframe</b>	:  

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

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

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