

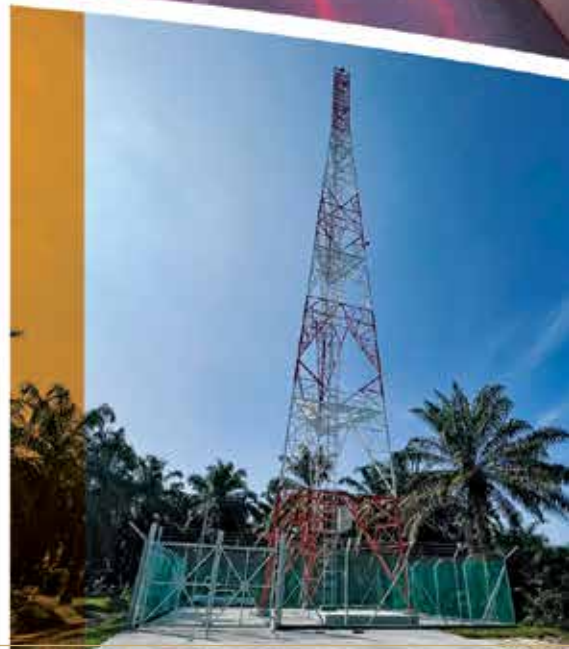


ROHAS TECNIC BERHAD
199401016997 (302675-A)

Resilience, Hope & A Better Future



2024 Annual Report



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This annual report
is available on the web at
<https://rohastecnic.com/annual-reports/>

or you can scan here to download



rohastecnic.com

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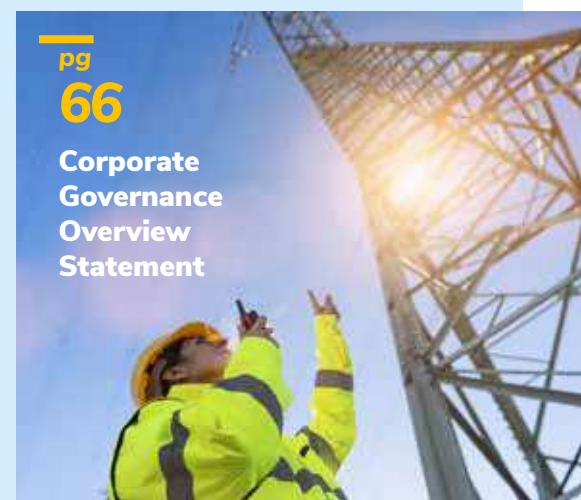
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WHO WE ARE



Rohas Tecnic Berhad and its subsidiaries ("RTB Group") are a Malaysia-based group involved in regional utility infrastructure markets primarily in the Power & Energy, Telecommunication and Water & Sewage. RTB Group is the market leader in the manufacturing of steel lattice towers and monopoles for power transmission and telecommunications in Malaysia as well as in the provision of full turnkey solutions in Engineering, Procurement, Construction and Commissioning ("EPCC") projects both in Malaysia and other countries in the region.

The strength of RTB Group is supported by its in-house design and engineering capabilities in the field of electrical, structural and civil works. RTB Group has a strong foundation and track record in delivering EPCC projects at high quality standards in a cost effective manner. Its EPCC offerings cover turnkey solutions for High Voltage Transmission lines & substations, Telecommunication towers network roll-out and Mechanical and Electrical ("M&E") works for water and sewage treatment plants. With more than 4 decades of industry knowledge and design experience gained over the years, RTB Group will continuously seek new opportunities and to transform it into a leading regional utility infrastructure company.

MISSION STATEMENTS



MISSION

We aim to maintain our leadership in tower construction and deepen our involvement in EPCC opportunities



MOTTO

We shall do better because we can

Thirty-First (31st) Annual General Meeting

NOTICE IS HEREBY GIVEN that the Thirty-First (31st) Annual General Meeting (“AGM”) (“31st AGM”) of Rohas Tecnic Berhad (the “Company”) will be held at Orkid Hall, Level 1, Hotel Royal Kuala Lumpur, Jalan Walter Grenier, 55100 Kuala Lumpur, Malaysia (“Meeting Venue”) on Tuesday, 10 June 2025 at 10:00 a.m. for the following purposes:

AS ORDINARY BUSINESS:

1. To receive the Audited Financial Statements of the Company for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon. (Please refer Explanatory Note A)
2. To re-elect Chee Suan Lye, who retires by rotation in accordance with Clause 139 of the Company’s Constitution and being eligible, offers herself for re-election: - (Ordinary Resolution 1)

Tan Sri Wan Azmi Wan Hamzah who also retires by rotation in accordance with Clause 139 of the Company’s Constitution, has expressed his intention not to seek re-election. Hence, he will retain office until the conclusion of the 31st AGM.
3. To approve the Directors’ fees and benefits payable to the Non-Executive Directors of up to RM845,600.00 from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company. (Ordinary Resolution 2)
4. To re-appoint BDO PLT as Auditors of the Company for the financial year ending 31 December 2025 and to authorise the Directors to fix their remuneration. (Ordinary Resolution 3)

AS SPECIAL BUSINESS:

To consider and if thought fit, to pass the following Resolution as Ordinary Resolution: -

5. **ORDINARY RESOLUTION** (Ordinary Resolution 4)
AUTHORITY FOR DIRECTORS TO ISSUE SHARES

“THAT subject always to the Companies Act 2016 (“the Act”), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad (“Bursa Securities”) and any other governmental and/or regulatory authorities, where such approval is necessary, the Directors of the Company be and are hereby authorised and empowered, pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions and for such purposes and to such person or persons whomsoever the Directors of the Company may in their absolute discretion deem fit provided always that the aggregate number of shares issued pursuant to this Resolution does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being to be utilised before the conclusion of the next Annual General Meeting (“AGM”) of the Company (hereinafter referred to as the “General Mandate”).

THAT in connection with the above, pursuant to Section 85 of the Act to be read together with Clauses 16 and 17 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares arising from any issuance of new shares pursuant to the General Mandate;

AND THAT the Directors of the Company be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued pursuant to the General Mandate.

AND FURTHER THAT such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next AGM of the Company.”

Thirty-First (31st) Annual General Meeting (Cont'd)

6. To transact any other business of the Company of which due notice shall have been given.

BY ORDER OF THE BOARD

TAN KAH KOON (MAICSA 7066666) (SSM PC No.: 201908001500)

CHONG MEI YAN (MAICSA 7047707) (SSM PC No.: 202008001961)

Company Secretaries

30 April 2025

Notes:

- (1) In respect of deposited securities, only members whose names appear in the Record of Depositors on 3 June 2025 (General Meeting Record of Depositors) shall be eligible to attend and vote at this Annual General Meeting ("AGM" or "Meeting"), or appoint a proxy to attend and vote on his behalf. A proxy may but need not be a member of the Company.
- (2) A member who is an authorised nominee may appoint not more than two (2) proxies in respect of each securities account he holds with ordinary shares of the Company standing to the credit of the said securities account. A member other than an authorised nominee shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting. For a member who is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account the member holds.
- (3) Where a member appoints more than one (1) proxy, the appointment shall be invalid unless the member specifies the proportions of the member's shareholding to be represented by each proxy.
- (4) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if the appointor is a corporation either under Common Seal or under the hand of an officer or attorney duly authorised.
- (5) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof. All resolutions set out in this notice of meeting are to be voted by poll.

The Administrative Guide for the Conduct of a General Meeting is available for download at rohastecnic.com.

EXPLANATORY NOTES: -

Note A - Audited Financial Statements

The Audited Financial Statements laid at this Meeting pursuant to Section 340(1)(a) of the Companies Act 2016 are meant for discussion only. It does not require shareholders' approval, and therefore, shall not be put for voting.

Ordinary Resolution 1 – Re-election of Director

In accordance with Clause 139 of the Constitution of the Company, an election of Directors shall take place each year during the AGM. Each director shall retire from office at least once in every three (3) years but shall be eligible for re-election. A Director appointed or confirmed by ordinary resolution shall retire at the AGM in the subsequent year. One-third (1/3) of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3), shall retire from office yearly at the conclusion of the AGM. A retiring Director shall retain office until the close of the meeting at which he or she retires.

Thirty-First (31st) Annual General Meeting (Cont'd)

At the 31st AGM, Chee Suan Lye is standing for re-election as Director of the Company ("**Retiring Director**"), and being eligible, has offered herself for re-election.

Tan Sri Wan Azmi Wan Hamzah who also retires by rotation in accordance with Clause 139 of the Company's Constitution, has expressed his intention not to seek re-election. Hence, he will retain office until the conclusion of the 31st AGM.

The Board has endorsed the recommendation from the Nomination and Remuneration Committee ("**NRC**") to re-elect the Retiring Director as she has met all criteria as set forth in the Directors' Fit and Proper Policy of the Company and based on the satisfactory outcome of her Individual Directors Performance Evaluation. Further, she possess the required skill set to facilitate and contribute to the Board's effectiveness and value.

The profile of the Retiring Director is set out of in the Profiles of the Board of Directors of the Annual Report 2024.

Ordinary Resolution 2 – Directors' Fees and Benefits Payable

Pursuant to Section 230(1) of the Companies Act 2016, fees and benefits payable ("**Remuneration**") to the Directors of the Company shall be approved by the shareholders at a general meeting. The Company is requesting shareholders' approval for the payment of Remuneration to Non-Executive Directors ("**NEDs**") for the period from the conclusion of this Annual General Meeting up until the conclusion of the next Annual General Meeting of the Company. The Remuneration comprises Directors' fees, meeting attendance allowances, benefits in kind and other emoluments.

The total Remuneration paid to the NEDs for the financial year ended 31 December 2024 was RM464,164.10, the details of which are published in the Corporate Governance Report on the Company's website at rohastecnic.com.

The Remuneration payable for the NEDs for the period from the conclusion of this AGM until the conclusion of the next AGM of the Company ("**Mandate Period**") are estimated not to exceed RM845,600.00. The calculation is based on the estimated Directors' fees, the size of the Board and Board Committees and the number of meetings estimated to be held during the Mandate Period, travelling allowances, benefits in kind and premium for insurance coverage and/or possible claims for hospital, surgery and personal accident required. The Board will seek shareholders' approval at the next AGM in the event the proposed Remuneration is insufficient.

Ordinary Resolution 3 – Re-Appointment of Auditors

The Audit and Risk Management Committee ("**ARMC**") evaluated BDO PLT's performance, effectiveness, independence, and objectivity. Satisfied with this assessment, the ARMC recommended to the Board the re-appointment of BDO PLT as Auditors of the Company for the financial year ending 31 December 2025, with their remuneration to be determined by the Board. The Board endorsed the ARMC's recommendation and proposes it to the shareholders for approval at the 31st AGM.

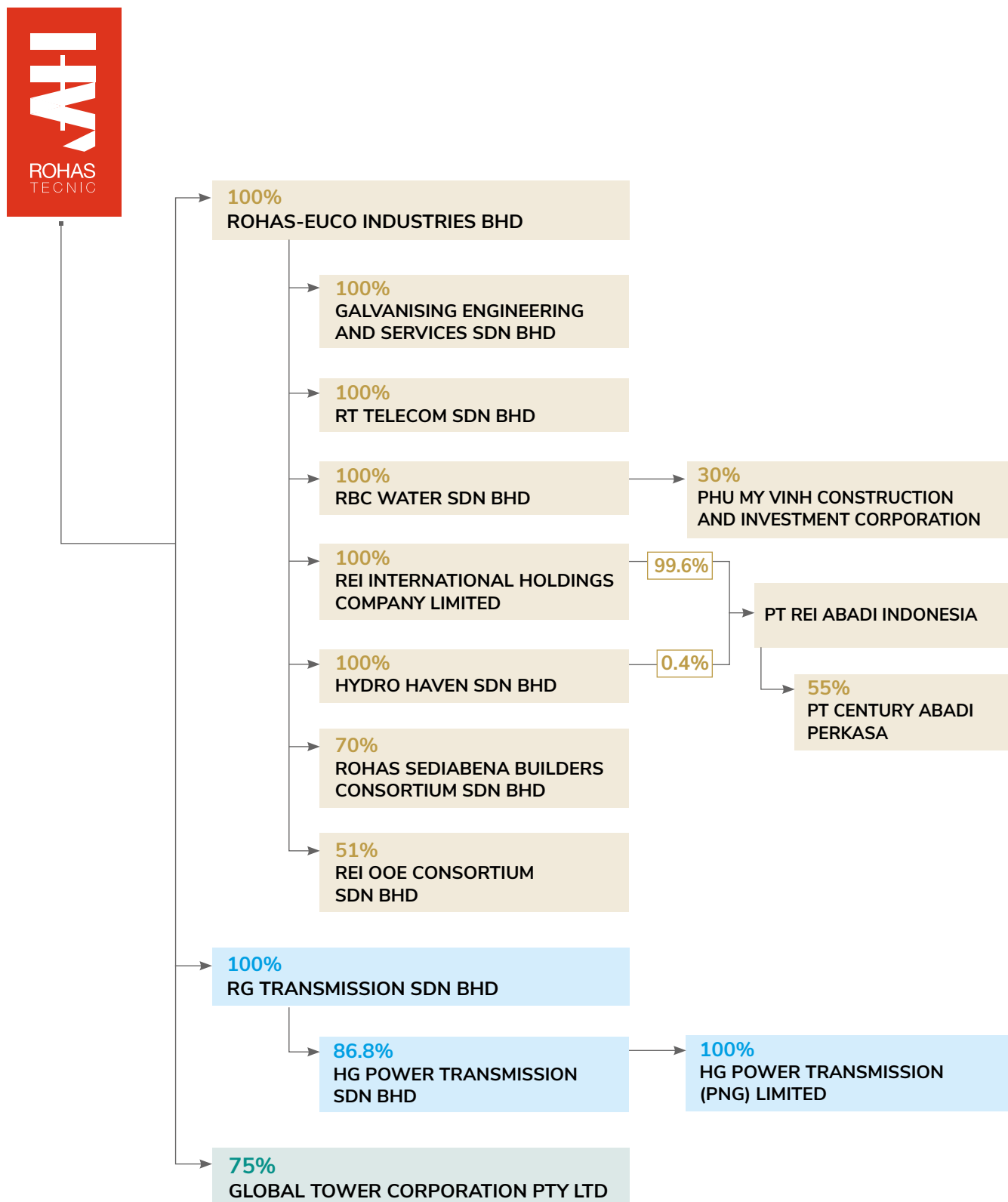
Ordinary Resolution 4 – Authority for Directors to issue shares

The Company wishes to renew the mandate on the authority to issue shares pursuant to the Act at the 31st AGM of the Company. The Company had been granted a general mandate by its shareholders at the 30th AGM of the Company held on 11 June 2024 (hereinafter referred to as the "**Previous Mandate**"). The Previous Mandate granted by the shareholders had not been utilised and hence, no proceeds were raised therefrom.

This Proposed Resolution 4 which is an Ordinary Resolution, if passed, will grant a renewed general mandate and waiver of the statutory pre-emptive rights which will provide flexibility for the Company and will empower the Directors to issue new shares in the Company up to an amount not exceeding in total ten percent (10%) of the issued share capital of the Company for the purpose of funding current and/or future investment projects, working capital, and/or strategic development of the Group. This would eliminate any delay arising from and cost involved in convening a general meeting to obtain approval of the shareholders for such issuance of shares. This authority, unless revoked or varied at a general meeting, will be valid until the conclusion of the next AGM.

Group Corporate Structure

As At 28 March 2025



Corporate Information

BOARD OF DIRECTORS

Tan Sri Nik Awang @ Wan Azmi Wan Hamzah ("TSWA")
Sia Bun Chun
Chee Suan Lye
Dr. Ir. Jeyanthi Ramasamy

Shaharuddin Zainuddin
Kamarol Zaman Radzak
Wan Afzal-Aris Wan Azmi (Alternate Director to TSWA)

AUDIT AND RISK MANAGEMENT COMMITTEE

Shaharuddin Zainuddin
Dr. Ir. Jeyanthi Ramasamy
Kamarol Zaman Bin Radzak

NOMINATION AND REMUNERATION COMMITTEE

Sia Bun Chun
Chee Suan Lye
Dr. Ir. Jeyanthi Ramasamy

SUSTAINABILITY COMMITTEE

Dr. Ir. Jeyanthi Ramasamy
Chee Suan Lye
Wan Afzal-Aris Wan Azmi

COMPANY SECRETARY

Tan Kah Koon
(MAICSA 7066666)
(SSM PC No.: 201908001500)

Chong Mei Yan
(MAICSA 7047707)
(SSM PC No.:202008001961)

REGISTERED OFFICE

29-2, Level 29, Oval Damansara,
685, Jalan Damansara,
Taman Tun Dr. Ismail,
60000 Kuala Lumpur,
W.P. Kuala Lumpur, Malaysia.
Tel : +603-2770 8163
Fax : +603-2770 8166
Email : admin@kingdom.com.my

HEAD OFFICE

15th Floor, East Wing, Rohas Tecnic
No. 9, Jalan P. Ramlee
50250 Kuala Lumpur
W. P. Kuala Lumpur, Malaysia
Tel : +603-2163 3900
Fax : +60-2164 9800
Email : rtb@rohastecnic.com
Website : rohastecnic.com

SHARE REGISTRARS

Securities Services (Holdings) Sdn. Bhd.
Level 7, Menara Milenium,
Jalan Damanlela,
Pusat Bandar Damansara,
Damansara Heights,
50490 Kuala Lumpur,
W.P. Kuala Lumpur,
Malaysia.
Tel : +603-2084 9000
Fax : +603-2094 9940 /
+603-2095 0292
Email : info@sshsb.com.my
Website : www.securities-services.com.my

STOCK EXCHANGE LISTING

Bursa Malaysia Securities Berhad
Main Market
Stock Code: 9741

AUDITORS

BDO PLT,
Chartered Accountants,
Level 8, BDO @ Menara CenTARa,
360, Jalan Tuanku Abdul Rahman
50100 Kuala Lumpur
W.P. Kuala Lumpur, Malaysia.
Tel : +603-2616 2888
Fax : +603-2616 3190/3191
Website : www.bdo.my

PRINCIPAL BANKERS

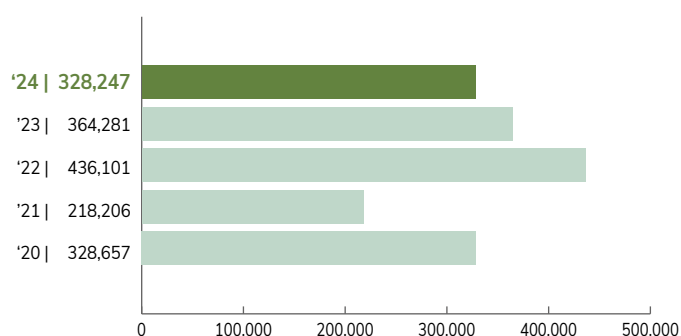
Malayan Banking Berhad
OCBC Al-Amin Bank Berhad
Standard Chartered Saadiq Berhad
United Overseas Bank (Malaysia) Berhad
AmBank (M) Berhad
Export-Import Bank of Malaysia Berhad

5 Years Financial Highlight

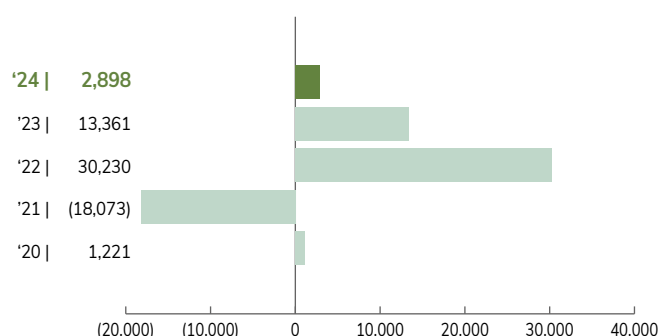
Financial year ended	2020 RM'000	2021 RM'000	2022 RM'000	2023 RM'000	2024 RM'000
Revenue	328,657	218,206	436,101	364,281	328,247
Operating profit	1,221	(18,073)	30,230	13,361	2,898
EBITDA	10,832	(1,545)	39,261	20,490	13,212
Profit/(Loss) after tax	(5,255)	(15,548)	20,441	6,888	(5,438)
Profit/(Loss) after tax and minority interest	(2,834)	(11,318)	18,264	3,289	(5,070)
Cash and cash equivalent	62,390	84,794	57,302	103,677	90,891
Total assets	578,910	513,566	660,742	674,982	647,875
Borrowings	101,673	84,724	110,469	144,232	151,611
Total liabilities	232,224	183,519	298,303	317,598	295,704
Shareholder fund	346,686	330,047	362,439	357,384	352,171
Earnings per share (sen)	(0.60)	(2.39)	3.86	0.70	(1.07)
Net assets per share (RM)	0.68	0.66	0.69	0.69	0.68
Net debt to equity (times)	0.29	0.26	0.30	0.40	0.43



REVENUE
(RM'000)



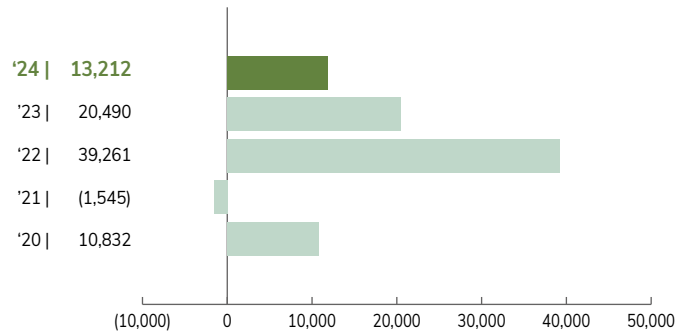
OPERATING PROFIT
(RM'000)



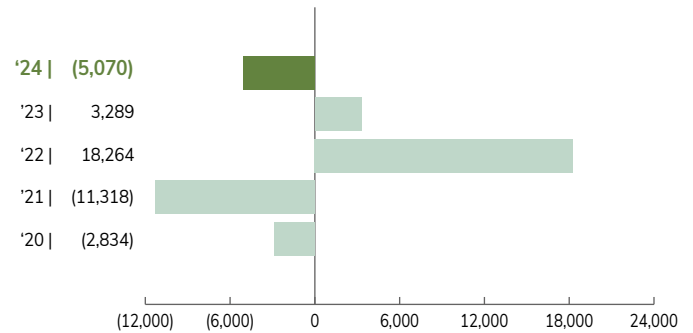
5 Years Financial Highlight (Cont'd)



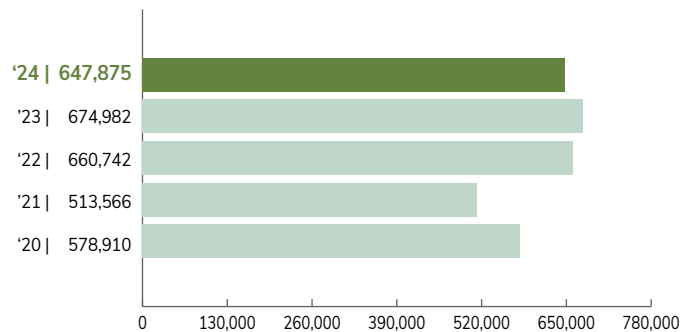
EBITDA
(RM'000)



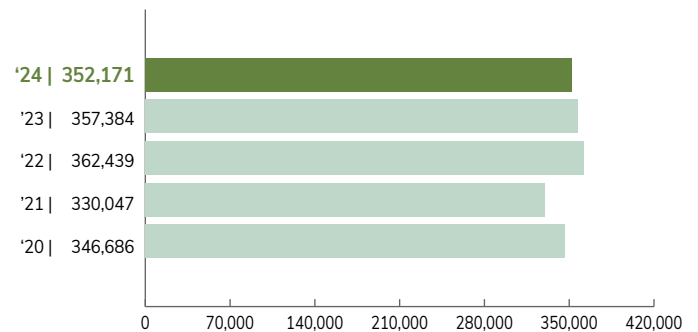
**PROFIT/(LOSS) AFTER TAX AND
MINORITY INTEREST** (RM'000)



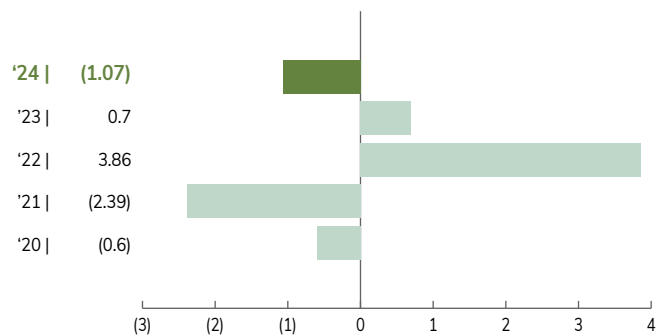
TOTAL ASSETS
(RM'000)



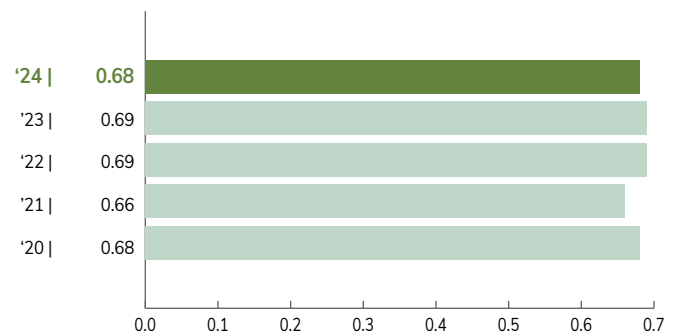
SHAREHOLDERS FUNDS
(RM'000)



EARNINGS PER SHARE
(SEN)



NET ASSETS PER SHARE
(RM)



Key Milestones

2019

25 May

RBC Water Sdn Bhd ("RBC") completed the 40% share acquisition of Phu My Vinh Construction and Investment Corporation ("PMV")

29 May

25th AGM and proposed final dividend of 1.0 sen per share to shareholders

21 June

RTB has entered into Share Purchase Agreement to acquire 75% of Global Tower Corporation Pty Ltd ("GTC")

8 November

REI and GES accredited with ISO 45001:2018 Occupational Health and Safety Management Systems certification

20 November

Completion of REI Monopole Manufacturing facilities and relocation of related equipment

2020

31 January

Paid out interim dividend 0.5 sen per share to shareholders

18 March

Manufacturing plant and construction sites in Malaysia stop work due to pandemic

29 April

Re-opening of manufacturing plant with tight standard operating procedures

19 June

Completed the acquisition of GTC

9 July

26th Virtual AGM and proposed final dividend of 0.5 sen per share to shareholders

2021

28 February

Completion of relocation of machinery and raw material from Lot 10 to Lot 5

20 April

Commercial Operation Date of PT Century Abadi Perkasa ("PTCAP")'s 7 MW Lawe Sikap mini hydro power plant

30 July

Formed the Sustainability Committee

Key Milestones (Cont'd)

2022

1 January

GTC completed 1st telecommunication tower for mobile network operators in Cambodia

5 January

RBC Water's kick-off meeting on Skim Jaminan Air Mentah – Package D project with Unit Perancang Ekonomi Negeri Selangor

12 April

Nepal Electricity Authority awarded a first contract in Nepal to HGPT for power transmission line work

22 July

PT REI Abadi Indonesia completed the acquisition of an additional 6% equity interest in PTCAP making it a 55% subsidiary

15 December

PMV's Hoa Khanh Tay Water Supply Plant Phase 2 completed and commissioned, increasing water supply capacity by 40,000 m³/day to 80,000 m³/day

2023

27 September

HG Power Transmission Sdn Bhd ("HGPT") awarded a second contract in Nepal from the Nepal Electricity Authority for reconductoring of power transmission lines

29 November

HGPT voluntarily submitted to TNB its first GHG (Greenhouse gas) emissions report covering scope 1 and scope 2 for TNB Contract no.368 being the first contractor to do so

7 December

HGPT awarded a contract for supply & installation of OPGW under live line condition from TNB ICT for critical works to be completed in the Northern Region

15 December

RBC's physical progress for the 'Skim Jaminan Air Mentah' (SJAM) project has reached 80% despite encountering the worst flood damage to the site progress in the month of November

31 December

RT Telecom Sdn Bhd ("RTT") was the 1st contractor under the designated universal service provider to complete handover of all its sites

2024

9 January

Signed the Letter of Acceptance issued by Malaysia Rapid Transit System Sdn Bhd for Package 8 Construction and Completion of Bukit Chagar Station's Façade for the Rapid Transit System Link Johor Bahru - Singapore Project ("RTS Link")

16 August

RTB awarded the Malaysia Sustainability Leadership Award for Sustainable Technology Integration and Green Technology Deployment by SolarQuarter, one of the world's leading cleantech media company.

23 August

REI-OOE awarded a contract for provision of Design Review, Supply, Delivery, Installation, Testing & Commissioning, and Maintenance of Process Package 2 at Sg. Rasau Water Treatment Plant from Gamuda M&E Sdn Bhd.

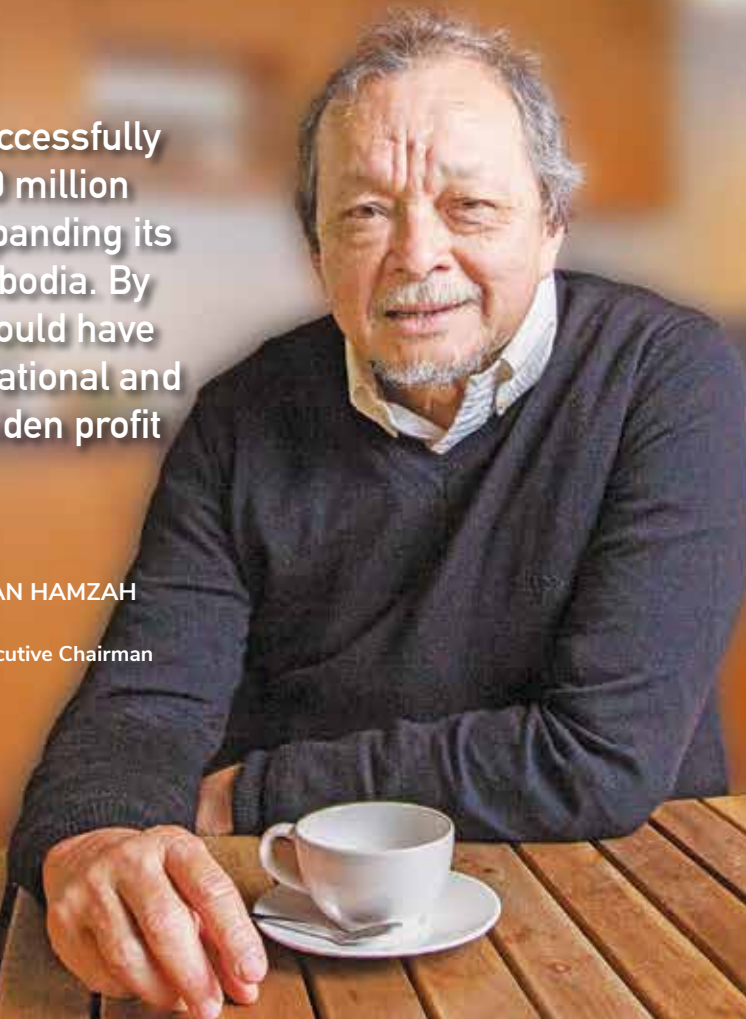
27 December

HGPT successfully energised 500 KV portion (31.6kms out of 33kms) of TNB Contract no.368.

Chairman's

Global Tower successfully secured USD\$20 million financing for expanding its footprint in Cambodia. By end-2025 we should have 400 towers operational and we may see maiden profit contribution.

TAN SRI WAN AZMI WAN HAMZAH
("TAN SRI WAN AZMI")
Non-Independent Non-Executive Chairman



Interview

1. Salam Tan Sri, last year you said 2024 would be a pivotal year. Did the results turn out as expected?

Well, the results did not meet with expectations, but I did also say 2024 would be more a year for order replenishment than profit performance following delays in the expected rollout of projects in the transmission and telecommunications sectors in 2023.

Unfortunately, the rollout did not happen until late in 2024 and in fact 5G implementation and Jendela 2 remain largely at the planning stage.

In 2024 we would have made a modest profit if not for accounting adjustments arising from a lower than expected award from an arbitration case in Bangladesh.

2. So the Group's financial performance in 2024 was satisfactory, given the circumstances?

As in 2023, revenue and profits did not meet with expectations across the board. Nothing satisfactory about that.

Demand for towers remained low for most of the year while transmission order book ran down in line with the progress of completion of our projects. This was the case both at home and in Bangladesh, where we had made a conscious decision to reduce our exposure. The Rasau water supply contract in Selangor also saw delays due to site issues unrelated to our portion of works.

Thankfully we saw maiden contribution from our RTS station project in Johor for MRT, where we benefited from both installation and fabrication works.

3. Have you seen enough to be confident for a better 2025?

I think so. Toward the end of 2024 and since the start of this year, we have begun to rebuild our order book. However, given the lead time, it is likely we see the benefits flowing only toward the later part of 2025.

In the power sector, Tenaga has started rolling out more transmission projects to enhance the national grid in expectation of higher demand.

We continue to bid for suitable jobs that emerge in the Government's various programs to improve water and wastewater infrastructure.

4. What about your foreign ventures?

By and large they have done well for us.

Our mini-hydro plant in Acheh continues to generate free cash flow with some negative impact from a drier than normal first half of 2024. Although the company's P&L was affected by foreign exchange movements that resulted in unrealised "paper" losses, the venture has in fact begun paying dividends.

Global Tower successfully secured USD\$20 million financing for expanding its footprint in Cambodia. By end-2025 we should have 400 towers operational and we may see maiden profit contribution.

We have announced the proposed disposal of PMV, our 30%-owned associate water supply company in Vietnam. We decided in this case that as a minority investor, we had taken our role in improving the operations and governance as far as we can and it was time to think of an exit. The transaction will raise us useful cash to fuel our growth as well as yield a healthy gain on sale.

5. Tan Sri, any concluding remarks?

An obvious caveat would be potential turmoil in global economies caused by the tariffs unilaterally imposed by the United States.

There are bound to be knock-on effects, even if it is difficult to make predictions in these times of great uncertainty. All we can do is focus on improving our own operations. On this, I can say I would be comfortable handing the reins to the next generation of leaders.

Profile of Directors



TAN SRI WAN AZMI WAN HAMZAH
(“TAN SRI WAN AZMI”)
Non-Independent Non-Executive Chairman

Nationality/Age/Gender: Malaysian /75/Male
Date of Appointment: 1 January 2023

Tan Sri Wan Azmi qualified as a chartered accountant with the Institute of Chartered Accountants in England and Wales in 1974 and became a member of Malaysian Institute of Certified Public Accountant since 1975. In 1994, he was conferred an Honorary Doctorate in Business Administration from the Robert Gordon University, UK and an Honorary Fellowship by Aberdeen University, UK.

After broad exposure to various sectors of the economy at senior management level, he embarked on an entrepreneurial career in 1987 building significant business interests across a wide range of activities, both domestically and overseas.

Currently, his significant investments include cement production in Kazakhstan, steel fabrication and real estate in Malaysia and Australia.

BOARD COMMITTEE MEMBERSHIPS:

- None

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS:

- Syarikat Pengeluar Air Selangor Holdings Berhad



SIA BUN CHUN
Non-Independent Non-Executive Deputy Chairman

Nationality/Age/Gender: Singaporean /78/Male
Date of Appointment: 8 March 2017

Sia Bun Chun completed his Matriculation program in St Stephen's College, New Zealand and undertook part-time studies program in engineering at the Wellington Polytechnic, New Zealand.

After several engineering related working stints in New Zealand and Indonesia, he returned to Malaysia in 1974 where he joined Rohas-Euco Industries Bhd (“REI”), which was then known as Crittal Euco Sdn Bhd and was subsequently promoted as its Managing Director in 1976.

Sia Bun Chun was the Managing Director of Rohas Tecnic Berhad (“RTB”) Group until his retirement in 2017, after which he was appointed as Deputy Chairman and subsequently Chairman of RTB. On 1 January 2023, he stepped down as Chairman but continued to serve as a Board member. On 5 July 2024, he was reappointed as Deputy Chairman of RTB.

BOARD COMMITTEE MEMBERSHIPS:

- Chairman of Board Nomination and Remuneration Committee

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS:

- None

Profile of Directors (Cont'd)



CHEE SUAN LYE

Senior Independent Non-Executive Director

Nationality/Age/Gender: Malaysian/71/Female
Date of Appointment: 8 March 2017

Chee Suan Lye qualified as a Certified Public Accountant (Malaysia) and was admitted as a member of the Malaysian Institute of Certified Public Accountants since 1978.

Starting her career with Price Waterhouse in 1974, she had over the years, served in various corporate capacities in various industries. She was also the Executive Director of The Association of Banks in Malaysia for several years and had served on the boards of several companies including as independent director on Bolton Properties Bhd. She also sat on the Boards of various organisations such as the Banking Mediation Bureau and the Financial Mediation Bureau.

BOARD COMMITTEE MEMBERSHIPS:

- Member, Board Nomination and Remuneration Committee
- Member, Board Sustainability Committee

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS:

- None



DR. IR. JEYANTHI RAMASAMY

Independent Non-Executive Director

Nationality/Age/Gender: Malaysian/43/Female
Date of Appointment: 23 August 2017

Dr. Ir. Jeyanthi Ramasamy graduated with a Bachelor of Petroleum Engineering from the University of Technology, Malaysia in 2006. Later on, she continued her Master in Petroleum Technology with Curtin University of Technology and graduated with distinction in 2012 and subsequently completed her Industrial PhD in Subsea Engineering with the University of Technology, Malaysia in 2016.

She is pursuing her career in the oil and gas industry since 2006 while continuing her academic pursuits. She is a Professional Engineer with a practicing certificate (Petroleum) with the Board of Engineers Malaysia; a Fellow of The Institute of Engineers Malaysia (IEM); and a Life Member of Women's Institute of Management. In December 2021, she completed the Bachelor of Jurisprudence from the University of Malaya. Subsequently, she passed the Certificate of Legal Practicing (CLP) examination.

BOARD COMMITTEE MEMBERSHIPS:

- Member, Board Audit and Risk Management Committee
- Member, Board Nomination and Remuneration Committee
- Chairman, Board Sustainability Committee

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS:

- None

Profile of Directors (Cont'd)



SHAHARUDDIN ZAINUDDIN
Independent Non-Executive Director

Nationality/Age/Gender: Malaysian/56/Male
Date of Appointment: 17 September 2020

Shahar is a Chartered Accountant with expertise in risk management, capital markets and Islamic Finance. He graduated with a Bachelor of Accounting (Honours) from University of East Anglia, United Kingdom in 1992.

He is a seasoned global banker and business leader with more than 30 years of experience gained across Europe, the Middle East, Africa and Southeast Asia. His extensive knowledge of a wide range of banking businesses from Corporate and Investment Banking, Development Banking and Impact Investment is evidenced by a proven ability to build and sustain successful ventures by bringing changes and transformation, whilst managing and motivating diverse culture and talent.

He is currently a Partner in Arabesque Holdings, in charge of their Sharia' business and also key clients in Asia to develop their AI technology, ESG data and asset management capabilities.

He is also the Managing Partner of Adamas Advisory, a boutique corporate finance and financial strategy firm dedicated to managing clients' financial activities. He is also a Mentor and Senior Advisor to Global Institute for Tomorrow (GIFT), a think tank based in Hong Kong.

He was formerly the President/CEO and board member of Bank Pembangunan Malaysia Berhad, and also board member of Alliance Islamic Bank Berhad.

BOARD COMMITTEE MEMBERSHIPS:

- Chairman, Board Audit and Risk Management Committee

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS:

- None



KAMAROL ZAMAN BIN RADZAK
Independent Non-Executive Director

Nationality/Age/Gender: Malaysian/60/Male
Date of Appointment: 9 April 2024

Kamarol graduated with a Bachelor of Engineering majoring in Electrical and Computing from Chisholm Institute of Technology, Melbourne, Victoria, Australia.

He comes with over 30 years of experience at Tenaga Nasional Berhad (TNB). He held diverse roles showcasing his expertise and leadership. Starting in the procurement and construction management in Transmission Division, he progressed into being the Chief Engineer (Substation Design) and then went into project management roles. In 2010, he became the General Manager in Asset Development and later assumed the role as Head of Grid Maintenance. He played crucial roles in TNB's strategic operations and infrastructure management until 2022.

BOARD COMMITTEE MEMBERSHIPS:

- Member, Board Audit and Risk Management Committee

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS:

- None

Profile of Directors (Cont'd)



WAN AFZAL-ARIS WAN AZMI ("WAN AFZAL ARIS")
Alternate Director to Tan Sri Wan Azmi

Nationality/Age/Gender: Malaysian/41/Male
Date of Appointment: 23 February 2023

Wan Afzal Aris graduated with a Bachelor of Arts majoring in International Business and Marketing from the European Business School, UK in 2008.

He started his career in 2008 at Halfmoon Bay Capital Sdn Bhd, assisting its Director to coordinate and supervise the firm's daily operations. In 2010, he joined Riverlee Australia Pty Ltd, a company primarily engaged in property investment and development, subsequently becoming its Asset Manager, handling the company's oversight on the assigned portfolio. Currently, Wan Afzal Aris is the Director and Chief Executive Officer of Rohas Sdn Bhd, appointed to the position in 2014.

Wan Afzal Aris was appointed as alternate director to Tan Sri Wan Azmi on 13 November 2018 and ceased as alternate director when Tan Sri Wan Azmi resigned as director of the Company.

On 13 January 2020, the Company appointed Wan Afzal Aris as a director and he served on the Board until 1 January 2023. Following a Board restructuring exercise, where Tan Sri Wan Azmi was re-appointed as director and Chairman of the Company, Wan Afzal Aris was on 23 February 2023, renominated and appointed as alternate director to Tan Sri Wan Azmi.

BOARD COMMITTEE MEMBERSHIPS:

- Member, Board Sustainability Committee

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS:

- None

Notes:

1. Directors' attendance at Board and Board Committee meetings during the financial year ended 31 December 2024 ("FY2024") are set out in the Corporate Governance Overview Statement.
2. The above Directors have no family relationship with any Director and/or major shareholder of Rohas Tecnic Berhad ("RTB"), except for the following:-
 - Tan Sri Wan Azmi is the spouse of Puan Sri Nik Anida Binti Nik Manshor, a major shareholder of RTB and the father of Wan Afzal Aris, an alternate director to Tan Sri Wan Azmi;
 - Wan Afzal Aris is the son of Tan Sri Wan Azmi, the Chairman of the Board and Puan Sri Nik Anida Binti Nik Manshor both of whom are major shareholders of RTB; and
 - Sia Bun Chun is the spouse of Chan Liew Hoon, who is also a major shareholder of RTB.
3. The above Directors have no conflict of interest with RTB, have not been convicted of any offence (other than traffic offences, if any) within the past five (5) years, and have not been imposed any public sanction or penalty by the relevant regulatory bodies during FY2024.

Key Senior Management

AMIRUL AZHAR BAHAROM Group Chief Executive Officer

Nationality / Age / Gender:
Malaysian / 52 / Male

Date of Appointment: 1 March 2024

Academic / Professional Qualifications:
Bachelor of Laws (Hons) from Staffordshire University, UK

Working Experience:

En. Amirul joined ROHAS Tecnic Berhad as Group Chief Executive Officer ("GCEO") in 2024. Prior to this, he served as the CEO of several companies listed on Bursa Malaysia, in various industries. He brings a total of 29 years of working experience, with more than 15 years being in the top management role.

Present Directorship in Public Companies and Listed Issuers:

- Director, Northern Solar Holdings Berhad

Details of any interest in the securities of RTB or its subsidiaries: Nil

WONG MUN KEONG Chief Investment Officer

Nationality / Age / Gender:
Malaysian / 64 / Male

Date of Appointment: 8 March 2017

Academic / Professional Qualifications:
Bachelor of Commerce in Accounting, Finance and Systems (Honours) from the University of New South Wales, Australia since 1986.

Working Experience:

From 1987 to 2006, he was working in various capacities related to finance and investment, in Malaysia and Australia. He joined REI Group in 2007 and is currently the Chief Investment Officer of RTB.

Present Directorship in Public Companies and Listed Issuers:

- Director, Syarikat Pengeluar Air Selangor Holdings Berhad
- Director, Rohas-Euco Industries Berhad

ONG TIANG PENG (ERIC) Chief Financial Officer

Nationality / Age / Gender:
Malaysian / 53 / Male

Date of Appointment: 8 November 2022

Academic / Professional Qualifications:

- Member of Malaysian Institute of Accountants ("MIA")
- Member of Malaysian Institute of Certified Public Accountants ("MICPA")
- Bachelor of Accountancy (Hons.), University Utara Malaysia

Working Experience:

Eric joined REI with the current position. He joined with 26 years of working experience in financing, strategic planning, corporate finance (M&As), treasury, accounting, management reporting, tax planning, budgeting, compliance, corporate governance and risk management.

Present Directorship in Public Companies and Listed Issuers: Nil

Key Senior Management (Cont'd)

WAN AFFAN AZAM WAN AZMI
Chief Operating Officer
Rohas-Euco Industries Bhd ("REI")

Nationality / Age / Gender:
Malaysian / 38 / Male

Date of Appointment: 1 March 2015

Academic / Professional Qualifications:
BA (Hons) in Games Cultures

Working Experience:
Joined REI as a Marketing Specialist. He was promoted as Deputy to the Chief Operating Officer of REI in 2019 and was subsequently promoted to his current position from 1 October 2020.

Present Directorship in Public Companies and Listed Issuers:

- Director, Rohas-Euco Industries Berhad
- Director, Steppe Cement Ltd

NEETHIA RAJ A/L RAJASAKARAN
Chief Operating Officer
RBC Water Sdn Bhd ("RBC Water")

Nationality / Age / Gender:
Malaysian / 41 / Male

Date of Appointment: 1 March 2025

Academic / Professional Qualifications:
Bachelor of Science with Honours
(Industrial Chemistry)

Working Experience:
With 15 years of experience in the Oil & Gas and semiconductor industries, he has developed strong expertise in technical support, product development, and business development. He joined REI in September 2022 as Head of ESG. In December 2024, he was appointed Deputy COO of RBC, while continuing to oversee the ESG portfolio. In March 2025, he was promoted to COO of RBC following the departure of Mr. Chai Kam Cheong.

Present Directorship in Public Companies and Listed Issuers: Nil

RISHABH DEV KHAITAN
Chief Operating Officer
HG Power Transmission Sdn Bhd ("HGPT")

Nationality / Age / Gender:
Indian / 41 / Male

Date of Appointment: 1 November 2017

Academic / Professional Qualifications:
Bachelor of Science in Finance, University of Illinois at Urbana-Champaign, USA

Working Experience:
Rishabh joined HGPT in May 2017 as Vice President Projects and was promoted to Chief Operating Officer from 1 November 2017.

Present Directorship in Public Companies and Listed Issuers: Nil

Key Senior Management (Cont'd)

SUBHASH DEVAN
Chief Operating Officer
RT Telecom Sdn Bhd ("RTT")

Nationality / Age / Gender:
Malaysian / 39 / Male

Date of Appointment: 2 April 2018

Academic / Professional Qualifications:

- Association of Chartered Certified Accountants (ACCA)
- B.SC (Hons) Degree in Applied Accounting, Oxford Brooks University, United Kingdom

Working Experience:

Joined RTT with the current position. Prior to joining REI, Subhash has approximately 13 years of professional experience.

Present Directorship in Public Companies and Listed Issuers: Nil

HARIANTO TARUNA
President
PT REI Abadi Indonesia ("PTRAI")

Nationality / Age / Gender:
Indonesian / 56 / Male

Date of Appointment: 7 September 2016

Academic / Professional Qualifications:

- Diploma in Mechanical Engineering from ATMI, Surakarta, Indonesia
- Bachelor of Economic Science in Finance, University of Indonesia
- Master of Economic Science in Finance, University of Indonesia

Working Experience:

Harianto has more than 14 years working experience on a Japanese Venture Capital and a Global Private Equity Fund in Indonesia.

Present Directorship in Public Companies and Listed Issuers: Nil

The members of Key Senior Management have no family relationship with any Director and/or major shareholder of RTB, except for the following:-

- Wan Affan Azam Wan Azmi is the son of Tan Sri Wan Azmi, the Chairman of the Board and Puan Sri Nik Anida Binti Nik Manshor both of whom are major shareholders of RTB; and

The members of Key Senior Management have no conflict of interest with RTB, have not been convicted of any offence (other than traffic offences, if any) within the past five (5) years, and have not been imposed any public sanction or penalty by the relevant regulatory bodies during FY2024.

Senior Management

AHMAD LATIFI SUPIAN
General Manager
– Sales and Marketing

Nationality / Age / Gender:
Malaysian / 59 / Male

Date of Appointment: 1 March 2014

Academic / Professional Qualifications:

- Executive Master Of Business Administration, University Technology of Malaysia

Working Experience:

Joined REI in 2014 as General Manager of Supply Chain. He was assigned to his current position on 1 October 2020.

Present Directorship in Public Companies and Listed Issuers:

- (i) Listed Entity : Nil
- (ii) Other Public Companies : Director, RG Transmission Sdn Bhd

TEOH ENG BEE
General Manager
– Engineering Design

Nationality / Age / Gender:
Malaysian / 51 / Male

Date of Appointment: 10 September 1997

Academic / Professional Qualifications:

- Diploma in Civil Engineering, University Teknologi Malaysia
- Bachelor of Civil Engineering, University Teknologi Malaysia
- Member of Board of Engineers Malaysia

Working Experience:

Joined REI in 1997 as Assistant Engineer and has held various position, the last being Manager in the Engineering Design Division.

Present Directorship in Public Companies and Listed Issuers: Nil

EDWARD HOO LIAN JET
General Manager
– Operations

Nationality / Age / Gender:
Malaysian / 52 / Male

Date of Appointment: 4 October 2021

Academic / Professional Qualifications:

- Executive Master of Business Administration from Concordia University
- Bachelor of Science in Mechanical Engineering from George Washington University

Working Experience:

Joined REI with the current position. Prior to joining REI, Edward has over 15 years of experience in steel and heavy industry.

Present Directorship in Public Companies and Listed Issuers: Nil

Senior Management (Cont'd)

**NUR MUKHZAMEL AIDIL BIN
NOOR KHIZAN ZAIN**
General Manager
– Corporate Human Resources

Nationality / Age / Gender:
Malaysian / 44 / Male

Date of Appointment: 1 September 2022

Academic / Professional Qualifications:

- Master of Science in Project Management from University of East London
- Bachelor of Management from University of South Australia
- Diploma of Business Studies from Eynesbury College

Working Experience:

Aidil has more than 20 years of experience in Corporate Human Resources under various business areas including the oil & gas and manufacturing industries specializing in talent and performance management, reward systems as well as HR policy alignment with strategic goals.

Present Directorship in Public Companies and Listed Issuers: Nil

TAN YING JAU
General Manager
– Internal Audit

Nationality / Age / Gender:
Malaysian / 54 / Male

Date of Appointment: 4 June 2024

Academic / Professional Qualifications:

- The Malaysian Institute of Certified Public Accountants (MICPA) Completed the Professional Examinations I & Foundation Examinations

Working Experience:

Ying Jau joined REI in 2024 with the current position. Prior to joining REI, Ying Jau has an extensive 34 years of professional experience primarily with Main Board listed companies. Ying Jau had been immersed with various business areas including property development and manufacturing industries, specializing in operational internal audit reviews, investigative audits, identifying and assessing risks.

Present Directorship in Public Companies and Listed Issuers: Nil

AMIRA MOHAMED RAZALI
General Manager
– Group Legal & Regulatory

Nationality / Age / Gender:
Malaysian / 41 / Female

Date of Appointment: 1 September 2024

Academic / Professional Qualifications:

- Bachelor of Laws (Hons) LLB

Working Experience:

16 years of Post-Qualified Experience in the legal related field as well as a former practising lawyer by educational background and profession before serving Rohas Group under Group Legal and Regulatory Division (formerly known as Legal & Secretarial Department) since 2020.

Present Directorship in Public Companies and Listed Issuers: Nil

The members of Senior Management have no family relationship with any Director and/or major shareholder of RTB.

The members of Senior Management have no conflict of interest with RTB, have not been convicted of any offence (other than traffic offences, if any) within the past five (5) years, and have not been imposed any public sanction or penalty by the relevant regulatory bodies during FY2024.



Management Discussion and Analysis

FINANCIAL PERFORMANCE

The Group recorded revenue of RM328.2 million for the financial year, compared to RM364.3 million in the previous financial year. Pre-tax profit ('PBT') stood at RM1.8 million, a significant decrease from RM14.7 million in FY2023, primarily due to one-off provisions, which includes the impact arising from the dismissal of a portion of HGPT's claim in its arbitration case against its customer

In the current financial year, the Group recorded a one-off net gain of RM2.2 million from the disposal of IAC Electrical Sdn Bhd, a subsidiary of the Group. However, this was offset by one-off provisions for obsolete stock of RM6.7 million and receivables of RM15.5 million. Excluding these one-off items, the Group's profit before tax would have been RM21.8 million, marginally higher than the RM14.7 million achieved in FY2023.



In the financial year 2024, RTB Group remained focused on its core power transmission business, with significant contributions from fabrication of power transmission towers and power transmission line EPCC projects. Revenue from these segments declined as power transmission towers were progressively delivered, and completed power transmission lines were handed over. The Group also successfully secured and commenced two major EPCC contracts during the year, the RTS Link Contract and Sungai Rasau Water Treatment Plant Contract.

The Group's operating profit margin for the year was 0.9%. Excluding the one-off items, the operating profit margin improved to 7.0% in FY2024 up from 3.7% in FY2023. The improved operating profit margin is mainly due to better gross profit margins for the tower fabrication segment and the progressive completion of EPCC for Power Transmission and Telecommunications. The Group remains committed to disciplined cost management and operational efficiencies to mitigate the impact of inflationary increase in construction cost.

Management Discussion and Analysis (Cont'd)

FINANCIAL POSITION

The Group's financial position remained resilient, with the current ratio of 1.81 times as of 31 December 2024, compared to 1.70 times in the previous financial year. The improvement was primarily due to a reduction in current liabilities driven by efficient inventory turnover and completion of ongoing projects.

The Group's gearing ratio increased slightly at 0.43 times as of 31 December 2024, compared with previous year. The Group's total borrowings, inclusive of lease liabilities, increased from RM144.2 million to RM151.6 million, following scheduled repayment of borrowings.

DIVIDEND POLICY

RTB does not have a formal dividend policy but is committed to rewarding shareholders through dividends when appropriate. Dividend payments are subject to various factors including but not limited to the financial performance, cash flow requirements, availability of distributable reserves and capital expenditure plans.

For FY2024, after taking into consideration the working capital requirements and capital expenditure plans for the Group, the Board of Directors has decided not to recommend any dividend at the Group's forthcoming Annual General Meeting.

CAPITAL MANAGEMENT

RTB Group's finances its operations through a combination of internal and external funding sources. The internal sources comprise shareholders' equity and cash generated from business operations while external sources are from various credit facilities extended to RTB Group by licensed financial institutions.

The Group's principal utilisation of funds has been for its business growth, operational requirements and capital expenditure. Key capital expenditure includes the progressive modernization of its existing tower fabrication facilities and development of new telecommunication towers for its telecommunication tower subsidiary. As of 31 December 2024, the Group's cash and bank balances stood at RM90.9 million. Total borrowings amounted to RM151.6 million, while the gearing ratio was 0.43 times and the current ratio was 1.81 times.

The Directors of RTB believe that after taking into consideration the cash and cash equivalents, the expected funds to be generated from operating activities and the amount unused under the existing banking facilities, RTB Group possesses adequate working capital to meet its present and foreseeable requirements for a period of 12 months from the date of this Annual Report.

PERFORMANCE BY CORPORATE BUSINESS SEGMENTS

The breakdown of the Group's revenue by business segments is as follows: -

Business Segments	FY2024 RM'000	FY2023 RM'000
Fabrication of Towers	102,871	121,918
Engineering, Procurement, Construction and Commissioning	202,635	230,240
Concession and Other Business Activities	22,741	12,123
Total Revenue	328,247	364,281

1. FABRICATION OF TOWERS

The Group's tower fabrication business specializes in the fabrication of power transmission and telecommunication towers, including both lattice and monopoles designs. The power transmission towers are engineered to support electrical power transmission lines with operating voltages ranging from 33kV to 500kV. RTB's subsidiary, Rohas-Euco Industries Bhd ("REI") is registered as a design and supply of power transmission towers with Tenaga Nasional Berhad ("TNB") for the supply of products, and provision of works and services.

The tower fabrication segment remains a key revenue driver for the Group, contributing 31% to total revenue in FY2024. However, segment revenue decreased by RM19.0 million, or 15.6%, due to the progressive delivery of its order book. This decline was primarily attributed to the completion and handover of power transmission towers and lines during the year. Within the segment, Power Transmission Towers accounted for 87% of revenue, while Telecommunication Towers contributed the remaining 13%.

Management Discussion and Analysis (Cont'd)

Looking ahead, the Group is well-positioned to capitalize on new opportunities. The higher capital expenditure approved by TNB under Regulatory Period 4 ("RP4") for 2025 to 2027, coupled with the surge in electricity demand driven by the data center boom in Malaysia, is expected to create significant opportunities for the Group to secure new projects and replenish its order book in the coming years.

2. ENGINEERING, PROCUREMENT, CONSTRUCTION AND COMMISSIONING

The EPCC business covers the Group's projects in power transmission lines, telecommunication tower sites, and water pumping station, water treatment and water sewerage facilities.

Performance Highlights

The Group's revenue from EPCC (Engineering, Procurement, Construction, and Commissioning) work for the current financial year stood at RM202.6 million, a decrease from RM230.2 million in FY2023. Power Transmission Line EPCC projects remained the primary revenue driver for this segment, contributing 51% of the total EPCC revenue. Other EPCC projects included water-related projects, and architectural projects in FY2024.

The decline in EPCC revenue was primarily due to the progressive completion and handover of power transmission line projects. However, this was offset by the Group successfully securing two major EPCC contracts during the year: the RTS Link Contract and the Sungai Rasau Water Treatment Plant Contract. These new projects are expected to contribute significantly to the Group's future revenue streams.

Operational Highlights

EPCC for Power Transmission

HG Power Transmission Sdn Bhd ("HGPT"), a subsidiary of the Group specialising in EPC in providing turnkey solutions for extra-high voltage ("EHV") transmission lines, completed and partially handed over the 500 kV power transmission line in the previous financial year, with the remaining sections fully handed over in FY2024. The completed transmission line spans a total length of 32 kilometers and plays a critical role in enhancing the stability and reliability of the power supply to the greater Klang Valley region.

This milestone underscores HGPT's expertise in delivering large-scale power transmission infrastructure projects and its commitment to supporting Malaysia's energy needs. The successful completion of this project not only strengthens the national grid but also contributes to the economic development of the Klang Valley by ensuring a stable and efficient power supply.

While the existing EPCC Power Transmission order book has progressively crystallized in FY2024, HGPT is confident to replenish its order book in 2025. This is driven by the capital expenditures approved under Regulatory Period 4 ("RP4") and the surge in demand for power from data centres in Malaysia. Additionally, HGPT remains focused on completing its ongoing power transmission projects in Bangladesh and Nepal.

Looking ahead, HGPT is strategically expanding into Australia, which is undergoing its most significant energy transformation since the 1950s. The Group has signed a teaming agreement with Gamuda to exclusively form a joint venture for bidding and building transmission projects in Australia. This partnership not only positions the Group to play a key role in Australia's energy transformation but also strengthens its international business relationship with Gamuda.

Management Discussion and Analysis (Cont'd)

EPCC for Telecommunications

For the financial year ended 31 December 2024, the Group focused on completing the remaining order book under the National Digital Network Plan ("Jendela") and the Malaysian Communications and Multimedia Commission's ("MCMC") Programme and other telecommunication infrastructure projects. During this period, the Group also awaited further clarity on the rollout of Jendela Phase 2.

The Malaysian Government in previous years introduced the National Digital Network Plan (Jendela), a digital infrastructure plan to improve the quality of digital infrastructure and services across the country. The rollout of Jendela Phase 2 is expected to commence in FY2025, presenting the Group with significant tender opportunities and increased demand for telecommunication infrastructure projects. We are optimistic about the potential growth and opportunities this initiative will bring.

EPCC for Water

The progress of the Group's ongoing contract by the Selangor State Government, to build two pumping stations and to connect two retention ponds to the Semenyih Water Treatment Plant, was impacted by site requirements and challenges stemming from the flooding of Sungai Langat and the COVID-19 pandemic. Despite these challenges, the project is on track for completion within the financial year 2025. This project is part of the Selangor State Government's programme to reduce water disruptions in Selangor in the near future caused by pollution or shortage of raw water.

In August 2024, the Group secured the Sungai Rasau Package 2 Project, awarded by Gamuda M&E Sdn Bhd, with a contract sum of RM123.0 million. The contract is a key component of the Sungai Rasau Water Supply Scheme (Stage 1) by Pengurusan Air Selangor Sdn Bhd. Upon completion, the scheme is expected to enhance the water reserve margin and provide up to 700 million liters of clean water daily to the Klang Valley.

The Group remains committed to expanding its presence in the water infrastructure sector. We are actively exploring partnerships with specialist contractors in water, wastewater, and process engineering to participate in tender opportunities across Peninsular Malaysia and East Malaysia.



Other EPCC

In January 2025, the Group secured the RTS Link Contract awarded by Malaysia Rapid Transit System Sdn Bhd ("MRTS"), with a contract sum of RM199.8 million. This contract involves the supply, fabrication and installation of the façade for Bukit Chagar RTS Station, one of two stations under the RTS Link Project. Upon completion, the RTS link is expected to have a capacity of 10,000 passengers per hour in each direction, with an expected daily ridership of about 40,000 passengers.

The RTS Link Contract marks a significant milestone for the Group, showcasing our ability to diversify into the fabrication and installation of architectural steel products. This achievement underscores our commitment to expanding into new product lines, particularly in architectural structures, which is expected to complement and enhance the existing fabrication business segment.

Management Discussion and Analysis (Cont'd)



The RTS Link Contract marks a significant milestone for the Group, showcasing our ability to diversify into the fabrication and installation of architectural steel products.



3. CONCESSION AND OTHER BUSINESS ACTIVITIES

The Group's concession revenue is derived from electric power generation from a mini hydro plant. The other business activities mainly include revenue from operating and leasing of telecommunication tower, external hot-dip galvanizing, fabrication services for other steelwork and products, tower fittings and structure, design and fabrication of substation electrical structures, civil and infrastructure-related works, and external engineering design services.

Revenue from this segment increased by RM10.6 million or 88% in FY2024.

Concession from Electric Power Generation

PT Century Abadi Perkasa ("PTCAP") signed a power purchase agreement with PT PLN (Persero) (PT Perusahaan Listrik Negara) ("PLN"), the Indonesian state-owned sole electricity distributor on 11 January 2016 to supply 7 MW for a 20-year concession period on a build-own-operate scheme. PTCAP developed a mini hydro power plant located at Lawe Sikap, Aceh Province, Sumatra, Indonesia for a power generation capacity of 7 MW. PTCAP will own, operate and maintain the Lawe Sikap plant. PTCAP has obtained approval from PLN on 20 April 2021 for the Commercial Operating Date, which allowed it to commence selling electric power to PLN.

Since its commercial operation in 2021 to 2024, PTCAP has sold 144,006,302 kWh of green electricity generated by its run-of-river mini hydro power plant. The projected green electricity to be sold in 2025 is estimated at 36,414,000 kWh.

Other Businesses

For the telecommunications segment, the Group remains committed to its strategy of focusing on building and managing telecommunications infrastructure projects in Cambodia through its subsidiary, Global Tower Corporation Pty Ltd ("GTC").

The telecommunications sector in Cambodia is experiencing rapid growth, driven by increasing demand for mobile services and the expansion of digital infrastructure. GTC is well-positioned to capitalize on this trend, as major operators continue to expand their networks and seek efficient, long-term leasing solutions for telecommunications sites. GTC works closely with local regulators to implement best practices and support the development of a robust telecommunications ecosystem.

In FY2024, GTC has successfully deployed new towers in compliance with local regulatory requirements, increasing its total number of towers by approximately 140%. Looking ahead, the Group plans to deploy an additional 600 towers over the next three years, further strengthening its presence in Cambodian market and supporting the country's digital transformation.

Management Discussion and Analysis (Cont'd)

BUSINESS RISK

Risk management is embedded in our day-to-day operations. Governance policies and procedures are developed with clear accountabilities by senior management to effectively identify, assess, prevent, record and mitigate all material risks for the Group.

In pushing forward with our strategy and execution plans, key risks have been identified with continuous monitoring undertaken, to ensure our exposure to all anticipated risks stays within the Group's overall risk appetite.

Key Group Risk	2024 Key Mitigation Steps
Declining Order Book <i>High dependency on key clients for new business growth infrastructure projects in the power transmission and telecommunication sectors.</i> <i>The lacking capabilities in securing sufficient sales to sustain the order book and maintain current market share.</i>	For local market: <ul style="list-style-type: none"> Continuously intensify sales and marketing efforts with East Malaysia utility service providers for power transmission and telecommunications projects. Develop new markets and revenue streams focusing on telecommunications EPCC work and fabricating of telco towers. Active tender participation in infrastructure projects i.e. power transmission sector, telecommunications sector and water sector. For overseas markets: <ul style="list-style-type: none"> Explore and conduct market research/surveys on new markets. Increase business development capability with the establishment of overseas offices. Active tender participation in infrastructure projects. Exploring other segments, such as public infrastructure projects, as part of diversifying revenue streams within our engineering experience and capabilities.
Declining tender profit margin <i>Depleting margin during the tendering exercise due to the increased number of competitors in the market.</i>	<ul style="list-style-type: none"> Conduct a comparative margin study with other local and international companies involved in power transmission line construction projects. Continuous monitoring of tender profit margin against actual project cost and progress.
Delay in Project Completion <i>Failure of project management to deliver the project on time may lead to LAD charges by the client.</i>	Plan our work well to reduce the late delivery of projects and submit Extension of Time ("EOT") requests to clients with strong justifications if the need arises. Other efforts include continuous project progress monitoring to ensure the project progresses within the project schedule, budget and quality. <ul style="list-style-type: none"> Frequent communication and updates to clients on project progress and issues.
Ageing Inventory <i>As Inventory ages, it may become obsolete due to changes in project requirements, technological advancements, or market demand shifts.</i>	<ul style="list-style-type: none"> Commitment to optimise inventory utilization in Projects particularly in ongoing and future telco tower projects. Conduct evaluation on the feasibility of utilizing the inventory in other current and upcoming construction projects to maximise inventory turnover and cost effectiveness. Continuous evaluation on strategies to minimise impact of aging inventories and cost recovery.

Management Discussion and Analysis (Cont'd)

LOOKING AHEAD

The Group's order book as at 28 February 2025 stands in excess of RM350 million. These projects are expected to contribute positively to the Group's earnings in the near future. To sustain growth, the Group will continue leveraging its expertise and strong track record to secure new projects both locally and internationally, ensuring a steady replenishment of its order book.

Recurring income from the Group's mini hydropower plant and telecommunication tower division will continue to provide financial stability and support the expansion of its primary fabrication and EPCC divisions. The Group also remains focused on further deploying additional telecommunication towers to enhance its infrastructure footprint and long-term revenue streams.

In line with its commitment for growth and value creation, the Group will pursue strategic initiatives to strengthen its market position, improve operational efficiencies, and drive sustainable business expansion.



Sustainability Statement

SECTION 1 SUSTAINABILITY AT ROHAS TECNIC BERHAD

OUR COMMITMENT TO SUSTAINABILITY

Rohas Tecnic Berhad ("RTB") and its subsidiaries ("RTB Group") are committed to conducting operations responsibly and sustainably. Guided by the principles of 'People, Planet, and Profit', we integrate responsible business practices that balance economic, social, and environmental priorities while delivering long-term value to our shareholders.

We are steadfast in our commitment to minimising environmental impact by integrating sustainable strategies across all facets of our business. This includes optimising energy and water consumption, reducing waste, promoting recycling, enhancing product design, improving material efficiency, and upholding the highest workplace safety standards.

Our sustainability approach is anchored in four key dimensions: Economic, Environmental, Social, and Governance (ESG) - which shape our decision-making processes, foster accountability, drive innovation, and align our efforts with global and local best practices in sustainability.

REPORTING SCOPE AND BOUNDARIES

This Statement presents full-year data from 1 January 2024 to 31 December 2024, encompassing our operations in Malaysia. Our business is structured into two core segments: Manufacturing and Engineering, Procurement, Construction, and Commissioning ("EPCC").

Within the Manufacturing segment, our subsidiaries include Rohas-Euco Industries Bhd ("REI") and Galvanising Engineering Services Sdn Bhd ("GES"). Meanwhile, the EPCC segment comprises HG Power Transmission Sdn Bhd ("HGPT"), RBC Water Sdn Bhd ("RBC"), and RT Telecom Sdn Bhd ("RTT"). The corporate structure of RTB Group is detailed on page 6 of this Annual Report.

All monetary values in this Statement are presented in Malaysian Ringgit ("RM"). Readers are encouraged to review this Statement in conjunction with the other sections of the 2024 Annual Report for a comprehensive understanding.

GUIDELINES AND STANDARDS

This Statement complies with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia") and has been prepared with reference to the Global Reporting Initiative ("GRI") Standards. Additionally, our ESG disclosures are aligned with Bursa Malaysia's Sustainability Reporting Guide (3rd Edition), the United Nations Sustainable Development Goals ("UN SDGs"), and the Malaysian Code of Corporate Governance ("MCCG") issued by the Securities Commission Malaysia ("SC").

We adhere to globally recognised frameworks as part of our commitment to comprehensive Economic, Environmental, Social, and Governance (EESG) reporting. We benchmark our sustainability performance against FTSE Russell's ESG Ratings and adopt the best practices set out in the Malaysian Code of Corporate Governance 2021 (MCCG 2021) to uphold the highest standards of corporate governance.

Sustainability Statement (Cont'd)

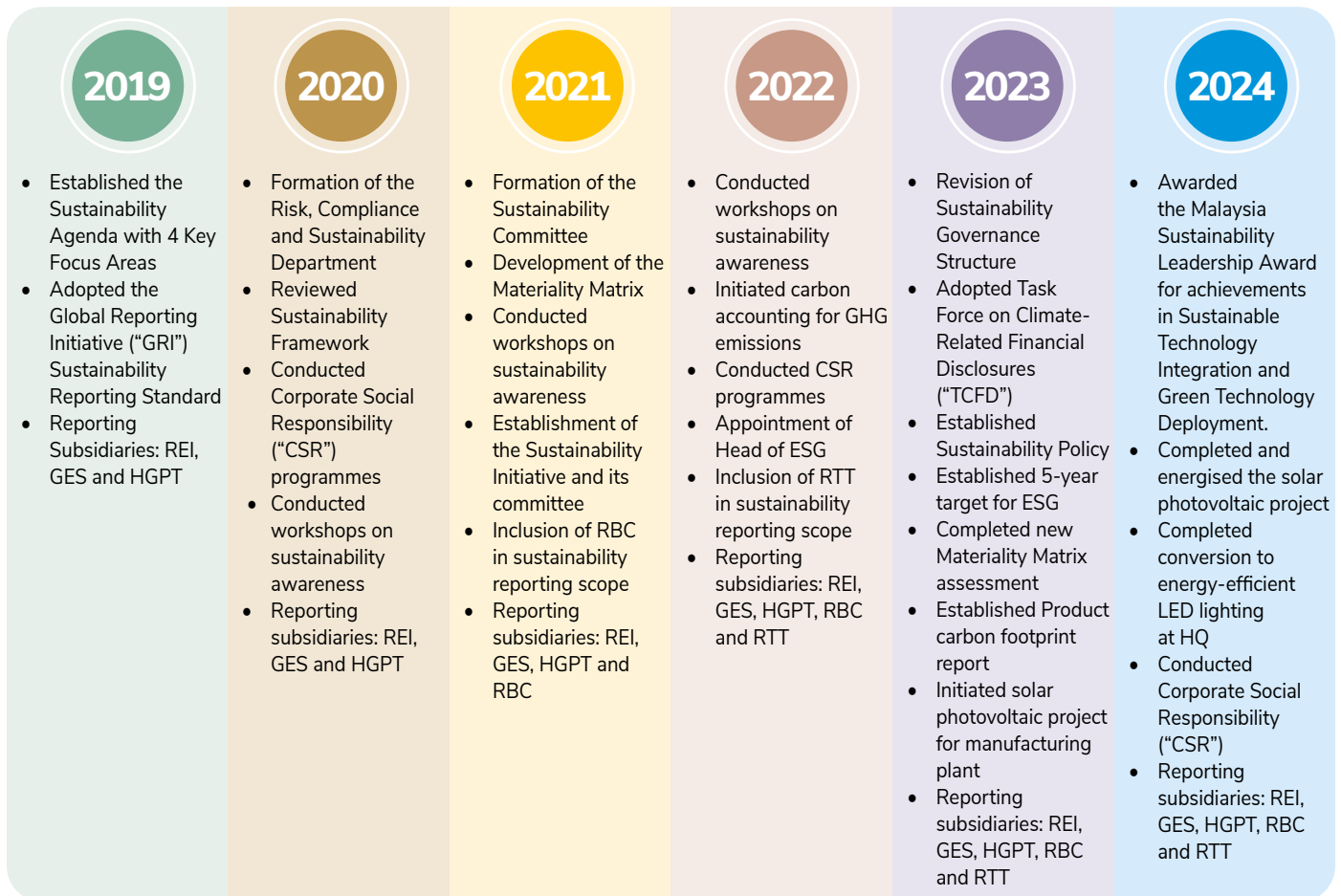
STATEMENT OF ASSURANCE

The Sustainability Statement 2024 has not been reviewed by internal auditors or independent parties. However, this statement was reviewed by the Management Team and The Group Sustainability Committee and subsequently approved by the Board of Directors.

OUR SUSTAINABILITY JOURNEY

RTB's sustainability journey has evolved from aspirational beginnings in 2018 to becoming fully integrated across our business operations by 2024. Our commitment to addressing climate-related challenges and embracing green technology has strengthened our resilience, ensuring sustainable growth for the future.

The diagram below illustrates the key milestones and actions undertaken in our sustainability journey from 2019 to 2024.

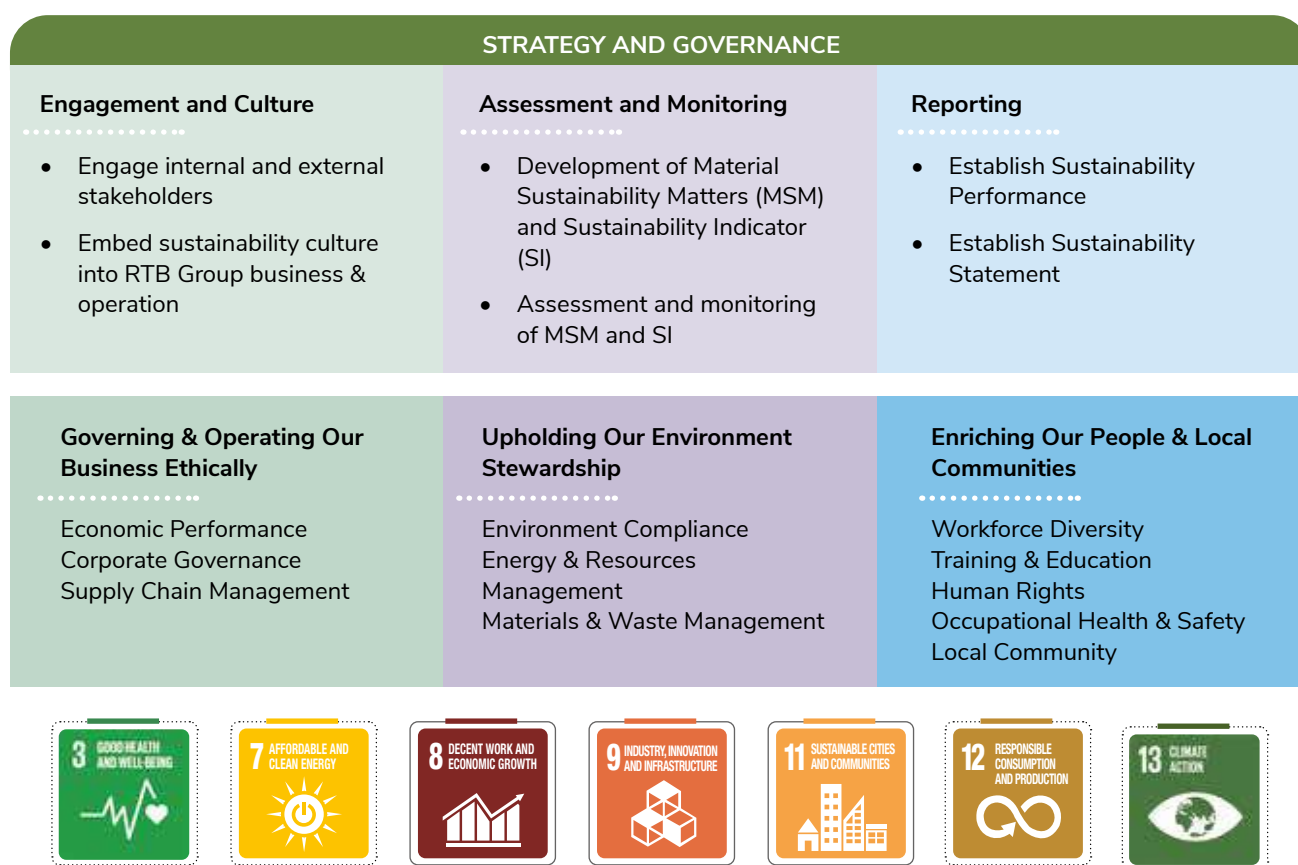


Sustainability Statement (Cont'd)

SUSTAINABILITY FRAMEWORK

Throughout 2024, we remained committed to our sustainability framework, aligning our efforts with RTB Group's vision and mission for sustainability. We remain steadfast in our commitment to operating our business ethically, upholding environmental stewardship, and enriching our people and local communities.

To further embed sustainability into our operations, we formalised and implemented the Group's Sustainability Policy in 2024. This policy is accessible to both internal and external stakeholders at rohastecnic.com.



RTB Group's prioritised impact on United Nation Sustainability Development Goals (UNSDG)

Sustainability Statement (Cont'd)

MEMBERSHIPS, ASSOCIATIONS, CERTIFICATIONS AND LICENSES

RTB Group's list of memberships, associations, certifications and trade associations.

ISO Certification

- ISO 9001:2015 Quality Management Systems (QMS)
- ISO 45001:2015 Occupational Health and Safety (OH&S) Management Systems
- ISO 14001: 2018 Environmental Management System (EMS)

Licenses/Permit from Government Agencies and Companies

- Construction Industry Development Board (CIDB)
- Suruhanjaya Perkhidmatan Air Negara (SPAN)
- Ministry of International Trade and Industry (MITI)
- Department of Occupational Safety and Health (DOSH)
- Ministry of Finance (MOF)
- Royal Malaysian Customs Department
- Tenaga Nasional Berhad (TNB)
- Sabah Electricity Sdn Bhd (SESB)
- Kementerian Perdagangan Dalam Negeri, Koperasi dan Kepenggunaan (KPDNKK)
- Local Municipal Councils

Professional Membership of Rohas Group's Employess

- CIDB Green Card – Construction Personnel
- Association of Chartered Certified Accountants (ACCA)
- Malaysian Institute of Accountants (MIA)
- Board of Engineers Malaysia (BEM)
- Institute of Internal Auditors (IIA)
- Malaysian Board of Technologists (MBOT)
- Institute of Chartered Secretaries & Administrators (ICSA)
- Malaysian Institute of Chemistry (IKM)
- The Institute of Engineers Malaysia (IEM)

Trade Association

- Galvanizers Association of Malaysia (GAM)
- Malaysian Electrical Transmission & Substation Contractors Association (METSCA)
- Malaysia International Chambers of Commerce and Industry (MICCI)

GOVERNANCE STRUCTURE

The Group's sustainability governance structure outlined below defines the roles, responsibilities, and processes for managing sustainability matters. The Sustainability Committee (SC) convenes at least twice a year, while the Sustainability Committee Working Group (SWG) engages in monthly discussions on sustainability-related matters during meetings with the Chief Operating Officer (COO) and Heads of Departments (HODs).

Sustainability Statement (Cont'd)

Sustainability Governance Structure and its Roles and Responsibility

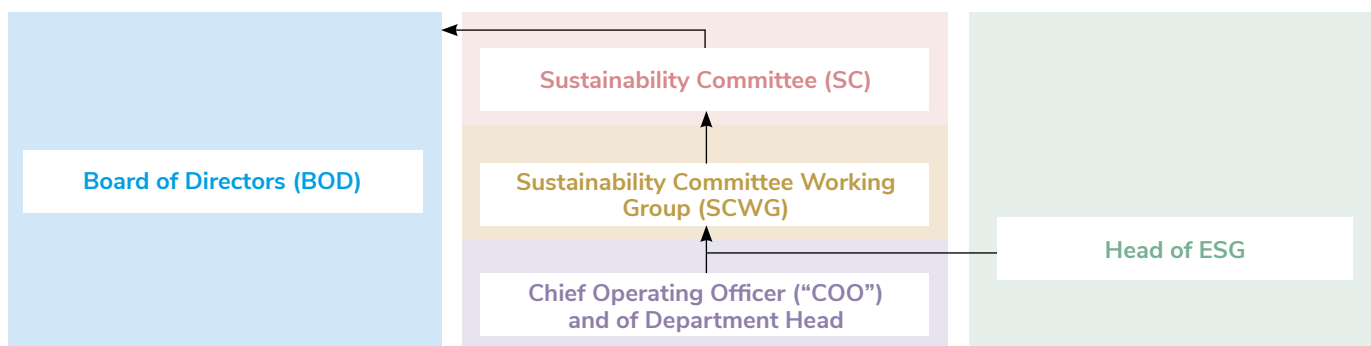


Table 1: Roles and Responsibility of the Sustainability Governance Members

Roles	Members	Responsibility	Function
Sustainability Committee (SC)	The SC is chaired by an Independent Non-Executive Director and the committee members are appointed among the Board members	Oversee the sustainability agenda and direction for the Group in the areas below: I. Strategy II. Budget and Resources, III. Sustainability Risks and Opportunities IV. Material Sustainability Matters V. Reporting	Board oversight
Sustainability Committee Working Group (SCWG)	Group Chief Executive Officer (GCEO), Chief Financial Officer (CFO) and Chief Investment Officer (CIO)	I. Review and recommend sustainability initiatives to the Board II. Endorse and recommend sustainability strategic documentation i.e. policies, framework, roadmap, budget and resources; III. Overseeing engagement outcomes in managing and addressing sustainability matters within our businesses and operations.	Management oversight
Head of ESG	-	I. Prepare Sustainability Statement and other ESG reports as required II. Data tracking and overall data monitoring for RTB Group III. Assist the management with sustainability strategic planning IV. Coordinate the execution of sustainability initiatives, policies, frameworks and strategies approved by the management	Plan and facilitate ESG-related matters
Chief Operating Officer ("COO") and Head of Department	COOs and Head of departments	I. Implement Sustainability Strategy and initiatives in their respective department II. Responsible for the execution of sustainability initiatives in their respective department III. Provide and update the required data on a periodical basis to the Head of ESG IV. Recommend sustainability initiatives and budget based on current and future operational planning V. Identify sustainability initiatives, innovation opportunities and business process improvements to support sustainability goals	Implementation of ESG-related strategies, policies, and goals

Sustainability Statement (Cont'd)

MATERIALITY ASSESSMENT

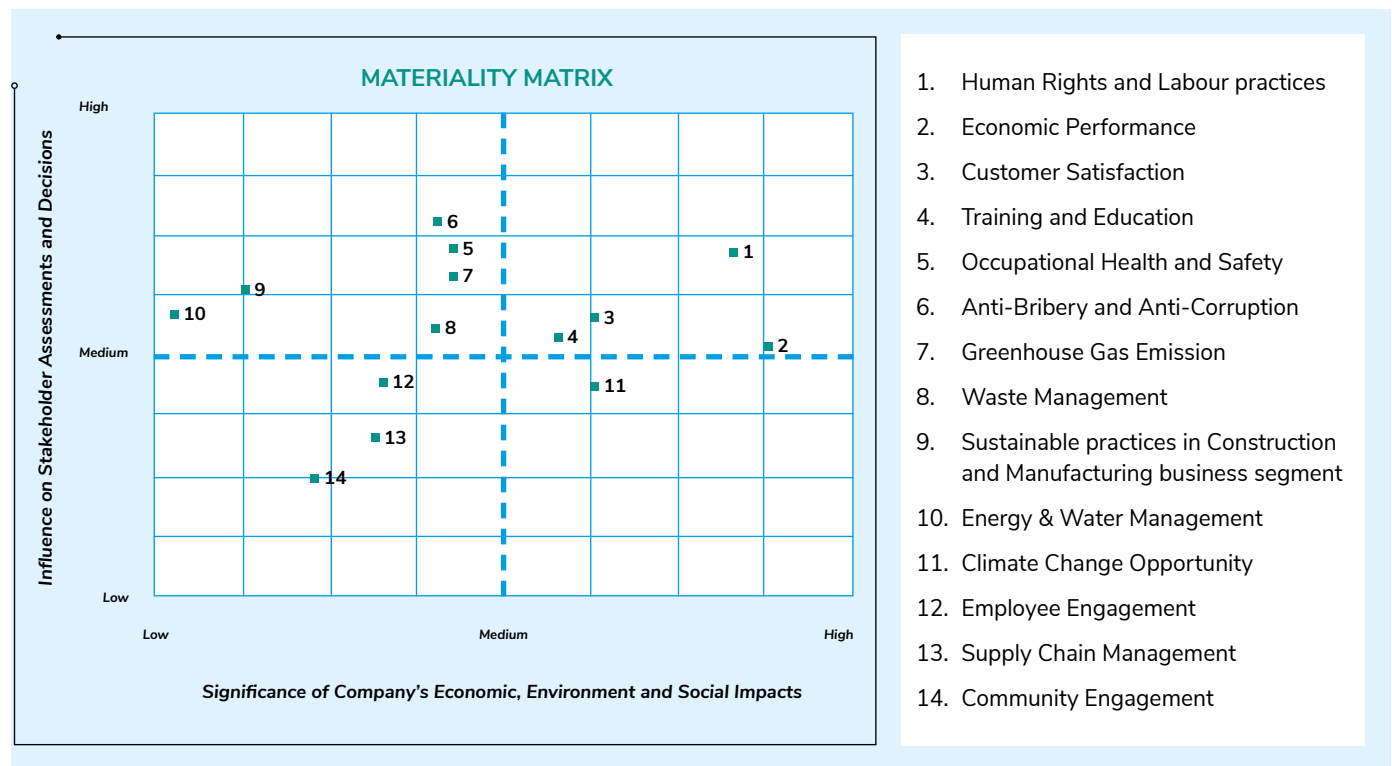
In 2023, RTB conducted a comprehensive materiality assessment to identify key matters that significantly impact both our stakeholders and business, and these remain relevant in 2024. Our materiality assessment process is guided by Bursa Malaysia's Sustainability Reporting Guide (3rd Edition) and Materiality Toolkit.

Additionally, we take into account the latest global sustainability trends, along with stakeholders' concerns and expectations, to ensure our material matters reflect evolving priorities and industry best practices.

MATERIALITY MATRIX

No new materiality matters have been identified for 2024, as the existing ones remain relevant to the current business landscape.

Figure 1: Materiality Matrix



Sustainability Statement (Cont'd)

Management of risks and opportunities related to material sustainability matters

No	Sustainable matter	Definition and Description	Risk	Opportunity	Stakeholder affected	Our Responses
1	Human Rights and Labour practices	The objective of Human Rights and labour practices is to guarantee fair and human treatment of workers, foster safe and healthy work environments, and protect fundamental human rights within the workplace.	<ul style="list-style-type: none"> Human rights violations result in regulatory penalties, negatively affect employee retention and workplace culture, and cause reputational damage Discriminatory employment practices damage the company's reputation and undermine stakeholder trust 	<ul style="list-style-type: none"> Workers who are treated fairly and work in a safe, supportive environment are generally more engaged, motivated, and productive Fostering an inclusive, diverse, and empowering work culture attracts top talent and enriches decision-making through diverse perspectives 	<ul style="list-style-type: none"> Employees Suppliers 	<ul style="list-style-type: none"> Commitment to International Human Rights standards via Sustainability policy Conducted Health and safety programmes to promote workplace safety Conducted Human Rights training Participation in the Responsible Business Conduct (RBC) Workshop
2	Economic Performance	The direct and indirect economic value generated and distributed measures the wealth generated by our operations.	<ul style="list-style-type: none"> Poor financial performance threatens business continuity and difficulty in securing financing 	<ul style="list-style-type: none"> Strong financial stability attracts investors and delivers long-term value for all stakeholders 	<ul style="list-style-type: none"> Financial Institutions, Shareholders and Investors 	<ul style="list-style-type: none"> Explore new opportunities and partnerships which secured projects with MRTS and Gamuda
3	Customer Satisfaction	An indicator of the extent to which a company's products, services, and overall customer experience align with customer expectations.	<ul style="list-style-type: none"> Poor customer satisfaction results in reduced customer loyalty, loss of customers, decreased revenue, and a negative impact on brand reputation 	<ul style="list-style-type: none"> Opportunity for improvement Maintain or improve market share 	<ul style="list-style-type: none"> Customers 	<ul style="list-style-type: none"> Conducted frequent engagement with customers Conducted annual customer survey for improvement
4	Training and Education	<ol style="list-style-type: none"> Training given or provided to the employees. A process where employees strategically explore, plan and create their future paths with feedback and guidance from their superior (Career development plan). 	<ul style="list-style-type: none"> Insufficient training leads to reduced employee productivity and creates skill gaps Limited employee development results in higher turnover rates and challenges in attract top talent 	<ul style="list-style-type: none"> Investing in training and development enhances employee performance, job satisfaction, and retention A highly skilled workforce improves operational efficiency 	<ul style="list-style-type: none"> Employees 	<ul style="list-style-type: none"> Human Resource published an annual training plan for employees Conducted training need analysis Employees must comply to minimum 16 hours of training a year

Sustainability Statement (Cont'd)

No	Sustainable matter	Definition and Description	Risk	Opportunity	Stakeholder affected	Our Responses
5	Occupational Health & Safety	Occupational safety and health are identified as the discipline dealing with the prevention of work-related injuries and diseases as well as the protection and promotion of the health of workers.	<ul style="list-style-type: none"> • Workplace accidents or unsafe conditions result in legal liabilities, regulatory penalties, and compensation claims • A weak safety culture impacts employee morale, retention, and productivity • Workplace accidents and injuries result in productivity losses, legal consequences such as penalties, and reputational damage 	<ul style="list-style-type: none"> • Occupational Health and Safety (OHS) practices reduce incident rates, improve employee well-being, and increase productivity • A strong commitment to employee safety enhances the company's reputation as a responsible employer 	<ul style="list-style-type: none"> • Employees • Suppliers 	<ul style="list-style-type: none"> • Continuous enhancement of Safety Practices • Conducted OHS training, talks, toolbox meetings and programmes
6	Anti-Bribery and Anti-Corruption	Implementation and awareness amongst internal and external stakeholders on Anti-Bribery and Anti-Corruption (ABAC) Policy.	<ul style="list-style-type: none"> • Non-compliance with ABAC regulations leads to severe legal penalties, financial losses, and reputational damage • Corruption risks undermine stakeholder trust, jeopardising business partnerships and contracts 	<ul style="list-style-type: none"> • Strong ABAC practices strengthen corporate integrity, attract ethical investors, and enhance stakeholder confidence • A transparent and accountable corporate culture minimises fraud risks and improves operational efficiency 	<ul style="list-style-type: none"> • Employees • Suppliers • Government and Regulators 	<ul style="list-style-type: none"> • Ensuring strong corporate governance through the implementation of ABAC policy • Adoption of grievance and whistleblowing policies to support transparency and accountability • Provision of training and awareness programs for employees to strengthen ethical standards
7	Greenhouse Gas Emission	Greenhouse Gas emissions address emissions into the air, which are the discharge of substances from a source into the atmosphere. Types of emissions include greenhouse gas (GHG), ozone-depleting substances (ODS), nitrogen oxides (NOX) and sulphur oxides (SOX), among other significant air emissions.	<ul style="list-style-type: none"> • High GHG emissions increase future cost risks from potential carbon pricing • Poor climate risk management raises investor concerns • Increase in physical risk due to global heating 	<ul style="list-style-type: none"> • Potential for energy efficiency use • Energy cost reduction in the long term • Sustainable practices unlock green financing, incentives, and eco-conscious markets 	<ul style="list-style-type: none"> • Government and Regulators • Suppliers • Surrounding communities • Customers 	<ul style="list-style-type: none"> • Conduct yearly carbon accounting • Established 2028 GHG reduction targets for Scope 1 and 2 • Installed solar panels at manufacturing plant to reduce Scope 2 GHG emissions • Established product carbon footprint for REI

Sustainability Statement (Cont'd)

No	Sustainable matter	Definition and Description	Risk	Opportunity	Stakeholder affected	Our Responses
8	Waste management	The management of liquid/substance disposed of as waste/ wastewater from the industrial processes and general purposes.	<ul style="list-style-type: none"> Operational disruption from non-compliance Environmental impact and reputational damage from poor waste management and disposal 	<ul style="list-style-type: none"> Strengthened green credentials improve the company's market position, attract environmentally conscious clients and investors while fostering long-term business resilience Recycling of spent acid to reduce expenditure on new purchases Recycle scrap metal to gain monetary benefits 	<ul style="list-style-type: none"> Government and Regulators Surrounding communities 	<ul style="list-style-type: none"> Track, monitor and manage the amount of waste generated Dispose waste using competent 3rd party service provide Handle and store waste according to best practices and regulations.
9	Sustainable practices in the Construction and Manufacturing business segment	Sustainable construction/ manufacturing means constructing/ manufacturing with green, low-carbon, renewable and recyclable resources and materials.	<ul style="list-style-type: none"> Higher initial cost of sustainable building materials Supply Chain limitations on the availability of sustainable material Market and demand uncertainty on sustainable products Regulatory and compliance challenge 	<ul style="list-style-type: none"> Access a new market under the green category Market Differentiation and Competitive Advantage Sustainability as a selling point Innovation and new product development 	<ul style="list-style-type: none"> Government and Regulators Suppliers Customers 	<ul style="list-style-type: none"> Evaluated suppliers that use recycled steel as raw material. The use of renewable energy to produce low-carbon footprint products Established product carbon footprint to identify areas of reduction
10	Energy & Water Management	The optimisation and efficient use of energy and water in our operations.	<ul style="list-style-type: none"> Increase in operational costs Potential resource scarcity results from inefficient water management 	<ul style="list-style-type: none"> Cost savings Reduced environmental impact Improved resilience 	<ul style="list-style-type: none"> Government and Regulators Suppliers 	<ul style="list-style-type: none"> Installed rainwater harvesting system Conducted energy efficient and management training Conducted energy efficient and management training
11	Climate Change Opportunity	Malaysia targets to become a Net Zero greenhouse gas (GHG) emission nation by 2050. This presents an opportunity to engage in the green economy of this country and region.	<ul style="list-style-type: none"> High initial cost and investment to participate in the green economy Market demand fluctuations towards green products Limited infrastructure and adoption of green technology 	<ul style="list-style-type: none"> Access a new market under the green category Market Differentiation and Competitive Advantage Innovation and new product development 	<ul style="list-style-type: none"> Financial Institutions, Shareholders and Investors Government and Regulators Supplier Customers 	<ul style="list-style-type: none"> Explore business opportunities in the green economy Track and monitor carbon footprint and implement initiatives to reduce GHG emissions

Sustainability Statement (Cont'd)

No	Sustainable matter	Definition and Description	Risk	Opportunity	Stakeholder affected	Our Responses
12	Employee Engagement	Employee engagement is a key indicator of a healthy and thriving workplace, where employees feel valued, involved, and connected to their roles and the company at large.	<ul style="list-style-type: none"> Disengaged and underdeveloped employees result in reduced productivity and performance 	<ul style="list-style-type: none"> Fostering a high-performance culture Improve productivity 	<ul style="list-style-type: none"> Employees 	<ul style="list-style-type: none"> Annual performance review Social events within the organisation to foster a collaborative culture Review of employees' remuneration
13	Supply Chain Management	Supply Chain management refers to the supplier assessment process, assessment criteria and company's spending on local suppliers.	<ul style="list-style-type: none"> Geopolitical instability disrupts supply chain Non-compliance of suppliers and contractors with the company's ethical principles and safety culture may lead to operational disruptions 	<ul style="list-style-type: none"> Create local employment by spending on local suppliers Supply chain risk mitigation and resilience by choosing a local supplier Reduce lead time with locally available materials 	<ul style="list-style-type: none"> Suppliers 	<ul style="list-style-type: none"> Implemented Supplier Code of Conduct to ensure adherence to applicable laws, rules, codes, and regulations sustainable supply chain Supply assessments are conducted periodically Spent >90% of purchases via local supplier
14	Community Engagement	Actively involve ourselves with nearby local communities and allocate resources to support corporate social responsibility (CSR) initiatives.	<ul style="list-style-type: none"> Failure to address community expectations results in negative public perception and decreased stakeholder trust 	<ul style="list-style-type: none"> Strategic allocation of resources to CSR initiatives enhances social impact and community well-being 	<ul style="list-style-type: none"> Surrounding communities 	<ul style="list-style-type: none"> Conducted various social programmes throughout the year

Sustainability Statement (Cont'd)

STAKEHOLDER ENGAGEMENT

We have reviewed and refined our stakeholder engagement mapping to ensure alignment with our sustainability objectives. This structured approach enhances transparency, fosters stakeholder trust in RTB's sustainability initiatives, and proactively mitigates potential risks and conflicts.

Table 2: Stakeholder engagement mapping for RTB Group

Key Stakeholders	Areas of Interest	Methods of Engagement	Frequency of Engagement	Objective	Our Responses
Financial Institutions, Shareholders and Investors	<ul style="list-style-type: none"> Long-term profitability Company's performance and targets Corporate Governance, Statutory and Regulatory Compliance 	<ul style="list-style-type: none"> Annual General Meeting ("AGM") Extraordinary General Meeting ("EGM") Financial results Investor Relations Initiatives 	<ul style="list-style-type: none"> Annual Annual Quarterly and Annually Annually 	<ul style="list-style-type: none"> To engage existing and potential shareholders To comply with Government, Statutory and Certification Bodies as required 	<ul style="list-style-type: none"> Continuous engagement Policy and procedure in place
Government, Statutory and Certification Bodies	<ul style="list-style-type: none"> Corporate Governance Statutory and Regulatory Compliance Certification Compliance 	<ul style="list-style-type: none"> Compliance Reports Compliance Audit Periodical meetings 	<ul style="list-style-type: none"> On case-to-case basis Yearly On case-to-case basis 	<ul style="list-style-type: none"> To comply with Government, Statutory and Certification Bodies as required 	<ul style="list-style-type: none"> Improved responsiveness towards queries and feedback Adherence to regulatory requirement and guidelines
Clients and Customers	<ul style="list-style-type: none"> Safety, Health and environment Quality of products Project completion Corporate Governance 	<ul style="list-style-type: none"> Tender briefings Progress meetings Exhibitions & sponsorship Proposals Reports 	<ul style="list-style-type: none"> On project basis When required On case-to-case basis When required When required On case-to-case basis 	<ul style="list-style-type: none"> Commitment to quality and innovation in tower fabrication, installation and Engineering, Procurement, Construction and Commissioning ("EPCC") 	<ul style="list-style-type: none"> Fabricate the best quality towers and deliver in a timely manner Project completion within the project timeline, quality and cost
Vendors, Suppliers and Value Chain Partners	<ul style="list-style-type: none"> Fair Procurement process Corporate Governance 	<ul style="list-style-type: none"> Email updates Site visits Direct contact 	<ul style="list-style-type: none"> When required When required When required 	<ul style="list-style-type: none"> To ensure fair, proper and transparent dealings with Vendors, Suppliers and Value Chain Partners 	<ul style="list-style-type: none"> Compliance with internal policy and procedures
Employees (local and Foreign)	<ul style="list-style-type: none"> Equal opportunities Diversity and inclusivity Career progression Rewards and benefits Training 	<ul style="list-style-type: none"> Induction programme for new hires Performance Management System Employee Engagement programmes Annual Training Plan Internal communications Events and functions Corporate Social Responsibility ("CSR") programmes 	<ul style="list-style-type: none"> One-off Yearly When required When required Yearly Yearly Yearly 	<ul style="list-style-type: none"> To provide fair and equal opportunities To ensure employee Development and progression 	<ul style="list-style-type: none"> Transparent, open and consistent approach to appraisals Trainings and team building
Neighbouring Businesses and Surrounding Communities	<ul style="list-style-type: none"> Social and economic impact 	<ul style="list-style-type: none"> Community engagement CSR programmes 	<ul style="list-style-type: none"> When required When required 	<ul style="list-style-type: none"> To minimize negative impact on neighbouring Businesses and Communities To give back to the Community in which we operate and improve the welfare of families in need 	<ul style="list-style-type: none"> Continuous engagement with surrounding communities Alignment of sustainability goals with our CSR objectives

Sustainability Statement (Cont'd)

SECTION 2 SUSTAINABILITY PERFORMANCE

KEY SUSTAINABILITY INDICATOR

Measuring sustainability performance is essential for tracking progress and ensuring transparency in our commitment to ESG goals. RTB Group has established its 2028 sustainability targets, demonstrating continuous improvements across the Environmental, Social, and Governance (ESG) dimensions.

In the Environmental dimension, we have successfully reduced Scope 1 and Scope 2 emissions, improved water efficiency, and optimised material utilisation to minimise environmental impact. In the Social dimension, we have maintained zero fatalities across all sites, lowered the Lost Time Injury Frequency (LTIF) rate, and increased female-representation in our workforce, fostering a safer and more inclusive workplace. Meanwhile, in the Governance dimension, we have strengthened our sustainable procurement practices and increased participation in anti-corruption training, reinforcing our commitment to ethical business conduct.

Further details on our key sustainability indicators are provided in Table 3.

Table 3: Sustainability indicators and results for 2024

Environment Dimension

No	Indicators	Unit	Target (2028)	2022-Baseline	2023	2024
E1	Organisation GHG emission Scope 1- Direct emission	tonnes CO ₂ e	33.6 % reduction from baseline	2,064	2,061	2,026
E2	Organisation GHG emission Scope 2- Indirect emission	tonnes CO ₂ e	70% reduction from baseline	1,602	1,632	1,565
E3	Water consumption per MT fabricated and galvanised steel	m ³	40% reduction from baseline	2.24	2.1	1.9
E4	Waste to landfill	MT	0	45.2	88.7	82.4*
E5	Total waste produced per 1 MT fabricated and galvanised steel	MT	<0.06	0.09	0.13	0.09

* The high amount of domestic waste in 2024 due to the replacement of the old dust collector and refurbishment work at Plant C

Social Dimension

No	Indicators	Unit	Target (2028)	2022-Baseline	2023	2024
			Baseline			
S1	Zero deaths due to work related injuries at all sites	Number	0	0	0	0
S2	LTIF Rate in million hours	LTIFR (million hours)	0	3.6	1.0	3.0
S3	Female representatives at the Executive level and above	%	>45%	41.9	37.0	41.0

Sustainability Statement (Cont'd)

Governance Dimension

No	Indicators	Unit	Target (2028)	2022-Baseline	2023	2024
G1	Sustainable Procurement Spend	%	80% min from total spending	15	58	61
G2	Conduct anti-corruption and anti-bribery awareness training for all Executive level and above employees on a yearly basis	%	100%	100	64	99
G3	Zero incidents of corruption and bribery case	Number	0	0	0	0

FTSE4Good

FTSE4Good Bursa Malaysia ("F4GBM") Index December 2024 Review Results

In the December 2024 review of the FTSE4Good Index series, RTB has maintained its position and demonstrated improvement in its overall ESG ratings. The Group achieved an overall ESG score of 3.8 out of 5.0, an increase from the previous rating of 3.2.



FTSE4Good

Constituent of F4GBM
Index for the
6th
Consecutive year

Top
80
In Percentile Ranking

Improved ESG Score to **3.8**
From 3.2 a year ago

Sustainability Statement (Cont'd)

RECOGNITION

Rohas Tecnic Berhad wins the Malaysia Sustainability Leadership Award for Sustainable Technology Integration and Green Technology Deployment

Rohas Tecnic Berhad (RTB Group) was named the Malaysia Sustainability Leadership Award winner in two categories: Company of the Year: Sustainable Technology Integration and Project of the Year: Green Technology Deployment. These awards were presented to our team on 16 August 2024 by SolarQuarter, one of the world's leading cleantech media company.

The first award, "Company of the Year: Sustainable Technology Integration", highlights our integration of renewable technology and green technology in our businesses. The 7 MW mini hydropower plant, 0.92 MWp solar PV system, electric vehicles adoption, energy efficient lightings and advanced manufacturing equipment are the key elements showcased the integration between technology, sustainability, business, and innovation. This integration enables us to contribute positively to Sustainable Development Goals (SDGs) 7, 8 and 13.

The second award, "Project of the Year: Green Technology Deployment", was due to our initiative to deploy green technology through the implementation of a 0.92 MWp rooftop solar PV system at our manufacturing facility. This system enables us to move towards using a substantial amount of renewable energy in our manufacturing facility, allowing for a significant reduction in Scope 2 greenhouse gas (GHG) emissions. This project enables us to contribute positively towards Sustainable Development Goals (SDGs) 8, 11 and 13.

These awards reflect our steadfast commitment to responsible business practices, innovation, environmental stewardship and sustainability.

Figure 2: RTB Group received the Malaysia Sustainability Leadership Award 2024



Sustainability Statement (Cont'd)

SECTION 3 ECONOMIC: GROWING OUR TOP AND BOTTOM LINE

The economic dimension of sustainability encompasses an organisation's influence on the economic well-being of its stakeholders. In this report, RTB Group's economic disclosures highlight our broader local and national impact, demonstrating our commitment to sustainable economic growth and value creation.

The financial performance of RTB Group can be found in the Auditor Financial Statement.

DIRECT ECONOMIC IMPACT

The metric of direct economic value generated and distributed ("EVG&D") indicates the wealth created by our operational activities. Our business operations generate value for numerous stakeholders, such as shareholders, investors, employees, customers, suppliers and contractors, government authorities, and local communities.

The difference between value generated and economic value distributed is the economic value retained or loss. In 2024, RTB Group recorded an economic value loss compared to economic value retained in 2023. Table 4 shows the direct economic impact data for RTB Group for 2022 to 2024.

Table 4: Direct EVG&D by RTB Group for the year 2022 to 2024

	FY2022	FY2023	FY2024
	RM'000	RM'000	RM'000
DIRECT ECONOMIC VALUE GENERATED	436,101	364,281	328,247
Revenue	436,101	364,281	328,247
ECONOMIC VALUE DISTRIBUTED	422,692	367,698	347,654
Operating Cost	371,170	316,227	291,602
Employee Remuneration (salaries, wages and other emoluments)	34,701	34,693	37,058
Dividends	-	-	-
Finance Cost	6,835	11,983	14,397
Payment to the Government (Current Tax Expense)	9,742	4,768	4,582
Community Investment	244	27	15
ECONOMIC VALUE RETAINED/(LOSS)	13,409	(3,418)	(19,407)

* Reference: GRI 201-1 Direct economic value generated and distributed

** Figures derived from audited financial statement

Sustainability Statement (Cont'd)

Financial implications and other risks and opportunities due to climate change

Table 5: RTB Group's financial implications and other risks and opportunities due to climate change

No	Classification	Risk/ Opportunity	Description of Impact	Methods used to manage risk and opportunity	Costs of action taken to manage the risk and opportunity	Probability of impact on the organisation (high, medium, low)	Projected time frame is expected to have substantive financial impacts
1	Physical damage due to flooding and landslide	Risk	1. Loss of production time 2. Damage to equipment and property 3. Increase in capital expenditure and maintenance cost	1. Cleaning the impact area from stone, debris, mud, and trees 2. Installation of slope protection	RM 50,000 to 60,000	Low	On yearly basis
2	Transition to a lower-carbon economy	Opportunity	1. Reduction in operation cost in the long term by changing or using modern and energy efficient equipment/ systems 2. Reduction in GHG emissions 3. Reduction in product carbon footprint	1. Installation of solar panels at the manufacturing plant in Bentong, Pahang 2. Change to energy efficient equipment/ heating system 3. Carbon Accounting for RTB Group 4. Transition to electric forklifts 5. Installation of mini hydro turbine	RM 1,250,000 to 2,000,000	Medium	1. Completed the installation of Solar panels in 2024 2. Next 1-3 years

INDIRECT ECONOMIC IMPACTS

Through our presence and operations in local areas, we indirectly contribute to the socioeconomic development of these communities. Our projects, primarily focused on the manufacturing and installation of power transmission and telecommunication towers, have played a key role in expanding access to electricity and telecommunications services, including voice, video, data transmission, and internet connectivity.

Enhancing internet connectivity in rural areas has the potential to drive significant economic growth in Malaysia. It opens access to a wide range of educational resources that may otherwise be unavailable in these regions. Furthermore, the expansion of digital infrastructure can create new internet-related job opportunities, fostering economic development and improving livelihoods within local communities.

In 2024, we commenced work on the RM199.8 million contract for the RTS Link Package 8 Project at Bukit Chagar, Johor Bahru. It is expected to be completed by the end of 2025. The project, awarded to Rohas Sediabena Consortium Sdn Bhd (RSCO)—a joint venture between Rohas-Euco Industries Bhd and Sediabena Sdn Bhd—involves constructing the iconic station's façade for the Johor Bahru–Singapore RTS Link. This collaboration promotes regional economic growth, creates local job opportunities, and enhances future cross-border transportation.

Sustainability Statement (Cont'd)

SUPPLY CHAIN MANAGEMENT

The manufacturing business segment conducts its supplier screening process, annual assessment, and performance monitoring to identify and collaborate with suppliers that offer the best value, quality and performance. We have conducted anti-bribery and anti-corruption due diligence on our suppliers through Know-Your-Customer ("KYC") surveys, internal risk checklists and the signing of supplier code of conduct.

Proportion of spending on local suppliers

RTB Group is deeply committed to strengthening the local economy by partnering with nearby businesses and vendors. We define our local suppliers as producers and merchants located in close proximity to our Manufacturing and Project Management facilities. For disclosure purposes, they are defined as entities operating within Malaysia. We prioritise sourcing raw materials, goods, and services from local suppliers whenever possible, ensuring our commitment to supporting the local economy. However, in cases where greater efficiency can be achieved, we may procure from overseas vendors.

Leveraging local suppliers for our operations brings numerous benefits, including faster delivery times, reduced transportation costs, and a lower carbon footprint. This approach also supports the growth of small businesses and creates employment opportunities, strengthening the local economy. In 2024, RTB Group's spending on local suppliers reached 92.7%, marking our highest level of local procurement since 2022.

Figure 3: The distribution of suppliers by RTB Group for 2022 to 2024

Distribution of suppliers

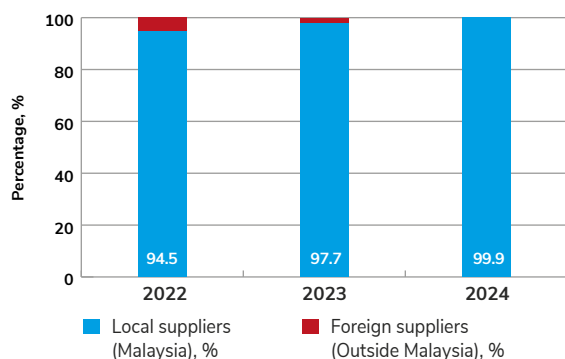
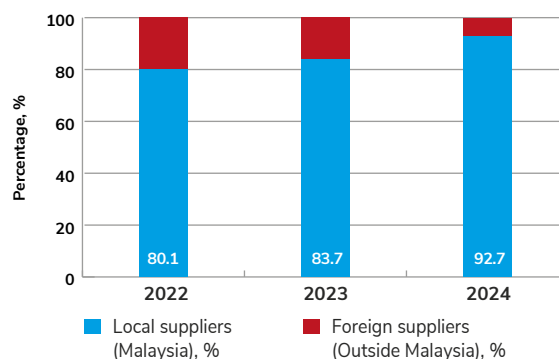


Figure 4: The proportion of spending on local suppliers by RTB Group for 2022 to 2024

Spending on local suppliers



Sustainability Statement (Cont'd)

SECTION 4 ENVIRONMENT: UPHOLDING OUR ENVIRONMENT STEWARDSHIP

The escalating challenges of climate change have intensified global efforts toward mitigation and adaptation, with Malaysia reinforcing its commitment to sustainability. The nation has pledged to reduce carbon intensity relative to GDP by 45% by 2030, compared to 2005.

The business landscape is evolving, with increasing expectations to adopt low-carbon practices. This transformation is driven by mounting pressure from governments, regulators, investors, and the public.

At RTB Group, we remain steadfast in our commitment to responsible business practices by actively monitoring our environmental footprint and continuously exploring opportunities to integrate sustainable materials and technologies.

ENVIRONMENTAL COMPLIANCE

Compliance Registry

Across the Group, we adhere to the following laws governing various environmental activities, including but not limited to those listed below.

Table 6: RTB Group compliance with various laws

Act	Scope
Environmental Quality Act 1974	<ul style="list-style-type: none">• Discharge of waste into Malaysian water• Emission of air and pollutants, water discharge• Generation, storage and disposal of scheduled waste• Prohibition of open burning• Disposal of scheduled waste
Pesticides Act 1974	<ul style="list-style-type: none">• Storage of pesticides
Local Government Act 1976	<ul style="list-style-type: none">• Pollution of streams with trade refuse
National Forestry Act 1984	<ul style="list-style-type: none">• Power to issue licenses, use permits, etc., by way of tenders, agreements, etc.

ENVIRONMENTAL MONITORING RESULTS

We conducted environmental monitoring at our manufacturing plants and project sites within our jurisdiction. The data consist of air monitoring, water quality and noise level measurements which are measured based on regulatory requirements or site relevance. Below are the results for each of the monitored parameters.

Air Quality Monitoring

One of our subsidiaries in the Manufacturing business segment, GES, is situated in Bentong, Pahang. GES carried out on-site air emission monitoring at three distinct sampling points, namely the Liquefied Petroleum Gas ("LPG") burner, dust collector, and scrubber. The findings comply with the specifications outlined in the Environmental Quality (Clean Air) Regulation 2014.

Sustainability Statement (Cont'd)

Table 7: Air Quality monitoring results for the GES plant for the year 2022 to 2024

Sampling Point	Parameter	Limit Value (mg/m ³)	Recorded value (mg/m ³)		
		Environmental Quality (Clean Air) Regulation 2014	2022	2023	2024
LPG Burner	Total Particulate Matter	50	4.5	0.29	0.28
	Sulphur Dioxide or So _x	500	ND	ND	ND
	Nitrogen Dioxide as No _x	500	ND	ND	ND
	Sulphuric Acid	5	ND	ND	ND
Dust Collector	Total Particulate Matter	50	3.8	0.15	0.32
	Sulphur Dioxide or So _x	100	ND	ND	<0.001
	Nitrogen Dioxide as No _x	500	ND	ND	ND
	Sulphuric Acid	-	ND	ND	<0.001
Scrubber	Particulate Matter	50	5.1	0.35	0.02

* ND - not detected

The Air Quality result for HGPT's project site in Semenyih, Selangor, complied with the New Malaysia Ambient Air Quality Standard (NMAAQS-2020). The results and specifications are as follows.

Table 8: Air Quality monitoring results for HGPT's project site for the year 2022 to 2024

Parameters	Concentration Limit, µg/m ³	2022	2023	2024
		Reading, µg/m ³		
Particulate Matter with a size of less than 10 micron (PM10)	100	4.09	4.03	4.00
Carbon Monoxide (CO)	8.74	0.05	0	0
Nitrogen Dioxide (NO ₂)	70	0.1	5.9	0
Sulphur Dioxide (SO ₂)	80	0	0	0
Ground Level Ozone (O ₃)	100	0	0	0

The Air Quality result for RBC's project site at Jenderam Hilir, Selangor, complied with the New Malaysia Ambient Air Quality Standard (NMAAQS-2020). The results and specifications are as follows.

Table 9: Air Quality monitoring results for RBC's project site in 2022-2024

Parameters	Concentration Limit, µg/m ³	Averaging time, hours	Baseline, July 2022	July 2023	July, 2024
Particulate Matter 10 µm, PM10 (µg /m ³)	100	24	29	31	28
Particulate Matter 2.5 µm, PM 2.5 (µg/m ³)	35	24	8	16	9

* The SJAM project started in January 2022

Sustainability Statement (Cont'd)

Water Quality Monitoring

The table below shows the Water Quality Index (WQI) for HGPT's project site in Semenyih, Selangor. 12 water sampling stations were tested every month, and the results complied with the National Water Quality Standards for Malaysia (NWQS) Class IIB as recommended in Part 5.6 of the Environment Management Plan as stated in EIA Approval Condition No. 21. The W4 sampling station showed the best WQI since the baseline study in 2019.

Table 10: Water Quality results for HGPT's project site from 2022-2024

Parameter	Baseline, 2019 (W4)	2022	2023	2024
Water Quality Index (WQI) as per NWQS	34.95/ Class IV	60.32/ Class II	84.4/ Class II	94.53/ Class I

RBC's project in Jenderam Hilir, Selangor, underwent water quality monitoring, with samples collected from upstream (W1) at Sungai Semenyih, downstream (W2) at Sungai Langat, as well as Pond B (P1) and Pond C (P2). The results indicated that biochemical oxygen demand (BOD) and chemical oxygen demand (COD) levels generally complied with Class IIB limits, except for the BOD level in the W2 sample. However, total suspended solids, turbidity, and ammoniacal nitrogen (AN) concentrations in both W1 and W2 samples exceeded the respective Class IIB thresholds.

As for pond water (P1 and P2), most results were well below the respective limits except dissolved oxygen (DO) and AN for both samples. Site observation suggested that the high turbidity levels at W1 and TSS and AN readings at P1 and P2 samples were most likely due to continuous rainfall the night before the sampling exercise. Additionally, domestic discharge from nearby residential areas, workshops, and commercial premises upstream of the project site was observed.

Noise Level Measurement

RBC's project site recorded readings that were above the permissible sound level for low-density residential, noise-sensitive receptors and institutions (school, hospital and place of worship) as stated under the Second Schedule in the Guidelines for Environmental Noise Limits and Control, 3rd Edition 2019 (Reprint 2021), Department of Environment Malaysia.

From site observation, noise sources were mainly contributed by heavy vehicular movements. At night, usual vehicular movements were observed besides noise from the natural surroundings.

Table 11: Results of the noise measurement level for RBC's project site in 2024

Parameter	Specification	2022	2023	2024
	dBA			
Averaging L_{Aeq} (day)	≤60	55	61.9	56.9
Averaging L_{Aeq} (Night)	≤55	51.6	62.6	56.8

HGPT's project site noise results complied with condition No. 24 of the EIA Approval and part 5.5.1(B) of the Environment Management Plan. As we do not conduct any work at night, based on site observation, the major sources at night were vehicle movement, insect sounds and public activities.

Sustainability Statement (Cont'd)

Table 12: Noise monitoring data for HGPT's Semenyih project site

Parameter	Specification, dBA	2020-Baseline	2022	2023	2024
		dBA			
Averaging L_{Aeq} (day)	≤60	58.7	59.4	56.9	54.6
Averaging L_{Aeq} (Night)	≤50	54.8	56.7	53.7	52.9

In addition, HGPT's site is subjected to vibration monitoring using a vibration meter (NOMIS Mini Seismograph) on a quarterly basis. All readings were within the recommended DOE Guidelines, as stipulated in Schedules 5 and 6 in the Planning Guidelines for Vibration Limits and Control (Residential), as stated in EIA approval Condition No. 26, except for some parameters. The vibration sources were contributed by vehicle movement and public activities, as reported in the Environmental Report.

GREENHOUSE GAS (GHG) EMISSION MANAGEMENT

Since adopting the GHG Protocol Corporate Accounting and Reporting Standard in 2022, RTB Group has established a 2022 baseline to effectively monitor, measure, and manage its greenhouse gas (GHG) emissions across operations. In 2024, both Scope 1 and Scope 2 emissions saw a slight reduction compared to the 2022 baseline, primarily due to lower production output at REI. Additionally, REI completed the installation of solar panels at its manufacturing plant by the end of 2024 as part of its commitment to reduce GHG emissions and transitioning to renewable energy sources. This initiative is expected to help lower the carbon footprint by decreasing reliance on traditional energy sources. Table below shows RTB Group's Scope 1 and Scope 2 GHG emissions from 2022 to 2024.

Table 13: RTB Group's Scope 1 and 2 GHG emissions

No	Indicators	Unit	Target (2028)	2022-Baseline	2023	2024
1	Organisation GHG emission Scope 1-Direct emission	tonnes CO ₂ e	33.6% reduction from baseline	2,064	2,062	2,026
2	Organisation GHG emission Scope 2-Indirect emission	tonnes CO ₂ e	70% reduction from baseline	1,602	1,632	1,565

* Accounting reference: GHG Protocol Corporate Accounting and Reporting Standard

** Organisational boundaries: REI, GES, HGPT, RBC and RTT

*** Method of approach: Control approach

**** Period: 1 Jan - 31 Dec 2024

Avoided Emissions

RTB owns and operates a 7 MW mini hydropower plant in Lawe Sikap, Aceh Darussalam, Indonesia, via PT REI Abadi Indonesia. The table below presents the avoided emissions from the Lawe Sikap mini hydropower plant for the years 2022 to 2024.

Table 14: Estimated avoided emissions from energy produced by the Lawe Sikap mini hydropower plant

Year	Avoided emission, CO ₂ e
2022	27,181
2023	27,319
2024	26,046

Sustainability Statement (Cont'd)

Product Carbon Footprint

Life cycle assessment (LCA) was conducted for REIB's product in 2023, and the assessment results showed that upstream activities account for 88% of the total carbon footprint. We have initiated low-carbon materials to reduce emissions effectively.

WATER CONSUMPTION

In 2024, RTB Group's water consumption increased due to the inclusion of HGPT's work site, workshop, and hostels, while REI expanded its coverage to include only the workers' hostel. Additionally, RBC's worksite required significant water usage for cleaning works and construction activities as it entered its final stage. We have set water consumption targets for our manufacturing processes, as outlined in Table 3. To further reduce reliance on piped water, the manufacturing plant plans to install additional water harvesting systems.

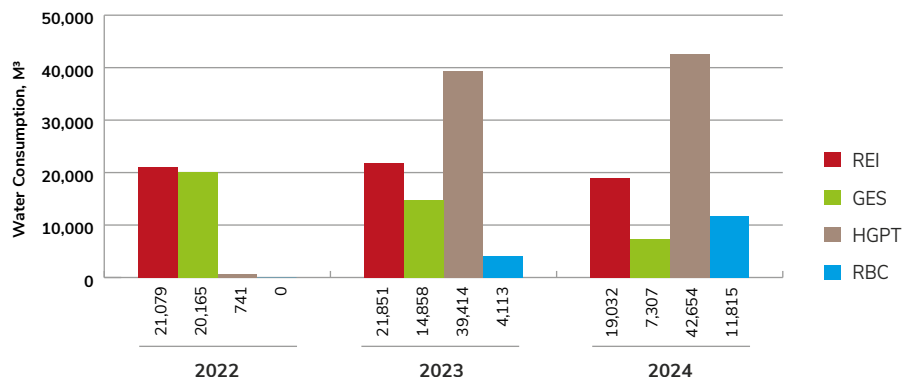
Table 15: Water withdrawal, discharge and consumption of RTB from 2022 to 2024

No	Parameters		2022	2023	2024
Water withdrawal in cubic meters, m³					
1	Water withdrawal by source	Surface water (total)	N/A	0	0
		Groundwater (total)	N/A	0	0
		Seawater (total)	N/A	0	0
		Produced water (total)	N/A	0	0
		Third-party water (total) @Water utility	41,985	80,236	80,808
2	Total water withdrawal	Surface water (total) + groundwater (total) + seawater (total) + produced water (total) + third-party water (total)	41,985	80,236	80,808
Water discharge in cubic meters, m³					
3	Water discharge by destination	Surface water (total)	N/A	0	0
		Groundwater (total)	N/A	0	0
		Seawater (total)	N/A	0	0
		Produced water (total)	N/A	0	0
		Third-party water sent for use to other organisations	N/A	0	0
4	Total water discharge	Surface water + groundwater + seawater+ third-party water (total)	N/A	0	0
Water consumption in cubic meters, m³					
5	Water consumption	Total water consumption (Total water withdrawal - Total water discharge)	41,985	80,236	80,808

* N/A: Not available

Sustainability Statement (Cont'd)

Figure 5: Water consumption by subsidiaries for 2022 to 2024



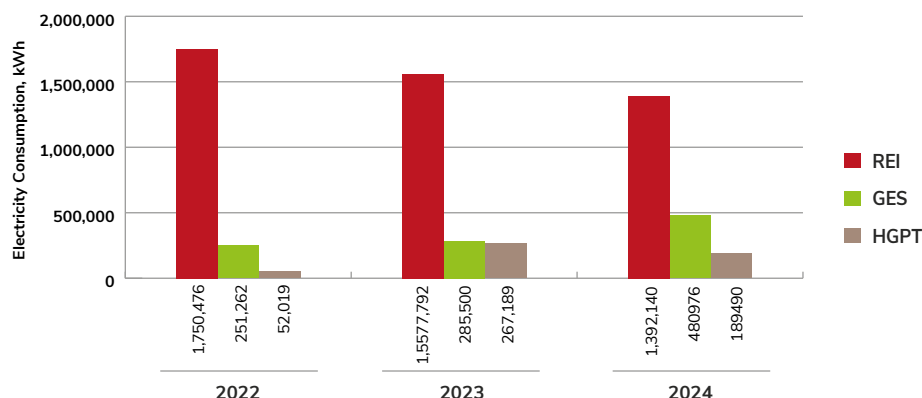
ENERGY MANAGEMENT

RTB Group's overall energy consumption decreased by 5% in 2024 compared to 2023. This measurement specifically refers to the total energy used within the organisation, focusing exclusively on purchased electricity for operational consumption. Moving forward, we anticipate a more significant reduction in energy consumption as our solar project, which has recently been energised, is expected to offset grid electricity usage further. Figure 6 below provides a detailed breakdown of electricity consumption across our subsidiaries.

Table 16: Total energy consumption for RTB Group for 2022 to 2024

Year	2022	2023	2024
RTB Group total energy consumption, kWh	2,053,757	2,110,481	2,012,606

Figure 6: Electricity consumption by subsidiaries for 2022 to 2024



Sustainability Statement (Cont'd)

WASTE GENERATED

In 2024, Rohas Tecnic Berhad (RTB) achieved a 45% reduction in total waste generation compared to 2023, reflecting ongoing efforts in waste management and resource efficiency. Furthermore, 92% of the waste generated was successfully diverted from disposal through recycling or recovery processes in collaboration with third-party partners.

Table 17 provides a detailed breakdown of the total waste generated, the amount successfully diverted from disposal, and the waste directed to disposal. The Group's waste reduction targets for manufacturing operations are further outlined in Table 3 of this report.

Table 17: RTB Group's waste generated, waste diverted from disposal and waste directed to disposal for year 2023 – 2024

No	Waste composition	SW Code	2023			2024		
			Waste generated, MT	Waste diverted from disposal, MT	Waste directed to disposal, MT	Waste generated, MT	Waste diverted from disposal, MT	Waste directed to disposal, MT
1	Zinc ash & zinc dross	SW 104	171	171	-	25	25	-
2	Metal hydroxide	SW 204	23	23	-	6	6	-
3	Spent hydrochloric acid	SW 206	698	698	-	340	340	-
4	Contaminated container	SW 409	2	2	-	3	3	-
5	Contaminated glove & rags	SW 410	4	4	-	2	2	-
6	Waste oil	SW305	7	-	7	2	-	2
7	Scrap metal	-	1,052	1,052	-	662	662	-
8	Domestic waste	-	89	-	89	82	-	82
9	Oil and soil mixture	SW408	0.2	-	0.2	-	-	-
10	Discarded chemicals	SW429	5	-	5	2	-	2
	Total		2,051.2	1,950	101.2	1,124	1,038	86

* MT: Metric Ton

Sustainability Statement (Cont'd)

SECTION 5 SOCIAL: ENRICHING OUR PEOPLE & LOCAL COMMUNITY

RTB Group recognises the importance of social impact in fostering the company's growth and sustainability. The company is committed to cultivating a strong community, advocating for equality, and addressing fundamental human rights needs. These commitments are realised through our Human Resource policy, Environment, Health and Safety policy, Supplier's Code of Conduct, Employees Handbook, Training programs, and Corporate Social Responsibility initiatives.

WORKFORCE DIVERSITY AND EQUAL OPPORTUNITY

RTB Group has a workforce of 788 people distributed throughout its subsidiaries. We have a diverse group of people in the company who come from different races, nationalities, and age groups. In terms of hiring, we ensure that all our current and future employees receive equal opportunities for employment and career growth. The graphs below show the demographics of RTB Group employees for 2024.

Figure 7: RTB Group's total employees by gender for 2024

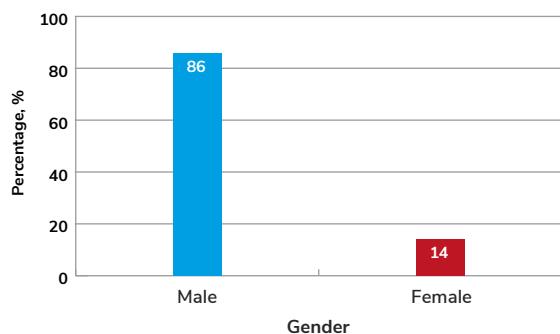


Figure 8: RTB Group's employees by age group for 2024

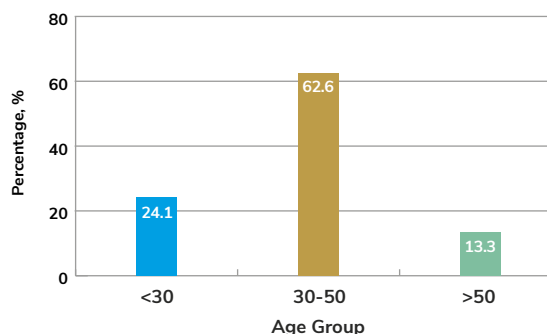


Figure 9: RTB Group's employees Ethnic diversity for 2024

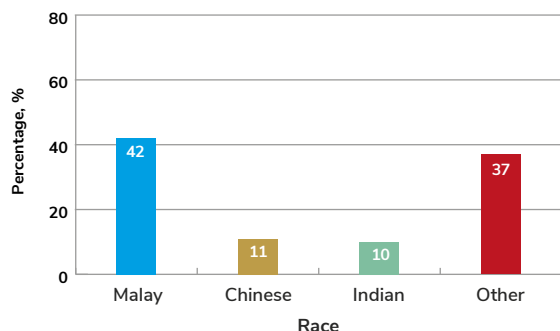
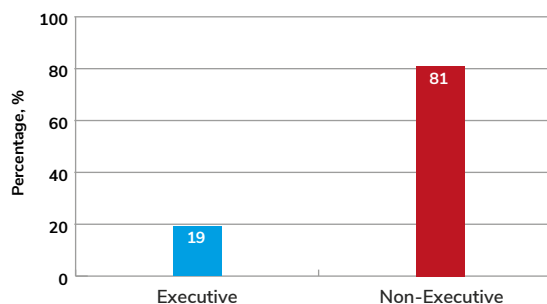


Figure 10: RTB Group's employees by job position for 2024



Sustainability Statement (Cont'd)

Figure 11: RTB Group's employees by Nationality for 2024

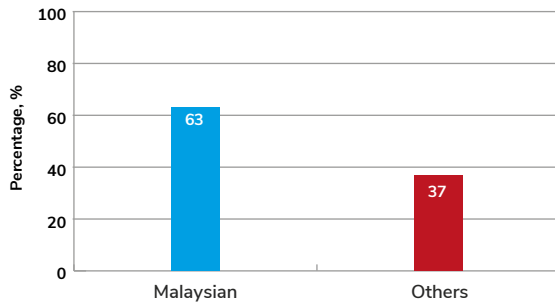
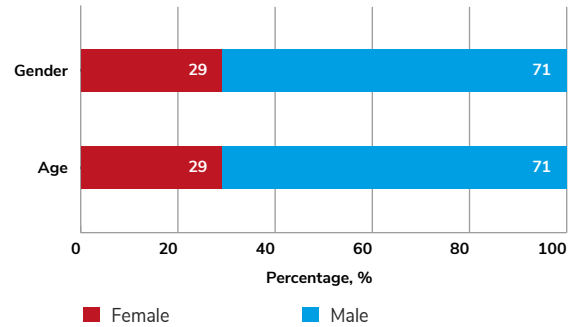


Figure 12: RTB Group's Directors by age group and gender for 2024



EMPLOYMENT

RTB Group prioritises the employment of local talent before employing foreign talent. This is to ensure we support and grow the local community and economy. Our employment is divided into 2 categories: Permanent Staff and Contract Staff. In 2024, we had a turnover of 68 people and hired 22 people to fill the manpower shortage.

Figure 13: RTB Group's employees' turnover and hired by age group for the year 2024

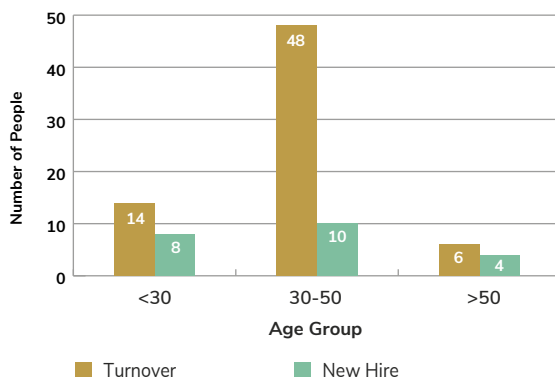
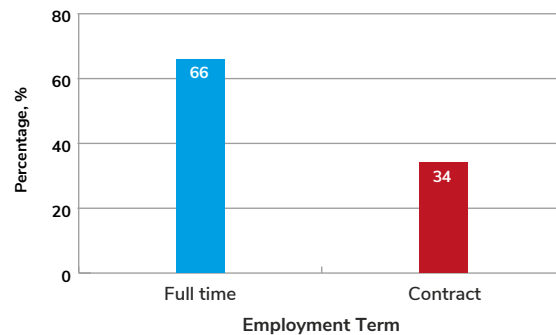
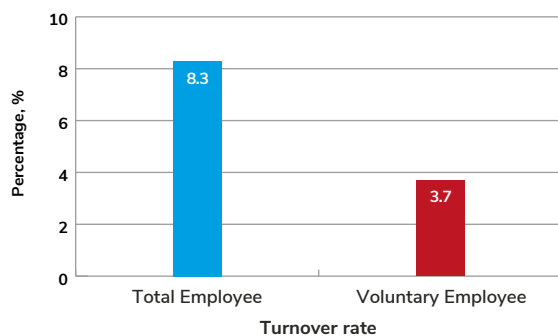


Figure 14: RTB Group's employees' employment term for 2024



Regarding the employee turnover rate, the voluntary turnover rate stands at 3.7%.

Figure 15: RTB Group's employees' turnover rate for 2024



Sustainability Statement (Cont'd)

Employment Benefits

RTB Group provides competitive remuneration, compensation, and benefits in line with current industry standards to ensure our ability to attract and retain talent. Starting 1 January 2022, RTB reduced its working hours from 48 hours to 45 hours a week to comply with the revised Employment Act 1955 (Revision 2022), which came into effect on the same date.

Table 18: Compensation and benefits across the Group

Compensation and Benefits	Description
Contribution ¹	Employees Provident Fund ("EPF"), Social Security Organization ("SOCSO") and Employment Insurance Scheme ("EIS")
Leave Entitlement ¹	Public holiday, medical leave, annual leave, compassionate leave, marriage leave, maternity, paternity leave, calamity leave, study leave, exam leave
Staff welfare ¹	Incentives for first legal marriage, firstborn, death of staff and family members, welcoming lunch for new joiners
Medical ¹	Group Term Life, Group Hospitalisation and Surgical Insurance with equal coverage and limits for local and foreign workers, access to panel clinics and specialist claims
Allowance ²	Uniforms and Personal Protective Equipment ("PPE"), travelling allowance
Awards ²	Long-Service Awards to recognise the contributions of long-service staff, retirement benefits
Facilities ^{1,2}	Canteen, pantry, water coolers, prayer rooms, first aid, individual lockers

* 1 Mandatory compensation and benefits provided by the Group

** 2 Additional compensation and benefits provided by the Group

PARENTAL LEAVE

RTB Group provides parental leave to all employees to support inclusivity in parenting and family development. In 2024, a total of 22 employees—comprising 3 females and 19 males—utilised parental leave. All employees who took parental leave successfully returned to work.

MARKET PRESENCE- LIVING WAGES

In line with the Malaysian Employment Act 1955, the minimum wage was revised to RM 1,500 effective 1 May 2022 for all companies registered in Malaysia. RTB Group remains fully committed to complying with this regulation, and as of FY2024, we continue to adhere to the provisions of this Act. All our employees are paid above the minimum wage, reflecting our ongoing dedication to fair compensation practices, regardless of changes in wage policies over the years.

For this disclosure, RTB Group's senior management refers to key leadership roles, including the CEO, CIO, COO, CFO, and Heads of Department. Malaysian citizens represent 91% of our senior management team, demonstrating our commitment to nurturing local leadership within the organisation.

Sustainability Statement (Cont'd)

NON-DISCRIMINATION AND VIOLATION OF HUMAN RIGHTS

RTB and its Group of companies are strongly against any form of discrimination. We have zero cases of legal action or complaint on discrimination during the reporting period.

The company has implemented a Grievance Procedure to offer employees a means to address issues of concern.

In 2024, RTB participated in the "Introduction to the Responsible Business Conduct (RBC) Through the Framework of the ILO MNE Declaration and the i-ESG Framework" Workshop. This workshop, organised under the framework of the International Labour Organization (ILO), focused on responsible business practices, human rights due diligence, and the integration of Environmental, Social, and Governance (ESG) principles.

Figure 16: Participation in the Responsible Business Conduct (RBC) Workshop



CHILD LABOUR

We employ workers who are 18 years old and above in compliance with Malaysia's Employment Act 1955. The recruitment process and workers' requirements are in compliance with RTB Group's Human Resource Policy and Standard Operating Procedure.

All our suppliers are required to adhere to the Supplier Code of Conduct, in which we have outlined the principles and practices on child labour and other human rights issues. This measure is taken to ensure we contribute to the effective abolishment of such practices.

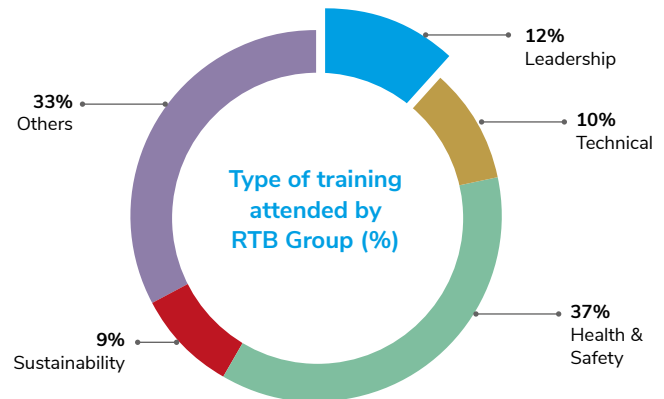
TRAINING AND EDUCATION

We recognise the importance of capacity building for our workforce, where continuous learning is the key to their personal growth and helps create a sustainable competitive advantage for our business. Below is the breakdown of total training hours by employee category and type of training attended for RTB Group.

Table 19: Total training hours by employee category.

Employee Category	2022 Total Training, hours	2023 Total Training, hours	2024 Total Training, hours
Executive	4,860	5,977	3,727
Non-executive	7,953	5,327	6,763
Total	12,813	11,304	10,490

Figure 17: Type of training attended by RTB Group's employees for the year 2024



Talent development

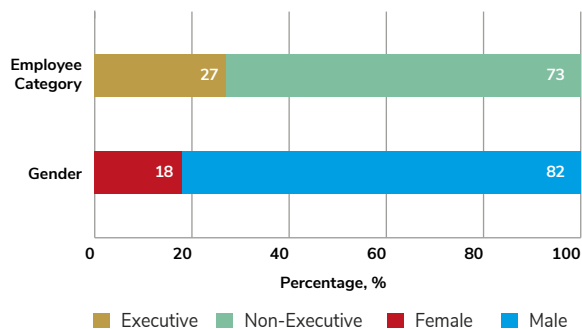
On a yearly basis, training programmes are organised to upgrade our employee's skills, knowledge and development of their talent via training need analysis. The employees are provided with the opportunity to participate in internal, external and/or on-the-job training based on their respective needs. In addition, we have developed a succession planning framework to ensure operation continuity and can build an internal pipeline of leaders.

Sustainability Statement (Cont'd)

Percentage of employees receiving regular performance and career development review

RTB Group has a performance management system that evaluates employee performance based on the Key Performance Index (KPI), behavioural assessment and personal development plan. 100% of our employees received performance and career development reviews in 2024.

Figure 18: RTB Group's employees' employment term for 2024



Initiatives in Education and Awareness

RTB Group organised a "Wellness Talk on Common Infectious Diseases in Malaysia and Globally," highlighting the prevention and control of major global health concerns, including Influenza, Dengue, AIDS, and Malaria, reflecting our commitment to the health and well-being of our employees.

Figure 19: Wellness Talk on Common Infectious Diseases



OCCUPATIONAL HEALTH AND SAFETY (OHS)

Below are the OHS policies and practices we implement to uphold industry standards and continuously enhance our Health, Environment, and Safety performance.

Environmental, Health and Safety (EHS) Policy

RTB Group has established an Environmental, Health, and Safety (EHS) policy to ensure that all business activities are conducted safely, responsibly, and sustainably. We operate in strict compliance with environmental, health, and safety regulations, upholding the highest standards of corporate responsibility.

Our commitment to environmental protection is reflected in our proactive efforts to minimise pollution through process optimisation, efficient energy consumption, and waste reduction. We actively implement the "4R principle" – Reject, Reduce, Reuse, and Recycle – to promote sustainable resource management and environmental stewardship.

Furthermore, our EHS policy prioritises the well-being of our employees by fostering a safe and healthy work environment. We are dedicated to preventing workplace injuries and eliminating the risks associated with drug use, alcohol consumption, and substance abuse, ensuring a culture of safety and care throughout our organisation.

ISO 45001:2018 Occupational Health and Safety (OH&S) management systems

RTB Group is certified ISO 45001:2018, which ensures the organisation has a process for investigation, reporting nonconformities, and developing corrective action plans. Proper documentation and implementation of the OH&S management system enables the company to provide a safe and healthy workplace and continuously improve its OH&S performance.

ISO 14001:2015 Environmental Management Systems

RTB Group (REI, GES & HGPT) is certified ISO 14001:2015, emphasising an organisation's environmental impact. The standard aims to reduce organisational waste, pollution, and energy consumption. Our goal-setting for Prevention of Pollution, Conservation of Energy and Resources and Occupational Health and Safety are reviewed by the EHS Management Committee on a yearly basis.

Sustainability Statement (Cont'd)

Environment, Health, and Safety Committee

The Health and Safety Committee plays a vital role in monitoring the implementation of OHS practices within RTB Group. The roles and responsibilities of the committee are as follows:

- Assisting in the development of Health and Safety Committee rules and safe systems of work
- Reviewing the effectiveness of OHS programmes
- Carrying out studies on the trend of accidents, dangerous occurrences, occupational poisoning or occupational disease
- Conducting inspections of the workplace
- Recommending remedial measures to address any issue prejudicial to the health and safety at the workplace
- Recording and reporting recommendations for improvements

We continue to have an Emergency and Response Team ("ERT") to enable rapid response to minimise impact in the event of emergencies. The ERT is divided into three response units, namely the firefighting and evacuation team, the chemical spillage/gas leakage response team, and the first aid team.

Health and Safety Activities

47 Health and Safety training activities were conducted throughout 2024 to ensure we continuously update and improve our employee's awareness and knowledge. Below are the pictures of some of the activities and training.

Figure 20: Toolbox Briefing at Manufacturing plant



Figure 21: EHS Awareness before the contractor performs their task.



Figure 22: Emergency Respond Team Training



Figure 23: Working Safety at Height Training



Sustainability Statement (Cont'd)

Safety Performance

Occupational Health and Safety performance is not just a measure of compliance with regulations and policy, it reflects the commitment of RTB Group to prioritise the well-being of its employees and stakeholders. In 2024, RTB Group recorded an increase in LTIF from 1.0 in 2023 to 3.0 in 2024. However, corrective and preventive measures have been implemented to ensure that such incidents do not recur in the future.

Table 20: RTB Group's Lost Time Injury Frequency Rate (LTIF) for year 2022 to 2024

Indicators	Target	2022	2023	2024
Total Man-hours	-	1,655,020	2,880,597	2,012,789
LTIF Rate in million hours	0	3.6	1.0	3.0

Table 21: RTB Group's number of accident cases for year 2022 to 2024

Indicator	2022	2023	2024
Number of accident cases	6	3	6

Table 22: RTB Group's fatalities number for year 2022 to 2024

Indicator	Target	2022	2023	2024
Number of fatalities	0	0	0	0

CORPORATE SOCIAL RESPONSIBILITY (CSR)

In 2024, RTB Group undertook a range of Corporate Social Responsibility (CSR) initiatives aimed at making a meaningful and positive impact on the surrounding communities. This compilation highlights the various activities conducted throughout the year, along with the total expenditures incurred, reflecting our commitment to social well-being. These efforts are projected to positively impact 705 individuals within the neighbouring communities, reinforcing our dedication to creating a lasting and positive change.

Table 23: RTB Group's CSR activities for 2024

No	Programme	Location	Total Expenditure, RM
1	Donation of Neon Fluorescent tube to Rumah Orang Asli Gombak	Gombak, Selangor	14,747
2	Surau cleaning and comfort enhancement	Gombak, Selangor	
3	Repair and unclogging of public drains around the factory area	Bentong, Pahang	
4	Clearing and trimming of public trees around the factory area	Bentong, Pahang	
5	Landscaping work by planting the Philippines carpet grass	Bentong, Pahang	

Sustainability Statement (Cont'd)

Table 24: The impact of RTB Group's CSR activities to the community

No	Indicator	2022	2023	2024
1	Total amount invested in the community where the target beneficiaries are external to the listed issuers, RM	243,599	26,580	14,747
2	Total number of beneficiaries of the investment in communities	Not available	236 people	705 people

Figure 24: Donation of fluorescent light tubes to Rumah Orang Asli Gombak



Figure 25: Food sharing with Orang Asli Gombak



Figure 26: Cleaning up the drainage at Bentong, Pahang.



Figure 27: Clearing and trimming of public trees surrounding factory area

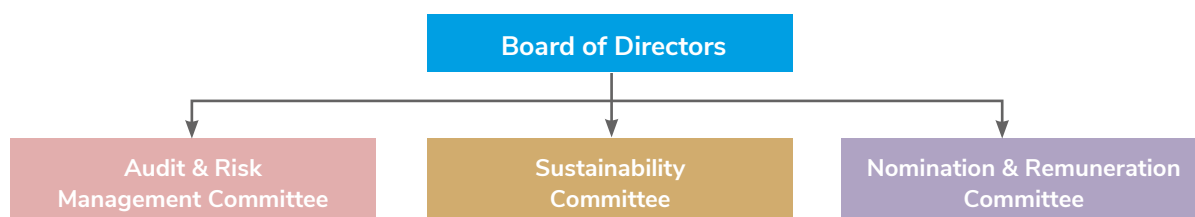


Sustainability Statement (Cont'd)

SECTION 6 GOVERNANCE: GOVERNING & OPERATING OUR BUSINESS ETHICALLY

The governance pillar of sustainability encompasses compliance, good governance, and risk management. RTB Group recognises the importance of establishing robust corporate governance to guide and oversee the company's activities and decision-making processes.

RTB Group's governance framework is anchored by its Board of Directors, with oversight provided through key Board Committees: The Audit & Risk Management Committee (ARMC), Sustainability Committee (SC), and Nomination & Remuneration Committee (NRC). These committees play a vital role in fostering effective governance structures and processes, ensuring sustainability is seamlessly integrated into RTB Group's strategy, operations, and decision-making. This approach ensures the interests of all stakeholders—including shareholders, employees, customers, suppliers, and the wider community—are thoughtfully considered.



CORPORATE GOVERNANCE

Risk Management

The Enterprise Risk Management (ERM) Framework serves as the cornerstone of RTB Group's risk management activities. During the year under review, we intensified our efforts to cultivate a proactive risk management culture within the organisation that aligns with the ERM Framework and consistently updates our risk profile to ensure it remains relevant.

The Risk Management Working Group (RMWG) regularly reviewed and deliberated key risks and their corresponding mitigation measures. These discussions were subsequently escalated to the Audit & Risk Management Committee (ARMC) for further oversight, ensuring the effective evaluation and implementation of the management action plan.

Internal Control

As part of our effort to strengthen internal control within the Group, all existing Policies and Procedures were reviewed and revised accordingly to reflect business and operational changes. The internal control review is a critical component of our corporate governance and risk management purview, helping to promote transparency, accountability, and trust in our operations and financial reporting.

RTB Group is also committed to maintaining our ISO certifications to establish credibility and trust with our stakeholders. In maintaining the certifications, we conduct annual ISO internal audits for each of the ISOs across our respective manufacturing and project management business segments. These audits are meticulously carried out for the following ISO-certified subsidiaries:

- i. ISO 9001:2015 (REI, GES, RTT & HGPT)
- ii. ISO 14001:2015 (REI, GES & HGPT)
- iii. ISO 45001:2018 (REI, GES, RTT, HGPT & RBC)

Additional information on our risk management and internal control practices can be found on pages 79 to 86 of this Annual Report.

Sustainability Statement (Cont'd)

Anti-Bribery and Anti-Corruption

RTB Group is committed to ensuring compliance with Section 17A (S.17A) of the Malaysian Anti-Corruption Commission ("MACC") Act 2009 (Amendment 2018). We strive to ensure transparency and honesty in our daily activities by continuously educating employees with an anti-bribery and anti-corruption program to prevent the occurrence of corrupt practices in compliance with Ministerial Guidelines on Adequate Procedures and benchmarked against MS ISO37001: Anti-Bribery Management Systems ("ABMS"). All ABMS key documentations are accessible to all employees.

An Anti-Bribery and Corruption (ABAC) initiative has been established and periodically reviewed to align with our evolving business operations. The Group's anti-bribery policies are publicly available, ensuring transparency and accountability.

The following key documents can be accessed on our Company's website:

- i. ABAC Policy
- ii. Whistleblowing Policy

Table 25: RTB Group's Anti-Bribery and Anti-Corruption indicators

No	Indicators	2023	2024
1	Percentage of executive employees who have received training on anti-corruption	64%	100%
2	Percentage of operations assessed for corruption related risks	100%	100%
3	Confirmed incidents of corruption and action taken	0	0
4	Percentage of executive employees that the organisation's anti-corruption policies and procedures have been communicated to	100%	100%

Customer Privacy

In 2024, there were no substantiated complaints regarding breaches of customer privacy or loss of customer data from any external parties or regulatory authorities.

SECTION 7 MOVING FORWARD

RTB Group is committed to strengthening our reporting and transparency in alignment with applicable guidelines, standards, and industry best practices.

In 2025, we aim to refresh our Material Sustainability Matters and implement our Sustainability Policy, reinforcing our dedication to sustainable business practices.

As part of our continuous improvement, we plan to adopt the National Sustainability Reporting Framework (NSRF), incorporating IFRS S1 and S2 standards, to further enhance the depth and quality of our sustainability disclosures.

Sustainability Statement (Cont'd)

ESG PERFORMANCE DATA TABLE

Indicator	Measurement Unit	2024
Bursa (Anti-corruption)		
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category		
Senior Management	Percentage	25.00
Middle Management	Percentage	100.00
Executive	Percentage	100.00
Non Executive	Percentage	49.00
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	100.00
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0
Bursa (Community/Society)		
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	14,747.00
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	705
Bursa (Diversity)		
Bursa C3(a) Percentage of employees by gender and age group, for each employee category		
Age Group by Employee Category		
Senior Management Under 30	Percentage	0.00
Senior Management Between 30 - 50	Percentage	0.51
Senior Management Above 50	Percentage	0.51
Middle Management Under 30	Percentage	0.13
Middle Management Between 30 - 50	Percentage	5.46
Middle Management Above 50	Percentage	2.79
Executive Under 30	Percentage	2.41
Executive Between 30 - 50	Percentage	7.49
Executive Above 50	Percentage	2.03
Non-Executive Under 30	Percentage	21.57
Non-Executive Between 30 - 50	Percentage	49.11
Non-Executive Above 50	Percentage	7.99
Gender Group by Employee Category		
Senior Management Male	Percentage	1.02
Senior Management Female	Percentage	0.00
Middle Management Male	Percentage	5.71
Middle Management Female	Percentage	2.66
Executive Male	Percentage	5.96
Executive Female	Percentage	5.96
Non-Executive Male	Percentage	72.97
Non-Executive Female	Percentage	5.71
Bursa C3(b) Percentage of directors by gender and age group		
Male	Percentage	71.00
Female	Percentage	29.00
30-39	Percentage	0.00
40-49	Percentage	17.00
50-59	Percentage	17.00
60-69	Percentage	33.00
70 and above	Percentage	33.00

Sustainability Statement (Cont'd)

ESG PERFORMANCE DATA TABLE

Indicator	Measurement Unit	2024
Bursa (Energy management)		
Bursa C4(a) Total energy consumption	Megawatt	2,012.61
Bursa (Health and safety)		
Bursa C5(a) Number of work-related fatalities	Number	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	3.00
Bursa C5(c) Number of employees trained on health and safety standards	Number	63
Bursa (Labour practices and standards)		
Bursa C6(a) Total hours of training by employee category		
Senior Management	Hours	574
Middle Management	Hours	1,818
Executive	Hours	1,871
Non-executive/Technical Staff	Hours	6,763
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	34.00
Bursa C6(c) Total number of employee turnover by employee category		
Below than 30	Number	14
30 - 50	Number	48
Above than 50	Number	6
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0
Bursa (Supply chain management)		
Bursa C7(a) Proportion of spending on local suppliers	Percentage	92.70
Bursa (Data privacy and security)		
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0
Bursa (Water)		
Bursa C9(a) Total volume of water used	Megalitres	80.808000
Bursa (Waste management)		
Bursa C10(a) Total waste generated	Metric tonnes	1,124.00
Bursa C10(a)(i) Total waste diverted from disposal	Metric tonnes	1,038.00
Bursa C10(a)(ii) Total waste directed to disposal	Metric tonnes	86.00
Bursa (Emissions management)		
Bursa C11(a) Scope 1 emissions in tonnes of CO ₂ e	Metric tonnes	2,026.00
Bursa C11(b) Scope 2 emissions in tonnes of CO ₂ e	Metric tonnes	1,565.00

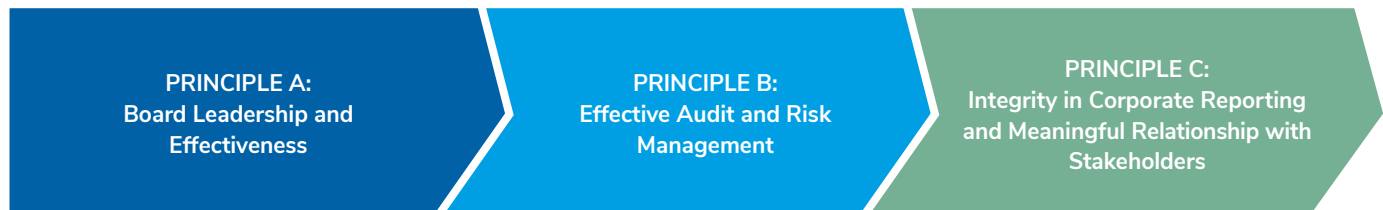
Corporate Governance Overview Statement

At Rohas Tecnic Berhad (“RTB” or the “Company”), we believe that strong corporate governance is fundamental to creating lasting value for all our stakeholders. We are committed to maintaining the highest standards of ethical behaviour, accountability, and transparency in every aspect of our business. This commitment drives our implementation of robust governance practices designed to benefit our shareholders, customers, employees, and the wider community and environment.

This Corporate Governance Overview Statement outlines our governance approach, key structures, and policies, as well as our progress towards governance objectives. It should be read in conjunction with our Corporate Governance (“CG”) Report 2024, which elaborates on RTB’s application of the Malaysian Code on Corporate Governance 2021 (“MCCG 2021”).

The CG Report 2024 is available online at rohastecnic.com and provides details on the Company’s adherence to each MCCG Practice, including any departures and alternative measures implemented during the financial year 2024 (“FY2024”). This demonstrates the commitment of the RTB Group’s Board and Management to embedding high standards of corporate governance within the organization.

This CG Overview Statement takes into consideration the features of the MCCG 2021 and the adoption by RTB of the best practices concerning the three key Principles as set out in the MCCG 2021 during FY2024 which are:



GOVERNANCE FRAMEWORK

The Corporate Governance framework was established to strengthen the oversight of operations, corporate governance, compliance, internal control and risk management of RTB Group. The key elements of the framework are as follows:

- Board Charter;
- Terms of Reference for Board Committees;
- Business Code of Conduct;
- Whistleblowing Framework;
- Risk Management and Internal Control Framework; and
- Anti-bribery & Corruption Policy.

Good governance depends on capable and effective leadership, professional behaviour and ethical corporate culture. Therefore, the Board acknowledges that it is their responsibility to inculcate the appropriate culture, and values that reinforce ethical, prudent and professional behaviour throughout the organisation to create a healthy and dynamic corporate culture within RTB Group.

Corporate Governance Overview Statement (Cont'd)

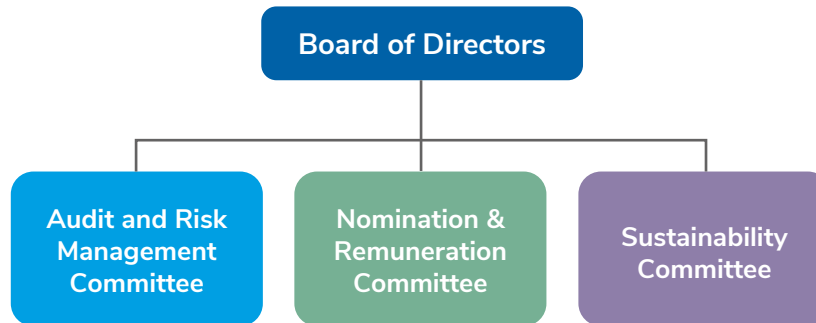
PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

The Board

The Board as a whole takes ownership of effective leadership and the long-term success of RTB Group. The diversified skills and leadership experience offered by the Non-Executive Directors enable them to scrutinise performance, assess RTB Group's risk management and control processes.

Roles and Responsibilities of the Board

In discharging its functions and responsibilities, the Board is guided by the Board Charter while some key matters that have been assigned to the Board Committees as follows: -



The Board Committees have discharged their roles and responsibilities in accordance with the Terms of Reference ("TOR") of the respective Committees.

During FY2024, the Board carried out the following tasks to ensure its obligation to shareholders and other stakeholders are met:

- Setting the objectives, goals and strategic plan for RTB Group;
- Deliberating, scrutinising and approving RTB Group's budgets, plans and policies;
- Evaluating RTB Group's business operation to assess the adequacy of management and operation effectiveness;
- Evaluating principal and potential commercial risks of RTB Group and ensuring that appropriate systems are developed and put in place by Management to manage and mitigate these risks;
- Instituting systems of internal controls and recommending improvements to the Group's operating policies and procedures;
- Where required, implementation is being documented and developed, to safeguard the Shareholder's investment and Group's assets;
- Ensure compliance with applicable laws, regulations, rules, directives and guidelines;
- Deliberating, scrutinising, evaluating and deciding on Management's proposals on investment initiatives;
- Review and adjust the Board Composition (where necessary) to maintain a diverse and effective governance structure; and
- Review and assess contracts and agreements related to the Group Chief Executive Officer ("Group CEO") to ensure alignment with the Group's strategic goals and objectives.

Role of Chairman of the Board

The Chairman of the Board is responsible for instilling good corporate governance practices, leadership and effectiveness in the Board. This includes setting the agenda, style and tone of Board discussions to promote constructive debate and effective decision-making, instilling and monitoring good corporate governance practices and leading all Board meetings and general meetings.

Corporate Governance Overview Statement (Cont'd)

Tan Sri Wan Azmi Wan Hamzah ("Tan Sri Wan Azmi"), the Chairman of the Board, has extensive business experience and broad exposure enabled him to demonstrate strong leadership and insightful decision-making within the corporate realm. He maintained regular communication with Management and Board Committees, fostering robust corporate governance practices at all levels of the organization.

Tan Sri Wan Azmi is not a member of any Board Committee. This is in line with Practice 1.4 of the MCCG 2021 which recommends that the Board Chairman should not be a member of the Nomination Committee or Audit Committee.

Role of Group Chief Executive Officer ("Group CEO")

Leong Wai Yuan, the former Group CEO, opted for early retirement in the first quarter of 2024. Amirul Azhar bin Baharom was appointed as the Group CEO on 1 March 2024. During their respective tenures in that period, they led and managed the overall operations and organisational effectiveness with the support of a team of Chief Operating Officers from respective business units and heads of functional support units. In addition, the Group CEO coordinated the development and implementation of policies and business strategies and ensured that business affairs as well as financial and risk management are carried out transparently, ethically and in compliance with the relevant laws and regulations in the interest of all stakeholders.

The Company continues to comply with the MCCG 2021 in respect of the separation of roles between the Chairman and Group CEO.

Company Secretary

The Directors have full and unrestricted access to the advice and dedicated support services of the two (2) Company Secretaries appointed by the Board. Both of them are experienced and competent, qualified to act as company secretaries under Section 235 of the Companies Act 2016. They advise the Board on procedural and regulatory requirements to ensure that the Board and its committees adhere to board policies, procedures and regulatory requirements in carrying out their roles and responsibilities effectively.

The Company Secretaries shall be responsible for maintaining proper statutory records, registers, and documents for RTB which are essential in assisting the Board to achieve, meet and discharge their fiduciary responsibilities in accordance with good corporate governance practices. The Company Secretaries are also responsible for ensuring proper conduct at the Annual General Meetings, Board and Board Committees' Meetings and any other meetings and the preparation of minutes thereat. The details of the Company Secretaries are on page 7.

Information and Support for Directors

The Directors are provided with sufficient information for Board discussions and meetings. Management makes all possible efforts and continues to improve itself in providing timely information to the Board. Key issues are presented and lengthy deliberations are held to ensure a thorough understanding of the matters put forth to the Board.

The deliberations and decisions of the Board are recorded in the minutes of meetings and the process for recording abstention by Directors on a particular matter is in place. The minutes are circulated to the Board prior to the Board meeting and are reviewed and deliberated before being approved.

All Directors are entitled to obtain independent professional advice, if necessary, at RTB Group's expense from time to time in performing their duties, subject to the approval of the Senior Independent Non-Executive Director. All Directors also have full and unrestricted access to any information about the matters at hand.

DIRECTORS' TRAINING PROGRAMME

All Directors are required to participate in training programmes from time to time to provide them with the necessary and latest information to enable them to participate and contribute effectively and efficiently to manage and direct RTB Group. An assessment of the training needs of each Director is carried out annually by the Nomination and Remuneration Committee.

Newly appointed Directors are required to attend a familiarisation programme. This includes meeting with key senior management to be briefed on the core businesses and operations of the RTB Group. It also serves as a platform to establish effective channels of communication and interaction with Management.

Corporate Governance

Overview Statement (Cont'd)

During FY2024, the Directors attended seminars, workshops, webinars, virtual conferences and training programmes ("Programmes") on topics related to taxation, corporate governance, boardroom effectiveness as well as regulatory and Islamic financial market updates. The training programmes attended by the Board members in FY2024 are as follows:

No.	Director	Training Programme/ Conference Attended	Organiser	Date
1.	Tan Sri Wan Azmi bin Wan Hamzah	Directors & Management Training Session: Taxation on Foreign Sources Income, Capital Gains, and budget 2025 Update.	BDO Tax Services Sdn Bhd	7 November 2024
		Strategic Data and Frameworks in Board Governance	Institute of Corporate Directors Malaysia (ICDM)	2 December 2024
2.	Sia Bun Chun	Directors & Management Training Session: Taxation on Foreign Sources Income, Capital Gains, and budget 2025 Update.	BDO Tax Services Sdn Bhd	7 November 2024
3.	Chee Suan Lye	How Can Boards Make the Most of Blockchain & Digital Assets	Institute of Corporate Directors Malaysia (ICDM)	20 September 2024
		Directors & Management Training Session: Taxation on Foreign Sources Income, Capital Gains, and budget 2025 Update.	BDO Tax Services Sdn Bhd	7 November 2024
4.	Dr Ir Jeyanthi Ramasamy	Directors & Management Training Session: Taxation on Foreign Sources Income, Capital Gains, and budget 2025 Update.	BDO Tax Services Sdn Bhd	7 November 2024
		Strategic Data and Frameworks in Board Governance	Institute of Corporate Directors Malaysia (ICDM)	2 December 2024
5.	Wan Afzal-Aris Wan Azmi	Directors & Management Training Session: Taxation on Foreign Sources Income, Capital Gains, and budget 2025 Update.	BDO Tax Services Sdn Bhd	7 November 2024
6.	Shaharuddin Zainuddin	Directors & Management Training Session: Taxation on Foreign Sources Income, Capital Gains, and budget 2025 Update.	BDO Tax Services Sdn Bhd	7 November 2024
		The Role of Islamic Finance	JPMorgan London	27 November 2024
		Strategic Data and Frameworks in Board Governance	Institute of Corporate Directors Malaysia (ICDM)	2 December 2024
		Development of Shariah-Compliant Sustainable and Responsible Investment Screening for Public Listed Companies	Exim Bank, Kuala Lumpur	3 December 2024
		Assessing Accounting Development for Funds and Family Offices	PwC Singapore	10 December 2024
		Cyber Security Training 2024	-	31 December 2024
7.	Kamarol Zaman bin Radzak	Mandatory Accreditation Programme (MAP)	Bursa Malaysia	10 June 2024 11 June 2024
		Directors & Management Training Session: Taxation on Foreign Sources Income, Capital Gains, and budget 2025 Update.	BDO Tax Services Sdn Bhd	7 November 2024

Corporate Governance Overview Statement (Cont'd)

BOARD MEETINGS

Board meetings for FY2024 were planned and scheduled in advance by the Management before year 2024 to enable all Directors to plan their schedule.

All Directors are expected to devote sufficient time to effectively discharge their functions. None of the Directors of RTB serves in more than five (5) listed companies. The present directorships in external organisations held by RTB's Directors do not give rise to any conflict of interest nor impair their ability to discharge their responsibilities to RTB Group.

The Board recognises the need to spend time with Senior Management to discuss RTB Group's business strategies, plans and performances. All Board members have committed their time to this effect. In preparing the strategies and budget for RTB Group for 2024, the Key Senior Management briefed the Board to obtain their views.

During FY2024, eight (8) Board meetings were held to approve quarterly financial results, statutory financial statements, the annual report and business strategy plans as well as to review the performance of RTB Group and its operating subsidiaries, governance matters and other business development matters. The Board is satisfied with the level of time commitment given by Directors towards fulfilling their roles and responsibilities as Directors which is evidenced by their attendance at the Board meetings, Board Committee meetings, and the Annual General Meeting ("AGM") as follows:

Table 1: Board Composition and Meeting Attendances in FY2024

Name of Director	AGM	Board Meetings	Board Committee Meetings		
			ARMC	NRC	SC
Non-Independent Non-Executive Directors					
Tan Sri Wan Azmi Wan Hamzah	1/1	7/8	-	-	-
Wan Afzal-Aris Wan Azmi (Alternate Director to Tan Sri Wan Azmi Wan Hamzah)	1/1	8/8	-	-	2/3
Sia Bun Chun	1/1	8/8	-	3/3	-
Independent Non-Executive Directors					
Chee Suan Lye	1/1	8/8	-	3/3	3/3
Mohamed Tarmizi Ismail ¹	-	2/2	3/3	-	-
Dr Ir Jeyanthi Ramasamy	1/1	8/8	11/11	3/3	3/3
Shaharuddin Zainuddin	1/1	7/8	11/11	-	-
Kamarol Zaman Bin Radzak ²	1/1	6/6	8/8	-	-
Total number of meetings for 2024	1	8	11	3	3

Notes:-

- ARMC - Audit and Risk Management Committee
- NRC - Nomination and Remuneration Committee
- SC - Sustainability Committee
- 1 - Resigned on 15 March 2024
- 2 - Appointed as a Director and a member of the ARMC on 9 April 2024

Corporate Governance Overview Statement (Cont'd)

Board Charter

The Board has in place a Board Charter which is accessible on the RTB Group's website. The Board Charter identifies the roles and responsibilities of the Board, Board Committee, Chairman, Group CEO, individual Directors and the Company Secretary.

The Board reviews the Board Charter periodically and any amendments or improvements thereto shall be made as and when the Board deems appropriate and necessary, and any subsequent amendments shall be approved by the Board. The last review of the Board Charter was conducted on 13 April 2023.

Code of Conduct

A Business Code of Conduct is in place which includes policies and procedures for managing conflicts of interest as well as preventing abuse of power, corruption, insider trading and money laundering which is accessible from RTB Group's website.

All Directors and employees were provided with a copy of the Business Code of Conduct, as a required read and to be acknowledged.

Anti-Bribery & Anti-Corruption Policy

In line with the enforcement of Section 17A of the Malaysian Anti-Corruption Commission Act 2009 which took effect on 1 June 2020, the Board has approved the adoption of the Anti-Bribery and Corruption Policy. The Group is committed to conducting business dealings with the highest standard of integrity and ethics to comply with the applicable laws and regulatory requirements on anti-corruption. As part of the Anti-Corruption Awareness Campaign for RTB Group, all of its Directors and staff, including Senior Management of the Group have signed an Integrity Pledge for their commitment to the Group's Anti-Bribery and Corruption Policy. The Anti-Bribery and Corruption Policy is published on the Company's website at rohastecnic.com.

Establishing and Implementation of Whistleblowing Policies and Procedures

RTB Group has a Whistleblowing Policy with the aim of enabling individuals to raise genuine concerns without fear of retaliation. This policy details the oversight and responsibilities of the whistleblowing and the reporting processes, as well as the protection and confidentiality given to whistleblowers. An overview of the Whistleblowing Policy is available on the Company's website at rohastecnic.com.

Sustainability Management

The Board and Management acknowledge their responsibility for promoting sustainability in areas covering economic, environmental as well as social and governance ("EESG"). To achieve this, the Board continuously ensures that there is an effective governance framework for sustainability within the Group.

In the Company's sustainability journey, the Board has established a Board Sustainability Committee in July 2021. The Sustainability Committee is responsible for overseeing sustainability matters, according to the Group's Sustainability Framework and Sustainability Policy.

A Sustainability Department was established in 2022. Neethia Raj, a certified Chemist with a great passion for Sustainability, is the manager to oversee the Sustainability initiatives. The Sustainability Department, is responsible for organising stakeholder engagement, assessing important sustainability issues and indicators, carrying out data gathering and reporting processes, and managing sustainability programmes.

In FY2024, the Sustainability Committee held three (3) meetings to discuss a range of important sustainability topics. These included, but were not limited to, Material Sustainability Matters, Sustainability Development Goals, the Group's Climate-related Risks and Opportunities, the Sustainability Framework, the Sustainability Statement for the 2023 Annual Report, Sustainability Initiatives for 2024, and the Safety and Health Report.

Further information on the Company's approach to sustainability is provided in the Sustainability Statement on pages 30 to 65 of this Annual Report.

Corporate Governance Overview Statement (Cont'd)

Presence of Independent Directors on the Board

During the financial year 2024 ("FY2024"), the Board had six (6) members and one (1) alternate director. The six (6) Board members comprising two (2) Non-Independent Non-Executive Directors and four (4) Independent Non-Executive Directors, which meet the requirement of MMLR that at least 2 directors or 1/3 of the Board comprise independent directors.

Pursuant to the Board Charter, the tenure of an independent director should not exceed a cumulative term of nine (9) years. Upon completion of the full nine (9) years, the independent director may either retire or continue to serve on the Board subject to the director's re-designation as a non-independent director. However, the Board may justify and seek shareholders' approval in the event that it retains an independent director exceeding nine (9) years.

In accordance with Clause 139 of the Constitution of the Company and Paragraph 7.26(2) of the MMLR, at least one-third (1/3) of the Board is subject to retirement by rotation at each Annual General Meeting ("AGM"). Pursuant to Clause 139, Dr. Ir. Jeyanthi Ramasamy and Shaharuddin Zainuddin were due for retirement by rotation. Both of them were successfully re-elected at the 30th AGM held on 11 June 2024.

According to Clause 144 of the Company's Constitution, directors appointed to fill a casual vacancy or as an additional director shall hold office until the following AGM, where they are eligible for re-election. Kamarol Zaman Bin Radzak ("Kamarol"), who joined the Board on 9 April 2024, retired in accordance with Clause 144 at the 30th AGM on 11 June 2024, was subsequently re-elected.

In accordance with Clause 139 of the Company's Constitution and based on the chronological order of Directors' appointments to the Board, the following Directors are due for retirement by rotation at the upcoming 31st AGM and are eligible for re-election:-

- (a) Tan Sri Wan Azmi Bin Wan Hamzah ("TSWA"); and
- (b) Chee Suan Lye.

Chee Suan Lye has expressed her willingness to stand for re-election at the forthcoming 31st AGM. However, TSWA has expressed his intention not to seek re-election; therefore he will retain office until the conclusion of the 31st AGM.

Diversity on Board and in Senior Management

The Board acknowledges the importance of fostering diversity to enhance the effectiveness of the Board and Senior Management. The Board comprises members with vast experience in key areas: engineering and construction, finance and accounting, capital management, legal and governance, and business and marketing, all critical to the Group's business and its sustainability. Each Director brings to the Board an independent and objective perspective to enable balanced and well-considered decisions to be made in the best interest of the Group. The Board brings in a wide spectrum of diverse skills and expertise to RTB Group which allows it to meet its objectives in the competitive business environment.

The Board is of the view that its composition is adequate in terms of size, skills and experience, diversity of age and background to ensure well-balanced views to facilitate effective decision making.

The size and composition of the Board are reviewed annually, taking into account the scope, nature and diversity of the business operations of the Group.



Corporate Governance Overview Statement (Cont'd)

During the financial year, the Board composition, in terms of gender, age, ethnicity and independence for the financial year under review is as illustrated below:

Diversity		Composition Percentage
Type of directorship	Independent	67%
	Executive	0%
	Non-Executive Non-Independent	33%
Gender	Male	67%
	Female	33%
Age	30 – 39	0%
	40 – 49	17%
	50 – 59	33%
	60 – 69	0%
	70 and above	50%
Ethnicity	Malay/Bumiputra	50%
	Chinese	33%
	Indian	17%
	Other	0%
Nationality	Malaysian	83%
	Foreigner	17%
Tenure of service	Up to 2 years	17%
	More than 2 years and up to 4 years	17%
	More than 4 years and up to 6 years	17%
	More than 6 years and up to 9 years	50%

Process of Appointment of New Directors

In accordance with Paragraph 15.01A of the MMLR, the Board approved the Directors' Fit and Proper Policy on 30 May 2022. This policy, which governs the appointment or re-appointment of directors for the Company and its subsidiaries, is available at rohastecnic.com. Its purpose is to ensure that directors possess the necessary character, experience, integrity, competence, and time to effectively fulfill their roles.

The Nomination and Remuneration Committee ("NRC") recommends candidates for new director appointments, with the final decision resting with the Board. To identify qualified candidates, recommendations are considered from existing Board members, Management, major shareholders, and independent sources. Candidate evaluation adheres to the criteria outlined in the Directors' Fit and Proper Policy, ensuring alignment with required skills, independence, and knowledge. The Board's composition is assessed for skill diversity and appropriateness to the RTB Group's needs. Regularly, they review the Board's size and composition to maintain effectiveness.

During the financial year under review, Kamarol, a former Engineer and Head of Grid Maintenance at Tenaga Nasional Berhad with extensive experience in the Transmission Division and engineering qualifications, was appointed as a director of the Company on 9 April 2024. The NRC reviewed Kamarol's appointment, confirming his compliance with the Directors' Fit and Proper Policy and assessing his skills and knowledge against the Board's requirements. The NRC recommended that Kamarol's expertise would enhance the Board's composition and skillset.

THE BOARD COMMITTEE

Nomination and Remuneration Committee ("NRC")

The NRC comprises three (3) Non-Executive Directors of whom two (2) are Independent Non-Executive Directors and one (1) is a Non-Independent Non-Executive Director as follows: -

- 1) Sia Bun Chun (Chairman – Non-Independent Non-Executive Deputy Chairman)
- 2) Chee Suan Lye (Member – Senior Independent Non-Executive Director)
- 3) Dr Ir Jeyanthi Ramasamy (Member – Independent Non-Executive Director)

The function and responsibilities of the NRC are set out in the Terms of Reference of the NRC which is available at the Company's website at rohastecnic.com.

Corporate Governance Overview Statement (Cont'd)

During the financial year, the NRC met three (3) times and carried out the following activities: -

- a) assessed the annual performance of each Director;
- b) assessed the continued independence of each Independent Director;
- c) reviewed the skills, experience and competencies of each Director and based thereupon, assessed the training needs of each Director;
- d) assessed the effectiveness of the Board, the ARMC and other Committees of the Board;
- e) reviewed the skills, experience and competencies of the non-executive Directors;
- f) assessed the adequacy of the size and composition of the Board;
- g) reviewed and recommended to the Board the proposed appointment of Kamarol as Director of the Company;
- h) reviewed and recommended to the Board the appointment of a proposed candidate for the role of the Group Chief Executive Officer ("Group CEO");
- i) reviewed and recommended to the Board the terms of service contract of the Group CEO;
- j) reviewed and recommended to the Board the contract extension and renewal for the Chief Investment Officer ("CIO");
- k) reviewed and recommended to the Board the key performance indicators ("KPIs") for the GCEO;
- l) reviewed and noted the updates from the Corporate Human Resources on development and readiness of successors for C-Suite level (N-1);
- m) reviewed and recommended to the Board the proposed remuneration for non-executive Directors; and
- n) reviewed and recommended to the Board the retirement and re-election of the Directors pursuant to the Constitution of the Company.

Evaluation for Board, Board Committees and Individual Directors

During the financial year under review, the NRC conducted annual assessments of the Board and its members ("Assessment"), with respect to the following:

- 1) assessment of the effectiveness of the Board and the Board Committee;
- 2) review of the skills, experience and competencies of the Board members; and
- 3) assessment of the adequacy of the size and composition of the Board.

Arising from the above Assessment, the NRC observed that:

- (a) the Board and the Committees of the Board were effective in carrying out their responsibilities;
- (b) the Board generally has the desired mix of skills, experience and competencies in all areas;
- (c) the Board have a good combination of gender diversity namely out of a total of 6 directors, there are two (2) women directors which represents 30% female directors on the Board; and
- (d) the size and the composition of the Board are adequate to meet the Company's requirements.

With regards to the assessment of the independence of the Independent Non-Executive Director, each Independent Non-Executive Director did a self-evaluation of his/her independence based on the criteria of independence as defined under paragraph 1.01 of the MMLR, and also re-checked and stated his/her tenure of service as Independent Non-Executive Director in the Company, in the confirmation slip. The said confirmation slip was reviewed by the NRC.

Remuneration Policy and Procedures for Directors and Senior Management

Directors' remuneration is formulated by the NRC to be competitive and realistic with the aim to attract, motivate and retain Directors with the relevant experience, expertise and quality needed to assist in managing RTB Group effectively. The level of remuneration is linked to the level of responsibilities undertaken by the Directors.

Directors' Remuneration

The Board has established a formal and transparent process for approving the remuneration of the Board and Board Committees, the Group CEO and the Key Senior Management of the Company. The NRC is responsible for formulating and reviewing the remuneration policies for the Board and Board Committees as well as the Senior Management of the Company to ensure the same remains competitive, appropriate, and in alignment with the prevalent market practices.

Corporate Governance

Overview Statement (Cont'd)

The Company has a formal and transparent Directors' Remuneration Framework for the non-executive directors which comprises of retainer fees, meeting allowances and benefits-in-kind as follows: -

Table 2: Directors' Remuneration Structure

Type of Director	Director's fee (per annum)	Meeting Attendance Allowance			Travelling Allowance	
		Board Meeting/ Board Committee Meeting for Chairman	Board Meeting/ Board Committee Meeting for Board members	Performance Review Meeting or any other Board Assignment (including Interview)	Within ASEAN countries (including Malaysia)	Outside ASEAN countries
Chairman of the Board	RM55,000	RM2,750 per attendance	RM2,200 per attendance	RM500 per attendance	RM200 per diem	USD100 per diem
Deputy Chairman of the Board of Directors	RM44,000					
Senior Independent Director	RM44,000					
Director	RM33,000					

Notes:-

- Each Non-Executive Director is eligible for:
 - insurance coverage of up to RM100,000.00 for Hospitalisation and Surgery ("GHS") and Group Personal Accident Insurance ("GPA"); or
 - for a director who is not eligible for the insurance coverage due to being age 65 and above, maximum reimbursable medical expense of up to RM100,000.00 per annum.
- The Board approved the following Benefits-in-Kind ("BIKs") for the Chairman and Deputy Chairman: a dedicated driver and a monthly petrol card with a limit of RM1,000, on 21 November 2024.
- The current Board Remuneration Structure, excluding the BIKs for the Chairman and Deputy Chairman, was approved at the Board Meeting held on 13 April 2023. Based on the said structure, a blanket amount of up to RM845,600.00 being the directors' remuneration for the period from the last Annual General Meeting ("30th AGM") until the forthcoming AGM ("31st AGM") was proposed to shareholders for approved and the approval was obtained at the 30th AGM held on 11 June 2024.

For the forthcoming 31st AGM, the Board seeks the shareholders' approval for the same amount of Directors' Remuneration payable to Non-Executive Directors as per the previous year, i.e. up to an amount of RM845,600.00 ("**Proposed Directors' Remuneration**") be payable to the Non-Executive Directors from the 31st AGM until the 32nd AGM of the Company, in accordance with Section 230 of the Companies Act 2016 and Paragraph 7.24 of the MMLR. The Board is of the view that the Proposed Directors' Remuneration is still at par with the prevalent market rate and the Group's performance.

Corporate Governance Overview Statement (Cont'd)

The details of the remuneration for the Directors and the Chief Executive from the Company and the Group respectively for FY 2024 are as follows:-

Table 3: Remuneration of Directors and Chief Executives

	All figures in RM'000							
	Director Fee		Allowance	Salary	Bonus	Benefits-in-kind	Other Emoluments	Total
	Company	Group	Company	Group	Group	Group	Group	
Non-Executive Director								
Tan Sri Wan Azmi Wan Hamzah ("TSWA")	55.0	-	19.3	-	-	-	-	74.3
Wan Afzal-Aris Wan Azmi (Alternate Director to TSWA)	-	-	4.4	-	-	-	-	4.4
Sia Bun Chun	38.4	-	27.0	-	-	-	-	65.4
Chee Suan Lye	44.0	-	31.4	-	-	-	-	75.4
Mohamed Tarmizi Ismail ¹	6.8	-	12.1	-	-	-	-	18.9
Dr Ir Jeyanthi Ramasamy	33.0	-	58.3	-	-	-	-	91.3
Shaharuddin Zainuddin	33.0	-	46.8	-	-	-	-	79.8
Kamarol Zaman bin Radzak ²	24.0	15.0	30.8	-	-	-	-	69.8
Chief Executive³								
Leong Wai Yuan ⁴	-	-	-	156.9	-	7.4	1,564.3 ⁶	1,728.6
Amirul Azhar bin Baharom ⁵	-	-	-	541.7	-	5.4	71.7	618.8

Notes:-

1. Resigned as a Director of the Company on 15 March 2024
2. Appointed as a Director of the Company on 9 April 2024
3. Chief Executives are being paid at the subsidiary level.
4. Opted for early retirement on the role as the Group CEO on 1 April 2024.
5. Appointed as the Group CEO on 1 March 2024.
6. Including contractual gratuity.

Corporate Governance Overview Statement (Cont'd)

Senior Management's Remuneration

The Company does not comply with the recommendation to disclose on a named basis the remuneration of the top five senior management in the bands of RM50,000 in order to preserve confidentiality. The remuneration of the Group CEO is provided in Table 3: Remuneration of Directors and Chief Executives.

The Board is of the view that it is not to the Company's advantage or business interest for detailed disclosure considering the highly competitive market for talents. The remuneration of the Senior Management who are employees of RTB Group has been benchmarked with the industry and is aligned with the market practice.

The Board, with the recommendation from the NRC, had on 15 April 2023 approved a Remuneration Policy for Key Senior Management in ensuring that the remuneration of the key senior management of the Group is commensurate with their key performance achievements and the performance of the Group. The said policy can be found in the Company's website at rohastecnic.com.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

Audit Function

The ARMC was established to assist the Board in ensuring the integrity of financial reporting and the existence of a sound internal control system within the Group. The ARMC also monitors compliance with various established policies and procedures within the Group as well as assesses the suitability, objectivity and independence of the external auditors and internal audit functions.

The ARMC has reviewed and evaluated the suitability, performance and independence of the external auditors and the appropriateness of their audit fees. The Company has obtained written assurance from its external auditors, BDO PLT that they are and have been independent throughout the conduct of the audit engagement under the Malaysian Institute of Accountants ("MIA") By-Laws (on Professional Conduct and Ethics) that require auditors to be professionally independent.

In accordance with the terms of reference of the ARMC, the former key audit partner of the existing external auditor shall observe a cooling-off period of three (3) years if they are to be considered for appointment as a member of the Audit Committee.

The main functions and details of the ARMC are enumerated in the ARMC Report as set out in this Annual Report.

Risk Management and Internal Controls

The Board holds the overall responsibility for the Group's system of internal control and risk management and determines the strategic approach to managing risk to safeguard shareholders' investment and assets of the Group.

The Board and the ARMC review the effectiveness of the system and ensure that the relevant process is in place for identifying, evaluating and managing the significant risks detrimental to the achievement of the Group's strategic objectives. While the Board as a whole is responsible for the Group's system of internal control, the Board has delegated responsibility for monitoring the effectiveness of the Company's risk management and internal control systems to the ARMC.

The ARMC oversee a risk-based internal audit programme, including periodic audits of the risk processes across the Group. This assures the management of risk and they also receive reports on the efficiency and effectiveness of internal controls. Each of the individual business units and functional Management Teams drives the process to identify the principal and emerging risks and uncertainties.

The Board understands that individual business units and functional Management Teams are best placed to identify the principal and emerging risks and uncertainties associated with their respective areas of business. Risks identified and associated mitigating controls are subject to regular review by the Board and the ARMC.

The process for identifying, evaluating and managing risk has been in place throughout FY2024. This system of internal control is designed to manage and mitigate and/or eliminate, the risk of failure to achieve business objectives.

The Board confirms that it has monitored the Company's risk management and internal control system and that a mechanism is in place to identify, evaluate and manage the significant risks faced by the Group.

In this respect, the details of the Risk Management and Internal Control Framework are set out in the Statement on Internal Control and Risk Management on pages 83 to 86 of this Annual Report.

Corporate Governance Overview Statement (Cont'd)

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

Communication with Stakeholders

The Board takes cognisance of the importance of having effective, transparent and regular communication with the Company's stakeholders. The Board is committed to ensuring that the Group continues to engage effectively with the shareholders to facilitate a mutual understanding of objectives. RTB Group has several formal channels in place to effectively communicate this information to all the shareholders and stakeholders. The Board primarily achieve this through the following activities; the annual report, announcements to Bursa Malaysia, quarterly reports, press releases and Group's website.

The Company's Shareholders and members of the public may gain access to any latest corporate information of the Company on its website at rohastecnic.com which is linked to the announcements published on the website of Bursa Malaysia at www.bursamalaysia.com. The Company's website also provides easy access to the Company's Board Charter, Terms of Reference of Board Committees, key policies, financial highlights and annual reports.

Conduct of Annual General Meeting ("AGM")

The 30th AGM was convened virtually on 11 June 2024. The Company leveraged technology for the 30th AGM to facilitate remote shareholders' participation and remote online voting following Section 327 of the Companies Act 2016 and Clause 83 of the Constitution of the Company.

All six (6) Board members, along with the alternate director, Group CEO, CFO, company secretary, external auditors and key management personnel attended the 30th AGM either in person or remotely via the Online Meeting Platform hosted by Securities Services e-Portal ("SS e-Portal").

The Company had notified the shareholders of the AGM conduct virtually via the Remote Participation and Voting ("RPV") application, together with the instructions in the Administrative Guide. The same was also published through the announcement to Bursa Malaysia and the Company's corporate website respectively.

During the virtual AGM, the Group CEO presented a comprehensive review of the Group's performance initiatives and value created for shareholders. This review was supported by a visual and graphical presentation of the key points and financial figures.

Before the AGM, shareholders were encouraged and given an opportunity as well as time by the Board to submit questions pertaining to the Annual Report, resolutions being proposed and the business of the Company or the Group in general, before seeking approval from members and proxies on the resolutions. The Board, Senior Management and external auditors were also present virtually at the AGM to provide answers and clarification to shareholders. There was an active engagement between the Chairman, Board members, Management and shareholders and there was an opportunity for shareholders to interact with the Board.

Independent scrutineer, Commercial Quest Sdn Bhd, validated the votes cast at the AGM. Votes cast for and against and the respective percentages on each resolution are displayed to shareholders after the poll is conducted for all resolutions put to vote at the meeting. The outcome of the AGM was announced by the Company on the same day to Bursa Malaysia.

The minutes of the 30th AGM (including all the Questions raised at the meeting and the Answers thereto) were made available on the Company's website upon review by the Board Members and approved by the Chairman, within 30 business days from the AGM.

STATEMENT OF COMPLIANCE

The Board has deliberated, reviewed and approved this Statement and is satisfied that the Company has adopted the practices and has applied key Principles of the MCCG 2021 for FY2024. The Board shall continue to strive for high standards of MCCG 2021 throughout the Group.

Details of how the Company has applied the MCCG Principles and complied with its Practices are set out in the CG Report. The explanation for the departures is further elaborated in the CG Report, which can be found on the Company's website at rohastecnic.com.

This Statement was approved by the Board on 17 April 2025.

Audit and Risk Management Committee Report

INTRODUCTION

This report reflects the commitment of the Audit and Risk Management Committee ("ARMC") to maintaining effective governance, risk management and internal control practices that align with the strategic objectives of Rohas Technic Berhad ("RTB") and its subsidiaries ("RTB Group" or "Group").

Throughout the financial year ended 31 December 2024 ("FY2024"), the ARMC played a key role in assisting the Board to fulfil the Board's oversight responsibilities for the Group and worked diligently to oversee the financial reporting process, assess risk management practices, and evaluate the effectiveness of internal controls. We have collaborated with management, external auditors, and other key stakeholders to ensure that the Group operates with transparency, integrity, and accountability.

These efforts were undertaken to ensure the adequacy and integrity of the Group's financial administration and reporting, internal control and risk management systems for compliance with applicable laws, regulations, rules, directives and guidelines.

In this report, we will provide an overview of the activities and initiatives undertaken by the committee in FY2024. We will highlight key findings and outline recommendations for improvement. With such disclosures, we hope that our stakeholders will have a clear understanding of the risks facing the RTB Group and the measures being taken to mitigate those risks.

COMPOSITION AND ATTENDANCE

Paragraph 15.09(1) of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Malaysia") has been adhered to in the formation of the ARMC. As at 31 December 2024, the ARMC is composed of solely independent non-executive directors, totalling three (3) members, with no alternate directors among them. In accordance with paragraph 15.10 of MMLR, Shaharuddin Zainuddin, an Independent Non-Executive Director, serves as the Chairman of the ARMC.

Shaharuddin Zainuddin does not hold the position of Chairperson of the Board, as per the directive outlined by the Malaysian Code of Corporate Governance ("MCCG") and the regulations specified by the MMLR.

Shaharuddin Zainuddin is a fellow member of the Association of Chartered Certified Accountants (United Kingdom). Therefore, the requirement of Paragraph 15.09(1)(c) of the MMLR that at least one (1) member of the ARMC must be a qualified accountant has been complied with.

Position	Members of the ARMC	Number of Meetings Attended
Chairman	Shaharuddin Zainuddin (Independent Non-Executive Director)	11/11
Member	Mohamed Tarmizi Ismail (Independent Non-Executive Director)	3/3*
Member	Dr. Ir. Jeyanthi Ramasamy (Independent Non-Executive Director)	11/11
Member	Kamarol Zaman Radzak (Independent Non-Executive Director)	8/8*
Total Meetings held in FY2024		11

* Notes:

- Mohamed Tarmizi Ismail resigned as member of the ARMC with effect from 15 March 2024.
- Kamarol Zaman Radzak was appointed as a member of the ARMC with effect from 9 April 2024.

Audit and Risk Management Committee Report (Cont'd)

MEETINGS

General Conduct of Meetings

- a) The ARMC meets at least four (4) times a year and as many times as the committee deems necessary;
- b) The quorum for any meeting of the ARMC shall be at least two (2) members who are Independent Directors and if more than two (2) members are present, a majority of the members present must be Independent Directors;
- c) The Secretary to the ARMC shall be the Company Secretary or any other person appointed by the ARMC;
- d) The Secretary is responsible, in conjunction with the Chairman, for drawing up the Agenda and circulating it to the ARMC members prior to each meeting. The Secretary is also responsible for keeping the minutes of the meetings of ARMC, and circulating them to the ARMC members and other members of the Board; and
- e) The ARMC meeting dates are arranged ahead of time and communicated to the auditors in advance for them to prepare the Audit Review Memorandum, Audit Planning Memorandum and Audited Financial Statements for presentation to the ARMC in order to meet deadlines.

ARMC Meetings Conducted in FY2024

The Group Chief Executive Officer ("GCEO"), the Chief Financial Officer ("CFO") and the Chief Investment Officer ("CIO") who are the Senior Executive Management of the Company were invited to attend all ARMC meetings to provide a direct flow of information to the ARMC as well as to provide any clarification required under their areas of responsibility in the event of any issues arising. The Senior Executive Management also tabled proposals and other matters that required the ARMC's approval and the CFO presented the reports on the financial results.

The Head of the Internal Audit Department ("IAD") and relevant senior personnel were invited to brief the ARMC when specific issues involving their respective areas of responsibility arose from risk management and internal audit reports. The external auditors were also invited to present to the ARMC the audit plan, the audit findings, as well as any other matters they considered important for the ARMC's attention. The ARMC had conducted a private session with the external auditors without the presence of the Senior Executive Management at meetings held in 2024, to provide opportunities to the external auditors to raise any matters without the presence of the Management.

TERM OF REFERENCE

The ARMC is governed by its Terms of Reference ("TOR"), which is consistent with the requirements of MMLR and the best practices of MCCG. The ARMC TOR may be referred to the Company's website at <https://rohastecnic.com/>.

The primary functions of the ARMC are as follows:

1. Review with the internal and/or external auditors the nature and scope of their audit plans, audit reports, major findings and evaluations of the internal control system;
2. Review the quarterly and annual financial statements before submission to the Board, focusing on, amongst others, changes in the implementation of major accounting policies and practices, significant and unusual events, significant adjustments arising from the audit, the going concern assumption and compliance with accounting standards and other regulatory or legal requirements;
3. Review matters concerning the suitability for appointment or reappointment of external auditors and matters relating to their resignation;
4. Review any related party transactions entered into by RTB Group and any conflict-of-interest situations that may arise within RTB Group;
5. Review the adequacy of the scope, functions, competency and resources of the internal audit function and ensure that it has the necessary authority to carry out its work and to report the same to the Board;
6. Perform such other functions as may be requested by the Board;
7. Review the adequacy of RTB Group's risk management framework and assess the resources and knowledge of the management and employees involved in the risk management process;
8. Review the effectiveness of the internal control systems deployed by the management to address those risks;
9. Review and recommend corrective measures undertaken to remedy failings and/or weaknesses;
10. Review and further monitor principal risks that may affect RTB Group directly or indirectly and, if deemed necessary, recommend additional courses of action to mitigate such risks;
11. Monitor the risk assessment and report the results to the Board; and
12. Assess the actual and potential impact of any failing or weakness, particularly those related to financial performance or conditions affecting RTB Group.

Audit and Risk Management Committee Report (Cont'd)

AUTHORITY

ARMC shall have the authority to:

1. Investigate any matter within its terms of reference;
2. Have the resources that are required to perform its duties;
3. Have full and unrestricted access to any information that it requires in the course of performing its duties;
4. Have direct communication channels amongst the internal and external auditors;
5. Obtain independent and/or external professional or other advice and secure the attendance of outsiders with relevant experience and expertise if deemed necessary; and
6. Convene meetings with the external auditors, the internal auditors or both, without the attendance of other Directors and employees of RTB Group, whenever deemed necessary.

SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR

The principal activities undertaken by the ARMC are summarised as follows:

- 1) Conducted quarterly and year-end financial reviews of the unaudited interim financial statements prior to recommending the same for the Board's approval, focusing particularly on significant and unusual events and compliance with accounting standards and other legal requirements;
- 2) Conducted a review of the appointment of the external auditor, their independence and effectiveness including their fees, and based thereon, recommended their re-appointment to the Board;
- 3) Assessed the suitability, objectivity and independence of the external auditors;
- 4) Conducted a review of the external auditors' audit planning memorandum, comprising their scope of audit, key audit areas, audit approach and timetable;
- 5) Engaged with the external auditors during the year without the presence of RTB Group's Management to discuss relevant issues and obtain feedback;

- 6) Reviewed the adequacy of the scope, functions, competency and resources of the internal audit function, and determined that it has the necessary authority to carry out its work;
- 7) Conducted a review of the annual internal audit plan for 2024;
- 8) Received the reports of the internal audit procedures performed as well as the Management's response to recommendations for improvement, and evaluation of the adequacy of the internal control system for the following:
 - a) Preliminary Internal Audit Review Report - Rohas-Euco Industries Bhd. ("REI") - Excess Purchase of Nuts and Bolts
 - b) Preliminary Internal Audit Review Report – HG Power Transmission Sdn. Bhd. ("HGPT") – Embezzlement of Site Workers' Salaries
 - c) Investigation Progress Report – HGPT – Site Workers' Salaries Embezzlement
 - d) Received updates on the key risk management report of RTB Group as presented by the Risk Management Working Group on the key risks faced by RTB Group and action plans deployed to manage the risks concerned.

The Head of IAD joined RTB in June 2024 while the IAD Manager joined RTB in September 2024, and resumed the Internal Audit function's role in reviewing the internal controls procedures of the RTB Group.

ARMC highlighted to the Board the review areas that require improvement to further strengthen the governance process of the organisation to ensure all risks, inherent and new, are adequately identified, addressed and monitored closely.

Management is continuously reviewing its internal processes and documentation to ensure areas for improvement identified are being addressed and action plans are in place to mitigate risks. Management has closed some of the gaps identified in its policies and procedures documentation and continues to further improve it to achieve the effectiveness and efficiency of its internal control procedures and processes.

Audit and Risk Management Committee Report (Cont'd)

INTERNAL AUDIT FUNCTION

The Internal Audit function of the Group is performed on an in-house basis by the Internal Audit Department ("IAD"). The primary function of an internal audit is to undertake systematic reviews of the governance, risk and internal control systems within RTB Group in accordance with an internal audit plan, to guarantee that these systems are appropriate and operating as intended. To ensure independence and objectivity, the Head of the IAD reports functionally to the ARMC.

The IAD is currently headed by Tan Ying Jau, General Manager, who had completed the Professional Examinations I & Foundation Examinations with the Malaysian Institute of Certified Public Accountants. Ying Jau has an extensive 33 years of professional experience primarily with Main Board listed Companies. Ying Jau had been immersed with various business areas including property development and manufacturing industries, specializing in operational internal audit reviews, investigative audits, identifying and assessing risks. The Head of IAD is supported by a Manager of Internal Audit. The internal audit personnel are free from any relationship or conflict of interest that could impair their objectivity and independence.

The responsibilities of the IAD are to provide independent and objective reports on the state of internal controls of the various operating units within RTB Group to the ARMC and provide recommendations for the improvement of the control procedures so that corrective actions are taken to mitigate weaknesses noted in the system and controls of the respective operating units.

IAD uses the principles and rules specified in the International Professional Practices Framework (IPPF) of the Institute of Internal Auditors while carrying out the internal audit engagement. The conduct of internal audit work is also governed by the Internal Audit Charter and IAD's established procedures and guidelines.

Further details of the internal audit activities and scope of coverage of the internal audit function, including the costs incurred, are set out in the Statement on Risk Management and Internal Control included in this Annual Report on pages 83 to 86.



Statement on Risk Management and Internal Control

INTRODUCTION

The Board of Directors ("Board") of Rohas Tecnic Berhad ("RTB") and its subsidiaries are committed to upholding an effective Risk Management and Internal Control system, as well as adhering to proper corporate governance practices.

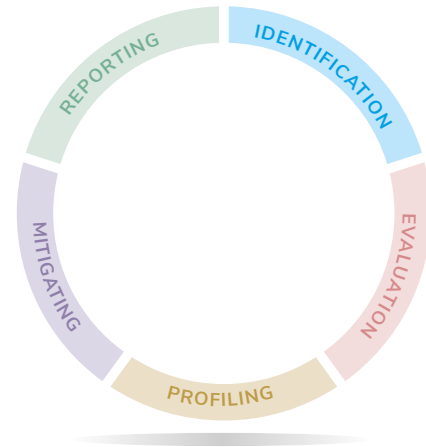
This Board's Statement on Risk Management and Internal Control ("Statement") is made in compliance with Main Market Listing Requirements ("MMLR") of the Bursa Malaysia Securities Berhad Paragraph 15.26(b) and the Malaysian Code on Corporate Governance ("MCCG") requirements.

Set out below is the Statement for the financial year ended 31 December 2024 ("FY2024") which was prepared in accordance with the Guidelines for Directors of Listed Issuers ("Guidelines") issued by Bursa Malaysia. This Statement outlines the nature and scope of risk management and internal control of the Group and covers the Group's operation, except for associate companies.

RESPONSIBILITY OF THE BOARD

The Board and the Management are responsible and accountable for the establishment of the Group's system of risk management and internal control. Through the Audit and Risk Management Committee ("ARMC"), the Board affirms its responsibility in providing oversight function in an ongoing manner over Management, and ensuring the adequacy, effectiveness and integrity of the risk management and internal control system.

The Group's system of risk management is based on the formalised Enterprise Risk Management Framework ("ERM Framework") which is based on an internationally accepted framework. ERM Framework aids in the achievement of the Group's objectives and strategies by instilling a continuous process of identifying, evaluating, profiling, mitigating, reporting and monitoring significant business risks that the Group may encounter.



There are inherent limitations in any system of risk management and internal control, thus, the risk management and internal control system is designed to manage, rather than to eliminate the risk of failure to achieve the Group's business and corporate objectives. The risk management and internal control system is therefore designed to only provide reasonable, but not absolute, assurance against any material misstatement, financial loss or fraudulent activity.

The risk management system for the Group sets out the overall tone and policy for risk management and is consistently practised across the Group. The Board is responsible for reviewing the risk profile of the Group and ensuring appropriate measures are placed in managing the risks.

Management is responsible for developing procedures and processes as well as implementing internal controls which will help to identify, assess, mitigate and monitor business risks. Management also takes corrective actions as and when needed in order to assist the Board in discharging its duties and responsibilities in maintaining a sound system of risk management and internal control. There are inherent limitations in any system of risk management and internal control, thus, the risk management and internal control system is designed to manage, rather than to eliminate the risk of failure to achieve the Group's business and corporate objectives. The risk management and internal control system is therefore designed to only provide reasonable, but not absolute, assurance against any material misstatement, financial loss or fraudulent activity.

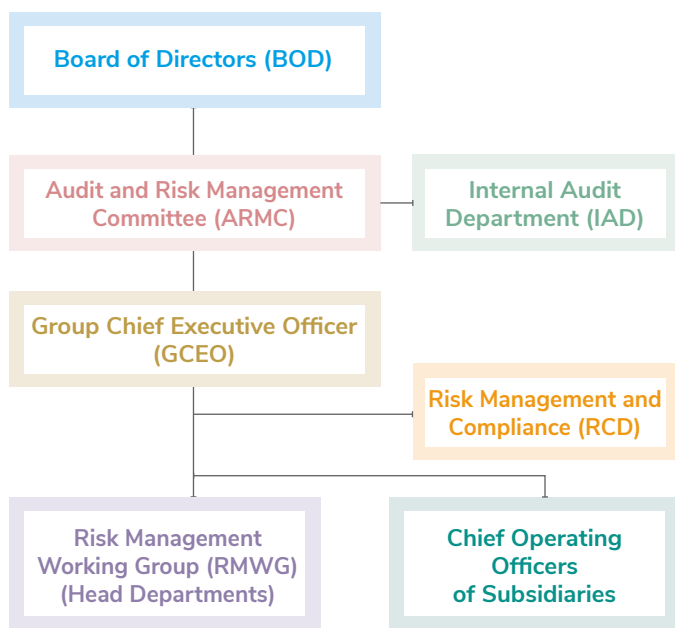
In line with MMLR Guidelines, the Board has received assurance for FY2024 from the Group Chief Executive Officer ("GCEO") and Chief Financial Officer ("CFO") as well as the Risk Management Working Group ("RMWG") that the Group's risk management and internal control system is operating adequately and effectively, in all material aspects, based on the ERM Framework and internal control procedures and processes.

Statement on Risk Management and Internal Control (Cont'd)

RISK MANAGEMENT FRAMEWORK

Group Risk Management Working Group (RMWG) led by the Group Chief Executive Officer ("GCEO") and comprises of Chief Operating Officers of subsidiaries and Head of Departments of RTB. GCEO, as Chairman of the RMWG, is responsible in leading the risk management reporting to the Audit and Risk Management Committee ("ARMC"). All the activities will be facilitated by the Risk Management and Compliance Department (RCD).

The Risk Management Oversight Structure adopted by the Group is to assign responsibility for risk management and facilitate the process for assessing and communicating the risk and risk action plan.



The RMWG is assisted by the Risk Management and Compliance Department ("RCD"). RCD facilitates risk assessment, develops the risk action plan and monitors its effectiveness and status. RCD also consolidates the departmental risk register and prepares a group-wide risk management report.

The Chief Operating Officer ("COO") of the subsidiaries and/or its Head of Departments ("HOD") are responsible for identifying, analysing and evaluating risks, as well as developing, implementing and monitoring risk action plans and reporting all identified risks to the RMWG. All new risks and material changes to existing risks shall be highlighted by the COO and/or HOD to the RCD, as and when they are identified, and changes/updates shall be made to the departmental risk register.

During FY2024, the RMWG reviewed, appraised and assessed the risk on existing key controls and risk action plans to mitigate and manage the overall Group's risk exposure, as well as raised issues of concerns and recommended mitigation actions. The RMWG reports to ARMC on a quarterly basis, and part of its monitoring activity ensures that High and Extreme risk ratings are deliberated and mitigating actions are reviewed and implemented.

The Board further recognises that risk is an inherent part of the Group's business, presenting both threats and opportunities. In achieving the Group's business objectives and meeting shareholders' expectations, the Board and Management would have to make decisions which will involve some degree of risk. The following risk management policy provides guidance for the management of risks and is being applied across RTB Group:

- Sound risk management practice to promote effective governance which is integral to the achievement of business objectives.
- Embedding risk management into day-to-day management, decision-making and strategic planning processes.
- Every employee of the organization is responsible to manage risks within their areas of responsibility.
- Periodic reporting and monitoring activities instil accountability and responsibility for managing risks.
- The risk management processes applied should aim to take advantage of opportunities, manage uncertainties and minimise threats.

As part of the initiative to instil a proactive risk management culture and implement the ERM Framework in the Group, continuous communication and awareness initiatives have been conducted to all employees.

Statement on Risk Management and Internal Control (Cont'd)

The identified key Business Risks are as follows:

- Ageing Inventory
- Declining order book;
- Delay Project Completion
- Declining profit margin;

The details of risk description and key mitigation actions are further explained in the Management Discussion and Analysis section of this Annual Report on page 28.

The principal responsibilities of the RMWG include the following:

- To lead and promote Risk Management activities and to ensure that the risk management process and culture are embedded throughout the Group;
- To communicate, monitor and enforce the ERM Framework and to ensure the implementation of the objectives outlined in the ERM Framework;
- To review and propose risk appetite and tolerance level;
- To articulate and challenge risk rating, control effectiveness and risk action plans identified by the risk owner;
- To provide quarterly risk reporting and update the ARMC on key risks as well as risks that require urgent attention; and
- To make the appropriate recommendation to the ARMC on risk management matters, where necessary.

INTERNAL AUDIT FUNCTION

The Internal Audit function of the Group is performed on an in-house basis by the Internal Audit Department ("IAD"). The Head of Internal Audit reports functionally to the ARMC to maintain independence and objectivity.

The principal roles of IAD are to evaluate and improve the efficiency and effectiveness of internal control and governance processes. IAD also provides independent and objective assurance to the Board and Management on the system of internal control within Subsidiaries, Divisions and Departments of the Group.

The internal audit reviews are performed based on an internal audit plan approved by the ARMC. Internal Audit Findings with Management's response and action plans are presented and reviewed by the ARMC. Follow-up reviews will be conducted by the IAD and the implementation status of management action plans will be reported to the ARMC.

The total cost incurred for the internal audit function for FY2024 was RM232,015. The internal audit staff have the relevant qualification and working experience and all staff are encouraged to continually enhance their knowledge, skill and competencies through relevant professional courses, seminars, training courses and on-the-job training.

For FY2024, the IAD activities during the financial year are summarised below:

- a) Preliminary Internal Audit Review Report – Rohas-Euco Industries Bhd. ("REI") – Excess Purchase of Nuts and Bolts
- b) Preliminary Internal Audit Review Report – HG Power Transmission Sdn Bhd ("HGPT") – Embezzlement of Site Workers' Salaries
- c) Investigation Progress Report – HGPT – Site Workers' Salaries Embezzlement
- d) Received updates on the key risk management report of RTB Group as presented by the Risk Management Working Group on the key risks faced by RTB Group and action plans deployed to manage the risks concerned;

KEY INTERNAL CONTROL FEATURES

The Group has a structure which outlines accountability, authority and responsibility to the Board, its committees and operating units. The Board regularly appraises these processes for managing the significant risks of the Group throughout the year. The structures are described below:

a. Board

- The Board is the pillar of the Group's risk management and internal control practices, committed to maintaining a sound system of internal control and holding the overall responsibility for risk oversight, mirroring its overall responsibility in making strategic decisions.
- Board meetings are held on a quarterly basis to review and evaluate the Group's operations and performance while addressing the key issues. However, additional meetings may be convened as Special Board Meetings as and when required.

Statement on Risk Management and Internal Control (Cont'd)

b. ARMC

- ▶ The ARMC is responsible for ensuring the effectiveness of integrated risk management functions within the organisation, reviewing the internal audit plan and the result of the internal audit process as well as ensuring appropriate actions are taken on the recommendation of the internal audit function.
- ▶ The ARMC comprises three (3) Independent Non-Executive Directors. ARMC has full access to both Internal Auditors and External Auditors and has the right to convene meetings with auditors without the presence of the Group Chief Executive Officer (GCEO).

c. Corporate Structure Leadership Role

- ▶ Risk Management activities conducted in each business unit and consolidated at the Group Risk Management Working Group (RMWG). Group Chief Executive Officer (GCEO) oversee the identified risk registered by the business unit and deliberate the risk action plan on periodical basis.
- ▶ GCEO is responsible for the effective implementation of the Group's strategic plan and policies established by the Board, besides managing the daily operations of the Group.
- ▶ RCD facilitating the risk management activities for Group Chief Executive Officer (GCEO) deliberation.
- ▶ They also assist members of the Board and the Board Committees, as required, in discharging their duties.

d. Business Plan and Budget

- ▶ For FY2024 Business Plan and Budget, the Group Chief Executive Officer (GCEO) has presented to the Board the annual business plan and budget of the Group.
- ▶ The annual business plan and budget were deliberated and approved by the Board. The performance of each subsidiary is assessed against the budget by the CFO with an explanation of significant variances presented to the ARMC every quarter.

e. Documented Policy and Procedures

- ▶ Documented policies and procedures that are clear and concise regarding business processes have been set out and implemented throughout the Group.
- ▶ These policies and procedures are periodically reviewed and updated to reflect the changes in business structure and processes as well as changes in external environments.

f. Human Resource Policy

- ▶ The Group has a Human Resource Policy and Procedure, which sets the tone of compliance with the Group's rules and regulations, Code of Conduct, employee performance and employee conduct.

CONCLUSION

In assisting the Board to assess the adequacy and operating effectiveness of the Group's risk management and internal control system, the ARMC conducted a review of the observations raised by the internal and external auditors, including matters that have been highlighted and/or are currently being addressed.

Taking into consideration the assurance from the Management and input from the relevant assurance providers, the Board is satisfied that the risk management and internal control system is in place for the year under review and the financial statements up to the date of issuance are adequate to safeguard the shareholders' investment, Group's assets, the interests of internal and external stakeholders.

Additionally, the Board regards the risks faced by the Group are within acceptable levels in relation to its business objectives. There were no material losses or fraud during the year under review as a result of weaknesses in internal control. The Management is continuously taking necessary measures to improve and strengthen the risk management and internal control system of the Group.

REVIEW OF STATEMENT BY EXTERNAL AUDITORS

Pursuant to Paragraph 15.23 of MMLR, the external auditors have reviewed this Statement for incorporation in the Annual Report for the FY2024. The external auditors have reported to the Board that, based on their review of the procedures performed and evidence obtained, it can be found that nothing has come to their attention that causes them to believe that this Statement intended to be included in the Annual Report is not prepared, in all material respects, in accordance with the disclosures required by Paragraphs 41 and 42 of the Guidelines, nor is the Statement factually inaccurate. This Statement is made in accordance with the resolution of the Board dated 17 April 2025.

Additional Compliance Information

1. MATERIAL CONTRACTS INVOLVING THE INTERESTS OF DIRECTORS, GROUP CHIEF EXECUTIVE OFFICER AND MAJOR SHAREHOLDERS

There were no material contracts entered into by the Company and/or its subsidiaries involving the interests of Directors and/or Group Chief Executive Officer and/or major shareholders, either still subsisting at the end of FY2024 or entered into since the end of the previous financial year.

2. AUDIT AND NON-AUDIT FEES

The amount of audit and non-audit fees paid or payable to the external auditors, Messrs. BDO PLT, for services rendered to the Company and the Group for FY2024 are as follows:

Details of fees	Group RM'000	Company RM'000
Statutory Audit fees	313	78
Non-Audit fees	94	7
	407	85

Non-audit fees for FY2024 are in relation to the review of Statement on Risk Management and Internal Control, tax related services and e-invoice middleware services.

3. RECURRENT RELATED PARTY TRANSACTIONS ("RRPT") OF REVENUE OR TRADING NATURE

The Company and the Group did not enter into any RRPT which requires the shareholders' mandate during the financial year ended 31 December 2024.

Statement of Directors' Responsibility

The Companies Act 2016 ("Act") requires the Board of Directors to prepare Financial Statements, which give a true and fair view of the state of affairs together with the financial results and cash flows of the Company and the Group for each financial year. As required by the Act and the Main Market Listing Requirements ("MMLR"), the Financial Statements for financial year 2024 ("FY2024") have been prepared in accordance with the applicable approved financial reporting standards issued by the Malaysian Accounting Standards Board and provisions of the Act.

In preparing the Financial Statements for FY2024, the Board considers that the Company and the Group have adopted appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates. The Board also acknowledges that the Company and the Group have prepared the Financial Statements on a going concern basis.

The Board has the responsibility for ensuring that the Company and the Group maintain accounting records that disclose the financial position of the Company and the Group with reasonable accuracy, which enable them to ensure that the Financial Statements are in compliance with the Act.

The Board also has the overall responsibility to take such steps that are reasonably available for them to safeguard the assets of the Company and the Group as well as to prevent and detect fraud in addition to other irregularities.

This Statement of Directors' Responsibility is made in accordance with a resolution passed by the Board on 29 April 2025.

Analysis of Shareholding

As At 28 March 2025

Total number of issued shares : 472,657,651 ordinary shares

Voting rights : One vote per ordinary share

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	% of Shareholders	Total Shareholdings	% of Shareholdings
less than 100 shares	34	1.00	864	0.00
100 to 1,000 shares	342	10.06	191,264	0.04
1,001 to 10,000 shares	1,577	46.40	8,443,915	1.79
10,001 to 100,000 shares	1,196	35.19	41,834,184	8.85
100,001 to less than 5% of issued shares	246	7.24	193,619,715	40.96
5% and above of issued shares	4	0.12	228,567,709	48.36
Total	3,399	100.00	472,657,651	100.00

30 LARGEST SECURITIES ACCOUNT HOLDERS AS PER RECORD OF DEPOSITORS

(Without aggregating the securities from different securities accounts belonging to the same Depositor)

No.	Name of Shareholders	No. of Shares	Percentage (%)
1	Amsec Nominees (Tempatan) Sdn Bhd Beneficiary: Pledged Securities Account - Ambank (M) Berhad for Nik Awang @ Wan Azmi Bin Wan Hamzah	68,743,531	14.54
2	Kenanga Nominees (Tempatan) Sdn Bhd Beneficiary: Pledged Securities Account for Nik Awang @ Wan Azmi Bin Wan Hamzah	60,051,210	12.71
3	Kenanga Nominees (Tempatan) Sdn Bhd Beneficiary: Pledged Securities Account for Nik Anida Binti Nik Manshor	60,000,000	12.69
4	Chan Liew Hoon	39,772,968	8.41
5	Public Nominees (Tempatan) Sdn Bhd Beneficiary: Pledged Securities Account for Nik Awang @ Wan Azmi Bin Wan Hamzah (E-KPG/JRL)	21,600,000	4.57
6	Sia Bun Chun	15,764,009	3.34
7	Public Nominees (Asing) Sdn Bhd Beneficiary: Pledged Securities Account for Sia Bun Chun	14,600,000	3.09
8	Alliancegroup Nominees (Tempatan) Sdn Bhd Beneficiary: Pledged Securities Account for Vanitha A/P Kaneson	10,510,100	2.22
9	Gan Kim Huat	8,695,949	1.84

Analysis of Shareholding (Cont'd)

As At 28 March 2025

30 LARGEST SECURITIES ACCOUNT HOLDERS AS PER RECORD OF DEPOSITORS (CONT'D)

(Without aggregating the securities from different securities accounts belonging to the same Depositor)

No.	Name of Shareholders	No. of Shares	Percentage (%)
10	Graceful Assessment Sdn. Bhd.	8,035,000	1.70
11	CIMSEC Nominees (Tempatan) Sdn Bhd Beneficiary: CIMB for United Flagship Sdn Bhd (PB)	7,219,100	1.53
12	Kenanga Nominees (Tempatan) Sdn Bhd Beneficiary: Pledged Securities Account for Mohammed Rashdan bin Mohd Yusof	6,154,200	1.30
13	Zenith Highlight Sdn Bhd	4,136,257	0.88
14	Public Nominees (Tempatan) Sdn Bhd Beneficiary: Pledged Securities Account for Wong Yee Hui	2,800,000	0.59
15	CIMB Islamic Nominees (Tempatan) Sdn Bhd Beneficiary: CIMB Islamic Trustee Berhad – Kenanga Islamic Balanced Fund	2,250,800	0.48
16	Public Nominees (Tempatan) Sdn Bhd Beneficiary: Pledged Securities Account for Heah Hong Chew (E-KPG)	2,179,400	0.46
17	Zenith Highlight Sdn Bhd	2,166,100	0.46
18	Maybank Nominees (Tempatan) Sdn Bhd Beneficiary: Inceif (IFM Kenanga-I)	2,008,600	0.42
19	Pacific & Orient Insurance Co Berhad	1,900,000	0.40
20	RHB Nominees (Tempatan) Sdn Bhd Beneficiary: Pledged Securities Account for Ooi Keng Thye	1,842,000	0.39
21	Maybank Nominees (Tempatan) Sdn Bhd Beneficiary: Iclif (IFM Kenanga-I)	1,806,300	0.38
22	Tan Jing Pho	1,746,800	0.37
23	Su Ming Keat	1,625,000	0.34
24	Quek Phaik Im	1,489,000	0.32
25	Kenanga Nominees (Tempatan) Sdn Bhd Beneficiary: Pledged Securities Account for Abdul Aziz bin Abu Bakar	1,320,300	0.28
26	Ooi Keng Thye	1,300,300	0.28
27	Yee Kwok Yim	1,255,500	0.27
28	Chin Fook Lai	1,226,400	0.26
29	RHB Nominees (Tempatan) Sdn Bhd Beneficiary: Pledged Securities Account for Susy Ding	1,189,300	0.25
30	Wong Mun Keong	1,100,000	0.23

Analysis of Shareholding (Cont'd)

As At 28 March 2025

SUBSTANTIAL SHAREHOLDERS AS PER THE REGISTER OF SUBSTANTIAL SHAREHOLDERS

Name of Substantial Shareholders	Direct Interest		Indirect Interest ⁽¹⁾	
	No. of Shares	%	No. of Shares	%
Tan Sri Nik Awang @ Wan Azmi Bin Wan Hamzah	⁽²⁾ 150,394,741	31.82	⁽³⁾ 60,000,000	12.69
Puan Sri Nik Anida Binti Nik Manshor	⁽³⁾ 60,000,000	12.69	⁽²⁾ 150,394,741	31.82
Chan Liew Hoon	39,772,968	8.41	⁽⁴⁾ 30,364,009	6.42
Sia Bun Chun	⁽⁴⁾ 30,364,009	6.42	39,772,968	8.41

Notes:

- ⁽¹⁾ Deemed interested by virtue of shares held by his/her spouse.
⁽²⁾ Including shares held under Amsec Nominees (Tempatan) Sdn Bhd, Public Nominees (Tempatan) Sdn Bhd and Kenanga Nominees (Tempatan) Sdn Bhd.
⁽³⁾ Including shares held under Kenanga Nominees (Tempatan) Sdn Bhd.
⁽⁴⁾ Including shares held under Public Nominees (Asing) Sdn Bhd.

DIRECTORS' SHAREHOLDINGS AS PER THE REGISTER OF DIRECTORS' SHAREHOLDINGS

Name	Direct Interest		Indirect Interest ⁽¹⁾	
	No. of Shares	%	No. of Shares	%
Tan Sri Nik Awang @ Wan Azmi Bin Wan Hamzah ("TSWA")	⁽²⁾ 150,394,741	31.82	⁽³⁾ 60,000,000	12.69
Sia Bun Chun	⁽⁴⁾ 30,364,009	6.42	39,772,968	8.41
Chee Suan Lye	-	-	-	-
Dr. Ir. Jeyanthi Ramasamy	-	-	-	-
Shaharuddin Zainuddin	-	-	-	-
Kamarol Zaman Radzak	-	-	-	-
Wan Afzal-Aris Wan Azmi (Alternate Director to TSWA)	-	-	-	-

Notes:

- ⁽¹⁾ Deemed interested by virtue of shares held by his spouse.
⁽²⁾ Including shares held under Amsec Nominees (Tempatan) Sdn Bhd, Public Nominees (Tempatan) Sdn Bhd and Kenanga Nominees (Tempatan) Sdn Bhd.
⁽³⁾ Including shares held under Kenanga Nominees (Tempatan) Sdn Bhd.
⁽⁴⁾ Including shares held under Public Nominees (Asing) Sdn Bhd.

GROUP CHIEF EXECUTIVE OFFICER'S SHAREHOLDINGS

Name	Direct Interest		Indirect Interest	
	No. of Shares	%	No. of Shares	%
Amirul Azhar Bin Baharom	-	-	-	-

List of Properties

No	Address	Description/ Existing Use	Land/ Built up Area (sq ft)	Year of acquisition	Tenure/Date of Expiry of Lease	Age of Building	Net Book Value @31/12/23	Revaluation, if any
1	Lot 12-14, Kawasan Perindustrian Bentong, 28700 Bentong, Pahang	Factory and office	76,055 / 36,194	1989	66 years expiring on 08.04.2059	17 years	6,986,271	-
2	Lot 5D, Kawasan Perindustrian Bentong, 28700 Bentong, Pahang	Warehouse and store	224,029 / 71,005	2014	66 years expiring on 22.03.2053	34 years	2,835,015	-
3	Lot 11, Kawasan Perindustrian Bentong, 28700 Bentong, Pahang	Warehouse and store	335,700 / 36,000	2006	66 years expiring on 08.04.2059	33 years	2,004,548	-
4	Lot 5C, Kawasan Perindustrian Bentong, 28700 Bentong, Pahang	Vacant land	133,074 / N/A	2014	66 years expiring on 22.03.2053	N/A	983,890	-
5	Unit 3A33,3A35,3A37 & 3A39 Block A, Kelana Centre Point, Jalan SS7/19, 47301 Petaling Jaya	Office	6,297	2016	23.01.2094	N/A	1,840,667	-
6	Lot 18, Kawasan Perindustrian Bentong, 28700 Bentong, Pahang	Factory	219,909 / 38,182	1996	66 years expiring on 16.09.2053	22 years	1,759,776	-
7	Lot 20D, Kawasan Perindustrian Bentong, 28700 Bentong, Pahang	Factory, warehouse and office	130,680 / 45,200	1992	66 years expiring on 25.01.2060	30 years	1,443,525	-
8	Lot 10, Kawasan Perindustrian Bentong, 28700 Bentong, Pahang	Factory, warehouse and office	217,800 / 48,420	1988	66 years expiring on 22.03.2053	37 years	1,153,937	-
9	Jalan SS 3/60, Petaling Jaya	Workers housing	3,199	2012	Freehold	47 years (reg. April 1977)	1,155,413	-
10	No.113 Jalan SS5/1, Petaling Jaya	Store	1,646	2012	Freehold	32 years (reg. April 1993)	628,280	-



ROHAS TECNIC BERHAD
(Registration No. 199401016997 (302675-A))
(Incorporated in Malaysia)

Proxy Form

I/We,	NRIC No./Passport No. /Company No.	
	Contact number:	
Address:		

being a member/members of **ROHAS TECNIC BERHAD**, hereby appoint

Full Name	NRIC No./Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email address		Contact number:	

*and/*or failing him/her (*delete as appropriate)

Full Name	NRIC No./Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email address		Contact number:	

or failing him/her/them, the Chairman of the Meeting as *my/our proxy to vote for *me/us on *my/our behalf at the Thirty-First ("31st") Annual General Meeting of the Company to be held at Orkid Hall, Level 1, Hotel Royal Kuala Lumpur, Jalan Walter Grenier, 55100 Kuala Lumpur, Malaysia ("**Meeting Venue**") on Tuesday, 10 June 2025 at 10:00 a.m. or any adjournment thereof and *my/our proxy is to vote as indicated below: -

	RESOLUTION	**FOR	**AGAINST
AGENDA :-			
	Ordinary Resolutions		
1.	Re-election of Chee Suan Lye as Director	1	
2.	Approval of Directors' fees and benefits payable to the Non-Executive Directors up to RM845,600.00 from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company	2	
3.	Re-appoint BDO PLT as Auditors of the Company for the financial year ending 31 December 2025 and to authorise the Directors to fix their remuneration.	3	
4.	Authority for Directors to issue shares	4	

****** (Please indicate with an "X" in the space provided and to show how you wish your vote to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion).

Dated on this _____ day of _____ 2025

Signature(s) / Common Seal of Shareholder(s)
* Strike out whichever is inapplicable

CDS Account No.	
No. of shares held	

Notes:

- (1) In respect of deposited securities, only members whose names appear in the Record of Depositors on 3 June 2025 (General Meeting Record of Depositors) shall be eligible to attend and vote at this Annual General Meeting ("AGM" or "Meeting"), or appoint a proxy to attend and vote on his behalf. A proxy may but need not be a member of the Company.
- (2) A member who is an authorised nominee may appoint not more than two (2) proxies in respect of each securities account he holds with ordinary shares of the Company standing to the credit of the said securities account. A member other than an authorised nominee shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting. For a member who is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account the member holds.
- (3) Where a member appoints more than one (1) proxy, the appointment shall be invalid unless the member specifies the proportions of the member's shareholding to be represented by each proxy.
- (4) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if the appointor is a corporation either under Common Seal or under the hand of an officer or attorney duly authorised.
- (5) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof. All resolutions set out in this notice of meeting are to be voted by poll.

The Administrative Guide for the Conduct of a General Meeting is available for download at rohastecnic.com.

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AFFIX
STAMP

The Share Registrar
ROHAS TECNIC BERHAD 199401016997 (302675-A)

c/o Securities Services (Holdings) Sdn. Bhd.
Level 7, Menara Milenium,
Jalan Damanlela,
Pusat Bandar Damansara,
Damansara Heights,
50490 Kuala Lumpur,
Wilayah Persekutuan Kuala Lumpur

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r o h a s t e c n i c . c o m

ROHAS TECNIC BERHAD 199401016997 (302675-A)

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Tel: +603 2163 3900 **Fax:** + 603 2164 9800