

ANCOM LOGISTICS BERHAD [Registration No.: 196601000150 (6614-W)] (Incorporated in Malaysia)	Date of Revised Statement	29 July 2026
	Approved by the Board of Directors	29 September 2026
	Supersedes	Directors Fit And Proper Policy dated 11 July 2024

DIRECTORS' FIT AND PROPER POLICY

1. Introduction

The Board of Directors of the Company ("Board") has adopted a Fit and Proper Policy ("Policy") for the appointment and re-election of Directors of the Company and its subsidiaries ("Group").

This Policy will enhance the governance of the Company in relation to the Board's quality and integrity, as well as ensure that each of its Director has the character, experience, integrity, competence, time and commitment to effectively discharge his / her role as a Director of the Company.

For appointment or re-election of an Independent Director, the individual candidate or Director is also required to fulfil the criteria of "independence" as defined under the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Listing Requirements") and annual independence assessment.

The Board shall ensure that the fit and proper criteria on the appointment and re-election of Directors of the Group set out in Section 2 are applied on a continuing basis.

The Board and the Remuneration and Nomination ("R&N") Committee shall conduct the fit and proper assessment prior to the appointment of any candidate as a Director, or making recommendations for the re-election of an existing Director.

2. The Fit and Proper Criteria

The assessment procedures shall be in a form of due diligence taking into account the following fit and proper criteria conducted by the R&N Committee and declarations by each individual candidate or Director that:

A. Character and Integrity

i) Probity

- the individual is compliant with legal obligations, regulatory requirements and professional standards; and
- the individual has not been a subject of any proceedings of disciplinary or criminal nature or has not been obstructive, misleading or untruthful in dealings with regulatory bodies or a court of law.

ii) Personal integrity

- the individual has not perpetrated or participated in any business practices which are deceitful, oppressive improper (whether unlawful or not), or which otherwise reflect discredit on his / her professional conduct;
- the individual's service contract (i.e. in the capacity of management or director) has not been terminated in the past due to concerns on personal integrity;
- the individual has not abused other positions (i.e. political appointment) to facilitate government relations for the Company in a manner that contravenes the principles of good governance; and

- the individual has not been dismissed or resigned from employment or from a position of trust or authority, fiduciary appointment or similar position due to concerns on honesty and integrity.

iii) Financial integrity

- the individual manages personal debts or financial affairs satisfactorily, and with good credit standing, where applicable;
- the individual demonstrates ability to fulfil personal financial obligations as and when they fall due; and
- the individual is free from any judgement or award that remains outstanding or was not satisfied within a reasonable period.

iv) Reputation

- the individual is of good repute in the financial and business community;
- the individual has not been the subject of civil or criminal proceedings or enforcement action, in managing or governing an entity for the past 10 years; and
- the individual has not been substantially involved in the management of a business or company which has failed (including a GN3 or PN17 company), or which is being or has been wound up or underwent voluntary liquidation, receivership and insolvency within or outside Malaysia.

B. Experience and Competence

i) Qualification, training and skills

- the individual possesses education qualification that is relevant to the skill set that the Director is earmarked to bring to bear onto the boardroom (i.e. a match to the Board skills matrix);
- the individual has a considerable sound understanding of the workings of a corporation;
- the individual possesses general management skills as well as an understanding of corporate governance and sustainability issues;
- the individual keeps knowledge current based on continuous professional development; and
- the individual possesses leadership capabilities and a high level of emotional intelligence.

ii) Relevant experience and expertise

- the individual possesses relevant experience and expertise with due consideration given to past length of service, nature and size of business, responsibilities held, number of subordinates as well as reporting lines and delegated authorities.

iii) Relevant past experience or track record

- the individual had a career of a senior management or high level position in a comparable organisation, and was accountable for driving or leading the organisation's governance, business performance or operations; and

- the individual possesses a commendable past performance record as gathered from the results of the Board Effectiveness Evaluation or based on the financial and non-financial performance of the corporation where the person identified for appointment as a director was involved.

C. Time and Commitment

i) Ability to discharge role having regard to other commitments

- the individual is able to devote sufficient time as a Board member, having factored other outside obligations including existing board positions held by the Director in other listed issuers (taking into consideration his / her board attendance records) and non-listed entities (including not-for-profit organisations).

ii) Participation and contribution in the Board or track record (applicable for re-election of existing Directors only)

- the individual demonstrates willingness to participate actively in Board activities;
- the individual demonstrates willingness to devote time and effort to understand the businesses and exemplifies readiness to participate in events outside the boardroom;
- the individual manifests passion in the vocation of a director;
- the individual exhibits ability to articulate views independently, objectively and constructively; and
- the individual exhibits open mindedness to the views of others and ability to make considered judgments after hearing the views of others.

A person who has been identified for appointment as a Director or for re-election as a Director within the Group shall be required to make the fit and proper declaration in the form as set out in Appendix I of this Policy or in such other forms as the R&N Committee may from time to time prescribe or approve.

3. Failure to Meet Fit and Proper Criteria

Where a Director is subsequently found to have ceased to meet the fit and proper criteria, the Board may take appropriate action in accordance with applicable laws, the Company's Constitution and governance policies. Such actions may include requesting the Director's resignation, initiating removal in accordance with the Constitution, reporting the matter to the relevant authorities where required, and/or taking other remedial measures deemed necessary to safeguard the interests of the Company and its shareholders. The Board ensures that any such decision is properly deliberated, documented and disclosed in compliance with applicable regulatory requirements. A director shall immediately inform the Company Secretary upon trigger events such as litigation, bankruptcy and regulatory actions which the R&N Committee shall immediately conduct a reassessment and recommend the next action to the Board.

A Director must not hold more than 5 directorships in listed companies in line with the Listing Requirements.

4. Review and publication of the Policy

The Board shall publish the Policy on the Company's website at www.ancomlogistics.com.my.

The Board shall review the Policy at least once every three (3) years and make such amendments as may be necessary to ensure that the Policy remains relevant, effective and consistent with the Board's objectives, the Company's needs, corporate governance best practices and applicable laws and regulations.

Changes to the Policy shall be subject to the approval of the Board.