

CORPORATE GOVERNANCE REPORT

STOCK CODE : 0310
COMPANY NAME : UUE HOLDINGS BERHAD
FINANCIAL YEAR : February 28, 2025

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

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

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

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

Intended Outcome

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

Practice 1.1

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board of Directors of UUE Holdings Berhad ("the Company" or "UUE") assumes ultimate accountability and responsibility for the stewardship of the Company and its subsidiaries ("the Group" or "UUE Group") and provides leadership within a framework of prudent and effective controls which enables risk to be appropriately assessed and managed. The powers and duties of the Directors are as set out in the Constitution of the Company and as prescribed under Sub-division 3 of Division 2 of the Companies Act 2016 and Guidance 1.1 of the Malaysian Code on Corporate Governance ("MCCG").</p> <p>The Board provides strategic leadership and business direction, development and control of the Group, management oversight, initiatives to embrace the responsibilities listed in the MCCG as well as integration of sustainability consideration in the Group's corporate strategy, governance and decision-making in order to achieve the Group's long-term objectives, enhance shareholders' value and safeguard the interests of all stakeholders.</p> <p>UUE's Board is led by an Independent Non-Executive Chairman. The day to day management of the Group is carried out and overseen by the Managing Director ("MD") and supported by three (3) Executive Directors ("EDs") and assisted by a team of Senior Management Executive of the Group for making and implementing operational and corporate decisions. The Independent Non-Executive Directors ("INEDs") ensure corporate accountability by providing unbiased and independent views, advice and judgement and challenging the Management's assumptions and projections in safeguarding the interests of the shareholders and other stakeholders.</p> <p>The Board is also assisted by several Board Committees, namely the ARMC, NC and RC to assist in the execution of Board functions. The ARMC and the Board are further assisted by the Sustainability Risk Management Committee ("SRMC") (a Management level Committee</p>

	<p>reporting to ARMC) playing a pivotal oversight function as delegated by the Board. These Board Committees ensure greater focus, objectivity and independence in the deliberation of specific Board agendas. All Board Committees have written terms of reference which are available for reference on the Company's website. These Board Committees were established in order to enhance business and operational efficiency as well as efficacy. The respective Chairman of these Board Committees would report to the Board during the Board meetings on significant and salient matters deliberated in the Board Committees.</p> <p>Although the Board may delegate powers and responsibilities to these Board Committees, the Board retains ultimate accountability for discharging its duties.</p> <p>The Board continuously upholds Corporate Governance ("CG") standards and values in the organisation and strives to lead by example in strengthening its competitiveness and instil investor confidence in the Group. In discharge of its duties and responsibilities, the applicable CG Practices and guidance are embedded in the terms of reference of the respective Board Committee, the Board's Policies and the Board Charter which clearly delineate relevant matters including those reserved for the Board's approval, and those which the Board may delegate to the Committees, the MD, the EDs and the Management.</p> <p>The Board Charter was reviewed and revised on 18 June 2024 and 3 June 2025 to ensure that it remains consistent with the Board's objectives and responsibilities. On 26 June 2024, the Board approved of the update to Whistle-Blowing Policy. The Board with the recommendation of the ARMC had also reviewed and approved the update of Code of Conduct and Business Ethics Policy and Conflict of Interest Policy on 14 October 2024, Sustainability Framework and Approve Limit Matrix on 29 April 2025, as well as Stakeholder Communications Policy and Group Risk Management Policy on 3 June 2025.</p> <p>The following documents are made available on the Company's website: -</p> <ul style="list-style-type: none"> • Board Charter • Anti-Bribery and Anti-Corruption Policy • Board Corporate Disclosure Policy • Code of Business Conduct & Ethics Policy • Continuing Education Policy • Diversity Policy • Remuneration Policy • Stakeholder Communications Policy • Whistle-Blowing Policy • Fit and Proper Person Policy • Terms of Reference - Audit and Risk Management Committee • Terms of Reference - Nominating Committee • Terms of Reference - Remuneration Committee
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Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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

Practice 1.2

A Chairman of the board who is responsible for instilling good corporate governance practices, leadership and effectiveness of the board is appointed.

Application	:	Applied	
Explanation on application of the practice	:	<p>UUE’s Board Chairman is Mr Lee Chye Tee, an Independent Non-Executive Director. His profile is available in the Directors’ Profiles of the Annual Report 2025.</p> <p>The Chairman is responsible for leadership, governance, orderly conduct of the Board and ensuring the effectiveness of all aspects of the Board’s role. The Chairman represents the Board alongside the MD in meeting with shareholders and acts as facilitator at the meetings of the Board and ensures that appropriate discussion takes place and no Board member dominates the discussion, relevant opinion among Board members is forthcoming and decisions are arrived after due consideration.</p> <p>The Board has developed descriptions for responsibilities of the Board Chairman in the Board Charter which is made available on the Company’s website at www.uue-holdings.com.</p>	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 1.3

The positions of Chairman and CEO are held by different individuals.

Application	:	Applied	
Explanation on application of the practice	:	<p>UUE's Board is led by Mr Lee Chye Tee, the Independent Non-Executive Chairman. The day to day management of the Group is carried out and oversee by Datuk Dr. Ting Kok Hwa, the MD and supported by three (3) EDs and assisted by a team of Senior Management Executive of the Group for making and implementing operational and corporate decisions.</p> <p>The Chairman of the Board is responsible for leadership, governance, orderly conduct of the Board and ensuring the effectiveness of all aspects of the Board's role. The Chairman represents the Board alongside the MD in meeting with shareholders and acts as facilitator at the meetings of the Board and ensures that appropriate discussion takes place and no Board member dominates the discussion, relevant opinion among Board members is forthcoming and decisions arrived after due consideration.</p> <p>The MD has the executive responsibility for the day-to-day operations of the Group's business and is responsible to implement the Group's policies, strategies and decisions adopted by the Board. The MD shall be the head of the Management of the Group and reports to the Board.</p> <p>The positions of the Chairman of the Board and the MD are separately held ensuring balance of power, accountability and division of roles and responsibilities of the Board and the Management of the Group's business and operations. The Board has developed descriptions for responsibilities of the Chairman of the Board and MD in the Board Charter.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 1.4

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

<i>Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.</i>		
Application	:	Applied
Explanation on application of the practice	:	The Company is in compliance with Practice 1.4 of the MCCG whereby the Chairman of the Board, Mr Lee Chye Tee is not a member of the ARMC, NC and RC. The Terms of Reference of ARMC, NC and RC provide that Chairman of the Board shall not be a member of ARMC, NC and RC respectively.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.5

The board is supported by a suitably qualified and competent Company Secretary to provide sound governance advice, ensure adherence to rules and procedures, and advocate adoption of corporate governance best practices.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board is supported by two (2) External Company Secretaries, both qualified to act as Company Secretary under Section 235 of the Companies Act 2016 and also registered as holders of the Practising Certificate issued by Suruhanjaya Syarikat Malaysia. Both the Company Secretaries are Associate Members of the Malaysian Institute of Chartered Secretaries and Administrators ("MAICSA").</p> <p>The Company Secretaries provide the required support to the Board in carrying out its duties and stewardship role, providing the necessary advisory role with regard to the Company's Constitution, Board's policies and procedures as well as compliance with all regulatory requirements, codes, guidance and legislation.</p> <p>All Directors also have full and unrestricted access to the advice and services of the Company Secretaries. The Board is regularly updated on new guidelines, directives and new regulatory issues affecting the Group by the Company Secretaries as well as external consultants. The Company Secretaries together with the EDs assist the Chairman of the Board and Chairman of Board Committees to deal with the respective agendas and to provide the relevant information and documents to Directors on a timely basis. The Board is satisfied with the support and performance rendered by the Company Secretaries in assisting the Board to discharge its duties.</p> <p>The Company Secretaries attend all Board and Board Committee meetings and ensure the meetings are properly convened, deliberations and decisions made by the Board are accurately recorded and kept. The Company Secretaries attended relevant development and training programmes to enhance their abilities in discharging their duties and responsibilities.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 1.6

Directors receive meeting materials, which are complete and accurate within a reasonable period prior to the meeting. Upon conclusion of the meeting, the minutes are circulated in a timely manner.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board meets regularly on a quarterly basis. Additional or special Board meetings may be convened as and when necessary to consider and deliberate on any urgent proposals or matters which requires the Board's review or consideration. All Board approvals sought are supported with the relevant information and explanations required for informed decisions to be made.</p> <p>To facilitate productive and meaningful deliberations, the proceedings of the Board meetings are conducted in accordance with a structured agenda with the supply of complete and timely information to enable the Board to discharge their responsibilities effectively and for them to make informed decisions. The Board reviews and deliberates on the Group's financial performance and results, business operations, reports of the various Board Committees, corporate exercises and strategic financial and investment decisions.</p> <p>The deliberations and decisions at Board and Board Committee meetings are well documented in the minutes. The Company Secretaries will circulate the draft minutes of meetings for the Board's and Board Committee's review and tabled for the confirmation in the subsequent meeting.</p> <p>The Board is provided with relevant supporting information and data on operational, financial and corporate issues as well as minutes of meetings of the various Board Committees prior to the meetings to enable Directors to obtain further explanations and/or clarifications, if necessary, in order to ensure the effectiveness of the proceeding of the meetings. This information is circulated to the Board members at least seven (7) days prior to the Board meetings so as to provide the Directors with relevant and timely information to enable them to deliberate issues raised during Board meetings more effectively whilst highly sensitive corporate proposals may be circulated during the meeting. Additionally, the Management is also invited to brief and provide additional information or clarification in meetings of the Board and Board Committees.</p>
Explanation for departure	:	

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

Intended Outcome

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

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

Practice 2.1

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

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

Application	:	Applied
Explanation on application of the practice	:	<p>The roles and responsibilities of the Board, Chairman of the Board, MD, EDs, INEDs, the members of the Board, the Board Committees, namely Audit Risk Management Committee ("ARMC"), Nominating Committee ("NC") and Remuneration Committee ("RC") (collectively "Board Committees"), are set out in the Board Charter which is made available on the Company's website.</p> <p>The Board continuously upholds CG standards and values in the organisation and strives to lead by example in strengthening its competitiveness and instil investor confidence in the Group. In discharge of its duties and responsibilities, the applicable CG Practices and guidance are embedded in the terms of reference of the respective Committee, the Board's Policies and the Board Charter which clearly delineate relevant matters including those reserved for the Board's approval, and those which the Board may delegate to the Board Committees, the MD, the EDs and the Management.</p> <p>The Board Charter was reviewed and revised on 18 June 2024 and 3 June 2025 to ensure that it remains consistent with the Board's objectives and responsibilities.</p> <p>The Board Charter is made available on the Company's website at www.uue-holdings.com.</p>
Explanation for departure	:	
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Intended Outcome

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.1

The board establishes a Code of Conduct and Ethics for the company, and together with management implements its policies and procedures, which include managing conflicts of interest, preventing the abuse of power, corruption, insider trading and money laundering.

The Code of Conduct and Ethics is published on the company's website.

Application	:	Applied
Explanation on application of the practice	:	<p>UUE has adopted Code of Conduct and Business Ethics Policy on 28 August 2023. The Board had reviewed and approved the update of Code of Conduct and Business Ethics Policy on 14 October 2024.</p> <p>Code of Conduct and Business Ethics Policy serves to provide clear guidance to all Employees at all levels of UUE Group to ensure that they conduct themselves professionally, courteously and respectfully in all matters throughout the UUE Group.</p> <p>This Policy is designed to provide a reference and guidance. Employees should seek appropriate guidance when they are in doubt about the proper course of action in any given situation as it is the ultimate responsibility for each employee to 'do what is the right things to do'.</p> <p>This Policy is accessible on the Company's website at www.uue-holdings.com.</p>
Explanation for departure	:	
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Measure	:	
Timeframe	:	

Intended Outcome

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.2

The board establishes, reviews and together with management implements policies and procedures on whistleblowing.

Application	:	Applied	
Explanation on application of the practice	:	<p>UUE Group is committed to the highest standards of integrity, honesty and ethical behaviour in the conduct of its business and operations.</p> <p>UUE Group has adopted a Whistle-Blowing Policy on 28 August 2023. On 26 June 2024, the Board approved of the update to Whistle-Blowing Policy.</p> <p>All employees, customers, suppliers and any third parties having any dealings with the Group (collectively referred to as “Stakeholders”) are encouraged to raise genuine concerns and/or wrongdoings within the Group in matters of financial reporting, compliance and other malpractices at the earliest opportunity within a specific manner without the fear of harassment, victimisation or discrimination.</p>	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 4.1

The board together with management takes responsibility for the governance of sustainability in the company including setting the company's sustainability strategies, priorities and targets.

The board takes into account sustainability considerations when exercising its duties including among others the development and implementation of company strategies, business plans, major plans of action and risk management.

Strategic management of material sustainability matters should be driven by senior management.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board of Directors of UUE Group recognises that good CG practices is of utmost importance to protect, enhance and support the business affairs and financial performance of the Group to safeguard shareholders' investment and value.</p> <p>The Board provides strategic leadership and business direction, development and control of the Group, management oversight, initiatives to embrace the responsibilities listed in the MCCG as well as integration of sustainability consideration in the Group's corporate strategy, governance and decision-making in order to achieve the Group's long-term objectives, enhance shareholders' value and safeguard the interests of stakeholders.</p> <p>The Group acknowledges that a business will be judged not solely on its financial performance but on its wider impact and role within the society. The MCCG recommends that the Board ensure that the Group's strategies promote sustainability, especially in the aspects of economic, environmental and social.</p> <p>As such, the Board assume the ultimate accountability for the integration of sustainability throughout an organisation, including sustainability-related strategy and performance. The Board is committed to promoting sustainability and continuously integrates it into its working environment, business processes and strategy-making process within the Group</p> <p>The Board is committed to promote sustainability practices and had adopted sustainability framework and sustainability objectives which cover economic, environmental, social and governance aspects that embrace themes on community investment, energy, product and services responsibility, diversity, occupational safety and health and anti-corruption as part of its broader responsibility to all its various stakeholders and the communities in which it operates.</p>

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Intended Outcome

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

Practice 4.2

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

Application	:	Applied												
Explanation on application of the practice	:	<p>The Board endorses the Sustainability Statement each year prior to publication of the Annual Report. The Sustainability Statement comprises the Group's sustainability governance structure, stakeholder engagement, materiality assessment, sustainability framework, sustainability strategies, sustainability focus and performance are communicated to the internal and external stakeholders as follows:</p> <table><tr><th>Stakeholder Group</th><th>Key Focus Area</th><th>Type of Engagement</th></tr><tr><td>Investors and Shareholders</td><td><ul style="list-style-type: none">Long-term sustainable growthReturn on investmentsFinancial performancesResponsible governanceEESG initiatives</td><td><ul style="list-style-type: none">✓ Annual reports✓ Annual General Meeting✓ Quarterly financial report announcements✓ Announcement through Bursa Malaysia✓ Corporate website✓ Press releases and public announcements</td></tr><tr><td>Internal Stakeholders</td><td><ul style="list-style-type: none">Governance and strategic directionOccupational health & safetyFair work practicesTraining and career developmentEmployee welfare and benefitsEmployee wellnessEqual opportunitiesHuman rights</td><td><ul style="list-style-type: none">✓ Board meetings✓ Management, operational and committee meetings✓ Briefing and training✓ Events, celebrations and sporting activities✓ Grievance channel✓ Employee survey✓ Annual performance appraisal</td></tr><tr><td>Customers</td><td><ul style="list-style-type: none">Project reliability and technical capabilitiesProject/Product delivery and timeliness</td><td><ul style="list-style-type: none">✓ Face-to-face meetings✓ Client feedback✓ Corporate website✓ Electronic mail and phone calls</td></tr></table>	Stakeholder Group	Key Focus Area	Type of Engagement	Investors and Shareholders	<ul style="list-style-type: none">Long-term sustainable growthReturn on investmentsFinancial performancesResponsible governanceEESG initiatives	<ul style="list-style-type: none">✓ Annual reports✓ Annual General Meeting✓ Quarterly financial report announcements✓ Announcement through Bursa Malaysia✓ Corporate website✓ Press releases and public announcements	Internal Stakeholders	<ul style="list-style-type: none">Governance and strategic directionOccupational health & safetyFair work practicesTraining and career developmentEmployee welfare and benefitsEmployee wellnessEqual opportunitiesHuman rights	<ul style="list-style-type: none">✓ Board meetings✓ Management, operational and committee meetings✓ Briefing and training✓ Events, celebrations and sporting activities✓ Grievance channel✓ Employee survey✓ Annual performance appraisal	Customers	<ul style="list-style-type: none">Project reliability and technical capabilitiesProject/Product delivery and timeliness	<ul style="list-style-type: none">✓ Face-to-face meetings✓ Client feedback✓ Corporate website✓ Electronic mail and phone calls
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		<ul style="list-style-type: none"> • Regulatory coordination • Product/Service quality and pricing • Innovation and technology • After-sales support and warranty • Safety and health 	<ul style="list-style-type: none"> ✓ Site visits ✓ WhatsApp communication ✓ Annual reports
	Suppliers and Subcontractors	<ul style="list-style-type: none"> • Ethical sourcing and supply chain practices • Fair contract practices • Fair pricing and payment terms • Prompt settlement of payment • Work scope clarity and allocation 	<ul style="list-style-type: none"> ✓ Face-to-face meetings ✓ Site visits ✓ Technical meetings ✓ Toolbox meetings ✓ Electronic mail and phone calls ✓ WhatsApp communication ✓ Supplier/Subcontractor evaluation and appraisal
	Regulators and Authorities	<ul style="list-style-type: none"> • Compliance with various laws and regulations • Approvals and permits • Adherence to standards and certification • Corporate governance compliance 	<ul style="list-style-type: none"> ✓ Face-to-face meeting ✓ Electronic mail ✓ Permit or licence application ✓ Site visits and audits ✓ Official submissions and letters ✓ Corporate website
	Local Communities	<ul style="list-style-type: none"> • Indirect economic impact • Environmental impact of operations • Social impact and responsibility • Contribution to community well-being 	<ul style="list-style-type: none"> ✓ CSR initiatives ✓ Face-to-face meeting ✓ Press release and announcements ✓ Corporate website ✓ Annual reports
	Media	<ul style="list-style-type: none"> • Corporate reputation and image • Corporate social responsibility initiatives • Environmental impact • Ethical business practices 	<ul style="list-style-type: none"> ✓ Press release and public announcements ✓ Interviews ✓ Media briefings ✓ Corporate website

	<div>Financial Institutions</div> <ul style="list-style-type: none"> Financial health and creditworthiness Business viability and growth potential Risk management and governance 	<ul style="list-style-type: none"> ✓ Face-to-face meeting ✓ Electronic mail and phone calls ✓ Annual reports
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome

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

Practice 4.3

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board assume the ultimate accountability for the integration of sustainability throughout an organisation, including sustainability-related strategy and performance. The Board is committed to promoting sustainability and continuously integrates it into its working environment, business processes and strategy-making process within the Group.</p> <p>The Board is committed to promote sustainability practices and had adopted sustainability framework and sustainability objectives which cover economic, environmental and social aspects that embrace themes on community investment, energy, product and services responsibility, diversity, occupational safety and health and anti-corruption as part of its broader responsibility to all its various stakeholders and the communities in which it operates.</p> <p>The Board has adopted Sustainability Framework and determined to ensure that it is kept abreast and understands the Group's sustainability issues through periodic updates by the SRMC and ARMC. During the periodic briefings, the Board is presented with the challenges, risks and opportunities faced in its sustainability issues which are highlighted by the respective departments.</p> <p>Details of the sustainability policies and matters are reported in the Sustainability Statement of the Annual Report 2025.</p>
Explanation for departure	:	
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Intended Outcome

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

Practice 4.4

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

Application	:	Applied	
Explanation on application of the practice	:	NC evaluates the performance of the Board as a whole, the Board Committees, the individual Directors and the independence of the Independent Directors on an annual basis.	
		The NC based on the assessment was of the opinion that the Board’s dynamics are healthy and effective. The existing structure, size, composition, current mix of skills, competence, knowledge, experience and qualities of the existing Board members are appropriate to enable the Board to carry out its responsibility effectively and steer the Company forward.	
		The assessment carried out covers performance evaluations of the Board to ensure that sustainability related concerns connected with the Company business operations are addressed, supported, managed and embedded into the Company’s processes and operations and Board’s collective responsible for the long-term success and sustainability of the Company and the delivery and enhancement of value to all stakeholders.	
Explanation for departure	:	The Board has committed to ensure that sustainability related concerns connected with the Company business operations are addressed, supported, managed and embedded into the Company’s processes and operations.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 4.5- Step Up

The board identifies a designated person within management, to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the company.

Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.

Application	:	Adopted
Explanation on adoption of the practice	:	<p>The SRMC's main responsibilities are to serve as the central coordinator and advisor on all sustainability-related matters and to supervise the implementation of the Sustainability Framework and related processes for identification, assessment (including scenario analysis), and management of sustainability matters, as well as to monitor compliance and report on performance and key recommendations.</p> <p>The ED cum CFO takes the chair of the SRMC is tasked to head the SRMC and report to the ARMC as governed by Sustainability Framework adopted by the Board.</p>

Intended Outcome

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

Practice 5.1

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

Application	:	Applied
Explanation on application of the practice	:	<p>The NC is tasked to review on an annual basis, that the Board's size, composition and balance is appropriate and in particular that the required mix of skills, experience, nationality, age, cultural background, gender, ethnicity and other qualities of the Board.</p> <p>Based on the results of the evaluation of the performance of the Board as a whole, the performance of the Board Committees and the performance of each Individual Director, the NC concluded and will notify the Board that the NC is satisfied with the existing size, structure and composition, and is of the view that the current mix of skills, competence, knowledge and experience and qualities of the existing Board members are appropriate to enable the Board to carry out its responsibilities effectively and ensures accountability.</p> <p>The NC noted that pursuant to Clause 133 of the Constitution, one-third (1/3) of the Directors for the time being or if the number is not three (3) or a multiple of three (3), then the number nearest to one-third shall retire from office provided always that all Directors including a Managing Director or Deputy Managing Director shall retire from office once at least in each three (3) years but shall be eligible for re-election.</p> <p>The NC had also reviewed the position of the Directors retiring by rotation pursuant to Clause 133 of the Company's Constitution and seeking for re-election as a Director at the 2nd AGM.</p> <p>NC concluded that the retiring Directors fulfilled with the fit and proper person criteria relating to Probity, Personal Integrity, Reputation and Financial Integrity. Based on the evaluation of the performance of individual Director carried out by the NC in all key areas of meeting attendance, time commitment and operational matters as well as the fit and proper assessment in accordance with the Fit and Proper Person Policy, the NC was of the opinion that the said Directors have performed and discharged their responsibilities as Director of the Company adequately and satisfactory as well as contributed positively to the effective functioning and processes of the Board.</p> <p>The NC unanimously resolved to recommend to the Board for the re-election of the retiring Directors as a Director at the 2nd AGM.</p>

Explanation for departure	:			
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Intended Outcome

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

Practice 5.2

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

Application	:	Applied	
Explanation on application of the practice	:	The Board currently consist of eight (8) members, comprising four (4) EDs and four (4) INEDs (including the Chairman of the Board). This composition fulfils the requirements of Rule 15.02(1)(a) of the ACE Market Listing Requirements (“ACE LR”) of Bursa Securities which require at least two (2) Directors or at least one third (1/3) of the Board members whichever is higher are Independent Directors as well as the recommendation of the MCCG for at least half of the Board members comprising of Independent Directors.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 5.3

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

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

Application	:	Applied
Explanation on application of the practice	:	<p>As the INEDs were appointed on Board of UUE on 28 May 2023 and UUE was listed on 2 July 2024, none of the Independent Directors has exceeded a cumulative term of more than nine (9) years in the Company as at the date of this Statement.</p> <p>Nevertheless, the Board has also adopted the best practices for assessing the independence of Independent Directors annually and the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. When the Board retains an Independent Director, who has served in that capacity for more than nine (9) years, the Board would justify its decision and seek shareholders' approval.</p> <p>The Board also adopted the concept of independence in tandem with the definition of the Independent Directors under Rule 1.01 and Guidance Note 9 of the ACE LR of Bursa Securities.</p> <p>In addition, all the Independent Directors are independent from Management and have no family or business relationships with the EDs and major shareholders, which would interfere with the execution of their independent judgement.</p> <p>The Independent Directors provide their independent view, unbiased judgment and knowledge to the management as well as safeguarding the interests of the shareholders and do not participate in the day-to-day management of the Group.</p> <p>NC had assessed and concluded that all four (4) Independent Directors satisfy the independence test under the ACE LR of Bursa Securities. The Board is satisfied with the level of independence demonstrated by all the Independent Directors and their ability to act in the best interests of the Company. The Independent Directors constitute half of the current Board composition.</p>

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

Intended Outcome

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

Practice 5.4 - Step Up

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

Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.

Application	:	Not Adopted
Explanation on adoption of the practice	:	

Intended Outcome

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

Practice 5.5

Appointment of board and senior management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.

Directors appointed should be able to devote the required time to serve the board effectively. The board should consider the existing board positions held by a director, including on boards of non-listed companies. Any appointment that may cast doubt on the integrity and governance of the company should be avoided.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board is committed to upholding high standards of governance in respect of new appointments to the Board to ensure that the Directors of the Company conform with the Company's Fit and Proper Person Policy and that the Directors of the Company are comprised of those, who have the necessary skills, competencies, commitment, character, integrity and experience to complement the efficiency and effectiveness of the Board as a whole. The Board is guided by Board's Procedures for Appointment of Directors, a formal and transparent procedures relating to appointment of Directors.</p> <p>The Board's procedures for appointments to the Board together with a Fit and Proper Person Policy are viewed as a vital component of the governance process in determining the composition, size, balance competencies and ultimately the quality and integrity of the Board.</p> <p>The NC is responsible for reviewing, proposing and recommending potential new Directors taking into consideration the current and future needs of the Company.</p> <p>The Board had adopted a Fit and Proper Person Policy to comply with Rule 15.01A of the ACE LR. The Fit and Proper Person Policy serves to ensure that the Board's quality and integrity is maintained and up to expectations. The Policy serves as a guide for the NC and Board for the appointment, re-election of Directors and the appointment of key management personnel taking into consideration the candidates:</p> <ul style="list-style-type: none">a) Characters and integrityb) Experience and competence; andc) Time and commitment <p>Each Director is required to observe the restrictions provided under Rule 15.06 of Bursa Malaysia Securities Berhad's ACE Market Listing Requirements which restricts Directors of listed issuers from holding more than 5 directorships in listed issuers.</p>

	It is the responsibility of each Director to notify the Board before accepting any other directorships in other listed issuers/subsidiaries of listed issuers.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.6

In identifying candidates for appointment of directors, the board does not solely rely on recommendations from existing board members, management or major shareholders. The board utilises independent sources to identify suitably qualified candidates.

If the selection of candidates was based on recommendations made by existing directors, management or major shareholders, the Nominating Committee should explain why these source(s) suffice and other sources were not used.

Application	:	Applied
Explanation on application of the practice	:	<p>To ensure that the Board's quality and integrity is maintained and up to expectations, the Board has adopted Fit and Proper Person Policy to serve as guidance for the appointment, re-election of Directors and the appointment of key management personnel to carry out their responsibilities with full competence, character, diligence, integrity and judgement.</p> <p>The NC is entrusted with the responsibility to review, propose and recommend the appointment of potential new Directors after taking into consideration the current and future needs of the Company.</p> <p>The NC which is responsible for reviewing the effectiveness of the Board as a whole, the Board Committees, the contributions of the individual Directors and the independence of the Independent Directors of the Company, will where appropriate, make its recommendations to the Board on the need to increase the Board size, composition, necessary skills, calibre and experience required and where available the potential candidates for appointment.</p> <p>The NC will where practical, maintain a database of potential candidates sourced from :-</p> <ul style="list-style-type: none">• existing Directors and substantial shareholders of the Company;• existing senior management of the Company;• professional bodies and organisations;• business associates, shareholders; and• others. <p>Upon a decision being made by the Board to appoint Directors:</p> <p>a) The NC will identify suitable candidates from its available database or sources maintained taking into consideration the Company's Fit and Proper Person Policy, the required skills,</p>

	<p>competencies, experience, and such other parameters as may be determined by the Board.</p> <p>b) The Chairman of the NC, MD and/or EDs of the Company will meet in person with the identified candidates to assess/reassess their suitability for appointment.</p> <p>c) The identified candidate if cleared by the NC will then be recommended to the Board for consideration to be appointed.</p> <p>d) Prior to their appointment, the identified candidates will be invited to an introductory meeting with the Board, for the Board to assess and evaluate such candidates.</p> <p>e) Subsequent or further meetings with the candidates may be arranged to the satisfaction of the Board, should the need arise.</p> <p>f) The discretion to accept or reject a candidate rest with the Board.</p>	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.7

The board should ensure shareholders have the information they require to make an informed decision on the appointment and reappointment of a director. This includes details of any interest, position or relationship that might influence, or reasonably be perceived to influence, in a material respect their capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the listed company as a whole. The board should also provide a statement as to whether it supports the appointment or reappointment of the candidate and the reasons why.

Application	:	Applied
Explanation on application of the practice	:	<p>Clause 133 of the Company's Constitution provides that all directors shall retire by rotation once in every three (3) years or at least one-third (1/3) of the Board shall retire but shall be eligible to offer themselves for re-election at the Annual General Meeting ("AGM").</p> <p>The Director who is subject to re-election and/or re-appointment at the next AGM shall be assessed by the NC before recommendation is made to the Board and shareholders for the re-election and/or re-appointment.</p> <p>The above provisions are adhered to by the Board. Information on Directors standing for re-election are outlined in the Profile of Directors. These include their age, gender, date of appointment, directorate, details of any board committee, directorships in other public companies and listed corporation, qualification, working experience, and any conflict of interest as well as their shareholdings in the Company is set forth in the Directors' Profiles and the Analysis of Shareholdings while their attendance of the Board meetings are reported in the Corporate Governance Overview Statement of this Annual Report.</p> <p>At the forthcoming 2nd AGM, Mr Hin Wai Mun, Ms Ng Lee Thin and Ms Latha A/P Dhamodaran Pillay are due to retire by rotation under Clause 133 of the Company's Constitution and being eligible have offered themselves for re-election.</p> <p>The NC had assessed and reviewed the position of the retiring Directors and also reviewed the independence of the retiring INEDs. Having satisfied of their performance and discharged their responsibilities as Director of the Company adequately and satisfactory as well as contributed positively to the effective functioning and processes of the Board, the NC concurred to recommend to the Board for their re-election as a Director of the Company.</p> <p>The Board taking into consideration of recommendation of NC, endorsed the recommendation to the shareholders to re-elect the</p>

	Directors due for retirement by rotation at the forthcoming 2 nd AGM of the Company.			
Explanation for departure	:			
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>				
Measure	:			
Timeframe	:	<table border="1"> <tr> <td></td><td></td></tr> </table>		

Intended Outcome

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

Practice 5.8

The Nominating Committee is chaired by an Independent Director or the Senior Independent Director.

Application	:	Applied																			
Explanation on application of the practice	:	The NC of the Company is chaired by an Independent Non-Executive Director, Ms Latha A/P Dhamodaran Pillay and comprised exclusively of INEDs as follows:																			
		<table><tr><th>Name of NC Members</th><th>Designation</th><th colspan="2">Directorate</th></tr><tr><td>LATHA A/P DHAMODARAN PILLAY</td><td>Chairman</td><td>Independent Director</td><td>Non-Executive</td></tr><tr><td>NG LEE THIN</td><td>Member</td><td>Independent Director</td><td>Non-Executive</td></tr><tr><td>GOH LEI LEI</td><td>Member</td><td>Independent Director</td><td>Non-Executive</td></tr></table>				Name of NC Members	Designation	Directorate		LATHA A/P DHAMODARAN PILLAY	Chairman	Independent Director	Non-Executive	NG LEE THIN	Member	Independent Director	Non-Executive	GOH LEI LEI	Member	Independent Director	Non-Executive
		Name of NC Members	Designation	Directorate																	
		LATHA A/P DHAMODARAN PILLAY	Chairman	Independent Director	Non-Executive																
		NG LEE THIN	Member	Independent Director	Non-Executive																
GOH LEI LEI	Member	Independent Director	Non-Executive																		
The primary responsibilities of the NC are set out in detail in its Term of Reference of NC, both of which are made available on UUE’s website at www.uue-holdings.com .																					
Explanation for departure	:																				
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.																					
Measure	:																				
Timeframe	:																				

Intended Outcome

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

Practice 5.9

The board comprises at least 30% women directors.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board is committed to workplace diversity, with a particular focus on supporting the representation of women in the composition of the Board and management of the Company. As such, the Board will establish measurable objectives for the Company.</p> <p>The Board, through NC, will conduct all Board appointment processes in a manner that promotes diversity and in particular, gender diversity. The Board recognises the value of having women members on the Board and Senior Management level. Where possible, the Board shall ensure that women candidates are recruited as Board members and Senior Management positions, to meet the objectives of the boardroom diversity as recommended under the MCGG.</p> <p>Currently, three (3) members of the Board are of the female gender, which represents 37.5% of the Board's composition. This is in compliance with Rule 15.02(1)(b) of the ACE LR of Bursa Securities which requires at least one (1) woman director on the Board as well as Practice 5.9 of the MCGG for the Board to have at least 30% women Directors.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.10

The board discloses in its annual report the company's policy on gender diversity for the board and senior management.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board had adopted Diversity Policy on 28 August 2023. This policy covers adoption of a policy of, at least one (1) member of the Board shall be of the female gender and will actively work towards having more female Directors on the Board and Senior Management.</p> <p>Currently, three (3) members of the Board are of the female gender, which represents 37.5% of the Board's composition. This is in compliance with Rule 15.02(1)(b) of the ACE LR of Bursa Securities which requires at least one (1) woman director on the Board as well as Practice 5.9 of the MCCG for the Board to have at least 30% women Directors.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

Stakeholders are able to form an opinion on the overall effectiveness of the board and individual directors.

Practice 6.1

The board should undertake a formal and objective annual evaluation to determine the effectiveness of the board, its committees and each individual director. The board should disclose how the assessment was carried out its outcome, actions taken and how it has or will influence board composition.

For Large Companies, the board engages an independent expert at least every three years, to facilitate objective and candid board evaluation.

<i>Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.</i>	
Application	: Applied
Explanation on application of the practice	<p>The Board had adopted Procedures/Processes for assessing the effectiveness of the Board as a whole, the Board Committees, the performance of Individual Directors including the process for evaluation of the performance of Chairman of the Board, Chairman of the ARMC, Chairman of the NC and Chairman of the RC.</p> <p>The Board also adopted procedures for assessment of the independence of the independent directors annually and where applicable, any impairment arising from a long tenure in office (9 years as prescribed by MCCG 2017).</p> <p>Each year Director will be requested to complete evaluation forms for submission to the NC. These evaluations will be discussed and summarized by the NC. The NC may consult and discuss with any directors and review any information and documents during its review. The evaluations and recommendations of the NC are then tabled to the Board.</p> <p>Based on the results of the assessments :-</p> <ul style="list-style-type: none">• The NC was of the opinion that the Board's dynamics are healthy and effective. The existing structure, size, composition, current mix of skills, competence, knowledge, experience and qualities of the existing Board members are appropriate to enable the Board to carry out its responsibility effectively and steer the Company forward.• The NC was satisfied that each of the members of Board Committees as well as the respective Board Committee as a whole had carried out their duties and discharged their responsibilities in accordance with its terms of reference. The Board Committees were functioning effectively, meeting the objectives as set out in its

	<p>terms of reference and assisting the Board in fulfilling its statutory and fiduciary responsibilities adequately.</p> <ul style="list-style-type: none"> • Based on the evaluation of the performance of individual Director carried out by the NC in all key areas of meeting attendance, time commitment and operational matters as well as the fit and proper assessment in accordance with the Fit and Proper Person Policy, the NC was of the opinion that each and every individual Director had performed and discharged their responsibilities to the best of their abilities. • The NC concluded on an overall basis, that the Board's dynamics are healthy and effective and that the present members of the Board possess the appropriate skills, knowledge, experience and qualities to steer the Company forward. • The NC was satisfied with the performance of the Chairman of the Board, taking into consideration that the Chairman of the Board had provided strong leadership, encouraged active participation and allowed dissenting views to be freely expressed, and managed the interface between the Board and the Management. • The NC was satisfied that the Chairman of the ARMC had provided strong leadership, encouraged active participation and allowed dissenting views to be freely expressed, managed the interface between the ARMC, External Auditors, Internal Auditors and the Management. • The NC was satisfied that the Chairman of the NC had provided leadership, encouraged active participation and allowed dissenting views to be freely expressed, managed the interface between the NC and the Management and had led the NC in the annual performance evaluation. The NC further concluded that the Chairman of the NC possessed good interpersonal skills, is articulate, approachable, non-confrontational and encourages others to get things done. • The NC was satisfied that the Chairman of the RC had provided strong leadership, encouraged active participation and allowed dissenting views to be freely expressed, managed the interface between the RC and the Management. • The NC concluded unanimously that independence of INEDs have not been compromised or impaired in any way and was of the opinion that INEDs will be in a position to continue to carry out duties and responsibilities as an INED of the Company. • Based on the results of the evaluation of the performance of the Board as a whole, the performance of the Board Committees and the performance of each individual Director, the NC and the Board are satisfied with the existing size, structure and composition, and are of the view that the existing structure, size, composition, current mix of skills, competence, knowledge, experience and qualities of the existing Board members are appropriate to enable the Board to carry out its responsibilities effectively. • The NC had reviewed the position of the Directors retiring by rotation pursuant to Clause 133 of the Company's and concluded that they fulfilled with the fit and proper person criteria relating to Probity, Personal Integrity, Reputation and Financial Integrity.
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	Based on the evaluation of the performance of individual Director carried out by the NC in all key areas of meeting attendance, time commitment and operational matters as well as the fit and proper assessment in accordance with the Fit and Proper Person Policy.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.1

The board has remuneration policies and procedures to determine the remuneration of directors and senior management, which takes into account the demands, complexities and performance of the company as well as skills and experience required. The remuneration policies and practices should appropriately reflect the different roles and responsibilities of non-executive directors, executive directors and senior management. The policies and procedures are periodically reviewed and made available on the company's website.

Application	:	Applied
Explanation on application of the practice	:	<p>The RC and the Board are mindful of the need to remunerate and retain its Directors and Senior Management to ensure that their commitment remains intact as well as to properly motivate, inspire and drive their performance. Their remuneration package is therefore, directly linked to their performance, service, seniority, experience and scope of responsibilities.</p> <p>The RC is responsible to establish, recommend and constantly review a formal and transparent remuneration policy and terms of employment for the Board to attract and retain directors and Senior Management which is aligned with the business strategy and long-term objectives of the Group taking into consideration that the remuneration of the Directors and Senior Management should reflect the responsibilities, expertise and complexity of the Company's activities.</p> <p>The Board had formalised and adopted a Remuneration Policy for the Board and Senior Management to attract and retain the Directors and Senior Management required to lead and control the Group effectively. In the case of EDs and Senior Management, the components of the remuneration package are linked to corporate and individual performance. For Non-Executive Directors, the level of remuneration is reflective of their experience, seniority and level of responsibilities.</p> <p>The Board as a whole will determine the remuneration of the EDs, INEDs and Senior Management, with each individual Director abstaining from deliberation and decision of their own remuneration.</p> <p>The Remuneration Policy for Directors and Senior Management is available on the Company's website at www.uue-holdings.com.</p>

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

Intended Outcome

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.2

The board has a Remuneration Committee to implement its policies and procedures on remuneration including reviewing and recommending matters relating to the remuneration of board and senior management.

The Committee has written Terms of Reference which deals with its authority and duties and these Terms are disclosed on the company's website.

Application	:	Applied												
Explanation on application of the practice	:	<div>The RC comprises exclusively of INEDs as follows:</div> <table><tr><th>Name of RC Members</th><th>Designation</th><th>Directorate</th></tr><tr><td>GOH LEI LEI</td><td>Chairman</td><td>Independent Non-Executive Director</td></tr><tr><td>LATHA A/P DHAMODARAN PILLAY</td><td>Member</td><td>Independent Non-Executive Director</td></tr><tr><td>NG LEE THIN</td><td>Member</td><td>Independent Non-Executive Director</td></tr></table> <div>The primary responsibilities of the RC are set out in detail in its Terms of Reference which is made available on the Company's website at www.uue-holdings.com.</div>	Name of RC Members	Designation	Directorate	GOH LEI LEI	Chairman	Independent Non-Executive Director	LATHA A/P DHAMODARAN PILLAY	Member	Independent Non-Executive Director	NG LEE THIN	Member	Independent Non-Executive Director
Name of RC Members	Designation	Directorate												
GOH LEI LEI	Chairman	Independent Non-Executive Director												
LATHA A/P DHAMODARAN PILLAY	Member	Independent Non-Executive Director												
NG LEE THIN	Member	Independent Non-Executive Director												
Explanation for departure	:													
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>														
Measure	:													
Timeframe	:													

Intended Outcome

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

Practice 8.1

There is detailed disclosure on named basis for the remuneration of individual directors. The remuneration breakdown of individual directors includes fees, salary, bonus, benefits in-kind and other emoluments.

Application	:	Applied
Explanation on application of the practice	:	The details of the remuneration and benefits paid to the Directors of the Company and the Group for services rendered in all capacities for the FYE 2025 on named based are tabulated :-

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	LEE CHYE TEE	Independent Director	33.333	2.400	0	0	0	0	35.733	33.333	2.400	0	0	0	0	35.733
2	DATUK DR. TING KOK HWA	Executive Director	50.000	0	0	0	0	0	50.000	50.000	0	1,091.748	201.899	58.065	144.239	1,545.951
3	HIN WAI MUN	Executive Director	30.000	0	0	0	0	0	30.000	30.000	0	360.000	90.000	28.810	55.256	564.066
4	CHONG TUOO CHOI	Executive Director	30.000	0	0	0	0	0	30.000	30.000	0	527.748	43.979	153.351	55.096	810.174
5	VINCENT WONG SOON CHOY	Executive Director	30.000	0	165.385	60.000	0	27.917	283.302	30.000	0	245.385	60.000	21.954	37.903	395.242
6	NG LEE THIN	Independent Director	26.667	2.400	0	0	0	0	29.067	26.667	2.400	0	0	0	0	29.067
7	LATHA A/P DHAMODARAN PILLAY	Independent Director	25.333	2.400	0	0	0	0	27.733	25.333	2.400	0	0	0	0	27.733
8	GOH LEI LEI	Independent Director	25.333	2.400	0	0	0	0	27.733	25.333	2.400	0	0	0	0	27.733
9	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
10	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
11	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
12	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
13	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

14	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
15	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

Intended Outcome

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

Practice 8.2

The board discloses on a named basis the top five senior management's remuneration component including salary, bonus, benefits in-kind and other emoluments in bands of RM50,000.

Application	:	Not applicable - all members of senior management are members of the board	
Explanation on application of the practice	:		
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

No	Name	Position	Company					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
2	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
3	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
4	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
5	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.

Intended Outcome

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

Practice 8.3 - Step Up

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	Key Senior Management are also Managing Director or Executive Directors. Their remuneration have been disclosed under Practice 8.1.

No	Name	Position	Company ('000)					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
2	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
3	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
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Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.1

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

Application	:	Applied																			
Explanation on application of the practice	:	The ARMC comprises exclusively of INEDs as follows:																			
		<table border="1"><thead><tr><th>Name of ARMC Members</th><th>Designation</th><th colspan="2">Directorate</th></tr></thead><tbody><tr><td>NG LEE THIN</td><td>Chairman</td><td>Independent Director</td><td>Non-Executive</td></tr><tr><td>LATHA A/P DHAMODARAN PILLAY</td><td>Member</td><td>Independent Director</td><td>Non-Executive</td></tr><tr><td>GOH LEI LEI</td><td>Member</td><td>Independent Director</td><td>Non-Executive</td></tr></tbody></table>				Name of ARMC Members	Designation	Directorate		NG LEE THIN	Chairman	Independent Director	Non-Executive	LATHA A/P DHAMODARAN PILLAY	Member	Independent Director	Non-Executive	GOH LEI LEI	Member	Independent Director	Non-Executive
		Name of ARMC Members	Designation	Directorate																	
		NG LEE THIN	Chairman	Independent Director	Non-Executive																
		LATHA A/P DHAMODARAN PILLAY	Member	Independent Director	Non-Executive																
GOH LEI LEI	Member	Independent Director	Non-Executive																		
The ARMC Chairman, Ms Ng Lee Thin is a member of the Malaysian Institute of Accountants and is not the Chairman of the Board. UUE's Chairman of the Board is Mr Lee Chye Tee.																					
The primary responsibilities of the ARMC are set out in detail in its Terms of Reference which is made available on the Company's website at www.uue-holdings.com .																					
Explanation for departure	:																				
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>																					
Measure	:																				
Timeframe	:																				

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.2

The Audit Committee has a policy that requires a former partner of the external audit firm of the listed company to observe a cooling-off period of at least three years before being appointed as a member of the Audit Committee.

Application	:	Applied	
Explanation on application of the practice	:	The independence, objectivity and integrity of the members of the ARMC are the key requirements which the Board recognises as essential for an effective and independent ARMC. None of the members of the Board is a former key audit partner. As a measure to safeguard the independence and objectivity of the audit process, the ARMC has incorporated a policy stipulation that governs the appointment of a former key audit partner to the ARMC. The policy which is codified in the ARMC's Terms of Reference requires a former key audit partner to observe a cooling-off period of at least three (3) years before he can be considered for appointment as a committee member.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.3

The Audit Committee has policies and procedures to assess the suitability, objectivity and independence of the external auditor to safeguard the quality and reliability of audited financial statements.

Application	:	Applied
Explanation on application of the practice	:	<p>The ARMC has adopted a procedure to assess the suitability, objectivity and independence of the External Auditors ("EA"). The ARMC continues assessing the level of non-audit services rendered by the External Auditor to ensure that such services will not impair their objectivity and independence.</p> <p>At the ARMC Meetings, the EA confirmed and declared to the ARMC that they have complied with the relevant ethical requirements, including those pertaining to independence. A copy of the Transparency Report 2024 of the EA is available on BDO PLTs' website.</p> <p>The ARMC has carried out assessment of performance of EA to assess the suitability, objectivity and independence of the external auditor to safeguard the quality and reliability of audited financial statements. The assessment covers consideration on area relating to quality of services in understanding business operations, audit management team continuity, making recommendations to help/improve business/processes, deliver effective presentation and reports, achieve expectation and meeting deadlines and relationship with Management, ARMC, IA and Board of Directors.</p> <p>The ARMC has been generally satisfied with the independence, performance and suitability of BDO based on the assessment and are recommending to the Board and shareholders for approval for the re-appointment of BDO as Auditors of the Company for the financial year ending 28 February 2026.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

Measure	:		
Timeframe	:		

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.4 - Step Up

The Audit Committee should comprise solely of Independent Directors.

Application	:	Adopted			
Explanation on adoption of the practice	:	The ARMC comprises exclusively of INEDs as follows:			
		Name of ARMC Members	Designation	Directorate	
		NG LEE THIN	Chairman	Independent Director	Non-Executive
		LATHA A/P DHAMODARAN PILLAY	Member	Independent Director	Non-Executive
		GOH LEI LEI	Member	Independent Director	Non-Executive

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.5

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

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

Application	:	Applied
Explanation on application of the practice	:	<p>The ARMC comprises three (3) members, all of whom are INEDs. The Chairman of the ARMC is a member of the Malaysian Institute of Accountants in compliance with Rule 15.09(1) (c)(i) of the ACE LR of Bursa Securities.</p> <p>Collectively, the ARMC members possess a wide range of necessary skills to discharge its duties in the Terms of Reference of ARMC. All members are financially literate, competent and able to understand matters under the purview of the ARMC including the financial reporting process.</p> <p>The profile of ARMC members is contained in Profile of Directors of this Annual Report.</p> <p>All members of the ARMC have attended continuous professional development programme. The training programme attended by the ARMC members during FYE 2025 are listed down in Corporate Governance Overview Statement of this Annual Report.</p> <p>At the ARMC meeting, the EA had briefed the ARMC on the financial reporting updates which cover new Malaysian Financial Reporting Standards ('MFRSs') adopted by the Group.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

Measure	:		
Timeframe	:		

Intended Outcome

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

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

Practice 10.1

The board should establish an effective risk management and internal control framework.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board affirms its overall and ultimate responsibility for maintaining a sound risk management system in order for the Group to achieve its strategic objectives, operational objectives, reporting objectives and compliance objectives.</p> <p>The Board adopted the Risk Management Policy and delegates the duty of risk management to the Top Management comprised of EDs and led by the MD. It is the duty of the Top Management to ensure that risk management system is implemented across all level of the Group, horizontally and vertically, to ensure all key business risks are identified and managed.</p> <p>The duty for managing risk at operational level lies with risk owners identified who are also responsible for carrying out an on-going process of identifying and assessment of risk, evaluating the adequacy and integrity of the controls and as well as formulating and implementing treatment plan(s) for mitigating the risks identified in line with the risk appetite of the Group.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 10.2

The board should disclose the features of its risk management and internal control framework, and the adequacy and effectiveness of this framework.

Application	:	Applied
Explanation on application of the practice	:	<p>Risk Management Reporting Structure and Risk Assessment, Communication and Monitoring Process are governed by the Risk Management Policy adopted.</p> <p>Top Management and risk owners use the Risk Register for ongoing process of identification, evaluation and management of risks and perform update on a yearly basis or there are changes in internal and/or external business context require such update. ARMC coordinates the updates of Risk Register with the assistance and feedback from the risk owners and also through the results of the assurance activities.</p> <p>Updated Risk Register is compiled by SRMC and submitted to the Top Management for review.</p> <p>Subsequent to the review by the Top Management, updated Risk Register to be made available by the SRMC to the ARMC for review. The ARMC subsequently report results of such review to the Board for their final review and decision.</p> <p>The IA, SRMC through the ARMC and the ARMC provides the Board with much of the assurance it requires in respect of the adequacy and effectiveness of the Group's system on the risk management and internal control is operating effectively and in compliance with all relevant regulatory requirements.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	

Timeframe	:		
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Intended Outcome

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

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

Practice 10.3 - Step Up

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	Please provide an explanation on the adoption.

Intended Outcome

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.1

The Audit Committee should ensure that the internal audit function is effective and able to function independently.

Application	:	Applied
Explanation on application of the practice	:	<p>The internal audit function is outsourced to an independent professional firm, NeedsBridge Advisory Sdn Bhd, to assist the Board and ARMC in providing independent assessment in respect of the adequacy and effectiveness of the Group's system on the risk management and internal control. To uphold the professional firm's independence and objectivity, the outsourced internal audit function is reporting directly to the ARMC.</p> <p>During the FYE 2025, the outsourced internal audit function carried out audits in accordance with the internal audit plan approved by the ARMC. The internal audit plan was developed taking into consideration the Group's Risk Registers and other risk events identified by the internal audit function relevant to the audit objectives with the input from the Management.</p> <p>The ARMC carried out an assessment of the performance of the internal audit function by considering and reviewing the internal audit function's qualifications and experience, resources availability and competency, independence, scopes and functions of the internal audit function. The ARMC concluded that the internal audit function had performed and carried out their work professionally and met the expectations of the ARMC. The ARMC were all in favour of the internal audit function continuing and performing their role according to the approved Internal Audit Plan.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.2

The board should disclose—

- whether internal audit personnel are free from any relationships or conflicts of interest, which could impair their objectivity and independence;
- the number of resources in the internal audit department;
- name and qualification of the person responsible for internal audit; and
- whether the internal audit function is carried out in accordance with a recognised framework.

Application	:	Applied
Explanation on application of the practice	:	<p>UUE's internal audit function is outsourced to an independent professional firm, NeedsBridge Advisory Sdn Bhd.</p> <p>The audit engagement of the outsourced internal audit function is governed by the engagement letter and Internal Audit Charter approved by the ARMC during the financial year under review. Key terms of the engagement include purpose and scope of works, accountability, independence, the outsourced internal audit function's responsibilities, the Management's responsibilities, the authority accorded to the outsourced internal audit function, limitation of scope of works, confidentiality, proposed fees and engagement team.</p> <p>The internal audit works are required to comply with mandatory guidance of International Professional Practices Framework ("IPPF"), i.e. Mission, Core Principles for the Professional Practice of Internal Auditing, Code of Ethics and the International Standards for the Professional Practice of Internal Auditing (hereinafter referred to as "Standards") before 9 January 2025 and global guidance of IPPF, i.e. Global Internal Audit Standards and Topical Requirements on and after 9 January 2025 in relation to the Service, in material aspects.</p> <p>The engagement director, Ms Law Su Peng is a Chartered Accountant certified by the Malaysian Institute of Accountants and an associate member of the Institute of Internal Auditors Malaysia ("IIAM").</p> <p>During the financial year under review, the resources allocated to the fieldworks of the internal audit by the outsourced internal audit function were at least one (1) senior consultant and at least one (1) consultant per one (1) engagement with oversight performed by the director.</p>
Explanation for departure	:	

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

Intended Outcome

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

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

Practice 12.1

The board ensures there is effective, transparent and regular communication with its stakeholders.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board recognises the importance of communications with its stakeholders and is committed to upholding high standards of transparency and promotion of investor confidence through the provision of comprehensive, accurate and quality information on a timely basis.</p> <p>The Board has in place the Stakeholders Communication Policy which sets out the aims and practices of the Company in respect of communicating with its shareholders (both current and prospective) and adopted the Corporate Disclosure Policy with the following primary objectives:</p> <ul style="list-style-type: none">• To promote and elevate a high standard of integrity and transparency through timely comprehensive, accurate, quality and full disclosure;• To promote and maintain market integrity and investor confidence;• To exercise due diligence to ensure the veracity of the information being disseminated is factual, accurate, clear, timely and comprehensive;• To build good relationships with all stakeholders based on transparency, openness, trust and confidence;• To have in place efficient procedures for management of information, which promotes accountability for the disclosure and dissemination of material information; and• To enable shareholders and stakeholders to assess to the Company's business information including financial reporting and other corporate reporting disclosure. <p>The detailed Stakeholders Communication Policy and Corporate Disclosure Policy are made available on the Company's website.</p> <p>During FYE 2025, the Board ensured the supply of clear, comprehensive and timely information to the stakeholders via the following manners:</p> <p>a) Publication of 2025 annual report;</p>

	<p>b) Provide all relevant disclosures including quarterly financial results of the UUE Group by way of announcement through Bursa link; and</p> <p>c) Periodic update of information relevant to Investor Relations, such as annual report, corporate governance report, financial results and announcements through UUE's corporate website</p> <p>AGM is the primary forum for communication with shareholders of the Company and for Shareholders' participation where the Chairman highlights to shareholders and proxy holders, their right to speak up at general meetings, the conduct of poll voting for all resolutions tabled at general meetings.</p>	
Explanation for departure	:	
	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 12.2

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

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

Intended Outcome

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

Practice 13.1

Notice for an Annual General Meeting should be given to the shareholders at least 28 days prior to the meeting.

Application	:	Applied
Explanation on application of the practice	:	<p>The Notice convening the 2nd AGM to be held on 25 July 2025 will be issued on 26 June 2025, giving the shareholders at least 28 clear days' notice (exclude the day of sending the notice and the day of the meeting), well in advance of the 21 days requirement under the Companies Act, 2016 and the ACE LR of Bursa Securities, which allows sufficient time for shareholders to understand and consider the proposed resolutions tabled at the AGM.</p> <p>In addition, the notice outlines the resolutions to be tabled during the meeting is accompanied with relevant explanatory notes to provide clarity on the matters that will be decided at the AGM. Notification was sent to all members either by way of an e-mail or letter to inform members that the Notice of 2nd AGM, Administrative Guide and Form of Proxy for the 2nd AGM which will be held on 25 July 2025 will be made available on UUE's website at www.uue-holdings.com together with the Annual Report 2025 and Corporate Governance Report. Further, the Company will announce the Notice of the 2nd AGM via Bursa Link and published it in a national newspaper.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 13.2

All directors attend General Meetings. The Chair of the Audit, Nominating, Risk Management and other committees provide meaningful response to questions addressed to them.

Application	:	Applied	
Explanation on application of the practice	:	<p>UUE was listed on 2 July 2024 and the 2nd AGM is the first AGM after listing of the Company on ACE Market of Bursa Securities.</p> <p>All Directors, including Chairman of the Board, ARMC, NC and RC are committed to attend the 2nd AGM to be held on 25 July 2025 to interact directly with the Company’s shareholders.</p> <p>The Management and the External Auditors or its representative have taken note and scheduled to be present at the 2nd AGM to answer any relevant shareholder’s queries.</p> <p>Th Chairman will open the floor to the shareholders to raise questions related to the Company’s financial statements and any other items on the meeting’s agenda, before putting the resolutions to vote.</p> <p>The presence of all directors presented opportunities for the shareholders to engage with each Director and also allow the shareholders to raise questions and concerns directly to the Directors.</p>	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 13.3

Listed companies should leverage technology to facilitate—

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

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

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	<p>UUE currently has 2,883 shareholders as at 19 May 2025 and its forthcoming 2nd will be held via physical mode at Trading Post, Ponderosa Golf & Country Club, No.3, Jalan Ponderosa 1, Taman Ponderosa, 81100 Johor Bahru, Johor on 25 July 2025.</p> <p>As the number of shareholders are not overly large and the venue of the meeting place is easily accessible to all shareholders, the need to leverage and adopt the latest technology is not necessary at this juncture. In the event the shareholders are unable to attend the general meetings personally, such shareholder is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote in his stead.</p> <p>The Board also takes into consideration the joint statement issued by the Securities Commission and the Bursa Malaysia Securities Berhad dated 30 August 2024 where it was announced that all listed issuers must conduct hybrid or physical general meetings from 1 March 2025.</p> <p>The Board is of the opinion that a physical meeting with shareholders is cost effective and provides a better avenue for shareholders to interact with the Board, the Management and with other shareholders. Interactions at a physical level is more spontaneous and facilitates better communication, more meaningful sharing of views and gauging of feedback from shareholders.</p> <p>Please provide an alternative practice and explain how the alternative practice meets the intended outcome.</p>
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

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

Intended Outcome

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

Practice 13.4

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

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.</i>	
Application	: Applied
Explanation on application of the practice	: <p>UUE was listed on 2 July 2024 and the 2nd AGM is the first AGM after listing of the Company on ACE Market of Bursa Securities.</p> <p>All Directors, including Chairman of the Board, ARMC, NC and RC are committed to attend the 2nd AGM to be held on 25 July 2025 to interact directly with the Company's shareholders.</p> <p>The Management and the External Auditors or its representative have taken note and scheduled to be present at the 2nd AGM to answer any relevant shareholder's queries.</p> <p>Th Chairman will open the floor to the shareholders to raise questions related to the Company's financial statements and any other items on the meeting's agenda, before putting the resolutions to vote.</p> <p>The presence of all Directors present opportunities for the shareholders to engage with each Director and also allow the shareholders to raise questions and concerns directly to the Directors.</p> <p>The summary of key matter discussed, if any, will be published on the Company's website in accordance with the requirement of the ACE LR of Bursa Securities.</p>
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	

Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 13.5

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

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.

provide brief reasons on the choice of the meeting platform.		
Application	:	Not applicable – only physical general meetings were conducted in the financial year
Explanation on application of the practice	:	
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 13.6

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

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>		
Application	:	Applied
Explanation on application of the practice	:	UUE was listed on 2 July 2024 and the 2 nd AGM is the first AGM after listing of the Company on ACE Market of Bursa Securities. The Minutes of the 2 nd AGM to be held on 25 July 2025 will be made available on the Company's website within 30 business days after the 2 nd AGM.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

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

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

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