



MANFORCE GROUP BERHAD
(Registration No.: 201701014455 (1228620-V))
(Incorporated in Malaysia)

Fit & Proper Policy

Introduction

The Board of Directors ("the Board") of **Manforce Group Berhad** ("the Company") is committed to maintaining high standards of corporate governance and integrity. This Directors' Fit and Proper Policy ("Policy") provides a clear, structured framework for the appointment, re-election, and ongoing evaluation of Directors within the Company and its subsidiaries ("the Group").

This Policy aims to ensure that individuals appointed to the Board possess the character, competence, experience, and time commitment necessary to fulfil their duties responsibly and ensure compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and the principles of the Malaysian Code on Corporate Governance.

This Policy serves as a reference point for both the Board and the Nominating Committee ("NC") in evaluating candidates for initial appointment or re-election as Directors.

Fit & Proper Criteria

Directors must not be disqualified under Malaysian laws and must meet the following criteria across three core dimensions:

1. Character and Integrity

a. Probity

- Complies with laws, regulations, and professional standards.
- Transparent and truthful in dealings with regulators and other stakeholders.

b. Personal Integrity

- No involvement in deceitful or improper business practices.
- No past terminations due to ethical misconduct or personal integrity concerns.
- Avoids misuse of positions, including political affiliations, to gain undue advantage.

c. Financial Integrity

- Manages personal financial matters responsibly.
- Demonstrates ability to fulfill financial obligations timely.

d. Reputation

- Has a positive standing in the business community.
- Not subject to serious enforcement actions or proceedings in the past 10 years.
- Not associated with corporate failure due to poor governance or leadership.

2. Experience and Competence

a. Qualification & Skills

- Possesses qualifications relevant to the Board's skill matrix.
- Understands corporate dynamics and governance practices.
- Keeps knowledge current through professional development.
- Aware of sustainability and Environmental, Social, and Governance ("ESG") related issues, particularly in workforce management and compliance areas.

b. Work Experience

- Holds relevant industry and board experience.
- Past roles should indicate leadership, performance accountability, and governance involvement.

c. Track Record

- Proven contribution in previous board or management roles.
- Positive performance metrics and board effectiveness evaluation results.

3. Time and Commitment

a. Availability

- Able to allocate sufficient time for Board duties, including preparation and active participation.

b. Engagement & Contribution

- Actively engages in Board discussions.
- Shows genuine interest in the Company's mission and long-term sustainability.
- Open to diverse viewpoints and capable of sound, independent judgement.

ESG Consideration

Where relevant, Directors should:

- Understand the Company's role and impact within the broader ESG landscape;
- Support and guide strategic decisions involving labour practices, ethical supply chain management, and stakeholder engagement; and
- Promote the Company's responsible employment of foreign workers, in line with international best practices and national guidelines.

Continuous Assessment

Fit and proper assessments are not limited to initial appointments. The Board and NC shall apply these criteria:

- During annual Board evaluations;
- Considering re-election of Directors; and
- When addressing any change in a Director's circumstances that may affect their suitability.

Review of the Policy

The Policy would be periodically reviewed and updated in accordance with the needs of the Company and any new regulations that may have an impact on the discharge of the Board's responsibilities. Subsequent amendment to the Policy can be approved by the Board.

Approved and adopted on 22 September 2025.