



Matrix

FOR TRANSPARENCY



Beyond compliance, effective governance ensures transparency, accountability, and integrity across all aspects of the business. The governance pillar safeguards against risks such as regulatory breaches, ethical lapses, and weakened stakeholder confidence, which could undermine resilience and trust. By embedding clear policies, robust oversight structures, and ethical practices into our operations, Matrix ensures that decision-making remains responsible and aligned with stakeholder expectations.

Sustainability Pillars



Long-Term Economic Continuity



Resilient and Trustworthy Business

UNSDGs Supported



Material Topics in this Section

M7

Digitalisation and Technology

M18

Regulatory Compliance

M19

Corporate Governance and Integrity

CORPORATE POLICIES AND ETHICAL GOVERNANCE

M18

M19

Legend:  Achieved  On-track  Attention Required

KPIs & Targets:

1 Ethical Purchasing Practice

APPROACH/ STRATEGY

Promote ethical practices through:

- Transparent awarding process by forming bidding/ tender committees
- Public disclosure of the Group's Procurement Policy with clear procurement practices that can be freely accessed by all suppliers

TARGET

- To maintain 100% compliance with the internal tendering process
- To review the Group's Procurement Policy annually

FY2026 PERFORMANCE

 We continue to strictly adhere to the Group's internal tendering process during vendor appointment. Our Procurement Policy has also been reviewed and no revisions are necessary.

2 Regulatory Compliance

APPROACH/ STRATEGY

Ensure the Property Development Division is in compliance with all relevant regulations

TARGET

Ensure 100% compliance with relevant regulations by the DOE, DOSH, and SW Corp

FY2026 PERFORMANCE

 The Group's Property Development Division has maintained full compliance with all the relevant regulatory requirements of DOE, DOSH, and SW Corp.

Maintain Crime Prevention Through Environmental Design ("CPTED") compliance throughout the development

To 100% comply with CPTED requirements for main arterial roads

 All main arterial roads comply with CPTED requirements.

Adopt MSMA requirements for flood management

Ensure 100% compliance with MSMA regulations

 We have maintained full compliance with MSMA requirements.

GROUP PERFORMANCE & HIGHLIGHTS

**Zero**

reported corruption cases
in FY2026

**Zero**

whistleblowing cases recorded
during the reporting period

**40**

employees participated in
anti-corruption training

**100%**

of the Group's business
divisions have undergone
corruption risk assessment

REGULATORY COMPLIANCE

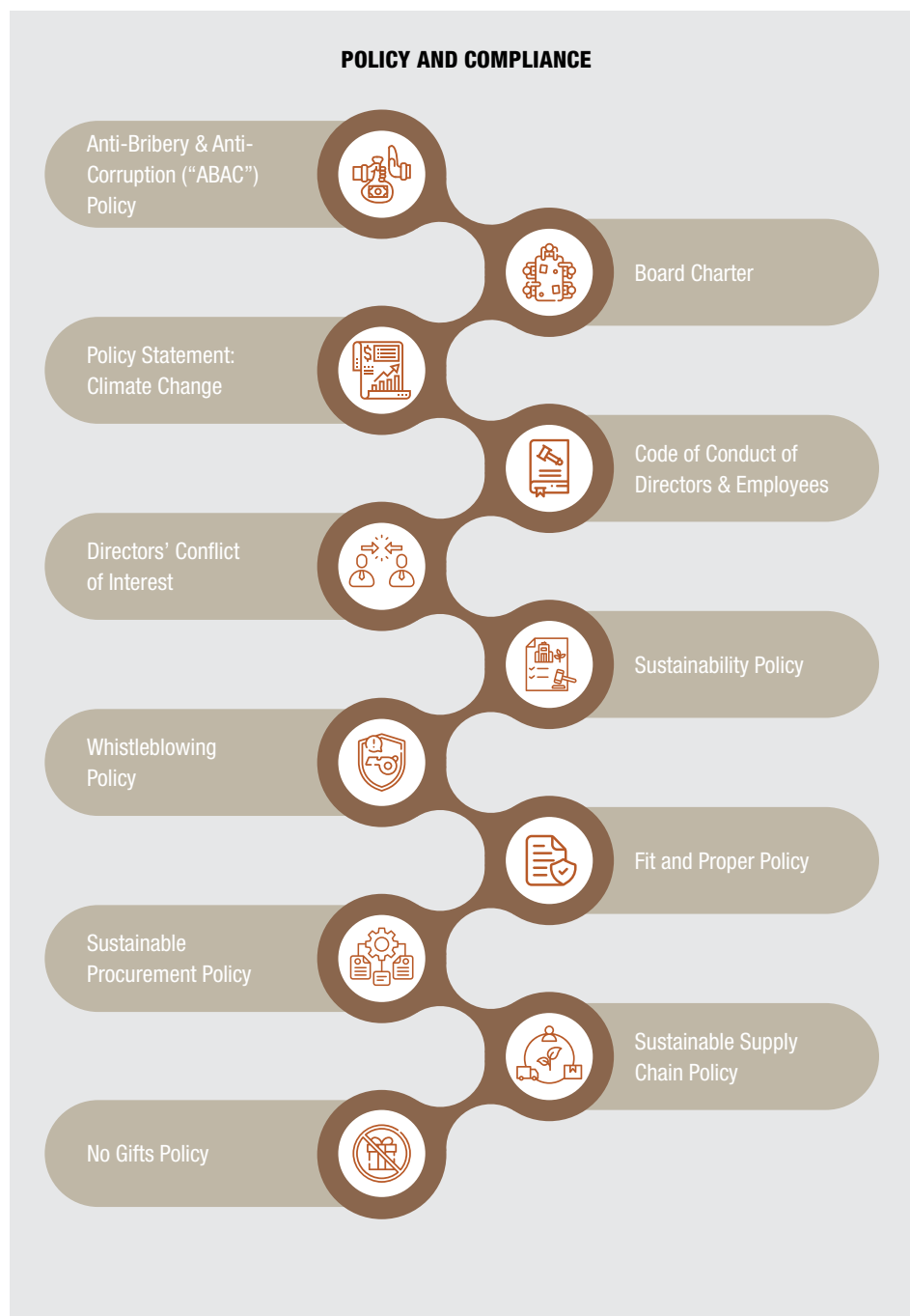
The Group continued to maintain zero incidents of non-compliance with applicable laws, regulations, as well as socioeconomic and environmental requirements. Compliance management remains integrated across the Group's operations through internal monitoring processes, periodic audits, employee training, and established compliance procedures aimed at supporting adherence to regulatory and industry expectations.

The Group also continues to strengthen internal awareness and accountability on compliance-related matters to support consistent operational practices across its business activities. Without strong ethical practices, risks such as corruption, regulatory breaches, reputational damage, and loss of stakeholder confidence can undermine both business continuity and growth. Safeguarding against these risks requires a culture of transparency, accountability, and integrity embedded across all levels of the organisation.

By upholding ethical corporate governance, Matrix ensures that decision-making is fair, responsible, and aligned with stakeholder expectations. Transparent reporting builds investor confidence, integrity in operations strengthens relationships with regulators and partners, and accountability reinforces trust among employees and communities. These practices not only protect the organisation from potential harm but also create tangible value by enhancing reputation, securing stakeholder loyalty, and positioning Matrix as a trusted developer committed to sustainable progress.

Matrix has developed a suite of ethical governance policies to safeguard the company and uphold the highest standards of corporate integrity. These policies establish clear expectations for transparency and responsible conduct across all levels of the Group. By embedding ethical principles into decision-making, Matrix ensures that risks such as corruption, regulatory breaches, and reputational harm are effectively mitigated.

Our policies and procedures are as follows:



ETHICAL GOVERNANCE PRACTICES

Code of Conduct

The Group's Code of Conduct ("Code") serves as the cornerstone of our ethical governance framework, setting clear expectations for behaviour, integrity, and professionalism across the organisation. It applies to all Board members, Senior Management, and employees, ensuring that every interaction and decision is guided by fairness, honesty, and responsibility.

The Code provides explicit guidance to prevent unethical practices such as corruption and bribery, while also addressing critical workplace issues, including sexual harassment and bullying. By establishing these standards, Matrix fosters a respectful and safe environment that protects the dignity of all individuals and reinforces trust in the organisation.

To ensure full understanding and commitment, the Code is communicated comprehensively across the Group. Board members receive detailed briefings during induction, while management and employees are introduced to the Code during onboarding.

Accessibility and inclusivity are also central to Matrix's approach. The Code is publicly available on the Group's website and internally on the intranet portal, with translations into Bahasa Malaysia underway to ensure clarity for all employees. This commitment to inclusivity strengthens awareness and reinforces accountability across diverse teams.

The effectiveness of the Code is reflected in FY2026, which recorded no reported violations, underscoring its role in safeguarding ethical conduct and reinforcing a culture of integrity.

Zero Tolerance on Corruption

Integrity is not negotiable at Matrix. We conduct every aspect of our business, across every division, every project and every relationship, with transparency, honesty and accountability. Our ABAC Policy formalises this commitment and establishes clear, enforceable standards for all who act on behalf of the Group.

The Policy is grounded in the Malaysian Anti-Corruption Commission Act 2009 and the MACC (Amendment) Act 2018, including full compliance with the corporate liability provision under Section 17A(5), which holds organisations accountable for corrupt acts committed by their associated persons. It also aligns with the Bursa Malaysia Securities Berhad Main Market Listing Requirements and is read together with the Group's Code of Conduct and Ethics for Directors and Employees and our No Gifts Policy.

Who Is Bound by This Policy

The ABAC Policy applies without exception to all directors, officers, employees whether permanent, fixed-term or temporary, technical and other consultants, agents and any other persons acting on behalf of the Group, wherever they are located. These individuals are collectively referred to as "Representatives" throughout the Policy.

Governance and Accountability

Ultimate responsibility for the ABAC Policy rests with the Board of Directors. The Board delegates oversight to the Risk Management Committee, which works with the Group Company Governance ("GCG") team to administer, monitor and review the Policy. Management at all levels is responsible for ensuring that their teams are aware of, understand and comply with the Policy, and that adequate and regular training is provided. This layered accountability structure ensures that anti-corruption principles are embedded not just at the top, but throughout every tier of the organisation.

Clear Boundaries: What Is Not Permitted

No Representative, nor anyone acting on their behalf, may offer, promise, give or accept any payment, reward, gift or entertainment to or from any public official or third party with the intention of obtaining or retaining a business advantage, influencing a decision, or rewarding a benefit already received. This includes using payments to secure permits, renew contracts on favourable terms or influence a public official to act contrary to their lawful duties.

Representatives are also prohibited from threatening or retaliating against any person who refuses to commit a bribery offence or who raises a concern under this Policy. Any activity that might lead to or suggest a breach of this Policy must equally be avoided.

For the purposes of the Policy, "Third Party" includes any individual or organisation that Representatives interact with in the course of their work, including customers, suppliers, consultants, agents, brokers, advisers and sponsorship beneficiaries. "Public Official" refers to any person holding a legislative, administrative or judicial office, any individual exercising a public function, any official of a public international organisation, or any political party official or candidate for public office.

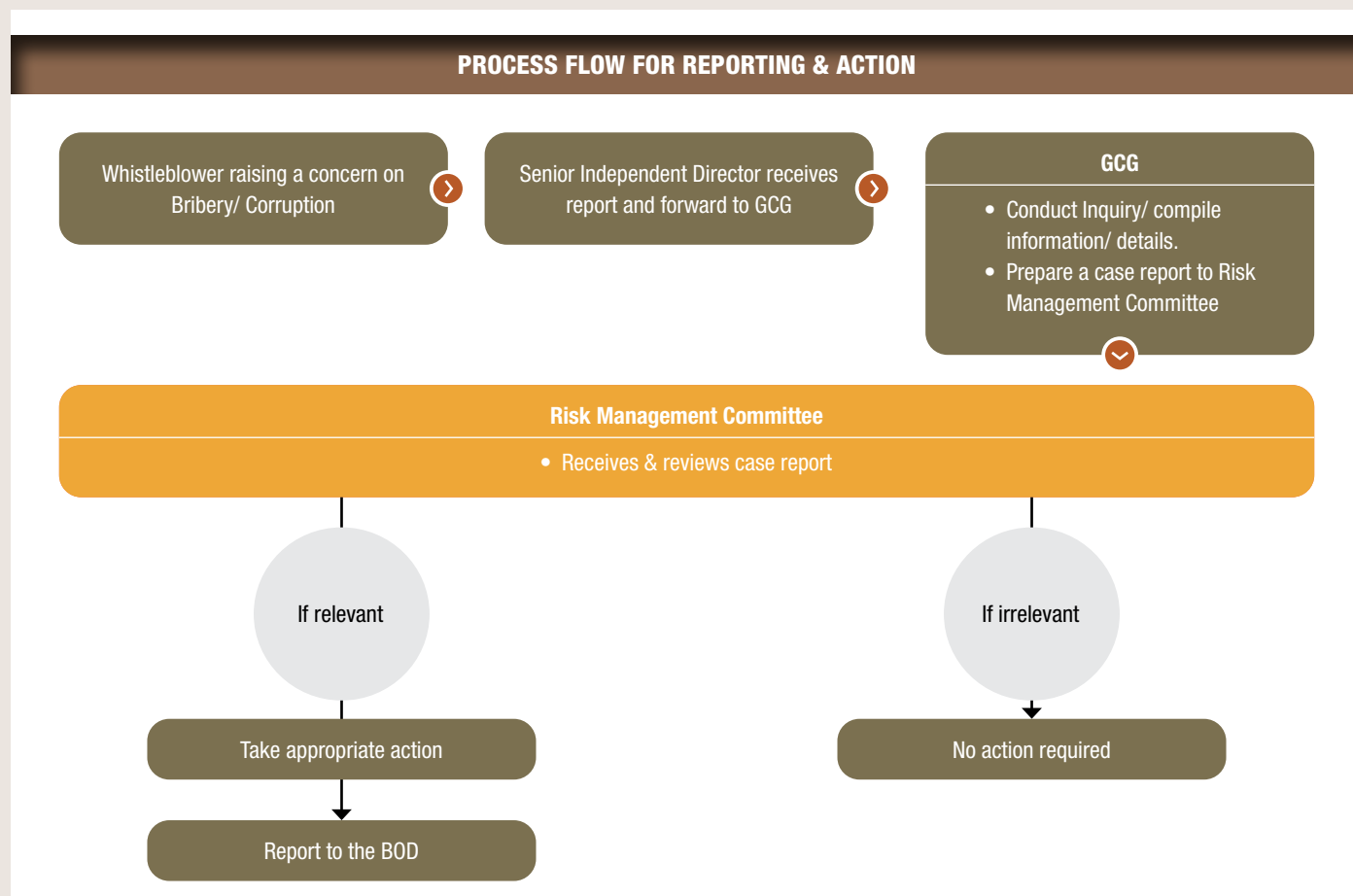
Charitable Contributions and Sponsorships

Charitable giving and sponsorships are an important expression of Matrix's community commitment, but they must never serve as a vehicle for improper influence. All contributions made on behalf of the Group must be independent of any business deal or decision, must be paid directly to the recipient organisation and must receive prior consent from the Group Executive Deputy Chairman ("GEDC") or Group Managing Director ("GMD"). The Group conducts due diligence on all recipients to confirm their legitimacy and ensure that funds are used for their stated purpose. Recipients are required to provide receipts and confirmation of fund usage.

Responsibilities of Every Representative

Every Representative is required to read, understand and formally declare their acceptance of and compliance with this Policy. The prevention, detection and reporting of bribery and corruption is a shared responsibility and not a function delegated to a single team or department. Representatives must notify GCG as soon as possible if they believe or suspect a breach has occurred or may occur. Employees who breach this Policy face disciplinary action up to and including dismissal. The Group also reserves the right to terminate any contractual relationship with a Representative who is found to be in breach.

Reporting Process



As illustrated in the process flow chart, concerns relating to bribery or corruption are channelled through a structured escalation process. A concern raised by a Representative is first received by the Senior Independent Director, who forwards it to GCG. GCG then conducts a thorough inquiry, compiles the relevant information and prepares a formal case report for the RMC. The Committee reviews the report and makes an assessment. Where the matter is found to be relevant, appropriate action is taken and the outcome is reported to the Board. Where the matter is assessed as irrelevant, it is formally closed and the outcome recorded. Confidentiality is maintained throughout, and the reporting party is fully protected.

Training, Communication and Due Diligence

ABAC training is embedded into the onboarding process for all new employees and third parties, ensuring awareness from day one. All existing employees receive ongoing training tailored to help them recognise and respond to bribery and corruption risks in their specific roles. The Group's robust stance is communicated to all third parties at the start of every business relationship. Third parties who are required to interact with public officials on behalf of Matrix must formally agree in writing to abide by all applicable anti-bribery laws and the requirements of this Policy before being authorised to act in that capacity.



On 15 August 2025, Matrix organised an anti-corruption awareness session titled *"Avoid Corruption, Protect Yourself, Your Family & Your Career"* in collaboration with the Malaysian Anti-Corruption Commission. The two-hour session was attended by 40 employees and focused on strengthening awareness of corruption risks, ethical conduct, and the broader consequences of unethical practices on individuals, families, workplaces, and society.

The programme also reinforced the importance of integrity, accountability, and compliance with anti-corruption laws, supporting Matrix's commitment towards cultivating a transparent and ethical working environment.

Monitoring, Audit and Review

GCG monitors the effectiveness of this Policy on an ongoing basis, with internal control systems and procedures subject to regular audits to confirm their adequacy in countering bribery and corruption. Any weaknesses identified are addressed promptly. The Policy is reviewed once every three years and may be amended at any time where the operating environment or regulatory requirements demand it. All Representatives are kept fully informed of any material revisions.

In FY2026, Matrix disseminated its ABAC Policy to all employees, with 83.6% acknowledging receipt and understanding of the policy. Zero incidents of bribery or corruption were reported during the year, reflecting the strength of our governance culture and the collective commitment of our people to conducting business with integrity.

Matrix also adopts a proactive approach to corruption risk management by regularly assessing and reviewing corruption risks across our operations to support informed decision-making and business resilience. During FY2026, a comprehensive corruption risk assessment was conducted by Wensen Consulting Asia, covering 100% of the Group's business units.

Whistleblowing Policy

The Group is committed to maintaining the highest standards of integrity, transparency, accountability and ethical behaviour across all its business operations. Recognising that employees and stakeholders play a vital role in upholding these values, the Group has established a comprehensive Whistleblowing Policy to provide a safe, structured and confidential channel for reporting any improper conduct or wrongdoing within the organisation. The Policy is aligned with the Whistleblower Protection Act 2010, the Companies Act 2016 and the Capital Market and Services Act 2007, and is read in conjunction with the Company's Code of Conduct.

Scope and Coverage

The Policy applies to all employees and stakeholders of Matrix. Reportable concerns include, but are not limited to, conduct constituting a criminal offence (such as fraud, corruption, cheating, theft, criminal breach of trust or insider trading), violations of the Company's established policies and Code of Conduct, actions detrimental to the interests of shareholders, clients or the public, failure to comply with contractual or statutory obligations, actions creating risk to health and safety, and sexual harassment.

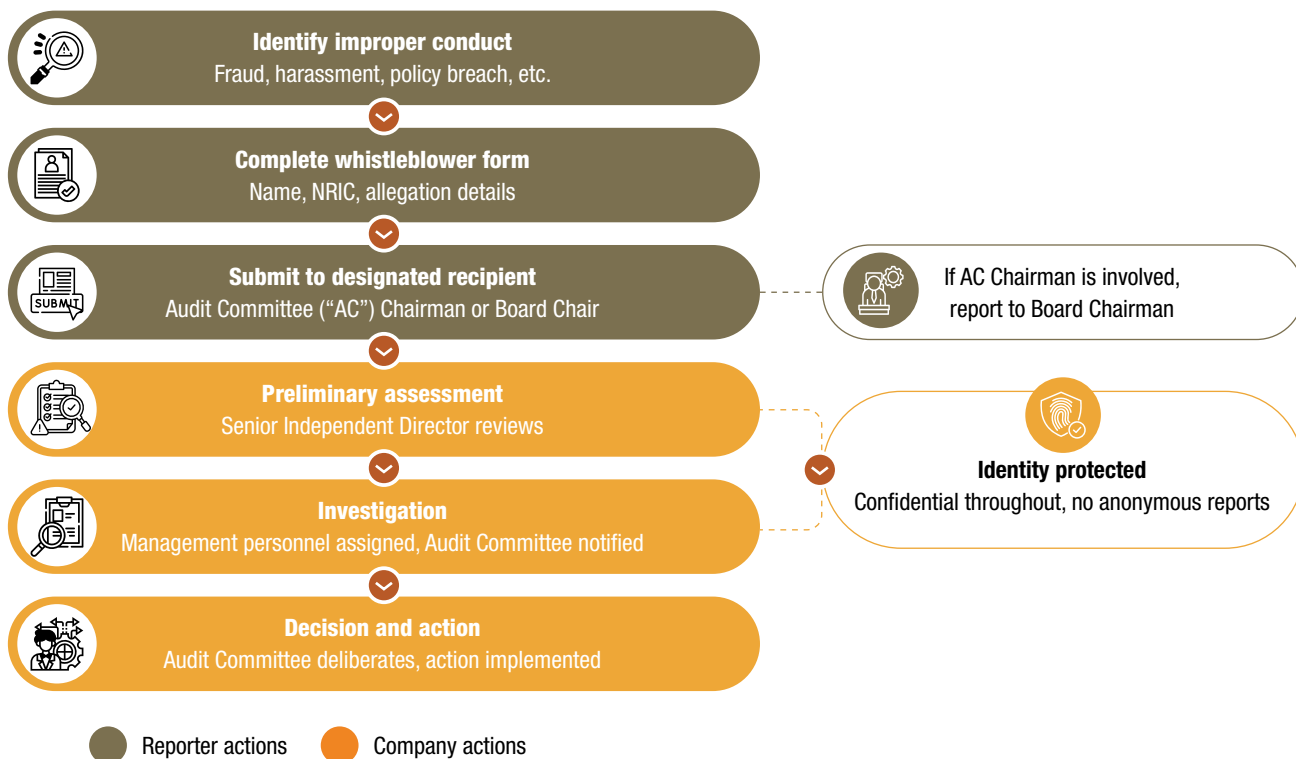
We encourage all reports to be made in good faith, with a reasonable belief that the information disclosed is substantially true. Malicious or false allegations are treated as gross misconduct and may result in disciplinary action, including dismissal.

Protection of the Whistleblower

Matrix places great importance on protecting those who come forward in good faith. Any employee or stakeholder who discloses improper conduct in compliance with this Policy is protected against retaliation or any detrimental action, even in cases where the disclosed information is subsequently found to be mistaken. The identity of the whistleblower including name, NRIC number and contact details is kept strictly confidential and will not be disclosed to any third party without the whistleblower's consent, except where required by law. In such instances, Matrix will notify the whistleblower prior to any disclosure of identity. Anonymous disclosures are not entertained under this Policy.

Whistleblowing Process

Matrix has put in place a clear and accessible reporting process to ensure that all disclosures are handled promptly and with appropriate confidentiality.



To make a disclosure, a reporter is required to submit a written report either by letter or email addressed to the AC Chairman, Encik Mazhairul Jamaludin (mjamaludin1@outlook.com), marked "Confidential — Audit Committee Chairman (Independent Director)". Should the disclosure involve the AC Chairman himself, the report must instead be directed to the Chairman of the Board. The disclosure must include details of the person(s) involved, a brief summary of the allegation, the date(s) and place(s) of the incident, and any other relevant information. The whistleblower's full name, NRIC number and contact details are required as anonymous disclosures are not accepted under this Policy.

Upon receiving the report, the Senior Independent Director conducts a preliminary assessment of the matter and assigns appropriate management personnel to carry out a thorough investigation. The progress of the investigation is reported to the AC. Upon completion, the AC deliberates on the findings and determines the appropriate course of action, which is then promptly implemented. Where feasible, preventive measures are also put in place to mitigate the recurrence of similar incidents.

Matrix recorded zero whistleblowing cases in the reporting period, reflecting the Group's strong commitment to ethical conduct and the effectiveness of its reporting mechanisms.

No Gifts Policy

Matrix upholds a strict No Gifts Policy as part of its broader commitment to ethical business conduct, integrity, and responsible corporate governance. The policy reinforces the Group's stance against practices that may give rise to conflicts of interest, undue influence, or perceptions of impropriety in business dealings. By embedding clear boundaries around gifts, gratuities, favours, and invitations, Matrix strengthens stakeholder trust while safeguarding the independence and transparency of its decision-making processes.

While the Group adopts a firm position against gifts and gratuities, the policy also recognises practical business and cultural contexts. Limited exceptions are permitted only where gifts are considered acceptable courtesies provided in good faith, particularly during festive seasons, and where such items are generally consumable, perishable, non-excessive in value, and do not create personal benefit or long-term value accumulation.

The policy establishes clear guidance on both the receiving and giving of gifts involving vendors, suppliers, and business partners. It also outlines disclosure and approval requirements for circumstances involving charitable contributions, courses, or support extended to parties in need of assistance. Any gifts, favours, benefits, or entertainment exceeding common business courtesies require prior approval from Senior Management to ensure transparency and accountability.

In order to reinforce implementation, vendors and suppliers are informed annually through the Group's Integrity Pledge on the expectations and requirements under the policy. Matrix also emphasises that gifts received on behalf of the company are treated as company property and shared appropriately among associates where relevant. This structured approach supports a culture of integrity while ensuring that business relationships remain professional, ethical, and aligned with the Group's governance standards.

Political Views & Contributions

Matrix maintains a strict policy of political neutrality to safeguard our independence, integrity, and reputation. The Group refrains from supporting, endorsing, or promoting any political party or individual, and does not make financial contributions for political purposes. This stance ensures that Matrix remains free from political influence and focused solely on our business objectives and stakeholder commitments.

In FY2026, the Group recorded zero political contributions. This stance ensures that Matrix remains free from political influence and focused solely on its business objectives and stakeholder commitments.

While the Group itself remains neutral, Matrix respects our employees' rights to engage in political activities as permitted by the law. The Group neither supports nor restricts employees' political affiliations, provided such activities remain personal and do not interfere with professional responsibilities. This balance reinforces Matrix's commitment to ethical governance, ensuring that neutrality at the corporate level is maintained while individual freedoms are respected.

DIGITALISATION AND CYBERSECURITY

M7

While digitalisation brings many benefits to our business operations and customer experience, Matrix treats data protection as a critical responsibility because safeguarding personal information is fundamental to trust and compliance.

The Group adheres closely to Malaysia's PDPA 2010 and other applicable laws. This ensures that privacy considerations are embedded into every stage of data collection, storage, and use. Any information collected is obtained transparently, with clear consent from individuals, and it is used strictly for the purposes communicated. Any transfer of data to external parties requires explicit approval from the data owners, reinforcing accountability and control.

Additionally, robust ICT infrastructure, layered security protocols, and continuous monitoring are in place to prevent unauthorised access or misuse. Data that is no longer required is systematically removed to reduce exposure and maintain clean, secure records.

In FY2026, Matrix successfully maintained our record of zero data breaches.