CORPORATE GOVERNANCE REPORT

STOCK CODE	**:**	7052
COMPANY NAME	**:**	Padini Holdings Berhad
FINANCIAL YEAR	**:**	June 30, 2026

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 PERSUANT 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	:	The Board of Directors ("Board") is accountable and responsible for the overall performance and affairs of the Group by overseeing and appraising the Group's strategies and policies in achieving the objectives and long-term goals of the Group. The Managing Director, who is appointed by the Board, is responsible for the management of the Group's operations and business as well as implementation of business plans and strategies, policies and decisions approved by the Board, and is further supported by a Management Team whose members are tasked to oversee the key operating areas within the Group. The Board is guided by the prevailing legal and regulatory requirements as well as the Group's policies in discharging its fiduciary duties and responsibilities. There are altogether ten (10) members in the Board, comprising five (5) Executive Directors and five (5) Independent Non-Executive Directors. The duties, powers and functions of the Board are governed by the Board Charter, the Companies Act 2016, Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Malaysia") and other regulatory guidelines and requirements that are in force. The Board meets at least once every quarter to review performances and strategies of the Group, with the convening of special Board meetings when the need arises.

	The Board assumes the following key duties which are discharged in the best interest of the Group, in pursuance of integrated regulatory and commercial objectives: 1. Establishing and reviewing the Group's **long-term direction**, formulate business objectives and strategies through the understanding of the key drivers of the Group's performance in ensuring that the Group is responsive to changes in the business and economic environments. 2. Approving the Group's annual business plans, annual budget and carries out periodic **review** of the achievements by the various operating divisions against their respective business target. 3. The Board, together with Senior Management, promotes a **sound corporate governance culture** which reinforces ethical, business integrity, commitment to values, delivering sustainable values and managing shareholders' and stakeholders' expectation, including but not limited to Anti-Corruption and Bribery policies. The Board believes that upholding an effective Corporate Governance ("CG") structure and culture within the Group can enhance shareholders' value and overall competitive positioning. 4. Ensuring the Group has appropriate business **risk management process** including the management of sustainability and climate-related risks and opportunities. Identifying the principal risks and opportunities relating to the Group's business and ensuring that appropriate systems are established to monitor and manage such risks and opportunities, including an adequate control environment, internal control systems and management information systems. 5. Ensuring that there is in place an appropriate succession plan for members of the Board and Senior Management. 6. To be accountable to its shareholders and stakeholders who may be affected by the Group's decision such as employees, suppliers, customers, the local community and the state/country where the Group is operating.

	7. Ensuring Group's long-term sustainability, success and prosperity, while achieving a balance between the Economic, Environmental, Social and Governance including the management of material sustainability and climate-related risks and opportunities. The duties and responsibilities of the Board are enclosed in the Board Charter which is available at https://corporate.padini.com The Board has delegated its power to the relevant Board Committees such as Audit and Risk Committee ("ARC") and Nominating and Remuneration Committee ("NRC"). The Board and Board Committees are supported by management committees such as Risk Management Committee ("RMC") and Sustainability Committee ("SC") to ensure the effective discharge of its functions and responsibilities. The roles for each Board Committee are as follows: • ARC to assist the Board in overseeing the financial reporting process as well as monitoring the accuracy and integrity of the Group's annual and quarterly financial statements. The ARC also reviews and evaluates the performance of external audit and internal audit in ensuring efficiency and effectiveness of the Group's operation, adequacy of internal control system, compliance with established policies and procedures, transparency in decision-making process and accountability of financial and management information. • NRC is responsible for formulating, nominating, selecting and reviewing succession planning for the Group. NRC also determine criteria for Boards' or Board Committees' membership, structure, responsibilities and effectiveness, reviews the term of office and performance of the Committees. The Board Committee reviews the successors assessment results, monitors the progress of action taken, including the development programme for the readiness and potential of identified candidates to assume critical position within the Group. NRC also reviews, assesses and recommends to the Board, remuneration packages of the Managing Director and Key Senior Management. The Board acknowledges that in a competitive global environment where securing talents is a challenge, more attention is needed in managing human capital development.

	• RMC assists the ARC in fulfilling its oversight responsibilities with regard to the implementation of the Enterprise Risk Management ("ERM") system of the Group. The RMC will carry out the process of identification of each business risks; the measurement of the identified business risks; the control or the way the risk is managed in line with the needs of the Group's policies and strategies; and constant monitoring and communicating of risks associated with any activity, function or process in a way that will enable the Group to minimise losses and maximise opportunities. • SC helps manage the organisation's sustainability efforts and develop its institutional capacity around sustainability. SC will assess the current state of the Group, brainstorms possibilities, sets goals and creates action plans. • Whistle-blowing channel has been established to protect all employees of the Group, other related parties with a business relationship with the Group or any other related persons who report with substantiated evidence, bona fide violations of legal, ethical and/or generally accepted corporate and/or workplace policies or behaviours to the Management and/or to external regulatory parties, from retaliation. The Committees are established with specific responsibilities to oversee the Group's affairs, with authority to act on behalf of the Board as mandated in the respective committees' terms of reference/charter. The ARC and NRC terms of reference/charter are available at https://corporate.padini.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

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	:	The Board is led by an Independent Non-Executive Chairman, Datuk Lee Say Tshin, whose principal responsibility is to instil good corporate governance practices, provide leadership and ensure the effective functioning of the Board. The roles and responsibilities of the Chairman are clearly specified in the Board Charter. They include, but are not limited to, the following: 1. Providing necessary leadership for the orderly and effective functioning of the Board. 2. Promoting a right balance between Non-Independent and Independent Directors and ensuring that Board members participate fully in board activities. 3. Ensuring that meeting agendas include all relevant issues, and that directors, especially the non-executive members receive information pertaining to such issues in a timely manner. 4. Ensuring that decisions are taken on a sound and well-informed basis, including by ensuring that all strategic plans and critical issues are considered by the Board. 5. Ensuring that the activities of the Board and those covering the Group's business are always conducted in accordance with good Corporate Governance practices. 6. Acting as liaison between the Board and Management, and between the Board and the Managing Director ("MD") by encouraging participation and different views to be freely expressed. The roles and responsibilities of the Chairman of the Board have been clearly stipulated in the Board Charter which is available on the Group's website at https://corporate.padini.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

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	:	It has long been recognised that both the Chairman of the Board who is an Independent Non-Executive Director and the Managing Director who is the de facto CEO of the Group, will play important leadership roles. Both lead the Board, promotes objectivity in board deliberations and oversees how the Board conducts its relationships with Management. The Chairman and CEO are assigned distinct duties and responsibilities to ensure a balance of power and authority with the Board. The position of Chairman is held by Datuk Lee Say Tshin, an Independent Non-Executive Director, while the position of Managing Director is held by Mr Yong Pang Chaun. The Chairman is responsible in leading the Board in its collective oversight of Management whilst the Managing Director is responsible to implement the policies and strategies approved by the Board for the purposes of running the business and the day-to-day management of the Group. The Board Charter which is available from the Group's website at https://corporate.padini.com, spells out in greater detail the responsibilities of the Board as a whole and that of the Chairman and the CEO. The Board stresses the importance of achieving business objectives in good corporate governance manner and atmosphere. The Board's oversight is there to ensure that Management does not overstep the boundaries of legal and morally acceptable behaviours.
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 1.4

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

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'.		
Application	:	Applied
Explanation on application of the practice	:	Datuk Lee Say Tshin, the Chairman of the Board, is not a member of the Nominating and Remuneration Committee ("NRC") nor the Audit and Risk Committee ("ARC"). Both NRC and ARC consist of all independent and non-executive directors which allows check and balance as well as objective review performed by the Board. On top of that, the chairperson of both NRC and ARC are different person. This has minimised the risk of self-review and conflict and reduce the possibility of impairment of objectivity of the Chairman and the Board when deliberating on observations and recommendations put forth by the board committees.
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 1.5

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	:	The Board is supported by two (2) qualified and competent Group Secretaries, namely Ms Ho Mun Yee and Ms Cho Mei Tho. Both Group Secretaries satisfy the qualification as prescribed under Section 235(2) of the Companies Act 2016 and are Associate members of Chartered Governance Institute of Malaysia (CGIM) [Formerly known as The Malaysian Institute of Chartered Secretaries and Administrators (MAICSA)] and has the requisite experience and competency in Group secretarial services. The Group Secretaries continuously stay updated of the evolving market environment, regulatory changes and enhancement in corporate governance best practices by attending trainings. The Group Secretaries manage the logistics of all Board, Board Committee and the subsidiaries meetings and ensures accurate and proper records of the proceedings and resolutions passed are maintained in the statutory records at the registered office of the Group. The Group Secretaries give clear and sound advice on the measures to be taken and requirements to be observed by the Group and the Directors arising from new statutes and guidelines issued by the regulatory authorities to comply with relevant laws, rules, regulations and governance best practices, Boardroom effectiveness and Directors' duties and responsibilities. The Group Secretaries serve as a focal point for stakeholders' communication and engagement on Corporate Governance ("CG") issues as well as communication between Regulators and the Board and Senior Management. They play an advisory role to the Board particularly with regards to the Group's Constitution, Board policies and procedures, corporate governance best practices and its compliance with regulatory requirements, codes and legislations. All Board Members have unrestricted access to the professional advice and services of the Group Secretaries and are satisfied with the performance and support rendered by the Group Secretaries to the Board in discharging its functions.

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 1.6

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	:	The Chairman takes responsibility in ensuring that the Directors are given advance notice of Board and Committee meetings for the year, including the Annual General Meeting ("AGM"), as well as the closed periods for dealings in securities by Directors based on the targeted dates of announcements of the Group's quarterly results. This will allow Directors to lock in their dates for advance planning. Regular Board meetings are held on a quarterly basis and ad hoc Board meetings will be held as and when required. Comprehensive Board papers containing management reports and proposal papers are given to the Directors at least five (5) days before Board meetings to ensure sufficient time for reviews, setting up the agenda and to seek additional information and/or clarification on the matters to be deliberated at Board meetings. Board members are provided with pertinent information such as minutes of previous meetings, agenda of the immediately pending meeting, financial reports, forecast and statements, etc., necessary to enable informed decision-making. Board Committee Meetings are held separately from the main Board Meeting to ensure that objective deliberations can take place during the committee meeting. The minutes of meetings are prepared and circulated to all the Directors for review and approval. All key points discussed, fundamental questions raised, decisions made during the meeting were recorded, including declaration of interest of the Directors or any abstention on any resolution by the Directors. Minutes of meetings are circulated to all Board members in a timely manner and signed by the Chairman of the Board/Board Committees as a correct record of the proceedings of the meeting based on confirmation from the Board/Board Committee members. Directors may request further clarification or raise comments on the minutes prior to confirmation by the Board. The Board keeps abreast of key issues and decisions made by Board Committees through reports by the Chairman of each committee and via the minutes of Board Committee meetings presented to the Board.

	Each Director, subject to applicable laws, shall have unrestricted access to all information within the Group, to senior management, and to the Group Secretaries. Directors have the right, jointly or individually, at the Group's costs, to obtain independent professional advice where required.	
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
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	:	The Board Charter adopted by the Board clearly sets out the respective roles and responsibilities of the Board and the Management to ensure accountability. The Board Charter sets out the roles and responsibilities of the Board, Board Chairman, CEO (or "the Managing Director") and Board Committees. The Board Charter also describe matters which will be specifically reserved to the Board for decision on approval and change. The Board Charter covers the following key areas: • Composition of the Board • Responsibilities of the Board • Roles of the Chairman • Roles of the CEO • Board Structures and Procedures • Board / Management relationship • Supply of Information to the Board • Directors' Training • Board Committees The Board Charter is periodically reviewed by the Board and updated taking into consideration the needs of the Group as well as any development in relevant best practices, rules, regulations and laws that may have an impact on the discharge of the Board's duties and responsibilities. During the financial year, the Board reviewed and updated the Board Charter to expressly incorporate the Board's oversight of Management's performance in relation to sustainability and climate-related risks and opportunities, as well as its responsibility for identifying and overseeing the management of the Group's principal risks and opportunities. The revised Board Charter was approved by the Board on 27 August 2026 and is accessible for reference on the Group website at https://corporate.padini.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
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	:	The Code of Conduct ("Code"), Corporate Integrity Pledge and Bribery Policy were reviewed on 26 May 2026 are published on the Group's website at https://corporate.padini.com The Group has a Code to provide clear guidelines on permissible or non-permissible conduct in the business practices of the Group. The Code of Conduct and Ethics reinforces the Group's core value on integrity by providing guidance on moral and ethical behaviour that is expected from all employees and the Board. The Code, together with other related policies, procedures and guidelines, sets out the principles to guide standards of behaviour and business conduct when employees and Directors deal with third party and these are integrated into Group-wide management practices. The Group communicates the Code and the policies to all employees and external stakeholders. The Code and Policies cover the following four (4) broad categories: • Corporate Governance • Relationships with stakeholders • Social responsibilities, and • Corporate Integrity and Bribery Policy
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 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	:	The Group has set up a Whistle-blower Protection Program aimed to protect all employees of Padini Holdings Berhad and its subsidiaries, other related parties with a business relationship with the Group or any other related persons who report with substantiated evidence, bona fide violations of legal, ethical and/or generally accepted corporate and/or workplace policies or behaviours to the Management and/or to external regulatory parties, from retaliation. Of special significance is the fact that whistle-blowing reports may also be directed to the Group's Independent Non-Executive Director, Ms Tan Shi Wen, via email: whistleblower@padini.com The Group's Whistleblowing Policy adopted by the Board to: 1. encourage employees and external parties to feel confident in raising genuine concerns and to question and act upon concerns about practice; 2. provide avenues for employees and external parties to raise those concerns and receive feedback on any action taken; and 3. reassure employees and external parties that they will be protected from possible reprisals or victimisation for whistleblowing in good faith. Areas of whistle-blowing: a) Criminal breach of trust; b) Fraudulent financial reporting; c) Any act of dishonesty or fraudulent practice; d) Misstatements arising from any form of misappropriation; e) Illegal activities; f) Violation of existing laws and/or legal requirements, and/or of the Group's rules and regulations or guidelines; g) Expenditures, whether unofficial or authorised, for the purpose of offering an inducement to an employee or a related party to do or otherwise facilitate unethical or illegal activities; h) Acceptance of any form of benefit, gifts or favours offered to influence any business decisions in favour of the giver; i) Acceptance of kickbacks, bribes, and like forms of inducements; and

	j) Any other form of misconduct that might risk the Group's interest or business well-being. The Whistleblowing Policy was reviewed by the Board on 26 May 2026 and is accessible for reference on the Group website at https://corporate.padini.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
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	:	The Board acknowledged the importance of sustainability matters and oversight as part of Group's initiatives. The Group has implemented a governance structure of Sustainability Committee ("SC") chaired by the Managing Director, Mr Yong Pang Chaun who believes tone at the top and supported by management representative from various function with the aim to lead the Group towards achieving its long-term goals. SC is responsible for the formulation of sustainability policies, develops action plans in relation to these policies and monitors the implementation of action plans to ensure decisions and actions are in the best interest of stakeholders. Sustainability is the journey to long-term success of the Group, the Board altogether with the Management considers sustainability issue when designing strategy, business plans, policies and decisions of the Group. Several training programs had been organised for the Board and Management to ensure the Board and the Management are kept abreast on sustainability issues and updates. Besides, a materiality assessment of Padini's material sustainability matters was conducted based on Bursa Securities Sustainability Toolkits for Materiality Assessment and Materiality Matrix and were presented to the Board. This provides guidance on the priorities of sustainability issues for better strategies planning purpose. Padini is committed to elevate environment, social and governance ("ESG") matters and sustainability issues to the Board in a consistent manner. In response to the sustainability issue on the environment, there has been brainstorming session and discussion between SC on aligning and integrating sustainability consideration into Padini's business plans of actions. For this, Padini has launched eco-friendly products and has been actively sourcing for sustainable materials such as organic cotton, recycled cotton, sorona fabric, Lenzing Tencel and recycled polyester to

	be used in Padini's product. Please refer to the Sustainability Statement within Padini's Integrated Annual Report 2026 for further information and disclosures. The Board and Management are cognisant and supportive of the global commitment on reducing carbon emission. Padini had installed Solar System to utilise more renewable resources at Padini Headquarters and warehouse and simultaneously reduce carbon emission to the environment. Padini has introduced recycling campaign in stores by providing recycle bins for customers to drop off old garments and footwears. In addition, Padini has enhanced some of the stores' lighting by transitioning from Compact Discharge Metal Halide Technology ("CDMT") to energy-efficient LED technology. This strategy aims to improve energy efficiency, reducing maintenance costs, and embrace a more sustainable and advanced lighting solution for the stores. During the year, the Group commenced preparation for the adoption of IFRS S1 General Requirements for Disclosure of Sustainability-related Financial Information ("IFRS S1") and IFRS S2 Climate-related Disclosures ("IFRS S2") under Malaysia's National Sustainability Reporting Framework ("NSRF"). In addition, the Board's oversight responsibilities for sustainability and climate-related matters have been formalised in the revised Board Charter. The Charter expressly provides that the Board oversees Management's performance in managing sustainability and climate-related risks and opportunities and ensures that appropriate systems are established to identify, monitor and manage the Group's principal risks and opportunities. The Board reviews and approves Padini's Sustainability Statement for the publication in the Integrated Annual Report. Please refer to the Sustainability Statement on further details of the sustainability governance structure, sustainability management activities, performances and outcome.	
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 4.2
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	:	The Board and Management have undertaken steps to address the Group's sustainability risks and opportunities. Management has actively engaged on the discussion of sustainability matters with various level of employments. Internal discussions have been carried out on various occasions, including but not limited to Key Performance Index meetings, risk management meeting at managerial level and informal discussions. We encourage involvement of all levels in order to make an impactful progress. The overview of integration of sustainability in business operations and contribution are communicated through the Integrated Annual Report financial year 2026. Group's Sustainability Statement/Report has disclosed our efforts made for the sustainability on Environment, Social and Governance ("ESG") as well as details of stakeholders' engagement and communication. On top of that, Padini's Annual General Meeting ("AGM") and result briefing are also important to act as a communication channel especially between shareholders, different stakeholders, directors and senior management whereby any questions pertaining the Group can be discussed alongside with the financial review and proposed resolutions of the meeting. The Board and Management continuously review the new practices under revised MCCG 2021 and ensures that there is an effective governance framework for Group's sustainability. Group's sustainability works to address Group's material sustainability risks and opportunities are still ongoing. Trainings regarding sustainability has been organised for the Board as well as our employees to raise awareness on sustainability and ESG matters among the Board and employees.
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	:	In order to ensure the Board stay abreast with and understand the sustainability issues relevant to the Group and its business including climate-related risks and opportunities, the Board has been proactively seeking sustainability related training programmes. During financial year 2026, the Directors attended sustainability-related training programmes and briefings covering IFRS S1 and IFRS S2 to strengthen the understanding of sustainability and climate-related financial disclosure. Details of the training programmes attended by the Directors are disclosed in the Corporate Governance Overview Statement of the Integrated Annual Report 2026. The Board also make sure the sustainability practices in the Group are well guided with Sustainability Reporting Guide issued by Bursa Malaysia, United Nation's Sustainable Development Goals ("UNSDG") and Global Reporting Index ("GRI") Standards. The SC had been set up by the Board to deal effectively with sustainability issues which are relevant to the business. The ARC meetings have embedded sustainability risks and opportunities within its agenda for discussion as well. As a contribution to reduce the negative impact of climate change, Padini has started using recycle and sustainable paper bags and shoe box at Vincci stores since previous years. For now, the Board has been actively updated by the Management on the progress of launching eco-friendly products at all retail stores. On top of that, the Board understands that every Company is playing its important role in the community and fulfilling corporate social responsibility. The Board was constantly updated by the Management on the activities carried out by Kelab Kebajikan Syarikat Padini Holdings Berhad, a group consisting of employee volunteers from Padini. Up to RM147,000 of cash or in kind were donated to Non-Governmental Organisation ("NGOs") to help those in need. Please refer to Sustainability Statement for further details.

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 4.4
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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Board and Management have yet to undertake the performance evaluations to address the Group's sustainability risks and opportunities. The Board is mindful that this performance evaluation could promote accountability to address the material matters of sustainability. However, detailed study on linking of performance evaluation on sustainability issues are required.	
		The Management has embedded the sustainability material matters as part of key performance indicator ("KPI") which are reviewed at least twice a year. These sustainability considerations are discussed during the internal business review meeting.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The Board and Management will take necessary steps to improve the evaluation structure relating to addressing the Group's material sustainability risks and opportunities.	
Timeframe	:	Others	1 year

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	:	Padini's Managing Director ("MD"), Mr Yong Pang Chaun has been identified as designated person within Management, to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the Group. The MD, since the year of 2020, has been leading the key management from various operations towards integration of sustainability into daily operation of the Group.

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	:	The Nominating and Remuneration Committee ("NRC") is entrusted with the responsibility of reviewing the size, structure and composition of the Board with a view to determining the impact of the number of Board members, and the effectiveness of the Board as a whole. Besides, there is Board evaluation of peer and self-assessment annually to review the contribution, competencies, commitment and performance of each director, including the eligibility of the Directors whether due for re-election or retiring. The NRC reviews the tenure of directors, including taking into account directors' performance, their skill sets, experience, character, integrity, independence, competency, commitment and contribution.	
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 5.2
At least half of the board comprises independent directors. For Large Companies, the board comprises a majority independent directors.

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The Board currently comprises five (5) Independent Non-Executive Directors and five (5) Executive Directors which is in compliance with Paragraph 15.02(1) of the MMLR of Bursa Malaysia (Page 137 of the Integrated Annual Report). The present board composition is having at least half of the board comprises independent directors. While the current board composition meets the Listing Requirements, it departs from the MCCG 2021. The five (5) Independent Non-Executive Directors are not employees and there are no relationships or circumstances which are likely to affect, or could appear to affect, the Independent Non-Executive Directors' judgement. They bring an external perspective, constructively challenge and help develop proposals on strategy, scrutinise the performance of Management in meeting approved goals and objectives, and monitor the risk profile of the Group's business and the reporting of business performance. The Independent Non-Executive Directors do not participate in the day-to-day management of the Group. They engage with senior management, external and internal auditors as and when required to address matters concerning the management and oversight of the Group's businesses and operations.
		The Group recognises the importance of good Independent Directors that will bring with them a wealth of knowledge and experience. They help to guide and shape strategic thinking, perception and the understanding of risk. The Board will continue its effort to source for suitable candidates for appointment to the Board, with consideration of the Board's skills, experience, diversity with the aim of achieving a majority independent Board.
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	We will continue to take necessary steps to bring the composition of the Board to be in line with the MCCG recommendation.

Timeframe	:	Within 3 years	

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	:	Not applicable - Step Up 5.4 adopted	
Explanation on application of the practice	:	As at the date of this report, all five (5) Independent Non-Executive Directors have served the Board for less than nine (9) years.	
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 5.4 - 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	:	Adopted
Explanation on adoption of the practice	:	In line with Step Up Practice 5.4 of the MCCG, the Board has approved a policy on 27 September 2024 to limit the tenure of the Independent Non-Executive Directors to nine (9) years and the Board Charter has been updated accordingly. As at the date of this report, all five (5) Independent Non-Executive Directors have served the Board for less than nine (9) years.

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	:	The Board has adopted a diversity policy to set out the approach to diversity on the Board and workforce of the Group. The Board conducts regular reviews of its composition with the aim to ensure it achieves a diverse Board which is able to benefit from the breadth of perspectives. In sourcing for suitable candidates, the Group takes into account the benefits of having different facets of diversity including gender, age, professional background, skills and experience. The Nominating and Remuneration Committee ("NRC") is responsible for assessing and considering suitable candidates for the appointment of Board and Senior Management taking into consideration their capabilities, professionalism, integrity, expertise and experience. In this respect, the roles of the NRC are detailed in the NRC Charter, which is accessible for reference on the Group's website at https://corporate.padini.com In making its recommendations to the Board, the NRC considers and assesses the suitability of a new appointment based on objective criteria, including: 1. Skills, knowledge, expertise and experience; 2. Time commitment, character, professionalism and integrity; 3. Perceived ability to work cohesively with other members of the Board; 4. Specialist knowledge or technical skills in line with the Group's strategy; 5. Diversity in age, gender and experience background; 6. Number of directorships in companies outside the Group; and 7. In the case of candidates for the position of Independent Directors, the NRC shall also evaluate the candidates' ability to discharge such responsibilities/functions as are expected from 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 5.6
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	:	The Group has in place a formal and transparent procedure for the appointment of Directors to the Board via the Nomination and Remuneration Committee ("NRC"). The current process with regards to the appointment of new Directors to the Board may come from a wide variety of sources, including industry databases, Directors' pool, senior employees of the Group, shareholders, industry associations, recruiting firms and others. It may obtain independent professional or other advice and may request the attendance of persons at meetings, if necessary. In appointing an appropriate individual to the Board, the NRC shall first consider and recommend to the Board the suitable candidate for directorship taking into consideration and upon the evaluation of the candidate's skills, knowledge, competencies, expertise and experience, time commitment, professionalism, integrity and diversity. The NRC would assess their suitability based on a prescribed set of criteria as set out in the NRC Charter. Detailed information on the process undertaken by the NRC including its process of identifying and appointing a candidate can be found in the NRC Charter on the Group's website at https://corporate.padini.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 5.7

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	:	Each Directors' profile is set out in the Integrated Annual Report with details disclosed as follows: (Pages 129 to 135 of the Integrated Annual Report) 1. Biography includes their academic and professional qualification; 2. Present directorship; 3. Any family relationship with directors and/or any major shareholders of the Company; 4. Any conflict or potential conflict of interest with the Company; 5. Any convictions for offences within the past five (5) years and particulars of any public sanctions or penalties imposed by the relevant regulatory bodies other than traffic offences, if any; and 6. Details of attendance at board meetings. This information provides insights to the shareholders if there is 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. On top of that, the Company took cognisant that the Notice of Annual General Meeting ("AGM") has been issued to the shareholders with the explanatory notes accompanying the Notice of AGM, containing a statement on the justifications by the Board on the re-election of Directors. Each individual director abstained from discussions and deliberations on their own eligibility to stand for re-election at the Nominating and Remuneration Committee ("NRC") and Board meetings and AGM.

	The appointment and reappointment of director is processed through a thorough and transparent assessment, which is elaborated under Practice 5.1, 5.5 and 5.6 of this report.	
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 5.8
The Nominating Committee is chaired by an Independent Director or the Senior Independent Director.

<table>
<tr><td>Application :</td><td colspan="2">Applied</td></tr>
<tr><td>Explanation on application of the practice :</td><td colspan="2">The Nomination and Remuneration Committee (“NRC”) comprises of four (4) members and is chaired by Ms Tan Poh Ling, all of whom are exclusively of Independent Non-Executive Directors as follows:

<table>
<tr><th>No.</th><th>Independent Non-Executive Directors</th><th>Membership</th></tr>
<tr><td>1.</td><td>Ms Tan Poh Ling</td><td>Chairman</td></tr>
<tr><td>2.</td><td>Ms Tan Shi Wen</td><td>Member</td></tr>
<tr><td>3.</td><td>Mr Timothy Tan Heng Han</td><td>Member</td></tr>
<tr><td>4.</td><td>Mr Ng Chee Hoong</td><td>Member</td></tr>
</table>

The NRC has carried out its duties in accordance with the NRC Charter which can be obtained from the Group’s website at https://corporate.padini.com.</td></tr>
<tr><td rowspan="2">Explanation for departure :</td><td colspan="2"></td></tr>
<tr><td colspan="2"></td></tr>
<tr><td colspan="3">Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</td></tr>
<tr><td>Measure :</td><td colspan="2"></td></tr>
<tr><td>Timeframe :</td><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 5.9
The board comprises at least 30% women directors.

Application	:	Applied	
Explanation on application of the practice	:	The Board of Padini is of the view that diversity on the Board enhances the decision-making capability of the Group and it improves board discussions process by allowing different perspectives to be included in decision making. In line with the Government's aspiration to have at least 30% women representation in decision-making positions of Malaysian public companies, the Group currently has three (3) female members out of ten (10) members on the Board, representing 30% of the total Board Members. The Group also ensure diversity in its management level by having strong female representations at the management level which could potentially be a pipeline for future candidates to be appointed as Directors or Senior Management.	
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 5.10
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	:	The Board of Padini is of the view that diversity on the Board enhances the decision-making capability of the Group and it improves board discussions process by allowing different perspectives to be included in decision making. Current composition of the Board and Senior Management reflect a mix diversity of gender and age. In addition, the Group maintains a policy of non-discrimination, ensuring equal opportunities and fair treatment for all individuals in any level's recruitments and workforce, regardless of gender, age, sexual orientation, or disability or any other characteristics or status.	
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
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.

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.	
Application :	Departure
Explanation on application of the practice :	
Explanation for departure :	The Nomination and Remuneration Committee ("NRC") will facilitate objective and candid Board performance evaluation annually which comprises Board assessment, self-assessment and assessment on Board Committees, and present the outcome to the Board, reports findings to the Board for review and recommends appropriate actions to improve the performance and function of the Board. The performance assessments included are as follows: 1. Performance Evaluation of Audit and Risk Committee members by the Board 2. Performance Evaluation of Audit and Risk Committee by the Board 3. Performance Evaluation of Each Individual Director 4. Performance Evaluation of the Board The process was internally facilitated and conducted through the Directors' Self and Peer Assessment questionnaires circulated to the Directors covering a variety of areas, such as: • Strategic input on each Director (self and peer review) • Ethical and value driven behaviour; • Competence and capability; • Time commitment; and • Independence and tenure limit (for Independent Directors only)

	While the Board took cognisance of Practice 6.1 and will continue to review the process periodically and improve the assessment process, we are of the view that the current practices are in line with the intended outcome. The duly completed questionnaires were collated and the results reported to the NRC for deliberation. Thereafter, the recommendations of the NRC and the results of the evaluation were tabled to the Board. The results, in particular the key strength and weaknesses identified from the evaluation, will be shared with the Board to allow enhancements to be undertaken. Based on the assessment, the Board was satisfied that taking into consideration the nature and the scope of the Group operations and its business requirements, the current size and composition of the Board is appropriate and well balanced with diversity of skill set, knowledge and experience which would facilitate effective decision-making. The Board was also satisfied with the level of independence demonstrated by the Directors throughout the year and their abilities to act in the best interest of the Group.	
	The Board noted the recommendation for Large Companies to engage independent experts at least every three (3) years to facilitate objective and candid board evaluations. The Board has analysed the annual assessment carried out for financial year 2026 and was satisfied with the assessment result as mentioned above.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :	As above	
Timeframe :	Others	As above

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	:	The Group has in place a remuneration framework and procedures to determine the remuneration of the Directors, which is clear and transparent, designed to attract and retain the right talent in the Board taking into consideration factors such as their fiduciary obligations and responsibilities, time commitment, and the Group's performance and market conditions. Each individual Director concerned abstained from discussion on their own remuneration/fees. The fees of the Non-Executive Directors were determined by the Board as a whole based on individual skills, experience and competency, performance of the individual against set business objectives, level of responsibilities undertaken and contributions to the Board. At the previous Annual General Meeting ("AGM") held on 27 November 2025, shareholders approved the Directors' fee of RM523,000 in respect of the financial year ended 30 June 2026. The remuneration of Executive Director ("ED") is structured so as to link rewards to corporate and individual performance. The remuneration includes salary and emoluments, bonus, benefits-in-kind and others. The payment of Directors' fees and benefits payable to the Independent Directors of the Company will be subject to the shareholders' approval at the forthcoming AGM. The remuneration of Directors and key Senior Management is reviewed by the Nominating and Remuneration Committee ("NRC").
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 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	:	The Nominating and Remuneration Committee ("NRC") has a written Charter which deals with its authority and duties and the Charter is disclosed on the Group's website. The chair of the Committee is currently held by an Independent Non-Executive Director, Ms Tan Poh Ling, and supported by three (3) members, Ms Tan Shi Wen, Mr Timothy Tan Heng Han and Mr Ng Chee Hoong. The composition, duties and authority of the Committee are disclosed in the NRC Charter and is available for public viewing on the Group's website at https://corporate.padini.com - Charters & Code of Conduct. The NRC is responsible for making recommendations to the Board on the remuneration packages of the Executive Directors and members of the Board Committees. NRC Meetings shall be held at least once (1) a year. At least two (2) members must be present to constitute a quorum. Additional meetings may be called at any time at the discretion of the Chairman of the Committee.
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

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 breakdown details of each Director's remuneration for the financial period from 1 July 2025 to 30 June 2026 are set out in section 1.8 of the Corporate Governance Overview Statement. (Pages 143 to 144 of the Integrated Annual Report)

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	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
2	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
3	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
4	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
5	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
6	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
7	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
8	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
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.

<table>
<tr><td>Application :</td><td>Departure</td></tr>
<tr><td>Explanation on application of the practice :</td><td></td></tr>
<tr><td>Explanation for departure :</td><td>The Group does not comply with the recommendations to disclose the detailed remuneration of each member of Senior Management in bands of RM50,000 on a named basis in order to preserve confidentiality, negative impact arising from the disclosure, and the larger need to maintain a stable work environment to meet long-term strategic goals. The Board is of the opinion that the disclosure of the Senior Management's remuneration components (salary, bonus, benefits in-kind and other emoluments) would be detrimental to the Group due to highly competitive conditions in retail business, cost acceleration effect and talent retention.

As an alternative to the recommended practice, the Board has opted to disclose a total package for the top ten (10) senior management as disclosed below:-

<table>
<tr><th>Remuneration:</th><th>RM</th></tr>
<tr><td>Fixed</td><td>2,751,576</td></tr>
<tr><td>Variable</td><td>977,053</td></tr>
<tr><td>Total</td><td>3,728,629</td></tr>
</table>

The remuneration of the mentioned top ten (10) senior management is a combination of an annual salary, bonus, benefits in-kind and other emoluments, which are determined in a similar manner as other management employees of the Group. This is based on their individual performance, the overall performance of the Group, inflation and benchmarked against other companies operating in similar industries in the region. The basis of determination has been applied consistently from previous years.</td></tr>
<tr><td colspan="2">Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</td></tr>
</table>

Measure	:	Not required, as the alternative information provided should meet the intended outcome.	
Timeframe	:	Others	As above

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	:	

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
4	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
5	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
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 Chairman of the Audit and Risk Committee is Mr Ng Chee Hoong, an Independent Non-Executive Director who is not the Chairman of the Board so as not to impair the objectivity of the Board's view of the Audit and Risk Committee's findings and recommendations.	
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
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 Terms of Reference of the Audit and Risk Committee require a former key audit partner to observe a cooling-off period of at least three (3) years before being appointed as a member of the Audit and Risk Committee. This is to ensure that the independence of the audit process is safeguarded from the potential threats and conflicts which may arise when a former key audit partner joins the Company. The Audit and Risk Committee terms of reference/charter are available at https://corporate.padini.com To date, the Company has not appointed any former key audit partner as Director of the Company.	
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
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	:	The Audit and Risk Committee has put in place policies and procedures to assess the suitability, objectivity and independence of the external auditors. The Audit and Risk Committee is responsible for reviewing the audit and non-audit services provided by the external auditors. Written assurance from the external auditors have been given to the Audit and Risk Committee confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements. In addition, the Audit and Risk Committee also obtained annual confirmation from the external auditors on its independence in accordance with the *By-laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants and the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants ("IESBA Code")*. The Audit and Risk Committee is satisfied with the suitability and independence of the external auditors based on the quality and competency of services delivered, sufficiency of the firm and professional staff assigned to the annual audit as well as the non-audit services performed for the financial year ended 30 June 2026 and has recommended their reappointment for the financial year ending 30 June 2027. Shareholder's approval on the appointment of external auditors will be sought at the upcoming Annual General Meeting ("AGM").
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
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.

<table>
<tr><td>Application :</td><td>Adopted</td></tr>
<tr><td>Explanation on adoption of the practice :</td><td>The Audit and Risk Committee consists of the following four (4) members and who are all Independent Non-Executive Directors.

<table><tr><th>No.</th><th>Independent Non-Executive Directors</th><th>Membership</th></tr><tr><td>1.</td><td>Mr Ng Chee Hoong</td><td>Chairman</td></tr><tr><td>2.</td><td>Ms Tan Poh Ling</td><td>Member</td></tr><tr><td>3.</td><td>Ms Tan Shi Wen</td><td>Member</td></tr><tr><td>4.</td><td>Mr Timothy Tan Heng Han</td><td>Member</td></tr></table></td></tr>
</table>

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	:	The Audit and Risk Committee is established by the Board and comprises four (4) Members, all of whom are Independent Non-Executive Directors. Collectively, the Audit and Risk Committee Members have a wide range of necessary skill, knowledge and experience to discharge their duties. The Audit and Risk Committee Members are financially literate and are able to understand, analyse, critically and objectively review, challenge and make recommendations on matters under the purview of the Audit and Risk Committee, including the financial reporting process. Members of the Audit and Risk Committee continuously keep themselves abreast with the latest developments in the new accounting and auditing standards and the impact it may have on the Group through briefings by the management and the external auditors. The Group maintains policy for every director to attend Mandatory Accreditation Programme ("MAP") and Nomination and Remuneration Committee ("NRC") will evaluate and determine the training needs of directors continuously to ensure each director continually process adequate skills and knowledge. The details of the courses and trainings undertaken by each Director is set out in the section of "Directors' Training" under Corporate Governance Overview Statement in the Integrated Annual Report. Through the NRC, the Board conducts an annual review of the Audit and Risk Committee's term of office and assesses its performance. Based on the assessment, the Board is satisfied that the members had discharged their functions, duties and responsibilities in accordance with the term of reference of the Audit and Risk Committee.

	The profile of each of the Member of the Audit and Risk Committee is set out in the section of “Profile of Directors” in the Integrated Annual Report.	
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
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	:	The Board is ultimately responsible for reviewing the Group's risks, approving the risk management framework and policy and overseeing the Group's strategic risk management and internal control framework. The Board has in place a risk management and internal control systems which enables Management to identify, assess, prioritise and manage risks on a continuous and systematic basis. The Board is further assisted by the Audit and Risk Committee, Risk Management Committee and the Management who is overall responsible for ensuring that the day-to-day management of the Group's activities is consistent with the risk strategy, including the risk appetite and policies approved by the Board. The Group's risk management and internal control systems are designed to meet the Group's particular needs, to efficiently and effectively manage risks that may impede the achievement of the Group's business objectives, and to provide information for accurate reporting and ensure compliance with regulatory and statutory requirements. Any major changes to risks or emerging significant risk of the business units in the Group together with the appropriate actions and/or strategies to be taken, will be communicated to the Audit and Risk Committee on quarterly basis and Audit and Risk Committee will deliberate before bringing to the attention of the Board. For detailed information, please refer to the Statement on Risk Management and Internal Control in the Integrated Annual Report of the Company.
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
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	:	Management is responsible to manage the key business risks of the Group and implement appropriate internal control systems to manage rather than eliminate risks and to provide reasonable but not absolute assurance against any material misstatement or loss. These systems can therefore provide only reasonable but not absolute assurance against material misstatement, loss or fraud. The Board via the Audit and Risk Committee, Risk Management Committee and the Management oversees the Group's risk management, reviews the adequacy and effectiveness of the risk management framework and system of internal controls, and the policies and compliance procedures with respect to business practices. The Board is also assisted by the Internal Audit function in evaluating the effectiveness of the Group's risk management and internal control system through its Internal Audit Plan. The Board also obtains such assurance from Management and other assurance providers in ensuring the adequacy and effectiveness of its risk management and internal control systems. The key features are disclosed in the Statement on Risk Management and Internal Control. (Refer to the Integrated Annual Report at pages 150 to 152)
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
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	:	Adopted
Explanation on adoption of the practice	:	The Audit Committee deliberated on the revision of the Committee's name to Audit and Risk Committee ("ARC") in the financial year 2022 to reflect the Committee's oversight role in the risk management process. The ARC is supported by a management committee i.e. Risk Management Committee ("RMC"). RMC assists the ARC in fulfilling its oversight responsibilities with regard to the implementation of the Enterprise Risk Management ("ERM") system of the Group. The RMC will carry out the process of identification of each business risks; the measurement of the identified business risks; the control or the way the risk is managed in line with the needs of the Group's policies and strategies; and constant monitoring and communicating of risks associated with any activity, function or process in a way that will enable the Group to minimise losses and maximise opportunities.

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	:	It is the policy of the Group to maintain an internal audit function as a primary resource of Audit and Risk Committee in the effective discharge of its duties and responsibilities by reviewing and evaluating the Group's operations. The internal audit function of the Group is independent of operations and endeavours to provide independent, objective assurance and consulting services to the Board on the effectiveness and adequacy of the Group's system of internal control. The internal audit engagements were carried out based on the audit plan as approved by the Audit and Risk Committee. During the financial year, the results of the audits as disclosed in the internal audit reports were reviewed by the Audit and Risk Committee. The internal audit scope contained major improvement opportunities, audit findings, management response and corrective actions in areas with significant risks and internal control deficiencies. Corrective and preventive actions as well as deadlines to complete the actions were provided to the Audit and Risk Committee. Reports that require significant improvement opportunities and/or shows critical control deficiencies were tabled to the Audit and Risk Committee for deliberation. The Internal Audit personnel constantly keep themselves abreast with developments in the profession, relevant industry and regulations through attendance at conferences/trainings. The details of the Audit and Risk Committee's oversight over the Internal Audit function are set out under the Audit and Risk Committee Report. (Refer to the Integrated Annual Report at page 148)
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
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	:	The Group has outsourced its internal audit function to an independent external party, Baker Tilly Monteiro Heng Governance Sdn. Bhd. ("Baker Tilly") which reports directly to the Audit and Risk Committee. This internal audit work is headed and led by Mr Kuan Yew Choong who is a graduate from The Association of Chartered Certified Accountants (UK), a chartered member of the Institute of Internal Auditors, Malaysia and a Chartered Accountant (MIA). There were a total of two (2) to three (3) internal auditors, depending on the scope of coverage, which were deployed by Baker Tilly for the internal audit work performed for the Group. All the personnel deployed by Baker Tilly are free from any relationships or conflicts of interest, which could impair their objectivity and independence during the course of the work. The Committee reviews internal audit and monitors its relationship with the statutory auditors, including plans and performance. It reviews and assesses the quarterly internal audit reports together with Management's actions on findings to gain assurance as to the effectiveness of the internal control framework throughout the Group. All internal audit work was carried out in accordance with Baker Tilly Internal Audit Methodology, which is consistent, in all material aspects, with the guidance and standards as stipulated in the International Professional Practices Framework ("IPPF") promulgated by the Institute of Internal Auditors Inc., a globally recognised professional body for internal auditors. The Group's annual professional fee for internal audit services charged by the outsourced internal auditors is RM72,000.
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
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	:	The Group acknowledges the importance of timely and equal dissemination of material information to the shareholders, investors and public at large as a key element of good corporate governance and thus, maintains a high level of disclosure and communication with its shareholders through disclosure to Bursa Malaysia. The Group leverages on a number of formal channels for effective dissemination of information to shareholders and other stakeholders, particularly through the Integrated Annual Report, announcements to Bursa Malaysia, quarterly results, Annual General Meeting ("AGM") and corporate website. Separate regular meetings and briefings were held for fund managers, institutional investors and investment analysts. The Group's integrated annual report contains comprehensive information on the Group with its contents continuously enhanced to better reflect transparency and accountability. The Group maintains a corporate website at https://corporate.padini.com which is accessible by the shareholders, investors and the public to obtain information on the Company's corporate information, operation activities and financial performance. The Board Charter, Terms of Reference of the Audit and Risk Committee, Nominating and Remuneration Committee Charter and Integrated Annual Report as well as other relevant and related documents or reports relating to Corporate Governance are available on the aforesaid website. Besides that, Padini's investor relations team provides a further avenue for shareholders to suggest improvement via email: ir@padini.com. Sustainability Statement for the financial year ended 30 June 2026 was integrated in the Group's 2026 Integrated Annual Report. The Sustainability Statement was prepared with reference to the Global Reporting Initiative ("GRI") Standard, Bursa Malaysia's Main Market Listing Requirement and the applicable requirements of IFRS S1 and IFRS S2 under Malaysia's National Sustainability Reporting Framework.

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
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	:	Applied
Explanation on application of the practice	:	The Company recognises the importance of effective communication between the Group and stakeholders to make informed decisions. As part of the Group's ongoing endeavors to improve the quality of corporate reporting to our stakeholders, the Group has adopted its first Integrated Annual Report ("IAR") for the financial year ended 30 June 2023 and have continued this practice in the financial year 2026. This Report addresses stakeholder information needs by offering an overview of integration of sustainability in Padini's business operation and performance. It goes beyond traditional financial disclosures to encompass a broader set of data, including non-financial information, with the aim to provide our stakeholders with economic, governance, environmental and social information about the Group. By presenting integrated financial and non-financial disclosures, this Report enables readers to gain insights into Padini's sustainability initiatives, responsible business practices and their implication for the environment, society, and corporate governance. The Board and Board Committees are responsible for overseeing the creation of the Integrated Annual Report and ensuring its content is reviewed prior to publication. The Group will continuously enhance reporting disclosures and remain guided by the evolving reporting requirements, aiming to achieve greater transparency in corporate reporting that aligns with global reporting standards or frameworks.
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 13.1
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 :	The Board recognises the significance of the Annual General Meeting ("AGM") as a platform for direct and meaningful communication between the Board and the Company's shareholders. As such, the Board strives to ensure that shareholders are accorded with sufficient time to consider the resolutions that will be discussed and decided upon at the AGM. The notice of the forthcoming AGM is given to the shareholders of the Company on 23 October 2026, serving more than twenty-eight (28) days' notice prior to the meeting. The notice for the AGM outlines the resolutions to be tabled during the meeting and is accompanied with explanatory notes and background information where applicable to shed clarity on the matters that will be decided at the AGM.	
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 13.2
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	:	The Annual General Meeting ("AGM") remains the principal forum for dialogue with shareholders. The Chairman of the Board encourages shareholders' active participation in the proceedings and ask questions about the resolutions being proposed and the operations of the Group. At the previous AGM, a presentation was made on the overview of the Group's business, industry as well as financial performance and sustainability updates. Question and answer sessions were held in response to the questions received in advance from Minority Shareholders Watch Group ("MSWG") and shareholders who posted questions during the AGM session. The Board and Management Team provided clarification on the spot, with some questions replied via email by the Group after AGM. All Directors including the Chair of all the respective Board Committees attended the last AGM to engage directly with shareholders and be accountable for their stewardship of the Company. All Directors have confirmed their attendance for the forthcoming AGM to be held on 25 November 2026. The Board members who are also members of the Board Committees will attend the AGM to provide responses to questions that may be raised by the shareholders if addressed to them.
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	:	For the upcoming Annual General Meeting, the Company has not adopted technology to facilitate voting including voting in absentia and remote shareholders' participation at general meetings.	
		The Company's Annual General Meeting will be held in Selangor, which is central location and easily accessible by members who would like to attend the Annual General Meeting. Shareholders are entitled to appoint proxy/proxies to vote on their behalf in their absence. This is in line with the Listing Requirements in mandating poll voting for all resolutions set out in the notice of general meetings. The Company shall ensure through its Polling Agent, that all valid proxies or corporate representatives or attorney appointments are properly received and recorded.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	Shareholders who are unable to attend general meetings have the option to nominate proxies for voting on their behalf and this is in line with the Listing Requirement.	
Timeframe	:	Others	As above

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.

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.		
Application	:	Applied
Explanation on application of the practice	:	Padini's Annual General Meeting ("AGM") acts as an important platform between Padini and shareholders. The Board and Chairman ensure that shareholders are given the equal opportunity to raise questions on Padini's financial, non-financial as well as long-term strategies during the Q&A sessions. The Chairman of the Board encourages shareholders' active participation in the proceedings and to ask questions about the resolutions being proposed and the operations of the Group. The Board and Chairman will ensure these questions are dealt with during the AGM. Some questions may be answered after the AGM through email to shareholders with greater clarity. Padini's investor relations team provides a further avenue for shareholders to make enquiries and provide feedback by contacting at Tel: 603-5021 0500, Fax: 603-7805 1066, Email: ir@padini.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
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.			
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.

Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.			
Application	:	Applied	
Explanation on application of the practice	:	The outcome of the resolutions of the general meeting will be announced to Bursa Malaysia after the meeting and the minutes of the general meeting along with the Company's responses to the questions raised by the shareholders and/or Minority Shareholders Watch Group ("MSWG"), if any, will also be published at the Padini's website at https://corporate.padini.com within thirty (30) business days after the meeting.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PERSUANT 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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