

EXPRESS POWERR SOLUTIONS (M) BHD
Registration No. 202301027296 (1521219-K)
(Incorporated in Malaysia)

RELATED PARTY TRANSACTIONS POLICIES AND PROCEDURES

1. SCOPE:

This policy applies to all Express Power Solutions (M) Bhd Group's ("the Group") employees.

2. PURPOSE:

The Group is committed to the highest possible standards of ethical and legal business conduct. This policy aims to provide a clearer understanding, policies and procedures that employees shall adhere to in identifying and treating Related Party Transactions to ensure compliance with the Listing Requirements and other applicable laws.

This policy is designed to ensure the related party transactions ("RPTs") are carried out in the ordinary course of business, are made at arm's length and on normal commercial terms which are not more favourable to the Related Party or Parties than those generally available to the public and are not on terms that are shareholders detrimental to the minority of Express Power Solutions (M) Bhd.

In view of the sensitivity of a related party transaction, the transacting company / subsidiary should ensure that no preference is given to a Related Party prior to initiating the transaction. Where practicable, it may be appropriate for the transacting company / subsidiary to obtain an independent review of the Related Party Transaction. In any event, there should be proper documentation relating to the basis under which the Related Party Transaction was entered into.

3. POLICY:

It is the policy of the Company not to enter into any Related Party Transactions unless:

- The Audit and Risk Management Committee of "The Group" reviews such transaction in accordance with the guidelines set forth herein; and
- The transaction is approved by The Group / subsidiaries Board of Directors (based on the Group's Discretionary Authority Limits).

4. DEFINITIONS OF RELATED PARTY TRANSACTION:

The actual definition of Related Party Transactions ("RPTs") and Recurrent Related Party Transactions ("RRPTs") are contained in the Listing Requirements.

The following are some of the main definitions provided by the Listing Requirements:

- a. Related Party refers to a “director, major shareholder or persons connected with such director or major shareholder”
(Reference: Chapters 10 of the Listing Requirements);
- b. Related Party Transaction refers to “a transaction entered into by the Group / Company or its subsidiaries, which involves the interest, direct or indirect, of a related party”.

5. ROLES AND RESPONSIBILITIES

The roles and responsibilities of the transacting subsidiaries in providing the RPT and / or RRPT information is as follows:

- a. Group Finance
 - Update and advise the Head of subsidiaries of any new items and amendments to the Listing Requirements in relation to RPTs and RRPTs disclosure;
 - Advise and assist the transacting subsidiaries on compliance with the disclosure requirement of the Listing Requirements with respect to RPTs and RRPTs; and
 - Prepare the document of Circular to Shareholders, with the assistance of Company Secretary, for obtaining the shareholders’ mandate on the new RRPTs and/or their subsequent renewals.
- b. Heads of subsidiaries
 - Identify the nature of each RPT/RRPT and their respective amount based on the list initially provided by the Group Finance;
 - Inform the Group Finance of any RPT/RRPT that requires immediate announcement to Bursa; and
 - Prepare the board paper on the RPT/RRPT to Group Finance for presentation to the Audit and Risk Management Committee and/or the Board.

6. LIST OF RELATED PARTIES

- The list of Related Parties will be kept by the Group Finance Department.
- The Group Finance Department shall update the subsidiaries on the latest Directors and Major Shareholders’ interest on quarterly basis or from time to time when there are changes.

7. REPORTING

All the Directors and Major Shareholders are required to declare and disclose any transaction in which they are deemed interested on quarterly basis.

8. DISCLOSURE

Disclosure will be made in the Company’s Annual Report of the breakdown of the aggregate value of RPTs conducted, types of Recurrent Transactions made, names of the Related Party or Parties

involved in each type of Recurrent Transactions and their relationship with the Company pursuant to the Proposed Shareholders' Mandate during the financial year, and in the Annual Report for the subsequent financial year that the Proposed Shareholders' Mandate continues to be in force.

9. AMENDMENT

The Board and Audit and Risk Management Committee reserve the right to modify or amend this Policy at any time as it may deem necessary in order to align the policy with Listing Requirements, the Act, the latest Malaysian Code on Corporate Governance and any other applicable laws enforced at the time being.

This Policy was adopted by the Board on 24 September 2024.