

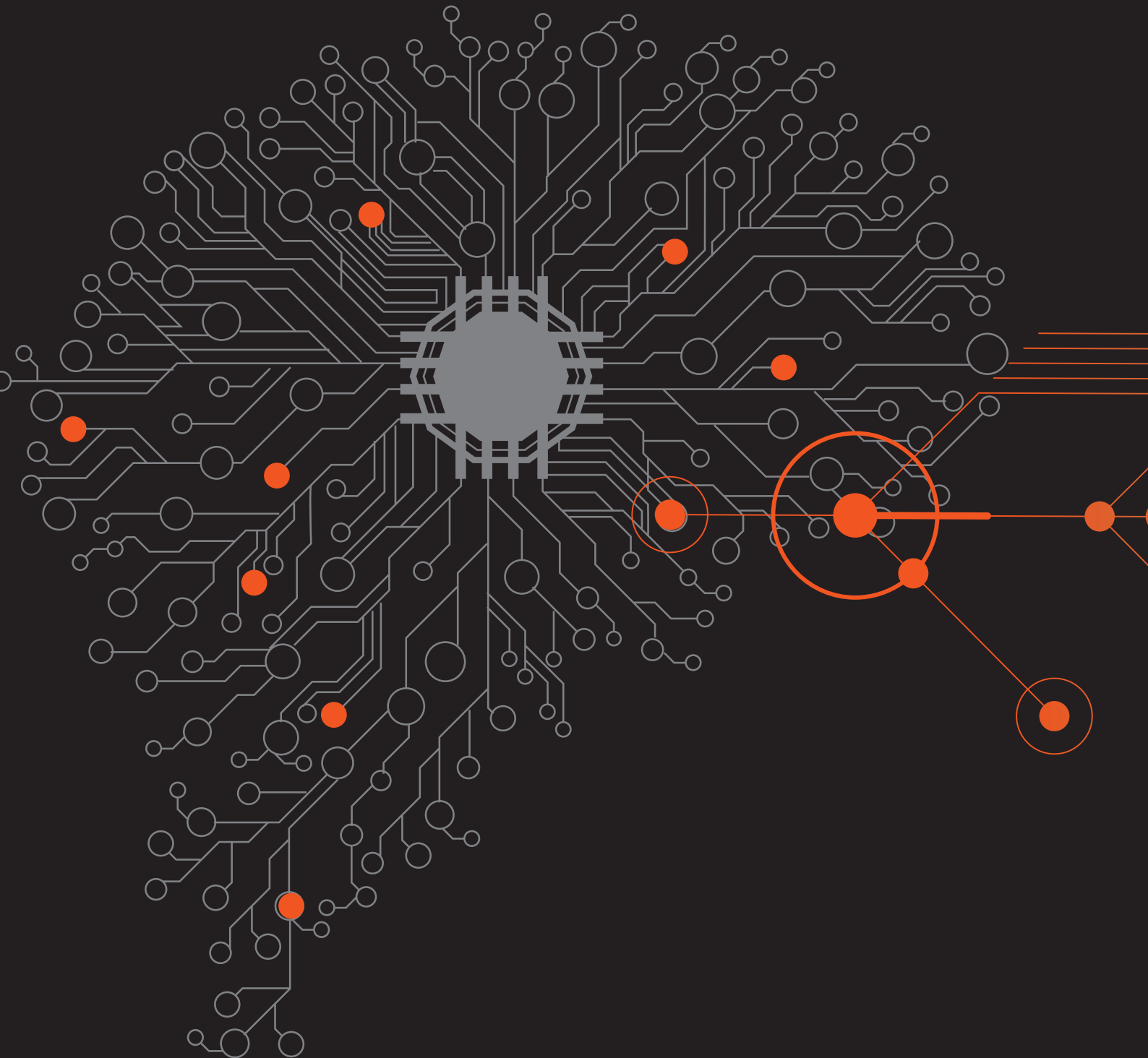
REVITALIZE AND THRIVE





www.microlink.com.my

To read the Annual Report online,
scan the QR Code or visit
<https://www.microlink.com.my/reports/annualreport-2024/>



WHAT'S INSIDE

VOLUME 1

CORPORATE REPORT & COMPLIANCE STATEMENTS

| | |
|----|---|
| 1 | Chairman's Statement |
| 4 | Management Discussion & Analysis |
| 11 | Sustainability Statement |
| 28 | Corporate Information |
| 29 | Profile of Group Chief Executive Officer |
| 30 | Profile of Directors |
| 36 | Key Management Personnel |
| 38 | Business Structure by Segment |
| 39 | Corporate Structure |
| 40 | 5-Year Financial Highlights 2020-2024 |
| 41 | Corporate Governance Overview Statement |
| 50 | Statement on Risk Management & Internal Control |
| 53 | Audit & Risk Management Committee Report |
| 55 | Statement on Directors' Responsibility for Preparing the Financial Statements |
| 56 | Analysis of Shareholdings |
| 59 | Other Compliance Information |
| 61 | Notice of 21 st Annual General Meeting |
| 64 | Statement Accompanying Notice of 21 st Annual General Meeting |
| 65 | Privacy Notice [PDPA] |
| 67 | Form of Proxy |
| 69 | Contact Details of Subsidiaries |

CHAIRMAN'S STATEMENT

BACKGROUND

In 2023, Malaysia's economy normalised to a growth rate of 3.7%, following a strong 8.7% growth in the previous year. This deceleration was expected due to a challenging external environment, including a global tech downcycle and sluggish global trade. Nevertheless, Malaysia did see a positive growth, driven by strong domestic demand and a continued recovery in economic activities post pandemic.



“

By addressing these challenges, we aim to fortify our strategic objectives and create sustainable value for our future.”

Reflecting the broader economic context, Microlink Solutions Berhad (Microlink/Microlink Group) has faced its own set of challenges. As the digital economy reshapes the global landscape, we have turned our focus to strengthening our offerings through innovation and client-centric solutions, enhancing our resilience and adaptability. This approach should help us navigate future challenges and establish a solid foundation for future growth. By addressing these challenges, we aim to fortify our strategic objectives and create sustainable value for our future.



CHAIRMAN'S STATEMENT (CONT'D.)

PERFORMANCE

In FY2024, the Group worked on delivering several large-scale projects in a range of areas, including enhanced core banking platforms, data analytics and data warehouse solutions, as well as enforcement and transport-related initiatives. We have added to our retinue of solutions by fostering valuable partnerships, expanded our offerings, and are focused on meeting the ever-changing needs of our clients. Our commitment to innovation and delivering comprehensive solutions has empowered our clients to adapt to the evolving digital landscape and thrive in the face of adversity.

The companies within the Microlink Group demonstrated unwavering commitment to driving performance amidst challenging circumstances. This resulted in achieving recognition from our industry partners, leading to the following prestigious awards being bestowed upon the Microlink Group during this period:

- The Edge Malaysia-Centurion Club Awards 2023: Highest Returns to Shareholders Over Three Years in the Technology Sector
- IBM Top Distributor (IBM Power Server)
- IBM Top Distributor (IBM Storage)
- Top HPE Greenlake Distributor

In summary, FY24 presented mixed results for Microlink Group. We achieved a 13.22% growth in revenue, registering RM281.29 million compared to RM248.45 million in the previous year. However, this was paired with a loss before tax of RM24.89 million, reflecting the challenging global environment. Despite these challenges, we remain dedicated to adapting to market changes, enhancing our services in core areas like Gen AI (generative artificial intelligence), cloud computing, advanced cybersecurity solutions, data analytics, and exploring new opportunities for growth. Our resilience and commitment to addressing market dynamics continue to drive our strategic direction towards sustainable development and value creation for our customers and stakeholders alike.

OUTLOOK

The Group remains optimistic about its position in the ICT industry, driven by the increasing need for businesses to undergo digital transformation and automate their operations. Over the past year, the Malaysian government has actively promoted rapid digital transformation, with a particular emphasis on AI adoption. Programs such as "AI Sandbox 2024" aim to develop AI startups and nurture new talents, while the "AI Untuk Rakyat" program enhances public understanding and awareness of AI, promoting AI as a whole. These initiatives demonstrate Malaysia's strategic use of technology to drive national competitiveness and ensure secure, responsible AI adoption overall.

The digital sector significantly contributes to Malaysia's GDP, with projections to reach 25.5% by 2025 and create up to 500,000 jobs. This optimistic outlook is further reinforced by the MyDIGITAL initiative, which is part of the Malaysia Digital Economy Blueprint. Recognizing these trends, Microlink is committed to investing time and resources in future-focused, strategic areas.

Reflecting this vision, the integration of AI-driven solutions is a cornerstone of Microlink's future strategy. The establishment of Microlink Labs Sdn Bhd underscores this commitment, focusing on developing new collaborations, innovations, and competencies. We are confident that our partnerships and investments in AI-related solutions, combined with our dedication to innovation, strategic partnerships, and talent development, will enable us to navigate future challenges and achieve sustainable growth.



This focus on providing cutting-edge solutions will ensure we continue to deliver exceptional value to our stakeholders and lead the way in digital transformation. By staying at the forefront of technological advancements, we are poised to maintain our leadership position in the ICT industry and contribute significantly to Malaysia's digital future.

APPRECIATION & ACKNOWLEDGEMENT

On behalf of the Board, I would like to extend our sincere appreciation to our management and staff for their diligent efforts in navigating the challenges of FY24. Their unwavering dedication and strategic decision-making have been crucial in helping us overcome obstacles despite the adversities we experienced this year.

This financial year, we have reached significant milestones, and we take pride in our achievements. However, our journey is far from over. We are committed to dynamically and sustainably evolving our business model to ensure ongoing success, and building our competency in strategic directions for the future.

As we enter a new phase of digital transformation in this ever-changing operating environment, we are confident in our capacity to thrive. Your continued support in the coming years will be invaluable as we forge a successful path forward.

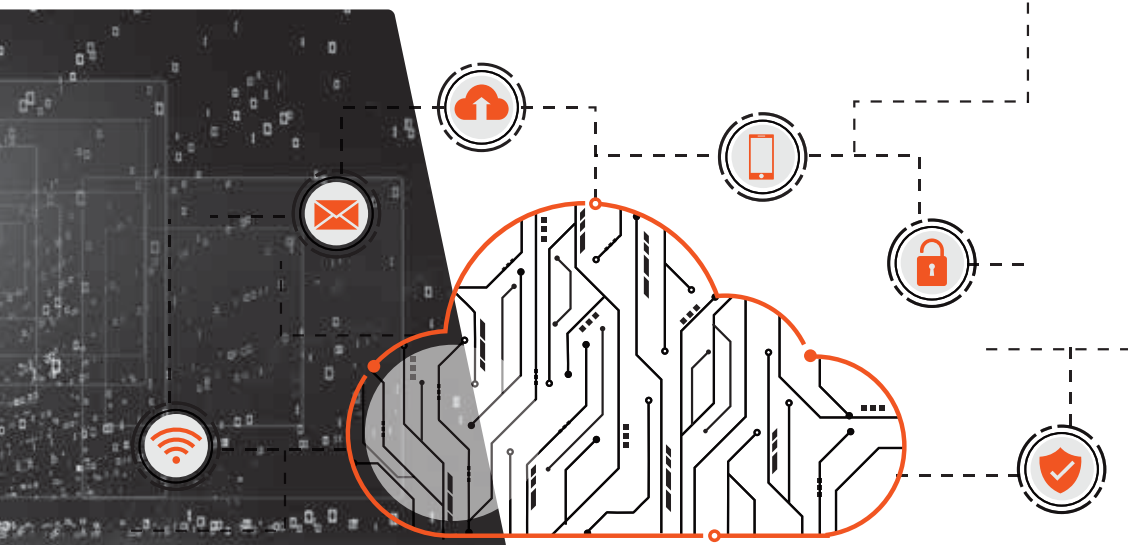
Once again, we express our heartfelt gratitude to everyone who has contributed to our journey. We remain steadfast in our commitment to achieving excellence and delivering exceptional value to all our stakeholders.

Thank you.

TUN ARIFIN BIN ZAKARIA
CHAIRMAN

“

As we enter a new phase of digital transformation in this ever-changing operating environment, we are confident in our capacity to thrive.”



MANAGEMENT DISCUSSION & ANALYSIS

INTRODUCTION

Year of Growth

In FY2024, Microlink Group encountered challenges amidst a shifting economic and geopolitical landscape. In response to the evolving digital economy, our focus has been on bolstering our offerings through innovation and client-centric solutions to enhance resilience and adaptability. This strategic approach is aimed at navigating future obstacles and building a strong foundation for sustained growth. Despite facing headwinds such as a global tech downcycle and sluggish trade, Microlink Group remained steadfast by undertaking significant projects in core banking, data analytics and data warehouse solutions, as well as enforcement and transport-related initiatives. Through strategic partnerships and an expanded suite of solutions, we are committed to meeting the dynamic needs of our clients, enabling them to thrive in the rapidly changing digital environment.

REVIEW OF BUSINESS OPERATIONS

SOLUTION INTEGRATOR, INNOVATOR & SOFTWARE DEVELOPER



Microlink stands out as a proficient solution integrator, provider, and innovator with technology ingrained in its core. Serving as a bridge between business objectives and IT investments, Microlink acknowledges the importance of adaptability in the era of digital transformation. Committed to guiding clients through intricate IT initiatives, Microlink leverages its proficiency in conceptualising, constructing, implementing, and supervising projects to ensure that clients' digital transformations align with their expectations. This empowers clients to focus on their primary business pursuits and promptly address market dynamics.

Driving Innovation: A focus on Research and Development

Innovation matters to Microlink, which takes pride in its significant efforts to future-proof its offerings. The Group is dedicated to fortifying and keeping its products competitive and up-to-date. In FY24, the Group concentrated on enhancing its solutions, integrating AI competencies, incorporating advanced cybersecurity fortifications and establishing strategic partnerships. This commitment ensures that its solutions remain cutting-edge and secure in a rapidly evolving technological landscape.



Empowering Banks with Digital Innovation

Microlink's Shariah-compliant Enhanced Digital Core Banking solution stands as a testament to our capabilities and commitment to strengthening our core banking offerings. Developed in-house, Microlink's Enhanced Core Banking System has been widely adopted by local and regional financial institutions. To elevate this solution, we have continuously upgraded the platform, incorporating cloud capabilities, advanced Internet and mobile banking functionalities, incorporated advanced analytics, sentiment analysis, and fortified AI-driven cybersecurity which includes real-time fraud prevention and digital ID protection. These enhancements represent our unwavering commitment and investment in digital innovation.

Our latest cloud-native version of the Digital Core Banking Solution represents a significant step forward. This upgraded and fortified solution offers a comprehensive platform that combines a stable core banking back-office operating environment with a seamless, secure, and integrated digital front. This enables direct and borderless digital engagement with customers across multiple online channels, empowering banks with the essential digital edge to thrive in the rapidly evolving business landscape.

Furthermore, this fortified cloud-ready system provides flexibility and robustness to the banks' IT landscape and architecture while upholding the highest cybersecurity standards to safeguard the platform and ensure the overall business integrity.

Cybersecurity: Fortifying our offerings

Recognizing the critical role cybersecurity plays in today's digital landscape, we are committed to enhancing our capabilities by integrating advanced AI technologies into our security solutions. Through strategic partnerships with leading security providers, we have established a robust ecosystem that enables us to amplify our collective expertise and deliver comprehensive cybersecurity solutions to our clients.

By leveraging AI-driven security measures, our focus remains on ensuring the integrity, confidentiality, and availability of our clients' digital assets. This approach fosters a secure and trustworthy operational environment, enabling our clients to navigate the digital landscape with confidence and resilience.

Data driven: Actionable Insights

We are also focused on developing and providing AI-driven data analytics within our solutions which empower our clients with data driven actionable insights. By harnessing the power of advanced algorithms and machine learning, we analyse large volumes of data to uncover patterns, trends, and correlations. With our tailored solutions and expertise, we help clients unlock the full value of their data, driving meaningful outcomes.

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D.)

FINANCIAL SERVICES INDUSTRY

- Next generation enhanced core banking solution



Microlink has demonstrated resilience and progress throughout FY24. Our anchor clients have continued to show confidence in our competencies, as evidenced by Microlink being chosen to be a part of Bank Islam Brunei Darussalam (BIBD)'s transformative journey. Microlink was awarded a contract for the implementation of its cutting-edge digital core banking platform. This contract includes providing the software license for Microlink's digital core banking solution, as well as professional services for seamless project implementation, 1 year, and system support and maintenance for a period of 5 years. Leveraging its team of seasoned professionals, Microlink is dedicated to the successful implementation of this project.

Aligned with BIBD's forward-thinking vision, Microlink's enhanced digital core banking system will revolutionise banking operations by introducing advanced functionalities tailored to modern banking needs. From Islamic deposits to retail and corporate financing, remittance, and trade finance services, the system will provide a comprehensive suite of solutions. The integration of Microlink's enhanced digital core banking solution with BIBD's extensive digital ecosystem, ranging from onboarding to regulatory reporting and AI, underscores a commitment to holistic digital transformation.

Our next-generation enhanced core banking platform continuously evolves, solidifying our position as a key player in the financial services industry. This innovative system empowers our clients with robust digital banking capabilities, facilitating an end-to-end digital customer journey. This core banking system provides an integrated, seamless, and adaptable platform, enabling quicker time-to-market and increased agility. By streamlining our clients' operations, we empower them to focus on customer value and engagement, eliminating unnecessary complexities.

Moving forward, our primary emphasis remains on fostering a robust digital banking partner ecosystem as key to long-term success. By making advancements in partnerships with regional industry players, we introduce these solutions into the market, thereby enhancing Microlink's core banking ecosystem. Continuously expanding our solution portfolio and capitalizing on the strengths of each partner, we aim to create a resilient, integrated, and agile digital banking landscape. With the rise of virtual and digital banking, AI and cybersecurity emerge as critical elements within the ecosystem. To bolster our solution portfolio, we engage in collaborations with industry leaders in this field.

ENTERPRISE SOLUTIONS

- Expanding presence in Telecommunications



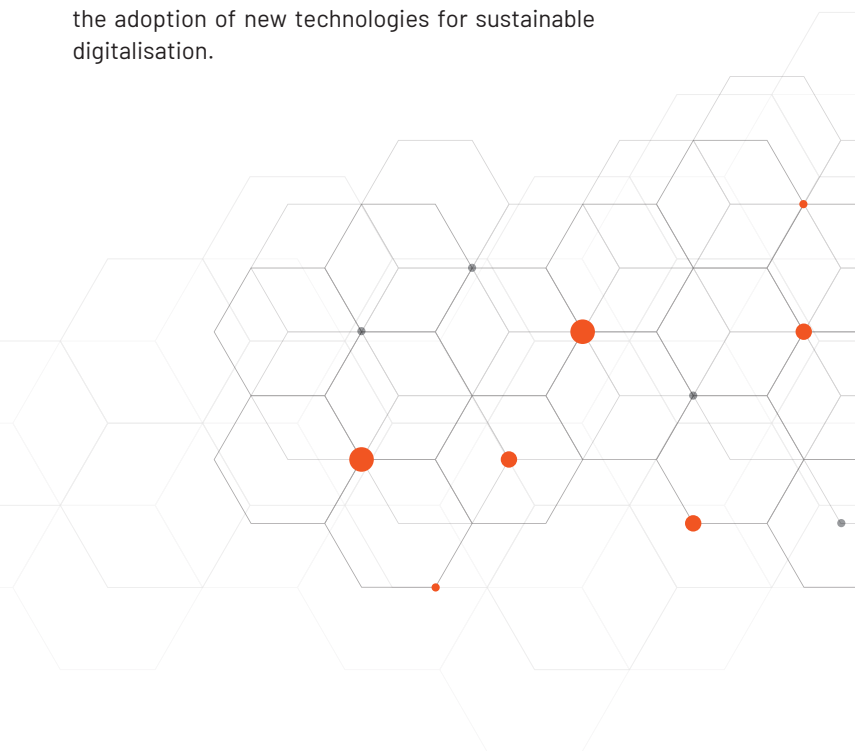
In FY24, Microlink strengthened its presence in Bahrain following the successful implementation of the IT Operation's (ITO) project for a prominent regional telecommunications service provider, thus establishing a solid reputation within the telecommunications industry. Leveraging this progress, Microlink has now positioned itself for further expansion into new ventures within the region. Looking ahead, our focus remains on building upon our reputable delivery track record and successful project implementations, which serve as key steps towards cultivating more business opportunities. Our objective is to leverage these achievements to unlock additional growth avenues in the telco segment, propelling our success in the years to come.

PUBLIC SECTOR

- Transformative Advancements



In FY24, Microlink secured a contract of significant national interest from the National Audit Department (Jabatan Audit Negara/JAN) to deliver a comprehensive data warehouse and audit analytics project. This project aims to generate high-impact results that will empower JAN to make well-informed decisions by leveraging big data analytics, integrated data management, and data sharing across agencies. The outcome of this project will play a crucial role in strengthening JAN's main systems, enhancing the delivery of auditing services, increasing fraud detection, and facilitating policy changes through the adoption of new technologies for sustainable digitalisation.



The Group has also continued to achieve significant milestones in the delivery of the Automated Awareness Safety System (AwAS), which is part of the National Road Safety Roadmap aimed at increasing road safety. This new Open System Architecture replaces the existing proprietary Back Office Automated Enforcement System (AES) for Road Transport Department (Jabatan Pengangkutan Jalan / JPJ). The development of AwAS has provided valuable experience for our solution delivery team, enhancing our internal capabilities in developing transport and enforcement-focused technologies, including Optical Character Recognition (OCR). This accomplishment has spurred Microlink to explore new projects related to enforcement-based solutions, not only within the Ministry of Transport (MOT) but also with other government agencies that require similar technologies.

The Malaysian Government is undergoing rapid transformation with a special focus on improving service delivery and productivity. The main objective is to advance the government's technological landscape and empower the rakyat and the nation as a whole by enhancing digital literacy and capabilities. This positive move opens up numerous opportunities in the public sector for Microlink to contribute and leverage its advanced expertise, positioning us to actively participate in building the government's digital landscape.



DISTRIBUTION

- Our Trading Services

In an era where digital transformation has become inevitable, the advancement of AI and the need for fortified solutions incorporating AI advancements has transformed the digital business landscape. Amidst these ever-changing trends, our trade services experienced consistent growth, showcasing our agility in adapting to evolving industry landscapes and delivering valuable trade solutions. This sustained growth further strengthened our position as a trusted market player, poised to meet the evolving needs of our clients in the years to come.

Moving forward from here, we are committed to adjusting our strategies to meet market demands and embracing AI enhanced products and fortified Cybersecurity solutions. By staying innovative and nurturing partnerships, we aim to maintain our position as a trusted facilitator of technology procurement while exploring new growth opportunities in this dynamic landscape.

Throughout this review period, the Trading Services business garnered the following awards:

- IBM Top Distributor (IBM Power Server)
- IBM Top Distributor (IBM Storage)
- Top HPE Greenlake Distributor



MANAGEMENT DISCUSSION & ANALYSIS (CONT'D.)

Extensive Product Portfolio

As the digital landscape evolves, we continuously adapt and focus on areas of change. We take pride in presenting an extensive product portfolio that covers a wide range of offerings. With the rapid advancements in AI and cybersecurity, we have enhanced our portfolio to strengthen our offerings. Our diverse portfolio includes enterprise-grade servers, storage systems, engineered solutions, and products sourced from reputable industry partners. In addition, we offer comprehensive technical and professional services to complement our product lineup.

To ensure widespread access and streamlined distribution, our services are extended through a network comprising more than 200 business partners across the nation. This channel ecosystem includes System Integrators (SI), Independent Solution Vendors (ISV), Managed Services Providers (MSP), and Cloud Service Providers, facilitating the varied client needs and the provisioning of comprehensive solutions.

Our partnerships with top-tier principals serves as the foundation for our diverse product portfolio. These partnerships enable us to access cutting-edge products and remain at the forefront of technological innovations within the industry.

Our diverse portfolio consists of products sourced from a wide range of industry-leading principals:



Applied Business Systems Sdn Bhd

| | | |
|---------------------|---|----------------------------|
| ORACLE Suite | ➤ | Server, Storage & Software |
| Hillstone | ➤ | Cyber Security Solution |



First Solution Sdn Bhd

| | | |
|-----------------|---|-------------------------|
| IBM | ➤ | Server & Storage |
| Lenovo | ➤ | Server & Storage |
| Group-IB | ➤ | Cyber Security Solution |



Formis Systems & Technology Sdn Bhd

| | | |
|-----------------------------|---|---------------------------|
| HPE | ➤ | Server & Storage |
| Stratus Technologies | ➤ | Fault Tolerant Solution |
| Sangfor | ➤ | Network Security Solution |

STRATEGY, RISKS & MITIGATION

STRATEGY



Enhance our presence as a leading Solution Integrator by successfully delivering complex projects for clients across various industries.



Emphasize the integration of AI solutions across industry verticals to equip organisations with cutting-edge digital solutions.



Broaden and diversify our digital solutions portfolio by forming strategic partnerships and developing customized, innovative offerings that align with individual client needs.



Strengthen collaborations for both solution development and delivery, boosting our market presence and localisation efforts.



In line with the pursuit of our objectives, we acknowledge the presence of potential risks and challenges. We maintain a proactive approach to continuously assess these risks and implement suitable mitigation measures.

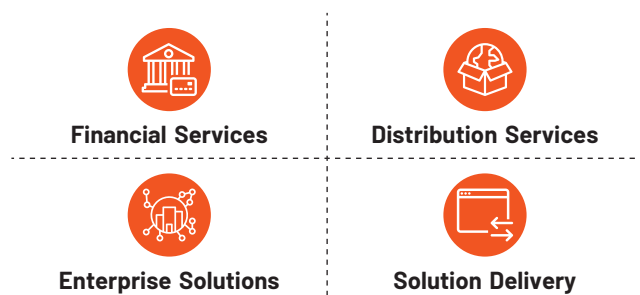
| Risk | Mitigation |
|---|---|
| The potential loss of highly skilled and competent professionals, with a growing need for resources proficient in AI, advanced analytics, cloud, mobility, and security projects. | To focus on retaining talent and developing the technical skill sets of our existing internal resources. We are emphasizing development of technical skill sets of internal resources, equipping them for market-leading delivery. |
| The principal risk of engaging in multiple large-scale projects is the significant lead time required between initial engagement and revenue realization, potentially causing cash flow challenges. | To counter the lengthy lead times associated with securing large-scale projects, the Group is concentrating on smaller-scale, quick-win projects that can be quickly mobilized, deployed, and invoiced. Additionally, we are developing reusable or 'white label' solutions and investing consistently in new technologies to expedite time-to-market and reduce delivery risk. Commercial proposals now include smaller and more frequent payment milestones, alongside alternative financing options such as principal leasing programs and funding from financial institutions specializing in hardware and software projects. These measures aim to regularize cash flow through consistent partner payments. |
| A primary risk in the Trading Services business is the potential loss of distributorships, especially as principals expand their regional presence through acquisitions and global partnerships. | To mitigate this risk, we are increasing communication and engagement with our business partners. This enhanced interaction fosters the exchange of ideas and the creation of new revenue streams, which is particularly crucial in the rapidly transforming digital environment. Maintaining strong relationships and collaborating closely with partners helps us adapt to market changes and secure our market position. |



MANAGEMENT DISCUSSION & ANALYSIS (CONT'D.)

REVIEW OF FINANCIAL PERFORMANCE

Microlink Solutions Berhad reports its financial performance along four business segments as follows:



A snapshot of the 5-Year Financial Highlights is provided on Page 40 of this Annual Report.

REVENUE

For FYE 31 March 2024, the Group registered a revenue of RM281.29 million, an increase of 13.22% from RM248.45 million registered a year ago.

Total revenue generated from the Financial Services segment decreased by 33.34% to RM53.42 million in FYE 31 March 2024 as compared to RM80.14 million in FYE 31 March 2023. This was due mainly to lower orders and project fulfilments.

The Enterprise Solutions segment recorded a decrease by 4.57% from RM59.80 million to RM57.07 million, mainly due to lower orders and project fulfilments.

The Distribution Services segment recorded an increase of 41.19% with total revenue registered at RM187.18 million, as compared to RM132.57 million recorded in the previous year. The increase was due to higher orders and project fulfilments.

The Solution Delivery segment recorded an increase of 77.58% with total revenue registered at RM3.96 million, as compared to RM2.23mil recorded in the previous year. The increase was due to higher project fulfilments.

PROFIT BEFORE TAX

The Group recorded loss before tax of RM24.89 million as compared to profit before tax of RM31.92 million in the preceding year. The Group recorded operation profit of RM2.90 million for the financial year as compared to RM45.52 million in the preceding year, a decrease of 93.63% a year ago mainly attributable to lower margins orders and project fulfilments

LIQUIDITY & CAPITAL RESOURCES

The Group's capital expenditure and working capital requirements have been financed by cash generated from operations as well as short-term and long-term borrowings provided by financial institutions.

Cash and bank balances decreased to RM13.46 million in FYE 31 March 2024, as compared to RM33.68 million in FYE 31 March 2023 mainly due to higher cash used in operating activities for funding working capital in the current financial year.

The Group has total borrowings of RM41.10 million in FYE 31 March 2024. The borrowings were utilised for funding working capital.

OUTLOOK

Looking to the future, Microlink Group remains optimistic about its position in the ICT industry, driven by the increasing need for businesses to undergo digital transformation and automate their operations. Malaysia's economy has demonstrated promising performance, with significant contributions from the digital sector poised to reach 25.5% of GDP by 2025 and create up to 500,000 jobs, backed by initiatives such as the MyDIGITAL initiative and the Malaysia Digital Economy Blueprint.

Over the past year, the Malaysian government has actively promoted rapid digital transformation with a strong emphasis on AI adoption. Programs through initiatives like "AI Sandbox 2024" and "AI Untuk Rakyat", highlight the strategic use of technology to drive national competitiveness and ensure secure, responsible AI adoption. Reflecting this vision, AI-driven solutions have become central to Microlink's strategy. The establishment of Microlink Labs Sdn Bhd highlights our commitment to fostering new collaborations, innovations, and competencies. We are confident that our strategic investments in AI-related solutions, coupled with our dedication to innovation and talent development, will enable us to navigate future challenges and achieve sustainable growth.

As we align with Malaysia's economic growth and the optimistic outlook of the ICT industry, Microlink is poised to capitalize on increased demand for digital transformation across public and private sectors. We are committed to delivering cutting-edge solutions, ensuring we continue to provide exceptional value to our stakeholders. Through strategic investments in AI and continuous innovation, Microlink is well-positioned to maintain its leadership in the ICT industry and significantly contribute to Malaysia's digital future.

SUSTAINABILITY STATEMENT

Microlink is committed to ensuring sustainability across all facets of its business activities and seamlessly integrating sustainable practices into its operations. The Company recognizes that sustainability is an ongoing process requiring continuous commitment and innovation. By embedding sustainability into its core strategy, Microlink aims to drive long-term growth, enhance corporate responsibility, and contribute positively to the environment and society.

This Sustainability Statement ("Statement") covers the financial year FY2024. All initiatives and performance data disclosed have been obtained from the Group's operations, including our subsidiary companies in Malaysia. This geographic focus enables us to provide a comprehensive and accurate reflection of our sustainability performance.

This Statement has been prepared in line with the Bursa Malaysia Securities Berhad ("Bursa Malaysia") Sustainability Reporting Guide Third Edition and its Enhanced Sustainability Reporting Disclosures.

OUR APPROACH TO SUSTAINABILITY

GROUP SUSTAINABILITY GOVERNANCE

Microlink maintains a robust governance framework that guides its sustainability initiatives. This framework ensures strategic oversight of ESG matters, facilitates effective risk management and mitigation, and seamlessly integrates ESG elements into the business model and processes.

Microlink Group's Board of Directors has oversight responsibility for the delivery of sustainable value to stakeholders, and this is achieved through implementation of the principles, policies, objectives, and strategies of the Group and all its subsidiaries.

Sustainability at Microlink is governed through a three-tier structure that spans all levels of the Group, ensuring that all actual and potential sustainability issues are given full and fair consideration, and that appropriate action plans are developed and properly implemented.

GOVERNANCE IN SUSTAINABILITY PROCESSES

| | |
|--|--|
| Board of Directors (Board) | <ul style="list-style-type: none"> – Ultimately responsible for sustainability practices and performances. – Reviews adequacy of sustainability initiatives and processes. – Reviews the Group's material sustainability matters and provide advice and direction where necessary. |
| Sustainability Management Team (SMT) | <ul style="list-style-type: none"> – Led by the Group CEO – Comprises of key senior representatives of the functional department. – Monitors and reviews the performance of the Group's sustainability initiatives in achieving key sustainability objectives. |
| Sustainability Management Working Team (SMWT) | <ul style="list-style-type: none"> – Comprises of key representatives of the functional departments. – Overseeing stakeholder engagements, coordinating the implementation of the materiality assessment process and the prioritisation of the Group's sustainability matters for management. – Responsible for the management and performance of sustainability related initiatives to address material matters. – Reports to the SMT on the performance of the sustainability related initiatives and tasks implemented. |

The governance structure originates from the Board, the apex decision-making body in the Group, flows down to the SMT, which formulates the overall sustainability strategy, and further cascades down to the SMWT for implementation. The Group periodically reviews its sustainability governance structure and Terms of Reference ("TOR") for continued improvement.

SUSTAINABILITY STATEMENT (CONT'D.)

STAKEHOLDER ENGAGEMENT

GROUP SUSTAINABILITY GOVERNANCE

Microlink engages with its stakeholders on a frequent basis to understand their evolving needs and how the Company's business practices impact them. Through the insights gained, the Company is better positioned to identify material sustainability matters and develop strategies that serve both the needs of the stakeholders and the business.

Microlink Group's stakeholders are determined based on two factors

1







The degree to which they may be affected by or have the power to affect the Group's MSMs (material sustainability matters).

2

The degree to which they have the power to impact the Group's reputation in the markets that we serve, which may enhance or diminish our ability to make a positive ESG (environmental and social, governance) impact through our products and services.



Key Stakeholders

| Key Stakeholders | Engagement Method | Frequency of Engagement | Key Focus Area |
|---|---|--|--|
|  Clients | <ul style="list-style-type: none"> - Meetings - Workshops - Customer Service - Events / Roadshows - Website updates - Social Media | <ul style="list-style-type: none"> - Annually - Daily - Regularly - Adhoc | <ul style="list-style-type: none"> - Brand Awareness - Product Quality - Service Quality - Product Scope - Brand Awareness |
|  Employees | <ul style="list-style-type: none"> - Internal Newsletters - Employee Surveys - Employee Engagement Activities such as Coffee Talk and Townhall Sessions - Employee Development Trainings - Workshops - Performance Appraisals | <ul style="list-style-type: none"> - As and when deemed necessary - Annually - Regularly - Adhoc | <ul style="list-style-type: none"> - Strategic direction and business growth - Human capital development - Employment benefits and welfare - Employee experience and engagement - Business ethics and governance, including anti-bribery and corruption awareness - Health and safety at work |
|  Shareholders and Investment Community | <ul style="list-style-type: none"> - Performance reports and disclosures - General Meetings - Bursa Announcements - Investor Relations engagements - Media Releases - Website Updates - Social Media | <ul style="list-style-type: none"> - Annually - Quarterly - Regularly - Ad-hoc | <ul style="list-style-type: none"> - Sustainable Financial Returns - Sustainable Performance |
|  Business Partners & Suppliers | <ul style="list-style-type: none"> - Formal Meetings / Virtual Meetings - Written Communications - Product Exhibitions - Transaction-Related Interactions | <ul style="list-style-type: none"> - Annually - Regularly - Ad-hoc | <ul style="list-style-type: none"> - Strategic direction and business growth - Regulatory compliance - Business ethics and governance - Product Innovation - High quality goods and services - Operational efficiency - Business resilience - Anti-Bribery and Corruption and Compliance |
|  Community | <ul style="list-style-type: none"> - Corporate Social Responsibility Activities - Sponsorships and donations - Social Media postings | <ul style="list-style-type: none"> - Ad-hoc | <ul style="list-style-type: none"> - Contributions to Community - Community Events - Responsible Corporate Citizen |
|  Authorities/ Regulators | <ul style="list-style-type: none"> - Formal Meetings/ Virtual Meetings - Performance reports and disclosures - Events | <ul style="list-style-type: none"> - Regular - Ad-hoc | <ul style="list-style-type: none"> - Regulatory Compliance - Monitoring and Reporting Processes - Business Ethics and Governance |

SUSTAINABILITY STATEMENT (CONT'D.)

MATERIAL MATTERS

MATERIALITY

Microlink Group's materiality assessment process involves reviewing the Group's operating context including factors that can influence the Group's sustainability performance, identifying sustainability issues and matters i.e. the risks and opportunities relevant to its operations, and prioritising MSMs in terms of their materiality level for management. In determining the materiality of the sustainability matters, the significance of their sustainability impacts on the Group's business performance and value creation, and their respective influence on the Group's key stakeholders are considered. The Group has reviewed its practices to be aligned with Bursa Malaysia's Enhanced Sustainability Reporting Disclosures mandated to be disclosed in FY2024.

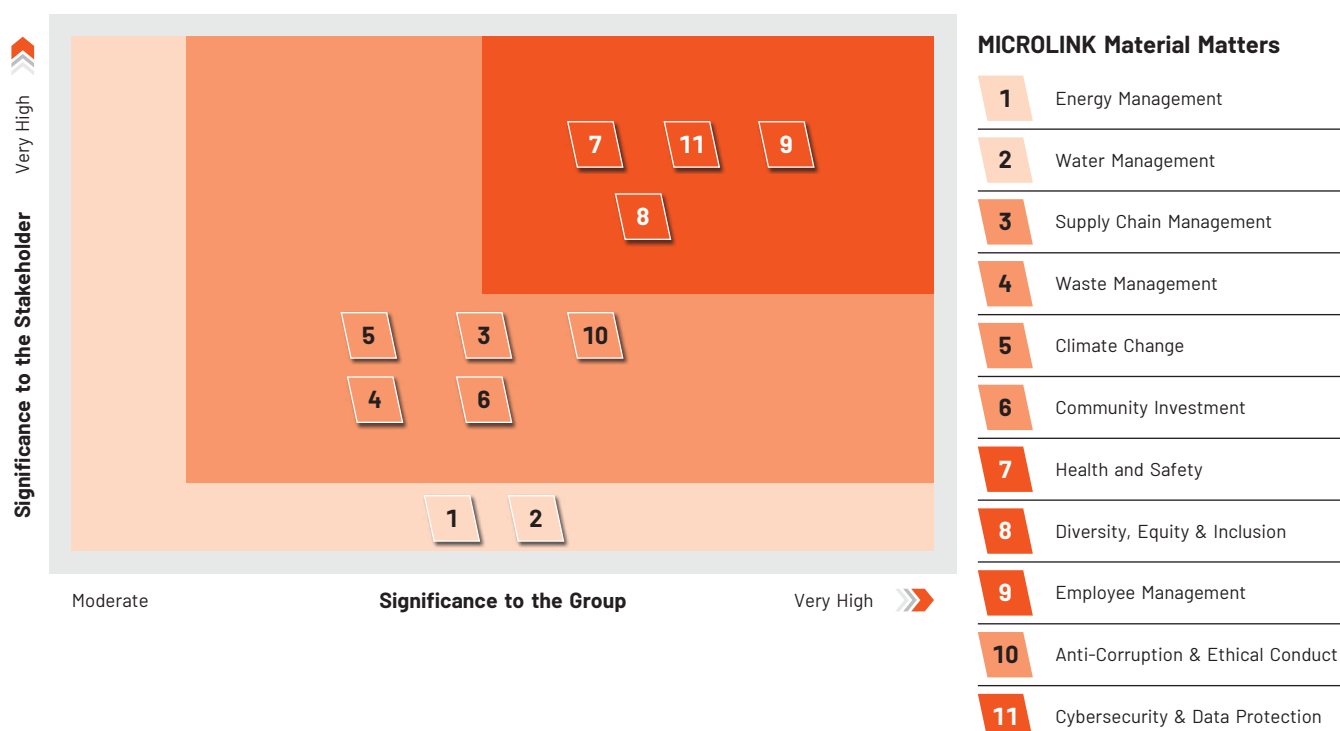
Materiality Assessment













Microlink Group's materiality assessment process involves reviewing the Group's operating context including factors that can influence the Group's sustainability performance, identifying sustainability issues and matters i.e. the risks and opportunities relevant to its operations, and prioritising MSMs in terms of their materiality level for management. In determining the materiality of the sustainability matters, the significance of their sustainability impacts on the Group's business performance and value creation, and their respective influence on the Group's key stakeholders are considered. The Group has reviewed its practices to be with aligned with Bursa Malaysia's Enhanced Sustainability Reporting Disclosures mandated to be disclosed in FY2024.

Materiality Matrix

Key MSMs (Material Sustainability Matters) that are of the greatest significance for Microlink Group can be defined in the matrix shown below which was generated as a result of our materiality determination process, detailing the significance of each MSM to the Group and to our stakeholders.



RISK MANAGEMENT

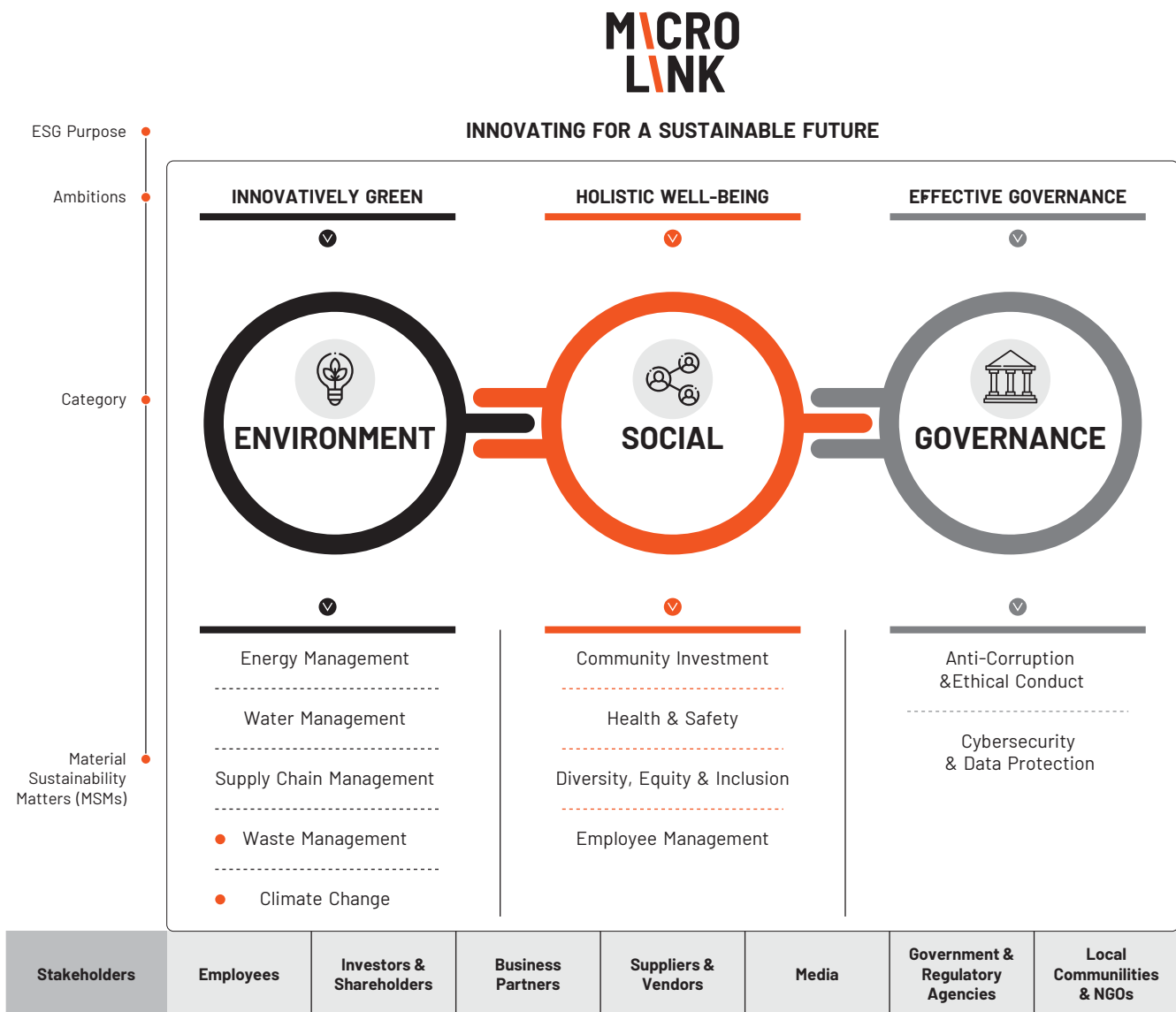
| Material Matters | Risks | Opportunities/Mitigation |
|---|--|--|
| Energy Management  page 18 | Unnecessary consumption due to personnel habits or ageing equipment. | Small energy saving fixes like proximity sensors for lights and advisories on aircon settings etc. |
| Water Management  page 18 | Wasteful personnel habits and inefficient WC fixtures lead to excess consumption. | Water-saving WC fixtures and staff reminders on conservation for office and home. |
| Supply Chain Management  page 19 | Suppliers' non-conformance to environmental requirements or non-sustainable business practices. | Increased sustainability communication to suppliers on policies and supplier assessment/segmentation based on ESG performance. |
| Waste Management  page 19 | Lack of awareness and improper disposal of waste. | Employee awareness on single-use items and recycling and implementations of 'reuse, reduce, recycle' for better waste separation |
| Community Investment  page 20 | Lack of engagement with communities adversely affecting company brand | Regular stakeholder engagement and targeted community/CSR programmes |
| Health & Safety  page 21 | Workplace accidents leading to lost productivity and reputational damage | Safety awareness programs and basic responder training would support zero HSE incidents |
| Diversity, Equity & Inclusion  page 22 | Discriminatory practices that affect company reputation or bring potential legal action | Providing DEI training and applying diversity considerations when hiring |
| Employee Management  page 21 | Perceived disengagement and lack of career advancement, potentially leading to high turnover and impacting performance. | Increase employee engagement, offer holistic talent development programs, and promote a performance-driven culture. |
| Anti-Corruption & Ethical Conduct  page 24 | Poor governance, communications and monitoring/consequence management leading to ABC breaches | Regular communications on what constitutes as breaches, promoting internal awareness and ethical practices and bolstering company's reputation |
| Cybersecurity & Data Protection  page 25 | Non-compliance to cybersecurity standards can lead to data breaches or non-compliance with client requirements, affecting business performance | Updated internal policies, awareness training and updated hardware/software ensures data security and company reputation and performance |

SUSTAINABILITY STATEMENT (CONT'D.)

SUSTAINABILITY FRAMEWORK




MICROLINK'S SUSTAINABILITY FRAMEWORK

The culmination of the materiality determination process led to the development of the Microlink Sustainability Framework. This framework effectively aligns our identified material issues with our long-term aspirations across three core sustainability themes.



• Mandatory reporting in FY2025

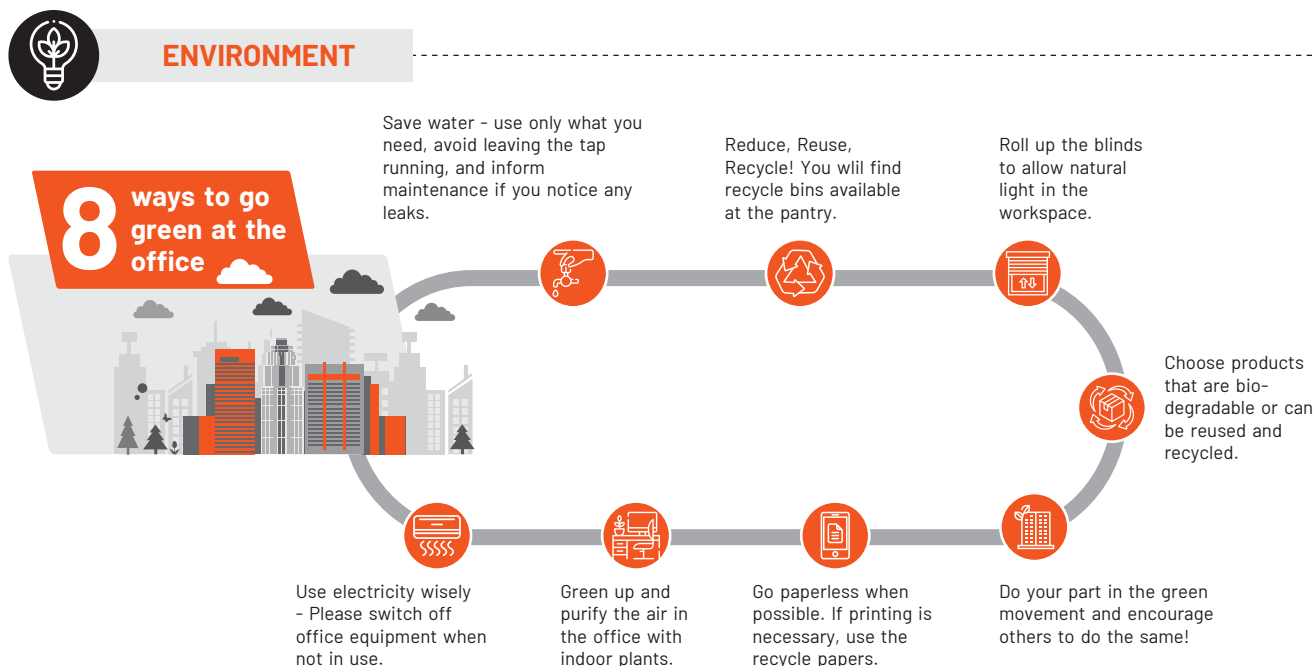
PERFORMANCE SCORECARD

| | AREA | | MEASURE | TARGET | ACHIEVEMENT |
|---|------------------------------------|---|--|---|---|
|  Environment | Energy Management | ➤ | Electricity Consumption (Measurement in Megawatts – electricity consumption) | Zero Increase | 4.8% reduction in consumption per employee |
| | Water Management | ➤ | Water Consumption (Measurement in Megalitres – volume of water consumed) | Zero Increase | 6.6% reduction in total consumption |
|  Social | Health & Safety | ➤ | Work-related fatalities (Number of fatalities) | Zero fatalities | Zero fatalities |
| | Diversity, Equity & Inclusion | ➤ | Women working in organisation (Percentage) | Maintain above industry average for women working in IT industry (¹ Industry average 35% in 2021) | Microlink current percentage is 41% |
|  Governance | Anti -Corruption & Ethical Conduct | ➤ | Confirmed incidents of corruption (Percentage) | Zero Incidents | Zero Incidents |
| | Cybersecurity & Data Protection | ➤ | Number of substantiated complaints concerning breaches of customer privacy or losses of customer information (Number of incidents) | Zero Incidents | Zero Incidents |

¹ Data source- Malaysian Digital Economy Corporation (MDEC),

SUSTAINABILITY STATEMENT (CONT'D.)

MANAGEMENT APPROACH FOR MATERIAL MATTERS



As a conscientious and responsible organisation, we understand the significance of cultivating a sustainable future for all stakeholders. It is our commitment to act with accountability, carefully balancing the requirements of society and the environment, both in the present and for future generations. In pursuit of this commitment, we aim to optimize the utilization of natural resources while actively mitigating any potential adverse environmental effects stemming from our business operations, which include waste discharge, energy consumption, and water usage. Whenever viable, we will adopt green technology and environmentally friendly practices.

ENERGY MANAGEMENT

Microlink is dedicated to maintaining low energy consumption through responsible and sustainable practices. In FY2024, the Company achieved lower energy usage per headcount, showcasing its commitment to energy efficiency.

The consolidation of Klang Valley employees into one building at Aurora Place in Bukit Jalil, along with the implementation of measures such as an automated shut-off for air conditioning systems at the end of the workday, contributed to low energy consumption thereby reducing costs associated with energy consumption. Despite the return of all staff to the office in FY2024, Microlink successfully managed to keep energy usage at an efficient level.

Environmental Policy: <https://www.microlink.com.my/investor-relations/board-governance/>

These results underscore Microlink's ongoing commitment to energy efficiency and sustainable practices, ensuring that the Company continues to operate responsibly and support its growth sustainably.

Energy consumption table – Microlink premises in Malaysia

| Item | FY2022 | FY2023 | FY2024 |
|--|--------|--------|--------|
| Total energy consumption (Megawatts) | 260.27 | 328.64 | 360.89 |
| Total energy consumption (Megawatts) per headcount | 0.986 | 0.969 | 0.923 |

WATER MANAGEMENT

As a corporate office, Microlink's water consumption is relatively low; however, the Group is keenly aware of the importance of monitoring water usage as part of its commitment to sustainability. Recognising the critical role of water as a vital resource and in alignment with Bursa Malaysia's Mandatory Common Sustainability Matters disclosure requirements, calculations on water consumption have been included in this year's report. Microlink Environmental Policy - <https://www.microlink.com.my/investor-relations/board-governance/>

| Item | FY2022 | FY2023 | FY2024 |
|---|--------|--------|--------|
| Total volume of water used (Megalitres) | 0.29 | 0.61 | 0.57 |

From the installation of water-efficient fixtures to notifications on efficient water usage, the commitment to responsible water use reflects its broader sustainability agenda. Microlink understands the importance of this resource, not only for its operations but also for the communities and ecosystems it is a part of. Microlink remains dedicated to ensuring the efficient and sustainable use of water, safeguarding its availability for future generations.

Environmental Policy: <https://www.microlink.com.my/investor-relations/board-governance/>

SUPPLY CHAIN MANAGEMENT

Microlink is committed to reducing its environmental impact by actively minimizing its carbon footprint. Whenever feasible, the Group prioritizes sourcing materials, supplies, and equipment from local suppliers and from locations that have the least negative effect on the environment. By focusing on local procurement, Microlink achieves shorter supply chains, which lead to reduced transportation needs, lower energy use, and a smaller environmental footprint.

| Item | FY2022 | FY2023 | FY2024 |
|---|--------|--------|--------|
| Proportion of spending on local suppliers | 97% | 94% | 91% |

Opting for local procurement not only benefits the environment but also supports local economic growth. By fuelling employment and entrepreneurship opportunities, this approach provides jobs, enhances skills, and encourages innovation. It helps build robust local supply chains and enables cascading benefits to local communities.

WASTE MANAGEMENT AND RECYCLING

Microlink remains keenly aware of the waste generated by its corporate office and operations. Adopting the 3R (Reduce, Reuse, and Recycle) approach, the Group's waste management strategy emphasizes the recycling of materials, particularly electronic waste (e-waste) resulting from the use and disposal of IT equipment due to general wear and tear. The Group ensures that e-waste generated is first evaluated, repaired, and reused where possible. When items are no longer reusable, they are disposed of in compliance with regulations set by the Ministry of

Environment, through a company registered with E-waste Management under the Department of Environment Malaysia.

In light of waste management reporting becoming a mandated material matter for FY2025, the Group is actively raising awareness about ways to 'Go Green.' In alignment with Microlink's commitment to the 3R (Reduce, Reuse, Recycle) principles, this includes the segregation and proper disposal of all waste categories, such as organic, glass, paper, and metal. Employees have already been informed about the standard operating procedures (SOPs) established for proper waste preparation and disposal, which will be fully implemented in FY2025.

Microlink's phased approach to achieving our environmental targets:

SHORT-TERM

Communicate with our workforce to drive awareness on what our targets are and encourage them to participate in green efforts.

MID-TERM

Implement a waste management programme to increase our office recycling rate, reduce water usage, save on energy consumption.

LONG TERM

Develop a comprehensive framework to drive environmental action plans, which will include the following: Infrastructure, Logistics, Materials, Operations, Products.

Environmental Policy: <https://www.microlink.com.my/investor-relations/board-governance/>

SUSTAINABILITY STATEMENT (CONT'D.)



SOCIAL

HOLISTIC WELL-BEING

COMMUNITY INVESTMENT

In line with Microlink's ambitions for holistic well-being, the Group aspires to incorporate an inclusive outlook in its contributions to the community. This encompasses youth development through the sharing of knowledge, supporting team members in championing causes, and sharing festive cheer during the holidays.

Microlink Group is dedicated to promoting educational and mentorship opportunities for aspiring Malaysian talent in the tech industry. The Group actively participates in events that provide educational experiences and mentorship opportunities, exposing youths to diverse perspectives and new ideas. In November, Microlink proudly supported Multimedia University's IT Society's BarCamp 2023 as a platinum sponsor. This student-driven initiative, attended by 121 participants, aligns with Microlink's aspirations to inspire growth and foster innovation and technology among the youth.

Microlink is proud to support its own champion and employee, Koh Lee Lee, a cervical cancer survivor who tirelessly advocates for cancer screening and early detection. In July 2023, she participated in a 6-day, 700km cycling event organized by the Malaysian Medical Association (MMA) in Sarawak, supporting the Rose Foundation's mission to eliminate cervical cancer among Malaysian women. Microlink stands fully behind Koh Lee Lee's efforts and supported the MMA in this endeavor.

Additionally, the Group makes it a priority to organize corporate social responsibility (CSR) activities around festive seasons, enabling the less privileged to partake in the joyous spirit of these occasions.



During the MMU IT Society's BarCamp 2023 event, Group CTO, Hong Wye Kean, shared his journey in tech with an engaged audience, providing valuable insights and inspiration.



Koh Lee Lee extending Microlink's contribution of RM3,000 towards Malaysian Medical Association (MMA), in support of the Rose Foundation



Koh Lee Lee during her participation in the 700km Sepeda Amal Borneo ride where she cycled from Kuching to Bintulu, Sarawak.

HEALTH & SAFETY

ENSURING SAFER WORKING ENVIRONMENTS

The Group takes the safety and well-being of its employees seriously, placing the highest priority on their welfare. This involves ensuring strict adherence to safety standards outlined in the Group's Safety Policy, accessible at <https://www.microlink.com.my/investor-relations/board-governance/>. This policy includes risk assessments and the implementation of necessary safety protocols. Continuous monitoring and evaluation of safety practices are conducted to identify areas for improvement and maintain necessary precautions to prevent accidents, fostering a culture of safety throughout the organisation. This approach aims to create a healthy and secure work environment while instilling a culture of health and safety that encompasses the workplace. Not only does this strategy serve to mitigate risks and liabilities, but it also fosters increased employee satisfaction and productivity, ultimately contributing to the long-term sustainability of the Group.

Microlink's processes for ensuring safe and healthy work environments:

- 1 Conduct proactive risk assessment and risk control at the workplace to ensure all hazards and safety risks are within controlled levels.
- 2 Provide supervision, information and continual awareness to all employees on safe work practices.
- 3 Drive improvements to the safety and health of work environments through ongoing hazard identification, and risk assessment.
- 4 Minimise negative impacts from the work environment by continually seeking practicable improvement in office HSE.

As part of its commitment to health and safety, Microlink monitors all workplace accidents and injuries, using this data as a gauge of safety risk management within the organisation. In the most recent fiscal year covered in this report, no injuries or fatalities were reported at Microlink's workplaces. To ensure employee safety in the event of a fire emergency, the Company's offices are equipped with relevant fire protection systems, and emergency response plans and contact information are strategically placed and communicated to all employees.

EMPLOYEE MANAGEMENT

Microlink highly values the contributions of its employees and recognises their essential role in driving the organisation's success. It firmly believes that a motivated and engaged workforce not only enhances its own value but also has a positive impact on its stakeholders. This emphasis underscores the objective of nurturing a positive mindset among employees, fostering open idea-sharing and exploration of new concepts to expand their perspectives.

| Item | FY2022 | FY2023 | FY2024 |
|---------------------------|--------|--------|--------|
| Total number of employees | 264 | 339 | 391 |

The Group has fostered a safe and supportive work culture with the goal of empowering talented individuals to reach their full potential. Given the diverse range of activities within the organisation, employees have ample opportunities to expand their skill set and gain valuable experience. The organisational structure promotes agility and openness, allowing employees to interact freely with colleagues across all levels of the Group.

Microlink prioritizes providing relevant training and development opportunities to enhance both professional and technical skills. These initiatives are integrated into the employees' annual key performance metrics. Regardless of their division or discipline, employees receive training specific to their roles and technical requirements. The Group also ensures ongoing training on updated legal and regulatory requirements, the Malaysian Code on Corporate Governance, Anti-Corruption Practices, and taxation laws. Additionally, leadership and coaching programs are periodically offered to strengthen management skills.

Furthermore, Microlink fosters employee engagement through social events and activities. In FY2024, the Group organized numerous events for its staff, including celebrations of cultural festivals prevalent in Malaysia. Town Hall sessions, Coffee Talk sessions, free health tests, and other engagement activities were also organised to encourage openness, togetherness, and a nurturing environment.

SUSTAINABILITY STATEMENT (CONT'D.)



SOCIAL

UPHOLDING LABOUR PRACTICES & EMPLOYEE RIGHTS

Microlink is committed to treating its employees fairly, with dignity and respect. The Group complies with all applicable labour laws, rules, and regulations in its operating regions, including the Malaysian Employment Act 1955, Industrial Relations Act, and regulations addressing critical issues like child and forced labour. Additionally, all employees have access to a grievance mechanism to raise concerns related to workplace practices.

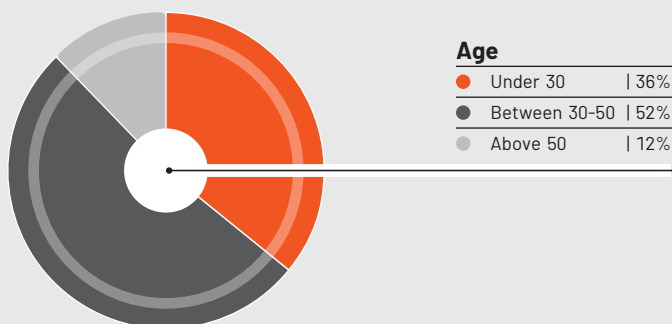
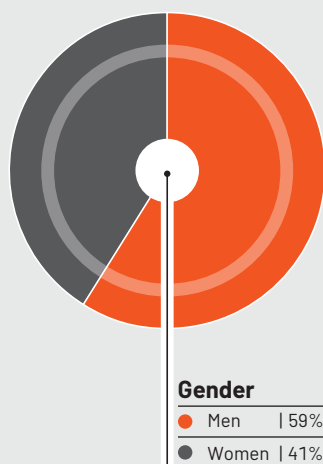
Microlink's Human Rights Policy: <https://www.microlink.com.my/investor-relations/board-governance/>

Our workforce numbers 391 employees, comprising 59% men and 41% women. In terms of age, 36% are under 30 years old, while 52% are aged 30 to 50. Some 12% are over 50 years old. In terms of ethnic mix, a person's racial background is of no significance to us, and we are therefore color-blind when recruiting employees.

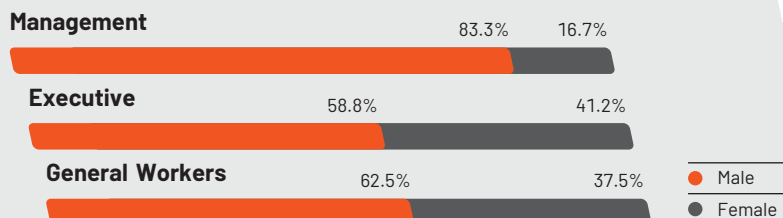
DIVERSITY, EQUITY & INCLUSION (DEI)

Microlink Group adheres to a policy of complete inclusion and diversity, ensuring that these principles apply at all levels of the organisation, including the Board. This policy is designed to provide the organisation with access to the widest possible range of perspectives and experiences. Appointments, promotions, and other decisions relating to employees are made solely based on the suitability of their skills, experience, and performance.

FY24 Workforce Diversity



Employment Category



Microlink is deeply committed to celebrating and enhancing diversity within its workforce, recognising the rich tapestry of cultures, demographics, skills, experiences, and backgrounds as core strengths of the organisation. This multifaceted diversity is not only a cornerstone of Microlink's high-performance culture but also a key driver of innovation and creative thinking. By valuing competence, excellence, and merit above all, Microlink has cultivated an environment where the diverse attributes of its workforce – encompassing gender, ethnicity, age, and more – contribute significantly to fostering a dynamic, innovative, and inclusive workplace.

Our team comprises a diverse group of individuals with a wide range of technical and professional skills, dedicated to achieving results and maintaining the highest standards of excellence.

Microlink Group has a zero-tolerance policy against discrimination in any form and all employees have access to a grievance mechanism to raise concerns related to workplace practices. The Group is committed to treating its employees fairly and with dignity and respect.

Microlink's Human Rights Policy: <https://www.microlink.com.my/investor-relations/board-governance/>



In celebration of Diversity, Equity, and Inclusion (DEI), Microlink organized a Women's Day recognition wall, balloon bouquets, and a special announcement to honor the women at Microlink.

SUSTAINABILITY STATEMENT (CONT'D.)



GOVERNANCE

GOOD CORPORATE GOVERNANCE

The Board is continuously reinforcing Microlink's governance framework to align with evolving regulatory requirements and the growing emphasis on ethical business practices. The Board's steadfast commitment to championing robust governance, risk management, and sustainability practices goes a long way in helping strengthen stakeholder trust, safeguarding the Group's business sustainability and reputation, and ensuring long-term shareholder value.

ANTI-BRIBERY & CORRUPTION

The Group firmly believes in operating its businesses with the highest standards of integrity, transparency, ethics, and accountability, and is against all forms of corruption. Our Code of Ethics and Conduct sets out the Group's business values and practices by which all our Directors and employees are required to abide.

Microlink maintains a steadfast zero-tolerance stance on all forms of corruption, including bribery, unfair advantage, and illicit contract dealings, in strict adherence to Section 17A of the Malaysian Anti-Corruption Commission (MACC) Act 2009. This commitment was solidified with the implementation of the Anti-Bribery and Corruption (ABC) Policy in November 2015. Microlink's ABC Policy meticulously outlines and prohibits corrupt practices within the Group and in its interactions with business partners, agents, and vendors. It encompasses a wide range of activities including commissions and incentives, unofficial payments, gifts and entertainment, political contributions and donations, gratifications, charitable support, and other behaviours constituting bribery and corruption, detailing punitive measures for violations. Where no specific rules are stated, Microlink also stipulates mandatory principles in its ABC Policy to ensure its people conduct themselves within allowable parameters in ambiguous situations. To reinforce these principles, Microlink has integrated an Anti-Bribery & Corruption provision into its Code of Ethics and Conduct.

Microlink Code of Ethics and Conduct Policy:

<https://www.microlink.com.my/investor-relations/board-governance/>

Microlink Anti-Bribery and Corruption Policy:

<https://www.microlink.com.my/investor-relations/board-governance/>

In addition to internal anti-bribery and corruption measures, and to reinforce its zero-tolerance approach to all forms of bribery and corruption, Microlink also ensures that third parties that it deals with align with its values and principles regarding anti-bribery and anti-corruption practices. This commitment is reiterated through the Anti-Corruption Policy for Third Parties that provides guidance on detecting and preventing corrupt activities.

Microlink Anti-Corruption Policy for Third Parties:

<https://www.microlink.com.my/investor-relations/board-governance/>

Anti-Corruption Risk Assessments

In its ongoing commitment to bolster anti-corruption measures and identify risk areas, Microlink has recognised that certain segments, especially those related to Procurement and Contracts, are more susceptible to corruption. Plans are in place to implement additional safeguards, starting with the recently revised group/project risk framework, with specific risk sub-categories pertaining to Anti-Corruption Risks identified for use in Corruption Risk Assessments (CRA), with additional descriptors, quantifiers and probing questions meant for use in the CRA. To better mitigate corruption risks across the organization, the Group has also strengthened its internal control systems and procedures including yearly reminders for staff to attend **Anti-Bribery and Corruption** training in order to better recognise corrupt practices, expanded auditing, improved checks and balances, decentralization of significant commercial decision-making to involve multiple approvers, and enhanced oversight.

Anti-Corruption Education and Awareness

Microlink consistently conducts anti-corruption training for its employees. The goal is to continuously emphasize Microlink's strict policy against corruption and the expectation for all internal and external stakeholders to adhere to this policy.

Mandatory training sessions are conducted with the management and employees at all levels of the Group. The following key elements are rigorously emphasised:

- The need for all functional departments and project teams within the Group to abide by the Anti-Bribery and Corruption Policy;
- The requirement to report audit results and reviews directly to the Board;
- The necessity of conducting regular performance reviews to assess and strengthen Anti-Bribery and Corruption measures; and
- The assurance of vigorous enforcement and sanctions for non-compliance.

The Group also has in place a Group-wide whistleblowing policy with mechanisms to enable employees and external parties to confidentially report any breach or suspected breach of any law or of our policies and practices.

Cybersecurity & Data Protections

As a digital business, Microlink Group operates in an increasingly complex operating environment, managing cyber risk across organizational, technical, and geographic boundaries. Threats can occur from various points within the ecosystem in which Microlink Group operates. The organization is committed to adopting the best practices in maintaining the security, integrity, and availability of information across all operational facets.



Microlink Group implements a robust suite of IT security measures to ensure the resilience of its systems and equipment against potential risks, including unauthorized access and data compromise. Notably, there were no substantiated complaints regarding breaches of customer privacy or data losses reported in FY2024.

| Item | FY2022 | FY2023 | FY2024 |
|--|--------|--------|--------|
| Number of substantiated complaints concerning breaches of customer privacy and losses of customer data | 0 | 0 | 0 |

Continuous efforts are made to assess and bolster security measures, underscoring Microlink's dedication to upholding a secure operational environment for stakeholders and customers.

SUSTAINABILITY STATEMENT (CONT'D.)

STATEMENT OF ASSURANCE

Our internal processes are utilised to verify the accuracy of the Environmental, Social, and Governance (ESG) performance data and information presented in this statement. At present, we do not employ independent auditors to review the contents of this statement, however we may consider doing so in the future.

PERFORMANCE DATA TABLE

| Indicator | Unit | FY2024 |
|---|------------|---------|
| Anti-corruption | | |
| Bursa C1(a) Percentage of employees who have received training on anti- corruption by employee category | | |
| Management | Percentage | 50% |
| Executive | Percentage | 52% |
| Bursa C1(b) Percentage of operations assessed for corruption-related risks | Percentage | 0% |
| Bursa C1(c) Confirmed incidents of corruption and action taken | Number | 0 |
| Health & Safety | | |
| Bursa C5(a) Number of work-related fatalities | Number | 0 |
| Bursa C5(b) Lost Time Incident Rate ("LTIR") | Rate | 0 |
| Bursa C5(c) Number of employees trained on health and safety standards | Number | 0 |
| Cybersecurity & Data Protection | | |
| Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy or losses of customer data | Number | 0 |
| Energy Management | | |
| Bursa C4(a) Total energy consumption | Megawatts | 360.891 |
| Employee Management | | |
| Bursa C6(a) Total hours of training by employee category | | |
| Management | Hours | 0 |
| Executive | Hours | 1368 |
| Bursa C6(c) Total number of employee turnover by employee category | | |
| Management | Number | 0 |
| Executive | Number | 41 |
| Diversity, Equity & Inclusion | | |
| Bursa C3(a) Percentage of employees by gender and age group by employee category | | |
| Gender group by employee category | | |
| Management - Male | Percentage | 1.28% |
| Management - Female | Percentage | 0.26% |
| Executive - Male | Percentage | 55.50% |
| Executive - Female | Percentage | 38.87% |
| Non-executive/Technical Staff - Male | Percentage | 0.00% |
| Non-executive/Technical Staff - Female | Percentage | 0.00% |
| General Workers - Male | Percentage | 2.56% |
| General Workers - Female | Percentage | 1.53% |

| Indicator | Unit | FY2024 |
|---|------------|----------|
| Diversity, Equity & Inclusion (Cont'd.) | | |
| Age group by employee category | | |
| Management - Under 30 | Percentage | 0.00% |
| Management - Between 30-50 | Percentage | 0.77% |
| Management - Above 50 | Percentage | 0.77% |
| Executive - Under 30 | Percentage | 34.78% |
| Executive Between 30-50 | Percentage | 48.59% |
| Executive Above 50 | Percentage | 11.00% |
| General Workers - Under 30 | Percentage | 1.02% |
| General Workers - Between 30-50 | Percentage | 2.81% |
| General Workers - Above 50 | Percentage | 0.26% |
| Bursa C3(b) Percentage of directors by gender and age group | | |
| Male | Percentage | 90% |
| Female | Percentage | 10% |
| Under 30 | Percentage | 0% |
| Between 30-50 | Percentage | 30% |
| Above 50 | Percentage | 70% |
| Bursa C6(b) Percentage of employees that are contractors or temporary staff | Percentage | 0 |
| Human Rights | | |
| Bursa C6(d) Number of substantiated complaints concerning human rights violations | Number | 0 |
| Supply Chain Management | | |
| Bursa C7(a) Proportion of spending on local suppliers | Percentage | 91% |
| Community Investment | | |
| Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer | MYR | 4,500.00 |
| Bursa C2(b) Total number of beneficiaries of the investment in communities | Number | 2.00 |
| Water Management | | |
| Bursa C9(a) Total volume of water used | Megalitres | 0.57 |

CORPORATE INFORMATION

BOARD OF DIRECTORS

INDEPENDENT NON-EXECUTIVE CHAIRMAN

Tun Arifin bin Zakaria

NON-INDEPENDENT NON-EXECUTIVE DEPUTY CHAIRMAN

Tan Sri Jaganath Derek Steven
Sabapathy
(Resigned on 12 January 2024)

EXECUTIVE DIRECTORS

Thong Weng Sheng
(Appointed on 1 November 2023)

Wong Kwang Chwen
(Appointed on 15 March 2024)

Monteiro Gerard Clair
(Resigned on 10 June 2024)

INDEPENDENT NON-EXECUTIVE DIRECTORS

Martin Chu Leong Meng

Noor Zaliza Yati binti Yahya

Narayanasamy A/L N
Chithambaram
(Appointed on 1 March 2024)

Tai Keat Chai
(Resigned on 29 May 2024)

Wan Mai Gan
(Resigned on 10 November 2023)

NON-INDEPENDENT NON-EXECUTIVE DIRECTORS

Dato' Ahmad Najmi bin Abdul
Razak

Dato' Sri Chee Hong Leong

Tan Wee Hoong
(Appointed on 5 April 2024)

Danny Hoe Kam Thong
(Appointed on 5 April 2024)

GROUP CHIEF EXECUTIVE OFFICER

Ramlee bin Abdullah

BOARD COMMITTEES

Executive Committee

Dato' Sri Chee Hong Leong (Chairman)
(Appointed as Chairman on 5 April 2024)

Thong Weng Sheng
(Appointed on 27 November 2023)

Wong Kwang Chwen
(Appointed on 5 April 2024)

Tan Wee Hoong
(Appointed on 5 April 2024)

Danny Hoe Kam Thong
(Appointed on 5 April 2024)

Monteiro Gerard Clair
(Resigned on 5 April 2024)

Tan Sri Jaganath Derek Steven
Sabapathy
(Ceased as Chairman on 12 January
2024)

Audit & Risk Management Committee

Tai Keat Chai (Chairman)
(Ceased on 29 May 2024)

Martin Chu Leong Meng
Noor Zaliza Yati binti Yahya
(Appointed on 6 February 2024)

Wan Mai Gan
(Ceased on 10 November 2023)

Nominating, Remuneration and Long- Term Incentive Plan Committee

Martin Chu Leong Meng (Chairman)
Narayanasamy A/L N Chithambaram
(Appointed on 5 April 2024)

Danny Hoe Kam Thong
(Appointed on 5 April 2024)

Wan Mai Gan
(Ceased on 10 November 2023)

Tan Sri Jaganath Derek Steven
Sabapathy
(Ceased on 12 January 2024)

COMPANY SECRETARY

Lim Shook Nyee
[MAICSA No. 7007640]
[SSM PC No. 201908003593]

REGISTERED OFFICE

Ho Hup Tower - Aurora Place
2-07-01 - Level 7
Plaza Bukit Jalil
No 1, Persiaran Jalil 1
Bandar Bukit Jalil
57000 Kuala Lumpur
T +603 9779 1700
F +603 9779 1701

HEAD OFFICE

Ho Hup Tower - Aurora Place
2-08-01 - Level 8
Plaza Bukit Jalil
No 1, Persiaran Jalil 1
Bandar Bukit Jalil
57000 Kuala Lumpur
T +603 9779 1700
F +603 9779 1702

AUDITORS

BDO PLT
Level 8
BDO @ Menara CenTARa
360 Jalan Tuanku Abdul Rahman
50100 Kuala Lumpur
T +603 2616 2888
F +603 2616 3190/3191

PRINCIPAL BANKERS

Al Rajhi Banking & Investment
Corporation (M) Berhad
Ambank (M) Berhad
CIMB Bank Berhad
Malayan Banking Berhad

SHARE REGISTRAR

Bina Management (M) Sdn Bhd
Lot 10 The Highway Centre
Jalan 51/205
46050 Petaling Jaya
Selangor Darul Ehsan
T +603 7784 3922
F +603 7784 1988
E binawin@binamg168.com

STOCK EXCHANGE LISTING

Main Market
Bursa Malaysia Securities Berhad
Stock Code: 0126
Stock Name: MICROLN
Sector: Technology

WEBSITE

www.microlink.com.my

PROFILE OF GROUP CHIEF EXECUTIVE OFFICER

RAMLEE BIN ABDULLAH

GROUP CHIEF EXECUTIVE OFFICER

 Age 59  Male  Malaysian

 Appointed as Group Chief Executive Officer on 5 September 2022

Ramlee originally joined the Microlink Group in February 2022 as Chief Executive Officer of the Public Sector, during this time he was instrumental in establishing a significant presence and raising the Group's profile with organisations in that sector. Following his appointment as Group Chief Executive Officer, Ramlee has been focussed on expanding that presence across all business segments and leading the Microlink business into the future.

Ramlee holds a track record of more than 22 years in the Banking & Financial Services sector in Asia, Middle East and Africa regions. He has held senior positions with top tier organisations that include Oracle Corporation, Sunline International, HSBC Bank Malaysia, Silverlake Systems and Temenos.

He holds 640,200 (0.06%) ordinary shares in the Company.

Ramlee holds a Diploma in Training & Development from University of Leicester, United Kingdom.

He has no family relationship with any Directors and/or other major shareholders of the Company and has no conflict of interest with the Company. He has not been convicted of any offence within the past five years and has no public sanction or penalty imposed by the relevant regulatory bodies during the financial year.



PROFILE OF DIRECTORS

TUN ARIFIN BIN ZAKARIA

INDEPENDENT NON-EXECUTIVE CHAIRMAN



Age 73



Male



Malaysian



Appointed to the Board on 6 June 2017

Tun Arifin graduated with LLB (Hons) from the University of Sheffield, UK in 1974 and LLM from the University College, London in 1979. He was called to the English Bar at Lincoln's Inn in 1979. Upon graduation, his distinguished legal career began when he joined the Malaysian Judicial and Legal Service before being posted as Federal Counsel in the Advisory Division of the Attorney General's Chambers and later as Magistrate, Sessions Court Judge and Senior Assistant Registrar.

He served in various capacities in the Government of Malaysia, both in the Judicial and Legal Departments before being appointed as a Judicial Commissioner on 1 March 1992, and Judge of the High Court of Malaya in 1994. In 2002, he was elevated as Judge of the Court of Appeal, in 2005 as Judge of the Federal Court and then in October 2008 as Chief Judge of the High Court of Malaya. On 14 September 2011, Tun Arifin was appointed as the 13th Chief Justice of Malaysia, where he served until his retirement on 31 March 2017. In 2013, he was made an Honorary Bencher of Lincoln's Inn.

In June 2012, he also served as Co-Chair of the United Nations Environment Programme (UNEP) World Congress on Justice, Governance and Law for Environmental Sustainability as part of his efforts to improve the status of environmental law in the region.

Tun Arifin is currently the Chairman of the Asian International Arbitration Centre (AIAC) Advisory Council and President of the Inns of Court Malaysia.

THONG WENG SHENG

EXECUTIVE DIRECTOR



Age 34



Male



Malaysian



Appointed to the Board on 1 November 2023



Member of Executive Committee

Mr Thong Weng Sheng embarked on his professional journey in 2012, stepping into the media industry as a Senior Writer and Sub-Editor at The Peak Malaysia. During his tenure, he took charge of the lifestyle and business pages, as well as the management of the company's social media platforms.

In 2016, Mr Thong ventured into the logistics sector, joining Insas Pacific-Rent-A-Car Sdn Bhd, a company specialising in car leasing and limousine services. Here he streamlined the company's integrated fleet management system and also successfully introduced a cold-chain logistics division.

Mr Thong currently serves as a Director at Insas Pacific Rent-A-Car Sdn Bhd and PRAC Transport Sdn Bhd.

Mr Thong joined Omesti Berhad in 2017, where he was initially involved in the groups digital core registry solution and later managing the healthcare portfolio. He then transitioned into Microlink Solutions Berhad, here his responsibilities encompass overseeing business development and strategic management for large-scale IT projects, with a specific emphasis on nurturing Microlink's Financial Service Industry (FSI) and Telco portfolios, both in local and international markets.

Within the Telco sector, Mr Thong played an active role in delivering the Business Support System (BSS) for a local telecommunications organisation. He also played a pivotal role in expanding and overseeing Microlink's telco services into the Middle East. In the realm of FSI, his focus has revolved around expanding Microlink's service offerings through collaborations with partners and the development of proprietary solutions.

In addition to his corporate achievements, Mr Thong is an accomplished athlete, securing 2nd Place in the Under 61kg Category at the Singapore National Open 2019 in Olympic Weightlifting and achieving a top-tier finish in the Penang Bridge Marathon 2014. He has also reached the summit of Mount Kinabalu and holds a 2nd Degree Black belt in Taekwondo.

WONG KWANG CHWEN

EXECUTIVE DIRECTOR



Age 49



Male



Malaysian



Appointed to the Board on 15 March 2024



Member of Executive Committee

Mr. Kwang Chwen previously held the position of Group Chief Operating Officer at Microlink Solutions Berhad and his responsibilities include optimising the cost of delivery, resources, quality of service, and compliance to ensure a healthy P&L. In addition to this, he is responsible for defining career paths for program management, quality assurance, solution architecture, and development. As part of the overall Microlink business expansion plan, Kwang Chwen also oversees the strategic execution of a new range of products and solutions, as well as building an extensive partner channel. Kwang Chwen was previously Group Chief Commercial Officer before appointed as Group COO with the core focus of not only in growing the business top and bottom line, but driving digital transformation across the Microlink range of products, especially in the core banking and fintech arena.

Prior to joining Microlink, Kwang Chwen was Country Manager for Avanade Malaysia, before pioneering Fusionex as Senior Vice President to become a regionally recognised Big Data Analytics player. After leaving Fusionex, Kwang Chwen led the transformation journey at IFCA MSC Berhad, joining as Executive Vice President and serving as Chief Executive Officer for one of its business divisions.

DATO' SRI CHEE HONG LEONG

NON-INDEPENDENT NON-EXECUTIVE DIRECTOR



Age 60



Male



Malaysian



- Appointed to the Board on 15 February 2021 as Independent Non-Executive Director
- Re-Designated as Executive Director on 3 April 2023
- Re-Designated as Non-Independent and Non-Executive Director on 1 November 2023



Chairman of Executive Committee

Dato' Sri Chee graduated with a Bachelor of Engineering (Computer) in 1987 and a Master of Business Administration in 1989, both from McMaster University, Hamilton, Ontario, Canada. He began his career in 1990, coordinating the development in corporate and annual strategic plans for Leisure Holidays Group of Companies.

From 1992 to 1998, Dato' Sri Chee ventured into the property development sector, serving as Chief Executive Officer at Canary Homes Sdn Bhd and Canary Infoport Sdn Bhd. He subsequently joined Tanco Resort Berhad where, from 1998 to 2002, he held various positions from General Manager rising to Executive Director and Chief Operating Officer.

In March 2003, he joined M & A Equity Holdings Berhad (formerly known as SYF Resources Bhd), a furniture, boards and property development firm, initially as a member of the Board of Directors and was subsequently appointed as Executive Director in 2011. He also currently sits on the Board of Hextar Industries Berhad as Independent Non-Executive Director and an Chief Executive Officer of Ho Hup Construction Company Berhad.

Dato' Sri Chee has served as Independent Director on the Boards of various organisations in the Palm Oil, Timber and Building Materials business, as well as the Education and Healthcare sectors.

PROFILE OF DIRECTORS (CONT'D.)

DATO' AHMAD NAJMI BIN ABDUL RAZAK

NON-INDEPENDENT NON-EXECUTIVE DIRECTOR



Age 52



Male



Malaysian



Appointed to the Board on 20 December 2022

With a dynamic career spanning over 27 years in the corporate sector, Dato' Najmi stands as a seasoned leader at the helm of Gading Sari Holdings Sdn Bhd. As Chief Executive Officer, he orchestrates a diverse portfolio of investments across multiple sectors, including mining, automobiles, property development, agriculture, telecommunications, real estate, hospitality, and services.

In addition to his role at Gading Sari Holdings, Dato' Najmi serves as a Director of Microlink Solutions Berhad, a prominent public-listed tech-solutions provider, where he contributes his strategic insights and industry acumen to drive growth and innovation.

A graduate of Indiana University in the United States of America, Dato' Najmi holds a Bachelor of Science in Business with a concentration in Marketing. Throughout his illustrious career, he has occupied various senior management positions and directorships in leading private organizations, harnessing a wealth of experience and expertise across diverse industries.

Beyond his corporate endeavours, Dato' Najmi is deeply engaged in community and sporting leadership roles. He holds positions of prominence within the Asian Hockey Federation as an Executive Board member, while also serving as the Deputy President of the Malaysia Hockey Confederation (MHC). Notably, he chairs the National Team Management Committee for MHC and assumes leadership roles within the Pahang Hockey Association and the Kuantan Hockey Association.

Driven by a profound commitment to philanthropy, Dato' Najmi actively supports charitable initiatives, including his involvement with Yayasan Al-Sultan Abdullah and various corporate social responsibility (CSR) programs. His dedication to driving positive change extends beyond boardrooms and sports arenas, reflecting a holistic approach to leadership that prioritizes both business excellence and social impact.

With a blend of strategic vision, industry insight, and a heart for community service, Dato' Najmi exemplifies leadership excellence, leaving an indelible mark on both the corporate landscape and the wider community.

TAN WEE HOONG

NON-INDEPENDENT NON-EXECUTIVE DIRECTOR



Age 63



Male



Malaysian



Appointed to the Board on 5 April 2024



Member of Executive Committee

Mr Tan has more than 25 years experience in capital markets, corporate advisory and finance, particularly in Malaysia and Singapore. He has worked for renowned Malaysian as well as regional securities houses including RHB Bank Berhad and Kay Hian HSBC (now known as UOB Kay Hian).

In the 1990s, during his stint as Director of Research at various securities houses, Mr Tan was consistently recognised as being among the top equity analysts in Malaysia by respected financial journals such as Asiamoney. He has also been active, via his private consultancy practice in corporate advisory for public listed companies, including a number of reverse take-over transactions and general corporate strategies.

He is currently an Executive Director of Landmarks Berhad, a hospitality and resort developer listed on Main Market of Bursa Malaysia Securities Berhad. He holds a Bachelor of Business (Accounting) degree from Deakin University, Victoria, Australia.

DANNY HOE KAM THONG

NON-INDEPENDENT NON-EXECUTIVE DIRECTOR



Age 57



Malaysian



Appointed to the Board on 5 April 2024



Member of Executive Committee and Nominating, Remuneration and Long-Term Incentive Plan Committee

Mr Hoe began his career with Ernst & Young, where he worked for a period of 14 years in a number of positions, including a secondment to the firms New York office, as well as rising to Principal for Audit & Advisory Services. In 2001, he joined Kellogg Asia Sdn Bhd as Financial & Reporting Manager, and was closely involved in the merger of Kellogg South East Asia and its Greater China business.

A year later, he began a long association with the Interflour Group, one of the largest flour milling conglomerates in the Asia Pacific region, serving as Group Chief Financial Officer. In August 2011, he relocated to Vietnam as Chief Executive Officer and Country Head of Interflour Vietnam Ltd. From 2015 to 2018, he was appointed as Executive Director - Asean at Pilmico Foods Corporation, Philippines.

After a short stint back in Malaysia with Tradewinds Plantations Berhad as lead senior consultant on a proposed national grain purchasing, storage and management project for the Government of Malaysia, he rejoined the Interflour Group, this time as Chief Executive Officer & Country Head of its Turkey operations.

Returning to Malaysia in September 2020, he has served as Independent Non-Executive Director of Kumpulan Fima Berhad since December 2021. Mr Hoe was also appointed as Independent Non-Executive Director of Ho Hup Construction Company Berhad in August 2022. Mr Hoe also sit in the Board of Omesti Berhad where he was appointed as an Independent Non-Executive Director on 16 March 2022. He is a Member of Malaysian Institute of Accountants (MIA) and Member of Malaysian Institute of Certified Public Accountants (MICPA). He also completed the Advanced Management Program at INSEAD, France.

MARTIN CHU LEONG MENG

INDEPENDENT NON-EXECUTIVE DIRECTOR



Age 68



Male



Malaysian



Appointed to the Board on 6 January 2014



Member of Audit & Risk Management Committee and Chairman of Nominating, Remuneration and Long-Term Incentive Plan Committee

Martin Chu graduated with a BSc (Hons) in Mechanical Engineering and an MSc in Management Science from Imperial College, University of London. His early career was spent with Schlumberger Offshore Services Ltd, in the Netherlands and the UK, as a Senior Field Engineer in wireline logging and production services for offshore oil & gas exploration.

He later moved into banking where he obtained more than 25 years of experience in Financial Services, spanning multiple disciplines. Initially with Mitsubishi Bank Ltd in London, specialising in Corporate Finance, Treasury, Property Finance and Corporate Restructuring, he then joined EON Bank Bhd in Kuala Lumpur for 15 years, eventually rising to the position of Deputy Chief Executive Officer, Group Management Services.

During this time, he led various corporate exercises, including the acquisition of Oriental Bank and Malaysian International Merchant Bank Bhd. In 2000, he was appointed as Executive Director/Acting Chief Executive Officer of Oriental Bank, subsequently leading the merger integration of these two organisations into EON Bank.

From 2008 to 2011, he was Chief Operating Officer of ECM Libra Investment Bank. In 2011, he was reassigned to oversee Treasury & Wealth Management and in 2012, was appointed as Chief Risk Officer. While at ECM Libra, he also sat on the board of Asiasons WFG Ltd, Singapore, as Non-Independent Non-Executive Director from 2009 to 2011.

PROFILE OF DIRECTORS (CONT'D.)

NOOR ZALIZA YATI BINTI YAHYA

INDEPENDENT NON-EXECUTIVE DIRECTOR



Age 46



Female



Malaysian



Appointed to the Board on 20 December 2022



Member of Audit & Risk Management Committee

Puan Noor Zaliza graduated with a Bachelor of Accountancy from Universiti Putra Malaysia in 2000. She is a Member of the Malaysian Institute of Certified Public Accountants (MICPA) since 2003 and a Chartered Accountant of the Malaysian Institute of Accountants (MIA) since 2018.

Puan Noor Zaliza is a Chartered Accountant with more than 24 years of professional experience with established organisations in various industries. She began her career in 1999 at KPMG as a financial auditor, and later Arthur Andersen & Co in 2000 and Ernst & Young in 2002. She has since held various roles in finance, statutory reporting, corporate services, treasury and corporate taxation with a variety of companies involved in upstream oil and gas, financial services and marine construction.

In 2010, she joined Petroliaam Nasional Berhad, and was seconded to Petronas Carigali Sdn Bhd, initially as Cost Accountant, moving on in 2012 to become Head, Assets and Cost Allocation Management, Financial Reporting, Upstream Malaysia Finance with responsibility for overall Assets Reporting and Assets Management.

From 2016 to 2017, she served as Chief Financial Officer of Sapura Kencana GE Oil & Gas Services Sdn Bhd, with responsibility for overall finance functions including statutory and management reporting, internal controls, treasury and corporate taxation.

Since then, she has been promoting life insurance and takaful services under Prudential Assurance (Malaysia) Berhad and unit trust fund investments under Public Mutual Berhad. In 2019, she incorporated Zanoor Synergy Services, a sole proprietorship to undertake life insurance, takaful and unit trust investment business activities.

In January 2020, she joined Firmus Consulting Sdn Bhd as Security Consultant where she provided advisory services, including reviewing and providing recommendations on issues relating to information technology security policies and practices. In July 2020, she left Firmus Consulting Sdn Bhd to focus on Zanoor Synergy Services.

Puan Noor Zaliza is currently an Independent Non-Executive Director of Flexidynamic Holdings Berhad, a company listed on the ACE Market of Bursa Malaysia Securities Berhad, being a directorship she has held since 2020.



NARAYANASAMY A/L N CHITHAMBARAM

INDEPENDENT NON-EXECUTIVE DIRECTOR



Age 65



Male



Malaysian



Appointed to the Board on 1 March 2024



Member of Nominating, Remuneration and Long-Term Incentive Plan Committee

Mr. Narayanasamy A/L Chithambaram, is a legal professional with a career spanning over three decades. Graduating with a B.A. (Hon) in Law, Sociology, and Social Anthropology from the University of Keele, United Kingdom, in 1990, he brings a wealth of expertise in corporate law and Information Technology Law.

His career journey includes essential roles in various organisations, such as serving as the Group Legal Advisor -General Counsel at Haisan Resources Berhad, General Counsel at YFG Berhad, Legal Advisor at Lityan Holdings Berhad, Chief Operating Officer at Bheesma Logistics (M) Sdn Bhd, Head of Corporate Division/Assistant of Managing Director of Pembinaan Nadzri Sdn Bhd and Law Lecturer at Stamford College. A results-driven professional, he boasts extensive experience in corporate transactions, including takeover bids, mergers and acquisitions (M&A), joint ventures, and restructuring.

With a focus on legal, regulatory, and compliance matters, he is also proficient in intellectual property and various legal domains. From Corporate Law to Information Technology Law, he excels in drafting contracts for significant commercial transactions, arbitration management, and overseeing liquidation. Additionally, his expertise extends to conducting comprehensive legal due diligence for M&A, encompassing thorough research into target companies histories, intellectual property, and share data.

Save where disclosed above, none of the Directors has:

- any family relationship with any Director and/or major shareholder of the Company;
- any conflict of interest with the Company;
- any conviction for offences within the past 5 years; and
- any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

KEY MANAGEMENT PERSONNEL

The following section provides details on the senior executives who hold responsibility for management of the principal operations of the businesses within the Microlink Group.

EDDIE THOO W'Y-KIT

Group Chief Financial Officer – Microlink Solutions Berhad

 Age 51  Male  Malaysian  Appointed on 1 January 2022

Qualifications

CIMA, MBA from University of Strathclyde, Scotland

Working Experience

28 years

Profile

Eddie is an experienced CFO, having helmed the finance and treasury divisions in several listed companies over the past 28 years across multiple business environments that combines strategic and tactical financial expertise. He possesses strong qualifications and experience in strategic planning, investor relations, corporate governance, general operations, and profit & loss management.

At Microlink Group, Eddie is responsible for ensuring timely and accurate financial reporting in compliance with regulatory requirements. He supports the Directors and Management team in achieving financial and non-financial targets, leveraging his strategic insights and meticulous approach.

HONG WYE KEAN

Group Chief Technology Officer

 Age 46  Male  Malaysian  Appointed on 1 April 2023

Qualifications

BSc (Hons) Information Technology, (Major in Management) University of Malaya

Working Experience

22 years

Profile

Wye Kean, Group Chief Technology Officer at Microlink, leads the Solution Delivery development team, focusing on building and optimising the team's capability and capacity in supporting the business, aligning technology-related decisions with our organisational goals.

With 22 years of experience in the technology industry, Wye Kean has held various leadership positions. He previously served as the CRM Service Line Lead for Avanade Malaysia and Head of Solutions and Delivery in Fusionex. In 2017, he founded Kinexure, a business technology firm specializing in CRM.

Wye Kean is a certified Solution Architect for Microsoft Business Application platforms.

NAVRITA KAUR

Group Chief Legal Officer



Age 41



Female



Malaysian



Appointed on 1 August 2022

Qualifications

LLB, University of London; Certificate in Legal Practice (CLP)

Working Experience

16 years

Profile

Navrita has been serving as Group Chief Legal Officer (GCLLO) since 2022, providing expert and strategic legal advice to senior management on a wide range of matters with a view of minimising legal risks. She is heavily involved in corporate exercises undertaken by the Group, responsible for the negotiation of commercial contracts as well as drafting key policies.

Navrita was first admitted to the Malaysian Bar in 2007 and was a practising Advocate & Solicitor before moving to an in-house legal role. Prior to joining Microlink, Navrita was the Group General Counsel and then subsequently GCLLO of the Omesti Group. Her work has earned numerous honors, including Finalist in the Asian Legal Business (ALB) South East Asia Law Awards 2023 in both the Young Lawyer of the Year (In-house) and Woman Lawyer of the Year (In-house) categories as well as a Finalist in the Legal 500 Southeast Asia Awards 2023 for In-house lawyer of the Year. Navrita was also included in the Legal 500 GC Powerlist Southeast Asia 2022 and the inaugural Legal 500 GC Powerlist Malaysia 2023

Save where disclosed above, none of the Key Senior Management has:






- Any directorship in public companies and listed issuers;
- Any family relationship with any director and/or major shareholder of the Company;
- Any conflict of interests with the Company;
- Other than traffic offences, any convictions for offences within the past 5 years; and
- Any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

BUSINESS STRUCTURE BY SEGMENT

As at 30 June 2024

**MICRO
LINK**

**Microlink
Solutions
Berhad**

|  |  |  |  |  |
|---|---|---|---|---|
| FINANCIAL SERVICES | PUBLIC SECTOR | ENTERPRISE SOLUTIONS | TELE-COMMUNICATIONS | DISTRIBUTION |
| Microlink Systems Sdn Bhd | | | | Applied Business Systems Sdn Bhd |
| Microlink Labs Sdn Bhd | | | | First Solution Sdn Bhd |
| Omesti Innovation Lab (Malaysia) Sdn Bhd | | | | Formis Systems & Technology Sdn Bhd |
| Microlink Kinexure Sdn Bhd | | | | CSA Servis (M) Sdn Bhd |
| Formis Computer Services Sdn Bhd | | | Microlink Solutions W.L.L | |
| Microlink Innovation Sdn Bhd | ML Tridimas Sdn Bhd | CA IT Infrastructure Solutions Sdn Bhd | | |
| Microlink Software Sdn Bhd | Dhanalynk Sdn Bhd | Formis Advanced Systems Sdn Bhd | | |
| PT Microlink International Maju | | | | |
| Microlink Solutions Pte Ltd | | | | |

CORPORATE STRUCTURE

Microlink Solutions Berhad

CA IT Infrastructure
Solutions Sdn Bhd

CSA Servis (M)
Sdn Bhd

Dhanalynk
Sdn Bhd

Microlink Solutions
Pte Ltd

Microlink Innovation
Sdn Bhd

51% Microlink Kinexure
Sdn Bhd

51% Microlink Software
Sdn Bhd

Microlink Solutions
W.L.L.

ML Tridimas
Sdn Bhd

Omesti Innovation Lab (M)
Sdn Bhd

Microlink Labs
Sdn Bhd

Microlink Solutions
Vietnam Company Limited

Microlink Systems
Sdn Bhd

80% PT Microlink
Indonesia

Applied Business
Systems Sdn Bhd

First Solution
Sdn Bhd

Formis Computer
Services Sdn Bhd

Formis Systems &
Technology Sdn Bhd

Formis Advanced
Systems Sdn Bhd

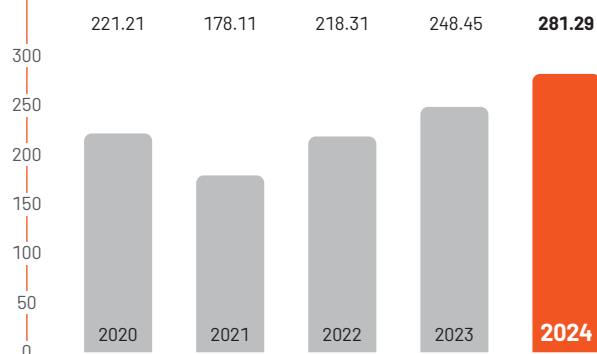
65% PT Microlink
International Maju

20%

Shareholding is 100% unless otherwise stated

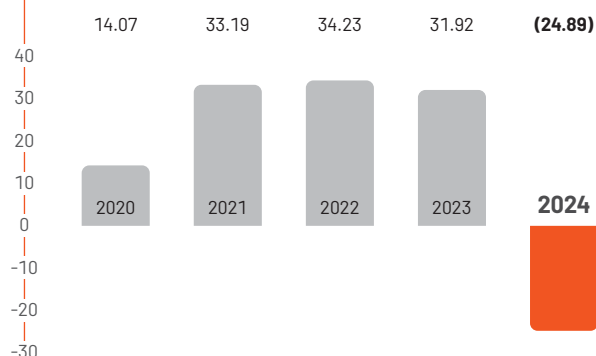
REVENUE

(RM million)



PROFIT/(LOSS) BEFORE TAX

(RM million)

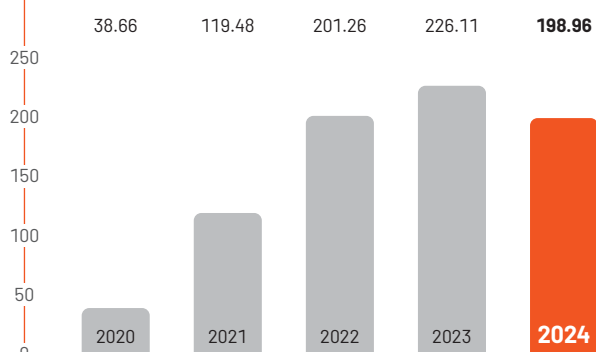


5-YEAR FINANCIAL HIGHLIGHTS

2020-2024

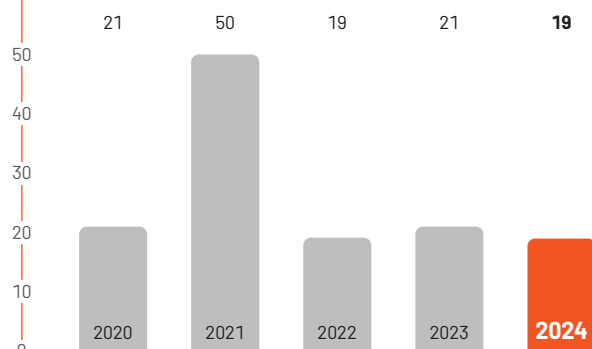
SHAREHOLDERS' EQUITY

(RM million)



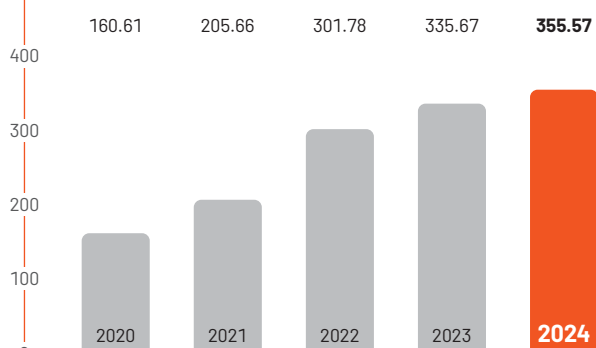
NET ASSET/SHARE

(Sen)



TOTAL ASSETS

(RM million)



CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (Board) of Microlink Solutions Berhad (Company) is pleased to provide an overview of the corporate governance practices of the Company. The Board strongly believes in the importance of having and adhering to a sound corporate governance framework in order to deliver sustainable value, enhance shareholders' confidence and achieve the corporate objectives and vision of the Company and its subsidiaries (Group).

The Board of Directors (Board) of Microlink Solutions Berhad (Company) is pleased to provide an overview of the corporate governance practices of the Company. The Board strongly believes in the importance of having and adhering to a sound corporate governance framework in order to deliver sustainable value, enhance shareholders' confidence and achieve the corporate objectives and vision of the Company and its subsidiaries (Group).

This Corporate Governance Overview Statement (CG Overview Statement) seeks to provide investors with key insights into the corporate governance practices of the Company. In this Statement, the Board reports on the way in which the Group has, throughout the financial year ended (FYE) 31 March 2024, adopted and applied the statutory requirements, principles and best practices as set out in the Main Market Listing Requirements (Main LR)

of Bursa Malaysia Securities Berhad (Bursa Securities), Companies Act 2016 (CA 2016) and the Malaysian Code on Corporate Governance 2021 (MCCG 2021). It also addresses future priorities of the Company.

The Company has generally complied with the MCCG 2021 for the period under review. The status of the Company's application of the MCCG 2021 is disclosed in our Corporate Governance Report 2024 (CG Report) which is accessible to the public at the Company's website <https://www.microlink.com.my/investor-relations/board-governance/>. The CG Report provides details on how the Company has applied each Practice during FYE 31 March 2024, including details of any departures and alternative measures put in place within the Company. It also demonstrates the commitment of the Board and Management of the Group in applying and embracing the highest standards of Corporate Governance across the organisation.

This CG Overview Statement serves to show how our measures are aligned with the principles of good governance in accordance with the MCCG 2021. References are made to the following three (3) key Corporate Governance principles as contained in the MCCG 2021:

A

**BOARD
LEADERSHIP &
EFFECTIVENESS**

B

**EFFECTIVE AUDIT &
RISK MANAGEMENT;
AND**

C

**INTEGRITY IN CORPORATE REPORTING
& MEANINGFUL RELATIONSHIP WITH
STAKEHOLDERS.**

This CG Overview Statement is to be read together with the CG Report, which was approved by the Board on even date.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D.)

PRINCIPLE A

PRINCIPLE B

PRINCIPLE C

BOARD LEADERSHIP & EFFECTIVENESS

A) BOARD RESPONSIBILITIES

Board Leadership

The Board has overall responsibility for corporate governance, strategic direction, corporate planning and overseeing the investment and business of the Group, the ultimate aim being to create and deliver sustainable value and long-term success.

Separation of Positions of Chairman & Executive Directors

The positions of Chairman and Executive Directors are held by separate individuals and their roles and responsibilities are distinct, as stated in the Board Charter.

Access to Information, Advice & Company Secretary

In carrying out its duties, the Board has full and unrestricted access to all information within the Company and the Group, as well as the advice and services of Senior Management and the Company Secretary. The roles and responsibilities of the Company Secretary are clearly specified in the Board Charter.

Board Charter

In discharging its duties and responsibilities effectively, the Board is guided by the Board Charter, which clearly defines its roles and responsibilities. The Board Charter is periodically reviewed and updated in accordance with the needs of the Company and any new regulations that may have an impact on the discharge of the Board's responsibilities.

Board Committees

The Board has established the following Board Committees:

- Audit & Risk Management Committee (ARMC);
- Nominating, Remuneration and Long-Term Incentive Plan Committee (NRLTIPC); and
- Executive Committee (EXCO).

These Committees are each entrusted with specific oversight responsibilities for the Group's affairs and are granted the authority to act on the Board's behalf in accordance with their respective Terms of Reference (TOR). Nevertheless, the Board is ultimately accountable and responsible for the affairs and business of the Group.

The Board Charter and the respective TOR of the ARMC and NRLTIPC are available for reference at the Company's website: <https://www.microlink.com.my/investor-relations/board-governance/>.

Board Meetings & Attendance

The Board holds at least four (4) scheduled quarterly meetings, with additional meetings being convened as and when necessary. Prior to each meeting, every Director is provided with the complete agenda and a set of Board papers well in advance in order to provide ample time to review matters to be deliberated at the meeting and so facilitate informed decision-making.

Senior Management members are also invited to attend these meetings, as and when required, to provide the Board with the necessary information and clarification on issues deliberated during the meetings.

A formal schedule of matters is adopted which includes strategy and policy issues, major investments, financial decisions and the annual business plan.

During FYE 31 March 2024, the Board met seven (7) times during which it reviewed and approved various issues. These included the quarterly financial results of the Group for announcement to Bursa Securities, a fund-raising exercise, corporate exercise and strategic decisions, change in Board's composition as well as the financial and operational performance of the Group. The Board also reviewed the adequacy of the Group's internal control system.

The Board has leveraged on technology to convene the Board and Board Committee meetings. During FYE 31 March 2024, all these meetings were held as hybrid sessions.

The attendance record of the Directors at the Board meetings during the period under review is provided below:

| Director | Total Meetings Attended |
|--|-------------------------|
| Tun Arifin bin Zakaria | 7/7 |
| Dato' Sri Chee Hong Leong | 7/7 |
| Dato' Ahmad Najmi bin Abdul Razak | 6/7 |
| Martin Chu Leong Meng | 7/7 |
| Noor Zaliza Yati binti Yahya | 7/7 |
| Thong Weng Sheng (Appointed on 1 November 2023) | 3/4 |
| Narayanasamy A/L N Chithambaram (Appointed on 1 March 2024) | 2/2 |
| Wong Kwang Chwen (Appointed on 15 March 2024) | 0/0 |
| Tan Wee Hoong (Appointed on 5 April 2024) | 0/0 |
| Danny Hoe Kam Thong (Appointed on 5 April 2024) | 0/0 |
| Monteiro Gerard Clair (Resigned on 10 June 2024) | 7/7 |
| Tai Keat Chai (Resigned on 29 May 2024) | 7/7 |
| Tan Sri Jaganath Derek Steven Sabapathy (Resigned on 12 January 2024) | 3/4 |
| Wan Mai Gan (Resigned on 10 November 2023) | 3/3 |
| Tan Sri Datuk Seri (Dr) Mazlan bin Lazim (Resigned on 6 June 2023) | 1/1 |

During FYE 31 March 2024, all Directors have complied with the minimum 50 percent attendance requirement at Board meetings as stipulated by the Main LR. As such, the Board is satisfied with the level of time commitment given by the Directors of the Company towards fulfilling their duties and responsibilities.

Code of Ethics & Conduct

The Board has formulated and adopted a Code of Ethics & Conduct (Code of Ethics) which applies to all employees and Directors of the Group. 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 individuals or external organisations. These principles are integrated into company-wide management practices. The Directors also observe the Company Directors' Code of Ethics, as established by the Companies Commission of Malaysia.

Whistleblowing Policy

The Group's Whistleblowing Policy (WP) provides a transparent mechanism and avenue for all stakeholders to report or raise genuine concerns on any suspected misconduct, without fear of retribution or intimidation. Confidentiality and anonymity are assured to stakeholders who disclose their concerns in good faith and, in doing so, have followed the appropriate disclosure procedures. The WP sets out a clear procedural guide for stakeholders to follow in raising their concerns to ensure that issues are addressed in respect of the appropriate personnel and definitive action can be taken.

Anti-Bribery & Corruption Policy

In line with the Guidelines on Adequate Procedures pursuant to Section 17A of the Malaysian Anti-Corruption Commission Act 2009, the Company has developed and adopted an Anti-Bribery & Corruption Policy (ABC). This policy sets out the proper practices to be adhered to in relation to improper solicitation, bribery and other corrupt activities and/or issues that may arise in the course of business. The policy is applicable to every employee and Director of the Group.

In addition, the Board has also formulated an Anti-Corruption Policy for Third Parties (ABC - Third Parties) which sets out guidelines to be complied with by third parties engaging with the Group.

The Code of Ethics, WP, ABC and ABC - Third Parties are available for reference at the Company's website <https://www.microlink.com.my/investor-relations/board-governance/>.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D.)

PRINCIPLE A

PRINCIPLE B

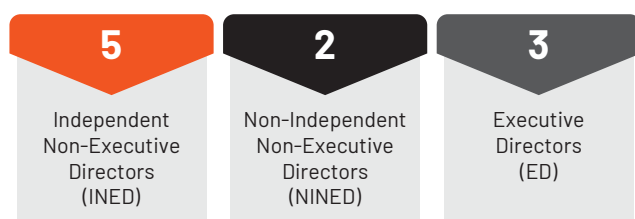
PRINCIPLE C

BOARD LEADERSHIP & EFFECTIVENESS (CONT'D.)

B) BOARD COMPOSITION

Board Balance & Composition

As at 31 March 2024, the Board comprised ten (10) members:



During the year under review, the Board saw changes to its composition as follows:

- redesignation of Dato' Sri Chee Hong Leong from ED to NINED on 1 November 2023
- appointment of Mr Thong Weng Sheng as ED on 1 November 2023
- resignation of Ms Wan Mai Gan as INED on 10 November 2023
- resignation of Tan Sri Jaganath Derek Steven Sabapathy as NINED and Deputy Chairman of the Board on 12 January 2024
- appointment of Mr Narayanasamy A/L N Chithambaram as an INED on 1 March 2024
- appointment of Mr Wong Kwang Chwen as an ED on 15 March 2024

Mr Tan Wee Hoong and Mr Danny Hoe Kam Thong were appointed as NINED on 5 April 2024. Subsequently on 29 May 2024, Mr Tai Keat Chai resigned as INED and on 10 June 2024, Mr Monteiro Gerard Clair resigned as an ED.

The Board's composition complies with the requirements mandated by the Main LR of Bursa Securities. In light of the annual review conducted by the NRLTIPC, the Board is of the view that the current Board composition is appropriate in terms of its membership and size.

The Board is well-represented by individuals with diverse professional backgrounds and experience in the areas of finance, accounting, economics, law, business, systems implementation and software products. The diversity of skill, experience and knowledge of its members in these various disciplines and professions allows the Board to address and/or to resolve any related issues in an effective and efficient manner.

There is also a balance in the Board composition with the presence of INEDs of the necessary calibre and experience to carry sufficient weight in Board discussions and decisions. These individuals, together with the NINEDs, are highly experienced. Their willingness to challenge the Management without apprehension with pertinent questions, and to debate constructively during Board meetings, helps to reinforce the checks and balances of the Board's decision-making process.

While all the Directors hold equal responsibility for the Group's operations, the role of the INED is particularly important in providing an independent view, advice and judgment that take into account the interests of the Group, shareholders, employees and communities in which the Group operates.

The Profiles of the Directors are presented on pages 30 to 35 of Volume 1 of this Annual Report.

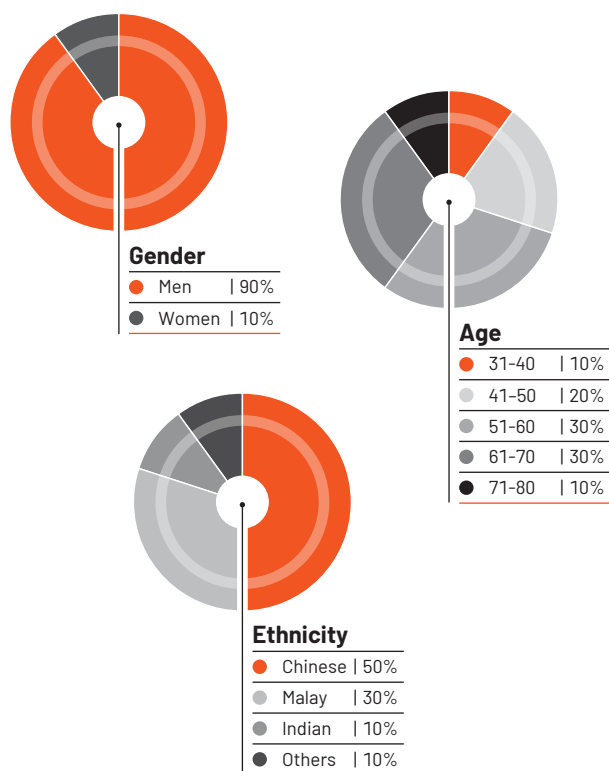
Reinforce Independence

The NRLTIPC is responsible for assessing the independence of the INED annually. This assessment is based on the independent and constructive views, deliberations and contributions put forward by the INED during the Board meetings. This process is conducted through the Assessment of Independence of INED as part of the annual Board Evaluation. The criteria for assessing independence, as developed by the NRLTIPC, are applied upon admission, annually and when any new interest or relationship develops.

The NRLTIPC and the Board have, upon their assessment, concluded that the INEDs continue to demonstrate conduct and behaviour that are essential indicators of independence and their ability to act in the best interests of the Company. It has determined that they continue to fulfil the definition of independence, as set out in the Main LR.

The Board acknowledges the vital need for diversity to ensure good governance practice and to enhance the efficient functioning of the Board. The Board believes the appointment of new members is guided by the skills, experience, competency and knowledge of the individual candidate(s). Any potential Board candidate will be assessed, wherever reasonably possible, in line with the Board Diversity Policy and Board of Directors' Fit and Proper Policy of the Company.

The Board's diversity breakdown as at FYE 31 March 2024 is depicted in the following matrix:



Nominating, Remuneration and Long-Term Incentive Plan Committee ("NRLTIPC") Report

The Board had on 3 April 2023 approved the merging of Nominating Committee, Remuneration Committee and Long-Term Incentive Plan Committee into a single committee known as "Nominating, Remuneration and Long-Term Incentive Plan Committee".

The NRLTIPC is responsible for screening, evaluating and recommending suitable candidates to the Board for appointment as Directors, as well as filling the vacant seats of the Board Committees as when they may arise. The NRLTIPC also assists the Board, amongst others, in annual review of salaries, incentive arrangements and other employment conditions of the Executive Directors and Senior Management.

The NRLTIPC is comprised exclusively of Non-Executive Directors, in the majority, of INEDs with the Chairman being independent and able to contribute effectively to the NRLTIPC. Meetings of the NRLTIPC are held as and when required, and at least once a year.

The current composition of the NRLTIPC is as set out on page 28 of Volume 1 of this Annual Report.

The TOR of the NRLTIPC are available for reference at the Company's website: www.microlink.com.my/investor-information/.

During FYE 31 March 2024, four (4) meetings were held. The NRLTIPC carried out the following activities:

- Assessed the size, composition and effectiveness of the Board Committees and each of its members;
- Reviewed the overall composition of the Board in terms of appropriate size, required mix of skills, experience, core competencies and effectiveness, as well as adequacy of balance between Executive Director and INEDs;
- Evaluated each Director's performance and ensured no conflict of interest;
- Assessed and confirmed the independence of the INEDs;
- Reviewed the term of office and performance of the ARMC and each of its members;
- Reviewed and made recommendations to the Board with regard to Directors seeking re-election at the Company's 20th Annual General Meeting (AGM);
- Evaluated the training needs of the Board;
- Discussed the nomination and appointment of new candidate as Director of the Company.
- Reviewed and recommended the Group Annual Increment and Bonus Performance for FYE 31 March 2023;
- Reviewed and recommended the payment of Directors' Fees and benefits for the period from 5 September 2023 until the next AGM of the Company; and
- Reviewed remuneration package for the Executive Directors of the Company.

Details on the criteria used in the selection and election process of Directors, as well as the assessment undertaken by the NRLTIPC, together with the criteria used for such assessment, are set out in the CG Report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D.)

PRINCIPLE A

PRINCIPLE B

PRINCIPLE C

BOARD LEADERSHIP & EFFECTIVENESS (CONT'D.)

Directors' Remuneration

The remuneration of the Executive and Non-Executive Directors paid/payable by the Group for the financial year under review is as set out in the accompanying table:

| Category | Directors' Fees (RM) | Salaries (RM) | Defined contribution plan (RM) | Benefits-In-Kind (RM) | Equity compensation benefits (RM) | Other emoluments (RM) | Total (RM) |
|--|------------------------|------------------------|--------------------------------|-----------------------|-----------------------------------|-----------------------|------------|
| Executive Directors | | | | | | | |
| Monteiro Gerard Clair | - | 362,000 ⁽⁴⁾ | 43,440 | - | - | - | 405,440 |
| Thong Weng Sheng (Appointed on 1 November 2023) | - | 150,000 ⁽⁴⁾ | 18,000 | - | - | - | 168,000 |
| Wong Kwang Chwen (Appointed on 15 March 2024) | - | - | - | - | - | - | - |
| Non-Executive Directors | | | | | | | |
| Tun Arifin bin Zakaria | 191,100 ⁽¹⁾ | - | - | 10,625 ⁽⁶⁾ | - | 9,580 ⁽⁵⁾ | 211,305 |
| Dato' Sri Chee Hong Leong | 26,521 ⁽³⁾ | - | - | 21,250 | - | 4,000 ⁽⁵⁾ | 51,771 |
| Dato' Ahmad Najmi bin Abdul Razak | 60,000 ⁽³⁾ | - | - | - | - | 8,000 ⁽⁵⁾ | 68,000 |
| Tai Keat Chai | 84,008 ⁽³⁾ | - | - | - | - | 15,000 ⁽⁵⁾ | 99,008 |
| Martin Chu Leong Meng | 73,408 ⁽³⁾ | - | - | - | - | 18,000 ⁽⁵⁾ | 91,408 |
| Noor Zaliza Yati binti Yahya | 61,828 ⁽³⁾ | - | - | - | - | 10,000 ⁽⁵⁾ | 71,828 |
| Narayanasamy A/L N Chithambaram (Appointed on 1 March 2024) | 5,000 ⁽³⁾ | - | - | - | - | 2,000 ⁽⁵⁾ | 7,000 |
| Tan Sri Datuk Seri (Dr) Mazlan bin Lazim (Resigned on 6 June 2023) | 11,283 ⁽³⁾ | - | - | - | - | 1,000 ⁽⁵⁾ | 12,283 |
| Wan Mai Gan (Resigned on 10 November 2023) | 44,611 ⁽³⁾ | - | - | - | - | 12,000 ⁽⁵⁾ | 56,611 |
| Tan Sri Jaganath Derek Steven Sabapathy (Resigned on 12 January 2024) | 102,457 ⁽²⁾ | - | - | 21,250 | - | 11,660 ⁽⁵⁾ | 135,367 |

⁽¹⁾ Fees paid/payable by the Company for acting as the Chairman of the Board

⁽²⁾ Fees paid/payable by the Company for acting as a Non-Independent Non-Executive Deputy Chairman

⁽³⁾ Fees paid/payable by the Company for acting as Independent Non-Executive Director/Non-Independent Non-Executive Director

⁽⁴⁾ Salaries and other emoluments paid by the Company for acting as Executive Director

⁽⁵⁾ Meeting Allowances paid by the Company

⁽⁶⁾ Benefits-In-Kind paid by the Company for acting as the Chairman of the Board

Directors' Training

The Directors are mindful of the need for continuous training to keep abreast of new developments in the technology sector and regulatory environment. As such, they are encouraged to attend forums, seminars, workshops and conferences facilitated by external professionals in accordance with their respective needs in discharging their duties as Directors.

During the year under review, the NRTLIPC reviewed and evaluated the training needs of the Directors and encouraged the individual Directors to identify and pursue their respective training needs. The Company Secretary has also periodically informed the Directors of the availability of appropriate courses, conferences and seminars. The Directors have been encouraged to attend such training at the Company's expense.

All the Directors of the Company have attended and successfully completed the MAP prescribed under the Main LR. The training/courses attended by the Directors during FYE 31 March 2024 are as follows:

| Director | Training/Courses Attended | Date |
|--|---|-----------------------|
| Tun Arifin Bin Zakaria | <ul style="list-style-type: none"> Mandatory Accreditation Programme Part II | 25 & 26 October 2023 |
| Noor Zaliza Yati binti Yahya | <ul style="list-style-type: none"> MIA Webinar Series: Financial Reporting on Impact of Climate Change Effects | 5 April 2023 |
| | <ul style="list-style-type: none"> MIA International Accountants Conference 2023 | 13 & 14 June 2023 |
| | <ul style="list-style-type: none"> Management of Cyber Risk | 3 October 2023 |
| Tan Wee Hoong | <ul style="list-style-type: none"> Bursa Malaysia – Advocacy Sessions for Directors and CEO of Main Market Listed Issuers | 22 August 2023 |
| | <ul style="list-style-type: none"> Future-Proofing Malaysian Businesses: Navigating Cyber-Threats in the Age of AI & Thriving in a High-Risk Landscape | 11 March 2024 |
| Danny Hoe Kam Thong | <ul style="list-style-type: none"> The Audit Committee – How to navigate financial reporting oversight amidst potential landmines of misreporting (organised by MICG) | 29 May 2023 |
| | <ul style="list-style-type: none"> Audit Committee Conference 2023 (organised by Malaysian Institute of Accountant) | 14 September 2023 |
| | <ul style="list-style-type: none"> Fima's 2nd Virtual Summit Series 1 2023: Improving Workplace Dynamics: Achieving Harmony through Compliance & Competencies (in-house) | 13 October 2023 |
| | <ul style="list-style-type: none"> Fima's 2nd Virtual Summit Series 4 2023: Improving Workplace Dynamics: Achieving Harmony through Compliance & Competencies (in-house) | 14 November 2023 |
| | <ul style="list-style-type: none"> Mandatory Accreditation Programme Part II : Leading for Impact (LIP) | 13 & 14 December 2023 |
| Dato Sri Chee Hong Leong | <ul style="list-style-type: none"> Digital Transformation | 30 December 2023 |
| | <ul style="list-style-type: none"> New Business Models and Strategies for Internet Economy | 30 December 2023 |
| Narayanasamy A/L N Chithambaram | <ul style="list-style-type: none"> Mandatory Accreditation Programme Part I | 13 & 14 March 2024 |
| Thong Weng Sheng | <ul style="list-style-type: none"> Mandatory Accreditation Programme Part I | 30 & 31 January 2024 |

Saved as disclosed above, other Directors of the Company were not able to attend any suitable training programmes during the financial year under review due to their respective work schedule. Nevertheless, these Directors continue to devote sufficient time to update their knowledge and enhance their skills through other channels, in line with the ever-changing commercial challenges and risks.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D.)

PRINCIPLE A

PRINCIPLE B

PRINCIPLE C

BOARD LEADERSHIP & EFFECTIVENESS (CONT'D.)

During the Board Committee and Board meetings, the Directors continuously receive briefings and updates from the Management, External Auditors, Company Secretary and Internal Auditors on a variety of topics. These include, but are not limited to, the Group's businesses and operations, risk management activities, corporate governance, finance, new developments in the business environment, new regulations and statutory requirements.

The Board will continue to evaluate and determine the training needs of its Directors to enhance their skills and knowledge.

Re-election of Directors

In accordance with the Company's Constitution, one third (1/3) of the Directors for the time being shall retire from office and be eligible for re-election at each AGM. This is provided always that all Directors shall retire from office once every three (3) years but shall be eligible for re-election. The Directors to retire every year shall be those who have been longest in office since their last election.

The Constitution of the Company further provides that Directors who are appointed by the Board to fill a casual vacancy, or as an addition to the existing Board, are subject to re-election by the shareholders at the next AGM following their appointment.

PRINCIPLE A

PRINCIPLE B

PRINCIPLE C

EFFECTIVE AUDIT & RISK MANAGEMENT

A) AUDIT & RISK MANAGEMENT COMMITTEE (ARMC)

As at FYE 31 March 2024, the ARMC comprises three (3) members, all of whom are INEDs. The current composition of the ARMC is as set out on page 53 of Volume 1 of this Annual Report.

The ARMC undertakes an annual assessment of the suitability and independence of the External Auditors in accordance with the External Auditor Independence Policy. Having satisfied itself with their performance and fulfilment of criteria as set out in the policy, the ARMC will recommend their re-appointment to the Board, after which the shareholders' approval will be sought at the subsequent AGM.

Assurance is sought from the External Auditors throughout the conduct of the audit engagement in confirming their independence in accordance with the terms of all relevant professional and regulatory requirements.

The ARMC Report is presented on pages 53 to 54 of Volume 1 of this Annual Report.

B) RISK MANAGEMENT FRAMEWORK

Details on the key features of the risk management framework are set out in the Statement on Risk Management & Internal Control on pages 50 to 52 of Volume 1 of this Annual Report.

C) INTERNAL AUDIT FUNCTION

Details of the Group's internal control systems and the state of internal controls are further elaborated under the Statement on Risk Management & Internal Control. This Statement has been reviewed by the Company's External Auditors, and is provided separately on pages 50 to 52 of Volume 1 of this Annual Report.

PRINCIPLE A

PRINCIPLE B

PRINCIPLE C

INTEGRITY IN CORPORATE REPORTING & MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

A) COMMUNICATION WITH STAKEHOLDERS

The Board recognises the importance of communication and proper dissemination of information to its shareholders and investors. Through extensive disclosures of appropriate and relevant information, the Company aims to effectively provide shareholders and investors with information to maintain transparency and accountability. In this respect, the Company keeps shareholders informed via announcements and timely release of quarterly financial reports, press releases, annual reports and circulars to shareholders.

Shareholders and members of the public may obtain information on the Group's operations and activities, as well as press releases, announcements and financial information, etc. from the Company's website: www.microlink.com.my.

In line with this, a Shareholders' Communication Policy has been adopted by the Company which sets out the framework that it has put in place to promote effective communication with the shareholders. This enables the shareholders to engage actively with the Company and exercise their rights as shareholders in an informed manner. The Shareholders' Communication Policy is available for reference at the Company's website: <https://www.microlink.com.my/investor-relations/board-governance/>.

B) CONDUCT OF GENERAL MEETINGS

The Annual General Meeting (AGM) and other meetings of the shareholders, including any Extraordinary General Meeting (EGM) of the Company, are the principal forums for dialogue and interaction with shareholders. At such meetings, individual shareholders may raise questions or concerns with regard to the Company as a whole. Shareholders are also encouraged to participate in question and answer sessions. The Board, Senior Management and relevant advisors are on hand to answer questions raised and provide clarifications as required.

Following the outbreak of the COVID-19 pandemic in 2020, the Company leveraged on technology by conducting its 20th AGM as virtual session. This was conducted via a secure digital platform. All Directors including the Chairman were in attendance at the designated broadcast venue.

The notice for the 20th AGM was provided more than 28 days in advance to enable shareholders to make adequate preparation. Shareholders attending the 20th AGM were able to participate, speak (in the form of real-time submission of typed texts) and cast their votes in real time via the electronic voting facilities provided by the virtual meeting platform. The remote poll voting results were validated by an independent scrutineer and made available immediately following the broadcast.

COMPLIANCE STATEMENT

This Statement on the Company's corporate governance practices is made in compliance with the Main LR. Having reviewed and deliberated this Statement, the Board is satisfied that, to the best of its knowledge, for the financial year under review the Company is substantially in compliance with the principles and practices set out in the MCGG 2021, as well as the relevant paragraphs under the Main LR. This statement has been presented and approved by the Board at its meeting held on 18 July 2024.

STATEMENT ON RISK MANAGEMENT & INTERNAL CONTROL

INTRODUCTION

The Board of Directors of Microlink Solutions Berhad (Board) acknowledges its stewardship responsibility for the risk management and internal control system throughout Microlink Solutions Berhad and its subsidiaries (the Group) as well as for reviewing its adequacy and effectiveness.

This Statement on Risk Management & Internal Control is prepared in accordance with Paragraph 15.26(b) of the Main Market Listing Requirements (MMLR) and Guidance Note 9 of Bursa Malaysia Securities Berhad (Bursa Securities).

BOARD RESPONSIBILITIES

The Board recognises that a sound system of risk management and internal control is an integral part of good corporate governance. The Board is committed and affirms its overall responsibility to maintain both a sound system of risk management and internal control and the proper management of risks throughout the operations of the Group to ensure that shareholders' interests and the Group's assets are safeguarded.

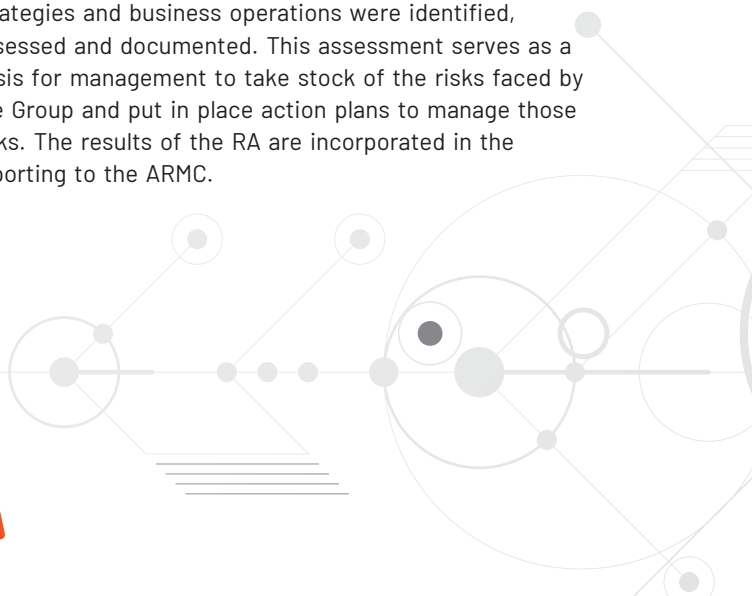
Due to limitations inherent in any system of internal control and risk management, such system put in place by management is only designed to manage rather than eliminate risks of failure in the course of achieving business and corporate objectives. Accordingly, the system can only provide reasonable but not absolute assurance against material misstatements, losses or fraud. Due to the ever-changing business environment and conditions, the effectiveness of an internal control and risk management system may vary over time.

ENTERPRISE RISK MANAGEMENT FRAMEWORK

The Board acknowledges that all areas of the Group's activities involve a certain degree of risk and recognises that effective risk management is part of good business management practice for the successful achievement of the Group's business objectives. The oversight of this critical area is carried out by the Audit & Risk Management Committee (ARMC) comprising the Board Members.

The Group has in place a Risk Management Framework to proactively identify, assess, evaluate and manage key risks to an optimal level. The Group has updated the risk register with key potential risks identified, along with the implementation of appropriate risk response strategies and controls in managing these risks.

As part of the risk assessment (RA) process, focus group sessions were conducted to gain an understanding of changes in business models, strategies, and business operations, to evaluate the current key risks and controls in place as well as to note management concerns or issues. The RA has been conducted as part of a continued activity to create awareness of, understand and evaluate the current key risks vis-a-vis the enterprise risks. Risk implications due to any changes in business models, strategies and business operations were identified, assessed and documented. This assessment serves as a basis for management to take stock of the risks faced by the Group and put in place action plans to manage those risks. The results of the RA are incorporated in the reporting to the ARMC.



The Board's primary objective and direction in managing the Group's risks are focused on the achievement of the Group's business objectives. From time to time, the framework is reviewed to ensure that risks and controls are updated to reflect current situations and to ensure relevance at any given time.

Internal audits are carried out to ensure mitigating measures are continuously implemented.

INTERNAL AUDIT

The internal audit (IA) function of the Group was outsourced to Quadrant Biz Solutions Sdn Bhd, an independent professional firm for FYE 31 March 2024. The cost incurred by the Group on the internal audit function in carrying out its duties in respect of FYE 31 March 2024 amounted to RM118,720.

The Group's internal control systems are continually being reviewed and enhanced to ensure changes in the Group's business and operating environment are adequately managed. The Board, through the ARMC, currently obtains regular assurance on the adequacy and effectiveness of the internal control system through independent reviews performed by an outsourced professional internal audit function services firm. The Internal Auditors report directly to the ARMC with the principal responsibility of performing regular and systematic reviews of the internal control system.

During the year under review, the internal audit function conducted reviews in accordance with the risk-based internal audit plan approved by the ARMC. Based on the internal audit reviews carried out, the results, including findings of the internal audit and recommended corrective actions, were presented to the ARMC at the scheduled meetings. In addition, follow-up reviews were conducted to ensure recommendations for improvement on the internal control system are being satisfactorily implemented.

Based on the internal audit review conducted, none of the weaknesses have resulted in any material losses, contingencies or uncertainties that would require separate disclosure in this Annual Report.



STATEMENT ON RISK MANAGEMENT & INTERNAL CONTROL (CONT'D.)

COMMENTARY ON ADEQUACY & EFFECTIVENESS

The Board is of the view that the systems of risk management and internal controls described above have been in place for the year under review and up to the approval of this statement for inclusion in the Annual Report.

In making this statement, the Board has received assurance from the Group Chief Executive Officer and Chief Financial Officer that the risk management and internal control systems are operating adequately and effectively in all material aspects for reporting.

The Board is committed towards operating a sound system of internal control with effective risk management practices implemented throughout the Group and is of the view that there were no significant weaknesses in the risk management and internal control systems of the Group which had resulted in material losses, contingencies or uncertainties requiring disclosure in the Annual Report.

Nevertheless, the Board is cognisant of the fact that the Group's system of internal control and risk management practices must continuously evolve to meet the changing and challenging business environment. Therefore, the Board will, when necessary, develop appropriate action plans to further enhance the Group's system of internal control and risk management.

REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

As required by Paragraph 15.23 of the MMLR of Bursa Securities, the External Auditors have reviewed this Statement on Risk Management & Internal Control, and reported to the Board that nothing has come to their attention that causes them to believe that the Statement on Risk Management & Internal Control intended to be included in the Annual Report for the financial year ended 31 March 2024 has not been prepared, in all material aspects, in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management & Internal Control: Guidelines for Directors of Listed Issuers, nor is the Statement on Risk Management & Internal Control factually inaccurate.

The limited assurance review was performed in accordance with Malaysian Approved Standard on Assurance Engagement, ISAE 3000 (Revised) Assurance Engagements Other than Audits or Reviews of Historical Financial Information and AAPG3 Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control Included in the Audited Report issued by the Malaysian Institute of Accountants which does not require the external auditors to form an opinion on the adequacy and effectiveness of the risk management and internal control systems of the Group.

CONCLUSION

There was no major internal control weakness identified that may result in any material loss or uncertainty that requires disclosure in the Annual Report. The Group continually evaluates and takes measures to strengthen the internal control and risk management environment.

This statement is made in accordance with approval from the Board of Directors dated 18 July 2024.



AUDIT & RISK MANAGEMENT COMMITTEE REPORT

As at 31 March 2024, the Audit & Risk Management Committee (ARMC) comprises the following three (3) Directors:

Tai Keat Chai (*Chairman*)

- Independent Non-Executive Director

Martin Chu Leong Meng

- Independent Non-Executive Director

Noor Zaliza Yati binti Yahya

- Independent Non-Executive Director

During the year under review, the ARMC saw changes to its composition with the resignation of Wan Mai Gan as a member of ARMC on 10 November 2023 and appointment of Noor Zaliza Yati binti Yahya as a member of ARMC on 6 February 2024. Subsequently on 29 May 2024, Tai Keat Chai resigned as the Chairman of ARMC.

TERMS OF REFERENCE

In performing its duties and discharging its responsibilities, the ARMC is guided by its Terms of Reference, which are available to view at the Company's website www.microlink.com.my.

MEETINGS AND ATTENDANCE

The ARMC held a total of five (5) meetings and one (1) adjourned meeting during the financial year ended (FYE) 31 March 2024. The attendance record of the respective members is as follows:

| Committee Member | Total Meetings Attended |
|--|-------------------------|
| Tai Keat Chai (<i>Resigned on 29 May 2024</i>) | 6/6 |
| Martin Chu Leong Meng | 6/6 |
| Wan Mai Gan (<i>Resigned on 10 November 2023</i>) | 4/4 |
| Noor Zaliza Yati Binti Yahya (<i>Appointed on 6 February 2024</i>) | 1/1 |

SUMMARY OF ACTIVITIES

During FYE 31 March 2024, the ARMC carried out the following activities:



Financial Results

- Reviewed the quarterly financial results and the annual audited financial statements of the Company and the Group and recommended to the Board for their consideration and approval prior to release to Bursa Malaysia Securities Berhad (Bursa Securities).



Related Party Transactions and Conflict of Interest

- Reviewed related party transactions within the Company and/or the Group, including any transaction, mandate, procedure or course of conduct that raises questions of Management integrity; and
- Reviewed conflict of interest situation that arose or may arise within the Group.

AUDIT & RISK MANAGEMENT COMMITTEE REPORT (CONT'D.)



Internal Audit

- Reviewed the updates on the Internal Audit for FYE 31 March 2024; and
- Reviewed the proposed Internal Audit Plan for financial year ending 2025 and 2026.



External Audit

- Reviewed the Audit completion of the Group for FYE 31 March 2023;
- Reviewed the Company's Audited Financial Statements for FYE 31 March 2023 and recommended to the Board for their approval and release to Bursa Securities;
- Reviewed and recommended to the Board on the re-appointment of the External Auditors;
- Reviewed and assessed the performance and independence of the External Auditors;
- Reviewed the Audit Planning Memorandum for FYE 31 March 2024 of the Company;
- Discussed any pertinent points/reservations on issues arising from the audit of the Company's accounts which the External Auditors may have to raise to the ARMC, in the absence of the executive Board members and Management; and
- Reviewed with the External Auditors any issues affecting the operations of the Group, as well as the necessary remedial actions, and thereafter reported the same to the Board.



Risk Management and Internal Controls

- Reviewed the adequacy and effectiveness of the Group's risk management framework to key risk areas including financial, legal & regulatory, operations and strategic risks.



Other Matters

- Reviewed and approved the Statement by the ARMC for inclusion into the Circular to Shareholders in relation to the Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature; and
- Reviewed the Statement on Risk Management & Internal Control and the ARMC Report for inclusion in the Company's Annual Report.

INTERNAL AUDIT FUNCTION

The Board recognises the importance of a sound system of internal control to safeguard shareholders' investments and the Company's assets. The Internal Audit (IA) function in the Company is outsourced to an independent professional firm of internal auditors to assist in identifying, evaluating, monitoring and managing the significant risks. This ensures proper risk management, adequacy and integrity of the internal control systems in line with the requirements of the Statement on Internal Control - Guidance for Directors of Public Listed Companies. The Internal Auditors report directly to the ARMC.

A summary of work of the IA function during FYE 31 March 2024 is as follows:

- Conducted scheduled IA engagements, focusing primarily on the effectiveness of internal controls and recommended improvements where necessary;
- Reviewed the system of internal controls and business processes based on the approved Group IA Plan by adopting a risk-based approach, and recommended improvements to the existing system of controls;
- Presented the IA Report, which included audit findings, audit recommendations and management's response and also recommended corrective measures proposed by the Internal Auditors to the ARMC; and
- Conducted follow-up reviews to assess if appropriate action had been taken to address issues highlighted in previous audit reports.

The total cost incurred in respect of the Company's internal audit function for FYE 31 March 2024 was RM118,720 (FYE 2023: RM80,000).

STATEMENT ON DIRECTORS' RESPONSIBILITY FOR PREPARING THE FINANCIAL STATEMENTS

The Directors are responsible for ensuring that the annual audited financial statements of the Group and of the Company are drawn up in accordance with the provisions of the Companies Act 2016, the Main Market Listing Requirements (Main LR) and the requirements of the applicable approved Financial Reporting Standards issued by the Malaysian Accounting Standards Board (MASB).

The Directors are also responsible for ensuring that the annual audited financial statements of the Group and the Company present a true and fair view of the state of affairs of the Group and the Company as at the financial year end and their financial performance and cash flows for the financial year then ended.

In preparing the audited financial statements of the Group and of the Company for the financial year ended 31 March 2024, the Directors have ensured that appropriate and relevant accounting policies have been adopted and consistently applied, reasonable and prudent judgments and estimates have been exercised and going concern basis adopted.

The Directors are responsible for ensuring that the Group and the Company keep accounting records which disclose with reasonable accuracy the financial position of the Group and the Company and enable them to ensure that the financial statements comply with the Companies Act 2016, the Main LR and the requirements of the applicable approved Financial Reporting Standards issued by the MASB.

The Directors have overall responsibility for taking such steps that are reasonably available to them to safeguard the assets of the Group and the Company to prevent and detect fraud and other irregularities.

ANALYSIS OF SHAREHOLDINGS

As at 28 June 2024

ORDINARY SHARES

| | |
|-------------------------------|---|
| Total number of issued shares | : 1,072,396,160 ordinary shares |
| Class of Shares | : Ordinary Shares |
| Voting Rights | : One (1) vote per ordinary share on a poll |
| Number of Shareholders | : 5,783 |

DISTRIBUTION OF ORDINARY SHAREHOLDERS

according to statistical summary of the Record of Depositors as at 28 June 2024

| Size of Holdings | No. of Shareholders | % of Shareholders | No. of Shares Held | % of Issued Capital |
|--|---------------------|-------------------|----------------------|---------------------|
| Less than 100 issued shares | 2,905 | 50.23 | 49,094 | 0.00 |
| 100 to 1,000 issued shares | 690 | 11.93 | 279,266 | 0.03 |
| 1,001 to 10,000 issued shares | 1,005 | 17.38 | 5,596,408 | 0.53 |
| 10,001 to 100,000 issued shares | 934 | 16.15 | 34,511,284 | 3.21 |
| 100,001 to less than 5% of issued shares | 246 | 4.25 | 444,886,208 | 41.49 |
| 5% and above of issued shares | 3 | 0.05 | 587,073,900 | 54.74 |
| Total | 5,783 | 100.00 | 1,072,396,160 | 100.00 |

LIST OF THIRTY LARGEST ORDINARY SHAREHOLDERS

according to the Record of Depositors as at 28 June 2024

| | Name | No. of Shares Held | % |
|-----|--|--------------------|-------|
| 1. | RHB Nominees (Tempatan) Sdn Bhd OSK Capital Sdn Bhd for Omesti Holdings Berhad | 243,887,900 | 22.74 |
| 2. | Cartaban Nominees (Tempatan) Sdn Bhd RHB Trustees Berhad for Kenanga Islamic Absolute Return Fund | 236,936,000 | 22.09 |
| 3. | Citigroup Nominees (Tempatan) Sdn Bhd Kenanga Investors Berhad for Gading Sari Ventures Sdn Bhd | 106,250,000 | 9.91 |
| 4. | Pertubuhan Keselamatan Sosial Bahagian Pelaburan | 48,000,000 | 4.48 |
| 5. | Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account – AmBank (M) Berhad for Omesti Holdings Berhad (SMART) | 37,510,000 | 3.50 |
| 6. | Citigroup Nominees (Tempatan) Sdn Bhd Urusharta Jamaah Sdn Bhd | 34,752,700 | 3.24 |
| 7. | M & A Nominee (Tempatan) Sdn Bhd Insas Credit & Leasing Sdn Bhd for Omesti Holdings Berhad | 33,000,000 | 3.08 |
| 8. | Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Mah Siew Kwok | 23,185,300 | 2.16 |
| 9. | Citigroup Nominees (Tempatan) Sdn Bhd Exempt an for Kenanga Investors Bhd | 21,600,000 | 2.01 |
| 10. | Citigroup Nominees (Asing) Sdn Bhd Exempt an for Citibank New York (Norges Bank 14) | 18,584,400 | 1.73 |

| | Name | No. of Shares Held | % |
|-----|--|-----------------------|--------------|
| 11. | Citigroup Nominees (Tempatan) Sdn Bhd Kenanga Investors Berhad for Amanah Jaya Berhad (Trusteeconmfd) | 11,681,000 | 1.09 |
| 12. | Mohamed Nizam Bin Abdul Razak | 10,267,500 | 0.96 |
| 13. | Maybank Nominees (Tempatan) Sdn Bhd Maybank Private Wealth Management for Mohamed Nazim bin Abdul Razak (PW-M00363) (408782) | 9,200,000 | 0.86 |
| 14. | Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Mah Siew Kwok | 8,040,000 | 0.75 |
| 15. | Chor Wan Yoke | 7,554,000 | 0.70 |
| 16. | Newfields Capital Sdn Bhd | 6,650,000 | 0.62 |
| 17. | Affin Hwang Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tang Vee Mun (Datuk) | 6,596,700 | 0.62 |
| 18. | RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Chan Kong Yew | 6,310,200 | 0.59 |
| 19. | Yee Kok Leong | 5,700,000 | 0.53 |
| 20. | Minat Megah Sdn Bhd | 5,475,000 | 0.51 |
| 21. | Maybank Nominees (Tempatan) Sdn Bhd | 5,000,000 | 0.47 |
| 22. | Citigroup Nominees (Tempatan) Sdn Bhd Kumpulan Wang Persaraan (Diperbadankan) (MYBK AM SC E) | 4,829,400 | 0.45 |
| 23. | Jacqueline A/P Earthayanathan | 4,200,000 | 0.39 |
| 24. | CGS International Nominees Malaysia (Tempatan) Sdn Bhd Pledged Securities Account for Rickoh Corporation Sdn Bhd (MY0507) | 4,000,000 | 0.37 |
| 25. | Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account – Ambank (M) Berhad for Hooi Jia Hao (Smart) | 3,387,400 | 0.32 |
| 26. | Philip Nominees (Tempatan) Sdn Bhd Pledged Securities Account for RYRT Holdings Sdn Bhd | 3,125,000 | 0.29 |
| 27. | Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Mohd Khairi Bin Mat Jahya (MX3607) | 2,940,000 | 0.27 |
| 28. | Maybank Nominees (Tempatan) Sdn Bhd Maybank Private Wealth Management for Foong Kuok Jian | 2,928,200 | 0.27 |
| 29. | Arifin Bin Zakaria | 2,898,900 | 0.27 |
| 30. | Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Toh Eng Keat | 2,875,000 | 0.27 |
| | Total | 917,364,600 | 85.54 |

ANALYSIS OF SHAREHOLDINGS (CONT'D.)

As at 28 June 2024

SUBSTANTIAL ORDINARY SHAREHOLDERS

according to the Register of Substantial Shareholders as at 28 June 2024

| Name | No. of Shares Held | | | |
|--|--------------------|-------|----------------------------|-------|
| | Direct Interest | % | Deemed Interest | % |
| 1. Omesti Holdings Berhad (OHB) | 314,547,900 | 29.33 | - | - |
| 2. Omesti Berhad (Omesti) | - | - | 314,547,900 ⁽¹⁾ | 29.33 |
| 3. RHB Trustees Berhad – Kenanga Islamic Absolute Return Fund | 236,936,000 | 22.09 | - | - |
| 4. Gading Sari Ventures Sdn Bhd | 106,250,000 | 9.91 | | |
| 5. Gading Sari Holdings Sdn Bhd | - | - | 106,250,000 ⁽²⁾ | 9.91 |
| 6. KBYMM Al-Sultan Abdullah Ibni Sultan Haji Ahmad Shah | - | - | 106,250,000 ⁽³⁾ | 9.91 |

DIRECTORS' INTERESTS IN ORDINARY SHARES IN THE COMPANY

according to the Register of Directors' Shareholdings as at 28 June 2024

| MICROLINK SOLUTIONS BERHAD | | No. of Shares Held | | | |
|--------------------------------------|-----------------------------------|--------------------|------|-----------------|---|
| | | Direct Interest | % | Deemed Interest | % |
| Director | | | | | |
| 1. | Tun Arifin bin Zakaria | 2,898,900 | 0.27 | - | - |
| 2. | Dato' Sri Chee Hong Leong | - | - | - | - |
| 3. | Dato' Ahmad Najmi bin Abdul Razak | - | - | - | - |
| 4. | Martin Chu Leong Meng | - | - | - | - |
| 5. | Noor Zaliza Yati binti Yahya | - | - | - | - |
| 6. | Narayanasamy A/L Chithambaram | - | - | - | - |
| 7. | Thong Weng Sheng | 700 | 0.00 | - | - |
| 8. | Wong Kwang Chwen | 168,800 | 0.02 | - | - |
| 9. | Tan Wee Hoong | - | - | - | - |
| 10. | Danny Hoe Kam Thong | | | | |
| Group Chief Executive Officer | | | | | |
| 1. | Ramlee bin Abdullah | 640,200 | 0.06 | - | - |

Notes:⁽¹⁾ Deemed interest by virtue of OHB being a wholly-owned subsidiary of Omesti pursuant to Section 8(4) of the Companies Act 2016 (the Act).⁽²⁾ Deemed interest by virtue of Gading Sari Ventures Sdn Bhd being a wholly-owned subsidiary of Gading Sari Holdings Sdn Bhd pursuant to Section 8(4) of the Act.⁽³⁾ Deemed interest by virtue of his substantial interest in Gading Sari Holdings Sdn Bhd pursuant to Section 8(4) of the Act.

OTHER COMPLIANCE INFORMATION

LONG-TERM INCENTIVE PLAN

During the financial year ended (FYE) 31 March 2024, no new ordinary shares were issued under the Employees' Share Grant Plan (ESGP) and Employee Share Option Scheme (ESOS) pursuant to the Long-Term Incentive Plan (LTIP). The LTIP is the only scheme that is in existence during FYE 31 March 2024.

Further information on the LTIP is set out in the Directors' Report and Note 37 of Volume 2 of this Annual Report.

Since the commencement of the LTIP, the actual percentage of ESOS (which had lapsed) granted to the Directors and Senior Management of the Group was 100% of the total ESOS. No ESOS was granted to the Executive Directors, the Senior Management of the Group or the Non-Executive Directors of the Company during FYE 31 March 2024.

Since the commencement of the LTIP, the actual percentage of ESGP granted to the Executive Director and Senior Management of the Group was 28.62% and no ESGP was granted to the Executive Directors and Senior Management of the Group during FYE 31 March 2024.

AUDIT & NON-STATUTORY AUDIT FEES

The amounts of audit and non-audit fees paid or payable by the Company and the Group to the External Auditors for the FYE 31 March 2024 are as follows:

| | Company (RM) | Group (RM) |
|----------------|-----------------|---------------|
| Audit fees | 59,500 | 248,757 |
| Non-audit fees | 5,000 | 5,000 |

MATERIAL CONTRACTS

Save as disclosed below, the Group have not entered into any material contracts (not being contracts entered into in the ordinary course of business) involving the interest of its Directors, Chief Executive Officer, who is not a director, or Major Shareholders of the Group and of the Company which were still subsisting as at the end of the financial year under review or which were entered into since the end of the previous financial year:

- A) Sale and purchase agreement dated 20 March 2024 entered into between Ho Hup Jaya Sdn Bhd (as vendor), a wholly-owned subsidiary of Ho Hup Construction Company Berhad ("Ho Hup") and the Company (as purchaser) for the purchase of a property distinguished as Unit No. B-08-01, within Level 08 of Tower B, measuring approximately 10,027.14 square feet in area, constructed on a piece of freehold land held under Geran 78076, Lot 101462, Tempat Bandar Bukit Jalil, Mukim of Petaling, District of Kuala Lumpur, State of Wilayah Persekutuan Kuala Lumpur, and bearing the postal address of Suite 8.01, Ho Hup Tower, Tower 2, Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur, for a total cash consideration of RM8,350,000.

Dato' Sri Chee Hong Leong, a Non-Executive Director of the Company, is also a then Executive Director of Ho Hup and Omesti Holdings Berhad and Omesti Berhad are the common major shareholders of both the Company and Ho Hup.

RECURRENT RELATED PARTY TRANSACTIONS

At the Annual General Meeting (AGM) and Adjourned AGM of MSB held on 4 September 2023 and 26 September 2023 respectively, the Company had obtained the approval of the shareholders for the shareholders' mandate to allow the Company and its subsidiaries (MSB Group) to enter into recurrent related party transactions of a revenue or trading nature, which are necessary for its day-to-day operations and in the ordinary course of its business, with related parties (Recurrent Transactions).

The said mandate is effective from 5 September 2023 until the conclusion of the forthcoming AGM of the Company.

OTHER COMPLIANCE INFORMATION (CONT'D.)

In accordance with Paragraph 3.1.5 of the Practice Note 12 of the Main Market Listing Requirements, details of the Recurrent Transactions conducted during FYE 31 March 2024 pursuant to the said shareholders' mandate are as follows:

| Companies within MSB Group transacting with Related Parties | Nature of Transactions | Related Party | Interested Directors/ Major Shareholders | Aggregate Value of Transactions during FYE 31 March 2024 (RM) |
|---|--|---|--|---|
| MSB Group | Supply of network and software solutions, licenses, network infrastructure, computer hardware and software and maintenance services by Omesti Group to MSB Group | Omesti and its subsidiary companies (Omesti Group) ⁽³⁾ | Interested Director – Monteiro Gerard Clair (MGC) ⁽⁵⁾ Interested Major Shareholders – Omesti Holdings Berhad (OHB) ⁽¹⁾ – Omesti ⁽³⁾ | 225,703 |
| | Supply of network infrastructure and related services, computer hardware and software, provision of hardware and software related services, maintenance services and application related services by MSB Group to Omesti Group | | | 14,636,490 |
| MSB Group | Provision of administrative and management support, training and other related services by Omesti Group to MSB Group | Omesti and Omesti Group | | 334,988 |
| | Provision of administrative and management support, training and other related services by MSB Group to Omesti Group | | | 223,565 |
| MSB Group | Supply of software solutions, computer hardware and services in relation to human capital management by MIHCM Asia to MSB Group | MIHCM Asia Sdn Bhd (MIHCM Asia) ⁽²⁾ | | 152,430 |
| MSB Group | Renting of office spaces and procurement of other related services such as general maintenance services from Ho Hup Group | Ho Hup Group ⁽⁴⁾ | | Interested Major Shareholders – OHB ⁽¹⁾ – Omesti ⁽³⁾ |

Notes:

- ⁽¹⁾ OHB is a wholly-owned subsidiary of Omesti.
- ⁽²⁾ MIHCM Asia is a 33.33% associated company of Continuous Network Advisers Sdn Bhd, which in turn is an indirect 33.33% associated company of Omesti. MIHCM Asia is principally engaged in the distribution, marketing, implementation and maintenance of human capital management software solutions and services in Asia.
- ⁽³⁾ Omesti is the holding company of OHB as at 31 March 2024. Omesti is principally engaged in investment holding activities, the provision of management services and the provision of information technology services in terms of hardware, software, consultancy and maintenance to the telecommunication, oil and gas and government sectors.

- ⁽⁴⁾ Ho Hup Group is a related party to MSB Group through a common ultimate Major Shareholder, Omesti. As at 31 March 2024, Ho Hup is a 10.89% associated company of OHB. Ho Hup is principally engaged in investment holding, foundation engineering, civil engineering, building contracting works and provision of management services for subsidiary companies, while its subsidiaries are principally involved in property investment, property development, construction and retail.
- ⁽⁵⁾ MGC is an Executive Director of Omesti and MSB respectively. His direct and indirect interests in Omesti and MSB as at 31 March 2024 are as set out below:

| Name of Company | % of Interest | |
|-----------------|---------------|----------|
| | Direct | Indirect |
| Omesti | 7.24 | 12.27 |
| MSB | 1.99 | 0.003 |

NOTICE OF 21ST ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 21st Annual General Meeting of the Company will be held as a virtual meeting via live streaming broadcast from Redwood Meeting Room, Ho Hup Tower – Aurora Place, 2-09-01 – Level 9, Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur, on Wednesday, 4 September 2024 at 10.30 a.m. for the following purposes:

AGENDA

AS ORDINARY BUSINESS:

- | | | |
|----|--|------------------------------------|
| 1. | To receive the Audited Financial Statements for the financial year ended 31 March 2024 together with the Reports of the Directors and Auditors thereon. | [Please refer to Explanatory Note] |
| 2. | To approve the payment of Directors' fees and benefits to Non-Executive Directors of up to an amount of RM959,400 for the period from 5 September 2024 until the conclusion of the next Annual General Meeting (AGM) of the Company. | Resolution 1 |
| 3. | To re-elect the following Directors retiring by rotation in accordance with Clause 95 of the Company's Constitution and being eligible, have offered themselves for re-election: | |
| | (a) Martin Chu Leong Meng | Resolution 2 |
| | (b) Dato' Sri Chee Hong Leong | Resolution 3 |
| 4. | To re-elect the following Directors retiring in accordance with Clause 100 of the Company's Constitution and being eligible, have offered themselves for re-election: | |
| | (a) Thong Weng Sheng | Resolution 4 |
| | (b) Narayanasamy A/L N Chithambaram | Resolution 5 |
| | (c) Wong Kwang Chwen | Resolution 6 |
| | (d) Tan Wee Hoong | Resolution 7 |
| | (e) Danny Hoe Kam Thong | Resolution 8 |
| 5. | To re-appoint BDO PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. | Resolution 9 |

AS SPECIAL BUSINESS:

To consider, and if thought fit, to pass the following resolutions:

6. ORDINARY RESOLUTION:

CONTINUATION IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR

"THAT approval be and is hereby given to Martin Chu Leong Meng, a Director who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Non-Executive Director of the Company."

Resolution 10

NOTICE OF 21ST ANNUAL GENERAL MEETING (CONT'D.)

7. ORDINARY RESOLUTION:

AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

Resolution 11

"THAT subject always to the Companies Act 2016 and the approvals of the relevant authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act 2016 to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad ("Bursa Securities") and that such authority shall continue to be in force until the conclusion of the next AGM of the Company."

8. ORDINARY RESOLUTION:

PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Resolution 12

"THAT the Company and/or its subsidiaries be and is/are hereby authorised to enter into recurrent related party transactions from time to time with Related Parties who may be a Director, a major shareholder of the Company and/or its subsidiaries or a person connected with such a Director or major shareholder, as specified in Section 2.3 of the Circular to Shareholders dated 30 July 2024, subject to the following:

- (i) the transactions are of a revenue or trading nature which are necessary for the day-to-day operations of the Company and/or its subsidiaries and are transacted on terms consistent or comparable with market or normal trade practices and/or based on normal commercial terms and on terms not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders; and
- (ii) disclosure is made in the annual report of the aggregate value of transactions conducted during the financial year pursuant to the shareholders' mandate in accordance with the Main Market Listing Requirements of Bursa Securities;

THAT the mandate given by the shareholders of the Company shall only continue to be in force until the conclusion of the next AGM of the Company or the expiry of the period within which the next AGM is required to be held pursuant to Section 340(2) of the Companies Act 2016 (the Act) (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); unless revoked or varied by Ordinary Resolution of the shareholders of the Company in general meeting, whichever is the earlier;

AND THAT the Directors of the Company be authorised to complete and carry out such acts and actions as they may consider expedient or necessary to give effect to the shareholders' mandate."

By Order of the Board

LIM SHOOK NYEE

MAICSA No. 7007640

SSM PC No. 201908003593

Company Secretary

Kuala Lumpur

30 July 2024

EXPLANATORY NOTES:

Agenda 1

Audited Financial Statements for the financial year ended 31 March 2024

The audited financial statements are for discussion only under Agenda 1, as they do not require shareholders' approval under the provisions of Section 340(1)(a) of the Companies Act 2016. Hence, they will not be put for voting.

Resolution 1

Directors' Fees & Benefits

Section 230 of the Companies Act 2016 provides amongst others, that the fee of the Directors and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting.

The proposed Resolution 1, if passed, will authorise the payment of Directors' fees and benefits (being meeting attendance allowance) payable to the Non-Executive Directors for the period from 5 September 2024 until the conclusion of the next AGM of the Company. This authority, unless revoked or varied by the Company in a general meeting will expire at the conclusion of the next AGM of the Company.

The total estimated amount of benefits payable is calculated based on the assumption of the projected number of Board and Board Committee meetings and the appointment of additional Non-Executive Directors.

Resolutions 2, 3, 4, 5, 6, 7 & 8

Re-election of Directors

Clause 95 of the Company's Constitution provides that at each annual general meeting, one-third of the Directors for the time being, or, if their number is not three or a multiple of three, then the number nearest to one-third, shall retire from office. Each Director shall retire from office at least once in every three years but shall be eligible for re-election. Martin Chu Leong Meng and Dato' Sri Chee Hong Leong who are retiring by rotation in accordance with Clause 95 of the Company's Constitution and being eligible, have offered themselves for re-election at the 21st AGM.

Clause 100 of the Company's Constitution provides that any Directors appointed either to fill a casual vacancy or as an addition to the existing Board, shall hold office only until the next AGM and shall be eligible for re-election. Thong Weng Sheng, Narayanasamy A/L N Chithambaram, Wong Kwang Chwen, Tan Wee Hoong and Danny Hoe Kam Thong who were appointed during the period under review are standing for re-election as Directors and being eligible, have offered themselves for re-election at the 21st AGM.

Their profiles are presented on Pages 30 to 35 of Volume 1 of the Annual Report 2024. These seven (7) retiring Directors had abstained from deliberations and decisions on their own eligibility to stand for re-election at the relevant Board and Nomination, Remuneration and Long-Term Incentive Plan Committee (NRLTIPC) Meetings and will continue to abstain from deliberations and decisions on their own eligibility to stand for re-election at this 21st AGM. The Board has endorsed the NRLTIPC's recommendation subject to the shareholders' approval at the 21st AGM.

Resolution 9

Re-appointment of BDO PLT as Auditors of the Company for the ensuing year

Based on the results of the External Auditors Evaluation for the financial year ended 31 March 2024, the Audit & Risk Management Committee and Board are satisfied with the quality of service, adequacy of resources provided, communication, independence, objectivity and professionalism demonstrated by the External Auditors, BDO PLT, in carrying out their duties. Being satisfied with BDO PLT's performance, the Board recommends their re-appointment for

shareholders' approval at the 21st AGM of the Company and who have expressed their willingness to continue in office, to hold office as Auditors of the Company for the ensuing year until the conclusion of the next Annual General Meeting at a fee to be determined by the Board of Directors of the Company.

Resolution 10

Continuation in office as Independent Non-Executive Director

The proposed resolution, if passed, will allow Martin Chu Leong Meng (Mr Martin) to be retained and to continue in office as Independent Non-Executive Director of the Company, via a two-tier voting process as recommended under the Malaysian Code on Corporate Governance 2021.

Mr Martin who was appointed as an Independent Non-Executive Director of the Company on 6 January 2014, has exceeded a cumulative term of more than nine (9) years.

The NRLTIPC and Board of Directors of the Company, have assessed the independence of Mr Martin and recommended that he continues to act as Independent Non-Executive Director of the Company based on the following justifications:

- He fulfills the criteria of the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and had expressed his willingness to continue in office as an Independent Non-Executive Director of the Company;
- His vast experience would enable him to provide the Board with a diverse range of knowledge, expertise and independent judgment to better manage and run the Group..
- Notwithstanding that he has served the Company as an Independent Non-Executive Director for a cumulative term of more than nine (9) years, during which he had at all times acted in good faith and in the best interests of the Company, exercising his independent judgment during deliberations and decision-making during the Company's Board Meetings and Board Committee Meetings and were familiar with the Company's business operations.
- Mr Martin had proven to be a reliable Independent Non-Executive Director with his professional attitude and outlook of business perspective, had devoted sufficient time and attention to his professional obligations for informed and balanced decision-making and had also exercised due care during his tenure in the best interests of the Company and the shareholders.

Resolution 11

Authority to Allot Shares

Further information in relation to the general mandate for issue of securities is set out in the Statement Accompanying Notice of 21st AGM.

Resolution 12

Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

Further information on the Recurrent Related Party Transactions is set out in the Circular to Shareholders dated 30 July 2024 which is dispatched together with the Company's Annual Report 2024

NOTES:

The broadcast venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016, which requires the Chairman of the meeting to be physically present at the main venue of the meeting.

Shareholders/proxies **WILL NOT BE ALLOWED** to attend this 21st AGM in person at the broadcast venue on the day of the 21st AGM.

Therefore, shareholders are strongly advised to participate and vote remotely at the 21st AGM through live streaming and online remote voting via digital ballot form (DBF). Shareholders can register online at <https://vps.megacorp.com.my/0qz5yE>.

NOTICE OF 21ST ANNUAL GENERAL MEETING (CONT'D.)

Please read the Administrative Guide for the 21st AGM in order to participate remotely.

- (i) A member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies to attend and vote in his/her stead via DBF. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a General Meeting of the Company shall have the same rights as the member to speak (in the form of real time submission of typed texts) at the General Meeting via DBF.
- (ii) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (Omnibus Account), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act, 1991 (SICDA) which is exempted from compliance with provisions of subsection 25A(1) of SICDA.
- (iii) A member may appoint not more than two (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) proxies, the member shall specify the proportion of his shareholding to be represented by each proxy.
- (iv) The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- (v) Only members whose names appear in the Record of Depositors on 28 August 2024 shall be entitled to attend, speak (in the form of real time submission of typed texts) and vote at the 21st AGM or appoint proxy/proxies to attend and/or vote on his/her behalf via DBF.
- (vi) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of that power or authority, shall be deposited in the following manner, not less than twenty-four (24) hours before the time appointed for taking of the poll, and in default the instrument of proxy shall not be treated as valid:
 - (a) In hard copy form
Deposit at the office of the Poll Administrator at Mega Corporate Services Sdn Bhd, Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur.
 - (b) By electronic form
Email to AGM-support.Microlink@megacorp.com.my
- (vii) The resolutions set out in the Notice of the 21st AGM will be put to vote by poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities.

STATEMENT ACCOMPANYING NOTICE OF 21ST ANNUAL GENERAL MEETING

(PURSUANT TO PARAGRAPH 8.27(2) OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD)

A

DETAILS OF THE INDIVIDUALS WHO ARE STANDING FOR ELECTION AS DIRECTORS (EXCLUDING DIRECTORS STANDING FOR RE-ELECTION)

No individual is standing for election as a Director (excluding Directors standing for re-election) at the 21st Annual General Meeting (AGM) of the Company.

B

STATEMENT RELATING TO GENERAL MANDATE FOR ISSUE OF SECURITIES IN ACCORDANCE WITH PARAGRAPH 6.03(3) OF THE MAIN MARKET LISTING REQUIREMENTS

The resolution in relation to the authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016, is a renewal of the general mandate for the issue of new ordinary shares in the Company which was approved at the last 20th AGM and Adjourned 20th AGM of the Company held on 4 September 2023 and 26 September 2023 respectively.

As at the date of the Notice of the 21st AGM, no new shares were issued pursuant to the mandate granted to the Directors at the 20th AGM and Adjourned 20th AGM held on 4 September 2023 and 26 September 2023 respectively and which will lapse at the conclusion of the 21st AGM.

The resolution, if passed, would provide flexibility to the Directors to undertake fund-raising activities, including but not limited to placement of shares for the funding of the Company's future investment projects, working capital and/or acquisitions, by the issuance of shares in the Company to such persons at any time, as the Directors consider it to be in the best interests of the Company. Any delay arising from and cost involved in convening a general meeting to approve such issuance of shares should be eliminated.

This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.



PRIVACY NOTICE

DEAR SIR/MADAMS,

This privacy notice for personal data ("**Privacy Notice**") is issued to all shareholders of Microlink Solutions Berhad ("**Company**", "**we**", "**us**" or "**our**"), pursuant to the statutory requirements of the Personal Data Protection Act 2010 ("**PDPA**").

During the course of your dealings with us, we will collect and process your personal data (including any personal data previously collected from you) for purposes, including, to communicate with you, provide administrative assistance to you in the course of you being our shareholder, respond to your enquiries or input, invite you to meetings and events, provide you with notices, documents, information and/or updates relating to us and any matters relating to your involvement in the Board of Directors, for publication and dissemination of your personal data in any circulars, reports, minutes, websites, newsletters, bulletins, brochures, pamphlets or any other materials which may be published and circulated internally or to the general public, to comply with our legal and regulatory obligations (including monitor and where necessary make disclosure of matters relating to your involvement in any shares, debentures, participatory interests, rights, options, transactions and contracts) and other purposes required to operate and maintain our business as set out in our Privacy Policy (collectively referred to as "**Purposes**").

We will not disclose any of your personal data to any third party without your consent except to the Company's group of companies (including the Company's subsidiaries, related and/or associated companies), our professional advisers, vendors, suppliers, agents, contractors, service providers, business partners, insurance companies, banks and financial institutions, any governmental agencies, regulatory authorities and/or statutory bodies, within or outside Malaysia, where necessary, for the Purposes mentioned above, to any party who undertakes to keep your personal data confidential, to any person as set out in our Privacy Policy, or to whom we are compelled or required under the law to disclose to. A copy of our Privacy Policy is available on our website at <http://www.microlink.com.my/privacy-policy/>.

It is necessary for us to collect and process your personal data. If you do not provide us with your personal data, or do not consent to this Privacy Notice, we will not be able to effectively provide services to you in connection with or incidental to your role as our shareholder or process your personal data for any of the Purposes, if at all.

We are committed to ensuring that your personal data is stored securely. You have the right to request for access to, request for a copy of and request to update or correct, your personal data held by us. You also have the right at any time to request us to limit the processing and use of your personal data, subject to our right to rely on any statutory exemptions and/or exceptions to collect, use and disclose your personal data.

Your written requests or queries should be addressed to:

Personal Data Protection Officer

Address: Ho Hup Tower – Aurora Place, 2-07-01 – Level 7, Plaza Bukit Jalil, No. 1 Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur

Tel : +603 9779 1700

Fax : +603 9779 1701

Email : pdpa@omesti.com

By providing your personal data to us, you consent to us processing your personal data in accordance with this Privacy Notice, and you confirm that all personal data provided by you is accurate and complete, and that none of it is misleading or out of date. You will promptly update us in the event of any change to your personal data.

To the extent that you have provided (or will provide) personal data about your family members, spouse, other dependents (if you are an individual), directors, shareholders, employees, representatives, agents (if you are a corporate entity/an organisation) and/or other individuals, you confirm that you have explained (or will explain) to them that their personal data will be provided to, and processed by, us and you represent and warrant that you have obtained their consent to the processing (including disclosure and transfer) of their personal data in accordance with this Privacy Notice.

In respect of minors (i.e. individuals under 18 years of age) or individuals not legally competent to give consent, you confirm that you are the parent or guardian or person who has parental responsibility over them or the person appointed by court to manage their affairs or that they have appointed you to act for them, to consent on their behalf to the processing (including disclosure and transfer) of their personal data in accordance with this Privacy Notice.

We reserve the right to update and amend this Privacy Notice or our Privacy Policy from time to time. We will notify you of any amendments to this Privacy Notice or our Privacy Policy via announcements on our website or other appropriate means. If we amend this Privacy Notice or our Privacy Policy, the amendment will only apply to personal data collected after we have posted the revised Privacy Notice or Privacy Policy.

In accordance with Section 7(3) of the PDPA, this Privacy Notice is issued in both English and Bahasa Malaysia. In the event of any inconsistencies or discrepancies between the English version and the Bahasa Malaysia version, the English version shall prevail.

NOTIS PRIVASI

KEPADA TUAN-TUAN DAN PUAN-PUAN,

Notis privasi untuk data peribadi ini ("**Notis Privasi**") diberikan kepada semua pemegang saham Microlink Solutions Berhad ("**Syarikat**", "**kita**" atau "**kami**"), selaras dengan obligasi statutori di bawah Akta Perlindungan Data Peribadi 2010 ("**PDPA**").

Sepanjang masa urusan anda dengan kami, kami akan mengumpul dan memproses data peribadi anda (termasuk data peribadi yang telah dikumpulkan sebelum ini) untuk tujuan berkomunikasi dengan anda, memberi bantuan pentadbiran kepada anda, memberi maklum balas terhadap pertanyaan atau input anda, menjemput anda ke mesyuarat dan acara kami, memberi anda notis, dokumen, maklumat dan/atau isu-isu terkini berkaitan dengan kami dan perkara-perkara berhubungan dengan penglibatan anda di Lembaga Pengarah, untuk penerbitan dan pendedahan data peribadi anda di pekililing, laporan, minit, laman web, surat berita, buletin, brosur, risalah atau media lain yang mungkin diterbitkan dan diedarkan di dalam organisasi kami atau kepada orang awam, untuk memenuhi kewajiban kami dalam mematuhi undang-undang dan peraturan-peraturan (termasuk memantau dan membuat pendedahan tentang perkara-perkara yang berkaitan dengan penglibatan anda dalam apa-apa saham, debentur, kepentingan penyertaan, hak, opsyen, urus niaga dan kontrak), serta tujuan-tujuan lain yang kami perlukan untuk mengendalikan dan mengekalkan perniagaan kami sepertimana yang tertera dalam Polisi Privasi kami (secara kolektifnya dirujuk sebagai "**Tujuan-Tujuan**").

Kami tidak akan mendedahkan apa-apa data peribadi anda kepada mana-mana pihak ketiga tanpa kebenaran anda kecuali kepada syarikat-syarikat di dalam kumpulan Syarikat (termasuk subsidiari, syarikat berkaitan dan/atau syarikat bersekutu kami), penasihat profesional, ejen, vendor, pembekal, kontraktor, pembekal perkhidmatan, rakan kongsi perniagaan, syarikat insurans, bank dan institusi kewangan, agensi kerajaan, pihak berkuasa dan/atau badan berkanun, di dalam atau di luar Malaysia, jikalau perlu, bagi Tujuan-Tujuan yang disebut di atas, kepada mana-mana pihak yang berjanji untuk menyimpan data peribadi anda secara sulit, kepada mana-mana pihak sepertimana yang tertera dalam Polisi Privasi kami, atau sekiranya diperlukan di bawah undang-undang. Sesalinan Polisi Privasi kami boleh didapati di laman web kami di <https://www.microlink.com.my/privacy-policy/>.

Kami perlu mengumpul dan menyimpan data peribadi anda. Sekiranya anda tidak memberikan data peribadi anda kepada kami, atau tidak bersetuju dengan Notis Privasi ini, kami mungkin tidak dapat memberikan perkhidmatan secara efektif kepada anda berkaitan atau bersampingan dengan peranan anda sebagai pemegang saham kami atau memproses data peribadi anda bagi Tujuan-Tujuan yang disebut di atas.

Kami akan memastikan data peribadi anda disimpan dengan selamat. Anda mempunyai hak untuk meminta akses kepada, mendapat salinan, mengemaskini atau memperbetulkan data peribadi anda yang disimpan oleh kami. Anda juga mempunyai hak untuk meminta kami menghadkan pemprosesan dan penggunaan data peribadi anda pada bila-bila masa. Walaubagaimana pun, kami mempunyai hak untuk bergantung kepada mana-mana pengecualian dalam mengumpul, mengguna dan mendedah data peribadi anda.

Permintaan atau pertanyaan bertulis anda perlu disampaikan ke alamat di bawah:

Pegawai Perlindungan Data Peribadi

Alamat: Ho Hup Tower – Aurora Place, 2-07-01 – Level 7, Plaza Bukit Jalil, No. 1 Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur

No. Telefon : +603 9779 1700

No. Faks : +603 9779 1701

Emel : pdpa@omesti.com

Dengan memberikan data peribadi anda kepada kami, anda bersetuju untuk kami memproses data peribadi anda sepertimana yang tertera dalam Notis Privasi ini, dan anda mengesahkan bahawa semua data peribadi yang diberikan oleh anda adalah betul dan lengkap, dan tiada data peribadi yang mengelirukan atau yang belum dikemaskinikan. Anda mesti, dengan segera, mengemaskini data peribadi anda sekiranya terdapat apa-apa perubahan kepada data peribadi yang anda beri kepada kami.

Setakat mana yang anda telah memberikan (atau akan memberikan) data peribadi tentang ahli keluarga, pasangan, tanggungan anda (jikalau anda ialah seorang individu), pengarah, pemegang saham, wakil, ejen (jikalau anda ialah sebuah entiti korporat/organisasi) dan/atau individu lain, anda mengesahkan bahawa anda telah menjelaskan (atau akan menjelaskan) kepada mereka bahawa data peribadi mereka akan didedahkan kepada, dan akan diproses oleh, kami dan anda menyata dan menjamin bahawa anda telah diberi kuasa untuk mendedahkan data peribadi mereka kepada kami dan anda telah memperolehi persetujuan daripada mereka berkenaan dengan pemprosesan (termasuk pendedahan dan pemindahan) data peribadi mereka sepertimana yang tertera dalam Notis Privasi ini.

Berkenaan dengan individu yang belum mencapai usia dewasa (iaitu individu di bawah umur 18 tahun) atau individu yang tidak mempunyai kompeten untuk memberi persetujuan, anda mengesahkan bahawa anda ialah ibu bapa atau penjaga atau orang yang mempunyai kewajiban terhadap mereka atau orang yang dilantik oleh mahkamah untuk menguruskan urusan mereka atau mereka telah melantik anda untuk mewakili mereka, untuk memberi persetujuan bagi pihak mereka berkenaan dengan pemprosesan (termasuk pendedahan dan pemindahan) data peribadi mereka sepertimana yang tertera dalam Notis Privasi ini.

Kami berhak untuk mengemaskini dan meminda Notis Privasi ini atau Polisi Privasi kami dari semasa ke semasa. Sebarang perubahan atau pemindahan kepada Notis Privasi ini atau Polisi Privasi kami akan dimaklumkan melalui pengumuman di laman web kami atau melalui cara yang bersesuaian. Jika kami meminda Notis Privasi ini atau Polisi Privasi kami, pindaan itu hanya akan berkuat-kuasa untuk data peribadi yang dikumpul selepas kami memaparkan Notis Privasi atau Polisi Privasi kami yang terpinda.

Mengikut Seksyen 7(3) PDPA, Notis Privasi ini diterbitkan dalam Bahasa Inggeris dan Bahasa Malaysia. Sekiranya terdapat sebarang ketidakseragaman atau percanggahan di antara versi Bahasa Inggeris dan Bahasa Malaysia, versi Bahasa Inggeris akan digunapakai.

FORM OF PROXY

MICROLINK SOLUTIONS BERHAD

[Registration No. 200301018362 (620782-P)]

(Incorporated in Malaysia)

MICROLINK

CDS Account No.

No. of Shares Held

[Full name in block, and as per NRIC/Passport/Company No.]

| | |
|------|--------|
| I/We | Tel: |
| Of | Email: |

being member(s) of Microlink Solutions Berhad, hereby appoint:

| | | | |
|---|-------------------|-----------------------------|---|
| Full Name (in Block as per NRIC/Passport) | NRIC/Passport No. | Proportion of Shareholdings | |
| | | No. of Shares | % |
| Address | | | |
| Email | | | |

and

| | | | |
|---|-------------------|-----------------------------|---|
| Full Name (in Block as per NRIC/Passport) | NRIC/Passport No. | Proportion of Shareholdings | |
| | | No. of Shares | % |
| Address | | | |
| Email | | | |

or failing him/her, the Chairperson of the Meeting, as my/our proxy to vote for me/us and on my/our behalf at the 21st Annual General Meeting of our Company held on Wednesday, 4 September 2024 at 10.30 a.m. as a virtual meeting via live streaming broadcast from Redwood Meeting Room, Ho Hup Tower – Aurora Place, 2-09-01 – Level 9, Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur and at any adjournment thereof in the manner as indicated below:

| No. | Resolutions | FOR | AGAINST |
|-----|--|-----|---------|
| 1 | To approve the payment of Directors' fees and benefits to Non-Executive Directors of up to an amount of RM959,400 for the period from 5 September 2024 until the conclusion of the next Annual General Meeting (AGM) of the Company. | | |
| 2 | To re-elect Martin Chu Leong Meng who retires by rotation in accordance with Clause 95 of the Company's Constitution. | | |
| 3 | To re-elect Dato' Sri Chee Hong Leong who retires by rotation in accordance with Clause 95 of the Company's Constitution. | | |
| 4 | To re-elect Thong Weng Sheng who retires in accordance with Clause 100 of the Company's Constitution. | | |
| 5 | To re-elect Narayanasamy A/L N Chithambaram who retires in accordance with Clause 100 of the Company's Constitution. | | |
| 6 | To re-elect Wong Kwang Chwen who retires in accordance with Clause 100 of the Company's Constitution. | | |
| 7 | To re-elect Tan Wee Hoong who retires in accordance with Clause 100 of the Company's Constitution. | | |
| 8 | To re-elect Danny Hoe Kam Thong who retires in accordance with Clause 100 of the Company's Constitution. | | |
| 9 | To re-appoint BDO PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. | | |
| 10 | Continuation of Martin Chu Leong Meng as Independent Non-Executive Director. | | |
| 11 | Authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016 | | |
| 12 | Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature. | | |

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit.

Signed this _____ day of _____, 2024

Signature*
Member

NOTES:

The broadcast venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016, which requires the Chairman of the meeting to be physically present at the main venue of the meeting.

Shareholders/proxies **WILL NOT BE ALLOWED** to attend this 21st AGM in person at the broadcast venue on the day of the 21st AGM. Therefore, shareholders are strongly advised to participate and vote remotely at the 21st AGM through live streaming and online remote voting via digital ballot form (DBF). Shareholders can register online at <https://vps.megacorp.com.my/0qz5yE>.

Please read the Administrative Guide for the 21st AGM in order to participate remotely.

- (i) A member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies to attend and vote in his/her stead via DBF. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a General Meeting of the Company shall have the same rights as the member to speak (in the form of real time submission of typed texts) at the General Meeting via digital ballot form (DBF).
- (ii) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (Omnibus Account), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act, 1991 (SICDA) which is exempted from compliance with provisions of subsection 25A(1) of SICDA.
- (iii) A member may appoint not more than two (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) proxies, the member shall specify the proportion of his shareholding to be represented by each proxy.
- (iv) The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- (v) Only members whose names appear in the Record of Depositors on 28 August 2024 shall be entitled to attend, speak (in the form of real time submission of typed texts) and vote at the 21st AGM or appoint proxy/proxies to attend and/or vote on his/her behalf via DBF.

Fold this flap for sealing



To: The Poll Administrator

MICROLINK SOLUTIONS BERHAD

[Registration No. 200301018362 (620782-P)]

c/o **Mega Corporate Services Sdn Bhd**

Level 15-2, Bangunan Faber Imperial Court

Jalan Sultan Ismail

50250 Kuala Lumpur

Fold this flap for sealing

- (vi) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of that power or authority, shall be deposited in the following manner, not less than twenty-four (24) hours before the time appointed for taking of the poll, and in default the instrument of proxy shall not be treated as valid:
 - (a) In hard copy form
Deposit at the office of the Poll Administrator at Mega Corporate Services Sdn Bhd, Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur.
 - (b) By electronic form
Email to AGM-support.Microlink@megacorp.com.my
- (vii) The resolutions set out in the Notice of 21st AGM will be put to vote by poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities.

CONTACT DETAILS OF SUBSIDIARIES

APPLIED BUSINESS SYSTEMS SDN BHD

[Reg. No. 198901010967 (188269-D)]

CA IT INFRASTRUCTURE SOLUTIONS SDN BHD

[Reg. No. 201101043921 (972041-X)]

CSA SERVIS (M) SDN BHD

[Reg. No. 199201001228 (232732-T)]

DHANALYNK SDN BHD

[Reg. No. 202101015160 (1415460-M)]

FIRST SOLUTION SDN BHD

[Reg. No. 199601025665 (398017-P)]

FORMIS COMPUTER SERVICES SDN BHD

[Reg. No. 198301016935 (112344-P)]

FORMIS SYSTEMS & TECHNOLOGY SDN BHD

[Reg. No. 199401026577 (312258-W)]

MICROLINK INNOVATION SDN BHD

[Reg. No. 200801038491 (839837-A)]

MICROLINK KINEXURE SDN BHD

[Reg. No. 202201047186 (1492883X)]

MICROLINK SOFTWARE SDN BHD

[Reg. No. 200801023058 (824378-V)]

MICROLINK SYSTEMS SDN BHD

[Reg. No. 199401023450 (309131-H)]

ML TRIDIMAS SDN BHD

[Reg. No. 202001042912 (1399233-X)]

OMESTI INNOVATION LAB (MALAYSIA) SDN BHD

[Reg. No. 199901011709 (486609-V)]

MICROLINK LABS SDN BHD

[Reg. No. 202401016786 (1562636-M)]

Ho Hup Tower - Aurora Place
2-08-01 - Level 8
Plaza Bukit Jalil
No 1, Persiaran Jalil 1
Bandar Bukit Jalil
57000 Kuala Lumpur
T +603 9779 1700
F +603 9779 1702

FORMIS ADVANCED SYSTEMS SDN BHD

[Reg. No. 199501019393 (348596-K)]

No. 20-2, Jalan Molek 1/31
Taman Molek
81100 Johor Bharu
Johor
T +607 3517786

MICROLINK SOLUTIONS BERHAD

[Reg. No. 200301018362 (620782-P)]

Ho Hup Tower - Aurora Place
2-08-01 - Level 8
Plaza Bukit Jalil
No 1, Persiaran Jalil 1
Bandar Bukit Jalil
57000 Kuala Lumpur
T +603 9779 1700
F +603 9779 1702

Branch Office:

No 12, Pusat Pedada, Jalan Pedada
96000 Sibul, Sarawak, Malaysia
T +6084 344 801/333 921/333 929
F +6084 333 950

PT MICROLINK INDONESIA

The City Tower, Level 12 Unit 1-N
JL. M H Thamrin No. 81
Jakarta Pusat 10310, Indonesia
T +6221 3049 9589
F +6221 3049 9590

MICROLINK SOLUTIONS W.L.L

Regus Almoayyed Tower, 20 & 21 Floor
Building 2504, Road 2832, Block 428
Al Seef District
Kingdom of Bahrain
T +973 17 567976







MICROLINK SOLUTIONS BERHAD
[Registration No. 200301018362 (620782-P)]

Ho Hup Tower – Aurora Place, 2-08-01 – Level 8, Plaza Bukit Jalil,
No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur.



+603 9779 1700



+603 9779 1702



www.microlink.com.my