

ENVIRONMENTAL

SOCIAL

GOVERNANCE



Occupational Safety and Health (Cont'd)

During FYE 2025, we are pleased to report that we achieved a zero-injury workplace and did not incur any fines or non-monetary sanctions for non-compliance with OSHA regulations. Moving forward, we remain committed to continuously strengthening our HSE practices and fostering a culture of safety awareness across our operations.

Other Social Disclosure

Employee Welfare & Engagement

Beyond career development and safety, we are equally committed to supporting the welfare and wellbeing of our employees. We have developed a comprehensive Employee Handbook outlining the benefits, rights and obligations applicable to all employees across our Group. Below are some of the key benefits we offer to our employees:



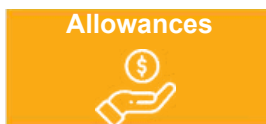
Leave Entitlements

- ✓ Annual leave
- ✓ Medical leave
- ✓ Maternity and paternity leaves
- ✓ Marriage leave
- ✓ Compassionate leave
- ✓ Calamity leave



Health Benefits

- ✓ Outpatient medical claim
- ✓ Dental and optical claims
- ✓ Group hospitalisation and surgical insurance
- ✓ Group personal accident insurance



Allowances

- ✓ Traveling claim
- ✓ Entertainment claim



Other welfares

- ✓ Marriage gift
- ✓ Baby gift
- ✓ Bereavement gift

To further safeguard employee rights, we have formalised a Standard Operating Procedure ("SOP") for managing employee grievances and disciplinary matters, ensuring that all such matters are handled with fairness, transparency and consistency across our Group. Employees may raise concerns through designated channels, and our human resource ("HR") will assess, and address each matter through the appropriate resolution process.

Informal Resolution

Where the matter is assessed to be of a less serious nature, our HR will pursue informal resolution through direct engagement with the concerned parties. This may take the form of discussion, counselling or mediation, with the objective of reaching an amicable resolution without the need for formal proceedings. Where the matter is successfully resolved through this process, our HR will record the outcome and close the case accordingly.

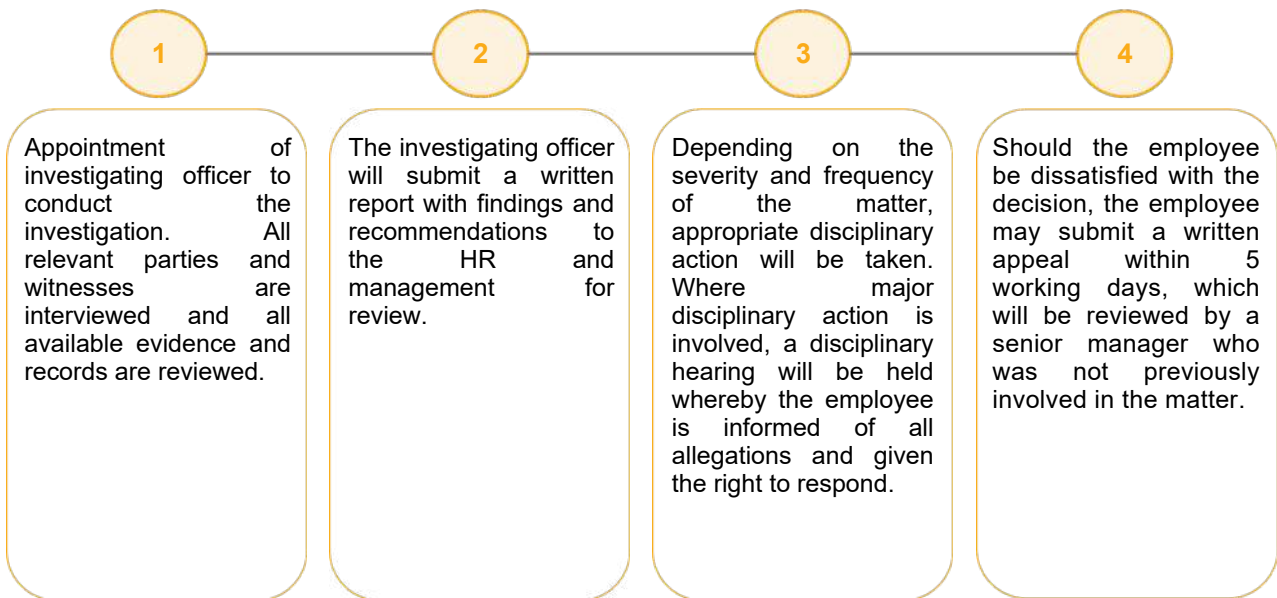
ENVIRONMENTAL **SOCIAL** GOVERNANCE

Other Social Disclosure(Cont'd)

Employee Welfare & Engagement(Cont'd)

Formal Investigation

Where informal resolution is not appropriate or has been unsuccessful, a formal investigation will be initiated through the following steps:



For FYE 2025, we are pleased to report that we did not receive any grievance reports or substantiated complaints from our employees. We were also not subjected to any fines or penalties in relation to human rights violations or non-compliance with labour laws and regulations.

Beyond policies and procedures, we believe that employee engagement is equally important in building a supportive workplace. To this end, we organised a team-building event during FYE 2025 to strengthen interpersonal relationships and promote a positive working culture across our Group.



Moving forward, we remain committed to continuously enhancing the welfare and well-being of our employees, as we believe that a motivated and well-supported workforce is fundamental to sustainable business growth.

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At Teamstar Group, strong governance underpins every aspect of how we conduct our business. Our governance practices encompass financial stewardship, stakeholder data protection, responsible procurement and ethical business conduct, all of which are essential to our Group's long-term growth and stakeholder trust.

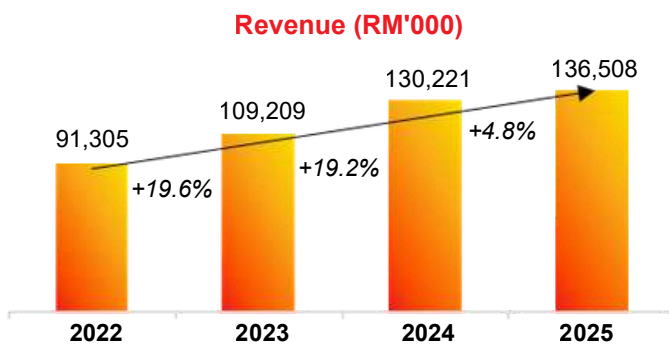


Financial Performance

Our Group has grown steadily since its establishment in 1996, expanding from furniture fittings trading into coatings and solvents manufacturing, and subsequently into the retail sale of furniture fittings, decorative surface products, and kitchen and home appliances. Today, we operate 29 retail outlets across 7 states in Peninsular Malaysia, supported by 9 warehouses and 2 factories.

We currently carry over 27,000 SKUs across 11 in-house brands and 60 third-party brands, serving both retail and trading customers. Our loyalty programme has also grown to over 16,000 active members, reflecting a deepening relationship with our customer base.

This growth trajectory is reflected in our revenue, which increased from RM91.31 million in FYE 2022 to RM136.51 million in FYE 2025, driven by the expansion of our retail network and the continued development of our trading and value-added segment, contributing to UNSDG Target 8.1.



Retail Outlets 29	Product SKUs >27,000
In-House Brand 11	Loyalty Members >16,000

On 25 February 2026, our Group achieved a significant milestone with the successful listing on the ACE Market of Bursa Securities. This listing not only strengthens our financial capacity to pursue future growth but also underscores our commitment to transparency, accountability and sustainable value creation for all stakeholders.

Following our listing, we have embarked on strategic initiatives to strengthen our financial performance and position our Group for long-term sustainable growth. These include expanding our retail presence into new states, including East Malaysia, broadening our product range to include base materials and decorative surface products, and strengthening our operational infrastructure through the establishment of new warehouses and the relocation of key operations. These initiatives are aimed at enhancing supply chain efficiency, broadening our market reach and building additional capacity to serve our growing customer base.

We also place strong emphasis on quality control as an integral part of our sustainable business growth, with quality control measures embedded across the key stages of our operations, from inward goods inspection to storage, order fulfilment and outward delivery. These measures strengthen customer trust, reduce returns and wastage, and support operational efficiency.

Our sustained revenue growth, strategic expansion initiatives and commitment to product quality reflect our dedication to building a financially resilient business capable of delivering long-term value to all our stakeholders.

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Data Privacy and Security

As our business operations involve the collection and management of personal data from our customers, including over 16,000 active loyalty programme members, as well as our employees and business partners, we recognise that safeguarding this data is fundamental to maintaining stakeholder trust and upholding responsible business practices.

Our Group adheres to the requirements of the Personal Data Protection Act 2010 (Amendment 2024) (“PDPA”), under which we have established separate Personal Data Protection Notices for our customers and employees, setting out our practices for the collection, use, disclosure and protection of personal data. To safeguard the data entrusted to us, we have implemented the following security measures:

- Encryption of sensitive information;
- Secure digital storage with restricted access;
- Regular audits and employee training on data security practices; and
- Technical safeguards, including a virtual private network (“VPN”) to secure remote access, firewalls, and access controls and authentication, deployed by both our Group and our third-party service providers to prevent unauthorised access to our systems and files.

For FYE 2025, we are pleased to report that no data breaches, unauthorised disclosures or complaints relating to data privacy were recorded, and no fines or penalties were imposed in relation to data protection obligations. We will continue to review and strengthen our data protection practices to ensure ongoing compliance with the PDPA and to safeguard the trust placed in us by our stakeholders.



Procurement Practices

Responsible procurement is an integral part of our sustainability commitment. We source our products with fairness, transparency and integrity, while fostering strong supplier relationships that contribute to a resilient supply chain.

Our supplier selection process is applied consistently across all our business segments. In evaluating potential suppliers, we assess them against key criteria comprising product quality, pricing, lead time and the availability of after-sales services.

In alignment with UNSDG Target 8.3, we give consideration to local sourcing wherever viable as part of our commitment to responsible procurement. In FYE 2025, local suppliers accounted for approximately 76.7% of our total purchases, reflecting our continued efforts to support the local economy and foster long-term partnerships with Malaysian businesses.

Moving forward, we remain committed to responsible and transparent procurement practices that strengthen our supply chain and contribute positively to the communities in which we operate.



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Ethical Business Conduct

We believe that ethical business conduct is fundamental to sustainable growth. We are committed to upholding the highest standards of integrity and accountability, through compliance with applicable laws and regulations and strong governance practices across our business. The key laws and regulations governing our business operations include:

✓ Industrial Co-Ordination Act 1975	✓ Fire Services Act 1988
✓ Environmental Quality Act 1974 (Amendment 2024)	✓ Employment Act 1955 (Amendment 2022)
✓ Environmental Quality (Scheduled Wastes) Regulations 2005	✓ OSHA
✓ Local Government Act 1976	✓ PDPA
✓ Street, Drainage and Building Act 1974	✓ Trademarks Act 2019

We are pleased to report that our Group did not incur any fines or penalties from regulatory authorities for violations of applicable laws and regulations in FYE 2025.

To strengthen our corporate governance practices, our Code of Conduct & Ethics ("Code") sets out the values, expectations and standards of business conduct for all our personnel and business associates, reflecting our commitment to integrity, accountability and transparency across all aspects of our business.

In alignment with UNSDG Target 16.5 and Section 17A of the Malaysian Anti-Corruption Commission ("MACC") Act 2009, we have formalised an Anti-Bribery and Anti-Corruption Policy & Procedures ("ABAC Policy") which sets out the principles and procedures to prevent, detect and address bribery and corruption in any form. The key areas covered by the ABAC Policy are as follows:



Key Area	Scope
Prohibited conduct	Forms of bribery and corruption that are strictly prohibited.
Gifts and hospitality	Guidelines on the giving and receiving of gifts, entertainment and hospitality.
Political and charitable donations	Controls over donations to ensure they are not used as a guise for corrupt payments.
Due diligence	Assessment of third parties and business partners for corruption risks
Investigation and Consequences of violations	Disciplinary actions and penalties for non-compliance with the ABAC Policy.

To further strengthen the implementation of the Code and ABAC Policy, we have established a Whistleblowing Policy to encourage all our employees, directors and stakeholders to report concerns about unethical or unlawful conduct within our Group. Concerns can be raised through multiple reporting channels, including an anonymous reporting hotline, email, direct report to management or our Audit and Risk Management Committee ("ARMC"), and a suggestion box. All reports are handled with the utmost confidentiality and those who raise concerns in good faith are protected from retaliation or victimisation under the Whistleblower Protection Act 2010.

The above policies are published on our Company's website at <https://teamstarberhad.com/investors-relation/>. We are pleased to report that in FYE 2025, there were no complaints or incidents of bribery, corruption, fraud or money laundering reported, nor were any fines or penalties imposed on our Group.

Teamstar Berhad
BMLR Transition Period

Date & Time: 2026-04-29_16:06:21
FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Energy and Water Management	Total Energy Consumption	K ilowatt-hours	48,075	—	No assurance
Energy and Water Management	Total volume of water used	Cubic Meter	1,100	—	No assurance
Occupational Safety and Health	Number of workplace injuries	Number	0	—	No assurance
Employee Growth and Career Development	Total hours of training by employee category: Top Management	Hours	248	—	No assurance
Employee Growth and Career Development	Total hours of training by employee category: Manager	Hours	176	—	No assurance
Employee Growth and Career Development	Total hours of training by employee category: Executive	Hours	2,352	—	No assurance
Employee Growth and Career Development	Total hours of training by employee category: Non-executive	Hours	512	—	No assurance
Procurement Practice	Proportion of spending on local suppliers	Percentage	76.7	—	No assurance
Date Privacy and Security	Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	—	No assurance
Waste management	Total waste generated	K illogram	2,213	—	No assurance
Ethical Business Conduct	Confirmed Incidents of Corruption and action taken	Number	0	—	No assurance



Ling Thik Ping
**Independent Non-Executive
Chairman**
Malaysian · Male · 65

Board meetings attended: 2/2

Ling Thik Ping was appointed to our Board as the Independent Non-Executive Chairman on 19 May 2025.

Mr Ling obtained his Bachelor of Economics and Bachelor of Laws from Monash University, Australia in 1984 and 1986, respectively. He was admitted as an Advocate and Solicitor of the High Court of Malaya in 1986.

Upon completing his law degree in 1986, he commenced his pupillage at Messrs Mah-Kok & Din (now known as Messrs Raja, Daryl & Loh). He later continued and completed his pupillage at Messrs Khaw & Hussein (now known as Messrs Khaw & Partners). Upon completing his pupillage and admission as an Advocate and Solicitor of the High Court of Malaya, he commenced his legal practice at the same firm as a Legal Associate in the same year.

In 1987, he left to join Messrs Che Mokhtar & Co (now known as Messrs Che Mokhtar & Ling) as a Legal Associate. He was promoted to Partner in 1992 and subsequently became Managing Partner in 2002.

He left the firm in 2021 and subsequently co-founded Messrs Ling & Tan Law Chambers. In 2022, he assumed the role of Senior Partner, a position he currently holds.

Throughout his legal career, Mr Ling has provided a wide range of legal services covering banking matters, general litigation, insolvency proceedings, corporate and commercial transactions, land and conveyancing matters, property development and redevelopment, industrial relations, arbitration, statutory compliance and general legal advisory services.

Mr Ling does not hold directorships in any other public companies and listed issuers.



Tan Lee Kueng was appointed to our Board as the Executive Vice Chairman and Group Chief Executive Officer (“CEO”) on 19 May 2025. He is primarily responsible for overseeing the Group’s business operations and formulating strategic directions to drive the Group’s growth, expansion and development.

Mr Tan completed his Malaysian Certificate of Education (Sijil Pelajaran Malaysia) at Sekolah Menengah Kebangsaan Tunku Abdul Rahman in 1979. He subsequently worked on various jobs in construction sites and factories in Singapore before returning to Malaysia to join Bornfree (M) Sdn. Bhd. as a Marketing Executive in 1981, where he was involved in supporting the direct sales operations.

In 1983, he left to join LNM Marketing (S.E.A.) Sdn. Bhd. as a Sales Executive, assisting in coordinating sales operations. He was promoted to Sales and Marketing Manager in 1988, assuming responsibility for overseeing the sales and marketing team. He left the company in 1996 to pursue his own entrepreneurial ventures.

In the same year, he founded Scanteam, which was involved in the trading of furniture fittings, edge banding, as well as door and window fittings, serving as Managing Director and overseeing its daily operations. On 7 September 2020, Scanteam changed its principal activity to property investment.

Also in 1996, Mr Tan established Scanteam Hardware Sdn. Bhd., which subsequently changed its name to Best-Can Marketing Sdn. Bhd. in 1998 and commenced operations in the same year. As Managing Director, he oversees the company’s daily operations. He continues to hold this position to date.

In 1999, he further expanded his business interests by founding Teammart, where he continues to serve as Managing Director, overseeing its day-to-day operations.

In 2008, Mr Tan was appointed as the Managing Director of Teamstar Solutions. He subsequently assumed the role of Managing Director of DG Materials Sdn. Bhd. and Benova Marketing Sdn. Bhd. in 2011 and 2014 respectively, overseeing the overall management and operations of these companies.

In 2024, Mr Tan was redesignated as Executive Director of Teamstar Solutions Group. In 2025, he was appointed as Executive Vice Chairman and Group CEO of the Group, positions he currently holds. He also serves as a Director in the subsidiaries of Teamstar Solutions, where he continues to provide strategic leadership and operational oversight.

Mr. Tan does not hold directorships in any other public companies and listed issuers.

Mr Tan is the father of Tan Jian Wei, the Group’s CFO, and the husband of Yeoh Baby @Yeoh Lee Lee, both the major shareholders of the company.



Ng Choon Tiong
**Executive Director of Teamstar
and Managing Director of the
Teamstar Solutions Group**
Malaysian · Male · 54

Board meetings attended: 2/2

Ng Choon Tiong was appointed to our Board as the Executive Director of Teamstar and Managing Director of the Teamstar Solutions Group on 19 May 2025. He is mainly responsible for overseeing the overall operations of the Teamstar Solutions Group, formulating business strategies and identifying new business opportunities for Teamstar Solutions Group.

Mr Ng commenced his career with Hsing Hsieh Precision (M) Sdn. Bhd. as a machine operator in 1992. In 1993, he left to join Tan Aik Koon (M) Sdn. Bhd. as a Sales Executive, where he was responsible for the sales of hardware accessories. Since 1994, he further expanded his experience in the hardware distribution industry through sales executive roles at several companies, including IPG Marketing (M) Sdn. Bhd. in 1994, N-Gee Trading Sdn Bhd in 1996 and Tidy Trading Sdn. Bhd. (now known as Tidy Locks & Fittings Sdn. Bhd.) in 1997. During his tenure at those companies, he was responsible for managing the sales of a wide range of hardware products.

In 2004, leveraging his experience in hardware product sales, he co-founded Elita Hardware Trading, a partnership engaged in the dealing of hardware products, where he oversaw all sales-related functions. The partnership was later dissolved in 2006.

Following the expansion of the business, he co-founded Elitaco Trading Sdn. Bhd. ("Elitaco Trading") together with his brother, Ng Choon Sin, and other business partners to take over the hardware trading business from Elita Hardware Trading in 2005.

He served as a Director of Elitaco Trading since its incorporation and was responsible for overseeing the company's sales operations until the company ceased operations in 2007.

In 2008, Mr Ng was appointed as Executive Director of Teamstar Solutions. In 2025, he was redesignated as the Managing Director of the Teamstar Solutions Group, a position he currently holds.

Mr Ng does not hold directorships in any other public companies and listed issuers.

Tan Poh Chan was appointed to our Board as an Independent Non-Executive Director on 19 May 2025. She is the Chairman of ARMC and a member of Nomination and Remuneration Committee (“NRC”).

Ms Tan obtained her Bachelor of Accounting degree from the University of Malaya (now known as Universiti Malaya) in 1984. She has been a member of the Malaysian Institute of Accountants (“MIA”) as a Chartered Accountant since 1987.

Ms Tan commenced her career in 1984 as an Articled Clerk at Hanafiah Raslan & Mohamad (now known as Ernst & Young PLT) and joined HRM (Tax Services) Sdn. Bhd. (now known as Arthur Andersen HRM (Tax Services) Sdn. Bhd.) as a Tax Assistant in 1988.

In 1989, she left to join Sungei Way Properties Sdn. Bhd., a subsidiary of Sungei Way Corporation Sdn. Bhd., as an Assistant Accountant. She was subsequently promoted to Accountant and later to Assistant Manager in the Finance and Administration department.

She was transferred to Sunway City Berhad (now known as Sunway City Sdn. Bhd.) in 1992, assuming the same roles and responsibilities as in her previous position at Sungei Way Properties Sdn. Bhd.

Her last held position at Sunway City Berhad was Assistant General Manager, Finance and Administration, where she was part of the senior management team that supported the listing of Sunway City Berhad on the Main Board of the then Kuala Lumpur Stock Exchange (“KLSE”) (now known as the Main Market of Bursa Securities) in 1996.

In 1999, she was transferred to Sunway Construction Berhad (now known as Sunway Construction Sdn. Bhd.) and promoted to General Manager, Finance. She further advanced her position to Senior General Manager, Finance in 2001 then subsequently advanced to CFO in 2004, where she was involved in facilitating the company’s organisational restructuring and overseas expansion. In 2008, she was transferred back to Sunway City Berhad as CFO and led the listing exercise of Sunway Real Estate Investment Trust (“Sunway REIT”).

Following the merger of Sunway City Berhad and Sunway Holdings Berhad in 2011, she was transferred to Sunway Berhad, a company listed on the Main Market of Bursa Securities, as the Deputy CFO and later redesignated as Deputy Group CFO, a position she held until the end of 2020. In 2021, she was transferred to Sunway Services Sdn. Bhd. on a contract basis as Deputy Group CFO and retired in 2022. She also served as a Director of Credit Bureau Malaysia Sdn. Bhd. between 2020 and 2022. She completed the Mandatory Accreditation Programme (“MAP”) organised by the Institute of Corporate Directors Malaysia in 2023.

Ms Tan currently serves as an Independent Non-Executive Director of Guocoland (Malaysia) Berhad, a company listed on the Main Market of Bursa Securities.





Wong Ley Chan
**Independent Non-Executive
Director**
Malaysian · Female · 66

Board meetings attended: 2/2

Wong Ley Chan was appointed to our Board as an Independent Non-Executive Director on 19 May 2025. She is a member of both ARMC and NRC.

She obtained her Bachelor of Accountancy from the National University of Singapore in 1984. She has been a member of the Malaysian Institute of Certified Public Accountants since 1988 and the MIA since 1991.

Ms Wong commenced her career as an Articled Clerk at Hanafiah Raslan & Mohamad (now known as Ernst & Young PLT) in 1984 and completed her articleship as an Audit Senior in 1988. She then joined the KLCE as an Assistant Enforcement Officer in the Audit and Compliance Division in 1988 and was promoted to Assistant Manager in 1989, where she independently carried out audits on the members of the exchange.

In 1990, she left to join Asian International Merchant Bankers Berhad (“AIM Bankers”) (now known as Public Merchant Bank Berhad) as a Banking Officer, where she was involved in credit evaluation for banking proposals, loan syndication and documentation. She left AIM Bankers in 1991 and joined Duff Berhad (now known as Anson Perdana Berhad) as Finance and Administration Manager, and subsequently was promoted to Financial Controller in 1992.

In 1994, she joined Faber Hotels Holdings Sdn. Bhd. (formerly a subsidiary of UEM Edgenta Berhad prior to its dissolution in 2020) as Finance Controller. In 1996, she was transferred to Prolink Development Sdn. Bhd. (now known as Bandar Nusajaya Development Sdn. Bhd., a subsidiary of UEM Sunrise Berhad) where she served as General Manager, Finance.

In 2000, she joined U-Wood Holdings Berhad (now known as TRIpIc Berhad, a subsidiary of Puncak Niaga Holdings Berhad) as General Manager, Corporate Finance and Accounts, and was subsequently promoted to Senior General Manager in the same department in 2004.

In 2005, she joined Puncak Niaga (M) Sdn. Bhd. (now known as PNSB Water Sdn Bhd) (“Puncak Niaga”), formerly a subsidiary of Puncak Niaga Holdings Berhad, as General Manager, Finance and Accounts. She was responsible for establishing the finance functions and IT systems of Syarikat Bekalan Air Selangor Sdn. Bhd., which was previously a subsidiary of Puncak Niaga.

In 2008, Ms Wong joined Scomi Engineering Berhad as Vice President, Financial Control. She returned to Puncak Niaga in 2010 as Executive Director of the Finance Division. Following a group restructuring in 2015, she was transferred to Puncak Niaga Holdings Berhad, a company listed on the Main Market of Bursa Securities, where she assumed the role of CFO.

After retiring in 2022, she was appointed as Special Advisor to the Executive Chairman of Puncak Niaga Holdings Berhad, a role she held until the end of the same year. In 2023, she continued to serve the company as an Advisor until the end of the same year.

Ms Wong does not hold directorships in any other public companies and listed issuers.

Wong Wen Miin was appointed to our Board as an Independent Non-Executive Director on 19 May 2025. She is the Chairman of NRC and is also a member of our ARMC.

Ms Wong obtained her Bachelor of Science (Resource Economics) from Universiti Pertanian Malaysia (now known as Universiti Putra Malaysia) in 1983. She further obtained her Diploma in Public Administration from National Institute of Public Administration (INTAN) in 1989. She later obtained a Master's in Economics from University of Malaya (now known as Universiti Malaya) in 2006.

Ms Wong commenced her career with the Government of Malaysia under the Ministry of Works as Assistant Secretary of the Development Division. In this role, she was responsible for budgeting, coordinating and managing federal roads, government buildings and water projects in Sabah, Sarawak and Labuan.

In 1988, she was transferred to the Ministry of Finance ("MOF") as an Assistant Secretary in the Finance Division, involved in multilateral and bilateral negotiations for procurement of credit facilities for development projects from international organisations.

In 2004, Ms Wong took a study break to pursue her postgraduate studies at Universiti Malaya. After completing her master's degree, she returned to the MOF in 2006 as Senior Principal Assistant Secretary in the Privatisation and Menteri Kewangan (Diperbadankan) ("MKD") Companies Unit, primarily responsible for execution of loan arrangements and supporting the implementation of government incentives for MKD companies.

Between 2011 and 2018, she held several senior roles in the MOF and the Prime Minister's Department, where she was involved in policy making, investment evaluation and the implementation of Public-Private Partnership ("PPP") projects. During this period, she served as Division Deputy Secretary (Regulatory and Actuary), where she led policy development and legislative reforms in the financial sector. She later served as Deputy Under Secretary (Investment Evaluation Sector), overseeing the appraisal and execution of PPP projects.

In 2017, Ms Wong was appointed as Deputy Director General (Special Projects) of the PPP Unit under the Prime Minister's Department. In this role, she played a key role in expediting the finalisation of several high-priority PPP contracts. She retired from the civil service in 2018.

Following her retirement, she was appointed as an Independent Non-Executive Director of Kim Teck Cheong Consolidated Berhad and Ecobuilt Holdings Berhad, both listed on the Main Market of Bursa Securities in 2018. She subsequently relinquished her role in Ecobuilt Holdings Berhad and Kim Teck.

Currently, Ms Wong serves as an Independent Non-Executive Director of OSK Holdings Berhad and SHH Resources Holdings Berhad, both companies listed on the Main Market of Bursa Securities Berhad.



Note: -

Save as disclosed, none of the Directors: -

- (i) has any family relationship with any other Director and/or major shareholder of the Company;
- (ii) has any conflict of interest ("COI") or potential COI, including interest in any competing businesses with the Company or its subsidiaries;
- (iii) has been convicted of any offences within the past five (5) years and being imposed with any sanction or penalty imposed by relevant regulatory bodies during financial year ended 31 December 2025 ("FYE 2025") other than traffic offences, if any.

Tan Lee Kueng

Executive Vice Chairman and Group CEO
Malaysian · Male · 65

For the profile of Tan Lee Kueng, please refer to the Profile of Board of Directors.

Ng Choon Tiong

Executive Director of Teamstar and Managing Director of the Teamstar Solutions Group
Malaysian · Male · 54

For the profile of Ng Choon Tiong, please refer to the Profile of Board of Directors.

Tan Jian Wei

CFO
Malaysian · Male · 30



Tan Jian Wei was appointed as the CFO on 13 February 2025. He is responsible for overseeing all financial and finance-related matters of the Group.

Mr Tan obtained his Bachelor of Science in Accounting and Finance from the University of Exeter in 2018 and completed the Association of Chartered Certified Accountants ("ACCA") programme at Sunway TES in 2019. He has been a member of the ACCA since 2023 and a member of the MIA since 2024.

Mr Tan commenced his career as an Associate on a contract basis under the Junior Xplorer programme at PricewaterhouseCoopers PLT ("PwC PLT") in January 2020, where he was involved in various audit engagements. He was subsequently offered a full-time position upon completion of the programme. Due to the COVID-19 pandemic, the commencement of his full-time employment was deferred, and he took a career break between May 2020 and December 2020. He rejoined PwC PLT in 2021 and was promoted to Senior Associate in 2022, where he led audit teams and managed audit engagements from planning through to completion.

He left PwC PLT in 2023 and joined TW Kitchen and Bath Sdn. Bhd. (now known as TW Wealth Holdings Sdn Bhd) as Assistant Finance Manager. During his tenure, he was responsible for overseeing financial operations of both TW Kitchen and Bath Sdn. Bhd. as well as our Group, assisting in the preparation of financial statements and management reports, supporting budgeting and forecasting activities, and providing analytical support to the Finance Manager in strategic financial planning matters.

In 2025, he left TW Kitchen and Bath Sdn. Bhd. and joined the Group as CFO, a position he currently holds.

Mr Tan is the son of Tan Lee Kueng, the Company's major shareholder, Executive Vice Chairman and Group CEO and Yeoh Baby @ Yeoh Lee Lee, a major shareholder of the Company.

Yeoh Chuen Teik

COO

Malaysian · Male · 52

Yeoh Chuen Teik was appointed as the COO of the Group on 13 February 2025. He is responsible for overseeing the operating functions of our Group which includes supply chain, resource planning, product quality management as well as sales and marketing functions.

He obtained his Bachelor of Engineering (Material Engineering) from Universiti Sains Malaysia in 1999.

Upon completing his degree, he began his career in the same year with Southern Steel Berhad as a Metallurgical Engineer, involved in steel treatment processes and oversaw plant technicians as well as the operations of arc and ladle furnaces. In 2000, he left to join George Fischer Sdn. Bhd. as a Marketing Engineer, where he was responsible for the sales and marketing initiatives of piping systems and providing technical support to customers.



In 2004, Mr Yeoh joined Scanteam as an Operations Supervisor. In this role, he was in charge of the planning and implementation of the standard operating procedures for the sales and warehousing departments. He also served as an assistant to the Managing Director of Scanteam, Tan Lee Kueng, providing support in enhancing various managerial functions, including human resources, sales and warehouse operations.

He subsequently left Scanteam and joined Team Point Marketing Sdn. Bhd. in 2007 as an Operations Supervisor. In addition to similar operational responsibilities, he was also tasked with overseeing the company's sales and procurement functions.

In 2008, he joined Teamstar Solutions as an Operations Supervisor, where he established and monitored the company's business management software, as well as developed and oversaw sales and purchase procedures, product classification frameworks and stock forecasting processes. In 2012, he was promoted to Operation Manager of the Group, where his responsibilities expanded to managing the overall operations of the Group. During his tenure, he spearhead the systemisation of the Group's sales and marketing operations, warehouse management system and product quality monitoring processes.

In 2025, he was promoted to COO of our Group, a position he presently holds.

Mr Yeoh is the brother-in-law of Tan Lee Kueng, Executive Vice Chairman and Group CEO, the uncle of Tan Jian Wei, the Group's CFO, and the brother of Yeoh Baby @ Yeoh Lee Lee, all of whom are major shareholder of the Company.

Note: -

Save as disclosed, none of the Key Senior Management: -

- (i) has any family relationship with any other Director and/or major shareholder of the Company;
- (ii) has any conflict of interest ("COI") or potential COI, including interest in any competing businesses with the Company or its subsidiaries;
- (iii) has been convicted of any offences within the past five (5) years and being imposed with any sanction or penalty imposed by relevant regulatory bodies during financial year ended 31 December 2025 ("FYE 2025") other than traffic offences, if any.

INTRODUCTION

The Board recognises the importance of sound corporate governance practices across the Group as a fundamental responsibility in safeguarding and enhancing shareholder value and protecting stakeholders' interests. The Board remains committed to upholding high standards of corporate governance in alignment with the principles and practices of the Malaysian Code on Corporate Governance ("MCCG").

The Board is pleased to present this Corporate Governance Overview Statement ("CG Statement"), which outlines the key initiatives and commitments undertaken to promote good corporate governance across the Group during the financial year ended 31 December 2025 ("FYE 2025"), and provides shareholders with an overview of the Group's corporate governance framework and practices. This CG Statement has been prepared in accordance with Rule 15.25(1) and Guidance Note 11 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") AMLR., by making reference to the following three (3) key corporate governance principles set out in the MCCG:

Principle A : Board Leadership and Effectiveness

Principle B : Effective Audit and Risk Management

Principle C : Integrity in Corporate Reporting and Meaningful Relationship with Stakeholders

Shareholders are encouraged to read this CG Statement together with the Company's Corporate Governance Report ("CG Report"), which provides detailed disclosures on the application of each corporate governance practice. The CG Report is available on the Company's website at www.teamstarberhad.com and the website of Bursa Securities at www.bursamalaysia.com.

Principle A : Board Leadership and Effectiveness

PART I : Board Responsibilities

1.1 Board Leadership and Strategic Oversight

Functions of the Board

The Board assumes full responsibility for the stewardship of the Company, ensuring that its vision, mission and corporate values guide strategic decisions. In fulfilling its governance role, the Board is committed to:

- Together with Management, promoting good corporate governance culture and ensure appropriate corporate governance in place within the Group which reinforces ethical, prudent and professional behaviour and fostering a corporate responsibility culture throughout the Group.
- Reviewing and adopting the overall strategic direction, business plans, and annual budgets of the Group, including major capital commitments and ensure that the strategic plan of the Group supports long-term value creation and includes strategies on economic, environmental, social and governance ("EESG") considerations underpinning sustainability.
- Reviewing, challenging and deciding on Management's proposals for the Group, monitoring the implementation by Management and their contribution to the Group.
- Overseeing the execution of the Group's business to ensure it is properly and ethically conducted including supervising and assessing corporate behaviour and performance of the Group as a whole.
- Ensuring the Group's core values, vision, mission and shareholders' interests are met.
- Identifying and understanding the principal risks and ensuring the implementation of appropriate internal controls and mitigation measures to manage these risks.
- Adopting an appropriate risk management framework to identify, analyse, evaluate, manage and monitor significant financial and non-financial risks that appropriately reflects the risk appetite within which the Board expects Management to operate.

Principle A : Board Leadership and Effectiveness (Cont'd)

1.1 Board Leadership and Strategic Oversight (Cont'd)

Functions of the Board (Cont'd)

- Reviewing the adequacy and integrity of the Group's internal control system and management information systems.
- Ensuring that Key Senior Management has the necessary skills and experience, and that measures or policies are in place for the orderly succession of the Board and Key Senior Management.
- Ensuring there are appropriate policies for training, appointment and performance monitoring of Key Senior Management.
- Overseeing the development and implementation of an investor relations programme or shareholders' communications policy for the Group to enable effective communication with stakeholders.
- Reviewing and approving financial statements, the annual report and ensure the integrity of the Company's financial and non-financial reporting.
- Undertaking a formal and objective annual evaluation of the Board, Board Committees and each individual Board member to gauge their respective effectiveness.
- Ensuring all significant systems and procedures are in place for the Group to run effectively, efficiently and meet all legal and contractual requirements.
- Monitoring compliance with established policies and procedures.
- Establishing key performance indicators and succession plans.
- Review and approve the appointment of all external advisors and their related advisory fees.
- Review through the ARMC any COI or potential COI that arose, persist or may arise within the Group, including but not limited to transactions, procedures, or courses of conduct that raise concerns about the integrity of Management, together with the measures taken to resolve, eliminate, or mitigate the conflict of interest or potential conflict of interest and disclose them in the ARMC report.

Principle A : Board Leadership and Effectiveness (Cont'd)

1.1 Board Leadership and Strategic Oversight (Cont'd)

Board Committees

The Board, in discharging its fiduciary duties, may from time to time establish Committees as it considers necessary to assist it in carrying out its responsibilities more effectively. The Board has established the following Board Committees, which operate under their respective Terms of Reference to enhance governance and decision-making:

- **ARMC:** Oversees the Group's financial reporting process, risk management framework and internal control systems, related party transactions ("RPT") and COI, and reviews the appointment and performance of internal and external auditors.
- **NRC:** Reviews and recommends appointments to the Board, Board Committees and Key Senior Management, conducts performance evaluations, oversees succession planning and recommends a remuneration structure aligned with executive responsibilities and Company's performance as well as comparable market statistics.

The Board Charter and Terms of Reference for each Board Committees are available on the Company's website at www.teamstarberhad.com.

1.2 Chairman's Role and Independence

The Independent Non-Executive Chairman, Mr Ling Thik Ping, provides overall leadership to the Board by fostering a culture of good governance, facilitating balanced discussions, and ensuring informed decision-making. His key responsibilities include:

- setting the Board agendas and ensuring that Board members receive complete and accurate information in a timely manner;
- leading the Board in the adoption and implementation of good corporate governance practices within the Group;
- leading Board meetings and discussions and acting as facilitator to ensure a meaningful level of engagement among Board members;
- encouraging active participation of Directors at Board meetings and allowing dissenting views to be expressed openly;
- promoting constructive and respectful relations between Directors and Key Senior Management;
- ensuring compliance with all relevant regulations and legislation; and
- representing the Board to shareholders and ensuring appropriate measures are in place for effective communication with stakeholders and that their views are communicated to the Board as a whole

To maintain a clear segregation of responsibilities and prevent undue concentration of power, the roles of the Chairman and Group CEO are held by separate individuals. The Chairman focuses on Board leadership, corporate governance, and stakeholder engagement, while the Group CEO, Mr Tan Lee Kueng, is responsible for executing the Company's strategy, managing operations, and ensuring business continuity.

In addition, the Chairman is not a member of the ARMC or NRC, nor does he participate in any Board Committee' meetings. This separation preserves his objectivity and independence, ensuring that the Board's deliberations on the observations and recommendations of the Board Committees remain impartial and free from potential COI or self-review.

The Board Charter outlines the distinct roles and responsibilities of both Chairman and Group CEO to ensure balance of power and authority, accountability and effective governance.

Principle A : Board Leadership and Effectiveness (Cont'd)

1.3 Board Support and Governance Practices

Company Secretaries

The Board is supported by two (2) qualified and competent Company Secretaries, Ms Yeng Shi Mei and Ms Rebecca Kong Say Tsui, both of whom are members of the Malaysian Institute of Chartered Secretaries and Administrators and qualified under Section 235(2) of the Companies Act 2016 ("CA 2016"). They play a vital role in fostering sound governance by providing strategic advice, ensuring strict adherence to regulatory requirements and procedures and championing corporate governance best practices.

Key responsibilities of the Company Secretaries include:

- ensuring that Board procedures are followed during meetings;
- managing logistics, attending meetings and recording minutes of Board and Board Committee meetings;
- advising the Board and Board Committees on their roles and responsibilities, corporate disclosures and compliance with company law, securities regulations and AMLR;
- managing procedures pertaining to annual general meeting ("AGM"); and
- monitoring corporate governance developments and assisting the Board in adopting good corporate governance and sustainable EESG practices to meet the Board's needs and stakeholders' expectations.

The Board is satisfied with the competency and performance of the Company Secretaries in supporting effective governance of the Company.

In order to contribute and function effectively, the Company Secretaries keep themselves abreast of relevant corporate governance and regulatory requirements by undertaking continuous professional development.

Board Meetings and Decision-Making Process

Board and Board Committee meetings are scheduled in advance through an annual meeting calendar to ensure Directors' availability. In exceptional circumstances, additional meetings may be convened. The Company Secretaries, in consultation with the Chairman of the Board and Board Committees, assist in preparing meeting agendas. To facilitate meaningful and informed discussions, the meeting materials are circulated to the members of the Board and Board Committees at least five (5) business days before each meeting, or shorter notice where it is unavoidable.

All proceedings of the Board and Board Committee meetings are minuted. All Board members ensure that the minutes of meetings accurately reflect the deliberations and decisions of the Board, including any dissenting views and whether any Director abstain from voting or deliberating on a particular matter. Minutes of meeting are circulated and confirmed as a correct record by the Board and Board Committees at the subsequent meeting.

For routine or administrative matters, circular resolutions may be used, while complex matters are deliberated at Board meetings to ensure thorough consideration.

To support effective decision-making, the Board has full and unrestricted access to information regarding the Group's business and affairs, and may obtain professional advice and services from the Company Secretaries, external auditors and internal auditors as well as consultants, when required.

1.4 Board Charter

The Board has on 25 June 2025 adopted a Board Charter that serves as a primary reference and literature that guides the governance and conduct of the Board, outlining the functions of the Board and its Board Committees, the delegation of management functions, the annual assessment of Board performance and matters reserved for the Board's approval. It provides a clear demarcation of responsibilities while upholding accountability and transparency in decision-making.

The Board Charter covers key governance areas, including Board structure, roles and responsibilities, Board Committees and Board meetings, Board evaluation and performance, remuneration of Directors, induction and training for Board members, access to information and independent professional advice, Company Secretary, investor relations and shareholders communication, COI, confidentiality and disclosures of interest, corporate policies as well as dealings in securities. It also defines matters reserved for the Board's deliberation and approval, such as strategy and performance, capital and financial management, corporate and operational matters as well as governance, compliance and risk oversight.

The Board Charter will be reviewed by the Board periodically and as needed to ensure its alignment with the Board's objectives, the latest applicable laws and practices, the AMLR and the MCCG.

The Board Charter is available on the Company's website at www.teamstarberhad.com.

Principle A : Board Leadership and Effectiveness (Cont'd)

1.5 Ethical Governance and Whistleblowing

The Board is committed to fostering an ethical corporate culture by establishing and implementing appropriate internal control systems. To this end, the Board has on 20 February 2026 established the Code, which sets out clear expectations and standards for Directors, employees and business associates engaging in transactions with the Group as well as third-party intermediaries. The Code, guided by the three (3) sustainability pillars of ESG, outlines the principles and measures for managing COI, preventing corruption, safeguarding confidential information and ensuring compliance with legal and regulatory requirements.

To reinforce its zero-tolerance stance on bribery and corruption, the Company has on 20 February 2026 adopted an ABAC Policy in accordance with the MACC Act 2009. The policy sets out principles, reporting mechanisms and governance structures to address corruption risks, and is overseen by the Board with the support of the ARMC, to ensure effective implementation.

In addition, the Board has on 20 February 2026 adopted a Whistleblowing Policy to provide a secure avenue for employees and stakeholders to report concerns about unethical or unlawful conduct within the Group. It provides guidance on improper conducts, actions or behaviours that violate corporate policies, enables whistleblowers to exercise their judgement. The policy ensures confidentiality and protection for whistleblowers acting in good faith, while outlining clear reporting channels for the reporting of concerns or suspected misconduct

The Code, ABAC Policy and Whistleblowing Policy will be reviewed by the Board periodically and as needed to ensure continued effectiveness and alignment with best practices. These documents are available on the Company's website at www.teamstarberhad.com

For the FYE 2025, the Group has not received any whistleblower reports concerning breaches of the Company's policies or applicable laws.

1.6 Sustainability Governance and Oversight

The Board, in collaboration with Management, oversees sustainability governance to ensure that sustainability strategies, priorities and targets are effectively integrated into business operations. A structured sustainability governance framework has been implemented to define roles and responsibilities at various levels, including the Board, ARMC, Key Senior Management and HOD. This ensures accountability and alignment with the Group's strategic objectives

To enhance transparency and stakeholder engagement, the Group communicates its sustainability initiatives, targets and performance through the Sustainability Statement in the Annual Report, which is accessible on the websites of the Company and Bursa Securities. Additionally, the Company assesses material sustainability matters through internal evaluation and engagement with relevant stakeholders, where necessary, to ensure that its sustainability strategies remain aligned with stakeholder expectations.

The Board remains committed to equipping its Directors with the necessary knowledge of sustainability issues, including climate-related risks and opportunities, and encourages Directors to participate in relevant sustainability-related training programmes. To support continuous learning and awareness, the NRC is responsible for identifying and recommending relevant training programmes for Directors, while the Key Senior Management provides regular updates and briefings to the Board on the Group's sustainability performance, key developments and the progress of its sustainability initiatives.

This commitment is further reinforced through the Board's annual performance evaluation, which incorporates sustainability considerations. The evaluation focuses on the Board's oversight of sustainability strategies, integration of sustainability into business operations and contribution to long-term value creation.

Principle A : Board Leadership and Effectiveness (Cont'd)

PART II : Board Composition

2.1 Board Governance, Independence and Diversity

Board Composition

As of 31 December 2025, the Board composition of the Company is as follows:

No.	Directors	Directorship
1.	Ling Thik Ping	Independent Non-Executive Chairman
2.	Tan Lee Kueng	Executive Vice Chairman and Group CEO
3.	Ng Choon Tiong	Executive Director of Teamstar and Managing Director of the Teamstar Solutions Group
4.	Tan Poh Chan	Independent Non-Executive Director
5.	Wong Ley Chan	Independent Non-Executive Director
6.	Wong Wen Miin	Independent Non-Executive Director

Throughout the FYE 2025, the Board composition remained in compliance with:

- **Rule 15.02(1)(a) of the AMLR**, which requires at least one-third (1/3) of the Board to be independent;
- **Practice 5.2 of the MCCG**, which requires at least half of the Board to comprise Independent Non-Executive Directors; and
- **Practice 5.9 of the MCCG**, which requires at least 30% of the Board to be women.

The presence of Independent Non-Executive Directors strengthens the Board's governance by ensuring objective deliberation, independent review and decision-making. Meanwhile, gender diversity brings varied perspectives and insights, further enhancing Board discussions.

The Directors are of the opinion that the current Board size and composition is appropriate for the scope and nature of the Group's business and operations and for facilitating effective discussions and decision making. Further, the Board is able to discharge their duties professionally and effectively, uphold good governance standards in the conduct of their duties and responsibilities.

No individual or group dominates the Board's decision making. The Board maintains an appropriate balance of expertise, skills and attributes among the Directors, which is reflected in the diverse backgrounds and competencies of the Directors. The Board is satisfied with the level of time committed by its members in discharging their duties and roles as Directors of the Company.

All the Directors of the Company do not hold more than five (5) directorships in listed issuers in Malaysia as stipulated in Rule 15.06 of the AMLR. The composition and size of the Board will be reviewed periodically to ensure their appropriateness.

The profiles of the Directors are presented on pages 37 to 42 of this Annual Report.

Principle A : Board Leadership and Effectiveness (Cont'd)

PART II : Board Composition (Cont'd)

2.1 Board Governance, Independence and Diversity (Cont'd)

Board Committees

As of 31 December 2025, the Board composition of the Company is as follows:

Name	ARMC	NRC
Tan Poh Chan (Independent Non-Executive Director)	Chairman	Member
Wong Wen Miin (Independent Non-Executive Director)	Member	Chairman
Wong Ley Chan (Independent Non-Executive Director)	Member	Member

The Board Committees are established to oversee specific matters and to assist the Board in carrying out its duties and responsibilities, while the Board retains ultimate responsibility for all decisions. Each Board Committee operates within clearly defined Terms of Reference, ensuring effective delegation of responsibilities and enabling the Board to focus on strategic priorities.

The NRC meets as and when necessary, but at least once a year. Following the Company's listing, the inaugural meeting of the NRC was held on 20 February 2026 and the activities undertaken by the NRC are set out in pages 66 to 67 of this Annual Report

The summary of ARMC activities carried out is provided in the ARMC Report on pages 63 to 65 of this Annual Report.

Tenure of Independent Non-Executive Directors

In accordance with the Company's Board Charter and the NRC's Terms of Reference, the tenure of an Independent Non-Executive Director shall not exceed a cumulative term of nine (9) years, ensuring alignment with best governance practices. Upon reaching the nine (9) year limit, an Independent Non-Executive Director may continue to serve on the Board only if re-designated as a Non-Independent Director, subject to the Board's approval. Alternatively, if the Board intends to retain the Director as an Independent Non-Executive Director, it must provide justifiable rationale and seek shareholders' approval through a two-tier voting process, in line with the best practices of the MCGG.

The NRC will conduct annual assessments of the Independent Non-Executive Directors to ensure that they continue to meet the independence criteria as defined under Rule 1.01 and Guidance Note 9 of the AMLR and demonstrate objectivity in discharging their duties. The NRC will also monitor that they remain free from conflicts of interest and devote sufficient time and commitment to their roles, to support effective oversight and decision-making.

The Board is satisfied with the level of independence demonstrated by all the Independent Non-Executive Directors and their ability to act in the best interests of the Company. None of the Independent Non-Executive Directors has engaged in the management of the Group, and are free from any business or other relationships which may interfere with the exercise of their independent judgement.

As of 31 December 2025, none of the Independent Non-Executive Directors of the Company have served the Board for a cumulative period of nine (9) years

PART II : Board Committees (Cont'd)

2.1 Board Governance, Independence and Diversity (Cont'd)

Appointment of New Directors and Key Senior Management

The selection of Directors follows a formal and transparent process, guided by the NRC's Terms of Reference and the Directors' Fit and Proper Policy. The NRC evaluates potential candidates based on merit, expertise and alignment with the Company's strategic needs, leveraging both independent sources and internal recommendations. Succession planning for Key Senior Management is also overseen by the NRC, ensuring the Group has the right leadership pipeline to support its strategic objectives.

To maintain objectivity, all appointments of Directors and Key Senior Management are assessed against clearly defined criteria, including integrity, competence, experience and time commitment. For Independent Non-Executive Directors, the NRC also evaluates their ability to meet the independence criteria set out in the AMLR and to effectively discharge their responsibilities.

Since the Company's listing on the ACE Market of Bursa Securities on 25 February 2026, no new Directors or Key Senior Management appointments have been made.

The NRC's Terms of Reference and the Directors' Fit and Proper Policy are available on the Company's website at www.teamstarberhad.com.

Re-election of Retiring Directors

In accordance with the Company's Constitution, all the Directors shall retire from office at the First AGM of the Company and shall be eligible for re-election.

To ensure the continued effectiveness of the Board, the NRC conducts an annual performance evaluation to assess the tenure, skills mix, experience, diversity, core competencies and independence (where applicable) of each Director. The NRC also considers Directors' attendance, engagement levels and strategic contributions before recommending their re-election.

Following the annual performance evaluation, the NRC and the Board (excluding the retiring Directors, who abstained from deliberation and voting on their own re-election) reviewed the suitability and fit-and-proper criteria of the Directors retiring under Clause 76 of the Company's Constitution. All six (6) retiring Directors are eligible for re-election and have provided their consent, and the Board has resolved to propose their re-election at the forthcoming First AGM for shareholders' approval.

The Board's support statement for the re-election of the retiring Directors is provided in the Notice of the First AGM of the Company for shareholders' consideration. Additionally, the profiles of the Directors standing for re-election are included in this Annual Report to facilitate informed decision-making by shareholders.

PART II : Board Composition (Cont'd)

2.1 Board Governance, Independence and Diversity (Cont'd)

Gender Diversity of Board and Key Senior Management

The Company is committed to fostering diversity at both the Board and Key Senior Management levels, encompassing professional and business experiences, skills, knowledge, gender, age, ethnicity and cultural background. In line with the Company's Gender Diversity Policy, the Board aims to achieve at least 30% female representation among Directors. While no formal target has been set for Key Senior Management, the Company supports gender diversity and inclusion in its leadership pipeline.

As of 31 December 2025, the Board comprises 50% women Directors, exceeding the 30% target. However, there is currently no women representation in Key Senior Management. To address this, the NRC remains committed to enhancing gender diversity through structured human capital and succession planning, as well as leadership development. Efforts will be made to identify, develop and promote qualified women candidates for leadership positions as vacancies or opportunities arise, in alignment with the Company's growth and business needs.

Beyond gender diversity, the Board values differences in professional background, industry experience and competencies. By promoting an inclusive leadership approach, the Company leverages these diverse perspectives to foster innovation, improve decision-making and ensure equitable opportunities at all levels.

The Company's Gender Diversity Policy is available on the Company's website at www.teamstarberhad.com.

2.2 Annual Performance Evaluation

The Board, through the NRC, will evaluate the effectiveness and performance of the Board as a whole, the Board Committees and the individual Director on an annual basis. The process will be facilitated by the Company Secretaries, with the option to engage an external facilitated independent expert and conducted through a rating assessment by way of the following questionnaires or declarations covering a variety of assessment criteria:

- (a) ARMC evaluation form;
- (b) ARMC members' self and peer evaluation form;
- (c) Performance evaluation for Board and Board Committees;
- (d) Directors' self and peer evaluation form;
- (e) Independent Directors' self-assessment checklist; and
- (f) Directors' declaration of fit and proper assessment form.

The assessments aim to ensure that the Board maintains an appropriate composition and possesses the necessary skills and experience to guide the Company's long-term growth while upholding sound governance practices. The evaluation also assesses the effectiveness of the Board Committees in discharging their responsibilities objectively and identifies areas for further enhancement that can be addressed through structured initiatives to strengthen governance. In addition, the Independent Directors are assessed against the prescribed independence criteria to ensure their continued commitment to independence, governance and ethical responsibilities.

Through this ongoing evaluation process, the Board aims to maintain high standards of corporate governance and support continuous improvement in effectiveness across the Board, Board Committees and individual Directors.

PART II : Board Composition (Cont'd)

2.3 Board Meeting

During the FYE 2025, the number of meetings held and attended by each member of the Board are as follows:

Directors.	Number of Meeting Held	Number of Meeting Attended	%
Ling Thik Ping	2	2	100%
Tan Lee Kueng	2	2	100%
Ng Choon Tiong	2	2	100%
Tan Poh Chan	2	2	100%
Wong Ley Chan	2	2	100%
Wong Wen Miin	2	2	100%

Based on the attendance record above, the Board is satisfied with their level of commitment in fulfilling their roles and responsibilities. Their active participation in meetings demonstrates their dedication to maintaining high standards of corporate governance and contributing to the overall effectiveness of the Company.

In order to ensure the attendance of the Directors at the Board and Board Committee meetings, the annual meeting calendar setting out the schedule of Board and Board Committee meetings as well as the AGM is circulated in advance before the commencement of the financial year to facilitate the Directors' planning.

To support efficient and timely decision-making, meeting notices, agendas, minutes of previous meeting and meeting papers pertaining to relevant proposals are circulated to the members of the Board and Board Committees at least five (5) business days before each meeting, except in emergencies to allow Directors to have sufficient time to review and obtain further clarification, if necessary.

The proceedings of the Board meetings are conducted in accordance with a structured agenda to enable focused and constructive deliberation at meetings.

Directors are required to inform the Board of COI or potential COI they may have in relation to particular items of business transacted by the Group or the Company as soon as practicable after the relevant facts have come to his/her knowledge. The interested Directors should abstain themselves from discussion or decisions on matters in which they have a conflicting interest.

The Chairman ensures that the Board Committee meetings are not combined with the main Board meeting to enable objective and independent discussion during the meetings.

All proceedings of the Board meetings are minuted by the Company Secretary. The minutes will be circulated to the Board for review and comments within a reasonable timeframe prior to the Chairman confirmation at the following Board meeting.

PART II : Board Composition (Cont'd)

2.3 Board Meeting (Cont'd)

The Board members ensure that the minutes of meetings accurately reflect the deliberations and decisions of the Board, including whether any Director abstain from voting or deliberating on a particular matter.

In the intervals between Board meetings, any matters requiring urgent Board decisions and/or approvals will be sought via written resolutions which are supported with all the relevant information and explanations required for an informed decision to be made.

2.4 Director's Training

The Board recognises the importance of continuous training and education to ensure that Directors possess the necessary skills and knowledge to discharge their responsibilities effectively. In compliance with Rule 15.08 of the AMLR, the Directors attended the following training programmes during the FYE 2025:

Name of Director	Date	Training/Seminar Attended
Ling Thik Ping	10.09.2025 - 11.09.2025	Mandatory Accreditation Programme (MAP)
Tan Lee Kueng	08.12.2025 - 09.12.2025	Mandatory Accreditation Programme (MAP)
Ng Choon Tiong	08.12.2025 - 09.12.2025	Mandatory Accreditation Programme (MAP)
Tan Poh Chan	10.09.2025 - 11.09.2025	Mandatory Accreditation Programme (MAP)
Wong Ley Chan	10.09.2025 - 11.09.2025	Mandatory Accreditation Programme (MAP)
Wong Wen Miin	10.09.2025 - 11.09.2025	Mandatory Accreditation Programme (MAP)

Apart from attending training programmes and workshops, the Board receives updates of the AMLR from the Company Secretaries from time to time. The external auditors also briefed the Directors on any changes to the Malaysian Financial Reporting Standards ("MFRS") that would affect the Group's financial statements during the FYE 2025.

The Board, through the NRC, remains committed to regularly assessing and addressing the training needs of its Directors, ensuring they are well-equipped to perform their roles effectively.

PART III : Remuneration

3.1 Remuneration Policies, Procedures and Oversight

The Board has established a structured Remuneration Policy for the Directors and senior management of the Company, with the NRC overseeing its implementation to ensure alignment with the Company's business structure, performance and strategic objectives. To uphold objective review, the NRC comprises exclusively Independent Non-Executive Directors as of 31 December 2025, in line with Practice 7.2 of the MCCG. Details of the NRC membership are provided in Section 2.1 of this CG Statement.

The remuneration framework distinguishes the compensation structure for Non-Executive Directors, Executive Directors and senior management based on their roles and level of responsibilities, incorporating both fixed and performance-linked components. Performance-linked remuneration is tied to key performance indicators (KPIs) to drive sustainable business growth and enhance shareholder value.

The NRC reviews and recommends the remuneration structure for the Non-Executive Directors, Executive Directors and Key Senior Management to ensure that it remains competitive, equitable and aligned with industry standards. The Board considers the NRC's recommendations to ensure that the remuneration framework remains appropriate and consistent with good governance practices. To uphold transparency and avoid conflicts of interest, Executive Directors are not involved in discussions to decide on their remuneration. Further, Directors who are shareholders and controlling shareholders with a nominee or connected Director on the Board will abstain from voting on the resolution to approve their Directors' fees at the AGM of the Company.

The Remuneration Policy is subject to periodic review and is available on the Company's website at www.teamstarberhad.com

3.2 Remuneration of Directors and Key Senior Management

The details of Directors' remuneration on Company and Group basis for the FYE 2025 are as follows:

PART III : Remuneration (Cont'd)

3.2 Remuneration of Directors and Key Senior Management

The details of Directors' remuneration on Company and Group basis for the FYE 2025 are as follows:

The Company

	Fee (RM'000)	Allowance (RM'000)	Salary (RM'000)	Bonus (RM'000)	Benefits- in-kind (RM'000)	Other emoluments* (RM'000)	Total (RM'000)
Executive Director							
Tan Lee Kueng	40.0	-	-	-	-	-	40.0
Ng Choon Tiong	40.0	-	-	-	-	-	40.0
Non-Executive Director							
Ling Thik Ping	41.3	1.0	-	-	-	-	42.3
Tan Poh Chan	37.5	1.0	-	-	-	-	38.5
Wong Ley Chan	37.5	1.0	-	-	-	-	38.5
Wong Wen Miin	37.5	1.0	-	-	-	-	38.5
Total	233.8	4	-	-	-	-	237.8

The Group

	Fee (RM'000)	Allowance (RM'000)	Salary (RM'000)	Bonus (RM'000)	Benefits- in-kind (RM'000)	Other emoluments* (RM'000)	Total (RM'000)
Executive Director							
Tan Lee Kueng	340.0	-	375.8	40.6	-	44.8	801.2
Ng Choon Tiong	280.0	-	456.0	85.0	24.0	56.2	901.2
Non-Executive Director							
Ling Thik Ping	41.3	1.0	-	-	-	-	42.3
Tan Poh Chan	37.5	1.0	-	-	-	-	38.5
Wong Ley Chan	37.5	1.0	-	-	-	-	38.5
Wong Wen Miin	37.5	1.0	-	-	-	-	38.5
Total	773.8	4.0	831.8	125.6	24.0	101.0	1,860.2

Note:

* Other emoluments comprise the employer's contribution to the Employees Provident Fund ("EPF") and other employment-related emoluments, where applicable.

PART III : Remuneration (Cont'd)

3.2 Remuneration of Directors and Key Senior Management (Cont'd)

The Board acknowledged the need for transparency in the disclosure of its senior management's remuneration and has determined that disclosing the remuneration of senior management on a named basis may not serve the best interests of the Company, as it could lead to challenges in talent retention, particularly in a highly competitive industry where intense headhunting for candidates with the requisite expertise, knowledge and relevant professional experience is the norm.

To balance transparency with confidentiality, save for Mr Tan Lee Kueng and Mr Ng Choon Tiong, whose remuneration details are disclosed above and in Practice 8.1 of the CG Report, the Board has opted to disclose the aggregate remuneration and benefits of the remaining top three (3) senior management members for the FYE 2025 on an unnamed basis, categorised in bands of RM100,000 as follows :

Range of Remuneration*	Number of Senior Management
RM50,001 ro RM150,000	3

Note:

*The remuneration includes salary, bonuses and other emoluments comprising the employer's contribution to the EPF.

The Board ensures that the remuneration of top five (5) senior management is aligned with their experience, contributions and commitment to fulfilling their responsibilities. This alignment also considers the Company's overall performance and aims to maintain competitive remuneration packages that attract, retain and motivate key talent.

Principle B : Effective Audit and Risk Management

PART I : Audit and Risk Management Committee

4.1 Effective and Independent ARMC Oversight

ARMC Governance

The ARMC is chaired by Ms Tan Poh Chan, an Independent Non-Executive Director of the Company, who is not the Chairman of the Board. As of 31 December 2025, the ARMC consists solely of Independent Non-Executive Directors, in line with Step Up Practice 9.4 of the MCCG, and none of its members are alternate Directors in compliance with Rule 15.09(2) of the AMLR. Details of the ARMC membership are provided in Section 2.1 of this CG Statement.

The ARMC provides independent oversight of the Group's financial reporting process, as well as risk management and internal control systems. To reinforce its independence, the ARMC observes a cooling-off period of at least three (3) years for any former partner of the Group's external audit firm and/or its affiliate firm before such individual may be considered for appointment as a member of the ARMC. As of 31 December 2025, none of the ARMC members are former partners of the Group's external audit firm and/or its affiliate firm.

All ARMC members are financially literate and possess diverse industry expertise, supported by the requisite financial knowledge and accounting expertise, including two (2) qualified accountants who are members of the MIA. Further, the members have sufficient understanding of the Group's business. The ARMC members also actively participate in relevant professional development programmes to remain updated on evolving accounting and auditing standards.

Principle B : Effective Audit and Risk Management (Cont'd)

4.1 Effective and Independent ARMC Oversight (Cont'd)

ARMC Governance (Cont'd)

The ARMC is constituted with an appropriate composition and remains committed to fulfilling its responsibilities effectively. The ARMC will continue to provide valuable recommendations to the Board, supported by the ARMC Chairman's effective leadership in ensuring robust oversight and reporting.

External Auditors

The ARMC relies on the external auditors to support its oversight function, ensuring that the Company's financial statements remain a reliable source of information. Accordingly, the quality and independence of the external auditors are of paramount importance.

Guided by its Terms of Reference ("TOR") and External Auditor Policy, the ARMC will periodically assess the performance, suitability, objectivity and independence of the external auditors, taking into consideration factors such as independence, adequacy, suitability, competency, experience and overall quality, capacity and resources of the external auditors as well as the reasonableness of audit fees in relation to the quality of services provided. The ARMC may also schedule private sessions with the external auditors without the presence of Management, to facilitate open and independent discussions on audit-related matters.

The ARMC had obtained assurance from the external auditors, confirming that they are and have been, independent throughout the conduct of the audit engagement with the Company in accordance with the terms of relevant professional and regulatory requirements.

Based on the annual assessment undertaken by the ARMC on 15 April 2026, the ARMC was satisfied with the quality, performance, suitability, objectivity and independence of the external auditors and recommended their re-appointment to the Board, upon which shareholders' approval will be sought at the First AGM.

PART II : Risk Management and Internal Control Framework

5.1 Effective Risk Governance and Internal Control Framework

The Board is committed to maintaining a strong risk management and internal control framework to safeguard shareholders' interests and ensure business resilience. An Enterprise Risk Management ("ERM") framework has been implemented to systematically identify, assess, mitigate, monitor and report risks in alignment with the Group's strategic objectives. Recognising that risks cannot be wholly eliminated, the framework is designed to mitigate and manage them effectively to support informed decision-making.

The ARMC oversees the adequacy and effectiveness of the Group's risk management and internal control system, including reviewing key risks, monitoring mitigation strategies and recommending improvements to the Board. Key Senior Management and the risk management working group play a key role in risk reporting and compliance with the ERM framework, while employees serve as the first line of defence by identifying and reporting risks.

The Board's responsibilities include ensuring transparency in the Group's governance by disclosing key features of its risk management and internal control framework, including periodic risk assessments and internal control reviews. To support this, the ARMC oversees risk reports, audit findings and corrective actions to strengthen the Group's overall governance and risk management effectiveness.

Further details on the Group's risk management and internal control framework and practices are provided in the Statement on Risk Management and Internal Control on pages 68 to 71 of this Annual Report.

Principle B : Effective Audit and Risk Management (Cont'd)

PART II : Risk Management and Internal Control Framework (Cont'd)

5.2 Internal Audit Function

The ARMC is committed to maintaining an independent and effective internal audit function to strengthen the Group's risk management and internal control processes. During the FYE 2025, the Company engaged an outsourced Internal Control and Risk Management Consultant to review the adequacy and sufficiency of the Group's internal controls and risk management practices, covering key financial and operational processes, internal control systems, risk management and corporate governance practices.

The Group intends to outsource its internal audit function to an independent professional firm reporting directly to the ARMC, providing reasonable assurance on the adequacy and effectiveness of the Group's internal control and risk management systems, as well as recommendations for continuous improvement. The ARMC will also monitor the implementation of prior audit recommendations to ensure that Management takes appropriate corrective actions.

Principle C : Integrity in Corporate Reporting and Meaningful Engagement with Stakeholders

PART I : Engagement with Stakeholders

6.1 Continuous Communication with Stakeholders

The Board is committed to maintaining effective, transparent and regular communication with its stakeholders. Beyond providing timely and accurate information, the Board actively seeks and values stakeholders' feedback, views and concerns as part of its continuous improvement efforts.

Engagement with stakeholders is conducted through various initiatives to better understand their key areas of concern. These efforts are outlined in the Sustainability Statement on pages 21 to 36 of this Annual Report, which highlight stakeholder expectations and the Company's approach to addressing them.

To facilitate meaningful engagement, the Company has established structured communication channels to ensure that stakeholders' queries, feedback and complaints are appropriately addressed. The Board reviews and considers such feedback in a timely manner and takes necessary actions, where appropriate, to enhance decision-making and governance practices. The Company also adheres to corporate disclosure requirements, guided by the AMLR and the Corporate Disclosure Policy, keeping stakeholders informed of material developments.

Guided by the Company's Corporate Disclosure Policy and committed to ensuring prompt, accurate and fair disclosure of the Group's business operations and developments, the Company engages through the following channels:

Principle C : Integrity in Corporate Reporting and Meaningful Engagement with Stakeholders (Cont'd)

PART I : Engagement with Stakeholders (Cont'd)

6.1 Continuous Communication with Stakeholders (Cont'd)

- Website;
- Company's announcements made to Bursa Securities;
- Annual Report;
- General Meetings;
- Press conferences/media releases; and
- Engagement sessions with stakeholders.

The Corporate Disclosure Policy is subject to periodic review and is available on the Company's website at www.teamstarberhad.com.

PART II : Conduct of General Meetings

7.1 General Meetings and Shareholder Engagement

The Board is committed to fostering effective shareholder engagement through well-structured general meetings, in line with the MCCG's best practices. Following the Company's listing on the ACE Market of Bursa Securities, the Company's inaugural AGM will be convened on Wednesday, 10 June 2026. The notice of the First AGM along with the Administrative Details will be sent to the shareholders at least 28 days ahead of the meeting date to enable shareholders to have sufficient time consider the resolutions that will be discussed and decided at the First AGM. Furthermore, each item of special business included in the notice of meeting will be accompanied by a detailed explanation on the details and effects of the resolutions proposed along with any background information and reports or recommendations that are relevant.

The Company allows a member to appoint a proxy who may be a member of the Company. If the proxy is not a member of the Company, he/she need not be an advocate, an approved company auditor or a person approved by the Companies Commission of Malaysia. The Company has also removed the limit on the number of proxies to be appointed by an exempt authorised nominee with shares in the Company for Omnibus account to allow greater participation of beneficial owners of shares at general meetings of the Company. The Constitution of the Company further accord proxies the same rights as members to attend, participate, speak and vote at the general meeting. Essentially, a corporate representative, proxy or attorney is entitled to attend, speak and vote as if they were a member of the Company.

The Company will leverage on technology to facilitate electronic voting for the conduct of poll on the resolutions at the upcoming First AGM.

All Directors, including the Chairman of the ARMC and NRC, will attend the First AGM to facilitate engagement and respond to shareholders' queries, ensuring meaningful interaction with shareholders. The external auditors and senior management team will also be present to address shareholders' enquiries as needed.

The minutes and the key matters discussed at the First AGM will be reviewed and confirmed by the Board, and published on the Company's website at www.teamstarberhad.com within 30 business days.

FUTURE PRIORITIES IN KEY AREAS OF CORPORATE GOVERNANCE PRACTICES

Looking ahead to the financial year ending 31 December 2026, the Board aims to integrate sustainability and environmental, social and governance initiatives, with a strong emphasis on corporate social responsibility, to enhance long-term value and build stakeholder trust. Simultaneously, the Board will prioritise continuous training and development to ensure the leadership is well-prepared to address evolving governance challenges and strategic priorities. These initiatives will drive sustainable growth and reinforce the Group's commitment to responsible business practices.

This CG Statement is issued in accordance with a resolution of the Board dated 15 April 2026.

The Board is pleased to present the ARMC Report for the FYE 2025 in compliance with Rule 15.15 of the AMLR.

The ARMC was established to assist the Board in fulfilling its fiduciary duties in accordance with its TOR particularly in overseeing the Group's financial reporting, external audit, internal audit, risk management and internal control systems as well as related party transactions and COI.

COMPOSITION OF THE ARMC

The ARMC comprises the following members, all of whom are Independent Non-Executive Directors of the Company:

Name	Designation	Directorship
Tan Poh Chan	Chairman	Independent Non-Executive Director
Wong Ley Chan	Member	Independent Non-Executive Director
Wong Wen Miin	Member	Independent Non-Executive Director

The ARMC consists of qualified individuals with the required skills and expertise to discharge the Committee's functions and duties. The members of the ARMC are financially literate and have contributed to meaningful discussions in overseeing the integrity of the financial reporting processes and financial statements. Further, the members have sufficient understanding of the Group's business.

The ARMC comprises qualified accountants, namely the ARMC Chairman, Ms. Tan Poh Chan, who is a Chartered Accountant of the MIA, and the ARMC member, Ms. Wong Ley Chan, who is a member of the Malaysian Institute of Certified Public Accountants and the MIA. Ms. Tan Poh Chan is not the Chairman of the Board, thereby preserving the independence of the ARMC.

Furthermore, none of the ARMC members are alternate Directors of the Company or former partners of the Group's external audit firm, thereby further safeguarding the objectivity and independence of the ARMC.

Accordingly, the composition of the ARMC complies with Rules 15.09 and 15.10 of the AMLR and Practices 9.1 and Step Up Practice 9.4 of the MCCG.

The authorities, functions and responsibilities of the ARMC are set out in its Terms of Reference, which is available on the Company's website at www.teamstarberhad.com.

MEETINGS AND ATTENDANCE

The ARMC was established by the Board on 19 May 2025 in preparation for the Company's listing on the ACE Market of Bursa Securities. During the FYE 2025, the ARMC did not convene a formal meeting as the Company was in the pre-listing stage and there were no matters requiring formal deliberation by the ARMC within the financial year. Notwithstanding the above, Written Resolution of the ARMC was passed for the recommendation and adoption of the Terms of Reference of the ARMC.

The ARMC held its inaugural meeting on 20 February 2026, prior to the Company's listing on 25 February 2026, with all members in attendance.

The ARMC meetings are conducted in a structured manner, with detailed agendas and relevant materials distributed in advance to enable ARMC members to review matters prior to each meeting.

The ARMC may invite the External Auditors and/or Internal Auditors to attend meetings as necessary. Additionally, other Board members and management of the Group may also be invited to provide relevant insights and assistance on specific matters under the consideration of the ARMC.

MEETINGS AND ATTENDANCE (Cont'd)

The Chairman of the ARMC reports the significant matters discussed at every ARMC meeting and the ARMC's recommendations, to the Board for consideration after each ARMC meeting.

The Company Secretaries support the ARMC's effective functioning by recording the minutes of each meeting. Draft minutes will be circulated to members for review before confirmation at the subsequent ARMC meeting and will thereafter be presented to the Board for notation.

SUMMARY OF THE WORK OF THE ARMC

The summary of key activities undertaken by the ARMC in discharging its functions and duties is as follows:

Financial Reporting

- (a) Prior to the IPO, the ARMC reviewed the Accountants' Report and the Reporting Accountants' Report on the Compilation of the Pro Forma Combined Statements of Financial Position as at 30 September 2025 for inclusion in the Company's Prospectus in conjunction with the Company's IPO on 25 February 2026.
- (b) Reviewed the Group's quarterly unaudited financial results and year-end financial statements before recommending for the Board's approval for releasing to Bursa Securities, focusing particularly on:-
 - (i) changes in or implementation of major accounting policy changes;
 - (ii) significant matters highlighted including financial reporting issues, significant judgements made by management, significant and unusual events or transactions, and how these matters are addressed;
 - (iii) significant adjustment arising from the audit;
 - (iv) major judgemental areas;
 - (v) the going concern assumption; and
 - (vi) compliance with accounting standards, regulatory and other legal requirements.

External Audit

- (c) Reviewed and recommended the adoption of External Auditor Policy on, amongst others, the procedures for the selection, nomination, appointment and re-appointment of External Auditors, assessment of the External Auditors, and policies and procedures for the provision of non-audit services by the External Auditor.
- (d) Reviewed the audit plan, scope of work, engagement team, audit timeline, areas of audit emphasis, key audit matters, accounting standards updates that affected financial reporting as outlined in the Audit Plan 2025.
- (e) Reviewed the Audit Committee Memorandum 2025, which outlined the audit scope and approach, key areas of focus, applicable accounting standards, target audit timeline and proposed audit fees for the statutory audit of the Group's financial statements for the FYE 2025 and engaged with the External Auditors to discuss the matters pertaining thereof, including recommendations and management actions.
- (f) Reviewed and discussed with the External Auditors the results of their audit, their comments on the significant audit findings and management letter.

SUMMARY OF THE WORK OF THE ARMC (Cont'd)

Related Party Transactions and COI

- (g) Reviewed and recommended the adoption of COI Policy
- (h) Reviewed the RPT and/or recurrent RPT ("RRPT") within the Group to ensure that they are conducted at arm's length and on normal commercial terms, and are not detrimental to the interest of the minority shareholders of the Company.
- (i) Reviewed and considered any COI and/or potential COI declarations situations that may arise within the Company and the Group, as declared by the Directors and Key Senior Management, including any transactions, procedures or courses of conduct that may raise questions of Management's integrity or impartiality.

Corporate Governance and Regulatory Compliance

- (j) Reviewed and recommended the adoption of Anti-Bribery and Anti-Corruption Policy & Procedures and Whistleblowing Policy.

INTERNAL AUDIT FUNCTION

In preparation for the listing of the Company, the Company engaged Resolved IR Sdn. Bhd. as the outsourced Internal Control and Risk Management Consultant to review the adequacy and sufficiency of the Group's internal controls and risk management practices. The review during the FYE 2025 covered key financial and operational processes, internal control systems, risk management and corporate governance practices.

The Board recognises the importance of an effective internal audit function in strengthening the Group's internal controls and risk management framework. Accordingly, the Group intends to outsource its internal audit function to an independent professional firm reporting directly to the ARMC, to provide the ARMC and the Board with reasonable assurance on the adequacy and effectiveness of the Group's internal control and risk management systems, as well as recommendations for continuous improvement.

The ARMC will review the proposed appointment of the outsourced internal auditors and consider the proposed internal audit plan. Upon appointment, the internal audit function will conduct reviews in accordance with the approved audit plan and report significant findings, recommendations and management's corrective actions to the ARMC. The ARMC will continue to oversee the implementation of the internal audit plan and monitor the status of corrective actions undertaken by management.

Pending the formal appointment of the outsourced internal auditors, no internal audit activities were carried out and no internal audit fee was incurred during the FYE 2025.

SUMMARY OF COI OR POTENTIAL COI SITUATION

The ARMC has reviewed the COI and/or potential COI declarations and concluded that no COI or potential COI situations arose during the FYE 2025.

This ARMC Report was approved by the Board on 15 April 2026.

The NRC was established by the Board on 19 May 2025 in preparation for the listing of the Company on the ACE Market of Bursa Securities.

The NRC comprises solely of Independent Non-Executive Directors, in compliance with Rule 15.08A of the AMLR of Bursa Securities as follows:

Name	Designation	Directorship
Wong Wen Miin	Chairman	Independent Non-Executive Director
Wong Ley Chan	Member	Independent Non-Executive Director
Tan Poh Chan	Member	Independent Non-Executive Director

The NRC is chaired by an Independent Non-Executive Director, in compliance with Practice 5.7 of the MCCG.

The NRC assists the Board in discharging its responsibilities relating to board composition, appointment of Directors, succession planning, annual performance assessment of the Board, Board Committees, individual Directors and key senior management as well as remuneration policies for Directors and Key Senior Management, with the objective of ensuring that the Company maintains a high-performing Board and senior management team. The Committee also ensures that the remuneration framework supports the Company's key strategies and create a strong performance-oriented environment.

The NRC, through its Chairman, shall report a summary of significant matters to the Board at the next Board meeting after each Committee meeting. When presenting any recommendations to the Board for approval, the Committee will provide such background and supporting information as may be necessary for the Board to make an informed decision.

The Committee operates within clearly defined authority as set out in its TOR, which include, among others, having full and unrestricted access to all information within the Group, the ability to obtain independent professional advice at the expense of the Company, and the authority to invite external advisers or persons with relevant expertise to attend its meetings, where necessary. In ensuring good governance, the Committee observes the principle that no Director or member of senior management is involved in decisions relating to their own remuneration.

In respect of its nomination function, the NRC is responsible for reviewing the size, structure, and composition of the Board and Board Committees to ensure an appropriate balance of skills, experience, independence, and diversity, including gender diversity, to support effective decision-making. The Committee identifies, evaluates, and recommends suitable candidates for appointment to the Board and Board Committees, based on objective criteria, including fit and proper assessments, character, experience, integrity, competence and time commitment. The NRC also assesses the independence of Independent Non-Executive Directors on an annual basis. Where there is an Independent Non- Executive Director whose term will exceed/has exceeded the nine-year tenure, the Committee shall justify the recommendation to retain the Independent Non-Executive Director after the ninth year to the Board for consideration before seeking annual shareholders' approval through a two-tier voting process.

The NRC further oversees the process for the re-election and re-appointment of Directors in accordance with the Company's Constitution and applicable laws and regulations, ensuring such decisions are based on satisfactory performance and contribution to the Board and subject to the conduct of the fit and proper assessment. In addition, the Committee undertakes annual assessments on the effectiveness of the Board, Board Committees, and individual Directors, including the performance of Key Senior Management in managing the Company's material sustainability risks and opportunities.

The Committee also facilitates induction programmes for newly appointed Directors and identifies suitable training and development programmes to ensure Directors remain abreast of industry developments, regulatory changes, and evolving governance practices. Succession planning for the Board and Key Senior Management is also overseen by the NRC to ensure continuity in leadership and the development of a diverse talent pipeline.

In carrying out its remuneration function, the NRC is responsible for reviewing and recommending to the Board the remuneration policy and guidelines for Directors and Key Senior Management. The Committee ensures that remuneration packages are competitive, market-aligned, and structured to link rewards with individual and corporate performance, taking into consideration factors such as skills, experience, responsibilities, and the overall performance of the Group, including the management of material sustainability risks and opportunities. The NRC also reviews salary adjustments, bonuses, and other benefits, and ensures that Directors' fees and benefits are subject to shareholders' approval at general meetings, in accordance with the AMLR and the Companies Act 2016. The Committee further ensures that the remuneration of Independent Non-Executive Directors should not conflict with their obligation in bringing objectivity and independent judgement on matters discussed.

During the financial year under review, the NRC did not convene any meetings prior to the Company's listing on the ACE Market of Bursa Securities on 25 February 2026.

Nevertheless, the Board has put in place the necessary governance structures and processes to enable the NRC to effectively discharge its duties. Relevant matters relating to nomination and remuneration were duly deliberated at the Board level.

The first inaugural meeting was held on 20 February 2026 and the following activities were undertaken by the NRC in the discharge of its duties:

- (i) Reviewed and recommended the adoption of Directors' Fit and Proper Policy and the relevant assessment form.
- (ii) Reviewed and recommended the adoption of Gender Diversity Policy and Remuneration Policy;
- (iii) Reviewed and recommended the adoption of annual assessment forms for the Board, Board Committees and individual Directors;
- (iv) Deliberated the re-election of Directors who are retiring at the forthcoming Annual General Meeting ("AGM") and the conduct of fit and proper assessment pertaining thereof;
- (v) Deliberated the proposed remuneration of the Executive Directors and Key Senior Management;
- (vi) Deliberated the proposed Directors' fees and meeting attendance allowance payable to the Independent Non- Executive Directors.

The Committee is expected to meet regularly in the forthcoming financial year to carry out its responsibilities in accordance with its TOR and in line with the practices of the MCCG.

The TOR of the Committee is subject to periodic review to ensure that it remains relevant and consistent with any development in the rules and regulations that may have an impact on the discharge of the Committee's responsibilities. The TOR was adopted by the Board on 25 June 2025 and is made available on the Company's corporate website at teamstarberhad.com.

INTRODUCTION

The Board is pleased to present the Statement on Risk Management and Internal Control, which outlines the framework and key features governing the Group's risk management and internal control systems during the FYE 2025. This statement is prepared in accordance with Rule 15.26(b) of the AMLR and aligns with Part II of Principle B of the MCGG. The disclosure is guided by the Statement on Risk Management and Internal Control (SORMIC) Guidelines for Directors of Listed Companies.

BOARD RESPONSIBILITIES

The Board acknowledges its overall responsibility for maintaining a sound system of risk management and internal control to safeguard shareholders' investments, the Group's assets and stakeholders' interests. This includes an ongoing process of identifying, evaluating, managing significant risks that may affect the achievement of the Group's strategic and operational objectives.

The Board, through the ARMC, oversees the adequacy and effectiveness of the Group's risk management and internal control framework. Management is responsible for implementing the risk management processes and internal control systems, and for reporting significant risk matters to the ARMC and the Board. In fulfilling these responsibilities, management is committed to providing the Board with timely and adequate information on the Group's performance and risk exposures to facilitate effective oversight.

The Board also establishes the Group's risk appetite, which provides clear guidance to management in addressing risks while pursuing the Group's business objectives. It recognises that risk management and internal control systems are designed to mitigate risks rather than eliminate them and, due to inherent limitations, such systems can only provide reasonable, but not absolute, assurance against material misstatements, losses or fraud. The Board remains committed to continually enhancing the robustness and effectiveness of the Group's risk management and internal control framework, ensuring it evolves in line with emerging risks, regulatory expectations and best practices.

RISK MANAGEMENT FRAMEWORK

The Group has implemented an Enterprise Risk Management ERM framework to provide a structured approach for identifying, assessing and monitoring risks across key business functions. The Group's risk management system is developed and guided by the Committee of Sponsoring Organisation (COSO) ERM framework and ISO 31000:2018 Risk Management Guidelines, which provides a recognised framework and process for managing risks. The framework also outlines the reporting structure and principal responsibilities for ERM. The ERM framework is illustrated below:

RISK MANAGEMENT FRAMEWORK (Cont'd)



Source: ISO31000:2018 Risk Management Process

The ERM framework establishes a structured reporting hierarchy to ensure effective oversight, accountability and clear communication of risk related matters. The Board retains ultimate oversight of the Group's risk management and internal control system and sets the overall risk appetite and governance expectations to guide risk management practices. The ARMC assists the Board in overseeing the effectiveness of the Group's risk management and internal control systems. It also reviews significant risk matters, mitigation strategies and key internal control issues reported by management and provides recommendations to the Board where necessary.

The Group's risk management responsibilities are currently undertaken by Key Senior Management, with the involvement of HODs, who are responsible for identifying, evaluating and managing risks within their respective areas of operations. Together with Key Senior Management, the HODs also monitor emerging risks arising from economic, technological, regulatory and sustainability developments. At the operational level, staff members serve as the first line of defence by identifying and managing risks within their respective areas and reporting them through the established reporting channels.

1. Establishing Context

This process defines the scope and criteria for risk management and considers the Group's business environment, objectives and operational processes to ensure risks are assessed within the appropriate context.

2. Monitoring and Review

Risk monitoring and review are conducted on an ongoing basis to ensure that identified risks, mitigation measures and control activities remain relevant and effective in managing the Group's risk exposures.

3. Recording and Reporting

A structured reporting process is in place to ensure that risk information is properly documented and communicated to management, the ARMC and the Board to facilitate effective oversight and decision making.

4. Communication and Consultation

Continuous communication and consultation are undertaken with relevant stakeholders across the Group to promote risk awareness, facilitate information sharing and support informed decision making throughout the risk management process.

5. Risk Assessment

Risk assessment involves the identification, analysis and evaluation of risks that may affect the achievement of the Group's objectives, taking into consideration the likelihood and potential impact of the identified risks as well as the effectiveness of existing controls.

6. Risk Treatment

Risk treatment involves determining and implementing appropriate mitigation strategies to manage risks within the Group's risk appetite and acceptable levels.

INTERNAL CONTROL SYSTEM

The Board recognises the importance of robust internal controls in supporting the Group's risk management framework. The internal control system is periodically reviewed and enhanced to ensure its continued relevance and effectiveness in addressing evolving circumstances.

In line with this, the Group has implemented the following key internal control measures to support effective governance, operational efficiency and regulatory compliance:

(1) Organisational Structure

A clearly defined organisational structure is in place, outlining accountability, reporting lines and approving authorities. By promoting appropriate segregation and delegation of responsibilities, the structure helps prevent fraud, misappropriation, and unauthorised access, while supporting effective governance and operational efficiency across the organisation.

(2) Board Charter and TOR for Board Committees

The Company has formalised the Board Charter and TOR for its Board Committees, defining the scope of duties and authorities. These documents enhance governance practices, accountability and oversight at the Board level.

(3) Corporate Policies

To uphold integrity and ethical conduct, the Group has adopted key corporate policies, including the Code, Anti-Bribery and ABAC Policy. These policies serve as a guiding framework for Directors, employees, and stakeholders in fostering ethical business practices and ensuring compliance with regulatory standards. In addition, the Directors' Fit and Proper Policy provides objective criteria for the appointment and re-election of Directors, assessing their character, integrity, competence, experience and ability to commit sufficient time to Board responsibilities.

The Group's corporate policies also encompass Human Resources policies and procedures, which govern recruitment, placement, performance management and employee exit processes, ensuring compliance and effective management of human capital.

(4) Standard Operating Procedures ("SOPs") for Operational Consistency

The Group has developed and implemented comprehensive SOPs across various operational areas to ensure consistency and uniformity in internal processes, supporting the achievement of the Group's strategic business objectives.

(5) Employee Training

The Group provides regular training to strengthen employees' skills in workplace safety, environmental management, operational excellence and compliance. These programmes reinforce regulatory adherence, safe work practices and the effectiveness of the internal control framework.

(6) Enhanced Financial Reporting Procedures

The Group has reinforced financial reporting processes by implementing structured review mechanisms. This includes the assessment of unaudited quarterly financial results, annual audited financial statements, RPT, RRPT and COI scenarios (if any) by the ARMC prior submission to the Board for approval.

(7) Information Technology Controls

Access to financial and operational data is restricted to authorised personnel, with secured servers, password protection and regular system updates safeguarding against data loss, theft or cyber threats.

INTERNAL AUDIT FUNCTION

The internal audit function plays a vital role in evaluating and enhancing the effectiveness of the Group's risk management, internal control and governance processes. It provides independent and objective assurance to the Board, through the ARMC, on the adequacy and efficiency of these systems while identifying areas for improvement.

As the Company was newly listed on 25 February 2026, no internal audit activities were carried out during the FYE 2025. Nevertheless, in preparation for the listing, the Company engaged Resolved IR Sdn. Bhd. as the outsourced Internal Control and Risk Management Consultant to review the adequacy and sufficiency of the Group's systems, procedures and controls during the financial year. To further support the ARMC and the Board in the discharge of their oversight responsibilities, the internal audit function will be outsourced to an independent professional firm to conduct reviews of key business processes and risk areas in accordance with an approved internal audit plan. The internal auditors will assess the adequacy and effectiveness of the Group's internal control system and provide recommendations for improvements.

The internal auditors will report directly to the ARMC, where audit findings and recommendations will be presented for the ARMC's review and deliberation. Management will be responsible for implementing appropriate corrective actions, and follow-up reviews will be conducted by the internal auditors to monitor the implementation of agreed action plans.

The ARMC will also conduct periodic assessments of the internal audit function to ensure its effectiveness, independence and adequacy of resources.

REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

Pursuant to Rule 15.23 of the AMLR, the Company's external auditors have reviewed this statement for inclusion in this Annual Report, and have reported to the Board that nothing has come to their attention that causes them to believe that this statement is not prepared, in all material aspects, in accordance with the disclosures required by the Statement on Risk Management and Internal Control (SORMIC) Guidelines for Directors of Listed Companies, nor is the statement factually inaccurate.

The external auditors' review was conducted in accordance with the Audit and Assurance Practice Guide 3 ("AAPG 3"), a guidance issued by the MIA for auditors on engagements to report on this statement to be included in the Annual Report. Under the AAPG 3, the external auditors are not required to consider whether this statement covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control systems, including the assessment and opinion by the Board and management thereon.

CONCLUSION

The Group CEO, COO and CFO have provided assurance that for the FYE 2025, the Group's risk management and internal control systems have been functioning effectively and are adequate in all material aspects in accordance with the Group's established framework. There were also no material losses incurred during the financial year under review up to the date of this Annual Report as a result of weaknesses in internal control that would require separate disclosure in the Annual Report.

Based on the assurance received from management, the Board is of the view that the Group's risk management and internal control system for the financial year under review is adequate and effective in safeguarding shareholders' investments, protecting stakeholders' interests and preserving the Group's assets, while supporting the achievement of the Group's business objectives within the established risk appetite.

Recognising the need for continuous improvement in response to an evolving business environment, the Board remains committed to strengthening the Group's risk management and internal control framework to ensure its continued effectiveness in addressing evolving business and operational risks.

This statement is made in accordance with a resolution of the Board dated 15 April 2026.

In accordance with the CA 2016, the Directors are responsible for preparing the financial statements of the Group and of the Company for each financial year in compliance with the applicable MFRS, International Financial Reporting Standards ("IFRS"), and CA 2016.

The Directors are also responsible for ensuring that the financial statements present a true and fair view of the financial position of the Group and of the Company as the end of the financial year, as well as the financial performance and cash flows of the Group and of the Company for the financial year then ended.

In the preparation of the financial statements the Directors have: -

- (i) adopted appropriate accounting policies and applied them consistently;
- (ii) ensured compliance with all applicable accounting standards, including MFRS, IFRS and CA 2016, with any material departures disclosed and clearly explained in the financial statements;
- (iii) made judgements and estimates that are reasonable and prudent; and
- (iv) prepared the financial statements on a going concern basis.

The Directors are responsible to ensure that proper accounting and other records which disclose the financial position of the Group and of the Company are kept at all times, enabling them to ensure that the financial statements with reasonable accuracy in comply with the CA 2016.

The Directors are also responsible for taking such steps as are reasonably open to them to safeguard the assets of the Group and of the Company, and to detect and prevent fraud, and other irregularities.

This statement was approved by the Board on 15 April 2026.