

# CORPORATE DISCLOSURE POLICY

## 1. INTRODUCTION

As a public listed company, SBS NEXUS BERHAD (“SBS Group” or the “Company”) is committed to provide accurate, timely, consistent and fair disclosure of corporate information to enable informed and orderly market decision by investors. This information is directed to a diverse audience of shareholders, stakeholders and the public generally.

In formulating this policy, the Company has considered the recommendations contained in the Malaysian Code on Corporate Governance and its disclosure obligations contained in the ACE Market Listing Requirements (“ACE LR”) of Bursa Malaysia Securities Berhad (“Bursa Malaysia Securities”).

## 2. RATIONALE AND OBJECTIVE

The rationale and objective of this Policy are as follows:

- a) To raise awareness and provide guidance to the Board of Directors (“**the Board**”), Management, principal officers and employees on the Company’s disclosure requirements and practices;
- b) To provide guidance and policies in disseminating corporate information to, and in dealing with shareholders, stakeholders, analyst, media, regulators and the investing public;
- c) To reinforce the Company’s commitment in compliance with legal and regulatory requirements on disclosure; and
- d) To build good investor relations with the investing public that inspires trust and confidence.

## 3. APPLICABILITY AND COMPLIANCE

The Policy applies to all Directors, Management, principal officers and employees of the Group and those authorised to speak on their behalf. This Policy covers, but is not limited to the following:

- a) Disclosure documents filed with the Malaysian regulators and written statements made in the Company’s annual and quarterly reports;
- b) Annual General Meeting;
- c) Financial and non-financial disclosure;
- d) Press releases;
- e) Letters to shareholders;
- f) Presentations by Senior Management;
- g) Information contained on the Company’s website, social media and other electronic communications;
- h) Oral statements made in Group meetings, individual meetings and telephone conversations, interviews with media, conversations with members of the investment community (which includes analysts, investors, investment dealers, broker, investment advisers and investment managers) or with employees;
- i) Press Conferences;
- j) Conference Call; and
- k) Any other dealings with the general public.

This Policy does not apply to communication made in the ordinary course of business of the Group not involving material information.

#### **4. STRUCTURE FOR CORPORATE DISCLOSURE**

##### **Authorised Spokespersons**

The Company designated a limited number of spokesperson responsible for communication with investment community, regulator, and media.

##### **Primary Spokespersons:**

- I. Board Chairman
- II. Executive Director
- III. Chief Executive Officer

The Chairman/ED/CEO is our main spokesperson, communicating about our company's vision, strategies, developments, future plans, and financial matters. They also serve as a primary spokesperson, sharing insights into our corporate direction, strategies, and operational updates.

##### **Secondary spokesperson:**

- I. Chief Operating Officer
- II. Chief Financial Officer

The COO or CFO acts as a backup spokesperson, authorized to communicate on specific matters, especially related to operations or finances.

#### **5. CORE AREAS**

The six (6) specific core areas concerning disclosure are as follows:

- a) Immediate disclosure of material information;
- b) Thorough public dissemination;
- c) Clarification, confirmation or denial of rumours or reports;
- d) Response to unusual market activity;
- e) Unwarranted promotional disclosure activity; and
- f) Insider Trading.

##### **5A. Immediate disclosure of material information**

Material information is any information which is expected to have a material effect on the following:

- a) The price, value or market activity of any of the securities of the Company; or
- b) The decision of a holder of securities or an investor in determining his choice of action.

The following guidelines will be followed by the Company to fulfil its obligation to make immediate announcement of material information:

- a) For the prescribed events as set out in Rule 9.04 and 9.19 of the ACE LR of Bursa Malaysia Securities, the Company will immediately announce the event upon its occurrence;
- b) Materiality can be rather subjective and the Company will take the approach of assessing the likely effect of the information on the price scope of activities and financial position or performance of the Company's securities, in addition to whether the circumstances or event are measurable to trigger the materiality thresholds in the percentage ratio calculation method set out in the ACE LR of Bursa Malaysia Securities.

### **Procedures for Disclosure**

- a) All announcements to Bursa Malaysia Securities will be prepared and/or reviewed by the Company Secretary, or the appointed merchant bank in accordance with the applicable securities law and ACE LR and all announcements shall then be approved by Chief Executive Officer.
- b) The Chief Financial Officer will review and validate all financial data contained in the announcement to ensure that disclosures are consistent with the prevailing accounting standards and guidelines.
- c) The Company Secretary or the appointed merchant bank shall release the announcement to Bursa Malaysia Securities once the announcement is approved by the Chief Executive Officer.

### **5B. Thorough Public Dissemination**

#### **Equal Access to Material Information**

- a) The Company shall release material information to the public in a manner designed to obtain its fullest possible public dissemination.
- b) No disclosure of material information is made on an individual or selective basis to journalists, analysts, fund managers or other persons unless such information has previously been fully disclosed and disseminated to the public.
- c) Any public disclosure of material information must be made by an announcement first to Bursa Malaysia Securities or simultaneously to the press and the newswire services.

### **5C. Clarification, Confirmation or Denial of Rumours or Reports**

- a) The Company does not comment on rumours or reports unless there is significant reaction in the market for the Company's listed securities. The Company's authorised spokespersons will respond consistently to all verbal rumours by responding "**It is our Policy not to comment on market rumours or speculation**".
- b) However, should rumours be published in the printed form and relate to specific material information, the Authorised Spokespersons shall consider the matter and undertake due enquiry before deciding on the form of statement to be made regarding the rumour.
- c) All announcements made must contain sufficient facts to support the clarification, confirmation or denial of the rumour or report.

### **5D. Response to Unusual Market Activity ("UMA")**

- a) Where unusual trading activity, price movement, or both occurs on the securities of the Company, the Company will immediately undertake a due enquiry to seek the cause of the UMA.
- b) If the Company determines that the UMA results from material information that has already been publicly disclosed pursuant to the ACE LR, no further announcement is required. However, if the UMA indicates that such material information may have been misinterpreted, the Company will issue a clarifying announcement to Bursa Malaysia Securities. Appropriate measures will be taken to inform the Board, if deemed necessary, on such further clarifications.
- c) If the UMA results from a "leak" of previously undisclosed information, the information in question will be publicly disclosed with the ACE LR.
- d) If the Company is unable to determine the cause of the UMA, the Company will announce that there have been no undisclosed developments which would account for UMA.

### **5E. Unwarranted Promotional Disclosure Activity**

The Company will refrain from any form of promotional disclosure activity which may mislead investors or cause unwarranted price movement and trading activity in the Company's securities. Such activity includes news releases, public announcements, predictions, reports or advertisements, which are unjustifiable, exaggerated, flamboyant, overstated or over-zealous.

#### **5F. Insider Trading**

The Company's employees are prohibited from trading in Company's shares at any time they are in possession of any undisclosed material information.

### **6. INVESTOR RELATIONS GUIDELINES**

The Company shall follow the guidelines given hereunder for all communication to investment community including media interviews:

#### a) Only Public information to be provided

The Company shall provide only public information to the analysts, research persons, institutional investors, and media. Alternatively, the information given shall be made public at the earliest.

#### b) Discussion with media, analyst, institutional investors

In order to provide true and fair view of the Company, it is advisable that at least two members from the spokesperson categories be present at meetings with media, analysts, institutional investors and research persons and discussions should preferably be recorded in writing.

#### c) Handling of unanticipated questions

The Company shall be careful when dealing with analysts' questions that raise issue outside the intended scope of discussions. Unanticipated questions shall be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.

### **7. PERIODIC REVIEW AND DISCLOSURE**

a) The Corporate Disclosure Policy is to be regularly reviewed by the Board to ensure compliance to the ACE LR and other regulatory requirements, as and when required and communicate the new changes to all relevant parties.

b) The Company shall disclose this policy in its Corporate Website.

This policy has been adopted by the Board of Directors on 27 September 2024.