

GREENTRONICS TECHNOLOGY BERHAD

(Formerly Known As Mpire Global Berhad)

Registration No. 199501010609 (339810-A)

Directors' Fit and Proper Policy

1. Introduction

- 1.1 In championing for qualified appointments at the leadership level, the Board of Directors ("the Board") of Greentronics Technology Berhad (formerly known as Mpire Global Berhad ("the Company")) shall formalise and internalise clear parameters on the selection process of Directors. The Board shall demonstrate a clear commitment to developing a corporate culture that thrives on objectivity, transparency, meritocracy and diversity.

2. Purpose

- 2.1 The Directors' Fit and Proper Policy ("Policy") is formulated pursuant to the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad and is approved by the Board.
- 2.2 The Policy shall serve to guide the Nomination Committee ("NC") and the Board in their review and assessment of candidates for appointment as Directors, as well as Directors who are seeking for re-election.

3. Directors' Fit and Proper Criteria

- 3.1 Firstly, any person to be appointed as a Director or to continue holding the position as a Director within the Group must not be disqualified or deemed to be disqualified or vacated his/her office under the Companies Act 2016, MMLR and/or others relevant rules and regulations.
- 3.2 In assessing a person's fitness and propriety, the Board through its NC shall consider all relevant factors based on the following overarching criteria:
- 3.2.1 Character and integrity
- i) Probity
- He/she is compliant with legal obligations, regulatory requirements and professional standards, where applicable.
 - He/she has not been obstructive, misleading or untruthful in dealings with regulatory bodies or a court of law.
- ii) Personal integrity
- He/she has not perpetrated or participated in any business practices which are deceitful, oppressive improper (whether unlawful or not), or which otherwise reflect discredit on his/her professional conduct.
 - His/her service contract (i.e., in the capacity of management or director) had not been terminated in the past due to concerns on personal integrity.
 - He/her has not abused other positions (i.e., political appointment) to facilitate government relations for the Company in a manner that contravenes the principles of good governance.

iii) Financial integrity

- He/she manages personal debts or financial affairs satisfactorily.
- He/she demonstrates ability to fulfil personal financial obligations as and when they fall due.

iv) Reputation

- He/she is of good repute in the financial and business community.
- He/she has not been the subject of civil or criminal proceedings or enforcement action, in managing or governing an entity for the past ten (10) years.
- He/she has not been substantially involved in the management of a business or company which has failed, where that failure has been occasioned in part by deficiencies in that management.

3.2.2 Experience and competence

i) Qualifications, training and skills

- He/she possesses education qualification that is relevant to the skill set that the director is earmarked to bring to bear onto the boardroom (i.e., a match to the board skill set matrix).
- He/she has a considerable understanding on the workings of a corporation.
- He/she possesses general management skills as well as understanding of corporate governance and sustainability issues.
- He/she keeps knowledge current based on continuous professional development.
- He/she possesses leadership capabilities and a high level of emotional intelligence.

ii) Relevant experience and expertise

- He/she possesses relevant experience and expertise with due consideration given to past length of service, nature and size of business, responsibilities held, number of subordinates as well as reporting lines and delegated authorities.

iii) Relevant past performance or track record

- He/she had a career of occupying a high-level position in a comparable organisation and was accountable for driving or leading the organisation's governance, business performance or operations.
- He/she possesses commendable past performance record as gathered from the results of the board effectiveness evaluation.

3.2.3 Time and commitment

- i) Ability to discharge role having regard to other commitments
 - He/she is able to devote time as a board member, having factored other outside obligations including concurrent board positions held by the director across listed issuers and non-listed entities (including not-for-profit organisations).
- ii) Participation and contribution in the Board or track record
 - He/she demonstrates willingness to participate actively in board activities.
 - He/she demonstrates willingness to devote time and effort to understand the businesses and exemplifies readiness to participate in events outside the boardroom.
 - He/she manifests passion in the vocation of a director.
 - He/she exhibits ability to articulate views independently, objectively and constructively.
 - He/she exhibits open mindedness to the views of others and ability to make considered judgment after hearing the views of others.

- 3.3 A person who has been identified for appointment as a Director or for re-election as a Director within the Group shall be required to make the fit and proper declaration in the form as set out in Appendix A and Appendix B of this Policy or in such form as the NC may from time to time prescribed or approve.

4. Review of Policy

This Policy shall be reviewed and updated when there are change(s) to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, Malaysian Code on Corporate Governance and/or any other applicable laws and regulations enforced at the time being.

This Directors' Fit and Proper Policy was reviewed and approved by the Board on 24 April 2026.

Prospective Directors Information

Name of Company: Greentronics Technology Berhad

Part A: Personal Details

| | | |
|----|--|--|
| 1. | Full Name | |
| 2. | NRIC / Passport No. | |
| 3. | Date of Birth | |
| 4. | Citizenship | |
| 5. | Permanent Address | |
| 6. | Correspondence Address (if different from above) | |
| 7. | Telephone No | |
| 8. | Email Address | |

Part B: Education Background and Work Experience*(Please use separate paper if required)*

| No. | Questions | Answer |
|-----|---|--------|
| 1. | Educational Qualification (List all chronologically from the latest qualification) | |
| 2. | Work Experience (List all chronologically from the latest experience to the last) | |
| 3. | What do you consider to be your core area(s) of expertise? | |

Part C: Directorship*(Please use separate paper if required)*

| No. | Questions | Answer |
|-----|---|--------|
| 1. | List of Current and Past Directorship in Public companies and listed issuer | |

Part D: Declaration

| No. | Questions | Yes | No |
|-----|--|-------------------------------|----|
| 1. | Do you have any relationship with any Directors in Greentronics Technology Berhad? | | |
| | | If yes, please state details: | |

| | | | |
|------------|--|-------------------------------|-----------|
| 2. | Do you have any interest, both direct and indirect in Greentronics Technology Berhad? | | |
| | | If yes, please state details: | |
| 3. | Do you have any relatives currently working in Greentronics Technology Berhad? | | |
| | | If yes, please state details: | |
| 4. | Have you ever been committed of any commercial and criminal crimes including but not limited to traffic offence under the Laws of Malaysia? | | |
| | | If yes, please state details: | |
| No. | Questions | Yes | No |
| 5. | Are you currently and/or the company where you are a director been notified of any impending disciplinary or criminal proceedings or of any investigations, which might lead to such proceedings? | | |
| | | If yes, please state details: | |
| 6. | Have you or the company where you are a director contravene any provision made by or under any written law such as the Anti-Money Laundering, Anti-Terrorism Financing and Proceeds of Unlawful Activities Act 2001, the Malaysian Anti-Corruption Commission Act 2009, the Companies Act 2016, Capital Markets and Services Act 2007 and any other applicable laws? | | |
| | | If yes, please state details: | |
| 7 | Have you or the company where you are a director been reprimanded by the regulators namely, Securities Commission Malaysia and Suruhanjaya Syarikat Malaysia? | | |
| | | If yes, please state details: | |

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|-----|--|--|--|
| 8 | Have you been involved in any business or relationship which could materially pose a conflict of interest or interfere with your judgment when acting as a director which is disadvantageous to the company? | | |
| | | If yes, please state details: | |
| 9. | Are you currently a bankrupt? | | |
| | | If yes, please state details and steps taken to discharge yourself from the liability: | |
| 10. | Do you hold a post in any political party? | | |
| | | If yes, please state details: | |

Part E: Others

| No. | Questions | Answer |
|-----|--|--------|
| 1. | What kind of time commitments do you now have for your current activities? | |
| 2. | What would your expectations be for the time necessary for Greentronics Technology Berhad Board? | |

I, _____NRIC/Passport No. _____ hereby declare that the above responses are true and correct, as to the best of my knowledge. I further authorise the Company to conduct background check, if necessary, which may consist of prior employment verification, professional reference checks, education confirmation and/or criminal record and credit checks for the purpose of my appointment as a Director of Greentronics Technology Berhad.

.....
Name:
Date:

Appendix B
Fit and Proper' Declaration

I, declare that I am a fit and proper person within the meaning of fit and proper standards issued by Bursa Malaysia Securities Berhad.

I specifically declare that:

- 1) I have the educational or technical qualifications, competence, diligence, judgement, character, honesty and integrity required to satisfactorily discharge the responsibilities of the position I hold or seek appointment to.
- 2) I have not been involved with or taken part in the management of a company that has:
 - a) been put into liquidation, receivership, voluntary administration, or any insolvency procedure or has otherwise been wound up or dissolved on the basis that it could not pay its debts when due; or
 - b) been declared to be subject to statutory management or judicial management; or
 - c) been subject to an arrangement or process under the laws of an overseas jurisdiction that corresponds, or is similar, to any of those specified in subparagraph (1) or (2); or
 - d) entered into any procedure or arrangement with its creditors on the basis that it is unable to pay its debts when due, for example a moratorium arrangement.
- 3) I have not been convicted whether within or outside Malaysia of any offence:
 - a) in connection with the promotion, formation or management of a corporation;
 - b) involving bribery, fraud or dishonesty; or
 - c) under section 213, 217, 218, 228 or 539 of Companies Act 2016, within a period of five (5) years preceding the date of this declaration.
- 4) I have not been imprisoned for any offence referred to in paragraph 3 above within the period of five (5) years immediately preceding the date of this declaration.
- 5) I have not at any time been adjudged bankrupt or otherwise entered into a procedure provided for under the Insolvency (Amendment) Act 2020.
 - a) If you have been discharged from bankruptcy or any other procedure provided for under that Part please state the time that has elapsed since you have been discharged
.....
- 6) I am not the subject of current disciplinary action in respect of a profession or occupation (being disciplinary action taken by a regulatory or disciplinary body for persons engaging in that profession or occupation) and I have never been the subject of disciplinary action of that kind that has involved a finding of guilt, however expressed.
- 7) I have not at any time been prohibited from one or more of the following under an order made, or a notice given, under Malaysia law:
 - a) being a Director of an entity; or
 - b) being a promoter of an entity; or
 - c) being concerned with or taking part in the management of an entity.
- 8) I have no conflict or potential conflict of interest (direct or indirect) that affects, or may affect, my proper performance of the duties of this position.
- 9) I have not engaged in or been associated with any conduct that could pose a brand and reputation risk to the Company and/or its subsidiaries.
- 10) I have not been convicted of any offence.

If convicted of an offence at any time please specify:

a) Nature of the offence

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b) The circumstances in which the offence was committed

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c) The time elapsed since the offence was committed

.....
d) Your age when the offence was committed

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I acknowledge that the Company may conduct checks and obtain references to establish that I am a fit and proper person and I provide my consent to the Company to perform any relevant checks including criminal history checks and professional and occupational checks in Malaysia and overseas if required, and that any false statement I make in this declaration may lead to dismissal or removal from the Board or the from the position I have been appointed to.

I further consent to the collection and use of any information by Greentronics Technology Berhad to comply with this Personal Data Protection Act 2010 in connection with this Policy.

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Signature of Director
Name:

Date: