

CORPORATE GOVERNANCE REPORT

STOCK CODE : 0268
COMPANY NAME : L&P Global Berhad
FINANCIAL YEAR : December 31, 2022

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

Disclosures in this section are pursuant to Paragraph 15.25 of Bursa Malaysia Listing Requirements.

SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PURSUANT CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA

Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

Disclosures in this section are pursuant to Paragraph 15.25 of Bursa Malaysia Listing Requirements.

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.1

The board should set the company's strategic aims, ensure that the necessary resources are in place for the company to meet its objectives and review management performance. The board should set the company's values and standards, and ensure that its obligations to its shareholders and other stakeholders are understood and met.

Application	:	Applied
Explanation on application of the practice	:	<p>L&P Global Berhad's ("L&P Global" or the "Company") Board Charter can be found at the Company's website at www.lpglobalbhd.com and is stipulated in the Board Charter as such:</p> <p>"4.2 The principal responsibilities of the Board including those adopted from the MCCG are:</p> <ul style="list-style-type: none">(a) review and adopt a strategic plan for the Group to ensure sustainability of its business and Group operations and supports long-term value creation;(b) oversee, together with management, the governance on sustainability including setting strategies, priorities and targets on economic, environmental and social consideration underpinning sustainability and communication on the same (including performance against targets) to internal and external stakeholders;(c) oversee the conduct of the Group's Business to evaluate whether the Business is being properly managed (which include managing conflicts of interest, preventing the abuse of power, fraud, bribery and corruption, insider trading and money laundering);(d) identify principal risks and recognise that business decisions involve taking appropriate risks. Determine risk appetite within which the Management is to operate and ensure the implementation of Risk Management Framework (incorporating mitigation measures) to identify, analyse, evaluate, manage and monitor significant financial and non-financial risks;(e) ensure that all members of the Board and the Management team are of sufficient calibre and oversee succession planning, including appointing, training, fixing the compensation of and where appropriate, replacing Board members and senior management;(f) oversee the development and implementation of an investor relations programme or shareholder communications policy for the Group;(g) review the adequacy and the integrity of the Group's risk management, internal control systems and management information

	<p>systems, including systems / reporting framework for compliance with applicable laws, regulations, rules, directives and guidelines;</p> <p>(h) assure both internal and external stakeholders that the Group is operating in compliance with its policies and any other applicable regulatory requirements. This includes establishing a “tone from the top” and spearheading the Group’s efforts to improve on its corruption risk management framework, internal control system, review and monitoring as well as training and communication;</p> <p>(i) review periodically an anti-corruption compliance program which includes clear policies and objectives that adequately addresses corruption risk;</p> <p>(j) review periodically the Whistleblowing Policy to encourage reporting of any legitimate concern in relation to unlawful conduct, financial malpractice or danger to the public or environment or any suspected and / or real corruption incidents;</p> <p>(k) review and accept the investigative outcome of any whistleblowing matters, results of fraud, illegal acts or suspected violations of Group policies involving all employees, Management and Directors;</p> <p>(l) determine the remuneration of Non-Executive Directors, with the individuals concerned abstaining from discussions of their own remuneration;</p> <p>(m) ensuring the integrity of the Company and the Group’s financial and nonfinancial reporting particularly that the Company’s financial statements are true and fair and conform with the laws; and</p> <p>(n) reviewing periodically the Code of Conduct and Ethics to ensure alignment with changes in law and governance practices with the Group’s vision, mission and business plan; and</p> <p>(o) ensure that the Company has in place the appropriate corporate disclosure procedures to ensure effective communication with its Shareholders and other stakeholders; and</p> <p>(p) together with senior management, ensuring that the Company and the Group adhere to high standards of ethics and corporate behaviour which reinforced elements of ethics, prudence and professionalism.</p> <p>4.3 In overseeing the conduct of the Group’s business, the Board shall ensure that an appropriate financial planning, operating and reporting framework as well as an embedded risk management framework is established. Elements under this combined framework include the business plan, budget, financial statements, divisional strategic/performance reviews reports and risk management reports.</p> <p>4.4 There is a formal schedule of matters for its decision to ensure that the direction and control of the Group is firmly in its hands. This includes strategic issues and planning, material acquisition and disposal of assets, capital expenditure, authority levels, treasury policies, risk management policies, appointment of auditors and review of the financial statements, financing and borrowing activities, ensuring regulatory compliance and reviewing the adequacy and integrity of internal controls.</p>
<p>Explanation for departure</p>	<p>:</p>

<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.2

A Chairman of the board who is responsible for instilling good corporate governance practices, leadership and effectiveness of the board is appointed.

Application	:	Applied
Explanation on application of the practice	:	<p>Clause 5.2 (3) of the Board Charter stated the role of Chairman as follows:</p> <p>"The Chairman is primarily responsible for:</p> <ul style="list-style-type: none">(a) providing leadership for the Board so that the Board can perform its responsibilities effectively;(b) leading the Board in setting the values and standards as well as the adoption and implementation of good corporate governance practices in the Group;(c) maintaining a relationship of trust with and between the EDs and NonEDs;(d) setting the board agenda and ensuring the provision of accurate, timely, complete and clear information to Directors as well as ensuring that meetings of Board Committees conducted separately from Board meetings;(e) acting as chief spokesperson and representative of the Board and Group;(f) ensuring the adequacy and integrity of the governance process and issues including upgrading and monitoring good corporate governance practices within the Group;(g) chairing Board and Shareholders' meetings and ensuring the proceedings thereof comply with good conduct and practices;(h) ensuring that the Board is kept updated on their statutory obligations to the Company, its Shareholders, employees and other stakeholders;(i) functioning as a facilitator at meetings of the Board to ensure that no member, whether executive or non-executive, dominates discussion and that relevant discussions take place with relevant opinions among members forthcoming. The Chairman encourages active participation and allows dissenting views to be freely expressed and ensures that discussions result in logical and understandable outcome;(j) ensuring that all Directors are enabled and encouraged to participate in Board meetings. This includes ensuring that all relevant issues are on the agenda and that all Directors receive timely, relevant information tailored to their needs and that they are properly briefed on issues arising at Board meetings;(k) ensuring that Executive Directors look beyond their executive function and accept their full share of responsibilities of governance and provide regular updates on all issues pertinent to the welfare and future of the Group to the Board;

	<p>(l) liaising and coordinating input from all Directors, especially Board Committees' Chairman, to optimise the effectiveness of the Board and Board Committees;</p> <p>(m) guiding and mediating Board actions with respect to organisational priorities and governance concerns;</p> <p>(n) manages the interface between Board and Management;</p> <p>(o) leading the Board in its collective oversight of Management;</p> <p>(p) ensuring that appropriate steps are taken to provide effective communication with stakeholders and that their views are communicated to the Board as a whole; and</p> <p>(q) performing other responsibilities assigned by the Board from time to time."</p>	
<p>Explanation for departure</p>	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>	:	
<p>Timeframe</p>	:	

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.3

The positions of Chairman and CEO are held by different individuals.

Application	:	Applied	
Explanation on application of the practice	:	Clause 5.2 (2) of the Board Charter stipulated that: The position of Chairman shall be held by a Director who is not the Chief Executive Officer or Executive Director nor a member of the Board Committees. The position of Chairman is held by Ms. Ooi Hooi Kiang and the position of Chief Executive Officer ("CEO") is held by Ms. Ooi Lay Pheng. The Chairperson, Ms. Ooi Hooi Kiang, a Non-Independent Non-Executive Director is responsible for effective functioning of the Board while the CEO, Ms. Ooi Lay Pheng assumes executive responsibility for the Group's business and executing corporate strategies and policies, as approved by the Board.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.4

The Chairman of the board should not be a member of the Audit Committee, Nomination Committee or Remuneration Committee

Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.

Application	:	Applied
Explanation on application of the practice	:	<p>It is stated in the Terms of Reference of Audit and Risk Management Committee, Nomination Committee and Remuneration Committee that Chairman of the Board shall not be appointed as a member of the Committee.</p> <p>The Chairman of the Board of Directors ("Board") is not a member of the Audit and Risk Management Committee, Nomination Committee and Remuneration Committee.</p> <p>The composition of Committees are as follows:</p> <p>Audit and Risk Management Committee Chairman : Ms Phoon Yee Min <i>Independent Non-Executive Director</i></p> <p>Member : Dato' Seri Lee Kah Choon <i>Independent Non-Executive Director</i></p> <p>Dato' Mohamed Amin Bin Mohd Kassim <i>Independent Non-Executive Director</i></p> <p>Nomination Committee Chairman : Dato' Seri Lee Kah Choon <i>Independent Non-Executive Director</i></p> <p>Member : Dato' Mohamed Amin Bin Mohd Kassim <i>Independent Non-Executive Director</i></p> <p>Ms Phoon Yee Min <i>Independent Non-Executive Director</i></p>

	<p>Remuneration Committee Chairman : Dato' Mohamed Amin Bin Mohd Kassim <i>Independent Non-Executive Director</i></p> <p>Member : Dato' Seri Lee Kah Choon <i>Independent Non-Executive Director</i></p> <p>Ms Phoon Yee Min <i>Independent Non-Executive Director</i></p>	
Explanation for departure		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure		
Timeframe		

Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.5

The board is supported by a suitably qualified and competent Company Secretary to provide sound governance advice, ensure adherence to rules and procedures, and advocate adoption of corporate governance best practices.

Application	:	Applied
Explanation on application of the practice	:	<p>Clause 5.7 of the Board Charter stated that:</p> <p>“(1) The Board recognises the fact that the Company Secretary should be suitably qualified and capable of carrying out the duties required of the post including knowledge in company and securities law, finance, governance, sustainability and other areas of compliance such as listing requirements.</p> <p>(2) The key role of the Company Secretary is to provide unhindered advice and services for the Directors, as and when the need arises, to enhance the effective functioning of the Board and to ensure regulatory compliance.”</p> <p>The Board acquires corporate secretarial services from a professional secretarial firm to assist the Board in discharging its duties and responsibilities.</p> <p>The Company Secretaries play an advisory role to the Board in relation to the Company's constitution, Board's policies and procedures and compliance with the relevant regulatory requirements, codes or guidance and legislations and corporate governance matters. The Company Secretaries also ensure that the Board and Board Committee meetings are properly convened and all deliberations and decisions are properly recorded and kept, and subsequently communicated to the relevant management for necessary action. They are also responsible in ensuring that Board's policies and procedures are followed, and the applicable statutory and regulatory requirements are observed.</p> <p>The Board has separate and independent access to the advice and services of the Company Secretaries.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	

Timeframe	:		
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Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

Practice 1.6

Directors receive meeting materials, which are complete and accurate within a reasonable period prior to the meeting. Upon conclusion of the meeting, the minutes are circulated in a timely manner.

Application	:	Applied	
Explanation on application of the practice	:	<p>A formal time schedule was pre-determined in advance. The agenda and board papers for each meeting were circulated at least one week in advance before each meeting to the Board members to enable the Directors to review the papers in preparation for the meeting and to obtain further explanations, where necessary, in order to be briefed properly before the meeting.</p> <p>All decisions of the Board were duly recorded in the Board's minutes and circulated in a timely manner.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

There is demarcation of responsibilities between the board, board committees and management.

There is clarity in the authority of the board, its committees and individual directors.

Practice 2.1

The board has a board charter which is periodically reviewed and published on the company's website. The board charter clearly identifies–

- the respective roles and responsibilities of the board, board committees, individual directors and management; and
- issues and decisions reserved for the board.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board has approved and adopted the Board Charter on 10 June 2022. The Board Charter is intended to promote high standards of corporate governance and is designed to provide guidance and clarity for Directors and management with regard to the role of the Board and Board Committees, the requirements of Directors in carrying out their role and in discharging their duties towards the company as well as the Board's operating practices.</p> <p>The Board Charter is subject to review and update by the Board from time to time to ensure it remains consistent with the Board's objectives and kept up-to-date with changes in regulations and governance practices.</p> <p>The Board Charter is available on the Company's website at www.lpglobalbhd.com in line with Practice 2.1 of the MCCG.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.1

The board establishes a Code of Conduct and Ethics for the company, and together with management implements its policies and procedures, which include managing conflicts of interest, preventing the abuse of power, corruption, insider trading and money laundering.

The Code of Conduct and Ethics is published on the company’s website.

Application	:	Applied	
Explanation on application of the practice	:	<p>L&P is committed to the highest standards of ethical business conduct. The Directors and employees continue to adhere to the Code of Conduct and Ethics (“Code”) of L&P. The Code of Conduct & Ethics of the Company is available on the Company’s website at www.lpglobalbhd.com in line with Practice 3.1 of the MCGG and will be reviewed by the Board as and when the need arises.</p> <p>The Code is formulated to enhance the standard of corporate governance and behaviour with a view to achieve the following objectives:</p> <ul style="list-style-type: none"> • To establish standard of ethical conduct for Directors and employees based on acceptable belief and values that one upholds; • To uphold the spirit of social responsibility and accountability of the Company and its subsidiaries (“Group”) in line with the legislation, regulations and guidelines governing it. 	
Explanation for departure	:		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>			
Measure	:		
Timeframe	:		

Intended Outcome

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.2

The board establishes, reviews and together with management implements policies and procedures on whistleblowing.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board has approved and adopted Whistleblowing Policy on 27 April 2022. The Policy provides a mechanism for employees of the Group and external parties to raise genuine concerns through secure and confidential disclosure channel about possible improprieties and any malpractices such as fraud, breach of legal obligations at the earliest opportunity to the Identified Senior Manager as specified in the Whistleblowing Policy of the Company. The HR Senior Manager or his designate is responsible for the administration, revision, interpretation and application of this policy. Employees making the report in good faith are protected from reprisals.</p> <p>There was no incident of whistle blowing received in the financial year ended (“FYE”) 2022. The Whistleblowing Policy is available on the Company’s website at www.lpglobalbhd.com in line with Practice 3.2 of the MCCG and will be reviewed by the Board as and when need arises.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.1

The board together with management takes responsibility for the governance of sustainability in the company including setting the company’s sustainability strategies, priorities and targets.

The board takes into account sustainability considerations when exercising its duties including among others the development and implementation of company strategies, business plans, major plans of action and risk management.

Strategic management of material sustainability matters should be driven by senior management.

Application	: Applied						
Explanation on application of the practice	<p>: To embed sustainability throughout our organisation, we adopt a tone from the top approach where our sustainability governance is led by our Board. Our Board is committed to sustainability practices in our organisation and is supported by the Sustainability Committee in overseeing the sustainability matters of the Group.</p> <p>The Sustainability Committee is led by the Chief Executive Officer, supported by the Chief Operating Officer and Chief Financial Officer and comprises the management team and representatives from various departments. The Sustainability Committee is responsible to undertake the process of materiality assessment, execute the sustainability initiatives and monitoring its progress</p> <p>The sustainability governance structure along with respective roles and responsibilities are illustrated in the diagram below:</p> <table border="1" data-bbox="589 1346 1377 1883"> <thead> <tr> <th data-bbox="589 1346 846 1381">Governance</th> <th data-bbox="846 1346 1377 1381">Roles and Responsibilities</th> </tr> </thead> <tbody> <tr> <td data-bbox="589 1381 846 1787">Board of Directors</td> <td data-bbox="846 1381 1377 1787"> <ul style="list-style-type: none"> Review and adopt a strategic plan for the Group to ensure sustainability of its business and Group operations and supports long-term value creation; and Oversee, together with management, the governance on sustainability including setting strategies, priorities and targets on economic, environmental and social consideration underpinning sustainability and communication on the same (including performance against targets) to internal and external stakeholders. </td> </tr> <tr> <td data-bbox="589 1787 846 1883">Sustainability Committee Chairman</td> <td data-bbox="846 1787 1377 1883"> <ul style="list-style-type: none"> Guide the sustainability committee (at operational level) to meet its oversight </td> </tr> </tbody> </table>	Governance	Roles and Responsibilities	Board of Directors	<ul style="list-style-type: none"> Review and adopt a strategic plan for the Group to ensure sustainability of its business and Group operations and supports long-term value creation; and Oversee, together with management, the governance on sustainability including setting strategies, priorities and targets on economic, environmental and social consideration underpinning sustainability and communication on the same (including performance against targets) to internal and external stakeholders. 	Sustainability Committee Chairman	<ul style="list-style-type: none"> Guide the sustainability committee (at operational level) to meet its oversight
Governance	Roles and Responsibilities						
Board of Directors	<ul style="list-style-type: none"> Review and adopt a strategic plan for the Group to ensure sustainability of its business and Group operations and supports long-term value creation; and Oversee, together with management, the governance on sustainability including setting strategies, priorities and targets on economic, environmental and social consideration underpinning sustainability and communication on the same (including performance against targets) to internal and external stakeholders. 						
Sustainability Committee Chairman	<ul style="list-style-type: none"> Guide the sustainability committee (at operational level) to meet its oversight 						

	<p>(Chaired by Ms. Ooi Lay Pheng, Executive Director/ Chief Executive Officer)</p>	<p>responsibilities in relation to the Group's sustainability initiatives and performance;</p> <ul style="list-style-type: none"> • Drive the Group's sustainability initiatives (engaging with stakeholders both internal and external in developing strategies, priorities and targets and subsequently, monitoring and reporting performance against targets) and the integration of sustainability considerations in the Group's operations; • Review sustainability matters with the Sustainability Committee with the support of Chief Operating Officer and Chief Financial Officer; and • Report to Board of Directors on sustainability matters.
	<p>Sustainability Committee Members</p> <p>(Comprises management team and representatives from relevant department function)</p>	<ul style="list-style-type: none"> • Identify material sustainability matters that are relevant to our Group's business operations. Responsible for materiality assessment, identification and monitoring of initiatives/ actions, execution of initiatives/ actions and reporting; • Propose sustainability initiatives and measures to be implemented across the Group; • Implement sustainability initiatives that have been approved by our Board; • Conduct data gathering for sustainability reporting; and • Report to Chief Executive Officer on sustainability matters.
<p>Explanation for departure</p>	<p>:</p>	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>	<p>:</p>	
<p>Timeframe</p>	<p>:</p>	

Intended Outcome

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.2

The board ensures that the company's sustainability strategies, priorities and targets as well as performance against these targets are communicated to its internal and external stakeholders.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board ensures that management communicates the Group's sustainability activities to its internal and external stakeholders.</p> <p>Sustainability Statement ("Sustainability Statement" or the "Statement") for the FYE2022 in the Company's Annual Report 2022, providing an overview of the Group's sustainability goals, initiatives and practices, highlighting its economic, environmental, and social impacts.</p> <p>The Sustainability Statement should be read in conjunction with other sections in the Company's Annual Report 2022 namely Management Discussion and Analysis, Corporate Governance Overview Statement and Statement on Risk Management and Internal Control as well as Corporate Governance Report, as sustainability efforts may be better contextualised and narrated in the respective sections.</p> <p>The Sustainability Statement provides information on the Group's annual sustainability performance and key achievements for FYE2022, unless stated otherwise. Where relevant, the Group will also include data from previous years to track year-on-year progress and provide comparative data. The scope of this Statement covers all of L&P Global's businesses in Malaysia and Vietnam.</p> <p>This Statement is available on the Company's website at https://lpglobalbhd.com/.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.3

The board takes appropriate action to ensure they stay abreast with and understand the sustainability issues relevant to the company and its business, including climate-related risks and opportunities.

Application	:	Applied	
Explanation on application of the practice	:	<p>The Company evaluated and identified risks and opportunities related to the environment including climate change. Environmental initiatives, such as waste recovery and recycling are discussed and implemented.</p> <p>Notwithstanding various achievements that the Company has disclosed in its current Annual Reports, the Company is exploring further improvement in conducting its business in a more sustainable manner.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.4

Performance evaluations of the board and senior management include a review of the performance of the board and senior management in addressing the company's material sustainability risks and opportunities.

Application	:	Applied
Explanation on application of the practice	:	The Board recognises the importance of sustainability in all its business operations and had included sustainability as one of the criteria in the performance evaluations of the Board and key senior management ("KSM") covering the following areas: <ul style="list-style-type: none">•presence of a business strategy as underpinned by Environmental, Social and Governance ("ESG") considerations;•rigour of discussions surrounding ESG matters;•ESG literacy of the Board; and•oversight and monitoring of sustainability targets and goals.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.5- Step Up

The board identifies a designated person within management, to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the company.

Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.

Application	:	Adopted
Explanation on adoption of the practice	:	The Sustainability Committee is led by the Chief Executive Officer, supported by the Chief Operating Officer and Chief Financial Officer and comprises the management team and representatives from various departments. The Sustainability Committee is responsible to undertake the process of materiality assessment, execute the sustainability initiatives and monitoring its progress.

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.1

The Nomination Committee should ensure that the composition of the board is refreshed periodically. The tenure of each director should be reviewed by the Nomination Committee and annual re-election of a director should be contingent on satisfactory evaluation of the director's performance and contribution to the board.

Application	:	Applied
Explanation on application of the practice	:	<p>For FYE2022, an annual assessment of the Board, its Committees and contribution of each individual Director is carried out by the Nominating Committee ("NC"), with the assistance of Company Secretaries, taking the form of comprehensive evaluation questionnaires which provide all Directors with an opportunity to score their opinion on a series of questions in relation to inter alia the execution and performance of the Board as a whole and the three (3) Board Committees, and to comment on procedures or any relevant matters.</p> <p>The evaluation of the Board covers factors such as mix and composition of the Board, quality of decision making, timeliness of Board papers, internal controls, conduct of Board meetings, interactions with the Management and stakeholders and effectiveness of the Chairman.</p> <p>The Board Committees are assessed based on efficiency and effectiveness of each Committee and its member's continuous contribution to the Board and commitment to their roles and responsibilities in discharging their duties. Likewise, the NC is able to assess the contribution of each individual Director to the effectiveness of the Board.</p> <p>The completed evaluation forms were submitted to Company Secretaries for collation. Subsequently, consolidated responses were presented to the NC for review before being shared with the Board for discussion and are taken into accounts when the NC assesses the Board effectiveness.</p> <p>The Board is satisfied with the existing Board structure, effectiveness and the level of commitment given by the Directors towards fulfilling their roles and responsibilities as Directors of the Company.</p> <p>The retiring Directors at the upcoming Annual General Meeting ("AGM") pursuant to Clause 18.2 of the Constitution are Dato' Seri Lee Kah Choon and Ms Ooi Lay Pheng.</p> <p>After assessing the contributions of Dato' Seri Lee Kah Choon and Ms Ooi Lay Pheng in terms of guidance and time devoted to the Board affairs and in virtue of his and her skills and experience, the NC has</p>

	recommended the re-election of Dato' Seri Lee Kah Choon and Ms Ooi Lay Pheng at the forthcoming AGM.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.2

At least half of the board comprises independent directors. For Large Companies, the board comprises a majority independent directors.

Application	:	Applied	
Explanation on application of the practice	:	The current Board is made up of six (6) Directors, of which three (3) are Independent Non-Executive Directors, one (1) is Non-Independent Non-Executive Director and two (2) are Executive Directors. The present composition complies with Rule 15.02 of the AMLR and Practice 5.2 of the MCCG as half of its Directors are Independent Directors.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.3

The tenure of an independent director does not exceed a cumulative term limit of nine years. Upon completion of the nine years, an independent director may continue to serve on the board as a non-independent director.

If the board intends to retain an independent director beyond nine years, it should provide justification and seek annual shareholders' approval through a two-tier voting process.

Application	:	Applied
Explanation on application of the practice	:	<p>The Company was listed on ACE Market of Bursa Malaysia Securities Berhad ("Bursa Securities") on 3 January 2023. None of the Independent Directors has exceeded a cumulative term of more than nine (9) years in the Company as at 31 December 2022.</p> <p>Under Part 5.6 (2) of the Board Charter, the tenure of an Independent Director shall not exceed a cumulative term of nine (9) years. Upon completion of the nine (9) years' term, an Independent Director may continue to serve on the Board subject to the Director's re-designation as a Non-Independent Director or the Board to seek annual shareholders' approval with justification if the Board intends to retain an Independent Director who is beyond nine (9) years' term.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.4 - Step Up

The board has a policy which limits the tenure of its independent directors to nine years without further extension.

Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.

Application	:	Not Adopted
Explanation on adoption of the practice	:	

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.5

Appointment of board and senior management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.

Directors appointed should be able to devote the required time to serve the board effectively. The board should consider the existing board positions held by a director, including on boards of non-listed companies. Any appointment that may cast doubt on the integrity and governance of the company should be avoided.

Application	:	Applied
Explanation on application of the practice	:	<p>The appointment of any additional Director is made as and when it is deemed necessary by the Board with due consideration given to the mix of skills, expertise, experience, professionalism, integrity and the ability required for discharging its duties and responsibilities effectively.</p> <p>The Board is assisted in this regard by the NC, who is authorised to assess and propose new nominees for the Board and further empowered to assess the existing Director on an on-going basis. The decision as to who shall be nominated shall be the responsibility of the full Board after considering the recommendations of the NC. The NC is guided by the Company's Fit and Proper Policy in its duties of appointing/re-appointing Directors, taking into account, amongst others, the candidate's knowledge, experience, skills, integrity and ability whilst keeping in mind the gender and ethnic diversity and any potential conflict of interest.</p> <p>In addition, the Board has expectation toward its Board members in the Board Charter, amongst others, the Directors are required to commit sufficient time and energy to satisfy the requirements of the Board and Board Committee membership particularly in terms of:</p> <ul style="list-style-type: none">• attendance and participation in Board meetings and AGM;• preparation prior to each meeting;• availability to Management upon request to provide advice and counsel;• attending continuing education programmes to update knowledge and enhances their skills; and• Number of directorships in companies outside the Group.

Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.6

In identifying candidates for appointment of directors, the board does not solely rely on recommendations from existing board members, management or major shareholders. The board utilises independent sources to identify suitably qualified candidates.

If the selection of candidates was based on recommendations made by existing directors, management or major shareholders, the Nominating Committee should explain why these source(s) suffice and other sources were not used.

Application	:	Applied
Explanation on application of the practice	:	<p>It is stipulated in Clause 7.4 of the terms of reference (“TOR”) of the NC as such:</p> <p>“(2) Identify, consider and recommend suitable persons for appointment as Directors of L&P, its Group and members of the Board Committee and also KSM positions relying on sources from existing Board members, Management, major shareholders, independent search firms and other independent sources.</p> <p>(3) Disclose in the Company’s annual report the Company’s policy on gender diversity for the Board and senior management, how candidates for non-executive Director-level positions were sourced including whether such candidates were recommended by the existing Board members, Management, major shareholders or independent sources, and if the selection of candidates was solely based on recommendations made by existing Board members, Management or major shareholders, the NC should explain why other sources were not used.”</p> <p>L&P was listed on the ACE Market of Bursa Securities on 3 January 2023. There were no new Directors appointed since then.</p> <p>However, the Board acknowledges the importance of not solely relying on recommendations from existing Board members, Management or major shareholders in identifying candidates for appointment of Directors, but trust that the nomination has its merits.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

Measure	:		
Timeframe	:		

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.7

The board should ensure shareholders have the information they require to make an informed decision on the appointment and reappointment of a director. This includes details of any interest, position or relationship that might influence, or reasonably be perceived to influence, in a material respect their capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the listed company as a whole. The board should also provide a statement as to whether it supports the appointment or reappointment of the candidate and the reasons why.

Application	:	Applied
Explanation on application of the practice	:	<p>The performance of retiring Directors recommended for re-election at the 2nd AGM have been assessed through the Board annual evaluation (including the independence of INED). A statement by the Board and NC being satisfied with the performance and effectiveness of the retiring Directors who offered themselves for re-election at the AGM was stated in the notes accompanying the Notice of AGM.</p> <p>The profile of the Directors who were due for retirement and offered themselves for re-election, which included the nature of interest with the Company, whichever applicable, were set out in the Annual Report 2022 of the Company.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.8

The Nominating Committee is chaired by an Independent Director or the Senior Independent Director.

Application	:	Applied	
Explanation on application of the practice	:	<p>The NC comprises exclusively of Independent Non-Executive Directors, namely:</p> <p>Chairman : Dato' Seri Lee Kah Choon <i>Independent Non-Executive Director</i></p> <p>Member : Dato' Mohamed Amin Bin Mohd Kassim <i>Independent Non-Executive Director</i></p> <p>Ms Phoon Yee Min <i>Independent Non-Executive Director</i></p>	
Explanation for departure	:		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>			
Measure	:		
Timeframe	:		

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.9

The board comprises at least 30% women directors.

Application	:	Applied	
Explanation on application of the practice	:	The current Board comprises of three (3) female Directors out of six (6) Board members, which represents 50% of women representation on the Board. The Company is in compliance with Rule 15.02(1)(b) of AMLR and has exceeded the prevailing requirement of Practice 5.9 of the MCCG to have at least 30% women Directors on Board. This demonstrates the Company's commitment on Board gender diversity.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

Practice 5.10

The board discloses in its annual report the company's policy on gender diversity for the board and senior management.

Application	:	Applied	
Explanation on application of the practice	:	The Board recognises that board diversity is an essential element in contributing to the sustainable development of the Group and does not discriminate on the basis of ethnicity, age, gender, nationality, political affiliation, religious affiliation, marital status, education background or physical ability. The appointment of Board and Senior Management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender. The Board believes that diversity in the Board and Senior Management facilitates multi perspectives which resulted in productivity, sustainability and competencies to deliver the business performance of the Company for the benefit of the shareholders over the medium to long term.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Stakeholders are able to form an opinion on the overall effectiveness of the board and individual directors.

Practice 6.1

The board should undertake a formal and objective annual evaluation to determine the effectiveness of the board, its committees and each individual director. The board should disclose how the assessment was carried out its outcome, actions taken and how it has or will influence board composition.

For Large Companies, the board engages an independent expert at least every three years, to facilitate objective and candid board evaluation.

<i>Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.</i>	
Application	: Applied
Explanation on application of the practice	: For FYE2022, an annual assessment of the Board, its Committees and contribution of each individual Director is carried out by the NC, with the assistance of Company Secretaries, taking the form of comprehensive evaluation questionnaires which provide all Directors with an opportunity to score their opinion on a series of questions in relation to inter alia the execution and performance of the Board as a whole and the three (3) Board Committees, and to comment on procedures or any relevant matters. The evaluation of the Board covers factors such as mix and composition of the Board, quality of decision making, timeliness of Board papers, internal controls, conduct of Board meetings, interactions with the Management and stakeholders and effectiveness of the Chairman. The Board Committees are assessed based on efficiency and effectiveness of each Committee and its member's continuous contribution to the Board and commitment to their roles and responsibilities in discharging their duties. Likewise, the NC is able to assess the contribution of each individual Director to the effectiveness of the Board. The completed evaluation forms were submitted to Company Secretaries for collation. Subsequently, consolidated responses were presented to the NC for review before being shared with the Board for discussion and are taken into accounts when the NC assesses the Board effectiveness. The Board is satisfied with the existing Board structure, effectiveness and the level of commitment given by the Directors towards fulfilling their roles and responsibilities as Directors of the Company.

Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.1

The board has remuneration policies and procedures to determine the remuneration of directors and senior management, which takes into account the demands, complexities and performance of the company as well as skills and experience required. The remuneration policies and practices should appropriately reflect the different roles and responsibilities of non-executive directors, executive directors and senior management. The policies and procedures are periodically reviewed and made available on the company's website.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board has approved and adopted Remuneration Policy for Directors and KSM on 20 December 2022. The Policy is designed to align the interest of the Directors and KSM with those of shareholders, by linking reward to the Group's and individual's performance, therefore promoting long-term sustainability of the Company. It seeks to attract, motivate and retain key employees with competitive remuneration packages base on respective individual's responsibilities, expertise, prevailing market conditions and relevant market benchmarks.</p> <p>The Remuneration Policy is subject to review and update by the Board from time to time and is available on the Company's website at www.lpglobalbhd.com in line with Practice 7.1 of the MCCG</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.2

The board has a Remuneration Committee to implement its policies and procedures on remuneration including reviewing and recommending matters relating to the remuneration of board and senior management.

The Committee has written Terms of Reference which deals with its authority and duties and these Terms are disclosed on the company's website.

Application	:	Applied	
Explanation on application of the practice	:	<p>The Board has established the RC to review and makes recommendations on matters relating to performance and remuneration for the Executive Directors and KSM of the Group.</p> <p>The RC has adopted a formal set of TOR approved by the Board. The TOR of the RC can be found on the Company's website at www.lpglobalbhd.com.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.1

There is detailed disclosure on named basis for the remuneration of individual directors. The remuneration breakdown of individual directors includes fees, salary, bonus, benefits in-kind and other emoluments.

Application	:	Applied
Explanation on application of the practice	:	The detailed disclosure on named basis for the remuneration of individual directors, including the breakdown of individual directors on fees, salary, bonus, benefits in-kind and other emoluments for FYE2022 are as disclosed below.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Ooi Hooi Kiang	Non-Executive Non-Independent Director	12	6	0	0	0	0	18	132	6	0	0	0	0	138
2	Dato' Seri Lee Kah Choon	Independent Director	12	6	0	0	0	0	18	12	6	0	0	0	18	
3	Dato' Mohamed Amin Bin Mohd Kassim	Independent Director	12	5	0	0	0	0	17	12	5	0	0	0	17	
4	Phoon Yee Min	Independent Director	12	6	0	0	0	0	18	12	6	0	0	0	18	
5	Ooi Lay Pheng	Executive Director	0	0	0	0	0	0	0	0	0	290	58	0	408	
6	Ong Kah Hong	Executive Director	0	0	0	0	0	0	0	0	0	242	46	0	316	
7	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	
8	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	
9	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	
10	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	
11	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	
12	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	
13	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	
14	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	

15	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
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Intended Outcome

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.2

The board discloses on a named basis the top five senior management's remuneration component including salary, bonus, benefits in-kind and other emoluments in bands of RM50,000.

Application	:	Departure							
Explanation on application of the practice	:								
Explanation for departure	:	The Company is of the view that it is not in its best interest to disclose details of remuneration due to the confidentiality and sensitive nature of such information.							
		As an alternative, the remuneration of KSM of the Group for the FYE2022 is disclosed in aggregate basis in band width of RM50,000 as follows: <table border="1"><thead><tr><th>Range of Aggregate Remuneration</th><th>No. of KSM</th></tr></thead><tbody><tr><td>RM150,001 to RM200,000</td><td>2</td></tr><tr><td>RM200,001 to RM250,000</td><td>2</td></tr><tr><td>RM250,001 to RM300,000</td><td>1</td></tr></tbody></table>		Range of Aggregate Remuneration	No. of KSM	RM150,001 to RM200,000	2	RM200,001 to RM250,000	2
Range of Aggregate Remuneration	No. of KSM								
RM150,001 to RM200,000	2								
RM200,001 to RM250,000	2								
RM250,001 to RM300,000	1								
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>									
Measure	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.							
Timeframe	:	Choose an item.							

No	Name	Position	Company					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
2	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
3	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
4	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
5	Input info here	Input info here		Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.

Intended Outcome

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

Practice 8.3 - Step Up

Companies are encouraged to fully disclose the detailed remuneration of each member of senior management on a named basis.

Application	:	Not Adopted
Explanation on adoption of the practice	:	

No	Name	Position	Company ('000)					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
2	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
3	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
4	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
5	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

Intended Outcome

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations.
The company's financial statement is a reliable source of information.

Practice 9.1

The Chairman of the Audit Committee is not the Chairman of the board.

Application	:	Applied
Explanation on application of the practice	:	<p>The Chairman of the Board is not the Chairman of the Audit and Risk Management Committee ("ARMC").</p> <p>The ARMC comprises three (3) members, all of whom are Independent Non-Executive Directors,</p> <p>Chairman : Ms Phoon Yee Min <i>Independent Non-Executive Director</i></p> <p>Member : Dato' Seri Lee Kah Choon <i>Independent Non-Executive Director</i></p> <p>Dato' Mohamed Amin Bin Mohd Kassim <i>Independent Non-Executive Director</i></p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

Intended Outcome

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations.
The company's financial statement is a reliable source of information.

Practice 9.2

The Audit Committee has a policy that requires a former partner of the external audit firm of the listed company to observe a cooling-off period of at least three years before being appointed as a member of the Audit Committee.

Application	:	Applied	
Explanation on application of the practice	:	None of the ARMC members were former key audit partners of the Company's existing auditing firm within the three (3) years before being appointed as a member of ARMC. This policy has been formalised in the TOR of the ARMC.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee’s findings and recommendations.
The company’s financial statement is a reliable source of information.

Practice 9.3

The Audit Committee has policies and procedures to assess the suitability, objectivity and independence of the external auditor to safeguard the quality and reliability of audited financial statements.

Application	:	Applied
Explanation on application of the practice	:	<p>The ARMC had obtained a written assurance from the external auditors, BDO PLT (“BDO”) confirming that they were, and had been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.</p> <p>The ARMC has conducted an annual review of all the non-audit services provided by the affiliated firm of the external auditors for the FYE2022, before recommending their re-nomination to the Board. The ARMC is satisfied that the nature and extent of such services will not prejudice the independence and objectivity of the external auditors.</p> <p>The ARMC has also assessed and was satisfied with the competence and independence of the external auditors and had recommended the re-appointment of the external auditors for shareholders’ consideration at the AGM.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations.
The company's financial statement is a reliable source of information.

Practice 9.4 - Step Up

The Audit Committee should comprise solely of Independent Directors.

Application	:	Adopted
Explanation on adoption of the practice	:	The ARMC comprises three (3) members, all of whom are Independent Non-Executive Directors, Chairman : Ms Phoon Yee Min <i>Independent Non-Executive Director</i> Member : Dato' Seri Lee Kah Choon <i>Independent Non-Executive Director</i> Dato' Mohamed Amin Bin Mohd Kassim <i>Independent Non-Executive Director</i>

Intended Outcome

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

Practice 9.5

Collectively, the Audit Committee should possess a wide range of necessary skills to discharge its duties. All members should be financially literate, competent and are able to understand matters under the purview of the Audit Committee including the financial reporting process.

All members of the Audit Committee should undertake continuous professional development to keep themselves abreast of relevant developments in accounting and auditing standards, practices and rules.

Application	:	Applied
Explanation on application of the practice	:	<p>ARMC was established to serve as a committee of the Board and is guided by the terms of reference in performing their duties and discharging their responsibilities. The terms of reference of ARMC can be viewed at the Company's website at www.lpglobalbhd.com.</p> <p>Deriving from the annual performance evaluation carried out by NC, the Board is satisfied that the ARMC is adequately represented by a wide range of expertise from diverse backgrounds with core competencies in corporate, business acumen and analytical, legal and financial, and were able to discharge their duties and responsibilities in an adequate and proper manner.</p> <p>The Directors are conscious of the importance of keeping abreast with the latest changes and developments in legal and regulatory governance, so as to update and refresh themselves on matters that may affect their performance as Directors.</p> <p>The details on training programmes, seminars and forums attended by ARMC members in the FYE2022 are disclosed in the section of "Corporate Governance Overview Statement" of the Company's Annual Report 2022.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	

Timeframe	:		
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Intended Outcome

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

Practice 10.1

The board should establish an effective risk management and internal control framework.

Application	:	Applied	
Explanation on application of the practice	:	<p>The review of the adequacy and effectiveness of the risk management and internal control framework is under the purview of the ARMC.</p> <p>The Board, through the ARMC determines the Company's level of risk tolerance and actively identifies, assesses and monitors key business risks to safeguard the Company's businesses.</p> <p>Detailed disclosure on the Group's risk management and internal control framework is narrated in the Statement on Risk Management and Internal Control, as contained within the Company's Annual Report 2022.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

Practice 10.2

The board should disclose the features of its risk management and internal control framework, and the adequacy and effectiveness of this framework.

Application	:	Applied	
Explanation on application of the practice	:	<p>The Company's Annual Report 2022 contains the Statement on Risk Management and Internal Control which disclose the key features of the Group's risk management and internal control framework. The framework is used to continuously identify, mitigate and address risks affecting the Group.</p> <p>In addition, the said statement outlines the significant risks factors identified during the year under review and the measures implemented by Management to assess, monitor and mitigate the identified risks.</p> <p>The details pertaining to the internal control framework are also included in the Statement on Risk Management and Internal Control.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

Practice 10.3 - Step Up

The board establishes a Risk Management Committee, which comprises a majority of independent directors, to oversee the company's risk management framework and policies.

Application :	Not Adopted
Explanation on adoption of the practice :	

Intended Outcome

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.1

The Audit Committee should ensure that the internal audit function is effective and able to function independently.

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	<p>In preparation for the listing of the Company on the ACE Market of Bursa Securities ("Listing"), we had engaged Tricor Axelasia Sdn Bhd, an independent professional consulting company, as our Internal Control Review Consultant ("ICR Consultant") to review the adequacy and sufficiency of systems, procedures and controls of the Group prior to the listing on the ACE Market of Bursa Securities on 3 January 2023.</p> <p>The ICR Consultant is independent of the activities and operations of the Group.</p> <p>In carrying out its activities, the ICR Consultant has unrestricted access to the relevant records, personnel and physical properties. The internal control review report has been forwarded to the Management concerned for attention and necessary action. The Management is responsible for ensuring that a written reply on action plan is sent to the ICR Consultant and corrective actions are taken.</p> <p>ICR Consultant reported to the Board that while it has addressed certain individual lapses in internal control during the course of its review, nothing has come to their attention that cause them to believe there were major weaknesses in the internal control and risk management systems within those selective processes that they have assessed, with focus on material risks associated with such processes-</p> <p>The Board and the Management take note that it is the continuous effort and responsibility of the Board and the Management to maintain a sound internal control and risk management systems, taking into consideration of changes in risk profile and operating environment dynamics.</p> <p>Please provide an alternative practice and explain how the alternative practice meets the intended outcome.</p>
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

Measure	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.	
Timeframe	:	Choose an item.	

Intended Outcome

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.2

The board should disclose–

- whether internal audit personnel are free from any relationships or conflicts of interest, which could impair their objectivity and independence;
- the number of resources in the internal audit department;
- name and qualification of the person responsible for internal audit; and
- whether the internal audit function is carried out in accordance with a recognised framework.

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	<p>In preparation for the listing of the Company on the ACE Market of Bursa Securities, we had engaged Tricor Axelasia Sdn Bhd, an independent professional consulting company, as our Internal Control Review Consultant (“ICR Consultant”) to review the adequacy and sufficiency of systems, procedures and controls of the Group prior to the listing on the ACE Market of Bursa Securities on 3 January 2023.</p> <p>ICR Consultant reported to the Board that while it has addressed certain individual lapses in internal control during the course of its review, nothing has come to their attention that cause them to believe there were major weaknesses in the internal control and risk management systems within those selective processes that they have assessed, with focus on material risks associated with such processes.</p> <p>ICR Consultation is a member of the Institute of Internal Auditors Malaysia. ICR Consultant utilised the internal control framework as promulgated by the Committee of Sponsoring Organisation of the Treadway Commission as a reference framework. The review procedures carried out by ICR Consultant is guided by applicable standards of the International Professional Practices Framework issued by the Institute of Internal Auditors, Inc.</p> <p>As the Company was only officially listed on the ACE Market of Bursa Securities on 3 January 2023, there were no internal audit work performed during the financial year ended 2022, thus, no internal audit cost was incurred for the financial year ended 2022. Subsequent to the Listing, the Group will outsource its internal audit function to an external independent professional consultancy firm. The work of the internal audit function, its observations and recommendations will be tabled to ARMC for review in the following financial year.</p>

	Please provide an alternative practice and explain how the alternative practice meets the intended outcome.	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.
Timeframe	:	Choose an item.

Intended Outcome

There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the company, its policies on governance, the environment and social responsibility.

Practice 12.1

The board ensures there is effective, transparent and regular communication with its stakeholders.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board considers that effective communication with shareholders is integral to long-term growth and success of the Company. It is committed to providing timely, transparent, accurate and credible material information about the Company to its shareholders, stakeholders and investors.</p> <p>The information is disseminated to stakeholders through:</p> <ul style="list-style-type: none">• annual report prepared and issued to shareholders;• quarterly announcements containing a summary of the financial information and affairs of the Group disclosed on Bursa Securities' website;• public announcements on price sensitive information released via Bursa Securities' website;• press releases on major developments of the Group; and• company's website. <p>The Company maintains a corporate website at www.lpglobalbhd.com which provides all relevant information about L&P and is accessible by the public. The Group has in place Investor Relations Policy which spells out guidelines and practices that it applies when communicating with shareholders and prospective investors and provides appropriate information needed to make well-informed investment decisions.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the company, its policies on governance, the environment and social responsibility.

Practice 12.2

Large companies are encouraged to adopt integrated reporting based on a globally recognised framework.

Application	:	Not applicable – Not a Large Company	
Explanation on application of the practice	:		
Explanation for departure	:		
		Please provide an alternative practice and explain how the alternative practice meets the intended outcome.	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:	The Company would consider adopting integrated reporting if the Board opined that the benefits arising from the adoption of integrated reporting outweigh the related costs.	
Timeframe	:	Choose an item.	

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.1

Notice for an Annual General Meeting should be given to the shareholders at least 28 days prior to the meeting.

Application	:	Applied	
Explanation on application of the practice	:	The forthcoming AGM will be the 2nd AGM of the Company. In line with good CG practice, the notice of the forthcoming 2nd AGM (“Notice of AGM”) will be issued on 28 April 2023, which is more than 28 days prior to the AGM to provide the shareholders sufficient time to consider the proposed resolutions that will be discussed and decided at the 2nd AGM.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.2

All directors attend General Meetings. The Chair of the Audit, Nominating, Risk Management and other committees provide meaningful response to questions addressed to them.

Application	:	Applied	
Explanation on application of the practice	:	<p>All Directors including Chairman of the Board and the respective Chairman of the Board Committees, the CEO and other KSM will be present at the forthcoming 2nd AGM to answer any questions put to them and address concerns from shareholders. The external auditors are also present to address any shareholders' queries about the conduct of audit and the preparation and content of the auditors' reports.</p> <p>The Chairman will provide appropriate and sufficient time and encourage shareholders to raise questions, express opinions and give suggestions about the issues throughout the entire meeting.</p> <p>The Board members and KSM will endeavour to respond to relevant questions addressed to them during the forthcoming 2nd AGM.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.3

Listed companies should leverage technology to facilitate–

- voting including voting in absentia; and
- remote shareholders’ participation at general meetings.

Listed companies should also take the necessary steps to ensure good cyber hygiene practices are in place including data privacy and security to prevent cyber threats.

Application	:	Applied	
Explanation on application of the practice	:	To have greater transparency, accuracy and efficiency in the voting process, the Company will be adopting the system of e-voting by poll at the forthcoming 2nd AGM. An independent scrutineer will be appointed to validate the votes cast and results of each resolution put to vote are announced at the meeting. An Announcement detailing the results, including the total number of votes cast for and against each resolution and the respective percentages will be announced via Bursa Securities’ website after the conclusion of the AGM.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.4

The Chairman of the board should ensure that general meetings support meaningful engagement between the board, senior management and shareholders. The engagement should be interactive and include robust discussion on among others the company’s financial and non-financial performance as well as the company’s long-term strategies. Shareholders should also be provided with sufficient opportunity to pose questions during the general meeting and all the questions should receive a meaningful response.

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board regards its AGM or other general meetings as an opportunity to communicate directly with shareholders and endeavor to encourage shareholders to participate in these meetings.</p> <p>The forthcoming AGM represents the principal forum for dialogue and interaction with shareholders. The CEO and Chief Financial Officer (“CFO”) will give a detailed presentation of the Group’s business overview and financial performance for the financial year ended 31 December 2022.</p> <p>All Directors including Chairman of the Board and the respective Chairman of the Board Committees, the CEO and other KSM will be present to answer any questions put to them and address concerns from shareholders. The external auditors are also present to address any shareholders’ queries about the conduct of audit and the preparation and content of the auditors’ reports.</p> <p>The Chairman will provide appropriate and sufficient time and encourage shareholders to raise questions, express opinions and give suggestions about the issues throughout the entire meeting.</p> <p>The Board members and KSM will endeavour to respond to relevant questions addressed to them during the forthcoming 2nd AGM.</p>
Explanation for departure	:	

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.

Measure	:		
Timeframe	:		

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.5

The board must ensure that the conduct of a virtual general meeting (fully virtual or hybrid) support meaningful engagement between the board, senior management and shareholders. This includes having in place the required infrastructure and tools to support among others, a smooth broadcast of the general meeting and interactive participation by shareholders. Questions posed by shareholders should be made visible to all meeting participants during the meeting itself.

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.

Application	:	Not applicable – only physical general meetings were conducted in the financial year	
Explanation on application of the practice	:		
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.6

Minutes of the general meeting should be circulated to shareholders no later than 30 business days after the general meeting.

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>	
Application	: Applied
Explanation on application of the practice	: The minutes of the forthcoming AGM will be announced and posted on Bursa Securities' website within 30 business days from the meeting.
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure	:
Timeframe	:

**SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PURSUANT
CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA**

Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.

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