




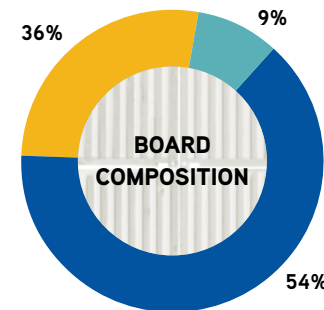


## THE BOARD AT A GLANCE

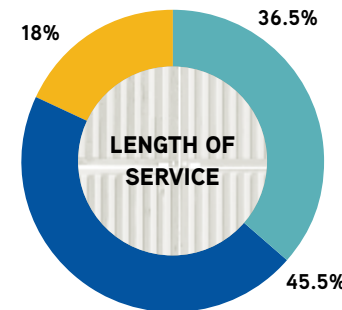
<p>Non-Independent Non-Executive Chairman</p>  <p><b>DATO' ABDUL MUTALIB BIN ALIAS</b></p>	<p>Non-Independent Non-Executive Director</p>  <p><b>DATUK JOHAN BIN MAHMOOD @ JOHAN MAHMOOD MERICAN</b></p>	<p>Non-Independent Non-Executive Director</p>  <p><b>DATO SRI FONG JOO CHUNG</b></p>
<p>Non-Independent Non-Executive Director</p>  <p><b>TAN SRI DATUK AMAR MOHAMAD MORSHIDI BIN ABDUL GHANI</b></p>	<p>Non-Independent Non-Executive Director</p>  <p><b>PUAN HASMAWATI BINTI SAPAWI</b></p>	

### OUR BOARD

The roles, responsibilities, composition, procedures and evaluation of the Executive Committee are described in detail in the Charter.







- Non-Independent Non-Executive Chairman – 1
- Non-Independent Non-Executive Director – 6
- Independent Non-Executive Director – 4



- Less than 5 years – 4
- 5 to 10 years – 5
- More than 10 years – 2

## THE BOARD AT A GLANCE

<p>Non-Independent Non-Executive Director</p>  <p><b>DATUK NASARUDIN BIN MD IDRIS</b></p>	<p>Independent Non-Executive Director</p>  <p><b>DATO' SRI MOHAMED KHALID BIN YUSUF @ YUSUP</b></p>	<p>Independent Non-Executive Director</p>  <p><b>DATUK NOZIRAH BINTI BAHARI</b></p>
<p>Non-Independent Non-Executive Director</p>  <p><b>ENCIK MOHAMED SYAZWAN BIN ABDULLAH @ LAGA</b></p>	<p>Independent Non-Executive Director</p>  <p><b>DATUK (DR.) YASMIN BINTI MAHMOOD</b></p>	<p>Independent Non-Executive Director</p>  <p><b>(DR.) SALIHIN BIN ABANG</b></p>

### DECLARATION BY THE BOARD:

- Family relationship with any Director and/or Major Shareholder of Bintulu Port Holdings Berhad: None of the Directors has any family relationship with any Director and/or Major Shareholder of Bintulu Port Holdings Berhad.
- Conflicts of interest with Bintulu Port Holdings Berhad: Save as disclosed below, none of the Directors has any conflict of interest with Bintulu Port Holdings Berhad.
- Conviction for offences, other than traffic offenses, within the past five years and any public sanction or penalty imposed by the relevant regulatory bodies during the Financial Year under review: Other than traffic offences, none of the Directors has been convicted of any offences within the past five years nor has been imposed any public sanction or penalty by the relevant regulatory bodies during the Financial Year under review.

## WHO GOVERNS US

### COMMITTEE MEMBERSHIP KEY:

**Chairman** **Member** **AC** Audit Committee **RC** Risk Committee **NRC** Nomination and Remuneration Committee **FIC** Finance and Investment Committee

### DATO' ABDUL MUTALIB BIN ALIAS

Non-Independent Non-Executive Chairman  
- Chairman, Bintulu Port Holdings Berhad

**Chairman**



Dato' Abdul Mutalib Bin Alias was appointed as Non-Independent Non-Executive Chairman on 1 May 2021.

#### QUALIFICATIONS

- Bachelor of Science (Hons) in Accounting, Northern Illinois University, DeKalb, Illinois, USA, 1983
- Master in Business Administration (MBA), Governors State University, University Park, Illinois, USA, 1985

#### CAREER EXPERIENCE

- 2013-2019: Chief Executive Officer, PR1MA Corporation Malaysia
- 2012-2013: Chief Executive Officer, PR1MA Berhad
- 2009-2011: Special Officer to the Minister of Works, Ministry of Works Malaysia
- 2004-2008: Political Secretary to the Minister of Science, Technology & Innovation, Ministry of Science, Technology & Innovation Malaysia
- 2000-2004: Political Secretary to the Minister of Finance, Ministry of Finance Malaysia
- 1994-2000: Vice President, Investment Banking, Chase Manhattan Bank (M) Sdn. Bhd.
- 1985-1994, Various positions, Chase Manhattan Bank (M) Sdn. Bhd.

#### OTHER DIRECTORSHIPS

Public companies:

- Nil

## WHO GOVERNS US

### DATUK JOHAN BIN MAHMOOD @ JOHAN MAHMOOD MERICAN

Non-Independent Non-Executive Director  
- Board Member, Bintulu Port Holdings Berhad  
- Board Member, Samalaju Industrial Port Sdn. Bhd.

**RC**



Datuk Johan bin Mahmood @ Johan Mahmood Merican was appointed to the Board on 1 June 2022.

#### QUALIFICATIONS

- Bachelor's Degree in Economics (First Class), Cambridge University, United Kingdom, 1994
- Associate Chartered Accountant, Institute of Chartered Accountants in England and Wales, London, 1998

#### CAREER EXPERIENCE

- 2023-Present: Secretary General of Treasury, Ministry of Finance
- 2022-2023: Deputy Secretary General of Treasury (Policy), Ministry of Finance
- 2018-2022: National Budget Director, Ministry of Finance
- 2016-2018: Deputy Director, Economic Planning Unit (EPU), Prime Minister's Department
- 2011-2016: Chief Executive Officer, Talent Corporation Malaysia Berhad

#### OTHER DIRECTORSHIPS

Listed entities:

- Nil

## WHO GOVERNS US

### COMMITTEE MEMBERSHIP KEY:

**Chairman** **Member** **AC** Audit Committee **RC** Risk Committee **NRC** Nomination and Remuneration Committee **FIC** Finance and Investment Committee

### TAN SRI DATUK AMAR MOHAMAD MORSHIDI BIN ABDUL GHANI

Non-Independent Non-Executive Director  
 - Board Member, Bintulu Port Holdings Berhad  
 - Board Member, Bintulu Port Sdn. Bhd.

**Member**



M

67



11/11

Length of Service: 8 years 3 months

Tan Sri Datuk Amar Mohamad Morshidi bin Abdul Ghani was appointed as a Non-Independent Non-Executive Director on 22 December 2014.

#### QUALIFICATIONS

- Bachelor in Economics (Statistics), Universiti Kebangsaan Malaysia, 1979
- Master of Science in Human Resource Administration, University of Scranton, Pennsylvania, USA, 1998
- Senior Executive, Fellows Program, Harvard University, USA, 2006

#### CAREER EXPERIENCE

- 2009-2019: State Secretary, Sarawak
- 2001-2009: Permanent Secretary, Ministry of Social Development and Urbanisation and Director, State Planning Unit in the Chief's Minister Department; the Deputy State Secretary, Sarawak
- 1998-2001: Senior positions in the Chief Minister's Department
- 1988-1998: Director, Kuching North City Hall
- 1980-1988: Management Executive, PETRONAS

#### OTHER DIRECTORSHIPS

- Public companies:
- Sarawak Energy Berhad

## WHO GOVERNS US

### DATO SRI FONG JOO CHUNG

Non-Independent Non-Executive Director  
 - Board Member, Bintulu Port Holdings Berhad  
 - Chairman, Bintulu Port Sdn. Bhd.

**NRC**



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73



11/11

Length of Service: 18 years 6 months

Dato Sri Fong Joo Chung was appointed as a Non-Independent Non-Executive Director on 16 September 2004.

#### QUALIFICATIONS

- Bachelor of Law (Hons), University of Bristol, United Kingdom, 1971
- Barrister-at-Law, Lincoln's Inn, London, United Kingdom, 1981

#### CAREER EXPERIENCE

- 2007-2020: State Legal Counsel, Sarawak Government
- 1992-2007: State Attorney-General, Sarawak
- 1971-1992: Advocate in private legal practice

#### OTHER DIRECTORSHIPS

- Listed entities:
- Sarawak Cable Berhad
- Public companies:
- Sarawak Energy Berhad

## WHO GOVERNS US

### COMMITTEE MEMBERSHIP KEY:

**Chairman** **Member** **AC** Audit Committee **RC** Risk Committee **NRC** Nomination and Remuneration Committee **FIC** Finance and Investment Committee

### PUAN HASMAWATI BINTI SAPAWI

Non-Independent Non-Executive Director  
 - Board Member, Bintulu Port Holdings Berhad  
 - Board Member, Samalaju Industrial Port Sdn. Bhd.

**FIC**



54  
 10/11

Length of Service: 1 year 7 months

Puan Hasmawati binti Sapawi was appointed as Non-Independent Non-Executive Director on 1 August 2021.

#### QUALIFICATIONS

- Bachelor of Arts (Hons) Economics, Concordia University, Montreal, Canada, 1992
- Master of Business Administration, Monash University, Melbourne, Australia, 1997
- Master of Environment Management Development (Development Planning), University of Malaysia Sarawak (UNIMAS), Kota Samarahan, Sarawak, 2000

#### CAREER EXPERIENCE

- 2021-present : Deputy State Financial Secretary, State Financial Secretary's Office
- 2008-2021: Director, Corporate Services & Investment, State Financial Secretary's Office
- 2007: Acting Director, Corporate Affairs Division, State Financial Secretary's Office
- 2006: Principal Assistant Secretary, Corporate Affairs Division, State Financial Secretary's Office
- 2002-2005: Senior Manager, Corporate Planning Division, Pelita Holdings Sdn. Bhd.
- 1992-2001: Economist, Investment Division, Land Custody & Development Authority (PELITA)

#### OTHER DIRECTORSHIPS

Listed entities:

- Sarawak Plantation Berhad
- Sarawak Oil Palms Berhad
- Dayang Enterprise Holdings Berhad

Public companies:

- Amanah Saham Sarawak Berhad

## WHO GOVERNS US

### DATUK NASARUDIN BIN MD IDRIS

Non-Independent Non-Executive Director  
 - Board Member, Bintulu Port Holdings Berhad  
 - Chairman, Samalaju Industrial Port Sdn. Bhd.

**FIC**



67  
 11/11

Length of Service: 12 years 7 months

Datuk Nasarudin Bin Md Idris was appointed as a Non-Independent Non-Executive Director on 26 August 2010.

#### QUALIFICATIONS

- Bachelor of Arts (Hons), University of Malaya, Malaysia, 1978
- Postgraduate Diploma in Petroleum Economics, College of Petroleum Studies, United Kingdom, 1987
- Master of Business Administration, Henley – The Management College (Brunel University), United Kingdom, 1991
- Stanford Executive Program, Stanford University, USA, 2000

#### CAREER EXPERIENCE

- 2010-2014: President and Chief Executive Officer, MISC Berhad, a subsidiary of PETRONAS
- 2004-2010: Board Member, PETRONAS
- 1978-2010: Various senior positions, PETRONAS Group

#### OTHER DIRECTORSHIPS

Listed entities:

- MISC Berhad
- Malaysian Marine and Heavy Engineering Holdings Berhad

## WHO GOVERNS US

### COMMITTEE MEMBERSHIP KEY:

**Chairman** **Member** **AC** Audit Committee **RC** Risk Committee **NRC** Nomination and Remuneration Committee **FIC** Finance and Investment Committee

### ENCIK MOHAMED SYAZWAN BIN ABDULLAH @ LAGA

Non-Independent Non-Executive Director  
 - Board Member, Bintulu Port Holdings Berhad  
 - Board Member, Bintulu Port Sdn. Bhd.

**AC**



M

59



10/11

Length of Service: 1 year 8 months

Encik Mohamed Syazwan bin Abdullah @ Laga was appointed as a Non-Independent Non-Executive Director on 1 July 2021.

#### QUALIFICATIONS

- Bachelor of Science in Chemical Engineering and Petroleum Refining, Colorado School of Mines, Golden, Colorado, USA

#### CAREER EXPERIENCE

- 2019-Present: Managing Director & Chief Executive Officer, Malaysia LNG Group of Companies
- 2017-2019: Head (Projects) – VP LNG Asset Office
- 2016-2017: Start-up Manager, PETRONAS Floating LNG Satu
- 2013-2015: Start-up Manager – Gladstone LNG, Curtis Island, Queensland, Australia
- 2011-2012: LNG Plant Supply Chain & Commissioning Advisor – Gladstone LNG, Brisbane, Australia
- 2006-2010: General Manager – Operations, Malaysia LNG Sdn. Bhd.
- 2004-2006: Senior Manager – Operations, PETRONAS Fertilizer (Kedah) Sdn. Bhd.
- 2000-2004: Production Manager – PETRONAS Ammonia Sdn. Bhd.
- 1998-1999: Commissioning & Start-up Manager (Ammonia/Methanol/Utility), PETRONAS Fertilizer (Kedah)
- 1997-1998: Manager – Urea/Offsites, Asean Bintulu Fertiliser Sdn. Bhd.

#### OTHER DIRECTORSHIPS

- Nil

## WHO GOVERNS US

### DATO' SRI MOHAMED KHALID BIN YUSUF @ YUSUP

Independent Non-Executive Director  
 - Board Member, Bintulu Port Holdings Berhad  
 - Chairman, Samalaju Industrial Port Sdn. Bhd.

**RC** **NRC**



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70



11/11

Length of Service: 8 years 2 months

Dato' Sri Mohamed Khalid bin Yusuf @ Yusup was appointed as an Independent Non-Executive Director on 1 January 2015.

#### QUALIFICATIONS

- Bachelor of Arts (Hons), University of Malaya, Malaysia, 1977
- Master of Science (Human Resources Management), University of Scranton, Pennsylvania, USA, 1993

#### CAREER EXPERIENCE

- 2021-Present: Non-Executive Director of SEDC-Gafung Sdn. Bhd.
  - downstream business activities related to petroleum products and services
- 2016-Present: Non-Executive Director of TC Megah Sdn. Bhd.
  - logistics and forwarding services
- 2016-Present: Non-Executive Director of Gafung Petroleum Sdn. Bhd.
  - supply of fuel bunkering services
- 2013-Present: Non-Executive Chairman of Misar Shipping Sdn. Bhd.
  - ships' husbanding services
- 2013-Present: Non-Executive Director of Era Tiara Sdn. Bhd.
  - logistics, transportation and wholesale trading
- 2013-Present: Executive Chairman of Setara Vista Sdn. Bhd.
  - civil and mechanical contract works
- 2012-Present: Non-Executive Director of N.B. Heavy Industries Sdn. Bhd.
  - manufacturing and assembly of heavy commercial vehicles
- 2012-2016: Executive Director of Nexgem Sdn. Bhd.
  - indirect tax consulting services
- 2012-2016: Non-Executive Non-Independent Director (2012-2014) and Non-Executive and Non-Independent Chairman (2014-2016) of SMTrack Berhad (formerly known as Smartag Solutions Bhd) – RFID track and trace technology solutions for cargo and revenue security
- 2012-2015: Senior Advisor of International Tax and Investment Centre (ITIC), Washington D.C., USA – promotion of tax, trade and investment policy reforms
- 1977-2012: Various senior management positions at the Royal Malaysian Customs Department, and retired as the Director General of Customs

#### OTHER DIRECTORSHIPS

- Nil

## WHO GOVERNS US

### COMMITTEE MEMBERSHIP KEY:

**Chairman** **Member** **AC** Audit Committee **RC** Risk Committee **NRC** Nomination and Remuneration Committee **FIC** Finance and Investment Committee

### DATUK (DR.) YASMIN BINTI MAHMOOD

Independent Non-Executive Director  
 - Board Member, Bintulu Port Holdings Berhad  
 - Board Member, Biport Bulkers Sdn. Bhd.

**AC** **RC**



F

60



10/11

Length of Service: 8 years 2 months

Datuk (Dr.) Yasmin binti Mahmood was appointed as an Independent Non-Executive Director on 1 January 2015.

#### QUALIFICATIONS

- Bachelor of Science (Computer Science and Applied Mathematics), University of New South Wales, Australia, 1983
- Honorary Doctorate in Management, UNITAR International University, 2022

#### CAREER EXPERIENCE

- Present: Chair, Board of Directors, Heriot-Watt University Malaysia
- Present: Chairman, Skymind Holdings Berhad
- 2019-Present: Chief Executive Officer, FutureReady Consulting Sdn. Bhd.
- 2019-March 2021: Chairman, POS Malaysia Berhad
- 2014-2019: Chief Executive Officer, Malaysia Digital Economy Corporation (MDEC)
- 2010-2014: Executive Director, YTL Communication Sdn. Bhd.
- 2010-2014: Director, YTL e-Solutions Berhad
- 2006-2009: Managing Director, Microsoft Malaysia Sdn. Bhd.
- 2005-2006: Regional Manager, Malaysia, Thailand and Taiwan, Dell Asia Pacific
- 1999-2005: General Manager, Dell Asia Pacific
- 1995-1999: General Manager, HP Sales Malaysia
- 1993-1995: General Manager, Dataprep Retail Sdn. Bhd.
- 1988-1993: Marketing Manager, HP Sales Malaysia

#### OTHER DIRECTORSHIPS

Listed entities:

- UMW Holdings Berhad

Public companies:

- MIDF Berhad

## WHO GOVERNS US

### DATUK NOZIRAH BINTI BAHARI

Independent Non-Executive Director  
 - Board Member, Bintulu Port Holdings Berhad  
 - Board Member, Biport Bulkers Sdn. Bhd.

**NRC**



F

67



11/11

Length of Service: 8 years 2 months

Datuk Nozirah binti Bahari was appointed as an Independent Non-Executive Director on 1 February 2016.

#### QUALIFICATIONS

- Bachelor of Social Science (Hons) in Urban Studies, University of Science Malaysia, Malaysia, 1978
- Diploma In Public Administration, National Institute of Public Administration, Malaysia, 1981
- Global Leadership Development Programme (Fall) by International Centre for Leadership in Finance (ICLIF), 2006
- Advanced Management Program, Harvard Business School, USA, 2007
- Financial Institutions Directors' Education Programme (FIDE), 2010

#### CAREER EXPERIENCE

- 2011-2015: Deputy Secretary General (Management), Ministry of Finance Malaysia
- 2011: Director of Budget Management Division, Ministry of Finance Malaysia
- 2007-2011: Undersecretary, Loan Management, Financial Market and Actuary Division, Ministry of Finance Malaysia
- 2005-2007: Deputy Undersecretary, Loan Management, Financial Market and Actuary Division, Ministry of Finance Malaysia
- 2002-2005: Deputy Undersecretary, Procurement and Supplies Division, Ministry of Finance Malaysia
- 1993-2000: Deputy Finance Officer (Treasury), Sabah, Ministry of Finance Malaysia
- 1991-1993: Director, Manpower Planning Unit (MAMPU), Prime Minister's Department Branch Office, Sabah
- 1988-1991: Principal Assistant Secretary, Planning and Policy Division, Ministry of Agriculture Malaysia
- 1985-1988: Assistant Secretary, Procurement and Supplies Division, Ministry of Health Malaysia
- 1981-1985: Assistant Secretary, Finance Division, Ministry of Finance Malaysia

#### OTHER DIRECTORSHIPS

- Nil

## WHO GOVERNS US

### COMMITTEE MEMBERSHIP KEY:

**Chairman** **Member** **AC** Audit Committee **RC** Risk Committee **NRC** Nomination and Remuneration Committee **FIC** Finance and Investment Committee

### (DR.) SALIHIN BIN ABANG

Independent Non-Executive Director

- Board Member, Bintulu Port Holdings Berhad
- Board Member, Samalaju Industrial Port Sdn. Bhd.

AC



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11/11

Length of Service: 5 years 1 month

(Dr.) Salihin bin Abang was appointed as an Independent Non-Executive Director on 1 February 2018.

#### QUALIFICATIONS

- Bachelor of Accounting (Hons), Universiti Islam Antarabangsa, Malaysia, 1997
- Master of Science in Accounting, Universiti Islam Antarabangsa, Malaysia, 2008
- ASEAN Senior Management Development Programme (SMDP), Harvard Business School, 2011
- Honorary Doctorate Degree in Management, Universiti Malaysia Terengganu (UMT), 2018
- Chartered Accountant, C.A.(M), Malaysian Institute of Accountants (MIA)
- Certified Public Accountant, CPA (M), Malaysian Institute of Certified Public Accountants (MICPA)
- Qualified Risk Director, Institute of Enterprise Risk Practitioners (IERP®)

#### CAREER EXPERIENCE

- 2023: Director, Hornbill Skyways Sdn Bhd
- 2021-Present: Independent Non-Executive Director, Chairman of Board Audit Committee, Boustead Plantation Berhad
- 2021-Present: Adjunct Professor, Faculty of Business and Economy (UNIMAS)
- 2021-Present: Member of University Risk Management Committee, IIUM
- 2019-Present: Independent Non-Executive Director, Chairman of Board Audit Committee and member of Board Risk Committee, Boustead Heavy Industries Corporation Berhad
- 2019-Present: Independent Non-Executive Director, Chairman of Board Risk Committee, member of Board Audit Committee, Remuneration Committee and Nomination Committee, G3 Global Berhad
- 2018-2022: Adjunct Professor, Tunku Puteri Intan Safinaz School of Accountancy (UUM), School of Maritime Business and Management (UMT) and Faculty of Business and Technology (UNITAR)
- 2017-2019: President, Malaysian Institute of Accountants (MIA)
- 2017-2019: Member of Board of Trustees, the Financial Reporting Foundation (FRF)
- 2002-Present: Founder and Group Managing Partner, SALIHIN Chartered Accountants

#### OTHER MEMBERSHIPS

- ASEAN Chartered Professional Accountant (ACPA)
- Fellow International Accountant, Association of International Accountants (FAIA, UK)
- Fellow Member, Chartered Tax Institute of Malaysia (FCTIM)
- Certified Financial Planner (CFP), Financial Planning Association of Malaysia (FPAM)
- Professional Member, Institute of Management Accountants (IMA, USA)

#### OTHER DIRECTORSHIPS

Listed entities:

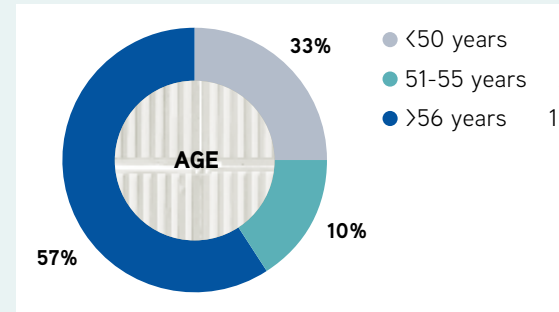
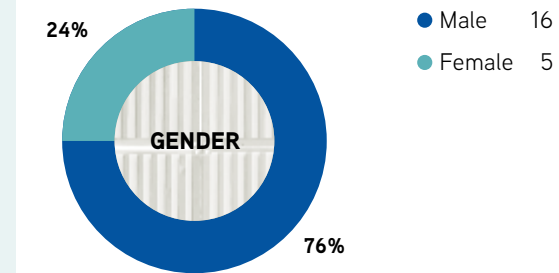
- G3 Global Berhad
- Boustead Heavy Industries Corporation Berhad
- Boustead Plantations Berhad

## WHO LEADS US

## OUR LEADERSHIP

The role, responsibilities, composition, procedures and evaluation of the Executive Committee are described in detail in the Charter.

### Management Team Composition



**BPHB** Bintulu Port Holdings Berhad

**BPSB** Bintulu Port Sdn. Bhd.

**BBSB** Biport Bulkiers Sdn. Bhd.

**SIPSB** Samalaju Industrial Port Sdn. Bhd.



### DATO MOHAMMAD MEDAN BIN ABDULLAH

Group Chief Executive Officer

M 65 **BPHB**

Dato Mohammad Medan Abdullah served as the Group Chief Executive Officer of Bintulu Port Holdings Berhad (BPHB) for the period 1 March 2017 until 28 February 2023.

#### Qualifications

- Bachelor of Law (Hons), University of Malaya, 1982
- Advanced Management Program, Wharton Business School, University of Pennsylvania, 2007

#### Career Experience

- 2013-2016: Managing Director and President (Asia Pacific), Gazprom Marketing & Trading Pte Ltd
- 2010-2013: Senior General Manager, Group Corporate Affairs Division (PETRONAS Group)
- 2007-2010: Chief Executive Officer, Malaysia LNG
- 1990-2007: Various senior positions in PETRONAS and PETRONAS Carigali
- 1988-1990: Legal Adviser, Baram Delta Operations
- 1983-1988: Legal Officer, PETRONAS Carigali Sdn Bhd
- 1982: Trainee Legal Officer, PETRONAS

#### Directorships in other public-listed/public companies

- Handal Resources Berhad
- Petroleum Sarawak Berhad (PETROS)



### RUSLAN BIN ABDUL GHANI

Group Chief Executive Officer Designate

M 56 **BPHB**

Ruslan bin Abdul Ghani was appointed as Group Chief Executive Officer Designate of Bintulu Port Holdings Berhad (BPHB) effective 1 September 2022 and subsequently as Group Chief Executive Officer, BPHB, effective 1 March 2023.

#### Qualifications

- Master of Science in Engineering Business from University of Warwick (United Kingdom), 2003

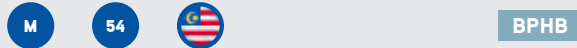
#### Career Experience

- 2021-2022: Senior General Manager, PETRONAS Carigali Sdn Bhd
- 2019-2021: Chief Executive Officer, PETRONAS Carigali (Turkmenistan) Sdn Bhd
- 2017-2018: Senior General Manager, Production and Operations Management, PETRONAS Malaysia Petroleum Management
- 2014-2017: Senior General Manager, Region Head, PETRONAS Carigali Sdn Bhd Peninsular Malaysia Operations
- 2010-2014: General Manager, Field Operations, PETRONAS Iraq Garraf Limited; Senior Manager, Production and Operations, PETRONAS Iraq Garraf Limited
- 2007-2010: Senior Manager, Production, PETRONAS Carigali Sdn Bhd Sabah Operations; Field Operation Manager, PETRONAS Carigali Sdn Bhd Sabah Operations
- 2002-2007: Offshore Installation Manager, PETRONAS Carigali Sdn Bhd Sarawak Operations; Senior Operational and Performance Improvement Executive, PETRONAS Carigali Sdn Bhd Sarawak Operations : Senior Maintenance Supervisor, PETRONAS Carigali Sdn Bhd Sarawak Operations
- 1999-2002: Senior Maintenance Supervisor, Greater Nile Petroleum Operating Company
- 1990-1999: Senior Joint Venture Engineer, PETRONAS Carigali Sdn Bhd Sarawak Operations; Senior Mechanical Engineer, PETRONAS Carigali Sdn Bhd Sarawak Operations; Senior Technical Documentation Executive, PETRONAS Carigali Sdn Bhd Sarawak Operations; Facilities/Project Engineer, PETRONAS Carigali Sdn Bhd Sarawak Operations

## WHO LEADS US

**ROSLI BIN IDRIS**

Company Secretary



Rosli bin Idris was appointed as Company Secretary of Bintulu Port Holdings Berhad (BPHB) on 1 January 2020. He is responsible for Company Secretarial functions, advising the Directors and Management pertaining to Company Secretarial matters in order to ensure compliance and good governance.

**Qualifications**

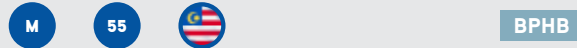
- Bachelor of Accountancy (Hons), Universiti Teknologi MARA, 1994
- Management Development Programme, Asian Institute of Management (AIM), Philippines, 2014
- Chartered Accountant of the Malaysian Institute of Accountants (MIA)

**Career Experience**

- 2014-2019: Senior Manager, Finance, Human Resource & Administration, SIPSB
- 2011-2013: Head of Finance Services, Samalaju Port Management Unit, BPSB
- 2011: Manager, Management Accounting, BPSB
- 2009-2010: Assistant Manager, Finance & Administration, IOT Management Sdn Bhd
- 2005-2008: Management Accountant, BPSB
- 1996-2004: Executive Treasury, BPSB
- 1994-1996: Project Accountant, PPES Oil & Gas Sdn Bhd

**HASMADI BIN ZAMHARI**

Senior Manager, Group Internal Audit



Hasmadi Bin Zamhari was appointed as Senior Manager, Group Internal Audit of Bintulu Port Holdings Berhad (BPHB) effective 3 January 2023. He is responsible for providing independent and objective assurance reviews to the Board of Directors, Audit Committee and Management that the company's risk management, governance and internal control are operating effectively.

**Qualifications**

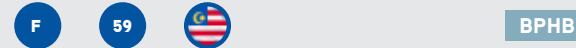
- Bachelor of Arts (Hons) in Accountancy, The University of Bolton, UK, 2004
- Part qualified Association of Chartered Certified Accountants (ACCA) Professional Qualification – Pt II

**Career Experience**

- 2019-2021: Finance Manager, Operation Services, PETRONAS Carigali Sdn Bhd, Sarawak Oil Operations
- 2018: Senior Executive, Gas Billing, PETRONAS Carigali Sdn Bhd, Sarawak Gas Operations
- 2017-2018: Senior Accountant, Joint Interest Billing & Cost Allocation, DAR Petroleum Operating Company, South Sudan
- 2014-2017: Executive, Budget & Performance Reporting, PETRONAS Carigali Nile Ltd, Country Office
- 2014: Executive, Budget & Performance Reporting – OPEX, PETRONAS Carigali Sdn Bhd, Sarawak Operations
- 2013: Executive, Budget & Performance Reporting – CAPEX, PETRONAS Carigali Sdn Bhd, Sarawak Operations
- 2008-2013: Executive, Budget & Performance Reporting – Operation Services, PETRONAS Carigali Sdn Bhd, Sarawak Operations
- 1999-2008: Account Supervisor II, Finance & Accounts Department, PETRONAS Carigali Sdn Bhd, Sarawak Operations
- 1996-1999: Senior Budget Clerk (OPEX), Finance & Accounts Department, PETRONAS Carigali Sdn Bhd, Sarawak Operations
- 1995-1996: Accounts Clerk, Fixed Assets/Project Accounting, PETRONAS Carigali Sdn Bhd, Baram Delta Operations
- 1993-1995: Senior Budget Clerk (CAPEX), PETRONAS Carigali Sdn Bhd, Baram Delta Operations
- 1989-1993: Account Supervisor, General Ledger, PETRONAS Carigali Sdn Bhd, Baram Delta Operations

**DAIANA LUNA SUIP**

Group Chief Financial Officer



Daiana Luna Suip assumed the position of Group Chief Financial Officer of Bintulu Port Holdings Berhad (BPHB) on 29 November 2021. She is responsible for all financial, accounting, investor relations and investment issues relating to the Group and also provides strategic and operational support to Management.

**Qualifications**

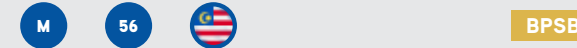
- Advanced Diploma in Accountancy, Institut Teknologi MARA, 1990
- Management Development Programme, Asian Institute of Management (AIM), Philippines, 2012
- Master of Business Administration, University of Sunderland, 2018
- Chartered Accountant of the Malaysian Institute of Accountants (MIA)

**Career Experience**

- 2016-2021: General Manager, Group Finance, BPHB
- 2014-2016: Assistant General Manager, Group Finance, BPHB
- 2011-2013: Senior Manager, Finance Division, BPSB
- 2008-2011: Manager, Group Accounts, BPSB
- 2006-2008: Manager, Financial Accounting, BPSB
- 1994-2006: Financial Accountant and Group Accountant, BPSB
- 1993-1994: Audit Executive, BPSB
- 1991-1993: Audit Assistant, Arthur Andersen

**MATSHALLEH BIN MOHAMAD ETLI**

Chief Operating Officer



Matshalleh bin Mohamad EtlI assumed the position of Chief Operating Officer of Bintulu Port Sdn Bhd (BPSB) on 1 January 2022 and is responsible for the day-to-day operations of BPSB. He reports directly to the Group Chief Executive Officer.

**Qualifications**

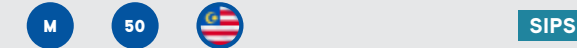
- Bachelor of Science in Housing, Building and Planning, Universiti Sains Malaysia, 1990
- Management Development Programme, Asian Institute of Management (AIM), Philippines, 2012

**Career Experience**

- 2016-2021: Chief Operating Officer, SIPSB
- 2014-2016: Acting Chief Operating Officer, SIPSB
- 2011-2014: Head, Operations and Stakeholders Relations, Samalaju Industrial Port Sdn Bhd
- 1993-2009: Various positions in BPSB
- 1991-1993: Fire Superintendent, BPA

**EIZAM BIN ISMAIL**

Chief Operating Officer



Eizam bin Ismail assumed the position of Chief Operating Officer of Samalaju Industrial Port Sdn Bhd (SIPSB) on 1 January 2022. He is responsible by providing leadership and direction for the implementation and management of strategies for SIPSB's business, project planning as well as day to day operations. He reports directly to the Group Chief Executive Officer.

**Qualifications**

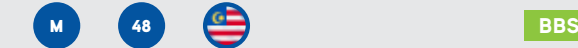
- Bachelor of Business Administration in Transport, Universiti Teknologi MARA, 1996
- Management Development Programme, Asian Institute of Management (AIM), Philippines, 2015

**Career Experience**

- 2018-2021: General Manager, Group Corporate Planning & Development, BPHB
- 2012-2018: Manager, Marketing & Customer Service, BPSB; then Senior Manager, Corporate Planning, BPHB
- 2002-2012: Executive, Corporate Marketing (under the Chief Executive Officer's Office), Executive, Marketing & Business Development and Executive, Marketing (Containerised) in the Corporate Development Division, BPSB
- 1999-2002: Associate Consultant on various port and shipping consultancy projects in Southeast Asia

**WAN MOHAMAD ZAIDI BIN WAN KADIR**

Acting Chief Operating Officer



Wan Mohamad Zaidi bin Wan Kadir assumed the position of Acting Chief Operating Officer of Biport Bulkers Sdn. Bhd. (BBSB) on 1 January 2022. He is responsible for the implementation and management of the strategies for BBSB's business. He reports directly to the Group Chief Executive Officer.

**Qualifications**

- Bachelor of Science (Hons) in Industrial Chemistry, Universiti Malaysia Sabah, 1999
- Associate Member of Institut Kimia Malaysia since 2004
- Leadership Principles by Harvard Business School, 2021

**Career Experience**

- 2018-2021: Senior Manager, Operation Division, BBSB
- 2013-2018: Manager, Operation Division, BBSB
- 2005-2013: Chemist, Laboratories, BBSB
- 2004: Chemist, BPSB
- 2000-2004: Chemist Surveyor, ITS Testing Services (M) Sdn. Bhd.

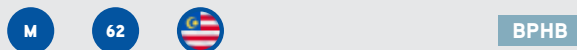
## WHO LEADS US



## WHO LEADS US

**SULAIMAN BIN BUJANG AWI**

Project Director



BPHB

Sulaiman Bin Bujang Awi was appointed as Project Director of Bintulu Port Holdings Berhad (BPHB) effective 1 December 2022. He is responsible for overseeing the Project Development Plan (PDP) and other major improvement projects in the BPHB Group of Companies.

**Qualifications**

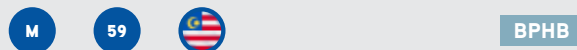
- International Project Management Certification, University of Melbourne, Australia, 2013
- Diploma in Business Management, Institut Teknologi MARA, 1987

**Career Experience**

- 2021-2022: Chief Operating Officer, Selpump Machineries Sdn Bhd
- 2017-2021: Chief Financial Officer, Smart Tech Tank (STT) Sdn Bhd
- 2014-2016: Senior General Manager, Business Continuity Management (BCM), Group Risk Management, PETRONAS
- 2012-2013: General Manager, Shared Materials & Services Organization (SMSO), Group Supply Chain Management Division, Kerteh East Coast Region Operations, Terengganu
- 2009-2012: General Manager, Supply Chain Management Department, PETRONAS Carigali Iraq Holding BV, Garraf Operations, Dubai, United Arab Emirates
- 2007-2009: Senior Manager, Materials Management & Logistics, PETRONAS Carigali Sdn Bhd
- 2004-2007: Project Manager/Logistics Manager, PETRONAS Carigali Ethiopia Operations
- 2003-2004: Planning Manager, Development Division, PETRONAS Carigali Sdn Bhd, PETRONAS Twin Towers, KLCC
- 1999-2003: Head, Materials & Logistics, PETRONAS Carigali Sudan Operations
- 1999: Head, Admin & Public Affairs, PETRONAS Carigali Sarawak Operations
- 1996-1999: Senior Contracts Analyst, Petroleum Management Unit, Miri
- 1993-1996: Head, Malaysianization Unit, Petroleum Management Unit, Miri
- 1988-1992: Management Executive, Finance Department, Exploration & Production, PETRONAS Miri

**BAHARIN BIN OSMAN**

General Manager, Group Procurement



BPHB

Baharin Bin Osman was appointed as General Manager, Group Procurement of Bintulu Port Holdings Berhad (BPHB) effective 5 January 2023. He is responsible for Procurement Management activities and the implementation of appropriate cost control on procurement to achieve corporate performance objectives and maximise the Group's profitability.

**Qualifications**

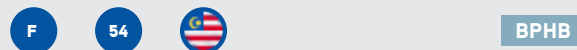
- Bachelor of Science (Mechanical Engineering), Universiti Kebangsaan Malaysia, 1989

**Career Experience**

- 2020-2021: General Manager, Group Procurement for PETRONAS Sarawak Asset, Downstream & Upstream subsidiaries
- 2017-2019: General Manager, Group Procurement for PETRONAS Sarawak, Sabah & Labuan Assets, Downstream subsidiaries
- 2016-2017: Head of Central Engineering, Malaysia LNG Sdn Bhd
- 2011-2016: Head of Engineering, PETRONAS Train 9 LNG Project
- 2009-2011: Head of Engineering, MLNG Dua Debottlenecking Project
- 2008-2009: Senior Manager, Mechanical Division, Malaysia LNG Sdn Bhd
- 2006-2008: Manager, Field Maintenance, Malaysia LNG Sdn Bhd
- 2003-2005: Head, Turbo Machinery Department, Contract Holder for Long Term Service Agreement with GE with contract value of USD120 million
- 1999-2003: Senior Engineer, Malaysia LNG Tiga Project, including as Resident Engineer in Florence, Italy (1999-2002) managing Rotating Equipment packages at General Electric (GE) office
- 1989-1998: Holdings various positions as Engineer/Senior Engineer in Malaysia LNG Sdn Bhd

**DAYANG FAIZAH BINTI AWANG BUJANG**

General Manager, Group Legal Counsel



BPHB

Dayang Faizah binti Awang Bujang assumed the position of General Manager, Group Legal Counsel of BPHB on 23 August 2017. She is responsible for the formulation, management and implementation of Group-wide legal strategies, advice and services.

**Qualifications**

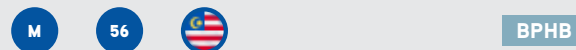
- Bachelor of Laws (Hons), International Islamic University, Malaysia, 1992
- Management Development Programme, Asian Institute of Management (AIM), Philippines, 2012

**Career Experience**

- 2014-2017: Acting Assistant General Manager, Legal; then Acting General Manager, Legal before becoming General Manager, Group Legal Counsel
- 2010-2014: Manager, Legal; then Acting Senior Manager, Legal, BPSB
- 1993-2010: Legal Executive and Executive, Contract Management; then Manager, Contract Management, BPSB
- 1992-1993: Underwent pupillage with Messrs. Jaini Mardi & Associates, Bintulu, Sarawak and admitted as an Advocate & Solicitor in the High Court of Sabah and Sarawak

**SAFUAN BIN YAK JAMAIN**

General Manager, Group Maintenance &amp; Reliability



BPHB

Safuan Bin Yak Jamain was appointed as General Manager, Group Maintenance & Reliability of Bintulu Port Holdings Berhad (BPHB) effective 1 December 2022. He is responsible for the development of comprehensive maintenance philosophy, strategy and procedures, and drives the full implementation of the Maintenance Management System (MMS) in the BPHB Group of Companies.

**Qualifications**

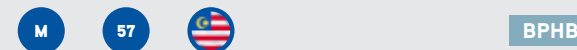
- Bachelor of Electrical Engineering, Clarkson University, Potsdam, New York, USA, 1989

**Career Experience**

- 2018-2021: Senior Manager, Reliability Management, PETRONAS Carigali, Sarawak Oil
- 2015-2018: Manager, Reliability & Integrity Assurance, PETRONAS Carigali, Garraf Operations, Republic of Iraq
- 2007-2015: Manager, Planning & Control, PETRONAS Carigali, Sabah Operations; Manager, Maintenance Strategy & Planning, PETRONAS Carigali, Sabah Operations
- 1999-2007: Operations Executive, PETRONAS Dagangan; Technical Services Engineer, PETRONAS Dagangan
- 1991-1999: Instrument & Systems Engineer, PETRONAS Carigali, Baram Delta Operations
- 1990-1991: Control Engineer, Sarawak Electricity Supply Corporation

**RAMZI BIN SHAFIEE**

General Manager, Group Information Technology



BPHB

Ramzi bin Shafiee assumed the position of General Manager, Group Information Technology of BPHB on 1 January 2023. He is responsible for the implementation of Group-wide IT strategies, as well as for providing advice and services relating to IT systems and support.

**Qualifications**

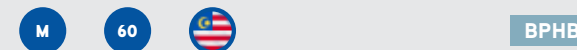
- Bachelor of Applied Science (Hons) (Mathematical Calculation & Computer Aided Geometry Design - CAGD), Universiti Sains Malaysia, 1992
- Leadership Principles by Harvard Business School, 2021

**Career Experience**

- 2021-2022: Acting General Manager, Group Information Technology
- 2019-2020: Senior Manager, Operation Application System
- 2019: Acting Senior Manager, Operation Application System
- 2017-2018: Acting Senior Manager, Network & Infrastructure
- 2015-2017: Manager, Network & Infrastructure
- 2013-2015: Head, Information Technology
- 2009-2013: Manager, Network & Infrastructure
- 1993-2009: System Analyst

**ABDANI BIN ABDUL GAFOR**

General Manager, Group Health, Safety &amp; Environment



BPHB

Abdani bin Abdul Gafor assumed the position of General Manager, Group Health, Safety & Environment of BPHB on 23 August 2017. He is responsible for the effective HSE management of the Group and maintaining workplace safety and health systems.

**Qualifications**

- Bachelor of Engineering, University of Tasmania, 1989
- Master of Business Administration, Heriot-Watt University, 1999
- Management Development Programme, Asian Institute of Management (AIM), Philippines, 2011

**Career Experience**

- 2008-2017: Manager, Safety & Emergency; then Senior Manager, Health, Safety & Environment, BPSB
- 1993-2008: Electrical Engineer, Technical Services Division; then Manager, Safety & Emergency and Manager, Mechanical & Electrical, Technical Services Division, BPSB
- 1991-1992: Electrical Engineer, BPA

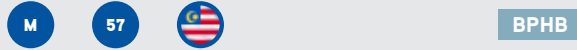
## WHO LEADS US

## WHO LEADS US



### IKUM ANAK USAT

General Manager, Group Business Performance



BPHB

Ikum Anak Usat was appointed as General Manager, Group Business Performance of Bintulu Port Holdings Berhad (BPHB) effective 3 January 2023. He is responsible for analysing the Group's operational performance and the management of the Group's business performance in supporting the Group's strategies and objectives.

#### Qualifications

- Bachelor in Mechanical Engineering, Institut Teknologi MARA, 1989

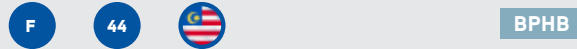
#### Career Experience

- 2021-2018: Field Manager, NC3/NC8/Kasawari (Senior Manager), Production Department, Sarawak Gas Operation, PETRONAS Carigali Sdn. Bhd.
- 2017-2018: Head Operation Planning (Senior Manager), Production Department, PETRONAS Carigali Hess Sdn. Bhd.
- 2010-2016: Head Operation Planning (Senior Manager), Production Department, PETRONAS Carigali Iraq Holding BV
- 2007-2010: Offshore Installation Manager (Platform Superintendent), Production Department, Sarawak Operation, PETRONAS Carigali Sdn. Bhd.
- 2006-2007: Head, Production Planning (Manager), Production Department, Sarawak Operation, PETRONAS Carigali Sdn. Bhd.
- 2005-2006: Manager, Asset Planning, North Asset Department, Sarawak Operation, PETRONAS Carigali Sdn. Bhd.
- 2003-2005: Planning Manager, Project Management, PETRONAS Carigali Sdn. Bhd.
- 1999-2003: Senior Planner, Greater Nile Petroleum Operating Co. Ltd (GNPOC)
- 1998-1999: Head of Integrated Operation Planning, PETRONAS Carigali Sdn. Bhd., Sarawak Operation (SKO)
- 1997-1999: Senior Integrated Operation Planning, PETRONAS Carigali Sdn. Bhd., Sarawak Operation (SKO)
- 1995-1997: Integrated Production Planner, PETRONAS Carigali Sdn. Bhd., Sarawak Operation (SKO)
- 1992-1995: Production Planner, PETRONAS Carigali Sdn. Bhd., Sarawak Operation (SKO)
- 1991-1992: System Data Engineer, PETRONAS Carigali Sdn. Bhd., Sarawak Operation (SKO)
- 1991: Process/Mechanical Engineer, PETRONAS Gas Sdn. Bhd.



### ESTHER LU NOI YAN

Acting General Manager, Group Corporate Planning and Development



BPHB

Esther Lu Noi Yan assumed the position of Acting General Manager, Group Corporate Planning & Development on 1 January 2022. She is responsible for the implementation of Group-wide strategies and plans on business development, enterprise risk management and marketing functions.

#### Qualifications

- Bachelor of Science (Major in Chemistry and Biology) Campbell University, Buies Creek North Carolina, U.S.A. (Tunku Abdul Rahman University College), 2002
- Leadership Principles by Harvard Business School, 2022

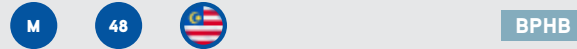
#### Career Experience

- 2019-2021: Senior Manager, Marketing & Customer Services, Group Corporate Planning & Development, BPHB
- 2015-2019: Manager, Marketing & Customer Services, Group Corporate Planning & Development, BPHB
- 2008-2015: Executive, Customer Services, Corporate Planning & Development Division, BPSB
- 2007-2008: Shipping Executive, Destiny Shipping Agencies, Sdn. Bhd
- 2004-2007: Senior Recruitment Consultant/Branch Manager, Agensi Pekerjaan GMP (M) Sdn. Bhd. & Agensi Bright Prospect Sdn. Bhd.
- 2002-2004: Quality Assurance Analyst, Glaxo Smith Kline Consumer Healthcare Sdn. Bhd.



### HERWAN BIN RAMELAN

Acting General Manager, Group Human Resources Management



BPHB

Herwan bin Ramelan assumed the position of Acting General Manager, Group Human Resource Management effective 8 August 2022. He formulates, plans, implements and manages the development and implementation of Group-wide human capital strategies and ensures the effective and efficient administration of and compliance with these strategies.

#### Qualifications

- Bachelor of Science (Human Resource Development), Universiti Malaysia Sarawak (UNIMAS), 1999

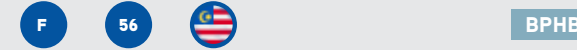
#### Career Experience

- 2016-2022: Manager, Performance, Group Human Resource Management, BPHB
- 2014: Assistant Manager, Organisational Development, Human Resource Management Division, BPSB
- 2012: Executive, HR Planning, Human Resource Management Division, BPSB
- 2003: Senior Executive, Human Resource, Sarawak Forestry Corporation Sdn. Bhd.
- 2000: Research Assistant, UNIMAS



### MASLIYAH BINTI HJ. TIOH

Senior Manager, Group Corporate Services



BPHB

Masliyah binti Hj. Tioh assumed the position of Senior Manager, Group Corporate Services of BPHB on 1 January 2015. She is responsible for the overall corporate services of the Group, including internal and external communications, especially public and government relations. In this capacity, she is responsible for creating and communicating a favourable public image of the Group through media campaigns designed to reach consumers, employees, customers, government agencies and other stakeholders. She is also responsible for overseeing office management services.

#### Qualifications

- Bachelor of Arts (Hons) in Mass Communication, Universiti Kebangsaan Malaysia, 1990
- Management Development Programme, Asian Institute of Management (AIM), Philippines, 2013

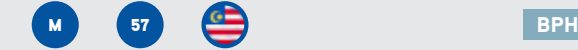
#### Career Experience

- 2007-2014: Manager, Performance and Rewards; then Senior Manager, Performance and Rewards, BPHB
- 1993-2006: Executive, Public Affairs; then Manager, Personnel and Payroll in the Human Resource Management Division, Manager, Commercial in the Finance Division and Manager, Remuneration & Benefits, BPSB
- 1991-1992: Executive, Public Relations, BPA



### SUPT./AP ELVIS TULU AYU

Senior Manager, Group Security



BPHB

Superintendent/AP Elvis Tulu Ayu assumed the position of Senior Manager, Group Security, on 1 March 2015. He is responsible to oversee and manages the close coordination of all functions that are concerned with security and continuity within the Group by addressing security uncertainties in achieving the Groups objectives. His responsibility also include to develop and implement security strategies and plans to comply with international and national security regulations and to establish an environment in which trade may be conducted with reasonably assurance of being unencumbered by criminal/terrorist activity.

#### Qualifications

- Diploma in Accountancy, Institute Technology MARA, 1987
- Attended 09 months Regular Police Inspector Training at Pusat Latihan Polis (PULAPOL) Kuala Lumpur, 1992
- Bachelor of Arts in Business Administration, Bolton Institute, United Kingdom, 2004
- Management Development Program, Asian Institute of Management (AIM), Philippines, 2013

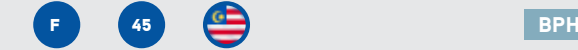
#### Career Experience

- 2015-Present: Senior Manager, Group Security, BPHB (covering BPSB, BBSB and SIPSB)
- 2014-2015: Manager, Warehousing, Cargo Handling Division, BPSB
- 2011-2012: Acting Senior Manager, HSE, BPSB
- 2002-2013: Manager, Security, BPSB
- 1998-2001: Executive, Fire, Emergency Services and Security
- 1993-1997: Executive, Security, BPSB
- 1988-1991: Auxiliary Police Inspector, BPA
- 1987-1988: Teaching at Pending Secondary School, Kuching



### LENNYWATI BINTI BUJANG MASLI

Manager, Group Sustainability



BPHB

Lennywati Bujang Masli assumed the position as Manager, Corporate Sustainability, Group Sustainability on 1 February 2023. She is responsible for developing and overseeing the implementation of the Group's sustainability strategy and initiatives. It includes identifying areas to improve environmental, social and governance performance and developing plans to address those areas.

#### Qualifications

- Diploma in Business Studies, Institut Teknologi MARA, 1998
- Bachelor of Economics and Business (Hons) in Industrial Economics and Organization, Universiti Malaysia Sarawak (UNIMAS), 2001

#### Career Experience

- 2021-2023: Manager, Corporate Sustainability, Group Health, Safety and Environment, BPHB
- 2018-2021: Manager, Corporate Sustainability, Group Corporate Planning Division, BPHB
- 2016-2018: Senior Executive, Public Affairs & Investor Relations, Group Corporate Services, BPHB
- 2011-2016: Senior Executive, Investor Relations, Company Secretary Division, BPHB
- 2008-2011: Education Counsellor, IDP Education Pty Ltd
- 2005-2008: Executive, Corporate Communication and Planning, Amanah Saham Sarawak (ASSAR) Bhd
- 2003-2005: Banquet Sales Coordinator, Merdeka Palace Hotel & Suites
- 2002-2003: Full-time Lecturer, SEGi College Sarawak

## WHO LEADS US

## WHO LEADS US



### MUHAMMAD HAFIZ MOHD NOOR

Manager, Compliance & Integrity, Group Integrity & Compliance



BPHB

Muhammad Hafiz Bin Mohd Noor assumed the position as Manager, Compliance & Integrity, Group Integrity & Compliance and Integrity on 1 October 2021.

#### Qualifications

- Bachelor of Laws with Honours, International Islamic University Malaysia (IIUM), 2008

#### Career Experience

- 2020-2021: Deputy Public Prosecutor, Attorney General Chambers, Malaysia
- 2019-2020: Director, Sarawak Legal Aid Department
- 2013-2019: Magistrate and Senior Assistant Registrar, Bintulu Court, Sarawak
- 2011-2013: Magistrate, Magistrate Court, Kota Bharu, Kelantan
- 2009-2011: Magistrate, Magistrate Court, Kuala Pilah, Negeri Sembilan
- 2008-2009: Senior Assistant Registrar (Appellate Jurisdiction) High Court, Kuala Lumpur

### APPRECIATION TO OUTGOING MANAGEMENT:



### AZMEL KHAN ASGHAR KHAN

General Manager, Group Human Resources Management



BPHB

**Date of appointment:**  
23 August 2017

**Date of retirement:**  
07 August 2022



### MOHAMAD YACOP BIN MOHAMAD JUNIT

Senior Manager, Group Internal Audit



BPHB

**Date of appointment:**  
1 March 2018

**Date of retirement:**  
31 December 2022

Additional Information on Our Management Team:

- None of the members of our Management Team has any family relationship with any Director and/or Major Shareholder of Bintulu Port Holdings Berhad.
- None of the members of our Management Team has any conflict of interest with Bintulu Port Holdings Berhad.
- None of the members of our Management Team has been convicted of any offences (save for minor traffic offences) within the past five years, nor has been imposed any public sanction or penalty by the relevant regulatory bodies during the Financial Year under review.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

# INTRODUCTION FROM THE CHAIR

Dear stakeholders,

“

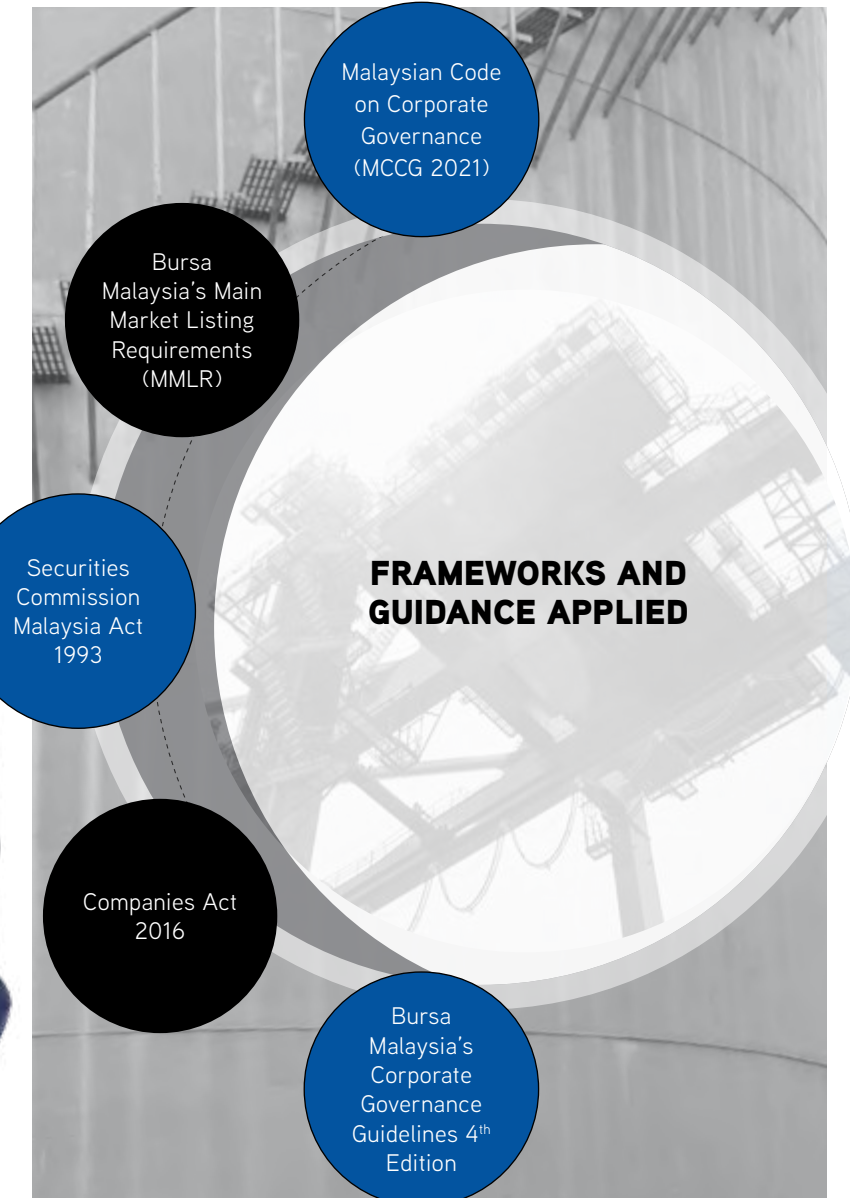
I am pleased to present the Corporate Governance Overview Statement for the year, in which we describe our governance processes, how the Board discharged its responsibilities and provide details on the Board's operations. We are committed to fostering an effective governance framework through policies and procedures that support the Group's core values and underpin our ability to set the Group's overall strategic direction.

”

During the year, we enhanced our governance processes to reflect the new MCCG 2021 guidance. This included enhancing disclosure controls and procedures and updating our terms of reference for Board Committees. Environmental, social and governance (“ESG”) considerations impact everything we do and our goal is for the Group to be a socially and environmentally responsible organisation, with strong governance at the core of how we operate. This section together with the Corporate Governance Report 2022 and the reports from the Audit, Risk and Nomination and Remuneration Committees, provides a description of how the Group has applied the main principles of MCCG 2021 and complied with the relevant provisions.

**DATO' ABDUL MUTALIB BIN ALIAS**

Chairman




## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### LEADERSHIP

The Board's primary role is to ensure the Group's long-term, sustainable success by setting the Group's strategic direction, ensuring that strategy is aligned with its purpose and culture, and promoting and protecting our interests for the benefit of all our stakeholders. The Group's governance framework supports the Board in the delivery of the Group's strategy and long-term sustainable success in various ways, as detailed in the following pages. Our Non-Executive Directors play an essential role in this by holding the Management Team to account, ensuring that appropriate progress implementing strategy is being made and that their behaviours and decisions are supportive of the Group's culture and values.

#### This section details:

- The structure and composition of the Board and its Committees;
- How responsibilities are divided among the Board, its Committees and individual Directors;
- The main activities of the Board in FY2022; and
- The recruitment and induction process for new Directors.


 For more information please refer to pages 79 to 81.

### EFFECTIVENESS

The effective working of the Board is crucial to the long-term prospects and strategic aims of the Group. This is achieved through strong and open working relationships between the Directors and, in particular, the Chairman and Group Chief Executive Officer, whose roles are agreed and set out in writing.

#### This section details:

- The process of conducting the Board and Directors Effectiveness Evaluation (BDEE) and Individual Directors Evaluation (IDE) for FY2022.


 For more information please refer to pages 82 to 84.

### ACCOUNTABILITY

We maintained oversight of the Group's financial reporting processes by reviewing the application of financial and accounting policies, challenging the judgements made by Management and the assumptions and estimates that underpinned those judgements. The Board keeps a close eye on future developments, both externally and within the Group, that could have a significant impact on our operations.

#### This section details:

- The work undertaken by the Audit Committee and Risk Committee;
- The Board's approach to risk management, its internal control and risk management systems; and
- Its processes for evaluating whether the Integrated Annual Report and Accounts of the Company are fair, balanced and understandable.


 For more information please refer to pages 85 to 88.

### ENSURING EFFECTIVE ENGAGEMENT WITH OUR STAKEHOLDERS

The Board appreciates that effective stakeholder engagement is essential for the long-term success of the Group. Maintaining good relationships with all of our stakeholders is important to the Board. Engagement has therefore continued as a key theme during the year.

#### This section details:

- How the Board and individual Directors engaged with stakeholders throughout FY2022; and
- How stakeholders can communicate with the Company.

 For more information please refer to pages 89 to 93.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

# OUR GOVERNANCE PRACTICES AT A GLANCE

### OUR BOARD

For the year under review, details of the Board's attendance at Board and Board Committee meetings are as follows:

Non-Independent Non-Executive Directors		Independent Non-Executive Directors	
	Dato' Abdul Mutalib bin Alias		Dato' Sri Mohamed Khalid bin Yusuf @ Yusup
	Tan Sri Datuk Amar Hj. Mohamad Morshidi bin Abdul Ghani		Datuk (Dr.) Yasmin binti Mahmood
	Dato Sri Fong Joo Chung		Datuk Nozirah binti Bahari
	Datuk Nasarudin bin Md Idris		(Dr.) Salihin bin Abang
	Puan Zakiah binti Jaafar <i>Resigned on 9 March 2022</i>		
	Encik Mohamed Syazwan bin Abdullah @ Laga		
	Puan Hasmawati binti Sapawi		
	Datuk Johan Bin Mahmood @ Johan Mahmood Merican <i>Appointed on 1 June 2022</i>		

### COMMITTEES

AUDIT COMMITTEE (AC)	RISK COMMITTEE (RC)	NOMINATION AND REMUNERATION COMMITTEE (NRC)	FINANCE AND INVESTMENT COMMITTEE (FIC)
<b>CHAIRMAN</b> (Dr.) Salihin bin Abang	<b>CHAIRMAN</b> Datuk (Dr.) Yasmin binti Mahmood	<b>CHAIRMAN</b> Dato' Sri Mohamed Khalid bin Yusuf @ Yusup	<b>CHAIRMAN</b> Datuk Nasarudin bin Md Idris
<b>MEMBERS</b> Datuk (Dr.) Yasmin binti Mahmood Encik Mohamed Syazwan bin Abdullah @ Laga	<b>MEMBERS</b> Dato' Sri Mohamed Khalid bin Yusuf @ Yusup Puan Zakiah binti Jaafar <i>Resigned on 9 March 2022</i> Datuk Johan Bin Mahmood @ Johan Mahmood Merican <i>Appointed on 1 June 2022</i>	<b>MEMBERS</b> Datuk Nozirah binti Bahari Dato Sri Fong Joo Chung	<b>MEMBERS</b> Puan Hasmawati binti Sapawi Datuk Johan Bin Mahmood @ Johan Mahmood Merican <i>Appointed on 1 June 2022</i>

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Board Hours

**TENURE**

**GENDER**

**AGE**

### BINTULU PORT SDN. BHD.

Non-Independent Non-Executive Directors	
Dato Sri Fong Joo Chung Chairman of BPSB	(5/5) 100%
Tan Sri Datuk Amar Hj. Mohamad Morshidi bin Abdul Ghani	(5/5) 100%
Encik Mohamed Syazwan bin Abdullah @ Laga	(4/5) 80%

### BIPORT BULKERS SDN. BHD.

Independent Non-Executive Directors	
Dato' Sri Mohamed Khalid bin Yusuf @ Yusup Chairman of BBSB	(5/5) 100%
Datuk (Dr.) Yasmin binti Mahmood	(5/5) 100%
Datuk Nozirah binti Bahari	(5/5) 100%

### SAMALAJU INDUSTRIAL PORT SDN. BHD.

Non-Independent Non-Executive Directors	
Datuk Nasarudin bin Md Idris Chairman of SIPSB	(8/8) 100%
Puan Hasmawati binti Sapawi	(6/8) 75%
Puan Zakiah binti Jaafar <i>Resigned on 9 March 2022</i>	(0/1) 0%
Datuk Johan Bin Mahmood @ Johan Mahmood Merican <i>Appointed on 1 June 2022</i>	(3/4) 75%
Independent Non-Executive Director	
(Dr.) Salihin bin Abang	(7/8) 87.5%

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## A SOUND CORPORATE GOVERNANCE STRUCTURE COMMITS THE COMPANY TO HIGH STANDARDS OF BUSINESS ETHICS

The Board is ultimately accountable to our shareholders, and the Directors are responsible for ensuring that management actions are aligned with the Group’s and other stakeholder’s interests. The Board has approved a governance framework of systems and controls in order to effectively discharge its collective responsibility. This framework supports our Directors’ compliance with their duty to promote the success of the Group. The framework, which includes the delegation of specific authorities to the Board’s four Committees – the Nomination & Remuneration, Audit, Risk and Finance and Investment Committees, is subject to ongoing review to ensure that it remains fit for purpose. The Terms of Reference of the four Board Committees, which were reviewed during the year, can be found on our website.

### Board Composition

Our Board believes the composition of Non-Independent Non-Executive and Independent Non-Executive Directors remains appropriate, having considered the size and nature of the business. In addition, the combination of experiences, diverse backgrounds, length of service and calibre of the Non-Executive Directors further enhances this composition and the ability to deliver the Group’s strategy while mitigating the risk of “group think”.

### Board Independence

Our Board recognises the importance of its Non-Executive Directors remaining independent throughout their appointment, as it enables them to provide objective advice and guidance to the Group Chief Executive Officer (GCEO) and Senior Management. This independence allows the Non-Executive Directors to constructively challenge and scrutinise the performance of the GCEO and provide an independent perspective on business strategy, performance and the integrity of the financial information considered by the Board and disclosed to the Company’s shareholders and other stakeholders. The independence also helps ensure that there will be no conflict of interest in actions taken and that decisions that are made are in the best interests of the Company. The independence of the Non-Executive Directors is also important when considering the appointment or removal of the GCEO and in the determination of succession planning for Board positions and other Senior Management roles within the Group.

### Board Diversity

The Board, together with the assistance of its Nomination and Remuneration Committee (NRC) and Management, is dedicated to ensuring diversity among its members. This encompasses various factors such as age, ethnicity and gender, as well as differences in thought, perspective, knowledge, skill, regional and industry experience, and background. In addition to this, the Board is responsible for creating strategies that align with the objectives of the Board Diversity Policy and overseeing the progress towards achieving these objectives. These efforts will bring in the necessary perspectives, experiences and expertise that are essential for the Board to effectively manage and oversee the Company. As part of its commitment to diversity, the Board is actively working towards achieving its goal of having 30% women directors, which aligns with the country’s target for 30% representation of women Directors.

## DECISIONS, MATTERS RESERVED FOR THE BOARD AND DELEGATED AUTHORITIES

Our Board makes decisions on strategy and in relation to items set out in the matters reserved for the Board. It also delegates various operational decisions to several Board and Management Committees.

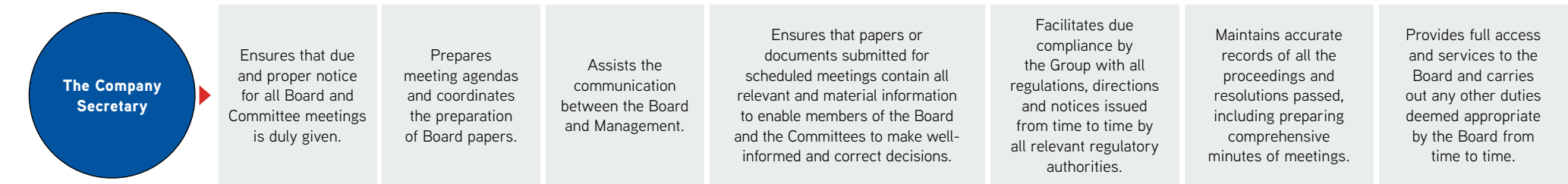
The Board	The Chairman	Non-Executive Directors
	<ul style="list-style-type: none"> <li>Manages and provides leadership to the Board.</li> <li>Acts as a liaison between the Board and the Management through the GCEO and as the communicator for Board decisions where appropriate.</li> <li>Acts as a facilitator during Board meetings.</li> <li>Ensures that the Directors participate in deliberation.</li> <li>Ensures that Board members are given ample opportunity to contribute to the outcomes of the meetings.</li> <li>Provides guidance to the Group and the Board in setting the values, standards and policies of the Group, especially in the development of the Group’s strategic directions and safeguarding the interest of its stakeholders.</li> </ul>	<ul style="list-style-type: none"> <li>Support and constructively challenge the GCEO using their broad range of experience and external perspective, ensuring the needs of stakeholders are appropriately considered.</li> <li>Evaluate proposals on strategy.</li> <li>Monitor the implementation of the Group’s strategy within its risk and control framework.</li> </ul>

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## DECISIONS, MATTERS RESERVED FOR THE BOARD AND DELEGATED AUTHORITIES (CONT'D)

Audit Committee (AC)	Nomination and Remuneration Committee (NRC)	Group Chief Executive Officer
<ul style="list-style-type: none"> <li>Oversees accounting policies, financial reporting practices, business ethics policies and financial position and performance of the Group and the adequacy of related disclosures and financial reporting;</li> <li>Evaluates the internal and external audit process and outcomes;</li> <li>Reviews conflict of interest situations and related party transactions; and</li> <li>Undertakes such other functions as may be determined by the Board from time to time.</li> </ul>	<ul style="list-style-type: none"> <li>Assesses and enhances the effectiveness of the management and organisational structures, frameworks and policies by ensuring that they meet the requirements, purpose and values of the Company and its subsidiary companies (the Group);</li> <li>Ensures that the Board comprises individuals with the necessary skills, knowledge and experience for the effective discharge of its responsibilities and to have oversight of all matters relating to corporate governance;</li> <li>Assesses and enhances the effectiveness of the Board and Board Committees through the Board Effectiveness Evaluation (the BEE);</li> <li>Establishes formal, transparent policies or frameworks for the appointment of the Directors, Group Chief Executive Officer (the GCEO), and key Senior Management of the Company;</li> <li>Establishes formal remuneration policies for the Directors, GCEO and Senior Management of the Company;</li> <li>Ensures that the remuneration packages are competitive within comparable industry or market standards to support the Group’s Mission, Vision and Corporate Values (the GVMCV) as well as to attract, retain and motivate talents; and</li> <li>Sets the policy framework and makes recommendations to the Board on all elements of the remuneration package and performance arrangements for the GCEO, Non-Executive Directors and Senior Management of the Group.</li> </ul>	<ul style="list-style-type: none"> <li>Implements the policies, strategies and decisions of the Board in addition to his responsibilities for the day-to-day operation of the Group’s business.</li> <li>Enforces compliance with the MCCG, motivating the Group’s workforce towards greater productivity and high performance.</li> <li>Recognises the importance of human resources.</li> <li>Improves employee welfare, health and safety at the workplace.</li> <li>Maintains awareness of the competitive market landscape.</li> <li>Ensures that the Group maintains a high social responsibility and good work culture in the discharge of everyday duties.</li> </ul>
Risk Committee (RC)	Finance and Investment Committee (FIC)	
<ul style="list-style-type: none"> <li>Provides guidance in relation to the management of the Group’s business risks;</li> <li>Provides oversight on the establishment and implementation of the risk management framework, policies and practices;</li> <li>Advices the Board on risk-related issues or aspects as requested by the Board or, in the opinion of the Risk Committee, require the Board’s attention;</li> <li>Reviews the effectiveness of the risk management framework in identifying and managing risks and internal processes which include but are not limited to ensuring the adequacy of the risk management policy to facilitate the implementation of action plans for risk management; and</li> <li>Provides oversight on the implementation of compliance and corruption risk framework and policies.</li> </ul>	<ul style="list-style-type: none"> <li>Assists the Board of Directors in fulfilling its oversight responsibilities for the financial affairs of the Company and its subsidiaries (collectively referred to as “the Group”);</li> <li>Facilitates the establishment of sound financial policies and practices by the Board, which will lead to the long-term financial sustainability of the Group; and</li> <li>Assists the Board in reviewing investment objectives, strategies, policies and guidelines and to recommend strategic directions in governing the investment activities of the Group to the Board.</li> </ul>	

For further details on Director’s profiles, please refer to pages 58 to 68 of this report.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### MAIN ACTIVITIES UNDERTAKEN BY THE BOARD DURING THE YEAR UNDER REVIEW

Our Board provides clear, entrepreneurial and responsible leadership to the Group in order to promote the long-term success of the Group, while ensuring the Group has an appropriate risk and control framework, adequate resources and appropriate values and standards to deliver its strategy. The following are the activities undertaken by the Board during the year under review:

- |  |   |  |
|--|---|--|
| <p>1 Deliberating on and approving the Group's Annual Budget;</p> <p>2 Deliberating on and approving the Quarterly and Annual Financial Performance of the Group, including deliberation and approval of the dividend proposal;</p> <p>3 Strategic thinking in navigating the dynamic risk landscape of the business of the Group, based on the approved business plan. This included the Board's deliberation, guidance and endorsement on the Group's Business Plan, Business Response Plan and risk mitigation strategies;</p> <p>4 Deliberating on the Extension of Concession for BPSB;</p> | <p>5 Managing the Group's talent and manpower in relation to the appointment of top and senior management posts, key performance indicators and deliverables of the office;</p> <p>6 Deliberating on the performance assessment of the Board of Directors as an effort and avenue to improve the efficiency of the Board of Directors as a whole;</p> <p>7 Acknowledging the appointment and resignation of members of the Board of Directors;</p> <p>8 Deliberating and approving proposals in relation to the appointment of the Group Chief Executive Officer Designate (GCEOD);</p> | <p>9 Deliberating on the following recommendations related to Human Resources and Corporate Governance matters:</p> <p>a) Succession Planning Policy of BPHB Group;</p> <p>b) Enhancement of the Performance Management System;</p> <p>c) Guiding Principles and Philosophy for the Payment of Performance Bonus to the Employees of BPHB Group; and</p> <p>d) Directors' Fit and Proper Policy;</p> <p>10 Acknowledging the results of the Quality Assurance Improvement Program (QAIP) conducted in 2022; and</p> <p>11 Deliberating and approving the review of Corruption Risk Management (CRM).</p> |
|--|---|--|

### BOARD MEETINGS AND SUPPORT

The Board met sufficiently and regularly to discharge its duties effectively and held additional conference calls between the scheduled meetings as and when circumstances required. When a Director was unable to attend a meeting, they were provided with the meeting papers to review so they could provide any comments to the Chairman, Committee Chair or Company Secretary prior to the meeting. Directors are provided with meeting papers approximately one week in advance of each Board or Committee meeting. Members of the Management Committee and other senior management are regularly invited to attend Board meetings to present on their specific area of responsibility. Meetings between the Non-Executive Directors, in the absence of the GCEO, are held on an ad hoc basis to provide the Non-Executive Directors with an opportunity to continually assess the performance of management.

The Board is supported by the Company Secretary and has the necessary policies, processes, information and resources in place to ensure that the Board can function effectively and efficiently. All Directors have access to the advice of the Company Secretary and may seek external professional advice at the expense of the Company in regard to their role with the Group. In order to operate effectively, our Directors must receive accurate, timely and high-quality information. This supports their ability to make sound decisions and provide appropriate advice and constructive criticism. The Company Secretary and his team assist the Chairman and GCEO in ensuring effective information flows and that the Board is provided with all relevant information.

There are procedures in place to ensure that the information the Board receives is presented in an appropriate format and contains the level of detail required for the Directors to fulfil their responsibilities effectively.

### SUSTAINABILITY AT OUR CORE

We believe that well-governed businesses, run in a sustainable way, will deliver better overall outcomes for customers and clients, stronger and more resilient returns for shareholders, and long-term benefits for society. That is why we think carefully about the environmental, social and governance (ESG) risks and opportunities associated with the businesses, buildings and infrastructure which we invest in and manage.

However, we consider the key to our long-term sustainability is not just about making a difference with what we do – it is also how we do it. This means being mindful of the way we run our own business, the impact we have on the planet and our communities, and the opportunity we have to influence others through leading by example. Our Sustainability practices are governed ultimately by our Board. It provides oversight and support which drives the Group's sustainability agenda. Implementation of our sustainability initiatives, monitoring, reviewing and assessing progress resides with the Corporate Sustainability Committee (CSC). Chaired by the Group Chief Executive Officer, the CSC is a management-level Committee whose membership includes key management personnel. The Committee is supported by the Corporate Sustainability Department which has an on ground the executional role to implement sustainability initiatives.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### INDUCTION

To ensure that they are able to effectively contribute to discussions and decision-making, all of our Directors participate in an induction programme on joining the Board. Each induction programme is tailored to provide the individual Director with the necessary knowledge and understanding of the Group, based on their personal experience and background. Where possible, meetings with our key stakeholders will be built into Director induction schedules. In addition, new Board members are required to complete the Mandatory Accreditation Programmes.

### DIRECTORS' TRAINING

The Board recognises the importance of ongoing training and our Directors are given the opportunity to update their skills and experience on a regular basis. Any individual development needs are discussed with the Directors at the annual performance evaluation. In order for the Directors to remain aware of business priorities and external developments, the Board is provided with formal reports and updates from the divisions and external advisers on a regular basis.

During the year under review, our Board members received various externally facilitated briefing sessions. Board members also attended training in critical areas, comprising integrity (including anti-bribery and corruption), sustainability, finance, digital, governance and strategy. These training sessions aimed to equip our Board members with the knowledge and skills necessary to provide effective oversight and guidance to our organisation. Our commitment to maintaining a high level of expertise and knowledge among our Board members demonstrates our dedication to the long-term success of our organisation.

### Sustainability

- "ESG in the new normal: A corporation's lens"
- ESG Oversight for Boards
- HASiL-MEF Tax Webinar 2022 - Building Sustainable Future
- Basics of Climate Change and Organisational Greenhouse Gas Accounting: Master Climate Reporting Effectively
- Executive Masterclass: Developing Malaysia's Roadmap to Net Zero
- MIA Virtual Conference Series: Corporate Board Leadership Symposium 2022 - Mastering Governance in the Era of ESG
- MIA Conference 2022 - Leading ESG, Charting Sustainability
- MIA Webinar: Sustainability Management and Reporting - What This Entails & How The Board and Management Go About Managing & Reporting Sustainability Practices
- Sustainable And Responsible Investment (SRI) Virtual Conference 2022 - Preserving the Climate Through Sustainability Business and Living
- Environmental, Social and Governance ("ESG"), Climate Change and Sustainability Reporting
- ESG Roundtable on Creating Partnerships: Supporting Malaysia's Sustainability Agenda
- Universiti Malaya Economics Summit 2022 - Budget 2022: Balancing Economic Recovery and Fiscal Sustainability (Speaker)
- MIDF Green Conference 2022

### Finance

- Islamic Finance for Board of Directors
- Corporate Tax Planning
- National Tax Conference 2022 - The Role of Taxation in Post Pandemic Recovery
- COVID-19 Related Issues in Financial Reporting - Going Concern, Impairment, and Financial Instruments
- Maybank's Invest ASEAN 2022 - Malaysia: Economy at Crossroads
- Global Islamic Finance Forum 2022 - Strengthening Islamic finance's global leadership position.

### Digital

- Market Manipulation and Securities Fraud
- Entering the 5G Era
- Technology Adoption Strategy for SMPs and SMEs
- MIA Webinar: Digital Transformation in Small and Medium Practices

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### Governance

- Mandatory Anti-Bribery & Corruption Training “Anti-Bribery and Corruption: What You Need to Know”
- Reimagine Risk Management: Post-Pandemic
- Talk on Corporate Liability Under Section 17A MACC Act
- The Securities Commission Audit Oversight Board’s Conversation with Audit Committees
- Corporate Governance (CG) Overview Statement, CG Report, Audit Committee Report and the Statement on Risk Management & Internal Control (SORMIC)
- MIA Mental Health Webinar Session – Turning Stress into Positive Energy
- Global Network of Directors Institute (GNDI) 24-Hour Global Conference
- MIA Webinar: Living with COVID-19: Adapting to changes for well-being at work and home
- International Directors Summit 2022
- Global IERP Conference 2022
- Webinar Programme on Economic Outlook – Taking Temperature for 2022 and Beyond
- Business Foresight Forum 2022 – Economic Outlook

### Strategy

- Corporate Board Leadership Symposium 2022
- Courage Leadership Conference 2022 – Building a Winning Talent Strategy for the New Talent Landscape

### BOARD AND COMMITTEE EVALUATIONS

In January 2022, Bintulu Port Holdings Berhad (BPHB) contracted the Institute of Corporate Directors Malaysia (ICDM) to perform a Board & Directors Effectiveness Evaluation (BDEE) and Individual Director Evaluations (IDE). The evaluation’s scope encompasses 10 primary parameters or core drivers (domains) derived from the Malaysian Code of Corporate Governance (MCCG) 2021. These parameters assess the Board’s effectiveness, Board Committees and individual Director’s performance. The key parameters include:

- Board Leadership
- Board Composition, Skills and Development
- Board Committees
- Board Governance Oversight & Processes
- Board Agenda, Meetings and Information
- Board Dynamics & Culture
- Board & Management Relationship
- Board & Stakeholder Engagement
- Board & Sustainability Matters
- Board Crisis Management Responses

Engaging subject matter experts to conduct an externally facilitated BDEE is a first-time initiative for BPHB, and aligns with MCCG Practice 6.1 for Large Cap Companies. The aim is to enhance credibility, depth and objectivity in assessing the Board’s performance and governance practices, and to build consensus towards further improvements. The comprehensive BDEE assessment involves one-on-one conversations with all Directors and select members of the Senior Leadership Team (SLT) who frequently interact with the Board. Additionally, the assessment includes an online survey and a review of selected governance documents such as the Board Charter, board committee Terms of Reference (TORs), and meeting minutes.

As part of the BDEE, the performance and contribution of each Director is evaluated, and an Individual Directors Evaluation (IDE) report is provided to each Board member. The IDE report includes self vs. peer Board competency comparisons, technical knowledge, areas for reflection, development and recommendations for greater effectiveness in their role.

The BDEE report presents detailed observations and improvements categorised under the 10 parameters, and was presented to the Board for review by the end of April 2022. Following this, the Board will prioritise the recommended improvements and agree on the best course of action to enhance Board performance further. The results of BDEE FY 2022 and its recommendations will be the subject of the Board’s focus during FY 2023.

### Results

The Board of BPHB is well-balanced and functioning cohesively, fulfilling their stewardship and fiduciary responsibilities in an effective manner. The Board dynamics are healthy, and all members have demonstrated professionalism and objectivity in utilising their collective wisdom, insights, experience, skills and network of contacts to provide guidance to the Management and oversee the ethical governance and direction of the business. Despite representing three different groups, they have been successful in working collaboratively as a team and engaging in a professional manner.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### OUR APPROACH TO REMUNERATION

The responsibility for setting appropriate levels of remuneration for the Directors, the GCEO and Top Management resides within the purview of the NRC. The NRC believes that our most important asset is our people. The remuneration strategy therefore seeks to ensure that we appropriately reward our Directors and employees for performance against the Group’s key objectives and goals while delivering sustainable value creation.

#### Board Nomination And Remuneration Policy

- The Board of Directors and the Group are mindful that a balanced and effective Board will influence the ability of the Board to fulfil its duties and responsibilities.
- The Board is also cognisant of the fact that fair remuneration is critical to attract, retain and motivate the Directors of the Group.
- To set an appropriate level of remuneration that allows the Group to attract and retain the services of a suitable number of talented and well-qualified Directors, in line with the long-term business strategies of the Group.
- To establish the process to be undertaken by the Company’s Nomination and Remuneration Committee (the NRC) and the Board in discharging their responsibilities in terms of the nomination, appointment, assessment and re-election of Board members in compliance with Bursa Malaysia Securities Berhad’s Main Market Listing Requirements (MMLR) and the Malaysian Code on Corporate Governance 2021 (MCCG 2021).

The details of the remuneration breakdown of individual directors (including fees, salary, bonus, benefits-in-kind and other emoluments) during the financial year 2022 are as follows:

Name Of Directors	Fees (RM '000)		Meeting Allowances (RM '000)			Benefits-in-Kind (RM '000)
	BPHB	Subsidiary	BPHB	Committees	Subsidiary	
<b>Non-Independent Non-Executive Directors</b>						
<b>Dato’ Abdul Mutalib bin Alias</b> Chairman	144.0	NA	24.0	NA	NA	35.0
<b>Tan Sri Datuk Amar Mohamad Morshidi bin Abdul Ghani</b>	102.0	50.4	16.0	NA	7.5	35.0
<b>Dato Sri Fong Joo Chung</b>	102.0	72.0	16.0	7.5	10.0	35.0
<b>Datuk Nasarudin bin Md Idris</b>	102.0	72.0	16.0	2.0	10.0	35.0
<b>Datuk Johan bin Mahmood @ Johan Mahmood Merican</b> Appointed on 1 June 2022	59.5	29.4	6.0	4.5	3.0	35.0
<b>Mohamed Syazwan bin Abdullah @ Laga</b>	102.0	50.4	12.0	7.5	6.0	35.0
<b>Hasmawati binti Sapawi</b>	102.0	50.4	14.0	1.5	4.5	35.0
<b>Zakiah binti Jaafar</b> Resigned on 9 March 2022	19.5	9.6	2.0	1.5	-	35.0
<b>Independent Non-Executive Directors</b>						
<b>Dato’ Sri Mohamed Khalid bin Yusuf @ Yusup</b>	102.0	72.0	16.0	19.0	8.0	35.0
<b>Datuk (Dr.) Yasmin binti Mahmood</b>	102.0	50.4	14.0	22.5	6.0	35.0
<b>Datuk Nozirah binti Bahari</b>	102.0	50.4	16.0	9.0	6.0	35.0
<b>(Dr.) Salihin bin Abang</b>	102.0	50.4	16.0	14.0	7.5	35.0
<b>Totals (RM '000)</b>	<b>1,141.0</b>	<b>557.4</b>	<b>168.0</b>	<b>89.0</b>	<b>68.5</b>	<b>420.0</b>
		<b>1,698.4</b>			<b>325.5</b>	<b>420.0</b>

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

The details of the remuneration of the top five senior management (including salary, allowances and bonus), in each successive band of RM50,000 during the financial year 2022, are as follows:

Remuneration Band (RM)				
350,001 - 400,000	400,001 - 450,000	450,001 - 500,000	550,001 - 600,000	800,001 & above
1	1	1	1	1

### THE WORK OF OUR BOARD COMMITTEES

There are four main Board Committees – Audit, Risk, Nomination and Remuneration, and Finance and Investment. Each Committee reviews its own terms of reference and these are then reviewed by the full Board together with the matters reserved for the Board. Additional attendees are invited to attend Board Committee meetings at the discretion of the relevant chair.

A forward-looking agenda is established for the Board and each of the main Board Committees to ensure that items are scheduled at the appropriate time during the year. Sufficient time is given for the consideration of the agenda during the meetings. Regular deep-dive presentations form part of the annual meeting cycle, focusing on particular business areas or major projects of strategic importance to the Group. The full terms of reference for all Board Committees and their roles and responsibilities are available on our website at [www.bintuluport.com.my](http://www.bintuluport.com.my). Committee membership and attendance can be found on page 79 of this Report. During the year under review, the Audit and Risk Committee separated into two committees: the Audit Committee (AC) and the Risk Committee (RC). This change ensured appropriate and significant time will be spent on both audit and risk issues. The focus areas of each Committee during the year under review are listed below.

#### Audit Committee (AC)

##### Committee Activities During the Year

- Deliberated on the Group's quarterly financial performance for Q4 2021 and Q1 to Q3 2022;
- Deliberated on the Group's proposal for dividend;
- Deliberated on the Group's Annual Financial Performance and Audited Financial Statements for the year ended 31 December 2021;
- Reviewed the 2021 Audit Progress Report and Audit Results for the year ended 31 December 2021 by the External Auditor;
- Reviewed the 2022 Audit Planning Memorandum by the External Auditor;
- Had two audit special sessions with the External Auditor;
- Deliberated on the Key Performance Indicator Evaluation 2022 for Head of Group Internal Audit (GIA);
- Deliberated on the proposed Key Performance Indicators for the Head of GIA for 2022;
- Deliberated on the UTAP Transformation Journey progress report for 2022; and
- Deliberated and made recommendation in regards to the Quality Assurance Improvement Program (QAIP).

#### Internal Audit

- Reviewed and approved the Annual Audit Plan to ensure adequate scope and comprehensive coverage of the Group's activities;
- Ensured adequacy of resources and competencies of staff in executing the Audit Plan to produce a quality and reliable audit report;
- Reviewed the contents of internal audit reports issued by Internal Audit on the effectiveness and adequacy of governance, risk management, operational and compliance processes;
- Reviewed the proposed corrective actions to be implemented by the process owners; and
- Met with the Internal Auditors without the presence of Management to obtain feedback from them and to discuss measures that may enhance the Internal Audit function of the Group.

#### External Audit

- Reviewed the External Auditors' terms of engagement, nature and scope of work for financial year 2022 and made recommendations for the Board's approval;
- Reviewed the findings of the External Auditor Report, especially the audited financial statements, and ensured appropriate action was taken by the Management on issues raised by the External Auditor;
- Reviewed and made recommendations to the Board for approval of the audit fees for the External Auditor; and
- Met with the External Auditor twice without the presence of Management to obtain feedback from them and to discuss measures that may enhance the audit function of the Group.

#### Risk Committee (RC)

##### Committee Activities During the Year

- Deliberated on the Extension of Concession for BPSB;
- Reviewed the current status of Bintulu Port Holdings Berhad's Enterprise Risk Management (ERM) Framework;
- Deliberated on the status update on Corporate Sustainability;
- Reviewed the Group's current risk profiles and its mitigations, and
- Reviewed the Corruption Risk Management.

#### Nomination and Remuneration Committee (NRC)

- Made proposals for promotion, confirmation and renewal of contracts for Top & Senior Management positions in the Company;
  - Deliberated on the Management Succession Plan for the Top & Senior Management positions;
  - Made proposals for payment of performance bonuses and annual salary increments for Management and staff;
  - Made proposals for the key performance indicators for the Group Chief Executive Officer;
  - Deliberated and made proposals in relation to the appointment of the Group Chief Executive Officer Designate (GCEOD);
  - Deliberated on Human Resources' policies review and monitored on its progress, and
- vii. Deliberated and made recommendations on the following Human Resources and Corporate Governance matters:
- Succession Planning Policy of BPHB Group;
  - Enhancement of the Performance Management System;
  - Guiding Principles and Philosophy for the Payment of Performance Bonus to the Employees of BPHB Group;
  - Directors' Fit and Proper Policy;
  - Conflict of Interest Policy and Declaration for Board of Directors; and
  - Code of Ethics for the Board of Directors.

#### Finance and Investment Committee (FIC)

- Deliberated and made recommendations on the 2023 Group Budget
- Deliberated on the Segmental Report for Bintulu Port Sdn. Bhd.

### AUDIT, RISK AND INTERNAL CONTROLS

Our Board recognises that successful delivery of the Group's strategic and day-to-day objectives is underpinned by a comprehensive and consistent assessment of relevant risks. Effective, agile and universally applied risk management principles enable the Group to accurately examine its risk profile against its accepted attitude and appetite, limit its exposure to unacceptable risks and ensure long-term viability. Once key risks are identified, a decision is made to treat, tolerate, terminate or transfer potential exposure. For more information, refer to pages 94 to 101 for the Statement on Risk Management and Internal Control. The Board is committed to meeting the relevant requirements of the MCCG 2021 and has applied the principles of the Code in establishing procedures to manage risk, oversee the internal control framework and determine the nature and extent of the principal risks the Group is willing to take in order to achieve its long-term strategic objectives.

### Roles and responsibilities

Our Board is responsible for the implementation and oversight of the Group's risk management framework and for examining and verifying the internal control environment. It sets the Group's appetite for and attitude towards risk in pursuit of its agreed strategic objectives and drives an effective risk management culture. Our Board directs the level of risk that can be taken by the Group, subsidiaries and respective divisions. Group policies, procedures and delegated authority levels set by the Board provide the structure in which risks are reviewed and escalated to the appropriate level within the Group, up to and including the Board, for consideration and approval.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT



# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The roles and responsibilities of the Board, the AC, RC and Top Management in respect to Audit, Risk and Internal Controls are set out below:

RESPONSIBILITIES			
<p><b>Board</b></p> <ul style="list-style-type: none"> <li>Responsible for the Group's systems of risk management and internal control.</li> <li>Determines Group appetite for and attitude to risk in pursuit of its strategic objectives.</li> </ul>	<p><b>Audit Committee</b></p> <ul style="list-style-type: none"> <li>Confirms the Group Internal Audit Plan.</li> <li>Reviews significant accounting policies and judgements.</li> <li>Evaluates the effectiveness of the Group's internal control.</li> <li>Oversees the adequacy and effectiveness of the Group's Whistleblowing Policy and procedures implemented to address allegations made by whistleblowers.</li> </ul>	<p><b>Risk Committee</b></p> <ul style="list-style-type: none"> <li>Oversees and recommends the risk management policies and procedures of the Group.</li> <li>Reviews and recommends changes as needed to ensure that the Group has in place at all times a Risk Management policy which addresses the strategic, operational, financial and compliance risks.</li> <li>Oversees the execution of the aforementioned process and ensures it is continuously improved as the business environment changes.</li> <li>Oversees the management of certain risks, with regard to the complexity and significance of these risk exposures.</li> <li>Oversees the implementation of compliance and corruption risk framework and policies.</li> </ul>	<p><b>Top Management</b></p> <ul style="list-style-type: none"> <li>Demonstrates strategic leadership.</li> <li>Responsible for reviewing and implementing the Group's risk management policy.</li> <li>Ensures appropriate actions are taken to manage strategic risks and other key risks.</li> </ul>
ACTIONS UNDERTAKEN			
<ul style="list-style-type: none"> <li>Issues and reviews the Group's risk management policy.</li> <li>Performs quarterly reviews of the effectiveness of the Group's risk management and internal control systems.</li> <li>Reviews the Group's risk landscape, principal risks and risk responses.</li> </ul>	<ul style="list-style-type: none"> <li>Receives regular reports on internal and external audit and other assurance activities.</li> </ul>	<ul style="list-style-type: none"> <li>Annually assesses the Group's risk management and internal control systems.</li> <li>Performs quarterly assessment on the effectiveness of the principal risks including corruption risk and their mitigation strategies.</li> </ul>	<ul style="list-style-type: none"> <li>Reviews the strategic plan and annual budget process.</li> <li>Produces and tracks the Group Risk Register.</li> <li>Reviews risk management and assurance activities and processes.</li> <li>Carries out monthly/quarterly finance and performance reviews.</li> </ul>

## INTERNAL CONTROL

Our Board has ultimate responsibility for the Group's risk management and internal control systems and regularly reviews their effectiveness. The Group's systems and controls are designed to ensure exposure to significant risk is both understood and appropriately managed. The Board recognises that any system of internal control is designed to identify and control rather than eliminate risk and can only provide reasonable and not absolute assurance against material misstatement or loss. Central to the Group's systems of internal control are its processes and framework for risk management. The Group has a thorough understanding of its risk exposures and has mapped out its assurance network accordingly.

There is also an independent internal audit function that executes a risk-based programme of audit throughout the entire Group. All audit reports are shared with relevant Heads of Divisions in addition to being reviewed by the Audit and Risk Committees. It is the expectation and requirement of the Board that Heads of Divisions ensure this comprehensive internal control environment (including internal audit) is embedded within their business units.

## Principal risks

The principal risks that could adversely impact the Group's profitability and ability to achieve its strategic objectives are set out on page 26, The Risks We Consider.

## ANTI-BRIBERY AND CORRUPTION POLICY

The Anti-Bribery and Corruption Policy (ABC) ensures honest, ethical, transparent and accountable conduct in all of our businesses, adopts a zero tolerance approach to all forms of corruption, objects to all forms of money laundering practices, is applicable to all persons within the BPHB Group, provides employees with information and guidance on how to recognise, deal with and combat corruption and ultimately, protects the Group against repercussions should acts of corruption occur. The ABC Policy of BPHB was approved unanimously on 28 November 2019.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## EFFECTIVE STAKEHOLDER COMMUNICATION

Discussion and decision-making by the Board take the views of key stakeholders into account while continuing to promote the Group's long-term sustainable success. Stakeholder engagement takes place across the Group, both operationally by Management and by the Board. The outcomes of stakeholder discussions, including any concerns raised by them, are reported to the Board and Board Committees on a regular basis. This enables the Directors to better understand how the Group's culture and values are embedded across all aspects of the Group's activities and supports

informed decision-making, but it is important that the Board allows Management to manage and only engages directly with stakeholders when this is appropriate. In our business, engagement with most stakeholder groups is best handled by the Management with the Board maintaining oversight and only engaging directly if there are issues which truly warrant its involvement and where this will add value to the process. This is particularly true of engagement with customers and suppliers but also true of government agencies, regulators and communities. The table below details the way the Group engages with stakeholders, their concerns and our responses:

Employees		
<b>Expectations/Concerns:</b> Our employees expect to have a safe and secure working environment and also be given opportunities for career development.		
<p><b>Our Response:</b></p> <ul style="list-style-type: none"> <li>Promoted work-life balance with regular health check-ups &amp; mental health awareness talks</li> </ul>	<p><b>Method and Frequency of Engagement:</b></p> <ul style="list-style-type: none"> <li>Satisfaction survey – Annually</li> <li>UTAP Transformation Journey – GRC Culture Survey to assess employees' understanding of governance, risk and compliance culture</li> </ul>	
<b>Impact on the Group:</b> Creates competent and efficient employees to add value to the Group.		
Customers		
<b>Expectations/Concerns:</b> Customers expect the Group to be efficient and secure in assisting them in moving their cargoes quickly.		
<p><b>Our Response:</b></p> <ul style="list-style-type: none"> <li>The Group is constantly improving operational efficiency and has a robust maintenance programme to ensure reliability and availability of our equipment and facilities.</li> </ul>	<p><b>Method and Frequency of Engagement:</b></p> <ul style="list-style-type: none"> <li>Customer Satisfaction Index (CSI) – Annually</li> <li>Customer Insight Group – Annually</li> <li>Customer Attraction Programme – Periodically</li> <li>Customer Loyalty and Retention Programme – Periodically</li> </ul>	
<b>Impact on the Group:</b> Our quick, efficient and safe turnaround of their goods will help our customers in their business while also raising our status as their preferred port.		

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### Regulatory Authorities and Certification Bodies

**Expectations/Concerns:**

Regulatory authorities expect the Group to comply with the relevant laws, standards, certifications and contracts.

**Our Response:**

- Continued to practise the highest standards of governance, ethics and compliance

**Method and Frequency of Engagement:**

- Environmental Monitoring – Quarterly
- Site inspection and audits – Periodically
- Continuous development of the Board of Directors through a variety of seminars and training and certification programmes
- Seminars, briefings and training for all employees

**Impact on the Group:**

Overall business continuity.

### Shareholders and the Investing Public

**Expectations/Concerns:**

Shareholders expect the Company to enhance sustainable value creation and return on investment and to provide transparent information about our performance.

**Our Response:**

- Improved our productivity by implementing operational efficiencies while executing growth strategies to increase revenue
- Progressed in our strategies and contained our costs
- Introduced an investor relations programme that shares transparent and material information about our performance

**Method and Frequency of Engagement:**

- Annual General Meeting – Annually
- Shareholdings Analysis – Monthly
- Investor and Analysts’ Briefing – Quarterly
- Group Financial Results announcements – Quarterly
- Corporate website
- Annual Report

**Impact on the Group:**

Growing revenue while prudently managing cost leads to sustainable returns and dividends.

Maintaining good financial health and good reporting practices will allow us to be trusted and preferred by investors.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### Local Community

**Expectations/Concerns:**

The local community expects employment and business opportunities and the Group’s positive contributions as a responsible corporate citizen.

**Our Response:**

- Employed locals and ensured safe operations with regular environmental monitoring and effective waste management
- Regularly engaged with the community at large through CSR efforts

**Method and Frequency of Engagement:**

- Sponsorships and support for charitable and welfare programmes – Periodically
- Industrial training – Periodically
- CSR programmes – Regularly

**Impact on the Group:**

Being recognised as a caring, friendly, responsible and proactive organisation will raise our standing with the community while also ensuring the sustainability of the overall business.

### Media

**Expectations/Concerns:**

The media expects timely, reliable and transparent information about the Group’s operations and initiatives.

**Our Response:**

- Provided regular press releases to be transparent about our operations and maintained good rapport with our media partners

**Method and Frequency of Engagement:**

- Press releases – As and when a newsworthy event is conducted
- Media coverage – As and when a newsworthy event is conducted
- Media get-together – Annually

**Impact on the Group:**

A long-term partnership with the media is important in order to improve visibility, build on our reputation and broadcast our efforts to our stakeholders.

### Vendors and Suppliers

**Expectations/Concerns:**

Vendors and suppliers expect the Group to be a professional business entity in the context of timely payments, safe operations and an ethical business environment.

**Our Response:**

- Ensured timely payments, equal business opportunities and an ethical business environment

**Method and Frequency of Engagement:**

- Vendor registration – Periodically
- Contract negotiations – Periodically
- Safety induction briefings – Virtually
- Site visits – Periodically

**Impact on the Group:**

Ensuring a strong partnership and collaborative approach with our vendors and suppliers that upholds the principles of integrity will help us maintain a transparent and cost-effective procurement process, leading to more sustainable outcomes and higher-quality services.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

## Financial Institutions and Sukuk Murabahah Subscribers/Holders

**Expectations/Concerns:**

Financial institutions and sukuk holders expect strong operational and financial performance to support the repayment of loans.

**Our Response:**

- Timely and consistent sharing of relevant information and financial results
- Timely repayments on our borrowings
- Engaged a rating agency for our Corporate Credit annual rating review

**Method and Frequency of Engagement:**

- Periodic Distribution Payment – Semi-annually
- Annual Rating Review – Annually
- Interface session with bankers and sukuk holders – Periodically

**Impact on the Group:**

Maintaining good ratings will confirm our financial strength and ability to meet financial obligations.

## Maritime Community

**Expectations/Concerns:**

The maritime community expects the Group to conduct its operations in an environmentally friendly manner for the mutual benefit of the Port and the community.

**Our Response:**

- The Group complied with good environmental practices and standards and the concepts of a green port
- Promoted port services to the shipping community and port users through regular and effective communication

**Method and Frequency of Engagement:**

- Briefing and communication – Periodically
- Networking events – Periodically

**Impact on the Group:**

Complying with rules and regulations is important for business continuity, while exploring new business opportunities improves revenue prospects for the Group.

Up-to-date information on the Group is accessible via the Group's website at

 [www.bintuluport.com.my](http://www.bintuluport.com.my)

The primary contacts of the Group are as follows:

**GROUP CHIEF EXECUTIVE OFFICER**

**Bintulu Port Holdings Berhad**

Tel : +60 86 291001 (ext. 300)

Fax: +60 86 253597

**COMPANY SECRETARY**

**Bintulu Port Holdings Berhad**

Tel : +60 86 291001 (ext. 257) / +60 86 251090 (Direct Line)

Fax: +60 86 254062

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

## LIST OF INTERFACE AND ENGAGEMENT SESSIONS

No.	Date	Summary of Interface/Engagement Sessions	Venue
1	26/4/2022	Affin Hwang Asset Management Berhad	Online*
2	26/5/2022	Esente Advisory	The Saujana Hotel, KL
3	16/6/2022	Cahaya Mata Sarawak Berhad & Tabung Haji Investment Team	Samalaju Resort Hotel, Bintulu
4	26-27/7/2022	Kenanga, EPF & KWAP	SIPSB & BPHB
5	9/8/2022	AMInvestment Bank Berhad	Online*
6	2/9/2022	Esente Advisory	Glenmarie Hotel & Resort, Shah Alam
7	29-30/9/2022	RAM Rating Services Berhad	SIPSB & BPHB
8	12/10/2022	BIMB Securities, BIMB Invest & Tabung Haji	BPHB
9	13/10/2022	PNB & Nomura	BPHB
10	14/10/2022	Esente Advisory & group of investors/analysts (Esente Advisory, MIDF, VC Asset, MSEC, Segacious Capital & AMInvestment Bank)	SIPSB
11	14/10/2022	Hong Leong Investment Bank & group of investors/analysts (HLIB Research, Takaful, RHB Asset, SOCSO & Philip Capital)	SIPSB
12	14/10/2022	Nomura & group of investors/analysts (Nomura, PNB & RHB)	SIPSB

\* Online: via conference call and email

## ADDITIONAL COMPLIANCE INFORMATION

**i. Recurrent Related Party Transactions (RRPT) of a Revenue Nature**

As required by the MMLR, RRPT of a revenue nature must be disclosed in the Annual Report. For the year 2022, there were no new related parties involved with the Group other than the existing ones, which comprised the Sarawak State Financial Secretary (SFS) and Petroliaam Nasional Berhad (PETRONAS). The transactions involved were in the ordinary course of business and were in terms not more favourable to the related party than those generally available to the public. The services rendered or goods purchased were based on a non-negotiable fixed price which was published or publicly quoted and all material terms including the prices or charges were applied consistently to all customers or classes of customers.

**ii. Non-Audit Fees**

The requirement to disclose the Non-Audit Fees is provided for under Chapter 9, Item (18) of Appendix 9C of the MMLR. Hence, the Non-Audit Fees paid to the External Auditors by the Group for reviewing the Directors' Statement on Risk Management and Internal Control for the year ended 31 December 2022 amounted to the sum of RM10,000.00 only.

**iii. Material Contract**

The Board confirms that there was no material contract entered into by the Group involving the Directors' and major shareholders' subsisting interest at the end of 2022.

**iv. Imposition of Sanctions/Penalties**

There were no sanctions/penalties on the Group, Board of Directors and Management for the financial year ended 31 December 2022.

**v. Details of Attendance at Meetings Held in the Financial Year Ended 31 December 2022**

For attendance, please refer to page 79 of this Statement.

**vi. Statement by the Board on Compliance**

The Board continues to strive for high standards of Corporate Governance throughout the Group. The Board is of the view that the Company has, in all material aspects, satisfactorily complied with and observed the relevant chapters of the Main Market Listing Requirements and the Companies Commission of Malaysia's requirements as well as the principles and practices set out in the MCCG, except the departures as set out in the Corporate Governance Report.

Statement made in accordance with the Board's Resolution dated 23 March 2023.