

CEPATWAWASAN GROUP BERHAD

MATTERS RESERVED FOR THE BOARD

Below is the list of matters, which is non exhaustive, reserved for the Board of Cepatwawasan Group Berhad (“CGB”).

Strategy and Business Planning

1. CGB’s business plan and changes thereon
2. CGB’s sustainability governance
3. Creation of new business or activities or termination of existing business or activities which significantly change the nature of CGB Group and any of its businesses
4. CGB’s corporate identity and brand architecture
5. CGB Group policies and any revisions or amendments thereto

Finance and Controls

1. Approval of quarterly, annually unaudited and audited financial statements or any audited financial statements for special purposes
2. Declaration of dividend
3. Approval of any significant change in accounting policies and practices of CGB and its subsidiaries
4. Reports and findings of the external auditors
5. Capitalisation of reserves
6. Write-off, disposal and acquisition of assets/investments/business
7. Limit of authority and any revisions or amendments thereto
8. Opening and closing of bank accounts
9. Writing-off of inter-company transactions or balances
10. Change in mode of operation and cheque signatories of bank accounts
11. Increase / decrease of paid-up share capital
12. Provision / acceptance of inter-company advances and loans
13. Provision of corporate / financial guarantee and letter of comfort / support
14. Acceptance of working capital credit facilities

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15. Creation of financial instruments and derivatives
16. Entering of related party transaction (in accordance with the Related Party Transaction Policy)

People

1. Changes to CGB's organisational or senior management structure that significantly alters the governance or operational direction of CGB Group
2. Annual salary increment and performance bonus of Executive Directors
3. Remuneration, benefits, entitlements and terms of conditions of employment of Executive Directors and Senior Management of CGB
4. Payment of long term employment incentives
5. Appointment or termination of top key positions of CGB and its major subsidiaries and changes thereafter
6. Succession plan for top key personnel
6. Performance evaluation of Executive Director

Compliance and Support

1. Legal action against any person which will have a significant impact on CGB Group's business or long term plan / strategy
2. Settlement of litigation (in accordance with the limit of authority sets out in the Finance Manual)
3. Appointment of power of attorney
4. Appointment of Board and Board Committee members
5. Approval of CGB Board and Board Committees' charter, terms of reference and changes thereto
6. Convening of annual general meetings and extraordinary general meetings
7. Key statements for annual reports, prospectuses and circulars to shareholders
8. Changes to Constitution
9. Appointment and termination of share Registrars and Company Secretary / Secretarial Agents

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10. Change of registered office
11. Appointment of proxy and corporate representative of the Company
12. Change of Company's name
13. Winding up of CGB's business

Assurance

1. CGB Group internal audit plan
2. CGB Group Internal audit report