

CORPORATE GOVERNANCE REPORT

STOCK CODE : 5185
COMPANY NAME : AFFIN BANK BERHAD
FINANCIAL YEAR : December 31, 2024

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

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

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

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

Intended Outcome

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

Practice 1.1

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

Application	: Applied
Explanation on application of the practice	<p>The Board of Directors (the Board), ensures collective synergy within the Group to achieve Affin's strategic goals and sustainable growth by realising short-term as well as long-term shareholders' values.</p> <p>In continuing AFFIN 2025 Plan (A25 Plan), which focuses on three primary strategic objectives - Unrivalled Customer Service, Digital Leadership, and Responsible Banking with Impact, Affin has implemented new transformation journey looking beyond 2025 which is called AX28 Plan. The Board has identified the effective implementation of the AX28 Strategy as one of key areas for future priority.</p> <p>The Board, led by an experienced and competent Chairman, had established the Bank's "Vision" and "Mission" as follows:-</p> <p><u>Vision</u></p> <p>To be the most creative financial company in Malaysia</p> <ul style="list-style-type: none"> • Creative in terms of innovation and technology. • Creative in terms of unrivalled customer service. • Create value for our shareholders, customers and our people. <p><u>Mission</u></p> <p>Products & Services To become an innovative organisation with unrivalled customer service</p> <p>People Our commitment and passion touches the hearts and minds of everyone in our world</p> <p>Value</p>

	<p>To always create value for our shareholders, customers and our people.</p> <p><u>Affin Core Values</u></p> <p>A : Always innovating and adopting. F : Forever working as a team as we are one family. F : Fair treatment, diversity and sustainability. I : Integrity is our foundation. N : Never – ending customer centricity</p> <p>The Board has the overall responsibility for promoting the sustainable growth and financial soundness of the Bank, and for ensuring reasonable standards of fair dealing, without undue influence from any party. This includes a consideration of the long-term implications of the Board’s decisions on the Bank and its customers, officers and the general public.</p> <p>In fulfilling this role, the Board must:-</p> <ul style="list-style-type: none"> (i) approve the Bank’s risk appetite, business plans and other initiatives which would, singularly or cumulatively, have a material impact on the Bank’s risk profile; (ii) oversee the selection, performance, remuneration and succession plans of the President & Group CEO (“PGCEO”), control function heads and other members of the Key Senior Management Officers (“KSMO”), such that the Board is satisfied with the collective competence of KSMO to effectively lead the operations of the Bank; (iii) oversee the implementation of the Bank’s governance framework and internal control framework, and periodically ascertaining whether they remain appropriate in light of material changes to the size, nature and complexity of the Bank’s operations; (iv) promote, together with KSMO, a sound corporate culture within the Bank which reinforces ethical, prudent and professional behaviour; (v) promote, together with KSMO, ensure governance of sustainability in the Bank through appropriate environmental, social and governance considerations in the Bank’s business strategies, priorities and targets; (vi) oversee and approve the recovery and resolution as well as business continuity plans of the Bank to restore its financial strength and maintain or preserve critical operations and critical services when it comes under stress; (vii) promote timely and effective communication between the Bank and Bank Negara Malaysia (“BNM”) on matters
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affecting, or that may affect, the safety and soundness of the Bank;

(viii) undertake various functions and responsibilities as specified in the policy documents and directives issued by BNM and other relevant laws from time to time; and

(ix) ensure the establishment and implementation of group-wide policies and procedures to ensure Group's compliance with the various regulatory requirements and guidelines issued by BNM, the Securities Commission Malaysia ("SC"), Bursa Malaysia Securities Berhad ("Bursa Malaysia") and Companies Commission of Malaysia ("CCM").

Strategic Discussion

The Board and Management hold an annual strategic meeting to set the Bank's strategies and review the strategic direction of the Bank as well as the Group. The Board Charter stipulates that annual budget, business plan and strategic directions are Board's reserved matters.

The progress and implementation of the Group's strategic initiatives is monitored and supervised by the Group Board Information Technology Committee ("GBITC" – Board level Committee) as well as Group Management Committee ("GMC" – Management level Committee).

The effectiveness of the implementation as well as results in meeting the objectives and goals of the Company reflects the Board's review of the Management's performance.

Support by Group Board Committees

To support and assist the Board in discharging its fiduciary duties and responsibilities, the Board delegates certain functions to the Board Committees namely, the Group Board Nomination and Remuneration Committee ("GBNRC"), Group Board Audit Committee ("GBAC"), Group Board Credit Review and Recovery Committee ("GBCRRC"), Group Board Risk Management Committee ("GBRMC"), Group Board Compliance Committee ("GBCC"), GBITC and Group Board Sustainability Committee ("GBSC").

The abovementioned Board Committees are established on Group basis with fair representation from each banking entities (Affin Bank Berhad, Affin Islamic Bank Berhad and Affin Hwang Investment Bank Berhad). This is to ensure holistic oversight and effective communication on Group matters as well as Group synergy, alignment of business plans and strategic direction. However, Affin took cognisance that Board of each entity is to discharge its own legal and governance responsibilities as a separate entity, notwithstanding the Group-wide arrangements.

	<p>Further, the Group Board Committees' reports and their recommendations are tabled to the Board on monthly basis. The ultimate responsibility for the final decision on all matters, however, lies with the Board. The Board is fully accountable for any authority delegated to the Board Committees.</p> <p>The Board, in carrying out its functions or duties, shall have regard to the interests of depositors or policy owners of the Bank and Participants as defined in the Financial Services Act 2013.</p>	
Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure :		
Timeframe :		

Intended Outcome

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

Practice 1.2

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

Application	: Applied
Explanation on application of the practice	<p>Dato' Md Agil bin Mohd Natt (the Chairman or Dato' Agil Natt), an Independent Non-Executive Director ("INED"), was appointed as the Chairman of the Bank effective 8 November 2019.</p> <p>As the Chairman of the Apex entity, Dato' Agil Natt is responsible for leading the Board in its collective oversight of management. He ensures the smooth functioning of the Board and that procedures and processes are in place to facilitate effective conduct of business by the Board.</p> <p>The key roles of the Chairman includes, amongst others, the following:-</p> <ul style="list-style-type: none">(i) The smooth functioning of the Board, the governance structure and inculcating positive culture in the Board;(ii) Guidelines and procedures are in place to govern the Board's operation and conduct;(iii) All relevant issues are on agenda for Board meeting and all Directors are able to participate fully in the Board's activities;(iv) Board debates strategic and critical issues;(v) Board receives the necessary information on a timely basis from the Management;(vi) Provides avenues for all Directors to participate openly in the discussion and allow dissenting views on the matters deliberated at Board meetings.;(vii) Provides leadership to the Board so that the board can perform its responsibilities effectively;(viii) Responsible for the developmental needs of the Board;(ix) Leading the Board in the adoption and implementation of sound corporate governance practices within the Bank and Group as a whole;(x) Together with the PGCEO, representing the Bank and/or Group to external parties: Shareholders, creditors, consumer groups, local communities, and federal, state, and local governments to ensure effective communication;(xi) In conjunction with the PGCEO, playing a leading role in:-<ul style="list-style-type: none">• Formulating the Board's strategic direction and planning process;• Encouraging high standards of propriety and promoting efficient and effective use of staff and other resources throughout the organisation;• Fostering high corporate ethical standards and positive

	<p>relationships with the Group’s stakeholders; and</p> <p>(xii) Working with the GBNRC, actively participating in the selection of Directors and ensuring the membership of the Board is properly balanced.</p> <p>The Chairman ensures that proceedings of the Board are conducted in an orderly manner. He encourages healthy discussions and ensures any concerns or dissenting views are being discussed, addressed and recorded accordingly.</p> <p>In addition, the Chairman promotes a positive working relationship between the Board, PGCEO and Management. He is an advocate of good corporate governance practices in setting the tone from the top.</p> <p>The Chairman’s profile can be found on page 43 of the 2024 Annual Report and Section B of this Report.</p>	
<p>Explanation for departure</p>		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>		
<p>Timeframe</p>		

Intended Outcome

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

Practice 1.3

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

Application	:	Applied
Explanation on application of the practice	:	<p>Dato' Agil Natt, the Chairman, in leading the Board, is responsible for the effective overall functioning of the Board, while Datuk Wan Razly Abdullah bin Wan Ali (Datuk Wan Razly), the PGCEO focuses on the business and day-to-day management of the Bank.</p> <p>Datuk Wan Razly was appointed as the PGCEO of the Bank effective 2 April 2020 and he is not a Board member (non-board position).</p> <p>The Bank aims to ensure balance of power and authority between the Chairman and the PGCEO with a clear division of responsibility between the running of the Board and the Bank's business respectively. The positions of Chairman and the PGCEO are separated and clearly defined.</p> <p>The key role of the PGCEO includes the following:-</p> <ul style="list-style-type: none">(i) Developing the strategic direction of the Bank.(ii) Ensuring that the Bank's strategies and corporate policies are effectively implemented.(iii) Ensuring that Board's decisions are implemented and Board's directions are responded to.(iv) Providing directions in the implementation of short and long-term business plans.(v) Providing strong leadership that effectively communicates sound and viable vision, management philosophy and business strategy to the employees.(vi) Keeping the Board fully informed of all important aspects of the Bank's operations and ensuring sufficient information is distributed to Board members.(vii) Ensuring the day-to-day business affairs of the Bank are effectively managed. <p>The PGCEO's profile can be found on page 49 of the 2024 Annual Report.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 1.4

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

<i>Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.</i>	
Application :	Applied
Explanation on application of the practice :	As Chairman of the Bank, Dato' Agil Natt is not a member of either the Audit Committee, Nomination Committee or Remuneration Committee. To-date, none of the Chairmen of the banking entities are members of GBNRC and GBAC. The composition of the GBNRC and GBAC can be found in Section B of this report.
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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

Practice 1.5

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

Application	: Applied
Explanation on application of the practice	<p>Puan Nimma Safira binti Dato' Khalid ("Puan Nimma"), has more than 29 years of experience in Legal and Secretarial and was appointed as the Company Secretary of Affin since 2005. She currently holds the position as Group Chief Legal Officer and Company Secretary.</p> <p>She graduated with Bachelor of Laws (Hons) in 1992 and Bachelor of Laws (Shariah) (Hons) in 1993; both from the International Islamic University, Malaysia. In 2017, she attained her Professional Postgraduate Diploma in Governance, Risk and Compliance from the International Compliance Association (ICA), UK. Puan Nimma holds Certificate of Mediation and Advanced Mediation by The Accord Group, Australia. She is an Affiliate member of The Malaysian Institute of Chartered Secretaries and Administrators (MAICSA) and a Fellow Member of the ICA.</p> <p>As the Company Secretary, she plays an advisory role to the Board and is qualified under Section 235(2) of the Companies Act 2016, experienced and competent in performing her duties.</p> <p>The Company Secretary ensures that all governance matters and Board procedures are in place. The Company Secretary is responsible in supporting the effective functioning of the Board and the Board has direct access to the Company Secretary's advice and services. The Company Secretary attends the Board, selected Board Committee meetings as well as Management Committees' meetings.</p> <p>Amongst the support provided to the Board and Management for FY2024, as the Company Secretary, were as follows:-</p> <ul style="list-style-type: none">• Prepared the CG Statement and CG Report for FY2023 for the Board's approval.• Conducted a review on the Board Charter to ensure alignment with the latest regulatory framework.• Review of Affin Group Corporate Governance Framework.• Supported the Board in streamlining the Board governance across the Group.• Facilitated GBNRC in conducting internal Board Effectiveness Evaluation and Independent Directors Evaluation 2024.

	<ul style="list-style-type: none"> • Facilitated GBNRC in the appointment and re-appointment of Directors. • Coordinated Board induction session for newly appointed Directors • Supported GBNRC in conducting Fit and Proper assessment of Directors. • Supported Board in establishing the Sustainability & Climate Disclosure Policy. • Conducted a review of Affin Group Directors Remuneration Policy. • Convened and managed meetings of the Board, Board Committees and Management Committees under her purview for FY2024. • Arranged internal trainings for Directors. • Co-organised and convened hybrid AGM. • Co-organised Affin Group Board of Directors and Management Offsite-meetings and strategy session. <p>To ensure that only qualified and suitable individuals are appointed as Company Secretary, the appointment and /or change of Company Secretary are subject to the Board's approval.</p> <p>The Company Secretary's profile can be found on page 55 of the 2024 Annual Report.</p>
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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

Practice 1.6

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board has full and timely access to information on Board matters via materials and engagement with Management to enable the Directors to obtain further explanation, where necessary, in order to be properly briefed prior to the meetings.</p> <p>Prior to each Board meeting, Directors will be provided with the agenda together with the respective reports/papers and other board meeting reference materials for each item to be discussed in order for them to be apprised of the topics and to be prepared accordingly. These materials are disseminated in a paperless manner via meeting application software, a solution which stores meeting documents digitally in a secured manner.</p> <p>The Bank adopts a standard format of meeting papers to ease the Board's review and deliberations as provided by the Secretariat. The format consists of the following:-</p> <ul style="list-style-type: none">• the objective(s) of the paper and action required by the Board (e.g. for approval or notation)• background of the proposal which includes details on the purpose of the proposal, targeted outcome/completion, requirements and issues.• comments/feedback by Board or Management Committee(s) if the paper had been presented at other Board or Management Committee(s)• conclusion/recommendation for the Board's consideration. <p>The agenda of the meeting consists of banking business related aspects such as financials, strategies, operational, Information Technology, Human Resource, Credit as well as Audit, Risk Management and Compliance.</p> <p>The Chairman with the assistance of the Company Secretary ensures that clear and accurate minutes of board meetings which include the key deliberations, rationale for each decision made, and any significant concerns or dissenting views are maintained. The Company Secretary ensures that the decisions of the Board and Board Committees are undertaken by and acted upon by Management and updated to the Board/Board Committee vide Matters Arising, where applicable.</p>

	<p>The minutes of Board/Board Committee meetings are circulated to all Directors for their review and perusal prior to the confirmation of the minutes at the following Board/Board Committees meetings. The Directors may request for clarification or raise comments before the minutes are tabled for confirmation. Upon receiving confirmation from all the members at the Board meeting, the minutes will be signed by the Chairman of the meeting as a correct record of the meeting proceedings.</p>	
<p>Explanation for departure</p>		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>		
<p>Timeframe</p>		

Intended Outcome

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

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

Practice 2.1

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

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board established a Board Charter which demarcated the mandate, roles and responsibilities, and procedures of the Board and Board Committees (both individually and collectively), in setting the direction, management and control of the Bank in accordance with the principles of good corporate governance set out in the policy documents and guidelines issued by BNM and relevant regulatory authorities.</p> <p>The Board Charter outlines the issues and matters reserved for the Board as follows:-</p> <ul style="list-style-type: none">(i) Approval of financial results.(ii) Declaration of dividends.(iii) Risk appetite setting.(iv) Annual budget and business plan.(v) Appointment of key responsible persons.(vi) Mergers and Acquisitions.(vii) Policy Manual.(viii) Connected Parties Transactions.(ix) Strategic Directions.(x) Investment in capital projects. <p>The Board Charter is available on the Bank's website at https://affin.listedcompany.com/others.html.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	

Timeframe	:		
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Intended Outcome

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

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

Practice 3.1

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

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

Application	: Applied
Explanation on application of the practice	<p>The Bank has put in place a Code of Ethics and Standard of Professional Conduct.</p> <p>The Bank adopts the Code of Ethics for the Financial Services Industry developed by Financial Services Professional Board (FSPB) as the standard of conduct expected of its Directors and employees.</p> <p>The Code of Ethics is to ensure that staff consistently adhere to a high standard of professionalism and ethics in the conduct of business and professional activities.</p> <p>The Standard of Professional Conduct is to ensure that staff is fully committed to uphold, maintain and demonstrate a high level of integrity and professionalism at all times. The Bank upholds the ethical principles which outlines the ten (10) core minimum Standards of Professional Conduct that staff is expected to adhere and abide.</p> <p>The ten (10) standards are:-</p> <ul style="list-style-type: none">(i) acting in the best interest of the customer;(ii) complying with laws and dealing with regulators in an open and constructive manner;(iii) keeping information confidential;(iv) maintaining market integrity;(v) managing conflicts of interest;(vi) having openness and transparency;(vii) operating responsible business;(viii) acquiring professional knowledge and skills;(ix) giving respect and fair treatment; and(x) taking responsibility and accountability. <p>The Bank's Standard of Professional Conduct has been adopted by the Board to support the Group's objectives, vision and values which reflects the Group's vision and core values of integrity, respects, trust and openness. The basic principles have been carried out by having</p>

	<p>appropriate regard to the interests of the Bank’s customers, shareholders, business partners and the broader community in which the Group operates.</p> <p>The Bank encourages its employees to provide feedback with any concerns regarding misconduct and/or wrongdoing by the employees. Any non-compliance and failure to report non-compliance to the Code may lead to consequence management.</p> <p>All Directors and employees of the Bank are expected to exercise caution and due care in safeguarding confidential and price-sensitive information of the Bank and its business associates from being misused including for personal benefits, at all times. In managing the exposure of such misuse of price-sensitive information for trading of shares or other securities, the Directors and Key Senior Management Officers are reminded periodically of the prohibition of insider trading and the dealings in securities during closed periods in accordance with the relevant provisions of the MMLR.</p> <p>The Code of Ethics is available on the Bank’s website at https://affin.listedcompany.com/code_of_ethic.html.</p>	
Explanation for departure		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure		
Timeframe		

Intended Outcome

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

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

Practice 3.2

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

Application	:	Applied
Explanation on application of the practice	:	<p>Group Whistleblowing Policy and Procedures is developed to promote whistleblowing in a positive manner that provides an avenue for employees and members of the public to escalate concerns on improper conduct. The said Policy is in line with the fundamental objectives of Whistleblower Protection Act 2010.</p> <p>This includes the following:-</p> <ul style="list-style-type: none">(i) Safeguard the Bank's reputation by minimizing unfavorable surprise events in relation to improper conduct.(ii) Encourage Whistleblower to divulge pertinent information on improper activity occurring within the Bank and its subsidiaries subsequently to curtail possible detrimental impact.(iii) Exhibit better corporate governance on managing whistleblowing issues, which is to be managed in a transparent manner by creating awareness on the protection, confidentiality and enforceability of whistleblowing. <p>Complaints being channeled through the available avenues stated in the said Policy and are addressed and dealt with by the Group Whistleblowing Committee in strictest confidence. The Group Whistleblowing Committee reports to an Independent Non-Executive Director (INED) who provides oversight for the whistleblowing process. The INED is the Chairman of the Group Board Compliance Committee.</p> <p>The Group Whistleblowing Policy and Procedures is available on the Bank's website at www.affingroup.com</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 4.1

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

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

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

Application	:	Applied
Explanation on application of the practice	:	<p>The board and management at AFFIN are responsible for sustainability governance, setting strategies, priorities, and targets aligned with long-term objectives. They embed sustainability into operations and decision-making, ensuring both operational and non-operational aspects are managed.</p> <p>Sustainability is integrated into the AX28 Plan and assessed through a double materiality approach, evaluating both sustainability and financial impacts. This helps prioritize issues, allocate resources, and develop strong strategies for resilience.</p> <p>The board establishes targets, such as increasing sustainable financing to 25%, while management creates initiatives and incorporates sustainability into risk management by identifying and mitigating ESG-related risks and opportunities. Currently, there are policies and frameworks in place that integrate sustainability into the decision-making process as follows:</p> <ul style="list-style-type: none">a) Group Risk Management Framework – This framework uses three lines of defence model to ensure clear accountability and guiding principles for identifying, assessing, monitoring, managing, and mitigating risks across the Group.b) Group Credit Policy on Sustainable Financing – This policy outlines our approach to managing sustainability in our lending, financing, and investment activities.c) Sustainable Finance Framework – This framework guides our business in identifying activities that support sustainable development and the transition to a low-carbon economy. <p>Management identifies and prioritizes key sustainability issues, implements initiatives, monitors progress, and reports outcomes. This</p>

	<p>ensures accountability and a clear understanding of sustainability performance.</p> <p>Together, the board and management demonstrate their commitment to sustainability governance, positioning AFFIN for long-term success.</p>	
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.2

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

Application	: Applied
Explanation on application of the practice	<p>The board and management communicate AFFIN's sustainability strategies, priorities, and targets, along with performance against these targets, to both internal and external stakeholders through various channels. These strategies are linked to key KPIs that reflect our material matters, are reviewed annually, and are allocated to the responsible divisions throughout the organization. By linking our sustainability strategies to key performance indicators (KPIs), we ensure that our efforts are measurable and aligned with our core values. These KPIs are carefully reviewed each year to ensure they remain relevant and effective, and they are assigned to the appropriate divisions to ensure accountability and focused action.</p> <p>Internal Communication:</p> <p>Newsletters and Intranet Updates: Regular updates are provided via internal newsletters and the company intranet. These updates keep employees informed about ongoing sustainability initiatives, progress towards targets, and any new strategies being implemented. This continuous flow of information fosters a culture of sustainability within the organization and encourages employee participation and awareness.</p> <p>External Communication:</p> <p>Sustainability Statement through Annual Report: AFFIN publishes comprehensive sustainability reports as part of its annual report. These reports detail the company's sustainability strategies, specific targets, and performance against these targets. They provide stakeholders with a clear understanding of the company's commitment to sustainability and its progress over the year.</p> <p>Corporate Website and social media: AFFIN use its corporate website and social media platforms to share updates on sustainability initiatives and achievements. These channels reach a wide audience, including investors, customers, and the public, ensuring that the company's sustainability efforts are visible and accessible.</p> <p>Conferences & Quarterly Update to Analysts: AFFIN actively engages in stakeholder meetings and organizes conferences to discuss its</p>

	<p>sustainability performance and the latest industry trends. These events serve as valuable platforms for direct interaction with key stakeholders, including investors, analysts, and industry experts. By participating in these meetings, AFFIN can present its initiatives, share progress updates, and highlight future plans. Additionally, these engagements provide an opportunity for the company to gather valuable feedback, address concerns, and build stronger, more collaborative relationships with its stakeholders.</p> <p>This approach not only enhances transparency but also reinforces AFFIN's commitment to sustainability and continuous improvement across all levels of the organization and with the broader community.</p>	
<p>Explanation for departure</p>	<p>:</p>	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>	<p>:</p>	
<p>Timeframe</p>	<p>:</p>	

Intended Outcome

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

Practice 4.3

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

<p>Application</p>	<p>: Applied</p>
<p>Explanation on application of the practice</p>	<p>: The board takes several proactive measures to ensure they remain informed about and understand the sustainability issues relevant to the company and its business, including climate-related risks and opportunities. These actions include:</p> <ol style="list-style-type: none"> 1. Regular Awareness and Training: The board members participate in ongoing training sessions and educational programs focused on sustainability and ESG (Environmental, Social, and Governance) issues. This helps them stay updated on the latest trends, regulations, and best practices in the field. 2. Integration into Strategy: Sustainability material matters are integrated into the company's overall business strategy. The board ensures that these considerations are embedded in the company's long-term planning and operational decisions. 3. Monitoring and Reporting: The board oversees the establishment of robust monitoring and reporting mechanisms to track the company's performance on sustainability metrics. This includes regular reviews of sustainability reports and updates on progress towards climate-related goals via ESG dashboard. 4. Scenario Analysis/Stress Testing: The board is informed about the scenario analysis/stress testing exercises conducted to assess the potential impacts of various climate-related risks on the company's operations. This helps them to be aware of high-emitting sectors and customers, and to provide guidance on strategies to mitigate risks and capitalize on opportunities. 5. Framework/Policy Development: The board is well-informed on the development and endorsement of company framework/policies related to sustainability and climate change as follows: <ol style="list-style-type: none"> a) Enhanced Sustainability Framework b) Sustainability & Climate Disclosure Policy c) Sustainable Finance Framework d) Value based Intermediation Framework e) Diversity, Equity and Inclusion Framework This ensures that the company's policies are aligned with best

	<p>practices and regulatory requirements.</p> <p>By taking these actions, the board demonstrates its commitment to staying abreast of and understanding the sustainability issues relevant to the company, including climate-related risks and opportunities. This proactive approach helps the company navigate the complexities of sustainability and ensures long-term resilience and success.</p>	
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.4

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

Application	:	Applied	
Explanation on application of the practice	:	<p><u>Board</u></p> <p>The Board’s performance and contributions are assessed through the Board Effectiveness Evaluation (BEE). This evaluation includes a section on Board Sustainability to measure the Board’s competency in addressing and evaluating sustainability-related matters.</p> <p><u>Management</u></p> <p>The PGCCEO, and the relevant top management include ESG (Environmental, Social, and Governance) KPIs as part of their performance evaluations.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 4.5- Step Up

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

<i>Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.</i>	
Application	: Adopted
Explanation on adoption of the practice	: In 2023, the Board formalized the responsibility for sustainability under the purview of the Group Chief Strategy & Sustainability Officer (GCSSO). Role and Responsibilities: The GCSSO is the alternate Chairman of the Group Management Committee - Sustainability and reports to the Group Board Sustainability Committee (GBSC). The GCSSO is responsible for overseeing and driving the sustainability strategy and initiatives within the company. This role includes leading efforts to integrate sustainability principles into all aspects of the business. Alignment with Company Objectives: The GCSSO ensures that sustainability efforts align with the company's commitment to responsible and ethical business practices. The GCSSO champions the company's strategic objective of Responsible Banking with Impact.

Intended Outcome

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

Practice 5.1

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

Application	:	Applied
Explanation on application of the practice	:	<p>Affin Group's Board composition are continuously reviewed by the GBNRC. This is to ensure that the composition of the Board of Affin Group consists of Directors with suitable skill sets to discharge their duties effectively as well as to ensure compliance with the applicable regulatory requirements and internal practices.</p> <p>The Board, vide Board Charter, had established the Policy on Tenure of Directorships and has adopted the following principles for Non-Executive Directors:-</p> <p>(a) Tenure of an Independent Director</p> <p>The maximum tenure of service for Independent Directors shall be a cumulative term of nine (9) years within the Affin Group. (Note: After serving for nine years, an independent director may continue to serve on the board as a non-independent director. If the board intends to retain the independent director beyond nine years, the board should provide justification and seek annual shareholders' approval through a two-tier voting process)</p> <p>(b) Age Limit</p> <p>The maximum age of Directors shall be seventy-five (75) years old, unless under special circumstances duly justified.</p> <p>Appointment of new Director is subject to any vacancy due to retirement, resignation or completion of Directorship tenure; including the nomination by Shareholder(s).</p> <p>Re-appointment and re-election of Directors are contingent on satisfactory evaluation of the director's performance and contribution to the Board. Directors' performance is reviewed based on the outcome of the BEE exercise as well as the fit and proper assessment by GBNRC.</p> <p>The proposal for Directors' appointment, re-appointment and list of Directors' standing for re-election at the next AGM are tabled to GBNRC for recommendation and thereafter to the Board for approval, subject to BNM (for appointment and re-appointment) and shareholders'</p>

	approval (for re-election).	
	As part of the Board refresh exercise, GBNRC reviewed the Board's desired skillsets and established an internal Board Candidate Registry which consists potential candidates with various desired skillsets to be considered for appointment to the Board from time to time.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.2

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

Application	:	Applied
Explanation on application of the practice	:	<p>As at 31 December 2024, the Board comprises eleven (11) Directors, eight (8) are Independent Non-Executive Directors (“INEDs”) and the remaining three (3) are Non-Independent Non-Executive Directors (“NINEDs”) (shareholders’ representative) which exceeds the level of independence prescribed under the MMLR and BNM CG.</p> <p>The presence of a majority of INEDs provides effective check and balance in functioning of the Board to safeguard the interest of the Bank and stakeholders.</p> <p>The existing size and composition of the Board promotes effective deliberation, encourages active participation from all Directors and allows their roles and responsibilities to be discharged without giving rise to an over-extension of Directors who are required to serve on multiple Board Committees. The diverse and broad range of experience, skills and knowledge of the Directors effectively facilitate the discharge of the Board’s stewardship.</p> <p>Based on the results of the assessments/evaluation undertaken in FY2024, the Board is satisfied that all INEDs have met the independence criteria and are able to act in an independent and objective manner.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.3

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

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

Application	:	Not applicable - Step Up 5.4 adopted	
Explanation on application of the practice	:		
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 5.4 - Step Up

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

<i>Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.</i>											
Application	: Adopted										
Explanation on adoption of the practice	: As enumerated under Practice 5.1 above, the Board, vide Board Charter, had established the Policy on Tenure Directorships and has adopted the following in relation to the limit of Directorship tenure for all Non-Executive Directors:- (a) Tenure of an Independent Director The maximum tenure of service for Independent Directors shall be a cumulative term of nine (9) years within the Affin Group. (Note: After serving for nine years, an independent director may continue to serve on the board as a non-independent director. If the board intends to retain the independent director beyond nine years, the board should provide justification and seek annual shareholders' approval through a two-tier voting process) (b) Age Limit The maximum age of Directors shall be seventy-five (75) years old, unless under special circumstances duly justified. As at 31 December 2024, the tenure of INEDs are as follows:- <table border="1"><thead><tr><th>Tenure</th><th>Number of INEDs</th></tr></thead><tbody><tr><td>Less than 1 year</td><td>0</td></tr><tr><td>More than 1 years and up to 3 years</td><td>1</td></tr><tr><td>More than 3 years and up to 6 years</td><td>5</td></tr><tr><td>More than 6 years</td><td>2</td></tr></tbody></table> Therefore, as at 31 December 2024, none of the INEDs had exceeded the nine (9) years tenure.	Tenure	Number of INEDs	Less than 1 year	0	More than 1 years and up to 3 years	1	More than 3 years and up to 6 years	5	More than 6 years	2
Tenure	Number of INEDs										
Less than 1 year	0										
More than 1 years and up to 3 years	1										
More than 3 years and up to 6 years	5										
More than 6 years	2										

Intended Outcome

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

Practice 5.5

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

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

Application	: Applied																												
Explanation on application of the practice	<p>The Bank strongly promotes diversity in Board and KSMO as it recognises the values and the unique contribution from Directors and KSMO with diverse individual background, skills, experiences, perspectives, nationality, age as well as gender.</p> <p>For the Board composition, the Board and GBNRC continuously reviews the appropriate mix of skills, experience, age, gender, cultural background and knowledge required of its members, in the context of the needs of the Bank's businesses and strategies.</p> <p>The following sets out the Board Diversity matrix of the Bank:-</p> <table border="1"> <thead> <tr> <th>Areas of Skills/Experience/Expertise*</th> <th>Number of Directors</th> </tr> </thead> <tbody> <tr> <td>Risk Management (banking, credit, IT)</td> <td>7</td> </tr> <tr> <td>Chartered Accountant/Accounting</td> <td>7</td> </tr> <tr> <td>Human Capital/People Management</td> <td>2</td> </tr> <tr> <td>Business Administration</td> <td>11</td> </tr> <tr> <td>Information Technology</td> <td>2</td> </tr> <tr> <td>Operations, Strategic and Corporate Advisory</td> <td>11</td> </tr> <tr> <td>Marketing and Sales</td> <td>4</td> </tr> <tr> <td>ESG, DEI, Sustainability</td> <td>1</td> </tr> </tbody> </table> <p>Note * Directors may fall into more than one category</p> <p>Age</p> <table border="1"> <thead> <tr> <th>Age*</th> <th>Number of Directors</th> </tr> </thead> <tbody> <tr> <td>40 - 49</td> <td>1</td> </tr> <tr> <td>50 - 59</td> <td>0</td> </tr> <tr> <td>60 - 69</td> <td>7</td> </tr> <tr> <td>70 - 75</td> <td>3</td> </tr> </tbody> </table> <p>Note * age of Directors as at February 2025</p>	Areas of Skills/Experience/Expertise*	Number of Directors	Risk Management (banking, credit, IT)	7	Chartered Accountant/Accounting	7	Human Capital/People Management	2	Business Administration	11	Information Technology	2	Operations, Strategic and Corporate Advisory	11	Marketing and Sales	4	ESG, DEI, Sustainability	1	Age*	Number of Directors	40 - 49	1	50 - 59	0	60 - 69	7	70 - 75	3
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Risk Management (banking, credit, IT)	7																												
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Age*	Number of Directors																												
40 - 49	1																												
50 - 59	0																												
60 - 69	7																												
70 - 75	3																												

Nationality

Nationality	Number of Directors
Malaysian	9
American	1
Chinese	1

Gender

Nationality	Number of Directors
Male	7
Female	4

The following sets out the KSMO Diversity matrix of the Bank:-

Age

Age*	Number of KSMO
40 - 49	3
50 - 59	9
60 - 69	1
70 - 75	Nil

Note * age of KSMO as at February 2025

Nationality

Nationality	Number of KSMO
Malaysian	13
Others	NIL

Gender

Nationality	Number of KSMO
Male	8
Female	5

Board Commitment

Affin's Board Charter stated that the Non-Executive Director ("NED") of the Bank must not hold more than five (5) directorships in listed and ten (10) directorships in non-listed companies (Pursuant to paragraph 15.06 (1) of the MMLR and Practice 5.5 of MCCG 2021). This is to ensure that the Board is able to provide full commitment and sufficient time for Affin.

The Board Charter also stated that prior to acceptance of external commitment Directors should first consult with the Chairman of the Board and Chairman of GBNRC on such proposed appointment to ensure that the external commitments do not:-

- (a) cause potential conflict of interest for the Director;
- (b) impair the Director's independence;

	<p>(c) be in competition with the business interest with the Bank or Group;</p> <p>(d) have potential reputational consequence to the Bank; and/or</p> <p>(e) affect the Directors' time commitment and ability to attend Board/Board Committee meeting(s) as well as discharge their responsibilities to the Bank.</p> <p>If the external appointment falls in any of the category above, the matter will be escalated to GBNRC for deliberations and recommendations.</p> <p>Thus far, the Directors of Affin Bank do not hold more than five (5) directorships in listed and ten (10) directorships in non-listed companies.</p> <p><u>KSMO Appointment and Removal</u></p> <p>KSMO appointments and removal are governed by the standards in BNM CG which stipulates that member of KSMO must fulfil the minimum requirements at the time of appointment and on a continuing basis.</p> <p>The Bank acknowledges that persons in these key positions must have the necessary qualities, competencies and experience that will allow them to perform their duties and carry out the responsibilities required of their position in the most effective manner.</p>
<p>Explanation for departure</p>	<p>:</p>
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>	
<p>Measure</p>	<p>:</p>
<p>Timeframe</p>	<p>:</p>

Intended Outcome

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

Practice 5.6

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

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

Application	:	Applied
Explanation on application of the practice	:	<p>The GBNRC is responsible for assessing the candidate(s)' qualifications and experience and whether he/she fulfils the minimum requirements as set out in the BNM CG, BNM Policy Document on Fit & Proper Criteria, internal policies and any other relevant regulations.</p> <p>In identifying candidates for appointment of Directors, the GBNRC does not solely rely on recommendations from the existing Board members, Management or major shareholders. The GBNRC has the right to utilize independent sources at the cost of the Bank to identify suitably qualified candidates.</p> <p>GBNRC may also consider utilising the following sources:-</p> <ul style="list-style-type: none">(i) Director's registry [e.g., Institute of Corporate Directors Malaysia (ICDM) and Financial Institutions Directors' Education (FIDE)];(ii) Industry and professional associations;(iii) Open advertisements; or(iv) Independent search firm. <p>GBNRC has in place the following processes for nomination of Board candidate:-</p> <ul style="list-style-type: none">(i) Identifying on the desired skills set of the Board(ii) Sourcing of candidates from Director's registry, industry and professional associations, independent search firm and recommendations by Board members.(iii) GBNRC reviews and select potential candidates(iv) Engagement session conducted between GBNRC and candidate(v) Fit and proper assessment on the shortlisted candidate(vi) GBNRC to assess the candidate(vii) Recommendation to the Board for approval(viii) Submission to BNM for approval. <p>As a basic principle, the Bank shall not make an application to BNM to appoint a Director unless the Board is wholly satisfied, based on its</p>

	objective assessment, that the candidate meets the minimum requirements of the BNM CG and MMLR, understands the expectation of the roles and is able to meaningfully contribute to the Board.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.7

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

Application	: Applied
Explanation on application of the practice	<p>Details of each Directors are disclosed in the Annual Report and Section B of this report is sufficient for shareholders to make an informed decision on the appointment and reappointment of a Director. Amongst the information provided, but not limited to the following:-</p> <ul style="list-style-type: none">(i) Directors' profiles (current Directorship, shareholding and conflict of interest, if any);(ii) Statement of Accompanying Notice of 49th Annual General Meeting with:-<ul style="list-style-type: none">(a) Confirmation on fulfilment of the fit and proper criteria as specified in the Financial Services Act 2013 and the BNM Policy Document on Fit and Proper Criteria.(b) Confirmation on fulfilment of the criteria of an independent director as defined under MMLR, which include being independent of management, free from any business or other relationship which could interfere with the exercise of independent judgement, objectivity or the ability to act in the best interests of the Company, and also being independent of its major shareholders. <p>GBNRC has conducted an assessment on the Directors that are seeking re-election at the 49th Annual General Meeting based on the criteria set in the Board Charter. The Board has made their assessment and is satisfied with the Directors seeking for re-election and the Directors have maintained their independence in the financial year ended 31 December 2024.</p> <p>For the 49th Annual General Meeting, three (3) Directors standing for re-election under Article 118 of Affin's Constitution:-</p> <ul style="list-style-type: none">1. Dato' Mohd Hata bin Robani2. Dato' Abdul Aziz bin Abu Bakar3. Encik Mohammad Ashraf bin Md Radzi

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

Intended Outcome

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

Practice 5.8

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Chairman of the GBNRC is Dato' Abdul Aziz bin Abu Bakar (Dato' Abdul Aziz), an Independent Non-Executive Director.</p> <p>As the Chairman of GBNRC, Dato' Abdul Aziz ensures that the Committee provides a formal and transparent procedure in respect of the following:-</p> <ul style="list-style-type: none">(i) Leads the Board composition Refresh Exercise for Affin Group including but not limited to reviewing the desired matrix skillset, Board Candidates Registry and Board Committees' composition.(ii) The selection and appointment of all new Directors and Chief Executive Officer as well as assessment on effectiveness of individual Directors, Board as a whole, Board Committees and performance of Chief Executive Officer and KSMO; and(iii) Develop remuneration policy for Directors, Chief Executive Officer and KSMO and ensuring that compensation is competitive and consistent with the Bank's culture, objectives and strategies. <p>Dato' Abdul Aziz's profile can be found on page 44 of the 2024 Annual Report and part B of this Report.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.9

The board comprises at least 30% women directors.

Application	:	Applied
Explanation on application of the practice	:	<p>Out of the eleven (11) Directors, four (4) are women Directors which constitute 36% of the Board composition of the Bank, as follows:-</p> <p>(i) Dato' Rozalila binti Abdul Rahman; (ii) Puan Marzida binti Mohd Noor; (iii) Ms Chan Wai Yu; and (iv) Puan Emeliana Dallan Rice-Oxley.</p> <p>The Board will continue to uphold the principle of boardroom gender diversity per the recommendations of the MCCG of having at least 30% women representation on the Board. Apart from gender diversity, the Board also consider diversity in skills, experience, age and cultural background.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.10

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board continues its commitment to maintain diversity and inclusion in its composition. In this regard, the Board's diversity ranges from various aspects namely gender, age, ethnicity, nationality, experience, skills and length of service. Currently, the Board's gender composition is 64% male and 36% female. As for KSMO, their gender composition is 66% male and 34% female.</p> <p>The Board acknowledges the recommendation of the MCCG 2021 pertaining to the establishment of boardroom gender diversity policy. The Bank has revised its Board Charter to include gender diversity as part of the Bank's effort to strengthen its stance in ensuring that gender equality is being enforced in the community.</p> <p>The Board has maintained 36% women representation in the Board, out of the eleven (11) Directors, four (4) are women Directors, as follows:-</p> <ul style="list-style-type: none">(i) Dato' Rozalila binti Abdul Rahman;(ii) Puan Marzida binti Mohd Noor;(iii) Ms Chan Wai Yu; and(iv) Puan Emeliana Dallan Rice-Oxley.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 6.1

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

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

<i>Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.</i>			
Application	: Applied		
Explanation on application of the practice	: <p>GBNRC with the assistance of the Company Secretarial team conducts Board Effectiveness Evaluation (BEE) on the performance and effectiveness of the Board, Board Committee and Individual Director. The outcome of the annual assessment will be deliberated at GBNRC and presented to the Board.</p> <p>In line with the recommendation by MCCG 2021, the Board is committed to appoint an external expert to carry out the BEE exercise at every three (3) years interval.</p> <p>The Bank had appointed an external expert to conduct the BEE exercise for the Bank as well as for its banking subsidiaries in 2022. In line with the recommendation by MCCG 2021, the Board is committed to appoint an external expert to carry out the BEE exercise at every three (3) years interval.</p> <p>In light of the above, the Board had decided that the BEE 2024 to be carried out internally via an online platform with the assistance from the Company Secretarial team based on the framework which was designed and concurred by the GBNRC and the Board of ABB.</p> <p>Themes and processes enumerated for the evaluation of the Board, Board Committees and Individual Directors can be found on page 174 of the 2024 Annual Report.</p> <p>Pursuant to the BEE exercise for FY2024, the main highlights of the results are as follows:-</p> <table border="1" data-bbox="555 1877 1407 1993"> <tr> <td>Areas of Strength</td> <td>1) Board Composition, Skills and Development – The Board has a good balance of Directors with banking and non-banking skillsets, and virtually</td> </tr> </table>	Areas of Strength	1) Board Composition, Skills and Development – The Board has a good balance of Directors with banking and non-banking skillsets, and virtually
Areas of Strength	1) Board Composition, Skills and Development – The Board has a good balance of Directors with banking and non-banking skillsets, and virtually		

		<p>all skill sets are represented, including diversity in all form.</p> <p>2) Board Dynamics & Culture – The Board is dedicated to upholding ethical business practices and sustaining a positive organizational culture that values accountability, integrity, transparency, and fairness. Under the leadership of a competent Chairman, the Board cultivates an atmosphere that encourages comprehensive input to facilitate informed decision-making.</p> <p>3) Board & Management Relationship – The Board and Management have a well-defined division of responsibilities and authority. The Board encourages Management to engage in open communication with Board members and provides ample support and strategic guidance to Management, fostering a productive working partnership.</p>
	<p>Considerations for Improvement</p>	<p>1) Agenda, Meetings, Information and Decision Making – The Boardroom culture encourages constructive, candid, and thorough discussions, with a high regard for diversity of opinion. The quality of board information is typically of sufficient to enable the Board to effectively assess the Bank’s progress towards its strategic business objectives. Nevertheless, there is an opportunity to enhance this process by improving the timeliness of meeting paper submissions, thereby allowing Board Members adequate time to review and prepare for Board meeting, which will lead to more informed and productive discussions.</p> <p>2) Board Sustainability Matters – The Board, in collaboration with Management, incorporates environmental, social, and governance (ESG) considerations, as well as sustainability risks and opportunities, into the review and oversight of the development and implementation of the Bank's strategies, business plans, major action plans, and risk management. Oversight responsibility for ESG risks and opportunities has been appropriately allocated across the relevant Board</p>

		<p>Committees, ensuring a holistic and coordinated approach. The Bank consistently engages with and communicates its ESG and sustainability strategies, priorities, targets, and performance against these targets to internal and external stakeholders. However, it is recognised that the Bank needs to accelerate its efforts to raise awareness of ESG values among its internal and external stakeholders, fostering a deeper understanding and commitment towards these principles.</p>
	<p>The Board and GBNRC will work on development plans to address the areas of improvement based on their priorities, with the support from respective Board Committees.</p> <p>The results of the Individual Director’s Assessment are shared with the Chairman of the Board who will together with the Chairman of GBNRC engage with each Director individually to discuss on their performance for FY2024.</p>	
<p>Explanation for departure</p>	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>	:	
<p>Timeframe</p>	:	

Intended Outcome

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

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

Practice 7.1

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

Application	:	Applied																			
Explanation on application of the practice	:	<p>Board</p> <p>The GBNRC recommends structured remuneration packages for the Non-Executive Directors (NED) which is competitive and consistent with the Bank's culture, objectives and strategies. It commensurate with the level of responsibilities and contribution by the NED in ensuring the effective functioning of the Board as well as driving the Bank's long-term objectives.</p> <p>The Directors Remuneration for FY2024 is as follows:-</p> <table border="1"> <thead> <tr> <th rowspan="2"></th> <th colspan="2">Holding Company</th> <th colspan="2">Subsidiary Company</th> </tr> <tr> <th>Chairman</th> <th>Member</th> <th>Chairman</th> <th>Member</th> </tr> </thead> <tbody> <tr> <td>Director's Fee (per annum)</td> <td>RM265,000</td> <td>RM165,000</td> <td>RM195,000</td> <td>RM145,000</td> </tr> <tr> <td>Board Committee Fee (per annum)</td> <td>RM50,000</td> <td>RM35,000</td> <td>RM50,000</td> <td>RM35,000</td> </tr> </tbody> </table> <p>The Directors Remuneration for FY2024 was approved at the 48th Annual General Meeting.</p> <p>KSMO</p> <p>It is the Bank's basic compensation philosophy to provide a competitive level of total compensation to attract and retain qualified and competent staff. The Bank's variable remuneration policy will be driven primarily by a performance-based culture that aligns staff interests with those of the shareholders of the Bank.</p> <p>The Bank's remuneration policy considers the role of each staff, and has set guidance on whether they are under Senior Management, Other Material Risk Taker (OMRT) or other employees category.</p>		Holding Company		Subsidiary Company		Chairman	Member	Chairman	Member	Director's Fee (per annum)	RM265,000	RM165,000	RM195,000	RM145,000	Board Committee Fee (per annum)	RM50,000	RM35,000	RM50,000	RM35,000
	Holding Company			Subsidiary Company																	
	Chairman	Member	Chairman	Member																	
Director's Fee (per annum)	RM265,000	RM165,000	RM195,000	RM145,000																	
Board Committee Fee (per annum)	RM50,000	RM35,000	RM50,000	RM35,000																	

	<p>The objectives of the Remuneration Policy is to ensure that the remuneration system of the Bank:</p> <ul style="list-style-type: none"> (i) Rewards individuals for the achievement of the Bank’s objectives and motivates high levels of performance; (ii) Rewards exceptional performance by individual through the Performance Management System; (iii) Allows the Bank to compete effectively in the labour market and to recruit as well as retain high calibre staff; (iv) Achieves fairness and equity in remuneration and reward. <p>The Bank’s remuneration is made up of two (2) main components namely “fixed pay” and “variable pay”:-</p> <ul style="list-style-type: none"> (i) Fixed pay consists of base salary and fixed allowances that are pegged to the market value of the job. (ii) Variable pay rewards employees based on the performance of the Division, Department and Bank; and the employee’s individual performance i.e. Bonuses, Long Term Incentives Plan (LTIP) & Sales Incentives/Commission. <p>The Bank implemented the Deferred Discretionary Performance Bonus for material risk taker (“MRT”) and staff who falls under the other material risk taker (“OMRT”) Category. The objective of the deferred bonus is to align the short-term compensation payment with the time-based risk, and to encourage employees to deliver sustainable long-term performance. The Bank shall review the MRT & OMRT listing on annual basis.</p>	
<p>Explanation for departure :</p>		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure :</p>		
<p>Timeframe :</p>		

Intended Outcome

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

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

Practice 7.2

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

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

Application	:	Applied
Explanation on application of the practice	:	<p>GBNRC is chaired by an INED, with the objective of providing a formal and transparent procedure in respect of the following:</p> <p>(i) The selection and appointment of all new Directors and PGCEO as well as assessment of effectiveness of individual Directors, Board as a whole, Board Committees and performance of PGCEO and Key Senior Management Officers (KSMO); and</p> <p>(ii) Develop remuneration policy for Directors, PGCEO and KSMO as well as ensuring that compensation is competitive and consistent with the Bank's culture, objectives and strategies.</p> <p>The GBNRC carries out its roles and responsibilities as stipulated in the terms of reference. The GBNRC is not delegated with decision making powers but reports its recommendations to the Board for decision.</p> <p>The main activities of the GBNRC in 2024 included the following:</p> <ul style="list-style-type: none">• Appointment of Non-Independent Directors nominated by the major shareholders.• Setting up of KPIs and Scorecard for FY2024.• Performance assessment of KSMO for new appointment and contract renewal of ABB, AIBB and AHIBB.• Assessment of fitness and propriety of Directors and Key Responsible Persons.• Assess suitability of candidates for appointment and re-appointment of Directors and Shariah Committee members.• Review the remuneration of Directors, Shariah Committee and KSMO.• Outcome of the Board Effectiveness Evaluation exercise for FY2023.

	<ul style="list-style-type: none"> • Review of Board and Management Succession Plan. • Review of List of OMRT and Senior Management. • Review of the BNM's Guidelines on Investor Protection. • Review of the Group's Organisation Structure. • Review of Directors' and Shariah Committees' training plan for the year 2024. • Revision to the Constitution. • Introduction of new Affin Group Consequence Management Framework. • Nomination of new directors to the boards of subsidiaries and affiliates. • Review of employees' benefits package. • Review of Directors & Officers Liability Insurance Coverage. • Mid-year performance review of the employees. <p>The establishment of GBNRC is to provide a centralised platform in setting the Group principles, procedures and framework relating to the composition of the Board and Management including their appointment/re-appointment, effectiveness and performance as well as remuneration policy for the Board, Management and the Group as a whole. This Group approach would promote compensation philosophy which would drive performance of the Group as a whole.</p> <p>The GBNRC would be able to review the diversity, matrix skills of the Board and Management from broader perspective to ensure that it aligns with the Group's strategy and placement of human capital at entity level with the right skills set.</p>
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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

Practice 8.1

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

Application	:	Applied
Explanation on application of the practice	:	The details of the Directors' remuneration (including benefits-in-kind) of each Director during the financial year 2024 are disclosed on Note 42 to the Financial Statements of the 2024 Annual Report.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Dato' Agil Natt	Independent Director	508	Input info here	Input info here	Input info here	164	Input info here	672	508	Input info here	Input info here	Input info here	164	Input info here	672
2	Dato' Abdul Aziz bin Abu Bakar	Independent Director	295	Input info here	Input info here	Input info here	1	Input info here	296	295	Input info here	Input info here	Input info here	1	Input info here	296
3	Dato' Mohd Hata bin Robani	Independent Director	410	Input info here	Input info here	Input info here	10	Input info here	420	410	Input info here	Input info here	Input info here	10	Input info here	420
4	Mr. Chan Tze Ching, Ignatius	Non-Executive Non-Independent Director	212	Input info here	Input info here	Input info here	1	Input info here	213	212	Input info here	Input info here	Input info here	1	Input info here	213
5	Dato' Rozalila binti Abdul Rahman	Independent Director	350	Input info here	Input info here	Input info here	1	Input info here	351	350	Input info here	Input info here	Input info here	1	Input info here	351
6	Mr. Yuen Wai Hung, Peter	Non-Executive Non-Independent Director	212	Input info here	Input info here	Input info here	1	Input info here	213	212	Input info here	Input info here	Input info here	1	Input info here	213
7	Puan Marzida binti Mohd Noor	Independent Director	350	Input info here	Input info here	Input info here	1	Input info here	351	350	Input info here	Input info here	Input info here	1	Input info here	351
8	Mr. Gregory Jerome Gerald Fernandes	Independent Director	370	Input info here	Input info here	Input info here	1	Input info here	371	370	Input info here	Input info here	Input info here	1	Input info here	371
9	Ms. Chan Wai Yu	Independent Director	335	Input info here	Input info here	Input info here	1	Input info here	336	335	Input info here	Input info here	Input info here	1	Input info here	336
10	Encik Mohammad Ashraf Md Radzi	Non-Executive Non-Independent Director	60	Input info here	Input info here	Input info here	1	Input info here	61	60	Input info here	Input info here	Input info here	1	Input info here	61
11	Puan Emeliana Dallan Rice-Oxley	Independent Director	280	Input info here	Input info here	Input info here	1	Input info here	281	280	Input info here	Input info here	Input info here	1	Input info here	281
12	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

13	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
14	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
15	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

Intended Outcome

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

Practice 8.2

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

Application	:	Departure																	
Explanation on application of the practice	:																		
Explanation for departure	:	<p>The Board is of the opinion that such disclosure would be disadvantageous to the Bank's business interest, given the highly competitive conditions in the banking industry where poaching of executives is common.</p> <p>However, across the Group, Affin discloses the remuneration of the Top three (3) KSMO positions in their respective financial statements, as follows:</p> <ol style="list-style-type: none"> 1. President & Group CEO, Affin Bank Berhad; 2. CEO, Affin Islamic Bank Berhad; and 3. CEO, Affin Hwang Investment Bank Berhad. <p><i>Note : The financial statements of the above entities is available on the Bank's website at www.affingroup.com</i></p> <p>The remuneration of KSMO other than the President & Group CEO of Affin Bank Berhad are as follows:-</p> <table border="1"> <thead> <tr> <th>Name</th> <th>Position</th> <th>2024 Annual Total Remuneration</th> </tr> </thead> <tbody> <tr> <td>Risham Akashah Bin Kamaruzaman</td> <td>Group Chief Operating Officer</td> <td>RM1.5 Million to RM2 Million</td> </tr> <tr> <td>Hanif Bin Ghulam Mohammed</td> <td>Executive Director, Group Treasury</td> <td rowspan="5">< RM1.5 Million</td> </tr> <tr> <td>Hanif Bin Mohd Yusof</td> <td>Executive Director, Group Corporate Banking</td> </tr> <tr> <td>Mohammad Fairuz Bin Mohd Radi</td> <td>Executive Director, Group Community Banking</td> </tr> <tr> <td>Fung Kai Jin</td> <td>Executive Director, Group Enterprise Banking</td> </tr> <tr> <td>Adzamimah Binti Adzmi</td> <td>Group Chief Compliance Officer</td> </tr> </tbody> </table>	Name	Position	2024 Annual Total Remuneration	Risham Akashah Bin Kamaruzaman	Group Chief Operating Officer	RM1.5 Million to RM2 Million	Hanif Bin Ghulam Mohammed	Executive Director, Group Treasury	< RM1.5 Million	Hanif Bin Mohd Yusof	Executive Director, Group Corporate Banking	Mohammad Fairuz Bin Mohd Radi	Executive Director, Group Community Banking	Fung Kai Jin	Executive Director, Group Enterprise Banking	Adzamimah Binti Adzmi	Group Chief Compliance Officer
Name	Position	2024 Annual Total Remuneration																	
Risham Akashah Bin Kamaruzaman	Group Chief Operating Officer	RM1.5 Million to RM2 Million																	
Hanif Bin Ghulam Mohammed	Executive Director, Group Treasury	< RM1.5 Million																	
Hanif Bin Mohd Yusof	Executive Director, Group Corporate Banking																		
Mohammad Fairuz Bin Mohd Radi	Executive Director, Group Community Banking																		
Fung Kai Jin	Executive Director, Group Enterprise Banking																		
Adzamimah Binti Adzmi	Group Chief Compliance Officer																		

	Dang Cheong Min	Group Chief Risk Officer	< RM1.5 Million
	Wahdania Binti Mohd Khir	Group Chief Internal Auditor	
	Joanne May Rodrigues	Group Chief Financial Officer	
	Irwin Bin Mohd Eusoff	Group Chief Corporate Strategy & Sustainability Officer	
	Nimma Safira Binti Khalid @ Mat Khalid	Group Chief Legal Officer & Company Secretary	
	Norhazlizawati Binti Mohd Razali	Group Chief Credit Officer	
	Mohd Syukri Bin Ahmad Sudari	Group Chief People Officer	
	<p>The Board wishes to give assurance that the remuneration of Directors and KSMO commensurate with their individual performance, taking into consideration of the Bank's performance as it is benchmarked against the market.</p> <p>The remuneration packages of KSMO are based on experience, expertise, skills and industry benchmark. Total remuneration of its employees is also set out in the Audited Financial Statements for financial year ended 31 December 2024 which allow shareholders to assess whether the remuneration of Directors and Senior Management commensurate with their performance taking into consideration of the Bank's performance.</p>		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>			
Measure	:	The Board will closely monitor developments in the market in respect of such disclosure for future consideration.	
Timeframe	:	Others	

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

Intended Outcome

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

Practice 8.3 - Step Up

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	

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

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.1

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

Application	:	Applied	
Explanation on application of the practice	:	<p>The Group Board Audit Committee Chairman, Mr Gregory Jerome Gerald Fernandes is an Independent Non-Executive Director (INED).</p> <p>As at 31 December 2024, the GBAC comprises of five (5) members who are all INEDs. The composition of the GBAC and details of their meeting attendance can be found in the Group Board Audit Committee Report of AFFIN Bank Group’s Annual Report 2024.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.2

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Group Board Audit Committee acknowledges the importance of independent Audit Committee. In doing so, the Terms of Reference for GBAC has included the revised cooling-off period as follows:-</p> <p>“A former key audit partner of the firm which has been appointed as the external auditor of the Bank, shall observe a cooling-off period of at least three (3) years from the date he/she ceases to be a partner of the firm before being appointed as a member of the GBAC.”</p> <p>The composition, quorum, frequency of meeting as well as the specific duties, responsibilities and authority of the GBAC are set out under its Terms of Reference which is available on the Bank's corporate website.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.3

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

Application	:	Applied
Explanation on application of the practice	:	<p>The GBAC has put in place policies and procedures to assess the suitability, objectivity and independence of external auditors. With reference to the requirements set out in the BNM's Policy Document on External Auditors, Affin Bank Group has documented its own Group policy and procedures on Appointment and Re-appointment of External Auditors and Policy on Engagement of External Auditors for Non-Audit Services.</p> <p>Annually, the GBAC reviews and assesses the appointment or re-appointment of external auditors to ensure the suitability, objectivity and independence of the External Auditors. Among the criteria evaluated and taken into consideration by the GBAC were:</p> <ul style="list-style-type: none">• Independence, Objectivity, Familiarity Threats and Professional Scepticism;• Ability to demonstrate an unbiased stance when interpreting the standards/policies adopted by the Group;• Qualification criteria;• Level of knowledge, capabilities, experience and quality of previous work;• Level of engagement with the Board and GBAC;• Ability to provide constructive observations, implications and recommendations in areas which require improvements;• Appropriateness of audit approach, adequacy of resources and the effectiveness of overall audit planning; and• Ability to perform the audit work within the agreed duration given. <p>The GBAC meets up with the external auditors regularly to discuss the scope of their annual audit plan, evaluation of the adequacy and effectiveness of the internal controls system, results of financial reviews and audits. During FY2024, the GBAC held two (2) private sessions with the external auditors without the presence of Management to discuss any relevant matters that the external auditors may wish to highlight and obtain feedback for improvements.</p>

	<p>For engagement of the external auditors to perform non-audit services, the GBAC has to be satisfied that the provision of such services does not impair the external auditor’s objectivity and independence. Criteria and threshold have been set for fees chargeable before recommending the proposed non-audit engagement to the Board of Directors for consideration and approval.</p>	
<p>Explanation for departure</p>	<p>:</p>	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>	<p>:</p>	
<p>Timeframe</p>	<p>:</p>	

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.4 - Step Up

The Audit Committee should comprise solely of Independent Directors.

Application	:	Adopted						
Explanation on adoption of the practice	:	<p>As at 31 December 2024, the composition of Group Board Audit Committee comprises of five (5) members, all of whom are Independent Non-Executive Directors.</p> <p>The composition of the GBAC is as follows:</p> <table border="1"><thead><tr><th>NAME OF COMMITTEE MEMBERS</th></tr></thead><tbody><tr><td>1. Mr. Gregory Jerome Gerald Fernandes Chairman/Independent Non-Executive Director</td></tr><tr><td>2. YBhg. Dato' Mohd Hata Bin Robani Independent Non-Executive Director</td></tr><tr><td>3. Encik Suffian Baharuddin Independent Non-Executive Director of Affin Islamic Bank Berhad</td></tr><tr><td>4. Encik Dali Kumar @ Dali bin Sardar Independent Non-Executive Director of Affin Islamic Bank Berhad</td></tr><tr><td>5. Mr Eugene Hon Kah Weng Independent Non-Executive Director of Affin Hwang Investment Bank Berhad</td></tr></tbody></table>	NAME OF COMMITTEE MEMBERS	1. Mr. Gregory Jerome Gerald Fernandes Chairman/Independent Non-Executive Director	2. YBhg. Dato' Mohd Hata Bin Robani Independent Non-Executive Director	3. Encik Suffian Baharuddin Independent Non-Executive Director of Affin Islamic Bank Berhad	4. Encik Dali Kumar @ Dali bin Sardar Independent Non-Executive Director of Affin Islamic Bank Berhad	5. Mr Eugene Hon Kah Weng Independent Non-Executive Director of Affin Hwang Investment Bank Berhad
NAME OF COMMITTEE MEMBERS								
1. Mr. Gregory Jerome Gerald Fernandes Chairman/Independent Non-Executive Director								
2. YBhg. Dato' Mohd Hata Bin Robani Independent Non-Executive Director								
3. Encik Suffian Baharuddin Independent Non-Executive Director of Affin Islamic Bank Berhad								
4. Encik Dali Kumar @ Dali bin Sardar Independent Non-Executive Director of Affin Islamic Bank Berhad								
5. Mr Eugene Hon Kah Weng Independent Non-Executive Director of Affin Hwang Investment Bank Berhad								

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.5

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

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

Application	:	Applied				
Explanation on application of the practice	:	<p>The Board recognises the value of an effective Group Board Audit Committee (GBAC) in ensuring the integrity in financial reporting and effective internal control framework.</p> <p>The GBAC currently comprises of five (5) INEDs, the Chairman of the GBAC is a Registered Accountant of the Malaysian Institute of Accountants with over 20 years of experience in audit and consultancy. All members of the GBAC are aware of the need to continuously develop and increase their knowledge in the area of accounting and auditing standards.</p> <p>During the financial year 2024, the GBAC members had actively participated in trainings, workshops, seminars and talks to stay informed about the latest developments and emerging risk areas in the financial services industry, including changes in regulations, accounting and auditing standards.</p> <p>Trainings attended by the GBAC members during financial year ended 2024 are as follows:-</p> <table border="1"><thead><tr><th>GBAC Members</th><th>Trainings attended</th></tr></thead><tbody><tr><td>Mr. Gregory Jerome Gerald Fernandes</td><td><ul style="list-style-type: none">• Conflict of Interest Training• Strategic Insights - Climate Change & Cybersecurity• Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024• 2024 Annual Compliance Attestation (ACA) for Affin Group Board Members• Tech Trilemmas: Navigating Innovation, Transformation & Digital Experience</td></tr></tbody></table>	GBAC Members	Trainings attended	Mr. Gregory Jerome Gerald Fernandes	<ul style="list-style-type: none">• Conflict of Interest Training• Strategic Insights - Climate Change & Cybersecurity• Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024• 2024 Annual Compliance Attestation (ACA) for Affin Group Board Members• Tech Trilemmas: Navigating Innovation, Transformation & Digital Experience
GBAC Members	Trainings attended					
Mr. Gregory Jerome Gerald Fernandes	<ul style="list-style-type: none">• Conflict of Interest Training• Strategic Insights - Climate Change & Cybersecurity• Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024• 2024 Annual Compliance Attestation (ACA) for Affin Group Board Members• Tech Trilemmas: Navigating Innovation, Transformation & Digital Experience					

		<ul style="list-style-type: none"> • Malaysia Budget 2025 Seminar • Anti-Bribery & Corruption (ABC) e-Learning Module 2024
	Dato' Mohd Hata bin Robani	<ul style="list-style-type: none"> • Conflict of Interest Training • Bespoke Workshop : Cultivating Strategic Thinking Competence • Strategic Insights - Navigating Islamic Finance, Climate Change & Cybersecurity • Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024 • 2024 Annual Compliance Attestation (ACA) for Affin Group Board Members • Anti-Bribery & Corruption (ABC) e-Learning Module 2024 • ICDM Bespoke Programme (BEE2022) - Programme 2
	En Suffian Baharuddin	<ul style="list-style-type: none"> • Conflict of Interest Training • BNM – FIDE FORUM Engagement Session with Board of Directors of Islamic Financial Institutions: Hajah and Darurah Policy Document • BNM-FIDE FORUM: Responsibility Mapping Engagement with Directors of Financial Institutions • CGM Masterclass: What Directors Must Know: Recent Developments in Climate Science • Bespoke Workshop : Cultivating Strategic Thinking Competence • Global Forum on Islamic Economics and Finance • Director's Liabilities within Their Respective Institution's AML Frameworks • Market Risk Management – Banking Sector • Strategic Insights - Navigating Islamic Finance, Climate Change & Cybersecurity • Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024 • 2024 Annual Compliance Attestation (ACA) for Affin Group Board Members • Geopolitical Risks and the Strategic Imperatives for Boards & C-Suite • Anti-Bribery & Corruption (ABC) e-Learning Module 2024 • ICDM Bespoke Programme (BEE2022) - Programme 2
	Encik Dali Kumar @ Dali bin Sardar	<ul style="list-style-type: none"> • Conflict of Interest Training • Bank Audit Conference 2024 • Bespoke Workshop : Cultivating Strategic Thinking Competence • Strategic Insights - Navigating Islamic Finance, Climate Change & Cybersecurity

		<ul style="list-style-type: none"> • Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024 • 2024 Annual Compliance Attestation (ACA) for Affin Group Board Members • Anti-Bribery & Corruption (ABC) e-Learning Module 2024 • ICDM Bespoke Programme (BEE2022) - Programme 2
	Mr Eugene Hon Kah Weng	<ul style="list-style-type: none"> • AMLA Training • Conflict of Interest and Related Party Transactions • BNM - FIDE Forum Engagement: Responsibility Mapping with Directors of Financial Institutions • Bespoke Workshop : Cultivating Strategic Thinking Competence • CGM Masterclass Series 2024 – “Latest Developments in Climate: Aligned Executive Compensation” • Preventing Fraud: Directors Role and Responsibilities • Strategic Insights - Navigating Islamic Finance, Climate Change & Cybersecurity • Launch of The Directors’ Remuneration Report 2024 • Economic Outlook & Post-Budget 2025 Forum • BESPOKE Workshop: A Delicate Balance - Board & Management Relationship
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 10.1

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board recognises and exercises overall responsibilities in promoting good corporate governance and ensuring sound system of internal controls and risk management practices are maintained throughout the Bank and its subsidiaries ("the Group").</p> <p>The Group's Corporate Governance Framework is consistent and complies with the following requirements and guidelines: -</p> <ul style="list-style-type: none">(i) Malaysian Code of Corporate Governance; and(ii) BNM Policy Document on Corporate Governance. <p>The Board meets regularly to discuss matters related to system of internal controls which cover inter alia financial, operational, compliance controls and risk management procedures.</p> <p>The Board extended the responsibilities of the Group Board Audit Committee, Group Board Risk Management Committee and Group Board Compliance Committee to include the role of oversight of financial reporting, disclosures, internal controls, compliance and risk management strategies, policies and other risk related matters.</p> <p>Board receives regular reports from the Group's management relating to financial performance, key operating statistics, legal and regulatory compliance, breaches of law or regulations, unauthorised activities, and fraud.</p> <p>The Board has established a process for identifying, assessing and managing the relevant risks faced by the Group through the adoption of the following: -</p> <ul style="list-style-type: none">(i) Group Risk Management Framework(ii) Group Compliance Framework(iii) Technology Risk Management Framework(iv) Shariah Supervision and Compliance Framework <p>Further details on the Group's Risk Management and Internal Control are set out in the Statement on Risk Management and Internal Control of the 2024 Annual Report.</p>

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

Intended Outcome

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

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

Practice 10.2

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

Application	:	Applied
Explanation on application of the practice	:	<p>The risk management approach of the Group is underpinned by a sound and robust Group Risk Management Framework ("GRMF"). The GRMF is supported by the following elements:-</p> <p>(i) Risk Governance</p> <p>(a) Risk governance is the element through which the Board and Management establish the Group's strategy, articulate and monitor adherence to risk appetite and risk limits, as well as identify, measure and manage risks.</p> <p>(b) GRMF is governed by a strong oversight function comprising the Board of Directors (Board), Board Committees and Management Committees as well as all business and support units.</p> <p>(c) The Group Board Risk Management Committee is a designated board-level committee that is responsible for supporting the Board in providing oversight and review of risk-related frameworks/ policies.</p> <p>(d) The Group adopts the 13 Principles of Risk Governance as prescribed by BNM to promote sound governance for the assessment and management of risks.</p> <p>(e) The governance of risk is further supported by the Three Lines of Defence (3-LOD) model which outlines the functional segregation and key roles and responsibilities of the independent oversight functions as well as the business and support units within the organisation.</p> <p>(f) The 3-LOD Model demonstrates the relationship of the stakeholders in risk-taking activities to promote effective risk management control, assurance and governance at all levels of the organisation.</p> <p>(g) The Board, Board committees and Management committees are primary stakeholders served by the lines and therefore are not part of the model. Instead, they are responsible to provide support and guidance in ensuring that the model is reflected in the organisations' overall risk management and control process.</p>

	<p>(ii) Risk Appetite</p> <p>(a) Risk Appetite demonstrates the risk-bearing capacity of the Group and its subsidiaries to undertake and sustain whilst pursuing business objectives and strategic goals, which takes into consideration the potential adverse scenarios impacting the execution of its business plans.</p> <p>(b) It is established based on strategic directions set by the Board, combining a top-down view of the Group’s capacity to take risks with a bottom-up view of the business risk profile associated with each business unit’s short-and longer-term plans as well as taking into consideration other key risk areas.</p> <p>(c) The Group’s strategic goals are aligned with the Risk Appetite through the Risk Appetite Framework (RAF); an integrated framework encompassing the components of setting the Risk Appetite Statement (RAS) for the Group and its subsidiaries.</p> <p>(d) There are five (5) pillars guiding the development of the RAS, grouped according to the risk types as well as qualitative and/ or quantitative impact.</p> <p>(iii) Risk Culture</p> <p>(a) Risk culture stems from the values, beliefs, knowledge and understanding of risk shared by the employees within the Group.</p> <p>(b) Effective implementation of the GRMF is grounded on a robust and healthy Risk Culture, achieved through components of Tone from the Top, accountability, effective communication and financial/non-financial incentives.</p> <p>(iv) Risk Management Policy</p> <p>(a) Risk Management Policy is a statement of the Group’s overall intentions and approaches with respect to certain areas of risk management. Risk Management Policies should clearly state the objectives for, and commitment to, risk management.</p> <p>(b) The GRMF is supported by Risk Management Policies that address the respective risk areas in further detail. At the minimum, these policies would entail:</p> <ul style="list-style-type: none"> • The rationale for managing the risk area Links between the Group’s objectives and the Risk Management Policy • Accountabilities and responsibilities for managing risk • Commitment to make the necessary resources available to assist those accountable and responsible for managing risk • The way in which risk management performance will be measured and reported • Commitment to review and improve the Risk Management Policy periodically and in response to an
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	<p>event or regulatory changes.</p> <p>(c) Adherence to Risk Management policies is mandatory and any deviations or exceptions are required to be escalated to the appropriate approving authorities in support of good governance.</p> <p>(v) Risk Management Organisation</p> <p>(a) While GRM is mandated to carry out the risk management function, risk management is fundamentally the responsibility of everyone within the Bank.</p> <p>(b) Risk Management Organisation indicates that the appropriate structure is in place to support risk management and risk ownership at all levels of the Bank.</p> <p>(c) The effectiveness of a Risk Management Organisation stems from the implementation of all elements within the GRMF.</p> <p>For further information, please refer to Statement on Risk Management and Internal Control from page 190 of the 2024 Annual Report.</p>	
<p>Explanation for departure</p>		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>		
<p>Timeframe</p>		

Intended Outcome

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

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

Practice 10.3 - Step Up

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

Application	:	Adopted
Explanation on adoption of the practice	:	<p>The Board has established the Group Board Risk Management Committee (GBRMC) that is responsible for overseeing risk Management's activities in managing credit, market, liquidity, operational, legal, reputational and other relevant risks to ensure that the risk management process is in place and functioning effectively.</p> <p>Following the changes in the composition in 2024, the GBRMC now consists of five (5) members, all of whom are INEDs.</p>

Intended Outcome

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

Practice 11.1

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board established GIA as the third line of defence, positioned to support the GBAC in providing independent and objective assessment on the adequacy and operating effectiveness of governance, risk management and internal control processes implemented by the Management in the Group. GIA reports functionally to the GBAC and administratively to the PGCEO. It is independent from the activities or operations of business and support units in the Group.</p> <p>To ensure effective management and independence of the GIA function, the following are in place:</p> <ul style="list-style-type: none">(i) The GBAC approved the Audit Charter for GIA as a guidance to its function. The Audit Charter spells out the mission, purpose, authority, independence, and responsibilities of GIA in the Group.(ii) The GBAC has direct communication channel with the Group Chief Internal Auditor (“GCI A”) and meets regularly with the GCI A without the presence of Management;(iii) The GBAC reviews and approves GIA’s risk-based annual audit plan, the adequacy of audit scope coverage and resources of GIA to ensure GIA has sufficient authority and independence to carry out its work;(iv) The GBAC reviews, monitors and assesses the overall performance of the GCI A and GIA, including its progress of achievement against the approved annual audit plan and other key audit activities;(v) The GBAC is being appraised on the significant internal control issues (including fraud, if any) by GIA with recommended corrective actions. Management is responsible to ensure that the corrective actions are timely and adequately implemented within the agreed timeframe. GIA closely monitors the rectification of audit findings and implementation status of corrective actions.

	<p>(vi) The GBAC takes note of any significant disagreements between GIA and Senior Management (if any), whether resolved or not, to assess their potential impact on the audit process or findings. This will ensure that any potential risks or areas of concern within the Group could be addressed proactively.</p> <p>For more information, please refer to the Group Board Audit Committee Report on page 182 in the Annual Report 2024.</p>	
<p>Explanation for departure</p>		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p>Measure</p>		
<p>Timeframe</p>		

Intended Outcome

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

Practice 11.2

The board should disclose–

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

Application	: Applied
Explanation on application of the practice	<p>The Board has, through the GBAC, disclosed the following in the GBAC Report in Affin Group’s Annual Report 2024:</p> <p>(i) <u>Independence of Group Internal Audit Division and its personnel</u></p> <p>The GIA function of AFFIN Bank was established by the Board to provide independent and objective assurance of the adequacy and operating effectiveness of the governance, risk management, and internal control processes implemented by Management. GIA reports functionally to the GBAC and administratively to the PGCEO.</p> <p>The GIA function is guided by its Audit Charter, which is approved by the GBAC and reviewed annually. The Audit Charter spells out the mission, purpose, authority, independence, and responsibilities of GIA in the Group.</p> <p>In maintaining independence and objectivity, GIA ensures that the internal auditors are free from any relationship or conflict of interest when performing their duties. The internal auditors confirm via annual declaration that they are free from any relationships or conflicts of interest that could impair their independence and objectivity in the course of carrying out their duties.</p> <p>(ii) <u>Internal Audit Resources</u></p> <p>As of 31 December 2024, GIA has a total staff strength of 52 qualified internal auditors from diverse backgrounds and disciplines, mainly specialising in credit, information technology, risk management, Islamic Banking, fraud and investigation, treasury, finance/ accounting, investment banking, and stockbroking. A majority of the internal auditors are certified with professional qualifications such as the Bank Audit Practices (BKA), Certified Information Systems Auditor (CISA), Chartered/Certified Accountant (e.g., ACCA, CPA,</p>

	<p>MICPA), Certified Professional Shariah Auditor (CPSA), Chartered Banker (CB), and other relevant qualifications including ESG-related certification.</p> <p>(iii) <u>Group Chief Internal Auditor (GCIA)</u> GIA is led by Puan Wahdania Mohd Khir, a Chartered Banker with a Master of Science in Quantitative Finance from the University of Westminster, London and a member of the Financial Markets Association Malaysia. She is also an active member of the Chief Internal Auditors Networking Group (CIANG). Her extensive experience spans over 28 years in the financial services industry, as well as, market operator and frontline market regulator Bursa Malaysia. She has also held senior roles such as Head of Global Market Compliance & Treasury Operations and Senior Director of Group Audit at a major financial institution.</p> <p>(iv) <u>Internal Audit Framework</u> The processes and activities of GIA are guided by The Institute of International Auditors' (IIA) International Professional Practices Framework (IPPF), as well as, standards and requirements set out by regulators on the internal audit function. In evaluating the adequacy and operating effectiveness of internal controls, GIA adopts the five (5) components outlined in the Internal Control Integrated Framework established by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). In addition to COSO, GIA also integrates the Control Objectives for Information and Related Technologies (COBIT) framework into its Information Technology (IT) audits, as baseline to assess the adequacy and operating effectiveness of governance, risk management processes and internal control activities in the respective areas of audit.</p> <p>For more information, please refer to the Group Board Audit Committee Report on page 182 in the Annual Report 2024.</p>
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure :	
Timeframe :	

Intended Outcome

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

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

Practice 12.1

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board and Management recognised the importance of maintaining good relationship with both shareholders and stakeholders and is committed to providing effective and open two-way communication to improve disclosure and transparency.</p> <p>The Bank continuously ensure that timely, complete, transparent and accurate disclosures are made to the shareholders and stakeholders in accordance with the requirements of BNM CG and MMLR.</p> <p>Various communication channels are used to promote effective communication between the Bank and its stakeholders through the media, Annual General Meeting (AGM)/Extraordinary General Meeting, meetings with analysts/investors, corporate briefings and road shows. Active communications with the investors and public are made through various communication channels such as events, advertisements, media releases, public relations and the Bank's corporate website.</p> <p>The Bank's key communication platforms are as follows:-</p> <p><u>Notice of AGM</u></p> <p>The notice of the AGM together with the Annual Report are sent to the shareholders 28 days ahead before the AGM so as to give sufficient time for the shareholders to consider the resolutions that will be discussed and voted at the AGM. During the AGM, shareholders are given the opportunity to raise questions or seek clarifications on the agenda items as well as other matters concerning the Bank.</p> <p><u>AGM</u></p> <p>AGM is an important platform for the shareholders to interact, communicate and raise questions directly with the Board and Management.</p> <p>The Board and Management put an emphasis on engaging with the shareholders during AGM to ensure queries were attended. The</p>

	<p>questions raised were flashed out during the AGM to ensure transparency and accuracy of the questions asked and answered. In addition to the queries by shareholder, queries by MSWG on Affin and the answers given by Affin are shared with shareholders during the AGM.</p> <p>All resolutions deliberated during the General Meetings will be put to vote by way of poll and the voting results will be released to Bursa Malaysia on the same day.</p> <p>Minutes of the AGM/EGM including significant matters discussed are disclosed at Affin Bank’s website at www.affingroup.com.</p> <p>As part of the effort to safeguard the wellbeing of the shareholders and employees, the Bank had opted to conduct a fully virtual AGM in 2023 and a hybrid AGM in 2024.</p> <p><u>Annual Report</u></p> <p>Shareholders are furnished with the Bank’s Annual Report which include amongst others, Directors’ Report, Financial Statements and operational performance of the Bank.</p> <p>The annual report is available at Affin Bank’s website at www.affingroup.com.</p> <p><u>AFFIN Group Website</u></p> <p>The shareholders and stakeholders may obtain information about the Bank through the corporate website (www.affingroup.com) where it provides convenient access to the latest and archival information about the Bank. The information available on the corporate website includes corporate and financial information, annual reports, press releases and regulatory announcements made by the Bank to Bursa Malaysia.</p> <p>In addition, the corporate website has a dedicated Investor Relations section that provides relevant investor-related information and also on Corporate Governance matters which include Board Charter and Whistleblowing Policy and Procedure.</p>
<p>Explanation for departure :</p>	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>	
<p>Measure :</p>	

Timeframe	:		
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Intended Outcome

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

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

Practice 12.2

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

Application	:	Applied	
Explanation on application of the practice	:	The annual report 2024 is prepared in accordance with the International Financial Reporting Standards (“IFRS”) and the International Integrated Reporting Framework (January 2021) (“<IR> Framework”) issued by the IFRS Foundation.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 13.1

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

Application	:	Applied	
Explanation on application of the practice	:	In line with the recommendations of the Malaysian Code of Corporate Governance 2021, the Notice of the 49 th Annual General Meeting (AGM) of the Company dated 17 March 2025 is issued to the shareholders 28 days prior to the AGM which is scheduled on 16 April 2025.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 13.2

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

Application	:	Applied	
Explanation on application of the practice	:	<p>The Bank's 48th AGM held on 25 April 2024 was held and broadcasted live from the Taming Sari Grand Ballroom, The Royale Chulan Kuala Lumpur, 5 Jalan Conlay, 50450 Kuala Lumpur ("Broadcast Venue"). All eleven (11) Directors were present at the Broadcast Venue.</p> <p>The Chairman and Chair of the respective Board Committees are involved in the preparations of AGM and are regularly updated by the Management on potential issues which may arise during the AGM. They are also fully aware of their respective scope of responsibilities and will be prepared to address any issues that the shareholders may raise within the scope of responsibilities of the Board Committees that they lead.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 13.3

Listed companies should leverage technology to facilitate–

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

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Bank continuously leverage on technology to facilitate greater shareholders' participation and enhance the proceedings of the AGM. To have better shareholder participation, the Bank conducted the first hybrid AGM on 25 April 2024.</p> <p>The AGM was held physically as well as broadcasted live from the Broadcast Venue, through live streaming and online remote voting via Remote Participation and Voting (RPV) facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd's TIIH Online website at https://tiih.online. To participate, members are required to register via Tricor's TIIH Online.</p> <p>Shareholders participated and voted at the said AGM via e-platform provided by the Bank's share registrar.</p> <p>The meeting was conducted in accordance with Section 327 of the Companies Act, 2016 and Guidance on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia.</p> <p>Prior to the general meeting, the Bank performed testing and "dry run" to ensure that the technology adopted are stable for a smooth meeting experience.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	

Timeframe	:		
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Intended Outcome

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

Practice 13.4

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

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.</i>	
Application	: Applied
Explanation on application of the practice	: <p>Notice of the 48th AGM was circulated to shareholders within the time limit provided by relevant regulatory requirements. The shareholders were given opportunity to submit their queries to the Company from the date of the notice being circulated prior to the 48th AGM.</p> <p>At the 48th AGM, Chairman, Dato' Agil Natt briefed the members, corporate representatives and proxies present physically and virtually at the Meeting of their right to ask questions and vote on the resolutions set out in the Notice of the 48th AGM dated 27 March 2024.</p> <p>The key proceedings of the 48th AGM were as follows:-</p> <ol style="list-style-type: none">1. Preliminary remarks by Chairman2. Pre-recorded video presentation on poll voting procedures3. Chairman's highlights4. Presentation by PGCEO on AFFIN Group's performance for financial year ended 31 December 2023.5. MSWG questions6. Approval of Resolutions7. Questions and answer session8. Voting and pool results9. Verification of poll results by independent scrutineer10. Closing remarks by Chairman. <p>The minutes of the 48th AGM were published on Affin Group's website at www.affingroup.com and as for the questions that were not answered during AGM, it was responded directly to the shareholder within stipulated time.</p>
Explanation for departure	:

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

Measure :		
Timeframe :		

Intended Outcome

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

Practice 13.5

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

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.</i>	
Application	: Applied
Explanation on application of the practice	: ABB had conducted its first hybrid meeting for its 48 th AGM on 25 April 2024 which was held physically as well as broadcasted live from the Broadcast Venue. The necessary support/infrastructure was provided by the appointed Share Registrar to ensure that the AGM went smoothly and able to provide meaningful engagement between the board, senior management and shareholders. As required under the practice, questions from MSWG and shareholders which were raised prior to and during the meeting as well as the Group's responses were shared with all shareholders during the Q&A session of the hybrid AGM and subsequent published on the Bank's corporate website at https://affin.listedcompany.com/agm_egm.html
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
Measure	:
Timeframe	:

Intended Outcome

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

Practice 13.6

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

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>		
Application	:	Applied
Explanation on application of the practice	:	Minutes of the Annual General Meeting was uploaded to ABB's website at www.affingroup.com within the stipulated timeline.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

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

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

BOARD OF DIRECTORS	
Profile of Directors	
YBHG DATO' MD AGIL BIN MOHD NATT <i>Chairman / Independent Non-Executive Director</i>	
Nationality/Age/Gender	Malaysian/73 years old/Male
Date of Appointment	8 November 2019
Academic/Professional Qualification(s)	<ul style="list-style-type: none"> • Advanced Management Program (AMP163), Harvard Business School, USA • Master of Science in Finance, Bayes Business School, City, University of London, UK • Bachelor of Science in Economics (Hons), Brunel University, UK
Working Experience and Occupation	<ul style="list-style-type: none"> • Investment Panel member of Employees Provident Fund Board • President & CEO, International Centre for Education in Islamic Finance (INCEIF) • Executive Director & Deputy President, Maybank • MD/CEO, Aseambankers Bhd (now known as Maybank Investment Bank) • Senior GM, Corporate Banking, Maybank • Regional Chief Representative, Kleinwort Benson Ltd (Investment Bank), Malaysia & UK • Senior GM, Finance, Island & Peninsular Bhd • Manager, Corporate Finance, Bumiputra Merchant Bankers Berhad
Past Directorship	<ul style="list-style-type: none"> • Chair/ Independent Director, Manulife Insurance Bhd • Chair/ Independent Director, Manulife Investment Management (M) Berhad (formerly known as Manulife Asset Management Services Bhd) • Chair/Independent Director, Credit Guarantee Corporation Malaysia Bhd • Independent Director, Cagamas Berhad • Director, Sogo (KL) Sdn Bhd • Independent Director, Export-Import Bank of Malaysia Bhd • Chair/Independent Director, Sumitomo Mitsui Banking Corporation Malaysia Bhd
Directorship(s) in Other Public Listed Companies	Nil
Directorship(s) in Other Public Companies	Nil

Other Appointment(s)/ Commitment(s)	Nil
Membership of Board Committees	<ul style="list-style-type: none"> • Chair, Affin Group Chairmen Committee • Member, Group Board Credit Review and Recovery Committee • Member, Group Board Information Technology Committee
Attendance for the Financial Year Ended 31 December 2024	All the 11 scheduled Board Meetings, 7 special Board Meetings and 2 Joint Board Meetings
Shareholdings in Affin Bank Berhad	Nil

YBHG. DATO' MOHD HATA BIN ROBANI

Independent Non-Executive Director

Nationality/Age/Gender	Malaysian/72 years old /Male
Date of Appointment	17 October 2017
Academic/Professional Qualification(s)	<ul style="list-style-type: none"> • Bachelor of Economics (Business Administration), University of Malaya • Bank Supervision and Attachment, Federal Reserve Bank Philadelphia, USA • Management Development Programme, University of Harvard, USA
Working Experience and Occupation	<ul style="list-style-type: none"> • Advisor, Agenda Harmoni Sdn Bhd • Executive Chairman, Excellent Tank Treatment Services Sdn Bhd • Managing Director, Malaysian Electronic Payment System Sdn Bhd (MEPS) • Executive Director, BSN Commercial Bank Berhad • General Manager, Financial Services Division, Amanah Capital Partners Group • Group Chief Operating Officer, Amanah Capital Partners Group • Head of Banking Department, Bank Negara Malaysia • Head of Technology Department, Bank Negara Malaysia • Senior Officer of Bank Inspection Department, Bank Negara Malaysia
Past Directorship	<ul style="list-style-type: none"> • Director, Seacorp Schroeder Asset Management Berhad • Director, Short Deposits Malaysia Berhad • Director, Asia Unit Trust Berhad • Director, Taisho Marine & Fire Insurance (M) Berhad • Director, Fulton Preborn Sdn Bhd
Directorship(s) in Other Public Listed Companies	Director, Affin Holdings Berhad
Directorship(s) in Other Public Companies	Nil
Other Appointment(s)/ Commitment(s)	Member, Finance and Investment Committee of Perbadanan Wakaf Selangor
Membership of Board Committees	<ul style="list-style-type: none"> • Chair, Group Board Credit Review and Recovery Committee • Member, Group Board Audit Committee
Attendance for the	All the 11 scheduled Board Meetings, 7 special Board Meetings and 2

Financial Year Ended 31 December 2024	Joint Board Meetings
Shareholdings in Affin Bank Berhad	Nil

YBHG. DATO' ABDUL AZIZ BIN ABU BAKAR

Independent Non-Executive Director

Nationality/Age/Gender	Malaysian/71 years old /Male
Date of Appointment	17 October 2017
Academic/Professional Qualification(s)	<ul style="list-style-type: none"> • Bachelor of Economics (Hons.), University of Malaya • Senior Management Development Programme (SMDP), Harvard Business School
Working Experience and Occupation	<ul style="list-style-type: none"> • CEO/ED, Malaysian Directors Academy (MINDA) • Chief Human Capital Officer, Telekom Malaysia Berhad (TM) • Executive VP, Human Resources, RHB Bank Berhad • General Manager/Human Resources, Shell Malaysia Trading Sdn Bhd (SMTSB) • Managing Director, INTRIA Berhad (currently known as UEM Builders) • Shareholders' representative for China and Hong Kong, SHELL Group • Area GM/East Coast, SMTSB • Manager/Marketing Economics, SMTSB • Executive/Internal Audit, SMTSB • Fleet Planning Coordinator/ Fleet Planning Department, Malaysian Airlines System (MAS)
Past Directorship	<ul style="list-style-type: none"> • Alternate Director, SOCSO • Director, Costain Group PLC (UK) • Director, Rangkaian Segar Sdn Bhd • Director, FCW Holdings Berhad
Directorship(s) in Other Public Listed Companies	NIL
Directorship(s) in Other Public Companies	NIL
Other Appointment(s)/ Commitment(s)	<ul style="list-style-type: none"> • Director, Merchantrade Asia Sdn Bhd • Director, AKIIM Sdn Bhd [formerly known as Alkhair International Islamic Bank (AKIIB)] • Director, Institute of Corporate Directors Malaysia (ICDM) • Fellow, Institute of Corporate Directors Malaysia (ICDM) • Member, Nomination and Remuneration Committee of Razak School of Government (RSOG)
Membership of Board Committees	Chair, Group Board Nomination and Remuneration Committee
Attendance for the Financial Year Ended 31 December 2024	All the 11 scheduled Board Meetings, 7 special Board Meetings and 2 Joint Board Meetings
Shareholdings in Affin Bank Berhad	NIL

MR. CHAN TZE CHING IGNATIUS*Non-Independent Non-Executive Director*

Nationality/Age/Gender	Chinese /68 years old /Male
Date of Appointment	1 December 2017
Academic/Professional Qualification(s)	<ul style="list-style-type: none"> • Bachelor of Business Administration, University of Hawaii, USA • Master of Business Administration, University of Hawaii, USA • Certified Public Accountant, American Institute of Certified Public Accountants
Working Experience and Occupation	<ul style="list-style-type: none"> • Senior Advisor, CVC Capital Partners • Deputy Chief Executive, Bank of China (Hong Kong) • Head, Corporate and Investment Banking Business, Citibank, Greater China • Chief Operating Officer, Citibank Greater China • Country Officer, Citibank Taiwan • Country Officer, Citibank Hong Kong • Head, Corporate Banking Business, Citibank Hong Kong • Country Treasurer and Head Sales and Trading, Citibank Hong Kong • Vice President, Citibank Japan • Management Associate, Citibank, Hong Kong and Japan
Past Directorship	<ul style="list-style-type: none"> • Chairman, Audit Committee of Hong Kong Red Cross • Judicial Committee Member, Standing Commission on Civil Service Salaries and Conditions of Service (SCCS) • Member Standing Commission, Judicial Committee, Standing Commission on Civil Service Salaries and Condition of Service • Independent Non-Executive Director, Hong Kong Exchanges and Clearing Limited • Member, Disciplinary Appeals Committee, Hong Kong Securities • Chairman of Prasac Microfinance Institution limited, Cambodia (PRASAC) • Member, Financial Reporting Council, Hong Kong • Non-Executive Director, Rizal Commercial Banking Corporation (RCBC) • Member, Hong Kong Tourism Board • Chairman, Hong Kong Polytechnic University Council • Deputy Chairman, Hong Kong Polytechnic University Council • Council Member, Hong Kong Polytechnic Council • Member, Executive Committee of Investor Education Centre, Securities and Futures Commission • Non-Independent Non-Executive Director, Affin Holdings Berhad • Member, Sponsorship and Development Fund Committee of Hong Kong Metropolitan University (Formerly known as Hong Kong Open University) • Non-Executive Director, ICEA Finance Holdings Limited (Former Name: Tung Shing Holdings Company Limited) • Independent Non-Executive Director, Larry Jewelry International Company Limited • Member, Greater Pearl River Delta Business Council (Convener of Services Industry Development & Human Resources Sub-group)

	<ul style="list-style-type: none"> • Member, HKSAR Advisory Committee on Bond Market Development • Chairman, HKSAR Travel Industry Compensation Fund Management Board • Member, HKSAR Advisory Committee on Human Resources Development in the Financial Services Sector • Member, HKSAR Small and Medium Size Enterprise Committee • Chairman, Financial & Treasury Services Committee, Hong Kong General Chamber of Commerce • Honorary Chairman, Hong Kong Chinese Bankers Club • Council member, Hong Kong Treasury Markets Association • Council member, Employer's Federation of Hong Kong • Advisory Board Member, Hong Kong Export Credit Insurance Corporation • Member, Banking Advisory Committee of Banking Advisory Committee of the Hong Kong Monetary Authority
Directorship(s) in Other Public Listed Companies	<ul style="list-style-type: none"> • Director, Mongolian Mining Corporation (MMC) • Director, China State Construction International Holdings Limited
Directorship(s) in Other Public Companies	NIL
Other Appointment(s)/ Commitment(s)	Senior Advisor, BEA
Membership of Board Committees	
Attendance for the Financial Year Ended 31 December 2024	Attended 10 scheduled Board Meetings, 7 special Board Meetings and 2 Joint Board Meetings.
Shareholdings in Affin Bank Berhad	NIL

* Chan Tze Ching, Ignatius s a nominee of BEA, a major shareholder of Affin Bank Berhad

DATO' ROZALILA BINTI ABDUL RAHMAN

Independent Non-Executive Director

Nationality/Age/Gender	Malaysian/63 years old /Female
Date of Appointment	4 February 2019
Academic/Professional Qualification(s)	<ul style="list-style-type: none"> • Bachelor of Science, Food Science & Technology, Universiti Pertanian Malaysia • Certificate of Merits, Sophia University, Japan • Diploma of Science with Education (Math Major), Universiti Pertanian Malaysia
Working Experience and Occupation	<ul style="list-style-type: none"> • Chief Executive Officer, Astro GS Shop Sdn Bhd • Adjunct Professor, Faculty of Economics and Management, Universiti Putra Malaysia • Chief Marketing Officer, TM Berhad • General Manager, Maxis Berhad • Sales & Marketing Director, Bank Simpanan Nasional • Marketing Manager, Reckitt Benckiser, Malaysia & Singapore • Marketing Manager, Kellogg Asia Inc. South East Asia

	<ul style="list-style-type: none"> • Senior Brand Manager, Unilever (M) Holdings Sdn Bhd, Malaysia & Singapore • Brand Manager, Unilever (M) Holdings Sdn Bhd, Malaysia & Singapore • Quality Manager, Unilever (M) Holdings Sdn Bhd, Malaysia & Singapore • Lab/Quality Control Manager, Unilever (M) Holdings Sdn Bhd, Malaysia & Singapore • Product Development Manager, Unilever (M) Holdings Sdn Bhd, Malaysia & Singapore • Management Trainee, Unilever (M) Holdings Sdn Bhd, Malaysia • Cold Room Supervisor, Perwira Niaga Malaysia, PERNAMA
Past Directorship	<ul style="list-style-type: none"> • Director, Awake Asia Distribution Sdn Bhd • Independent Non-Executive Director, MISC Berhad
Directorship(s) in Other Public Listed Companies	<ul style="list-style-type: none"> • Independent Non-Executive Director and Chairperson, AGX Group Berhad
Directorship(s) in Other Public Companies	
Other Appointment(s)/ Commitment(s)	<ul style="list-style-type: none"> • Managing Director & Company Director, Lestari Prestasi Sdn Bhd • Director, Agensi Pekerjaan Nova Excel Sdn Bhd
Membership of Board Committees	<ul style="list-style-type: none"> • Chair, Group Board Compliance Committee • Member, Group Board Sustainability Committee
Attendance for the Financial Year Ended 31 December 2024	All the 11 scheduled Board Meetings, 7 special Board Meetings and 2 Joint Board Meetings
Shareholdings in Affin Bank Berhad	NIL

MR. YUEN WAI HUNG, PETER

Non-Independent Non-Executive Director

Nationality/Age/Gender	American/62 years old /Male
Date of Appointment	1 November 2019
Academic/Professional Qualification(s)	<ul style="list-style-type: none"> • Stanford Executives Program, Stanford Graduates School of Business, USA (2006) • Master of Business Administration, University of Houston, USA • Bachelor of Business Administration (Major in Finance), University of Hawaii, USA
Working Experience and Occupation	<ul style="list-style-type: none"> • General Manager & Head of Strategic Partnerships Group, The Bank of East Asia, Limited (BEA) • General Manager & Head of Strategic Partnerships/Financial Institutions, BEA • General Manager/Head of Financial Institutions Department, BEA • Head/Financial Institutions Department, BEA
Past Directorship	<ul style="list-style-type: none"> • Director, East Asia Property Holdings (Jersey) Limited • Director, PRASAC Microfinance Institution Limited • Director, East Asia Indonesian Holding Limited

	<ul style="list-style-type: none"> • Director, East Asia Holding Company, Inc • Director, Leader One Limited • Director, Industrial and Commercial Bank of China (Canada) • Director, Industrial and Commercial Bank of China (USA)
Directorship(s) in Other Public Listed Companies	NIL
Directorship(s) in Other Public Companies	NIL
Other Appointment(s)/ Commitment(s)	NIL
Membership of Board Committees	NIL
Attendance for the Financial Year Ended 31 December 2024	Attended 10 scheduled Board Meetings, 7 special Board Meetings and 2 Joint Board Meetings.
Shareholdings in Affin Bank Berhad	NIL

* Yuen Wai Hung, Peter is a nominee of BEA, a major shareholder of Affin Bank Berhad

PUAN MARZIDA BINTI MOHD NOOR

Independent Non-Executive Director

Nationality/Age/Gender	Malaysian/61 years old /Female
Date of Appointment	1 March 2020
Academic/Professional Qualification(s)	<ul style="list-style-type: none"> • Master of Science in Management Information Systems, United States International University, San Diego, California, USA • Bachelor of Science in Business, Indiana University Bloomington, Indiana, USA
Working Experience and Occupation	<ul style="list-style-type: none"> • Manager, HRIT Competency Centre, Shell Business Operations Oil & Gas • Programme Manager, SAP Business Objects Software License Management, Shell Business Operations Oil & Gas • Programme Manager, Global Retail Site Systems Support Services, Shell Business Operations Oil & Gas • Planning and Programme Manager & Downstream IT Global Strategy, Shell Business Operations Oil & Gas • Chief Information Officer, Malaysia Airlines Air Transportation • Senior General Manager, Programme Management Office, Malaysia Airlines Air Transportation • Programme Manager, Support Services Business Improvement Programme, Malaysia Airlines Air Transportation • Vice President, IT Planning & Development, Malaysia Airlines Air Transportation • Programme Director, Y2K Corporate, Malaysia Airlines Air Transportation • Programme Director, Y2K Corporate, Malaysia Airlines Air Transportation • IT Management Consultant, KPMG Peat Marwick Management Consulting

	<ul style="list-style-type: none"> IT Executive, Head of Department, Intradagang Merchant Bank Banking
Past Directorship	<ul style="list-style-type: none"> Director, Allianz Malaysia Berhad Director, Green Laundry Sdn Bhd Director, Tegas Lestari Sdn Bhd Director, Aricend Bella Visage Sdn Bhd Director, MNF Properties Sdn Bhd Director, Trifiniti Online Sdn Bhd Director, Trifiniti Ventures Sdn Bhd
Directorship(s) in Other Public Listed Companies	NIL
Directorship(s) in Other Public Companies	NIL
Other Appointment(s)/ Commitment(s)	<ul style="list-style-type: none"> Independent Non-Executive Director, Heriot-Watt University Malaysia Sdn Bhd A volunteer member of 30% Club Malaysia, a platform which is set up to improve gender diversity on the board of public listed companies Member, Advisory Panel, Precious Amber International Berhad.
Membership of Board Committees	<ul style="list-style-type: none"> Chair, Group Board Information Technology Committee Member, Group Board Nomination and Remuneration Committee
Attendance for the Financial Year Ended 31 December 2024	Attended 9 scheduled Board Meetings, 7 special Board Meetings and 2 Joint Board meetings
Shareholdings in Affin Bank Berhad	NIL

MR. GREGORY JEROME GERALD FERNANDES

Independent Non-Executive Director

Nationality/Age/Gender	Malaysian/69 years old /Male
Date of Appointment	1 April 2020
Academic/Professional Qualification(s)	<ul style="list-style-type: none"> Registered Accountant from Malaysian Institute of Accountants Associate, Institute of Chartered Accountants in England & Wales Fundamentals of Accounting, North East London Polytechnic, United Kingdom
Working Experience and Occupation	<ul style="list-style-type: none"> Corporate Advisor/CEO Office, Offshore Works Sdn Bhd Consultant/Finance, Platinum Energy Sdn Bhd Senior Vice President Global Marketing Scomi Engineering Berhad Chief Financial Officer, Scomi Engineering Berhad Associate Director, Innovation Associates Director/Corporate Finance, Nikkei Pacific Corporate Advisors Sdn Bhd Principal/Assurance, AJ Shah & Associates (EY Technical Associate Firm), Seychelles Manager-Principal/Assurance, Ernst & Young

	<ul style="list-style-type: none"> • Trainee Supervisor/Assurance, Ernst & Young
Past Directorship	<ul style="list-style-type: none"> • Director, Chubb Insurance Malaysia Berhad
Directorship(s) in Other Public Listed Companies	NIL
Directorship(s) in Other Public Companies	NIL
Other Appointment(s)/ Commitment(s)	<ul style="list-style-type: none"> •
Membership of Board Committees	<ul style="list-style-type: none"> • Chair, Group Board Audit Committee • Member, Group Board Compliance Committee
Attendance for the Financial Year Ended 31 December 2024	Attended 11 scheduled Board Meetings, 7 special Board Meetings and 1 Joint Board meeting
Shareholdings in Affin Bank Berhad	NIL

MS. CHAN WAI YU

Independent Non-Executive Director

Nationality/Age/Gender	Malaysian/66 years old /Female
Date of Appointment	1 April 2021
Academic/Professional Qualification(s)	Bachelor of Economics (Analytical Economics), 2 nd Class Upper Hons, University of Malaya (UM)
Working Experience and Occupation	<ul style="list-style-type: none"> • Vice President 3, Chairman/CEO Secretariat, OCBC Bank (Malaysia) Berhad • Director, Head, Operational Risk Management, Bank of Singapore • Vice President 1, Head, Operational Risk Management, OCBC Bank (Malaysia) Berhad • Head, Risk Portfolio Management, OCBC Bank (Malaysia) Berhad • Head, Credit Risk Management, Maybank • Head, Operational Risk Management, Maybank • Project Director, Basel II Project Management Office, Maybank • Project Manager, Integrated Risk Management Project, Maybank • Head, Credit Risk Analytics, Maybank • Head, Credit Policy, Maybank • Officer, Credit Processing & Loans Supervision, Maybank • Officer, Branch Operations, Maybank
Past Directorship	NIL
Directorship(s) in Other Public Listed Companies	NIL
Directorship(s) in Other Public Companies	NIL
Other Appointment(s)/ Commitment(s)	NIL
Membership of Board Committees	<ul style="list-style-type: none"> • Chair, Group Board Risk Management Committee • Member, Group Board Nomination and Remuneration Committee (w.e.f. 1 July 2024)

Attendance for the Financial Year Ended 31 December 2024	All the 11 scheduled Board Meetings, 7 special Board Meetings and 2 Joint Board meetings
Shareholdings in Affin Bank Berhad	NIL

Encik Mohammad Ashraf Bin Md Radzi

Non-Independent Non-Executive Director

Nationality/Age/Gender	Malaysian/46 years old /Male
Date of Appointment	3 October 2022
Academic/Professional Qualification(s)	<ul style="list-style-type: none"> • Capital Markets Services Representative License Modules 12 & 19, Security Commission • Chartered Accountant, Malaysian Institute of Accountants • Member Association of Chartered Certified Accountants, United Kingdom • Bachelor of Accountancy (Hons), Universiti Tenaga Nasional • A-Levels, MARA Institute of Technology
Working Experience and Occupation	<ul style="list-style-type: none"> • Chief Executive, Lembaga Tabung Angkatan Tentera (Present) • Chief Financial Officer, Lembaga Tabung Angkatan Tentera • Chief Financial Officer, Ahmad Zaki Resources • General Manager Corporate Finance, Ahmad Zaki Resources • Associate Director, Corporate Advisory and Structuring, MIDF Amanah Investment Bank • General Manager, Finance Special Projects, Johawaki Holdings Sdn Bhd • Associate Director, Capital Market, Prokhas Sdn Bhd • Regulatory Reporting Analyst, UBS Investment Bank, London • Financial Accountant European Region, CUNA Mutual Life Assurance (Europe) Limited • Audit Senior, Ernst & Young • Interviewer and Researcher, AC Nielsen
Past Directorship	<ul style="list-style-type: none"> • Director, EKVE Sdn Bhd • Director, Peninsular Precast Sdn Bhd • Director, Astral Far East Sdn Bhd • Director, Irat Properties Sdn Bhd (Representing LTAT) • Director, Irat Hotels and Resorts Sdn Bhd (Representing LTAT) • Director, BP Malaysia Holdings Sdn Bhd (Representing LTAT) • Board of Trustees, Yayasan Veteran ATM
Directorship(s) in Other Public Listed Companies	<ul style="list-style-type: none"> • Director, Pharmaniaga Berhad (Representing LTAT)
Directorship(s) in Other Public Companies	<ul style="list-style-type: none"> • Director, Boustead Holdings Berhad (Representing LTAT) • Director, Boustead Plantations Berhad (Representing LTAT)
Other Appointment(s)/ Commitment(s)	NIL
Membership of Board Committees	Member, Group Board Risk Management Committee (up to 7 May 2024)
Attendance for the Financial Year Ended 31 December 2024	All the 11 scheduled Board Meetings, 7 special Board Meetings and 2 Joint Board meetings

Shareholdings in Affin Bank Berhad	NIL
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* *Mohammad Ashraf Bin Md Radzi is a nominee of LTAT, a major shareholder of Affin Bank Berhad*

Puan Emeliana Dallan Rice-Oxley

Independent Non-Executive Director

Nationality/Age/Gender	Malaysian/61 years old /Female
Date of Appointment	1 October 2023
Academic/Professional Qualification(s)	<ul style="list-style-type: none"> • Advanced Management Program from Harvard Business School, USA • Professional Certification in Decision Quality and Risk Management from Stanford University, USA • Bachelor of Science, Geology from University of South Carolina, USA
Working Experience and Occupation	<ul style="list-style-type: none"> • VP, Exploration Upstream, Petronas • VP Exploration Malaysia, Petronas • Senior General Manager Exploration Malaysia • Hydrocarbon Maturation Manager, Onshore US and Latin America, SHELL • Brazil Exploration Team Leader, SHELL • Manager, Exploration Portfolio & Planning. Asia Pacific • Various Technical and team leaders role, SHELL
Past Directorship	<ul style="list-style-type: none"> • Non-Independent Non-Executive Director, Petronas Management Training Sdn Bhd • Non-Independent Non-Executive Director, PETRONAS Gas Berhad • Non-Independent Non-Executive Director, PETRONAS E&P Overseas Ventures Sdn Bhd • Non-Independent Non-Executive Director, Petronas Carigali Overseas Sdn. Bhd
Directorship(s) in Other Public Listed Companies	<ul style="list-style-type: none"> • Independent Non-Executive Director, Hibiscus Petroleum Berhad • Independent Non-Executive Director, TGS ASA (merged with PGS ASA)
Directorship(s) in Other Public Companies	
Other Appointment(s)/ Commitment(s)	Well-being@Work© (W@W) Movement Chapter Leader for Corporate Directors
Membership of Board Committees	Chair, Group Board Sustainability Committee
Attendance for the Financial Year Ended 31 December 2024	Attended 10 scheduled Board Meetings, 7 special Board Meetings and 2 Joint Board meeting
Shareholdings in Affin Bank Berhad	NIL

Roles and Responsibilities of the Board

The key roles and responsibilities of the Board are as follows:-

- 1) Approving the Bank's risk appetite, annual business plan and other initiatives which would have material impact on the Bank's risk profile.
- 2) Overseeing the selection, performance, remuneration and succession plans of the Chief Executive Officer, control function heads and other members of the Senior Management, such that the Board is satisfied with the collective competence of Senior Management to effectively lead the operations of the Bank.
- 3) Overseeing the implementation of the Bank's governance framework and internal control framework, and periodically ascertaining whether they remain appropriate in the light of material changes to the size, nature and complexity of the Bank's operations.
- 4) Promoting, together with Senior Management, a sound corporate culture within the Bank which reinforces ethical, prudent and professional behaviour.
- 5) Promoting together with Senior Management, ensure governance of sustainability in the Bank through appropriate environmental, social and governance considerations in the Bank's business strategies, priorities and targets.
- 6) Overseeing and approving the recovery and resolution as well as business continuity plans of the Bank to restore its financial strength and maintain or preserve critical operations and critical services when it comes under stress.
- 7) Promoting timely and effective communication between the Bank and BNM on matters affecting, or that may affect, the safety and soundness of the Bank.
- 8) Undertaking various functions and responsibilities as specified in the policy documents and directives issued by BNM and other relevant laws from time to time.
- 9) Ensuring the establishment and implementation of group-wide policies and procedures to ensure Group's compliance with the regulatory requirements and guidelines issued by BNM, SC, Bursa Malaysia and Companies Commission of Malaysia (CCM).

Roles and Responsibilities of the Board Committees

Group Board Audit Committee

- To establish the framework and oversee the audit function of Affin Group.
- To provide assistance to the Board in fulfilling its statutory and fiduciary responsibilities in ensuring that good corporate governance, system of internal controls, codes of conduct and compliance with regulatory and statutory requirements are maintained by the Group.
- Implement and support the function of the Board by reinforcing the independence and objectivity of the Group Internal Audit Division (GIA).
- Ensure that Internal and External Audit functions are properly conducted, and audit recommendations are implemented timely and effectively.

Group Board Risk Management Committee

- Oversee, review, assess and examine the adequacy of the Group-wide enterprise risk management framework, policies and guidelines to adequately protect the Group against all relevant risks, comprising but not limited to, Credit Risk, Market, Liquidity and Interest Rate Risk, Operational Risk (including Legal/ Regulatory Risks and Shariah Non-Compliance Risk), Reputational Risk, Technology Risk as well as Environmental, Social and Governance (ESG) risk.
- Review and recommend the Group's enterprise-wide risk strategy, risk appetite and risk management framework for approval by the respective entities' Board of Directors

- Providing oversight on the Group's ability to build resilience against the adverse impacts of ESG and climate-related risks.
- Oversee the overall recovery planning process, including the development, maintenance, and implementation of the Group Recovery Plan (GRP) in all phases.

Group Board Compliance Committee

- Assess and examine the adequacy of group compliance and integrity as well as governance frameworks, including the policies, procedures and processes for the Group.
- Support the Board to fulfil its responsibilities to:-
 - Oversee the management of compliance risk by ensuring process is in place in line with the expectations of regulators.
 - Oversee integrity and governance matters inclusive of corruption, fraud, malpractice, unethical conduct and abuse of power within the organisation that are guided by applicable laws and regulations and make the necessary recommendations to align to the Group's long-term strategy.
 - Review and approve compliance risk management philosophy and strategy.
 - Ensuring clear and independent reporting lines and responsibilities for the overall business activities, compliance functions and integrity & governance function as well as recommending organisational alignments where necessary to the Board.
 - Ensuring the practice of excellent work culture among employees, with strong morale and ethics within the organisation.
- Monitor the Bank's management of compliance risk through periodic reporting on anti-money laundering and counter financing of terrorism (AML/CFT) updates, outcome from compliance review exercise, statistics of whistleblowing cases as well as non-compliance incidences.

Group Board Nomination and Remuneration Committee

- To provide a centralised platform in setting the Group principles, procedures and framework relating to the composition of the Board and Management including their appointment/re-appointment, effectiveness and performance as well as remuneration policy for the Board, Management and the Group as a whole. This Group approach would promote compensation philosophy which would drive performance of the Group as a whole.
- To review the diversity, matrix skills of the Board and Management from broader perspective to ensure that it aligns with the Group's strategy and placement of human capital at entity level with the right skills set.
- The GBNRC is set-up with the following objectives:-
 - The selection and appointment of new Directors and PGCEO as well as assessment of effectiveness of individual Directors, Board as a whole, Board Committees and performance of PGCEO and Key Senior Management Officers (KSMO); and
 - Develop remuneration policy for Directors, PGCEO and KSMO and ensuring that compensation is competitive and consistent with the Bank's culture, objectives and strategies.

Group Board Credit Review and Recovery Committee

- The Group Board Credit Review and Recovery Committee is established to assist the functions of the Board in respect of its inherent authority over approval on loan/financing application /proposals which are considered by the Group Management Credit Committee (GMCC).
- The duties and responsibilities of the Committee shall include the following:-
 - Critically review credit facilities application, after due process of checking, analysis, review and recommendation by the Group Credit Management Division to GMCC, and if found necessary, to exercise the power of veto on behalf of the Board, on credit applications that have been

approved by the GMCC.

- Assisting the Board of Directors in performing oversight function and provide recommendations in respect of investment strategies, credit risk assessment, management and performance of partnership investment accounts under Islamic Banking such as Musyarakah financing /ventures or Mudharabah financing/ventures.
- To consider whether to affirm/veto credit/underwriting proposal, impose additional terms or modify the terms approved by the GMCC thereof.
- To set and review recovery targets as well as monitor the progress of recovery efforts.
- To ensure that the GMCC has discharged its responsibilities in a timely and proper manner.
- To offer advice and directions relating to credit portfolio.

Group Board Information Technology Committee

- Oversee the overall development, risk management, integration and alignment of the Technology strategy and plan with AFFIN Group strategic business direction and plan.
- Ensure the right talent and culture in developing an organisational capabilities which are agile, innovative, adaptable and focused on business value creation.
- Oversee the timely and effective implementation of the AFFIN Group strategic transformation programme, ensuring business strategic objectives alignment and collective synergy within the Group (including all subsidiaries).

Group Board Sustainability Committee

- Assist the Board of AFFIN (the Board) by providing ongoing oversight of the development and implementation of the Group's Sustainability matter including Value based Intermediation Financing and Impact Assessment Framework (VBIAF).
- Provide oversight, advice, and direction in the development, implementation, and monitoring of the strategies, framework, and policies with respect to sustainability, VBIAF, climate change, and corporate social responsibility of AFFIN.
- Review and make recommendations to the Board on the suitability of the Group's climate, VBIAF, and sustainability strategy, position statements, frameworks, ambitions, metrics, and targets.
- Report to the Board on the climate, VBIAF, and sustainability matters for which it is responsible, escalate issues, and make recommendations to the Board where appropriate.

The attendance of members for the respective Board Committees for meetings held in 2024 are as follows:-

Directors	GBNRC	GBCRRC	GBAC	GBITC	GBRMC	GBCC	GBSC
<i>Representatives of Affin Bank Berhad (ABB)</i>							
YBhg Dato' Md Agil bin Mohd Natt	-	29/29	-	12/12	-	-	-
YBhg Dato' Abdul Aziz bin Abu Bakar	11/11 (C)	-	-	-	-	-	-
YBhg Dato' Mohd Hata bin Robani	-	29/29 (C)	13/14	-	-	-	-
Mr. Ignatius Chan Tze Ching	-	-	-	-	-	-	-
YBhg. Dato' Rozalila Binti Abdul Rahman	-	-	-	-	-	12/12 (C)	7/7
Mr. Yuen Peter Wai Hung	-	-	-	-	-	-	-

Ms Marzida Binti Mohd Noor ¹	4/4	-	-	12/12 (C)	5/5	-	-
Mr. Gregory Jerome Gerald Fernandes	-	-	14/14 (C)	-	-	12/12	-
Ms. Chan Wai Yu ²	7/7	-	-	-	12/12 (C)	-	-
Encik Mohammad Ashraf Bin Md Radzi ³	-	-	-	-	4/5	-	-
Ms. Emeliana Dallan Rice-Oxley	-	-	-	-	-	-	7/7 (C)
<i>Representatives of Affin Islamic Bank Berhad (AIBB)</i>							
Tuan Haji Musa Bin Abdul Malek (Chairman, AiBB)	-	29/29	-	-	-	-	7/7
Encik Suffian Bin Baharuddin	-	-	14/14	-	12/12	-	-
Datuk Mohd Farid Bin Mohd Adnan	11/11	-	-	-	-	12/12	-
Ms. Tan Ler Chin, Cindy	-	-	-	12/12	12/12	-	-
Encik Muhammad Fitri Bin Othman <i>(Resigned as Director of AIBB w.e.f 1 September 2024)</i>	-	-	-	-	-	8/8	-
Encik Dali bin Sardar	-	29/29	14/14	-	-	-	-
Dr. Sharbanom binti Abu Bakar	-	-	-	11/12	-	-	7/7
<i>Representatives of Affin Hwang Investment Bank Berhad (AHIBB)</i>							
YM Tunku Afwida	-	-	-	10/12	-	-	-
Encik Hasli Hashim	-	28/29	-	-	-	-	-
Mr. Eugene Hon Kah Weng	-	-	14/14	-	-	-	-
Datuk Wan Razly Abdullah <i>(completion of tenure as approved by BNM w.e.f. 2 April 2024)</i>	-	-	-	-	-	-	-
Dato' Abdul Wahab	11/11	-	-	-	-	-	7/7
Ms. Kong Yuen Ling	-	-	-	-	-	11/12	-
Ms. Tracy Ong	-	29/29	-	-	12/12	-	-

1 Stepped down as member of GBNRC and appointed as a member of GBRMC w.e.f 1 July 2024.

2 Appointed as a member of GBNRC w.e.f 1 July 2024

3 Stepped down as a member of GBRMC w.e.f 7 May 2024.

Training and Education attended by the Board During the Financial Year Ended 31 December 2024

The training programmes/courses attended by the Directors during financial year ended 31 December 2024 is set out as follows:-

No.	Organized By	Training	Date
Dato' Agil Natt			
1.	Affin	Conflict of Interest Training	15 February 2024
2.	ICDM	Bespoke Workshop : Cultivating Strategic Thinking Competence	25 May 2024
3.	AFFIN	Strategic Insights - Navigating Islamic Finance, Climate Change & Cybersecurity	3 October 2024
4.	AFFIN	Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024	8 October 2024
5.	AFFIN	2024 Annual Compliance Attestation (ACA) for Affin Group Board Members	15 October 2024
6.	AFFIN	Anti-Bribery & Corruption (ABC) e-Learning Module 2024	28 November 2024
7.	ICDM	ICDM Bespoke Programme (BEE2022) - Programme 2	7 December 2024
No.	Organized By	Training	Date
Dato' Mohd Hata			
1.	ICDM	Bespoke Workshop : Cultivating Strategic Thinking Competence	25 May 2024
2.	AFFIN	Strategic Insights - Navigating Islamic Finance, Climate Change & Cybersecurity	3 October 2024
3.	AFFIN	Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024	8 October 2024
4.	AFFIN	2024 Annual Compliance Attestation (ACA) for Affin Group Board Members	15 October 2024
5.	AFFIN	Anti-Bribery & Corruption (ABC) e-Learning Module 2024	28 November 2024
6.	ICDM	ICDM Bespoke Programme (BEE2022) - Programme 2	7 December 2024
No.	Organized By	Training	Date
Dato' Abdul Aziz			
1.	Affin	Conflict of Interest Training	15 February 2024
2.	ICDM	Bespoke Workshop : Cultivating Strategic Thinking Competence	25 May 2024
3.	Merchantrade Asia Sdn Bhd	Cyber Security Awareness	20 June 2024
4.	ICDM	Legal Consequences, Responsibilities and Risks in Office	12 July 2024
5.	AFFIN	Strategic Insights - Navigating Islamic Finance, Climate Change & Cybersecurity	3 October 2024

6.	AFFIN	Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024	8 October 2024
7.	AFFIN	2024 Annual Compliance Attestation (ACA) for Affin Group Board Members	15 October 2024
8.	AFFIN	Accenture – Sharing Session : Exponential Growth	23 October 2024
9.	AFFIN	Anti-Bribery & Corruption (ABC) e-Learning Module 2024	28 November 2024
10.	ICDM	ICDM Bespoke Programme (BEE2022) - Programme 2	7 December 2024

No.	Organized By	Training	Date
Mr Ignatius Chan Tze Ching			
1.	Economic and Market Outlook Seminar	The Bank of East Asia, Limited	8 January 2024
2.	Hong Kong Wealth Outlook 2024	Citi Private Bank	18 January 2024
3.	Affin	Conflict of Interest Training	15 February 2024
4.	PricewaterhouseCoopers Limited	2024/25 Hong Kong Budget PwC forum	1 March 2024
5.	KPMG International Limited	KPMG Independent Non-Executive Directors Forum	18 March 2024
6.	The Hong Kong Association of Banks (HKAB)	Malaysia Business Forum	23 May 2024
7.	Our Hong Kong Foundation	Insight Forum - Beyond Borders: Redefining Travel for Meaningful Impact	14 June 2024
8.	KPMG International Limited	The KPMG INED Forum	17 June 2024
9.	PricewaterhouseCoopers Limited	Non-Executive Director Luncheon: ACGA's Hong Kong & regional market Corporate Governance rankings	20 June 2024
10.	The Hong Kong Jockey Club Charities Trust Institute of Philanthropy	Philanthropy for Better Cities Forum - Delivering Impactful Philanthropy in the Real World	9 September 2024
11.	AFFIN	Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024	8 October 2024
12.	AFFIN	2024 Annual Compliance Attestation (ACA) for Affin Group Board Members	15 October 2024
13.	Hospital Authority	Kowloon Central Cluster Convention	25 October 2024

14.	Our Hong Kong Foundation, 10th Anniversary, The Chinese University of Hong Kong in Shenzhen, Shenzhen Finance Institute, The Chinese University of Hong Kong (Business School), The Guangdong -Hong Kong - Macao Great Bay Area Entrepreneurs Alliance	The Guangdong-Hong Kong-Macao GBA Entrepreneurs Forum 2024: “The Role of Hong Kong and Beyond”	6 November 2024
15.	International Monetary Fund	IMF Seminar on China: Macro-developments and Outlook	21 November 2024
16.	AFFIN	Anti-Bribery & Corruption (ABC) e-Learning Module 2024	28 November 2024
17.	The Hong Kong Management Association	2024 HKMA Annual Conference	29 November 2024
18.	Our Hong Kong Foundation, 10th Anniversary, Center for China & Globalization CCG	Rethink Hong Kong: Its New Role as an International City under the New Normal” Forum	2 December 2024
19.	KPMG International Limited	The KPMG Board Leadership Forum	3 December 2024
20.	ICDM	ICDM Bespoke Programme (BEE2022) - Programme 2	7 December 2024

No.	Organized By	Training	Date
Dato’ Rozalila Abdul Rahman			
1.	Bursa Malaysia	Bursa Carbon Exchange: A Year in Review and What’s in Store for 2024	23 Jan 2024
2.	Deloitte	The Fifth Industrial Revolution Will Be Powered by Minds, Not Just Machines	14 Feb 2024
3.	Affin	Conflict of Interest Training	15 Feb 2024
4.	ICDM	Future-Proofing Malaysian Businesses: Navigating Cyber-Threats in the Age of AI & Thriving in a High-Risk Landscape	11 Mar 2024
5.	AHIBB	Plantation and Commodities Investor Day	7 March 2024
6.	Affin	Fostering Greater Market Dynamism in Islamic Finance	3 April 2024
7.	FIDE Forum	CGM Masterclass: What Directors Must Know: Recent Developments in Climate Science	15 May 2024

8.	ICDM	Bespoke Workshop : Cultivating Strategic Thinking Competence	25 May 2024
9.	FIDE Forum	Info Sharing & Engagement Session on Board Culture	24 June 2024
10.	FIDE Forum	Breakfast Talk: Leveraging AI in the Fight Against Financial Crime	25 June 2024
11.	GBG	Building trust in digital channel: Asia Banking and Finance Study	29 May 2024
12.	FIDE Forum/ICLIF	KL Conference on Sustainability	7 June 2024
13.	BNM	BNM Sasana Symposium 2024 (SS2024)	12 – 13 June 2024
14.	FIDE Forum	Info Sharing & Engagement Session on Board Culture	24 June 2024
15.	FIDE Forum	“Breakfast Talk : Leveraging AI in the Fight Against Financial Crime”	25 June 2024
16.	FIDE Forum	Director's Liabilities within Their Respective Institution's AML Frameworks.	3 July 2024
17.	FIDE Forum	FIDE FORUM – CGM Masterclass: Latest Developments in Climate-Aligned Executive Compensation	17 July 2024
18.	FIDE Forum	Preventing Fraud: The Board's Roles and Responsibilities	8 August 2024
19.	Affin	Event Invitation to Unlocking and Securing MSMEs Business Portal	20 August 2024
20.	Climate Governance Malaysia/FIDE Forum	National Climate Governance Summit (NCGS)	10 – 12 September 2024
21.	AFFIN	Strategic Insights - Navigating Islamic Finance, Climate Change & Cybersecurity	3 October 2024
22.	AFFIN	Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024	8 October 2024
23.	AFFIN	2024 Annual Compliance Attestation (ACA) for Affin Group Board Members	15 October 2024
24.	AFFIN	Accenture – Sharing Session : Exponential Growth	23 October 2024
25.	AFFIN	Anti-Bribery & Corruption (ABC) e-Learning Module 2024	28 November 2024
26.	ICDM	ICDM Bespoke Programme (BEE2022) - Programme 2	7 December 2024

No.	Organized By	Training	Date
Mr Peter Yuen Wai Hung			
1.	Affin	Conflict of Interest Training	15 February 2024
2.	ICDM	Bespoke Workshop : Cultivating Strategic Thinking Competence	25 May 2024

3.	AFFIN	Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024	8 October 2024
4.	AFFIN	2024 Annual Compliance Attestation (ACA) for Affin Group Board Members	15 October 2024
5.	AFFIN	Accenture – Sharing Session : Exponential Growth	23 October 2024
6.	AFFIN	Anti-Bribery & Corruption (ABC) e-Learning Module 2024	28 November 2024

No.	Organized By	Training	Date
Puan Marzida Mohd Noor			
1.	Affin	Conflict of Interest Training	15 February 2024
2.	JP Morgan	Payments Banking Forum, Bangkok, Thailand	16 & 17 May 2024
3.	NEXEA	Disrupt Invest Summit	23 May 2024
4.	FIDE Forum	Director's Liabilities within Their Respective Institution's AML Frameworks.	3 July 2024
5.	FIDE Forum	Preventing Fraud: The Board's Roles and Responsibilities	8 August 2024
6.	AFFIN	Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024	8 October 2024
7.	AFFIN	2024 Annual Compliance Attestation (ACA) for Affin Group Board Members	15 October 2024
8.	Accenture	Exponential Growth – Digital Banking	23 October 2024
9.	NEXEA	Entrepreneurs Summit	24 October 2024
10.	MVCA	Venture Capital Conference	6 November 2024
11.	ESCOM	Digital Banking Asia Summit	12 November 2024
12.	AFFIN	Anti-Bribery & Corruption (ABC) e-Learning Module 2024	28 November 2024
13.	ICDM	ICDM Bespoke Programme (BEE2022) - Programme 2	7 December 2024

No.	Organized By	Training	Date
Mr Gregory Fernandes			
1.	Affin	Conflict of Interest Training	15 February 2024
2.	AFFIN	Strategic Insights - Climate Change & Cybersecurity	3 October 2024
3.	AFFIN	Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024	8 October 2024
4.	AFFIN	2024 Annual Compliance Attestation (ACA) for Affin Group Board Members	15 October 2024
5.	Silverlake	Tech Trilemmas: Navigating Innovation, Transformation & Digital Experience	17 – 18 October 2024
6.	PricewaterhouseCoopers	Malaysia Budget 2025 Seminar	8 November 2024
7.	AFFIN	Anti-Bribery & Corruption (ABC) e-Learning Module 2024	28 November 2024

No.	Organized By	Training	Date
Ms Chan Wai Yu			
1.	Affin	Conflict of Interest Training	15 February 2024
2.	ICDM	LIP Alumni Networking Gathering	17 May 2024
3.	FIDE Forum/ICLIF	KL Conference on Sustainability	7 June 2024
4.	BNM	BNM Sasana Symposium 2024 (SS2024)	12 – 13 June 2024
5.	FIDE Forum	Info Sharing & Engagement Session on Board Culture	24 June 2024
6.	ICDM	Bespoke Workshop : Cultivating Strategic Thinking Competence	25 May 2024
7.	FIDE Forum	Director's Liabilities within Their Respective Institution's AML Frameworks.	3 July 2024
8.	FIDE Forum	FIDE FORUM – CGM Masterclass: Latest Developments in Climate-Aligned Executive Compensation	17 July 2024
9.	FIDE Forum	"Distinguished Board Leadership Series 2024: Digital Transformation of the World's Best Bank."	3 September 2024
10.	NCGS	National Climate Governance Summit 2024	10 – 12 September 2024
11.	PIDM	2024 National Resolution Symposium	23 – 24 September 2024
12.	HRD Corp	National Human Capital Conference 2024	30 September – 2 October 2024
13.	AFFIN	Strategic Insights - Navigating Islamic Finance, Climate Change & Cybersecurity	3 October 2024
14.	AFFIN	Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024	8 October 2024
15.	AFFIN	2024 Annual Compliance Attestation (ACA) for Affin Group Board Members	15 October 2024
16.	AFFIN	Anti-Bribery & Corruption (ABC) e-Learning Module 2024	28 November 2024
17.	ICDM	ICDM Bespoke Programme (BEE2022) - Programme 2	7 December 2024
Encik Mohammad Ashraf Md Radzi			
1.	Affin	Conflict of Interest Training	15 February 2024
2.	ICDM	Transparency Matters: A Director's Approach to Handling Conflicts of Interest	7 March 2024
3.	ICDM	Bespoke Workshop : Cultivating Strategic Thinking Competence	25 May 2024
4.	ICDM	Live Board Simulation: Withstanding A Crisis Through Management Dynamics	20 August 2024
5.	ICDM	Board Interview Tips & Profiling	18 October 2024
6.	ASB Campus	Public Training: The Practise of Leadership Using Techniques of Influence	8 November 2024

7.	ADIB	Board Profiling Webinar	3 December 2024
8.	ICDM	ICDM Bespoke Programme (BEE2022) - Programme 2	7 December 2024
Puan Emeliana Rice-Oxley			
1.	Affin	Conflict of Interest Training	15 February 2024
2.	ICDM	Bespoke Workshop : Cultivating Strategic Thinking Competence	25 May 2024
3.	Asean World Centre	Board Dynamic & Governance Transformation Executive Masterclass 2024(SEA Edition)	28 & 29 May 2024
4.	FIDE Forum/ICLIF	KL Conference on Sustainability	7 June 2024
5.	ICLIF/ASB	BNM FIDE Core Programme – Banks	1 – 4 July 2024 (Module A) 5 – 8 August 2024 (Module B)
6.	ASB	The Dilemmas of Diversity: Understanding and Implementing Purposeful Diversity and Inclusion in Organizations	10 July 2024
7.	O Psych	Global Well-being@Work Profiling and Assessor Certificate	25-26 July 2024
8.	ICDM	Corporate Finance for Non-Finance Directors	3-4 September 2024
9.	Climate Governance Malaysia with FIDE FORUM	National Climate Governance Summit	10-11 September 2024
10.	ICDM	Assurance, Greenwashing and the Rise of Green-Hushing	24 September 2024
11.	AFFIN	Strategic Insights - Navigating Islamic Finance, Climate Change & Cybersecurity	3 October 2024
12.	AFFIN	Anti-Money Laundering, Countering Financing of Terrorism & Countering Proliferation Financing (AML/CFT/CPF) E-Learning Module 2024	8 October 2024
13.	AFFIN	2024 Annual Compliance Attestation (ACA) for Affin Group Board Members	15 October 2024
14.	AFFIN	Anti-Bribery & Corruption (ABC) e-Learning Module 2024	28 November 2024

INTERNAL CONTROL FRAMEWORK

The Internal Control Framework is set out in the Statement on Risk Management and Internal Control in the 2024 Annual Report.

REMUNERATION FOR DIRECTORS, SENIOR MANAGEMENT AND OTHER MATERIAL RISK TAKERS

The GBNRC recommends specific remuneration packages for non-executive Directors, and is structured such that it is competitive and consistent with the Bank's culture, objectives and strategies as well as ensuring that it commensurate with the level of responsibilities undertaken and contributions made by the Directors to the effective functioning of the Board and drive the Bank's long-term objectives.

Directors

The remuneration package for the Directors of the Bank comprises the following in accordance with the Remuneration Policy of Directors:-

Directors' Fees	The Directors are entitled to annual Directors' fees.
Board Committees Fees	Directors who sit on Board Committees are entitled to receive Board Committee fees.
Meeting Allowances	Directors are entitled to Meeting allowances when they attend any Board/Board Committee meetings.

The Directors' fees and benefits-in-kind payable to Directors are subject to shareholders' approval at the Annual General Meeting.

In determining the level of remuneration for Directors, the Board may commission a survey of the remuneration levels of Directors, to be carried out either by external consultants or Senior Management. The survey should cover the remuneration levels of Directors of an organisation in a similar industry, size and location. The report shall be tabled to the GBNRC and the Board for deliberation.

The Board may from time to time review the Remuneration Policy of Directors to ensure it continues to support the strategies and long-term vision of the Bank and yet at the same time, is able to attract talent, nurture and retain high calibre Directors, whilst taking into account the interest of other stakeholders, including shareholders and employees.

In line with the above practice, the Bank had in March 2022, engaged an external consultant, Willis Towers Watson Malaysia (WTW) to conduct an independent review of the Non-Executive Directors (NEDs) fees for the members of the Board and Board Committees of ABB, AiBB and AHIB.

In its review, WTW had adopted comparators which include public and non-public listed financial institutions. Based on the outcome of the review, WTW recommended the revision of the Directors' remuneration to be streamlined and aligned with peers in the market.

The fees review was necessary to commensurate with the Directors' heightened responsibilities, accountabilities, commitment and contribution with reference to their statutory duties, the complexity of the Group's businesses and the increased expectations from various stakeholders.

Further, the review was crucial to determine the Board's competitiveness to attract as well as retain individuals with strong credentials and high calibre to serve on the Board of the Company.

The revised fees were duly approved by the respective Boards and Annual General Meetings of Affin Banking Entities in May 2023.

The Directors' remuneration (as approved by the shareholders) are as follows:-

Directors' Fees

	Holding Company		Subsidiary Company	
	Chairman	Member	Chairman	Member
Director's Fee (per annum)	RM265,000	RM165,000	RM195,000	RM145,000
Board Committee Fee (per annum)	RM50,000	RM35,000	RM50,000	RM35,000

The remuneration structure is reviewed by the Board through the GBNRC every three (3) years or as and when required facilitated by the Group Secretarial Department with the option to engage external consultant. The review shall take into consideration various aspects including Directors' responsibilities, accountabilities, commitment and contribution with reference to their statutory duties, the complexity of the Group's businesses and the increased expectations from various stakeholders as well as the relevant benchmark study.

During deliberations pertaining to the individual Directors' remuneration, the interested parties should excuse themselves from both the deliberations and voting.

The details of the Directors' remuneration are set out in Note 42 to the Financial Statements of the 2024 Annual Report and Notice of 49th AGM.

The aggregate amount of remuneration for the Directors and PGCEO of the Bank for the FYE2024 was as follows:-

The Bank 2024	Salaries RM'000	Bonuses RM'000	Directors' Fees RM'000	Other Emoluments RM'000	Benefits-in-kind RM'000	Total RM'000
President & Group CEO Datuk Wan Razly Abdullah bin Wan Ali	2,268	-	-	933	75	3,276
Total	2,268	-	-	933	75	3,276
Non-Executive Directors						
Dato' Agil Natt	-	-	508	-	164	672
Dato' Abdul Aziz bin Abu Bakar	-	-	295	-	1	296
Dato' Mohd Hata bin Robani	-	-	410	-	10	420
Mr. Chan Tze Ching, Ignatius	-	-	212	-	1	213
Dato' Rozalila binti Abdul Rahman	-	-	350	-	1	351
Mr. Yuen Wai Hung, Peter	-	-	212	-	1	213
Puan Marzida binti Mohd Noor	-	-	350	-	1	351
Mr. Gregory Jerome Gerald Fernandes	-	-	370	-	1	371
Ms. Chan Wai Yu	-	-	335	-	1	336

Encik Mohammad Ashraf bin Md Radzi	-	-	60	-	1	61
Puan Emeliana Dallan Rice-Oxley	-	-	280	-	1	281
Total	-	-	3,382	-	183	3,565
Grand total	2,268	-	3,382	933	258	6,841

* Includes allowances, EPF, leave passage and Gratuity

Senior Management and Other Material Risk Takers (OMRT)

The Bank's Remuneration Policy considers the role of each staff. The objective of the Remuneration Policy is to ensure that the remuneration system in the Bank: -

- Rewards individuals for the achievement of the Bank's objectives and motivates high levels of performance;
- Rewards exceptional performance by individual through the Performance Management System;
- Allows the Bank to compete effectively in the labour market and to recruit and retain high calibre staff; and
- Achieves fairness and equity in remuneration and reward.

The Bank's remuneration policy is developed based on the following guiding principles:

- **Support for Strategic Objectives:** Remuneration and reward frameworks and decisions shall be developed in a manner that is consistent with, supports and reinforces the achievement of the Bank's vision and strategy.
- **Transparency:** The process of remuneration management shall be transparent, conducted in good faith and in accordance with appropriate levels of confidentiality.
- **Internal Equity:** The Bank shall remunerate all staff fairly in terms of their roles within the organization.
- **Market-Related Remuneration:** The Bank shall measure its remuneration practices against both the local and national market through the use of remuneration surveys and through benchmarking with other similar institutions.
- **Flexibility:** Remuneration and reward offerings shall be sufficiently flexible to meet both the needs of individuals and those of the institution whilst complying with relevant tax and other legislation.
- **Performance-Driven Remuneration:** The Bank shall entrench a culture of performance driven remuneration through the implementation of the Performance Management System.
- **Affordability and Sustainability:** The Bank shall ensure that remuneration is affordable on a sustainable basis.

The Remuneration Policy and practices will evolve over time, reflecting Bank's priorities but will always adhere to the requirements of BNM Policy Document on Corporate Governance (BNM CG) and BNM Policy Document on Risk Governance promoting sound and effective risk management.

The Bank ensures that overall remuneration system for the Bank (as per the BNM CG) shall:-

- be subject to Board's active oversight to ensure that the system operates as intended;
- be in line with the business and risk strategies, corporate values and long-term interests of the Bank;
- promote prudent risk-taking behaviour and encourage individuals to act in the interests of the Bank as a whole, taking into account the interests of its customers; and be designed and implemented with input from the control functions and the Group Board Risk Management and Compliance Committee to ensure that risk exposures and risk outcomes are adequately considered.

As stipulated under the BNM CG, OMRT refers to an officer who is not a member of senior management of a financial institution and who:-

- can materially commit or control significant amounts of the financial institution's resources or whose actions are likely to have a significant impact on its risk profile; or
- is among the most highly remunerated officers in the financial institution;

The listing of the positions for the Senior Management and OMRT shall be reviewed annually to be in accordance with the BNM CG requirement.

The Bank will maintain and regularly review the list of officers who fall within the definition of Senior Management and OMRT. The remuneration of SMT is to be approved at the Board on annual basis whilst for the OMRT is delegated to Group Chief People Officer for review and PGCEO for approval.

