



1. OBJECTIVES

- 1.1 Members of the Board are responsible for the effective oversight and management of the businesses of the Company and its subsidiary companies ("KESMI Group"). As such, persons appointed as directors should have the necessary qualities, competencies and experience that will allow them to effectively perform the duties and carry out the responsibilities required of the position.
- 1.2 The Board of KESM Industries Berhad (the "KESMI" or "Company") has established this Directors' Fit and Proper policy ("DFP Policy") to lay down the governing principles and minimum factors that need to be considered in assessing whether or not the fit and proper criteria for a person to be appointed as a director or to remain as a director ("Director Appointee") within the KESMI Group, have been met.

2. PRINCIPLES

- 2.1 A Director Appointee must not be disqualified or vacated his office pursuant to the relevant provisions stipulated in the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad or any other regulatory provisions or applicable laws and the Constitution applicable to KESMI or the companies within KESMI Group.
- 2.2 The fit and proper assessment of Director Appointee shall be conducted by the Board, through the Nominating Committee ("NC"), in the following circumstances: (i) prior to his/her initial appointment as well as proposed re-appointment; (ii) prior to his/her proposed regular re-election; and (iii) when the Board becomes aware of information that may materially compromise a Director Appointee's fitness and probity.
- 2.4 In performing the fit and proper assessment, the NC and the Board shall be guided by criteria set out in paragraphs 4 and 5 below.

The assessment factors must be assessed individually, as well as collectively, taking into account their relative importance. Failure to meet one assessment factor on its own does not necessarily mean failure to meet the fit and proper criteria. The NC and the Board should consider the specific circumstances surrounding the person's failure to meet specific factors, including the lapse of time since the occurrence of events, other contributing factors and significance of the event from the perspective of potential risks posed to KESMI Group.

- 2.5 The assessment process may require certain level of judgement call, therefore it must be exercised in an objective manner and in the best interests of KESMI Group.

3. RESPONSIBILITIES OF THE BOARD

- 3.1 The Board shall ensure a process is in place to conduct assessment on the fitness and probity of a Director Appointee and making decisions on his/her appointment. This shall include establishing internal policies on fitness and probity procedures and assessment processes which are commensurate with the nature, scale and complexity of KESMI Group's businesses.



3.2 The internal policies must address, at minimum, the following:

- a) conducting fit and proper assessments, including any delegation of assessment or decision-making authority by the Board;
- b) stipulating the factors to be considered in assessing whether a person is fit and proper for the position;
- c) enabling the Director Appointee to have an understanding of the internal policies on fit and proper requirements and their obligations to meet such criteria;
- d) requiring the Director Appointee to disclose information that would be relevant for his/her assessment, with due consideration in providing reasonable protection to such person from any discriminatory actions for providing such information; and
- e) having procedures in place to ensure all documentation on fit and proper assessments, including supporting information are kept confidential save for those that have already been in the public domain, and retained such documentation for such period in compliance the relevant legal requirements.

3.4 Where a Director Appointee no longer meets the fit and proper criteria set by the Company, the Board must take immediate steps to reduce the risks associated with the Director Appointee continuing to hold the position and remove the person from such position, as soon as practicable.

3.5 The Board will review this DFP Policy within five (5) years from the date of approval or the last review by the Board, to ensure its relevance and alignment with KESMI Group's governance structure, strategic changes, as well as material changes in business, risk profiles and sustainability strategies.

4. FIT AND PROPER CRITERIA

4.1 What it means to be "fit"

Fitness is about ensuring the person:

- is physically and mentally fit to perform the role;
- is competent and able;
- has the appropriate qualification, experience, skills and training needed to perform the duties and responsibilities of a director.

Generally a person will be "fit" if he/she:

- can demonstrate that he/she have the appropriate competence and ability to perform the position he/she will be undertaking; and



- have the necessary knowledge, skills, competence, diligence and soundness of judgment to undertake and fulfill the obligations and responsibilities associated with the position being conferred.

4.2 What it means to be “proper”

Probity is about a person’s character and personal attributes. It involves an assessment of a person’s behaviour, such as his/her:

- attitude;
- honesty, integrity and credibility;
- judgment;
- propensity or willingness to disregard the law.

Past behaviour is useful as an indicator of future behaviour, and matters of propriety. Recidivist conduct or patterns of behaviour are particularly relevant to any assessment because it can aid in assessing whether the Director Appointee has learned from past mistakes and can provide an insight into his or her likely future conduct.

Behaviour also provides insight into a person’s attitude and character.

4.3 Fit and Proper Criteria

The fit and proper criteria of a Director Appointee shall include but no limited to the following:

- character and integrity;
- experience and competence;
- time and commitment; and
- health requirements

5. MINIMUM ASSESSMENT FACTORS

5.1 The NC, with the concurrence of the Board, shall determine the specific factors for a fit and proper assessment, taking into account the circumstances and requirements relevant to KESMI Group.

The following are the key minimum assessment factors that underpin the overarching criteria set out in paragraph 4.3 above:

- | | |
|-------------------------------|--|
| (a) Character and Integrity | (i) Probity
(ii) Personal integrity
(iii) Financial integrity
(iv) Reputation |
| (b) Experience and competence | (i) Qualifications, training and skills
(ii) Relevant experience and expertise
(iii) Relevant past performance or track record |
| (c) Time and commitment | (i) Ability to discharge role having regard to other commitments |



- (ii) Participation and contribution in the Board/Board Committees or track record

(d) Health requirements

which are explained in greater details in Appendix A.

- 5.2 For first-time Director Appointee, the person is required to complete the Declaration by New Director Appointee (Initial Assessment) as set out in Appendix B.
- 5.3 Directors seeking re-appointment/re-election are required to make the fitness and probity declaration as set out in Appendix C, or in such other forms as the NC may from time to time prescribe or approve.
- 5.4 The results of the assessments are confidential information of KESMI Group and must not be disclosed or provided to any other party without the consent of the Chairman of the Board.

6. POLICY APPROVAL

- 6.1 This DFP Policy is approved by the Board of Directors on 26 May 2022.



APPENDIX A

Character and Integrity requires the Director Appointee to possess personal qualities such as honest, integrity, diligence and independence of mind and fairness, manage his/her debts or financial affairs properly and prudently, as well as in good health physically or otherwise.

- (i) Probity
- Has been compliant with legal obligations, regulatory requirements and professional standards.
 - Has not been obstructive, misleading or untruthful in dealings with regulatory bodies, government agencies, a court of law or tribunals.
- (ii) Personal integrity
- Has not been subject to any investigations by relevant enforcement unit or proceedings by a court of law, whether within Malaysia or elsewhere, of an offence, involving company laws, securities laws, bribery, fraud or dishonesty or has been notified of any impending proceedings or investigations, which might lead to such proceedings.
 - Has not perpetrated or participated in any business or professional practices which are negligent, deceitful, oppressive, improper (whether unlawful or not), or which otherwise discreditable.
 - Has not been reprimanded, or disqualified, or removed, by a court, regulatory agency, professional or industry body in relation to matters relating to the person's honesty, integrity or business conduct.
 - Has not made improper use of company information for gain.
 - Has not failed to keep proper company accounting records/books.
 - No past termination of service contract (i.e. in the capacity of management or director) due to concerns on personal integrity.
 - No abuse of other positions (i.e. political appointment) to facilitate government relations for the company in a manner that contravenes the principles of good governance.



(iii) Financial integrity

Relevant factors to consider which include, but are not limited to the following:

- Satisfactory management of personal debts or financial affairs.
- Able to fulfil personal financial obligations, whether in Malaysia or overseas, as and when they fall due.
- No unsatisfied judgement debt, either in part or in whole, whether in Malaysia or elsewhere.

The fact that a person may be of a limited financial means does not in itself, affect the person's ability to satisfy this financial integrity criteria.

(iv) Reputation

- No bad reputation in any business, financial or market community.
- Does not have civil or criminal proceedings or enforcement action in relation to the management of a company, or commercial or professional activities, which were determined adversely on the person's competence, diligence, judgement, honesty or integrity.
- Not involved in the substantial management of a business or company which has failed, where that failure has been occasioned in part by improper management.

Experience and competence requires the Director Appointee to possess the relevant skills, experience, qualification, technical expertise/knowledge to perform the role required.

(i) Qualifications, training and skills

- Possesses educational qualification that is relevant to the skill set that the director is earmarked to bring to bear onto the boardroom (i.e. a match to the board skill set matrix).
- Has considerable understanding on the workings of a corporation.
- Possesses general management skills as well as understanding of corporate governance and sustainability issues.



- Keeps knowledge current based on continuous professional development.
 - Possesses leadership capabilities and a high level of emotional intelligence.
- (ii) Relevant experience and expertise
 - Possesses relevant experience and expertise with due consideration given to past length of service, nature and size of business, responsibilities held, reporting lines and delegated authorities.
- (iii) Relevant past performance or track record
 - Has a career of occupying a high level position in a comparable organisation, and was accountable for driving or leading the organisation's governance, business performance or operations.
 - Satisfactory past performance record as gathered from the results of the annual board evaluation.

Time and commitment requires the Director Appointee to devote and commit a reasonable amount of time and effort to meet the demand and expectations of his/her roles and responsibilities as a member of the Board, Board Committee and member of the Key Senior Management (as the case may be applicable).

- (i) Ability to discharge role having regard to other commitments
 - Able to devote time as a board member, having factored other outside obligations including concurrent board positions held by the director across listed and non-listed entities (including not-for-profit organisations).

In particular, the total directorship held by a Director Appointee (including those of KESMI Group) should not exceed:

- 5 public listed companies in Malaysia; and
 - 10 private companies in Malaysia outside KESMI Group and excluding dormant companies unless otherwise approved by the Board.
- (ii) Participation and contribution in the Board/Board Committees or track record
 - Attending and adequately prepared for meetings of the Board, Board Committee and shareholders.



- Constructive participation in the activities of KESMI Group, Board and Board Committees.
- Demonstrates willingness to devote time and effort to understand the businesses and exemplifies readiness to participate in events outside the boardroom.
- Able to articulate views independently, objectively and constructively.
- Exhibits open mindedness to the views of others and able to make considered judgment after hearing the views of others.

Health requirements requires the Director Appointee to be sufficiently healthy to carry out the demand and expectations of his/her roles and responsibilities as a member of the Board, Board Committee and member of the Key Senior Management (as the case may be applicable).

- (i) Health requirements
 - Demonstrates satisfactory physical and mental abilities to carry out his/her duties and responsibilities relative to the demand and expectation of his/her roles.



**DECLARATION BY NEW DIRECTOR APPOINTEE
(INITIAL ASSESSMENT)**

PART 1: PERSONAL PARTICULARS

NAME (as per IC) : _____
 Have you ever been known by another name? Yes / No
 If Yes, by what other names? _____

IC/PASSPORT NO. : _____
 IC No. _____ Passport No. _____

RESIDENTIAL ADDRESS : _____

DATE OF BIRTH : _____
 YYYY MM DD

RACE : _____

NATIONALITY : _____

RESIDENT STATUS* : _____

CONTACT NUMBERS : _____
 Home Business Mobile

EMAIL ADDRESS : _____

**To state if not Malaysian resident.*

PART 2: ACADEMIC/PROFESSIONAL QUALIFICATIONS

(List chronologically from the latest qualification*)

1. Name of Academic/Professional Institution : _____
 Qualification obtained (full title) : _____

2. Name of Academic/Professional Institution : _____
 Qualification obtained (full title) : _____

3. Name of Academic/Professional Institution : _____
 Qualification obtained (full title) : _____

4. Name of Academic/Professional Institution : _____
 Qualification obtained (full title) : _____

5. Name of Academic/Professional Institution : _____
 Qualification obtained (full title) : _____

** For more than 5 academic/professional qualifications, please provide details on an attached sheet.*



PART 3: EMPLOYMENT/CAREER HISTORY (over the last 10 years)

(For more than 5 past employers, provide details attach separate sheet)

1. Name of Employer : _____
Period of Employment : From: _____ To: _____
Position : Title: _____ From: _____ To: _____
Brief summary of role/position and responsibilities :

2. Name of Employer : _____
Period of Employment : From: _____ To: _____
Position : Title: _____ From: _____ To: _____
Brief summary of role/position and responsibilities :

3. Name of Employer : _____
Period of Employment : From: _____ To: _____
Position : Title: _____ From: _____ To: _____
Brief summary of role/position and responsibilities :

4. Name of Employer : _____
Period of Employment : From: _____ To: _____
Position : Title: _____ From: _____ To: _____
Brief summary of role/position and responsibilities :

5. Name of Employer : _____
Period of Employment : From: _____ To: _____
Position : Title: _____ From: _____ To: _____
Brief summary of role/position and responsibilities :

* For more than 5 past employers, please provide details on an attached sheet



PART 4: DIRECTORSHIP

Current Directorship**

	Public Companies	Listed	Private Companies	Non-profit Organisations
1.				
2.				
3.				
4.				
5.				
6.				
7.				
8.				
9.				
10.				

Past Directorship**

	Public Companies	Listed	Private Companies	Non-profit Organisations
1.				
2.				
3.				
4.				
5.				
6.				
7.				
8.				
9.				
10.				

*State name of company, period of appointment and role.

#For more than 10 companies, please provide details on an attached sheet.

PART 5: DETAILS OF MEMBERSHIP OF A PROFESSIONAL OR INDUSTRY BODY

Current Membership*

1. Name of Professional or Industry Body : _____
Period of membership : _____
Type of membership : _____



- 2. Name of Professional or Industry Body : _____
 Period of membership : _____
 Type of membership : _____
- 3. Name of Professional or Industry Body : _____
 Period of membership : _____
 Type of membership : _____

Past Membership*

- 1. Name of Professional or Industry Body : _____
 Period of membership : _____
 Type of membership : _____
 Details of any reprimand, disqualification or removal by professional or industry body (if any) :

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- 2. Name of Professional or Industry Body : _____
 Period of membership : _____
 Type of membership : _____
 Details of any reprimand, disqualification or removal by professional or industry body (if any) :

--
- 3. Name of Professional or Industry Body : _____
 Period of membership : _____
 Type of membership : _____
 Details of any reprimand, disqualification or removal by professional or industry body (if any) :

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* For more than 3 memberships, please provide details on an attached sheet

PART 6: DECLARATION OF "FIT AND PROPER" CRITERIA

YOUR PROBITY AND PERSONAL INTEGRITY

- 1. Have you ever been convicted of any offence under the laws of any jurisdiction involving bribery, fraud or dishonesty which is punishable with imprisonment, or has been the subject of criminal proceedings (including any pending criminal proceedings of which you are aware) for such purpose? : No Yes
 Provide details below:

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2. Have you ever been convicted of any offence under the laws of any jurisdiction involving a breach of any law or regulatory requirement that relates to corporation laws or the securities or futures industry in Malaysia or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which you are aware) for such breach? : No Yes
Provide details below:
3. Have any judgment been entered against you in any civil proceedings in Malaysia or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Malaysia or elsewhere, of a finding of fraud, misrepresentation or dishonesty on your part, or you have been the subject of any civil proceedings (including any pending civil proceedings of which you are aware) involving any allegation of fraud, misrepresentation or dishonesty on your part? : No Yes
Provide details below:
4. Have you ever been convicted in Malaysia or elsewhere of any offence in connection with the promotion, formation or management of any corporation or business trust? : No Yes
Provide details below:
5. Have you ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust? : No Yes
Provide details below:
6. Have you ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining you from engaging in any type of business practice or activity? : No Yes
Provide details below:
7. Have you ever been associated, in director or management capacity, with the affairs of:-
- 7.1 any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Malaysia or elsewhere; or : No Yes
Provide details below:



KESM INDUSTRIES BERHAD

DIRECTORS' FIT AND PROPER POLICY

- 7.2 any entity (not being a corporation) : No Yes
which has been investigated for a breach of any law or regulatory requirement governing such entities in Malaysia or elsewhere; or
Provide details below:
- 7.3 any business trust which has been : No Yes
investigated for a breach of any law or regulatory requirement governing business trust in Malaysia or elsewhere; or
Provide details below:
- 7.4 any entity or business trust which has : No Yes
been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Malaysia or elsewhere, in connection with any matter occurring or arising during that period when you were so concerned with the entity or business trust.
Provide details below:
8. Have you been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Securities Commission Malaysia or any other regulatory authority, exchange, professional or industry body or government agency, whether in Malaysia or elsewhere? : No Yes
Provide details below:
9. Has there been an application or a petition under any law of any jurisdiction filed against an entity (not being a partnership) of which you were a director or an equivalent person or a key executive of that entity during the last 10 years or at any time within 2 years from the date you ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency? : No Yes
Provide details below:
10. Are you aware of any matters which are relevant to an assessment of your character, diligence, honesty, integrity or judgement? : No Yes
Provide details below:



YOUR FINANCIAL INTEGRITY

11. Has there been an application or a petition under any bankruptcy law of any jurisdiction filed against you or against a partnership of which was a partner during the last 10 years or at any time within 2 years from the date you ceased to be a partner? : No Yes
Provide details below:
12. Are there any unsatisfied judgments against you in any court of law? : No Yes
Provide details below:
13. Are you able to pay your debts as and when they fall due? : No Yes
Provide details below:

YOUR KNOWLEDGE, SKILL AND EXPERIENCE

14. Do you have any tertiary/post high-school academic qualifications? : No Yes
Provide details at page [n]
15. Have you ever been a director or senior manager of a company? : No Yes
Provide details at page [n]
16. Do you have any prior experience as a director of a listed company? : No Yes
Provide details at page [n]
17. Have you ever been a member of a professional or industry body? : No Yes
Provide details at page [n]
18. Do you have any other qualifications or experience which makes you suitable to be a director? : No Yes
Provide details at page [n]

YOUR TIME AND COMMITMENT

19. In view of your current outside commitments including any concurrent board positions, are you able to devote time to undertake this new additional position? : No Yes
20. Are you able to attend all meetings of the Board and shareholders and be well prepared for such meetings? : No Yes

Note: Typically the meetings are scheduled in advance and currently consist of: 5 Board meetings, 4 Audit Committee meetings, 1-2 Nominating Committee meeting and 1 shareholders' meeting in a year.



YOUR HEALTH CONDITION

21. Have a personal representative or trustee ever been appointed to administer your property or finance on ground of mental incapacity? : No Yes
Provide details below:

YOUR CONFLICT OF INTEREST (INCLUDING ANY COMPETING BUSINESS)

22. Do you have any family or business relationship with any director and/or substantial shareholder of KESMI or its subsidiaries? : No Yes
Provide details below:

23. Do you have any relatives currently working in KESMI or its subsidiaries? : No Yes
Provide details below:

24. Do you have any interest in shares, both direct and indirect in KESMI or its subsidiaries? : No Yes
Provide details below:

25. Do you have any interest in a contract or a proposed contract with KESMI or its subsidiaries? : No Yes
Provide details below:

26. Do you hold an office or have an interest, whereby, whether directly or indirectly, a conflict could arise with your duties and interests as a director of KESMI or its subsidiaries? : No Yes
Provide details below:

27. Do you hold a post in any political party? : No Yes
Provide details below:

PART 7: AFFIRMATION BY DIRECTOR APPOINTEE

I _____ hereby declare that the information I provided in this form are to the best of my knowledge complete and accurate.

I am not aware of any matters which are relevant and material to an assessment of my eligibility for directorship.

I consent and authorise the Company to conduct background check, if necessary, which may consist of prior employment verification, professional reference checks, education confirmation, and/or civil/criminal record and credit checks for the purpose of assessing my eligibility for appointment as a Director of KESMI and/or its subsidiaries.

Signature

Date



**DIRECTOR'S DECLARATION OF FITNESS AND PROBITY
(RE-ASSESSMENT)**

Name (as per IC/Passport) : _____

I hereby affirm and declare the following:

PART 1: PERSONAL PARTICULARS

Any changes to your personal particulars from the details previously provided to the Company? : No Yes
Provide details below:

PART 2: ACADEMIC/PROFESSIONAL QUALIFICATIONS

Any updates to your academic/professional qualifications from the details previously provided to the Company? : No Yes
Provide details below:

PART 3: EMPLOYMENT/CAREER HISTORY

Any changes to your employment from the details previously provided to the Company? : No Yes
Provide details below:

PART 4: DIRECTORSHIP

Any changes to your directorship from the details previously provided to the Company? : No Yes
Provide details below:

PART 5: DETAILS OF MEMBERSHIP OF A PROFESSIONAL OR INDUSTRY BODY

Any updates to your membership with a professional or industry body from the details previously provided to the Company? : No Yes
Provide details below:

PART 6: DECLARATION OF "FIT AND PROPER" CRITERIA

I further declare that I have:

1. not failed to discharge my responsibilities as a director or manager of an entity¹, with competence, diligence, sound judgement, honesty and integrity;

¹ Includes body corporate, partnership, trust, commercial or professional enterprise of any kind.



2. not been the subject of discipline, punishment or adverse findings, directions or orders by a court, tribunal, official inquiry, regulatory agency, professional or industry body concerning my conduct in relation to: (i) the management of an entity; or (ii) commercial or professional activities in which I was involved;
3. not been the subject of civil or criminal proceedings, or enforcement action, in relation to: (i) the management of an entity; or (ii) commercial or professional activities; which were determined adversely to me (including consenting to an order or direction, or giving an undertaking, not to engage in unlawful or improper conduct) and which reflected on my competence, diligence, judgement, honesty or integrity;
4. not been:
 - a. expelled or excluded from, or refused admission to, a professional or industry body; or
 - b. involved with the affairs of an entity which has been excluded from, or refused admission to, a professional or industry body, or stock exchange,;
5. not been:
 - a. refused a licence or authorisation relating to a commercial or professional activity, or had such licence or authorisation revoked; or
 - b. involved with the affairs of an entity which has been refused a licence or authorisation relating to a commercial or professional activity, or had such a licence or authorisation revoked;
6. not been terminated or was asked to resign, from a position as a director or manager of an entity in circumstances which reflected adversely on my competence, diligence, judgement, honesty, or integrity in discharging my responsibilities in the position.
7. not been disqualified, removed or excluded from, or not admitted to:
 - a. the management of, or a position of responsibility in relation to, an entity or class of entities; or
 - b. a commercial or professional activity;by a court, tribunal or regulatory agency, or by the operation of a legislative provision;
8. not acted as a director or manager of, or professional adviser to, an entity which:
 - a. was, or later became, insolvent; or
 - b. was, or later became, under insolvency administration; or
 - c. was, or later became, under statutory or judicial management;
 - d. failed to repay, or otherwise failed to meet its financial obligations to, creditors or beneficiaries;



- e. engaged in unreasonable or unlawful conduct which caused or contributed to the insolvency, placement under insolvency administration or statutory or judicial management, or failure to repay or otherwise meet obligations to creditors or beneficiaries;
9. not contravened any regulatory requirement or professional standard relating to: (i) management of an entity; or (ii) commercial or professional activities;
10. not been unreasonably or improperly obstructive of, or misleading or untruthful in dealing with a court, tribunal, official inquiry, regulator, complaints handling body, dispute resolution body, professional or industry body;
11. never breached a fiduciary obligation or other legal or professional obligation involving trust or conflict of interest;
12. not perpetrated or participated in negligent, deceitful, or otherwise discreditable business or professional practices;
13. not:
 - a. failed to disclose a conflict of interest; or
 - b. disqualify myself because of a conflict of interest;
 - c. participated in deliberations relating to a matter in which I had a conflict of interest;
 - d. acted in my own interests in preference to the interests of others contrary to a legal, professional or ethical obligation;
14. not been or become a person of bad repute in any business, financial or market community;
15. no undisclosed interest or conflict of interest, which may influence my ability to carry out the role and functions of the position I hold or am being considered for;
16. not been convicted of any offence arising out of breaches of the Companies Act or listing requirements, or any law of a foreign country that corresponds to such act or requirements;
17. not been convicted of an offence against or arising out of a law in any jurisdiction where the offence related or relates to dishonest conduct;
18. managed my debts or financial affairs satisfactorily and have not caused loss to others;
19. not been declared bankrupt under Malaysian or foreign law;
20. considered my other commitments and have determined that I am able to and will continue to commit adequate time and effort to attend to the Board affairs of KESMI Group; and



21. no major health conditions (physical or otherwise) which could affect my ability to perform the current role and functions of the position I hold or am being considered for.

PART 7: AFFIRMATION BY DIRECTOR APPOINTEE

I _____ hereby declare that the information I provided in this form and any other information that I have given in connection with the re-assessment of my fitness and probity for the Director position, are to the best of my knowledge complete and accurate.

I am not aware of any matters which are relevant and material to an assessment of my continued eligibility for directorship.

I consent and authorise the Company to conduct verification checks, if necessary, and making appropriate enquiries for the purpose of re-assessing or monitoring my fitness and probity for continued appointment as a Director of KESMI and/or its subsidiaries.

Signature : _____

Date : _____