

ROBUST GOVERNANCE & ETHICAL PRACTICES

Material Topics

SCM EP CG ABC BE RM TT

Stakeholders Impacted

E GR FI S C BP LC VS



Employees at DIALOG Tower, Mutiara Damansara, Selangor

Strong governance, ethical conduct and transparency are essential to building a responsible organisation and upholding the highest standards in all that we do.

CG BE CORPORATE GOVERNANCE & BUSINESS ETHICS

Ethical behaviour fosters trust and instils confidence, particularly in today's climate of increasing regulations and public scrutiny. DIALOG believes that strong corporate governance and ethical behaviour are fundamental to safeguarding business and stakeholder interests, managing risks effectively, and ultimately enhancing the Group's financial performance and shareholder value.

DIALOG aligns with the Malaysian Code on Corporate Governance ("the Code") to ensure high standards of transparency, accountability and integrity in managing the Group's business. All employees are expected to always conduct themselves ethically and with integrity, as guided by DIALOG's Code of Business Ethics, which must be strictly adhered to without exception.

The Group regularly reviews and enhances its Corporate Governance Framework and supporting policies to align with best practices, ensuring that the highest standards of governance, business ethics, integrity, and transparency are maintained.

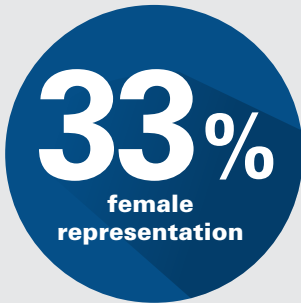
While this Sustainability Statement highlights DIALOG's commitment to ethical conduct and responsible governance, the detailed disclosures on corporate governance practices, Board composition, diversity, and remuneration matters are comprehensively covered in the Corporate Governance Report and/or the Annual Report.

 *Corporate Governance Overview Statement, Corporate Governance: pages 111 to 119*

ROBUST GOVERNANCE & ETHICAL PRACTICES

These disclosures include, but are not limited to:

 Board Structure and Composition Number of Directors, Independent Directors, and women on the Board	 Board Committees Existence of fully non-executive Audit and Remuneration Committees, composition of independent members, financial expertise representation, and disclosure of Committee Charters or Terms of Reference	 Board and Committee Effectiveness Disclosure of attendance rates for Directors, periodic evaluation of Board effectiveness, frequency of Board and Committee meetings, and voting results at the Annual General Meeting (“AGM”)	
 Governance Leadership Confirmation of separate Chair and CEO roles, or equivalent governance mechanisms	 Audit Practices Separate disclosure of audit and non-audit fees	 Shareholders’ Rights Shareholders’ right to vote; one share-one vote structure; and AGM notice and voting disclosures	 Remuneration Practices Disclosure of fixed and variable remuneration for senior executives and non-executive Board members



33%
female representation

Board Diversity and Competency

DIALOG ensures its Board has a diverse mix of skills and experience to lead effectively. Following the Malaysian Code on Corporate Governance's recommendation of at least 30% female representation, all Board appointments are merit-based and guided by the Fit and Proper Policy. The current Board comprises 3 women and 6 men, achieving a 33% female representation.

These elements reflect DIALOG's continued commitment to good governance, transparency, and accountability, ensuring stakeholder confidence and sustainable long-term value creation.

We remain steadfast in our aim to maintain the highest standards of corporate governance and business ethics, contributing to the sustainable progress of the Group.

Goals	Short/Mid-term Targets (by FY2030)
Pursue the highest standards of corporate governance and business ethics	More than 80% of DIALOG employees to complete training courses on critical areas annually
Minimise supply chain sustainability risk	Launch ESG-related audit of critical vendors and contractors to ensure they are compliant and uphold the same ESG values as DIALOG

Data Privacy

At DIALOG, we are committed to protecting the privacy and integrity of personal data entrusted to us. We recognise the importance of data privacy as part of our governance responsibilities and are guided and governed by DIALOG's Personal Data Policy and Notice which outlines our practices in collecting, processing, storing, and disclosing personal data.



www.dialogasia.com/personal-data-policy-notice

To reinforce our data governance practices, we undertook several key initiatives in FY2025:

- Organised a one-day Personal Data Protection Act ("PDPA") training session with an external legal expert to enhance understanding of legal obligations across the Group.
- Conducted a Data Protection Impact Assessment workshop, ensuring that data privacy risks are assessed and mitigated in digital system development.
- Held PDPA Awareness Training for business units directly handling personal data to strengthen their compliance with internal policies and regulatory expectations.



DIALOG employees participating in the PDPA training session

We also continued to monitor our data protection practices across operations. Notably, there were zero substantiated complaints during the reporting year regarding breaches of customer privacy or data losses — reaffirming the effectiveness of our safeguards and employee awareness.

Cyber Security

In today's digital age, DIALOG understands that robust cyber security is essential for sustainable growth. Our commitment to cyber security is driven by the need to protect our digital assets and data, as well as to ensure operational continuity and to uphold trust with our stakeholders.

As the cyber threat landscape continues to evolve DIALOG has taken proactive measures to safeguard our business and customers by putting in place a cyber

resilience framework which focuses on key areas such as (and not limited to):



Risk management



Asset management



Access control



Data, network and cloud security



Business continuity and incident response



Training and awareness

This cyber resilience framework allows DIALOG not only to prevent and protect itself against cyber threats, but also to have the ability to quickly identify, contain, recover and resume operations after a cyber incident.

With a commitment towards continuous improvement, DIALOG employs an ongoing process of assessing and updating our cyber security measures and awareness level, as well as realigning our strategies in response to emerging trends. This approach also demonstrates our dedication to maintain the highest standards of cyber security, ultimately enhancing the overall resilience and reliability of our operations.



ANTI-BRIBERY & CORRUPTION ("ABC")

Bribery and corruption undermine trust, damage reputation, harm employee morale, and threaten financial stability. At DIALOG, ethical behaviour remains a top priority, and we strictly enforce our Code of Business Ethics ("COBE") and related policies, including the ABC Policy, to ensure compliance with the Malaysian Anti-Corruption Commission's ("MACC") Section 17A.

We maintain a zero-tolerance stance towards bribery and corruption and are committed to conducting all business dealings with integrity, transparency, and professionalism. The Board and management continue to uphold a strong tone from the top, emphasising integrity as a core value in all aspects of our operations.



www.dialogasia.com/policies

ROBUST GOVERNANCE & ETHICAL PRACTICES

Risk Assessment and Conflict of Interest Management

Our risk assessment procedures for corruption are guided by MACC's T.R.U.S.T principles and are embedded into the Group's Corruption Risk Register. The assessment considers:



In FY2025, 92% of DIALOG's operations were assessed for corruption-related risks, applying these criteria.

Charitable donations and sponsorships undergo stringent due diligence to ensure they are not used as disguised forms of bribery. This included review and approval under the Limits of Authority, visibility of all donations, entertainment, and gifts via our claims processing system, and prohibition of political contributions of any form under the ABC Policy.

Communication and Training

DIALOG adopts general and mass approach to ABC communication and training which include awareness sessions as well as mandatory signed declarations. Governance body members receive continuous updates and periodic briefings during Board and Committee meetings. All new employees and business partners must acknowledge and accept the ABC Policy during onboarding or contract execution.



The ABC e-learning and assessment module is mandatory for all employees and requires a 100% passing score. The ABC topic is also included in employee orientation programmes, and business partners are engaged through collaborative sessions to strengthen collective integrity. Employees are required to undergo a recertification of this training every two years.

Collective and Continuous Action

We remain committed to maintaining a culture of integrity, transparency, and honesty, safeguarding DIALOG's operations through proactive risk management, stringent internal controls, and continuous capacity building to prevent and detect bribery and corruption.

	Principles	Programmes/Initiatives
T	Top Level Commitment	• ABC Policy rolled out • Strong tone from the top (e.g. communication on DIALOG's zero-tolerance for ABC violations)
R	Risk Assessment	• Corruption risk register in place • Group Risk Management/Group Legal established as "Go-to Persons" • Inclusion of ABC risk in individual risk registers • Corruption Assessment Checklists completed across DIALOG's operations
U	Undertake Control Measures	• Business Ethics Questionnaire process rolled out for due diligence purposes • Signed acceptance of ABC compliance from third parties • Code of Business Ethics for third parties • Limits of Authority updated for ABC elements • Full visibility of claims that pertain to donation, entertainment and gifts via our claims processing system • General Terms and Conditions updated to include ABC clauses • e-Register of Gifts and Entertainment in place • Whistleblowing channel in place through a Whistleblowing Policy • Replacement of petty cash floats with corporate credit cards
S	Systematic Review, Monitoring & Enforcement	• ABC audits done • Regular audits also look at ABC controls • Gaps identified from ABC audits closed with urgency • Conducting ABC audits is a prevalent feature of the Internal Audit plan
T	Training & Communication	• Employee declarations on policy compliance • Awareness sessions • ABC topic included in employee orientation • Mandatory ABC e-learning module with recertification on a bi-annual basis • Collaborated with business partners to enhance awareness as well as commitment to integrity

No instances of bribery, corruption, or fraud were reported in FY2025. There were also no employee disciplinary actions or contract terminations due to ABC violations.

ROBUST GOVERNANCE & ETHICAL PRACTICES

RM RISK MANAGEMENT

DIALOG's vision of becoming a leading integrated technical service provider to the energy sector, both in Malaysia and internationally, depends on our ability to effectively manage uncertainties that could materially impact our critical success factors and long-term value creation.

Risk management is integral to DIALOG's operations, guided by our Risk Management Policy and Framework, which is consistent with the principles set out in accordance with ISO 31000:2018 Risk Management – Principles and Guidelines. The framework is designed to identify, assess, monitor, and manage risks that may present threats or opportunities across the Group's business activities.

Risk management processes are implemented across all business units, supported by 49 risk registers encompassing core business areas, technical functions, and corporate services. In total, 918 risks were identified and monitored in FY2025, with mitigating controls regularly tested for effectiveness. Additionally, project-specific risk registers remain in place to ensure robust management of risks in project execution and delivery.

Risks are rated based on a matrix of likelihood and impact, considering both financial and non-financial consequences. Risk owners are accountable for implementing mitigation measures to maintain residual risk levels within the Group's risk appetite, as approved by the Risk Management Committee ("RMC") and endorsed by the Board. The Board has overall oversight of the Group's risk management, with the RMC supporting the Board by reviewing the effectiveness of the Group's risk management process.

 *Statement of Risk Management and Internal Control, Corporate Governance: pages 123 to 127*

In terms of ESG, the RMC specifically oversees:

- ESG risks, including climate-related transition and physical risks.
- Compliance with the Group's COBE, ABC Policy, and other related policies.

Emerging risks and mitigation plans are presented and deliberated at RMC meetings, while ad-hoc special RMC meetings are convened for acquisitions and new business ventures. Risk management matters are also reported through the Statement on Risk Management and Internal Control and the Audit Committee Report, which form part of the Annual Report.



We aim to maintain a strong culture of risk awareness and prudent management across the Group, ensuring that uncertainties are effectively managed to safeguard stakeholders' interests and optimise resource allocation. This is reinforced through risk awareness sessions with risk owners, mandatory anti-bribery and corruption training, and continued enhancement of cyber security risk management, including participation in simulated cyber security drills.

DIALOG also continues to integrate Sustainability and ESG risks into the Group's Corporate Risk Profile, with developments reported to the RMC. As part of our commitment to climate-related risk management, we evaluated initial screening reports on transition and physical risks to support future IFRS Sustainability Disclosure Standards-aligned reporting obligations.

The Group has a corporate-wide approach to managing non-compliance, which includes procedures to investigate and follow up on identified incidents, as detailed in the Statement on Risk Management and Internal Control. A confidential whistleblowing mechanism, accessible to employees, contractors, joint venture partners, and external stakeholders, is in place to report breaches of company codes or policies.

Key activities undertaken in FY2025 include:

- Regular updates of risk registers and risk awareness sessions with risk owners;
- Detailed risk deliberations during scheduled RMC meetings, with emerging risks presented for review;
- Special RMC meetings for proposed acquisitions and new business ventures;
- Continued enforcement of mandatory anti-bribery and corruption e-learning modules and maintenance of the Corruption Risk Management Programme;
- Strengthening cyber security readiness through simulated cyber security drills;
- Updates to Business Continuity Plans and Business Impact Analysis to improve resilience;
- Integration of sustainability and climate-related risks into the Corporate Risk Profile.

SCM SUPPLY CHAIN MANAGEMENT

Strong governance across our supply chain is fundamental to maintaining DIALOG's integrity, resilience, and long-term success. As part of the Governance pillar, we ensure that our vendors and business partners operate in accordance with the same ethical, responsible, and sustainability principles that guide our business. By embedding clear policies, transparent processes, and ESG-focused assessments, we uphold accountability and strengthen trust within our supply chain.

All vendors and contractors are subjected to a structured qualification and screening process, which includes completing the Business Ethics Questionnaire to evaluate their commitment to ethical practices, sustainability, and adherence to industry standards.

Vendors and contractors are required to formally acknowledge and comply with our ABC Policy and adhere to the COBE for Business Partners, ensuring alignment with our zero-tolerance stance on bribery, corruption, and unethical practices. We have embedded elements of ESG, along with relevant terms and conditions, to our procurement practices.

www.dialogasia.com/gtc-po

For Tier 1 critical vendors, we will begin ESG assessments as part of our governance oversight soon. Our goal is to establish a supply chain that reflects DIALOG's governance values by strengthening supplier structures and oversight, creating a resilient and responsible industry ecosystem that contributes positively to the world.



In FY2025, we continued to embed strong governance practices across our supply chain by enhancing supplier awareness, engaging with 353 vendors (FY2024: 32) through an ESG-focused session to strengthen understanding of DIALOG's sustainability expectations.

TT TAX TRANSPARENCY

Taxes help stimulate economic growth by enabling governments to address key needs such as healthcare, education and infrastructure, which contributes to a stable and thriving economy. As a responsible corporate citizen, DIALOG observes all applicable laws, rules and regulations to fulfil its tax compliance and reporting obligations in countries where it operates. For our income tax contribution, please refer to the Financial Statements.

 *DIALOG Financial Statement: pages 79 to 81*

EP ECONOMIC PERFORMANCE

Economic performance remains material to DIALOG as it underpins the Group's long-term sustainability, enabling us to provide employment, generate economic value and create positive impact for our stakeholders. Our financial strength and stability reflect the effectiveness of our prudent financial management, robust risk management practices, and diversified business strategies, as outlined in the Group's Financial Key Performance Indicators presented in the Management Discussion and Analysis section of this Annual Report.

 *Key Performance Indicators, Management Discussion and Analysis: page 44*

Consistent with our commitment to responsible growth, we continue to diversify across the energy value chain, expand into sustainable and renewable businesses, and strengthen relationships with stakeholders, while maintaining a focus on operational efficiency and cash flow preservation. These strategies ensure that DIALOG remains resilient amid market volatility and global economic uncertainties.