ROBUST GOVERNANCE AND 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

CG BE CORPORATE GOVERNANCE AND BUSINESS ETHICS

WHY IT MATTERS

Strong corporate governance and ethical conduct are fundamental to safeguarding stakeholder interests, strengthening trust, supporting responsible decision-making, business resilience and long-term value creation.

As DIALOG's operations become increasingly interconnected, data governance, privacy and cyber security have become integral to the Group's governance framework.

By embedding cyber resilience and rigorous data protection protocols within its governance framework, DIALOG is better positioned to manage evolving digital and operational technology risks, support secure and efficient operations, and enhance stakeholder confidence.

MANAGEMENT APPROACH

Corporate Governance Framework and Accountability

DIALOG adheres to the Malaysian Code on Corporate Governance ("the Code"), upholding high standards of transparency, accountability and integrity. All employees are expected to conduct themselves ethically and with integrity in accordance with DIALOG's Code of Business Ethics.

The Group regularly reviews and enhances its Corporate Governance Framework and related policies to align with evolving best practices, supporting high standards of governance, ethics, integrity and transparency.

Detailed information on corporate governance practices, Board composition, diversity and remuneration is available in the Corporate Governance Report and Annual Report.

Corporate Governance Overview Statement, Corporate Governance: pages 120 to 128

ROBUST GOVERNANCE AND ETHICAL PRACTICES

These disclosures include, but are not limited to:

Board Structure and Composition
Number of Directors, Independent Directors, and female Directors

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
Attendance rates for individual Directors, periodic evaluation of Board effectiveness, frequency of Board and Committee meetings, and voting results at the Annual General Meeting ("AGM")

Remuneration Practices
Fixed and variable remuneration for senior executives and non-executive Board members

Shareholder Rights
Shareholders' right to vote; one share-one vote structure; and AGM notice and voting disclosures

Audit Practices
Audit and non-audit fees, with assurance that audit fees exceeded non-audit fees in the last financial year

Governance Leadership
Confirmation of separate Chair and CEO roles, or equivalent governance mechanisms

Ethical Conduct and Anti-Bribery and Corruption

Ethical conduct remains a priority at DIALOG. The Group enforces its Code of Business Ethics ("COBE") and Anti-Bribery and Corruption ("ABC") Policy to promote ethical behaviour and support compliance with Section 17A of the Malaysian Anti-Corruption Commission Act 2009 ("MACC").

DIALOG maintains a zero-tolerance approach towards bribery and corruption while conducting its business with integrity, transparency and professionalism. The Board and management reinforce this commitment by setting a strong tone from the top and embedding integrity across the Group.

The ABC programme is supported by risk assessment, due diligence, conflict-of-interest management, internal controls, audits, monitoring, training and communication. Together, these measures help prevent and detect bribery and corruption while reinforcing a culture of integrity, transparency and accountability.

www.dialogasia.com/policies

Data Governance and Privacy

DIALOG safeguards the privacy and integrity of personal data entrusted to the Group. Guided by its Personal Data Policy and Notice, the Group manages personal data responsibly throughout its lifecycle and regularly reviews its data protection practices to strengthen compliance with internal requirements and regulatory obligations.

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

Cyber Security and Operational Resilience

DIALOG recognises that robust cyber security is essential to sustainable growth. Its approach is driven by the need to protect digital assets and data, maintain operational continuity and uphold stakeholder trust.

As the cyber-threat landscape continues to evolve, DIALOG has established a cyber resilience framework to safeguard the Group's businesses and customers. The framework focuses on the following key areas:

- Risk management
- Asset management
- Access control
- Data, network and cloud security
- Business continuity and incident response
- Training and awareness

The cyber resilience framework is designed to prevent and protect against cyber threats while enabling the timely detection, containment, recovery and resumption of operations following an incident.

The Group adopts a continuous improvement approach, regularly assessing its cyber security controls, employee awareness and response capabilities, and enhancing its strategies to address emerging risks and support resilient, reliable operations.

FY2026 ACTION AND PROGRESS

Reinforcing Controls

During FY2026, DIALOG continued to reinforce its ABC programme through proactive risk management, robust internal controls, due diligence, monitoring, training and continuous capacity building.

Corruption risk assessments are guided by MACC's T.R.U.S.T. principles and are embedded within the Group's Risk Register, with risks evaluated across the following dimensions:



Location
(e.g., operations in countries with low Corruption Perceptions Index scores such as Thailand)



Activity and Sector
(e.g., procurement, gifts and entertainment, donations, and third-party engagements)



Business Process Inherent Risks
(e.g., approval processes and financial transactions)

Conflicts of interest are managed through DIALOG's annual Declaration of Interest process and targeted due-diligence on third parties.

Charitable donations and sponsorships are subject to due diligence to prevent their misuse as concealed forms of bribery. Controls include approvals under the Limits of Authority, monitoring through the Group's claims-processing system, and strict prohibition on political contributions under the ABC Policy.

Collective and Continuous Action

DIALOG's ABC programme is structured around MACC's T.R.U.S.T. principles that collectively support prevention, detection, monitoring and enforcement:

MACC Principles	Programmes/Initiatives
Top Level Commitment	• ABC Policy rolled out • Strong tone from the top (e.g. communication on DIALOG's zero-tolerance for ABC violations)
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
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

ROBUST GOVERNANCE AND ETHICAL PRACTICES

MACC Principles	Programmes/Initiatives
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
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

Communication and Training

DIALOG adopts a comprehensive approach to ABC awareness through mandatory training, signed declarations and regular communications. Governance bodies receive periodic updates, while all employees and business partners are required to acknowledge the ABC Policy during onboarding or contract execution. ABC e-learning, including a mandatory 100% pass requirement, forms part of employee induction, with recertification required every two years. DIALOG also engages business partners through collaborative initiatives to strengthen a shared culture of integrity.

Strengthening Data Governance and Privacy

DIALOG continues to strengthen its Data Governance practices in FY2026 through initiatives that promote accountability and reinforce awareness of personal data protection.

The Data Governance Awareness e-Learning Training was introduced to strengthen compliance with data governance policies and regulatory requirements, while enhancing employees' understanding of their responsibilities in managing and protecting data. It also promotes sustainable data governance by fostering organisation-wide awareness and accountability.



To align with the Personal Data Protection Act, worksites using biometric identification systems, such as facial recognition and fingerprint scanning, have implemented Personal Data Policy Notices and Biometric Data Consent Forms. These measures ensure transparent and compliant handling of sensitive personal data, reinforcing DIALOG's commitment to responsible data management and privacy protection.

Managing Information Technology and Operational Technology Security Risks

During FY2026, DIALOG continued to manage cyber security risks across both Information Technology ("IT") and Operational Technology ("OT") environments. The Group conducts annual assurance exercises, including penetration testing, to validate the effectiveness of its security controls and incident response capabilities.

DIALOG also reinforced a security-conscious culture through mandatory cyber security training, regular phishing simulations, and ongoing awareness campaigns via email bulletins and intranet communications, helping employees stay alert to emerging threats.

As process safety and operational integrity remain paramount, cyber security measures are implemented without compromising daily plant safety and operations.

The Group's OT security strategy is underpinned by strict network segmentation between OT and IT environments, supported by specialised vulnerability and patch management processes. Regular OT security assessments strengthen security posture and resilience. Segregating OT from IT environments significantly reduces the risk of unauthorised access and other cyber security incidents.

PERFORMANCE AND KEY METRICS

Board Diversity and Competency

30%

DIALOG ensures its Board comprises a diverse mix of skills, experience, and perspectives to provide effective leadership. In line with the Malaysian Code on Corporate Governance's recommendation of at least 30% female representation, Board appointments are merit-based and guided by the Fit and Proper Policy. The current Board comprises 3 women and 7 men, achieving 30% female representation.

Anti-Bribery and Corruption Outcomes

ABC Indicators	FY2024	FY2025	FY2026
Reported instances of bribery, corruption or fraud	0	0	**0**
Employee disciplinary actions arising from ABC violations	0	0	**0**
Contract terminations arising from ABC violations	0	0	**0**

In FY2026, no instances of bribery, corruption or fraud were reported. A total of 79% of employees in FY2026 have received ABC training.

Customer Privacy and Data-Loss Complaints

Number of Substantiated Complaints	FY2024	FY2025	FY2026
Malaysia	0	0	**0**
International	0	0	**0**

DIALOG recorded zero substantiated complaints regarding customer privacy breaches or data losses incidents during the reporting year.

SCM SUPPLY CHAIN MANAGEMENT

WHY IT MATTERS

Close engagement with suppliers and strong regulatory compliance are key to sustainable value creation. It supports responsible sourcing by managing ESG risks across our supply chain and safeguarding stakeholder value.

A sustainable supply chain is also essential to broader sustainability goals, helping to reduce environmental impact, promote social responsibility, and support economic resilience. As a majority of our suppliers and vendors are SMEs, we recognise the challenges they face in adopting ESG practices, including limited awareness, technical capabilities, and access to financing.

MANAGEMENT APPROACH

DIALOG's supply chain management approach integrates social and environmental requirements into supplier contracts and onboarding assessments.

All vendors and contractors undergo a structured qualification and screening process, including the Business Ethics Questionnaire, to evaluate their ethical, sustainability, and industry compliance practices.

Suppliers and contractors are required to comply with our ABC Policy and COBE for Business Partners, reinforcing our zero-tolerance stance on bribery, corruption, and unethical conduct. ESG considerations are also embedded within our procurement practices and related contractual requirements.

www.dialogasia.com/gtc-po

ROBUST GOVERNANCE AND ETHICAL PRACTICES

FY2026 ACTION AND PROGRESS

In FY2026, we continued to strengthen supply chain governance by engaging suppliers, vendors and contractors through ESG-focused awareness sessions, reinforcing DIALOG's sustainability expectations.

As part of our ongoing governance efforts, ESG assessments for Tier 1 critical suppliers will be introduced to enhance oversight and accountability. Through these initiatives, we aim to build a resilient and responsible supply chain that reflects DIALOG's values and supports sustainable industry development.

DIALOG Governance Values



Ethical



Transparent



Sustainable

PERFORMANCE AND KEY METRICS

Responsible Supply Chain Indicator	FY2024	FY2025	FY2026
Number of Suppliers Engaged in ESG awareness	32	353	**179**

The lower participation in FY2026 reflected reduced repeat attendance among suppliers who had already participated in FY2025. In addition, the key messages shared during the session are planned to be incorporated into the mandatory vendor onboarding process, further strengthening supplier awareness and outreach.

EP TT ECONOMIC PERFORMANCE AND TAX TRANSPARENCY

WHY IT MATTERS

Economic performance remains material to DIALOG as it supports the Group's long-term sustainability value creation, and ability to provide employment while navigating market volatility and economic uncertainty.

Tax contributions are an important part of DIALOG's economic impact, helping fund essential public services such as healthcare, education and infrastructure. Together, strong financial performance and responsible tax practices underpin DIALOG's commitment to sustainable value creation and responsible corporate citizenship.

MANAGEMENT APPROACH

DIALOG manages its economic performance through prudent financial and risk management, operational efficiency, and a diversified business portfolio. These strategies, together with strong stakeholder relationships, support the Group's resilience and long-term growth amid evolving market conditions.

The Group also remains committed to responsible tax practices, complying with all applicable tax laws, regulations, and reporting requirements in the jurisdictions where it operates.

FY2026 ACTION AND PROGRESS

During FY2026, DIALOG continued to strengthen its economic resilience through prudent financial and risk management, operational efficiency, cash flow preservation, and a diversified business portfolio. These measures support the Group's ability to navigate market volatility and global economic uncertainties while maintaining long-term financial strength and stability.

DIALOG also remained committed to responsible tax practices, complying with applicable legal and regulatory requirements and fulfilling its tax obligations in the jurisdictions where it operates.

PERFORMANCE AND KEY METRICS

Detailed information on the Group's FY2026 business activities, strategies, financial performance, and tax contributions is provided in this Integrated Annual Report.

Executive Chairman's Statement, Corporate Overview: pages 8 to 13
Management Discussion and Analysis: pages 39 to 61

RM RISK MANAGEMENT

WHY IT MATTERS

DIALOG's vision of becoming a leading integrated technical service provider to the energy sector, both in Malaysia and internationally, depends on its ability to anticipate and manage risks that may affect long-term value creation. Effective risk management supports informed decision-making, organisational resilience, and the ability to respond to evolving risks and opportunities.

Strong economic performance enables DIALOG to pursue growth, meet its financial commitments, and create sustainable value for stakeholders while supporting broader economic development. Maintaining customer trust is equally critical in a competitive market, as it strengthens loyalty, enhances the Group's reputation, and supports long-term business performance.

Through prudent risk management, DIALOG safeguards stakeholder interests, optimises resource allocation, and reinforces the resilience needed to execute its strategy.

MANAGEMENT APPROACH

Risk management is integral to DIALOG's operations and is governed by the Group's Risk Management Policy and Framework, which aligns with ISO 31000 principles and international best practices. The framework supports the identification, assessment, monitoring, and management of risks and opportunities arising across the Group.

Risk management is embedded across all business units through 49 risk registers covering core business areas, technical functions, and corporate services, supplemented by project-specific risk registers where required. Identified risks are supported by mitigating controls, which are regularly tested for effectiveness.



Risks are assessed based on likelihood and impact, with risk owners accountable for implementing mitigation measures and maintaining risk within the Group's approved risk appetite, as endorsed by the Board and Risk Management Committee ("RMC").

The Board oversees the Group's risk-management framework, supported by the RMC, which reviews key and emerging risks, mitigation plans, and risks related to acquisitions and new business ventures.

Statement of Risk Management and Internal Control, Corporate Governance: pages 132 to 137

Within its ESG oversight, the RMC monitors:

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

DIALOG also maintains a Group-wide approach to managing non-compliance, supported by established investigation procedures and a confidential whistleblowing channel available to employees, contractors, joint-venture partners and external stakeholders.



Our newsletter features content on whistleblowing to enhance employee awareness and encourage a culture of integrity and accountability

ROBUST GOVERNANCE AND ETHICAL PRACTICES

FY2026 ACTION AND PROGRESS

DIALOG continued to strengthen its risk-management practices across the Group. Emerging risks and mitigation plans were regularly reviewed by the RMC, with ad hoc meetings convened as needed to assess risks relating to acquisitions and new business ventures.

The Group also reinforced a strong risk-aware culture through risk management programmes, mandatory ABC and corruption training, and ongoing enhancements to cyber-risk management. These initiatives support effective risk oversight, safeguard stakeholder interests, and strengthen accountability among risk owners.

DIALOG further integrated sustainability and ESG risks into its Corporate Risk Profile, with key developments reported to the RMC. As part of its climate risk-management efforts, the Group conducted initial assessments of climate-related transition and physical risks, supporting future reporting readiness under the IFRS Sustainability Disclosure Standards and strengthening the integration of sustainability considerations into enterprise risk management and decision-making.

PERFORMANCE AND KEY METRICS

DIALOG monitors the effectiveness of its risk management framework through the maintenance of risk registers, active risks monitoring, implementation and testing of mitigating controls, and the timely reporting and escalation of emerging risks. Further information on the Group's risk management performance is available in the Statement of Risk Management and Internal Control.

Statement of Risk Management and Internal Control, Corporate Governance: pages 132 to 137