



# **AME ELITE CONSORTIUM BERHAD**

**Registration No. 201801030789 (1292815-W)**

**(Incorporated in Malaysia)**

## **CORPORATE DISCLOSURE POLICY**

## 1. INTRODUCTION

This Corporate Disclosure Policy (“**Policy**”) of AME Elite Consortium Berhad (“**AME**” or “**Company**”) and its subsidiaries (collectively referred as the “**Group**”) serves as a framework for ensuring the Company continues to comply with the disclosure requirements as set out in the Main Market Listing Requirements (“**MMLR**”) issued by Bursa Malaysia Securities Berhad (“**Bursa Malaysia**”). It raises awareness and provides guidance to Directors and Employees of the Group (“**Directors**” and “**Employees**”) to ensure a consistent approach to disclosure practices throughout the Group.

This Policy is not intended to be exhaustive and should be read in conjunction with the existing framework of all applicable laws, rules and regulations as well as the Group’s policies, which include, but are not limited to, the MMLR and the Group’s Code of Conduct and Ethics.

For all intents and purposes, the Directors and Employees shall always observe and ensure compliance with all applicable laws, rules and regulations to which they are bound to observe in discharging of their duties.

## 2. APPLICABILITY

This Policy is applicable to all Directors and Employees (including full time, part time, probationary, contract and temporary staff) of the Group. Each Director or Employee has the duty to read and understand the Policy. Violation of the Policy can result in disciplinary action, including termination of employment.

Any Director requiring further clarification may direct to the Chief Financial Officer whereas other Employees may refer to their immediate superior or Head of Department.

## 3. COMMUNICATION OF THE POLICY

The Policy is published on the Company’s website at [www.ame-elite.com](http://www.ame-elite.com) and is to be disseminated to all Directors and Employees to ensure awareness and compliance with this Policy. The Directors and Employees will be made aware of any revised version of the Policy should there be any significant changes.

#### 4. POLICY STATEMENT

AME is committed to disclose all material information in an appropriate manner under the principles of transparency, accuracy, timeliness, consistency and fairness to ensure public have equal access to timely and accurate information to facilitate the evaluation of the Company's securities.

#### 5. AUTHORISED SPOKESPERSONS

AME has designated a limited number of spokespersons ("**Authorised Spokespersons**") responsible for communicating with the investment community, regulators or the media.

The Authorised Spokespersons for the Group are:

- (a) Chairperson of the Board;
- (b) Group Chief Executive Officer ("**Group CEO**");
- (c) Executive Directors of the Company;
- (d) Chief Financial Officer ("**CFO**");
- (e) Head of Finance and Corporate Services;
- (f) Investor Relations Officer; and
- (g) Any other personnel as authorised by the Group CEO or CFO as from time to time.

The Authorised Spokespersons shall only provide factual, accurate and non-misleading information. In response to the enquiries from the investment community or media, the Authorised Spokespersons shall not disclose any material information that has not been previously made public.

The Directors and Employees who are not the Authorised Spokespersons shall not respond to any enquiries from the investment community or media. All such enquiries shall be directed to the Authorised Spokespersons.

#### 6. DISCLOSURE REQUIREMENTS

As a public listed company, AME is under an obligation to comply with the following key continuing disclosure requirements as set out in the MMLR:

**(i) To announce immediately any material information (Paragraph 9.03 of the MMLR);**

Pursuant to Paragraph 9.03(2) of the MMLR, information is considered material if it is reasonably expected to have a material effect on:

- (a) The price, value or market activity of the Company's securities; or

- (b) The decision of a holder of securities of the Company or an investor in determining his/her choice of action.

There are many events which can affect the price, value and market activity of the Company's securities, examples of which are set out in Paragraph 9.04 of the MMLR, as appended in Appendix A of this Policy.

In addition to that, the Board of Directors ("**Board**") of AME has further determined the following examples of circumstances which require advance notice if it is expected to occur, or immediate reporting if so happens, to the Executive Directors, Group CEO and/or the CFO, for assessing their materiality and disclosure requirements:

- (a) Any liquidated and ascertained damage ("**LAD**") imposed by a client or consultant due to the delay in project completion or factory's vacant possession ("**VP**");
- (b) Any litigation by client, supplier or subcontractor against AME or its subsidiaries for whatever reason that may arise;
- (c) Any accounting error which may have a significant impact on the financials of AME or its subsidiaries, including tax implications;
- (d) Any cost overrun in a construction or development project which may significantly affect the profit of AME or its subsidiaries;
- (e) Any delay in project completion or factory's VP which may significantly affect revenue or profit forecast of AME or its subsidiaries as well as any potential LAD from client and consultant;
- (f) Any safety incident that involved injury or fatality;
- (g) Any stop work order received from architects, consultants or government agencies, such as Jabatan Keselamatan dan Kesihatan Pekerjaan Negeri Johor (JKKP) and Construction Industry Development Board (CIDB);
- (h) Any environmental contamination within project site or industrial park of AME or its subsidiaries;
- (i) Any compound by government agencies; and
- (j) Any interruption of IT systems or services caused by network lines, servers or data centre's failure.

The above examples are indicative and by no means exhaustive. The fact that an event is not listed as an example does not mean it is not material. Nor does inclusion as an example automatically mean that it is material information.

In making the assessment of whether an event or information is material for the purpose of announcement, the following factors should be taken into the consideration:

- (a) The anticipated impact of the information on the Group’s entire scope of activities;
- (b) The anticipated impact of the information on the Group’s financial position or performance; or
- (c) The relevance of the information on the factors that determine the price of the Company.

After due assessment on the materiality and disclosure requirements, the Executive Directors, Group CEO and/or the CFO shall notify the Board if an announcement is required to be made. The announcement shall be approved by the Board, Executive Directors, Group CEO and/or CFO before releasing to Bursa Malaysia.

**(ii) To announce immediately the occurrence of the prescribed events (Paragraph 9.19 of the MMLR);**

For the prescribed events set out in Paragraph 9.19 of the MMLR, AME must immediately announce the event to Bursa Malaysia, upon its occurrence. The materiality of the event has been predetermined and no assessment of materiality is needed.

**(iii) To announce immediately transactions which trigger the prescribed materiality threshold (Chapter 10 of the MMLR); and**

Chapter 10 of the MMLR sets out the requirements that must be complied with in respect of transactions entered into by AME or its subsidiaries.

The disclosure requirements for transactions depend on the type of transaction and its materiality, which is measured by applying specific percentage ratios. Hence, an announcement is required if the transaction triggers the prescribed percentage ratio applicable for that type of transaction. The announcement must contain the minimum information set out in the appendices to Chapter 10 of the MMLR.

The following table provides an overview of the key disclosure requirements under Chapter 10 of the MMLR:

<b>(a) Transaction other than Related Party Transaction and Recurrent Related Party Transaction</b> <i>(Transaction is generally referred to the acquisition or disposal of assets but excludes transactions of a revenue nature in the ordinary course of business.)</i>		
<b>Percentage Ratio*</b>	<b>Disclosure Requirements</b>	<b>Reference to the MMLR</b>
Below 5%	(a) Announcement is not required if the consideration is satisfied in cash or unquoted securities.	10.05

5% or more	(a) Make an announcement which includes information set out in Appendix 10A; and (b) Furnish a letter to Bursa Malaysia for calculation of the percentage ratios.	10.06
25% or more	(a) Make an announcement which includes information set out in Appendix 10A; (b) Furnish a letter to Bursa Malaysia for calculation of the percentage ratios; (c) Issue a circular which includes the information set out in Appendix 10B to shareholders; and (d) Seek shareholder approval of the transaction in general meeting;  <i>Note:</i> <i>The draft circular must be submitted to Bursa Malaysia together with a checklist showing compliance with Appendix 10B.</i>	10.07
<b>(b) Related Party Transaction (“RPT”)</b> <i>(A RPT is a transaction entered into by AME or its subsidiaries which involves the interest, direct or indirect, of a related party.)</i>		
<b>Percentage Ratio*</b>	<b>Disclosure Requirements</b>	<b>Reference to the MMLR</b>
Below 0.25%	(a) Announcement is not required.	10.08(1)
0.25% or more	(a) Make an announcement which includes the information set out in Appendices 10A and 10C.	10.08(1)
5% or more	(a) Make an announcement which includes the information set out in Appendix 10A and 10C; (b) Send a circular which includes the information set out in Appendix 10B and 10D to shareholders; (c) Obtain shareholder approval of the transaction in general meeting; and (d) Appoint an independent adviser who is a corporate finance adviser within the meaning of the Securities Commission Malaysia (“SC”)’s Principal Adviser Guidelines, before the terms of the transaction are agreed upon.  <i>Note:</i> <i>The draft circular must be submitted to Bursa Malaysia together with a checklist showing compliance with Appendix 10B and 10D.</i>	10.08(2) and 10.08(3)

25% or more	<p>(a) Make an announcement which includes the information set out in Appendix 10A and 10C;</p> <p>(b) Send a circular which includes the information set out in Appendix 10B and 10D to shareholders;</p> <p>(c) Obtain shareholder approval of the transaction in general meeting; and</p> <p>(d) Appoint a main adviser, who is a Principal Adviser approved by the SC, before the terms of the transaction are agreed upon.</p> <p><i>Note:</i> The draft circular must be submitted to Bursa Malaysia together with a checklist showing compliance with Appendix 10B and 10D.</p>	10.08(4)
<p><b>(c) Recurrent Related Party Transaction (“RRPT”)</b> (A RRPT means a RPT which is recurrent, of a revenue or trading nature and which is necessary for day-to-day operations of AME or its subsidiaries.)</p>		
<b>Percentage Ratio*</b>	<b>Disclosure Requirements</b>	<b>Reference to the MMLR</b>
The threshold is 1% or RM1 mil, whichever is the higher	(a) Make an announcement unless a shareholder mandate has been obtained pursuant to Paragraph 10.09(2).	10.09

**Note:**

\* Percentage Ratios are figures, expressed as a percentage, resulting from each of the calculations set out in Paragraph 10.02 of the MMLR.

**(iv) To announce, on a periodic basis, its financial statements and annual reports (Paragraph 9.22 and 9.23 of the MMLR);**

AME must announce to Bursa Malaysia an interim financial report that is prepared on a quarterly basis within 2 months after the end of each quarter of a financial year.

The Company must also issue its annual report that includes annual audited financial statements together with the auditors’ and directors’ reports of the Company, to Bursa Malaysia and shareholders within 4 months from the close of the financial year.

## 7. WITHHOLDING OF MATERIAL INFORMATION

The Group is committed to maintaining proactive, transparent and timely communication with the investment community to promote understanding of its business strategy, performance, risks and prospects. There are exceptional circumstances where AME is allowed to withhold or delay disclosure of material information temporarily. Such

exceptional circumstances are limited and confined to only the following circumstances, which are set out in Paragraph 9.05 of the MMLR:

- (a) When immediate disclosure would prejudice the ability of the Company to pursue its corporate objectives;
- (b) When the facts are in a state of flux and a more appropriate moment for disclosure is imminent; or
- (c) Where the laws prohibit the disclosure of such information.

## 8. MAINTAINING CONFIDENTIALITY

If material information is being withheld, AME must ensure that confidentiality is maintained at all times to minimise leakage of information. For this purpose, the Directors and Employees shall observe the following general procedures as a prevention of misuse or inadvertent disclosure of material information:

- (a) Using codenames in correspondences and documents to protect the identities of parties involved;
- (b) Ensuring physical copies of documents are securely stored in locked cabinets when not in use, with access restricted to authorised individuals only;
- (c) Reminding parties involved not to read confidential documents or have discussion in public places;
- (d) Ensuring confidential documents cannot be accessed through technology such as shared servers;
- (e) Limiting dissemination and access of information to a limited number of individuals in the necessary course of business and on a “need to know” basis;
- (f) Requiring parties involved to sign a confidentiality agreement; and
- (g) Reminding parties involved of the need to keep information strictly confidential.

In the event that the withheld information is or is believed to have been leaked or inadvertently disclosed to third parties or where the material information has become generally available through the media or otherwise, the Company must immediately announce the information to Bursa Malaysia.

During a period where information is withheld from the public, the market activity of the Company’s securities shall be closely monitored. The Company must immediately announce the information withheld to Bursa Malaysia if the following circumstances occur:

- (a) Unusual market activity in the Company’s securities which signifies that a leak of the information may have occurred;
- (b) Rumours or reports concerning the information have appeared; or

- (c) Where the Company learns that there are signs that insider trading may be taking place.

## **9. THOROUGH PUBLIC DISSEMINATION**

Material information shall be disclosed in a manner that achieves the broadest and fullest possible public dissemination. No material information shall be disclosed to selective individuals or groups. In the event that undisclosed material information is inadvertently disclosed to specific individuals or groups, an immediate announcement must be made as promptly as possible.

## **10. CLARIFICATION, CONFIRMATION OR DENIAL OF RUMOURS OR REPORTS**

Generally, AME will not respond to rumour or report in the market concerning the Group, unless such rumour contains material information or erroneous information that is reasonably expected to have a material effect on the share price and trading activity of the Company's securities.

In such a case, the Company shall make an announcement to Bursa Malaysia to clarify, confirm or deny the rumour or report. The announcement made shall be sufficiently supported by facts regarding the matter.

It is the Company's policy not to provide precise quantitative financial guidance or forecasts to the public. However, in the case that a rumour contains a prediction about the Group's future sales, earnings, or other qualitative data which is clearly based on a flawed, misinterpreted information, or is wrongly attributed to the Group, the Company shall respond promptly to the supposedly factual elements of the rumour or report.

## **11. RESPONSE TO UNUSUAL MARKET ACTIVITY**

In the case where AME is made aware of any occurrence of unusual market activities in its securities, due enquiry shall be undertaken to identify the root cause of it.

The following response shall be undertaken by the Company:

- (a) Clarifying announcement shall be made for unusual market activity arising from the misinterpretation of the previously disclosed material information;
- (b) Prompt announcement of material information shall be made for unusual market activity arising from a leak of previously undisclosed material information; and

- (c) If the root cause of the unusual market activity cannot be determined, announcement shall be made that there have been no undisclosed developments which would account for the unusual market activity.

In the event of market volatility, crises or significant market-moving developments, the Company shall formulate and execute a responsive communication strategy to ensure timely and accurate investor updates.

## **12. UNWARRANTED PROMOTIONAL DISCLOSURE ACTIVITY**

AME shall not engage in any promotional disclosure activity that may mislead investors or cause unwarranted price movement and activity in the Company's securities.

## **13. INSIDER TRADING**

Anyone who possesses material information not available to the public is generally regarded as an insider. An insider is prohibited from trading on such information, or to communicate the information to another person for any other purpose other than legitimate business purposes.

## **14. DEALING WITH INVESTMENT COMMUNITY**

Through the Authorised Spokespersons, AME may from time to time communicate with the investment community to provide updates on the Group's latest development and financial performance. AME may leverage digital platforms including virtual briefings and online investor forums to enhance accessibility and improve engagement with investors and unitholders, subject to disclosure requirements. All such conversations shall be limited to discussing and clarifying non-material information or previously disclosed material information.

The Company will ensure that the information provided are factual, non-misleading and consistent to the information available to the public. No information will be disclosed on an exclusive basis to any one of the audiences in such engagement and no individuals will be discriminated in relation to the access to such information.

While AME does not endorse third-party projections, it will monitor consensus estimates and may issue clarifying announcements to manage or correct material market misinterpretations of AME's outlook or performance, consistent with the MMLR's disclosure obligations.

The Company may also be requested to review analyst's report and comment on the accuracy of the factual information in its report or the underlying assumptions in the financial model. In such a case, the comments made by the Company will be limited to the correction of factual errors or assumptions made on the basis of incorrect data. The Company will not attempt to influence the opinion of the analyst.

## **15. REPORTS AND EVENTS**

### **Interim Financial Reports**

The Interim Financial Reports of AME will be announced to the Bursa Malaysia on the day of approval by the Board on a quarterly basis. Thereafter, a copy of the Interim Financial Report will be posted on AME's website.

### **Annual Report**

The Annual Report of AME will be announced to Bursa Malaysia, and published on and is available for download from AME's website in electronic form. The printed copy of Annual Report will be delivered to the persons who submit his/her request to the share registrar of AME.

### **Annual and Extraordinary General Meetings**

Notice of the General Meeting of AME will be announced to Bursa Malaysia and in daily newspapers in compliance with the MMLR. The General Meeting is an important forum that provides an opportunity for shareholders to engage with the Board and senior management of AME for the Group's affairs. AME will endeavour to provide shareholders with all relevant information, which may include written answers delivered after the meeting. The minutes, presentation material and a list of questions and answers of the General Meeting will be available on AME's website.

### **Briefings**

Briefings of AME are normally held virtually in conjunction with the announcement of its quarterly results, and the announcement of major corporate developments. The Authorised Spokespersons will conduct the briefing with presentation material which will be available for download from AME's website. The Investor Relations Officer will issue invitations to the Investors and Analysts.

**Meetings and Interviews with Investors, Analysts and Media**

As part of AME's Investor Relations programme, its meetings and interviews are conducted on a regular basis with investors and analysts, and on a need basis with media. On all these occasions, care will be taken to ensure only information already in the public domain is discussed.

**Press Releases**

Press Releases of AME are normally issued in conjunction with the announcement of its quarterly results, and the announcement of major corporate developments. The Press Releases will be prepared by the Investor Relations Officer, reviewed and approved by the respective Authorised Spokespersons for publication.

**16. FORWARD-LOOKING STATEMENT**

AME will not provide quantified earnings guidance, estimates, forecasts or projections. The Company may however provide forward looking information occasionally to enable investors to better evaluate the Company. Such information may include the future trends, future prospects and anticipated risks, which may be contained in the interim financial report, annual report, press release or investor's briefings.

The forward-looking information shall be accompanied by a disclaimer to caution investors of the risks of significant variance between the actual results and the forward-looking information provided, which may be caused by uncertainties.

**17. CORPORATE WEBSITE**

All the AME's publicly disclosed material information and presentations to the investment community will be made available through the corporate website for a reasonable period of time.

**18. CONTACT DETAILS**

AME shall maintain a dedicated investor relations email address and contact line published on AME's website to facilitate direct investor communication and queries. All shareholder queries received via email, phone or other official channels will be acknowledged promptly

and directed to the relevant investor relations personnel or management for appropriate response, in compliance with the MMLR's disclosure requirements.

Any enquiries on investor-related matters may be directed to the email address, [corporate@ame-elite.com](mailto:corporate@ame-elite.com) or may also be conveyed to the following persons:

**Gregory Lui Poh Sek**

*Chief Financial Officer*

Contact No.: +607-5959 666

Email: [gregory.lui@amedev.com.my](mailto:gregory.lui@amedev.com.my)

**Tay Tze Yi**

*Investor Relations Officer*

Contact No.: +603-2711 1391

Email: [ame-elite@investor.net.my](mailto:ame-elite@investor.net.my)

## **19. REVIEW OF THE POLICY**

This Policy shall be reviewed by the Board as and when required, or when internal or external events warrant a more frequent review to be undertaken.

The Board adopted this Policy on 25 February 2021. The Board reviewed it on 28 August 2025.

**APPENDIX A – EXTRACT OF PARAGRAPH 9.04 OF THE MMLR****9.04 Examples of events which may require immediate disclosure**

The following are some examples of events which may require immediate disclosure by the listed issuer:

- (a) the entry into a joint venture agreement or merger;
- (b) the acquisition or loss of a contract, franchise or distributorship rights;
- (c) the introduction of a new product or discovery;
- (d) a change in management;
- (e) the borrowing of funds;
- (f) the commencement of or the involvement in litigation and any material development arising from such litigation;
- (g) the commencement of arbitration proceedings or proceedings involving alternative dispute resolution methods and any material development arising from such proceedings;
- (h) the purchase or sale of an asset;
- (i) a change in capital investment plans;
- (j) the occurrence of a labour dispute or disputes with sub-contractors or suppliers;
- (k) the making of a tender offer for another corporation's securities;
- (l) [deleted]
- (m) a change in general business direction;
- (n) a change of intellectual property rights;
- (o) the entry into a memorandum of understanding; or
- (p) the entry into any call or put option or financial futures contract.