

**POLICY FOR INDEPENDENT PROFESSIONAL ADVICE**

**1. INTRODUCTION**

This Policy for Independent Professional Advice (“the Policy”) sets out the guidelines and procedures to be used in seeking for independent professional advice by the Board of Directors (“Board”) of DPI Holdings Berhad (“the Company”) and its subsidiaries (“the Group”).

The Board collectively, and each Director individually, has the right to seek independent professional advice to enable them to fulfil their responsibilities.

**2. OBJECTIVE**

The Policy sets out the principles and guidelines for the Board to seek for independent professional advice.

**3. STATEMENT OF POLICY**

A board member is entitled to seek independent professional advice (including but not limited to legal, accounting and/or financial advice) at the Company’s expense on any matter connected with the discharge of his or her responsibilities, in accordance with the procedures and subject to the conditions set out below:

- a. The decision to seek independent professional advice shall be made by the majority of the independent directors.
- b. In contemplating the issues involved, the independent directors must consider the followings:
  - (i) the nature of and reasons for the independent professional advice to be sought; and
  - (ii) the likely cost of obtaining the independent professional advice.
- c. Thereupon, the independent directors shall inform the Chairman of the said decision.
- d. The advice can be sought subject to:
  - (i) Obtaining approval from the Audit and Risk Committee;
  - (ii) Seeking at least two quotations;
  - (iii) The appointment of the independent professional advisor is subject to the approval by the Board.
- e. Upon receipt of the independent professional advice, to circulate the same to all Directors.

#### **4. REVIEW AND DISCLOSURE**

- i. The Board will review the Policy from time to time and make any necessary amendments to ensure that it remains consistent with the Board's objectives, current law and practices.
- ii. The Policy is made available for reference on the Company's website.

The Policy is adopted by the Board on 22 September 2022.