

**IPMUDA BERHAD**  
**(22146-T)**  
**(Incorporated in Malaysia)**

**EXTERNAL AUDITORS POLICY**

1. **INTRODUCTION**

The Audit Committee (“the Committee”) of the Board of Directors (“the Board”) of Ipmuda (“the Company”) is responsible for reviewing, assessing and monitoring the performance, suitability and independence of external auditors.

The objective of this External Auditors Policy (“the Policy”) is to outline the guidelines and procedures for the Committee to assess and monitor the external auditor.

2. **SELECTION AND APPOINTMENT**

The Board has delegated to the Committee the responsibility for the appointment, remuneration and removal of external auditor.

Pursuant to the provisions of the Companies Act, 2016, an auditor of a public company shall be appointed for each financial year of the company who shall be appointed by members of the Company by an ordinary resolution at the annual general meeting and the term of office of an auditor will cease at the conclusion of the next annual general meeting, unless he is re-appointed.

Should the Committee determine a need for a change of external auditors, the Committee will follow the following procedures for selection and appointment of new external auditors:-

- (a) the Committee to identify the audit firms who meet the criteria for appointment and to request for their proposals of engagement for consideration;
- (b) the Committee will assess the proposals received and shortlist the suitable audit firms;
- (c) the Committee will meet and/or interview the shortlisted candidates;
- (d) the Committee may delegate or seek the assistance of the Chief Executive Officer (“CEO”) and/or Chief Financial Officer (“CFO”) and/or Head of Internal Audit to perform items (a) to (c) above;
- (e) the Committee will recommend the appropriate audit firm to the Board for appointment as external auditors; and
- (f) the Board will endorse the recommendation and seek shareholders’ approval for the appointment of the new external auditors and/or resignation/removal of the existing external auditors at the general meeting.

3. INDEPENDENCE

The external auditors are precluded from providing any services that may impair their independence or conflict with their role as external auditors. The Committee shall obtain a written assurance from the external auditors confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

4. NON-AUDIT SERVICE

The external auditors can be engaged to perform non-audit services that are not, and are not perceived to be, in conflict with the role of the external auditors. This excludes audit related work in compliance with statutory requirements.

The prohibition of non-audit services is based on three (3) basic principles as follows:-

- a) external auditors cannot function in the role of Management;
- b) external auditors cannot audit their own work; and
- c) external auditors cannot serve in an advocacy role of the Company and its subsidiaries (“the Group”).

The external auditors shall observe and comply with the By-Laws of the Malaysian Institute of Accountants in relation to the provision of non-audit services, which include the following:-

- i) accounting and book keeping services;
- ii) valuation services;
- iii) taxation services;
- iv) internal audit services;
- v) IT systems services;
- vi) litigation support services;
- vii) recruitment services; and
- viii) corporate finance services.

All engagements of the external auditors to provide non-audit services are subject to the approval/endorsement of the Committee; and Management shall obtain confirmation from the external auditors that the independence of the external auditors will not be impaired by the provision of non-audit services.

5. ROTATION OF AUDIT PARTNER

The audit partner responsible for the external audit of the Group is subject to rotation at least every five (5) financial years, or at any duration as prescribed by the relevant professional or regulatory body from time to time.

6. ANNUAL REPORTING

The External Auditors shall issue an annual audit plan for review and discussion with the Committee.

The External Auditors shall also provide a management letter to the Committee upon completion of the annual audit.

7. ANNUAL ASSESSMENT

The Committee shall carry out annual assessment on the performance, suitability and independence of the external auditors based on the following four (4) key areas:-

- i) quality of service;
- ii) sufficiency of resources;
- iii) communication and interaction; and
- iv) independence, objectivity and professional skepticism.

The Committee may also request the CEO and/or CFO and/or Head of Internal Audit to perform the annual assessment of the external auditors.

8. REVIEW OF THE POLICY

The Committee will review the Policy periodically to ensure that it continues to remain relevant and appropriate.