

**ARTRONIQ BERHAD**  
**(formerly known as Plastrade Technology Berhad)**

**BOARD POLICY ON TIME COMMITMENT**



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Company No: 200201023414/591077-X

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**ABBREVIATIONS**

AC	-	Audit Committee
ARTRONIQ / the Company	-	Artroniq Berhad
ARTRONIQ Group	-	ARTRONIQ and its subsidiary companies
AMLR	-	ACE Market Listing Requirements
BOD or the Board	-	Board of Directors
Bursa Securities	-	Bursa Malaysia Securities Berhad
ED	-	Executive Director
HRD	-	Human Resource Department
HOD	-	Head of Department
ACP / AC Policy	-	Anti-Corruption Policy
ACSOP	-	Anti-Corruption Standard Operating Procedures
PIC	-	Person-In-Charge
MACC	-	Malaysian Anti-Corruption Commission
MCCG	-	Malaysia Code on Corporate Governance
NC	-	Nomination Committee
RC	-	Remuneration Committee

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## **BOARD POLICY ON TIME COMMITMENT**

### **Introduction**

Principle 4, Recommendation 4.1 of the Malaysian Code of Corporate Governance provides that the Board should set out expectations on time commitment for its members and protocols for accepting new directorships.

The *Board of Directors* has approved the following policy in addressing time commitments and obligations of director in discharging its roles and responsibilities.

### **Overview**

The *Board of Directors* is responsible for managing the business and affairs of ARTRONIQ Group. In order to ensure the Board's ability to have an effective oversight and to carry out its duties and responsibilities effectively, all members of the Board are to be committed and devoted to discharge their individual roles and responsibilities. Every effort should be made by each Director to meet the following time commitment.

### **Time Commitment**

1. Attend at least 50% of all scheduled Board and Board Committee Meetings.
2. Attend at least one (1) Continuing Education Program and other training programmes that may be prescribed by Bursa Securities from time to time.
3. Set aside time to:
  - Prepare for meetings including reading and understanding the agendas for discussion, financial statements, Board and Board Committee meeting papers, reports and analysis, etc.
  - Participate actively in the Board and Board Committee deliberations, to actively question, analyses and challenge Management's views and promote high standards of governance.
  - Support the Board, Committee and Management's programs in relation to the ARTRONIQ's business and operations, where appropriate including participating in site visits, management briefings, training and education programme, and any other events of the Group/Company etc.

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**Time Commitment (Contd.)**

- Ensure the implementation of the Group's compliance programmes and to review its effectiveness.
  - Share their opinions and expertise in their respective field/area and utilise their network to promote and advance the ARTRONIQ's vision and mission.
  - Fulfill their statutory and fiduciary obligations.
4. Where a Director becomes aware for some personal reasons that he/she is not able to devote time to attend Board/Committee meetings, the Chairman or Independent Non- Executive Director should be consulted to determine the best course of action which includes an approved leave of absence by the Board or resignation as a Director.

**Acceptance of Directorships**

1. Each Director is required to observe the restrictions provided under Rule 15.06 of Bursa's ACE Market Listing Requirements which restricts Directors of listed issuers from holding more than 5 directorships in listed issuers.
2. As stated in ARTRONIQ's Board Charter, it is the responsibility of each Director to notify the Board before accepting any other directorships in other listed issuers/subsidiaries of listed issuers.
3. Considerations such as time commitments and conflicts of interest that may arise should be carefully considered and weighed prior to any decision.

**- END OF POLICY -**