

**Malaysian Reinsurance Berhad
(Incorporated in Malaysia)**

Directors' report

The Directors have pleasure in submitting their report together with the audited financial statements of Malaysian Reinsurance Berhad ("the Company") for the financial year ended 31 March 2025.

Principal activities

The Company is principally engaged in the underwriting of general reinsurance, general retakaful and family retakaful businesses.

There have been no significant changes in the nature of this principal activities during the financial year.

Ultimate holding and financial holding company

The ultimate holding and financial holding company is MNRB Holdings Berhad ("MNRB"), a company incorporated and domiciled in Malaysia, and listed on the Main Market of Bursa Malaysia Securities Berhad.

Results

RM'000

Net profit for the financial year	<u>325,190</u>
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Reserves and provisions

There were no material transfers to or from reserves or provisions during the financial year other than as disclosed in the financial statements. In the opinion of the Directors, the results of the operations of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature.

Dividend

The amount of dividend declared and paid by the Company since the end of the previous financial year was as follows:

RM'000

In respect of the financial year ended 31 March 2024:

Final single-tier dividend of 15.1% on 663,106 ordinary shares,
declared on 10 October 2024 and paid on 15 October 2024

<u>100,000</u>

At the date of this report, no dividend has been declared by the Company in respect of the current financial year.

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Climate-Related Risks and Disclosures

The MNRB Group's sustainability governance and sustainability efforts in contributing positively towards global sustainability objectives are disclosed in the Group's Sustainability Statement which is available on MNRB's corporate website and within the MNRB Group's Annual Report for the financial year ended 31 March 2025.

Share capital and debentures

There were no changes in issued and paid-up capital of the Company during the financial year.

Directors

The names of the Directors of the Company in office since the beginning of the financial year to the date of this report are:

Dato' Sulaiman Mohd Tahir

(Appointed as Chairman with effect from 14 February 2025)

Khalid Sufat

(Deceased on 24 June 2025)

Velayudhan Harikes

Datin Joanne Marie Lopez

Wan Zamri Wan Zain

Datuk Johar Che Mat

(Resigned on 12 February 2025)

George Oommen

(Resigned on 28 February 2025)

Zaharudin Daud

(Resigned on 1 October 2024)

In accordance with Clause 22.3 of the Company's Constitution, Datin Joanne Marie Lopez will be retiring at the forthcoming Annual General Meeting and being eligible, offers herself for re-election. Dato' Sulaiman Mohd Tahir who was appointed as Non-Independent Non-Executive Chairman on 14 February 2025 will retire pursuant to Clause 22.2 of the Company's Constitution and being eligible, offers himself for re-election.

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Directors' benefits

Neither at the end of the financial year, nor at any time during the year, did there subsist any arrangement to which the Company was a party, whereby the Directors might acquire benefits by means of acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no Director has received or become entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the Directors from the Company and its related corporations, or the fixed salary of a full-time employee of the Company as shown below) by reason of a contract made by the Company or its related corporations with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

	2025
	RM'000
Directors' fee	656
Meeting allowances	239
	<hr/> 895 <hr/>

Directors' indemnity

During the financial year, the Company maintained a Directors and Officers Liability Takaful cover to provide indemnity to all Directors and Officers of the MNRB Group up to a limit of RM60,000,000 at a contribution of RM138,996 for liability incurred in the discharging of their duties, provided that they have not acted fraudulently or dishonestly or derived any personal profit or advantage.

Directors' interests

According to the register of Directors' shareholdings, none of the Directors in office at the end of the financial year had any interest in shares of the Company or its related corporations during the financial year.

Corporate Governance disclosures

The Company has complied with the prescriptive requirements of, and adopts management practices that are consistent with the principles prescribed under, Bank Negara Malaysia's ("BNM") Policy Document BNM/RH/PD 029-9 on *Corporate Governance ("PD CG")*. The Company is committed to the principles prescribed in this PD CG to ensure public accountability at all times.

Further details are disclosed on pages 6 to 42.

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Other statutory information

- (a) Before the income statement, statement of comprehensive income and statement of financial position of the Company were made out, the Directors took reasonable steps:
 - (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that there were no known bad debts and that adequate allowance had been made for doubtful debts; and
 - (ii) to ensure that any current assets which were unlikely to realise their values as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected so to realise.
- (b) At the date of this report, the Directors are not aware of any circumstances which would render:
 - (i) it necessary to write off any bad debts or the amount of the allowance for doubtful debts inadequate to any substantial extent; and
 - (ii) the values attributed to the current assets in the financial statements of the Company misleading.
- (c) At the date of this report, the Directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Company misleading or inappropriate.
- (d) At the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements of the Company which would render any amount stated in the financial statements misleading.
- (e) As at the date of this report, there does not exist:
 - (i) any charges on the assets of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
 - (ii) any contingent liabilities of the Company which has arisen since the end of the financial year other than those arising in the normal course of business of the Company.

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Other statutory information (cont'd.)

(f) In the opinion of the Directors:

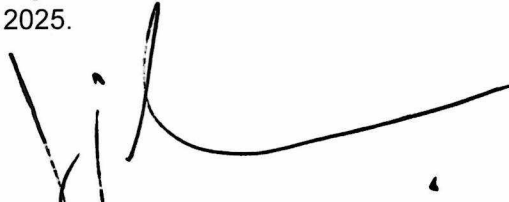
- (i) no contingent liability or other liability has become enforceable or is likely to become enforceable within the period of twelve (12) months after the end of the financial year which will or may affect the ability of the Company to meet its obligations when they fall due; and
 - (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Company for the financial year in which this report is made.
- (g) Before the income statement, statement of comprehensive income and statement of financial position of the Company were made out, the Directors took reasonable steps to ascertain that there was adequate provision for insurance contract liabilities in accordance with the MFRS 17 *Insurance Contracts*.

For the purposes of paragraphs (e)(ii) and (f)(i) above, contingent or other liabilities do not include liabilities arising from contracts of reinsurance/retakaful underwritten in the ordinary course of business of the Company.

Auditors and auditors' remuneration

The auditors, Messrs. Ernst & Young PLT, have expressed their willingness to continue in office. The auditors' remuneration of the Company during the year is RM1,504,093.

Signed on behalf of the Board in accordance with a resolution of the Directors dated 26 June 2025.



Dato Sulaiman Mohd Tahir
Kuala Lumpur, Malaysia



Datin Joanne Marie Lopez