

Menang Corporation (M) Berhad
Registration No. : 196401000240 (5383-K)

2024
ANNUAL REPORT

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CORPORATE INFORMATION



EXECUTIVE CHAIRMAN

Mr. Toh May Fook

EXECUTIVE DIRECTOR

Ms. Liew Sook Pin

INDEPENDENT NON-EXECUTIVE DIRECTORS

Dato' Haji Abd Aziz bin Abu Bakar

Mr. Kee Hock Kee

Ms. Tan Pei Geok

COMPANY SECRETARIES

Mr. Chin Wai Yi

(MAICSA 7069783)

SSM Practicing Certificate No. 202008004409

Ms. Chia Siew Li

(MAICSA 7075719)

SSM Practicing Certificate No. 202208000715

AUDITORS

TGS TW PLT

Unit E-16-2B, Level 16, Icon Tower (East)
No. 1, Jalan 1/68F, Jalan Tun Razak
50400 Kuala Lumpur, W.P. Kuala Lumpur
Malaysia

Tel : (603) 9771 4326

Fax : (603) 9771 4327

Email: tgstw@tgs-tw.com

REGISTERED OFFICE

E-10-4, Megan Avenue 1, 189, Jalan Tun Razak
50400 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia
Tel : (603) 2181 0516
Fax : (603) 2181 0516
Email: office@gapadvisory.my

PRINCIPAL BANKERS

Alliance Bank Malaysia Berhad

MBSB Bank Berhad

Bank Pembangunan Malaysia Berhad

Public Bank Berhad

BUSINESS ADDRESS

Wisma OZ, No. 11-1, Jalan Kuchai Maju 5
Kuchai Entrepreneurs' Park, Jalan Kuchai Lama
58200 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia
Tel : (603) 7971 1771
Fax : (603) 7971 1333
Email: general@menangcorporation.com

SOLICITOR

Mah-Kamariyah & Philip Koh

3A07, Block B
Phileo Damansara 2
46350 Petaling Jaya
Selangor Darul Ehsan
Malaysia

REGISTRAR

Tricor Investor & Issuing House Services Sdn. Bhd.

Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3, Bangsar South
No. 8, Jalan Kerinchi, 59200 Kuala Lumpur
W.P. Kuala Lumpur, Malaysia
Tel : (603) 2783 9299
Fax : (603) 2783 9222
Email : is.enquiry@my.tricorglobal.com

STOCK EXCHANGE LISTING

Main Market of the Bursa Malaysia Securities Berhad

Stock Name : **MENANG**

Stock Code : **1694**

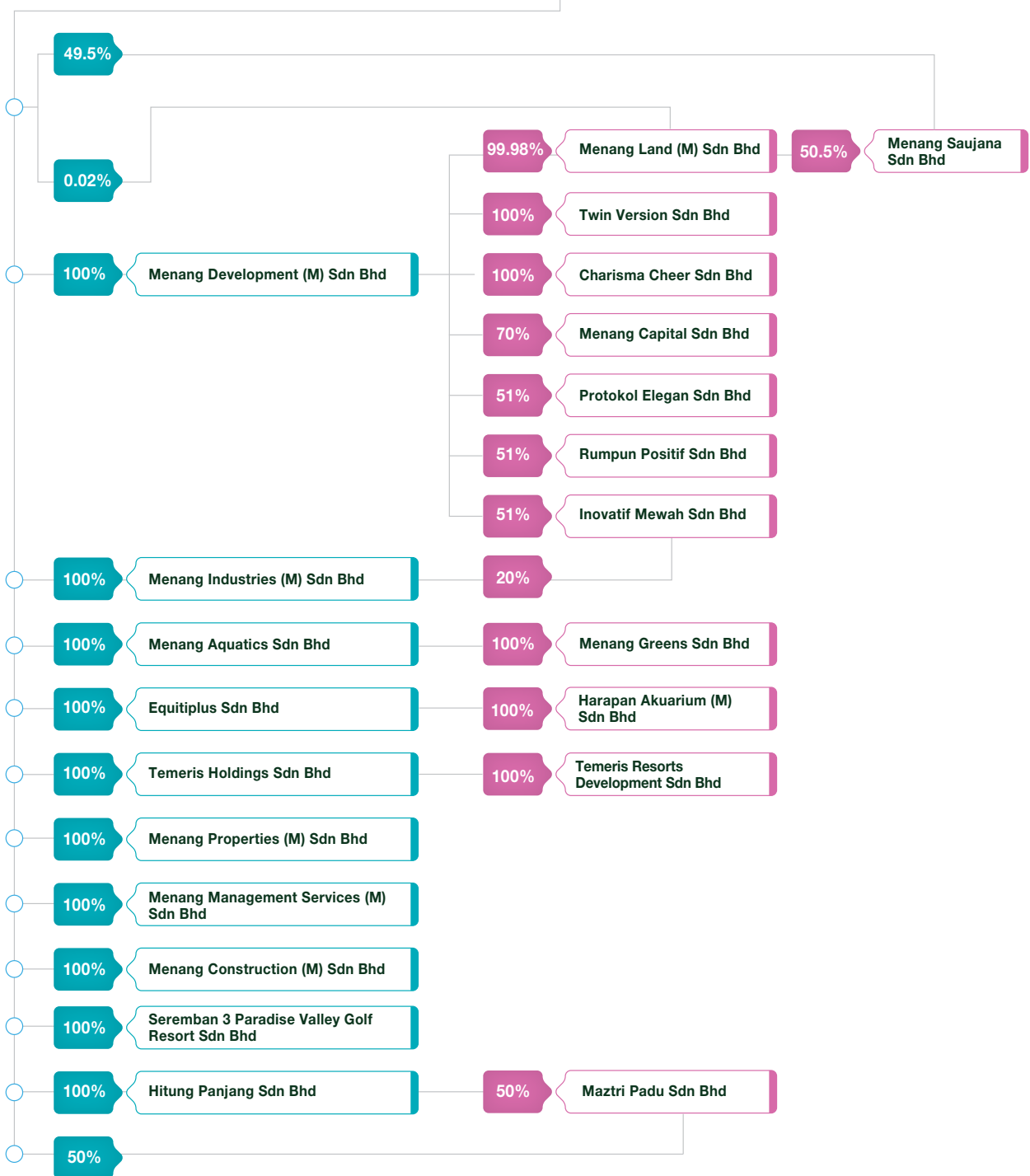
Sector : **PROPERTY**



CORPORATE STRUCTURE



Menang Corporation (M) Berhad





DIRECTORS' PROFILE

TOH MAY FOOK

Executive Chairman

Age : 66
 Nationality : Malaysian
 Gender : Male
 Date of Appointment : 29 January 2021

Board Committee membership:
 Nil



Qualification, Working Experience and Occupation

Mr. Toh May Fook ("**Mr. Toh**") graduated with a Bachelor of Accounting (Hons.) from University of Malaya. He is a qualified Chartered Accountant, a member of the Malaysian Institute of Accountants and the Malaysian Institute of Certified Public Accountants.

Mr. Toh has accumulated extensive experience in senior management roles across international conglomerates. He has demonstrated exceptional leadership, strategic, managerial and financial expertise through his careers at Roxy Electric Industries (M) Berhad as the Group Financial Controller, Sharp Roxy Group of companies in Malaysia as the Deputy Managing Director and Campbell Soup Company's subsidiaries in China as the Group Managing Director.

Notably, Mr. Toh also served as the Group Financial Controller and later the Corporate Director at Kalbe Group, the leading pharmaceutical company in Indonesia where he developed keen interests in the healthcare and nutrition industry. Mr. Toh is also currently active in the strategic business development in Malaysia with Morinaga Milk Industry Co. Ltd, Japan.

Mr. Toh was first appointed as a Non-Independent Non-Executive Director of Menang Corporation (M) Berhad on 29 January 2021 and re-designated to Group Managing Director on 1 February 2021. Subsequently, Mr. Toh was re-designated to Executive Chairman on 20 July 2023 to steer the direction and formulate corporate strategies of the Group.

Directorship of public companies and listed issuers

Nil

Family relationship with other directors/shareholders/listed issuer

Nil

Conflict of interest with listed issuer

Nil

Any other convictions (aside from traffic offence)

Nil

DIRECTORS' PROFILE (continued)

LIEW SOOK PIN Executive Director

Age : 47
Nationality : Malaysian
Gender : Female
Date of Appointment : 29 January 2021

Board Committee membership:
Nil



Qualification, Working Experience and Occupation

Ms. Liew Sook Pin has established herself in the corporate community after completed several professional accounting courses. She has extensive exposure and experience in the field of finance and accounting, logistic management, marketing development, and strategic planning with various international business enterprises, including Kalbe Group in Indonesia and Morinaga Milk Industry Co. Ltd, Japan.

Directorship of public companies and listed issuers

Nil

Family relationship with other directors/shareholders/listed issuer

Nil

Conflict of interest with listed issuer

Nil

Any other convictions (aside from traffic offence)

Nil



DIRECTORS' PROFILE

(continued)

DATO' HAJI ABD AZIZ BIN ABU BAKAR

Independent Non-Executive Director

Age : 61
Nationality : Malaysian
Gender : Male
Date of Appointment : 26 August 2024

Board Committee membership:

- Chairman of Audit and Risk Management Committee
- Chairman of Nomination Committee
- Member of Remuneration Committee



Qualification, Working Experience and Occupation

Dato' Haji Abd Aziz bin Abu Bakar ("**Dato' Haji Abd Aziz**"), an accounting graduate from UiTM, is a leading tax strategist with over 33 years of professional experience.

Dato' Haji Abd Aziz is the President of the Malaysian Association of Tax Accountants, a member of the Harvard Business School Alumni Club of Malaysia, an Islamic Financial Planner and a member of Financial Planning Association of Malaysia, Board of Governors at Universiti Tenaga Nasional, Adjunct Professor at Faculty of Business and Communications INTI International University, Member of Customs Oversight Committee under the Ministry of Finance Malaysia, Member of Economic Advisory Council – Dewan Perdagangan Islam Malaysia and Convener of the Asia Pacific Tax Forum and a member of Institute of Corporate Directors Malaysia.

Dato' Haji Abd Aziz is also the Director of Akademi Ikhtisas Berhad, Director of SALIHIN Shariah Advisory Sdn Bhd, Tax Advisor of SALIHIN Consulting Group, Tax Advisor of MNZWAJA Chartered Accountants and Principal Advisor of JTB Partners Sdn Bhd. He is an Independent Non-Executive Director of Inter-Pacific Securities Sdn Bhd and Berjaya Mutual Bhd.

Dato' Haji Abd Aziz started his career with an International Accounting Firm doing audits, corporate recovery assignments and taxation, including income tax of multinational companies and other local medium and large corporations. Hence, he has gained extensive experience in corporate and individual tax planning, tax audits, tax investigation cases, GST/SST, tax compliance and business & financial advisory matters.

Dato' Haji Abd Aziz receives regular invitations to participate in dialogues and discussions with the Ministry of Finance Malaysia, the Inland Revenue Board of Malaysia and the Royal Malaysian Customs Department

on tax issues, as well as to propose recommendations to assist in resolving direct and indirect tax issues. Apart from that, he regularly appears on local TV networks and Radio stations, local Universities to discuss issues on the economy, direct and indirect tax matters particularly Income Tax, GST, SST and Zakat.

Dato' Haji Abd Aziz is a Licensed Tax Agent under the Income Tax Act 1967. He is appointed by several states in Malaysia as an authorized agent to assess and collect Zakat. He is also a trainer, giving lectures for the Islamic Financial Planner on modules related to Zakat and Tax.

Dato' Haji Abd Aziz co-authored the book on Zakat Management and Taxation published by the Islamic Banking and Financial Institutions Malaysia (IBFIM) and the book on Zakat Perniagaan – Amalan Perakaunan dan Pematuhan Syariah published by Unites Press. He is also the Advisor for Buku Bajet & Maklumat Cukai published annually by MATA which analyses Malaysia's Federal Government Budget tabled in Parliament.

Dato' Haji Abd Aziz was awarded the 'Certificate of Merit' from World Customs Organization on the occasion of International Customs Day for rendering exceptional and distinguished contribution to the International Customs Community.

Directorship of public companies and listed issuers

1. Akademi Ikhtisas Berhad
2. Berjaya Mutual Berhad

Family relationship with other directors/ shareholders/ listed issuer

Nil

Conflict of interest with listed issuer

Nil

Any other convictions (aside from traffic offence)

Nil

DIRECTORS' PROFILE (continued)

KEE HOCK KEE

Independent Non-Executive Director

Age : 64
Nationality : Malaysian
Gender : Male
Date of Appointment : 22 July 2021

Board Committee membership:

- Chairman of Remuneration Committee
- Member of Audit and Risk Management Committee
- Member of Nomination Committee



Qualification, Working Experience and Occupation

Mr. Kee Hock Kee (“**Mr. Kee**”) is a qualified accountant and is a member of The Malaysian Institute of Certified Public Accountants and Malaysian Institute of Accountants.

Mr Kee has over forty (40) years of working experience and was involved in diverse areas of planning, finance, management and operations. He started his articleship with Price Waterhouse, Kuala Lumpur in 1980 and subsequently joined Ernst & Young.

In 1991, Mr. Kee joined the commercial industry and worked in various companies such as Metroplex Berhad, Malaysia Electric Corporation Berhad and Dijaya Corporation Berhad. His last position held was the Chief Financial Officer of Encorp Berhad. Since then, he has been assisting and/or advising private companies on planning, fund raising and business/strategic management.

Directorship of public companies and listed issuers

Nil

Family relationship with other directors/shareholders/listed issuer

Nil

Conflict of interest with listed issuer

Nil

Any other convictions (aside from traffic offence)

Nil



DIRECTORS' PROFILE (continued)

TAN PEI GEOK

Independent Non-Executive Director

Age : 63
Nationality : Malaysian
Gender : Female
Date of Appointment : 26 August 2024

Board Committee membership:

- Member of Audit and Risk Management Committee
- Member of Nomination Committee
- Member of Remuneration Committee



Qualification, Working Experience and Occupation

Ms. Tan Pei Geok ("**Ms. Tan**") graduated with Bachelor Degree of Economics from Monash University. She is a member of CPA Australia and Malaysian Institute of Accountants.

Ms. Tan began her career as an audit assistant at Binder Hamlyn before embarking on a tenure of over 20 years at Public Bank Berhad, where she held various roles in credit related departments.

Ms. Tan served as the Deputy Director of Corporate Banking at Public Bank Berhad before transitioning to Health Scan (Malaysia) Sdn. Bhd., a leading medical and diagnostic centre, where she assumed the position of Chief Executive Officer in 2004. In 2016, following the integration of HealthScan into Cardiac Vascular Sentral (Kuala Lumpur) Sdn. Bhd., an integrated cardiac vascular hospital, her role was re-designated as the Director of HealthScan.

Directorship of public companies and listed issuers

Sunsuria Berhad

Family relationship with other directors/shareholders/listed issuer

Nil

Conflict of interest with listed issuer

Nil

Any other convictions (aside from traffic offence)

Nil

KEY SENIOR MANAGEMENT'S PROFILE

DATO' ABU SAMAH BIN SHABUDIN

Director of Inovatif Mewah Sdn. Bhd., Rumpun Positif Sdn. Bhd. and Protokol Elegan Sdn. Bhd.

Age : 66
Nationality : Malaysian
Gender : Male
Date of appointment : 5 May 2021

Directorship of public companies and listed issuers
Nil

**Family relationship with other directors/
shareholders/listed issuer**
Nil

Conflict of interest with listed issuer
Nil

Any other convictions (aside from traffic offence)
Nil

Qualification, Working Experience and Occupation

Dato' Abu Samah bin Shabudin ("**Dato' Abu Samah**") holds a Bachelor Degree of (Arts) in Southeast Asian Studies from University of Malaya.

Dato' Abu Samah has more than 38 years of experience in the government sectors and involved in diverse areas in National Land Code, human resources, finance, wholesale and retail industries, petroleum downstream industry, multilevel marketing industry and regulates the Competition Act 2010.

Prior to joining the Group in 2021, Dato' Abu Samah was attached to several departments and ministries, such as the Kuala Selangor and Gombak Land Offices and holds the position as Assistant District Officer, Director in the Ministry of Domestic Trade and Consumer Affairs ("**MDTCA**") of Pahang and Kuala Lumpur, Senior Director of Domestic Trade Division MDTCA and Chief Executive Officer of Malaysia Competition Commission.

Dato' Abu Samah was designated as Company Director on 5 May 2021. He oversees the maintenance of three (3) Private Financing Initiative concession projects located in Seremban 3, Puncak Alam and Nilai.

WOO BEE LAN

Group Chief Operating Officer

Age : 35
Nationality : Malaysian
Gender : Female
Date of appointment : 1 August 2022

Directorship of public companies and listed issuers
Nil

**Family relationship with other directors/
shareholders/listed issuer**
Nil

Conflict of interest with listed issuer
Nil

Any other convictions (aside from traffic offence)
Nil

Qualification, Working Experience and Occupation

Ms. Woo Bee Lan ("**Ms. Woo**") holds a Bachelor of Accountancy Degree from University of Malaya and is also a member of the Malaysian Institute of Accountants.

She started her career as an auditor with KPMG where she gained experience in auditing listed and non-listed companies of various industries including financial services, shared services, manufacturing, construction and property development. Prior to joining the Company in November 2021, she served as the Finance Manager position in various commercial organisations.

Ms. Woo was appointed as the Company and its subsidiaries ("**the Group**") Chief Financial Officer on 1 August 2022 and was subsequently re-designated as the Group Chief Operating Officer on 1 September 2024. She is currently responsible for overseeing the Group's overall operations, ensuring efficiency and effectiveness across all business units.



KEY SENIOR MANAGEMENT'S PROFILE (continued)

HUANG CHUN HUI

Group Chief Financial Officer

Age : 29
Nationality : Malaysian
Gender : Male
Date of appointment : 1 September 2024

Directorship of public companies and listed issuers

Nil

Family relationship with other directors/ shareholders/listed issuer

Nil

Conflict of interest with listed issuer

Nil

Any other convictions (aside from traffic offence)

Nil

Qualification, Working Experience and Occupation

Mr. Huang Chun Hui ("**Mr. Huang**") holds a Bachelor of Commerce (Honours) from Tunku Abdul Rahman University College and is also a member of the Malaysian Institute of Accountants and Association of Chartered Certified Accountants.

He began his career as an auditor and later served in a commercial organisation as the Finance Manager. His experience includes performing statutory audit on public listed and private companies across various industries, as well as handling the accounting and finance function, with the involvement in initial public offering and other corporate exercises.

Mr. Huang joined the Company in July 2022 as the Finance Manager and is responsible for the accounting and finance related matters of the Group. He was appointed as Group Chief Financial Officer on 1 September 2024 to oversee the corporate finance and financial functions of the Group.

CHAIRMAN'S MESSAGE

Dear Valued Shareholders,

“ On behalf of the Board of Directors (“the Board”), I am pleased to present the annual report of Menang Corporation (M) Berhad (“Menang” or the “Company”) and its subsidiaries (collectively referred as the “Group”) for the financial year ended 30 June 2024 (“FY2024”). ”

In FY2024, the Group continues to deliver positive financial performance with a net profit of RM36 million, representing a 29% increase over the previous financial year's net profit of RM28 million. Following the favourable financial performance over the last 3 years, the Group paid a special dividend of RM0.06 per ordinary share in July 2024 to reward our shareholders.

Furthermore, the Group's financial position has strengthened significantly following the positive response from our shareholders. Up to 30 September 2024, over 90% of the warrant issued on 23 December 2021 has been exercised, raising RM108 million cash.

In addition, the Group is committed to achieve a consistent growth in concession projects in the coming years by exploring any potential opportunities with Unit Kerjasama Awam Swasta.

In the property development sector, the development of Menang Point in Telok Kemang, Port Dickson is progressing smoothly as Phase 1 is expected to be completed in 2025. Meanwhile, the technical study of our Menang Park @ Seremban 3 to configure the most appropriate master plan suited to our strategic land bank in Seremban 3 is on-going.

While the Group continues to pursue its core business of management of concession projects and property development, during the year, with the meaningful collaboration between the Group and Alpro Alliance Sdn. Bhd. (“Alpro”), a leading community pharmacy chain in Malaysia, we have successfully expanded into the thriving Indonesia healthcare and wellness industry.

The Group has also entered into a Memorandum of Understanding with Alpro on 15 May 2024, signifying our commitment to jointly develop a Healthcare and Wellness Park in Menang Park @ Seremban 3.

In summary, the Group views its future with optimism and believes in our ability to deliver continuous positive results in the foreseeable future.

WORDS OF APPRECIATION

On behalf of the Board, I would like to take this opportunity to extend our appreciation to all our shareholders, business partners and bankers for their supports. My personal appreciation goes to our management team for their dedication and commitment during the year.

As the Company celebrates its remarkable 60th anniversary this year, we are delighted to welcome our new Board members, Dato' Haji Abd Aziz bin Abu Bakar and Ms. Tan Pei Geok to join us as we embark on the next chapter of our journey. We would also like to express our gratitude to Mr. Lee Min Huat, Mr. Chee Wai Hong and Mr. Yee Chun Lin for their invaluable contributions during their tenure of service with the Company.



MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS

Menang Corporation (M) Berhad ("**Menang**" or the "**Company**") is a public limited liability company listed on the Main Market of Bursa Malaysia Securities Berhad ("**Bursa Securities**"). The Company is an investment holding company with subsidiaries principally involved in concession projects and property development.

Concession Projects

Three Private Financing Initiative ("**PFI**") concession projects were successfully completed and delivered to Universiti Teknologi Mara ("**UiTM**") and the Government of Malaysia.

Each concession agreement is for a period of 23 years comprising 3 years of construction works, followed by 20 years of maintenance works ("**Maintenance Period**").

During the Maintenance Period, the concession company will be entitled to the following charges:

- 1) Availability Charges for the usage of the facilities and infrastructure constructed; and
- 2) Maintenance Charges for the provision of maintenance works in accordance with the provisions of the concession agreements.

The Company and its subsidiaries ("**the Group**") concession projects continue to be the primary source of revenue for financial year ended 30 June 2024 ("**FY2024**").

Details of PFI projects:

| UiTM Cawangan Negeri Sembilan, Kampus Seremban | |
|--|-------------------------------|
| Concession Company | Inovatif Mewah Sdn. Bhd. |
| Type of Development | Campus |
| Gross Floor Area (Sqft) | 980,964 |
| Capacity | Up to 5,000 students |
| Concession period | 4 May 2010 to 17 January 2034 |



| UiTM Cawangan Selangor, Kampus Puncak Alam | |
|--|----------------------------------|
| Concession Company | Rumpun Positif Sdn. Bhd. |
| Type of Development | Campus |
| Gross Floor Area (Sqft) | 738,540 |
| Capacity | Up to 3,000 students |
| Concession period | 30 April 2012 to 9 December 2035 |



| The Institute of Leadership & Development of UiTM | |
|---|------------------------------|
| Concession Company | Protokol Elegan Sdn. Bhd. |
| Type of Development | Training Centre |
| Gross Floor Area (Sqft) | 232,984 |
| Capacity | Up to 600 trainees |
| Concession period | 25 July 2012 to 21 July 2036 |



MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Property Development

During FY2024, the Group carried out the following initiatives in the property development sector:

- Commenced the development of Menang Point project, a commercial hub located in Telok Kemang, Port Dickson.
- Progressed further to the planning phase for Menang Park @ Seremban 3, with focus on creating a master plan that aligns with the Group's strategic objectives and maximises the potential of our land assets.
- Formalised a Memorandum of Understanding with Alpro Alliance Sdn. Bhd. (“Alpro”) on 15 May 2024 to jointly develop a Healthcare and Wellness Park within Menang Park @ Seremban 3. Both parties are currently engaged in commercial and technical feasibility studies, with ongoing discussions aimed at incorporating healthcare facilities such as a Postpartum Care Centre, Assisted Senior Living Centre, and Rehabilitation facilities. This collaboration highlights our commitment to deliver innovative and sustainable projects that address community needs.

The Group is also proactively monitoring property market trends and is keen to explore potential collaboration with reputable development entities to ensure the successful execution of our projects.



Our Land Bank

| No. | Location | Land Size |
|--------------|--|---------------------|
| 1. | Seremban 3 & Rasah Jaya, Negeri Sembilan | 487.26 acres |
| 2. | Klang, Selangor | 126.74 acres |
| 3. | Rantau, Negeri Sembilan | 73.86 acres |
| 4. | Ulu Bernam, Selangor | 67.00 acres |
| 5. | Port Dickson, Negeri Sembilan | 11.14 acres |
| Total | | 766.00 acres |

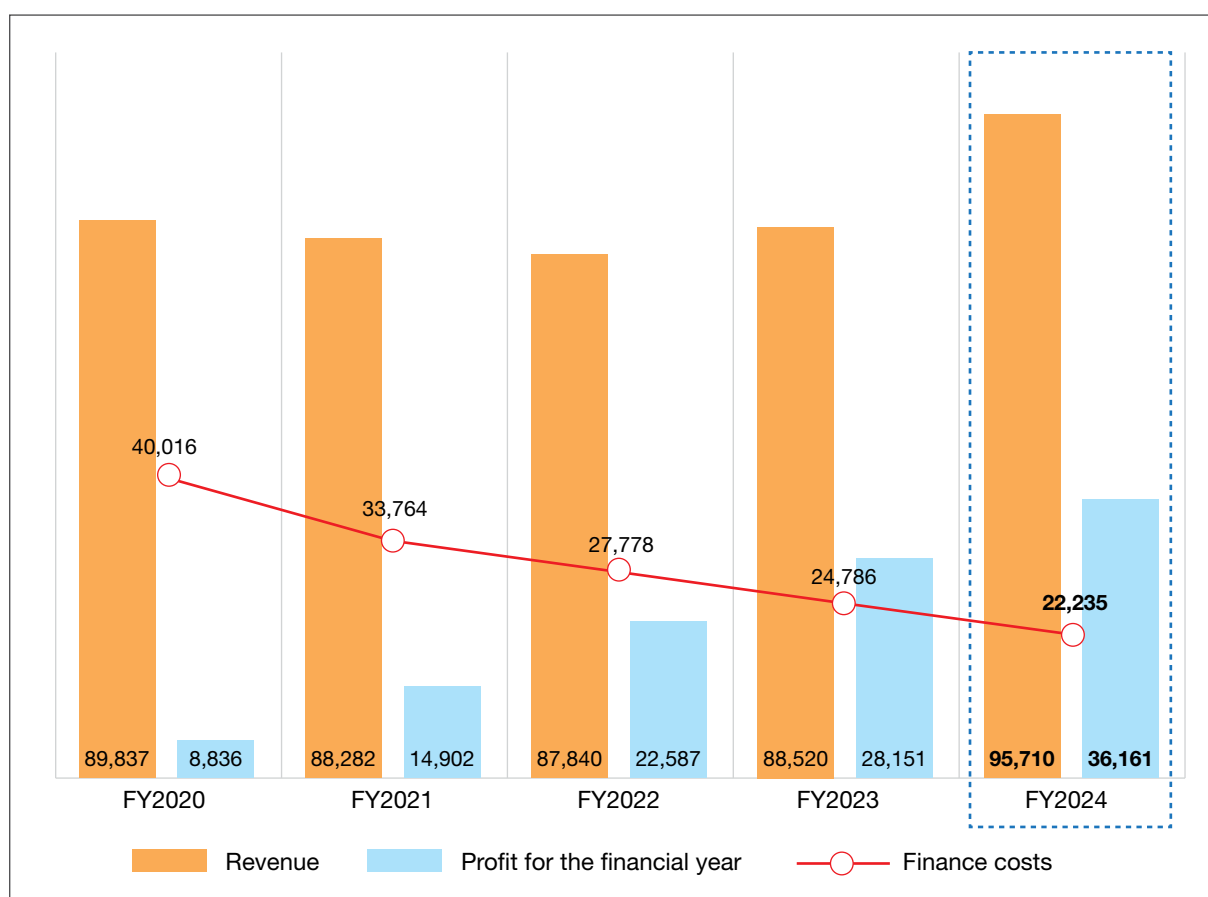


MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Discussion and Analysis of Financial Results and Financial Condition

Highlights of Statement of Profit or Loss and Other Comprehensive Income

| | 2020 | 2021 | 2022 | 2023 | 2024 | 2024/2023 | |
|-------------------------------|----------|----------|----------|----------|----------|-----------|-------|
| | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | % |
| Revenue | 89,837 | 88,282 | 87,840 | 88,520 | 95,710 | 7,190 | 8 |
| Other income | 633 | 3,214 | 2,490 | 432 | 12,968 | 12,536 | 2,902 |
| Finance costs | (40,016) | (33,764) | (27,778) | (24,786) | (22,235) | 2,551 | (10) |
| Profit for the financial year | 8,836 | 14,902 | 22,587 | 28,151 | 36,161 | 8,010 | 29 |

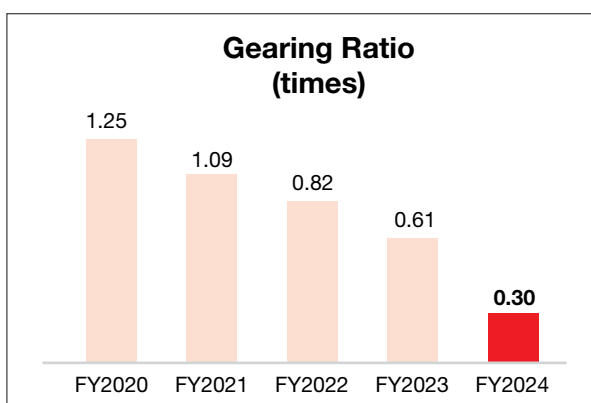
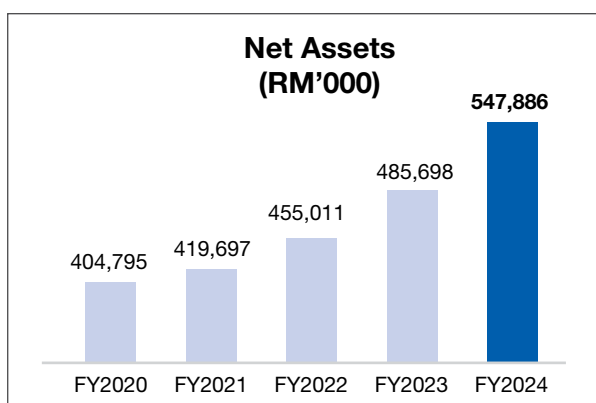
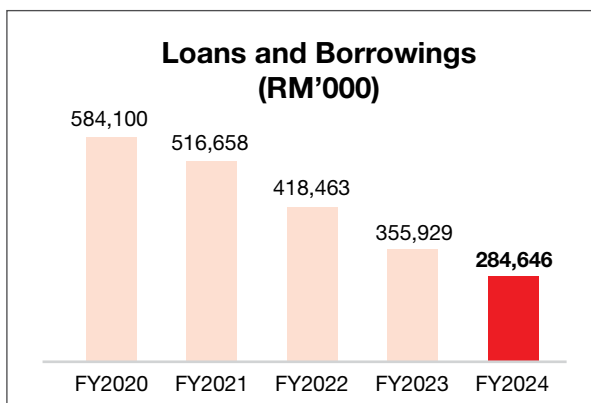
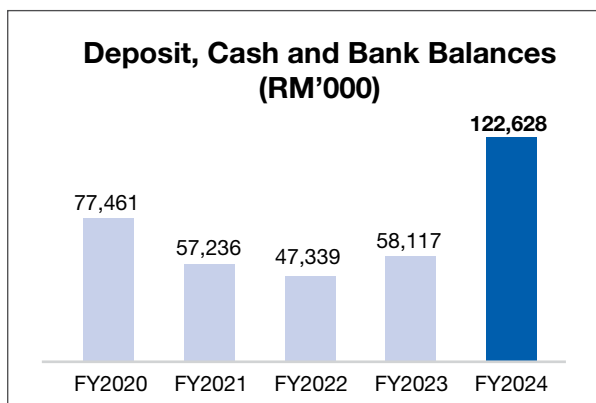


The financial performance of the Group continued to improve in FY2024, achieving a higher profit of RM36 million, a year-on-year increase of RM8 million, or 29%. While the concession segment remained to be the main contributor of revenue and profit, the improved profit was supported by a RM13 million increase in other income and RM3 million reduction in finance costs.

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Highlights of Statement of Financial Position

| | | 2020 | 2021 | 2022 | 2023 | 2024 | 2024/2023 | % |
|-----------------------------------|----------|---------|----------|---------|---------|---------|-----------|------|
| Deposits, cash and bank balances | (RM'000) | 77,461 | 57,236 | 47,339 | 58,117 | 122,628 | 64,511 | 111 |
| Loans and borrowings | (RM'000) | 584,100 | 516,658 | 418,463 | 355,929 | 284,646 | (71,283) | (20) |
| Net assets | (RM'000) | 404,795 | 419,697 | 455,011 | 485,698 | 547,886 | 62,188 | 13 |
| Net assets attributable to owner | (RM'000) | 322,611 | 334,873 | 359,705 | 379,518 | 431,620 | 52,102 | 14 |
| Net current assets/ (liabilities) | (RM'000) | 30,638 | (18,108) | 7,755 | 18,367 | 43,634 | 25,267 | 138 |
| NTAs per share | (RM) | 0.67 | 0.70 | 0.71 | 0.74 | 0.76 | 0.02 | 3 |
| Gearing ratio | (times) | 1.25 | 1.09 | 0.82 | 0.61 | 0.30 | (0.31) | (51) |



The Group's financial position continued to strengthen in FY2024. Notably, the total Group's borrowings were reduced by 20% to RM285 million, resulted in a lower gearing ratio of 0.30 times, compared to 0.61 times in financial year ended 30 June 2023. As a result of the positive response from shareholders in exercising the warrants, the Group's deposits, cash, and bank balances surged to RM123 million, marking a substantial increase of 111%. Further, the total net assets and net current assets also grew steadily, reaching RM548 million and RM44 million respectively.

With this healthy financial position, the Group continues to adopt prudent approach in identifying potential business opportunities to deliver sustainable value to shareholders.



MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Capital Expenditure Requirements, Capital Structure and Capital Resources

The Group has no existing material commitment on capital expenditures.

The Group has on 23 December 2021 completed a Bonus Issue of Warrants and successfully listed the same on Main Market of Bursa Securities.

The status of the Bonus Issue of Warrants is as follows:

| | No of Units '000 | Proceeds RM'000 |
|--------------------------------------|---------------------|--------------------|
| Warrants Issued | 240,400 | 120,200 |
| Warrant Exercised as at 30 June 2024 | 88,546 | 44,273 |
| Balance of Outstanding Warrants | 151,854 | 75,927 |

IDENTIFIED ANTICIPATED OR KNOWN RISKS

The Group's main risks are interest rate risk and property market risk, given the current fluctuations and uncertainty regarding global and national uncertainty and instability.

FORWARD-LOOKING STATEMENT

Moving forward, the Group remains optimistic towards our prospects as we are well-positioned to seize opportunities and drive sustainable growth.

The collaboration with Alpro signifies our ambition to diversify into healthcare and wellness business. Through the collaboration, the Group has successfully ventured into the emerging retail pharmacy sector in Indonesia and is dedicated to jointly develop a Healthcare and Wellness Park with Alpro.

Further, the progress of Menang Point and the planning of Menang Park @ Seremban 3 demonstrates our endeavour to pursue the development of our land bank in the near future. Meanwhile, the Group shall continue to explore and seek opportunities in the concession projects.

Although challenges may persist, the Group is well-prepared to navigate them with resilience and foresight, ensuring that we deliver consistent value to our stakeholders in the years to come.



AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

COMPOSITION OF AUDIT AND RISK MANAGEMENT COMMITTEE

The Audit and Risk Management Committee (“**ARMC**”) comprises the following members, all of whom are Non-Executive Directors. The composition of ARMC complies with Paragraph 15.09 of the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and the Terms of Reference (“**TOR**”) of the ARMC:

CHAIRMAN

Dato’ Haji Abd Aziz bin Abu Bakar^[1] (Independent Non-Executive Director)

MEMBERS

Mr. Kee Hock Kee (Independent Non-Executive Director)

Ms. Tan Pei Geok^[2] (Independent Non-Executive Director)

DETAILS OF ATTENDANCE OF MEMBERS AT THE ARMC MEETINGS

During the financial year ended 30 June 2024 (“**FY2024**”), there were five (5) ARMC meetings held. The details of the attendance of each member are as follows:

| Committee Members | Date of Meetings Held/Attended | | | | | Total Attendance |
|--|--------------------------------|------------|------------|----------|-----------|------------------|
| | 21/8/2023 | 24/10/2023 | 27/11/2023 | 5/2/2024 | 20/5/2024 | |
| Dato’ Haji Abd Aziz bin Abu Bakar ^[1] | N/A | | | | | |
| Ms. Tan Pei Geok ^[2] | N/A | | | | | |
| Mr. Kee Hock Kee | ✓ | ✓ | ✓ | ✓ | ✓ | 5/5 (100%) |
| Mr. Chee Wai Hong ^[3] | ✓ | ✓ | ✓ | ✗ | ✓ | 4/5 (80%) |
| Mr. Yee Chun Lin ^[4] | ✓ | ✓ | ✓ | ✓ | ✓ | 5/5 (100%) |

Notes:

^[1] Appointed as Chairman of the ARMC on 26 August 2024

^[2] Appointed as Member of the ARMC on 26 August 2024

^[3] Resigned as Chairman of the ARMC on 26 August 2024

^[4] Resigned as Member of the ARMC on 26 August 2024

RESPONSIBILITIES AND DUTIES OF THE ARMC

The ARMC is responsible for assisting the Board of Directors (“**the Board**”) in fulfilling its statutory and fiduciary responsibilities of monitoring the Company and its subsidiaries’ (collectively referred as “**the Group**”) management of its financial risk processes, accounting and financial reporting practices, risk and sustainability management, ensuring the efficacy of the Group’s system of internal control and in maintaining oversight of both the internal and external audit functions. Further details of the scope of responsibilities and duties of the ARMC are stated in the TOR of the ARMC, which is available on the Company’s website at www.menangcorporation.com.

The TOR of the ARMC is reviewed at least once a year to ensure it remains consistent with the ARMC’s objectives and responsibilities and any amendments to the TOR is approved by the Board.

The Chairman of the ARMC undertakes a continuing process of engagement with Management, Internal Auditors and External Auditors in order for the ARMC to be kept up-to-date with all significant matters and concerns affecting the Group.

REVIEW OF THE PERFORMANCE OF THE ARMC

The Board, through the Nomination Committee, performs an annual review and assessment of the term of office and performance of the ARMC to assess the ARMC’s effectiveness in carrying out its duties as set out in the TOR. The Board having reviewed and assessed the performance of the ARMC, is satisfied that the ARMC has effectively discharged its duties in accordance with the TOR for the financial year under review.



AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (continued)

SUMMARY OF ACTIVITIES

In line with the TOR of ARMC, the following activities were carried out by the ARMC during the financial year:

1. Financial Reporting & Compliance

- (i) Reviewed the quarterly unaudited financial results and audited financial statements prior to submission to the Board for approval.
- (ii) Reviewed the External Auditors' reports in relation to audit and accounting issues arising from the audit; and updates of new developments on accounting standards issued by the Malaysian Accounting Standards Board prior to submission to Board for approval. The review was to ensure the financial reporting and disclosure requirements are in compliance with:
 - Provision of Companies Act 2016;
 - MMLR of Bursa Securities;
 - Applicable approved accounting standards in Malaysia; and
 - Other legal and regulatory requirements.

In the review of the annual audited financial statements, the ARMC discussed with Management and the External Auditors the accounting principles and standards that were applied and their judgement of the items that may affect the financial statements.

The ARMC also reviews and provides advice on whether the financial statements taken as a whole provide a true and fair view of the Company's financial position and performance.

- (iii) Reviewed the ARMC Report, Management Discussion and Analysis, Statement of Directors' Responsibility, Sustainability Statement and Statement on Risk Management and Internal Control before recommending to the Board for approval and inclusion in the Annual Report.
- (iv) Reviewed related party transactions and conflict of interest situation that may arise within the Group and/or Company, to ensure that transactions entered into were on arm's length basis and on normal commercial terms.

2. External Audit

- (i) Reviewed and discussed with External Auditors' scope of work, budget and audit plan outlining their audit team, audit timeline, key areas of audit focus, communication of other significant audit matters and other updates and amendments.
- (ii) Reviewed the results of the audit, the External Auditors' report, the management letter, including Management's response and internal controls recommendations in respect of control weaknesses noted in the course of their audit.
- (iii) Evaluated the performance and effectiveness of the External Auditors for FY2024 covering areas such as calibre, quality processes, audit team, audit scope, audit communication, audit governance and independence. The ARMC is satisfied with the performance of the External Auditors and recommended the audit fee payable for the Board approval as well as recommending them to be re-appointed at the forthcoming Annual General Meeting.
- (iv) Reviewed and approved the non-audit services provided/to be provided by the External Auditors and its affiliates to ensure the provision of the non-audit services does not impair their independence or objectivity as External Auditors of the Group.
- (v) Reviewed and discussed the draft Key Audit Matters with the External Auditors to ensure that issues that are most significant in the audit are disclosed and to address the issues highlighted by External Auditors with Management and determine whether such issues should be addressed in the ARMC Report to the shareholders.
- (vi) Conducted private sessions with the External Auditors without the presence of the Executive Directors and Management to discuss other issues of concern, if any, arising from the audit.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (continued)

SUMMARY OF ACTIVITIES (CONT'D)

3. Internal Audit and Risk & Sustainability Management

- (i) Reviewed and assessed the internal audit function and risk & sustainability management needs, plans and performance for the financial year under review.
- (ii) Reviewed and discussed the audit reports presented by Internal Auditors on findings and recommendations with regards to system and control weaknesses noted in the course of their audit and Management's responses thereto and ensuring material findings are adequately addressed by Management.
- (iii) Reviewed and assessed the competency and resources' adequacy of the risk management and internal audit function.

INTERNAL AUDIT FUNCTION

The Group's internal audit function is outsourced to an independent professional firm, namely Wensen Consulting Asia (M) Sdn. Bhd. ("**Wensen**") that reports directly to the ARMC. It is the responsibility of Wensen to provide the ARMC with independent and objective reports on the extent of compliance of the various operating units within the Group's established policies and procedures as well as relevant statutory requirements. The ARMC is satisfied that Wensen's independence has been maintained as adequate measures are in place. The ARMC is contented that Wensen has sufficient resources and is able to access information to undertake its duties effectively.

Wensen had assigned two (2) internal audit personnel to assist the person responsible for internal audit. Details on the person responsible for the internal audit are set out below:

| | |
|----------------------------|---|
| Name | : Shawn Lee Chien Hean |
| Qualification | : Bachelor of Accounting (Honours) |
| Independence | : Does not have any family relationship with any directors and/or major shareholders of the Company |
| Public Sanction or penalty | : Has no convictions for any offences within the past 5 years, other than traffic offences, if any and has not been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year. |

During the FY2024, the following activities were carried out by the Internal Auditors in discharge of its responsibilities:

- (i) Performed the internal audit function based on the annual internal audit plan which was tabled and approved by the ARMC.
- (ii) Review on concession projects management for UiTM Seremban 3 Campus Project of Inovatif Mewah Sdn. Bhd., UiTM Puncak Alam Campus Project of Rumpun Positif Sdn. Bhd. and UiTM Nilai Training Centre Project of Protokol Elegan Sdn. Bhd..
- (iii) Emphasis on best practices and management assurance that encompass all business risks, particularly on the effectiveness and efficiency of operations, reliability of reporting, compliance with applicable law and regulations and safeguard of assets.
- (iv) Followed up on status of Management Action Plan on recommendation raised in previous cycle of internal audit including specific timelines for those outstanding matters to be resolved.
- (v) Reports issued by the internal audit function were tabled at ARMC meetings in which Management was present at such meeting to provide pertinent clarification or additional information to address questions raised by ARMC pertaining to matters raised.

The ARMC is pleased to disclose that there were no significant weaknesses identified that would have resulted in any material losses, contingencies, or uncertainties to the Group, which would require separate disclosure in the financial statements.

Further details of the risk management, internal controls and internal audit function are set out in the Statement on Risk Management and Internal Control in this Annual Report.



CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (“**the Board**”) recognises the importance of corporate governance and is committed to maintain high standards of corporate governance and strives to ensure that it is practiced throughout Menang Corporation (M) Berhad (“**the Company**”) and its subsidiaries (collectively referred as “**the Group**”) as a fundamental part of discharging its responsibilities in order to safeguard and enhance shareholders’ value and raise the performance of the Group.

In this Statement, the Board provides a summary of the corporate governance practices adopted and applied by the Company based on the principles and best practices set out in the Malaysian Code on Corporate Governance (“**MCCG**”) and the governance standards prescribed in the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) throughout the year under review. This Statement is meant to be read together with the Corporate Governance (“**CG**”) Report for the financial year ended 30 June 2024 (“**FY2024**”) of the Company. The CG report provides details on how the Company has applied each practice as set out in MCCG for FY2024, a copy of which is available on the Company’s website at www.menangcorporation.com as well as via an announcement on Bursa Securities.

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS

I. BOARD RESPONSIBILITIES

Board of Directors

The Group acknowledges the pivotal role played by the Board in the stewardship of its directions and operations, and ultimately the enhancement of long-term shareholders’ value. To fulfil this role, the Board plays a critical role in setting the appropriate tone at the top and is charged with leading and managing the Group in an effective, good governance and ethical manner. The Directors individually have a legal duty to act in the best interest of the Group and are also collectively aware of their responsibilities to the stakeholders for the manner in which the affairs of the Group are managed. The Board’s responsibilities, amongst others include the following:

- Reviewing and adopting a strategic plan for the Group;
- Establishing policies for strengthening the financial and operational performance of the Group and ensuring proper and effective execution of the policies;
- Overseeing and evaluating the conduct of the Group’s business to ensure the business is properly managed. This includes ensuring the solvency of the Group and the ability of the Group to meet its contractual obligations and to safeguard its assets;
- Identifying principal risks and ensuring the implementation of appropriate systems to manage these risks;
- Reviewing the adequacy and the integrity of the Company and the Group’s internal control systems and management information systems, including systems for compliance with applicable law, regulations, rules, directives and guidelines;
- Ensuring the conduct of the Group business complies with applicable laws, regulations, rules and directives and guidelines;
- Appointing board committees to address specific issues, considering recommendations of the various board committees and discussing problems and reservations arising from these committees’ deliberations and reports;
- Ensuring that the statutory accounts of the Company and the Group are fairly stated and conform with the relevant regulations including acceptable accounting policies that result in balanced and understandable financial statements;
- Ensuring that there is in place an appropriate succession plan for members of the Board and senior management;
- Formalising the Company’s strategies on promoting sustainability, focusing on environmental, social and governance aspects.
- Ensuring the Group adheres to high standards of ethics and corporate behaviour through the Company’s Code of Conduct & Ethics; and
- Developing and implementing an appropriate investor relations programme or shareholder communication policy for the Company.

The Board comprises of members who have a wide range of experience in fields such as legal, management, finance, construction and property development to successfully direct and supervise the Group’s business activities. A brief profile of each Director is presented in the Annual Report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (continued)

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

Separation of position of the Chairman and Group Managing Director/Chief Executive Officer

The Board has established clear roles and responsibilities in discharging its fiduciary and leadership functions. The Chairman and the Group Managing Director/Chief Executive Officer (“**Group MD/Group CEO**”) of the Company has clear division of responsibilities and accountability to ensure a balance of power and authority. The Chairman is responsible for the overall leadership and efficient functioning of the Board. Whilst, the Group MD/Group CEO is the conduit between the Board and the Management in ensuring the success of the governance and management functions of the Company.

Presently, the Company has appointed Mr. Toh May Fook, as an Executive Chairman of the Company, who leads the Board with focus on governance and compliance and acts as a facilitator at Board meetings to ensure that relevant views and contributions from Directors are forthcoming on matter being deliberated and that no Board members dominates the discussion.

The Chairman’s key responsibility, amongst others, includes the following:

- a) Leadership of the Board;
- b) Overseeing the effective discharge of the Board’s oversight role;
- c) Facilitating the effective contribution of all Directors;
- d) Conducting the Board’s function and meetings;
- e) Briefing all Directors in relation to issues arising at meetings;
- f) Scheduling regular and effective evaluations of the Board’s performance; and
- g) Promoting constructive and respectful relations between Board members and between the Board and the Management.

Currently, the Company does not have a Group MD/Group CEO. The Board delegates the responsibility of implementing the Group’s strategies, business plans, policies and day-to-day management to the Executive Committee which consist of the Executive Directors and supported by the Senior Management team and personnel.

The Executive Directors take on primary responsibility to spearhead and manage the overall business activities of the various business division of the Group to ensure optimum utilization of corporate resources and expertise by all the business divisions and at the same time achieve the Group’s long-term objectives. They also implement the policies, strategies, decisions adopted by the Board, monitors the operating financial results against plans and budgets and acts as a conduit between the Board and Management in ensuring the success of the Group’s governance and management functions.

During Board meetings, the Chairman maintains a collaborative atmosphere and ensures that all Directors contribute to the discussion. The Chairman and Executive Directors arrange informal meetings and events from time to time to build constructive relationships between the Board members.

Supply and Access to Information

All Directors have unrestricted access to the advice and services of the Company Secretaries who are suitably qualified and competent to support the Board. The Company Secretaries are responsible for providing support and guidance to the Board on policies and procedures, rules and regulations and relevant laws in regard to the Company as well as the best practices on governance.

In addition, all Directors have full and unrestricted access to all information pertaining to the Group’s businesses and affairs in a timely manner to enable them to discharge their duties effectively.

Procedures have been established for timely dissemination of Board and Board Committee papers to all Directors and Board Committees in advance of the scheduled meetings. Notices of meetings are sent to Directors at least seven (7) days before the meetings. Management provides the Board with detailed meeting materials in advance of the Board or Board Committees’ meetings. Senior Management may be invited to join the meetings to brief the Board and Board Committees on the requisite information on matters being discussed, where necessary.



CORPORATE GOVERNANCE OVERVIEW STATEMENT (continued)

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

Supply and Access to Information (Cont'd)

Technology is effectively used in the meetings of Board and Board Committees and in communication with the Board, where the Directors may receive agenda and meeting materials online and participate in meetings via audio or video conferencing.

Commitment of the Board

Formal Board meetings are held at least once every quarter to oversee the business affairs of the Group, and to approve, if applicable, any financial or business objectives and strategies. Ad-hoc meetings are convened when circumstances require. The Chairman of the respective Board Committees report to the Board on key issues deliberated at the respective Board Committees meetings and make recommendations to the Board for decision, where necessary.

The Board met five (5) times during FY2024. The attendance of each Director at the Board meetings held during FY2024 are as follow:

| Directors | No. of Meetings Attended | Percentage (%) |
|--|--------------------------|----------------|
| Mr. Toh May Fook | 5/5 | 100% |
| Mr. Lee Min Huat ^[1] | 5/5 | 100% |
| Ms. Liew Sook Pin | 5/5 | 100% |
| Mr. Chee Wai Hong ^[2] | 4/5 | 80% |
| Mr. Yee Chun Lin ^[2] | 5/5 | 100% |
| Mr. Kee Hock Kee | 5/5 | 100% |
| Dato' Haji Abd Aziz bin Abu Bakar ^[3] | N/A | N/A |
| Ms. Tan Pei Geok ^[3] | N/A | N/A |

Note:

^[1] Resigned as Executive Director on 26 August 2024

^[2] Resigned as Independent Non-Executive Director on 26 August 2024

^[3] Appointed as Independent Non-Executive Director on 26 August 2024

The Board is satisfied with the level of time commitment given by the Directors towards fulfilling their roles and responsibilities which is evidenced by the satisfactory attendance record of the Directors at each Board meeting.

It is the Board's policy for Directors to notify the Board before accepting any new directorship notwithstanding that the MMLR of Bursa Securities allow a Director to sit on the board of a maximum of five (5) listed issuers. Such notification is expected to include an indication of time that will be spent on the new appointment. At present, all Directors of the Company have complied with the MMLR where they do not sit on the board of more than five (5) listed issuers.

Continuous Development of the Board

The Board acknowledges the importance of continuous education and training, in order to keep abreast with the industry, regulatory and compliance issues, trends and best practices and developments in the marketplace, to enable them to discharge their duties and responsibilities more effectively.

All Directors have completed the Mandatory Accreditation Programme. The Directors are mindful that they would continue to enhance their skills and knowledge to maximize their effectiveness as Directors during their tenure. Throughout their period in office, the Directors are continually updated on the Group's business and the regulatory requirements.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (continued)

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

Continuous Development of the Board (Cont'd)

The list of training programmes attended by the Directors during the FY2024 under review are as follows:

- MIA Webinar Series: Malaysian Taxation: An Advanced Course – A practical guide on Tax Principles and Practice (Module 1: Business & Employment)
- MIA Webinar Series: Malaysian Taxation: An Advanced Course – A practical guide on Tax Principles and Practice (Module 2: Capital Allowances & Losses)
- MIA Webinar Series: Malaysian Taxation: An Advanced Course – A practical guide on Tax Principles and Practice (Module 3: Advanced Subjects I)
- MIA Webinar Series: Malaysian Taxation: An Advanced Course – A practical guide on Tax Principles and Practice (Module 4: Advanced Subjects II)
- Management of Cyber Risk
- 2024 Budget Seminar
- MIA Webinar Series: Getting Ready for e-Invoicing in Malaysia
- Mandatory Accreditation Programme Part II: Leading for Impact (LIP)

The Company Secretary also highlights the relevant guidelines on statutory and regulatory requirements from time to time to the Board. The External Auditors on the other hand, briefed the Board on changes to the Malaysian Financial Reporting Standards that affect the Group's financial statements during the financial year.

Board Committees

The Board has established the following three (3) Board Committees to assist the Board:

- Audit and Risk Management Committee (“**ARMC**”);
- Nomination Committee (“**NC**”); and
- Remuneration Committee (“**RC**”).

The Board Committees are entrusted with specific responsibilities to oversee the Group's affairs, with authority to act on behalf of the Board in accordance with their respective Terms of Reference (“**TOR**”). The Board appoints the Chairman and members of each Board Committee. Each Board Committee is governed by their own TOR, which is approved by the Board and are periodically reviewed.

The Chairman of the respective Board Committees will report to the Board on the outcome of any discussions and make recommendations thereon to the Board. The ultimate responsibility for the final decision on all matters, however, lies with the Board.



CORPORATE GOVERNANCE OVERVIEW STATEMENT (continued)

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

Board Charter

The Company has established a Board Charter to promote high standards of corporate governance and the Board Charter is designed to provide guidance and clarity for Directors and Management with regard to the role of the Board and its committees. The Board Charter clearly sets out the key values and principles of the Company and further sets out the duties and responsibilities of the Board, and the Board Committees. The Board Charter also provides structure guidance and ethical standards for the Board in discharging their duties towards the Group as well as its operating practices. The Board Charter further entails the following issues and decisions reserved for the Board:

- Review and approve strategic direction and business plans;
- Review and approve the financial statements of the Group for timely lodgement and release to relevant authorities and market;
- Review major risks and relevant measures deployed by management to address the risks;
- Establish and delegation of power to board committees and management team;
- Review and approve corporate exercise, restructuring plans, capital expenditure, disposal of capital items, funding requirements;
- Review and consider succession plan, evaluation of Board and Board Committees and individual directors based on recommendations of NC;
- Review recommendation from RC on the remuneration packages of directors;
- Review the Group budgets;
- Review and ratify the related party transactions and recurrent related party transactions; and
- Approve the appointment and resignation of directors, company secretary and auditors.

The Board Charter is reviewed by the Board from time to time and updated in accordance with the needs of the Company and any new regulations that may have an impact on the discharge of the Board's responsibilities. The Board Charter is made available on the Company's website.

The Company has also implemented various policies such as Corporate Disclosure Policy, Code of Conduct & Ethics, Anti-Bribery & Anti-Corruption Policy, Fit and Proper Policy, Directors and Senior Management's Remuneration Policy, Diversity Policy, External Auditors Assessment Policy, and Whistleblowing Policy and Procedures which would be periodically reviewed by the Board and a copy of each policy is available on the Company's website.

Company Secretaries

The Board is assisted by two (2) qualified and competent Company Secretaries who possess the requisite qualification and are qualified to act as Company Secretary under Section 235(2) of the Companies Act 2016. They and their team play a supportive role by ensuring adherence to the Company's Constitution, Board's policies and procedures and compliance with the relevant regulatory requirements, codes or guidance and legislations from time to time. The Company Secretaries monitor corporate governance developments and assist the Board in applying governance practices to meet the Board's needs and stakeholders' expectations. All the Directors have unrestricted access to the advices and services of the Company Secretaries for the purpose of the conduct of the Board's affairs and the business.

The Company Secretaries constantly keep themselves abreast of the evolving capital market environment, regulatory changes and developments in corporate governance through attendance at relevant conferences and training programmes. The Company Secretaries have also attended the relevant continuous professional development programmes as required by the Companies Commission of Malaysia or the Malaysian Institute of Chartered Secretaries and Administrators for practising company secretary. The Board is satisfied with the performance and support rendered by the Company Secretaries in discharging its functions.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (continued)

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

Company Secretaries (Cont'd)

In addition, the Company Secretaries are also accountable to the Board and is responsible for the following:

- Advising the Board on its roles and responsibilities;
- Advising the Board on matters related to corporate governance and the MMLR;
- Ensuring that Board procedures and applicable rules are observed;
- Maintaining records of the Board and ensuring effective management of the Company's statutory records;
- Preparing comprehensive minutes to document Board proceedings and ensuring conclusions are accurately recorded;
- Assisting communications between the Board and Management;
- Advising the Board on corporate disclosure and compliance with company and securities regulations and MMLR;
- Monitoring corporate governance developments and assist the Board in applying governance practices to meet the Board's needs and stakeholders' expectations;
- Providing full access and services to the Board and carrying out other functions deemed appropriate by the Board from time to time;
- Serve as a focal point for stakeholders' communication and engagement on corporate governance issues; and
- Preparing and circulating notices and agendas for Board and Board Committees meetings and coordinating the preparation of Board and Board Committees papers in a timely and effective manner.

II. BOARD COMPOSITION

Composition and Diversity

The Directors are of the opinion that the current Board size and composition is adequate for facilitating effective decision making given the scope and nature of the Group's businesses and operations. The Board maintains an appropriate balance of expertise, skills and attributes among the Directors which is reflected in the diversity of backgrounds and competencies of the Directors. Such competencies include finance, accounting, legal, digital and other relevant industry knowledge, entrepreneurial and management experience and familiarity with regulatory requirements and risk management.

The NC ensures that the composition of the Board is refreshed periodically while the tenure, performance and contribution of each Director is assessed by the NC through the Board Evaluation. In addition, each of the retiring Directors will provide their annual declaration/confirmation on their fitness and propriety as well as independence, where applicable.

The Board is of the view that diversity of the Board enhances the decision-making capability of the Company and improves the Board's discussion process by allowing different perspectives to be included in decision making. While the Board acknowledges the need to promote gender diversity within its composition and endeavour to increase female participation in the Board and Senior Management, it has decided not to set any specific targets as the Board believes that it is more important to have the right mix and skills for such positions. As at the date of this Statement, there are two (2) female Directors on the Board of the Company representing 40% of the total Board members.

The Company has adopted a diversity policy which outlines its approach to achieving and maintaining diversity (including gender diversity) on its Board and in Senior Management positions. This includes requirements for the Board to establish measurable objectives for achieving diversity on the Board and in management positions, and for the appropriate Board Committees to monitor the implementation of the policy, assess the effectiveness of the Board nomination process and the appointment process for management positions at achieving the objectives of the policy.



CORPORATE GOVERNANCE OVERVIEW STATEMENT (continued)

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

Composition and Diversity (Cont'd)

As at the date of this Statement, the Board comprised of five (5) members, two (2) Executive Directors and three (3) Independent Non-Executive Directors. The composition of the Board complies with Paragraph 15.02 of the MMLR of Bursa Securities. In view of their diversified background and extensive experience, they brought a wide range of technical skills and expertise to the Group and have contributed significantly towards performance monitoring, control as well as governance. The Board believes that the current composition is appropriate given the collective skills and experiences of the Directors and the Group's current size and nature of business. The Board will continue to monitor and review the Board's size and composition as may be needed.

The Board of Directors' profile can be found in the Annual Report of the Company.

Independency of Independent Directors

The Independent Directors play a crucial role in corporate accountability and provide unbiased views and impartiality to the Board's deliberations and decision-making process. The Board also recognises the importance of independence and objectivity in the decision-making process. The Board is committed to ensure that the Independent Directors are capable to exercise independent judgement and act in the best interests of the Group.

The Board via the NC carried out an independence assessment of the Independent Directors based on the guidelines set out in the MMLR to assess the independence of candidate for directorship and existing directors. The Directors are also required to confirm their independence by completing the independence checklist on an annual basis. Based on the assessment carried out, the NC is satisfied that the Independent Directors are independent of the management and free from any business or other relationships which could interfere with the exercise of independent judgement, objectivity and the ability to act in the best interest of the Group.

As at the date of this statement, none of the Independent Directors has exceeded a cumulative term of nine (9) years. Nonetheless, the Board would justify and seek annual shareholders' approval to retain the Independent Directors after the ninth (9th) year through a two-tier voting process.

ARMC

The ARMC monitors internal control policies and procedures designed to safeguard the Group's assets and to maintain the integrity of financial reporting. The ARMC maintains direct, unfettered access to the Company's External Auditor, Internal Auditor and management.

The ARMC comprises of three (3) members, all of whom are Independent Non-Executive Directors. The present members of the ARMC are as follows:

| Director | Designation |
|--|-------------|
| Dato' Haji Abd Aziz bin Abu Bakar ^[1] | Chairman |
| Mr. Kee Hock Kee | Member |
| Ms. Tan Pei Geok ^[2] | Member |

A copy of the ARMC's Terms of Reference can be found in the Company's website at www.menangcorporation.com.

Notes:

^[1] Appointed as Chairman of the ARMC on 26 August 2024

^[2] Appointed as Member of the ARMC on 26 August 2024

CORPORATE GOVERNANCE OVERVIEW STATEMENT (continued)

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

NC

The NC oversees matters related to the nomination of new Directors, annually reviews the required mix of skills, experience and other requisite qualities of Directors as well as the annual assessment of the effectiveness of the Board as a whole, its Committees and the contribution of each individual Director as well as identify candidates to fill board vacancies, and nominating them for approval by the Board.

The NC comprises of three (3) members, all of whom are Independent Non-Executive Directors. The present members of the NC are as follows:

| Director | Designation |
|--|-------------|
| Dato' Haji Abd Aziz bin Abu Bakar ^[1] | Chairman |
| Ms. Tan Pei Geok ^[2] | Member |
| Mr. Kee Hock Kee | Member |

Notes:

^[1] Appointed as Chairman of the NC on 26 August 2024

^[2] Appointed as Member of the NC on 26 August 2024

During the FY2024, the NC held one meeting and all member registered full attendance. Below is a summary of the key activities undertaken by the NC in discharge of its duties for the FY2024:

- (a) Reviewed the composition of the Board and Board Committees with regards to the mix of skills, independence and diversity in accordance with its policy;
- (b) Determined the Directors who stand for re-election and re-appointment by rotation;
- (c) Assessed the effectiveness and performance of the Board as a whole and the contribution of each individual Director. This was carried out through a self-assessment document that was completed by each Director. The assessment criteria include the following:
 - Board composition
 - Board process
 - Performance of Board Committees
 - Information provided to the Board
 - Role of the Board in strategy and planning
 - Risk management framework
 - Accountability and standard of conduct of Directors
- (d) Reviewed the terms of office of the ARMC and each member of the ARMC to ascertain that the ARMC and its members have carried out their duties in accordance with the ARMC's TOR;
- (e) Assessed and reviewed the independence and continuing independence of the Independent Directors;
- (f) Oversee the selection and recruitment of potential candidates for the Group and recommend to the Board after taking into consideration of their competencies, integrity, track record of identified candidate;
- (g) Recommended the redesignation of Group Managing Director to Executive Chairman;
- (h) Recommended the appointment of Directors in subsidiaries; and
- (i) Reviewed the Diversity Policy, Fit and Proper Policy and TOR of the NC.

A copy of the NC's TOR can be found in the Company's website at www.menangcorporation.com.



CORPORATE GOVERNANCE OVERVIEW STATEMENT (continued)

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

RC

The RC is responsible for recommending to the Board the remuneration principles and the framework for members of the Board and Senior Management.

The RC comprises of three (3) members, all of whom are Independent Non-Executive Directors.

The present members of the RC are as follows:

| Director | Designation |
|--|-------------|
| Mr. Kee Hock Kee ^[1] | Chairman |
| Dato' Haji Abd Aziz bin Abu Bakar ^[2] | Member |
| Ms. Tan Pei Geok ^[2] | Member |

Notes:

^[1] Appointed as Chairman of the RC on 26 August 2024

^[2] Appointed as Member of the RC on 26 August 2024

During the FY2024, the RC held one meeting and all member registered full attendance. Below is the summary of the key activities undertaken by the RC in discharge of its duty:

- Reviewed, assessed and recommended the remuneration packages of the Executive Directors and Senior Management;
- Reviewed the Directors' fees and other benefits payable to the Directors;
- Recommended the salary adjustment for the Executive Chairman of the Company;
- Reviewed the TOR of the RC; and
- Reviewed the Directors and Senior Management's Remuneration Policy.

A copy of the RC's TOR can be found in the Company's website at www.menangcorporation.com.

Annual Assessment

The NC is responsible in evaluating performance and effectiveness of the entire Board, the Board Committees and individual Director on a yearly basis. The evaluation process is led by the NC Chairman and supported by the Company Secretaries via questionnaires. The NC reviews the outcome of the evaluation and recommends to the Board on areas for continuous improvement and also for them to form the basis of recommending relevant Directors for re-election at the Annual General Meeting ("AGM") of the Company.

The assessment criteria used in the assessment of Board and individual Directors include mix of skills, knowledge, Board diversity, size and experience of the Board, core competencies and contribution of each Director. The Board Committees were assessed based on their roles and responsibilities, scope and knowledge, frequency and length of meetings, supply of sufficient and timely information to the Board and also overall effectiveness and efficiency in discharging their function.

The Board evaluation comprises Performance Evaluation of the Board and various Board Committees, Directors' Peer Evaluation and Assessment of the independence of the Independent Directors. The assessment is based on four (4) main areas relating to Board Structure, Board Operations, Board and Chairman's roles and responsibilities and Board Committees' role and responsibilities.

For Directors' Peer Evaluation, the assessment criteria include abilities and competencies, calibre and personality, technical knowledge, objectivity and the level of participation at Board and Committee meetings including his/her contribution to Board processes.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (continued)

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

Annual Assessment (Cont'd)

Any appointment of a new Director to the Board or Board Committee is recommended by the NC for consideration and approval by the Board. In accordance with the Company's Constitution, one-third (1/3) of the Directors for the time being shall retire from office at each AGM. A retiring director shall be eligible for re-election. The Constitution also provides that all directors shall retire at least once every three (3) years.

During the financial year, the Board conducted an internally facilitated Board assessment. The results and recommendations from the evaluation of the Board and Committees are reported to the Board for full consideration and action. The Board was comfortable with the outcome and that the skills and experience of the current Directors satisfy the requirements of the skills matrix and that the Chairman possesses the leadership to safeguard the stakeholders' interest and ensure the development of the Group.

The NC also considered the results of the evaluation when considering the re-election of Directors and recommended to the Board for endorsement the Directors standing for re-election at forthcoming AGM of the Company.

III. REMUNERATION

The objective of the Group's internal remuneration policy is to provide fair and competitive remuneration to its Board and Senior Management in order for the Company to attract and retain Board and Senior Management of calibre to run the Group successfully. The responsibilities for developing the remuneration policy and determining the remuneration packages of Executive Directors and Senior Management lie with the RC. Nevertheless, it is ultimately the responsibility of the Board to approve the remuneration of Executive Directors and Senior Management.

Based on the remuneration framework, the remuneration packages for the Executive Directors and Senior Management compose of a fixed component (i.e. salary, allowance and etc.) and a variable component (i.e. bonus, benefit-in kind-and etc.) which is determined by the Group's overall financial performance in each financial year which is designed to support our strategy and provides a balance between motivating and challenging our Senior Management to deliver our business priorities, as set out by Executive Directors, and strong performance while also driving the long-term sustainable success of the Group.

The level of remuneration of Non-Executive Directors reflects their experience and level of responsibility undertaken by them. Non-Executive Directors will receive a fixed fee, with additional fees if they are Chairman of the ARMC, RC or NC in respect of his/her service as Chairman of the respective Committees. The fees for Directors are determined by the Board with the approval from shareholders at the AGM and no Director is involved in deciding his/her own remuneration.

During the financial year under review, the RC had reviewed the remuneration packages for the Executive Directors and Senior Management personnel, which reflects the level of risk and responsibility, the individual's performance indicators in the job, the performance of the Company and concluded that the packages are well within comparable companies in similar industry. The RC further discussed the annual salary review for the Executive Directors and Senior Management in line with the budget salary increase for the rest of the organisation.

The RC had also reviewed the Directors' Fees and Benefits Payable to the Directors, which reflects the experience and level of responsibilities undertaken by the individual Director concerned. The RC then presented their recommendation accordingly to the Board.

The Board is of the view that the current remuneration level suffices to attract, retain and motivate qualified Directors to serve on the Board. The detailed disclosure on named basis for the remuneration of individual Directors which includes fees, salary, bonus, benefits in-kind and other emoluments from the Company and the Group for the FY2024 are set out in the CG Report.



CORPORATE GOVERNANCE OVERVIEW STATEMENT (continued)

PRINCIPLE B : EFFECTIVE AUDIT AND RISK MANAGEMENT

I. ARMC

The Board is assisted by the ARMC to oversee the Group's financial reporting processes and the quality of its financial reporting and to ensure the financial statements of the Group comply with the applicable financial reporting standards in Malaysia.

The Chairman of the ARMC is not the Chairman of the Board, ensuring that the impairment of objectivity on the Board's review of the ARMC's findings and recommendation remains intact.

The ARMC has adopted a TOR which sets out its goals, objectives, duties, responsibilities and criteria on the composition of the ARMC which includes a former key audit partner of the Group to observe a cooling-off period of at least three (3) years before being able to be appointed as a member of the ARMC.

All the ARMC members are financially literate and are able to understand matters under the purview of the ARMC including the financial reporting policies, carried out their duties in accordance with the TOR of the ARMC. Therefore, the ARMC is relied upon by the Board to, amongst others, provide advice in the areas of financial reporting, external audit, internal control environment and internal audit process, review of related party transactions as well as conflict of interest situation.

The Board places great emphasis on the objectivity and independence of the External Auditors. Through the ARMC, the Board maintains a transparent relationship with the External Auditors in seeking professional advice on the internal control and ensuring compliance with the appropriate accounting standards. The ARMC is empowered to communicate directly with the External Auditors to highlight any issues of concern at any point in time. During FY2024, the External Auditors met the ARMC three times without the presence of the Executive Directors and Management.

The ARMC ensures the external audit function is independent of the activities it audits and reviews the contracts for the provision of non-audit services by the External Auditors in order to make sure that it does not give rise to conflict of interests. The excluded contracts would include management consulting, internal audit and standard operating policies and procedures documentation.

On an annual basis, the ARMC reviews the appointment, performance and remuneration of the External Auditors before recommending them to the shareholders for re-appointment at the AGM of the Company. Based on the annual assessment with the External Auditors, the ARMC was satisfied with the performance and suitability of the External Auditors and recommended to the Board and subsequently, proposed for shareholder's approval for the re-appointment of Messrs TGS TW PLT as External Auditors of the Company for the financial year ending 30 June 2025.

As part of the ARMC's review processes, the ARMC had obtained 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.

Further details of the roles and responsibilities of the ARMC, number of meetings and attendance, summary of ARMC activities and Internal Auditors' reviews FY2024 are set out in ARMC Report in the Annual Report.

II. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

During the current financial year, the Board and the Management maintained the existing risk management framework that was adopted previously. The Board is assisted by the ARMC in reviewing the adequacy of the risk management and internal control system of the Group. This covers all material controls including financial, operational, compliance and risk management systems.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (continued)

PRINCIPLE B : EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

II. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK (CONT'D)

The Group has outsourced its Internal Audit Function to Wensen Consulting Asia (M) Sdn. Bhd. (“Wensen”). Wensen is an independent professional firm that supports the ARMC, and by extension, the Board, by providing an independent assurance on the adequacy and effectiveness of the Group’s internal control systems. The Internal Auditors carry out its function in accordance with the Internal Audit Plan approved by the ARMC. The results of the audits and the recommendations for improvement or actions needed to be taken by the Management were presented at during ARMC meetings.

Further information on the Group’s risk management and internal control framework is set out in the Statement of Risk Management and Internal Control of this Annual Report.

PRINCIPLE C : INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

I. COMMUNICATION WITH STAKEHOLDERS

The Company recognises the importance of accountability to its stakeholders through effective and constructive communication and timely dissemination of information on all material business and corporate developments to the shareholders, stakeholders and the public, in general. The Board has formalised a corporate disclosure policy and procedure not only to comply with the disclosure requirements as stipulated in the MMLR, but also sets out the persons authorised and responsible to approve and disclose material information to all stakeholders.

The Group’s financial performance, major corporate developments and other relevant information are promptly disseminated to shareholders and investors via announcements of its quarterly results, annual report, corporate announcements to Bursa Securities and press conferences. It is the Group’s practice that any material information for public announcement, including annual, quarterly financial statements, press releases, and presentation to investors, analyst and media are factual and reviewed internally before issuance to ensure accuracy and is expressed in a clear and objective manner.

The Group has a dedicated Investor page which is accessible by the public via its website, which enhances such communication with the stakeholders through all announcements made, Annual Reports as well as the corporate and governance structure of the Company.

II. CONDUCT OF GENERAL MEETINGS

The Company’s AGM is an important means of communicating with its shareholders. To ensure effective participation of an engagement with the shareholders at the AGM of the Company, all members of the Board would be present at the meeting to respond to questions raised by shareholders and proxies. In addition, the Chairman of the Board would chair the AGM in an orderly manner and encourage the shareholders and proxies to speak at the meeting. The overall performance of the Group would be presented at the meeting.

To ensure shareholders have sufficient time to go through the Annual Report, notice of AGM is circulated at least twenty-eight (28) calendar days before the date of the AGM. The AGM of the Company was conducted through live streaming and online remote voting using Remote Participation and Voting facilities. Shareholders whom were unable to attend the virtual AGM were also encouraged to vote on the proposed motions by appointing a proxy.

The Board also encourages participation from shareholders by having “question and answer” session during the AGM during which the Directors (inclusive of the Chairman of the ARMC, NC and RC) are available to provide meaningful response to questions raised by the shareholders.

In line with the MMLR, the Company has implemented and will continue to implement poll voting for all proposed resolutions set out in the notice of any general meeting. An independent scrutineer will also be appointed to validate the votes cast at any general meeting of the Company.

This Statement was approved by the Board of Directors on 21 October 2024.



STATEMENT OF DIRECTORS' RESPONSIBILITY IN RELATION TO THE AUDITED FINANCIAL STATEMENTS

In accordance with the Companies Act 2016 in Malaysia (“**Act**”) and under Paragraph 15.26 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a listed issuer is required to issue a statement explaining the Board’s responsibility for preparing the annual audited financial statements and about the state of risk management and internal control of the listed issuer as a group in the annual report.

The Directors are of the opinion that the financial statements as set out in this Annual Report are drawn up in accordance with applicable Malaysian Financial Reporting Standards, International Financial Reporting Standards and the Act so as to give a true and fair view of the financial position, results and cash flows of the Company and its subsidiaries (“**the Group**”) for the financial year ended 30 June 2024.

In the process of preparing these financial statements, and other than as disclosed in the notes to the financial statements, the Directors have reviewed the accounting policies and practices to ensure that they were consistently applied throughout the year. In cases where judgement and estimates were made, they were based on reasonableness and prudence.

The Directors are responsible to ensure that the Group keep proper accounting records which disclose the financial position of the Group with reasonable accuracy and to enable them to comply with the provisions of the Act.

The Directors have also taken all such necessary steps to ensure that proper internal controls are in place to safeguard the assets of the Group and to detect and prevent fraud and other irregularities.

This Statement was approved by the Board of Directors on 21 October 2024.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

The Board of Directors (“**the Board**”) of Menang Corporation (M) Berhad (“**the Company**”) and its subsidiaries (“**the Group**”) is committed to embracing the Malaysian Code on Corporate Governance and to adhere to the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”). The Company is pleased to provide the following Statement on Risk and Management and Internal Control (“**Statement**”) which outlines the scope and nature of risk management and the internal controls of the Group for the financial year ended 30 June 2024 (“**FY2024**”).

This Statement is prepared pursuant to Paragraph 15.26(b) of the MMLR of Bursa Securities, Malaysian Code on Corporate Governance and guided by the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers.

ACCOUNTABILITY OF THE BOARD

The Board recognises the importance of good risk management practices and sound internal controls as a platform to good corporate governance. The Board acknowledges its responsibility for the Group’s overall system of risk management and internal control and regularly reviews its adequacy and integrity. In establishing the Group’s system of risk management and internal control, the following criteria are taken into consideration:

- (i) Systems are designed to manage rather than eliminate the risks of failure to achieve the Group’s business objectives as such, it can only provide reasonable but not absolute assurance against material misstatement, fraud or loss; and
- (ii) This system is a continuous process for identifying, evaluating and managing the significant risks faced by the Group.

The Board, with the assistance of the Audit and Risk Management Committee (“**ARMC**”), periodically reviews the adequacy and effectiveness of the Group’s risk management and internal control system with the support of the Internal Auditors. This would include the on-going process for identifying, evaluating and establishing mitigating procedures for any significant risk identified within the operations as a result of changes in business environment and regulatory requirements.

The ARMC, with the assistance of the Senior Management, is delegated to oversee the implementation and management of the systems of risk management and internal control within the established framework throughout the Group.

RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

The main features of the Group’s risk management framework are as follows:

- (i) The Senior Management who assumes an active role in the day-to-day operations of the Group works closely and reports regularly to the Board on corporate and accounting developments, this in turn facilitates the prioritisation of risk related issues for the Group to plan its resources and address the risk accordingly;
- (ii) Financial reports are presented to the ARMC and the Board on a quarterly basis for review and if necessary, corrective action are taken;
- (iii) The Board, ARMC and Senior Management regularly review the internal audit reports and monitor the status of the implementation of recommendations to address any internal control weaknesses identified;
- (iv) A defined organisational and hierarchical structure outlining the lines of reporting and job responsibilities at the operational level. In ensuring that each operating unit is functioning efficiently, emphasis is placed on the integrity and competence of personnel employed through regular performance reviews and regular reviews and improvements on internal policies, objectives and operational procedure; and
- (v) Adequate insurance coverage of major assets to ensure that assets of the Group are sufficiently covered against mishap that may result in losses to the Group.



STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (continued)

INTERNAL CONTROL

The key elements of the internal control system that provide effective governance and oversight of internal control are described as follow:

- (i) A well-defined organisational structure with clear lines of accountability and responsibilities provides a sound framework within the organisation in facilitating check and balance for proper decision making at the appropriate authority levels of management including matters that require the Board's approval;
- (ii) A documented delegation of authority that sets out decisions that need to be taken and the appropriate levels of management involved including matters that require the Board's approval;
- (iii) The Board and ARMC meet at least once on a quarterly basis to review and deliberate on the unaudited quarterly financial reports, annual financial statements, internal audit reports and etc. Discussions with management were held to deliberate on the actions that are required to be taken to address internal control issues identified; and
- (iv) Internal policies and procedures had been established for key business units within the Group.

INTERNAL AUDIT FUNCTION

Internal auditing is an independent, objective assurance and consulting activity designed to improve and add value to the Company's operations. The Internal Auditors review the adequacy and the integrity of the risk management and internal control systems, assess compliance with applicable laws and regulations, ascertain compliance with policies and procedures and made appropriate recommendations in improving the internal control and governance processes in the Group.

In desire to maintain total independence in the management of the internal control environment and remain in compliance with the Bursa Securities MMLR, the Company has appointed an independent professional firm, Wensen Consulting Asia (M) Sdn. Bhd. ("**Wensen**") to manage the Group's internal audit function.

The total cost incurred for internal audit activities of the Group for the FY2024 amounted to RM11,592.

During the FY2024, Wensen assists the Board and ARMC in performing regular and systematic review and provide independent assessment on the adequacy, efficiency and effectiveness of the Group's risk management framework and internal control system. Wensen is free from any relationships or conflict of interest, which may impair their objectivity and independence of the internal audit function. The ARMC together with Wensen agrees on the scope and planned internal audit activities and all audit findings including management action plans were presented directly to the ARMC.

In the planning and throughout the course of their audit work, Wensen made reference to the International Professional Practices Framework and Code of Ethics issued by the Institute of Internal Auditors, Inc (USA) with classification and reporting according to the principles of COSO Internal Control – Integrated Framework as well as the Group's policies.

In addition, follow up review are conducted to ensure that action plans have been implemented on a timely manner. Based on the internal audit review conducted, there are no material findings that would result in any material losses, contingencies or uncertainties that would warrant a separate disclosure in this Annual Report.



STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (continued)

REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

Pursuant to paragraph 15.23 of the MMLR, the External Auditors have reviewed this Statement on Risk Management and Internal Control for its inclusion in the annual report for FY2024. The limited assurance review was performed in accordance with Audit and Assurance Practice Guide 3 issued by the Malaysian Institute of Accountants.

Based on the review, the External Auditors have reported to the Board that nothing has come to their attention that causes them to believe that the statement intended to be included in the integrated annual report of the Group, in all material respects, has not been prepared in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, or is factually inaccurate.

CONCLUSION

For the financial year under review and up to the date of approval of this statement, the Board is of the view that the risk management and internal control systems of the Group are currently in place and are adequate, effective and satisfactory to safeguard the Group's interests and assets.

The Board recognises the necessity to continuously improve the Group's system of internal control and risk management practices to safeguard shareholders' investments and the Group's assets. Therefore, the Board will continuously enhance the Group's system of internal control and risk management to meet the changing and challenging business environment and put in place appropriate action plans to further augment the system of internal control and risk management as and when necessary.

This Statement was approved by the Board of Directors on 21 October 2024.



CORPORATE SUSTAINABILITY STATEMENT

The Board of Directors (“**the Board**”) of Menang Corporation (M) Berhad (“**Menang**” or the “**Company**”) and its subsidiaries (the “**Group**” or the “**Menang Group**”) is pleased to report on the Group’s sustainability-related risks and opportunities in this Sustainability Statement (“**Statement**”).

Amongst others, this Statement focuses on the Group’s material sustainability matters (“**MSMs**”), which are categorised into the Environment, Social, and Governance (“**ESG**”) aspects, allowing us to address each area with focused strategies and initiatives that align with our commitment to sustainable growth.

SUSTAINABILITY COMMITMENT

We consistently prioritise sustainability in our business operations and decision-making as we continue to scale up on our sustainability journey. Menang Group is committed to upholding high standards of social and environmental responsibility and ensuring that our activities contribute to long-term value creation for all stakeholders. This includes managing our portfolio assets and conducting business in ways that generate positive environmental outcomes.

Our commitment to sustainability extends to the day-to-day operations with strong work ethics and values to achieve both short- and long-term goals. This also involves actively engaging with our business partners and employees.

REPORTING SCOPE AND PERIOD

This Statement has been prepared in accordance with the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and includes the applicable common sustainability matters and indicators prescribed by the MMLR. The Sustainability Reporting Guide – 3rd Edition and its accompanying Toolkits have been considered during the preparation of this Statement.

This sustainability performance disclosed in this Statement covers all the Group’s reportable operating segments, including the property development segment, investment holding segment, and concession projects, unless otherwise stated. The reported sustainability data, information, and progress span the financial year from 1 July 2023 to 30 June 2024 (“**FY2024**”).

The data and information in our Statement have not been subjected to the internal auditor’s review or external assurance.

GOVERNANCE STRUCTURE FOR SUSTAINABILITY

The Board is responsible for setting the overall business strategy of the Group, including formalising strategies on ESG aspects. The needs and interests of stakeholders are also taken into account when considering the sustainability of the Group. In this regard, the Board oversees the Group’s overall stakeholder engagement to obtain a sufficient understanding of stakeholders’ views and concerns, as well as ensuring the Group’s sustainability strategies, priorities, performance, and targets are communicated sufficiently to stakeholders.

The Board is further supported by the Audit and Risk Management Committee (“**ARMC**”) which is tasked to review the adequacy and effectiveness of the sustainability measures. This includes overseeing that the Group’s sustainability practices are consistent with the Group’s sustainability strategies and that relevant internal controls are put in place to manage relevant sustainability risks.

The Management team, led by the Executive Chairman, is responsible for implementing the sustainability strategies and driving the Group’s sustainability performance. This includes carrying out engagement with stakeholders to keep them informed on relevant topics and to obtain feedback from stakeholders. The Management is also responsible for determining the sustainability focuses of the Group by conducting a materiality assessment.

Sustainability matters are considered in the Group’s risk management processes where sustainability-related risks are managed and monitored. Overall sustainability performance is monitored and reported to the Board on an annual basis.

CORPORATE SUSTAINABILITY STATEMENT (continued)

STAKEHOLDER ENGAGEMENT

The Group has established multiple communication channels to engage with stakeholders, allowing us to assess their expectations and concerns and understand their interests. This engagement is essential for aligning our business activities with stakeholders' diverse interests and ensuring effective communication of key information. These stakeholder engagement activities enable us to gather valuable feedback, particularly when evaluating the MSMs of the business. The key stakeholder groups, the methods of engagement, their focus areas, and the frequency of these engagements are summarised as follows:

| Stakeholder Group | Engagement Methods | Focus Areas | Frequency |
|----------------------------|---|---|--|
| Shareholders and investors | <ul style="list-style-type: none"> Annual general meeting ("AGM") Company announcement on Bursa Securities website Corporate website | <ul style="list-style-type: none"> Financial performance Business strategies Return on investment | <ul style="list-style-type: none"> Annually (for AGM) Quarterly (for announcement on financial results) / other announcement is made when required |
| Employees | <ul style="list-style-type: none"> Internal communications (letters and emails) Meetings and discussion Festive celebration Performance appraisal | <ul style="list-style-type: none"> Career development Employee welfare Knowledge and skill enhancement | <ul style="list-style-type: none"> Regularly Annually (for performance appraisal) |
| Customers | <ul style="list-style-type: none"> Monthly progress meeting | <ul style="list-style-type: none"> Quality of services provided Relationship management | <ul style="list-style-type: none"> Monthly |
| Suppliers | <ul style="list-style-type: none"> Monthly progress meeting | <ul style="list-style-type: none"> Quality of services provided Relationship management | <ul style="list-style-type: none"> Monthly |
| Financiers | <ul style="list-style-type: none"> Meetings and discussion Financial reports Annual review | <ul style="list-style-type: none"> Business and financial performance Compliance with financing covenants | <ul style="list-style-type: none"> Annually |

MATERIALITY SUSTAINABILITY MATTERS

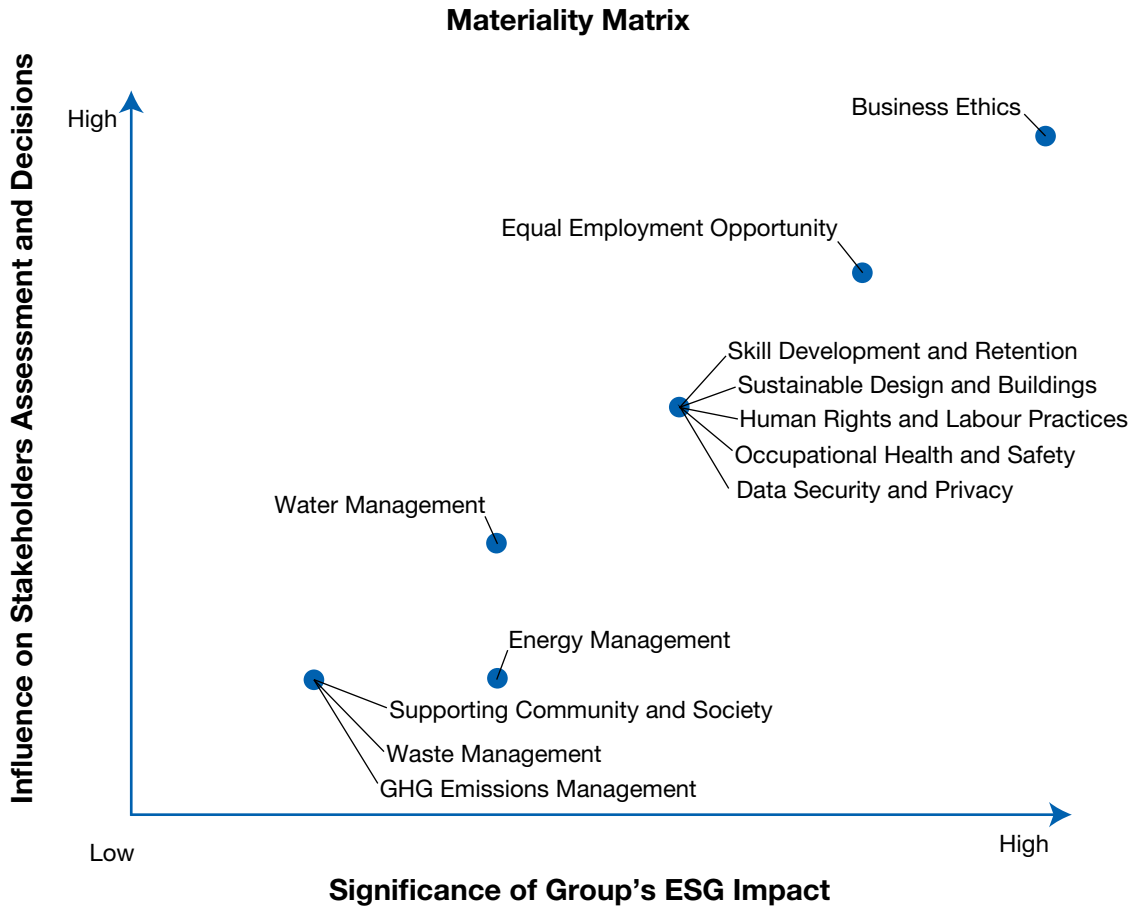
A sustainability matter is considered material if it impacts the Group's significant ESG performance, including environmental impacts, climate-related impacts, and human rights issues, or substantively influences the assessment and decisions of our stakeholders. We also take into consideration the 11 common sustainability matters prescribed by Bursa Securities in the MMLR.

During the financial year under review, Menang Group conducted a comprehensive materiality assessment. During the assessment, relevant Management personnel provided their evaluations from both the business perspective and the stakeholders' viewpoints, considering their understanding of the stakeholders through the various engagements carried out. By adopting such an approach towards materiality assessment, we assessed and prioritised sustainability matters to determine which of them are considered MSMs, and we are able to address the most material sustainability issues of the Group effectively.

CORPORATE SUSTAINABILITY STATEMENT
(continued)

MATERIALITY SUSTAINABILITY MATTERS (CONT'D)

The outcome of the materiality assessment is presented in the matrix below, which illustrates the relative materiality of the Group’s sustainability matters.



| Governance | Social | Environmental |
|--|--|---|
| <ul style="list-style-type: none"> • Business Ethics • Data Security and Privacy | <ul style="list-style-type: none"> • Equal Employment Opportunity • Human Rights and Labour Practices • Skill Development and Retention • Occupational Health and Safety • Supporting Community and Society | <ul style="list-style-type: none"> • Sustainable Design and Buildings • Energy Management • GHG Emissions Management • Waste Management • Water Management |

CORPORATE SUSTAINABILITY STATEMENT (continued)



GOVERNANCE

BUSINESS ETHICS

Menang Group has established a Code of Conduct and Ethics (“**Code**”) to set out the ethical standards and conduct that are expected of the Group and its employees. The Code is applicable to all employees and Directors of the Group and is available on the Company’s corporate website, accessible to all parties.

The Code addresses various topics on business ethics and conduct, requiring employees to conduct themselves in a professional manner, and is supported by other relevant policies of the Group including the Staff Employment Policy Handbook.

Amongst others, the topics addressed by the Code include the following:

- no discrimination and harassment, including sexual harassment;
- misuse or abuse of position of authority;
- data integrity and protection;
- proprietary and information confidentiality;
- protection of assets;
- conflict of interest situations and disclosures;
- anti-bribery and anti-corruption;
- anti-money laundering;
- no insider trading; and
- providing a healthy, safe, and productive work environment.

Data Security and Privacy

Directors and employees are required to protect confidential and sensitive information related to Menang Group acquired during their employment. Our Directors and employees are also strictly prohibited from disclosing such information unless authorised or legally required. This obligation extends beyond the termination of employment.

As a responsible organization, we must ensure the information related to our projects, customers, and consumers remains secure and confidential. In addition, we prioritise providing our employees with the necessary training to manage sensitive information effectively. By fostering a culture of vigilance and responsibility, the Group ensures that our workforce is well-prepared to safeguard the confidentiality of our projects, thereby reinforcing the trust that our customers and partners place in us.

In FY2024, there were zero substantiated complaints concerning breaches of customer privacy and losses of customer data.

| | FY2024 |
|---|--------|
| Substantiated complaints concerning breaches of customer privacy and losses of customer data (number) | 0 |

Anti-Bribery and Anti-Corruption Policy

The Group adopts a zero-tolerance approach to bribery and corruption and is committed to continuously upholding our reputation and maintaining high integrity standards through the Anti-Bribery and Anti-Corruption Policy (“**ABAC Policy**”). This ABAC Policy applies to all stakeholders, including employees, Directors, business partners, stakeholders, third parties such as vendors, consultants, and contractors as well as, any external representatives acting on behalf of the Group.

We adopt a risk-based approach towards managing the Group’s corruption and bribery risks. All reportable operating segments have been considered in our risk assessment for corruption and bribery risks to ensure compliance and to identify areas with potentially higher corruption or bribery risks. We will focus on managing areas with higher corruption or bribery risks, implementing additional controls for processes or positions associated with higher-risk transactions.



CORPORATE SUSTAINABILITY STATEMENT (continued)

GOVERNANCE (CONT'D)

BUSINESS ETHICS (CONT'D)

Anti-Bribery and Anti-Corruption Policy (Cont'd)

| | FY2024 |
|--|--------|
| Operations assessed for bribery and corruption-related risks (%) | 100 |

All Directors and employees are required to read, understand, and adhere to the policies, principles, and guidelines outlined in the ABAC Policy.

The ABAC Policy provides clear guidelines on a range of matters, including the acceptance and offering of gifts, entertainment, donations, and sponsorship, the handling of facilitation payments, interactions with government entities and public officials, and managing conflicts of interest. These guidelines are communicated to our employees and relevant training is provided as required, to ensure ongoing awareness and compliance.

| Employee Category | 30 June 2024 |
|-------------------|--------------------|
| Senior Management | 1/4 (25%) |
| Middle Management | 3/3 (100%) |
| Executives | 4/5 (80%) |
| Non-Executives | 2/15 (13%) |
| Total | 10/27 (37%) |

Employees have been informed about the Group's ABAC Policy and they will be updated whenever significant changes are made to the policy. All newly joined employees are also introduced to the ABAC Policy during their orientation period.

The Group is committed to addressing anti-corruption and anti-bribery with utmost seriousness. Employees are strongly encouraged to report any actual or suspected violations of the ABAC Policy. Any breaches will be taken seriously, handled confidentially, and promptly investigated to ensure that the integrity of the Group is maintained. Reports may be made via the Group's established whistleblowing channel.

Further details of the whistleblowing process are available in the Group's Whistleblowing Policy and Procedures.

Whistleblowing Policy and Procedures

The Group is committed to maintaining high standards of integrity, accountability, and transparency in all its business operations to ensure that these standards are upheld. In this regard, the Group has formalised a Whistleblowing Policy and Procedures ("**Policy**"), which is available on the Company's website at www.menangcorporation.com.

Through the Policy, the Group's whistleblowing channel has been established to encourage stakeholders to report any genuine concerns regarding improper conduct, legal violations, health and safety risks, or any attempts to conceal such issues within the workplace. All reports of misconduct will be taken seriously and investigated to prevent recurrence and to maintain a safe and ethical work environment.

The Group's whistleblowing process is established on the foundations of confidentiality and protection, ensuring that the whistleblower's identity is safeguarded and they are protected from reprisals within the Group as a direct consequence of the disclosure.

The Policy further outlines the whistleblowing procedures, which involve the Whistleblowing Committee that is comprised of independent members of the Board.

During the financial year under review, there were zero confirmed incidents of corruption reported.

| | FY2024 |
|--|--------|
| Confirmed incidents of corruption (number) | 0 |

CORPORATE SUSTAINABILITY STATEMENT (continued)



SOCIAL

EQUAL EMPLOYMENT OPPORTUNITY

Menang Group is committed to upholding equal opportunity, non-discrimination, and fair treatment for all employees. This commitment is aligned with the Group's Code and its Diversity Policy, which promotes diversity across the Board and workforce. The Group ensures that equal opportunities are provided to all employees without discrimination against age, gender, ethnicity, nationality, sexual orientation, cultural background, religious belief, and socioeconomic status as well as education, life experience, job function, work experience, personality, and more.

By embracing diversity, the Group creates a work environment that offers professional and intellectual challenges, encourages effective teamwork, and ensures compliance with the Malaysian Employment Act 1955. We also adhere to fair and objective hiring practices, ensuring non-discriminatory recruitment and selection processes. Apart from that, we encourage the re-employment of retired or former employees who meet job requirements, have a good work history, and are in good physical and mental health.

Menang Group's projects and contracts are supported by external contractors and service providers and which helps the Group to reduce the need for a large in-house workforce. As at 30 June 2024, the Group employs a total of 27 employees, all of whom are employed in full-time, permanent positions. Generally, the Group's Management-level employees are considerably diverse in terms of gender and age groups.

| Number (%) | 30 June 2024 | | | | |
|-----------------------------|-----------------|-----------------|----------------|-----------------|----------------|
| | Gender | | Age | | |
| | Male | Female | <30 | 30 – 50 | >50 |
| Board of Directors | 5 (83%) | 1 (17%) | 0 (0%) | 1 (17%) | 5 (83%) |
| By Employee Category | | | | | |
| Senior Management | 2 (50%) | 2 (50%) | 0 (0%) | 2 (50%) | 2 (50%) |
| Middle Management | 2 (67%) | 1 (33%) | 1 (33%) | 2 (67%) | 0 (0%) |
| Executives | 2 (40%) | 3 (60%) | 1 (20%) | 3 (60%) | 1 (20%) |
| Non-Executives | 11 (73%) | 4 (27%) | 4 (27%) | 7 (46%) | 4 (27%) |
| Total | 17 (63%) | 10 (37%) | 6 (22%) | 14 (52%) | 7 (26%) |

| | 30 June 2024 |
|------------------------------------|--------------|
| Full-time permanent employees | 27 (100%) |
| Full-time contract-based employees | 0 (0%) |

HUMAN RIGHTS AND LABOUR PRACTICES

The Group recognises the vital role that employees play in the Group's success, viewing them as one of its most important assets. To sustain a positive internal dynamic, the Group is committed to providing a safe, healthy, and engaging work environment that fosters motivation, high performance, and productivity, all of which are crucial for long-term success.

In addition, the Group is committed to upholding fundamental human rights and labour standards, including the prohibition of child and forced labour, adherence to minimum wage laws, reasonable working hours, and appropriate leave policies. Although the laws and regulations protecting foreign workers do not directly apply to the Group's operations, as we do not employ any foreign workers, Menang Group continues to take proactive measures to ensure that its suppliers and contractors fully comply with these relevant laws and regulations.

The Group is pleased to report that there were no substantiated complaints concerning human rights violations noted throughout the year.

| | FY2024 |
|--|--------|
| Substantiated complaints concerning human rights violations (number) | 0 |



CORPORATE SUSTAINABILITY STATEMENT (continued)

SOCIAL (CONT'D)

SKILL DEVELOPMENT AND RETENTION

Talent personnel are crucial assets of the Company, and we prioritise the development of our employees by proactively identifying and addressing their training needs, as well as career development. To ensure that our employees remain skilled and competitive, we conduct annual performance evaluations to assess their current capabilities and identify any skill gaps. These evaluations serve as a platform for us to provide feedback to employees on their performance and potential improvement opportunities, at the same time they also serve as channels for employees to communicate their work challenges and share their views and concerns, with the objective to align the Group and employees' interest and expectations.

During the financial year under review, our employees have attended a total of 20 hours of training.

| Employee Category | FY2024 |
|-------------------|-----------|
| Senior Management | 2 |
| Middle Management | 6 |
| Executives | 8 |
| Non-Executives | 4 |
| Total | 20 |

Employee Benefits

To further support its employees, the Group offers competitive compensation packages and comprehensive benefits, including medical coverage, Employees Provident Fund ("EPF"), Social Security Organisation ("SOCSO") coverage and other essential benefits. These efforts are designed to foster innovation, reward performance, and maintain employee morale, even during challenging times.

By prioritising employee well-being and recognising their contributions, the Group not only enhances job satisfaction but also strengthens its ability to retain top talent. This focus on employee benefits plays an important role in our overall retention strategy, as it creates a supportive work environment where employees feel valued and motivated to stay. As a result of these efforts, we are able to effectively manage our workforce dynamics.

A summary of the number of turnover and new hires during the financial year is provided below:

| Employee Category | 30 June 2024 | |
|-------------------|-----------------|------------------|
| | Turnover number | New hires number |
| Senior Management | 0 | 0 |
| Middle Management | 0 | 0 |
| Executives | 0 | 0 |
| Non-Executives | 1 | 4 |
| Total | 1 | 4 |

OCCUPATIONAL HEALTH AND SAFETY

At Menang Group, we are committed to providing a safe and healthy working environment to our employees. While most of our employees are office-based, the Group's operations are also supported by our service providers and contractors who provide the workforce.

Although our employees may not be directly exposed to the physical risk associated with construction, there are still potential occupational health and safety risks related to office environments. These include ergonomic considerations, mental health, and the importance of maintaining a safe and supportive work environment.

CORPORATE SUSTAINABILITY STATEMENT (continued)

SOCIAL (CONT'D)

OCCUPATIONAL HEALTH AND SAFETY (CONT'D)

The Group aims to achieve zero life loss targets across all workplaces and ensure that all legislative requirements stipulated under the Malaysian Occupational Safety and Health Act 1994 are consistently met. Our safety initiatives include but are not limited to:

- training on building fire safety and emergency exit protocols;
- providing proper safety equipment for employees working on-site; and
- maintaining of first aid kits to ensure immediate medical assistance.

In FY2024, a total of 6 of employees received training on health and safety standards at Menang Group.

| Employee Category | FY2024 |
|---|--------|
| Employees trained on health and safety standards (number) | 6 |

We are pleased to report that there were zero work-related employee fatalities and lost time incident rates across our business operations. The Group also has reporting mechanisms that encourage employees to report potential hazards and near misses. This open communication allows us to address issues promptly and prevent incidents before they occur.

| Employee Category | FY2024 |
|----------------------------------|--------|
| Work-related fatalities (number) | 0 |
| Lost time incident rate | 0.0 |

SUPPORTING COMMUNITY AND SOCIETY

Menang Group believe that our success is intertwined with the health of the society around us, and we aim to make meaningful contributions that uplift those in need. We also believe in giving back to the communities where we operate, and we actively seek opportunities to make a positive impact. This year, we have contributed RM5,000 to support disabled children, helping to provide them with essential resources and opportunities for a better quality of life.

| Employee Category | FY2024 |
|---|--------|
| Amount invested in the community (RM) | 5,000 |
| Beneficiaries of the investment in communities (estimated number) | 1 |

ENVIRONMENTAL



SUSTAINABLE DESIGN AND BUILDINGS

The Group is aware that the growth and development of the communities have a significant impact on the natural environment. We actively assess and mitigate the environmental impact of our projects, striving to minimise negative effects on ecosystems while contributing to greener, more environmentally friendly initiatives.

UiTM Projects

During the construction of the UiTM campuses and training centre, the Group has made significant efforts to incorporate eco-friendly and green concepts into the architecture and infrastructure design of the buildings. These initiatives were aimed at achieving high levels of energy efficiency and sustainability, consistent with the standards of Green Buildings.



CORPORATE SUSTAINABILITY STATEMENT (continued)

ENVIRONMENTAL (CONT'D)

SUSTAINABLE DESIGN AND BUILDINGS (CONT'D)

Procurement Process

Where possible, we consider the sustainability and environmental practices of our service providers or contractors, as applicable. This helps to support the sustainability of our projects and operations from an environmental point of view.

At the same time, most of our procurement of goods and services are from local suppliers, considering the nature of our operations. 100% of our trade-related goods and services are procured locally in FY2024.

| | FY2024 |
|---|--------|
| Proportion of spending on local suppliers (%) | 100 |

ENERGY AND GHG EMISSIONS MANAGEMENT

We measure and monitor the energy consumption of the Group, reflecting electricity consumption for business operations which are mainly based in offices and fuel consumption in company vehicles. Generally, our energy consumption is modest and the Group remains committed to enhancing energy efficiency. To achieve this, a range of initiatives have been implemented, including promoting energy conservation practices such as turning off lights, computers, and other electronic equipment when not in use.

The Group also actively encourages employees to adopt sustainable transportation practices to minimise the carbon emissions associated with commuting and work-related travel. This includes promoting carpooling among employees to reduce the number of individual vehicles on the road, thereby lowering overall fuel consumption and emissions. Additionally, employees are encouraged to utilise public transportation whenever feasible, both for their daily commute to the office and when attending work events or meetings outside the office. By fostering these practices, the Group aims to reduce its Scope 3 emissions, which it will begin reporting next year.

UiTM Projects

Post-construction, the on-site maintenance team actively supports UiTM management by continuously monitoring water and energy usage across the campuses and the training centre. They regularly identify areas of concern and provide recommendations for improving water and energy conservation in specific locations.

At the UiTM Seremban 3 Campus, the Group introduced the first ever 'district cooling plant with ice-making facility', designed to optimise energy efficiency. The cooling plant diverts energy during off-peak hours to produce ice, which is then used to cool the buildings during peak daytime operating hours. This helps to reduce the high energy demand needed to cool the buildings during these peak periods.

Similarly, the maintenance team at UiTM Puncak Alam Campus is consistently focussing their efforts on creating a smart green campus via various sustainable and energy conservation initiatives.

In FY2024, the Group's total energy consumption amounted to 126.06 MWh, with 75.03 MWh derived from petrol consumption and 51.03 MWh derived from purchased electricity.

| | Unit | FY2024 |
|---------------------------------|------------|---------------|
| Petrol consumption | MWh | 75.03 |
| Electricity purchased | MWh | 51.03 |
| Total energy consumption | MWh | 126.06 |

CORPORATE SUSTAINABILITY STATEMENT (continued)

ENVIRONMENTAL (CONT'D)

ENERGY AND GHG EMISSIONS MANAGEMENT (CONT'D)

A summary of GHG emissions is provided as follows.

| | Unit | FY2024 |
|--|-------------------------|--------------|
| Scope 1 emissions – petrol consumption ¹ | tCO ₂ e | 18.32 |
| Scope 2 emissions – electricity purchased ² | tCO ₂ e | 38.68 |
| Total emissions generated | tCO₂e | 57.00 |

To comply with the MMLR, the Group is currently developing processes to collect relevant information to enable the reporting of its Scope 3 GHG emissions, particularly Category 6 – Business Travel and Category 7 – Employee Commuting, which will be reported for the next financial year.

WASTE MANAGEMENT

The operations of Menang Group do not directly generate significant waste, and there is generally no hazardous waste. Waste is mainly generated from office activities.

We make efforts to foster a green office culture by implementing the 3Rs (Reduce, Reuse & Recycling), including using environmentally friendly paper for printing and photocopying and encouraging double-sided printing.

WATER MANAGEMENT

Water management is not a primary concern for the Group’s business operations, as our activities do not heavily depend on water resources to function effectively. Furthermore, none of our business operations are located in water-stressed areas. In FY2024, the total water consumption for our Kuala Lumpur and Seremban offices was 0.318 megalitres (“MI”). This usage reflects the basic needs of our office environments, such as sanitation, cleaning, and maintenance.

| Kuala Lumpur and Seremban offices | FY2024 |
|-----------------------------------|--------|
| Water used (MI) | 0.318 |

Seremban 3 Township

Our 486-acre flagship Seremban 3 township, located less than a 10-minute drive from the heart of Seremban Town and adjacent to the UiTM Seremban 3 Campus, has been a key focus of the Group’s green initiatives. We have consistently prioritised preserving the natural landscape as much as possible during the development process. Significant efforts have been made to harvest and replant trees, plants, and grass, as well as to expand natural water features and protect the existing ecosystem.

The Group primarily relies on natural water features and rainwater harvesting for fieldwork activities, such as irrigating landscapes, as part of our commitment to water conservation. We prioritise the preservation of these natural ecosystems by minimising the use of chemicals on our properties and opting for more organic alternatives whenever feasible. This approach helps us protect the environment and maintain the health of the surrounding ecosystems.

¹ FY2024 emissions from petrol is using GHG Protocol. Reference: Transport_Tool_v2, <https://ghgprotocol.org/calculation-tools-and-guidance>.

² FY2024 emissions from purchased electricity is using the latest Grid Emission Factor, i.e. for year 2021, provided by the Energy Commission of Malaysia. Reference: Grid Emission Factor (GEF) in Malaysia, 2017-2021, <https://meih.st.gov.my/home>.



CORPORATE SUSTAINABILITY STATEMENT (continued)

PERFORMANCE DATA TABLE

| Indicator | Measurement Unit | 2024 |
|---|------------------|----------|
| Bursa (Anti-corruption) | | |
| Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category | | |
| Senior Management | Percentage | 25.00 |
| Middle Management | Percentage | 100.00 |
| Executives | Percentage | 80.00 |
| Non-Executives | Percentage | 13.00 |
| Bursa C1(b) Percentage of operations assessed for corruption-related risks | Percentage | 100.00 |
| Bursa C1(c) Confirmed incidents of corruption and action taken | Number | 0 |
| Bursa (Community/Society) | | |
| Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer | MYR | 5,000.00 |
| Bursa C2(b) Total number of beneficiaries of the investment in communities | Number | 1 |
| Bursa (Diversity) | | |
| Bursa C3(a) Percentage of employees by gender and age group, for each employee category | | |
| Age Group by Employee Category | | |
| Senior Management Under 30 | Percentage | 0.00 |
| Senior Management Between 30-50 | Percentage | 50.00 |
| Senior Management Above 50 | Percentage | 50.00 |
| Middle Management Under 30 | Percentage | 33.00 |
| Middle Management Between 30-50 | Percentage | 67.00 |
| Middle Management Above 50 | Percentage | 0.00 |
| Executives Under 30 | Percentage | 20.00 |
| Executives Between 30-50 | Percentage | 60.00 |
| Executives Above 50 | Percentage | 20.00 |
| Non-Executives Under 30 | Percentage | 27.00 |
| Non-Executives Between 30-50 | Percentage | 46.00 |
| Non-Executives Above 50 | Percentage | 27.00 |
| Gender Group by Employee Category | | |
| Senior Management Male | Percentage | 50.00 |
| Senior Management Female | Percentage | 50.00 |
| Middle Management Male | Percentage | 67.00 |
| Middle Management Female | Percentage | 33.00 |
| Executives Male | Percentage | 40.00 |
| Executives Female | Percentage | 60.00 |
| Non-Executives Male | Percentage | 73.00 |
| Non-Executives Female | Percentage | 27.00 |
| Bursa C3(b) Percentage of directors by gender and age group | | |
| Male | Percentage | 83.00 |
| Female | Percentage | 17.00 |
| Under 30 | Percentage | 0.00 |
| Between 30-50 | Percentage | 17.00 |
| Above 50 | Percentage | 83.00 |
| Bursa (Energy management) | | |
| Bursa C4(a) Total energy consumption | Megawatt | 126.06 |
| Bursa (Health and safety) | | |
| Bursa C5(a) Number of work-related fatalities | Number | 0 |
| Bursa C5(b) Lost time incident rate ("LTIR") | Rate | 0.00 |
| Bursa C5(c) Number of employees trained on health and safety standards | Number | 6 |
| Bursa (Labour practices and standards) | | |
| Bursa C6(a) Total hours of training by employee category | | |
| Senior Management | Hours | 2 |
| Middle Management | Hours | 6 |
| Executives | Hours | 8 |
| Non-Executives | Hours | 4 |
| Bursa C6(b) Percentage of employees that are contractors or temporary staff | Percentage | 0.00 |

Internal assurance

External assurance

No assurance

(*) Restated



CORPORATE SUSTAINABILITY STATEMENT (continued)

PERFORMANCE DATA TABLE (CONT'D)

| Indicator | Measurement Unit | 2024 |
|--|------------------|----------|
| Bursa C6(c) Total number of employee turnover by employee category | | |
| Senior Management | Number | 0 |
| Middle Management | Number | 0 |
| Executives | Number | 0 |
| Non-Executive | Number | 1 |
| Bursa C6(d) Number of substantiated complaints concerning human rights violations | Number | 0 |
| Bursa (Supply chain management) | | |
| Bursa C7(a) Proportion of spending on local suppliers | Percentage | 100.00 |
| Bursa (Data privacy and security) | | |
| Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data | Number | 0 |
| Bursa (Water) | | |
| Bursa C9(a) Total volume of water used | Megalitres | 0.318000 |



ADDITIONAL COMPLIANCE INFORMATION

1. UTILISATION OF PROCEEDS

Bonus Issue of Warrants

The Company has completed the listing and quotation for 240,399,627 warrants on the Main Market of Bursa Malaysia Securities Berhad on 23 December 2021. As at 30 June 2024, approximately RM91.81 million was raised from the exercising the warrants. The status of the utilisation of the proceeds raised from the bonus issue of warrants is set out as follows:

| | RM'000 |
|---|-----------------|
| Proceeds raised | |
| Allotted | 44,273 |
| Pending allotment | 47,536 |
| | 91,809 |
| Amount utilised | |
| (1) Property development business | (4,717) |
| (2) Working capital | (34,076) |
| - <i>Payment to trade and other payables (including scheduled repayment of interest and/or principal amount to financial institution)</i> | |
| - <i>Staff related costs</i> | |
| - <i>General administrative/operating expenses</i> | |
| Total amount utilised | (38,793) |
| Unutilised balance | 53,016 |

2. AUDIT FEES AND NON-AUDIT FEES

During the financial year, the amount incurred by the Company and its subsidiaries (collectively referred as "the Group") in respect of the audit fees and non-audit fees for services rendered by the external auditors were as follows:

| Nature of Services | Group (RM'000) | Company (RM'000) |
|--------------------|-------------------|---------------------|
| Audit Service | 131 | 44 |
| Non-Audit Services | 4 | 4 |
| Total | 135 | 48 |

The non-audit services comprised the following assignments:

- (1) Review of Statement on Risk Management and Internal Control; and
- (2) Review of Reporting on Other Information.



ADDITIONAL COMPLIANCE INFORMATION (continued)

3. MATERIAL CONTRACTS

With exception to the transaction as described in Note 32 of the financial statement, there were no other material contracts entered into by Group which involved Directors' and major shareholders' interest either still subsisting at the end of the financial year ended 30 June 2024 or entered into since the end of the previous financial year.

4. CONTRACTS RELATING TO LOANS

There were no contracts relating to loans entered into by the Group during the financial year ended 30 June 2024 that involved the interests of Directors and major shareholders.

5. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE NATURE ("RRPT")

The Group did not enter into any RRPT which exceeded the threshold limits allowed under the Main Market Listing Requirements of Bursa Malaysia Securities Berhad other than as disclosed in the audited financial statements during the financial year ended 30 June 2024.

This Statement was approved by the Board of Directors on 21 October 2024.

FINANCIAL STATEMENTS

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DIRECTORS' REPORT

The Directors have pleasure in submitting their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 June 2024.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and the provision of management services. The principal activities of its subsidiaries are disclosed in Note 8 to the financial statements.

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

FINANCIAL RESULTS

| | Group RM'000 | Company RM'000 |
|-------------------------------|-----------------|-------------------|
| Profit for the financial year | 36,161 | 156,977 |
| <hr/> | | |
| Attributable to: | | |
| Owners of the Company | 26,075 | 156,977 |
| Non-controlling interests | 10,086 | - |
| | 36,161 | 156,977 |

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.

DIVIDENDS

On 20 May 2024, the Directors have declared a special single-tier dividend in respect of the financial year ended 30 June 2024 of RM0.06 per share to be paid on 26 July 2024 to every member who is entitled to receive the dividend on 17 July 2024.

This special dividend is not reflected in the financial statements for the current financial year and will be accounted for as an appropriation of retained earnings for the financial year ending 30 June 2025.

The Board of Directors do not recommend any final dividend for the financial year ended 30 June 2024.

ISSUE OF SHARES AND DEBENTURES

During the financial year, the issued and fully-paid up ordinary shares of the Company increased from 511,325,130 to 569,345,010 by way of issuance of 58,019,880 new ordinary shares pursuant to warrants exercised at an exercise price of RM0.50 each for cash.

The new ordinary shares issued during the financial year rank pari passu in all respect with the existing ordinary shares of the Company.

There was no issuance of debentures during the financial year.



DIRECTORS' REPORT (continued)

TREASURY SHARES

During the financial year, the Company purchased 3,689,100 of its issued ordinary shares from the open market on Bursa Malaysia Securities Berhad. The average price paid for the share purchased was RM0.8049. The total consideration paid for the share purchase was RM2,982,796 including transaction cost. The shares repurchased were being held as treasury shares in accordance with Section 127 of the Companies Act 2016 in Malaysia and were presented as a deduction from equity.

As at 30 June 2024, the Company held a total of 3,689,100 ordinary shares of its 569,345,010 issued ordinary shares as treasury shares. Such treasury shares are held at a carrying amount of RM2,982,796.

Further relevant details are disclosed in Note 17 to the financial statements.

WARRANTS 2021/2024

The Warrants are constituted by the Deed Poll dated 30 November 2021 ("Deed Poll").

On 16 December 2021, 240,399,627 Warrants ("Warrants") were issued free by the Company pursuant to the bonus issue on the basis of one (1) Warrant for every two (2) existing ordinary shares held.

The salient features of the Warrants are as follows:

| Terms | Details |
|---------------------------------|---|
| Form | The Warrants were issued in registered form and constituted by the Deed Poll. |
| Board lot | For the purpose of trading on Bursa Securities, a board lot of Warrants shall comprise 100 Warrants carrying the rights to subscribe for 100 new Ordinary Shares at any time during the Exercise Period, or such other denomination as determined by Bursa Securities. |
| Listing | Approval has been obtained from Bursa Securities on 29 October 2021 for the admission of the Warrants to the Official List of Bursa Securities, and for the listing of and quotation for the new shares arising from the exercise of the Warrants. |
| Expiry date | Three (3) years from the date of issuance of the Warrants. |
| Exercise period | The period of three (3) years commencing on, an inclusive of, the Issue Date on the Expiry Date, provided that if such day falls on a day which is not a Market Day, then it will be the Market Day immediately preceding the said non-Market Day. |
| Exercise price | RM0.50 payable in full upon exercise of each Warrant. |
| Exercise rights | Each Warrant carries the entitlement, at any time during the Exercise Period, to subscribe for one (1) new ordinary share in the Company at the Exercise Price. |
| Participating rights | The Warrant holders are not entitled to vote in any general meetings of the Company or participation in any form of distribution other than on winding-up, compromise or arrangement of Company and/or in any offer of further securities in the Company until and unless the Warrant holder becomes a shareholder of Company by exercising his/her Warrants into new Company's Shares or unless otherwise resolved by Company in a general meeting. |
| Ranking of new Company's shares | The new Company's shares to be issued arising from the exercise of the Warrants shall, upon allotment and issue, rank pari passu in all respects with the existing Company's shares, save and except that the new Company's shares will not be entitled to any dividends, rights, allotments and/or other forms of distributions, that may be declared, made or paid for which the entitlement date precedes the date of allotment and issuance of such new Company's shares. |
| Governing law | Laws and regulations of Malaysia. |

The movements of the warrants during the financial year are as follows:

| | At 1.7.2023 | Number of units exercised | At 30.6.2024 |
|--------------------|-------------|---------------------------|--------------|
| Warrants 2021/2024 | 209,873,937 | (58,019,880) | 151,854,057 |



DIRECTORS' REPORT (continued)

OPTIONS GRANTED OVER UNISSUED SHARES

No options were granted to any person to take up unissued shares of the Company during the financial year.

DIRECTORS

The Directors in office during the financial year until the date of this report are:

Kee Hock Kee
Liew Sook Pin*
Toh May Fook*
Dato' Haji Abd Aziz Bin Abu Bakar (Appointed on 26 August 2024)
Tan Pei Geok (Appointed on 26 August 2024)
Lee Min Huat* (Resigned on 26 August 2024)
Chee Wai Hong (Resigned on 26 August 2024)
Yee Chun Lin (Resigned on 26 August 2024)

* *Director of the Company and of its subsidiaries*

The Directors who held office in the subsidiaries (excluding Directors who are also Directors of the Company) during the financial year up to the date of this report:

Dato' Abu Samah Bin Shabudin
Lee Chee Seong (Alternate Director to Nik Ahmad Fazlan Bin Nik Ali)
Mazliatul Akma Binti Zulkipli
Mohd Hasnan Bin Abu Hassan
Nik Ahmad Fazlan Bin Nik Ali
Rauharofzazila Binti Ahmad
Saipul Bin Ahmad
Zeffree Bin Zainudin
Mohd Rahim Bin Abdullah (Appointed on 5 October 2023)
Noraniza'h Binti Ab Wahab (Appointed on 19 June 2024)
Woo Bee Lan (Appointed on 26 August 2024)
Noriza Binti Mohd Sharif (Resigned on 19 June 2024)

The information required to be disclosed pursuant to Section 253 of the Companies Act 2016 is deemed incorporated herein by such reference to the financial statements of the respective subsidiaries and made a part hereof.

DIRECTORS' INTERESTS IN SHARES

The interests and deemed interests in the shares and options over shares of the Company and of its related corporations of those who were Directors at financial year end (including their spouses or children) according to the Register of Directors' Shareholdings are as follows:

| | Number of ordinary shares | | | |
|---------------------------------|---------------------------|------------|--------------|-----------------|
| | At 1.7.2023 | Addition | Disposed | At 30.6.2024 |
| Interests in the Company | | | | |
| Direct interests | | | | |
| Liew Sook Pin | 36,257,600 | - | - | 36,257,600 |
| Toh May Fook | 61,099,300 | - | - | 61,099,300 |
| Lee Min Huat | 5,473,300 | 15,000,000 | - | 20,473,300 |
| Indirect interests | | | | |
| Liew Sook Pin # | - | 41,009,400 | - | 41,009,400 |
| Toh May Fook # | - | 41,009,400 | - | 41,009,400 |
| Lee Min Huat # | 60,278,820 | - | (10,000,000) | 50,278,820 |

Indirect interest through company in which the Director has substantial financial interests.



DIRECTORS' REPORT (continued)

DIRECTORS' INTERESTS IN SHARES (CONT'D)

| | Number of warrants | | | | At 30.6.2024 |
|---------------------------------|--------------------|------------|--------------|--------------|-----------------|
| | At 1.7.2023 | Acquired | Disposed | Exercised | |
| Interests in the Company | | | | | |
| Direct interests | | | | | |
| Liew Sook Pin | 128,800 | - | - | - | 128,800 |
| Toh May Fook | 29,049,650 | - | (29,049,650) | - | - |
| Lee Min Huat | 2,736,650 | 7,750,000 | - | - | 10,486,650 |
| Indirect interests | | | | | |
| Liew Sook Pin # | - | 42,000,050 | - | (26,000,000) | 16,000,050 |
| Toh May Fook # | - | 42,000,050 | - | (26,000,000) | 16,000,050 |
| Lee Min Huat # | 16,601,010 | - | - | - | 16,601,010 |

Indirect interest through company in which the Director has substantial financial interests.

Other than as disclosed above, none of the other Director in office at the end of the financial year has any interest in shares in the Company or its related corporations during the financial year.

DIRECTORS' BENEFITS

Since the end of previous financial year, no Director of the Company 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 Directors as shown below) by reason of a contract made by the Company or a related corporation 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 other than any deemed benefit which may arise from transactions as disclosed in Note 32 to the financial statements.

| | Group RM'000 | Company RM'000 |
|---------------------------------|-----------------|-------------------|
| Directors of the Company | | |
| Non-Executive Directors | | |
| Other emoluments | 8 | 8 |
| Directors' fee | 114 | 114 |
| | 122 | 122 |
| Executive Directors | | |
| Salaries and other emoluments | 3,006 | - |
| Directors' fee | 108 | - |
| | 3,114 | - |
| | 3,236 | 122 |

Neither during nor at the end of the financial year, was the Company a party to any arrangement whose object was to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

INDEMNITY AND INSURANCE COSTS

There was no indemnity given to or insurance effected for any Directors, officers and auditors of the Group and of the Company during the financial year.



DIRECTORS' REPORT (continued)

OTHER STATUTORY INFORMATION

- (a) Before the financial statements of the Group and of the Company were prepared, the Directors took reasonable steps:
- (i) to ascertain that 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 adequate allowance had been made for doubtful debts and there were no bad debts to be written off; and
 - (ii) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including the value of current assets as shown in the accounting records of the Group and of the Company have been written down to an amount which the current assets might be expected so to realise.
- (b) At the date of this report, the Directors are not aware of any circumstances:
- (i) which would render it necessary to write off any bad debts or the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
 - (ii) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; or
 - (iii) not otherwise dealt with in this report or the financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading; or
 - (iv) which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (c) At the date of this report, there does not exist:
- (i) any charge on the assets of the Group and 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 liability of the Group and of the Company which has arisen since the end of the financial year.
- (d) 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 months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due;
 - (ii) the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and
 - (iii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.



DIRECTORS' REPORT (continued)

SUBSEQUENT EVENTS

The subsequent events are disclosed in Note 37 to the financial statements.

AUDITORS

The Auditors, TGS TW PLT (202106000004 (LLP0026851-LCA) & AF002345), have expressed their willingness to continue in office.

Auditors' remuneration for the Group and the Company as set out in Note 26 to the financial statements are RM131,000 and RM44,000 respectively.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 21 October 2024.

TOH MAY FOOK

LIEW SOOK PIN

KUALA LUMPUR



STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2024

| | Note | Group | | Company | |
|-----------------------------------|------|------------------|----------------|----------------|----------------|
| | | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| ASSETS | | | | | |
| Non-current assets | | | | | |
| Property, plant and equipment | 4 | 886 | 1,006 | 102 | 124 |
| Investment properties | 5 | 51,156 | 51,319 | 9,437 | 9,600 |
| Inventories | 6 | 161,680 | 159,342 | - | - |
| Operating financial assets | 7 | 570,825 | 618,186 | - | - |
| Investments in subsidiaries | 8 | - | - | 400,098 | 249,708 |
| Investments in associates | 9 | 12,000 | * | 12,000 | - |
| | | 796,547 | 829,853 | 421,637 | 259,432 |
| Current assets | | | | | |
| Inventories | 6 | 41,518 | 32,384 | - | - |
| Operating financial assets | 7 | 47,361 | 45,453 | - | - |
| Trade receivables | 10 | 17,233 | 16,433 | - | - |
| Other receivables | 11 | 1,173 | 966 | 121 | 60 |
| Amount due from subsidiaries | 12 | - | - | 25,995 | 14,726 |
| Amount due from an associate | 13 | 2,209 | 2,209 | - | - |
| Tax recoverable | | 2,061 | 5,500 | 10 | 10 |
| Deposits with licensed banks | 14 | 13,553 | 13,239 | - | - |
| Cash and bank balances | 15 | 109,075 | 44,878 | 53,852 | 1,090 |
| | | 234,183 | 161,062 | 79,978 | 15,886 |
| Total assets | | 1,030,730 | 990,915 | 501,615 | 275,318 |
| EQUITY AND LIABILITIES | | | | | |
| EQUITY | | | | | |
| Share capital | 16 | 284,673 | 255,663 | 284,673 | 255,663 |
| Treasury shares | 17 | (2,983) | - | (2,983) | - |
| Retained earnings | 18 | 149,930 | 123,855 | 162,628 | 5,651 |
| | | 431,620 | 379,518 | 444,318 | 261,314 |
| Non-controlling interests ("NCI") | | 116,266 | 106,180 | - | - |
| Total equity | | 547,886 | 485,698 | 444,318 | 261,314 |



STATEMENTS OF FINANCIAL POSITION
AS AT 30 JUNE 2024
(continued)

| | Note | Group | | Company | |
|--|------|----------------|----------------|----------------|----------------|
| | | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| EQUITY AND LIABILITIES (CONT'D) | | | | | |
| LIABILITIES | | | | | |
| Non-current liabilities | | | | | |
| Loans and borrowings | 19 | 203,896 | 276,000 | - | - |
| Deferred tax liabilities | 20 | 88,399 | 86,522 | - | - |
| | | 292,295 | 362,522 | - | - |
| Current liabilities | | | | | |
| Loans and borrowings | 19 | 80,750 | 79,929 | - | - |
| Trade payables | 21 | 3,400 | 3,400 | - | - |
| Other payables | 22 | 77,204 | 34,123 | 47,753 | 543 |
| Amount due to subsidiaries | 12 | - | - | 9,544 | 13,461 |
| Contract liability | 23 | 28,310 | 25,243 | - | - |
| Tax payable | | 885 | - | - | - |
| | | 190,549 | 142,695 | 57,297 | 14,004 |
| Total liabilities | | 482,844 | 505,217 | 57,297 | 14,004 |
| Total equity and liabilities | | 1,030,730 | 990,915 | 501,615 | 275,318 |

* Amount less than RM1,000

The accompanying notes form an integral part of the financial statements.



STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

| | Note | Group | | Company | |
|--|------|----------------|----------------|----------------|----------------|
| | | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Revenue | 24 | 95,710 | 88,520 | 2,280 | 2,280 |
| Cost of sales | | (33,311) | (24,936) | - | - |
| Gross profit | | 62,399 | 63,584 | 2,280 | 2,280 |
| Other income | | 12,968 | 432 | 157,325 | 910 |
| Administrative expenses | | (8,476) | (6,519) | (1,763) | (1,586) |
| Other expenses | | * | * | (865) | * |
| Net gain on impairment of financial assets | | 30 | 105 | - | 212 |
| Profit from operations | | 66,921 | 57,602 | 156,977 | 1,816 |
| Finance costs | 25 | (22,235) | (24,786) | - | * |
| Profit before tax | 26 | 44,686 | 32,816 | 156,977 | 1,816 |
| Taxation | 27 | (8,525) | (4,665) | * | - |
| Profit for the financial year, representing total comprehensive income for the financial year | | 36,161 | 28,151 | 156,977 | 1,816 |
| Total comprehensive income attributable to: | | | | | |
| Owners of the Company | | 26,075 | 17,277 | 156,977 | 1,816 |
| NCI | | 10,086 | 10,874 | - | - |
| | | 36,161 | 28,151 | 156,977 | 1,816 |
| Earnings per share | | | | | |
| Basic earnings per share (sen): | 28 | 5.02 | 3.40 | | |
| Diluted earnings per share (sen): | 28 | 4.61 | 3.21 | | |

* Amount less than RM1,000

The accompanying notes form an integral part of the financial statements.



STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

| | ← Attributable to owners of the Company → | | | | | Total equity RM'000 |
|---|---|---------------------------|-----------------------------|-----------------|---------------|------------------------|
| | Share capital RM'000 | Treasury shares RM'000 | Retained earnings RM'000 | Total RM'000 | NCI RM'000 | |
| Group | | | | | | |
| At 1 July 2022 | 253,127 | - | 106,578 | 359,705 | 95,306 | 455,011 |
| Profit for the financial year, representing total comprehensive income for the financial year | - | - | 17,277 | 17,277 | 10,874 | 28,151 |
| Transaction with owners: | | | | | | |
| Issuance of ordinary shares pursuant to exercise of warrants | 2,536 | - | - | 2,536 | - | 2,536 |
| At 30 June 2023 | 255,663 | - | 123,855 | 379,518 | 106,180 | 485,698 |
| At 1 July 2023 | 255,663 | - | 123,855 | 379,518 | 106,180 | 485,698 |
| Profit for the financial year, representing total comprehensive income for the financial year | - | - | 26,075 | 26,075 | 10,086 | 36,161 |
| Transaction with owners: | | | | | | |
| Issuance of ordinary shares pursuant to exercise of warrants | 29,010 | - | - | 29,010 | - | 29,010 |
| Shares repurchased | - | (2,983) | - | (2,983) | - | (2,983) |
| Issuance of subsidiary's shares to NCI | - | - | - | - | * | * |
| At 30 June 2024 | 284,673 | (2,983) | 149,930 | 431,620 | 116,266 | 547,886 |

* Amount less than RM1,000

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024
(continued)

| | Note | ← Non-distributable → | | <u>Distributable</u> | Total equity RM'000 |
|---|------|-------------------------|---------------------------|-----------------------------|------------------------|
| | | Share capital RM'000 | Treasury shares RM'000 | Retained earnings RM'000 | |
| Company | | | | | |
| At 1 July 2022 | | 253,127 | - | 3,835 | 256,962 |
| Profit for the financial year, representing total comprehensive income for the financial year | | - | - | 1,816 | 1,816 |
| Transaction with owners: | | | | | |
| Issuance of ordinary shares pursuant to exercise of warrants | 16 | 2,536 | - | - | 2,536 |
| At 30 June 2023 | | 255,663 | - | 5,651 | 261,314 |
| At 1 July 2023 | | | | | |
| Profit for the financial year, representing total comprehensive income for the financial year | | - | - | 156,977 | 156,977 |
| Transaction with owners: | | | | | |
| Issuance of ordinary shares pursuant to exercise of warrants | 16 | 29,010 | - | - | 29,010 |
| Shares repurchased | 17 | - | (2,983) | - | (2,983) |
| At 30 June 2024 | | 284,673 | (2,983) | 162,628 | 444,318 |

The accompanying notes form an integral part of the financial statements.



STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

| | Note | Group | | Company | |
|---|------|----------------|----------------|----------------|----------------|
| | | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Cash flows from operating activities | | | | | |
| Profit before tax | | 44,686 | 32,816 | 156,977 | 1,816 |
| Adjustments for: | | | | | |
| Depreciation of investment properties | | 163 | 162 | 163 | 162 |
| Depreciation of property, plant and equipment | | 288 | 296 | 49 | 65 |
| Impairment loss on investment in an associate | | * | - | - | - |
| Interest income | | (541) | (307) | (15) | - |
| Interest expenses | | 22,235 | 24,786 | - | * |
| Allowance for expected credit losses ("ECLs") on other receivables | | - | 39 | - | - |
| Dividend income | | (64) | - | (64) | - |
| Gain on disposal of property, plant and equipment | | (11) | - | - | - |
| Gain on disposal of a subsidiary | | - | (99) | - | - |
| Reversal of allowance for ECLs on: | | | | | |
| - amount due from subsidiaries | | - | - | - | (212) |
| - trade receivables | | (27) | (132) | - | - |
| - other receivables | | (3) | (12) | - | - |
| Reversal of impairment loss on investment in a subsidiary | | - | - | (151,255) | - |
| Interest income on operating financial assets | | (26,595) | (28,426) | - | - |
| Waiver of debt from amount due to a subsidiary | | - | - | (3,894) | (910) |
| Written off of investment in subsidiaries | | - | - | 865 | - |
| Operating profit before working capital changes | | 40,131 | 29,123 | 2,826 | 921 |
| Changes in working capital: | | | | | |
| Inventories | | (11,472) | 796 | - | - |
| Operating financial assets | | 72,048 | 72,047 | - | - |
| Receivables | | (913) | (376) | 3 | (7) |
| Payables | | 43,081 | (3,709) | 47,210 | (791) |
| Contract liability | | 3,067 | 2,764 | - | - |
| | | 105,811 | 71,522 | 47,213 | (798) |
| Cash generated from operations | | 145,942 | 100,645 | 50,039 | 123 |
| Interest paid | | - | (24) | - | - |
| Interest received | | 154 | 36 | 15 | - |
| Tax paid | | (2,874) | (5,417) | * | (1) |
| Tax refunded | | 550 | - | - | - |
| Net cash from operating activities | | 143,772 | 95,240 | 50,054 | 122 |
| Cash flows from investing activities | | | | | |
| Investment in an associate | | (12,000) | - | (12,000) | - |
| Interest received | | 387 | 271 | - | - |
| Placement of deposits pledged with licensed banks | | (314) | (200) | - | - |
| Purchase of property, plant and equipment | | (168) | (57) | (27) | (43) |
| Proceeds from disposal of property, plant and equipment | | 11 | - | - | - |
| Net cash inflow from disposal of a subsidiary | | - | 100 | - | - |
| Advances to subsidiaries | | - | - | (11,269) | (2,330) |
| Net cash (used in)/from investing activities | | (12,084) | 114 | (23,296) | (2,373) |



STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024
(continued)

| | Note | Group | | Company | |
|--|------|-----------------|-----------------|----------------|----------------|
| | | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Cash flows from financing activities | | | | | |
| Interest paid | | (22,235) | (24,762) | - | * |
| Repayments of lease liabilities | A | - | (16) | - | (16) |
| (Repayment to)/Advance from subsidiaries | | - | - | (23) | 60 |
| Repayments of term loans | | (70,195) | (61,842) | - | - |
| Purchase of treasury shares | | (2,983) | - | (2,983) | - |
| Proceeds from issuance of share capital from exercise of warrants | | 29,010 | 2,536 | 29,010 | 2,536 |
| Net cash (used in)/from financing activities | | (66,403) | (84,084) | 26,004 | 2,580 |
| Net increase in cash and cash equivalents | | 65,285 | 11,270 | 52,762 | 329 |
| Cash and cash equivalents at beginning of the financial year | | 43,813 | 32,543 | 1,090 | 761 |
| Cash and cash equivalents at end of the financial year | | 109,098 | 43,813 | 53,852 | 1,090 |
| Cash and cash equivalents at end of the financial year comprises: | | | | | |
| Cash and bank balances | | 109,075 | 44,878 | 53,852 | 1,090 |
| Deposits with licensed banks | | 13,553 | 13,239 | - | - |
| Less: Bank overdraft | 19 | - | (1,088) | - | - |
| Less: Deposits pledged with licensed banks | 14 | 122,628 | 57,029 | 53,852 | 1,090 |
| | | (13,530) | (13,216) | - | - |
| | | 109,098 | 43,813 | 53,852 | 1,090 |

NOTE TO THE STATEMENTS OF CASH FLOWS

| | Note | Group | | Company | |
|---|------|----------------|----------------|----------------|----------------|
| | | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| A. Cash outflows for leases as a lessee | | | | | |
| <u>Included in net cash from operating activities:</u> | | | | | |
| Payment relating to short-term leases | 26 | 60 | 36 | - | - |
| <u>Included in net cash used in financing activities:</u> | | | | | |
| Payment of lease liabilities | | - | 16 | - | 16 |
| Payment on interest of lease liabilities | | - | * | - | * |
| | | - | 16 | - | 16 |
| | | 60 | 52 | - | 16 |

* Amount less than RM1,000

The accompanying notes form an integral part of the financial statements.



NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2024

1. CORPORATE INFORMATION

The Company is a public limited company, incorporated and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad.

The registered office of the Company is located at E-10-4, Megan Avenue 1, 189, Jalan Tun Razak, 50400 Kuala Lumpur.

The principal place of business of the Company is located at Wisma OZ, No. 11-1, Jalan Kuchai Maju 5, Kuchai Entrepreneurs' Park, Jalan Kuchai Lama, 58200 Kuala Lumpur.

The principal activities of the Company are investment holding and the provision of management services. The principal activities of its subsidiaries are disclosed in Note 8 to the financial statements.

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

2. BASIS OF PREPARATION

(a) Statement of compliance

The financial statements of the Group and of the Company have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRSs"), International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

The financial statements of the Group and of the Company have been prepared under the historical cost convention, unless otherwise indicated in the financial statements.

Adoption of new and amended standards

During the financial year, the Group and the Company have adopted the following amendments to MFRSs issued by the Malaysian Accounting Standards Board ("MASB") that are mandatory for current financial year:

| | |
|------------------------|--|
| MFRS 17 | Insurance Contracts |
| Amendments to MFRS 17 | Initial Application of MFRS 17 and MFRS 9 - Comparative Information |
| Amendments to MFRS 17 | Insurance Contracts |
| Amendments to MFRS 101 | Disclosure of Accounting Policies |
| Amendments to MFRS 108 | Definition of Accounting Estimates |
| Amendments to MFRS 112 | Deferred Tax related to Assets and Liabilities arising from a Single Transaction |
| Amendments to MFRS 112 | International Tax Reform - Pillar Two Model Rules |

NOTES TO THE FINANCIAL STATEMENTS (continued)

2. BASIS OF PREPARATION (CONT'D)

(a) Statement of compliance (Cont'd)

Adoption of new and amended standards (Cont'd)

The adoption of amendments to MFRSs did not have any significant impact on the financial statements of the Group and of the Company, except for the followings:

Amendments to MFRS 101 Presentation of Financial Statements - Disclosure of Accounting Policies

The amendments require the disclosure of “material”, rather than “significant”, accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity-specific accounting policy information that users need to understand other information in the financial statements.

Although the amendments did not result in any changes to the Group’s and the Company’s accounting policies, it impacted the accounting policy information disclosed in the financial statements. The material accounting policy information is disclosed in the Note 3 to the financial statements.

Standard issued but not yet effective

The Group and the Company have not applied the following new and amendments to MFRSs that have been issued by the MASB but are not yet effective for the Group and the Company:

| | | Effective dates for financial periods beginning on or after |
|------------------------------------|---|---|
| Amendments to MFRS 16 | Lease Liability in a Sale and Leaseback | 1 January 2024 |
| Amendments to MFRS 101 | Classification of Liabilities as Current or Non-current | 1 January 2024 |
| Amendments to MFRS 101 | Non-current Liabilities with Covenants | 1 January 2024 |
| Amendments to MFRS 107 and MFRS 7 | Supplier Finance Arrangements | 1 January 2024 |
| Amendments to MFRS 121 | Lack of Exchangeability | 1 January 2025 |
| Amendments to MFRS 9 and MFRS 7 | Amendments to the Classification and Measurement of Financial Instruments | 1 January 2026 |
| Annual Improvements - Volume 11 | Amendments to MFRS 1 Amendments to MFRS 7 Amendments to MFRS 9 Amendments to MFRS 10 Amendments to MFRS 107 | 1 January 2026 |
| MFRS 18 | Presentation and Disclosure in Financial Statements | 1 January 2027 |
| MFRS 19 | Subsidiaries without Public Accountabilities: Disclosures | 1 January 2027 |
| Amendments to MFRS 10 and MFRS 128 | Sale or Contribution of Assets between an Investor and its Associate or Joint Venture | Deferred until further notice |

The Group and the Company intend to adopt the above MFRSs when they become effective.

The initial applications of the above-mentioned MFRSs are not expected to have any significant impacts on the financial statements of the Group and of the Company.



NOTES TO THE FINANCIAL STATEMENTS (continued)

2. BASIS OF PREPARATION (CONT'D)

(b) Functional and presentation currency

These financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional currency. All financial information is presented in RM and has been rounded to nearest thousand, unless otherwise stated.

(c) Significant accounting judgements, estimates and assumptions

The preparation of the Group's and of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

Judgements

The followings are the accounting policies that have the most significant effect on the amounts recognised in the financial statements:

Determining the lease term of contracts with renewal and termination options - the Group and the Company as lessee

The Group and the Company determine the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if they are reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if they are reasonably certain not to be exercised.

The Group and the Company have several lease contracts that include extension and termination options. The Group and the Company apply judgements in evaluating whether they are reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, they consider all relevant factors that create an economic incentive for them to exercise either the renewal or termination. After the commencement date, the Group and the Company reassess the lease term if there is a significant event or change in circumstances that is within their controls and affects their abilities to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

The Group and the Company include the renewal period as part of the lease term for leases of land and building with non-cancellable period included as part of the lease term as these are reasonably certain to be exercised because there will be a significant negative effect on operation if a replacement asset is not readily available. Furthermore, the periods covered by termination options are included as part of the lease term only when they are reasonably certain not to be exercised.

Satisfaction of performance obligations in relation to contracts with customers

The Group and the Company are required to assess each of its contracts with customers to determine whether performance obligations are satisfied over time or at a point in time in order to determine the appropriate method for recognising revenue. This assessment was made based on the terms and conditions of the contracts, and the provisions of relevant laws and regulations.

The Group and the Company recognise revenue over time in the following circumstances:

- (a) the customer simultaneously receives and consumes the benefits provided by the Group's and the Company's performance as the Group and the Company performs;
- (b) the Group and the Company do not create an asset with an alternative use to the Group and the Company and have an enforceable right to payment for performance completed to date; and
- (c) the Group's and the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced.

NOTES TO THE FINANCIAL STATEMENTS (continued)

2. BASIS OF PREPARATION (CONT'D)

(c) Significant accounting judgements, estimates and assumptions (Cont'd)

Judgements (Cont'd)

Satisfaction of performance obligations in relation to contracts with customers (Cont'd)

Where the above criteria are not met, revenue is recognised at a point in time. Where revenue is recognised at a point of time, the Group and the Company assesses each contract with customers to determine when the performance obligation of the Group and the Company under the contract is satisfied.

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period are set out below:

Useful lives of property, plant and equipment and investment properties

The Group and the Company regularly review the estimated useful lives of property, plant and equipment and investment properties based on factors such as business plan and strategies, expected level of usage and future technological developments. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction in the estimated useful lives of property, plant and equipment and investment properties would increase the recorded depreciation and decrease the values of property, plant and equipment and investment properties. The carrying amount at the reporting date for property, plant and equipment and investment properties are disclosed in Notes 4 and 5 to the financial statements respectively.

Deferred tax assets

Deferred tax assets are recognised for all unused tax losses, unabsorbed capital allowances and other deductible temporary differences to the extent that it is probable that taxable profit will be available against which the unused tax losses, unabsorbed capital allowances and other deductible temporary differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies. The carrying value of unrecognised deferred tax assets are disclosed in Note 27 to the financial statements.

Inventories valuation

Inventories are measured at the lower of cost and net realisable value. The Group estimate the net realisable value of inventories based on an assessment of expected selling prices. Demand levels and pricing competition could change from time to time. If such factors result in an adverse effect on the Group's products, the Group might be required to reduce the value of their inventories. Details of inventories are disclosed in Note 6 to the financial statements.

Determination of transaction prices

The Group and the Company are required to determine the transaction price in respect of each of their contracts with customers. In making such judgement, the Group and the Company assess the impact of any variable consideration in the contract due to discounts or penalties, the existence of any significant financing component and any non-cash consideration in the contract.

There is no estimation required in determining the transaction price, as revenue from sale of goods are based on invoices values. Discounts are not considered as they are not only given in rare circumstances.



NOTES TO THE FINANCIAL STATEMENTS (continued)

2. BASIS OF PREPARATION (CONT'D)

(c) Significant accounting judgements, estimates and assumptions (Cont'd)

Key sources of estimation uncertainty (Cont'd)

Revenue from property development contracts

Revenue is recognised when the control of the asset is transferred to the customers and, depending on the terms of the contracts and the applicable laws governing the contracts control of the asset may transfer over time or at a point in time.

In accordance with IC Int 12 *Service Concession Arrangements*, revenue associated with construction works under the Concession Agreement shall be recognised and measured in accordance with MFRS 15 *Revenue from Contracts with Customers* ("MFRS 15"). The consideration received or receivable from construction work rendered by the Group is measured in accordance with MFRS 15, i.e. based on the allocated transaction price. The estimated revenue is affected by a variety of uncertainties that depend on the outcome of future event.

Significant judgements are used to estimate these total property development costs to complete the contracts. In making these estimates, management relies on past experience, the work of specialists and a continuous monitoring mechanism.

Provision for expected credit loss of financial assets at amortised cost

The Group and the Company review the recoverability of their receivables at each reporting date to assess whether an impairment loss should be recognised. The impairment provisions for receivables are based on assumptions about risk of default and expected loss rates. The Group and the Company use judgements in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's and the Company's past history, existing market conditions at the end of each reporting period.

The Group and the Company use a provision matrix to calculate expected credit loss for receivables. The provision rates are based on number of days past due.

The provision matrix is initially based on the Group's and the Company's historical observed default rates. The Group and the Company will calibrate the matrix to adjust the historical credit loss experience. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and expected credit loss is a significant estimate. The carrying amounts at the reporting date for receivables are disclosed in Notes 10, 11, 12 and 13 to the financial statements respectively.

Discount rate used in leases

Where the interest rate implicit in the lease cannot be readily determined, the Group and the Company use the incremental borrowing rate to measure the lease liabilities. The incremental borrowing rate is the interest rate that the Group and the Company would have to pay to borrow over a similar term, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. Therefore, the incremental borrowing rate requires estimation, particularly when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Group and the Company estimate the incremental borrowing rate using observable inputs when available and are required to make certain entity-specific estimates.

NOTES TO THE FINANCIAL STATEMENTS (continued)

2. BASIS OF PREPARATION (CONT'D)

(c) Significant accounting judgements, estimates and assumptions (Cont'd)

Key sources of estimation uncertainty (Cont'd)

Income taxes

Judgement is involved in determining the provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business.

The Group and the Company recognise liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

3. MATERIAL ACCOUNTING POLICIES

The Group and the Company apply the material accounting policies set out below, consistently throughout all periods presented in the financial statements unless otherwise stated.

(a) Basis of consolidation

(i) Investment in subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Potential voting rights are considered when assessing whether the Group has power over another entity. Subsidiaries are fully consolidated from the date that control commences until the date control ceases.

In the Company's separate financial statements, investments in subsidiary companies are stated at cost less accumulated impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts are recognised in profit or loss. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

Inter-company transactions, balances and unrealised gains or losses on transactions between Group entities are eliminated. Unrealised losses are eliminated only if there is no indication of impairment.

(ii) Business combinations

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of new subsidiary company is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in business combination are measured initially at their fair values at the acquisition date. The Group recognises NCI in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the NCI's proportionate share of the recognised amounts of acquiree's identifiable net assets.

When the business combination is achieved in stages, the acquirer's previously held equity interest in the acquiree is re-measured at its acquisition-date fair value and the resulting gain or loss recognised in profit or loss.



NOTES TO THE FINANCIAL STATEMENTS (continued)

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(a) Basis of consolidation (Cont'd)

(ii) Business combinations (Cont'd)

The initial accounting for the acquisition of the new subsidiary company is incomplete by the end of the reporting period, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (which cannot exceed one year from the acquisition date), or additional assets or liabilities recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date, if known, would have affected the amount recognised at that date.

The contingent consideration to be transferred by the Group recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of MFRS 9 is measured at fair value with the changes in fair value recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Transaction costs, other than those associated with the issuance of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

(iii) NCI

The Group recognises NCI in the acquiree by acquisition basis. The Group elects to measure the NCI in the acquiree at the proportionate share of the acquiree's identifiable net assets at the acquisition date.

(b) Investment in associates

An associate is an entity over which the Group has significant influence, including representation on the Board of Directors, but not control or joint control, over the financial and operating policies of the investee company.

Investment in associate is accounted for under equity method. They are initially recognised at cost, which includes transaction costs. Subsequently, the consolidated financial statements include the Group's share of profit or loss and other comprehensive income of the associate, after adjustments to align the accounting policies with those of the Group, from the date that significant influence commences until the date that significant influence ceases. When the Group's share of post-acquisition losses exceeds its interest in an associate, the Group does not recognise further losses, except to the extent that the Group has an obligation or made payments on behalf of the associate.

When the Group's interest in an associate decrease but does not result in loss of significant influence, any retained interest is not remeasured. Any gain or loss arising from the decrease in interest recognised in profit or loss. Any gains or losses previously recognised in other comprehensive income are also reclassified proportionately to the profit or loss if that gain or loss would be required to be reclassified to profit or loss on the disposal of the related assets and liabilities.

Unrealised profits or losses arising from transactions between the Group and its associate are recognised in the Group's consolidated financial statements only to the extent of unrelated investors' interests in the associate or joint venture. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the assets transferred.

When the Group ceases to have significant influence over the associate, it is accounted for as a disposal of the entire interest in that associate, with the resulting gain or loss being recognised in the profit or loss. Any retained investment in the former associate at the date when significant influence is lost is measured at its fair value and the amount is regarded as the initial carrying amount of a financial asset.

In the Company's separate financial statements, investments in associates are stated at cost less accumulated impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts are recognised in profit or loss. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.



NOTES TO THE FINANCIAL STATEMENTS (continued)

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(c) Property, plant and equipment

All property, plant and equipment are stated at cost less accumulated depreciation and less accumulated impairment losses.

(i) Recognition and measurement

Property, plant and equipment, are measured at cost less accumulated depreciation and less any impairment losses. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefit associated with the item will flow to the Group and the Company and the cost of the item can be measured reliably.

(ii) Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and the Company and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in the profit or loss as incurred.

(iii) Depreciation

Depreciation is recognised on straight line method basis to write off the cost of each asset to its residual value over its estimated useful life.

Property, plant and equipment are depreciated based on the estimated useful lives of the assets as follows:

| | |
|----------------------------------|---------------------|
| Plant and machinery | 10% - 25% |
| Motor vehicles | 20% |
| Furniture, fitting and equipment | 10% - 25% |
| Site office and signboards | 20% |
| Renovation | 10% - 20% |
| Office | Over the lease term |

The residual values, useful lives and depreciation method are reviewed at the end of each reporting period to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the property, plant and equipment.

(d) Leases

(i) Leases and non-lease components

At inception or on reassessment of a contract that contains a lease component, the Group and the Company allocate the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices. However, for leases of properties in which the Group and the Company are lessees, it has elected not to separate non-lease components and will instead account for the lease and non-lease components as a single lease component.

(ii) Recognition exemption

The Group has elected not to recognise right-of-use ("ROU") assets and liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.



NOTES TO THE FINANCIAL STATEMENTS (continued)

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(d) Leases (Cont'd)

(iii) Depreciation

The ROU asset under cost model is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. The estimated useful lives of the ROU assets are determined on the same basis as those of property, plant and equipment as follows:

| | |
|--------|---------------------|
| Office | Over the lease term |
|--------|---------------------|

(e) Investment properties

Investment properties are properties held either to earn rental income or for capital appreciation or for both. Investment properties are measured at cost, including transaction costs, less any accumulated depreciation and impairment losses.

The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met and excludes the costs of day-to-day servicing of an investment property.

Freehold lands are not depreciated. Other investment properties are depreciated on a straight-line basis to write down the cost of each asset to their residual values over their estimated useful lives.

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

Investment properties are derecognised when they are disposed of. Any gain or loss on disposal of an investment property recognised in the profit or loss. When an investment property that was previously classified as property, plant and equipment is sold, any related amount included in the revaluation reserve is transferred to retained earnings.

(f) Inventories

Inventories are stated at the lower of cost and net realisable value.

(i) Land held for property development

Land held for property development consists of purchase price of land, professional fees, stamp duties, commissions, conversion fees, other relevant levies and direct development cost incurred in preparing the land for development.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and the estimated cost necessary to make the sale. If net realisable value cannot be determined reliably, these inventories will be stated at the lower of cost or fair value costs to sell. Fair value is the amount the inventory can be sold in an arm's length transaction.

Land held for property development for which no significant development work has been undertaken or where development activities are not expected to be completed within the normal operating cycle, is classified as non-current asset.

Land held for property development is transferred to property development costs under current assets when development activities have commenced and are expected to be completed within the normal operating cycle.

NOTES TO THE FINANCIAL STATEMENTS (continued)

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(f) Inventories (Cont'd)

(ii) Property under development and completed property

Property under development consists of the cost of land and all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities, including common costs such as the cost of constructing mandatory infrastructure, amenities and affordable houses (net of estimated approved selling prices) and other related costs. The asset is subsequently recognised as an expense in profit or loss when and as the control of the asset is transferred to the customer.

Properties development costs attributable to unsold properties, upon completion, are transferred to completed properties held for sale.

The costs of completed properties include costs of land and related development costs or its purchase costs and incidental cost of acquisition. Costs is determined on a specific identification basis.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and applicable selling expenses.

(g) Operating financial assets

The Group entered into various public-to-private service concession arrangements to construct or upgrade infrastructure (construction or upgrade services) and operate and maintain that infrastructure (operation services) for a specific period of time under a single contract or arrangement. Under these concession arrangements, the grantor controls significant residual interest in the infrastructure at the end of the concession period.

The Group accounts for its service concession arrangements under the financial asset model as the Group has an unconditional right to receive cash or another financial asset from or at the direction of the grantor for the construction services. The consideration received and receivable is allocated by reference to the relative fair values of the various services delivered, when the amounts are separately identified. The allocation is performed by reference to the fair values of the services provided even if the contract stipulates individual prices for certain services. This is because, the amounts specified in the contracts may not necessarily be representative of the fair values of the services provided or the prices that would be charged if the services were sold on a standalone basis. The Group estimates the relative fair values of the services by reference to the costs of providing each service plus a reasonable profit margin.

In the financial asset model, the amount due from the grantor meets the definition of a receivable which is measured at fair value. It is subsequently measured at amortised cost. The amount initially recognised plus the cumulative interest on that amount is calculated using the effective interest method.

Any assets carried under concession arrangements is derecognised when the contractual rights to the financial asset expire.

(h) Contract liability

A contract liability is the obligation to transfer good services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfer goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liability is recognised as revenue when the Group performs under the contract.



NOTES TO THE FINANCIAL STATEMENTS (continued)

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(i) Borrowing costs

Borrowing costs are capitalised, net of interest received on cash drawn down yet to be expended when they are directly attributable to the acquisition, construction or production of an asset that necessarily take a substantial period of time to get ready for their intended use or sale. All other borrowing costs are recognised in profit or loss in the period in which they are incurred and reported in finance costs.

(j) Financial instruments

At the reporting date, the Group and the Company carry financial assets at amortised cost on their statements of financial position. The Group's financial assets at amortised cost are trade and other receivables, amount due from an associate, deposits with licensed banks and cash and bank balances. The Company's financial assets at amortised cost are other receivables, amount due from subsidiaries and cash and bank balances.

At the reporting date, the Group and the Company carry only financial liabilities at amortised cost on their statements of financial position. The Group's financial liabilities at amortised cost include loans and borrowings and trade and other payables. The Company's financial liabilities at amortised cost include loans and borrowings, other payables and amount due to subsidiaries.

(k) Revenue recognition

(i) Revenue from contracts with customers

The Group and the Company recognise revenue that depicts the transfer of promised goods or services to customers in an amount that reflects the consideration to which the Group and the Company expect to be entitled in exchange for those goods and services.

Revenue recognition of the Group and the Company are applied for each contract with a customer or a combination of contracts with the same customer (or related parties of the customer). For practical expedient, the Group and the Company applied revenue recognition to a portfolio of contracts (or performance obligations) with similar characteristics in the property development business if the Group and the Company reasonably expects that the effects on the financial statements would not differ materially from recognising revenue on the individual contracts (or performance obligations) within that portfolio.

The Group and the Company measure revenue from sale of goods or services at its transaction price, being the amount of consideration to which the Group and the Company expect to be entitled in exchange for transferring promised good or service to a customer, excluding amounts collected on behalf of third parties such as goods and service tax, adjusted for the effects of any variable consideration, constraining estimates of variable consideration, significant financing components, non-cash consideration and consideration payable to customer. If the transaction price includes variable consideration, the Group and the Company use the expected value method by estimating the sum of probability-weighted amounts in a range or possible consideration amounts, or the most likely outcome method, depending on which method the Group and the Company expect to better predict the amount of consideration to which it is entitled.

For contract with separate performance obligations, the transaction price is allocated to the separate performance obligations on the relative stand-alone selling price basis. If the stand-alone selling price is not directly observable, the Group and the Company estimate it by using the costs plus margin approach.



NOTES TO THE FINANCIAL STATEMENTS (continued)

3. MATERIAL ACCOUNTING POLICIES (CONT'D)

(k) Revenue recognition (Cont'd)

(i) Revenue from contracts with customers (Cont'd)

Revenue from contracts with customers is recognised by reference to each distinct performance obligation in the contract with customer, i.e. when or as a performance obligation in the contract with customer is satisfied. A performance obligation is satisfied when or as the customer obtains control of the good or service underlying the particular performance obligation, which the performance obligation may be satisfied at a point in time or over time.

Revenue from the sale of completed properties is recognised at a point in time when control of the property is transferred to the customer and it is probable that the Group will collect the consideration to which it is entitled.

Revenue from maintenance income and management fee are recognised over time when the service is rendered.

(ii) Interest income

Interest income is recognised using the effective interest method. The notional interest income resulting from the accretion of discount on operating financial assets using the effective interest rate method is recognised in profit or loss.

(iii) Dividend income

Dividend income is recognised when the Company's right to receive payment is established.



NOTES TO THE FINANCIAL STATEMENTS (continued)

4. PROPERTY, PLANT AND EQUIPMENT

| | Plant and machinery RM'000 | Motor vehicles RM'000 | Furniture, fitting and equipment RM'000 | Site office and signboards RM'000 | Renovation RM'000 | Office RM'000 | Total RM'000 |
|---------------------------------|----------------------------------|-----------------------------|--|--|----------------------|------------------|-----------------|
| Group | | | | | | | |
| Cost | | | | | | | |
| At 1 July 2022 | 49 | 1,113 | 744 | 104 | 302 | 43 | 2,355 |
| Additions | - | - | 12 | - | 45 | - | 57 |
| Written off | - | - | (35) | - | - | - | (35) |
| Expiry of lease contract | - | - | - | - | - | (43) | (43) |
| At 30 June 2023 | 49 | 1,113 | 721 | 104 | 347 | - | 2,334 |
| Additions | 2 | 115 | 42 | - | 9 | - | 168 |
| Disposal | - | (37) | - | - | - | - | (37) |
| At 30 June 2024 | 51 | 1,191 | 763 | 104 | 356 | - | 2,465 |
| Accumulated depreciation | | | | | | | |
| At 1 July 2022 | 43 | 266 | 622 | 94 | 56 | 29 | 1,110 |
| Charge for the financial year | 1 | 192 | 35 | 3 | 51 | 14 | 296 |
| Written off | - | - | (35) | - | - | - | (35) |
| Expiry of lease contract | - | - | - | - | - | (43) | (43) |
| At 30 June 2023 | 44 | 458 | 622 | 97 | 107 | - | 1,328 |
| Charge for the financial year | 1 | 200 | 32 | 3 | 52 | - | 288 |
| Disposal | - | (37) | - | - | - | - | (37) |
| At 30 June 2024 | 45 | 621 | 654 | 100 | 159 | - | 1,579 |
| Carrying amount | | | | | | | |
| At 30 June 2024 | 6 | 570 | 109 | 4 | 197 | - | 886 |
| At 30 June 2023 | 5 | 655 | 99 | 7 | 240 | - | 1,006 |

NOTES TO THE FINANCIAL STATEMENTS (continued)

4. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

| | Furniture, fitting and equipment RM'000 | Site office and signboards RM'000 | Renovation RM'000 | Office RM'000 | Total RM'000 |
|---------------------------------|--|--|----------------------|------------------|-----------------|
| Company | | | | | |
| Cost | | | | | |
| At 1 July 2022 | 628 | 93 | 123 | 43 | 887 |
| Additions | - | - | 43 | - | 43 |
| Written off | (35) | - | - | - | (35) |
| Expiry of lease contract | - | - | - | (43) | (43) |
| At 30 June 2023 | 593 | 93 | 166 | - | 852 |
| Additions | 27 | - | - | - | 27 |
| At 30 June 2024 | 620 | 93 | 166 | - | 879 |
| Accumulated depreciation | | | | | |
| At 1 July 2022 | 572 | 91 | 49 | 29 | 741 |
| Charge for the financial year | 17 | 1 | 33 | 14 | 65 |
| Written off | (35) | - | - | - | (35) |
| Expiry of lease contract | - | - | - | (43) | (43) |
| At 30 June 2023 | 554 | 92 | 82 | - | 728 |
| Charge for the financial year | 15 | 1 | 33 | - | 49 |
| At 30 June 2024 | 569 | 93 | 115 | - | 777 |
| Carrying amount | | | | | |
| At 30 June 2024 | 51 | - | 51 | - | 102 |
| At 30 June 2023 | 39 | 1 | 84 | - | 124 |

(a) Depreciation charge of right-of-use assets are as follows:

| | Group and Company 2024 RM'000 | 2023 RM'000 |
|--------|-------------------------------------|----------------|
| Office | - | 14 |



NOTES TO THE FINANCIAL STATEMENTS (continued)

5. INVESTMENT PROPERTIES

| | Freehold land RM'000 | Freehold building RM'000 | Total RM'000 |
|--|----------------------------|--------------------------------|-----------------|
| Group | | | |
| Cost | | | |
| At 1 July 2022/30 June 2023/30 June 2024 | 65,243 | 8,114 | 73,357 |
| Accumulated depreciation | | | |
| At 1 July 2022 | - | 2,677 | 2,677 |
| Charge for the financial year | - | 162 | 162 |
| At 30 June 2023 | - | 2,839 | 2,839 |
| Charge for the financial year | - | 163 | 163 |
| At 30 June 2024 | - | 3,002 | 3,002 |
| Accumulated impairment losses | | | |
| At 1 July 2022/30 June 2023/30 June 2024 | 19,199 | - | 19,199 |
| Carrying amount | | | |
| At 30 June 2024 | 46,044 | 5,112 | 51,156 |
| At 30 June 2023 | 46,044 | 5,275 | 51,319 |
| Company | | | |
| Cost | | | |
| At 1 July 2022/30 June 2023/30 June 2024 | 4,325 | 8,114 | 12,439 |
| Accumulated depreciation | | | |
| At 1 July 2022 | - | 2,677 | 2,677 |
| Charge for the financial year | - | 162 | 162 |
| At 30 June 2023 | - | 2,839 | 2,839 |
| Charge for the financial year | - | 163 | 163 |
| At 30 June 2024 | - | 3,002 | 3,002 |
| Carrying amount | | | |
| At 30 June 2024 | 4,325 | 5,112 | 9,437 |
| At 30 June 2023 | 4,325 | 5,275 | 9,600 |

NOTES TO THE FINANCIAL STATEMENTS (continued)

5. INVESTMENT PROPERTIES (CONT'D)

Fair value information

| | Group | | Company | |
|-------------------------------------|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Fair value of investment properties | 101,513 | 101,722 | 18,227 | 18,496 |

Expenses recognised in profit or loss

| | Group | | Company | |
|---------------------------|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Direct operating expenses | 253 | 211 | 159 | 117 |

Fair value basis of investment properties

Investment properties are stated at cost. As at the reporting date, the fair values of the investment properties are valued based on the exit price at the measurement date from the perspective of a market participant that holds the asset. In estimating the fair values of the properties, the highest and best use of the properties is their current use. There has been no change to the valuation techniques during the financial year.

Fair value measurements of the investment properties were categorised as follows:

| | Group | | Company | |
|-------------------|---------------------------|---------------------------|---------------------------|---------------------------|
| | 2024 Level 3 RM'000 | 2023 Level 3 RM'000 | 2024 Level 3 RM'000 | 2023 Level 3 RM'000 |
| Freehold land | 87,986 | 87,902 | 4,700 | 4,676 |
| Freehold building | 13,527 | 13,820 | 13,527 | 13,820 |
| | 101,513 | 101,722 | 18,227 | 18,496 |

Level 3 Fair value

Level 3 fair value of land and building have been generally estimated by the Directors based on the recent transacted prices in the market of land and building with similar condition and location. In estimating the fair values of the investment properties, the highest and best use of investment properties are its current use.



NOTES TO THE FINANCIAL STATEMENTS (continued)

6. INVENTORIES

| | Group | |
|-------------------------------------|---------|---------|
| | 2024 | 2023 |
| | RM'000 | RM'000 |
| Non-current | | |
| Properties held for development | | |
| - Freehold land | 138,042 | 130,935 |
| - Development costs | 23,638 | 28,407 |
| | 161,680 | 159,342 |
| Current | | |
| Properties under development | | |
| - Freehold land | 19,705 | 19,705 |
| - Leasehold land | 9,236 | 9,236 |
| - Development costs | 3,577 | 3,443 |
| - Other directly attributable costs | 9,000 | - |
| | 41,518 | 32,384 |
| | 203,198 | 191,726 |

Included in properties held for development are freehold land and development costs with carrying amount of RM12,560,000 (2023: RM12,560,000) pledged as security to secure banking facilities granted to the Group.

Included in properties held for development is a freehold land and its development costs in Seremban with carrying amount of RM2,960,000 which one-third of the total land area is held by a third party with the intention to develop the land together.

Included in properties under development are land, development costs and other directly attributable costs with carrying amount of RM37,795,000 (2023: RM28,795,000) which the Group has entered into Consortium Agreement, Deed of Trusts, Shareholders Agreements and Memorandum of Re-iteration and Confirmation.

In the previous financial year, included in properties held for development were two pieces of freehold land and development costs in Seremban with carrying amount of RM5,557,000 which the total land area were held 50% each by a subsidiary and a third party respectively with the intention to develop the land together.

7. OPERATING FINANCIAL ASSETS

| | Group | |
|-------------|---------|---------|
| | 2024 | 2023 |
| | RM'000 | RM'000 |
| Non-current | 570,825 | 618,186 |
| Current | 47,361 | 45,453 |
| | 618,186 | 663,639 |

NOTES TO THE FINANCIAL STATEMENTS (continued)

7. OPERATING FINANCIAL ASSETS (CONT'D)

- (i) The Group entered into certain concession agreements with Universiti Teknologi MARA (“UiTM”) and the Government of Malaysia (“the Government”) as represented by the Ministry of Higher Education Malaysia under a private finance initiative for the right and authority to undertake the planning, design, development, construction, landscaping, equipping, installations, completion, testing and commissioning of the facilities and infrastructure of UiTM campuses and to carry out the maintenance works in relation to the maintenance of the facilities and infrastructure.

Each concession agreement is for a period of 23 years comprising 3 years of construction works and 20 years of maintenance works (“Maintenance Period”). The maintenance works will commence upon the issuance of Certificate of Acceptance by UiTM and expiring on the last date of the Maintenance Period. Upon expiry of the Maintenance Period, the Group is required to handover the facilities and infrastructure at no cost to UiTM in a well-maintained and operational condition.

UiTM will pay the Group throughout the Maintenance Period concession charges which comprise availability charges for the availability of the facilities and infrastructure and maintenance charges for the provision of maintenance works in accordance with the provisions of the concession agreements. The Group and UiTM may make request in writing for the review of the maintenance charges at the interval of every five years after the maintenance commencement date, subject to the Government’s approval.

The amount being the financial assets arising from the above concession agreements represents the fair value of the consideration receivable for the construction services delivered during the stage of construction. They carry interest at rates ranging from 3.91% to 4.37% (2023: 3.91% to 4.37%) per annum and repayable in the form of availability charges upon fulfilment of the terms and conditions in the concession agreements.

- (ii) All rights, interest and title limited to the availability charges, any amount payable by the Government, and reimbursement of costs by UiTM are assigned to financial institutions to secure term loan facilities granted to the Group.

8. INVESTMENTS IN SUBSIDIARIES

| | Company | |
|-------------------------------------|----------------|----------------|
| | 2024 RM’000 | 2023 RM’000 |
| In Malaysia | | |
| At cost | | |
| Unquoted shares | 431,801 | 432,902 |
| Less: Accumulated impairment losses | (31,703) | (183,194) |
| | 400,098 | 249,708 |

Movements in the accumulated impairment losses are as follows:

| | Company | |
|---------------------------------------|----------------|----------------|
| | 2024 RM’000 | 2023 RM’000 |
| At beginning of the financial year | 183,194 | 183,194 |
| Reversal during the financial year | (151,255) | - |
| Written off during the financial year | (236) | - |
| | 31,703 | 183,194 |



NOTES TO THE FINANCIAL STATEMENTS (continued)

8. INVESTMENTS IN SUBSIDIARIES (CONT'D)

Details of the subsidiaries are as follows:

| Name of company | Place of business / Country of incorporation | Effective interest (%) | | Principal activities |
|--|--|------------------------|------|--|
| | | 2024 | 2023 | |
| Menang Development (M) Sdn. Bhd. | Malaysia | 100 | 100 | Property development |
| Menang Leasing and Credit (M) Sdn. Bhd. | Malaysia | - | 100 | Leasing and hire purchase |
| Menang Management Services (M) Sdn. Bhd. | Malaysia | 100 | 100 | Management services |
| Menang Properties (M) Sdn. Bhd. | Malaysia | 100 | 100 | Property investment |
| Menang Aquatics Sdn. Bhd. | Malaysia | 100 | 100 | Investment holding and undertaking of landscaping projects |
| Menang Construction (M) Sdn. Bhd. | Malaysia | 100 | 100 | Property construction |
| Equitiplus Sdn. Bhd. | Malaysia | 100 | 100 | Investment holding |
| Hitung Panjang Sdn. Bhd. | Malaysia | 100 | 100 | Investment holding |
| Temeris Holdings Sdn. Bhd. | Malaysia | 100 | 100 | Investment holding |
| Menang Industries (M) Sdn. Bhd. | Malaysia | 100 | 100 | Investment holding |
| Menang Plantations (M) Sdn. Bhd. | Malaysia | - | 100 | Dormant |
| Seremban 3 Paradise Valley Golf Resort Sdn. Bhd. | Malaysia | 100 | 100 | Dormant |
| Held through Hitung Panjang Sdn. Bhd.: | | | | |
| Maztri Padu Sdn. Bhd. | Malaysia | 100 | 100 | Management services and property development |
| Held through Menang Land (M) Sdn. Bhd.: | | | | |
| Menang Saujana Sdn. Bhd. | Malaysia | 100 | 100 | Property development |
| Held through Menang Aquatics Sdn. Bhd.: | | | | |
| Menang Greens Sdn. Bhd. | Malaysia | 100 | 100 | Landscaping and turf farming |

NOTES TO THE FINANCIAL STATEMENTS (continued)

8. INVESTMENTS IN SUBSIDIARIES (CONT'D)

Details of the subsidiaries are as follows: (Cont'd)

| Name of company | Place of business / Country of incorporation | Effective interest (%) | | Principal activities |
|---|--|------------------------|------|-------------------------|
| | | 2024 | 2023 | |
| Held through Equitiplus Sdn. Bhd.: | | | | |
| Harapan Akuarium (M) Sdn. Bhd. | Malaysia | 100 | 100 | Investment holding |
| Menang Equities (M) Sdn. Bhd. | Malaysia | - | 100 | Investment holding |
| Held through Temeris Holdings Sdn. Bhd.: | | | | |
| Temeris Resorts Development Sdn. Bhd. | Malaysia | 100 | 100 | Property development |
| Held through Menang Development (M) Sdn. Bhd.: | | | | |
| Menang Land (M) Sdn. Bhd. | Malaysia | 100 | 100 | Investment holding |
| Twin Version Sdn. Bhd. | Malaysia | 100 | 100 | Investment holding |
| Charisma Cheer Sdn. Bhd. | Malaysia | 100 | 100 | Investment holding |
| Inovatif Mewah Sdn. Bhd. | Malaysia | 71 | 71 | Concession arrangements |
| Rumpun Positif Sdn. Bhd. | Malaysia | 51 | 51 | Concession arrangements |
| Protokol Elegan Sdn. Bhd. | Malaysia | 51 | 51 | Concession arrangements |
| Menang Capital Sdn. Bhd. | Malaysia | 70 | - | Investment holding |

(a) Material partly-owned subsidiaries

Set out below are the Group's subsidiaries that have material NCI:

| Name of company | Proportion of ownership interest and voting rights held by NCI | | Profit allocated to NCI | | Accumulated NCI | |
|---------------------------|--|------|-------------------------|--------|-----------------|---------|
| | 2024 | 2023 | 2024 | 2023 | 2024 | 2023 |
| | % | % | RM'000 | RM'000 | RM'000 | RM'000 |
| Inovatif Mewah Sdn. Bhd. | 29 | 29 | 4,557 | 5,499 | 52,723 | 48,166 |
| Rumpun Positif Sdn. Bhd. | 49 | 49 | 3,335 | 3,310 | 41,043 | 37,708 |
| Protokol Elegan Sdn. Bhd. | 49 | 49 | 2,230 | 2,065 | 22,536 | 20,306 |
| Menang Capital Sdn. Bhd. | 30 | - | (36) | - | (36) | - |
| | | | 10,086 | 10,874 | 116,266 | 106,180 |



NOTES TO THE FINANCIAL STATEMENTS (continued)

8. INVESTMENTS IN SUBSIDIARIES (CONT'D)

(a) Material partly-owned subsidiaries (Cont'd)

Summarised financial information for subsidiaries that have NCI that are material to the Group is set out below. The summarised financial information below represents amounts before inter-company eliminations.

(i) Summarised statement of financial position

| | Inovatif Mewah Sdn. Bhd. RM'000 | Rumpun Positif Sdn. Bhd. RM'000 | Protokol Elegan Sdn. Bhd. RM'000 | Menang Capital Sdn. Bhd. RM'000 |
|-------------------------|--|--|---|--|
| 2024 | | | | |
| Non-current assets | 238,351 | 240,315 | 92,159 | - |
| Current assets | 94,670 | 37,190 | 18,718 | - |
| Non-current liabilities | (83,930) | (148,971) | (49,801) | - |
| Current liabilities | (67,289) | (44,772) | (15,084) | (120) |
| Net assets | 181,802 | 83,762 | 45,992 | (120) |
| 2023 | | | | |
| Non-current assets | 260,891 | 258,619 | 98,676 | - |
| Current assets | 87,745 | 37,847 | 14,547 | - |
| Non-current liabilities | (117,378) | (175,926) | (58,325) | - |
| Current liabilities | (65,169) | (43,584) | (13,458) | - |
| Net assets | 166,089 | 76,956 | 41,440 | - |

(ii) Summarised statement of profit or loss and other comprehensive income

| | Inovatif Mewah Sdn. Bhd. RM'000 | Rumpun Positif Sdn. Bhd. RM'000 | Protokol Elegan Sdn. Bhd. RM'000 | Menang Capital Sdn. Bhd. RM'000 |
|---|--|--|---|--|
| 2024 | | | | |
| Revenue | 37,954 | 31,544 | 15,003 | - |
| Profit/(Loss) for the financial year, representing total comprehensive income/(loss) for the financial year | 15,713 | 6,806 | 4,552 | (120) |
| 2023 | | | | |
| Revenue | 39,093 | 33,600 | 14,231 | - |
| Profit for the financial year, representing total comprehensive income for the financial year | 18,963 | 6,756 | 4,215 | - |

NOTES TO THE FINANCIAL STATEMENTS (continued)

8. INVESTMENTS IN SUBSIDIARIES (CONT'D)

(a) Material partly-owned subsidiaries (Cont'd)

(iii) Summarised statement of cash flows

| | Inovatif Mewah Sdn. Bhd. RM'000 | Rumpun Positif Sdn. Bhd. RM'000 | Protokol Elegan Sdn. Bhd. RM'000 | Menang Capital Sdn. Bhd. RM'000 |
|---|--|--|---|--|
| 2024 | | | | |
| Net cash from/(used in) operating activities | 45,790 | 40,512 | 15,725 | (118) |
| Net cash (used in)/from investing activities | (8,738) | 12 | 61 | - |
| Net cash (used in)/from financing activities | (39,978) | (40,657) | (10,945) | 118 |
| Net (decrease)/increase in cash and cash equivalents | (2,926) | (133) | 4,841 | - |
| 2023 | | | | |
| Net cash from operating activities | 45,476 | 38,231 | 15,001 | - |
| Net cash (used in)/from investing activities | (2,068) | (4) | 75 | - |
| Net cash used in financing activities | (36,649) | (35,537) | (15,086) | - |
| Net increase/(decrease) in cash and cash equivalents | 6,759 | 2,690 | (10) | - |

(b) Incorporation of a subsidiary

On 5 October 2023, Menang Development (M) Sdn. Bhd. has incorporated a new 70% owned subsidiary, namely Menang Capital Sdn. Bhd. with an issued share capital of RM10 divided into 10 ordinary shares.

(c) Striking off of subsidiaries

During the financial year:

- (i) A wholly-owned subsidiary of the Company, Menang Leasing and Credit (M) Sdn. Bhd. has been struck off from the Register and dissolved, following the publication of the notice of striking off gazetted on 25 October 2023.
- (ii) A wholly-owned subsidiary of the Company, Menang Plantations (M) Sdn. Bhd. has been struck off from the Register and dissolved, following the publication of the notice of striking off gazetted on 3 May 2024.
- (iii) A wholly-owned subsidiary of the Company, Menang Equities (M) Sdn. Bhd. has been struck off from the Register and dissolved, following the publication of the notice of striking off gazetted on 4 June 2024.



NOTES TO THE FINANCIAL STATEMENTS (continued)

8. INVESTMENTS IN SUBSIDIARIES (CONT'D)

(d) Disposal of a subsidiary

On 5 September 2022, Menang Leasing and Credit (M) Sdn. Bhd. entered into a share sale agreement with Goh Choong Kheng and Lee Boon Kwong in relation to the disposal of 500,000 ordinary shares in Menang Finservices (M) Sdn. Bhd. ("MFSB"), representing 100% of the total issued shares of MFSB for a total sales consideration of RM100,000. The disposal has been completed on 22 March 2023.

The effect of the disposal of MFSB on the financial position of the Group as at the date of disposal was as follows:

| | 2023 RM RM'000 |
|---------------------------------|----------------------|
| Other receivable | 2 |
| Other payable | (1) |
| <hr/> | |
| Total net assets disposed | 1 |
| Gain on disposal | 99 |
| <hr/> | |
| Proceeds from disposal | 100 |
| Less: Cash and cash equivalents | * |
| <hr/> | |
| Net cash inflows from disposal | 100 |

* Amount less than RM1,000

9. INVESTMENTS IN ASSOCIATES

| | Group | | Company | |
|--|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| In Malaysia | | | | |
| Unquoted ordinary shares, at cost | 2,000 | * | 2,000 | - |
| Unquoted non-convertible redeemable preference shares, at cost | 10,000 | - | 10,000 | - |
| Less: Accumulated impairment losses | * | - | - | - |
| <hr/> | | | | |
| | 12,000 | * | 12,000 | - |

Movements in the accumulated impairment losses are as follows:

| | Group | | Company | |
|--|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| At beginning of the financial year | - | - | - | - |
| Impairment loss for the financial year | * | - | - | - |
| <hr/> | | | | |
| At end of the financial year | * | - | - | - |

* Amount less than RM1,000

NOTES TO THE FINANCIAL STATEMENTS
(continued)

9. INVESTMENTS IN ASSOCIATES (CONT'D)

Details of the associates are as follows:

| Name of company | Place of business / Country of incorporation | Effective interest (%) | | Principal activities |
|---|--|------------------------|------|------------------------------------|
| | | 2024 | 2023 | |
| Alpro Menang Ventures Sdn. Bhd. ("AMV") # | Malaysia | 20 | - | Investment holding |
| Held through Menang Development (M) Sdn. Bhd.: | | | | |
| Pacific Bright Sdn. Bhd. ^ | Malaysia | 30 | 30 | To act as manager for a consortium |

The financial information of the associate made up to 30 June 2024 have not been audited.

^ The summarised financial information of the associate is not presented as the associate is not material to the Group.

- (a) The following table illustrates the summarised financial information of AMV and reconciles the information to the carrying amount of the Group's interest in AMV as at 30 June 2024:

| | AMV RM'000 |
|---|---------------|
| 2024 | |
| Non-current assets | 18,888 |
| Current assets | 1,112 |
| Net assets | 20,000 |
| Reconciliation of net assets to carrying amount | |
| Share of net assets at acquisition date/Carrying amount in the statements of financial position | 12,000 |

- (b) On 2 February 2024, the Group and the Company has subscribed for 20 ordinary shares at RM1.00 each, representing 20% of the total issued shares of AMV. Subsequently, on 10 May 2024, the Group and the Company has subscribed for additional 1,999,980 ordinary shares issued by AMV at RM1.00 each to retain its 20% equity interest.
- (c) On 10 May 2024, the Group and the Company subscribed for 10,000,000 preference shares issued by AMV at RM1.00 each.
- (d) The salient features of the non-convertible redeemable preference shares ("NCRPS") are as follows:
- (i) Carry a dividend of four and a half percent (4.5%) per annum, payable at the end of each quarter of the calendar year. The dividend rights are cumulative;
 - (ii) Has no right to redeem the NCRPS in whole or in part at any time prior to the end of the sixth anniversary of issuance of the NCRPS;
 - (iii) Has no further rights to participate in the surplus assets of AMV after repayment of capital in the event of winding-up of AMV;
 - (iv) May be redeemed at any time wholly or partly for the time being issued on a pro-rata basis amongst all holders of such shares, after the sixth anniversary of issuance of the NCRPS, by giving not less than one hundred eighty days' notice; and
 - (v) No voting rights at general meeting of AMV, except in respect of winding-up of AMV and variation or amendment of the rights attached to the NCRPS.



NOTES TO THE FINANCIAL STATEMENTS (continued)

10. TRADE RECEIVABLES

| | Group | |
|--------------------------------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| Trade receivables | 6,471 | 5,701 |
| Accrued income | 10,913 | 10,913 |
| | 17,384 | 16,614 |
| Less: Accumulated allowance for ECLs | (151) | (181) |
| | 17,233 | 16,433 |

Trade receivables are non-interest bearing and are generally on 14 days to 30 days (2023: 14 days to 90 days). They are recognised at their original invoice amounts which represent their fair values on initial recognition.

Movements in the allowance for ECLs are as follows:

| | Group | |
|------------------------------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| At beginning of the financial year | 181 | 334 |
| Reversal of allowance for ECLs | (27) | (132) |
| Written off | (3) | (21) |
| At end of the financial year | 151 | 181 |

The following table provide information about the exposure to credit risk and allowance for ECLs for trade receivables:

| | Gross amount RM'000 | ECLs RM'000 | Carrying amount RM'000 |
|-------------------------|---------------------------|----------------|------------------------------|
| Group | | | |
| 2024 | | | |
| Not past due | 17,089 | - | 17,089 |
| Past due: | | | |
| 1 to 30 days | 8 | - | 8 |
| 31 to 60 days | 5 | - | 5 |
| 61 to 90 days | 4 | - | 4 |
| More than 90 days | 127 | - | 127 |
| | 144 | - | 144 |
| | 17,233 | - | 17,233 |
| Credit impaired: | | | |
| Individual impaired | 151 | (151) | - |
| | 17,384 | (151) | 17,233 |

NOTES TO THE FINANCIAL STATEMENTS (continued)

10. TRADE RECEIVABLES (CONT'D)

The following table provide information about the exposure to credit risk and allowance for ECLs for trade receivables: (Cont'd)

| | Gross amount RM'000 | ECLs RM'000 | Carrying amount RM'000 |
|-------------------------|---------------------------|----------------|------------------------------|
| Group (Cont'd) | | | |
| 2023 | | | |
| Not past due | 16,327 | - | 16,327 |
| Past due: | | | |
| 1 to 30 days | 6 | - | 6 |
| 31 to 60 days | 8 | - | 8 |
| 61 to 90 days | 5 | - | 5 |
| More than 90 days | 87 | - | 87 |
| | 106 | - | 106 |
| | 16,433 | - | 16,433 |
| Credit impaired: | | | |
| Individual impaired | 181 | (181) | - |
| | 16,614 | (181) | 16,433 |

11. OTHER RECEIVABLES

| | Group | | Company | |
|--------------------------|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Non-trade receivables | 757 | 679 | 64 | - |
| Less: Allowance for ECLs | (53) | (56) | - | - |
| | 704 | 623 | 64 | - |
| Deposits | 105 | 16 | - | - |
| Prepayment | 364 | 327 | 57 | 60 |
| | 1,173 | 966 | 121 | 60 |

Non-trade receivables are unsecured, non-interest bearing and repayable on demand.

Movements in the allowance for ECLs are as follows:

| | Group | |
|------------------------------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| At beginning of the financial year | 56 | 32 |
| Allowance for ECLs | - | 39 |
| Reversal of allowance for ECLs | (3) | (12) |
| Written off | - | (3) |
| At end of the financial year | 53 | 56 |



NOTES TO THE FINANCIAL STATEMENTS (continued)

12. AMOUNT DUE FROM/(TO) SUBSIDIARIES

| | Company | |
|-------------------------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| Amount due from subsidiaries: | | |
| Non-trade related | 94,519 | 83,250 |
| Less: Allowance for ECLs | (68,524) | (68,524) |
| | 25,995 | 14,726 |
| Amount due to subsidiaries: | | |
| Non-trade related | (9,544) | (13,461) |

Movements in the allowance for ECLs are as follows:

| | Company | |
|------------------------------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| At beginning of the financial year | 68,524 | 68,736 |
| Reversal of allowance for ECLs | - | (212) |
| At end of the financial year | 68,524 | 68,524 |

These amounts are unsecured, non-interest bearing and repayable on demand.

13. AMOUNT DUE FROM AN ASSOCIATE

| | Group | |
|--------------------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| Trade related | 1,181 | 1,181 |
| Non-trade related | 1,148 | 1,148 |
| Less: Allowance for ECLs | (120) | (120) |
| | 1,028 | 1,028 |
| | 2,209 | 2,209 |

Movements in the allowance for ECLs are as follows:

| | Group | |
|--|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| At beginning/end of the financial year | 120 | 120 |

This amount is unsecured, non-interest bearing and repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS
(continued)

14. DEPOSITS WITH LICENSED BANKS

| | Group | |
|--|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| Deposits with licensed banks | 13,553 | 13,239 |
| Less: Deposits held under Designated Accounts and pledged as securities for term loans | (13,530) | (13,216) |
| Net balance | 23 | 23 |

Included in deposits with licensed banks of the Group are amount of RM13,530,000 (2023: RM13,216,000) which were held under Designated Accounts and pledged as securities for term loans granted to subsidiaries of the Group.

Included in deposits with licensed banks of the Group amounting to RM7,701,000 (2023: RM7,564,000) are placements made for a period of 3 months or less, depending on the immediate cash requirements of the Group and bear interest at rates ranging from 2.30% to 3.00% (2023: 2.45% to 2.75%) per annum.

Included in deposits with licensed banks of the Group amounting to RM5,852,000 (2023: RM5,675,000) are placements made for a period of more than 3 months and bear interest at rates ranging from 2.80% to 3.40% (2023: 2.40% to 3.15%) per annum and mature within one year.

15. CASH AND BANK BALANCES

| | Group | | Company | |
|---|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Cash and bank balances | 171,047 | 99,916 | 53,852 | 1,090 |
| Less: Monies held in Maintenance Reserve Fund which were excluded from cash and bank balances | (61,972) | (55,038) | - | - |
| Cash and bank balances as reported in statements of financial position | 109,075 | 44,878 | 53,852 | 1,090 |
| Less: Bank balances held under Designated Accounts and pledged as securities for term loans | (12,806) | (15,551) | - | - |
| Less: Bank balances held as Maintenance Reserve Fund | (27,860) | (25,018) | - | - |
| Net balance | 68,409 | 4,309 | 53,852 | 1,090 |

Monies held in Maintenance Reserve Fund of 2 subsidiaries amounting to RM61,972,000 (2023: RM55,038,000) were excluded from the cash and bank balances of the Group.

Included in cash and bank balances of the Group are amount of RM12,806,000 (2023: RM15,551,000) which were held under Designated Accounts and pledged as securities for term loans granted to subsidiaries of the Group.

Included in cash and bank balances of the Group is an amount of RM27,860,000 (2023: RM25,018,000) which was held as Maintenance Reserve Fund for the purpose of utilisation for capital replacements, as disclosed in Note 23 to the financial statements and therefore restricted from use in other operations.



NOTES TO THE FINANCIAL STATEMENTS (continued)

16. SHARE CAPITAL

| | Group and Company | | | |
|---|---------------------------|-------------------|----------------|----------------|
| | Number of ordinary shares | | Amount | |
| | 2024 Units'000 | 2023 Units'000 | 2024 RM'000 | 2023 RM'000 |
| Issued and fully paid | | | | |
| At beginning of the financial year | 511,325 | 506,252 | 255,663 | 253,127 |
| Shares issued during the financial year | 58,020 | 5,073 | 29,010 | 2,536 |
| At end of the financial year | 569,345 | 511,325 | 284,673 | 255,663 |

During the financial year, the issued and fully-paid up ordinary shares of the Company increased from 511,325,130 to 569,345,010 by way of issuance of 58,019,880 new ordinary shares pursuant to warrants exercised at an exercise price of RM0.50 each for cash.

In the previous financial year, the issued and fully-paid up ordinary shares of the Company increased from 506,252,590 to 511,325,130 by way of issuance of 5,072,540 new ordinary shares pursuant to warrants exercised at an exercise price of RM0.50 each for cash.

The movements of the warrants are as follows:

| | At 1.7.2023 | Number of units exercised | At 30.6.2024 |
|--------------------|----------------|---------------------------------|-----------------|
| Warrants 2021/2024 | 209,873,937 | (58,019,880) | 151,854,057 |

| | At 1.7.2022 | Number of units exercised | At 30.6.2023 |
|--------------------|----------------|---------------------------------|-----------------|
| Warrants 2021/2024 | 214,946,477 | (5,072,540) | 209,873,937 |

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings for the Company. All ordinary shares rank equally with regards to the Company's residual assets.

17. TREASURY SHARES

| | Group and Company | | | |
|------------------------------------|---------------------------|-------------------|----------------|----------------|
| | Number of ordinary shares | | Amount | |
| | 2024 Units'000 | 2023 Units'000 | 2024 RM'000 | 2023 RM'000 |
| At beginning of the financial year | - | - | - | - |
| Purchase during the financial year | 3,689 | - | 2,983 | - |
| At end of the financial year | 3,689 | - | 2,983 | - |

NOTES TO THE FINANCIAL STATEMENTS (continued)

17. TREASURY SHARES (CONT'D)

During the financial year, the Company purchased 3,689,100 of its issued ordinary shares from the open market on Bursa Malaysia Securities Berhad. The average price paid for the share purchased was RM0.8049. The total consideration paid for the share purchase was RM2,982,796 including transaction cost.

The shares repurchased were being held as treasury shares in accordance with Section 127(4) of the Companies Act 2016 in Malaysia and were presented as a deduction from equity.

None of the treasury shares were resold or cancelled during the financial year.

18. RETAINED EARNINGS

The entire retained earnings of the Company are available for distribution as single-tier dividends.

19. LOANS AND BORROWINGS

| | Group | |
|--------------------|---------------|---------------|
| | 2024 | 2023 |
| | RM'000 | RM'000 |
| Secured | | |
| Term loans | 284,646 | 354,841 |
| Bank overdraft | - | 1,088 |
| | 284,646 | 355,929 |
| Non-current | | |
| Term loans | 203,896 | 276,000 |
| Current | | |
| Term loans | 80,750 | 78,841 |
| Bank overdraft | - | 1,088 |
| | 80,750 | 79,929 |
| | 284,646 | 355,929 |

The loans and borrowings are secured by the following:

- (a) legal charge over certain freehold land and development costs held for development of a subsidiary as disclosed in Note 6 to the financial statements;
- (b) all agreements in relation to the concession agreements as disclosed in Note 7 to the financial statements;
- (c) deposits with licensed banks of the Group as disclosed in Note 14 to the financial statements;
- (d) cash and bank balances of the Group as disclosed in Note 15 to the financial statements;
- (e) debenture creating a first fixed and floating charge over all present and future assets of certain subsidiaries; and
- (f) corporate guarantee from the Company, subsidiaries and a corporate shareholder of the subsidiary.



NOTES TO THE FINANCIAL STATEMENTS (continued)

19. LOANS AND BORROWINGS (CONT'D)

The repayment term and interest rates range per annum are as follows:

- (i) Term loans bears interest at rates ranging from 4.63% to 8.15% (2023: 5.19% to 8.15%) per annum. The term loans are repayable from 120 to 180 monthly instalments.
- (ii) In the previous financial year, bank overdraft facility was repayable on demand and bears interest at effective interest rate of 7.67% per annum.

20. DEFERRED TAX LIABILITIES

| | Group | |
|-------------------------------------|---------------|---------------|
| | 2024 | 2023 |
| | RM'000 | RM'000 |
| At beginning of the financial year | 86,522 | 83,572 |
| Recognised in profit or loss | 1,877 | 2,950 |
| At end of the financial year | 88,399 | 86,522 |

The components and movement of deferred tax liabilities and assets are made up of temporary differences arising from:

| | Group | |
|-------------------------------|---------------|---------------|
| | 2024 | 2023 |
| | RM'000 | RM'000 |
| Operating financial assets | 94,040 | 95,487 |
| Inventories | 168 | 168 |
| Unutilised business losses | (4,957) | (5,315) |
| Unabsorbed capital allowances | (852) | (3,818) |
| | 88,399 | 86,522 |

21. TRADE PAYABLES

The normal trade credit terms granted to the Group ranged from 30 to 40 days (2023: 30 to 40 days) depending on the term of the contracts.

NOTES TO THE FINANCIAL STATEMENTS (continued)

22. OTHER PAYABLES

| | Group | | Company | |
|-------------------------------|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Non-trade payables | 67,051 | 24,283 | 47,608 | 428 |
| Sales and service tax payable | 320 | 240 | - | - |
| Accruals | 8,031 | 7,805 | 145 | 115 |
| Deposits | 1,802 | 1,795 | - | - |
| | 77,204 | 34,123 | 47,753 | 543 |

Included in non-trade payables of the Group as at the end of the financial year is an amount of RM12,876,000 (2023: RM23,162,000) arising from a consortium arrangement whereas the Group has 49% (2023: 30%) share entitlement in the consortium arrangement.

Included in non-trade payables of the Group and the Company as at the end of the financial year is an amount due to Directors of the Company amounted to RM142,000 and RM70,000 (2023: RM141,000 and RM69,000) respectively.

23. CONTRACT LIABILITY

| | Group | |
|--------------------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| Maintenance Reserve Fund | 28,310 | 25,243 |

23.1 Point transactions

| | Group | |
|--------------------------------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| At beginning of the financial year | 25,243 | 22,479 |
| Deferred during the financial year | 3,067 | 2,981 |
| Recognised during the financial year | - | (217) |
| At end of the financial year | 28,310 | 25,243 |

Contract liability relating to a concession arrangement represents Maintenance Reserve Fund established for the purpose of carrying out capital replacements for the Facilities and Infrastructure of UiTM campus by a subsidiary of the Company.



NOTES TO THE FINANCIAL STATEMENTS (continued)

24. REVENUE

| | Group | | Company | |
|---|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Revenue from contracts with customers: | | | | |
| - Management fees | 96 | 96 | 2,280 | 2,280 |
| - Sales of land | 11,113 | 1,500 | - | - |
| - Maintenance income | 57,906 | 58,498 | - | - |
| | 69,115 | 60,094 | 2,280 | 2,280 |
| Revenue from other source: | | | | |
| Interest income on operating financial assets | 26,595 | 28,426 | - | - |
| | 95,710 | 88,520 | 2,280 | 2,280 |
| Timing of revenue recognition: | | | | |
| - Over time | 58,002 | 58,594 | 2,280 | 2,280 |
| - At a point in time | 11,113 | 1,500 | - | - |
| | 69,115 | 60,094 | 2,280 | 2,280 |

25. FINANCE COSTS

| | Group | | Company | |
|------------------------------|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Interest expenses on: | | | | |
| - Lease liabilities | - | * | - | * |
| - Term loans | 22,224 | 24,626 | - | - |
| - Bank overdraft | 11 | 136 | - | - |
| - Late charges on payables | - | 24 | - | - |
| | 22,235 | 24,786 | - | * |

* Amount less than RM1,000

NOTES TO THE FINANCIAL STATEMENTS (continued)

26. PROFIT BEFORE TAX

Profit before tax is determined after charging/(crediting) amongst other, the following items:

| | Group | | Company | |
|---|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Auditors' remuneration: | | | | |
| - statutory audit | | | | |
| - current financial year | 131 | 123 | 44 | 40 |
| - non-statutory audit | | | | |
| - current financial year | 4 | 4 | 4 | 4 |
| Allowance for ECLs on other receivables | - | 39 | - | - |
| Depreciation of investment properties | 163 | 162 | 163 | 162 |
| Depreciation of property, plant and equipment | 288 | 296 | 49 | 65 |
| Impairment loss on investment in an associate | * | - | - | - |
| Lease expenses related to: | | | | |
| - short-term leases (a) | 60 | 36 | - | - |
| Non-executive Directors remuneration as follows: | | | | |
| - Directors' fee | 114 | 111 | 114 | 111 |
| - other emolument | 8 | 8 | 8 | 8 |
| Written off of investment in subsidiaries | - | - | 865 | - |
| Reversal of other payables | (10,225) | - | - | - |
| Bad debts recovered | (9) | - | - | - |
| Dividend income | (64) | - | (64) | - |
| Gain on disposal of property, plant and equipment | (11) | - | - | - |
| Gain on disposal of a subsidiary | - | (99) | - | - |
| Interest income from: | | | | |
| - receivables | (10) | (31) | - | - |
| - deposits with licensed banks | (387) | (271) | - | - |
| - cash and bank balances | (144) | (5) | (15) | - |
| Reversal of impairment loss on investment in a subsidiary | - | - | (151,255) | - |
| Reversal of allowance for ECLs on: | | | | |
| - amount due from subsidiaries | - | - | - | (212) |
| - trade receivables | (27) | (132) | - | - |
| - other receivables | (3) | (12) | - | - |
| Rental income | (17) | (13) | - | - |
| Waiver of debts from amount due to a subsidiary | - | - | (3,894) | (910) |

* Amount less than RM1,000

(a) The Group leases properties with contract terms of not more than one year. These leases are short-term. The Group has elected not to recognise ROU assets and lease liabilities for these leases.



NOTES TO THE FINANCIAL STATEMENTS (continued)

27. TAXATION

| | Group | | Company | |
|---|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Tax expenses recognised in profit or loss | | | | |
| Current tax | | | | |
| - Current financial year | 6,648 | 5,412 | - | - |
| - Under/(over) provision in prior financial years | * | (3,697) | * | - |
| | 6,648 | 1,715 | * | - |
| Deferred tax | | | | |
| - Origination and reversal of temporary differences | 1,877 | 2,950 | - | - |
| | 1,877 | 2,950 | - | - |
| | 8,525 | 4,665 | * | - |

A reconciliation of income tax expenses applicable to profit before tax at the statutory tax rate to income tax expenses at the effective income tax of the Group and of the Company are as follows:

| | Group | | Company | |
|---|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Profit before tax | 44,686 | 32,816 | 156,977 | 1,816 |
| At Malaysian statutory tax rate of 24% (2023: 24%) | 10,725 | 7,876 | 37,674 | 436 |
| Expenses not deductible for tax purposes | 334 | 476 | 334 | 64 |
| Income not subject to tax | (2,989) | (166) | (37,739) | (51) |
| Movement of deferred tax assets not recognised | 455 | 176 | (269) | (449) |
| Under/(over) provision of tax expense in prior financial years | * | (3,697) | * | - |
| | 8,525 | 4,665 | * | - |

* Amount less than RM1,000

NOTES TO THE FINANCIAL STATEMENTS (continued)

27. TAXATION (CONT'D)

Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items:

| | Group | | Company | |
|-------------------------------|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Property, plant and equipment | 149 | 149 | - | - |
| Inventories | 5,601 | 5,601 | - | - |
| Unutilised business losses | 90,181 | 88,373 | 20,454 | 21,575 |
| Unabsorbed capital allowances | 2,335 | 2,246 | - | - |
| | 98,266 | 96,369 | 20,454 | 21,575 |

The expiry of unutilised business losses are as follows:

| | Group | | Company | |
|----------------------|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Year of assessment:- | | | | |
| 2028 | 64,442 | 65,563 | 15,101 | 16,222 |
| 2029 | 4,098 | 4,098 | - | - |
| 2030 | 3,464 | 3,464 | - | - |
| 2031 | 7,218 | 7,218 | 3,403 | 3,403 |
| 2032 | 5,520 | 5,520 | 1,950 | 1,950 |
| 2033 | 2,510 | 2,510 | - | - |
| 2034 | 2,929 | - | - | - |
| | 90,181 | 88,373 | 20,454 | 21,575 |

However, the above amounts are subject to approval by the tax authority.

In accordance with the provision of Finance Act 2018, the utilised business losses could be carried forward for a maximum of seven consecutive years of assessment. Any balance of the unutilised business losses at the end of the seventh year shall be disregarded.

The Finance Act 2021 stated that the time frame to carry forward unutilised business losses for year of assessment 2019 and subsequent years of assessment be extended from seven to ten consecutive years of assessment. The other temporary differences do not expire under current tax legislation.

Deferred tax assets have not been recognised in respect of these items as they may not have sufficient taxable profits to be used to offset or they have arisen in the subsidiaries that have a recent history of losses.



NOTES TO THE FINANCIAL STATEMENTS (continued)

28. EARNINGS PER SHARE

(a) Basic earnings per share

The basic earnings per share are calculated based on the consolidated profit for the financial year attributable to owners of the Company and the weighted average number of ordinary shares in issue during the financial year as follows:

| | Group | |
|---|---------------|---------------|
| | 2024 | 2023 |
| | RM'000 | RM'000 |
| Profit attributable to owners of the Company | 26,075 | 17,277 |
| Weighted average number of ordinary shares in issue (units) | 519,300 | 508,279 |
| Basic earnings per ordinary shares (in sen) | 5.02 | 3.40 |

(b) Diluted earnings per share

The diluted earnings per share have been calculated based on the adjusted consolidated earnings for the financial year attributable to the owners of the Company and the weighted average number of ordinary shares in issue during the financial year have been adjusted for the dilutive effects of all potential ordinary shares as follows:

| | Group | |
|---|---------------|---------------|
| | 2024 | 2023 |
| | RM'000 | RM'000 |
| Profit attributable to owners of the Company | 26,075 | 17,277 |
| Weighted average number of ordinary shares in issue (units) | 519,300 | 508,279 |
| Effect of warrants | 46,624 | 29,670 |
| Weighted average number of ordinary shares in issue (units) (diluted) | 565,924 | 537,949 |
| Diluted earnings per ordinary shares (in sen) | 4.61 | 3.21 |

29. DIVIDEND

On 20 May 2024, the Directors have declared a special single-tier dividend in respect of the financial year ended 30 June 2024 of RM0.06 per share to be paid on 26 July 2024 to every member who is entitled to receive the dividend on 17 July 2024.

This special dividend is not reflected in the financial statements for the current financial year and will be accounted for as an appropriation of retained earnings for the financial year ending 30 June 2025.

The Board of Directors do not recommend any final dividend for the financial year ended 30 June 2024.

NOTES TO THE FINANCIAL STATEMENTS (continued)

30. STAFF COSTS

| | Group | | Company | |
|-------------------------------|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Salaries and other emoluments | 4,594 | 3,257 | 754 | 581 |
| Social security contributions | 21 | 20 | 6 | 6 |
| Defined contribution plans | 488 | 386 | 72 | 68 |
| Other benefits | 123 | 63 | 30 | 23 |
| | 5,226 | 3,726 | 862 | 678 |

Included in staff costs is aggregate amount of remuneration received and receivable by the Executive Directors of the Company and of the subsidiaries during the financial year as below:

| | Group | | Company | |
|-------------------------------|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Executive Directors | | | | |
| Salaries and other emoluments | 3,006 | 2,301 | - | - |
| Directors' fee | 108 | - | - | - |
| | 3,114 | 2,301 | - | - |

31. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below show the details changes in the liabilities of the Group and of the Company arising from financing activities, including both cash and non-cash changes:

| | Term loans RM'000 | Lease liability RM'000 | Total RM'000 |
|---|----------------------|------------------------------|-----------------|
| Group | | | |
| 2024 | | | |
| At 1 July 2023 | 354,841 | - | 354,841 |
| <u>Cash changes</u> | | | |
| Repayment | (70,195) | - | (70,195) |
| Interest paid | (22,224) | - | (22,224) |
| | (92,419) | - | (92,419) |
| | 262,422 | - | 262,422 |
| <u>Non-cash changes</u> | | | |
| Interest expense recognised in profit or loss | 22,224 | - | 22,224 |
| At 30 June 2024 | 284,646 | - | 284,646 |



NOTES TO THE FINANCIAL STATEMENTS (continued)

31. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES (CONT'D)

The table below show the details changes in the liabilities of the Group and of the Company arising from financing activities, including both cash and non-cash changes: (Cont'd)

| | Term loans RM'000 | Lease liability RM'000 | Total RM'000 |
|---|----------------------|------------------------------|---------------------------------------|
| Group (Cont'd) 2023 | | | |
| At 1 July 2022 | 416,683 | 16 | 416,699 |
| <u>Cash changes</u> | | | |
| Repayment | (61,842) | (16) | (61,858) |
| Interest paid | (24,626) | * | (24,626) |
| | (86,468) | (16) | (86,484) |
| | 330,215 | - | 330,215 |
| <u>Non-cash changes</u> | | | |
| Interest expense recognised in profit or loss | 24,626 | * | 24,626 |
| At 30 June 2023 | 354,841 | - | 354,841 |
| | | | Lease liability RM'000 |
| Company 2023 | | | |
| At 1 July 2022 | | | 16 |
| <u>Cash changes</u> | | | |
| Repayment | | | (16) |
| Interest paid | | | * |
| | | | (16) |
| | | | - |
| <u>Non-cash changes</u> | | | |
| Interest expense recognised in profit or loss | | | * |
| At 30 June 2023 | | | - |

* Amount less than RM1,000

NOTES TO THE FINANCIAL STATEMENTS (continued)

32. RELATED PARTY DISCLOSURES

(a) Identifying related parties

For the purposes of these financial statements, parties are considered to be related to the Group and the Company if the Group and the Company have the ability, directly or indirectly, to control or joint control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the Company and the party are subject to common control. Related parties may be individuals or other entities.

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company either directly or indirectly. The key management personnel comprise the Directors and management personnel of the Group and of the Company, having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company directly or indirectly.

(b) Significant related party transactions

Related party transactions have been entered into the normal course of business under negotiated terms. In addition to the related party balances disclosed elsewhere in the financial statements, the significant related party transactions of the Group and of the Company are as follows:

| | Group | | Company | |
|---|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Rental paid and payable to an Executive Director | 30 | 26 | - | 16 |
| Rental deposit paid to an Executive Director | - | 7 | - | - |
| Rental paid and payable to a company in which Directors of the Company has substantial financial interest | 30 | 29 | - | - |
| Rental deposits paid to a company in which Directors of the Company has substantial financial interest | - | 1 | - | - |
| Management fee received and receivable from subsidiaries | - | - | (2,280) | (2,280) |

(c) Compensation of key management personnel

Remuneration of Directors and other members of key management are as follows:

| | Group | | Company | |
|-------------------------------|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Salaries and other emoluments | 3,418 | 2,732 | 283 | 271 |
| Directors' fee | 222 | 111 | 114 | 111 |
| | 3,640 | 2,843 | 397 | 382 |



NOTES TO THE FINANCIAL STATEMENTS (continued)

33. OPERATING SEGMENTS

For management purposes, the Group is organised into business units based on their products and services, and has three reportable segments as follows:

Property development : Development of residential and commercial properties.

Investment holding : Investment holding and provision of management services.

Concession arrangements : Construction and maintenance of facilities and infrastructure.

Other non-reportable segments which are below the quantitative thresholds for determining reportable segments.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements.

Transactions between segments are carried out on agreed terms between both parties. The effects of such inter-segment transactions are eliminated on consolidation. The measurement basis and classification are consistent with those adopted in the previous financial year.

| | Investment holding RM'000 | Property development RM'000 | Concession arrangements RM'000 | Others RM'000 | Eliminations RM'000 | Consolidation RM'000 |
|---|---------------------------------|-----------------------------------|--------------------------------------|------------------|------------------------|-------------------------|
| Group | | | | | | |
| 2024 | | | | | | |
| Revenue | | | | | | |
| Revenue from external customer | 96 | 11,113 | 84,501 | - | - | 95,710 |
| Inter-segment revenue | 2,280 | - | - | - | (2,280) | - |
| Total revenue | 2,376 | 11,113 | 84,501 | - | (2,280) | 95,710 |
| Results | | | | | | |
| Finance income | 25 | 131 | 410 | - | (25) | 541 |
| Finance costs | - | (593) | (21,667) | - | 25 | (22,235) |
| Depreciation of property, plant and equipment and investment properties | (212) | (239) | - | - | - | (451) |
| Reversal of allowance for ECLs on receivables | 30 | - | - | - | - | 30 |
| Segment profit/(loss) | 161,915 | 6,571 | 35,596 | (10) | (159,386) | 44,686 |
| Taxation | - | - | (8,525) | - | - | (8,525) |
| Profit/(Loss) for the financial year | 161,915 | 6,571 | 27,071 | (10) | (159,386) | 36,161 |
| Assets | | | | | | |
| Additions to non-current assets | 27 | 141 | - | - | - | 168 |
| Segment assets | 525,552 | 357,321 | 719,522 | - | (573,726) | 1,028,669 |
| Liabilities | | | | | | |
| Segment liabilities | 106,052 | 105,622 | 320,731 | 4,191 | (143,036) | 393,560 |

NOTES TO THE FINANCIAL STATEMENTS (continued)

33. OPERATING SEGMENTS (CONT'D)

| | Investment holding RM'000 | Property development RM'000 | Concession arrangements RM'000 | Others RM'000 | Eliminations RM'000 | Consolidation RM'000 |
|---|---------------------------------|-----------------------------------|--------------------------------------|------------------|------------------------|-------------------------|
| Group (Cont'd) | | | | | | |
| 2023 | | | | | | |
| Revenue | | | | | | |
| Revenue from external customer | 96 | 1,500 | 86,924 | - | - | 88,520 |
| Inter-segment revenue | 2,280 | - | - | - | (2,280) | - |
| Total revenue | 2,376 | 1,500 | 86,924 | - | (2,280) | 88,520 |
| Results | | | | | | |
| Finance income | 31 | 172 | 273 | - | (169) | 307 |
| Finance costs | - | (806) | (24,149) | - | 169 | (24,786) |
| Depreciation of property, plant and equipment and investment properties | (227) | (231) | - | - | - | (458) |
| Allowance for ECLs on receivables | - | (39) | - | (10) | 10 | (39) |
| Reversal of allowance for ECLs on receivables | 356 | - | - | 110 | (322) | 144 |
| Segment profit/(loss) | 1,904 | (2,640) | 34,599 | (834) | (213) | 32,816 |
| Taxation | - | - | (4,665) | - | - | (4,665) |
| Profit/(Loss) for the financial year | 1,904 | (2,640) | 29,934 | (834) | (213) | 28,151 |
| Assets | | | | | | |
| Additions to non-current assets | 43 | 14 | - | - | - | 57 |
| Segment assets | 306,995 | 334,216 | 752,998 | 3 | (408,797) | 985,415 |
| Liabilities | | | | | | |
| Segment liabilities | 75,435 | 92,430 | 387,485 | 4,182 | (140,837) | 418,695 |

The following items are added to segment assets to arrive at total assets reported in the consolidated statement of financial position.

| | Group | |
|---------------------|------------------|----------------|
| | 2024 | 2023 |
| | RM'000 | RM'000 |
| Segment assets | 1,028,669 | 985,415 |
| Tax recoverable | 2,061 | 5,500 |
| Total assets | 1,030,730 | 990,915 |



NOTES TO THE FINANCIAL STATEMENTS (continued)

33. OPERATING SEGMENTS (CONT'D)

The following items are added to segment liabilities to arrive at total liabilities reported in the consolidated statement of financial position.

| | Group | |
|--------------------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| Segment liabilities | 393,560 | 418,695 |
| Tax payable | 885 | - |
| Deferred tax liabilities | 88,399 | 86,522 |
| Total liabilities | 482,844 | 505,217 |

Geographical information

Non-current assets information and revenue by geographical segment is not presented as the Group's activities are conducted principally in Malaysia.

Information about major customers

The following is the major customer with revenue equal or more than 10% of the Group's total revenue:

| | Group | |
|------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 |
| UiTM | 84,501 | 86,924 |

NOTES TO THE FINANCIAL STATEMENTS (continued)

34. FINANCIAL INSTRUMENTS

(a) Classification of financial instruments

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost.

The following table analyses the financial assets and liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

| | Group | | Company | |
|------------------------------|----------------|----------------|----------------|----------------|
| | 2024 RM'000 | 2023 RM'000 | 2024 RM'000 | 2023 RM'000 |
| Financial assets | | | | |
| At amortised cost | | | | |
| Operating financial assets | 618,186 | 663,639 | - | - |
| Trade receivables | 17,233 | 16,433 | - | - |
| Other receivables | 809 | 639 | 64 | - |
| Amount due from an associate | 2,209 | 2,209 | - | - |
| Amount due from subsidiaries | - | - | 25,995 | 14,726 |
| Deposits with licensed banks | 13,553 | 13,239 | - | - |
| Cash and bank balances | 109,075 | 44,878 | 53,852 | 1,090 |
| | 761,065 | 741,037 | 79,911 | 15,816 |
| Financial liabilities | | | | |
| At amortised cost | | | | |
| Loans and borrowings | 284,646 | 355,929 | - | - |
| Trade payables | 3,400 | 3,400 | - | - |
| Other payables | 76,884 | 33,883 | 47,753 | 543 |
| Amount due to subsidiaries | - | - | 9,544 | 13,461 |
| | 364,930 | 393,212 | 57,297 | 14,004 |

(b) Financial risk management objectives and policies

The Group's and the Company's financial risk management policy is to ensure that adequate financial resources are available for the development of the Group's and of the Company's operation whilst managing their credit, liquidity and market risks. The Group and the Company operate within clearly defined guidelines that are approved by the Board and the Group's and the Company's policy is not to engage in speculative transactions.



NOTES TO THE FINANCIAL STATEMENTS (continued)

34. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management objectives and policies (Cont'd)

The following sections provide details regarding the Group's and the Company's exposure to the above-mentioned financial risks and the objectives, policies, and processes for the management of these risks.

(i) Credit risk

Credit risk is the risk of a financial loss to the Group and the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from trade and other receivables, amount due from an associate, deposits with licensed banks and cash and bank balances. The Company's exposure to credit risk arises principally from other receivables, amount due from subsidiaries and cash and bank balances. There are no significant changes as compared to previous financial year.

The Group and the Company have adopted a policy of only dealing with creditworthy counterparties. Management has a credit policy in place to control credit risk by dealing with creditworthy counterparties and deposit with banks and financial institutions with good credit rating. The exposure to credit risk is monitored on an ongoing basis and action will be taken for long outstanding debts.

The Company provides advances to subsidiaries. It also provides unsecured financial guarantees to banks for banking facilities granted to certain subsidiaries. The company monitors on an ongoing basis the result of the subsidiaries and repayments made by the subsidiaries.

At each reporting date, the Group and the Company assess whether any of the receivables are credit impaired.

The gross carrying amounts of credit impaired receivables are written off (either partial or full) when there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. Nevertheless, receivables that are written off could still be subject to enforcement activities.

The carrying amounts of the financial assets recorded on the statements of financial position at the end of the financial year represent the Group's and the Company's maximum exposure to credit risk except for financial guarantees provided to banks and non-financial institutions for banking facilities.

There are no significant changes as compared to previous financial year.

As at the end of the financial year, the Group has 1 (2023: 1) major customer and accounted for approximately 99% (2023: 97%) of the trade receivables outstanding.

(ii) Liquidity risk

Liquidity risk refers to the risk that the Group and the Company will encounter difficulty in meeting its financial obligations as they fall due. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities.

The Group's and the Company's funding requirement and liquidity risk are managed with the objective of meeting business obligations on a timely basis. The Group and the Company finance their liquidity through internally generated cash flows and minimises liquidity risk by keeping committed credit lines available.

NOTES TO THE FINANCIAL STATEMENTS (continued)

34. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management objectives and policies (Cont'd)

(ii) Liquidity risk (Cont'd)

The following table analyses the remaining contractual maturity for non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and the Company can be required to pay.

| | On demand or within 1 year RM'000 | 1 to 5 years RM'000 | After 5 years RM'000 | Total contractual cash flows RM'000 | Total carrying amount RM'000 |
|---|--|---------------------------|----------------------------|--|---------------------------------------|
| Group | | | | | |
| 2024 | | | | | |
| <u>Non-derivative financial liabilities</u> | | | | | |
| Term loans | 96,231 | 203,816 | 25,780 | 325,827 | 284,646 |
| Trade payables | 3,400 | - | - | 3,400 | 3,400 |
| Other payables | 76,884 | - | - | 76,884 | 76,884 |
| | 176,515 | 203,816 | 25,780 | 406,111 | 364,930 |
| 2023 | | | | | |
| <u>Non-derivative financial liabilities</u> | | | | | |
| Term loans | 99,409 | 268,956 | 48,858 | 417,223 | 354,841 |
| Bank overdraft | 1,088 | - | - | 1,088 | 1,088 |
| Trade payables | 3,400 | - | - | 3,400 | 3,400 |
| Other payables | 33,883 | - | - | 33,883 | 33,883 |
| | 137,780 | 268,956 | 48,858 | 455,594 | 393,212 |
| Company | | | | | |
| 2024 | | | | | |
| <u>Non-derivative financial liabilities</u> | | | | | |
| Other payables | 47,753 | - | - | 47,753 | 47,753 |
| Amount due to subsidiaries | 9,544 | - | - | 9,544 | 9,544 |
| | 57,297 | - | - | 57,297 | 57,297 |
| Financial guarantee* | 58,647 | - | - | 58,647 | - |
| 2023 | | | | | |
| <u>Non-derivative financial liabilities</u> | | | | | |
| Other payables | 543 | - | - | 543 | 543 |
| Amount due to subsidiaries | 13,461 | - | - | 13,461 | 13,461 |
| | 14,004 | - | - | 14,004 | 14,004 |
| Financial guarantee* | 67,393 | - | - | 67,393 | - |

* Based on the maximum amount that can be called for under the financial guarantee contract.



NOTES TO THE FINANCIAL STATEMENTS (continued)

34. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management objectives and policies (Cont'd)

(iii) Market risk

(a) Interest rate risk

The Group's deposits placed with licensed banks and borrowings are exposed to a risk of change in their fair value due to changes in interest rates. The Group's variable rate borrowings are exposed to a risk of change in cash flows due to changes in interest rates.

The Group manage the interest rate risk of its deposits with licensed financial institutions by placing them at the most competitive interest rates obtainable, which yield better returns than cash at bank and maintaining a prudent mix of short and long-term deposits.

The Group manage their interest rate risk exposure from interest bearing borrowings by obtaining financing with the most favourable interest rates in the market. The Group constantly monitor their interest rate risk by reviewing its debts portfolio to ensure favourable rates are obtained. The Group do not utilise interest swap contracts or other derivative instruments for trading or speculative purposes.

The interest rate profile of the Group's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was:

| | Group | |
|----------------------------------|---------------|---------------|
| | 2024 | 2023 |
| | RM'000 | RM'000 |
| Fixed rate instrument | | |
| <u>Financial asset</u> | | |
| Deposits with licensed banks | 13,553 | 13,239 |
| <hr/> | | |
| Floating rate instruments | | |
| <u>Financial liabilities</u> | | |
| Bank overdraft | - | (1,088) |
| Term loans | (284,646) | (354,841) |
| | (284,646) | (355,929) |
| <hr/> | | |

Interest rate risk sensitivity analysis

Fair value sensitivity analysis for fixed rate instruments

The Group and the Company do not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

Cash flow sensitivity analysis for floating rate instruments

A change in 1% interest rate at the end of the reporting period would have increased/decreased the Group's profit before tax by RM2,846,000 (2023: RM3,559,000), arising mainly as a result of lower/higher interest expense on floating rate loans and borrowings. This analysis assumes that all other variables remain constant. The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment.

NOTES TO THE FINANCIAL STATEMENTS (continued)

35. CORPORATE GUARANTEE

| | Company | |
|--|----------------|---------------|
| | 2024 | 2023 |
| | RM'000 | RM'000 |
| Guarantee given to financial institutions for banking facilities granted to subsidiaries | 58,647 | 67,393 |

36. CAPITAL MANAGEMENT

The Group's and the Company's objective when managing capital are to safeguard the Group's and the Company's ability to continue as a going concern in order to provide returns for shareholder and benefits for other stakeholder and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group and the Company may adjust the amount of dividends paid to shareholder, return capital to shareholder, issue new shares or sell assets to reduce debt.

The Group and the Company monitors capital using a gearing ratio. The Group's and the Company's policy is to maintain a prudent level of gearing ratio that complies with debt covenants and regulatory requirements. The gearing ratios at end of the reporting period are as follows:

| | Group | | Company | |
|---------------------------------|---------------|---------------|----------------|---------------|
| | 2024 | 2023 | 2024 | 2023 |
| | RM'000 | RM'000 | RM'000 | RM'000 |
| Loans and borrowings | 284,646 | 355,929 | - | - |
| Less: Cash and cash equivalents | (122,628) | (58,117) | (53,852) | (1,090) |
| Net debts/(cash) | 162,018 | 297,812 | (53,852) | (1,090) |
| Total equity | 547,886 | 485,698 | 444,318 | 261,314 |
| Gearing ratio | 0.30 | 0.61 | N/A* | N/A* |

* Gearing ratio not applicable as the cash and cash equivalents of the Company are sufficient to settle the outstanding debt.

There were no changes in the Group's and the Company's approach to capital management during the financial year.

37. SUBSEQUENT EVENTS

- (a) On 13 August 2024, the Company has subscribed for 2,000,000 ordinary shares in AMV for a total consideration of RM2,000,000 to retain its 20% equity interest.
- (b) On 13 August 2024, the Company has subscribed for 10,000,000 NCRPS in AMV for a total consideration of RM10,000,000.

38. DATE OF AUTHORISATION FOR ISSUE

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 21 October 2024.



STATEMENT BY DIRECTORS

PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT 2016

We, the undersigned, being two of the Directors of the Company, do hereby state that, in the opinion of the Directors, the financial statements set out on pages 57 to 111 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2024 and of their financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 21 October 2024.

TOH MAY FOOK

LIEW SOOK PIN

KUALA LUMPUR

STATUTORY DECLARATION

PURSUANT TO SECTION 251(1) OF THE COMPANIES ACT 2016

I, Huang Chun Hui (MIA: 48235), being the officer primarily responsible for the financial management of Menang Corporation (M) Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief, the financial statements set out on pages 57 to 111 are correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by)
 the abovenamed at Kuala Lumpur in the)
 Federal Territory on 21 October 2024.)

HUANG CHUN HUI

Before me,

SHI'ARATUL AKMAR BINTI SAHARI
 (NO. W788)
 Commissioner for Oaths



INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MENANG CORPORATION (M) BERHAD

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Menang Corporation (M) Berhad, which comprise the statements of financial position as at 30 June 2024 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 57 to 111.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 June 2024, and of their financial performance and of their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence and other ethical responsibilities

We are independent of the Company in accordance with the *By-Laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current financial year. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters

How we addressed the key audit matters

1. Investment properties

As at 30 June 2024, the carrying amount of the Group's investment properties on consolidation amounted to RM51,156,000.

The Group assessed any indication of impairment in its investment properties based on indicative market value and estimation by Directors, if any. We focused on this area because significant judgements arise over the determination of recoverable amount of the investment properties based on fair value less cost of disposal.

Our procedures performed in relation to managements' impairment assessment and testing included the following:

- discussing with Directors on the Group's assessment on estimated market value on selected investment properties items;
- comparing against the recent transacted prices, if any, of comparable land;
- estimating by Directors based on recent transacted prices in the market of land and building with similar condition and location; and
- assessing the appropriateness of the key assumptions.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MENANG CORPORATION (M) BERHAD (continued)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D)

Key audit matters (Cont'd)

| <u>Key audit matters (Cont'd)</u> | <u>How we addressed the key audit matters (Cont'd)</u> |
|--|---|
| <p>2. Inventories</p> <p>As at 30 June 2024, the carrying amount of the Group's inventories on consolidation amounted to RM203,198,000.</p> <p>We focused on this area because assessment of their net realisable value of these land held for development and completed properties requires the application of significant judgement made by the Directors.</p> | <p>Our procedures performed in relation to managements' impairment assessment and testing included the following:</p> <ul style="list-style-type: none"> - understanding the assumption used by the Directors in determining the estimated selling price of the land held for development; - comparing against the recent transacted prices, if any, of comparable land; - discussing with Directors on matters that may impact the carrying amount of inventories; - discussing any impact assessment provided by the Directors; and - discussing with Directors on the Group's assessment on estimated net realisable value on selected inventory items. |

There is no key audit matter to be communicated in respect of the audit of the financial statements of the Company.

Information other than the financial statements and auditors' report thereon

The Directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Group and of the Company do not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the other information and, in doing so, consider whether other information is materially inconsistent with the financial statements of the Group and of the Company, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the financial statements

The Directors of the Company are responsible for the preparation of the financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and requirements of the Companies Act 2016 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Group and of the Company, the Directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group and the Company or to cease operations, or have no realistic alternative but to do so.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MENANG CORPORATION (M) BERHAD (continued)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D)

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Group and of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.



INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF MENANG CORPORATION (M) BERHAD
(continued)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D)

Auditors' responsibilities for the audit of the financial statements (Cont'd)

From the matters communicated with the Directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current financial year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other matter

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

TGS TW PLT

20210600004 (LLP0026851-LCA) & AF002345
Chartered Accountants

KUAN JUN XIAN

03758/06/2025 J
Chartered Accountant

KUALA LUMPUR
21 October 2024

LIST OF PROPERTIES HELD

AS AT 30 JUNE 2024

| Location | Note | Tenue | Area (Approximately) | Existing Usage/ Description | Age of Buildings | Net Book Value RM'000 | Year of Acquisition |
|---|------|--|-------------------------|--|---------------------|--------------------------------|------------------------|
| Geran No. 27917 Lot No. 48 Mukim of Kapar Daerah Klang Selangor Darul Ehsan | 1 | Freehold Land | 59.32 acres | Vacant Industrial Land for Future Development | N/A | 23,345 | 1998 |
| HSD 97332 PT 25008 Mukim of Kapar Daerah Klang Selangor Darul Ehsan | 1 | Leasehold 99 Years Expiry date - 2103 | 39.70 acres | Vacant Industrial Land for Future Development | N/A | 8,508 | 1998 |
| HSD 97333 PT 50718 Mukim of Klang Daerah Klang Selangor Darul Ehsan | 1 | Leasehold 99 Years Expiry date - 2103 | 27.72 acres | Vacant Industrial Land for Future Development | N/A | 5,942 | 1998 |
| Geran No. 21944 Lot No. 20 Mukim of Ulu Bernam Daerah Ulu Selangor Selangor Darul Ehsan | | Freehold Land | 46.50 acres | Vacant Industrial Land for Future Development | N/A | 8,717 | 1998 |
| Lot No. 663, GM 3689 Mukim of Ulu Bernam Daerah Ulu Selangor Selangor Darul Ehsan | | Freehold Land | 10.38 acres | Vacant Industrial Land for Future Development | N/A | 1,945 | 1998 |
| Lot No. 889, GM 3690 Mukim of Ulu Bernam Daerah Ulu Selangor Selangor Darul Ehsan | | Freehold Land | 10.12 acres | Vacant Industrial Land for Future Development | N/A | 1,898 | 1998 |
| Lot 237, GM 583 Mukim of Si Rusa Daerah Port Dickson Negeri Sembilan Darul Khusus | | Freehold Land | 4.20 acres | Vacant Service Apartments Land for Future Development | N/A | 11,530 | 1998 |
| Lot 1279, CT 6441 Mukim of Si Rusa Daerah Port Dickson Negeri Sembilan Darul Khusus | | Freehold Land | 3.93 acres | Vacant Hotel Resort Land for Future Development | N/A | 6,840 | 1998 |
| Rasah Jaya Various subdivided lots Mukim of Rasah Seremban Negeri Sembilan Darul Khusus | | Freehold Land | 1.49 acres | On Going Mixed Development Land | N/A | 1,856 | 1998 |



LIST OF PROPERTIES HELD
AS AT 30 JUNE 2024
(continued)

| Location | Note | Tenue | Area (Approximately) | Existing Usage/ Description | Age of Buildings | Net Book Value RM'000 | Year of Acquisition |
|---|------|------------------|-------------------------|---------------------------------------|---------------------|--------------------------------|------------------------|
| Seremban 3 Various subdivided lots Mukim of Rasah Seremban Negeri Sembilan Darul Khusus | | Freehold Land | 485.77 acres | On Going Mixed Development Land | N/A | 174,949 | 2001 |
| Lot 56171, Geran 279940 Mukim of Rantau Seremban Negeri Sembilan Darul Khusus | | Freehold Land | 73.86 acres | Agricultural Land | N/A | 5,101 | 2004 |
| Lot 661, Geran No 587 Mukim of Si Rusa Daerah Port Dickson Negeri Sembilan Darul Khusus | | Freehold Land | 1.01 acres | Agricultural Land | N/A | 1,251 | 2004 |
| Lot 996, Geran No 591 Mukim of Si Rusa Daerah Port Dickson Negeri Sembilan Darul Khusus | | Freehold Land | 2.00 acres | Agricultural Land | N/A | 2,472 | 2004 |

Note:

- These properties are subject to a consortium arrangement where the Group has a 49% share entitlement. Please refer to Note 6 and Note 22 of the financial statements for the financial year ended 30 June 2024.



ANALYSIS OF SHAREHOLDINGS

AS AT 1 OCTOBER 2024

ORDINARY SHARES

| | | |
|-------------------------------|---|--------------------|
| Total Number of Issued Shares | : | 697,377,345 |
| Class of Shares | : | Ordinary Shares |
| Voting Rights | : | One vote per share |

DISTRIBUTION OF SHAREHOLDINGS

| Size of Shareholdings | No. of Shareholders | % | No. of Shares | % |
|--------------------------------------|---------------------|---------------|----------------------------------|---------------|
| Less than 100 | 412 | 4.72 | 12,117 | 0.00 |
| 100 to 1,000 | 3,022 | 34.64 | 1,615,606 | 0.23 |
| 1,001 to 10,000 | 4,495 | 51.53 | 12,381,765 | 1.79 |
| 10,001 to 100,000 | 664 | 7.61 | 19,075,837 | 2.76 |
| 100,001 to 34,595,451 ⁽¹⁾ | 126 | 1.45 | 379,258,740 | 54.81 |
| 34,595,452 and above ⁽²⁾ | 4 | 0.05 | 279,564,980 | 40.41 |
| TOTAL | 8,723 | 100.00 | 691,909,045⁽³⁾ | 100.00 |

Notes:

- ⁽¹⁾ Less than 5% of issued shares
⁽²⁾ 5% and above of issued shares
⁽³⁾ Excluding a total of 5,468,300 shares bought back by the Company and retained as treasury shares.

SUBSTANTIAL SHAREHOLDERS

| Name | Direct Interest | | Indirect Interest | |
|---------------------------|--------------------|------------------|---------------------------|------------------|
| | No. of Shares Held | % ⁽¹⁾ | No. of Shares Held | % ⁽¹⁾ |
| TTYC Holdings Sdn. Bhd. | 72,109,450 | 10.42 | - | - |
| Mr. Toh May Fook | 71,099,300 | 10.28 | 79,109,450 ⁽²⁾ | 11.43 |
| Ms. Liew Sook Pin | 69,476,400 | 10.04 | 72,109,450 ⁽³⁾ | 10.42 |
| Chin Leong Thye Sdn. Bhd. | 66,879,830 | 9.67 | - | - |
| Mr. Lee Min Huat | 26,959,950 | 3.90 | 66,879,830 ⁽⁴⁾ | 9.67 |
| Dato' Lee Chin Hwa | 26,888,540 | 3.89 | 66,879,830 ⁽⁴⁾ | 9.67 |

Notes:

- ⁽¹⁾ Excluding a total of 5,468,300 shares bought back by the Company and retained as treasury shares.
⁽²⁾ Deemed interested through TTYC Holdings Sdn. Bhd. and Kee Hin Sdn. Bhd. by virtue of Section 8 of the Companies Act 2016 ("the Act").
⁽³⁾ Deemed interested through TTYC Holdings Sdn. Bhd. by virtue of Section 8 of the Act.
⁽⁴⁾ Deemed interested through Chin Leong Thye Sdn. Bhd. by virtue of Section 8 of the Act.

DIRECTORS' SHAREHOLDINGS

| Name | Direct Interest | | Indirect Interest | |
|-----------------------------------|--------------------|------------------|---------------------------|------------------|
| | No. of Shares Held | % ⁽¹⁾ | No. of Shares Held | % ⁽¹⁾ |
| Mr. Toh May Fook | 71,099,300 | 10.28 | 79,109,450 ⁽²⁾ | 11.43 |
| Ms. Liew Sook Pin | 69,476,400 | 10.04 | 72,109,450 ⁽³⁾ | 10.42 |
| Ms. Tan Pei Geok | 12,000,000 | 1.73 | - | - |
| Mr. Kee Hock Kee | - | - | - | - |
| Dato' Haji Abd Aziz bin Abu Bakar | - | - | - | - |

Notes:

- ⁽¹⁾ Excluding a total of 5,468,300 shares bought back by the Company and retained as treasury shares.
⁽²⁾ Deemed interested through TTYC Holdings Sdn. Bhd. and Kee Hin Sdn. Bhd. by virtue of Section 8 of the Act.
⁽³⁾ Deemed interested through TTYC Holdings Sdn. Bhd. by virtue of Section 8 of the Act.



ANALYSIS OF SHAREHOLDINGS AS AT 1 OCTOBER 2024 (continued)

LIST OF TOP 30 SHAREHOLDERS AS AT 1 OCTOBER 2024

| Name of Shareholders | Holdings | |
|---|---------------|------------------------------------|
| | No. of Shares | % of Issued Capital ⁽¹⁾ |
| 1. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for TTYC Holdings Sdn. Bhd. (PB) | 72,109,450 | 10.42 |
| 2. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Toh May Fook (PB) | 71,099,300 | 10.28 |
| 3. Liew Sook Pin | 69,476,400 | 10.04 |
| 4. Chin Leong Thye Sdn. Bhd. | 66,879,830 | 9.67 |
| 5. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Tan Kate-Lyn (PB) | 27,960,000 | 4.04 |
| 6. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Tan Kim Heung (PB) | 27,750,000 | 4.01 |
| 7. Lee Chin Hwa | 26,888,540 | 3.89 |
| 8. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Tan Wei Wen (PB) | 25,950,000 | 3.75 |
| 9. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Ng Lee Ling (PB) | 25,500,000 | 3.69 |
| 10. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Tan Wei Hoong (PB) | 25,387,500 | 3.67 |
| 11. UOB Kay Hian Nominees (Asing) Sdn. Bhd. Exempt an for UOB Kay Hian Pte Ltd (A/C Clients) | 22,835,160 | 3.30 |
| 12. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Lai Ming Chun @ Lai Poh Lin (PB) | 19,925,600 | 2.88 |
| 13. Fong Lai Wah | 18,135,540 | 2.62 |
| 14. AllianceGroup Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Lee Min Huat (7005950) | 15,857,300 | 2.29 |
| 15. CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Nicholas Pun Chee Cheang (Bndr Tunggal-CL) | 15,503,920 | 2.24 |
| 16. Tan Aik Pen | 14,400,000 | 2.08 |
| 17. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Tan Pei Ing (PB) | 12,000,000 | 1.73 |
| 18. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Tan Pei Geok (PB) | 12,000,000 | 1.73 |
| 19. GMA Resources Sdn. Bhd. | 10,000,000 | 1.45 |
| 20. Lee Min Huat | 8,674,000 | 1.25 |
| 21. Tea Su Ling | 7,120,260 | 1.03 |
| 22. Kee Hin Sdn. Bhd. | 7,000,000 | 1.01 |
| 23. Toh Gian Ming | 4,710,230 | 0.68 |
| 24. Soon Ban Hin Oriental (M) Sdn. Bhd. | 4,000,900 | 0.58 |
| 25. Khoo Chiow Ling | 3,366,830 | 0.49 |
| 26. Lee Min Huat | 2,428,650 | 0.35 |
| 27. CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Yew On Teck (MM1300) | 2,041,300 | 0.30 |
| 28. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Tan Pei Fong (PB) | 2,018,950 | 0.29 |
| 29. HLIB Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Goh Ee Lik @ Goey Mee Pheng | 2,010,000 | 0.29 |
| 30. Siew Lee Ying @ Siew Lee Yong | 1,860,200 | 0.27 |

Note:

⁽¹⁾ Excluding a total of 5,468,300 shares bought back by the Company and retained as treasury shares.



ANALYSIS OF WARRANT C HOLDINGS

AS AT 1 OCTOBER 2024

| | | |
|--------------------------------|---|--|
| Number of Warrants | : | 23,821,722 |
| Exercise price of the Warrants | : | RM0.50 |
| Expiry date of Warrants | : | 13 December 2024 |
| Rights of Warrants holder | : | The Warrants holders are not entitled to any voting rights or to participate in any distribution and/or offer of further securities in our Company until and unless such Warrants holders exercise their Warrants into new ordinary shares of the Company. |

DISTRIBUTION OF WARRANTS HOLDINGS

| Size of Warrants holdings | No. of Warrants holders | | No. of Warrants | |
|---------------------------|-------------------------|---------------|-------------------|---------------|
| | | % | | % |
| Less than 100 | 522 | 6.65 | 15,499 | 0.07 |
| 100 to 1,000 | 5,181 | 65.99 | 2,225,647 | 9.34 |
| 1,001 to 10,000 | 1,906 | 24.28 | 5,138,573 | 21.57 |
| 10,001 to 100,000 | 211 | 2.69 | 6,357,953 | 26.69 |
| 100,001 to 1,191,085 (*) | 30 | 0.38 | 8,083,600 | 33.93 |
| 1,191,086 and above (**) | 1 | 0.01 | 2,000,450 | 8.40 |
| TOTAL | 7,851 | 100.00 | 23,821,722 | 100.00 |

Remarks: * - Less than 5% of issued Warrants C
 ** - 5% and above of issued Warrants C

DIRECTORS' WARRANTS HOLDINGS

| Name of Directors | No. of Warrants Held | | | |
|-----------------------------------|----------------------|---|----------|---|
| | Direct | % | Indirect | % |
| Mr. Toh May Fook | - | - | - | - |
| Ms. Liew Sook Pin | - | - | - | - |
| Mr. Kee Hock Kee | - | - | - | - |
| Ms. Tan Pei Geok | - | - | - | - |
| Dato' Haji Abd Aziz bin Abu Bakar | - | - | - | - |



ANALYSIS OF WARRANT C HOLDINGS
AS AT 1 OCTOBER 2024
(continued)

LIST OF TOP 30 WARRANTS HOLDERS AS AT 1 OCTOBER 2024

| Name of Warrants holders | Holdings | |
|--|-----------------|------|
| | No. of Warrants | % |
| 1. Soon Ban Hin Oriental (M) Sdn. Bhd. | 2,000,450 | 8.40 |
| 2. Yew On Teck | 902,400 | 3.79 |
| 3. Fong Lai Wah | 751,170 | 3.15 |
| 4. Gan Ai Meng | 638,500 | 2.68 |
| 5. UOB Kay Hian Nominees (Asing) Sdn. Bhd. Exempt an for UOB Kay Hian Pte Ltd (A/C Clients) | 595,290 | 2.50 |
| 6. Choong Geeng Voon | 424,000 | 1.78 |
| 7. HLIB Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Koo Jon Mean @ Koh Jon Mean | 350,000 | 1.47 |
| 8. Tan Wei Jun | 350,000 | 1.47 |
| 9. Khoo Chiow Ling | 347,000 | 1.46 |
| 10. Public Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Tan Chia Hong @ Gan Chia Hong (E-TMR) | 315,000 | 1.32 |
| 11. Teoh Meng Keat | 279,000 | 1.17 |
| 12. Public Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Chiu Yian Ching (E-JAH) | 270,000 | 1.13 |
| 13. CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Lai Ming Chun @ Lai Poh Lin (PB) | 250,000 | 1.05 |
| 14. Citigroup Nominees (Asing) Sdn. Bhd. Exempt an for OCBC Securities Private Limited (Client A/C-NR) | 193,590 | 0.81 |
| 15. CGS International Nominees Malaysia (Asing) Sdn. Bhd. Exempt an for CGS International Securities Singapore Pte. Ltd. (Retail Clients) | 192,160 | 0.81 |
| 16. CIMSEC Nominees (Tempatan) Sdn. Bhd. Cimb for Yoong Kah Yin (PB) | 178,000 | 0.75 |
| 17. TA Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Wong You Wah | 175,650 | 0.74 |
| 18. Yew On Teck | 175,500 | 0.74 |
| 19. Chua Sui Ngee @ Chua Siew Ngee | 173,700 | 0.73 |
| 20. Soo Ai Lin | 165,200 | 0.69 |
| 21. Thiang Siew Li | 163,500 | 0.69 |
| 22. Toh Gian Ming | 135,900 | 0.57 |
| 23. Citigroup Nominees (Asing) Sdn. Bhd. Exempt an for Bank of Singapore Limited (Foreign) | 135,000 | 0.57 |
| 24. Maybank Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Tan Suan Boon @ San Suan Boon | 135,000 | 0.57 |
| 25. Teh Wen Yen | 125,000 | 0.52 |
| 26. Fan Kuo Ying | 122,710 | 0.52 |
| 27. Lim Swee Choo | 117,000 | 0.49 |
| 28. Ho Shi Xun | 110,000 | 0.46 |
| 29. Affin Hwang Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Law Wan Ni (M09) | 109,000 | 0.46 |
| 30. Public Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Tan Chia Hong @ Gan Chia Hong (E-TMR) | 103,230 | 0.43 |



NOTICE OF SIXTIETH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Sixtieth (“60th”) Annual General Meeting (“AGM”) of Menang Corporation (M) Berhad (“MCB” or “Company”) will be conducted virtually through remote participation and electronic voting via the online meeting platform at Vote2U Online website at <https://web.vote2u.my> provided by Agmo Digital Solutions Sdn. Bhd. on Friday, 29 November 2024 at 10.00 a.m. and at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the following resolutions:

AGENDA

Ordinary Business:

- | | | |
|----|---|---|
| 1. | To receive the Audited Financial Statements for the financial year ended 30 June 2024 together with Reports of the Directors’ and the Auditors’ thereon. | Please refer to Explanatory Note 1 |
| 2. | To re-elect Toh May Fook as Director in accordance with Clause 103 of the Constitution of the Company. | Ordinary Resolution 1 |
| 3. | To re-elect Kee Hock Kee as Director in accordance with Clause 103 of the Constitution of the Company. | Ordinary Resolution 2 |
| 4. | To re-elect Dato’ Haji Abd Aziz bin Abu Bakar as Director in accordance with Clause 110 of the Constitution of the Company. | Ordinary Resolution 3 |
| 5. | To re-elect Tan Pei Geok as Director in accordance with Clause 110 of the Constitution of the Company. | Ordinary Resolution 4 |
| 6. | To approve the payment of Directors’ fees and benefits payable to Directors of the Company and its subsidiaries up to an aggregate amount of RM450,000 for the period from 30 November 2024 until the next Annual General Meeting of the Company. | Ordinary Resolution 5 |
| 7. | To re-appoint Messrs TGS TW PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. | Ordinary Resolution 6 |

Special Business:

To consider and, if thought fit, to pass the following resolutions:

- | | | |
|----|---|------------------------------|
| 8. | Authority for Directors to allot and issue shares and Waiver of Pre-emptive Rights pursuant to the Companies Act 2016 | Ordinary Resolution 7 |
|----|---|------------------------------|

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, the Directors be and are hereby empowered to allot and issue shares in the Company, at any time, at such price, upon such terms and conditions, for such purpose and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total issued shares/total number of voting shares of the Company (excluding treasury shares) at the time of issue.

THAT pursuant to Section 85 of the Companies Act 2016 approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued Company’s shares arising from any issuance of new Company’s shares pursuant to Sections 75 and 76 of the Companies Act 2016.

THAT the Directors be and are hereby also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.”



NOTICE OF SIXTIETH ANNUAL GENERAL MEETING (continued)

9. Proposed Renewal of Authority for the Company to purchase its own Ordinary Shares ("**Proposed Renewal of Share Buy-Back Authority**") **Ordinary Resolution 8**

"THAT subject to the Companies Act 2016, the provisions of the Constitution of the Company, the Main Market Listing Requirements ("**Listing Requirements**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and any other relevant authority or approval for the time being in force or as may be amended from time to time, the Directors of the Company be and are hereby authorised to make purchases of the Company's shares as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit, necessary and expedient in the interest of the Company, provided that:

- (a) the aggregate number of ordinary shares which may be purchased and/or held by the Company as treasury shares shall not exceed ten percent (10%) of the total number of issued shares of the Company at any point in time of the said purchase(s);
- (b) the maximum funds to be allocated by the Company for the purpose of purchasing its ordinary shares shall not exceed the total retained earnings of the Company at the time of purchase; and
- (c) the authority conferred by this resolution shall continue to be in force until:
 - (i) the conclusion of the next Annual General Meeting ("**AGM**") of the Company following the general meeting at which such resolution was passed at which time the said authority shall lapse unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
 - (ii) the expiration of the period within which the next AGM of the Company is required by law to be held; or
 - (iii) revoked or varied by ordinary resolution passed by the shareholders in general meeting,

whichever occurs first,

but not so as to prejudice the completion of the purchase(s) by the Company before the aforesaid expiry date and in any event, in accordance with the provisions of the guidelines issued by Bursa Securities and/or any other relevant governmental and/or regulatory authorities (if any).

THAT upon completion of the purchase by the Company of its own ordinary shares, the Directors of the Company be and are hereby authorised to deal with the ordinary shares purchased in their absolute discretion in the following manner:

- (a) cancel all the ordinary shares so purchased; and/or
- (b) retain the ordinary shares so purchased as treasury shares; and/or
- (c) retain part thereof as treasury shares and cancel the remainder.

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary (including the opening and maintaining of depository account(s) under the Securities Industry (Central Depositories) Act, 1991) and enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the Proposed Renewal of Share Buy-Back Authority with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time or as the Directors may in their discretion deem necessary and to do all such acts and things as the Directors may deem fit and expedient in the best interests of the Company."

10. To transact any other business that may be transacted at an annual general meeting of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.



NOTICE OF SIXTIETH
ANNUAL GENERAL MEETING
(continued)

BY ORDER OF THE BOARD

CHIN WAI YI (MAICSA 7069783) (SSM PC No. 202008004409)
CHIA SIEW LI (MAICSA 7075719) (SSM PC NO. 202208000715)
Company Secretaries

Kuala Lumpur
Date: 30 October 2024

NOTES:

1. The 60th AGM of the Company will be conducted as a virtual meeting through live streaming and online remote voting via Remote Participation and Voting (“**RPV**”) facilities. The Company has appointed Agmo Digital Solutions Sdn. Bhd. as the Poll Administrator for the 60th AGM to facilitate the RPV facilities via Vote2U online website at <https://web.vote2u.my>. Shareholders of the Company are required to register for the 60th AGM not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof. **(Please follow the procedures as stipulated in the Administrative Guide).**
2. A member of the Company who is entitled to attend, speak and vote at this 60th AGM may appoint a proxy to attend, speak and vote on his(her) behalf. A proxy may but need not be a member of the Company, and a member may appoint any person to be his(her) proxy without limitation.
3. Where a member appoints more than one (1) proxy to attend and vote at the same 60th AGM, the appointment shall be invalid unless he(she) specifies the proportion of his(her) shareholding to be represented by each proxy.
4. In the case of a corporate member, the instrument appointing a proxy (“**Form of Proxy**”) shall be either (a) under its Common Seal or (b) under the hand of a duly authorised officer or attorney and in the case of (b), be supported by a certified true copy of the resolution appointing such officer or certified true copy of the power of attorney.
5. Where a member is an exempt authorised nominee (“**EAN**”) as defined under the Securities Industry (Central Depositories) Act 1991, which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account), there is no limit to the number of proxies which the EAN may appoint in respect of each omnibus account it holds. EAN is advised to list down the name of proxies and the particulars of their NRIC No. (both new and old) and attach it to the Form of Proxy.
6. The appointment of proxy may be made in a hard copy form or by electronic means, not less than forty-eight (48) hours before the time for holding the 60th AGM or at any adjournment thereof, as follows:
 - (a) **In hard copy form**

The original instrument appointing a proxy (“**Form of Proxy**”) must be deposited at the registered office of the Company at E-10-4, Megan Avenue 1, 189, Jalan Tun Razak, 50400 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia.
 - (b) **By electronic means**

The Form of Proxy can also be lodged electronically via RPV facilities via Vote2U at <https://web.vote2u.my>. Please follow the procedures provided in the Administrative Guide for the 60th AGM in order to deposit the Form of Proxy electronically.
7. The Form of Proxy, if submitted by a member, will not preclude that member from attending, participating and voting in person at the 60th AGM should the member subsequently decide to do so.
8. For the purpose of determining whether a member is entitled to attend, participate and vote at the 60th AGM, the Company shall be requesting the Record of Depositors as at 22 November 2024. Only depositors whose names appear in the Record of Depositors as at 22 November 2024 shall be entitled to attend, participate and vote at the 60th AGM or appoint proxy/proxies on his/her behalf.



NOTICE OF SIXTIETH ANNUAL GENERAL MEETING (continued)

9. Any alteration in the Proxy Form must be initialed.
10. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of 60th AGM will be put to the vote by poll.

Explanatory Notes:

1. Item 1 of the Agenda

Agenda item no. 1 is meant for discussion only as the provision of Section 340 of the Companies Act 2016 requires that the Audited Financial Statements and the Reports of the Directors and Auditors thereon be laid before the Company at its AGM. As such this Agenda item is not a business which requires a resolution to be put to vote by shareholders.

2. Items 2, 3, 4 and 5 of the Agenda

The Nomination Committee (“NC”) have considered the performance and contribution of each of the retiring Directors. Based on the results of the Board Evaluation conducted for the financial year ended 30 June 2024, the performance of each of the retiring Directors was found to be satisfactory. In addition, each of the retiring Directors had provided their annual declaration/confirmation on their fitness and propriety as well as independence, where applicable.

Based on the recommendation of the NC, the Board supports the re-election of the Directors based on the following justification and their profiles are set out in the Company’s Annual Report:

Toh May Fook : Toh May Fook has overall responsibility for planning, implementing and integrating the strategic direction of the Company. He is familiar with the Company's business operations and able to provide valuable input to steer the Company forward.

Toh May Fook has exercised due care and carried out his professional duties proficiently during his tenure as an Executive Chairman of the Company.

Kee Hock Kee : Kee Hock Kee fulfills the requirements of independence set out in Main Market Listing Requirements of Bursa Malaysia Securities Berhad. He remains objective and independent in expressing his view and participating in Board’s deliberations and decision making process.

Kee Hock Kee has exercised due care and carried out his professional duties proficiently during his tenure as Independent Non-Executive Director of the Company.

Dato’ Haji Abd Aziz bin Abu Bakar : Dato’ Haji Abd Aziz bin Abu Bakar fulfills the requirements of independence set out in Main Market Listing Requirements of Bursa Malaysia Securities Berhad. He remains objective and independent in expressing his view and participating in Board’s deliberations and decision making process.

Dato’ Haji Abd Aziz bin Abu Bakar has exercised due care and carried out his professional duties proficiently during his tenure as Independent Non-Executive Director of the Company.

Tan Pei Geok : Tan Pei Geok fulfills the requirements of independence set out in Main Market Listing Requirements of Bursa Malaysia Securities Berhad. She remains objective and independent in expressing her view and participating in Board’s deliberations and decision making process.

Tan Pei Geok has exercised due care and carried out her professional duties proficiently during her tenure as Independent Non-Executive Director of the Company.

NOTICE OF SIXTIETH ANNUAL GENERAL MEETING (continued)

3. Item 8 of the Agenda

The Company had, during its Fifty-Ninth AGM held on 27 November 2023, obtained its shareholders' approval for the general mandate for issuance of shares pursuant to Section 76 of the Companies Act 2016. The Company did not issue any shares pursuant to this mandate obtained.

The Ordinary Resolution 7 proposed under item 8 of the Agenda is a renewal of the general mandate for issuance of shares by the Company under Sections 75 and 76 of the Companies Act 2016. The mandate, if passed, will provide flexibility for the Company and empower the Directors to allot and issue new shares speedily in the Company up to an amount not exceeding in total ten per centum (10%) of the total issued shares/ total number of voting shares of the Company capital for such purpose as the Directors consider would be in the interest of the Company. This would eliminate any delay arising from and cost involved in convening a general meeting to obtain approval of the shareholders for such issuance of shares. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM. The authority will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding investment project(s) and/or working capital.

4. Item 9 of the Agenda

The proposed Ordinary Resolution 8, if passed, will empower the Company to purchase and/or hold up to ten percent (10%) of the total number of issued shares of the Company. This authority unless revoked or varied by the Company at a general meeting will expire at the next AGM of the Company.

Please refer to the statement to shareholders in relation to the Proposed Renewal of Share Buy-Back Authority by the Company dated 30 October 2024 for further information.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 60th AGM and/or any adjournment thereof, a member of the Company:

- (i) consents to the collection, use and disclose of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the 60th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 60th AGM (including any adjournment thereof), and in order for the Company (or its agent) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**");
- (ii) warrants that the member has obtained the prior consent of such proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies), and/or representative(s) for the Purposes; and
- (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses, and damages as a result of the member's breach of warranty.



ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

MENANG CORPORATION (M) BERHAD

SIXTIETH (“60TH”) ANNUAL GENERAL MEETING (“AGM”)

| | |
|---|---|
| Date of Meeting | : Friday, 29 November 2024 |
| Time of Meeting | : 10:00 a.m. |
| Virtual Meeting accessible at | : https://web.vote2u.my |
| Domain Registration Number of Online Meeting | |
| Platform registered with MYNIC Berhad | : D6A471702 |

Menang Corporation (M) Berhad (“the Company”) continues to leverage technology to facilitate broader participation and more meaningful engagement with its shareholders by conducting the AGM through Remote Participation and Voting Facilities (“RPV”). The conduct of a virtual AGM is in line with the Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 7 April 2022.

We strongly encourage our shareholders whose names appear on the Record of Depositors as at 22 November 2024 and holders of proxy for those shareholders to participate in the virtual AGM and vote remotely at this AGM. In line with the Malaysian Code on Corporate Governance Practice 13.3, this virtual AGM will facilitate greater shareholder’s participation (including posting questions to the Board of Directors and/or Management of the Company) and vote at the AGM without being physically present at the venue. For shareholders who are unable to participate in this virtual AGM, you may appoint proxy(ies) or the Chairman of the Meeting as your proxy to attend and vote on your behalf at the AGM of the Company.

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of the participants (shareholders and proxies). Hence, you are to ensure that internet connectivity throughout the duration of the meeting is maintained while using RPV provided by Agmo Digital Solutions Sdn. Bhd. (“AGMO”) via its **Vote2U Online** website at <https://web.vote2u.my>.

PROCEDURES TO PARTICIPATE IN RPV

Please follow the procedures to participate in RPV as summarised below:

BEFORE AGM DAY

A: REGISTRATION

Individual Shareholders

| | Description | Procedure |
|----|---|---|
| i. | Shareholders to register with Vote2U online | <p>The registration will open from the day of notice.</p> <ol style="list-style-type: none"> Access website at https://web.vote2u.my Click “Sign Up” to sign up as a user. Read the ‘Privacy Policy’ and ‘Terms & Conditions’ and indicate your acceptance of the ‘Privacy Policy’ and ‘Terms & Conditions’ on a small box <input type="checkbox"/>. Then click “Next”. *Fill-in your details (note: create your own password). Then click “Continue”. Upload softcopy of your identification card (MYKAD) (front only) (for Malaysian) or Passport (for non-Malaysian). Click “Submit” to complete the registration. Your registration will be verified and an email notification will be sent to you. Please check your email. <p>Note: If you have registered as a user with Vote2U Online previously, you are not required to register again.</p> <p>*Check your email address is keyed in correctly. *Remember the password you have keyed-in.</p> |

ADMINISTRATIVE GUIDE
FOR SHAREHOLDERS
(continued)

PROCEDURES TO PARTICIPATE IN RPV (CONTINUED)

BEFORE AGM DAY

B: REGISTER PROXY

Individual Shareholder / Corporate Shareholder / Nominees Company

| | Description | Procedure |
|-----|--|---|
| i. | Submit Form of Proxy (hardcopy) | <p>The closing time to submit your hardcopy Form of Proxy is at 10:00 a.m., Wednesday, 27 November 2024.</p> <ol style="list-style-type: none"> a. Fill-in details on the hardcopy Form of Proxy and ensure to provide the following information: <ul style="list-style-type: none"> • MYKAD (for Malaysian) / Passport (for non-Malaysian) number of the Proxy • *Email address of the Proxy b. Submit/Deposit the hardcopy Form of Proxy to GAP Advisory Sdn. Bhd. at E-10-4, Megan Avenue 1, 189, Jalan Tun Razak, 50400 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia. <p>Note: After verification, an email notification will be sent to the Proxy and will be given a temporary password. The Proxy could use the temporary password to log in to Vote2U.</p> <p>*Check the email address of Proxy is written down correctly.</p> |
| ii. | Electronic Lodgement of Proxy Form (e-Proxy Form) <i>For individual shareholders only</i> | <ol style="list-style-type: none"> a. Individual shareholders to log in to Vote2U with your email address and password that you have registered with Vote2U. b. Click “Register Proxy Now” for e-Proxy registration. c. Select the general meeting event that you wish to attend. d. Select/add your Central Depository System (“CDS”) account number and number of shares. e. Select “Appoint Proxy”. f. Fill-in the details of your proxy(ies) – ensure proxy(ies) email address(es) is/are valid. g. Indicate your voting instruction should you prefer to do so. h. Thereafter, select “Submit”. i. Your submission will be verified. j. After verification, proxy(ies) will receive email notification with temporary credentials, i.e. email address & password, to log in to Vote2U. <p>Note: You need to register as a shareholder before you can register a proxy and submit the e-Proxy form. Please refer above ‘A: Registration’ to register as shareholder.</p> <p>Proxy(ies) will receive temporary login credential not later than 48 hours before the AGM date.</p> |

Shareholders who appoint Proxy(ies) to participate in the virtual AGM must ensure that the hardcopy Form of Proxy or e-proxy is submitted not less than forty-eight (48) hours before the time for holding the meeting or any adjourned meeting at which the person named in the instrument proposes to vote and in default, the instrument of proxy shall not be treated as valid.



ADMINISTRATIVE GUIDE FOR SHAREHOLDERS (continued)

PROCEDURES TO PARTICIPATE IN RPV (CONTINUED)

ON AGM DAY

A: WATCH LIVE STREAMING

Individual Shareholders & Proxies

| | Description | Procedure |
|----|---|--|
| i. | Login to virtual meeting portal - Vote2U online & watch Live Streaming. | <p>The Vote2U online portal will open for log in, starting from 9:00 a.m., Friday, 29 November 2024, one (1) hour before the commencement of the AGM.</p> <ol style="list-style-type: none"> Login with your email and password. Select the General Meeting event (for example, "60th AGM"). Check your details. Click "Watch Live" button to view the live streaming. |

B: ASK QUESTION

Individual Shareholders & Proxies

| | Description | Procedure |
|----|-------------------------------------|--|
| i. | Ask Question during AGM (real-time) | <p>Questions submitted online using typed text will be moderated before being forwarded to the Chairman to avoid repetition. Every question and message will be presented with the full name of the shareholder or proxy raising the question.</p> <ol style="list-style-type: none"> Click "Ask Question" button to post question(s). Type in your question and click "Submit". <p>The Chairman/Board of Directors will endeavor to respond to questions submitted by remote shareholders and proxies during the AGM.</p> |

C: VOTING REMOTELY

Individual Shareholders & Proxies

| | Description | Procedure |
|----|----------------------|---|
| i. | Online Remote Voting | <p>Once the Chairman announces the opening of remote voting:</p> <ol style="list-style-type: none"> Click "Confirm Details & Start Voting". To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Click "Next" to continue voting for all resolutions. To change your vote, click "Back" and select another voting choice. After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Click "Confirm" to submit your vote. <p>[Please note that you are <u>not able</u> to change your voting choices after you have confirmed and submitted your votes.]</p> |



ADMINISTRATIVE GUIDE FOR SHAREHOLDERS (continued)

ADDITIONAL INFORMATION

Voting Procedure

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the AGM will be conducted by poll. Poll administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.

No Door Gift or e-Voucher or Food Voucher

There will be no door gift or e-Voucher or food voucher given at this AGM.

Enquiry

- a. For enquiries relating to the general meeting, please contact our **Investor Relation** during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Email: general@menangcorporation.com

- b. For enquiries relating to RPV facilities or issues encountered during registration, log in, connecting to the live streaming and online voting facilities, please contact Vote2U helpdesk during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Telephone Number: 03-7664 8520 / 03-7664 8521

Email: vote2u@agmostudio.com

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PROXY FORM**CDS ACCOUNT NO. OF
AUTHORISED NOMINEE****NUMBER OF SHARES HELD****MENANG CORPORATION (M) BERHAD**[Registration No. 196401000240 (5383-K)]
(Incorporated in Malaysia)

I/We, _____ NRIC/Passport No. _____

(FULL NAME IN BLOCK LETTERS)

of _____

(FULL ADDRESS)

contact no. _____ email address _____ being a member/ members of **Menang Corporation (M) Berhad ("Company")** hereby appoint the person(s) below as my/our proxy(ies) to vote for me/us and on my/our behalf at the Sixtieth Annual General Meeting of the Company ("**60th AGM**") will be conducted virtually through remote participation and electronic voting via the online meeting platform at Vote2U Online website at <https://web.vote2u.my> provided by Agmo Digital Solutions Sdn. Bhd. on Friday, 29 November 2024 at 10.00 a.m. and at any adjournment thereof.

IMPORTANT NOTE:

Please (i) tick [✓] either **ONE** of the option (a) or (b) for the number of proxy which you wish to appoint, (ii) complete the details of your proxy/proxies and the proportion of your shareholding to be represented (if applicable), (iii) please tick [✓] option (c) if you would like to appoint the Chairman of the 60th AGM as the proxy or failing the proxy to vote on your behalf and (iv) sign or execute this form

| Option | Name of proxy(ies) | NRIC/ Passport No. | Email Address & Phone Number | Proportion of shareholding to be represented |
|------------|---|--------------------|------------------------------|--|
| (a) | Appoint ONE proxy only (Please complete details of proxy below) | | | |
| | | | | 100% |
| (b) | Appoint MORE THAN ONE proxy (Please complete details of proxies below) | | | |
| Proxy 1 | | | | % |
| Proxy 2 | | | | % |
| | | | | 100% |
| (c) | The Chairman of the 60th AGM as my/our proxy and/or failing the above proxy to vote for me/us on my/our behalf | | | |

My/our proxy/proxies is/are to vote as indicated below:

Please indicate with an "X" in the appropriate box provided to indicate how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on the Resolutions, the proxy shall vote at his/her discretion, or abstain from voting as the proxy thinks fit.

| No | Resolutions | For | | Against | |
|-----------------------|--|---------|---------|---------|---------|
| | | Proxy 1 | Proxy 2 | Proxy 1 | Proxy 2 |
| | Ordinary Business | | | | |
| Ordinary Resolution 1 | To re-elect Toh May Fook | | | | |
| Ordinary Resolution 2 | To re-elect Kee Hock Kee | | | | |
| Ordinary Resolution 3 | To re-elect Dato' Haji Abd Aziz bin Abu Bakar | | | | |
| Ordinary Resolution 4 | To re-elect Tan Pei Geok | | | | |
| Ordinary Resolution 5 | To approve the payment of Directors' fees and benefits payable to Directors of the Company and its subsidiaries up to an aggregate amount of RM450,000 for the period from 30 November 2024 until the next Annual General Meeting of the Company | | | | |
| Ordinary Resolution 6 | To re-appoint Messrs TGS TW PLT as Auditors of the Company | | | | |
| | Special Business | | | | |
| Ordinary Resolution 7 | Authority for Directors to allot and issue shares and Waiver of Pre-emptive Rights pursuant to the Companies Act 2016 | | | | |
| Ordinary Resolution 8 | Proposed Renewal of Authority for the Company to purchase its own Ordinary Shares | | | | |

Dated this _____ day of _____ 2024

Signature / Common Seal of Shareholder

Contact No: _____

NOTES:

- The 60th AGM of the Company will be conducted as a virtual meeting through live streaming and online remote voting via Remote Participation and Voting ("**RPV**") facilities. The Company has appointed Agmo Digital Solutions Sdn. Bhd. as the Poll Administrator for the 60th AGM to facilitate the RPV facilities via Vote2U online website at <https://web.vote2u.my>. Shareholders of the Company are required to register for the 60th AGM not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof. (**Please follow the procedures as stipulated in the Administrative Guide**).
- A member of the Company who is entitled to attend, speak and vote at this 60th AGM may appoint a proxy to attend, speak and vote on his/her behalf. A proxy may but need not be a member of the Company, and a member may appoint any person to be his/her proxy without limitation.
- Where a member appoints more than one (1) proxy to attend and vote at the same 60th AGM, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.



4. In the case of a corporate member, the instrument appointing a proxy ("**Form of Proxy**") shall be either (a) under its Common Seal or (b) under the hand of a duly authorised officer or attorney and in the case of (b), be supported by a certified true copy of the resolution appointing such officer or certified true copy of the power of attorney.
5. Where a member is an exempt authorised nominee ("**EAN**") as defined under the Securities Industry (Central Depositories) Act 1991, which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account), there is no limit to the number of proxies which the EAN may appoint in respect of each omnibus account it holds. EAN is advised to list down the name of proxies and the particulars of their NRIC No. (both new and old) and attach it to the Form of Proxy.
6. The appointment of proxy may be made in a hard copy form or by electronic means, not less than forty-eight (48) hours before the time for holding the 60th AGM or at any adjournment thereof, as follows:
 - (a) **In hard copy form**
The original instrument appointing a proxy ("**Form of Proxy**") must be deposited at the registered office of the Company at E-10-4, Megan Avenue 1, 189, Jalan Tun Razak, 50400 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia.
 - (b) **By electronic means**
The Form of Proxy can also be lodged electronically via RPV facilities via Vote2U at <https://web.vote2u.my>. Please follow the procedures provided in the Administrative Guide for the 60th AGM in order to deposit the Form of Proxy electronically.
7. The Form of Proxy, if submitted by a member, will not preclude that member from attending, participating and voting in person at the 60th AGM should the member subsequently decide to do so.
8. For the purpose of determining whether a member is entitled to attend, participate and vote at the 60th AGM, the Company shall be requesting the Record of Depositors as at 22 November 2024. Only depositors whose names appear in the Record of Depositors as at 22 November 2024 shall be entitled to attend, participate and vote at the 60th AGM or appoint proxy/proxies on his/her behalf.
9. Any alteration in the Proxy Form must be initialed.
10. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of 60th AGM will be put to the vote by poll.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and /or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Sixtieth Annual General Meeting dated 30 October 2024.

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AFFIX
STAMP

GAP Advisory Sdn. Bhd.
E-10-4, Megan Avenue 1,
189, Jalan Tun Razak,
50400 Kuala Lumpur,
W.P. Kuala Lumpur,
Malaysia.

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Menang Corporation (M) Berhad
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