

Company No:
202401023591 (1569440 - A)

HI MOBILITY BERHAD
202401023591 (1569440 - A)
(Incorporated in Malaysia)

DIRECTORS' REPORT AND AUDITED FINANCIAL STATEMENTS
31 JANUARY 2025

Company No:
202401023591 (1569440 - A)

HI MOBILITY BERHAD
(Incorporated in Malaysia)

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HI MOBILITY BERHAD

(Incorporated in Malaysia)

DIRECTORS' REPORT

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year/period ended 31 January 2025.

PRINCIPAL ACTIVITIES

The principal activity of the Company is principally engaged in investment holding. The principal activity of the subsidiary is mainly engaged in providing bus transportation services. There have been no significant changes in the nature of the activities of the Company and its subsidiary during the financial year.

RESULTS

	Group RM	Company RM
Profit/(Loss) for the financial year/period	<u>43,763,478</u>	<u>(944,029)</u>

DIVIDENDS

No dividend has been paid, declared or proposed by the Company since the end of the previous financial year other than the following:

On 21 February 2025, the Company declared a single-tier interim dividend amounting to RM9,000,000 in respect of the financial year ended 31 January 2025. The dividend will be accounted for in equity as an appropriation of retained earnings in the financial year ending 31 January 2026.

The Directors do not recommend any payment of final dividend in respect of the current financial year.

RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year/period other than those disclosed in the financial statements.

ISSUE OF SHARES AND DEBENTURES

During the financial year, the issued and fully paid up share capital of the Company was increased from RM1,000 (as at date of incorporation) to RM100,000,000 by way of:

- (i) Issuance of 20,000,000 new ordinary shares at an issue price of RM1 per share for cash; and
- (ii) Issuance of 79,999,000 new ordinary shares at an issue price of RM1 per share pursuant to the acquisition of a subsidiary in business combination under common control.

The newly issued shares rank pari passu in all respects with the existing shares of the Company. There were no other issues of shares during the financial year/period.

The Company did not issue any debentures during the financial year/period.

OPTIONS GRANTED OVER UNISSUED SHARES

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

DIRECTORS

The Directors who have held for office during the financial year/period and up to the date of this report are as follows:

Ahmed Fairuz Bin Abdul Aziz	(Appointed on 25 September 2024)
Bah Kim Lian	(First Director, appointed on 12 June 2024)
Datuk Wira Azhar Bin Abdul Hamid	(Appointed on 20 September 2024)
Faridah Bt Iskandar	(Appointed on 25 September 2024)
Lim Chern Chuen	(Appointed on 20 September 2024)
Raja Datuk Zaharaton Binti Raja Zainal Abidin	(Appointed on 20 September 2024)
Lim Chern Fang	(Appointed on 20 September 2024, alternate Director to Bah Kim Lian)
Lim Han Weng	(First Director, appointed on 12 June 2024 and resigned on 28 October 2024)

Subsidiary of HI Mobility Berhad

Bah Kim Lian	
Lim Han Weng	
Mat Sin Bin Bidin	(Resigned on 10 October 2024)

DIRECTORS' INTEREST

The Directors holding office at the end of the financial year and their beneficial interests in ordinary shares and options over ordinary shares of the Company and of its related corporations during the financial year ended 31 January 2025 as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016 in Malaysia were as follows:

	[-----Number of ordinary shares-----]			
	Balance as at 12.6.2024	Bought	Sold	Balance as at 31.1.2025
Direct interests:				
Bah Kim Lian	-	8,000,000	-	8,000,000
Indirect interests:				
Bah Kim Lian^	-	75,000,000	-	75,000,000

^ Deemed interest by virtue of the shareholdings of spouse

By virtue of her interests in the ordinary shares of the Company, Bah Kim Lian is deemed to be interested in the ordinary shares of the subsidiary to the extent that the Company has an interest.

None of the other Directors holding office at the end of the financial year held any interest in the ordinary shares and options over ordinary shares of the Company and of its related corporations during the financial year.

DIRECTORS' BENEFITS

Since the end of the previous financial year, none of the Directors have received or become entitled to receive any benefit (other than those benefits included in the aggregate amount of remuneration received and receivable by the Directors) 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.

There were no arrangements made during and at the end of the financial year, to which the Company is a party, which had the object of enabling the Directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

DIRECTORS' REMUNERATION

Directors' remuneration of the Group and of the Company for the financial year ended 31 January 2025 were as follows:

	Group RM	Company RM
Salaries, allowances and bonuses	1,844,465	11,000
Directors' fee	218,333	218,333
Other employee benefits	44,448	-
	<u>2,107,246</u>	<u>229,333</u>

INDEMNITY AND INSURANCE FOR DIRECTORS, OFFICERS AND AUDITORS

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

OTHER STATUTORY INFORMATION REGARDING THE COMPANY

(I) AS AT THE END OF THE FINANCIAL YEAR/PERIOD

- (a) Before the financial statements of the Group and of the Company were prepared, the Directors took reasonable steps:
 - (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and have satisfied themselves that all known bad debts had been written off and that adequate provision had been made for doubtful debts; and
 - (ii) to ensure that any current assets other than debts, which were unlikely to realise their book values in the ordinary course of business had been written down to their estimated realisable values.
- (b) In the opinion of the Directors, the results of the operations of the Group and of the Company during the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature.

(II) FROM THE END OF THE FINANCIAL YEAR/PERIOD TO THE DATE OF THIS REPORT

- (c) The Directors are not aware of any circumstances:
 - (i) which would render the amounts written off for bad debts or the amount of the provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any material extent;
 - (ii) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; and
 - (iii) 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.
- (d) In the opinion of the Directors:
 - (i) there has not arisen 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; and
 - (ii) no contingent or other liability has become enforceable, or is likely to become enforceable, within the period of twelve (12) months after the end of the financial year which would or may affect the ability of the Group and of the Company to meet its obligations as and when they fall due.

OTHER STATUTORY INFORMATION REGARDING THE COMPANY (continued)

(III) AS AT THE DATE OF THIS REPORT

- (e) There are no charges on the assets of the Group and of the Company which have arisen since the end of the financial year/period to secure the liabilities of any other person.
- (f) There are no contingent liabilities of the Group and of the Company which have arisen since the end of the financial year/period.
- (g) The Directors are not aware of any circumstances not otherwise dealt with in the report or financial statements which would render any amount stated in the financial statements of the Group and of the Company misleading.

SIGNIFICANT EVENT DURING THE FINANCIAL YEAR

On 27 September 2024, Handal Indah Sdn. Bhd., a wholly owned subsidiary of the Company, had entered into a Sale and Purchase Agreement (“SPA”) with a third party and paid a deposit of RM2,400,000 to acquire a piece of freehold land located in Mukim of Tebrau, Johor Bahru for total purchase consideration of RM24,000,000. This SPA is yet to be completed as at the reporting date.

AUDITORS

The auditors, BDO PLT (201906000013 (LLP0018825-LCA) & AF 0206), have expressed their willingness to continue in office.

AUDITORS' REMUNERATION

Auditors' remuneration of the Group and of the Company for the financial year/period ended 31 January 2025 were as follows:

	Group RM	Company RM
Statutory audit	147,528	10,000
Non-statutory audit	<u>100,000</u>	<u>10,000</u>
	<u>247,528</u>	<u>20,000</u>

Signed on behalf of the Board in accordance with a resolution of the Directors.

.....
Lim Chern Chuen
Director

Johor Bahru, Malaysia
14 March 2025

.....
Bah Kim Lian
Director

Johor Bahru, Malaysia

HI MOBILITY BERHAD

(Incorporated in Malaysia)

STATEMENT BY DIRECTORS

In the opinion of the Directors, the financial statements set out on pages 12 to 57 have been drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards, and the provisions of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and the Company as at 31 January 2025 and of the financial performance and cash flows of the Group and the Company for the financial year/period then ended.

On behalf of the Board,

.....
Lim Chern Chuen
Director

.....
Bah Kim Lian
Director

Johor Bahru, Malaysia
14 March 2025

STATUTORY DECLARATION

I, Liew Ai Ling (CA 35575), being the officer primarily responsible for the financial management of HI Mobility Berhad, do solemnly and sincerely declare that the financial statements set out on pages 12 to 57 are, to the best of my knowledge and belief, 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)
Johor Bahru this)
)

Liew Ai Ling

Before me:

Nur Amreeta Kaur Gubachen Singh
No. J276
Commissioner for Oaths



**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
HI MOBILITY BERHAD
(Incorporated in Malaysia)**

Report on Audit of the Financial Statements

Opinion

We have audited the financial statements of Hi Mobility Berhad, which comprise the statements of financial position as at 31 January 2025 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 12 to 57.

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 31 January 2025, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards ("MFRSs"), IFRS Accounting 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 ('ISAs'). 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 Group and 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.

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 Directors' 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 does not cover the Directors' Report and we do not express any form of assurance or conclusion thereon.

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the Directors' Report and, in doing so, consider whether the Directors' Report 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.



**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
HI MOBILITY BERHAD (continued)
(Incorporated in Malaysia)**

Information Other than the Financial Statements and Auditors' Report Thereon (continued)

If, based on the work we have performed, we conclude that there is a material misstatement of the Directors' Report, 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 MFRSs, IFRS Accounting Standards and the 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 the 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 ability of the Group and of the Company 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 or the Company or to cease operations, or have no realistic alternative but to do so.

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 ISAs 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 ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- (a) 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.



**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
HI MOBILITY BERHAD (continued)
(Incorporated in Malaysia)**

Auditors' Responsibilities for the Audit of the Financial Statements (continued)

As part of an audit in accordance with approved standards on auditing in Malaysia and ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also: (continued)

- (b) 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 internal control of the Group and of the Company.
- (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- (d) 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 ability of the Group's or 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 or the Company to cease to continue as a going concern.
- (e) 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.
- (f) Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the financial statements of the Group. We are responsible for the direction, supervision and review of the audit work performed for purposes 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.



**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
HI MOBILITY BERHAD (continued)
(Incorporated in Malaysia)**

Other Matters

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.

BDO PLT
201906000013 (LLP0018825-LCA) & AF 0206
Chartered Accountants

Sia Yeak Hong
03413/02/2027 J
Chartered Accountant

Johor Bahru
14 March 2025

HI MOBILITY BERHAD

(Incorporated in Malaysia)

**STATEMENTS OF FINANCIAL POSITION
AS AT 31 JANUARY 2025**

		Group		Company
	Note	2025 RM	2024 RM	2025 RM
Non-current assets				
Property, plant and equipment	8	253,967,812	153,795,435	59,416
Right-of-use assets	9	6,728,677	2,802,078	-
Intangible assets	10	5,250	7,050	-
Investment property	11	547,099	561,248	-
Investment in subsidiary	12	-	-	97,999,000
Deferred tax assets	18	6,645,566	3,795,272	-
		267,894,404	160,961,083	98,058,416
Current assets				
Inventories	13	1,273,661	560,022	-
Trade and other receivables	14	39,330,025	42,241,634	2,620,801
Current tax assets		49,189	45,303	-
Cash and bank balances	15	47,049,520	26,991,256	460,532
		87,702,395	69,838,215	3,081,333
TOTAL ASSETS		355,596,799	230,799,298	101,139,749
Equity attributable to owners of the parent				
Share capital/Invested equity*	16	100,000,000	52,000,000	100,000,000
Reserves	17	31,467,907	18,613,135	(944,029)
TOTAL EQUITY		131,467,907	70,613,135	99,055,971
Non-current liabilities				
Borrowings	20	105,472,666	14,729,275	-
Lease liabilities	9	46,051,956	23,752,599	-
		151,524,622	38,481,874	-
Current liabilities				
Trade and other payables	19	32,093,050	37,596,059	2,083,778
Borrowings	20	14,722,315	52,554,128	-
Lease liabilities	9	10,102,600	12,686,548	-
Current tax liabilities		15,686,305	18,867,554	-
		72,604,270	121,704,289	2,083,778
TOTAL LIABILITIES		224,128,892	160,186,163	2,083,778
TOTAL EQUITY AND LIABILITIES		355,596,799	230,799,298	101,139,749

* Number of ordinary shares on combined basis

The accompanying notes form an integral part of the Financial Statements.

HI MOBILITY BERHAD

(Incorporated in Malaysia)

**STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE FINANCIAL YEAR/PERIOD ENDED 31 JANUARY 2025**

		Group		Company 12.6.2024 (date of incorporation) to 31.1.2025 RM
	Note	2025 RM	2024 RM	
Revenue	21	279,818,896	207,712,638	1,722,265
Direct operating costs		<u>(201,913,353)</u>	<u>(144,336,968)</u>	<u>-</u>
Gross profit		77,905,543	63,375,670	1,722,265
Other operating income		3,162,265	5,157,515	-
Net reversal/(loss) on impairment of receivables	14(j)	466,499	(750,853)	-
Distribution and other operating expenses		(2,438,165)	(3,698,773)	-
Administrative expenses		(21,104,954)	(14,205,113)	(2,666,294)
Finance costs	22	<u>(7,516,213)</u>	<u>(4,732,297)</u>	<u>-</u>
Profit/(Loss) before taxation	23	50,474,975	45,146,149	(944,029)
Taxation	24	<u>(6,711,497)</u>	<u>(11,974,287)</u>	<u>-</u>
Profit/(Loss) for the financial year/period		43,763,478	33,171,862	(944,029)
Other comprehensive income, net of tax				
Items that may be reclassified subsequently to profit or loss				
Foreign exchange translations	24(d)	<u>(2,909,706)</u>	<u>1,422,747</u>	<u>-</u>
Total comprehensive income/(loss)		<u>40,853,772</u>	<u>34,594,609</u>	<u>(944,029)</u>
Earnings per share attributable to owners of the parent				
Basic and diluted (sen)	27	<u>8.75</u>	<u>6.63</u>	

HI MOBILITY BERHAD

(Incorporated in Malaysia)

**STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2025 (continued)**

Group	Note	Share capital RM	Invested equity RM	Exchange translation reserve RM	Merger reserve RM	Retained earnings RM	Non- controlling interest RM	Total equity RM
Balance as at 1 February 2023		-	52,000,000	(287,935)	-	5,281,284	2,794	56,996,143
Profit/(Loss) for the financial year		-	-	-	-	33,114,781	(57)	33,114,724
Other comprehensive income, net of tax		-	-	1,425,481	-	-	-	1,425,481
Total comprehensive income/(loss)		-	-	1,425,481	-	33,114,781	(57)	34,540,205
Transaction with owners								
Disposal of subsidiary	28	-	-	-	-	83,510	(2,737)	76,787
Dividends paid		-	-	-	-	(21,000,000)	-	(21,000,000)
Total transaction with owners		-	-	-	-	(20,916,490)	(2,737)	(20,923,213)
Balance as at 1 February 2024		-	52,000,000	1,133,560	-	17,479,575	-	70,613,135
Profit for the financial year		-	-	-	-	43,763,478	-	43,763,478
Other comprehensive loss, net of tax		-	-	(2,909,706)	-	-	-	(2,909,706)
Total comprehensive (loss)/income		-	-	(2,909,706)	-	43,763,478	-	40,853,772
Transaction with owners								
Incorporation of the Company	16	1,000	-	-	-	-	-	1,000
Acquisition of subsidiary in business combination under common control	16	79,999,000	(52,000,000)	-	(27,999,000)	-	-	-
Issuance of ordinary shares	16	20,000,000	-	-	-	-	-	20,000,000
Total transaction with owners		100,000,000	(52,000,000)	-	(27,999,000)	-	-	20,001,000
Balance as at 31 January 2025		100,000,000	-	(1,776,146)	(27,999,000)	61,243,053	-	131,467,907

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(Incorporated in Malaysia)

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2025 (continued)

Company	Note	Share capital RM	Accumulated losses RM	Total equity RM
Balance as at 12 June 2024 (date of incorporation)		1,000	-	1,000
Loss for the financial period		-	(944,029)	(944,029)
Other comprehensive income, net of tax		-	-	-
Total comprehensive loss		-	(944,029)	(944,029)
Transaction with owners				
Acquisition of subsidiary in business combination under common control	16	79,999,000	-	79,999,000
Issuance of ordinary shares	16	20,000,000	-	20,000,000
Total transaction with owners		99,999,000	-	99,999,000
Balance as at 31 January 2025		100,000,000	(944,029)	99,055,971

HI MOBILITY BERHAD

(Incorporated in Malaysia)

**STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2025**

		Group		Company 12.6.2024 (date of incorporation) to 31.1.2025 RM
	Note	2025 RM	2024 RM	
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit/(Loss) before taxation		50,474,975	45,146,149	(944,029)
Adjustments for:				
Depreciation:				
- right-of-use assets	9	2,121,474	1,498,629	-
- investment property	11	14,149	12,969	-
Gain on lease termination		(27,992)	-	-
Intangible assets:				
- amortisation	10	1,800	9,056	-
- written off	10	-	7,499	-
Interest expense	22	7,516,213	4,732,297	-
Interest income	23	(62,758)	(8,850)	-
Net (reversal)/loss on impairment of receivables	14(j)	(466,499)	750,853	-
Property, plant and equipment:				
- depreciation	8	20,057,051	14,404,281	6,896
- loss/(gain) on disposal	23	31,502	(10,327)	-
- impairment loss	8	-	1,137,500	-
- written off	8	2,715,981	334,474	-
Unrealised gain on foreign exchange	23	(1,001,353)	-	-
Operating profit/(loss) before changes in working capital		81,374,543	68,014,530	(937,133)
Inventories		(713,639)	(76,372)	-
Trade and other receivables		(11,600,851)	2,538,508	(2,620,801)
Trade and other payables		1,866,135	2,839,759	928,325
Net cash generated from/(used in) operations		70,926,188	73,316,425	(2,629,609)
Tax paid		(11,296,723)	(9,000)	-
Net cash generated from/(used in) operating activities		59,629,465	73,307,425	(2,629,609)

HI MOBILITY BERHAD

(Incorporated in Malaysia)

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2025 (continued)

		Group		Company 12.6.2024 (date of incorporation) to 31.1.2025 RM
	Note	2025 RM	2024 RM	
CASH FLOWS FROM INVESTING ACTIVITIES				
Advances from/(Repayments to) related parties		7,706,502	(7,014,152)	-
Advances from a subsidiary		-	-	1,155,453
Disposals of other investments		-	2,826,851	-
Repayments to directors		-	(9,115,177)	-
Interest received		62,758	8,850	-
Placement of deposits with licensed bank		(21,653)	-	-
Proceeds from disposal of property, plant and equipment		897,303	388,867	-
Purchase of:				
- intangible assets	10	-	(4,499)	-
- property, plant and equipment	8(a)	(70,506,149)	(24,595,690)	(66,312)
Investment in subsidiary	12	-	-	(18,000,000)
Net cash used in investing activities		<u>(61,861,239)</u>	<u>(37,504,950)</u>	<u>(16,910,859)</u>
CASH FLOWS FROM FINANCING ACTIVITIES				
Dividends paid		-	(21,000,000)	-
Interest expenses		(4,209,055)	(2,513,600)	-
(Repayment)/Drawdown of:				
- revolving credits		(48,498,549)	(9,983,827)	-
- term loans		82,754,669	17,996,591	-
- lease liabilities	9	(25,376,309)	(12,828,033)	-
Proceeds from issuance of shares capital	16	20,001,000	-	20,001,000
Net cash generated from/(used in) financing activities		<u>24,671,756</u>	<u>(28,328,869)</u>	<u>20,001,000</u>
Net increase in cash and cash equivalents		22,439,982	7,473,606	460,532
Effects of exchange rate changes on cash and cash equivalents		(1,615,108)	849,885	-
Cash and cash equivalents at beginning of financial year/period		<u>25,779,912</u>	<u>17,456,421</u>	<u>-</u>
Cash and cash equivalents at end of financial year/period	15	<u>46,604,786</u>	<u>25,779,912</u>	<u>460,532</u>

HI MOBILITY BERHAD

(Incorporated in Malaysia)

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 JANUARY 2025 (continued)

RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Group	Lease liabilities (Note 9) RM	Borrowings* (Note 20) RM
At 1 February 2023	30,244,454	58,482,376
Cash flows:	(12,828,033)	8,012,764
Non-cash flows:		
- Additions of lease liabilities	16,804,029	-
- Unwinding of interest	2,218,697	-
At 31 January 2024/1 February 2024	36,439,147	66,495,140
Cash flows:	(25,376,309)	34,256,120
Non-cash flows:		
- Additions of property, plant and equipment	-	19,443,721
- Additions of lease liabilities	41,998,404	-
- Lease terminations	(213,844)	-
- Unwinding of interest	3,307,158	-
At 31 January 2025	56,154,556	120,194,981

* Borrowings exclude bank overdraft.

The accompanying notes form an integral part of the Financial Statements.

HI MOBILITY BERHAD

(Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2025

1. CORPORATE INFORMATION

The Company was incorporated in Malaysia under the Companies Act 2016 on 12 June 2024 as a private limited liability company under the name of HI Mobility Sdn. Bhd.. On 24 October 2024, the Company changed its name to HI Mobility Berhad (“HIMB” or the “Company”) and converted to a public company.

The Company was incorporated for the purpose of undertaking, among others, a restructuring and acquisition exercise that have resulted in the Company becoming the holding company of Handal Indah Sdn. Bhd. (“HISB”).

The registered office of the Company is located at Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur W.P. Kuala Lumpur, Malaysia.

The principal place of business of the Company is located at Level 16, Menara South Point, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Malaysia.

The financial statements are presented in Ringgit Malaysia (“RM”), which is also the functional currency of the Company.

The financial statements were authorised for issue in accordance with a resolution by the Board of Directors on 14 March 2025.

2. PRINCIPAL ACTIVITIES

The principal activity of the Company is principally engaged in investment holding. The principal activity of the subsidiary is mainly engaged in providing bus transportation services. There have been no significant changes in the nature of the activities of the Company and its subsidiary during the financial year/period.

3. BASIS OF PREPARATION

The financial statements of the Group and of the Company have been prepared in accordance with Malaysian Financial Reporting Standards (“MFRSs”), IFRS Accounting Standards and the provisions of the Companies Act 2016 in Malaysia.

The new MFRSs and Amendments to MFRSs adopted during the financial year are disclosed in Note 5 to the Financial Statements.

The financial statements of the Group and of the Company have been prepared under the historical cost convention except as otherwise stated in the financial statements.

During the financial year, the Group applied merger method of accounting on a retrospective basis arising from the acquisition of the entire equity interest of HISB by the Company in business combinations under common control. Consequently, the Group presented comparative information as if the business combinations had taken place before the start of the earliest period presented in the financial statements.

3. BASIS OF PREPARATION (continued)

Consequently, the following accounting treatment has been applied in the consolidated financial statements arising from the business combinations under common control:

- (a) Assets and liabilities of HISB are recognised and measured at their pre-business combination carrying amount without restatement to fair value;
- (b) Retained earnings and other equity reserves of the Group as at 1 February 2023 are those of HISB;
- (c) Invested equity as at 1 February 2023 reflects the share capital of HISB prior to the incorporation of the Company;
- (d) Comparative financial information are those of HISB; and
- (e) The statements of financial position as at 31 January 2024 represents the financial position of the Group after reflecting the effect of the acquisitions during the financial year.

The preparation of these Financial Statements in conformity with MFRSs and IFRS Accounting Standards requires the Directors to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses and disclosure of contingent assets and contingent liabilities. In addition, the Directors are also required to exercise their judgement in the process of applying the accounting policies. The areas involving such judgements, estimates and assumptions are disclosed in Note 6 to the Statements. Although these estimates and assumptions are based on the Directors' best knowledge of events and actions, actual results could differ from those estimates.

4. MATERIAL ACCOUNTING POLICIES

4.1. Common control business combinations

4.1.1 Basis of consolidation

The consolidated financial statements of the Group incorporate the financial statements of the Company and its combined entity. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- (a) Power over the investee;
- (b) Exposure, or rights, to variable returns from its involvement with the investee; and
- (c) The ability to use its power over the investee to affect its returns.

4. MATERIAL ACCOUNTING POLICIES (continued)

4.1 Common control business combinations (continued)

4.1.2 Business combinations under common control

Business combination involving entities under common control are accounted for by applying the merger method of accounting. The assets and liabilities of the merger entities are reflected at their carrying amounts reported in the individual financial information.

In a business combination under common control, any differences between the cost of the merger and the share capital of the 'acquired' entity are reflected within equity as merger reserve.

The statements of profit or loss and other comprehensive income reflect the results of the combining entities for the full financial years and the comparatives are presented as if the entities had always been combined since the date for which the entities had come under common control.

4.2 Property, plant and equipment

All items of property, plant and equipment (excluding right-of-use asset) are initially measured at cost. Cost includes expenditure that is directly attributable to the acquisition of the assets.

Each part of an item of property, plant and equipment (excluding right-of-use asset) with a cost that is significant in relation to the total cost of the asset and which has different useful life, is depreciated separately.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets, as follows:

Leasehold lands	48 to 60 years
Buildings	50 years
Bus accessories	3 to 10 years
Diesel buses	15 years
Electric buses	
- battery system components	8 years
- other components	15 years
Electrical installation	10 years
Machinery	
- electric vehicle charging station network and equipment	10 years
- others	10 years
Furniture and fittings	4 to 10 years
Motor vehicles	5 years
Office equipment	3 to 10 years
Renovation	10 years
Ticketing machines	10 years
Other assets	3 to 10 years

Buses work-in-progress and capital work-in-progress are not depreciated until such time when the asset is available for use.

At the end of each reporting period, the carrying amount of an item of property, plant and equipment is assessed for impairment when events or changes in circumstances indicate that its carrying amount may not be recoverable. A write down is made if the carrying amount exceeds the recoverable amount.

4. MATERIAL ACCOUNTING POLICIES (continued)

4.3 Leases

The Group as a lessee

Right-of-use asset

The right-of-use asset is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term, as follows:

Buildings	2 to 7.5 years
Bus terminals	2 to 5 years
Ticketing counters	2 to 6 years
Equipment and machines	2 to 5 years

The depreciation term of leasehold lands, diesel buses, electric buses and motor vehicles are disclose in Note 4.2 to the Financial Statements.

Lease liability

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. The lease payments are discounted using the incremental borrowing rate of the Group. Subsequent to the initial recognition, the Group measures the lease liability by increasing the carrying amount to reflect interest in the lease liability, reducing the carrying amount to reflect lease payments made, and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

4.4 Foreign currencies

(a) Functional and presentation currency

Items included in the Financial Statements of the Group are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Financial Statements are presented in Ringgit Malaysia ('RM'), which is the Group's functional and presentation currency.

(b) Foreign operations

Financial Statements of foreign operations are translated at end of the reporting period exchange rates with respect to their assets and liabilities, and at exchange rates at the dates of the transactions with respect to items reflected in profit or loss and comprehensive income. All resulting translation differences are recognised as a separate component of equity.

4.5 Revenue recognition

Revenue is measured based on the consideration specified in a contract with a customer in exchange for transferring goods or services to a customer, excluding amounts collected on behalf of third parties. The Group recognises revenue when (or as) it transfers control over a product or service to customer. An asset is transferred when (or as) the customer obtains control of the asset.

4. MATERIAL ACCOUNTING POLICIES (continued)

4.5 Revenue recognition (continued)

Revenue is measured at the fair value of consideration received or receivable. The following describes the performance obligations in contracts with customers:

(a) Scheduled bus services

The Group provides stage bus and express bus services through selling bus tickets. Revenue is recognised at a point in time upon the completion of services rendered to passengers.

(b) Chartered bus services

The Group provides chartered bus services. Revenue recognition is based on monthly fee receivable for services rendered. Revenue is recognised at a point in time upon the completion of services rendered.

(c) Other services

The Group provides a range of repair and maintenance bus services and rental of advertising spaces on buses to customers. Revenue is recognised at a point in time upon the completion of services rendered.

Revenue recognition not in relation to performance obligations is described below:

(a) Interest income

Interest income is recognised as it accrues, using the effective interest method.

(b) Rental income

Rental income is recognised on the straight-line basis over the lease term of the relevant tenancy agreement.

(c) Management fee

Management fee from rendering of services is recognised when the services are rendered.

4.6 Operating segments

Operating segments are defined as components of the Group that:

- (a) engage in business activities from which it could earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the Group);
- (b) whose operating results are regularly reviewed by the chief operating decision maker of the Group particularly in making decisions about resources to be allocated to the segment and assessing its performance; and
- (c) for which discrete financial information is available.

An operating segment may engage in business activities for which it has yet to earn revenues.

5. ADOPTION OF NEW MFRSs AND AMENDMENTS TO MFRSs

5.1 New MFRSs adopted during the financial year

The Group and the Company adopted the following Standards of the MFRS Framework that were issued by the Malaysian Accounting Standards Board (“MASB”) during the financial year/period:

Title	Effective Date
Amendments to MFRS 16 <i>Lease Liability in a Sale and Leaseback</i>	1 January 2024
Amendments to MFRS 101 <i>Classification of Liabilities as Current or Non-current</i>	1 January 2024
Amendments to MFRS 101 <i>Non-current Liabilities with Covenants</i>	1 January 2024
Amendments to MFRS 107 and MFRS 7 <i>Supplier Finance Arrangements</i>	1 January 2024

Adoption of the above Standards and Amendments did not have any material effect on the financial performance or position of the Group and the Company.

5.2 New MFRSs that have been issued, but only effective for annual periods beginning on or after 1 January 2025

The following are standards of the MFRS framework that have been issued by the MASB but have not been early adopted by the Group and the Company:

Title	Effective Date
Amendments to MFRS 121 <i>Lack of interchangeability</i>	1 January 2025
Amendments to MFRS 9 and MFRS 7 <i>Amendments to the Classification and Measurement of Financial Instruments</i>	1 January 2026
<i>Annual Improvements to MFRS Accounting Standards - Volume 11</i>	1 January 2026
Amendments to MFRS 9 and MFRS 7 <i>Contracts Referencing Nature-dependent Electricity</i>	1 January 2026
MFRS 18 <i>Presentation and Disclosure in Financial Statements</i>	1 January 2027
MFRS 19 <i>Subsidiaries without Public Accountability: Disclosures</i>	1 January 2027
Amendments to MFRS 10 and MFRS 128 <i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i>	Deferred

The Group and the Company are in the process of assessing the impact of implementing these Standards and Amendments, since the effects would only be observable in future financial years.

6. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

6.1 Changes in estimates

Estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Directors are of the opinion that there are no significant changes in estimates at the end of the reporting period.

6.2 Critical judgements made in applying accounting policies

There are no critical judgements made by management in the process of applying the accounting policies of the Group and the Company that have a significant effect on the amounts recognised in the Financial Statements.

6.3 Key sources of estimation uncertainty

The following are 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 financial year:

Recoverability of receivables and contract assets

Recoverability of receivables and contract assets requires management to exercise significant judgements in determining the probability of default by receivables and contract customers and appropriate forward looking information.

7. OPERATING SEGMENTS

(a) Business segments

The primary activity of the Group is providing bus transportation services. Other services segment is not of a sufficient size to be reported separately.

Management monitors the operating results of the Group as a whole for the purpose of making decisions about resource allocation and performance assessment. Accordingly, the Group has only one (1) reportable segment.

7. OPERATING SEGMENTS (continued)

(b) Geographical information

The business activities of the Group are predominantly located in Malaysia and Singapore.

In presenting information on the basis of geographical areas, segment revenue is based on the region and country of operations. Segment assets are based on the geographical location of the assets of the Group. Segment assets do not include deferred tax assets and current tax assets.

	Group	
	2025 RM	2024 RM
Revenue from external customers		
Malaysia	145,043,927	109,647,545
Singapore	134,774,969	98,065,093
	<u>279,818,896</u>	<u>207,712,638</u>
Locations of the assets		
Malaysia		
- Non-current assets	229,646,859	126,570,066
- Current assets	59,210,527	52,358,344
	288,857,386	178,928,410
Singapore		
- Non-current assets	31,601,979	30,595,745
- Current assets	28,442,679	17,434,568
	<u>60,044,658</u>	<u>48,030,313</u>
	<u>348,902,044</u>	<u>226,958,723</u>

(c) Major customer

The following is major customer with revenue equal or more than ten percent (10%) of revenue of the Group:

	Group	
	2025 RM	2024 RM
Customer A	<u>58,761,627</u>	<u>43,111,229</u>

8. PROPERTY, PLANT AND EQUIPMENT

Group	Balance as at 1.2.2024 RM	Additions RM	Reclassification RM	Written off RM	Disposals RM	Depreciation charge for the financial year RM	Translation differences RM	Balance as at 31.1.2025 RM
2025								
Carrying amount								
Leasehold lands	11,249,672	-	-	-	-	(272,259)	-	10,977,413
- right-of-use assets	8,025,850	590,934	497,821	(4,834)	-	(279,365)	-	8,830,406
Buildings								
Diesel buses								
- owned	54,466,210	53,271,873	22,703,601	(793,637)	(38,836)	(8,463,808)	(958,504)	120,186,899
- right-of-use assets	38,240,449	27,242,035	(25,170,901)	(60,010)	-	(4,069,269)	(399,049)	35,783,255
Electric buses								
- owned	15,951,681	8,413,683	423,152	-	-	(2,834,990)	(427,919)	21,525,607
- right-of-use assets	12,826,146	4,708,963	2,044,148	-	-	(1,164,226)	(390,873)	18,024,158
Bus accessories	1,175,989	325,190	510,471	(2,609)	-	(584,223)	-	1,424,818
Electrical installation	534,024	6,500	(134,588)	(35,355)	-	(54,525)	-	316,056
Furniture and fittings	261,327	59,420	-	(33,580)	-	(64,079)	(5,851)	217,237
Machinery								
- electric vehicle charging station								
network and equipment	1,398,518	2,467,821	3,410,411	-	-	(309,058)	-	6,967,692
- others	913,162	25,058	-	(12,956)	(316,615)	(132,684)	-	475,965
Motor vehicles								
- owned	377,555	645,191	-	-	(90,270)	(125,079)	(5,079)	802,318
- right-of-use assets	114,046	564,826	-	-	-	(95,333)	-	583,539
Office equipment	891,780	1,216,360	-	(39,681)	-	(401,492)	(30,422)	1,636,545
Renovation	1,129,353	107,820	208,764	(21,066)	-	(419,212)	(1,246)	1,004,413
Ticketing machines	2,107,386	2,074,741	-	(1,610,123)	-	(548,817)	-	2,023,187
Other assets	325,323	633,716	(145,480)	(102,130)	(27,213)	(238,632)	-	445,584
Buses work-in-progress	30,000	23,571,576	(570,435)	-	(455,871)	-	-	22,575,270
Capital work-in-progress	3,776,964	167,450	(3,776,964)	-	-	-	-	167,450
	153,795,435	126,093,157	-	(2,715,981)	(928,805)	(20,057,051)	(2,218,943)	253,967,812
Company								
Office equipment	-	66,312	-	-	-	(6,896)	-	59,416

8. PROPERTY, PLANT AND EQUIPMENT (continued)

	As at 31.1.2025			
	Cost RM	Accumulated depreciation RM	Accumulated impairment losses RM	Carrying amount RM
Group 2025				
Leasehold lands				
- right-of-use assets	15,100,000	(2,985,087)	(1,137,500)	10,977,413
Buildings	10,846,515	(2,016,109)	-	8,830,406
Diesel buses				
- owned	197,672,788	(77,485,889)	-	120,186,899
- right-of-use assets	39,153,240	(3,369,985)	-	35,783,255
Electric buses				
- owned	24,316,504	(2,790,897)	-	21,525,607
- right-of-use assets	20,396,170	(2,372,012)	-	18,024,158
Bus accessories	2,434,122	(1,009,304)	-	1,424,818
Electrical installation	421,722	(105,666)	-	316,056
Furniture and fittings	423,881	(206,644)	-	217,237
Machinery				
- electric vehicle charging station network and equipment	7,564,428	(596,736)	-	6,967,692
- others	953,476	(477,511)	-	475,965
Motor vehicles				
- owned	2,336,754	(1,534,436)	-	802,318
- right-of-use assets	761,967	(178,428)	-	583,539
Office equipment	2,779,941	(1,143,396)	-	1,636,545
Renovation	4,253,034	(3,248,621)	-	1,004,413
Ticketing machines	2,739,168	(715,981)	-	2,023,187
Other assets	1,140,673	(695,089)	-	445,584
Buses work-in-progress	22,575,270	-	-	22,575,270
Capital work-in-progress	167,450	-	-	167,450
	356,037,103	(100,931,791)	(1,137,500)	253,967,812
Company				
Office equipment	66,312	(6,896)	-	59,416

8. PROPERTY, PLANT AND EQUIPMENT (continued)

Group	Balance as at 1.2.2023 RM	Additions RM	Reclassification RM	Written off RM	Disposals RM	Depreciation charge for the financial year RM	Impairment RM	Translation differences RM	Balance as at 31.1.2024 RM
2024									
Carrying amount									
Leasehold lands									
- right-of-use assets	12,693,359	-	-	-	-	(306,187)	(1,137,500)	-	11,249,672
Buildings	8,038,349	182,555	-	-	-	(195,054)	-	-	8,025,850
Diesel buses									
- owned	35,678,285	23,774,645	2,413,417	(334,245)	(378,539)	(7,270,502)	-	583,149	54,466,210
- right-of-use assets	39,051,068	4,011,600	(1,917,445)	-	-	(3,711,399)	-	806,625	38,240,449
Electric buses									
- owned	-	16,106,137	-	-	-	(340,034)	-	185,578	15,951,681
- right-of-use assets	3,053,143	10,220,181	-	-	-	(597,091)	-	149,913	12,826,146
Bus accessories	1,034,304	690,766	-	-	-	(549,081)	-	-	1,175,989
Electrical installation	533,424	59,600	-	-	-	(59,000)	-	-	534,024
Furniture and fittings	108,511	183,299	-	-	-	(37,611)	-	7,128	261,327
Machinery	161,417	2,300,173	-	-	-	(149,910)	-	-	2,311,680
Motor vehicles									
- owned	17,114	382,704	(28,968)	-	(1)	(11,357)	-	18,063	377,555
- right-of-use assets	21,723	141,348	-	-	-	(49,025)	-	-	114,046
Office equipment	705,656	396,002	(1,200)	(229)	-	(244,510)	-	36,061	891,780
Renovation	1,468,943	2,300	-	-	-	(343,535)	-	1,645	1,129,353
Ticketing machines	884,703	1,608,624	28,968	-	-	(414,909)	-	-	2,107,386
Other assets	263,651	185,548	1,200	-	-	(125,076)	-	-	325,323
Buses work-in-progress	525,972	-	(495,972)	-	-	-	-	-	30,000
Capital work-in-progress	-	3,776,964	-	-	-	-	-	-	3,776,964
	104,239,622	64,022,446	-	(334,474)	(378,540)	(14,404,281)	(1,137,500)	1,788,162	153,795,435

8. PROPERTY, PLANT AND EQUIPMENT (continued)

	As at 31.1.2024			
	Accumulated		Carrying	
Group 2024	Cost RM	depreciation RM	impairment losses RM	amount RM
Leasehold lands				
- right-of-use assets	15,100,000	(2,712,828)	(1,137,500)	11,249,672
Buildings	9,762,661	(1,736,811)	-	8,025,850
Diesel buses				
- owned	114,467,714	(60,001,504)	-	54,466,210
- right-of-use assets	57,517,134	(19,276,685)	-	38,240,449
Electric buses				
- owned	16,293,004	(341,323)	-	15,951,681
- right-of-use assets	13,475,406	(649,260)	-	12,826,146
Bus accessories	1,757,844	(581,855)	-	1,175,989
Electrical installation	622,012	(87,988)	-	534,024
Furniture and fittings	442,637	(181,310)	-	261,327
Machinery	2,766,622	(454,942)	-	2,311,680
Motor vehicles				
- owned	1,809,473	(1,431,918)	-	377,555
- right-of-use assets	222,808	(108,762)	-	114,046
Office equipment	1,787,287	(895,507)	-	891,780
Renovation	4,171,087	(3,041,734)	-	1,129,353
Ticketing machines	2,630,365	(522,979)	-	2,107,386
Other assets	1,057,270	(731,947)	-	325,323
Buses work-in-progress	30,000	-	-	30,000
Capital work-in-progress	3,776,964	-	-	3,776,964
	247,690,288	(92,757,353)	(1,137,500)	153,795,435

8. PROPERTY, PLANT AND EQUIPMENT (continued)

- (a) During the financial year, the Group and the Company made the following cash payments to purchase property, plant and equipment:

	Group		Company
			12.6.2024
			(date of
			incorporation)
			to
	2025	2024	31.1.2025
	RM	RM	RM
Purchase of property, plant and equipment	126,093,157	64,022,446	66,312
Advance payment to suppliers in:			
- current year (Note 14)	2,252,557	2,371,865	-
- prior year	(2,371,865)	(18,759,940)	-
Amount owing to vendor (Note 19)	(259,500)	(8,699,612)	-
Financed by term loan	(19,443,721)	-	-
Financed by lease arrangement	(35,764,479)	(14,339,069)	-
Cash payments	<u>70,506,149</u>	<u>24,595,690</u>	<u>66,312</u>

- (b) As at the end of the financial year, certain assets have been charged to financial institutions for credit facilities granted to the Group:

Group	2025	2024
Secured against term loans (Note 20)	RM	RM
Diesel buses	26,264,110	16,433,284
Electric buses	<u>10,196,321</u>	<u>3,947,433</u>
	<u>36,460,431</u>	<u>20,380,717</u>
Secured against lease liabilities (Note 9)		
Diesel buses	35,783,255	38,240,449
Electric buses	<u>18,024,158</u>	<u>12,826,146</u>
	<u>53,807,413</u>	<u>51,066,595</u>

- (c) Certain diesel buses were received physically with registration of ownership yet to be completed as at financial year end as following:

	Group	
	2025	2024
	RM	RM
Physically received in current financial year	8,445,774	-
Physically received in previous year	<u>684,690</u>	<u>4,352,920</u>
	<u>9,130,464</u>	<u>4,352,920</u>

- (d) In previous financial year, the Group recognised RM1,137,500 of impairment losses in the profit or loss as the recoverable amount of certain leasehold land was lower than its carrying amounts.

9. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

The Group as lessee

(I) Right-of-use assets	Balance as at					Translation difference	Balance as at	
	1.2.2024	RM	Additions	Reclassification	Termination		RM	31.1.2025
Carrying amount	RM		RM	RM	RM	RM	RM	RM
Buildings - rented	2,048,433		4,329,406	-	(2,258)	-	(1,515,192)	4,860,389
Bus terminal - rented	259,025		1,252,149	-	(183,594)	-	(224,455)	1,103,125
Ticketing counters - rented	147,134		235,761	-	-	-	(173,555)	209,340
Equipment and machines - rented	347,486		416,609	-	-	-	(208,272)	555,823
As disclosure in statements of financial position	2,802,078		6,233,925	-	(185,852)	-	(2,121,474)	6,728,677
Leasehold lands (Note 8)	11,249,672		-	-	-	-	(272,259)	10,977,413
Diesel buses (Note 8)	38,240,449		27,242,035	(25,170,901)	-	(60,010)	(4,069,269)	35,783,255
Electric buses (Note 8)	12,826,146		4,708,963	2,044,148	-	-	(1,164,226)	18,024,158
Motor vehicles (Note 8)	114,046		564,826	-	-	-	(95,333)	583,539
Total right-of-use assets	65,232,391		38,749,749	(23,126,753)	(185,852)	(60,010)	(7,722,561)	72,097,042
Carrying amount	Balance as at					Translation difference	Balance as at	
	1.2.2023	RM	Additions	Reclassification	Depreciation		RM	31.1.2024
RM			RM	RM	RM	RM	RM	RM
Buildings - rented	827,322		2,236,895	-	(1,015,784)	-	-	2,048,433
Bus terminal - rented	161,627		200,284	-	(102,886)	-	-	259,025
Ticketing counters - rented	292,997		27,781	-	(173,644)	-	-	147,134
Equipment and machines - rented	553,801		-	-	(206,315)	-	-	347,486
As disclosure in statements of financial position	1,835,747		2,464,960	-	(1,498,629)	-	-	2,802,078
Leasehold lands (Note 8)	12,693,359		-	-	(306,187)	-	(1,137,500)	11,249,672
Diesel buses (Note 8)	39,051,068		4,011,600	(1,917,445)	(3,711,399)	-	806,625	38,240,449
Electric buses (Note 8)	3,053,143		10,220,181	-	(597,091)	-	149,913	12,826,146
Motor vehicles (Note 8)	21,723		141,348	-	(49,025)	-	-	114,046
Total right-of-use assets	56,655,040		16,838,089	(1,917,445)	(6,162,331)	(1,137,500)	956,538	65,232,391

9. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)

The Group as lessee (continued)

(II) Lease liabilities

	2025	Group	2024
	RM		RM
Balance at beginning of financial year	36,439,147		30,244,454
Additions	41,998,404		16,804,029
Lease payments	(25,376,309)		(12,828,033)
Interest expenses	3,307,158		2,218,697
Termination of lease	(213,844)		-
	<u>56,154,556</u>		<u>36,439,147</u>
Balance at end of financial year			
Represented by:			
Current liabilities	10,102,600		12,686,548
Non-current liabilities	46,051,956		23,752,599
	<u>56,154,556</u>		<u>36,439,147</u>
Lease liabilities owing to financial institutions	49,307,482		33,569,787
Lease liabilities owing to non-financial institutions	6,847,074		2,869,360
	<u>56,154,556</u>		<u>36,439,147</u>

(a) The Group has entered certain leases of equipment during the financial year with lease term of 12 months or less. The Group applies the “short-term lease” exemption for these leases.

(b) The following are the amounts recognised in profit or loss:

	2025	Group	2024
	RM		RM
Depreciation charge of right-of-use assets (included in cost of sales and administrative expenses)	2,121,474		1,498,629
Interest expense on lease liabilities (included in finance costs)	3,307,158		2,218,697
Expense relating to short-term leases (included in cost of sales and administrative expenses)	5,441,680		6,035,676

9. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)

The Group as lessee (continued)

(II) Lease liabilities (continued)

- (c) The Group lease contract that includes extension and termination options. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. Management exercises judgement in determining whether these extension and termination options are reasonably certain to be exercised.

There are no undiscounted potential future rental payments that are not included in the lease term as at the end of each reporting period.

- (d) Weighted average incremental borrowing rate of the lease liabilities of the Group as at the end of the reporting period is 3.40% (2024: 3.52%).

The Group as lessor

The Group had entered into non-cancellable lease agreements on certain premises mainly for ticketing counters with third parties. The monthly rental consists of a fixed base rent.

The Group has aggregated future minimum lease receivable under the above non-cancellable operating leases as at the end of each reporting period as follows:

	2025 RM	2024 RM
Less than one (1) year	123,811	121,237
One (1) to two (2) years	98,000	48,890
	<u>221,811</u>	<u>170,127</u>

10. INTANGIBLE ASSETS

	2025 RM	Group 2024 RM
Website operating system and software		
At cost		
At beginning of financial year	36,900	41,400
Additions	-	4,499
Written off	-	(8,999)
At end of financial year	<u>36,900</u>	<u>36,900</u>
Accumulated amortisation		
At beginning of financial year	(29,850)	(22,294)
Charge	(1,800)	(9,056)
Written off	-	1,500
At end of financial year	<u>(31,650)</u>	<u>(29,850)</u>
Net carrying amount	<u>5,250</u>	<u>7,050</u>

11. INVESTMENT PROPERTY

Group	Balance	Depreciation	Balance
Carrying amount	as at	charge for	as at
	1.2.2024	the financial	31.1.2025
	RM	year	RM
		RM	
Freehold building	561,248	(14,149)	547,099
	[----- As at 31.1.2025 -----]		
	Cost	Accumulated	Carrying
	RM	depreciation	amount
		RM	RM
Freehold building	707,455	(160,356)	547,099
	[----- As at 31.1.2024 -----]		
	Cost	Accumulated	Carrying
	RM	depreciation	amount
		RM	RM
Freehold building	574,217	(12,969)	561,248
	[----- As at 31.1.2024 -----]		
	Cost	Accumulated	Carrying
	RM	depreciation	amount
		RM	RM
Freehold building	707,455	(146,207)	561,248

- (a) Depreciation is calculated to write off the cost of the investment properties to their residual values on a straight line basis over their estimated useful lives. The principal depreciation periods for the investments property is as follows:

Freehold building	50 years
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- (b) The following are recognised in profit or loss:

	Group	
	2025	2024
	RM	RM
Rental income	33,500	28,800
Direct operating expenses		
- income generating investment property	2,577	2,465

- (c) The fair value of the investment property of approximately RM781,000 (2024: RM648,000) at Level 3 was recommended by the Directors as at the end of reporting year based on comparison method that makes reference to recent market value of a similar property in the vicinity on a price per square foot basis. Any changes in the price per square foot will result in a reasonable change in the fair value of the investment property.

11. INVESTMENT PROPERTY (continued)

The Group as lessor

The Group had entered into non-cancellable lease agreements on a premises with third party. The monthly rental consists of a fixed base rent.

The Group has aggregated future minimum lease receivable under the above non-cancellable operating leases as at the end of each reporting period as follows:

	2025 RM	2024 RM
Less than one (1) year	36,000	34,000
One (1) to two (2) years	12,000	12,000
	<u>48,000</u>	<u>46,000</u>

12. INVESTMENT IN SUBSIDIARY

Company	2025 RM	2024 RM
Unquoted shares, at cost	<u>97,999,000</u>	<u>-</u>

(a) The details of the subsidiary are as follows:

Name of Company	Country of incorporation/ Principal place of business	Interest in equity held by Company		Principal activities
		2025 %	2024 %	
Handal Indah Sdn. Bhd. [#] ("HISB")	Malaysia	100	-	Provide bus transportation services

[#] Audited by BDO PLT

(b) On 23 July 2024, the Company has acquired 100% equity interest in HISB for a total purchase consideration of RM79,999,000 to be satisfied via the issuance of 79,999,000 new ordinary shares of the Company at an issue price of RM1.00 per ordinary shares. HISB became wholly owned subsidiary of the Company.

(c) On 24 July 2024, the Company subscribed for an additional 18,000,000 ordinary shares in HISB for a total consideration of RM18,000,000. Consequently, there was no change in the effective equity interest held by the Company.

13. INVENTORIES

	Group	
	2025 RM	2024 RM
At cost		
Consumables	<u>1,273,661</u>	<u>560,022</u>

Cost is determined using the first-in, first-out formula. The cost of inventories comprises all costs of purchase plus other costs incurred in bringing the inventories to their present location and condition.

14. TRADE AND OTHER RECEIVABLES

	Group		Company 2025 RM
	2025 RM	2024 RM	
Trade receivables			
Third parties	13,126,084	17,029,229	-
Contract assets	9,396,912	2,289,795	-
	22,522,996	19,319,024	-
Less: Impairment losses on third parties	<u>(613,777)</u>	<u>(1,060,961)</u>	<u>-</u>
	<u>21,909,219</u>	<u>18,258,063</u>	<u>-</u>
Other receivables			
Third parties	1,552,193	1,137,198	-
Deposits	5,416,920	2,385,105	-
Advance payments to suppliers	2,252,557	2,371,865	-
Amount owing by related parties	-	40,643,440	-
	9,221,670	46,537,608	-
Less: Impairment losses			
- third parties	<u>(948,432)</u>	<u>(967,747)</u>	<u>-</u>
- related parties	<u>-</u>	<u>(25,700,894)</u>	<u>-</u>
	<u>(948,432)</u>	<u>(26,668,641)</u>	<u>-</u>
	<u>8,273,238</u>	<u>19,868,967</u>	<u>-</u>
Total trade and other receivables	<u>30,182,457</u>	<u>38,127,030</u>	<u>-</u>
Prepayments	<u>9,147,568</u>	<u>4,114,604</u>	<u>2,620,801</u>
Grand Total	<u><u>39,330,025</u></u>	<u><u>42,241,634</u></u>	<u><u>2,620,801</u></u>

14. TRADE AND OTHER RECEIVABLES (continued)

- (a) Trade receivables are non-interest bearing and the normal trade credit terms granted by the Group ranged from 30 days to 60 days (2024: 30 days to 60 days). They are recognised at their original invoice amounts, which represent their fair value on initial recognition.
- (b) Trade receivables included amount owing from government linked agencies amounting to RM5,475,879 (2024: RM7,446,951) which granted credit terms of 30 days (2024: 30 days).
- (c) Contract assets represent the Group's right to consideration for bus service rendered but not yet bill to customers as at financial year end, which included government linked agencies amounting to RM8,835,960 (2024: RM2,289,795). Typically, the amount will be billed within 30 to 180 days (2024: 30 to 180 days).
- (d) Advance payments to suppliers related to deposit or part payment to purchase buses.
- (e) Non-trade amounts owing by related parties are unsecured and interest-free.
- (f) The currency exposure profile of trade and other receivables (excluding prepayments) is as follows:

	Group		Company
	2025	2024	2025
	RM	RM	RM
Ringgit Malaysia	28,977,771	38,078,086	-
Singapore Dollar	1,204,686	48,944	-
	<u>30,182,457</u>	<u>38,127,030</u>	<u>-</u>

- (g) Lifetime expected loss provision for trade receivables of the Group are as follows:

	Gross carrying amount	Lifetime ECL allowance	Carrying amount
As at 31 January 2025	RM	RM	RM
Not past due	12,487,529	-	12,487,529
Past due:			
1 to 30 days	1,805,446	-	1,805,446
31 to 120 days	4,315,641	-	4,315,641
More than 120 days	3,300,603	-	3,300,603
	9,421,690	-	9,421,690
Individual assessment	613,777	(613,777)	-
	<u>22,522,996</u>	<u>(613,777)</u>	<u>21,909,219</u>

14. TRADE AND OTHER RECEIVABLES (continued)

(g) Lifetime expected loss provision for trade receivables of the Group are as follows: (continued)

As at 31 January 2024	Gross carrying amount RM	Lifetime ECL allowance RM	Carrying amount RM
Not past due	6,874,901	(151,000)	6,723,901
Past due:			
1 to 30 days	2,028,416	(45,000)	1,983,416
31 to 120 days	6,094,515	(134,000)	5,960,515
More than 120 days	3,669,927	(79,696)	3,590,231
	11,792,858	(258,696)	11,534,162
Individual assessment	651,265	(651,265)	-
	19,319,024	(1,060,961)	18,258,063

(h) During the financial year, the Group did not renegotiate the terms of any trade receivables. These receivables are not secured by any collateral.

(i) The Group defined significant increase in credit risk based on operating performance of the receivables, changes to contractual terms, payment delays and past due information.

(j) Trade and other receivables that are past due and impaired at the end of the reporting period and the reconciliation of movements in allowance for impairment loss accounts is as follows:

As at 31 January 2025	Trade receivables RM	Other receivables RM	Total RM
At beginning of financial year	1,060,961	26,668,641	27,729,602
Net reversals	(447,184)	(19,315)	(466,499)
Written off	-	(25,700,894)	(25,700,894)
At end of financial year	613,777	948,432	1,562,209
As at 31 January 2024			
At beginning of financial year	366,579	24,744,365	25,110,944
Net charge	694,382	56,471	750,853
Translation differences	-	1,867,805	1,867,805
At end of financial year	1,060,961	26,668,641	27,729,602

(k) Information on financial risks of trade and other receivables is disclosed in Note 31 to the Financial Statements.

15. CASH AND BANK BALANCES

	Group		Company
	2025	2024	2025
	RM	RM	RM
Cash and bank balances	46,604,786	26,568,175	460,532
Deposits with licensed banks	444,734	423,081	-
As reported in the statements of financial position	47,049,520	26,991,256	460,532
Less: Deposits pledged to licensed banks	(444,734)	(423,081)	-
Less: Bank overdraft included in borrowings (Note 20)	-	(788,263)	-
As per statements of cash flows	46,604,786	25,779,912	460,532

(a) The currency exposure profile of cash and bank balances is as follows:

	Group		Company
	2025	2024	2025
	RM	RM	RM
Ringgit Malaysia	18,817,447	9,678,924	460,532
Singapore Dollar	28,168,108	17,312,332	-
United States Dollar	50,649	-	-
Chinese Yuan	13,316	-	-
	47,049,520	26,991,256	460,532

(b) No expected credit losses are recognised arising from the deposits with financial institutions because the probability of default by these financial institutions are negligible.

(c) Information on financial risks of cash and bank balances is disclosed in Note 31 to the Financial Statements.

16. SHARE CAPITAL/INVESTED EQUITY

Group and Company	Number of shares	RM
Financial year ended 31 January 2024		
Issued and fully paid up ordinary shares with no par value		
Balance as at 1 February 2023/31 January 2024	52,000,000	52,000,000
Financial year ended 31 January 2025		
Issued and fully paid up ordinary shares with no par value		
Balance as at 1 February 2024	52,000,000	52,000,000
Issuance of ordinary shares	20,001,000	20,001,000
Effects of acquisition of subsidiary in business combination under common control		
- Elimination of issued share capital of HISB	(52,000,000)	(52,000,000)
- Issuance of ordinary shares pursuant to acquisition of HISB	79,999,000	79,999,000
Balance as at 31 January 2025	100,000,000	100,000,000

16. SHARE CAPITAL/INVESTED EQUITY (continued)

- (a) During the financial year, the issued and fully paid up share capital of the Company was increased from RM1,000 (as at date of incorporation) to RM100,000,000 by way of:
- (i) Issuance of 20,000,000 new ordinary shares at an issue price of RM1 per share for cash; and
 - (ii) Issuance of 79,999,000 new ordinary shares at an issue price of RM1 per share pursuant to the acquisition of a subsidiary in business combination under common control.
- (b) Subsequent to the financial year ended 2025, the Company undertook share subdivision to subdivide every 1 existing ordinary share in the Company into 4.05 new ordinary shares. Upon completion of the share split on 12 February 2025, the Company has 405,000,000 ordinary share in issue.
- (c) The owners of the parent are entitled to receive dividends as and when declared by the Company and are entitled to one (1) vote per ordinary share at meetings of the Company. All ordinary shares rank pari passu with regard to the residual assets of the Company.

17. RESERVES

	Group		Company
	2025	2024	2025
	RM	RM	RM
Non-distributable:			
Exchange translation reserve	(1,776,146)	1,133,560	-
Merger reserve	(27,999,000)	-	-
Distributable:			
Retained earnings	61,243,053	17,479,575	(944,029)
	<u>31,467,907</u>	<u>18,613,135</u>	<u>(944,029)</u>

- (a) Exchange translation reserve

The foreign exchange translation reserve is used to record foreign currency exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the presentation currency of the Group.

- (b) Merger reserve

The merger reserve arose as a result of the difference between consideration paid over the share capital of a subsidiary, namely HISB pursuant to business combination under common control.

18. DEFERRED TAX ASSETS

- (a) The deferred tax assets are made up of the following:

Group	2025	2024
	RM	RM
Balance at beginning of the financial year	(3,795,272)	(2,679,555)
Recognised in profit or loss (Note 24)	(2,635,571)	(1,298,832)
Exchange translation difference	(214,723)	183,115
Balance at end of the financial year	<u>(6,645,566)</u>	<u>(3,795,272)</u>

18. DEFERRED TAX ASSETS (continued)

- (b) The components and movements of deferred tax assets during the financial year are as follows:

Group	Property, plant and equipment RM	Unutilised tax losses and unabsorbed capital allowances RM	Total RM
As at 1 February 2023	12,065,731	(14,745,286)	(2,679,555)
Recognised in profit or loss	2,307,179	(3,606,011)	(1,298,832)
Exchange translation difference	183,115	-	183,115
As at 1 February 2024	14,556,025	(18,351,297)	(3,795,272)
Recognised in profit or loss	5,792,111	(8,427,682)	(2,635,571)
Exchange translation difference	(214,723)	-	(214,723)
As at 31 January 2025	20,133,413	(26,778,979)	(6,645,566)

Deferred tax assets are recognised for unabsorbed capital allowances and unused tax losses to the extent that it is probable that future taxable profit would be available against which the unused tax losses and the capital allowances could be utilised.

19. TRADE AND OTHER PAYABLES

	Group 2025 RM	2024 RM	Company 2025 RM
Trade payables			
Third parties	6,993,133	6,607,223	-
Other payables			
Third parties	14,823,306	11,220,759	453,522
Amount owing to vendors:			
- third parties	259,500	1,123,558	-
- related parties	-	7,576,054	-
Amount owing to subsidiary	-	-	1,155,453
Accruals	10,017,111	11,068,465	474,803
	25,099,917	30,988,836	2,083,778
Grand total	32,093,050	37,596,059	2,083,778

- (a) Trade payables are non-interest bearing and the normal trade credit terms granted to the Group ranged from 30 days to 60 days (2024: 30 days to 60 days).
- (b) Amount owing to subsidiary are unsecured, interest-free and payable on demand.

19. TRADE AND OTHER PAYABLES (continued)

- (c) Amount owing to vendors related to costs of acquisition of property, plant and equipment as disclosed in Note 8(a) to the financial statements.
- (d) Included in accruals of the Group for bus services rendered by non-related sub-contractors amounting to RM1,538,302 (2024: RM5,572,009).
- (e) The currency exposure profile of trade and other payables is as follows:

	Group		Company
	2025	2024	2025
	RM	RM	RM
Ringgit Malaysia	31,834,513	37,207,188	2,083,778
Singapore Dollar	258,537	388,871	-
	<u>32,093,050</u>	<u>37,596,059</u>	<u>2,083,778</u>

- (f) Information on financial risks of trade and other payables is disclosed in Note 31 to the Financial Statements.

20. BORROWINGS

	Group	
	2025	2024
	RM	RM
Non-current liabilities		
Term loans	105,472,666	14,729,275
Current liabilities		
Bank overdraft	-	788,263
Revolving credits	-	48,498,549
Term loans	14,722,315	3,267,316
	<u>14,722,315</u>	<u>52,554,128</u>
	<u>120,194,981</u>	<u>67,283,403</u>
Total borrowings		
Bank overdraft (Note 15)	-	788,263
Revolving credits	-	48,498,549
Term loans	120,194,981	17,996,591
	<u>120,194,981</u>	<u>67,283,403</u>

- (a) The bank overdraft of the Group are secured by joint and several guarantee from certain Directors of the Group and the subsidiary.
- (b) The revolving credits of the Group are secured by:
 - (i) Personal guarantee from a Director of the subsidiary; and
 - (ii) Restriction to declare or pay any dividend subject to terms imposed.
- (c) The term loans of the Group are secured by:
 - (i) Personal guarantee from a Director of the subsidiary;
 - (ii) Certain buses of the Group (Note 8(b)); and
 - (iii) Deposits pledged with licensed banks of the Group as disclosed in Note 15 for the Financial Statement.

20. BORROWINGS (continued)

- (d) All borrowings are denominated in RM.
- (e) Information on financial risks of borrowings and its remaining maturity was disclosed in Note 31 to the Financial Statements.
- (f) Subsequent to the financial period, the Group has arranged substituting all the personal guarantees from a Director of the subsidiary with corporate guarantees from the Company.

21. REVENUE

	Group		Company 12.6.2024 (date of incorporation) to 31.1.2025 RM
	2025 RM	2024 RM	
<i>Revenue from contracts with customers</i>			
Recognised at point in time:			
- Scheduled bus services	263,577,238	190,648,514	-
- Chartered bus services	14,019,688	13,524,972	-
- Other services	2,221,970	3,539,152	-
Other revenue			
- Management fee	-	-	1,722,265
	<u>279,818,896</u>	<u>207,712,638</u>	<u>1,722,265</u>

22. FINANCE COSTS

	Group		Company 12.6.2024 (date of incorporation) to 31.1.2025 RM
	2025 RM	2024 RM	
Interest expenses on:			
- Bank overdraft	80,911	50,776	-
- Lease liabilities	3,307,158	2,218,697	-
- Revolving credits	1,261,983	2,217,176	-
- Term loans	2,866,161	245,648	-
	<u>7,516,213</u>	<u>4,732,297</u>	<u>-</u>

23. PROFIT/(LOSS) BEFORE TAXATION

Other than those disclosed elsewhere in the financial statements, profit/(loss) before taxation is arrived at:

Group	Group		Company 12.6.2024 (date of incorporation) to 31.1.2025 RM
	2025 RM	2024 RM	
After charging/(crediting):			
Auditors' remuneration:			
- statutory audit - current year	147,528	101,104	10,000
- statutory audit - under provision in prior years	22,928	1,777	-
- non-statutory audit	100,000	-	10,000
Interest income	(62,758)	(8,850)	-
Loss/(Gain) on disposal of property, plant and equipment	31,502	(10,327)	-
Loss/(Gain) on foreign exchange:			
- realised	32,170	(1,409,769)	-
- unrealised	(1,001,353)	-	-
Short term rental income	<u>(439,500)</u>	<u>(1,196,235)</u>	<u>-</u>

24. TAXATION

	2025 RM	2024 RM
Current tax expense		
- Foreign income tax	13,412,717	9,666,104
(Over)/Under provision in prior years		
- Foreign income tax	<u>(4,065,649)</u>	<u>3,607,015</u>
	9,347,068	13,273,119
Deferred tax (Note 18)		
- Relating to origination and reversal of temporary differences	(1,931,315)	(1,897,003)
- (Over)/Under provision in prior years	<u>(704,256)</u>	<u>598,171</u>
	<u>(2,635,571)</u>	<u>(1,298,832)</u>
	<u>6,711,497</u>	<u>11,974,287</u>

- (a) The Malaysian income tax is calculated at the statutory tax rate of 24% (2024: 24%) of the estimated taxable profit for the fiscal year.
- (b) Tax expenses for other taxation authority are calculated at the rates prevailing in the respective jurisdiction.

24. TAXATION (continued)

- (c) The numerical reconciliation between the tax expense and the product of accounting profit multiplied by the applicable tax rate of the Group and of the Company are as follows:

	Group		Company 12.6.2024 (date of incorporation) to 31.1.2025 RM
	2025 RM	2024 RM	
Profit/(Loss) before taxation	<u>50,474,975</u>	<u>45,146,149</u>	<u>(944,029)</u>
Tax expense at the applicable tax rate of 24% (2024: 24%)	12,113,994	10,835,076	(226,567)
Tax effects in respect of:			
Non-allowable expenses	1,982,054	1,236,845	226,567
Non-taxable income	(479,567)	-	-
Reduction in statutory tax rates on chargeable income	(59,283)	(59,559)	-
Deferred tax assets not recognised	3,300,000	-	-
Effect of tax rate in foreign country	<u>(5,375,797)</u>	<u>(4,243,261)</u>	<u>-</u>
	11,481,401	7,769,101	-
(Over)/Under provision in prior years			
- income tax	(4,065,649)	3,607,015	-
- deferred tax	<u>(704,255)</u>	<u>598,171</u>	<u>-</u>
	<u>6,711,497</u>	<u>11,974,287</u>	<u>-</u>

- (d) Tax on each component of other comprehensive income is as follows:

Group	Before tax RM	Tax effect RM	After tax RM
2025			
Items that may be reclassified subsequently to profit or loss			
Foreign exchange translations	<u>(2,909,706)</u>	<u>-</u>	<u>(2,909,706)</u>
2024			
Items that may be reclassified subsequently to profit or loss			
Foreign exchange translations	<u>1,422,747</u>	<u>-</u>	<u>1,422,747</u>

25. EMPLOYEE BENEFITS

	Group		Company 12.6.2024 (date of incorporation) to 31.1.2025 RM
	2025 RM	2024 RM	
Salaries, wages, allowances and bonuses	88,467,734	56,160,679	1,776,467
Defined contribution plans	6,944,991	4,801,628	206,624
Social security contribution	946,766	610,863	5,480
Other benefits	99,976	64,213	601
	<u>96,459,467</u>	<u>61,637,383</u>	<u>1,989,172</u>

Included in the employee benefits of the Group and of the Company are Director's remuneration amounting to RM2,107,246 (2024: RM782,543) and RM229,333 (2024: nil) respectively.

26. CAPITAL COMMITMENTS

	Group	
	2025 RM	2024 RM
Capital expenditure in respect of purchase of property, plant and equipment:		
- contracted but not provided for		
(i) purchase of freehold land (Note 32)	21,600,000	-
(ii) purchase of buses	6,947,000	44,458,000
(iii) others	-	1,285,000
- approved but not contracted for	<u>-</u>	<u>19,646,000</u>

27. EARNINGS PER SHARE

(a) Basic earnings per ordinary share

	Company	
	2025 RM	2024 RM
Profit attributable to owners of the parent (RM)	43,763,478	33,171,862
Expected number of ordinary shares upon completion of the Listing* (Unit)	500,000,000	500,000,000
Basic earnings per ordinary share (sen)	<u>8.75</u>	<u>6.63</u>

* Listing referred to listing of and quotation for entire enlarged issued shares of the Company on Bursa Securities

(b) Diluted earnings per ordinary share

The diluted earnings per ordinary share equal the basic earnings per ordinary share as there were no outstanding dilutive ordinary shares at the end of each reporting periods.

28. DIVIDENDS

	Group and Company	
	2025	2024
	RM	RM
In respect of financial year ended 31 January 2023:		
Final dividend of 9.62 sen per ordinary shares	-	5,000,000
In respect of financial year ended 31 January 2024:		
Interim single-tier dividend of 30.77 sen per ordinary shares	-	16,000,000
	-	21,000,000

On 21 February 2025, the Company declared a single-tier interim dividend amounting to RM9,000,000 in respect of the financial year ended 31 January 2025. The dividend will be accounted for in equity as an appropriation of retained earnings in the financial year ending 31 January 2026.

29. RELATED PARTY DISCLOSURES

(a) Identities of related parties

Parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to 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 party are subject to common control or common significant influence. Related parties could be individuals or other entities.

Identified related parties of the Group as at 31 January 2025 include:

(i) Companies in which certain directors have financial interests:

- 1) Acacia Motor Services Sdn. Bhd.
- 2) Causeway Link Holidays Sdn. Bhd.
- 3) Handal BCM Sdn. Bhd.
- 4) Handal Ceria Sdn. Bhd.
- 5) Handal Green Mobility Sdn. Bhd.
- 6) Hipgraphy Advertising Sdn. Bhd.
- 7) Hugo Mobility Pte. Ltd.
- 8) Kumpool Sdn. Bhd.
- 9) Liannex Corporation Sdn. Bhd.
- 10) Liannex Ecotech Pte. Ltd.
- 11) Manja Link Pte. Ltd.
- 12) Manja Technologies Sdn. Bhd.
- 13) Manja Technologies Pte. Ltd.
- 14) Matteo (Malaysia) Sdn. Bhd.
- 15) Mobiliti Mampan Sdn. Bhd.
- 16) Navipulse Sdn. Bhd.
- 17) Yinson Capital Sdn. Bhd.
- 18) Yinson Transport (M) Sdn. Bhd.
- 19) Zhengzhou Ecolife Technology Co. Ltd.

(ii) Key management personnel which comprises persons (including the Directors of the Group) having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly.

29. RELATED PARTY DISCLOSURES (continued)

(b) Significant related party transactions and balances

In addition to the transactions and balances detailed elsewhere in the financial statements, the Group had the following transactions with related parties during the financial year:

Group	2025 RM	2024 RM
Acacia Motor Services Sdn. Bhd.		
- Assembly expenses	3,000,000	-
- Disposal of property, plant and equipment	422,498	-
- Purchase of spare parts	248,748	65,813
Causeway Link Holidays Sdn. Bhd.		
- Chartered bus service income	(273,704)	(515,727)
- Disposal of property, plant and equipment	-	240,500
- Rental expenses	59,050	146,000
Handal BCM Sdn. Bhd.		
- Purchase of property, plant and equipment	12,104,936	144,184
Handal Ceria Sdn. Bhd.		
- Chartered bus service income	(200,676)	(760,149)
- Disposal of property, plant and equipment	19,600	-
- Disposal of spare parts	24,646	177,335
- IT support income	-	(60,000)
- Purchase of property, plant and equipment	18,550,505	-
- Rental income	(111,000)	(401,832)
- Rental expenses	269,472	2,028,351
- Route operator expenses	500,560	1,571,226
- Service and maintenance income	(150,943)	(747,170)
Handal Green Mobility Sdn. Bhd.		
- Service fee of electric vehicle charging station	173,304	-
Hipgraphy Advertising Sdn. Bhd.		
- Advertisement expenses	693,739	191,792
Hugo Mobility Pte. Ltd.		
- Commission expenses	153,709	-
Jaguh Bayu Sdn. Bhd.		
- Disposal of property, plant and equipment	-	118,700
Kumpool Sdn. Bhd.		
- Chartered bus service income	(373,394)	(165,000)
- Website and internet expenses	-	256,422
Liannex Corporation Sdn. Bhd.		
- Purchase of property, plant and equipment	25,875,800	30,214,940
- Rental income	-	(30,000)
Liannex Ecotech Pte. Ltd.		
- Purchase of property, plant and equipment	158,707	-
Manja Link Pte. Ltd.		
- Commission expenses	503,276	396,859

29. RELATED PARTY DISCLOSURES (continued)

(b) Significant related party transactions and balances (continued)

In addition to the transactions and balances detailed elsewhere in the financial statements, the Group had the following transactions with related parties during the financial year: (continued)

Group	2025 RM	2024 RM
Manja Technologies Sdn. Bhd.		
- Admin fee income	-	(7,744)
- Management fee income	-	(1,000)
- Purchase of property, plant and equipment	2,046,479	1,571,589
- Maintenance expenses of bus accessories	9,787	49,432
- Rental income	-	(204,000)
Manja Technologies Pte. Ltd.		
- Disposal of property, plant and equipment	(455,871)	-
Matteo (Malaysia) Sdn. Bhd.		
- Purchase of tyres	562,609	469,874
Mobiliti Mampan Sdn. Bhd.		
- Chartered bus service income	(957,364)	(651,215)
- IT support income	-	(60,000)
- Rental expenses	310,200	-
- Rental income	-	(96,576)
- Route operator expenses	3,013,036	1,813,492
Navipulse Sdn. Bhd.		
- Purchase of property, plant and equipment	546,032	-
Yinson Capital Sdn. Bhd.		
- Management fee expenses	535,004	-
Yinson Transport (M) Sdn. Bhd.		
- Transport expenses	133,398	-
Zhengzhou Ecolife Technology Co. Ltd.		
- Purchase of spare parts	750,269	-
Director		
- Disposal of shares held	-	2,817,180
Company		
Handal Indah Sdn. Bhd.		
- Management fee income	(1,722,265)	-

Material balances of the above related parties are disclosed in Note 14 and Note 19 to the financial statements.

The related party transactions described above were carried out based on negotiated terms and conditions and mutually agreed with the related parties.

29. RELATED PARTY DISCLOSURES (continued)

(c) Compensation of key management personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities, directly or indirectly, including any Directors (whether executive or otherwise) of the Group and of the Company.

Remuneration of Directors and other key management personnel of the Group and of the Company during the financial year/period were as follows:

	Group		Company
	2025	2024	2025
	RM	RM	RM
Salaries, allowances and bonuses	4,015,937	752,100	1,229,607
Directors' fee	218,333	-	218,333
Defined contribution plans	260,458	29,700	146,262
Other employee benefits	6,391	743	2,706
	<u>4,501,119</u>	<u>782,543</u>	<u>1,596,908</u>

30. FINANCIAL INSTRUMENTS

(a) Capital management

The primary objective of the Group's capital management is to ensure that the Group would be able to continue as a going concern while maximising the return to shareholders. The overall strategy of the Group remains unchanged from that in the previous financial year.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. In order to maintain or adjust the capital structure, the Group may adjust the dividend payout to shareholders. No changes were made in the objectives, policies or processes during the financial year ended 31 January 2025 and 31 January 2024.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, loans and borrowings and lease liabilities owing to financial institutions, trade and other payables, less cash and bank balances. Capital represents equity attributable to the owners of the Group.

	Group		Company
	2025	2024	2025
	RM	RM	RM
Borrowings	120,194,981	67,283,403	-
Lease liabilities owing to financial institutions	49,307,482	33,569,787	-
Trade and other payables	<u>32,093,050</u>	<u>37,596,059</u>	<u>2,083,778</u>
	201,595,513	138,449,249	2,083,778
Less: Cash and bank balances	<u>(47,049,520)</u>	<u>(26,991,256)</u>	<u>(460,532)</u>
Net debt	154,545,993	111,457,993	1,623,246
Equity attributable to owners of the parent	<u>131,467,907</u>	<u>70,613,135</u>	<u>99,055,971</u>
Capital and net debt	<u>286,013,900</u>	<u>182,071,128</u>	<u>100,679,217</u>
Debt ratio	<u>54%</u>	<u>61%</u>	<u>2%</u>

30. FINANCIAL INSTRUMENTS (continued)

(b) Financial instruments

Categories of financial instruments

	Group		Company
	2025	2024	2025
Financial assets	RM	RM	RM
Amortised cost			
Trade and other receivables, net of prepayments	30,182,457	38,127,030	-
Cash and bank balances	47,049,520	26,991,256	460,532
	<u>77,231,977</u>	<u>65,118,286</u>	<u>460,532</u>
Financial liabilities			
Amortised cost			
Trade and other payables	32,093,050	37,596,059	2,083,778
Borrowings	120,194,981	67,283,403	-
	<u>152,288,031</u>	<u>104,879,462</u>	<u>2,083,778</u>

(c) Methods and assumptions used to estimate fair value

The fair values of financial assets and financial liabilities are determined as follows:

Financial instruments that are not carried at fair value and whose carrying amounts are a reasonable approximation of fair value

The carrying amounts of financial assets and liabilities, such as trade and other receivables, trade and other payables and interest-bearing borrowings are reasonable approximation of fair values, due to their short-term nature or that they are borrowings that are re-priced to market interest rates on or near the end of the reporting period.

The carrying amounts of the borrowings are reasonable approximations of fair values due to the insignificant impact of discounting.

(d) Fair value hierarchy

As at the end of the reporting period, the Group has no financial instruments that are measured subsequent to initial recognition at fair value and hence fair value hierarchy is not presented.

31. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Overall financial risk management objective of the Group is to ensure that the Group creates value for its shareholders. The Group focuses on unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance of the Group.

Financial risk management is carried out through risk reviews, internal control systems and adherence to the financial risk management policies of the Group.

The main risk arising from the financial instruments of the Group are credit risk, foreign currency risk, liquidity and cash flow risk as well as interest rate risk. Management reviews and agrees policies for managing each of these risks and these are summarized below:

(a) Credit risk

Cash deposits and trade receivables could give rise to credit risk which requires the loss to be recognised if a counter party fails to perform as contracted. It is the policy of the Group to monitor the financial standing of these counter parties on an ongoing basis to ensure that the Group is exposed to minimal credit risk.

The Group's primary exposure to credit risk arises through its trade receivables. The Group's trading terms with its customers are mainly on credit. The credit period is disclosed in Note 14 to the Financial Statements. Each customer has a maximum credit limit and the Group seeks to maintain strict control over its outstanding receivables via a credit control officer to minimise credit risk. Overdue balances are reviewed regularly by senior management.

In respect of the cash and bank balances placed with major financial institutions, the Directors believe that the possibility of non-performance by these financial institutions is remote on the basis of their financial strength.

Exposure to credit risk

At the end of the reporting period, the maximum exposures to credit risk of the Group are represented by the carrying amounts of each class of financial assets recognised in the Statements of Financial Position.

Credit risk concentration profile

The Group determine concentration of credit risk by identifying and monitoring any significant long outstanding balance owing by any major customer or counter party on an on-going basis.

The Group's major concentration of credit risk relates to the amounts owing by major customers and percentage of these amounts over its gross trade receivables (excluded amounts owing by related parties) at the end of each reporting period are as follows:

- Financial year ended 31.1.2025: Two (2) customers constituted approximately 36%; and
- Financial year ended 31.1.2024: Two (2) customer constituted approximately 53%;

31. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument would fluctuate because of changes in foreign exchange rates.

The Group is exposed to foreign currency risk on transactions and balances that are denominated in currencies other than respective functional currencies of entity. The currencies giving rise to this risk are primarily Singapore Dollar (“SGD”). Foreign currency risk is monitored closely on an ongoing basis to ensure that the net exposure is at an acceptable level. The Group also holds cash and bank balances denominated in foreign currencies for working capital purposes.

Sensitivity analysis for foreign currency risk

The following table demonstrates the sensitivity analysis of the Group to a reasonably possible change in SGD exchange rate against the functional currency of the Group entities, with all other variables held constant:

Group		2025	2024
		RM	RM
Profit after tax and equity			
SGD/RM	- strengthen by 5% (2024: 5%)	1,106,000	645,000
	- weaken by 5% (2024: 5%)	<u>(1,106,000)</u>	<u>(645,000)</u>

Sensitivity of United States Dollar and Chinese Yuan against RM were not presented as this is negligible.

(c) Liquidity and cash flow risk

Liquidity risk arises from the Group’s management of working capital. It is the risk that the Group would encounter difficulty in meeting its financial obligations when due.

The Group monitors and maintains a level of cash and bank balances deemed adequate by management to finance the Group’s operations and to mitigate the effects of fluctuations in cash flows.

Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the liabilities of the Group and the Company at the end of each reporting period based on contractual undiscounted repayment obligations.

Group	On demand or within one year RM	One to five years RM	Over five years RM	Total RM
As at 31 January 2025				
Financial liabilities				
Trade and other payables	32,093,050	-	-	32,093,050
Borrowings	19,874,960	98,820,461	16,540,735	135,236,156
Lease liabilities	13,094,525	41,137,475	11,988,033	66,220,033
Total undiscounted financial liabilities	<u>65,062,535</u>	<u>139,957,936</u>	<u>28,528,768</u>	<u>233,549,239</u>

31. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

(c) Liquidity and cash flow risk (continued)

Analysis of financial instruments by remaining contractual maturities (continued)

The table below summarises the maturity profile of the liabilities of the Group and the Company at the end of each reporting period based on contractual undiscounted repayment obligations. (continued)

Group	On demand or within one year RM	One to five years RM	Over five years RM	Total RM
As at 31 January 2024				
Financial liabilities				
Trade and other payables	37,596,059	-	-	37,596,059
Borrowings	53,335,675	15,732,553	-	69,068,228
Lease liabilities	14,724,342	23,601,358	2,651,095	40,976,795
Total undiscounted financial liabilities	105,656,076	39,333,911	2,651,095	147,641,082
Company				
As at 31 January 2025				
Financial liability				
Trade and other payables/ Total undiscounted financial liabilities	2,083,778	-	-	2,083,778

(d) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's financial instruments would fluctuate because of changes in market interest rates.

The Group's exposure to market risk for changes in interest rates relates primarily to the interest-earnings deposits placed with a licensed bank and interest-bearing borrowings. The Group does not use derivative financial instruments to hedge its risk.

Sensitivity analysis for interest rate risk

The following table demonstrates the sensitivity analysis of the Group if interest rates at the end of reporting period changed by one hundred (100) basis points with all other variables held constant:

	2025 RM	2024 RM
Profit after tax and equity		
- Increase by 1% (2024: 1%)	(913,000)	(511,000)
- Decrease by 1% (2024: 1%)	913,000	511,000

The Group's exposure to the interest rate risk is due to the outstanding borrowing during the financial year. The assumed movement in basis points for interest rate sensitivity analysis is based on current observable market environment.

31. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

(d) Interest rate risk (continued)

The following table sets out the carrying amount, the weighted average effective interest rates as at the end of the reporting year and the remaining maturities of the Group's financial instruments that are exposed to interest rate risk:

Group	As at 31 January 2025	Note	Weighted average effective interest rate %	Within 1 year RM	1 - 2 years RM	2 - 3 years RM	3 - 4 years RM	4 - 5 years RM	More than 5 years RM	Total RM
Fixed rates										
Deposits with licensed banks	15		2.30	444,734	-	-	-	-	-	444,734
Floating rates										
Term loans	20		4.53	(14,722,315)	(33,703,016)	(27,062,213)	(15,004,287)	(13,716,000)	(15,987,150)	(120,194,981)
As at 31 January 2024										
Fixed rates										
Deposits with licensed banks	15		2.95	423,081	-	-	-	-	-	423,081
Floating rates										
Bank overdraft	20		7.92	(788,263)	-	-	-	-	-	(788,263)
Revolving credit	20		4.59	(48,498,549)	-	-	-	-	-	(48,498,549)
Term loans	20		4.88	(3,267,316)	(4,097,000)	(7,497,085)	(3,135,190)	-	-	(17,996,591)

32. SIGNIFICANT EVENT DURING THE FINANCIAL YEAR

On 27 September 2024, Handal Indah Sdn. Bhd., a wholly owned subsidiary of the Company, had entered into a Sale and Purchase Agreement (“SPA”) with a third party and paid a deposit of RM2,400,000 to acquire a piece of freehold land located in Mukim of Tebrau, Johor Bahru for total purchase consideration of RM24,000,000. This SPA is yet to be completed as at the reporting date.

33. COMPARATIVE FIGURES

No comparative figures are presented for the Company as this is the first financial statements since incorporation.