



# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## INTRODUCTION

The Board of Directors of Scanwolf Corporation Bhd. is pleased to provide the following statement outlining the nature and scope of risk management and internal control of the Group pursuant to paragraph 15.26(b) of the Bursa Malaysia Securities Berhad's Main Market Listing Requirements and Principle B of the Malaysian Code on Corporate Governance.

## RESPONSIBILITY

The Board affirms their responsibilities for a sound system of internal control, quality risk management practices and for reviewing the Group's adequacy and integrity in these systems. The principal function of internal control system is intended to identify and to manage significant risks faced by the Group's business operations, which may impede the achievement of the Group's objective. The Board ensures that the effectiveness and integrity of the risk management and internal control system are reviewed on an ongoing basis and is of the view that the system in place is sound and sufficient to safeguard the Group's assets.

The Board also acknowledges that these systems are designed to ensure that risks are identified and managed at acceptable levels rather than to eliminate such risks. Hence, systems can only provide reasonable but not absolute assurance against financial losses or uncertainties.

## RISK MANAGEMENT

The Board regards risk management as an integral part of the Group's business operations. These include business risk, strategy risk, operational risk, and financial risk.

During the financial year under review, risks were identified by management and controls were developed to mitigate such risk identified. The Board is of the opinion that the risk management practices during the financial year under review were sufficient to meet the group's risk objectives and risk appetite.

## ANTI-BRIBERY MANAGEMENT SYSTEMS

Our Group has implemented policies and procedures in compliance with Section 17A of the Malaysian Anti-Corruption Commission Act 2009 which came into effect on 1 June 2020. The policies and procedures in place are communicated to relevant parties to mitigate the possibility of the occurrence of bribery and corruption acts and potential resulting impact arising therefrom.

## INTERNAL CONTROL

The outsourced internal auditors have assessed the adequacy and effectiveness of the Group's system of internal control and compliance frameworks pursuant to the audit plan as approved by the ARMC and have subsequently reported their findings to the ARMC. The ARMC reviewed the internal audit reports together with the internal auditors and report to the Board on the adequacy and effectiveness of the Group's system of internal control.

For the financial year under review, the Board is satisfied with the adequacy of the Group's system of risk management and internal control.



## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (Cont'd)

### INTERNAL CONTROL (CONTINUED)

No major weaknesses or uncertainties, which could result in material losses, were identified.

The key elements of the Group's internal control system are:

- Organisation structure with clearly defined lines of authority and the appropriate levels of delegation.
- Policies and procedures are clearly communicated to all staff members.
- The Executive Directors and the Senior Management would discuss the possible risk areas on the Group's operational and management issues as and when necessary.
- The executive directors oversee the Group's operations and internal controls and report to the Board on the key risks.
- The ARMC meets on a quarterly basis or as and when required to discuss on matters besides the quarterly announcements which are significant to the Group's operation.
- The Board receives and reviews quarterly reports from management covering the financial performance and key business indicators of various business operating units.

### REVIEW OF EFFECTIVENESS

The Board is of the view that the risk management and internal control system is satisfactory and that there were no materials internal control failures which had resulted in material losses or contingencies during the financial year under review.

### REVIEW BY EXTERNAL AUDITORS

In accordance with Paragraph 15.23 of the MMLR, the external auditors have reviewed this Statement for inclusion in the Annual Report of the Group for FYE 2025 and reported to the Board that nothing has come to their attention that caused them to believe that the Statement is inconsistent with their understanding of the process the Board adopted in the review of adequacy and integrity of internal controls of the Company.

This Statement on Risk Management and Internal Control was approved by the Board of Directors on 29 October 2025.



# AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

## AUDIT AND RISK MANAGEMENT COMMITTEE

### Introduction

The Audit and Risk Management Committee (“**ARMC**”) is pleased to present the ARMC Report for the financial year ended 2025 (“**FYE 2025**”) in compliance with Paragraph 15.15 of the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad.

The ARMC serves as a key governance body established by the Board to assist in fulfilling its fiduciary and oversight responsibilities in respect of corporate governance, financial reporting, risk management, and the internal control framework of the Group.

In discharging its duties, the ARMC is guided by practices and procedures designed to uphold high standards of integrity, transparency, and accountability, thereby safeguarding the interests of shareholders and other stakeholders of the Company.

### Composition of the ARMC

On 15 October 2025, Mr. Lim Kian Huat resigned as an Independent Non-Executive Director (“**INED**”) of the Company and consequently ceased to be a member of the ARMC.

Subsequently, on 16 October 2025, Mr. Teoh Wei Loong was appointed as a member of the ARMC. The composition of the ARMC as at the date of this report is as follows:

Name	Position	Designation
Mr. Khoo Kien Hoe	Chairman	Independent Non-Executive Director
Ms. Lee Pei Fen	Member	Independent Non-Executive Director
Mr. Teoh Wei Loong (Appointed on 16 October 2025)	Member	Independent Non-Executive Director
Mr. Lim Kian Huat (Resigned on 15 October 2025)	Member	Independent Non-Executive Director

### Meeting and Attendance

The ARMC held five (5) meetings during FYE 2025 and the attendance record of the Committee members is as follows:-

Name of Committee Members	Attendance
Mr. Khoo Kien Hoe	5/5
Mr. Lim Kian Huat (Resigned on 15 October 2025)	5/5
Ms. Lee Pei Fen	5/5



## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (Cont'd)

### Duties and Responsibilities

The duties and responsibilities of the ARMC include the following: -

- (a) in respect of external auditors:
  - to review whether there is reason (supported by grounds) to believe that the external auditors are not suitable for reappointment;
  - to consider the nomination of a person or persons as external auditors and to determine the audit fee;
  - to consider any questions of resignation or dismissal of external auditors; and
  - to conduct annual assessment on the suitability, objectivity, and independence of the external auditor through established policies and procedures.
- (b) to discuss with the external auditors before the audit commences, the nature and scope of the audit and ensure co-ordination where more than one audit firm is involved;
  - to discuss problems and reservations arising from the audit with the auditors, without Key Senior Management presence, if necessary;
  - to review the external auditors' Key Senior Management letter and Key Senior Management's response;
  - to review the audit plan;
  - to discuss with the external auditors their evaluation of the system of internal controls;
  - to discuss with the external auditors their audit report; and
  - to review the assistance given by the employees of the Company to the external auditors.
- (c) to review the quarterly and year-end financial statements and focus on:
  - financial reporting process, detection of financial irregularities, to ascertain that the financial statements are consistent with operational information;
  - any changes in or implementation of major accounting policy changes;
  - significant matters highlighted, including financial reporting issues, significant judgments made by Key Senior Management, significant and unusual events or transactions, and how these matters are addressed; and
  - compliance with accounting standards and other legal requirements.
- (d) to report to the Board all pertinent issues which are necessary to be reported on or any key issues affecting the Group;
- (e) to perform the following duties in relation to the internal audit function:
  - review the adequacy of the scope, function, budget, competency, resources and authority necessary to carry out the work and that it reports directly to the ARMC;
  - review the internal audit plan, processes and results of the internal audit assessments, investigation undertaken and ensure that appropriate action is taken on the recommendations;
  - review and appraise the performance of the internal audit function;
  - approve the appointment and termination of internal auditor;
  - review the resignations of internal auditor and give them the opportunity to submit reasons for their resignations; and
  - review the follow-up actions by Key Senior Management on the weaknesses of internal accounting procedures and controls as highlighted by the internal auditors.
- (f) to review any related party transaction and conflict of interest situation that may arise within the Company or Group, including any transaction, procedure or course of conduct that raises questions of Key Senior Management integrity;



## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (Cont'd)

### Duties and Responsibilities (Cont'd)

- (g) consider the major findings of internal investigations and Key Senior Management's response;
- (h) to review the Group's risk management and internal control;
- (i) to promptly report such matter to Bursa Securities if the ARMC is of the view that the matter reported by Key Senior Management to the Board has not been satisfactorily resolved, resulting in a breach of the MMLR;
- (j) to verify the allocation of options during the year if any, under the Company's Employees Share Option Scheme ("ESOS") to ensure compliance with the allocation criteria determined by the ESOS committee and in accordance with the By-Laws of the ESOS; and
- (k) to perform any other work as may be directed by the Board from time to time.

### Summary of Activities of the Audit and Risk Management Committee

For FYE 2025, the ARMC had carried out the following activities in the discharge of its duties and responsibilities:-

- (1) Reviewed the quarterly financial results announcements for each quarter of the Group to ensure the Company's compliance with the MMLR, applicable approved accounting standards and other legal and regulatory requirements, prior to recommending to the Board for consideration and approval;
- (2) Reviewed the audit findings report prepared by external auditors in relation to the audit on the Group's financial statements for the financial year ended 30 June 2025 ("FYE 2025");
- (3) Reviewed and approved the Directors' Report and Audited Financial Statements from the external auditors in respect of their audit of the Group for FYE 2025;
- (4) Met with the external auditors twice in the absence of Management to discuss on any significant audit issues which may have arisen in the course of their audit of the Group;
- (5) Appraised and evaluated the performance, independence and suitability of external auditors. The ARMC was satisfied with the performance, suitability, objectivity and independence of the external auditors and recommended them to the Board for re-appointment for FYE 2025;
- (6) Reviewed the Audit Planning Memorandum prepared by external auditors in relation to the audit on the Group's financial statements for FYE 2025;
- (7) Reviewed and discussed the quarterly financial performance presented by the Management, including monitoring the progress on long outstanding debts and banking facilities.
- (8) Reviewed and deliberated on the internal audit reports presented by the internal auditors including assessing the findings highlighted by the internal auditors;
- (9) Reviewed and approved the internal audit plans presented by internal auditors for financial year ending 30 June 2025.
- (10) Met with the internal auditors twice in the absence of Management to discuss on any significant issues which may have arisen in the course of their audit of the Group;



## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (Cont'd)

### Summary of Activities of the Audit and Risk Management Committee (Cont'd)

- (11) Appraised and evaluated the internal audit function of the Company and to discuss the internal audit function which include the following:-
- (i) the adequacy of the scope, functions, competency, and resources of the internal audit functions and that it has the necessary authority to carry out its work; and
  - (ii) the internal audit programme, processes, the results of the internal audit programme, process or investigation undertaken and whether or not appropriate action is taken on the recommendations of the internal audit function.

The ARMC was satisfied with the internal audit functions and performance of the Internal Auditors.

- (12) Reviewed and discussed the effectiveness of the Group's risk management and internal control system, including the establishment of a risk management team and the risk management report presented by management.
- (13) Reviewed and deliberated on the implementation of the Group's Anti-Bribery & Anti Corruption Policy and Conflict of Interest Policy, frequency of trainings and briefings to all employees and relevant parties.
- (14) Reviewed the Group's related party transactions and recurrent related party transactions at every quarterly meeting.
- (15) Reviewed a related party transaction and ensured that it is undertaken at arm's length basis and on normal commercial terms which are not more favourable to the related party(ies) than those generally available to the public and are not to the detriment of the minority shareholders of the Company, prior to recommending to the Board for consideration and approval.

### Summary of Activities of the Internal Audit Function

The Group has outsourced its internal audit function to Messrs. Finfield Corporate Services Sdn. Bhd., a professional company specializing in providing internal audit services.

The cost incurred for the internal audit function in respect of the FYE 2025 was RM19,744.

The detail of internal audit functions during the period under review is stated in the Statement on Risk Management and Internal Control of this Annual Report.

During FYE 2025, the Internal Auditors carried out the internal audit work for the Group and reviews on the internal procedures of inventory management and inventory holding, revenue, account receivables and collection. The internal audit reports containing audit findings and recommendations together with management's responses thereto were circulated to all members of the ARMC. Areas of improvement identified were communicated to the management for further action. All internal audit reports were reviewed by the ARMC and discussed at the ARMC meetings. Follow-up reviews would be subsequently performed to ascertain the extent of implementation of the recommended corrective action for improvements.

### Terms of Reference of the Audit and Risk Management Committee

The terms of reference of the Audit and Risk Management Committee is made available on the Company's website at [www.scanwolf.com](http://www.scanwolf.com).



## STATEMENT OF DIRECTORS' RESPONSIBILITY FOR PREPARING FINANCIAL STATEMENTS

The Board is responsible to ensure that the financial statements of the Group are properly drawn up in accordance with the provisions of the Companies Act 2016, Malaysian Financial Reporting Standards and International Financial Reporting Standards so as to give a true and fair view of the financial position of the Group as at the end of the financial year and of the financial performance and cash flows of the Group for the financial year then ended.

The Directors are satisfied that in preparing the financial statements of the Group for the year ended 30 June 2025, the Group has adopted suitable accounting policies and applied them consistently, prudently and reasonably. The Directors also consider that all applicable approved accounting standards have been followed in the preparation of the financial statements, subject to any material departures being disclosed and explained in the notes to the financial statements.

The Directors are responsible for ensuring that the Group keeps sufficient accounting records to disclose with reasonable accuracy, the financial position of the Group and which enable them to ensure that the financial statements comply with Companies Act 2016.

The Directors approved the financial statements for the year ended 30 June 2025 on 29 October 2025.



## ADDITIONAL COMPLIANCE INFORMATION

PURSUANT TO PARAGRAPH 9.25 OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

### 1. UTILISATION OF PROCEEDS RAISED FROM CORPORATE PROPOSALS

During the financial year, there were no proceeds raised by the Company from any corporate exercise.

### 2. AUDIT AND NON-AUDIT FEES PAID TO EXTERNAL AUDITORS

The details of the audit and non-audit fees paid/payable to the external auditors or a firm or corporation affiliated to the external auditors' firm for the financial year ended 30 June 2025 ("FYE 2025") are as follows:-

	Company (RM)	Group (RM)
<b>Fees paid/payable to PKF PLT</b>		
• Audit	37,000	124,500
• Non-audit		
- Tax fees	3,000	23,900
- Assurance related services	10,000	10,000
<b>Grand Total</b>	<b>50,000</b>	<b>158,400</b>

### 3. MATERIAL CONTRACTS INVOLVING DIRECTORS, CHIEF EXECUTIVE OR MAJOR SHAREHOLDERS' INTEREST

There were no material contracts entered into by the Company and its subsidiaries (not being contracts entered into in the ordinary course of business) involving the interests of Directors, chief executive who is not a director and/or major shareholders, either still subsisting at the end of the FYE 2025 or entered into since the end of the previous financial year.





## ADDITIONAL COMPLIANCE INFORMATION (Cont'd)

#### 4. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("RRPT")

The RRPTs entered into by the Scanwolf Corporation and its subsidiaries ("Scanwolf Group") during the FYE 2025 were as follows:

Name of Related Parties	Nature of Transaction	Interested Directors, Major Shareholders and Persons Connected	Aggregate value of the RRPTs (RM'000)
Fixus Construction Sdn Bhd	SCANWOLF Group provide construction, project management and construction related services to Fixus Construction Sdn Bhd  SCANWOLF Group supply building materials and construction related materials and products to Fixus Construction Sdn Bhd	<u>Interested Major Shareholder</u> Dato' Seah <sup>(a) &amp; (b)</sup>  <u>Interested Director</u> Dato' Seah <sup>(a) &amp; (b)</sup>	18,847
Mercu Majuniaga Sdn Bhd	SCANWOLF Group provide construction, project management and construction related services to Mercu Majuniaga Sdn Bhd.  SCANWOLF Group supply building materials and construction related materials and products to Mercu Majuniaga Sdn Bhd.	<u>Interested Major Shareholders</u> Dato' Sri Azlan <sup>(c) &amp; (e)</sup> Dato' Sri Wong <sup>(d) &amp; (f)</sup>	—
Sg. Besi Construction Sdn Bhd	SCANWOLF Group provide construction, project management and construction related services to Sg. Besi Construction Sdn Bhd  SCANWOLF Group supply building materials and construction related materials and products to Sg. Besi Construction Sdn Bhd	<u>Interested Major Shareholders</u> Dato' Sri Azlan <sup>(c) &amp; (g)</sup> Dato' Sri Wong <sup>(d) &amp; (h)</sup>	—
Armani Hallson KLCC Sdn Bhd (Formerly known as Golden Rainbow View Sdn Bhd)	SCANWOLF Group provide construction, project management and construction related services to Armani Hallson KLCC Sdn Bhd (Formerly known as Golden Rainbow View Sdn Bhd)  SCANWOLF Group supply building materials and construction related materials and products to Armani Hallson KLCC Sdn Bhd (Formerly known as Golden Rainbow View Sdn Bhd)	<u>Interested Major Shareholders</u> Dato' Sri Azlan <sup>(h) &amp; (n)</sup> Dato' Sri Wong <sup>(d) &amp; (i)</sup>	14,000
Speed Concrete Industries Sdn Bhd	SCANWOLF Group purchase building materials and construction related materials and products from Speed Concrete Industries Sdn Bhd	<u>Interested Person Connected</u> Seah Yik Hong <sup>(k)</sup>	—



## ADDITIONAL COMPLIANCE INFORMATION (Cont'd)

### 4. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("RRPT") (CONT'D)

#### Notes on Related Parties and Nature of Relationship :

- (a) Dato' Seah Ley Hong (Dato' Seah) is the Managing Director of SCANWOLF and a Major Shareholder of SCANWOLF with a direct interest of 0.72% and a deemed interest of 58.03% by virtue of his direct interest of 50.00% in MASB, a company in which Dato' Seah is deemed interested pursuant to Section 8 of the Act as at LPD date.
- (b) Dato' Seah is a director and shareholder of FCSB having a direct equity interest of 100% as at LPD date.
- (c) Dato' Sri Azlan is a Major Shareholder of SCANWOLF with a deemed interest of 58.03% by virtue of his direct interest of 10.00% in MASB, a company in which Dato' Sri Azlan is deemed interested pursuant to Section 8 of the Act as at LPD date.
- (d) Dato' Sri Wong is a Major Shareholder of SCANWOLF with a direct interest of 1.61% and a deemed interest of 58.03% by virtue of his direct interest of 30.00% in MASB, a company in which Dato' Sri Wong is deemed interested pursuant to Section 8 of the Act as at LPD date.
- (e) Dato' Sri Azlan is a director of Mercu Majuniaga Sdn Bhd.
- (f) Dato' Sri Wong is a director and shareholder of Mercu Majuniaga Sdn Bhd having a direct equity interest of 81.00% as at LPD date.
- (g) Dato' Sri Azlan is a director and shareholder of Sg. Besi Construction Sdn Bhd having a direct equity interest of 51.00% as at LPD date.
- (h) Dato' Sri Wong is a director and shareholder of Sg. Besi Construction Sdn Bhd having a direct equity interest of 49.00% as at LPD date.
- (i) Dato' Sri Azlan is a director and shareholder of Armani Hallson KLCC Sdn Bhd (Formerly known as Golden Rainbow View Sdn Bhd) having a direct equity interest of 30% as at LPD date.
- (j) Dato' Sri Wong is a director and shareholder of Armani Hallson KLCC Sdn Bhd (Formerly known as Golden Rainbow View Sdn Bhd) having a direct equity interest of 70% as at LPD date.
- (k) Seah Yik Hong is the brother of Dato' Seah. Seah Yik Hong is a director and shareholder of Speed Concrete Sdn Bhd having a direct equity interest of 50% as at LPD date. Seah Yik Hong is a person connected to Dato' Seah, the Managing Director of SCANWOLF and a Major Shareholder of SCANWOLF with a direct interest of 0.72% and a deemed interest of 58.03% by virtue of his interest in MASB.

### 5. EMPLOYEE SHARE SCHEME

As at the date of this Statement, the Company has not established any Employee Share Scheme ("ESS"). In the event such a scheme is introduced, all share allocations to eligible employees shall be subject to review and verification to ensure compliance with the eligibility criteria and provisions set out in the by-laws governing the proposed ESS



## DIRECTORS' REPORT

The Directors hereby submit their report and the audited financial statements of the Group and of the Company for the financial year ended 30 June 2025.

### Principal activities

The principal activity of the Company is investment holding. The principal activities of its subsidiaries are set out in Note 14 to the financial statements.

### Results

	Group RM	Company RM
Loss for the financial year	<u>(11,181,138)</u>	<u>(17,428,348)</u>

### Reserves and provisions

There were no material transfers to or from reserves and provisions during the financial year.

### Dividends

No dividend has been paid or declared by the Company since the end of the previous financial year. The Directors do not recommend any final dividend for the financial year ended 30 June 2025.

### Directors

The Directors of the Company in office during the financial year and during the period from the end of the financial year to the date of this report are:

Dato' Tan Sin Keat	
Khoo Kien Hoe	
Lee Pei Fen	
Ng Chee Wai	
Teoh Wei Loong	
Dato' Seah Ley Hong	
Fong Keng Mun	- Appointed on 16 October 2025
Dato Ir Haji Chereml Bin Haji Tarman	- Appointed on 16 October 2025
Cheong Chen Khan	- Resigned on 01 October 2025
Dato' Dr Chew Chen Yee	- Resigned on 15 October 2025
Lim Kian Huat	- Resigned on 15 October 2025

### Directors (continued)

The names of the Directors of the Company's subsidiaries since the beginning of the financial year to the date of this report, excluding those who are already listed above are:

Tan Yann Kang



## DIRECTORS' REPORT (Cont'd)

The Directors holding office at the end of the financial year and their beneficial interests in the ordinary shares of the Company and its related corporations during the financial year ended 30 June 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:

	Balance as at 1.7.2024	Number of Ordinary Shares		Balance as at 30.6.2025
		Bought	Sold	
<b>In the Company</b>				
<b>Direct interest</b>				
Dato' Tan Sin Keat	7,727,181	-	-	7,727,181
Ng Chee Wai	7,180,000	-	-	7,180,000
Dato' Seah Ley Hong	9,355,500	-	(7,812,510)	1,542,990
<b>Other shareholdings in which Directors are deemed to have interest</b>				
Dato' Tan Sin Keat	2,000,000	-	-	2,000,000
Dato' Dr. Chew Chen Yee	16,000,000	-	(16,000,000)	-
Dato' Seah Ley Hong	14,019,300	110,361,620	-	124,380,920
<b>Ultimate holding company</b>				
<b>Direct interest</b>				
Dato' Seah Ley Hong	-	500,001	-	500,001

### Directors' benefits

Since the end of previous financial year, no Director of the Company have received nor become entitled to receive any benefit (other than a benefit included in aggregate amount of emoluments received or due and receivable by directors as shown in the financial statements) 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 during and at the end of the financial year, which had the object of enabling directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.



## DIRECTORS' REPORT (Cont'd)

Directors' remuneration of the Group and of the Company amounted to RM1,061,958 and Nil as disclosed in Note 5 to the financial statements.

Directors' fee of the Group and of the Company are amounted to RM270,000 as disclosed in Note 5 to the financial statements.

### **Indemnity and insurance for Directors, officers and auditor**

There was no indemnity given to or insurance effected for any Director, officer or auditor of the Company and its subsidiaries.

### **Issue of shares and debentures**

The Company increased its share capital from 200,289,510 ordinary shares to 214,335,310 ordinary shares by way issuances of 13,985,857 ordinary shares by:

- i) issuance of 3,125,700 shares for RM0.10 each for cash pursuant to the Company's Irredeemable Convertible Loan Stocks ("ICULS") at exercise price of RM0.30 per share during the financial year; and
- ii) issuance of 10,920,100 shares pursuant to the Company's warrants exercised at an exercise price of RM0.30 per share during the financial year.

The newly issued ordinary shares rank pari-passu in all respects with the existing shares of the Company.

There were no debentures issued during the financial year.

### **Options granted over unissued shares**

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



## DIRECTORS' REPORT (Cont'd)

Before the financial statements of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that:

- (i) 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 no known bad debts and that adequate provision had been made for doubtful debts; and
- (ii) any current assets which were unlikely to be realise in the ordinary course of business have been written down to an amount which they might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances:

- (i) which would necessitate the writing off of bad debts or render the amount of the provision for doubtful debts;
- (ii) which would render the value attributed to the current assets in the financial statements of the Group and of the Company misleading; or
- (iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or
- (iv) not otherwise dealt with in this report or the financial statements, that would render any amount stated in the financial statements of the Group and of the Company misleading.

At the date of this report, there does not exist:

- (i) any charge on the assets of the Group and of the Company that has arisen since the end of the financial year and which secures the liabilities of any other person; or
- (ii) any contingent liability in respect of the Group and of the Company that has arisen since the end of the financial year.

No contingent liability or other liability of the Group and of the Company has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the Directors, will or may substantially affect the abilities of the Group and of the Company to meet its obligations as and when they fall due.

In the opinion of the Directors, the results of the operations of the Group and of the Company for the financial year ended 30 June 2025 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

### Holding Company

The ultimate holding company is Mighty Alliance Sdn. Bhd., a company incorporated in Malaysia.



## DIRECTORS' REPORT (Cont'd)

The auditors, Messrs PKF PLT, have indicated their willingness to continue in office.

The auditors' remuneration of the Group and of the Company for the financial year ended 30 June 2025 amounted to RM141,960 and RM40,000 respectively.

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

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DATO' SEAH LEY HONG

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NG CHEE WAI

Kuala Lumpur  
29 October 2025



## STATEMENT BY DIRECTORS

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

In the opinion of the Directors, the accompanying financial statements as set out on pages 13 to 99 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act, 2016 in Malaysia, so as to give a true and fair view of the financial positions of the Group and of the Company as at 30 June 2025 and of their financial performances and their cash flows for the financial year ended on that date.

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

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DATO' SEAH LEY HONG

\_\_\_\_\_  
NG CHEE WAI

Kuala Lumpur  
29 October 2025

## STATUTORY DECLARATION

PURSUANT TO SECTION 251(1)(B) OF THE COMPANIES ACT, 2016 IN MALAYSIA

I, NG CHEE WAI, being the Director primarily responsible for the financial management of SCANWOLF CORPORATION BERHAD, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements as set out on pages 13 to 99 are in my opinion 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 in Malaysia.

Subscribed and solemnly declared by the )  
above-named at Kuala Lumpur in Wilayah )  
Persekutuan on 29 October 2025 )

\_\_\_\_\_  
NG CHEE WAI  
(MIA No.: 23200)

Before me,

\_\_\_\_\_  
COMMISSIONER FOR OATHS





# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SCANWOLF CORPORATION BERHAD

## Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of SCANWOLF CORPORATION BERHAD, which comprise the statements of financial position as at 30 June 2025 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 policies as set out on pages 13 to 99.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 June 2025, and of their financial performance and their cash flows for the financial year ended 30 June 2025 in accordance with Malaysian Financial Reporting Standards, 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. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report.

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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

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

#### (i) Going concern of the Group

(Refer to Notes 1(c) to the financial statements)

The Group incurred a net loss of RM11,181,138 during the financial year, indicated going concern risk of its certain subsidiaries and Group's low cash reserve, these events and conditions indicate that a material uncertainty exists that may cast significant doubt on the group's ability to continue as going concern.

In assessing the going concern assumption used in the preparation of the financial statements of the Group, management has considered the repayment obligations for borrowings, other liabilities and cost overheads which are due in the next 12 months, taking into consideration the cash advance received, the ability of the Group to generate sufficient cash flows from its existing demand and supply, upcoming committed orders and venturing into manufacturing of new flooring products. cash generated from the construction projects which are expected complete in the financial year 2026.



## INDEPENDENT AUDITORS' REPORT (Cont'd)

### **Key Audit Matters (continued)**

#### **(i) Going concern of the Group (continued)**

(Refer to Notes 1(c) to the financial statements) (continued)

We considered this as an area of audit focus due to the significant degree of judgements and estimates used by management in arriving at the cash flow forecast.

Our procedures included:

- a) Inquired management as to its knowledge of events or conditions beyond the period of management's going concern assessment;
- b) Evaluated management's going concern assessment that covers twelve months from the date of financial statements through review of the cash flow forecast;
- c) Assessed the reasonableness of the management's key assumptions used and judgements exercised on its cash flow forecast;
- d) Performed sensitivity test for a range of reasonable possible scenarios; and
- e) Considered the completeness and accuracy of disclosure in the financial statements.

#### **(ii) Impairment of property, plant and equipment and right-of-use assets**

(Refer to Notes 1(d)(iii), 2(g)(ii), 11 and 13 to the financial statements)

A subsidiary of the Group has reported net current liabilities and losses during the financial year. These are indications of impairment of the property, plant and equipment and right-of-use assets of RM11,595,864 and RM32,171 respectively as at 30 June 2025.

According to MFRS 136, Impairment of Assets, the Group shall assess at the end of each reporting period whether there are any indications that the assets may be impaired. If an indicator of impairment exists, the recoverable amount of the assets is compared with their carrying amount. The recoverable amounts are determined as the higher of fair value less costs of disposal or the value-in-use, which is supported by cash flow projections of the respective cash-generating unit ("CGU").

The management has performed an impairment review and concluded impairment of RM4,788,631 in respect of the property, plant and equipment as at the financial year end. The impairment was based on the assessment that the recoverable amount was lower than the carrying amount of the assets.



## INDEPENDENT AUDITORS' REPORT (Cont'd)

### **Key Audit Matters (continued)**

#### **(ii) Impairment of property, plant and equipment and rights of use (continued)**

(Refer to Notes 1(d)(iii), 2(g)(ii), 11 and 13 to the financial statements) (continued)

Additional information on the impairment review is disclosed in Note 11(i) and 13 to the financial statements.

We focused on this area due to the nature of judgements and assumptions made by management in determining whether there is any impairment that has occurred.

Our procedures included:

- a) Assessed the methodology adopted by the management and the mathematical accuracy of the discounted cash flow forecast calculations;
- b) Assessed the cash flow forecast prepared and approved by the management;
- c) Assessed the reasonableness of the management's key assumptions used and judgements exercised on its discounted cash flow forecast such as revenue growth rate, profit margins and discount rates; and
- d) Carry out physical sighting of the list of assets that is identified as idle and not in use; and
- e) Considered the completeness and accuracy of disclosures in the financial statements.

#### **(iii) Impairment of investment in subsidiary**

(Refer to Notes 1(d)(vi)) and 14 to the financial statements)

The carrying amounts of investments in Scanwolf Plastic Industries Sdn. Bhd. ("SPI") and Scanwolf Builders Sdn. Bhd. ("SBSB") amounting to RM5,671,616 and RM32,000,000 as disclosed in Note 14 to the financial statements, are higher than the net tangible assets of the subsidiary which indicate the existence of impairment.

In assessing the impairment of investment in subsidiary requires the management estimation and judgement made in determine the recoverable amount of the investment.

In assessing the impairment of investments in subsidiary, the Directors had compared their carrying amount with their recoverable amounts. The investments' recoverable amounts are the higher of the investments' fair value less costs to sell ("FVLCTS") and its value in use.

The Directors' assessments of the recoverable amounts of investment in subsidiary are based on their FVLCTS, which represents the net tangible assets of the subsidiary. The Directors had made impairment of the investments in subsidiary amounting to RM30,234,324.

The FVLCTS are based on assumptions using management's estimation and judgement which is inherently uncertain.



## INDEPENDENT AUDITORS' REPORT (Cont'd)

### **Key Audit Matters (continued)**

#### **(iii) Impairment of investment in subsidiary (continued)**

(Refer to Notes 1(d(vi)) and 14 to the financial statements) (continued)

Our procedures included:

- a) Made enquiries to evaluate the basis of use of net asset value as approximately its fair value;
- b) Evaluated the appropriateness of the measurement method used to determine the fair value of underlying assets of the investment;
- c) Evaluated the disclosure made in the notes to the financial statements, including the judgements and the uncertainties; and
- d) Discussed the issues relating to the impairment assessment with the Directors.

### **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 Management Discussion and Analysis, Risk Management and Audit Committee Report, and Statement on Risk Management and Internal Control in Relation to the Financial Statements and 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 other information and we do not express any form of assurance conclusion thereon.

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

### **Responsibilities of the Directors for the Financial Statements**

The Directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, 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 financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.



## INDEPENDENT AUDITORS' REPORT (Cont'd)

### ***Responsibilities of the Directors for the Financial Statements (continued)***

In preparing the financial statements of the Group and of the Company, the Directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group 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 International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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



## INDEPENDENT AUDITORS' REPORT (Cont'd)

### ***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 International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also: (continued)

- 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 represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

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

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

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

### **Other 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 contents of this report.

PKF PLT  
202206000012 (LLP0030836-LCA) & AF0911  
CHARTERED ACCOUNTANTS  
29 October 2025

NGU SIOW PING  
03033/11/2025 J  
CHARTERED ACCOUNTANT





# STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

		Group		Company	
	Note	2025 RM	2024 RM	2025 RM	2024 RM
Revenue	3	91,144,939	32,801,337	720,000	720,000
Other operating income	4	216,376	10,053,085	500	7,612,543
Changes in inventories of uncompleted projects		(49,732,197)	(330,043)	-	-
Changes in inventories of finished goods and work in progress		(4,305,194)	(13,320)	-	-
Raw materials and consumables used		(19,299,424)	(16,006,403)	-	-
Changes in inventories of trading merchandise		(930,274)	620,460	-	-
Employee benefits expenses	5	(10,399,115)	(10,937,887)	(270,000)	(1,114,203)
Reversal/(Allowance) for expected credit losses		-	-	13,765,750	(996,661)
Other operating expenses		(10,637,077)	(15,112,654)	(1,003,400)	(7,818,852)
Impairment loss on property, plant and equipment and right-of- uses assets		(4,788,631)	(6,250,994)	-	-
Impairment losses on investment in subsidiary		-	-	(30,234,342)	-
<b>Loss from operations</b>		<b>(8,730,597)</b>	<b>(5,176,419)</b>	<b>(17,021,492)</b>	<b>(1,597,173)</b>
Finance income	6	19,020	38,610	517,222	470,022
Finance cost	7	(1,803,277)	(1,577,760)	(924,078)	(178,835)
Net finance (costs)/income		(1,784,257)	(1,539,150)	(406,856)	291,187
<b>Loss before tax</b>	8	<b>(10,514,854)</b>	<b>(6,715,569)</b>	<b>(17,428,348)</b>	<b>(1,305,986)</b>
Tax income	9	(666,284)	210,037	-	-
<b>Loss after tax for the financial year</b>		<b>(11,181,138)</b>	<b>(6,505,532)</b>	<b>(17,428,348)</b>	<b>(1,305,986)</b>
<b>Other comprehensive income:</b>					
Revaluation surplus (net of tax)		397,884	260,650	-	-
<b>Total comprehensive (loss)/income for the year</b>		<b>(10,783,254)</b>	<b>(6,244,882)</b>	<b>(17,428,348)</b>	<b>(1,305,986)</b>
<b>Loss per share (sen)</b>					
- Basic	10	(5.34)	(3.26)		
- Diluted	10	(5.29)	(3.17)		

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



# STATEMENTS CONSOLIDATED OF FINANCIAL POSITION

AS AT 30 JUNE 2025

	Note	Group 2025 RM	2024 RM	Company 2025 RM	2024 RM
<b>ASSETS</b>					
<b>Non-current assets</b>					
Property, plant and equipment	11	39,350,685	38,994,599	-	-
Intangible asset	12	700	800	-	-
Right-of-use assets	13	2,092,311	2,183,117	-	-
Investment in subsidiaries	14	-	-	7,437,274	5,671,616
Deferred tax assets	15	146,119	154,207	146,119	154,207
Inventories	16	6,328,689	2,665,319	-	-
Receivables, deposits and prepayments	17	-	-	2,444,656	469,082
		47,918,504	43,998,042	10,028,049	6,294,905
<b>Current assets</b>					
Inventories	16	44,212,951	44,837,960	-	-
Receivables, deposits and prepayments	17	58,447,117	8,859,673	601,548	243,599
Cash and bank balances	19	8,240,076	481,282	97,474	30,992
		110,900,144	54,178,915	699,022	274,591
<b>TOTAL ASSETS</b>		158,818,648	98,176,957	10,727,071	6,569,496

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





## STATEMENTS CONSOLIDATED OF FINANCIAL POSITION (Cont'd)

		Group		Company	
	Note	2025 RM	2024 RM	2025 RM	2024 RM
<b>EQUITY AND LIABILITIES</b>					
<b>Equity</b>					
attributable to owners of the parent					
Share capital	20	87,497,013	82,577,242	87,497,013	82,577,242
Other reserves	21	(4,923,175)	(8,897,503)	6,358,858	5,369,828
Accumulated losses		(40,728,272)	(29,945,018)	(102,117,048)	(84,688,700)
<b>Total equity</b>		<u>41,845,566</u>	<u>43,734,721</u>	<u>(8,261,177)</u>	<u>3,258,370</u>
<b>Non-current liabilities</b>					
Payables, deposits and accruals	22	-	-	-	2,112,801
Lease liabilities	23	2,167,785	2,830,914	-	-
Borrowings	24	1,412,714	1,568,080	-	-
Deferred tax liabilities	15	3,487,489	1,897,253	-	-
		<u>7,067,988</u>	<u>6,296,247</u>	<u>-</u>	<u>2,112,801</u>
<b>Current liabilities</b>					
Payables, deposits and accruals	22	77,809,716	28,967,253	18,379,418	555,796
Contract liabilities	18	506,981	-	-	-
Lease liabilities	23	1,408,060	1,700,493	-	-
Borrowings	24	28,889,294	16,834,067	-	-
Irredeemable Convertible Unsecured Loan Stocks liabilities	21(c)	608,830	642,529	608,830	642,529
Tax payables		682,213	1,647	-	-
		<u>109,905,094</u>	<u>48,145,989</u>	<u>18,988,248</u>	<u>1,198,325</u>
<b>Total liabilities</b>		<u>116,973,082</u>	<u>54,442,236</u>	<u>18,988,248</u>	<u>3,311,126</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u>158,818,648</u>	<u>98,176,957</u>	<u>10,727,071</u>	<u>6,569,496</u>

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



# STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

Group	Share capital RM	Reverse acquisition reserve RM	Revaluation reserve RM	Warrant reserves RM	Irredeemable Convertible Loan Stocks (ICULS) RM	Share options reserves RM	Accumulated losses RM	Total equity RM
At 30 June 2023	82,018,992	(19,524,076)	5,517,395	3,499,040	1,972,288	7,612,543	(23,700,136)	57,396,046
Conversion of warrants	558,250	-	-	(101,500)	-	-	-	456,750
Share options terminated	-	-	-	-	-	(7,612,543)	-	(7,612,543)
Loss, representing total comprehensive loss, for the financial year	-	-	-	-	-	-	(6,505,532)	(6,505,532)
Realisation on revaluation reserve	-	-	(260,650)	-	-	-	260,650	-
At 30 June 2024	82,577,242	(19,524,076)	5,256,745	3,397,540	1,972,288	-	(29,945,018)	43,734,721
Conversion of warrants	3,982,061	-	-	(724,011)	-	-	-	3,258,050
Conversion of ICULS	937,710	-	-	-	(286,959)	-	-	650,751
Loss, representing total comprehensive loss, for the financial year	-	-	-	-	-	-	(10,783,254)	(10,783,254)
Revaluation surplus (net of tax)	-	-	4,985,298	-	-	-	-	4,985,298
At 30 June 2025	87,497,013	(19,524,076)	10,242,043	2,673,529	1,685,329	-	(40,728,272)	41,845,566

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



## STATEMENTS OF CHANGES IN EQUITY (Cont'd)

	Share capital RM	Treasury shares RM	Warrant reserves RM	Irredeemable Convertible Unsecured Loan Stocks (ICULS) RM	Share options reserves RM	Capital reserves RM	Accumulated losses RM	Total equity RM
<b>Company</b>								
At 30 June 2023	82,018,992	-	3,499,040	1,972,288	7,612,543	-	(83,382,714)	11,720,149
Conversion of warrants	558,250	-	(101,500)	-	-	-	-	456,750
Share options terminated	-	-	-	-	(7,612,543)	-	-	(7,612,543)
Loss, representing total comprehensive loss, for the financial year	-	-	-	-	-	-	(1,305,986)	(1,305,986)
At 30 June 2024	82,577,242	-	3,397,540	1,972,288	-	-	(84,688,700)	3,258,370
Conversion of warrants	3,982,061	-	(724,011)	-	-	-	-	3,258,050
Conversion of ICULS	937,710	-	-	(286,959)	-	-	-	650,751
Transfer of investment from subsidiary (Note 21)	-	-	-	-	-	2,000,000	-	2,000,000
Profit, representing total comprehensive income, for the financial year	-	-	-	-	-	-	(17,428,348)	(17,428,348)
At 30 June 2025	87,497,013	-	2,673,529	1,685,329	-	2,000,000	(102,117,048)	(8,261,177)

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



# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

		Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Cash flows from operating activities</b>					
(Loss)/Profit before tax		(10,514,854)	(6,715,569)	(17,428,348)	(1,305,986)
Adjustments for:					
Property, plant and equipment					
- depreciation	11	2,565,803	3,392,073	-	-
- loss on disposal		1,872	-	-	-
Right-of-use assets					
- depreciation	13	654,689	771,428	-	-
Amortisation of intangible assets	12	100	100	-	-
Impairment of property, plant and equipment	11	4,788,631	6,250,994	-	-
Gain on disposal of assets classified as held for sale		-	(500,832)	-	-
Gain on disposal of right-of-use assets		41,645	-	-	-
Gain on termination of shares options		-	(7,612,543)	-	(7,612,543)
Impairment loss on investment in subsidiaries		-	-	30,234,342	7,271,130
Reversal of Impairment on amount due from subsidiaries		-	-	(13,765,750)	
Allowance for expected credit loss/impairment loss					
- charge for the financial year		-	-	-	1,720,584
Waiver of debts			(1,931,346)	-	-
Interest					
- expense		531,712	1,577,760	924,078	-
- income		(38,610)	(38,610)	(517,222)	(470,022)
Inventories					
- written down		-	1,063,278	-	-
Foreign exchange					
- unrealised (gain)/loss		-	-	-	-
<b>Operating loss before working capital changes</b>		(1,969,012)	(3,743,267)	(552,900)	(396,837)
Decrease/(Increase)/ in inventories		1,758,049	(3,168,541)	-	-
(Increase)/Decrease in receivables		(54,383,856)	1,370,303	(2,333,523)	(935,520)
Increase/(Decrease) in payables		38,603,627	3,780,080	15,710,820	(251,245)
Decrease in amount due from subsidiaries		10,543,817	-	13,765,750	2,018,036
Increase in amount due to related party		-	1,000,000	-	-
(Decrease)/Increase in amount due to Directors		202,000	(36,107)	-	-
Increase in capital reserve		-	-	2,000,000	-
<b>Cash (used in)/ generated from operations</b>		(5,245,375)	(797,532)	28,590,147	434,434

The accompanying notes form an integral part of the financial statements



## STATEMENTS OF CASH FLOWS (Cont'd)

		Group		Company	
	Note	2025 RM	2024 RM	2025 RM	2024 RM
<b>Cash (used in)/ generated from operations</b>		(5,245,375)	(797,532)	28,590,147	434,434
Tax paid		(95,434)	(15,001)	-	-
<b>Net cash (used in)/from operating activities</b>		(5,340,809)	(812,533)	28,590,147	434,434
<b>Cash flows from investing activities</b>					
Interest received		38,610	38,610	-	-
Proceeds from disposal of					
- property, plant and equipment		-	-	-	-
- asset held for sale		-	7,700,000	-	-
Acquisition of property, plant and equipment	(iii)	(629,257)	(5,490,508)	-	-
Additions of intangible asset		-	-	-	-
Acquisition of subsidiary		-	-	(32,000,000)	-
Repayments to subsidiaries		-	-	-	(1,370,978)
<b>Net cash generated from/(used in) investing activities</b>		(590,647)	2,248,102	(32,000,000)	(1,370,978)

The accompanying notes form an integral part of the financial statements



## STATEMENTS OF CASH FLOWS (Cont'd)

	Note	Group 2025 RM	2024 RM	Company 2025 RM	2024 RM
<b>Cash flows from financing activities</b>					
Interest paid					
- Irredeemable Convertible Unsecured Loan Stocks (ICULS)		(175,930)	(178,542)	(175,930)	-
- lease liabilities		(266,416)	(319,062)	-	-
- borrowings		(89,366)	(1,079,862)	-	-
- advances from a subsidiary		-	-	(748,148)	-
Interest received		-	-	517,222	470,022
Drawdown of term loan		-	350,000	-	-
Warrant reserve		-	(101,500)	-	(101,500)
Proceeds from					
- Irredeemable Convertible Unsecured Loan Stocks (ICULS)		625,140	-	625,140	-
- warrants exercised		3,258,051	-	3,258,051	-
- issuance of shares		-	558,250	-	558,250
- banker's acceptances		27,710,405	11,556,049	-	-
Repayments of					
- back-to-back loan arrangement with a company		-	-	-	-
- banker's acceptances		(11,556,049)	(6,866,311)	-	-
- bridging loans		-	(3,086,552)	-	-
- term loans		(150,684)	(307,826)	-	-
- lease liabilities		(1,561,090)	(1,552,487)	-	-
<b>Net cash (used in)/from financing activities</b>		<b>17,794,061</b>	<b>(1,027,843)</b>	<b>3,476,335</b>	<b>926,772</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>		<b>11,862,605</b>	<b>407,726</b>	<b>66,482</b>	<b>(9,772)</b>
<b>Cash and cash equivalents at 1 July 2024/2023</b>		<b>(4,623,265)</b>	<b>(5,030,991)</b>	<b>30,992</b>	<b>40,764</b>
<b>Effect of exchange differences</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Cash and cash equivalents at 30 June</b>	(ii)	<b>7,239,340</b>	<b>(4,623,265)</b>	<b>97,474</b>	<b>30,992</b>

The accompanying notes form an integral part of the financial statements



## STATEMENTS OF CASH FLOWS (Cont'd)

### Notes:

#### (i) *Cash and cash equivalents*

Cash and cash equivalents comprise the following:

		<b>Group</b>		<b>Company</b>	
	<b>Note</b>	<b>2025 RM</b>	<b>2024 RM</b>	<b>2025 RM</b>	<b>2024 RM</b>
Cash and bank balances		8,240,076	481,282	97,474	30,992
Less: Bank overdrafts	22	(1,000,736)	(5,104,547)	-	-
Total cash and cash equivalents		<u>(7,239,340)</u>	<u>(4,623,265)</u>	<u>97,474</u>	<u>30,992</u>

#### (ii) *Reconciliation of liabilities arising from financing activities:*

	<b>As at 1 July RM</b>	<b>Cash flows RM</b>	<b>Non-cash flows RM</b>	<b>As at 30 June RM</b>
<b>2025</b>				
<b>Group</b>				
Bankers' acceptances	11,556,049	16,154,356	-	27,710,405
Lease liabilities	4,531,407	(1,827,506)	871,944	3,575,845
Term loans	1,741,551	(150,685)	-	1,590,866
	<u>17,828,007</u>	<u>14,176,231</u>	<u>871,944</u>	<u>32,886,116</u>
<b>2024</b>				
<b>Group</b>				
Bankers' acceptances	6,866,311	4,689,738	-	11,556,049
Bridging loans	3,018,421	(3,086,552)	68,131	-
Lease liabilities	5,419,987	(1,871,549)	982,969	4,531,407
Term loans	1,605,558	135,993	-	1,741,551
	<u>16,910,277</u>	<u>1,877,630</u>	<u>1,051,100</u>	<u>18,339,407</u>

The accompanying notes form an integral part of the financial statements



# NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2025

## 1. 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 requirements of the Companies Act, 2016 in Malaysia.

These financial statements are presented in the Ringgit Malaysia ("RM"), which is the Group's and the Company's functional and presentation currency.

### (a) Standards issued and effective

On 1 July 2024, the Group and the Company have adopted the following accounting standards, amendments and interpretations which are mandatory for annual financial periods beginning on or after 1 July 2024:

#### Description

- Amendments to MFRS 101, Presentation of Financial Statements: Non-current Liabilities with Covenants
- Amendments to MFRS 7 Financial Instruments and MFRS 107 Statement of Cash Flows: Disclosures - Supplier Finance Arrangements

The Directors expect that the adoption of the new and amended MFRS above have no impact on the financial statements of the Group and of the Company.

### (b) Standards issued but not yet effective

Certain new accounting standards and interpretations have been issued but not yet effective for the 30 June 2025 reporting period and have not been early adopted by the Group and the Company.

### (c) Basis of measurement

The financial statements have been prepared on the historical cost basis unless otherwise as indicated in the summary of significant accounting policies.

The financial statements of the Group are also prepared on a going concern basis.

As at the reporting date, the Group incurred net losses of RM11,020,007 for the financial year ended 30 June 2025, indicated going concern risk of certain subsidiaries and low Group's cash reserve, these event or conditions indicate that a material uncertainty exist that may cast significant doubt on the Group's ability to continue as a going concern.

In assessing the going concern assumption used in the preparation of the financial statements of the Group, management has considered the repayment obligations for borrowings, other liabilities and cost overheads which are due in the next 12 months, taking into consideration the cash advance received, the ability of the Group to generate sufficient cash flows from its existing demand and supply, upcoming committed orders and venturing into manufacturing of new flooring products. cash generated from the construction projects which is expected complete in the financial year 2026.

Therefore, the Directors are of the opinion that going concern basis used for the preparation of the financial statements of the Group and the Company are appropriate as the Group and the Company are able to meet its obligations as and when they fall due.





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 1. Basis of preparation (continued)

#### (c) Basis of measurement

Accordingly, the financial statements do not include any adjustments relating to the recoverability and classification of recorded assets' amounts or to amounts and classification of liabilities that may be necessary if the Group is unable to continue as a going concern. The assumption is premised on future events, the outcome of which is inherently uncertain

#### (d) Significant accounting estimates and judgements

Estimates and judgements are continually evaluated by the Directors and management and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The estimates and judgements that affect the application of the Group's and of the Company's accounting policies and disclosures, and have a significant risk of causing a material adjustment to the carrying amounts of assets, liabilities, income and expenses are discussed below:

##### (i) *Income taxes*

There are certain transactions and computations for which the ultimate tax determination may be different from the initial estimate. The Group and the Company recognise tax liabilities based on its understanding of the prevailing tax laws and estimates of whether such taxes will be due in the ordinary course of business. Where the final outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax and deferred tax provisions in the year in which such determination is made.

##### (ii) *Depreciation of property, plant and equipment*

The estimates for the residual values, useful lives and related depreciation charges for property, plant and equipment are based on commercial factors which could change significantly as a result of technical innovations and competitors' actions in response to the market conditions.

The Group and the Company anticipate that the residual values of its property, plant and equipment will be insignificant. As a result, residual values are not being taken into consideration for the computation of the depreciable amount.

Changes in the expected level of usage and technological development could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 1. Basis of preparation (continued)

#### (d) Significant accounting estimates and judgements (continued)

##### (iii) *Impairment of non-financial assets*

When the recoverable amount of an asset is determined based on the estimate of the value in use of the cash-generating unit to which the asset is allocated, the management is required to make an estimate of the expected future cash flows from the cash-generating unit and also to apply a suitable discount rate in order to determine the present value of those cash flows.

- Property development project

The Group writes down the inventories to their net realisable values based on the estimated selling prices by reference to recent sales transactions of similar properties or comparable properties in similar or nearby locations net of the estimated cost necessary to complete the sale. The estimation of the selling price in particular is subject to significant inherent uncertainties, in particular the property market.

Whilst the Directors exercise due care and attention to make reasonable estimates, taking into account all available information in estimating the selling price and the related cost to complete the sale, the estimates will, in all likelihood, differ from the actual transactions achieved in future periods and these differences may, in certain circumstances, be significant.

- Others inventories

Reviews are made periodically by management on damaged, obsolete and slow-moving inventories. These reviews require judgement and estimates. Possible changes in these estimates could result in revisions to the valuation of inventories.

##### (iv) *Provision for expected credit losses ("ECLs") of trade receivables*

The Group and the Company uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on the payment profiles of sales over a period of 36 months before the end of the reporting period and the corresponding historical credit losses experienced within this period.

The provision matrix is initially based on the Group's and the Company's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The historical observed default rates are updated and changes in the forward-looking estimates are analysed at every end of the reporting period.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 1. Basis of preparation (continued)

#### (d) Significant accounting estimates and judgements (continued)

##### (v) *Deferred tax assets and liabilities*

Deferred tax implications arising from the changes in corporate income tax rates are measured with reference to the estimated realisation and settlement of temporary differences in the future periods in which the tax rates are expected to apply, based on the tax rates enacted or substantively enacted at the end of the reporting year. While management's estimates on the realisation and settlement of temporary differences are based on the available information at the statements of financial position date, changes in business strategy, future operating performance and other factors could potentially impact on the actual timing and amount of temporary differences realised and settled. Any difference between the actual amount and the estimated amount would be recognised in the profit or loss in the period in which actual realisation and settlement occurs.

##### (vi) *Carrying amount of investment in subsidiaries*

Investments in subsidiaries are reviewed for impairment annually in accordance with its accounting policy as disclosed in Note 2(g)(ii) to the financial statements, or whenever events or changes in circumstances indicate that the carrying amount's may not be recoverable.

Significant judgement is required in the estimation of the present value of future cash flows generated by the subsidiaries, which involves uncertainties and are significantly affected by assumptions and judgements made regarding estimates of future cash flows and discount rates. Changes in assumptions could significantly affect the carrying amount of investments in subsidiaries.

##### (vii) *Leases*

###### (a) *Lease term*

In determining the lease term, management considers all fact and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

The extension options in leases for land have been included in the lease liability in consideration of the costs and business disruption required to replace the leased assets.

Most extension options in land leases have been included in the lease liability, because the Group and the Company could not replace the assets without significant cost or business disruption.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 1. Basis of preparation (continued)

#### (d) Significant accounting estimates and judgements (continued)

##### (vii) Leases

##### (b) Incremental borrowing rate of leases

In determining the incremental borrowing rate, the Group and the Company uses interest rate of 6.16% as a starting point and makes adjustments specific to the lease, for example, three (3) years.

### 2. Material accounting policies

The material accounting policies adopted by the Company are consistent with those in the previous financial years unless otherwise stated.

Certain immaterial accounting policies have been voluntarily disclosed to ensure completeness in the financial statements of the Company.

#### (a) Basis of consolidation

##### (i) Subsidiaries

Subsidiaries are entities, including structured entities, controlled by the Company. The Group controls an entity when the Group is exposed to or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Subsidiaries are entities, including structured entities, controlled by the Company. The Group controls an entity when the Group is exposed to or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The Group considers it has de-facto power over an investee when, despite not having the majority of voting rights, it has the current ability in circumstances where the size of the Group's voting rights relative to the size and dispersion of holdings of other shareholders to direct the activities of the investee that significantly affect the investee's return. Potential voting rights are considered when assessing control only when such rights are substantive.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (a) Basis of consolidation (continued)

##### (ii) *Business combinations*

Business combinations are accounted for using the acquisition method on the acquisition date. The consideration transferred includes the fair value of assets transferred, equity interest issued by the Group and liabilities assumed. Identifiable assets acquired, liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of the acquiree's identifiable net assets.

Acquisition-related costs are recognised in the profit or loss as incurred.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recognised as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in profit or loss.

Investments in subsidiaries are measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of investment includes transaction costs.

Business combinations are accounted for using the acquisition method from the acquisition date, which is the date on which control is transferred to the Group.

For new acquisitions, the Group measures the cost of goodwill at the acquisition date as:

- The fair value of the consideration transferred; plus
- The recognised amount of any non-controlling interests in the acquiree; plus
- If the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less
- The net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (a) Basis of consolidation (continued)

##### (ii) *Business combinations (continued)*

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss. For each business combination, the Group elects whether it measures the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets at the acquisition date.

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

##### (iii) *Loss of control*

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in the profit or loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently it is accounted for as equity accounted investee or as an available-for-sale financial asset depending on the level of influence retained.

##### (iv) *Business Combination - Reverse Acquisition*

For business combination, one of the entities shall be identified as the acquirer. In a reverse acquisition, the legal acquirer is identified as the acquiree for accounting purposes. Consolidated financial statements prepared following a reverse acquisition are issued under the name of legal acquirer (accounting acquiree) but described as a continuation of the financial statements of the legal subsidiary (accounting acquirer), with one adjustment, which is to adjust retroactively the accounting acquirer's legal capital to reflect the legal capital of the accounting acquiree. Comparative information presented in the consolidated financial statements is also retroactively adjusted to reflect the legal capital of the legal parent (accounting acquiree).

##### (v) *Transaction eliminated on consolidation*

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (a) Basis of consolidation (continued)

##### (v) *Transaction eliminated on consolidation (continued)*

Unrealised gain arising from transactions with equity accounted associates are eliminated against the investments to the extent of the Group's interest in the associates and jointly controlled entities, Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

#### (b) Foreign currencies

##### (i) *Functional and presentation currency*

The financial statements of the Group and the Company 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 also the Group's and the Company's functional currency.

Transactions in foreign currencies are measured in the respective functional currencies of the Group and the Company are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary items denominated in foreign currencies that are measured at historical cost are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items denominated in foreign currencies measured at fair value are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting date are recognised in the profit or loss except for exchange differences arising on monetary items that form part of the Group's and the Company's net investment in foreign operations, which are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is reclassified from equity to the profit and loss of the Group and of the Company on disposal of the foreign operation.





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (b) Foreign currencies (continued)

##### (ii) Foreign currencies transactions

Exchange differences arising on the translation of non-monetary items carried at fair value are included in the profit or loss for the period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are also recognised directly in equity.

The principal exchange rates for every unit of foreign currency ruling used at reporting date are as follows:

	2025 RM	2024 RM
1 Chinese Renminbi	0.5879	0.6496
1 Euro	4.9408	5.0489
1 Singapore Dollar	3.3044	3.4783
1 United States Dollar	4.2125	4.7195
100 New Taiwan Dollar	14.4205	14.5390

#### (c) Revenue and other income

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

##### (i) Sales of goods – property development

###### (a) Sales of completed properties

The Group was recognised the sales at point in time, when the control of the properties has been transferred and delivered to the purchasers. Generally, the payment terms are due within 14 days from invoice date. There has warranty of defect liability that covers a period of 12 calendar months after issuance of notice of delivery of vacant possession to the customers.

##### (ii) Sales of manufactured goods

The Group was recognised the sales upon delivery of products. Generally, the payment terms are due within 0 to 120 days from the invoice date. However, there is no any warranty was applicable.





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (c) Revenue and other income (continued)

##### (iii) Sales of trading goods

The Group was recognised the sales upon delivery of goods. Generally, the payment terms are due within 30 days to 120 days from the invoice date. However, there is no any warranty was applicable.

##### (iv) Management fees

The Group was recognised the management fees based on over time when subsidiaries simultaneously receive and consume the benefits. Generally, the payment terms are due within 120 days from the invoice date. However, there is no any warranty was applicable.

#### (d) Employee benefits expense

##### (i) Short-term benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the financial year in which the associated services are rendered by employees of the Group and of the Company.

Short-term accumulating compensated absences, such as paid annual leave, are recognised when services are rendered by employees that increase their entitlement to future compensated absences, and short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

##### (ii) Defined contribution plans

The Group's and the Company's contribution to defined contribution plans are charged to the profit or loss in the period to which they relate. Once the contributions have been paid, the Group and the Company have no further liability in respect of the defined contribution plans.

#### (e) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sales.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (f) Tax expense

##### (i) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity.

##### (ii) Deferred tax

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax liabilities are recognised for all taxable temporary differences other than those that arise from goodwill or excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the business combination costs or from the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit.

Deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised.

The carrying amounts of deferred tax assets are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on the tax rates that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same taxation authority.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (f) Tax expense (continued)

##### (ii) *Deferred tax (continued)*

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transactions either in other comprehensive income or directly in equity and deferred tax arising from a business combination is included in the resulting goodwill or excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the business combination costs.

#### (g) Impairment

##### (i) *Financial assets*

The Group and the Company recognise loss allowances for expected credit losses on financial assets measured at amortised cost, expected credit losses are a probability-weighted estimate of credit losses.

The Group and the Company measure loss allowances at an amount equal to lifetime expected credit loss, except for cash and bank balances. Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit loss.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit loss, the Group and the Company consider reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's and the Company's historical experience and informed credit assessment and including forward-looking information, where available.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of the assets, which 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12-months after the reporting date. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group and the Company are exposed to credit risk.

The Group and the Company estimate the expected credit losses on trade receivables using a provision matrix with reference to historical credit loss experience.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (g) Impairment (continued)

##### (i) *Financial assets (continued)*

An impairment loss in respect of financial assets measured at amortised cost is recognised in profit or loss and the carrying amount of the asset is reduced through the use of an allowance amount.

At each reporting date, the Group and the Company assess whether financial assets carried at amortised cost are credit-impaired. A financial asset is credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

The gross carrying amount of a financial asset is written off (either partially or full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written-off could still be subject to enforcement activities in order to comply with the Group's and the Company's procedures for recovery amounts due.

##### (ii) *Non-financial assets*

The Group and the Company assess at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when an annual impairment assessment for an asset is required, the Group and the Company make an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's fair value less costs to sell and its value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units ("CGUs")).

In assessing value in use, the estimated future cash flows expected to be generated by the asset are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (g) Impairment (continued)

##### (ii) *Non-financial assets (continued)*

Impairment losses are recognised in profit or loss except for assets that are previously revalued where the revaluation was taken to other comprehensive income and equity. In this case the impairment is also recognised in other comprehensive income and equity up to the amount of any previous revaluation.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss unless the asset is measured at revalued amount, in which case the reversal is treated as a revaluation increase. Impairment loss on goodwill is not reversed in a subsequent period.

#### (h) Property, plant and equipment

The cost of an item of property, plant and equipment is recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably.

All items of property, plant and equipment are initially recorded at cost. Costs include purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any costs directly attributable to bring the asset to working condition for its intended use, and the initial estimate of the costs of dismantling and removing the items and restoring the site on which they are located.

Other than freehold land and buildings, subsequent to recognition, property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment, if any.

Subsequent to recognition, property, plant and equipment whose fair value can be measured reliably are measured at a revalued amount, being their fair value at the date of the revaluation less subsequent accumulated depreciation and subsequent accumulated impairment losses, if any.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (h) Property, plant and equipment (continued)

Increases in the carrying amounts arising on revaluation of property, plant and equipment are recognised, net of tax, in other comprehensive income and accumulated in reserves in shareholders' equity. To the extent that the increase reverses a decrease previously recognised in profit or loss, the increase is first recognised in profit or loss. Decreases that reverse previous increases of the same asset are first recognised in other comprehensive income to the extent the remaining surplus attributable to the asset; all other decreases are charged to profit or loss. Each year, the difference between depreciation based on the revalued carrying amount of the asset charged to profit or loss and depreciation based on the asset's original cost, net of tax, is reclassified from the property, plant and equipment revaluation surplus to retained earnings.

When significant parts of property, plant and equipment are required to be replaced in intervals, the Company recognises such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the profit or loss as incurred.

Depreciation is based on the cost of an asset less its residual value. Significant components of assets are assessed, and if a component has a useful life that is different from the remainder of that asset, then that component is depreciated separately.

Freehold land has an indefinite useful life and therefore is not depreciated.

Depreciation of other property, plant and equipment is computed on a straight-line basis over the estimated useful lives of the assets at the following annual rates:

Leasehold land	50 years – 84 years
factory buildings	1.25% - 2%
Office building	2%
Furniture, fittings and equipment	8% - 20%
Motor vehicles	20%
Plant and machinery	10% - 20%
Renovation and signboards	10%

The carrying amount of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (h) Property, plant and equipment (continued)

The residual value, useful life and depreciation method are reviewed at each financial year end, and adjusted prospectively, if appropriate.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset is included in the profit or loss in the year the asset is derecognised. Upon the disposal of revalued assets, the attributable revaluation surplus remaining in the revaluation reserve is transferred to retained profits.

The gain or loss arising from derecognition of the asset is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item.

#### (i) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and any accumulated impairment losses. Internally generated intangible assets, exclude capitalised development costs, are not capitalised and expenditure is reflected in the profit or loss in the period in which it incurred.

The useful life of intangible assets is assessed to be definite.

##### Definite life

Intangible assets with finite life are amortised on straight-line basis over the estimated economic useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite useful life is recognised in the profit or loss in the expense category consistent with the function of the intangible asset.

Amortisation is recognised on the straight-line method in order to write off the cost or valuation of each asset over its estimated useful life. Annual amortisation based on the estimated useful lives of the assets are as follows:-

Trademark

10 years





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (i) Intangible assets (continued)

Gain or losses arising from derecognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the profit or loss when the asset is derecognised.

#### (j) Leases

##### (i) Initial recognition and measurement

##### (a) As a lessee

The Group and the Company recognised right-of-use asset and lease liability at the commencement date of the lease.

The right-of-use asset is initially measured at cost, which comprises as follows:

- the initial amount of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred; and
- an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group and the Company's incremental borrowing rate.

Variable lease payments that do not depends on an index or a rate are excluded from lease liability and right-of-use asset and recognised in profit or loss in the period in which the event or condition that triggers those payments occurs.

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (j) Leases (continued)

##### (i) *Initial recognition and measurement (continued)*

###### (b) *As a lessor*

Leases for which the Group and the Company is a lessor are classified as finance or operating leases.

Leases which transfer substantially all of the risks and rewards incidental to ownership of the underlying asset is a finance lease; if not, then it is an operating lease.

The Group and the Company recognises assets held under a finance lease in its statement of financial position and presents them as a receivable at an amount equal to the net investment in the lease. Initial direct costs, other than those incurred by manufacturer or dealer lessors, are included in the initial measurement of the investment in the lease.

When the Group and the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. It assesses the lease classification of a sublease with reference to the right-of-use asset arising from the head lease. If a head lease is a short-term lease to which the Group and the Company applies the exemption described above, then it classifies the sublease as an operating lease.

##### (ii) *Subsequent measurement*

###### (a) *As a lessee*

The right-of-use asset is subsequently depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset to the Group and the Company by the end of the lease term or if the cost of the right-of-use asset reflects that the Group and the Company will exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (j) Leases (continued)

##### (ii) *Subsequent measurement (continued)*

##### (a) *As a lessee (continued)*

The carrying amount of lease liability is subsequently increased by interest on the lease liability and reduced by lease payments made. It is remeasured when there is a change in lease term, assessment of an option to purchase the underlying asset, future lease payments arising from the change in an index or rate, the Group's and the Company's estimate of the amount expected to be payable under a residual value guarantee or in-substance fixed lease payments.

When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

##### (b) *As a lessor*

Finance income from finance leases is recognised over the lease term, based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease whereas lease income from operating leases is recognised in profit or loss on a straight-line basis over the lease term.

#### (k) Inventories

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

Net realisable value is the estimated selling price in the ordinary course of business, less the costs of completion and the estimated costs necessary to make the sale.

##### (i) *Inventory properties*

Property acquired or being constructed for sale in the ordinary course of business, rather than to be held for rental or capital appreciation, is held as inventory and is measured at the lower of cost and net realisable value.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (k) Inventories (continued)

##### (i) *Inventory properties (continued)*

Cost includes:

- Freehold and leasehold rights for land;
- Amounts paid to contractors for construction;
- Planning and design costs, costs of site preparation, professional fees for legal services, title transfer legal fee, construction overheads and other related costs; and

Net realisable value is the estimated selling price in the ordinary course of the business, based on market prices at the reporting date and discounted for the time value of money if material, less costs to completion and the estimated costs of sales.

Inventory properties under construction are referred to as property development costs and comprise the cost of land, direct building costs and a share of development costs common to the entire development project where applicable. Once sold, the cost of these inventories is recognised in profit or loss as and when control passes to the respective customers.

Units of development properties completed and held for sale are stated at the lower of cost and net realisable value. Costs comprise costs of acquisition of land including all related costs incurred subsequent to the acquisition necessary to prepare the land for its intended use, related development costs to projects and direct building costs.

Inventory properties where no development activities have been carried out or where development activities are not expected to be completed within the normal operating cycle are referred to as land held for development and classified within non-current assets. Generally, no significant development work would have been undertaken on these lands other than infrastructure work, earth work and landscape work incurred to prepare the land for development and these inventory properties are stated at cost plus incidental expenditure incurred to put the land in a condition ready for development. These inventory properties are classified to current assets at the point when active development project activities have commenced and when it can be demonstrated that the development activities can be completed within the normal operating cycle.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (k) Inventories (continued)

##### (ii) *Inventories of raw materials, work in progress and finished goods*

Cost of purchased inventory (determined on the weighted average cost method) comprises cost of purchase and cost of bringing the inventories to their present condition and location. Costs of purchased inventory are determined after deducting rebates, discounts and the amount of Sale and Service Tax ("SST"). Cost of work in progress and finished goods (determined on the weighted average cost method) includes cost of direct materials, direct labour and an appropriate proportion of production overheads.

#### (l) Financial assets

##### (i) *Initial recognition and measurement*

Financial assets are recognised when, and only when, the Group and the Company become party to the contractual provision of the instrument.

At initial recognition, the Group and the Company measure a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

A trade receivable without a significant financing component is initially measured at the transaction price.

##### (ii) *Subsequent measurement*

The Group and the Company classify its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss); and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

The Group and the Company reclassified debt investments when and only when its business model for managing those asset changes.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (I) Financial assets (continued)

##### (ii) Subsequent measurement (continued)

##### (a) Amortised costs

Financial asset is measured at amortised cost when the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income from financial asset measured at amortised cost is recognised in profit or loss using the effective interest method. Any gain or loss on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gain and losses.

##### (iii) Derecognition

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group and the Company have transferred substantially all the risk and rewards of ownership. On derecognition of a financial asset, the difference between the carrying amount of the financial asset and the sum of consideration received (including any new asset obtained less any new liability assumed) shall be recognised in profit or loss.

Any cumulative gain or loss arise from fair value changes in equity investment that had been recognised in other comprehensive income is transferred within equity when the equity investment is derecognised whereas any cumulative gain or loss arise from fair value changes in debt investment that had been recognised in other comprehensive income is transferred to profit or loss when the debt investment is derecognised.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (m) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, deposits with financial institution with maturities of less than 3 months, and highly liquid investments that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits.

#### (n) Financial liabilities

##### (i) Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Group and the Company becomes party to the contractual provision of the instrument.

At initial recognition, the Group and the Company measures a financial liability at its fair value plus, in the case of a financial liability not at FVTPL, transaction costs that are directly attributable to the issue of the financial liability.

##### (ii) Subsequent measurement

The categories of financial liabilities at initial recognition are as follows:

##### (a) Amortised cost

All financial liabilities are measured at amortised cost using the effective interest method except for financial liabilities where it is designated as FVTPL.

Interest expense and foreign exchange gains and losses are recognised in profit or loss.

##### (iii) Derecognition

A financial liability is derecognised when the obligation under the liability is extinguished. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (o) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Ordinary shares are classified as equity. Dividends on ordinary shares are recognised from equity in the period in which they are distributed.

#### (p) Fair value measurements

Fair value of an asset or a liability, except for share-based payment and lease transactions, is determined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market or in the absence of a principal market, in the most advantageous market which must be accessible to by the Group and the Company.

For non-financial asset, the fair value measurement considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

When measuring the fair value of an asset or a liability, the Group and the Company use observable market data as far as possible. Fair value are categories into different levels in a fair value hierarchy based on the input used in the valuation techniques as follows:

Level 3: Unobservable inputs for the asset or liability.

The Group and the Company recognise transfers between levels of the fair value hierarchy as of the date of the event or change in circumstances that caused the transfer.

#### (q) Operating segment

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. An operating segment's operating results are reviewed regularly by the chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (r) Non-current assets held for sales

Non-current assets are classified as assets held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for sale in its immediate condition. Management must be committed to the sale, which should be expected within one year from the date of classification as held for sale. Immediately before classification as held for sale, the assets (or components of a disposal group) are remeasured in accordance with the Group's accounting policies. Thereafter, the assets (or disposal group) are recognised at the lower of their carrying amount and fair value less cost to sell. Assets classified as held for sale, or included within a disposal group that is classified as held for sale, are not depreciated. Impairment losses on initial classification as held for sale and subsequent gains or losses on remeasurement are included in profit or loss. Gains are not recognised in excess of any cumulative impairment loss.

A discontinued operation is a component of the Group's business that represents a separate major line of business or geographical area of operations or is a subsidiary acquired exclusively with a view to resale. Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if earlier. A disposal group that is to be abandoned may also qualify.

Results from operations qualifying as discontinued operations are presented separately as a single amount on profit or loss. Results from operations qualifying as discontinued operations as of the balance sheet date for the latest period presented, that have previously been presented as results from continuing operations, are represented as results from discontinued operations for all periods presented.

In case conditions for classification of non-current assets and disposal groups as held for sale are no longer met, classification as held for sale ceases. Accordingly, results of operations, previously presented in discontinued operations, are reclassified and included in result from continuing operations for all periods presented. Non-current assets that ceases to be classified as held for sale are remeasured at the lower of their carrying amount before classification as held for sale, adjusted for any depreciation, amortisation or revaluations that would have been recognised had the asset or disposal group not been classified as held for sale, and its recoverable amount at the date of the subsequent decision to sell.

#### (s) Earnings per shares

The Group presents basic and diluted earning per share ("EPS") data for its ordinary shares.

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held.





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 2. Material accounting policies (continued)

#### (s) Earnings per shares (continued)

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

### 3. Revenue

The revenue of the Group and of the Company consists of the following:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Revenue from contract customers	91,144,939	32,801,337	720,000	720,000

#### (i) Disaggregation of revenue

In the following table, revenue from contracts with customers is disaggregated by primary geographical market, major goods or services and timing of revenue recognition.

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Revenue from contract customers</b>				
Finished goods				
- Manufacturing of goods	33,266,342	25,336,462	-	-
- Trading	1,727,964	7,064,875	-	-
Property development				
- Completed development units	952,000	400,000	-	-
Construction projects	55,198,633	-	-	-
Management fees charged to subsidiaries	-	-	720,000	720,000
	91,144,939	32,801,337	720,000	720,000



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 3. Revenue (continued)

#### (i) Disaggregation of revenue (continued)

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Geographical markets</b>				
Rest of Asia	4,160,000	4,179,000	-	-
Middle East	620,000	374,000	-	-
Oceania	376,000	556,000	-	-
Malaysia	85,988,939	27,297,337	720,000	720,000
Others	-	395,000	-	-
	<u>91,144,939</u>	<u>32,801,337</u>	<u>720,000</u>	<u>720,000</u>
<b>Timing of revenue recognition</b>				
At a point in time	35,946,306	32,801,337	-	-
Over time	55,198,633	-	720,000	720,000
	<u>91,144,939</u>	<u>32,801,337</u>	<u>720,000</u>	<u>720,000</u>

### 4. Other operating income

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Rental income	156,900	5,900	-	-
Miscellaneous income	17,831	1,705	500	-
Gain on disposal of asset held for sale	-	500,832	-	-
Waiver of debts	-	1,931,346	-	-
Gain on termination of shares options	-	7,612,543	-	7,612,543
Gain on disposal of right-of-use assets	41,645	-	-	-
Others	-	759	-	-
	<u>216,376</u>	<u>10,053,085</u>	<u>500</u>	<u>7,612,543</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 5. Employee benefits expense

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
(a) Staff cost:				
Salaries, wages, bonus and allowances	8,342,302	9,128,166	-	84,000
Contributions to defined contribution plan	504,759	270,663	-	13,440
Social security contributions	135,677	130,316	-	667
Other short-term employee benefits	84,419	3,994	-	10,669
Total staff costs	9,067,157	9,533,139	-	108,776
(b) Directors' remuneration:				
(i) Executive directors:				
- fees	90,000	90,000	90,000	90,000
- salaries, bonus and allowances	890,556	944,556	-	569,417
- defined contribution plan	169,212	169,752	-	148,692
- social security contributions	2,190	5,440	-	2,080
- share issuance scheme	-	-	-	238
	1,151,958	1,209,748	90,000	810,427
(ii) Non-executive directors:				
- fees	180,000	195,000	180,000	195,000
Total directors' remuneration	1,331,958	1,404,748	270,000	1,005,427
Total employee benefits expense	10,399,115	10,937,887	270,000	1,114,203



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 6. Finance income

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Interest income from				
- advances to a subsidiary	-	-	517,222	470,022
- security deposits with a licensed bank	19,020	38,610	-	-
	<u>19,020</u>	<u>38,610</u>	<u>517,222</u>	<u>470,022</u>

### 7. Finance cost

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Interest expense on:				
- back to back arrangement		-	-	-
- bank overdrafts	275,811	180,561	-	-
- bankers' acceptances	385,790	468,085	-	-
- bridging loans		68,131	-	-
- lease liabilities	266,416	319,062	-	-
- promissory note	25,281	93,819	-	-
- term loans	89,366	79,162	-	-
- irredeemable convertible unsecured loan stock (ICULS)	175,930	178,835	175,930	178,835
- advances from a subsidiary	-	-	748,148	-
- Profit interest	520,967			
- Flexitab interest	58,255			
- others	5,461	190,105	-	-
	<u>1,803,277</u>	<u>1,577,760</u>	<u>924,078</u>	<u>178,835</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 8. Loss before tax

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Loss for the year is arrived at after charging:</b>				
<b><i>Auditors' remunerations</i></b>				
Audit fees	141,960	124,500	40,000	32,000
<b><i>Material expenses</i></b>				
Property, plant and equipment				
- depreciation	2,565,803	3,392,073	-	-
- Gain on disposal	37,497	-	-	-
Right-of-use assets				
- depreciation	654,689	771,428	-	-
Inventories written down	-	1,063,278	-	-
Amortisation of intangible asset	100	100	-	-
Allowance for expected credit losses	-	-	-	17,450,871
Reversal of allowance for expected credit losses	-	-	(13,765,570)	(15,730,286)
Impairment loss on investment in subsidiaries	-	-	30,324,234	-
Impairment loss on property, plant and equipment and right-of-uses assets	4,788,631	6,250,994	-	-
Gain on disposal of assets classified as held for sale	-	(500,832)	-	-



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 9. Tax (income)/expenses

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Tax expenses				
- Current tax	776,000	-	-	-
Deferred tax: (Note 15)				
- Current tax	626,538	634,622	-	-
- Crystallisation of deferred tax liabilities arising from revaluation reserve	(132,248)	(74,885)	-	-
- Over provision of deferred tax in prior years	(604,006)	(769,774)	-	-
	(109,716)	(210,037)	-	-
	666,284	(210,037)	-	-



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 9. Tax (income)/expenses (continued)

#### Reconciliation of tax expense

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Profit/(Loss) before tax	(10,514,854)	(6,715,569)	(17,428,348)	(1,305,986)
Tax calculated at statutory tax rate of 24%	(2,523,565)	(1,611,737)	(4,182,804)	(313,437)
Crystallisation of deferred tax liabilities arising from revaluation reserve	(132,248)	(74,885)	-	-
Non-deductible expenses	2,716,441	1,364,286	4,155,581	2,038,165
Non-taxable income	(1,856,925)	(1,947,210)	-	(1,827,010)
Deferred tax asset not recognised	3,066,587	2,829,283	27,223	102,282
	1,270,290	559,737	-	-
Over provision of deferred tax in prior year	(604,006)	(769,774)	-	-
Tax income	666,284	(210,037)	-	-



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 9. Tax (income)/expenses (continued)

#### *Reconciliation of tax expense (continued)*

The Group has unabsorbed capital allowance and unutilised tax losses amounted to RM20,639,629 and RM51,443,771 (2024: RM22,812,361 and RM46,007,560) respectively for set off against future taxable profits.

The Company has unutilised tax losses amounting to approximately RM3,654,352 (2024: RM3,887,981) for set off against future taxable profits.

The unutilised tax losses can be carried forward for a period of 10 years from year of assessment ("YA") to set against future profits as follows:

Group	Group RM	Company RM	Utilised Up to
YA 2018 and before	10,336,543	1,459,339	YA 2028
YA 2019	6,580,789	1,034,101	YA 2029
YA 2020	4,982,639	200,103	YA 2030
YA 2021	3,441,171	17,273	YA 2031
YA 2022	4,655,320	323,670	YA 2032
YA 2023	5,440,827	481,321	YA 2033
YA 2024	5,987,913	25,114	YA 2034
YA 2025	10,018,569	113,431	YA 2035

### 10. Loss per share

Basic/Diluted loss per share of the Group is calculated by dividing net loss for the financial year attributable to owners of the parent by the weighted average number of ordinary shares in issue during the financial year.

#### (a) Basic loss per share

	Group 2025	2024
Net loss for the financial year attributable to owners of the parent (RM)	(11,181,135)	(6,505,532)
Weighted average number of ordinary shares in issue (units)	206,209,000	199,730,000
Basic loss per share (sen)	(5.34)	(3.26)





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 10. Loss per share (continued)

#### (b) Diluted loss per ordinary share

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
Loss attributable to owners of the parent (RM)	(11,181,138)	(6,505,532)
Weighted average number of ordinary shares at 30 June	206,950,000	199,730,000
Effect of new ordinary share pursuant to exercise of ICULS	26,470,800	29,596,500
Effect of new ordinary shares pursuant to warrants	38,193,271	48,536,286
Weighted average number of ordinary shares at 30 June	271,614,071	277,862,786
<b>Weighted average attributable to owners of the Company per ordinary share</b>	<b>(4.12)</b>	<b>(2.34)</b>
<b>Diluted loss attributable to owners of the Company per ordinary share</b>	<b>(5.29)</b>	<b>(3.17)</b>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 11. Property, plant and equipment

2025 Group	Leasehold land and buildings		Office building	Furniture, fittings and equipment	Motor vehicles	Plant and machinery	Work-in-progress - Machinery	Renovation and signboards	Total
	Leasehold land	Leasehold land and factory buildings	RM	RM	RM	RM	RM	RM	RM
<b>Cost/Valuation</b>									
At 1 July 2024	5,000,000	11,600,000	2,300,000	1,976,042	1,398,460	29,369,182	11,103,624	7,557,237	70,304,545
Additions	-	-	-	67,791	-	365,012	103,474	92,980	629,257
Revaluation	1,135,176	5,947,959	-	-	-	-	-	-	7,083,135
Disposal	-	-	-	(16,858)	(199,925)	-	-	-	(216,783)
Reclassification	-	-	-	-	-	11,207,098	(11,207,098)	-	-
At 30 June	6,135,176	17,547,959	2,300,000	2,026,975	1,198,535	40,941,292	-	7,650,217	77,800,154
<b>Accumulated depreciation</b>									
At 1 July 2024	338,071	484,817	375,666	1,471,983	1,194,437	19,566,275	-	1,240,403	24,671,652
Charge for the financial year	164,870	227,833	45,999	141,498	17,199	1,600,447	-	367,957	2,565,803
Disposal	-	-	-	(14,989)	(199,922)	-	-	-	(214,911)
At 30 June	502,941	712,650	421,665	1,598,492	1,011,714	21,166,722	-	1,608,360	27,022,544



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 11. Property, plant and equipment (continued)

2025 Group Accumulated impairment loss	Leasehold land RM	Leasehold land and factory buildings RM	Office building RM	Furniture, - fittings and equipment RM	Motor vehicles RM	Plant and machinery RM	Work-in- progress - Machinery RM	Renovation and signboards RM	Total RM
At 1 July 2024	-	-	-	-	-	6,638,294	-	-	6,638,294
Addition	-	-	-	-	-	4,788,631	-	-	4,788,631
At 30 June	-	-	-	-	-	11,426,925	-	-	11,426,925
<b>Carrying amount</b>									
At 30 June	5,632,235	16,835,309	1,878,335	428,483	186,821	8,347,645	-	6,041,857	39,350,685
<b>Representing:</b>									
At cost	-	-	1,878,335	428,483	186,821	8,347,645	-	6,041,857	16,883,141
At valuation	5,632,235	16,835,309	-	-	-	-	-	-	22,467,544
	5,632,235	16,835,309	1,878,335	428,483	186,821	8,347,645	-	6,041,857	39,350,685

## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 11. Property, plant and equipment (continued)

2024 Group	Leasehold land RM	Leasehold land and factory buildings RM	Office building RM	Furniture, fittings and equipment RM	Motor vehicles RM	Plant and machinery RM	Work-in- progress - Machinery RM	Renovation and signboards RM	Total RM
<b>Cost/Valuation</b>									
At 1 July 2023	5,000,000	11,600,000	2,300,000	1,834,052	1,339,460	28,253,552	6,799,727	7,447,357	64,574,148
Additions				141,990	59,000	542,133	4,730,185	17,200	5,490,508
Transfer from right-of-uses assets (Note 13)									
Reclassification									
At 30 June	5,000,000	11,600,000	2,300,000	1,976,042	1,398,460	29,369,182	11,103,624	7,557,237	70,304,545
<b>Accumulated depreciation</b>									
At 1 July 2023	173,200	252,817	329,666	1,290,881	1,133,591	17,146,864	-	888,187	21,215,206
Charge for the financial year	164,871	232,000	46,000	116,729	60,846	2,419,411	-	352,216	3,392,073
Transfer from right-of-uses assets (Note 13)									
At 30 June	338,071	484,817	375,666	1,471,983	1,194,437	19,566,275	-	1,240,403	24,671,652



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 11. Property, plant and equipment (continued)

2024 Group Accumulated impairment loss	Leasehold land RM	Leasehold land and factory buildings RM	Office building RM	Furniture, - fittings and equipment RM	Motor vehicles RM	Plant and machinery RM	Work-in- progress - Machinery RM	Renovation and signboards RM	Total RM
At 1 July 2023	-	-	-	-	-	387,300	-	-	387,300
Addition	-	-	-	-	-	6,250,994	-	-	6,250,994
At 30 June	-	-	-	-	-	6,638,294	-	-	6,638,294
<b>Carrying amount</b>	<b>4,661,929</b>	<b>11,115,183</b>	<b>1,924,334</b>	<b>504,059</b>	<b>204,023</b>	<b>3,164,614</b>	<b>11,103,623</b>	<b>6,316,834</b>	<b>38,994,599</b>
<b>Representing:</b>									
At cost	-	-	1,924,334	504,059	204,023	3,164,614	11,103,623	6,316,834	23,217,487
At valuation	4,661,929	11,115,183	-	-	-	-	-	-	15,777,112
	<b>4,661,929</b>	<b>11,115,183</b>	<b>1,924,334</b>	<b>504,059</b>	<b>204,023</b>	<b>3,164,614</b>	<b>11,103,623</b>	<b>6,316,834</b>	<b>38,994,599</b>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 11. Property, plant and equipment (continued)

#### (i) Impairment review of property, plant and equipment

The management has performed an impairment review and concluded impairment of RM4,788,631 in respect of the property, plant and equipment that had been idle and not in use as at the financial year end. as at the financial year end. The impairment was based on the assessment that the recoverable amount was lower than the carrying amount of the assets.

The recoverable amount of the remaining property, plant and equipment of the subsidiaries, were determined based on its value-in-use calculations using cash flows projections prepared by management covering a five (5) years period. The following are the key assumptions:

- (i) The discounted rate used for the value-in-use calculation is based on the Company's weighted average cost of capital ("WACC") specific to the industry at rate of 5.60% (2024: 10.40%).
- (ii) The value assigned to the key assumptions such as sales growth, fixed and variable costs are based on the management's assessment of future business trends and its historical data.

The recoverable amount of the remaining property, plant and equipment of the subsidiary is higher than its carry amounts.

#### (ii) At reporting date:

The property, plant and equipment of the Group which have been charged as collaterals to secure the banking facilities and term loans referred to Note 22 are as follows:

	Group	
	2025 RM	2024 RM
Carrying amount		
Leasehold land	5,632,235	4,661,929
Leasehold buildings	16,835,309	11,115,183
Office buildings	1,878,335	1,924,334
	<u>24,345,879</u>	<u>17,701,446</u>

#### (iii) Revaluation

The leasehold land and buildings for the manufacturing business segment of the Group were revalued in June 2025 by independent professional valuers using the fair value method which is determined reference to "Comparison Method".



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 11. Property, plant and equipment (continued)

#### (iii) Revaluation (continued)

The fair values of leasehold land were arrived at based on recent transactions and by assessing prices of similar land in the surrounding areas with adjustments made for differences in location, size and shape of the land, tenure, title restrictions, if any and other relevant characteristics.

The fair value of factory buildings was determined based on estimation made of the current new replacement cost less an appropriate adjustment for depreciation or obsolescence to reflect the existing condition of the factory buildings at the date of valuation. In estimating the fair values of the properties, the highest and best use of the properties is their current use.

Had the leasehold land and buildings been carried at historical cost, the carrying amount that would have been included in the financial statements of the Group as at reporting date would be as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Long-term leasehold land</b>		
At cost	350,000	350,000
Less: Accumulated depreciation	(78,718)	(70,506)
Carrying amount	<u>271,282</u>	<u>279,494</u>
<b>Short-term leasehold land</b>		
At cost	2,560,000	2,560,000
Less: Accumulated depreciation	(1,117,334)	(1,000,798)
Carrying amount	<u>1,442,666</u>	<u>1,559,202</u>
<b>Factory buildings</b>		
At cost	11,730,774	11,730,774
Less: Accumulated depreciation	(3,449,707)	(3,161,897)
Carrying amount	<u>8,281,067</u>	<u>8,568,877</u>
<b>Total carrying amount</b>	<u><u>9,995,015</u></u>	<u><u>10,407,573</u></u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 12. Intangible asset

	Group	
	2025 RM	2024 RM
<b>Trademark</b>		
At 1 July 2024/2023	1,000	1,000
Additions	-	-
At 30 June	1,000	1,000
<b>Accumulated amortisation</b>		
At 1 July 2024/2023	200	100
Charge for the financial year	100	100
At 30 June	300	200
<b>Carrying amount</b>		
At 30 June	700	800





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 13. Right-of-use assets

2025 Group Cost	Furniture, fittings and equipment RM	Motor vehicles RM	Plant and machinery RM	Hostel RM	Showroom RM	Warehouse RM	Total RM
At 1 July 2024	-	790,363	2,210,545	424,686	621,773	235,656	4,283,023
Addition	-	182,902	175,440	32,562	334,914	-	725,818
Written off	-	-	-	(323,399)	-	(194,634)	(518,033)
At 30 June	-	973,265	2,385,985	133,849	956,687	41,022	4,490,808
<b>Accumulated amortisation</b>							
At 1 July 2024	-	478,098	976,200	208,012	296,443	141,153	2,099,906
Charge for the financial year	-	239,685	118,651	103,521	146,721	46,111	654,689
Written off	-	-	-	(177,684)	-	(178,414)	(356,098)
At 30 June	-	717,783	1,094,851	133,849	443,164	8,850	2,398,497
<b>Carrying amount</b>							
At 30 June 2025	-	255,482	1,291,134	-	513,523	32,172	2,092,311

## 13. Right-of-use assets (continued)

2024 Group Cost	Furniture, fittings and equipment RM	Motor vehicles RM	Plant and machinery RM	Hostel RM	Showroom RM	Warehouse RM	Total RM
At 1 July 2023	136,000	790,363	2,210,545	447,432	231,377	194,639	4,010,356
Addition	-	-	-	363,381	390,396	41,017	794,794
Transfer to property, plant and equipment (Note 11)	(136,000)	-	-	(103,889)	-	-	(239,889)
Written off	-	-	-	(282,238)	-	-	(282,238)
At 30 June	-	790,363	2,210,545	424,686	621,773	235,656	4,283,023
<b>Accumulated amortisation</b>							
At 1 July 2023	53,493	216,096	875,094	314,789	183,177	32,440	1,675,089
Charge for the financial year	10,880	262,002	101,106	175,461	113,266	108,713	771,428
Transfer to property, plant and equipment (Note 11)	(64,373)	-	-	-	-	-	(64,373)
Written off	-	-	-	(282,238)	-	-	(282,238)
At 30 June	-	478,098	976,200	208,012	296,443	141,153	2,099,906
<b>Carrying amount</b>							
At 30 June 2024	-	312,265	1,234,345	216,674	325,330	94,503	2,183,117

NOTES TO THE FINANCIAL STATEMENTS  
(Cont'd)



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 13. Right-of-use assets (continued)

During the financial year, cash payments made for additions to right-of-use assets are as follows:

	Group	
	2025 RM	2024 RM
Total additions	725,818	663,906
Lease liabilities	(725,818)	(663,906)
Cash payments	-	-

#### Impairment review of right-of-use assets

The recoverable amount of the right of use assets of the subsidiaries, were determined based on its value-in-use calculations using cash flows projections from financial budget prepared by management covering a five (5) years period. The following are the key assumptions:

- (i) The discounted rate used for the value-in-use calculation is based on the Company's weighted average cost of capital specific to the industry at rate of 5.60% (2024: 10.4%).
- (ii) The value assigned to the key assumptions such as sales growth, fixed and variable costs are based on the management's assessment of future business trends and its historical data.

Management has conducted an impairment review and identified circumstances that could lead to the carrying amount of property, plant, and equipment materially exceeding its recoverable amount.

### 14. Investment in subsidiaries

	Company	
	2025 RM	2024 RM
Unquoted shares at cost	54,024,076	22,024,076
Less: Impairment loss		
At 1 July 2024/2023	16,352,460	9,081,330
Addition	30,234,324	7,271,130
At 30 June	46,586,802	16,352,460
	7,437,274	5,671,616



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 14. Investment in subsidiaries (continued)

Details of the subsidiaries which are incorporated in Malaysia, are as follows:

Name of subsidiaries	Country of incorporation	Percentage of equity held (%)		Principal activities
		2025 %	2024 %	
Subsidiaries of the Company				
Scanwolf Plastic Industries Sdn. Bhd. ("SPI")	Malaysia	100	100	Design and manufacture of plastic extrusions and trading of industrial consumables
Scanwolf Properties Sdn. Bhd. ("SPSB")	Malaysia	100	100	Property development
Scanwolf Marketing Sdn. Bhd. ("SMSB")	Malaysia	100	100	Wholesale of fittings and fixtures
Scanwolf Builders Sdn. Bhd. (formerly known as Scanwolf Development Sdn. Bhd.)	Malaysia	100	-	Property development
Subsidiary of Scanwolf Plastic Industries Sdn. Bhd.				
Scanwolf Flooring Industries Sdn. Bhd. ("SFI")	Malaysia	100	100	Manufacturing of vinyl flooring
Subsidiary of Scanwolf Properties Sdn. Bhd.				
Scanwolf Builders Sdn. Bhd. (formerly known as Scanwolf Development Sdn. Bhd.)	Malaysia	-	100	Property development

#### (a) Impairment assessment

At the reporting date, the Company conducted an impairment review on Scanwolf Plastic Industries Sdn. Bhd. ("SPI") and its subsidiary, Scanwolf Flooring Sdn. Bhd. ("SFI") and impairment review on Scanwolf Marketing Sdn. Bhd. ("SMSB"). The carrying amounts of the investment in SPI, SFI and SMSB are higher than their net assets value, therefore indicated that the carrying amount of investment in subsidiaries may be impaired. The Director's assessment of the recoverable amounts of these subsidiaries are based on the higher of its fair value less costs to sell of these subsidiaries, or its value in use.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 14. Investment in subsidiaries (continued)

#### (a) Impairment assessment (continued)

The Directors have estimated the investment's fair value less cost of disposal based on the net assets of the subsidiary as there is no readily available market value. Impairment of investment in subsidiary was made since there is significant decline in the net assets of the subsidiary as a result of operational losses. The total impairment made during the year amounted to RM30,234,342 (2024: RM7,271,130).

### 15. Deferred tax (assets)/liabilities

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
At 1 July 2024/2023	1,743,046	1,953,083	(154,207)	(154,207)
Recognised in profit or loss (Note 9):	22,532	-		
- crystallisation of deferred tax liabilities arising from revaluation reserve	(132,248)	(74,885)	-	-
- current deferred tax	-	634,622		
- over provision of deferred tax in prior years	-	(769,774)	-	-
Recognised directly in equity:				
- arising from Irredeemable Convertible Unsecured Loan Stocks liabilities	8,088	-	8,088	-
- transfer from revaluations	1,699,952	-	-	-
	1,598,324	(210,037)	8,088	-
At 30 June	3,341,370	1,743,046	(146,119)	(154,207)



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 15. Deferred tax (assets)/liabilities (continued)

Presented after offsetting as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Deferred tax assets	(146,119)	(154,207)	(146,119)	(154,207)
Deferred tax liabilities	3,487,489	1,897,253	-	-
	<u>3,341,370</u>	<u>1,743,046</u>	<u>(146,119)</u>	<u>(154,207)</u>

The movements in deferred tax (assets)/liabilities during the financial year comprise the following:

	Property, plant and equipment RM	Revaluation reserve RM	Total RM
<b>Group 2025</b>			
<b>Deferred tax liabilities</b>			
At 1 July 2024	1,955,249	1,627,372	3,582,621
Crystallisation of deferred tax liabilities arising from revaluation reserve	-	(132,248)	(132,248)
Recognised in directly in equity	-	1,699,952	1,699,952
Recognised in profit or loss	33,129	-	33,129
At 30 June	<u>1,988,378</u>	<u>3,195,076</u>	<u>5,183,454</u>
<b>2024</b>			
<b>Deferred tax liabilities</b>			
At 1 July 2023	1,767,302	2,107,290	3,874,592
Crystallisation of deferred tax liabilities arising from revaluation reserve	-	(74,885)	(74,885)
Recognised in profit or loss	187,947	(405,033)	(217,086)
At 30 June	<u>1,955,249</u>	<u>1,627,372</u>	<u>3,582,621</u>

	Unabsorbed capital allowance RM	Unutilised tax losses RM	Others RM	Total RM
<b>Group 2025</b>				
<b>Deferred tax assets</b>				
At 1 July 2024	(516,513)	(1,168,855)	(154,207)	(1,839,575)
Recognised in profit or loss	502,209	372,735	(885,541)	(10,597)
Recognised in directly in equity	-	-	8,088	8,088
At 30 June	<u>(14,304)</u>	<u>(796,120)</u>	<u>(1,031,660)</u>	<u>(1,842,084)</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 15. Deferred tax (assets)/liabilities (continued)

	Unabsorbed capital allowance RM	Unutilised tax losses RM	Others RM	Total RM
<b>Group 2024</b>				
<b>Deferred tax assets</b>				
At 1 July 2023	(1,302,759)	(464,543)	(154,207)	(1,921,509)
Recognised in profit or loss	786,246	(704,312)	-	81,934
At 30 June	<u>(516,513)</u>	<u>(1,168,855)</u>	<u>(154,207)</u>	<u>(1,839,575)</u>
<b>Company 2025</b>				<b>Others RM</b>
<b>Deferred tax assets</b>				
At 1 July 2024/ 30 June				<u>(146,119)</u>
<b>2024</b>				
<b>Deferred tax assets</b>				
At 1 July 2023/ 30 June				<u>(154,207)</u>

The amount of temporary differences for which no deferred tax assets (stated at gross) have been recognised as they may not be used to offset taxable profits of the other subsidiaries in the Group and they arose in subsidiaries that have a recent history of losses, are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2025 RM</b>	<b>2024 RM</b>	<b>2025 RM</b>	<b>2024 RM</b>
Unabsorbed capital allowance	6,143,624	548,071	-	-
Unutilised tax losses	44,472,257	33,299,696	3,654,352	3,887,981
Others	32,302	484	-	-
	<u>50,648,183</u>	<u>33,848,251</u>	<u>3,654,352</u>	<u>3,887,981</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 16. Inventories

	Group	
	2025 RM	2024 RM
<b>Manufacturing</b>		
- raw materials	3,894,751	3,947,823
- work in progress	2,605,616	3,477,616
- finished goods	2,563,160	2,460,212
- production supplies	-	330,057
	9,063,527	10,215,708
<b>Properties</b>		
- properties held for development	6,328,689	2,665,319
- properties held for sale	35,149,424	34,622,252
	41,478,113	37,287,571
	50,541,640	47,503,279
Less: non-current portion	(6,328,689)	(2,665,319)
	44,212,951	44,837,960
<b>Recognised in profit or loss</b>		
Inventories recognised as cost of sales	16,877,850	15,729,306

The properties development are pledged against borrowings as disclosed in *Note 24* to the financial statements.





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 17. Receivables, deposits and prepayments

		Group		Company	
	Note	2025 RM	2024 RM	2025 RM	2024 RM
<b>Non-current asset</b>					
Amount due from subsidiaries	(a)	-	-	42,586,584	51,741,549
Less: Impairment		-	-	(40,141,928)	(51,272,467)
		-	-	2,444,656	469,082
<b>Current assets</b>					
Trade receivables	(b)	25,806,657	6,198,084	-	-
Less: Impairment		(83,858)	(351,956)	-	-
		25,722,799	5,846,128	-	-
Amount due from subsidiaries	(a)	-	-	3,880,322	6,156,739
Less: Impairment		-	-	(3,301,808)	(5,937,023)
		-	-	578,514	219,716
Amount due from related parties	(c)	27,896,264	-	-	-
		53,619,063	5,846,128	578,514	219,716
Non-trade receivables		2,386,266	1,359,115	-	-
Deposits		1,762,634	904,196	4,000	4,000
Prepayments		187,790	750,234	19,034	19,883
Services tax payable		491,364	-	-	-
		4,828,054	3,013,545	23,034	23,883
		58,447,117	8,859,673	3,046,204	712,681



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 17. Receivables, deposits and prepayments (continued)

#### (a) Amounts due from subsidiaries

##### Trade in nature

Amount due from subsidiaries which are trade in nature and normal trade credit terms of the Group are 0 to 120 days (2024: 0 to 120 days). Other credit terms are assessed and approved on a case-by-case basis.

The movements in the loss allowance of amount due from subsidiaries during the financial year are as follows:

	Company 2025 RM	2024 RM
<b>Loss allowance</b>		
At 1 July 2024/2023	5,937,023	5,213,100
(Reversal)/additions	(2,635,215)	723,923
At 30 June	<u>3,301,808</u>	<u>5,937,023</u>

##### Non-trade in nature

Amount due from subsidiaries are non-trade, unsecured, bear interest ranging from 3.00% to 6.70% (2024: 3.00% to 6.70%) per annum and is repayable on demand.

The movements in the loss allowance of amount due from subsidiaries during the financial year are as follows:

	Company 2025 RM	2024 RM
<b>Loss allowance</b>		
At 1 July 2024/2023	51,272,467	50,999,726
Additions	13,432,799	16,003,027
Reversal of allowance for impairment	(24,563,338)	(15,730,286)
At 30 June	<u>40,141,928</u>	<u>51,272,467</u>

#### (b) Trade receivables

The normal trade credit terms of the Group are 0 to 120 days (2024: 0 to 120 days). Other credit terms are assessed and approved on a case-by-case basis.

The movements in the loss allowance of trade receivables during the financial year are as follows:



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 17. Receivables, deposits and prepayments (continued)

#### (b) Trade receivables (continued)

	Group	
	2025 RM	2024 RM
<b>Loss allowance</b>		
At 1 July 2024/2023	351,956	351,956
Additions	(268,098)	-
At 30 June	<u>83,858</u>	<u>351,956</u>

#### (c) Amount due from related parties

The normal trade credit terms of the Group are 30 days. Other credit terms are assessed and approved on a case-by-case basis.

### 18. Contract liabilities

	Group	
	2025 RM	2024 RM
At 1 July 2024/2023	-	-
Revenue recognized during the financial year	55,198,631	-
Amount billed to customer during the financial year	(55,705,610)	-
At 30 June	<u>506,981</u>	<u>-</u>

### 19. Cash and bank balances

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Cash on hand	3,841	2,197	254	254
Cash at bank	8,236,235	479,085	97,220	30,738
	<u>8,240,076</u>	<u>481,282</u>	<u>97,474</u>	<u>30,992</u>

## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 20. Share capital

		Group and Company		Group and Company	
		2025	2024	2025	2024
	Note	No. of shares	No. of shares	RM	RM
<b>Issued and fully paid:</b>					
At 1 July					
2024/2023		200,289,510	198,767,010	82,577,242	82,018,992
Conversion of Irredeemable Convertible Unsecured Loan Stocks (ICULS)	21(c)	3,125,700	-	937,710	-
Conversion of Warrants	21(d)	10,920,100	1,522,500	3,982,061	558,250
At 30 June		<u>214,335,310</u>	<u>200,289,510</u>	<u>87,497,013</u>	<u>82,577,242</u>

The holder of ordinary shares is entitled to receive dividends as and when declared by the Company. All ordinary shares carry one (1) vote per share without restriction and rank equally with regards to the Company's residual interests.

### 21. Other reserves

		Group		Company	
		2025	2024	2025	2024
	Note	RM	RM	RM	RM
<b>Non-distributable:</b>					
Revaluation reserve	(a)	10,242,043	5,256,745	-	-
Reverse acquisition reserve	(b)	(19,524,076)	(19,524,076)	-	-
ICULS	(c)	1,685,329	1,972,288	1,685,329	1,972,288
Warrant reserves	(d)	2,673,529	3,397,540	2,673,529	3,397,540
Capital reserve	(e)	-	-	2,000,000	-
		<u>(4,923,175)</u>	<u>(8,897,503)</u>	<u>6,358,858</u>	<u>5,369,828</u>

#### (a) Revaluation reserve

The revaluation reserve represents revaluation surplus arising from leasehold land and buildings. The revaluation reserves used to record increase in the fair value of leasehold and buildings and decreases to the extent that such decrease relates to an increase on the same assets previously recognised in other comprehensive income.

#### (b) Reverse acquisition reserve

The reverse acquisition reserve arose from the reverse acquisition of the Company by Scanwolf Plastic Industries Sdn. Bhd. in 2008.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 21. Other reserves (continued)

#### (c) Irredeemable Convertible Unsecured Loan Stocks (ICULS)

Recognition of ICULS and classification in accordance to MFRS 9. The Management has used Black Scholes method, in deriving its Fair Value of the option price, and thus, segregate the equity component against the liability's component ICULS.

The salient features of the ICULS are as follows:

- (i) The Rights Issue of ICULS with Warrants entails the issuance of up to RM10,497,120 nominal value of ICULS at 100% of its nominal value of RM0.10 on the basis of 2 ICULS for every 2 existing Scanwolf Shares held by Entitled Shareholders on the Entitlement Date together with up to 52,485,600 Warrants on the basis of 1 Warrant for every 2 ICULS subscribed by the Entitled Shareholders;
- (ii) The ICULS shall be issued at 100% of its nominal value of RM0.10 each. The issue price of RM0.10 and the conversion price of RM0.30;
- (iii) the tenure of the ICULS of 5 years with interest rate of 3% per annum;

	Note	2025 Units	2024 Units
Number of ICULS not converted as at 30 June		26,470,800	29,596,500
		<b>2025 RM</b>	<b>2024 RM</b>
Equity component		1,685,329	1,972,288
Liability component		608,830	642,529
Deferred tax assets	13	146,119	154,207
		<b>2,440,278</b>	<b>2,769,024</b>

#### (d) Warrant reserves

The Rights Issue of ICULS with Warrants is renounceable in full or in part. However, the ICULS and Warrants cannot be renounced separately. The Warrants are attached to the ICULS and will only be issued to the Entitled Shareholders or renouncee(s)/transferee(s) who have subscribed for the ICULS. The Entitled Shareholders accepting only part of their ICULS entitlements shall be entitled to the Warrants in proportion to their acceptance of their ICULS entitlements. Upon issuance, the Warrants will be immediately detached from the ICULS and can be exercised separately.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 21. Other reserves (continued)

#### (d) Warrant reserves (continued)

The salient features of the warrants are as follows:

- (i) The warrants have fixed the exercise price of the Warrants at RM0.30 each;
- (ii) The ICULS shall be issued at 100% of its nominal value of RM0.10 each. The issue price of RM0.10 and the conversion price of RM0.30; and
- (iii) The tenure of the ICULS of 5 years with interest rate of 3% per annum.

During the year, the Company issuance of 10,920,100 shares for RM0.10 each for cash pursuant to the Company's warrant at exercise price of RM0.30 per share during the financial year.

#### (e) Capital reserve

On 26 June 2025, Scanwolf Properties Sdn Bhd, a wholly owned subsidiary of the Company, transferred its entire investment in Scanwolf Builders Sdn Bhd to Scanwolf Holding Berhad. The investment, comprising ordinary shares with a carrying amount of RM2,000,000, was transferred for without consideration as part of an internal group restructuring exercise.

As the transaction was between entities under common control, it was accounted for using the carry-over basis in accordance with the Group's accounting policy for common control transactions. Accordingly, the investment was recorded in the books of Scanwolf Holding Berhad at the carrying amount of RM2,000,000.

The reserves represent the difference between the carrying amount of the investment received and the consideration transferred and does not impact the Group's consolidated profit and loss.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 22. Payables, deposits and accruals

		Group		Company	
	Note	2025 RM	2024 RM	2025 RM	2024 RM
<b>Non-current liabilities</b>					
Non-trade payables		-	-	-	2,112,801
<b>Current liabilities</b>					
Trade payables	(a)	40,874,289	8,130,081	-	-
Non-trade payables		20,800,193	4,665,810	304,360	253,695
Accruals		5,087,634	1,830,749	467,666	302,101
Amount due to Directors	(b)	202,000	13,256,366	-	-
Amount due to related party	(c)	10,543,817	1,000,000	-	-
Amount due to a subsidiary		-	-	17,607,392	-
Deposits received from customers – non refundable		209,718	10,000	-	-
Services tax payable		92,065	74,247	-	-
		<u>77,809,716</u>	<u>28,967,253</u>	<u>18,379,418</u>	<u>555,796</u>
		<u>77,809,716</u>	<u>28,967,253</u>	<u>18,379,418</u>	<u>2,668,597</u>

#### (a) Trade payables

Credit terms of trade payables granted to the Group range from 30 days to 120 days (2024: 30 days to 120 days).

#### (b) Amount due to Directors

The amounts due to Directors represents non-trade in nature, unsecured, interest free and payable on demand.

Significant related party transactions have been disclosed in Note 26 of the financial statements

#### (c) Amount due to related party

The amounts due to related party represents non-trade in nature, unsecured, interest free and payable on demand.

Significant related party transactions have been disclosed in Note 26 of the financial statements.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 23. Lease liabilities

	Group	
	2025 RM	2024 RM
<b>Representing:</b>		
Current liabilities	1,408,060	1,700,493
Non-current liabilities	2,167,785	2,830,914
	<u>3,575,845</u>	<u>4,531,407</u>
<b>Recognised in profit or loss:</b>		
Interest expense on lease liabilities	<u>266,416</u>	<u>319,062</u>

The effective interest rates of hire-purchase creditors ranged from 3.40% to 8.45% (2024: 3.40% to 8.45%) per annum.

The total cash outflow for leases for the financial year ended 30 June 2025 is RM1,561,090 (2024: RM1,207,642).

### 24. Borrowings

	Group	
	2025 RM	2024 RM
<b>Non-current:</b>		
Term loans	<u>1,412,714</u>	<u>1,568,080</u>
<b>Current:</b>		
Bank overdrafts	1,000,736	5,104,547
Bankers' acceptances	27,710,406	11,556,049
Term loans	178,152	173,471
	<u>28,889,294</u>	<u>16,834,067</u>
	<u>30,302,008</u>	<u>18,402,147</u>

The maturity structure of term loans can be analysed as follows:

	Group	
	2025 RM	2024 RM
Within one year	178,152	173,471
More than one year but less than five years	664,284	737,340
More than five years	748,430	830,740
	<u>1,590,866</u>	<u>1,741,551</u>

The effective interest rates of borrowings ranged from 4.68% to 6.76% (2024: 4.17% to 6.36%) per annum.





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 24. Borrowings (continued)

The borrowings are secured by the following:

- (i) The property development assets as disclosed in Note 16(a);
- (ii) Leasehold land and buildings and office buildings as disclosed in Note 11;
- (iii) For borrowings of subsidiaries, corporate guarantees by the Company; and
- (iv) Joint and severally guarantees by all directors of the borrowing subsidiaries.

### 25. Corporate guarantee

	Company 2025 RM	2024 RM
Unsecured: Corporate guarantee granted for the benefit of subsidiary for the borrowings	1,741,549	1,741,549

### 26. Significant related party disclosures

#### (a) Significant related party transactions

Significant related party transactions are as follows:

#### (b) Identities of related parties

Parties are considered to be related to the Group if the Group has the ability to directly 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 may be individuals or other entities.

Related parties of the Group include:

- (i) Subsidiaries;
- (ii) Entities in which directors have substantial financial interests; and
- (iii) Key management personnel of the Group and of the Company, comprising persons having the authority and responsibility for planning, directing and controlling the activities directly or indirectly.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 26. Significant related party disclosures (continued)

#### (b) Significant related party transactions

Significant related party transactions are as follows:

Name of company With subsidiaries	Type of transaction	Company	
		2025 RM	2024 RM
Scanwolf Properties Sdn. Bhd.	Management fee		
	income	360,000	360,000
	Interest income	571,222	470,022
Scanwolf Builders Sdn. Bhd. (formerly known as Scanwolf Development Sdn. Bhd.)	Management fee income		
		360,000	360,000

The balances outstanding with related parties in respect of the above transactions are disclosed in Notes 17 and 22 to the financial statements.

The Directors are of the opinion that the transactions above have been entered into in the normal course of business and have been established on terms and conditions mutually agreed between the relevant parties.

#### (c) Key management compensation

The key management personnel are defined as directors of the Group and the Company. The remuneration of key management personnel during the financial year is as disclosed in Note 5 to the financial statements.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 27. Segment reporting

For management purpose, the Group is organised into business units based on their nature of business and has three reportable operating segments as follows:

#### **Business segments**

Property development  
Manufacturing  
Investment and others

The above reportable segments operate in Malaysia.

Management monitors the operating results of its business units as well as relying on the segment information as disclosed below for the purpose of making decision about resource allocation and performance assessment.

## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 27. Segment reporting (continued)

#### (a) Analysis of results and financial position

Group 2025	Property development RM	Manufacturing RM	Investment and others RM	Total RM	Elimination RM	Consolidated RM
<b>Revenue</b>						
Revenue from external customers	56,150,633	34,994,306	-	91,144,939	-	91,144,939
Inter-segment revenue	-	13,132,837	720,000	13,852,387	(13,852,837)	-
	<u>56,150,633</u>	<u>48,127,143</u>	<u>720,000</u>	<u>104,997,326</u>	<u>(13,852,837)</u>	<u>91,144,939</u>
<b>Results</b>						
Profit/(Loss) from operations before finance income	12,044,531	(11,333,317)	21,882,216	22,593,430	(31,324,027)	(8,730,597)
Finance income	-	87,850	517,222	605,072	(586,052)	19,020
Profit /(Loss) from operations	<u>12,044,531</u>	<u>(11,245,467)</u>	<u>22,399,438</u>	<u>23,198,502</u>	<u>(31,910,079)</u>	<u>(8,711,577)</u>
Finance cost	(588,712)	(1,638,170)	(924,078)	(3,150,960)	1,347,683	(1,803,277)
Profit /(Loss) before tax	<u>11,455,819</u>	<u>(12,883,637)</u>	<u>21,475,360</u>	<u>20,047,542</u>	<u>(30,562,396)</u>	<u>(10,514,854)</u>
Tax expenses	(776,000)	109,716	-	(666,284)	-	(666,284)
Profit/(Loss) for the financial year	<u>10,678,819</u>	<u>(12,773,921)</u>	<u>21,475,360</u>	<u>19,381,258</u>	<u>(30,562,396)</u>	<u>(11,181,138)</u>
<b>Assets and liabilities</b>						
Segment assets	101,404,384	108,057,727	49,635,779	259,097,890	(100,185,455)	158,912,435
Segment liabilities	<u>69,675,580</u>	<u>125,208,275</u>	<u>18,988,248</u>	<u>213,872,103</u>	<u>(96,805,234)</u>	<u>117,066,869</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 27. Segment reporting (continued)

#### (a) Analysis of results and financial position (continued)

Group 2025	Property development RM	Manufacturing RM	Investment and others RM	Total RM	Elimination RM	Consolidated RM
Capital expenditure on:						
Acquisition of property, plant and equipment	3,250	626,707	-	629,957	-	629,957
Acquisition of Right-of-use assets	-	725,818	-	725,818	-	725,818
Depreciation						
- Property, plant and equipment	112,635	2,453,168	-	2,565,803	-	2,565,803
- Right-of-use assets	42,893	1,087,620	-	1,130,513	(475,824)	654,689
- Amortisation of intangible assets	-	100	-	100	-	100
Non-cash items other than depreciation and amortisation:						
Net allowances for expected credit losses	-	-	28,106,732	28,106,732	(28,106,732)	-
Plant, property and equipment						
- impairment loss	-	4,788,631	-	4,788,631	-	4,788,631

## 27. Segment reporting (continued)

## (a) Analysis of results and financial position

Group 2024	Property development	Manufacturing	Investment and others	Total	Elimination	Consolidated
Revenue	RM	RM	RM	RM	RM	RM
Revenue from external customers	400,000	32,401,337	-	32,801,337	-	32,801,337
Inter-segment revenue	(11,300)	15,690,519	720,000	16,399,219	(16,399,219)	-
	388,700	48,091,856	720,000	49,200,556	(16,399,219)	32,801,337
<b>Results</b>						
Profit/(Loss) from operations before finance income	361,303	(12,808,398)	(1,597,173)	(14,044,268)	8,867,848	(5,176,420)
Finance income	-	228,714	470,022	698,736	(660,126)	38,610
(Loss)/Profit from operations	361,303	(12,579,684)	(1,127,151)	(13,345,532)	8,207,722	(5,137,810)
Finance cost	(617,156)	(1,473,566)	(178,835)	(2,269,557)	691,797	(1,577,760)
(Loss)/Profit before tax	(255,853)	(14,053,250)	(1,305,986)	(15,615,089)	8,899,519	(6,715,569)
Tax income	-	210,037	-	210,037	-	210,037
Loss for the financial year	(255,853)	(13,843,213)	(1,305,986)	(15,405,052)	8,899,519	(6,505,532)
<b>Assets and liabilities</b>						
Segment assets	48,227,758	79,744,875	6,569,496	134,542,129	(36,365,172)	98,176,957
Segment liabilities	57,173,773	89,504,584	3,311,126	149,989,483	(95,547,247)	54,442,236

NOTES TO THE FINANCIAL STATEMENTS  
(Cont'd)



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 27. Segment reporting (continued)

#### (a) Analysis of results and financial position (continued)

Group 2024	Property development RM	Manufacturing RM	Investment and others RM	Total RM	Elimination RM	Consolidated RM
Capital expenditure on:						
Acquisition of property, plant and equipments						
Depreciation						
- Property, plant and equipment	112,190	3,279,783	-	3,392,073	-	3,392,073
- Right-of-use assets	42,893	1,204,359	-	1,247,252	(475,824)	771,428
- Amortisation of intangible assets	-	100	-	100	-	100
Non-cash items other than depreciation and amortisation:						
Net allowances for expected credit losses	43,321	627,890	996,661	1,667,872	(1,667,872)	-
Inventories written down	-	1,063,278	-	1,063,278	-	1,063,278
Plant, property and equipment - impairment loss	-	6,250,994	-	6,250,994	-	6,250,994
Gain on disposal of assets classified as held for sale	(500,832)	-	-	(500,832)	-	(500,832)



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 28. Financial instruments

#### Categories of financial instruments

The table below provides an analysis of financial instruments categorised as financial assets and financial liabilities measured at amortised cost ("AC").

Group 2025	Carrying amount RM	AC RM
<b>Financial assets</b>		
Trade receivables	25,722,799	25,722,799
Other receivables and deposits (exclude prepayment)	4,640,264	4,640,264
Cash and bank balances	8,240,076	8,240,076
	<u>38,603,139</u>	<u>38,603,139</u>
<b>Financial liabilities</b>		
Borrowings	30,302,008	30,302,008
Irredeemable Convertible Unsecured Loan Stocks (ICULS)	608,830	608,830
Trade payables	40,874,289	40,874,289
Other payables and accruals	26,189,610	26,189,610
Amount due to related party	10,543,817	10,543,817
Amount due to Directors	202,000	202,000
	<u>108,720,554</u>	<u>108,720,554</u>
<b>Company 2025</b>		
<b>Financial assets</b>		
Deposits (exclude prepayment)	4,000	4,000
Cash and bank balances	97,474	97,474
	<u>101,474</u>	<u>101,474</u>
<b>Financial liability</b>		
Irredeemable Convertible Unsecured Loan Stocks (ICULS)	608,830	608,830
Other payables and accruals	18,379,418	18,379,418
	<u>18,988,248</u>	<u>18,988,248</u>





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 28. Financial instruments (continued)

#### Categories of financial instruments (continued)

The table below provides an analysis of financial instruments categorised as financial assets and financial liabilities measured at amortised cost ("AC").

Group 2024	Carrying amount RM	AC RM
<b>Financial assets</b>		
Trade receivables	5,846,128	5,846,128
Other receivables and deposits (exclude prepayment)	2,263,314	2,263,314
Cash and bank balances	481,282	481,282
	<u>8,590,724</u>	<u>8,590,724</u>
<b>Financial liabilities</b>		
Borrowings	18,402,147	18,402,147
Irredeemable Convertible Unsecured Loan Stocks (ICULS)	642,529	642,529
Trade payables	8,130,081	8,130,081
Other payables and accruals	19,600,806	19,600,806
Amount due to related party	1,000,000	1,000,000
Amount due to Directors	236,366	13,256,366
	<u>48,011,929</u>	<u>61,031,929</u>
<b>Company 2024</b>		
<b>Financial assets</b>		
Deposits (exclude prepayment)	4,000	4,000
Cash and bank balances	30,992	30,992
	<u>34,992</u>	<u>34,992</u>
<b>Financial liability</b>		
Irredeemable Convertible Unsecured Loan Stocks (ICULS)	642,529	642,529
Other payables and accruals	555,796	555,796
	<u>1,198,325</u>	<u>1,198,325</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 28. Financial instruments (continued)

#### Categories of financial instruments (continued)

#### Net gains/(losses) arising from financial instruments

Group	2025 RM	2024 RM
<b>Net (losses)/gains arising on:</b>		
<b><i>Financial assets measured at amortised cost</i></b>		
Allowance for expected credit loss		
Interest income	19,020	38,610
<b><i>Financial liabilities measured at amortised cost</i></b>		
Interest expenses	(1,803,277)	(1,577,760)
<b>Company</b>		
<b>Net (losses)/gains arising on:</b>		
<b><i>Financial assets measured at amortised cost</i></b>		
Interest income	517,222	470,022
(Reversal)/(Allowance) for expected credit loss		
- charge for the financial year	13,765,750	(996,661)
	14,282,972	(526,639)
<b><i>Financial liabilities measured at amortised cost</i></b>		
Interest expenses	(924,078)	(178,835)

#### Financial risk management objectives and policies

The Group and the Company are exposed to financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, interest rate risk and liquidity risk.

The Group's and the Company's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Group's and the Company's businesses whilst managing its credit risk, interest rate risk and liquidity risk.

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



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 28. Financial instruments (continued)

#### Financial risk management objectives and policies (continued)

##### (a) Credit risk

Credit risk is the risk of a financial loss if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost and deposits with banks and institutions, as well as credit exposures to the Group's customers, including outstanding receivables.

##### Risk management

The Group and the Company manage their exposure to credit risk by the application of credit approvals, credit limits and monitoring procedures on an ongoing basis. For other financial assets (including cash and bank balances), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

##### Credit risk concentration profile

The Group and the Company has no significant concentration of credit risk that may arise from exposure to a single customer or to a group of customers.

##### Exposure to credit risk

As the Group and the Company do not hold any collateral, the maximum exposure to credit risk is represented by the carrying amount of the financial assets as at the end of the reporting period.

##### Impairment of financial assets

The Group's trade receivables are subject to expected credit loss model.

While cash and cash equivalents, refundable deposits and loans are subject to the impairment requirements of MFRS 9.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 28. Financial instruments (continued)

#### Financial risk management objectives and policies (continued)

##### (a) Credit risk (continued)

##### Impairment of financial assets (continued)

##### *Trade receivables*

On the basis as disclosed in Note 1(d)(iv) to the financial statements, the loss allowance as at 30 June 2025 was determined as follows for trade receivables:

	Gross amount RM	Loss allowances RM	Carrying amount RM
<b>Group 2025</b>			
Not past due	10,076,754	-	10,076,754
Past due:			
- more than 30 days	975,098	-	975,098
- more than 60 days	2,747,254	-	2,747,254
- more than 90 days	12,007,551	(83,858)	11,923,693
	<u>25,806,657</u>	<u>(83,858)</u>	<u>25,722,799</u>
<b>2024</b>			
Not past due	2,326,310	-	2,326,310
Past due:			
- more than 30 days	1,404,081	-	1,404,081
- more than 60 days	810,726	-	810,726
- more than 90 days	1,656,967	(351,956)	1,305,011
	<u>6,198,084</u>	<u>(351,956)</u>	<u>5,846,128</u>

##### (b) Interest risk

The Group's fixed rate borrowings are exposed to fair value interest rate risk. The Group's variable rate borrowings are exposed to cash flows interest rate risk.

##### Risk management

The Group's policy is to obtain the most favourable rates available.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 28. Financial instruments (continued)

#### Financial risk management objectives and policies (continued)

##### (b) Interest risk (continued)

##### Exposure to interest rate risk

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

	Effective interest rate per annum (%)	Group 2025 RM	2024 RM
<b>Fixed rate instruments</b>			
Borrowings			
- bankers' acceptances	1.00%	27,710,406	11,556,049
- term loans	6.68% to 6.89%	1,590,866	1,741,552
- irredeemable convertible unsecured loan stock (ICULS)	3.00%	608,830	642,529
		<u>29,910,102</u>	<u>13,940,130</u>
<b>Variable rate instruments</b>			
Borrowings			
- bank overdraft	0.50%	<u>1,000,736</u>	<u>5,104,547</u>

##### Interest rate risk sensitivity analysis

##### *Fair value sensitivity analysis for fixed rate instruments*

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

##### *Cash flow sensitivity analysis for variable rate instruments*

Profit or loss is sensitive to higher/lower interest income from cash and cash equivalents as a result of changes in interest rates. This analysis assumes that all other variables remain constant.

	2025 Increase/ (Decrease) RM	2024 Increase/ (Decrease) RM
<b>Effects on profit after taxation/accumulated losses:</b>		
Increase by 10 basis points	761	3,879
Decrease by 10 basis points	<u>(761)</u>	<u>(3,879)</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 28. Financial instruments (continued)

#### Interest rate risk (continued)

##### (c) Liquidity risk

Liquidity risk is the risk that the Group and the Company will not be able to meet its financial obligations as they fall due. The Company's exposure to liquidity risk arises principally from its various payables, loans and borrowings.

##### Risk management

The Group and the Company practice prudent risk management by maintaining sufficient cash balances.

##### Maturity analysis

The table below analyse the Company' financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 28. Financial instruments (continued)

#### Financial risk management objectives and policies (continued)

##### (c) Liquidity risk (continued)

##### Maturity analysis (continued)

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant.

	Carrying amount RM	Contractual cash flows RM	Within 1 year RM	Between 2 to 5 years RM
<b>Group</b>				
<b>2025</b>				
Lease liabilities	3,575,845	3,842,261	1,623,370	2,218,891
Banker acceptances	27,710,406	28,096,196	28,096,196	-
Bank overdraft	1,000,736	1,276,547	1,276,547	-
Term loan	1,590,866	2,123,229	394,306	1,728,923
Payables, deposits and accruals	77,809,716	77,809,716	77,809,716	-
Irredeemable Convertible Unsecured Loan Stocks				
liabilities	608,830	784,760	784,760	-
	112,296,399	113,932,709	109,984,895	3,947,814
<b>Company</b>				
<b>2025</b>				
Non-trade payables and accruals	18,379,418	18,379,418	18,379,418	-
Irredeemable Convertible Unsecured Loan Stocks				
liabilities	608,830	608,830	608,830	-
	18,988,248	18,988,248	18,988,248	-

## 28. Financial instruments (continued)

## Financial risk management objectives and policies (continued)

## (c) Liquidity risk (continued)

Maturity analysis (continued)

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant.

<b>Group 2024</b>	<b>Carrying amount RM</b>	<b>Contractual cash flows RM</b>	<b>Within 1 year RM</b>	<b>Between 2 to 5 years RM</b>
Lease liabilities	4,531,407	4,850,469	1,860,024	2,990,445
Banker acceptances	11,556,049	12,024,133	12,024,133	-
Bank overdraft	5,104,547	5,285,108	5,285,108	-
Term loan	1,741,551	2,213,675	213,052	2,000,623
Payables, deposits and accruals	28,967,253	28,967,253	28,967,253	-
Irredeemable Convertible Unsecured Loan Stocks liabilities	642,529	821,364	821,364	-
	<u>52,543,336</u>	<u>54,162,002</u>	<u>49,170,934</u>	<u>4,991,068</u>
<b>Company 2024</b>				
Non-trade payables and accruals	555,796	555,796	555,796	-
Irredeemable Convertible Unsecured Loan Stocks liabilities	642,529	642,529	642,529	-
	<u>1,198,325</u>	<u>1,198,325</u>	<u>1,198,325</u>	<u>-</u>

## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)





## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 28. Financial instruments (continued)

#### Financial risk management objectives and policies (continued)

##### Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group is exposed to foreign currency risk as a result of its normal trade activities that are denominated in currencies other than Ringgit Malaysia.

The Group's sales are mostly denominated in US Dollar and Ringgit Malaysia and to a lesser extent the whilst purchases are denominated in US Dollar ("USD"), Chinese Renminbi ("RMB"), Singapore Dollar ("SGD"), Taiwan Dollar ("TWD"), Japanese Yen ("YEN") and Ringgit Malaysia ("RM").

The Group mitigates its foreign currency exchange risk through the natural hedge of operating foreign currency accounts using the deposits from its export proceeds to pay imported purchases where both are denominated in the same foreign currency. The Group also enters into foreign currency forward contracts to hedge certain of the export proceeds and import purchases, whenever considered necessary.

The Group's exposure to foreign currency is as follows:

Group 2025	USD RM	SGD RM	RMB RM	TWD RM	Total RM
<b>Financial assets</b>					
Receivables	5,460,819	19,157	-	-	5,479,976
Cash and bank balances	9,803	306,054	-	-	315,857
	<u>5,470,622</u>	<u>325,211</u>	<u>-</u>	<u>-</u>	<u>5,795,833</u>
<b>Financial liabilities</b>					
Payables	13,205,960	-	1,638,490	139,687	14,984,137
Net currency exposure	<u>(7,735,338)</u>	<u>(325,211)</u>	<u>(1,638,490)</u>	<u>(139,687)</u>	<u>(9,188,304)</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 28. Financial instruments (continued)

#### Financial risk management objectives and policies (continued)

#### Foreign currency risk (continued)

The Group's exposure to foreign currency is as follows: (continued)

Group 2024	USD RM	SGD RM	RMB RM	TWD RM	YEN RM	Total RM
<b>Financial assets</b>						
Receivables	1,029,876	16,403	-	-	-	1,046,279
Cash and bank balances	285	-	-	-	-	285
	<u>1,030,161</u>	<u>16,403</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,046,564</u>
<b>Financial liabilities</b>						
Payables	2,511,408	15,233	1,234,999	723,600	626,213	5,111,453
Net currency exposure	<u>(1,481,247)</u>	<u>1,170</u>	<u>(1,234,999)</u>	<u>(723,600)</u>	<u>(626,213)</u>	<u>(4,064,889)</u>



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 28. Financial instruments (continued)

#### Foreign currency risk (continued)

##### Foreign currency risk sensitivity analysis

The following table details the sensitivity analysis to a reasonably possible change in the foreign currencies as at the end of the reporting period, with all other variables held constant:

Group	2025 Increase/ (Decrease) RM	2024 Increase/ (Decrease) RM
<b>Effects on profit after taxation/accumulated losses:</b>		
<b>USD/RM</b>		
Strengthen by 10% (2024: 10%)	(587,886)	(112,575)
Weaken by 10% (2024: 10%)	587,886	112,575
<b>SGD/RM</b>		
Strengthen by 10% (2024: 10%)	24,716	89
Weaken by 10% (2024: 10%)	(24,716)	(89)
<b>RMB/RM</b>		
Strengthen by 10% (2024: 10%)	(124,525)	(93,860)
Weaken by 10% (2024: 10%)	124,525	93,860
<b>TWD/RM</b>		
Strengthen by 10% (2024: 10%)	(10,616)	(54,994)
Weaken by 10% (2024: 10%)	10,616	54,994
<b>YEN/RM</b>		
Strengthen by 10% (2024: 10%)	-	(47,592)
Weaken by 10% (2024: 10%)	-	47,592

### 29. Fair values

- (i) The financial assets and financial liability maturing within the next 12 months approximated their fair values due to the relatively short-term maturity of the financial instruments except for amount due from subsidiaries, amount owing to a director and amount due to a subsidiary, as it is not practical to estimate the fair value due principally to a lack of fixed repayment term entered by the parties involved and without incurring excessive costs. The directors are at the opinion that the carrying amounts recorded at the statement of financial position date do not differ significantly from the values that would eventually be recovered.
- (ii) The fair value of the floating interest rate borrowings approximates its carrying value as at the reporting date.



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 29. Fair values (continued)

#### Fair value hierarchy

The leasehold land and buildings for the manufacturing business segment of the Group were revalued in July 2024 by independent professional valuers using the fair value method which is determined reference to "Comparison Method".

	Level 3 RM	Total RM
<b>Group</b>		
<b>2025</b>		
<b>Non-recurring fair values measurement</b>		
Short term leasehold land	6,135,176	5,000,000
Factory buildings	17,547,959	11,600,000
<b>2024</b>		
<b>Non-recurring fair values measurement</b>		
Short term leasehold land	5,000,000	5,000,000
Factory buildings	11,600,000	11,600,000

The Group categorises fair value measurements using a fair value hierarchy that is dependent on the valuation inputs used as follows:

- Level 1: those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: those derived from inputs other than quoted prices included within level 1 that are for the assets or liabilities; either directly (i.e. prices) or indirectly (i.e. derived from prices); and
- Level 3: those derived from valuation techniques that included inputs for the assets or liabilities that are not based on observable market data (unobserved inputs).



## NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

### 30. Capital management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years ended 30 June 2024 and 30 June 2024.

The gearing ratio of the Group as at the end of the reporting period was as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Total debts		
- Borrowings	30,302,008	18,402,147
- Lease liabilities	3,575,845	4,531,407
	<u>33,877,853</u>	<u>22,933,554</u>
Less: Cash and bank balances	(8,240,076)	(481,282)
Net debt	<u>25,637,777</u>	<u>22,452,272</u>
Total equity	<u>41,845,566</u>	<u>43,734,721</u>
Total capital	<u>67,483,343</u>	<u>66,186,993</u>
Gearing ratio (times)	<u>0.38</u>	<u>0.34</u>

### 31. Ultimate Holding Company

The ultimate holding company is Mighty Alliance Sdn. Bhd., a company incorporated in Malaysia.

### 32. General information

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

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are set out in Note 14 to the financial statements.

The principal place of business of the Company are located at No.19, 19A, 19B & 19C, Jalan Pusat Perniagaan Falim 5, Pusat Perniagaan Falim, 30200 Ipoh, Perak Darul Ridzuan.

The registered office of the Company is located at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur.

The financial statements were approved and authorised for issue by the Board of Directors on



## LIST OF GROUP'S PROPERTIES

Item	Location	Description	Usage	Area	Tenure	Age of Buildings (Years)	Net Book Value 30-Jun-2025 RM	Date of Valuation	Company Name
1	Title No. HS (D) 44267, Lot P.T. 404, Mukim of Belanja, District of Kinta, State of Perak	Industrial land with two single storey detached factory/office buildings	Factory	3.7 acres	Lease period expiring on 13/6/2054	28 and 21	7,741,249.78	1 March 2022	Scanwolf Plastic Industries Sdn. Bhd.
2	Title No. Pajakan Negeri 148201, Lot 192446, Mukim of Belanja, District of Kinta, State of Perak	Industrial land with a single storey detached factory	Factory	3.2 acres	Lease period expired on 2/12/2051	18	3,968,137.96	1 March 2022	Scanwolf Plastic Industries Sdn. Bhd.
3	Title No. Pajakan Negeri 90115, Lot 195536, Mukim of Belanja, District of Kinta, State of Perak	Industrial land with a single storey warehouse	Warehouse	2.9 acres	Lease period expiring on 26/5/2052	7	3,704,166.43	1 March 2022	Scanwolf Plastic Industries Sdn. Bhd.
4	No. 19, Jalan Pusat Perniagaan Falim 5, Pusat Perniagaan Falim, 30200 Ipoh, Perak	Four storey shop office	Office	185 sq mtr	Freehold	9	1,878,333.70	2 December 2015	Scanwolf Properties Sdn. Bhd.



# ANALYSIS OF SHAREHOLDINGS

AS AT 9 OCTOBER 2025

Total Number of Issued Shares	:	214,335,310 ordinary shares
Class of Shares	:	Ordinary Shares
Voting rights	:	One vote per ordinary share
No. of shareholders	:	1,017

Size of Shareholdings	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholdings
Less than 100	34	3.34	671	0.00
100 - 1,000	278	27.34	154,029	0.07
1,001 - 10,000	341	33.53	1,857,800	0.87
10,001 - 100,000	242	23.80	9,676,800	4.51
100,001 to less than 5%	121	11.90	78,385,090	36.57
5% and above of issued shares	1	0.10	124,260,920	57.98
<b>Total</b>	<b>1,017</b>	<b>100.00</b>	<b>214,335,310</b>	<b>100.00</b>

## DIRECTORS' SHAREHOLDINGS AS AT 9 OCTOBER 2025

Name of Directors	Direct Interest	%	Deemed Interest	%
Dato' Seah Ley Hong	1,542,990	0.72	124,380,920 <sup>(1)</sup>	58.03
Dato' Tan Sin Keat	7,727,181	3.61	2,000,000 <sup>(2)</sup>	0.93
Ng Chee Wai	7,180,000	3.35	—	—
Khoo Kien Hoe	—	—	—	—
Lee Pei Fen	—	—	—	—
Teoh Wei Loong	—	—	—	—
Dato' Dr. Chew Chen Yee (subsequently resigned on 15 October 2025)	—	—	—	—
Lim Kian Huat (subsequently resigned on 15 October 2025)	—	—	—	—

(1) Deemed interested by virtue of his direct interests in Mighty Alliance Sdn. Bhd. pursuant to Section 8(4) of the Companies Act 2016 ("the Act").

(2) Deemed interested by virtue of the interest of his son, Tan Yann Kang in the Company pursuant to Section 59(1)(c) of the Act.

## SUBSTANTIAL SHAREHOLDERS AS AT 9 OCTOBER 2025

Name of Substantial Shareholders	Direct Interest	%	Deemed Interest	%
Mighty Alliance Sdn. Bhd.	124,380,920	58.03	—	—
Dato' Seah Ley Hong	1,542,990	0.72	124,380,920 <sup>(1)</sup>	58.03
Dato' Sri Wong Sze Chien	3,444,900	1.61	124,380,920 <sup>(1)</sup>	58.03
Dato' Sri Andrew Lim Eng Guan	3,807,100	1.78	124,380,920 <sup>(1)</sup>	58.03
Dato' Sri Azlan bin Azmi	—	—	124,380,920 <sup>(1)</sup>	58.03

(1) Deemed interested by virtue of his direct interests in Mighty Alliance Sdn. Bhd. pursuant to Section 8(4) of the Act.



## ANALYSIS OF SHAREHOLDINGS (Cont'd)

### THIRTY (30) LARGEST SHAREHOLDERS BASED ON RECORD OF DEPOSITORS AS AT 9 OCTOBER 2025

No.	Name of Shareholders	No. of Shares	%
1.	Maybank Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Mighty Alliance Sdn. Bhd.	124,260,920	57.98
2.	CGG International Nominees Malaysia (Tempatan) Sdn. Bhd. – Pledged Securities Account for Ng Chee Wai	7,180,000	3.35
3.	Law Teik Ean	4,504,120	2.10
4.	CGG International Nominees Malaysia (Tempatan) Sdn. Bhd. – Pledged Securities Account for Tan Sin Keat	4,000,000	1.87
5.	Tan Sin Keat	3,727,181	1.74
6.	Maybank Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Andrew Lim Eng Guan	2,707,100	1.26
7.	Go Winston Dy	2,421,000	1.13
8.	Tan Yann Kang	2,000,000	0.93
9.	Ng Choi Ha	1,968,599	0.92
10.	Tang & Co Sdn. Bhd.	1,900,000	0.89
11.	Amsec Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for AmBank (M) Berhad for Wong Sze Chien (SMART)	1,895,000	0.89
12.	Chai Seong Yee	1,700,000	0.79
13.	Wong Sze Chien	1,549,900	0.72
14.	TA Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Seah Ley Hong	1,542,990	0.72
15.	Lee Huat Boon	1,530,000	0.71
16.	Lim Key Shen	1,360,000	0.63
17.	Chen YiZhu	1,350,000	0.63
18.	Boon Kit Leong	1,273,000	0.59
19.	Lee Chee Ming	1,200,000	0.56
20.	Tan Yean Chow	1,200,000	0.56
21.	RHB Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Andrew Lim Eng Guan	1,100,000	0.51
22.	Abdul Hamid bin Abdul Shukor	1,070,000	0.50
23.	Lim Poh Teng	1,000,000	0.47
24.	Loh Yoke Fong	1,000,000	0.47
25.	Teoh Teik Kean	908,000	0.42
26.	Leow Choong San	870,000	0.41
27.	Tan Yin Yen	760,000	0.35
28.	Yap Lay Khim	705,500	0.33
29.	Lee May Lin	657,600	0.31
30.	Nor Ashikin binti Mohamad	649,700	0.30





# ANALYSIS OF WARRANT HOLDINGS

AS AT 9 OCTOBER 2025

Number of Issued Warrants	:	40,043,000 warrants
Number of Warrants Exercised	:	Nil
Exercise Price per Warrant	:	RM0.30
Exercise Period of Warrants	:	5 August 2021 to 5 August 2026
Voting Rights at Meeting of Warrant Holders	:	One vote per warrant

Size of Shareholdings	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholdings
Less than 100	25	11.31	1,150	0.00
100 - 1,000	26	11.76	9,800	0.02
1,001 - 10,000	67	30.32	388,500	0.97
10,001 - 100,000	65	29.41	2,408,700	6.02
100,001 to less than 5%	33	14.93	13,491,500	33.69
5% and above of issued shares	5	2.26	23,743,350	59.29
Total	221	100.00	40,043,000	100.00

## DIRECTORS' WARRANT HOLDINGS AS AT 9 OCTOBER 2025

Name of Directors	Direct Interest	%	Deemed Interest	%
Dato' Seah Ley Hong	4,987,100	12.45	13,082,950 <sup>(1)</sup>	32.67
Dato' Tan Sin Keat	—	—	—	—
Ng Chee Wai	—	—	—	—
Khoo Kien Hoe	—	—	—	—
Lee Pei Fen	—	—	—	—
Teoh Wei Loong	—	—	—	—
Dato' Dr. Chew Chen Yee (subsequently resigned on 15 October 2025)	—	—	—	—
Lim Kian Huat (subsequently resigned on 15 October 2025)	—	—	—	—

(1) Deemed interested by virtue of his direct interests in Mighty Alliance Sdn. Bhd. pursuant to Section 8(4) of the Companies Act 2016 ("the Act").



## ANALYSIS OF WARRANT HOLDINGS (Cont'd)

### THIRTY (30) LARGEST WARRANT HOLDERS BASED ON RECORD OF DEPOSITORS AS AT 9 OCTOBER 2025

No.	Name of Shareholders	No. of Shares	%
1.	Maybank Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Mighty Alliance Sdn. Bhd.	13,082,950	32.67
2.	Maybank Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Andrew Lim Eng Guan	3,656,200	9.13
3.	Seah Ley Hong	2,820,800	7.04
4.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. – Pledged Securities Account for Seah Ley Hong (MY2221)	2,166,300	5.41
5.	Wong Sze Chien	2,017,100	5.04
6.	Ah Sang	1,446,700	3.61
7.	Tan Yin Yen	1,250,000	3.12
8.	Ng Chin Leong	1,100,000	2.75
9.	Tay Kok Seng	1,034,700	2.58
10.	Amsec Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Chan Choy Kuan	800,000	2.00
11.	Lai Thiam Poh	710,700	1.77
12.	AllianceGroup Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Chen Hui Yang (7000068)	700,000	1.75
13.	Goh Fui Fin	594,500	1.48
14.	Amsec Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account AmBank (M) Berhad for Wong Sze Chien (SMART)	479,900	1.20
15.	New Shu Ting	419,100	1.05
16.	AllianceGroup Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Chen Hui Yang (7000888)	400,000	1.00
17.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. – Pledged Securities Account for Teo Boon Tong (MY3206)	377,000	0.94
18.	Lim Chun Kwong	322,400	0.81
19.	Kenanga Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Muhammad Nashri Yong bin Abdullah	320,600	0.80
20.	Yong Swee Hing	300,000	0.75
21.	Kenanga Nominees (Tempatan) Sdn. Bhd. – Rakuten Trade Sdn. Bhd. for Ng Chin Hoe	289,900	0.72
22.	Tan Chee Keat	280,000	0.70
23.	Teo Yong Mong	280,000	0.70
24.	Teoh Yoke Peng	268,000	0.67
25.	Tan Chee Chuan	235,800	0.59
26.	Kenanga Nominees (Tempatan) Sdn. Bhd. – Lim Soh Woon	200,000	0.50
27.	Kenanga Nominees (Tempatan) Sdn. Bhd. – Rakuten Trade Sdn. Bhd. for Ng Yee	200,000	0.50
28.	Nirakusukma Sandari binti Ahmad	175,900	0.44
29.	Kenanga Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Haw Kok Lin (029)	171,500	0.43
30.	Kelvin Ng Sin Huat	156,600	0.39



# ANALYSIS OF IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (“ICULS”) HOLDINGS

AS AT 9 OCTOBER 2025

Number of Issued ICULS	:	134,971,200
Number of Unconverted ICULS	:	56,470,800
Conversion Period	:	5 August 2021 to 4 August 2026
Voting Rights at Meeting of ICULS 2021/2026 Holders	:	One vote per ICULS holder on a show of hands or one vote for every RM0.10 nominal value of ICULS 2021/2026 on a poll

Size of Shareholdings	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholdings
Less than 100	0	0.00	0	0.00
100 - 1,000	16	19.05	5,700	0.01
1,001 - 10,000	29	34.52	148,500	0.26
10,001 - 100,000	26	30.95	799,100	1.42
100,001 to less than 5%	8	9.52	7,826,200	13.86
5% and above of issued shares	5	5.95	47,691,300	84.45
Total	84	100.00	56,470,800	100.00

## DIRECTORS' ICULS HOLDINGS AS AT 9 OCTOBER 2025

Name of Directors	Direct Interest	%	Deemed Interest	%
Dato' Seah Ley Hong	—	—	7,042,900 <sup>(1)</sup>	12.47
Dato' Tan Sin Keat	—	—	—	—
Ng Chee Wai	—	—	—	—
Khoo Kien Hoe	—	—	—	—
Lee Pei Fen	—	—	—	—
Teoh Wei Loong	—	—	—	—
Dato' Dr. Chew Chen Yee (subsequently resigned on 15 October 2025)	—	—	—	—
Lim Kian Huat (subsequently resigned on 15 October 2025)	—	—	—	—

(1) Deemed interested by virtue of his direct interests in Esfinity Sdn. Bhd. pursuant to Section 8(4) of the Companies Act 2016 (“the Act”).



## ANALYSIS OF IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (“ICULS”) HOLDINGS (Cont’d)

### THIRTY (30) LARGEST ICULS HOLDERS BASED ON RECORD OF DEPOSITORS AS AT 9 OCTOBER 2025

No.	Name of Shareholders	No. of Shares	%
1.	Affin Hwang Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Armani Synergy Sdn. Bhd.	23,860,400	42.25
2.	YanKong Stainless Sdn. Bhd.	11,000,000	19.48
3.	Esfinity Sdn. Bhd.	7,030,900	12.45
4.	Amsec Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account – AmBank (M) Berhad for Wong Sze Chien (SMART)	2,900,000	5.13
5.	Maybank Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Andrew Lim Eng Guan	2,900,000	5.13
6.	Maybank Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Azlan bin Azmi	2,600,000	4.60
7.	Chai Seong Yee	1,500,000	2.66
8.	Loh Yoke Fong	1,500,000	2.66
9.	Teoh Teik Kean	1,300,400	2.30
10.	Teo Boon Tong	313,400	0.55
11.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. – Pledged Securities Account for Teo Boon Tong (MY3206)	227,700	0.40
12.	Teoh Siew Fong	197,300	0.35
13.	Chong Chee Yoong	187,400	0.33
14.	Liew Thong	100,000	0.18
15.	Pang Tung Shan	69,000	0.12
16.	Chong Kok Yoong	62,800	0.11
17.	Soo Hoo Mei Fuan	50,100	0.09
18.	TA Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Ho King Chee	50,000	0.09
19.	Tan Shang Nean	43,000	0.08
20.	Lee Kok Hoong	35,000	0.06
21.	Chin Kok Kien	33,000	0.06
22.	Public Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Keng Chin Eng (E-SGM)	30,000	0.05
23.	Saffie bin Bakar	30,000	0.05
24.	Theo Kit Nai	30,000	0.05
25.	Maybank Nominees (Tempatan) Sdn. Bhd. – Chiah Wang Chien	21,000	0.04
26.	CIMSEC Nominees (Tempatan) Sdn. Bhd. – CIMB for Ng Chee Keong (PB)	20,300	0.04
27.	AllianceGroup Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Ng Chong Guan (7005299)	20,000	0.04
28.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. – Pledged Securities Account for Goh Ching Yang	20,000	0.04
29.	Choong Moh Guan	20,000	0.04
30.	Kenanga Nominees (Tempatan) Sdn. Bhd. – Pledged Securities Account for Lim Keng Lee (04LI139Q-004)	20,000	0.04

**SCANWOLF CORPORATION BERHAD**

[Registration No. 200601021156 (740909-T)]

(Incorporated in Malaysia)

**FORM OF PROXY****CDS Account No.****No. of Shares held**I/We \_\_\_\_\_  
(Full Name in Block Letters and NRIC No./ Passport No./ Company No.)of \_\_\_\_\_  
(Full Address)

and \*telephone no./ email address \_\_\_\_\_

being a member of Scanwolf Corporation Berhad ("**the Company**"), hereby appoint :

Full Name and Address (in Block Letters) (First Proxy)		NRIC / Passport No.	No. of Shares	%
Email:		Contact No.:		

\*and/or

Full Name and Address (in Block Letters) (First Proxy)		NRIC / Passport No.	No. of Shares	%
Email:		Contact No.:		

or failing \*him/her, the \*Chairman of the Meeting as \*my/our proxy/proxies to vote for \*me/us and on \*my/our behalf at the Nineteenth Annual General Meeting of the Company to be held at Fox Hotels, Level 8, Pusat Komersil Vestland (The GLENZ) East 6, Jalan Juruanalisis U1/35, Seksyen U1, 40150 Shah Alam, Selangor Darul Ehsan, Malaysia on Thursday, 27 November 2025 at 10:00 a.m. and at any adjournment thereof, and to vote as indicated below:

Item No.	Agenda	For	Against
1.	To re-elect Mr. Khoo Kien Hoe, a Director of the Company who retires pursuant to Clause 95 of the Company's Constitution.		
2.	To re-elect Dato' Ir Haji Cheremi bin Haji Tarman, a Director of the Company who retires pursuant to Clause 102 of the Company's Constitution.		
3.	To re-elect Mr. Fong Keng Mun, a Director of the Company who retires pursuant to Clause 102 of the Company's Constitution.		
4.	To approve the payment of Directors' fees and benefits up to RM400,000 payable to the Directors for the financial year ending 30 June 2026.		
5.	To re-appoint Messrs. PKF PLT as Auditors of the Company and authorise the Directors to fix their remuneration.		
6.	<b>Ordinary Resolution 6</b> Authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016		
7.	<b>Ordinary Resolution 7</b> Proposed Renewal of Existing Shareholders' Mandate for Existing Recurrent Related Party Transactions of a Revenue and/or Trading Nature and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue and/or Trading Nature		
9.	<b>Special Resolution</b> Proposed Amendments to the Constitution of the Company.		

Please indicate with an "X" in the spaces provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit.

As witness my/our hand(s) this day \_\_\_\_\_ of \_\_\_\_\_ 2025.

\_\_\_\_\_  
\*Signature/Common Seal of Shareholder(s)

\*Strike out whichever is not applicable



**Notes:**

1. This is a physical meeting. Shareholders and/or proxies are invited to attend the 19th AGM **in-person** only.
2. For the purpose of determining a member who shall be entitled to attend the 19th AGM, the Company shall request Bursa Malaysia Depository Sdn Bhd to make available to the Company, a General Meeting Record of Depositors ("**ROD**") as at 20 November 2025. Only a depositor whose name appears in the ROD therein shall be entitled to attend, participate, speak and vote at the 19th AGM, or appoint a proxy or representative to attend and/or vote on his/her behalf.
3. A member entitled to attend the 19th AGM is entitled to appoint a proxy or attorney, or in the case of a corporation, appoint a duly authorised representative to attend and vote in his/her place. A proxy may but need not be a member of the Company.
4. A member of the Company who is entitled to attend a general meeting of the Company may appoint not more than two (2) proxies to attend and vote in his/her stead at the 19th AGM.
5. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be determined in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
6. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**Central Depositories Act**"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
7. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there shall be no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under Central Depositories Act which is exempted from compliance with the Section 25A(1) of the Central Depositories Act.
8. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
9. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 19th AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
  - (i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or alternatively, at the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - (ii) By electronic form

In the case of an appointment made via electronic mean, the proxy form can be electronically submitted to the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd via Vistra Share Registry and IPO (MY) portal ("The Portal") at <https://srmy.vistra.com>. Please refer to the Administrative Guide for the 19th AGM on the procedures for electronic submission of proxy form via The Portal.
10. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
11. Last date and time for lodging the proxy form is Tuesday, 25 November 2025 at 10:00 a.m.
12. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or alternatively, at the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, not less than forty-eight (48) hours before the time appointed for holding the 19th AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
13. For a corporate member who has appointed an authorised representative instead of a proxy to participate in this 19th AGM, please deposit the **ORIGINAL** certificate of appointment of authorised representative executed in the manner as stated in the proxy form if this has not been lodged at the Company's Share Registrar earlier.
14. Shareholders are advised to check the Company's website at <http://www.scanwolf.com> and announcements from time to time for any changes to the administration of 19th AGM.

**Personal Data Privacy:**

By submitting an instrument appointing a proxy(ies) and /or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 29 October 2025.

Fold this flap for sealing

Then fold here

AFFIX  
STAMP

**The Share Registrar**  
**TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN BHD.**  
(Registration No. 197101000970 (11324-H))  
Unit 32-01, Level 32, Tower A,  
Vertical Business Suite Avenue 3, Bangsar South, No. 8, Jalan Kerinchi,  
59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia

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(Company No: 200601021156 (740909-T))  
(Incorporated in Malaysia)

No. 19, 19A, 19B & 19C,  
Jalan Pusat Perniagaan Falim 5,  
Pusat Perniagaan Falim, 30200, Ipoh, Perak.  
T 605 285 0063

[www.scanwolf.com](http://www.scanwolf.com)

