



BUILDING THE NEXT LEVEL

SIAB HOLDINGS BERHAD

Registration No.: 202001043548 (1399869-A)

ANNUAL REPORT 2021



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CORPORATE PROFILE

Siab Holdings Berhad ("SIAB") and its subsidiaries (collectively "the Group" or "SIAB Group") are primarily involved in the provision of building construction services. The Group also provides Information and Communications Technology ("ICT") solutions and services to complements the Group's principal activities. The Group's history can be traced back to the incorporation of its subsidiary, Siab (M) Sdn. Bhd. ("Siab (M)") in 1984. Over the years, SIAB has successfully completed numerous projects totalling more than RM2 billion to date.

In line with our aspirations to further our growth, Siab Holdings Berhad was incorporated in 2020 as a private limited company under the name Siab Holdings Sdn Bhd before converting into a limited company on 24 June 2021 and assumed the present name to facilitate the initial public offering exercise. On 28 February 2022, SIAB made its first debut on the ACE Market of Bursa Malaysia Securities Berhad.

SIAB currently has a strong order book of RM542.03 million as at 31 December 2021 which includes an extensive array of ongoing projects which span across both residential and non-residential segments, comprising of projects like Hyatt Bukit Jalil, Columbarium, Impressions U-Thant, Cubic Botanical Tower, The Dawn and Arunya @KL North to name a few.

Our completed project portfolio includes non-residential buildings such as commercial buildings (office buildings and shopping complexes), hotel and condotel, institutional buildings (hospital), industrial buildings (warehouse and factory) and residential buildings such as high-rise condominiums and serviced apartments. More recently, we have completed projects such as:-

- | | | |
|------------------------|---------------------|---------------------------------------|
| • Seri Riana Residence | • Menara LGB | • Quayside Mall |
| • Jaya 99 Commercial | • Amerton Greens | • The Pines |
| • Kanvas SOHO | • Hospital Bentong | • F&N Intelligent Industrial Building |
| • Plaza 33 | • Gravit8 | • PJ City |
| • Bennington Residence | • Tesco Hypermarket | |

All our completed projects adhere to the strict Quality Assessment System in Construction (QLASSIC) in terms of quality and workmanship. Our Quality Management System is also accredited by the Construction Quality Assessment System (CONQUAS 21). Some of the works necessitated full compliance with the Green Building requirements. We have completed projects that necessitated the Building and Construction Authority (BCA) Green Mark Accreditation as well as the Green Building Index (GBI) Green Mark Accreditation.

Moving forward, SIAB has integrated the entire organization's systems and processes (QMS, EMS, and OSH) into a single complete framework, enabling the organisation to work as a single unit with unified goals. Our Integrated Management Systems (QESH) enables us to conduct integrated audits and assessments while streamlining processes and resources.

- ISO 9001: 2015 (SIRIM UKAS Quality Management)
- ISO 45001:2018 (SIRIM QAS Occupational Health and Safety Management Systems)
- The ISO 14001:2015 (SIRIM QAS Environmental Management Systems)

We take pride in establishing our QESH system and our familiarity with construction techniques; we offer value engineering options for cost optimization while maintaining the desired specifications where appropriate.

Our corporate objective-driven and values-driven culture strengthens our commitment to ethics. With a track record spanning over 37 years, we are capable of providing our clients with builder and cost-effective solutions, as well as control timely delivery and quality.

VISION, MISSION & CORE VALUES

OUR VISION

We Care As A Builder Of Integrity And Perseverance, With Innovative And Proactive Action, We Deliver!

OUR MISSION

Being a Builder of Integrity, we create an excellent and coherent teamwork via our core values and productive organizational infrastructure align with our formulated strategic planning and alliance with vendors, we deliver our commitment in products and services effectively and efficiently to our esteemed clients.

Being a Competent Team, together with our trust in values, we move forward enthusiastically in a safe, healthy and cheerful working environment, encourage creativity and passion for growth, foster mutual respect and caring attitude.

Being an Accountable Organisation, we dedicate to fulfill in our best endeavour in social responsibilities, environmental consciousness and innovative value engineering whilst balancing the interests of stakeholders.

CORE VALUES

- | | |
|-------------------|---|
| Care | - We respect each other, our clients, the environment and our community. Safety and care are considered in our work practices and are key to the positive solutions we deliver for our clients. |
| Integrity | - We being honest in our dealings, taking responsibility and being accountable for our actions. |
| Tenacity | - Our persistence and perseverance, attitude, systems and disciplines focus our efforts into the delivery of excellence. |
| Innovative | - We thrive on challenges and take pride in being innovative and delivering successful solutions. |
| Proactive | - We are proactive in identifying issues and coming up with solutions. |

CORPORATE INFORMATION

Board of Directors

Independent Non-Executive Chairman

**Tan Sri Dato' Sri Mohamad
Fuzi Bin Harun**

Group Managing Director

Ng Wai Hoe

Executive Directors

**Lim Mei Hwee
Tan Sok Moi**

Independent Non-Executive Directors

**Dato' Sri Shahril Bin Mokhtar
Datuk Lim Tong Lee
Andrea Huang Jia Mei**

Company Secretaries

Lau Yen Hoon
(MAICSA 7061368)
(SSM PC No. 202008002143)

Tan Siew Hong
(MAICSA 7066226)
(SSM PC No. 201908001915)

Registered Office

Unit 30-01, Level 30
Tower A, Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi, 59200 Kuala
Lumpur
Tel : +603 2783 9191
Fax : +603 2783 9111

Head/Management Office

No. 82, Jalan BP 7/8
Bandar Bukit Puchong
47120 Puchong
Selangor Darul Ehsan
Tel : +603 8052 7117
E-mail : corporate@siabmy.com
Website : www.siabmy.com

Registrar

Tricor Investor & Issuing House
Services Sdn Bhd
Unit 32-01, Level 32
Tower A, Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Tel : +603 2783 9299
Fax : +603 2783 9222

Auditors

KPMG PLT
[LLP0010081-LCA & AF 0758]
Level 10, KPMG Tower
No. 8 First Avenue, Bandar Utama
47800 Petaling Jaya, Selangor
Tel : +603 7721 3388

Audit and Risk Management Committee

Chairman

Datuk Lim Tong Lee

Member

Dato' Sri Shahril bin Mokhtar
Andrea Huang Jia Mei

Nomination Committee

Chairman

Dato' Sri Shahril bin Mokhtar

Member

Datuk Lim Tong Lee
Andrea Huang Jia Mei

Remuneration Committee

Chairwoman

Andrea Huang Jia Mei

Member

Datuk Lim Tong Lee
Dato' Sri Shahril bin Mokhtar

Principal Bankers

Maybank
Maybank Islamic
UOB Bank
Ambank
RHB Bank
Hong Leong Bank
CIMB Bank
Affin Bank

Sponsor

M & A Securities Sdn Bhd
45-11, The Boulevard
Mid Valley City
Lingkaran Syed Putra
59200 Kuala Lumpur
Tel No. : +603 2284 2911

Stock Exchange

ACE Market of Bursa Malaysia
Securities Berhad

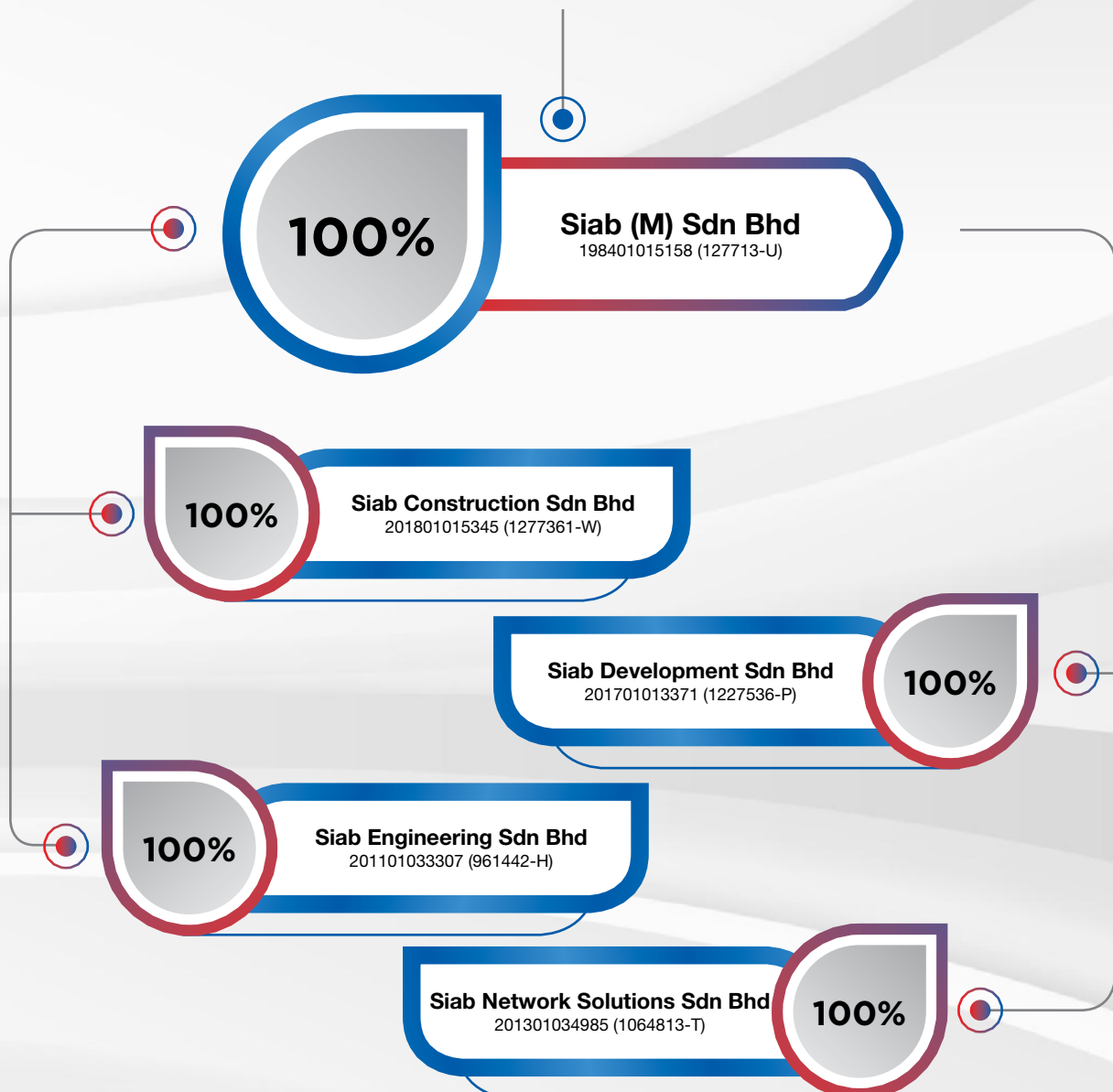
Stock Name : SIAB
Stock Code : 0241

GROUP STRUCTURE



SIAB HOLDINGS BERHAD

Registration No.: 202001043548 (1399869)

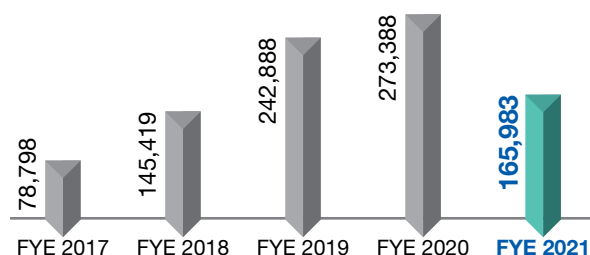


FINANCIAL HIGHLIGHTS

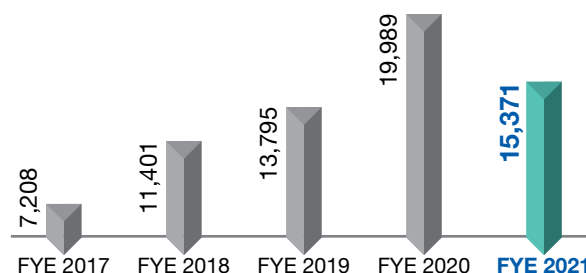
	FYE 2017 RM'000	FYE 2018 RM'000	FYE 2019 RM'000	FYE 2020 RM'000	FYE 2021 RM'000
FINANCIAL PERFORMANCE					
Revenue	78,798	145,419	242,888	273,388	165,983
Gross Profit	7,208	11,401	13,795	19,989	15,371
(Loss)/Profit Before Tax	(214)	7,784	8,579	15,455	8,065
(Loss)/Profit After Tax	(4,883)	5,262	6,950	11,043	5,376
FINANCIAL POSITION					
Total Assets	51,521	88,627	135,341	166,139	142,584
Total Borrowings	4,969	8,142	18,628	12,247	22,121
Total Equity	16,174	21,750	28,700	36,719	38,095
Cash and Cash Equivalents	6,526	11,060	14,897	13,379	10,702
FINANCIAL RATIOS					
(Loss)/Profit After Tax Margin (%)	(6.20%)	3.62%	2.86%	4.04%	3.24%
Basic (Loss)/Earnings per Share (sen) ⁽¹⁾	(28.55)	30.77	40.63	64.57	31.43
Net Assets per Share (sen) ⁽¹⁾	94.56	127.17	167.80	214.69	222.73

⁽¹⁾ Computed based on 17,103,643 shares being the weighted average number of ordinary shares at 31 December 2021 after the completion of the pre-listing Internal Restructuring Exercise.

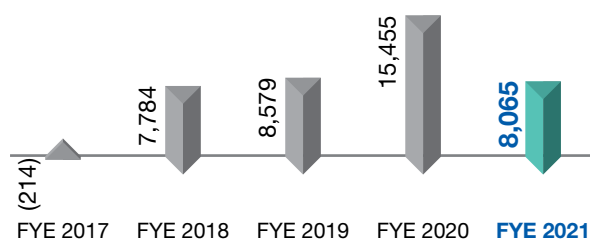
REVENUE
(RM'000)



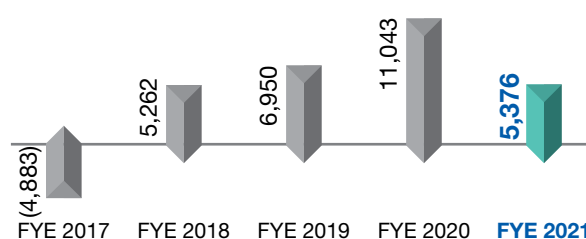
GROSS PROFIT
(RM'000)



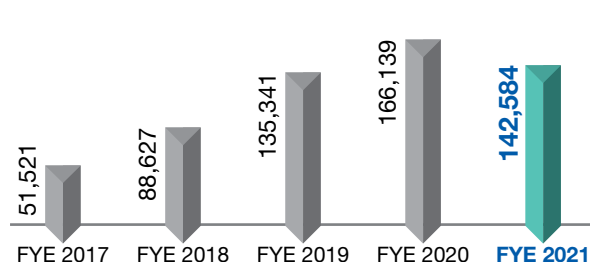
(LOSS)/PROFIT BEFORE TAX
(RM'000)



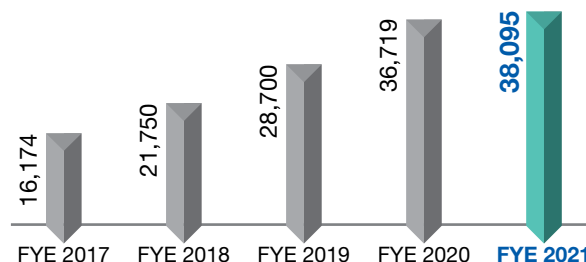
(LOSS)/PROFIT AFTER TAX
(RM'000)



TOTAL ASSETS
(RM'000)



TOTAL EQUITY
(RM'000)



PROFILE OF DIRECTORS



TAN SRI DATO' SRI MOHAMAD FUZI BIN HARUN



Independent Non-Executive Chairman

Age	63
Nationality	Malaysian
Gender	Male
Date of Appointment	24 June 2021

Qualifications

- Bachelor of Arts in Literature (University of Malaya)
- Masters of Arts in Anthropology and Sociology (National University of Malaysia)
- Advanced Management and Leadership Programme (Saïd Business School, Oxford)

Working experience

Tan Sri Dato' Sri Mohamad Fuzi Bin Harun is a retired Inspector-General of the Royal Malaysia Police ("RMP"). He joined the RMP in 1984 as a Cadet Assistant Superintendent of Police. After completing basic police training, he was attached to the Special Branch Department of the RMP from 1986 to 2009 where he served in various capacities, including Deputy Director of the Special Branch in 2007 where he was responsible for overseeing the management, financial human resource and training functions of the RMP. In 2009, he was promoted as the Director of Special Task Force on Operation and Counter-Terrorism where he was responsible for overseeing all matters related to anti-terrorism, terrorist financing and money laundering in the country. In 2014, he served as the Director of the Management Department in Bukit Aman and was subsequently promoted as the Director of Special Branch in 2015 where he oversees overall functions of the Special Branch, including recruitment and training.

In 2017, he was promoted as the Inspector General of the RMP, the highest-ranking position in the RMP, a position he held until he retired from public service in 2019.

Other directorships of public companies and listed issuers

- Independent Non-Executive Chairman of Jaya Tiasa Holdings Berhad (listed on the Main Market of Bursa Securities) (appointed on 2 March 2020)
- Independent Non-Executive Chairman of Tropicana Corporation Berhad (listed on the Main Market of Bursa Securities) (appointed on 27 October 2020)

Family relationship with any director and/or major shareholders of the Company

Nil

Conflict of interest with the Company

Nil

List of convictions for offences within the past five (5) years other than traffic offences and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year

Nil

Committee

Nil

PROFILE OF DIRECTORS (CONT'D)

NG WAI HOE



Group Managing Director

Age	49
Nationality	Malaysian
Gender	Male
Date of Appointment	30 December 2020



Qualifications

- Bachelor of Science in Civil Engineering (Iowa State University)
- Master of Business Administration (Charles Sturt University)
- Graduate Member of the Board of Engineers Malaysia
- Graduate Member of the Institution of Engineers Malaysia

Working experience

Wai Hoe commenced his career as a Site Engineer with Topbina Sdn Bhd in 1997, where he was responsible for daily on-site supervision and coordination activities for the company's construction projects. He left Topbina Sdn Bhd in 2000 to join Gadang Engineering Sdn Bhd as a Project Engineer where he was involved in the planning, monitoring and supervision of daily construction activities at the project sites. He was then promoted to Construction Manager in 2001, and subsequently to Project Manager in 2002. As a Project Manager, he led the company's construction team and was involved in directing and planning clients' projects from commencement to completion.

In 2008, he left Gadang Engineering Sdn Bhd to join Pembinaan Tuju Setia Sdn Bhd as Construction Manager and was responsible for the overall project development activities of the company. While he was still attached to Pembinaan Tuju Setia Sdn Bhd, he was appointed as the director of Siab (M) in the same year, where he was involved in the business development and project implementation activities of Siab (M). On 21 April 2011, he was appointed as the director of Tuju Setia Holdings Sdn Bhd and was tasked with the planning and implementation of projects for key clients of the company.

On 10 February 2012, Siab (M) was acquired by Tuju Setia Holdings Sdn Bhd, effectively becoming its wholly-owned subsidiary. On 1 July 2013, he along with

Lim Mei Hwee and Tan Sok Moi, acquired the majority equity interest in Siab (M) and Siab Engineering from Tuju Setia Holdings Sdn Bhd. On 16 April 2014, he resigned as director of Tuju Setia Holdings Sdn Bhd.

Following the acquisition, he was appointed as the Managing Director of Siab (M). Since then, he has been responsible for charting our Group's overall strategy, direction and management of its corporate and business development activities.

Other directorships of public companies and listed issuers

Nil

Family relationship with any director and/or major shareholders of the Company

Nil

Conflict of interest with the Company

Nil

List of convictions for offences within the past five (5) years other than traffic offences and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year

Nil

Committee

Nil

PROFILE OF DIRECTORS (CONT'D)



LIM MEI HWEE

Executive Director

Age	48
Nationality	Malaysian
Gender	Female
Date of Appointment	30 December 2020

Qualifications

- Master of Business Administration (Heriot-Watt University)
- Diploma in Technology (Building) (Tunku Abdul Rahman College)

Working experience

Mei Hwee began her career in 1997 as a Contract Executive with Loh & Loh Constructions Sdn Bhd, a subsidiary of Loh & Loh Corporation Berhad (previously listed on the Main Market of Bursa Securities and was delisted in 2010). As a Contract Executive, she was responsible for cost control and analysis, monthly progress claims and payments as well as project final accounts. In 1999, she was promoted to an Audit Executive, where she was responsible for evaluating the adequacy and implementation of company's system and procedures for project management, tendering, procurement, contract administration, risk management and information technology. In 2001, she left Loh & Loh Constructions Sdn Bhd to join K.N.K. Development Sdn Bhd as a Contract Manager where she was responsible for managing the company's contract and project management functions which include performing costs and contracts administration tasks. She was also involved in project development and was responsible for preparing feasibility studies, cash flows as well as preliminary cost and budget analysis. She left K.N.K. Development Sdn Bhd in 2004 and joined Awangsa Bina Sdn Bhd as a Contracts Manager, where her roles involve overseeing costs and contracts administration and tendering.

In 2007, she was promoted as Quality Assurance ("QA")/Quality Control ("QC") Manager cum Management's Representative, where she was involved in managing the QA/QC teams at all project sites, as well as developing and implementing the company's quality management system. She left Awangsa Bina Sdn Bhd in 2008 and joined Sam Chang Enterprise (M) Sdn Bhd as an

Assistant Contract Manager, where her responsibilities include costs and contracts administration for international hotel projects in Malaysia and overseas.

In 2010, she joined Pembinaan Tuju Setia Sdn Bhd as a Contract Manager overseeing the tendering, costing and contract administration of the company. She was also appointed as the Management Representative in 2011 to lead and implement the company's quality management system of ISO9001. She was promoted to Senior Contracts Manager in 2012. On 1 July 2013, she along with Ng Wai Hoe and Tan Sok Moi acquired the majority equity interest in Siab (M) and Siab Engineering from Tuju Setia Holdings Sdn Bhd. Following the acquisition, she assumed the position of an Executive Director of Siab (M).

Other directorships of public companies and listed issuers

Nil

Family relationship with any director and/or major shareholders of the Company

Nil

Conflict of interest with the Company

Nil

List of convictions for offences within the past five (5) years other than traffic offences and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year

Nil

Committee

Nil

PROFILE OF DIRECTORS (CONT'D)

TAN SOK MOI

Executive Director

Age 45
Nationality Malaysian
Gender Female
Date of Appointment 30 December 2020



Qualifications

- Diploma in Business Administration from the Association of Business Executives, the United Kingdom

Working experience

Sok Moi began her career in 1999 as an Administrative Assistant with Beca Carter Hollings & Ferner (S.E. Asia) Pte. Ltd., a company based in Singapore. As an Administrative Assistant, she was responsible for providing secretarial and administrative support to the engineering and technical departments. She was promoted several times while with the company, namely to Senior Administration Assistant in 2002 and later as the Administrator of the company in 2005 where she was responsible for overseeing the overall administrative functions of the company.

In 2005, she left Beca Carter Hollings & Ferner (S.E. Asia) Pte. Ltd. and returned to Malaysia. Subsequently, she joined Pembinaan Tuju Setia Sdn Bhd in 2006 as an Administration Assistant where she was responsible for managing human resource and administrative functions of the company. In 2007, she was promoted to Secretary cum Administration Executive and subsequently, to Personal Assistant cum Human Resource Manager in 2011. As a Personal Assistant, she reports directly to the managing director and other directors of Pembinaan Tuju Setia Sdn Bhd in providing comprehensive and confidential high-level assistance and administrative role. She was also involved in leading the human resource department.

On 1 July 2013, she along with Ng Wai Hoe and Lim Mei Hwee, acquired the majority equity interest in Siab (M) and Siab Engineering from Tuju Setia Holdings Sdn Bhd. Following the acquisition, she assumed the position of an Executive Director of Siab (M).

Other directorships of public companies and listed issuers

Nil

Family relationship with any director and/or major shareholders of the Company

Nil

Conflict of interest with the Company

Nil

List of convictions for offences within the past five (5) years other than traffic offences and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year

Nil

Committee

Nil

PROFILE OF DIRECTORS (CONT'D)



DATO' SRI SHAHRIL BIN MOKHTAR

Independent Non-Executive Director

Age	50
Nationality	Malaysian
Gender	Male
Date of Appointment	24 June 2021

Qualifications

- Bachelor of Arts in Industrial and Organisational Psychology (minor in Political Science) from University of Missouri, St. Louis, the United States of America
- Master of Management (University of Malaya)
- Advanced Management Program (Kellogg School of Management in Northwestern University, Chicago, the United States of America)

Working experience

Dato' Sri Shahril bin Mokhtar began his career in 1995 as an Executive at Maybank Berhad in the human resource department. In 1999, he left Maybank Berhad and joined PricewaterhouseCoopers (PwC) Malaysia as a Manager in its Human Capital Centre where he was responsible for overseeing the recruitment, employee relations, industrial relations and matters relating to employees' welfare. He left the firm in 2002 and joined British American Tobacco (M) Berhad as a Senior Manager at its human capital and government relations department. He left British American Tobacco (M) Berhad in September 2002 and joined Penerbangan Malaysia Berhad (Parent company of Malaysia Airlines Berhad) as a General Manager in its corporates services division where he was responsible for overseeing the corporate services functions of the company.

He left Penerbangan Malaysia Berhad in 2006 and joined Rangkaian Pengangkutan Integrasi Deras (RAPIDKL) Sdn Bhd as its General Manager of Corporate Planning where he was involved in the preparation and implementation of the company's 10- year Public Transport Strategic Roadmap. He also served as a Deputy Leader for the National Key Results Area (NKRA) for Public Transport Lab led by the Ministry of Transport under the Malaysian Government's Transformation Program.

In 2009, he left the company and was appointed as an Advisor in the Economic Planning Unit of the Prime Minister's Department. As an Advisor, he served as a key team member in the setting up of the Land Public Transport Commission and was involved in the drafting of the Suruhanjaya Pengangkutan Awam Darat Act 2010. He left his position in 2010 and joined Suruhanjaya Pengangkutan Awam Darat (SPAD) in the same year as its Chief Operating Officer where he co- led in spearheading its long-term reforms in land-based passenger and transportation sector.

He left the Suruhanjaya Pengangkutan Awam Darat in 2010 and joined Prasarana Malaysia Berhad as its Managing Director where he was responsible for charting the business strategies of the company according to Prasarana Group's Business Turnaround Plan and Business Transformation Plan. In January 2015, he left Prasarana Malaysia Berhad and joined Mass Rapid Transit Corporation Sdn Bhd (MRT Corp) as the Chief Executive Officer/Executive Director. He was responsible for overseeing and monitoring the multibillion Mass Rapid Transit Line 1 (Sg. Buloh - Kajang Line) and Mass Rapid Transit Line 2 (Sg. Buloh - Serdang - Putrajaya Line) overall project development and construction.

He left Mass Rapid Transit Corporation Sdn Bhd in December 2018 and joined CSH Alliance Berhad (formerly known as KTG Berhad, a company listed on the Main Market of Bursa Securities) in April 2019 as its Managing Director where he was responsible for overseeing the company's businesses in property construction, property investment, property development and technology services. He left CSH Alliance Berhad in April 2020 and joined Sungai Kelang Expressway Sdn Bhd, a company involves in a highway concession as the Managing Director.

PROFILE OF DIRECTORS (CONT'D)

DATO' SRI SHAHRIL BIN MOKHTAR (cont'd)

Independent Non-Executive Director

Age	50
Nationality	Malaysian
Gender	Male
Date of Appointment	24 June 2021

Other directorships of public companies and listed issuers

Nil

Family relationship with any director and/or major shareholders of the Company

Nil

Conflict of interest with the Company

Nil

List of convictions for offences within the past five (5) years other than traffic offences and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year

Nil

Committees

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

PROFILE OF DIRECTORS (CONT'D)



DATUK LIM TONG LEE

Independent Non-Executive Director

Age	55
Nationality	Malaysian
Gender	Male
Date of Appointment	24 June 2021

Qualifications

- Member of the Association of Chartered Certified Accountants
- Member of the Malaysian Institute of Accountants
- Member of the Malaysian Institute of Certified Public Accountants

Working experience

Datuk Lim Tong Lee began his career in 1990 as an auditor with Ernst & Young in Malaysia, where he was involved in audits works for clients in various industries. He was promoted to Senior Auditor in 1994. He left Ernst & Young in 1995 and joined AmInvestment Bank Bhd as an Executive in its Corporate Finance division, where he was primarily involved in corporate advisory works.

He left in 1997 to join Land and Penas Sdn Bhd as its General Manager of Corporate Finance, where he was responsible for planning its IPO. He left the company and rejoined AmInvestment Bank Bhd in 1999 as Manager in its Corporate Finance division where he was responsible for corporate advisory works. In 2007, he left AmInvestment Bank Bhd and joined AmFraser Securities Pte Ltd in Singapore as the Director/Head of Corporate Finance, where he was involved in leading the corporate finance department. In 2013, He left AmFraser Securities Pte Ltd and joined AmWater Investments Management Pte. Ltd. Singapore, as the Chief Investment Officer where he was responsible for private equity investments in water projects in North Asia.

He left Amwater Investments Management Pte Ltd in 2014 and joined Venstar Capital Management Pte Ltd in Singapore as a Senior Vice President where he was involved in private equity investments around North and South East Asia. He left the company and joined KGI Securities Pte Ltd in 2015 as its Head of Corporate Finance. In 2017, he left KGI Securities Pte Ltd.

He was appointed as a Board Member on 24 June 2021.

Other directorships of public companies and listed issuers

- Independent Non-Executive Directors of LBS Bina Group Berhad (Listed on the Main Market of Bursa Securities)
- Independent Non-Executive Director of Versalink Holdings Limited (Listed on the Catalyst Board of Singapore Stock Exchange)

Family relationship with any director and/or major shareholders of the Company

Nil

Conflict of interest with the Company

Nil

List of convictions for offences within the past five (5) years other than traffic offences and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year

Nil

Committees

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

PROFILE OF DIRECTORS (CONT'D)

ANDREA HUONG JIA MEI

Independent Non-Executive Director

Age 40
Nationality Malaysian
Gender Female
Date of Appointment 24 June 2021



Qualifications

- Advanced Diploma in Commerce (Financial Accounting) (Tunku Abdul Rahman College)
- Diploma in Commerce (Financial Accounting) (Tunku Abdul Rahman College)
- Member of the Malaysian Institute of Accountants
- Member of the Association of Chartered Certified Accountants

Working experience

Andrea started her career as an Audit Assistant with Sha, Tan & Co in 2005 where she was responsible for audit in accordance with approved audit plans and programs. Subsequently, she was promoted to Audit Semi-Senior in 2007. As an Audit Semi Senior, she carried out auditing work, account analysis and reconciliations involving clients in various industries. In 2008, she was promoted to Audit Senior, where her responsibilities included analysing engagement risk areas and completing the consolidation for a group of companies including public listed companies.

Thereafter, she left Sha, Tan & Co and was appointed as a Director of T&S Secretarial Services Sdn Bhd in 2014, a company involved in company secretarial services. In 2020, she was appointed as a Director of T&S Boardroom Sdn Bhd, a secretarial support services company. Her role includes organising Board Committee meetings, carrying out corporate exercises as well as liaising with auditors on behalf of clients in private companies and public companies listed on Bursa Securities. She resigned from T&S Secretarial Services Sdn Bhd in March 2021.

She was appointed as a Board Member on 24 June 2021.

Other directorships of public companies and listed issuers

- Independent Non-Executive Director of Unique Fire Holdings Berhad (seeking listing on the ACE Market of Bursa Securities)
- Independent Non-Executive Director of Yew Lee Pacific Group Berhad (listed on the ACE Market of Bursa Securities)
- Independent Non-Executive Director of EcoScience International Berhad (listed on the ACE Market of Bursa Securities)

Family relationship with any director and/or major shareholders of the Company

Nil

Conflict of interest with the Company

Nil

List of convictions for offences within the past five (5) years other than traffic offences and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year

Nil

Committees

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

PROFILE OF KEY SENIOR MANAGEMENT



KOO SEONG HOE

Chief Financial Officer

Age	Nationality	Gender
44	Malaysian	Male

Mr. Koo Seong Hoe is the Chief Financial Officer of Siab Holdings Berhad (“the Company”). He is involved in overseeing the financial planning and management, accounting functions and business planning as well as the human resource department for SIAB and its subsidiaries (“the Group”).

He graduated with a Bachelor of Commerce, majoring in Accounting from Curtin University, Australia in 2001. He is a Member of CPA Australia since 2005 and is a registered member of the Malaysian Institute of Accountants since 2018.

He began his career with Deloitte KassimChan as an Audit Assistant in 2001 where he was responsible for conducting statutory audits for private and public listed companies. He was promoted as a Senior Audit Assistant in 2004, where he was responsible for leading a team to conduct statutory audits. He left Deloitte KassimChan in 2004 and joined Gamuda Land (Botanic) Sdn Bhd, a subsidiary of Gamuda Berhad (listed on the Main Market of Bursa Securities) in 2005 as a Business Development Executive where he was responsible for market research on potential land acquisition, coordinating the costing and budget planning of the business development department. In 2009, he was promoted to Senior Business Development Executive.

He left Gamuda Land (Botanic) Sdn Bhd in 2010 and joined Perspektif Masa Sdn Bhd as a Project Accountant, where he was in charge of reviewing and monitoring the project budgets. He then left Perspektif Masa Sdn Bhd in 2011 to join Kiarafield Sdn Bhd as a Finance Manager, where he was handling the company’s finance and accounting functions.

In 2012, he left Kiarafield Sdn Bhd and joined S P Setia Project Management Sdn Bhd, a subsidiary of S P Setia Berhad (listed on the Main Market of Bursa Securities), as a Finance Manager, where he was responsible for leading the finance department of the company’s property management and property services in Klang Valley and was promoted to Senior Finance Manager in 2014. Subsequently in 2016, he was transferred to Aeropod Sdn Bhd, a subsidiary of S P Setia Berhad, as a Senior Finance Manager where he was responsible for the company’s financial reporting and management.

In 2019, he left Aeropod Sdn Bhd and joined Gamuda Land (T12) Sdn Bhd, a subsidiary of Gamuda Berhad, as a Senior Finance Manager and was in charge of its financial reporting and management. In 2020, he left Gamuda Land (T12) Sdn Bhd to join SIAB in 2020 and assumed his current position.

PROFILE OF KEY SENIOR MANAGEMENT (CONT'D)

CHEAH KOK LIANG

General Manager

Age	Nationality	Gender
44	Malaysian	Male



Mr. Cheah Kok Liang is a General Manager at Siab (M) Sdn. Bhd. He is responsible for overseeing our Group's construction projects which include planning and executing for new construction projects and oversees the management and execution of our construction project works.


He graduated with a Bachelor of Engineering (Hons) in Civil and Structural Engineering from Universiti Kebangsaan Malaysia in 2002. He commenced his career with Road Builder Sdn Bhd in 2002 as a Site Engineer and was part of the site management team assisting in overseeing the company's construction projects. He left Road Builder Sdn Bhd and joined Crest Builder Sdn Bhd in 2003 as a Senior Project Engineer. During his tenure with the company, he was involved in site management and coordination of the workers' workflow. He left Crest Builder Sdn Bhd in

2007 to establish KF Construction Sdn Bhd and served as its director where he was responsible for overseeing the project and construction activities. He has since dissolved the company in 2016.

In 2011, he re-joined Crest Builder Sdn Bhd in 2011 as a Senior Project Manager where he led the company's project team on planning, organisation and evaluation of project activities. In 2015, he left Crest Builder Sdn Bhd and joined Eupe Corporation Bhd, a company listed on the Main Market of Bursa Securities, as a Senior Project Manager where he was responsible for overseeing the company's overall project and construction management.

In 2016, he left Eupe Corporation Bhd and joined SIAB as Senior Project Manager.

PROFILE OF KEY SENIOR MANAGEMENT (CONT'D)



FONG KOK YEW

Commercial Manager

Age	Nationality	Gender
38	Malaysian	Male

Mr. Fong Kok Yew is the Commercial Manager. He is responsible for overseeing the overall project tendering activities which include review of potential tenders and preparation of tender submissions.

He obtained a Diploma in Technology (Quantity Surveying) from Tunku Abdul Rahman College in 2004. He subsequently obtained a Bachelor of Science in Construction Management from Heriot-Watt University, the United Kingdom in 2007.

He began his career with Wira Syukur (M) Sdn Bhd in 2004 as a Contract Executive involved in all aspects of the company's contract administration functions. He left Wira Syukur (M) Sdn Bhd in 2008 to join

Pembinaan Tuju Setia Holdings Sdn Bhd as a Contract Executive where he was involved in pre-and post-contract activities which include participating in tender exercises and preparing progress claims. He was subsequently promoted to Senior Contract Executive and an Assistant Contract Manager in 2011 and 2013, respectively. He was mainly responsible in assisting the Contract Manager in project costing and contract management.

In 2013, he left Pembinaan Tuju Setia Holdings Sdn Bhd and joined Siab (M) Sdn. Bhd. as a Contracts Manager, where he was in-charge of the company's overall management of project costs and contracts. He was then reassigned to his current position in 2020.

Note:

- 1) None of the key senior management has any directorship in public companies and listed issuers.
- 2) None of the key senior management has any family relationship with any directors and major shareholders of the Group and the Company,
- 3) None of the key senior management has any conflict of interest with the Group and the Company.
- 4) None of the key senior management has any conviction for offences within the past five (5) years other than traffic offences, nor any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

CHAIRMAN'S STATEMENT

As we start on our new journey as a public listed company on the ACE Market of Bursa Malaysia Securities Berhad on 28 February 2022, I am proud that our strong and capable management team's relentless efforts in steering SIAB Group over the past financial year have finally come to fruition. Despite the challenges ahead due to the highly disruptive COVID-19 pandemic, which began in early 2020, we will continue our efforts in keeping our employees engaged and focussed, whilst putting safety and health of our people as a key priority. It is hoped that the Government's efforts, in ramping up vaccinations followed by the easing of movement restrictions and the opening up of international borders in Malaysia, may provide some optimism towards a sustained economic recovery.

Tan Sri Dato' Sri Mohamad Fuzi Bin Harun

Dear Fellow Shareholders and Stakeholders

On behalf of the Board of Directors, I am pleased and honoured to present you the first annual report and the audited financial statements of Siab Holdings Berhad ("SIAB") and its subsidiaries ("the Group") for the financial year ended 31 December 2021 ("FY2021").

THE BEGINNING OF SIAB'S NEW JOURNEY

SIAB was successfully listed on the ACE Market of Bursa Malaysia Securities Berhad ("Bursa Malaysia"), an alternative market designed primarily for emerging corporations, on 28 February 2022. We have raised RM36.72 million through the listing of SIAB on the ACE Market, in conjunction with an initial public offering ("IPO") exercise. This marks a significant milestone for SIAB and the Group as we begin the next phase of our growth journey.

INDUSTRY AND BUSINESS OVERVIEW

FY2021 was another challenging year filled with unprecedented challenges due to the highly disruptive COVID-19 pandemic, which began in early 2020. Governments around the world have been implementing lockdowns in a bid to keep infection rates under control. Societies continue to adapt to many 'new normals' such as social distancing, face masking and hand sanitising. As a result of various movement control orders being implemented, travel plans were halted, working-from-home mechanisms were introduced, and students have been switched to virtual learning environments. Lockdowns, quarantines, COVID-19 tests and vaccinations were amongst some of the most commonly used terms in our daily conversations, and the list goes on.

Despite the various challenges in FY2021 (delayed vaccination rollouts, resurgence of high daily infection cases on new variants, as well as renewed lockdowns and other restrictions), we successfully secured 4 projects with a cumulative value of RM435.98 million during the FY2021, prior to our listing on 28 February 2022. This is testimony to our technical and execution capabilities. As of 31 December 2021, the Group's unbilled order book amounted to RM542.03 million. Subsequent to FY2021, we have entered into a Memorandum of Understanding ("MOU") with Koperasi Peserta-Peserta Felcra Malaysia Berhad ("KPFB"), whereby KPFB shall grant the rights to the Group to undertake the development on the freehold Malay Reserved lands owned by KPFB with an estimated gross development value of RM400 million. Meanwhile, the Group's current tender book stood at around RM1.2 billion.

CHAIRMAN'S STATEMENT (CONT'D)

HOW WE DID IN FY2021?

SIAB Group has recorded a total revenue of RM165.98 million and a profit before tax of RM8.07 million for FY2021. The Group's revenue was principally derived from the construction and civil engineering segments in the Malaysian market, contributing approximately 99% of total revenue for FY2021. Overall, SIAB Group's performance for FY2021 remains positively encouraging despite the impacts from the various national lockdowns implemented by the Government of Malaysia. Our rapid response and agility in handling the pandemic, in addition to our well executed strategy has augured well in steering SIAB Group through the constantly changing and challenging environment.



F&N Intelligent Industrial Building



Amverton Cove



Gravit8

While the economy is opening up in the coming financial year ending 31 December 2022 ("FY2022"), considerable uncertainties remain over the scale and duration of the impacts arising from this COVID-19 pandemic. Nonetheless, we will keep our shareholders and stakeholders informed proactively through announcements with Bursa Malaysia as well as our corporate website. I am proud of our strong and capable management team's relentless efforts in steering SIAB Group over the past financial year. Despite the challenges ahead, we will continue our efforts in keeping our employees engaged and focussed, whilst putting safety and health of our people as a key priority.

In support of ethical business practices, the Group adopts a strong stance against all forms of bribery and corruption. The adoption of a group-wide Anti-Bribery and Corruption Policy since 23 February 2022 ensures that we have adequate procedures in place to comply with the applicable laws and regulatory requirements in relation to bribery and corruption.

CHAIRMAN'S STATEMENT (CONT'D)

DIVIDEND

The Board of Directors has not recommended any dividend to be paid for the financial year ended 31 December 2021.

OUTLOOK AND PROSPECTS

Bank Negara Malaysia ("BNM") has recently trimmed the economic growth outlook for FY2022 to between 5.3 per cent and 6.3 per cent, with its governor pledged any changes to its accommodative monetary policy would be "measured and gradual" as it flagged risks from the COVID-19 pandemic and geopolitics.

BNM had previously projected the economy would grow between 5.5 per cent and 6.5 per cent in FY2022, as borders and businesses reopen following the lifting of COVID-19 restrictions.

On the brighter side, SIAB Group applauds the various initiatives implemented by the Malaysian Government to support growth in FY2022. This bodes well for a good start for SIAB Group in the coming financial year. For instance, Malaysian Government has announced various stimulus programmes and continued investments in large infrastructure projects in support of sustained economic recovery moving forward. Some of the widely discussed mega infrastructure projects that are expected to serve as catalysts to kick-start the construction industry include the Mass Rapid Transit Circle Line (MRT 2 and MRT 3) and the East Coast Rail Link. This should provide project opportunities for all contractor categories, big or small, as infrastructure will be a key area of support when the immediate COVID-19 crisis dissipates. It is also hoped that the revisiting of the high-speed rail (HSR) or the injection of other new major projects could spur the construction industry in FY2022 and beyond.

CORPORATE GOVERNANCE

Information pertaining to corporate governance at SIAB is shown in pages 34 to 48.

APPRECIATION AND ACKNOWLEDGEMENT

On behalf of the Board of SIAB, I would like to thank our management and staff of the Group for their unwavering loyalty, dedication, commitment and hard work in the execution of the Group's business strategies. I would also like to thank our business associates, investors and all other stakeholders for their continuous belief in and support to the Group.

Looking ahead, it is hoped that improvements will continue into FY2022, supported by the recovery in external demands and expansion in private sector expenditure. However, the pace of recovery may not be symmetrical across different sectors, with economic activities in certain industries remaining below pre-pandemic levels. The management team of SIAB takes heed of the macroeconomic variables and remains cautiously optimistic that SIAB Group will continue its growth, albeit at a slower pace, and remain profitable in the coming financial year.

I hope this note finds all of you in good stead and excellent health.

Thank you.

Tan Sri Dato' Sri Mohamad Fuzi Bin Harun
Chairman

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW OF SIAB HOLDINGS BERHAD

SIAB is an investment holding company listed on the ACE Market on 28 February 2022. The principal activities of SIAB Group include the provision of construction services, focusing on high-end commercial and mixed development projects, high-rise grade A office developments, hypermarkets, industrial buildings, institutional buildings (including hospitals), high-rise residential and township development.

SIAB Group is also involved in the implementation of construction projects, which includes daily management of all the works required for timely completion of the projects. SIAB Group engages sub-contractors to provide certain services such as supply and installation of construction materials, machinery and equipment, and other specialised trade work such as mechanical and electrical engineering works, piping and plumbing works, external paint works, water proofing works and other related works.

As at 31 December 2021 ("FY2021"), SIAB Group has successfully completed numerous projects with a total value exceeding RM2 billion and has a current order book of approximately RM542.03 million. Subsequent to the financial year ended 2021 ("FY2021"), SIAB Group has entered into a Memorandum of Understanding ("MOU") with Koperasi Peserta-Peserta Felcra Malaysia Berhad ("KPFB"), whereby KPFB shall grant the rights to the Group to undertake the development on the freehold Malay Reserved lands owned by KPFB with an estimated gross development value of RM400 million.

OBJECTIVES AND STRATEGIES

SIAB's business objectives are to maintain sustainable growth and to create long term shareholders' value. To achieve the business objectives, SIAB will implement the following business strategies over the period of 24 months from 28 February 2022, the listing date of SIAB:

- (i) establishing SIAB's own storage facility that will provide additional capacity for storage in line with our future plans of investing and purchasing additional construction related machinery and equipment as well as provide a location to undertake maintenance works for our existing and new construction machinery and equipment that are not in use;
- (ii) investment to support SIAB's expansion plans:
 - SIAB intends to further expand its building construction activities by participating in tenders for higher value high-rise construction projects and other types of buildings. To enhance SIAB's capacity and capability to tender for more building construction projects and to cater for future projects, we intend to invest and purchase new construction machinery and equipment to support our expansion plans; and
 - SIAB also intends to expand its presence into the civil engineering segment, focusing on the construction of roads, bridges and highways.
- (iii) enhance SIAB's design and build services through the hiring of experienced individuals to strengthen SIAB Group's technical capabilities and the procurement of a Building Information Modelling ("BIM") software. The application of a BIM software is expected to contribute to more efficient project management.

MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

FINANCIAL REVIEW

FY2021 was yet another challenging year filled with unprecedented challenges due to the highly disruptive COVID-19 pandemic, which began in early 2020. Governments around the world have been implementing lockdowns in a bid to keep infection rates under control. Despite the various challenges in FY2021 (delayed vaccination rollouts, resurgence of high daily infection cases on new variants, as well as renewed lockdowns and other restrictions), SIAB Group has successfully secured 4 projects with a cumulative value of RM435.98 million during FY2021. This is testimony to SIAB Group's technical and execution capabilities.

SIAB Group has recorded a total revenue of RM165.98 million and a profit before tax of RM8.07 million for FY2021. SIAB Group's revenue was principally derived from the construction and civil engineering segments in the Malaysian market, contributing approximately 99% of total revenue for FY2021.

Overall, SIAB Group's performance for FY2021 remains positively encouraging despite the impacts from the various national lockdowns implemented by the Government of Malaysia. SIAB Group's agility in responding to the pandemic with a well executed strategy, in addition to SIAB's technical and execution capabilities have augured well in steering SIAB Group through the constantly changing and challenging environment.

SEGMENTAL REVIEW

SIAB Group's revenue was principally derived from the construction and civil engineering segments in the Malaysian market, contributing approximately 99% of total revenue for FY2021.

As SIAB Group is predominantly involved in construction and civil engineering, which is the only reportable segment, other non-reportable segments comprise operations related to ICT solutions, maintenance services and investment holdings.

Changing lifestyle trends are also expected to prompt developers into reconsidering the type of projects they undertake in the future. As online platforms gradually overtake 'brick and mortar' spaces and more companies adopt for working from home concepts, developers may opt to construct more residential buildings to cater for the growing population.

CHALLENGES

The construction industry in Malaysia has been affected by labour shortages due to a high dependency on foreign workers and a challenging operating environment due to effects of the COVID-19 pandemic in the past two years. Moving forward, barring any unforeseen resurgences of COVID-19 infections, the worst has likely passed, with the easing of active cases giving rise to relaxation in movement restrictions on project sites since August 2021.

Stringent policies imposed by the Malaysian Government on the property market and the deteriorating property overhang situation are expected to reduce growth in the property market, a key source of demand for construction activities although this is expected to be cushioned by ongoing efforts by the Malaysian Government in providing housing for all such as the removal of the Real Property Gains Tax after the sixth year as well as various affordable housing programs.

PROSPECTS AND INDUSTRY OUTLOOK

Bank Negara Malaysia ("BNM") has recently trimmed the economic growth outlook for FY2022 to between 5.3 per cent and 6.3 per cent, with its governor pledged any changes to its accommodative monetary policy would be "measured and gradual" as it flagged risks from the pandemic and geopolitics. BNM had previously projected the economy would grow between 5.5 per cent and 6.5 per cent in FY2022, as borders and businesses reopen following the lifting of COVID-19 restrictions.

On the brighter side, SIAB Group applauds the various initiatives implemented by the Malaysian Government to support growth in FY2022. This bodes well for a good start for SIAB Group in the coming financial year. For instance, the Malaysian Government has announced various stimulus programmes and continued investments in large infrastructure projects in support of sustained economic recovery moving forward.

MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

PROSPECTS AND INDUSTRY OUTLOOK (CONT'D)

Factors boosting growth within the construction industry is likely to come from government-led initiatives and spending, particularly those relating to infrastructure and housing development such as the East Coast Rail Link and the Mass Rapid Transit (MRT 2 and MRT 3) as well as provision of incentives to stimulate the property market and financing through the SME-GO Scheme for qualified contractors. This should provide project opportunities for all contractor categories, big or small, as infrastructure will be a key area of support when the immediate COVID-19 crisis dissipates. It is also hoped that the revisiting of the High-Speed Rail (HSR) project or the injection of other new major projects could spur the construction industry in FY2022 and beyond. A favourable interest rate environment and increased participation from the private and public sector via funding and investment structures are also expected to support the construction industry.

We remain cautiously optimistic of the construction sector's recovery prospects in FY2022 underpinned by a broad rebound in work productivity post-pandemic, as construction companies remain busy with playing catch-up on job backlogs over the coming quarters. The near-term earnings trajectory may, however, be held back by margin compressions arising from an inflationary building material cost environment that could potentially persist into the second half of FY2022.

STATEMENT OF CASH FLOWS

Operating Activities

Net cash used in operating activities for SIAB Group in FY2021 was RM10.42 million as compared with net cash generated from operating activities of RM6.96 million in FY2020. This is mainly due to cash used for the commencement of a new high-rise residential construction project, namely Arunya@KL North.

Investing Activities

There were no major investing activities in FY2021, other than the usual acquisitions and disposals of plant and equipment.

Financing Activities

Net cash from financing activities for SIAB Group in FY2021 was RM3.03 million as compared with net cash used in financing activities of RM2.32 million. This is mainly due to the drawdown of new loans in FY2021.

IDENTIFICATION OF RISKS

Escalating costs of building materials

As an end-to-end construction group, SIAB Group faces the challenge of managing escalating costs of building materials, which consist primarily of steel bars and wire mesh, ready-mixed concrete, sanitary wares, tiles, cement, grout and adhesives, timber and plywood, hollow section and galvanized iron pipes, electrical items, bricks, diesel, and quarry products. The continued escalation in costs of building materials has a direct impact on the cost of doing business which has resulted in a significant hike in construction costs. As part of SIAB Group's risk management plan, various mechanisms have been put in place to manage cost escalations in building materials. There are also adequate project and resource management processes to mitigate this risk. In terms of the supply of building materials, SIAB Group's years of experience in the industry and the broad network of suppliers help mitigate this risk. This should enable SIAB Group to take timely delivery of building materials to continue with the stipulated construction progress.

Labour shortages

The construction industry in Malaysia has been affected by labour shortages due to a high dependency on foreign workers and a challenging operating environment due to effects of the COVID-19 pandemic in the past two years. The easing of active cases giving rise to relaxation in movement restrictions on project sites since August 2021 and the reopening of international borders from April 2022 may address the risk of continued labour shortages. This risk has been a major impediment to a full recovery of the construction industry as a whole and to some extent, SIAB Group.

MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

IDENTIFICATION OF RISKS (CONT'D)

Business risks in light of COVID-19

The resurgence of COVID-19 cases and possible similar future outbreaks may impact SIAB Group's business operations and financial performance. In the event of any construction workers being infected, the construction site has to cease operations temporarily for full disinfection and sanitisation, while the affected workers are required to be quarantined. These events may slow down construction progress.

In addition, these disruptions may happen to other parties in a project, such as clients, project consultants, foreign workers, suppliers and sub-contractors, which may lead to reduced number of projects being awarded, slower or longer construction period or shortage and/or disruption in supply of materials, all of which could have an impact to SIAB Group's business and financial performance.

Headwinds in the property market

Stringent policies imposed by the Malaysian Government on the property market and the deteriorating property overhang situation are expected to reduce growth in the property market, a key source of demand for construction activities although this is expected to be cushioned by ongoing efforts by the Malaysian Government in providing housing for all such as the removal of the Real Property Gains Tax after the sixth year as well as various affordable housing programs.

On the supply side, new launches in the primary market have dropped as developers are still adjusting to market demands due to the effects from the pandemic and the containment measures implemented by the Malaysian Government in FY2021. However, the uptick in industrial and hospital tenders as compared with previous years may provide some offsetting effects on the general slow-down of the property market.

CAPITAL MANAGEMENT

SIAB Group's objectives when managing capital is to maintain a strong capital base and safeguard SIAB Group's ability to continue as a going concern, so as to maintain investor, creditor and market confidence and to sustain future development of the business. SIAB Group also provides continuous financial support to certain subsidiaries. SIAB Group actively and regularly reviews and manages its capital structure to ensure optimal capital structure and shareholders' returns, taking into consideration the future capital requirements of SIAB Group and capital efficiency, prevailing and projected profitability, projected operating cash flows, projected capital expenditures and projected strategic investment opportunities.

SIAB Group manages its capital structure and makes adjustments, in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, SIAB Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The directors monitor capital using a gearing ratio, which is total debt divided by total equity. SIAB Group's policy is to keep the gearing ratio within an acceptable limit.

No significant changes were made to the objectives, policies or processes of SIAB Group in relation to its approach on capital management during the financial year ended 31 December 2021.

MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

DIVIDEND POLICY

SIAB does not currently have any formal dividend policy. The declaration of interim dividends and the recommendation of final dividends are subject to the discretion of the Board and any final dividends for the year are subject to prior written consent from financial institution (where required) in relation to the covenants in our SIAB Group's existing financing agreements and shareholders' approval. It is SIAB's intention to pay dividends to shareholders in the future. However, such payments will depend upon a number of factors, including SIAB Group's financial performance, capital expenditure requirements, general financial condition and any other factors considered relevant by the Board.

The Board of Directors has not recommended any dividend to be paid for the financial year ended 31 December 2021.

ACKNOWLEDGEMENT

I would like to take this opportunity to extend my deepest appreciation to our team at SIAB Group for their continuous efforts and commitment all this while, from pre-listing to making its debut to the ACE Market of Bursa Securities on 28 February 2022. As we continue to navigate through these difficult times, I look forward to their continued support and contribution in the growth journey of SIAB Group.

Additionally, I would also like to express my profound gratitude to all our distinguished customers, shareholders, business partners, associates, suppliers and the respective regulatory authorities for their continuous support.

Last but not least, my sincere acknowledgement goes to my fellow Board members for their unwavering support and precious advice. I strongly believe that the stewardship of the Board will ensure SIAB Group become even more resilient and emerge stronger.

Ng Wai Hoe
Group Managing Director

SUSTAINABILITY STATEMENT

INTRODUCTION

SIAB is pleased to present the first Sustainability Statement for the FY2021. Sustainability forms an integral part of the corporate strategy at SIAB Group. With growth, comes the realisation of the significance and impacts of SIAB Group's core businesses present to the environment, economy and society. SIAB aspires to achieve sustainability best practices in its business activities by integrating sustainable practices into its core businesses and aligning them to its core values. SIAB believes in the long-term sustainability of its business operations and in creating value for our key stakeholders.

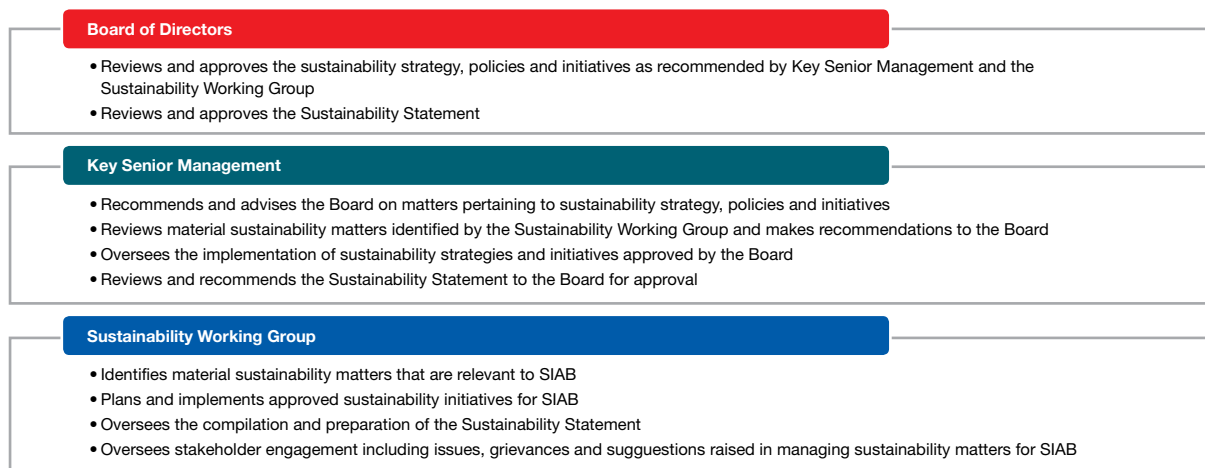
Governance Structure

The Board acknowledges the importance for SIAB Group to adopt and continuously practise good corporate governance throughout SIAB Group's operations to ensure accountability and transparency, as a fundamental part of discharging its responsibilities to protect and enhance shareholders' value as well as the financial performance of SIAB Group. The Board has outlined the applications as set out in the Malaysian Code on Corporate Governance issued by the Securities Commission on 28 April 2021 ("MCCG"), with reference to the Corporate Governance Guide ("CG Guide") issued by Bursa Malaysia Securities Berhad ("Bursa Securities").

To integrate sustainability into SIAB Group's business operations, the following structure has been proposed in order to provide a governing framework to effectively steer SIAB Group towards achieving its sustainability objectives as well as reviewing the progress of SIAB Group's future sustainability initiatives. It aims to ensure that SIAB Group focusses on embedding relevant and material sustainability practices into all the business areas that SIAB Group operates in.

SIAB Group's Proposed Model for Sustainability Governance

Scope of Disclosure



The information provided in this Sustainability Statement covers the period from 1 January 2021 to 31 December 2021 and applies to the entire SIAB Group. It is worth noting that SIAB was only listed subsequent to FY2021 on 28 February 2022.

Materiality Assessment and Strategy

SIAB understands that materiality is a critical input into SIAB's corporate sustainability strategy as it ensures that stakeholders are provided with the most relevant sustainability information aligned to SIAB Group's business operations. Upon setting up the proposed

governance model for sustainability proposed above in the financial year ending 31 December 2022, SIAB Group will work towards assessing materiality and identifying material sustainability matters in accordance with the value chain and areas relevant to SIAB Group's principal activities. It is envisioned that the sustainability efforts will be categorised into three (3) broad themes; environmental impacts, economic enhancements and social contributions.

SUSTAINABILITY STATEMENT (CONT'D)

ENVIRONMENTAL IMPACTS

As an environmentally-conscious organisation, SIAB's leadership understands the importance of reducing the environmental footprint. As an initiative driven by the key management team, SIAB is ISO 14001:2015 (Environmental Management Systems) certified, recognising the importance of environmental protection for the sustainability of SIAB's core businesses. SIAB is committed to:

- a) encourage continuous improvements in environmental performance by incorporating suitable monitoring mechanisms and improvement targets on aspects which are material to its operations;
- b) integrate the consideration of environmental concerns and impacts into its decision making and activities; and
- c) promote environmental awareness among its employees.

Prior to listing on Bursa Securities on 28 February 2022, SIAB Group has initiated some sustainable measures such as efficient use of resources and proper management of waste generated from the construction activities. Investments made in automation and process engineering over the years have not only resulted in costs reduction but have also minimised wastages of resources used and reduced the production of waste materials.

Energy Consumption

SIAB Group has constantly been looking for ways to ensure its operations are energy efficient. By minimising energy consumption, SIAB Group is able to improve its operational costs and reduce its carbon footprint. To minimise energy usage, energy-saving LED lightings are used whenever possible throughout its business operations.

SIAB Group continuously create awareness among its employees on the benefits of being energy efficient by encouraging exemplary behaviours such as reduction of air-conditioning usage during operational hours to reduce carbon emission. All employees are well informed and are made accountable in combining efforts to save energy in their daily routine activities, such as effective control on electricity usage during office hours. For instance, the administration personnel will ensure all lights & air-conditioning are switched off at all times when they are not in use. The key management of SIAB Group has also proposed to install solar panels in an effort to promote energy savings in the next fiscal year.

Waste Management

In order to minimise environmental impacts, SIAB Group acknowledges its responsibility in ensuring that disposal of waste is done in a proper manner, and in accordance with the relevant laws and regulations such as the Environmental Quality Act, 1974. SIAB's waste management includes reducing waste generation at source and handling any waste produced responsibly by adopting the 3R principles – reduce, reuse and recycle waste materials including waste paper, plastic and glass materials. Non-contaminated used materials such as papers, paper cartons and cardboard boxes are re-used, where possible, or sent to recycling centres.



SUSTAINABILITY STATEMENT (CONT'D)

ENVIRONMENTAL IMPACTS (CONT'D)

Waste Management (cont'd)

No Plastic Campaign - Year 2019



3R Recycle Bin



SIAB has also established and implemented construction waste management in terms of generation, storage, collection, treatment and re-use of recyclables before sending them to authorised landfills.

Schedule Waste Storage



SUSTAINABILITY STATEMENT (CONT'D)

ENVIRONMENTAL IMPACTS (CONT'D)

Waste Management (cont'd)

Segregation of Waste



Drip Tray



Safety, Health and Environment Slogan

Safety, Health and Environment Conscious is our Pride

Water Consumption

SIAB Group's construction sites are located in areas that are not stressed for water and experience above average rainfall. As such, no significant water related risks were recorded in FY2021 and we had no issues sourcing water for operational use. Nevertheless, we continue to pay close attention to water resource management and aim to optimise our water usage.

ECONOMIC ENHANCEMENTS

Supplier Management & Procurement Practices

SIAB Group believes in building a sustainable supply chain that ensures continuous and uninterrupted supply of construction materials and machineries in upholding its sustainability efforts. SIAB Group has been progressively implementing measures in the supply chain to encourage suppliers and contractors to conduct business in a responsible and sustainable manner.

SIAB Group operates a procurement function which provides both guidance and direction that underpins an all-encompassing approach towards maximising value creation by reducing supply chain costs, improving transactional processes, maintaining long term relationship with suppliers, complying with laws and regulations and enhancing efficiency, while providing sustainable fit for purpose solutions. This approach is embodied throughout SIAB Group's procurement function, which aims to deliver excellence

in procurement practices through operational effectiveness, cross-functional collaboration and savings transparency. SIAB Group also sets out the minimum requirements for environmental, safety and health in all contracts entered into with all its sub-contractors.

Indirect Economic Enhancements

The growth of SIAB Group has contributed to the creation of various job opportunities locally, where some employees have been with the Group for over 9 years. The key senior management and leadership team of SIAB Group is always seeking avenues towards instilling a culture of well-being, enabling them to grow and prosper within SIAB Group. Employees are also being offered competitive salaries and benefits, along with a conducive, healthy, and safe working environment.

SUSTAINABILITY STATEMENT (CONT'D)

SOCIAL CONTRIBUTIONS

SIAB Group is guided by the fundamental principles in the Human Rights Commission of Malaysia (Suhakam and Suruhanjaya Hak Asasi Malaysia) and is committed to good workplace practices such as non-discrimination, fair employment conditions, health and safety, workplace security, no child or forced labour and human trafficking, no sexual harassment, grievance handling, community rights, data privacy or data protection, etc. SIAB Group has also implemented separate policies on whistle blowing and diversity.

SIAB Group expects all its employees at all levels to conduct themselves responsibly, honestly and with integrity in carrying out their duties and responsibilities, and to comply with SIAB Group's policies, procedures and applicable laws and regulations. SIAB Group has a Code of Conduct and Ethics for Directors ("CCED"), which is available on the Company's website at www.siabmy.com. For employees, a Code of Conduct and Discipline for Employees has been set out in the employees' handbook to maintain a uniform set of values and ethics within the Group.

Workplace Diversity & Inclusion

SIAB Group believes that discrimination prevents people from living up to their full potential, creates inequality as well as less stable and prosperous societies. Talent is diverse by nature and SIAB Group aims to build a diverse workforce that begins with offering equal opportunities and career perspectives to both men and women, regardless of race and nationality.

SIAB Group is well represented by various races and age groups with men outnumbering women. SIAB Group strives to increase the number of women in all positions especially in management roles over the longer term. The leadership of SIAB Group encourages all its employees to perform at the best of their abilities by motivating, connecting and valuing their contributions.

As a tradition, annual dinners have been organised and held every year in the past of SIAB to reward and foster better relationships among all employees. Due to the COVID-19 pandemic in Malaysia and the consequent various Movement Control Orders ("MCOs") imposed and standard operating procedures enforced by the Government of Malaysia since 18 March 2020, SIAB Group has not been able to organise such activities, due to standard operating procedures enforced. It is envisaged that with the opening up of the economy and the transition to an endemic phase from 1 April 2022 as announced by the Government of Malaysia, SIAB Group will be able to continue this tradition moving forward.

Occupational Safety & Health

Upholding safety and health is one of SIAB Group's priorities and primary responsibility as a responsible organisation. SIAB Group aims to establish a "Safety First" culture and plans to enhance training, coaching, and recognition mechanisms in order to continuously encourage a culture of safety across the organisation. Various activities focusing on safety and health are being planned by the key senior management of SIAB Group to promote a healthy and positive work environment for all its employees.



SUSTAINABILITY STATEMENT (CONT'D)

SOCIAL CONTRIBUTIONS (CONT'D)

Occupational Safety & Health (cont'd)



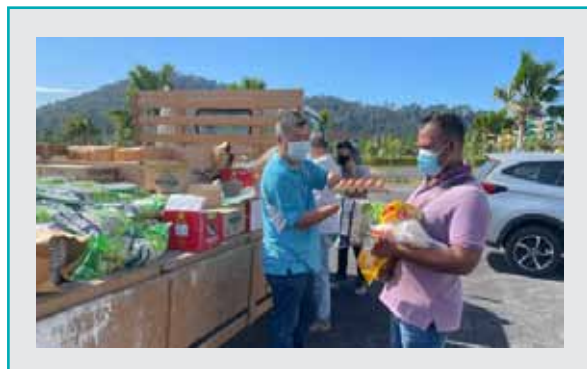
Prior to listing of SIAB on the ACE Market of Bursa Securities on 28 February 2022, training programmes and initiatives carried out during FY2021 in relation to occupational safety and health awareness for the employees include:

- General training and knowledge sharing on sub-contracting by Persatuan Arkitek Malaysia on 23 February 2021;
- Safety, Health and Environment Induction training on 4 May 2021;
- Quality Control and Quality Assurance training on 27 May 2021;
- Occupational Health, Safety and Environment in Industrial 4.0 Era on 23-23 June 2021;
- Quality, Environment, Safety & Health Internal Audit Training on 13 July 2021;
- Construction Management on 13 October 2021;
- Scaffolding and Falsework; 14 October 2021; and
- Tackling The Impact of COVID - 19 On Construction Project: From the Legal Perspective on 12 October 2021.

As for health benefits for employees, SIAB Group provides medical coverage and insurance benefits. SIAB Group also constantly reviews its policies and management systems on Occupational Safety & Health and to ascertain they are adequate, effective, and appropriate for the organisation. SIAB Group is committed to embed occupational safety and health as a culture and behaviour in the daily work of all employees. SIAB Group also plans to provide continuous training and professional development to its employees in order to cultivate talents from within the organisation to sustain growth in the future.

SUSTAINABILITY STATEMENT (CONT'D)

SOCIAL CONTRIBUTIONS (CONT'D)



Occupational Safety & Health (cont'd)

In response to the COVID-19 outbreak and the MCO instituted by the Government of Malaysia to contain the spread of virus since 18 March 2020, the SIAB Group has been providing face masks and hand sanitisers for its working employees. In creating a safe and healthy workplace environment, the SIAB Group has also put in place stringent preventive and control measures, some of which are still ongoing. This includes:

- stringent entry procedures for all employees and visitors to offices and construction sites
- mandatory use of hand sanitisers
- temperature screening at entry points
- comprehensive social distancing across all premises
- provision of face masks
- increased communication on prevention
- frequent sanitisation of workplaces

Data Privacy Protection and Cyber Security Measures

SIAB Group is mindful of the consequences of potential data breach or data loss that may bring about adverse impacts on its customers, business activities, and its corporate reputation. Hence, SIAB Group has implemented stringent personal data protection and security measures as part of enhancing the internal controls of SIAB Group. SIAB Group adheres to the Malaysian Personal Data Protection Act, 2010, to ensure all personal data are properly managed during its collection, storage and usage. All employees are also made aware of their respective roles in safeguarding employees' and customers' information, as well as the consequential penalties in the event of a data breach. This is done by communicating the rules and regulations relating to data protection through the signing of a compliance form by all employees. In addition, a confidentiality clause has also been incorporated in all employment contracts.

SIAB Group has also installed anti-virus software and firewalls to minimise any cyber-attacks where applicable. No complaints were received concerning any breach of customer privacy and loss of customer data in FY2021.

SUSTAINABILITY STATEMENT (CONT'D)

SOCIAL CONTRIBUTIONS (CONT'D)

Compliance

An effective governance structure and risk management system forms the backbone of SIAB Group's business operations. Risk assessments are conducted to identify and mitigate significant risks that affect our business operations.

SIAB Group ensures adherence to all relevant laws and regulations to maintain SIAB's license to operate. Legislations we adhere to include, but are not limited to:

- Capital Markets and Services Act, 2007;
- Companies Act, 2016;
- Personal Data Protection Act, 2010;
- Employment Act, 1955;
- Environmental Quality Act, 1974; and
- Occupational Safety and Health Act, 1994.

In terms of ethics and integrity, SIAB Group remains steadfast in conducting its business with integrity and the highest standards of ethical conduct. This shapes a culture of responsibility among employees at all levels, which helps to uphold SIAB's corporate reputation and maintain its brand positioning to further build its thriving business. SIAB Group has also implemented policies and mechanisms to safeguard compliance across the organisation.

SIAB Group's CCED, which has been approved by the board on 23 February 2022, lays down SIAB Group's expectations of directors, providing the fundamental guiding principles and standards applicable to the directors where such principles and standards are founded on high standards of professional and ethical practices. In addition to the CCED, SIAB Group has a number of policies in place that are aimed at strengthening business conduct and practices, such as the whistle blowing and the anti-bribery and corruption policies.

Whistle Blowing Policy

SIAB's Whistle Blowing policy provides a clear reporting channel for all employees and members of the public to disclose any improper conduct or any action that is harmful to the reputation of SIAB Group and/or any action that compromise the interest of stakeholders. Any concerns about malpractices can be escalated in writing through SIAB's corporate website at www.siabmy.com. All reports are treated with high confidentiality and whistle blowers making the allegation will remain anonymous. No whistle blowing cases have been reported in FY2021.

Anti-Bribery and Corruption Policy

SIAB Group adopts a strong stance against all forms of bribery and corruption throughout its value chain. The Anti-Bribery and Corruption Policy has been adopted effective 23 February 2022, setting out the relevant measures to prevent any form of bribery and corruption throughout the Group. Such concerns will be escalated to the Audit & Risk Management Committee, where the report will be investigated.

CONCLUSION

With the various initiatives carried out prior to the listing and planned for the coming financial year ending 31 December 2022, SIAB Group is working towards striking a sustainable balance between its commitments to customers and also other stakeholders in the economic environment, while maintaining continuous growth and creating a mutually beneficial relationship with suppliers. SIAB Group is also taking conscious efforts to create and sustain employment opportunities for its local communities, to empower its employees through various career development initiatives and to promote a conducive, healthy, and safe working environment throughout the Group.

This Statement is made in accordance with a resolution of the Board.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

INTRODUCTION

The Board firmly believes that commitment to good business ethics and corporate governance (“CG”) is essential to maintain long term sustainability of SIAB Group’s business and performance. The Board embraces good corporate governance and supports the principles and the recommended practices provided in MCCG.

In preparing this Corporate Governance Overview Statement (“CG Overview Statement”), the Company is guided by Guidance Note 11 of the ACE LR and the Corporate Governance Guide (4th edition) issued by Bursa Malaysia Berhad in December 2021. The CG Overview Statement is supplemented with a Corporate Governance Report (“CG Report”), based on a prescribed format as outlined in Rule 15.25(2) of the ACE LR so as to map the application of the Company’s CG practices against the MCCG. The detailed application by SIAB Group for each corporate governance practice during the financial year ended 31 December 2021 is reported separately in the CG Report, which is available on the Company’s website at www.siabmy.com. **It should be noted that SIAB made its debut on the ACE Market of Bursa Securities on 28 February 2022, subsequent to the FY2021.**

With this, the Board is pleased to present this CG Overview Statement which outlines the manner and extent of which SIAB Group has adopted and applied the principles and recommended practices as set out in the MCCG during the financial year ended 31 December 2021.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

1) Board roles and responsibilities

The Board is mindful of its responsibilities in leading and determining the strategic direction and overseeing the overall management of SIAB Group. It aims to provide an effective oversight of the conduct of SIAB Group’s businesses, while ensuring that appropriate risk management and internal control systems are in place as well as regularly reviewing such systems to ensure their adequacy, integrity and effectiveness. The Board takes into consideration the interests of all stakeholders in their decision-making so as to ensure SIAB Group’s objective of creating long-term shareholder value is met.

The Board is guided by a Board Charter. Pursuant to ACE LR of Bursa Securities and MCCG, the Board has on 26 June 2021 approved the Board Charter and noted that the Board Charter is in line with both MCCG and ACE LR of Bursa Securities. The Board Charter sets out the Board’s strategic intent and outlines the roles and responsibilities of the Board and its committees, individual directors and the Chairman as well as the respective meetings’ requirements. The Board Charter is subject to review as and when necessary and it is available on the Company’s website at www.siabmy.com.

To assist the Board in discharging its oversight function, the Board has delegated specific responsibilities to the following board committees:

- Audit & Risk Management Committee (“ARMC”)
- Nomination Committee (“NC”)
- Remuneration Committee (“RC”)

The Board decided that the key senior management team would assume the risk management function and reports directly to the ARMC, which has an oversight role for risk management governance. The Board has also reviewed and approved the respective Terms of Reference (“TOR”) of the ARMC, NC and RC to be aligned with the requirements of the applicable practices and guidance of the MCCG. The TORs are subject to review as and when necessary and are available on the Company’s website at www.siabmy.com.

Each board committee operates its functions within its respective TORs approved by the Board. The Chairman or Chairwoman of the respective board committees reports to the Board on matters deliberated and recommendations made by the respective board committees.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

2) Separation of functions between the Chairman and the Managing Director

The Board Charter has established clear roles and responsibilities of the Board in discharging its fiduciary and leadership functions. The roles of the Chairman and the Managing Director ("MD") are distinct and separated to engender accountability, such that no one individual has unfettered powers of decision-making. The segregation of roles also facilitates a healthy open discussion and exchange of views between the Board and Management in their deliberation of the business, strategic aims and key activities of the Company.

The Chairman's role is currently held by Tan Sri Dato' Sri Mohamad Fuzi Bin Harun, whilst Mr. Ng Wai Hoe is the MD of the Company.

The Chairman is primarily responsible for ensuring the effective functioning of the Board and leading the Board in its collective oversight of Management by focusing on strategy, governance and compliance. The Chairman also ensures all executive and non-executive directors have unrestricted and timely access to all relevant information necessary for informed decision-making. The Chairman encourages active participation and deliberation by board members in the board meetings, to tap the wisdom of all board members and promotes consensus building.

The MD is appointed by the Board and is responsible for the day-to-day management of SIAB Group's operations and business as well as implementation of business plans, strategies, policies and decisions approved by the Board. The MD is supported by key senior management team and other committees which are tasked to oversee key operating areas. The MD develops and implements the strategic goals of SIAB Group as well as assesses any potential business opportunities.

The key senior management team, led by the MD, is accountable for the conduct and performance of the business within the agreed business strategies. The MD is involved in leading and overseeing the day-to-day operations and management within his assigned responsibilities. The MD represents SIAB Group at the highest level and is a decision maker on matters within his scope of authority.

3) Board meetings

The Board is required to meet on a quarterly basis with additional meetings being convened as and when necessary to consider urgent proposals or matters that require the Board's consideration. Off-site board meetings to discuss specific topics will be arranged, when necessary, to facilitate more time for discussion and view sharing. During the financial year ended 31 December 2021, multiple lockdowns have been implemented by the Government of Malaysia in response to COVID-19 pandemic and restrictions were being imposed on having face-to-face meetings. With the availability of various virtual meeting platforms, the Board was able to continue with the planned meetings as usual albeit on a virtual basis and engage effectively during those meetings. Web and teleconferencing were the main tools used to conduct some of the meetings during the year.

A full year corporate calendar, which sets out the dates for meetings of the Board, board committees and the Annual General Meeting ("AGM") as well as the closed period to restrict dealings in the Company's securities by the directors, is prepared and circulated to the directors before the start of each calendar year to allow the directors to plan ahead to attend such meetings. During those meetings, the Board deliberate and consider matters relating to SIAB Group's financial performance, significant investments, corporate developments, strategic issues and business plan. The Company Secretaries are responsible for ensuring all proceedings of the Board and board committees are recorded and draft minutes are circulated to the Directors for confirmation prior to being approved.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

3) Board meetings (cont'd)

Prior to the listing of SIAB on 28 February 2022 and during the financial year ended 31 December 2021, the Board had one (1) board meeting and the attendance of each director at the meetings is as follows:

Name of Director	No. of meetings attended*
Tan Sri Dato' Sri Mohamad Fuzi Bin Harun	1/1
Ng Wai Hoe	1/1
Lim Mei Hwee	1/1
Tan Sok Moi	1/1
Dato' Sri Shahril bin Mokhtar	1/1
Datuk Lim Tong Lee	1/1
Andrea Huang Jia Mei	1/1

* one (1) virtual meeting was held.

Directors' commitment, resources and time allocated to the Company are evident from the attendance records.

At the Board meeting held prior to SIAB's listing on the ACE Market of Bursa Securities, the Board reviewed and approved the Board Charter, establishment of board committees and TORs for the respective board committees. The Board has also reviewed and accepted the prospectus and required submission documents for the SIAB's initial listing application to Bursa Securities for the admission of SIAB to the Official List and the listing exercise. The key senior management team and advisers were also invited to attend the board meeting to explain and clarify on some of the matters being tabled in this meeting.

Directors were encouraged to participate in the meeting and to share their views. They were also encouraged to pose queries (if any) to management prior to each board meeting. Any director who has a direct or deemed interest in the subject matter shall declare his or her interest at the meeting and abstain from deliberation and voting on the respective resolution. Decisions of the Board were made by consensus.

In fostering the commitment of the Board that the directors devote sufficient time to carry out their responsibilities, the directors are required to notify the Chairman before accepting any new directorship and such notification shall include an indication of time that will be spent on the new appointment. The Chairman shall also notify the Board if he has any new directorship or significant commitments outside the Company. Currently, all directors of the Company do not hold more than five (5) directorships in any publicly listed issuer, which is in compliance with Rule 15.06 of the ACE LR.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

4) Access to Information

All directors have unrestricted direct access to and interaction with the key senior management team, in which they may have informal meetings with the key senior management team to brief them on matters or major developments concerning SIAB Group's operations. The directors also have unrestricted access to the advice and services of the Company Secretaries. Directors may interact directly with, or request further explanation, information or updates on statutory and regulatory requirements from the Company Secretaries.

In addition to administrative matters, the Company Secretaries also provide advice to the Board on corporate governance matters, corporate disclosures and ensure adherence to the relevant statutory and regulatory requirements. The Company Secretaries are qualified Chartered Secretaries and members of the Malaysian Institute of Chartered Secretaries and Administrators. The Company Secretaries will facilitate the arrangement of all board and board committee meetings as well as the processes pertaining to the Company's forthcoming first AGM. The Company Secretaries will also attend and record minutes of all board and board committees' meetings as well as the AGM. The Company Secretaries had and will continuously undertake professional development. The details of the role and responsibilities of the Company Secretaries are disclosed in the CG Report.

Subject to the approval of the Board, the directors, whether as a full board or board committees or in their individual capacity, may seek and obtain independent professional advice at SIAB Group's expense in the course of discharging their duties. Appropriate procedures are in place to facilitate the directors' access to such advice.

The Board recognises the importance of providing timely, relevant and up-to-date information in ensuring an effective decision-making process by the Board. In this regard, the Board is provided with not only quantitative information but also those of a qualitative nature which is pertinent to enable the Board in discharging its duties effectively.

Prior to scheduled board and/or board committees' meetings, the directors will be provided with a structured agenda, management reports and board papers at least five (5) business days prior to the meeting. In order for meetings to be more effective, the meeting agenda is organised by taking into consideration the complexity of the proposals or matters to be deliberated. An indication will also be provided to guide the board and board committees as to whether the matters are for approval, discussion or for notation purpose in order for the meetings to be conducted efficiently.

Where necessary, members of the senior management team will be invited to attend such board and/or board committees' meetings to report and update on areas of business within their responsibilities to provide board members insights of the business and to clarify any issues raised by the directors in relation to SIAB Group's operations. Directors are encouraged to share their views and insights in the course of deliberation and partake in discussions.

The Company Secretaries will take minutes of all discussed issues, decisions and conclusions including dissenting views made and whether any Director is abstained from voting or deliberating on a particular matter at such board and/or board committees' meetings as well as required actions to be taken by responsible parties will be minuted by the Company Secretaries. The minutes will be signed by the Chairman of the Board or board committees as a correct record of the proceedings of such meetings upon the confirmation from all board members or board committee members. Decisions made and policies approved by the Board will be communicated to the relevant key senior management team for action after the meeting.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

5) Directors' training

The Board recognises the importance of continuous training and education for its directors to ensure that they are equipped with the necessary skills and knowledge to assist them in discharging their duties as directors. All directors have completed the Mandatory Accreditation Programme ("MAP") as required under the ACE LR. The directors will continue to attend other relevant training programmes to keep abreast of developments on a continuous basis in compliance with the ACE LR.

For the financial year ended 31 December 2021, the directors have attended the following conferences, seminars and/or training programmes:

Director	Conferences, Seminars and/or Training Programmes	Date(s)
Tan Sri Dato' Sri Mohamad Fuzi Bin Harun	<ul style="list-style-type: none"> Securities Commission Malaysia ("SC") Guidelines on the Conduct of Directors of Listed Corporations and their Subsidiaries - Implications to the Company and Directors of the Company 	30 November 2021
Ng Wai Hoe	<ul style="list-style-type: none"> MAP 	6-8 December 2021
Lim Mei Hwee	<ul style="list-style-type: none"> MAP 	6-8 December 2021
Tan Sok Moi	<ul style="list-style-type: none"> MAP Webinar: Tackling the Impact of Covid-19 on Construction Projects (from the legal perspective) Interested Deductibility, Earning Stripping Rules and Cross-Border Transaction 	6-8 December 2021 12 October 2021 26 January 2021
Dato' Sri Shahril bin Mokhtar	<ul style="list-style-type: none"> N/A 	
Datuk Lim Tong Lee	<ul style="list-style-type: none"> Corporate Governance Case Studies Programme Fraud & Financial Scandals: Trends, Red Flags and Mitigations 	3 December 2021 3 September 2021
Andrea Huong Jia Mei	<ul style="list-style-type: none"> The Ultimate Guide to RPT Analysis, Probably (Volume 1) MAP Full Set Accounting: Purpose of Accounting and Transaction Processing MIA Webinar Series: Chapter 10 Series: Computation of Percentage Ratios MIA Virtual Conference Series: Capital Market Conference 2021 MIA Webinar Series: MFRS 3 & 10 Business Combinations and Consolidated Financial Statements 	23&24 September 2021 6-8 December 2021 14 July 2021 22 June 2021 17 June 2021 9 April 2021

(Although Dato' Sri Shahril bin Mokhtar has not been able to attend any structured training programme during the financial year due to personal exigencies, he continued to gain updates through various briefings provided by the Company Secretaries and external auditors during the quarterly meetings as well as communications with other fellow directors.)

The Board has also been regularly updated and advised by the Company Secretaries along with other independent professionals on regulatory changes and matters on governance, to enable the directors to discharge their responsibilities effectively. The directors are mindful of the need to continuously enhance their skills and knowledge in order to assist them in discharging their duties as directors. The Board will, on a continuous basis, evaluate and determine the training needs of the directors.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

6) Code of Conduct and Ethics for Directors

The Board has established and adopted a Code of Conduct and Ethics for directors ("CCED") and a separate Code of Conduct and Discipline for employees. The CCED, as incorporated in the Board Charter, has been formulated to enhance the standard of corporate governance and promote ethical conduct of the Directors.

The CCED is to be observed by all directors of SIAB Group, and the core areas of conducts are disclosed in the CG Report. This CCED shall be reviewed by the Board every three (3) years or as required when internal or external events warrant a more frequent review to be undertaken.

The CCED has been approved and adopted by the Board on 23 February 2022. The CCED is also published on the Company's website at www.siabmy.com.

7) Board Composition

The Board currently has seven (7) members, comprising one (1) Executive Director (the Managing Director), two (2) Executive Directors and four (4) Independent Non-Executive Directors. Hence, the Company fulfilled the prescribed requirements for one-third (1/3) of the membership of the Board to be independent members pursuant to the ACE LR. This also fulfills the recommendation made in the MCCG to have a Board that comprises a majority of independent directors.

8) Board Diversity

The Board acknowledges the importance of boardroom diversity in terms of age, gender and ethnicity as well as recognises the benefits of such diversity. The Board also recognises that having board members with a range of different backgrounds, skills, experience and diversity is essential to ensure diverse range of viewpoints and to facilitate optimal and effective decision making and governance. The Board is of the view that while promoting boardroom diversity is essential, the normal selection criteria of a director, based on an effective blend of competencies, skills, extensive experience to strengthen the Board, should remain a priority.

The Company has adopted boardroom diversity in the Board Charter, which is made available at the Company's website at www.siabmy.com.

The Board is well-balanced with an effective mix of executive directors and independent non-executive directors, which is in line with MCCG and is of the appropriate size with the right mix of skills and experience. This balance enables the Board to provide clear and effective leadership to SIAB Group and to bring informed and independent judgement on many aspects of SIAB Group's strategies and performances. It also ensures that the highest standards of professionalism, conduct, transparency and integrity are maintained within SIAB Group.

The MD who has good knowledge of the business is responsible for developing and implementing strategic business direction, plans and policies for SIAB Group. He ensures the efficiency and effectiveness of SIAB Group's operations as well as supervises the respective head of divisions and departments, who are responsible for all functions, contributing to the success of SIAB Group. He also oversees the day-to-day management of SIAB Group within the powers, discretions and delegations authorised by the Board from time to time.

The independent directors play a pivotal role in corporate accountability. None of the independent directors participate in the day-to-day management of SIAB Group. The Board recognises the presence of independent directors as essential in providing unbiased and independent opinions, advice and judgements to ensure that the interests, not only of SIAB Group, but also of shareholders, stakeholders, employees, customers, suppliers and other communities in which SIAB Group conducts its business, are well represented and taken into account.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

8) Board Diversity (cont'd)

The Board, through the NC, will assess the independence of the independent directors annually based on the criteria set out in the ACE LR.

Considering the recommendations made in the MCCG on the tenure of an independent director not exceeding a cumulative term of nine (9) years and that the Company was listed on the ACE Market of Bursa Securities on 28 February 2022, none of the independent directors' tenure has exceeded a cumulative term of nine (9) years.

In order to uphold the independence of independent directors, the Board has adopted the following policies:

- subject to the Board justification and shareholders' approval, the tenure of independent directors should not exceed a cumulative nine (9) years;
- an annual assessment of independence of its independent directors focusing on the events that would affect the ability of independent directors to continue bringing independent and objective judgement to board deliberation and the regulatory definition of independent directors; and
- the independent directors must declare themselves to be independent from management and free of any business or other relationship which could interfere with the exercise of their independent judgement and objective participation and decision-making process of the Board.

The Board did not nominate a senior independent non-executive director to whom queries or concern regarding the Group may be conveyed. The Board is of the view that all Independent Directors of the Company are always within reach of the shareholders and issues are discussed openly at meetings, thus shareholders may approach any of the independent directors of the Company.

9) Board Effectiveness Assessment

The Company was listed on the ACE Market of Bursa Securities on 28 February 2022. As such, the Board through the NC, will conduct an annual assessment on the Board's effectiveness based on the composition, conduct, responsibilities of the board, the board committees and the individual directors in accordance with the Board Charter and the board committees' TORs.

The assessment of the Board will be based on four (4) main areas relating to board structure, board operations, board and chairman's roles and responsibilities as well as the board committees' roles and responsibilities. For individual directors' self/peer evaluations, the assessment criteria include abilities and competencies, calibre and personality, technical knowledge, objectivity and the level of participation in board and board committees' meetings, including individual contributions to board processes, business strategies and performance of SIAB Group.

For the financial year ended 31 December 2021, the NC has not conducted any board effectiveness assessment as SIAB was only listed on the ACE Market of Bursa Securities on 28 February 2022.

10) Appointment and re-election of board members

The Board appoints its members through a formal process that is consistent with the Company's Constitution. The NC has been entrusted with the responsibilities for proposing and recommending the right candidates to the Board for appointment. In addition, the NC also has the function of assessing the effectiveness of the Board, reviewing the skills, professionalism, integrity and competencies of individual directors and the composition of the various board committees.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

10) Appointment and re-election of board members (cont'd)

The process for the appointment of a board member is summarised as follows:

- identification of a candidate upon the recommendation by the existing board members, key senior management team, shareholders and/or other consultants;
- the NC to consider, inter-alia, the competency, experience, commitment, contribution and integrity of the candidates, and in the case of candidates proposed for appointment as independent directors, the candidate's independence, in evaluating the suitability of the candidates;
- recommendation of candidates to be made by the NC to the Board, as well as recommendation for appointment as a member of the various board committees, where necessary; and
- decision to be made by the Board on the proposed new appointment, including appointment to the various board committees.

At the first AGM of the Company, all the Directors shall retire from office at the conclusion of the AGM.

The Constitution also requires all directors including the MD, to retire from office at least once in each three (3) years and one-third (1/3) of the Directors are subject to retirement by rotation and are eligible for re-election at every AGM.

The NC will be assessing the performance of all directors who are standing for re-election at the forthcoming first AGM.

11) Board Committees

The Board, in view of assisting the discharge of its stewardship role, has established board committees namely the ARMC, NC and RC, which comprise solely independent non-executive directors. These board committees were delegated with certain responsibilities as well as the authority to examine specific issues and operate within their respective TORs as approved by the Board, and to report to the Board with their proceedings, deliberations and recommendations. The ultimate responsibility for decision making, however, lies with the Board.

The board committees established during the financial year ended 31 December 2021 are as follows:

(a) Audit & Risk Management Committee

The ARMC comprises three (3) members, all of whom are independent non-executive directors.

The composition, attendance for meetings and work of activities of the ARMC are set out in the ARMC Report on pages 49 to 51 of this annual report. The ARMC's TOR is published on the Company's website at www.siabmy.com.

(b) Nomination Committee

The NC comprises three (3) members, all of whom are independent non-executive directors.

The composition, attendance for meetings and work of activities of the ARMC are set out in the NC Report on pages 52 to 53 of this annual report. The NC's TOR is published on the Company's website at www.siabmy.com.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

11) Board Committees (cont'd)

The board committees established during the financial year ended 31 December 2021 are as follows: (cont'd)

(c) Remuneration Committee

The RC is responsible for carrying out annual reviews whereupon recommendations are submitted to the Board on the overall remuneration policy for directors and key senior management team, to ensure that the remuneration policy remains in support of its corporate objectives and shareholder value and is in tandem with its culture and strategy. The roles and responsibilities of the RC are set out in the RC's TOR, which is published on the Company's website at www.siabmy.com.

The RC believes in a remuneration policy that fairly supports the director's responsibilities and fiduciary duties in steering SIAB Group to achieve its long-term goals and enhance shareholders' value. The main objective in this respect is to offer a competitive remuneration package in order to attract, develop and retain talented individuals to serve as directors.

The RC comprises three (3) members, all of whom are independent non-executive directors.

The composition of the RC is as follows:

- i) Andrea Huang Jia Mei (Independent Non-Executive Director) – Chairwoman
- ii) Datuk Lim Tong Lee (Independent Non-Executive Director) – Member
- iii) Dato' Sri Shahril bin Mokhtar (Independent Non-Executive Director) – Member

The RC meeting is held as and when required, but at least once a year. For the financial year ended 31 December 2021, the RC has not had any RC meeting. All recommendations of the RC are subject to endorsement by the Board.

12) Directors' remuneration

The Board is mindful that fair remuneration is critical to attract, retain and motivate the directors of SIAB Group as well as directors serving as members of the board committees. The Board has thus established formal and transparent remuneration policies and procedures for the Board and board committees.

The remuneration of executive directors consists of basic salary, statutory contributions, fees and bonuses. Any salary review takes into account market rates and the performance of both the individual and SIAB Group.

The remuneration of non-executive directors comprises fees that reflect their expected roles and responsibilities, including any additional work and contributions required. In addition, each director is paid a meeting allowance for each board and board committee's meeting he or she attends.

The Company will seek shareholders' approval at the forthcoming first AGM for directors' fees for the current financial year and benefits payable to the directors for the period from this first AGM until the next AGM of the Company in 2023. This is to facilitate the payment of the directors' fees and benefits on a monthly basis and/or as and when incurred and shall be applicable to the subsequent financial year thereon.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

12) Directors' remuneration (cont'd)

Details of directors' remuneration of the Company (including the Managing Director) who served during the financial year ended 31 December 2021 are as follows:

Name of Director	Ringgit Malaysia (RM)						
	Allowance	Meeting Allowance	Salaries & Fees	Bonuses	Benefits-in-kind	Other emoluments	Total
Managing Director							
Ng Wai Hoe	120,000	–	540,000	55,000	3,434	136,773	855,207
Executive Directors							
Lim Mei Hwee	120,000	–	480,000	47,200	3,052	123,891	774,143
Tan Sok Moi	120,000	–	420,000	41,400	3,052	111,389	695,841
Non-Executive Chairman / Directors							
Tan Sri Dato’ Sri Mohamad Fuzi Bin Harun	–	–	30,000*	–	–	–	30,000
Dato’ Sri Shahril bin Mokhtar	–	–	12,000*	–	–	–	12,000
Datuk Lim Tong Lee	–	–	12,000*	–	–	–	12,000
Andrea Huong Jia Mei	–	–	12,000*	–	–	–	12,000
Total	360,000	–	1,506,000	143,600	9,538	372,053	2,391,191

*: received and receivable from the Company.

Notes: The directors' remuneration and benefit are received and receivable on a group basis. Other emoluments include statutory contributions to the Employees' Provident Fund and Employment Insurance Scheme.

The Company has four (4) key senior management, including the MD who is an executive director. The three (3) key senior management (excluding the MD) whose remuneration falls within the respective bands of RM50,000 is disclosed below:

Remuneration bands	Number of key senior management
RM100,001 – RM150,000	0
RM150,001 – RM200,000	1
RM200,001 – RM250,000	2
RM250,001 – RM300,000	0

The Board is of the view that disclosure on a named basis on the top five senior management's remuneration components including salaries, bonuses, benefits-in-kind and other emoluments in the bands of RM50,000 (in accordance with Practice 8.2 as recommended in MCCG), is not in the best interest of the Company due to privacy reasons.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

1) Audit and Risk Management Committee

The ARMC comprises three (3) members of the Board, all of whom are independent non-executive directors. Datuk Lim Tong Lee, the Chairman of the ARMC, is not the Chairman of the Board so as not to impair the objective of the Board's view of the ARMC's findings and recommendation. The members of the ARMC are financially literate and have sufficient understanding of SIAB Group's businesses. Details of the composition of the ARMC are set out in the ARMC Report on pages 49 to 51 of this annual report.

The ARMC assists the Board in discharging its statutory duties and responsibilities by ensuring:

- accurate and timely financial reporting and compliance with applicable financial reporting standards;
- adequate internal control in the systems and processes which enable SIAB Group to operate effectively and efficiently;
- that an effective risk management framework is in place to manage risks impacting SIAB Group;
- that internal audit functions effectively and audits are performed by external auditors objectively and independently; and
- SIAB Group complies with applicable laws, rules and regulations and has an appropriate code of business conduct in place.

The Board through the NC assesses the composition and performance of the ARMC annually, through an annual board committee effectiveness assessment. As SIAB was listed on the ACE Market of Bursa Securities on 28 February 2022, subsequent to the financial year end, the Board will only carry out the assessment of its ARMC members in discharging their functions, duties and responsibilities in accordance with the ARMC's TOR in the next financial year. The Board has reviewed and approved the ARMC's TOR on 26 June 2021, prior to the listing of SIAB on 28 February 2022, to reflect the requirements of the applicable practices of MCGG.

The Board has adopted and incorporated the policy that requires a former key audit partner to observe a cooling-off period of at least three (3) years before being appointed as a member of the ARMC in its TOR. The Board will adhere to the same when considering the appointment of an ARMC member in the future.

A summary of activities and the role of the ARMC in relation to both the internal and external auditors are described in the ARMC Report on pages 49 to 51 of this annual report.

2) Suitability and independence of external auditors

The Board through the ARMC has established a transparent and professional relationship with SIAB Group's external auditors. The ARMC has an explicit authority to communicate directly with the external auditors. The ARMC will meet with the external auditors at least twice a year to discuss their audit plan and audit findings in relation to SIAB Group's financial statements. Private sessions between the ARMC and the external auditors will be held without the presence of the MD and the key senior management team to discuss audit findings and any other observations they might have during the audit process for the next financial year ending 31 December 2022.

The external auditors will be invited to attend the ARMC meetings as and when required apart from the scheduled meetings when they present the audited financial statements of SIAB Group to the ARMC. During such meetings, the external auditors will be required to highlight and discuss the nature, scope of the audit, internal controls and problems that might require the attention of the Board.

The ARMC, in adhering to the policies and procedures in assessing the suitability and independence of external auditors, will undertake an annual assessment of the quality of audit, which encompasses the performance and quality of the external auditors and their independence, objectivity and professionalism. The assessment process will involve identifying the areas of assessment, setting the minimum standard and devising tools to obtain relevant data. The areas of assessment include among others, the external auditors' calibre, audit quality processes, audit team, audit scope, audit communication, audit governance and independence as well as the components of audit and non-audit fees.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

2) Suitability and independence of external auditors (cont'd)

The external auditors, as part of the ARMC's assessment of their independence, will provide the ARMC with a written assurance confirming their independence throughout the conduct of the audit engagement in accordance with the relevant professional and regulatory requirements. The external auditors will be required to declare their independence annually to the ARMC as specified by the By-Laws issued by the Malaysian Institute of Accountants. The external auditors, Messrs. KPMG PLT, had provided their declaration in their annual audit plan (for the financial year ended 31 December 2021) presented to the ARMC subsequent to the financial year end.

Being satisfied with the external auditors' performance, technical competence and independence, the ARMC recommended the appointment of Messrs. KPMG PLT as external auditors for the financial year ended 31 December 2021.

The ARMC reviews the audit and non-audit services provided by the external auditors. In reviewing such services, the ARMC ensures that the independence and objectivity of the external auditors are not compromised. The external auditors are engaged mainly to perform statutory audit on SIAB Group's financial statements.

For the financial year ended 31 December 2021, the external auditors also undertook the following non-audit related reviews:

- Review of the Statement on Risk Management and Internal Control
- Initial public offering related fees such as Reporting Accountants

3) Risk Management and Internal Control Framework

The Board acknowledges its overall responsibility for maintaining a sound system of internal controls that provides reasonable assessment of effective and efficient operations, internal financial controls and compliance with laws and regulations as well as with internal procedures and guidelines. Such a system is designed to reduce rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement, errors, frauds or losses. The effectiveness of the system of internal controls of SIAB Group will be reviewed periodically by the ARMC.

The internal audit function will be outsourced to an independent consulting company to assist the ARMC in assuming the task of internal control review and risk assessment functions of SIAB Group for the financial year ending 31 December 2022. Any areas of improvement and the implementation of recommendations will be monitored by the ARMC. The outsourced internal auditors will report directly to the ARMC.

The Board is of the view that the overall risk management and internal control systems in place for the financial year ended 31 December 2021 are operating adequately and effectively for the purpose of safeguarding SIAB Group's assets as well as shareholders' investments and the interests of employees and other stakeholders. The key features of the risk management and internal control systems are set out in the Statement on Risk Management and Internal Control on pages 54 to 57 of this annual report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

4) Financial Reporting

In presenting the quarterly financial reports and the annual audited financial statements to the stakeholders, primarily the shareholders, investors and regulatory authorities, the Board is committed to provide a clear, balanced and meaningful assessment of SIAB Group's financial position and prospects. The Board, as assisted by the ARMC, oversees the financial reporting of SIAB Group. The ARMC reviews SIAB Group's quarterly financial reports and will be reviewing the annual audited financial statements for the financial year ended 31 December 2021, as well as the appropriateness of SIAB Group's accounting policies and the changes to these policies, to ensure compliance with the financial reporting standards and other regulatory requirements.

The Board is responsible for ensuring the financial statements of SIAB Group are prepared in accordance with the requirements of the Malaysian Financial Reporting Standards, International Financial Reporting Standards, the provisions of the Companies Act 2016 and the ACE LR, to give a true and fair view of the financial position of SIAB Group at the end of the financial year.

The Board is satisfied that in preparing the financial statements for the financial year ended 31 December 2021, SIAB Group has adopted and applied consistently the appropriate accounting policies and presented information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information. SIAB Group had also implemented the relevant internal controls to ensure the financial statements are free from material misstatement. The Board also considered that all applicable approved accounting standards in Malaysia were being adopted and the financial statements were prepared on a going concern basis.

The Chairman's Statement and the Management Discussion and Analysis in this annual report provide additional analysis and insights on the state of SIAB Group's business. A Statement of Directors' Responsibilities in respect of the audited financial statements is presented on page 60 of this annual report.

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

SIAB Group recognises the importance of being accountable to its shareholders and stakeholders and it remains committed to maintain an active and proactive communication approach with its shareholders and stakeholders to facilitate mutual understanding of each other's objectives and expectations. SIAB Group firmly believes that timely, accurate and effective communication with its shareholders and stakeholders is the key to enable them to make informed decisions with respect to SIAB Group's business, its policies on governance, the environment and corporate responsibility.

1) Communication with Stakeholders

The Board acknowledges the importance of maintaining transparency and accountability to all its stakeholders, particularly its shareholders and investors as it ensures that market credibility and investors' confidence are maintained. Through extensive disclosures of appropriate and relevant information, using various channels of communication on a timely basis, SIAB Group aims to effectively provide shareholders and investors with information to fulfill transparency and accountability objectives.

At this juncture, the channel of communication to shareholders, stakeholders and general public for the overall performance and operations of SIAB Group's business activities are press releases, public announcements on quarterly basis, annual report and disclosures to Bursa Securities.

Meetings with institutional investors, fund managers and analysts from time to time provide an additional avenue for the Board and management to convey information about SIAB Group's performance, strategy and other matters affecting shareholders' interests.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (CONT'D)

2) Leveraging Information Technology for Effective Dissemination of Information

Shareholders are also encouraged to access SIAB Group's corporate website at www.siabmy.com as well as Bursa Securities' website at www.bursamalaysia.com to obtain the latest information of the Company. Continuous improvement and development of the website will be undertaken by the Company to ensure easy and convenient access.

3) Conduct of General Meetings

The Company's AGM is the principal forum for dialogue with all shareholders and the Board encourages shareholders to attend and participate in the AGM. The notice of meeting and the annual report is required to be issued within 4 months from the financial year end and be sent out to shareholders at least 21 days before the date of the meeting in accordance with the Company's Constitution. A presentation will be given by the Managing Director to explain SIAB Group's strategy, performance and major developments to shareholders during the AGM. This is also in line with Section 316(2) of Companies Act 2016 and Rule 7.15 of ACE LR which call for at least 21 days' notice period for public companies or listed issuers respectively.

In accordance with the recommendation of the MCCG, the Notice of the forthcoming first AGM of the Company will be circulated 28 days prior to the date of the meeting, to provide shareholders ample time to read through the annual report. As a measure to curb the spread of Covid-19, the forthcoming first AGM will be conducted virtually through live streaming from the broadcast venue at Manuka 2 & 3, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur on 21 June 2022. All resolutions set out in the Notice of AGM will be put to vote electronically (e-vote) and all the resolutions tabled were carried. The forthcoming first AGM that will be conducted virtually will provide an opportunity for shareholders to participate remotely at the AGM and pose relevant questions to the Chairman and the Board via real time submission of typed texts.

Shareholders are encouraged to participate in the Questions and Answers session on the proposed resolutions or about SIAB Group's operations in general. Shareholders who are unable to attend will be allowed to appoint proxies in accordance with the Company's Constitution to attend virtually and vote on their behalf electronically. The Board and key senior management will be present to provide clarification to shareholders' queries. The external auditors, Messrs. KPMG PLT, will be present virtually to provide their professional and independent clarification on any issues and concerns raised by the shareholders.

Persuant to Rule 8.31A(1) of the ACE LR, any resolutions set out in the notice of any general meeting, or in any notice of resolution which may properly be moved and are intended to be moved at any general meeting of the Company will be subject to poll voting by the shareholders. The votes cast at the general meeting will be validated by a scrutineer, who is independent of the person undertaking the polling process, not an officer of the Company and is not interested in the resolution to be passed at the general meeting.

SIAB Group has introduced electronic voting (e-voting) facilities and will make available of such facilities in future meetings, where necessary, and if the number of attendees at the general meeting increases. This is to ensure that the mandatory poll voting process at all general meetings are being carried out efficiently. In addition, the Company's Constitution allows the Company to leverage on technology to enhance communication with the shareholders of the Company and the conduct of future general meetings.

The Company will continue to leverage on technology to facilitate remote shareholders' participation and e-voting for the conduct of polls on all resolutions via remote participation and voting facilities for its forthcoming first AGM to be held on 21st June 2022.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (CONT'D)

4) Corporate Disclosure Policy

The Board is aware of the need to establish corporate disclosure policies and procedures to enable comprehensive, accurate and timely disclosures relating to SIAB Group to the regulators, shareholders and stakeholders. The Board formalised pertinent corporate disclosure policies not only to comply with the disclosure requirements as stipulated in the AMLR, but also setting out the persons authorised and responsible to approve and disclose material information to shareholders and stakeholders.

To augment the process of disclosure, the Board has established a dedicated section for corporate information on the Company's website, where information on the company's announcements, financial information and the Company's annual report could be accessed.

FUTURE PRIORITIES IN KEY AREAS OF CORPORATE GOVERNANCE PRACTICES

Corporate governance is clearly an imperative for SIAB Group in the year of 2021 against the backdrop of regulatory changes in the domestic corporate governance realm and a relatively challenging economic environment that is characterised by volatile market conditions and commodity prices.

While SIAB was only listed on the ACE Market of Bursa Securities on 28 February 2022, the Board will place an even greater emphasis and focus on the Company's corporate governance practices for the financial year ending 31 December 2022. Moving forward, the Board will continue to work towards achieving high quality outcomes in the realm of corporate governance.

AUDIT & RISK MANAGEMENT COMMITTEE REPORT

INTRODUCTION

The Board is pleased to present the Audit & Risk Management Committee (“ARMC”) Report for the financial year ended 31 December 2021.

The ARMC was established by the Board of SIAB on 26 June 2021 to assist the Board in discharging its statutory duties and fulfilling its oversight responsibilities for the Company and its subsidiaries in relation to the following:

- external and internal audit process;
- accounting and financial reporting process;
- system of internal control;
- process of monitoring of compliance with applicable laws, regulations, standards and best practice guidelines; and
- such other matters that may be specifically delegated to the ARMC by the Board.

The ARMC is also responsible for reviewing the principal risks identified by management and to oversee the implementation of appropriate systems to manage and monitor those risks.

COMPOSITION OF THE ARMC

Name	Designation	Directorship
Datuk Lim Tong Lee	Chairman	Independent Non-Executive Director
Dato’ Sri Shahril bin Mokhtar	Member	Independent Non-Executive Director
Andrea Huong Jia Mei	Member	Independent Non-Executive Director

The composition of the ARMC above complies with Rule 15.09(1)(a) and (b) of the ACE LR and practices 9.1 and 9.4 of the Malaysian Code on Corporate Governance (issued on 28 April 2021).

The Chairman of the ARMC, Datuk Lim Tong Lee, is a member of the Malaysian Institute of Accountants (“MIA”), the Malaysian Institute of Certified Public Accountants and the Association of Chartered Certified Accountants. As such, the composition of ARMC meets the requirements of Rule 15.09(1)(c)(i) of the ACE LR, which stipulates that at least one member of the ARMC must be a member of MIA. Furthermore, there is no alternate director is appointed as a member of the audit committee, in accordance with Rule 15.09(2) of the ACE LR.

MEETINGS OF THE ARMC

All members were appointed prior to the listing of the Company on the ACE Market of Bursa Securities on 28 February 2022. The first ARMC meeting was held on 11 January 2022 and all ARMC members were present at the first meeting.

The first ARMC meeting, held subsequent to the financial year end, was conducted virtually through video conferencing. The meeting was structured through the use of agendas and relevant meeting papers distributed electronically to the ARMC prior to the meeting. The meeting was of adequate length to allow for the ARMC to accomplish its agenda with sufficient time to discuss emerging issues.

The meeting was conducted in an open and constructive manner that encouraged focussed discussions, questioning and expressions of differing opinions. The directors of the Company, external auditors, company secretaries and the relevant key management personnel were invited to attend this first ARMC meeting.

AUDIT & RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

TERMS OF REFERENCE OF THE ARMC

The ARMC is guided by its Terms of Reference ("TOR") which, inter alia, sets out the purpose, composition, roles and responsibilities, authority as well as the internal procedural matters for the ARMC, a copy of which is made available on the Company's website at www.siabmy.com.

SUMMARY OF WORK OF THE ARMC

The ARMC carried out its duties in accordance to its TOR. The main activities carried out by the ARMC in the first meeting held subsequent to the financial year, were as follows:

1. Financial Reporting

- a) Reviewed the unaudited quarterly financial results of SIAB Group for the quarter ended 31 December 2021 and the relevant announcements to Bursa Securities and recommended them for approval by the Board.
- b) Reviewed the audited annual financial results of the Group for the financial year ended 31 December 2021.

The review of the unaudited quarterly financial results of the Company and the Group for the quarter ended 31 December 2021, have been carried out to ensure that the quarterly interim financial statements and related disclosures present a true and fair view of the Company and the Group's financial position and performance, and are in compliance with MFRS 134 – Interim Financial Reporting Standards in Malaysia and International Accounting Standards (IAS) 34 – Interim Financial Reporting as well as applicable disclosure provisions of the ACE LR of Bursa Securities.

2. External Audit

- a) Reviewed the audit plan of the external auditors which outlined the materiality, audit scope, audit methodology, audit focus areas, timing of audit, involvement of component auditors and the impact of the COVID-19 pandemic as well as the audit fees prior to the commencement of the annual statutory audit.
- b) Discussed with the external auditors the key audit focus areas, impacts of new or proposed changes in accounting standards and regulatory requirements applicable to the Group and the plans, processes and controls in place to ensure effective and efficient financial reporting and disclosures under the financial reporting standards.
- c) Assessed the independence and objectivity of the external auditors in carrying out statutory audit for the Group and prior to the engagement of the external auditors for ad-hoc non-audit services.

The ARMC received confirmation from the external auditors, Messrs. KPMG PLT ("KPMG") that they adhered to 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' Code of Ethics for Professional Accountants ("IESBA Code") in relation to communication of breaches of auditor independence, in which they have not identified any breach of independence and they were in compliance with the independence requirements set out in the By-Laws and the IESBA Code. Based on this, the ARMC was satisfied that they were not likely to create any conflict of interest nor impair the independence and objectivity of the external auditors.

AUDIT & RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

SUMMARY OF WORK OF THE ARMC (CONT'D)

The ARMC carried out its duties in accordance to its Terms of Reference. The main activities carried out by the ARMC in the first meeting held subsequent to the financial year, in relation to the financial year ended 31 December 2021, were as follows (cont'd):

3. Internal Audit

Sterling Business Alignment Consulting Sdn Bhd, an independent consulting firm, has performed an internal control review to assess the adequacy and effectiveness of the risk management and internal control systems of the Group prior to listing on the ACE Market of Bursa Securities on 28 February 2022.

As the Company was listed subsequent to the financial year ended 31 December 2021, no internal audit has been carried out during the financial year under review.

As of the date of issuance of this annual report, management is in the midst of shortlisting a suitably experienced and appropriately qualified consulting company to act as internal auditors for the Group for the financial year ending 31 December 2022.

4) Recurrent Related Party Transactions and Related Party Transactions

- a) Reviewed the policies and procedures for Recurrent Related Party Transactions ("RRPT") and Related Party Transactions ("RPT") that arose and discussed possible conflict of interest situations that may arise within the Group to ensure that:
 - transactions with related parties and/or interested persons were conducted at arm's length basis and on normal commercial terms and that the internal control procedures with regards to such transactions were sufficient, not prejudicial to the interests of the Group and its minority shareholders and on terms which are generally no more favourable to the related parties and/or interested persons (pursuant to Chapter 10 of the ACE LR); and
 - the transactions are fair and reasonable and are not detrimental to the minority shareholders.
- b) Reviewed the processes that the Group has in place for identifying, evaluating, approving, reporting and monitoring of RRPT. The ARMC was satisfied that the processes were adequate to ensure the transactions have been made at arm's length basis and not prejudicial to the interest of the Group or its minority shareholders and will be tracked and reported in a timely manner. However, the Group did not have any RRPT and RPT transacted during the financial year under review.

5) Other Activities

- a) Reviewed the corporate governance practices adopted by the Group based on the Malaysian Code on Corporate Governance (updated by the Securities Commission on 28 April 2021).
- b) Reviewed the Corporate Governance Overview Statement, ARMC Report and the Statement on Risk Management and Internal Control and recommended to the Board to approve the same for inclusion in the Annual Report.

THE INTERNAL AUDIT FUNCTION

As the Company was listed subsequent to the FY2021, no internal audit has been carried out during the financial year under review. As of the date of issuance of this annual report, management is in the midst of shortlisting a suitably experienced and appropriately qualified consulting company to act as internal auditors for the Group for the FY2022.

This ARMC report is made in accordance with a resolution of the Board.

NOMINATION COMMITTEE REPORT

INTRODUCTION

The Board of SIAB is pleased to present the Nomination Committee (“NC”) Report for the financial year ended 31 December 2021. This report has been prepared in accordance with Rule 15.08A of the ACE LR and the practices of the MCGG issued by the Securities Commission on 28 April 2021.

The NC was established on 26 June 2021 by the Board of SIAB. The NC has been entrusted with the responsibility of proposing and recommending new nominees to the Board and assessing individual directors on an on-going basis.

COMPOSITION OF THE NC

Name	Designation	Directorship
Dato' Sri Shahril bin Mokhtar	Chairman	Independent Non-Executive Director
Datuk Lim Tong Lee	Member	Independent Non-Executive Director
Andrea Huong Jia Mei	Member	Independent Non-Executive Director

The composition of the NC above complies with Rule 15.08A(1) of ACE LR and the practices of the MCGG.

MEETING OF THE NC

While all members were appointed prior to the listing of the Company on the ACE Market of Bursa Securities on 26 June 2021, the first NC meeting was held on 25 April 2022 and all NC members were present at the first meeting.

The first NC meeting was conducted virtually through video conferencing. The meeting was structured through the use of agendas and relevant meeting papers were distributed electronically to the NC prior to the meeting. The meeting was of adequate length to allow for the NC to accomplish its agenda with sufficient time to discuss emerging issues.

The meeting was conducted in an open and constructive manner that encourages focused discussions, questions and expressions of differing opinions.

TERMS OF REFERENCE OF THE NC

The NC is guided by its TOR which, inter alia, sets out the purpose, composition, roles and responsibilities, authority as well as the internal procedural matters for the NC, a copy of which is made available on the Company's website at www.siabmy.com.

The NC's duties and responsibilities as stated in its TOR include, amongst others, the following:

- to assist the Board in ensuring that the board is of an effective composition, size and commitment to adequately discharge its responsibilities and duties;
- to ensure appropriate selection criteria and processes and to identify and recommend to the Board, candidates for directorships of SIAB and members of the relevant board committees;

NOMINATION COMMITTEE REPORT (CONT'D)

TERMS OF REFERENCE OF THE NC (CONT'D)

The NC's duties and responsibilities as stated in its TOR include, amongst others, the following (cont'd):

- to assist the board in assessing and evaluating circumstances where a director's involvement outside SIAB Group may give rise to a potential conflict of interest with the Group's businesses, upon receiving declaration of the same from the director and thereafter, to inform SIAB's Audit and Risk Management Committee of the same. After deliberation with the Audit and Risk Management Committee, to recommend to the board the necessary actions to be taken in circumstances where there is a conflict of interest;
- to evaluate the effectiveness of the board and the relevant board committees; and
- to ensure an appropriate framework and succession planning for the board.

The recommendations of the NC are subject to approval of the board.

SUMMARY OF WORK BY THE NC

The NC have carried out its duties in accordance with its TOR since the listing of SIAB on 28 February 2022 which includes the NC's first meeting held on 25 April 2022.

The main activities carried out by the NC in its first meeting held on 25 April 2022 were as follows:

- reviewed and assessed the mix of skills, expertise, experience, composition and size of the Board;
- reviewed the Statement of NC in line with the ACE LR of Bursa Securities;
- discussed and recommended to the board of directors who are retiring and be eligible for re-election at the forthcoming first Annual General Meeting; and
- discussed on training needs.

OTHER DISCLOSURES AS REQUIRED BY RULE 15.08A OF ACE LR OF BURSA SECURITIES

As SIAB made its debut on the ACE Market of Bursa Securities on 28 February 2022 (subsequent to the FY2021), the following disclosures will be made in the next annual report for the financial ending 31 December 2022:

- policy on board composition having regard to the mix of skills, independence and diversity (including gender diversity) required to meet the needs of SIAB;
- board nomination and election process of directors and criteria used by the NC in the selection process; and
- the assessment or evaluation undertaken by the NC in respect of its board, board committees and individual directors together with the criteria used for such assessment or evaluation.

This NC report is made in accordance with a resolution of the Board.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

The Board of Directors (“the Board”) of Siab Holdings Berhad (“the Company”) is pleased to present the Statement on Risk Management and Internal Control (“Statement”) of the Company and its subsidiaries (“the Group”) for the financial year ended 31 December 2021. This Statement has been prepared in accordance with Rule 15.26(b) of the ACE Market Listing Requirements (“ACE LR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”), the Malaysian Code on Corporate Governance issued by the Securities Commission on 28 April 2021, as guided by the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers.

BOARD RESPONSIBILITY FOR RISK MANAGEMENT AND INTERNAL CONTROL

The Board acknowledges its overall responsibility for maintaining the Group’s system of risk management, internal control and reviewing its adequacy, integrity and effectiveness. The Board recognises the importance of risk management and internal control to establish and maintain a sound system of internal control. In view of the limitations that are inherent in any system of internal control, the system is designed to manage rather than eliminate the risk of failure to achieve the Group’s business objectives and strategies. Accordingly, it can only provide reasonable but not absolute assurance against material misstatement of financial information, loss or fraud.

The Board shall receive and review, on a quarterly basis, the reports on the effectiveness of the risk management and internal control and assess whether it adequately safeguards shareholders’ interest and the Group’s assets. The role of Management is to implement the Board’s policies and guidelines on risks management and internal controls, to identify and evaluate the risks faced and to operate a suitable system of internal controls to manage these risks.

RISK MANAGEMENT

As part of the risk management process, the Group maintains a Risk Registry and a Risk Management Handbook. The Risk Registry is maintained to evaluate principal business risks and risk profiles which identify the risk factors, statement of risks, risk owners, likelihood, impacts, and proposed risk mitigation actions. The Risk Management Handbook summarises the risk management methodology, approach and processes, roles and responsibilities, and various risk management concepts.

The risk identification process reviews and identifies issues arising from changes in both the external business environment and internal operating conditions. The risk measurement guidelines comprise financial and non-financial qualitative measure of risk consequences. The risk measurement guidelines are applied in allocating risk likelihood rating and risk impact rating. The risk control actions are designed and implemented based on the priority sequence.

The respective risk owners are entrusted to identify risks and to ensure that adequate control systems are implemented to mitigate risks faced by the Group. The process of identifying, evaluating, monitoring and managing significant risks is embedded in the various work processes and procedures of the respective operational functions and the management team. The key risks categories of the Group encompass business and strategic risks, financial risks, operational risks and regulatory or compliance risk.

The Board acknowledges that the process of identifying risks, evaluating and managing the significant risks faced by the Group, has been initiated and is ongoing at the time of issuance of this Annual Report.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

KEY ELEMENTS OF INTERNAL CONTROLS

Key features of the processes established by the Board that provide effective governance and oversight of control, which enable management to ensure that established policies, guidelines and procedures are followed and complied with, include:

- **Organisational Structure**

The Group has an organisational structure in place for each line of reporting, with defined responsibilities and levels of delegated authority. In addition, the Board and the Board Committees are all governed by defined terms of references. Management of each operating unit has responsibilities for identifying risks and the overall Group's business as a whole. They are also responsible for instituting adequate procedures and internal controls to mitigate and monitor such risks on an on-going basis.

- **Limits of Authority**

Limits of Authority have been established within the Group to provide a functional framework of authority in approving revenue, operating expenses and capital expenditure.

- **Policies and Standard Operating Procedures ("SOPs")**

Policies and SOPs consist of elements of internal control in day-to-day operations. These policies and SOPs are aimed at promoting accountability, efficiencies, and responsibilities within the Group. They are reviewed on a regular basis to reflect the changing risks impacting the Group and to address any operational deficiencies.

- **Talent Management**

Training and development programmes have been established to ensure that staff is constantly kept up-to-date with the constant changing technological environment in order to be competent in the industry in line with achieving the Group's business objectives.

The Group also provides on-the-job training programmes to all its employees to ensure they are equipped with the latest skills and knowledge to carry out their duties and responsibilities.

- **Board Committees**

The Board has established the following Board Committees:

- Audit and Risk Management Committee;
- Nomination Committee; and
- Remuneration Committee

to assist in discharging its duties. These Committees are delegated with specific authority to perform their scope of duties as defined in their respective terms of reference ("TORs"). These TORs are made available on the Company's website at www.siabmy.com.

The Audit & Risk Management Committee ("ARMC") is also responsible for the review of quarterly and annual financial statements as well as results announcements and recommends to the Board for approval.

- **Anti-Bribery and Corruption ("ABC") Policy and Procedures**

The Group has established the policy prohibiting all forms of bribery and corruption practices. All employees are required to understand the policy laid out. The Group's ABC policy and procedures is made available on the Company's website at www.siabmy.com.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

KEY ELEMENTS OF INTERNAL CONTROLS (CONT'D)

- **Whistle-Blowing Policy**

The Group has established a Whistle-Blowing Policy to allow its employees, customers and suppliers to have a channel to report and disclose any non-compliance or illegal activities within the Group. This policy is made available on the Company's website at www.siabmy.com.

- **Safety and Health Management**

The Group has a policy in place that takes into account the safety and health of all employees and stakeholders. The Group enforces strict precautionary measures and guidelines in the workplace at all times as stipulated by relevant authorities.

Adequate insurance coverage and security measures on major assets of the Group are also provided to ensure sufficient safeguard against any mishap that will result in material losses to the Group.

INTERNAL AUDIT FUNCTION

The responsibility for reviewing the adequacy and integrity of the system of internal control has been delegated by the Board to the ARMC. In turn, the ARMC is charged with the responsibility to assess the adequacy and integrity of the Group's system of internal control, and its compliance with the Group's policies and procedures through independent internal audit reviews. All members of the ARMC were appointed prior to the listing of the Company on the ACE Market of Bursa Securities and the first ARMC meeting was held on 11 January 2022.

In preparation for the listing, the Company had engaged Sterling Business Alignment Consulting Sdn Bhd, an external consulting company, to review the adequacy and sufficiency of systems, procedures and controls of the Group.

As the Company was listed subsequent to the financial year ended 31 December 2021, no internal audit review has been carried out during the financial year under review. Management of the Group is in the midst of shortlisting a suitable consulting company to act as internal auditors for the Group as of the date of issuance of this Annual Report.

ADEQUACY OF RISK MANAGEMENT AND INTERNAL CONTROL

The Board recognises that the system of risk management and internal control has to be reviewed and updated periodically to conform to the constant change in business environment. The Group is committed to maintaining a sound system of risk management and internal control to ensure shareholders' interest is appropriately safeguarded.

The Board has reviewed and believes that the risk management and internal control frameworks are adequate. Appropriate ongoing mitigating activities and control procedures have been put in place to deal with any identified weaknesses.

In response to the COVID-19 pandemic, the Group took all necessary precautions relating to health, safety and business continuity to mitigate the impacts that affected many businesses globally. As "work-from-home" arrangements for employees have also increasingly become the norm, necessary adjustments were made to various processes without compromising the internal control systems.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

ASSURANCE TO THE BOARD

The Board has received assurance from the Managing Director and the Chief Financial Officer that the Group's risk management and internal control systems are operating adequately and effectively in all material aspects.

REVIEW OF STATEMENT BY THE EXTERNAL AUDITORS

The External Auditors have reviewed this Statement for inclusion in the Annual Report of the Company for the financial year ended 31 December 2021 pursuant to the scope set out in Audit and Assurance Practice Guide 3 ("AAPG 3"), *Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report* as issued by the Malaysian Institute of Accountants and reported to the Board that nothing has come to their attention that caused them to believe that the Statement intended to be included in the Annual Report of the Company, in all material respect:

- a) has not been prepared in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers to be set out; or
- b) is factually inaccurate.

AAPG 3 does not require the External Auditors to consider whether this Statement covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system, including the assessment and opinion by the Directors and management thereon. The External Auditors are also not required to consider whether the processes described to deal with material internal control aspects of any significant problems disclosed in the Annual Report will, in fact, remedy those problems.

CONCLUSION

For the financial year under review and up to the date of approval of this Statement, the Board is of the opinion that the system of risk management and internal control currently in place is, as far as practicable, adequate and effective to safeguard the Group's interests and assets. The Board remains committed towards maintaining a sound system of risk management and internal control to achieve a balance between the Group's business objectives and its operational efficiency. For the coming year, the Board will continue to reassess the adequacy and effectiveness of the Group's system of internal control and to strengthen it, as and when necessary.

This Statement is made in accordance with a resolution of the Board.

ADDITIONAL COMPLIANCE REQUIREMENTS

UTILISATION OF PROCEEDS

SIAB was successfully listed on the ACE Market of Bursa Securities on 28 February 2022. The Company has raised a total amount of RM36.72 million in the corporate exercise at an issue price of RM0.30 per share. As the Company was only listed after the financial year under review, none of the proceeds were utilised as of 31 December 2021.

Details	Proposed utilisation (RM'000)	Estimated timeframe for utilisation from listing date
Purchase of land and construction of storage facility	6,098	Within 24 months
Purchase of Machinery and equipment	13,125	Within 24 months
Purchase of BIM system software	3,066	Within 24 months
Upgrade software and systems	810	Within 18 months
Office expansion	300	Within 24 months
Working Capital	9,300	Within 12 months
Estimated listing expenses	4,023	Within 3 months
Total	36,722	

AUDIT AND NON-AUDIT FEES

The amount of audit and non-audit fees paid or payable to the Group's External Auditors and a firm affiliated to the External Auditors' firm by the Group and the Company for the financial year ended 31 December 2021 are as follows:

	Group RM'000	Company RM'000
Audit fees		
- Statutory audit	146	10
- Interim audit	90	90
Non-audit fees		
- IPO related professional fees	305	305
- Review of SORMIC	10	10
- Tax advisory fees	35	5
- Transfer pricing documentation fees	21	-

MATERIAL CONTRACTS

Save as disclosed below, there were no material contracts entered into by the Group involving Directors' and major shareholders' interest which were still subsisting as at the end of the financial year or which were entered into since the end of the previous financial period.

ADDITIONAL COMPLIANCE REQUIREMENT (CONT'D)

ACQUISITION OF SUBSIDIARY

On 14 December 2021, the Company had completed the acquisition of the entire issued share capital of Siab (M) Sdn. Bhd. of RM1,000,000 comprising 1,000,000 ordinary shares from its existing shareholders for a purchase consideration of RM36,722,508 ("Acquisition of Siab (M)"). The said purchase consideration has been fully satisfied by the issuance of 367,225,080 new ordinary shares of the Company at an issue price of RM0.10 per share to the shareholders of Siab (M), namely Ng Wai Hoe, Lim Mei Hwee, Tan Sok Moi, Makmur Baru Holdings Sdn. Bhd. and Alam Kota Sdn. Bhd..

INITIAL PUBLIC OFFERING ("IPO")

In conjunction with the Company's listing on the ACE Market of Bursa Securities, the Company has undertaken an IPO comprising:

- (i) Public issue of 122,409,000 new ordinary shares in the Company at an issue price of RM0.30 per share ("IPO Price") allocated in the following manner:-
 - 24,481,800 new shares available for application by the Malaysian Public;
 - 12,240,900 new shares available for application by the eligible directors, employees and persons who have contributed to the success of our Group;
 - 24,481,800 new shares by way of private placement to selected investors; and
 - 61,204,500 new shares by way of private placement to identified Bumiputera investors approved by Ministry of International Trade and Industry, Malaysia.and
- (ii) Offer for sale of 48,963,600 existing shares by way of private placement to selected investors at the IPO Price.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RELATION TO THE FINANCIAL STATEMENTS

The directors of the SIAB are responsible for the preparation of the financial statements of the Group that give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 ("the Act") 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 Company and of the Group that are free from material misstatements, whether due to fraud or error.

In preparing the financial statements of the Company and of the Group for the financial year ended 31 December 2021, the directors have:

- a) adopted suitable accounting policies and then applied them consistently;
- b) presented information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- c) stated whether the applicable accounting standards have been applied, subject to any material departures disclosed and explained in the financial statements; and
- d) assessed the Company's and the Group'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 Company or the Group or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and of the Group and to enable them to ensure that the financial statements comply with the Act. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

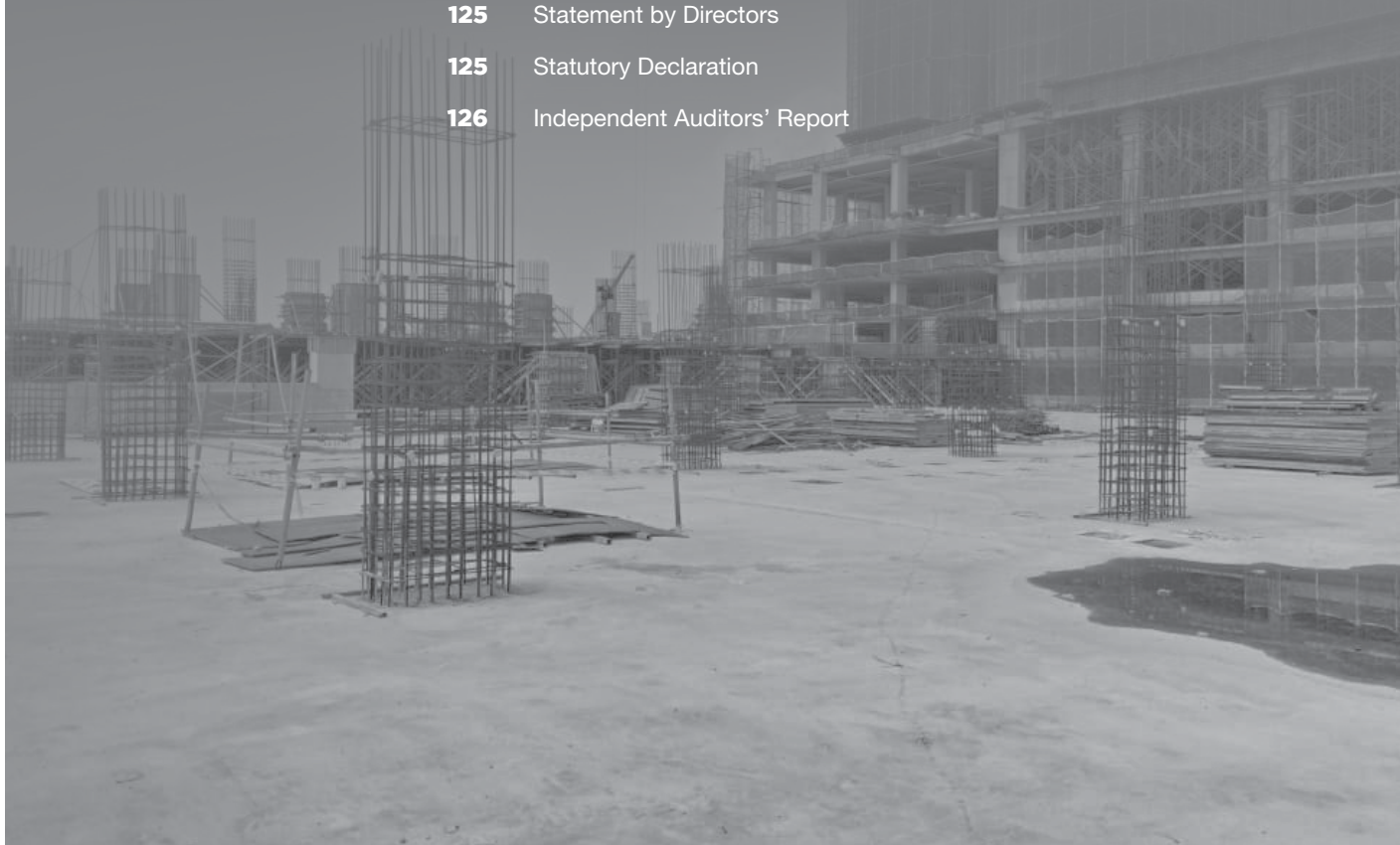
The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in Malaysia governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

This Statement is made in accordance with a resolution of the Board.

Directors' Report & Audited Financial Statements

For The Financial Year Ended 31 December 2021

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DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2021

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 December 2021.

PRINCIPAL ACTIVITIES

The Company is principally engaged in investment holding, whilst the principal activities of the subsidiaries are as stated in Note 6 to the financial statements. There has been no significant change in the nature of these activities during the financial year.

SUBSIDIARIES

The details of the subsidiaries are disclosed in Note 6 to the financial statements.

RESULTS

	Group RM'000	Company RM'000
Profit/(Loss) for the year attributable to owners of the Company	5,376	(1,719)

RESERVES AND PROVISIONS

There were no material transfers to or from reserves and provisions during the financial year under review except as disclosed in the financial statements.

DIVIDENDS

Since the end of the previous financial year, the Group declared a final single-tier ordinary dividend of RM4.00 per ordinary share amounting to RM4,000,000 on 24 June 2021 in respect of the financial year ended 31 December 2020, which was paid on 22 February 2022.

The Directors do not recommend any final dividend to be paid for the financial year ended 31 December 2021.

DIRECTORS OF THE COMPANY

Directors who served during the financial year until the date of this report are:

Ng Wai Hoe
Lim Mei Hwee
Tan Sok Moi
Tan Sri Dato' Sri Mohamad Fuzi Bin Harun (appointed on 24 June 2021)
Datuk Lim Tong Lee (appointed on 24 June 2021)
Dato' Sri Shahril bin Mokhtar (appointed on 24 June 2021)
Andrea Huang Jia Mei (appointed on 24 June 2021)

DIRECTORS' REPORT (CONT'D)

DIRECTORS' INTERESTS IN SHARES

The interests and deemed interests in the shares of the Company and of its related corporations (other than wholly-owned subsidiaries) of those who were Directors at the financial year end as recorded in the Register of Directors' Shareholdings are as follows:

	At 1.1.2021	Number of ordinary shares		At 31.12.2021
		Bought ⁽²⁾	Sold ⁽²⁾	
<i>Interests in the Company</i>				
Ng Wai Hoe				
- direct interest	1	110,167,524	—	110,167,525
- indirect interest ⁽¹⁾	—	73,445,016	—	73,445,016
Lim Mei Hwee				
- direct interest	1	73,445,016	—	73,445,017
Tan Sok Moi				
- direct interest	1	55,083,762	—	55,083,763
<i>Interests in a subsidiary, Siab (M) Sdn. Bhd.</i>				
Ng Wai Hoe				
- direct interest	300,000	—	(300,000)	—
- indirect interest ⁽¹⁾	200,000	—	(200,000)	—
Lim Mei Hwee				
- direct interest	200,000	—	(200,000)	—
Tan Sok Moi				
- direct interest	150,000	—	(150,000)	—

⁽¹⁾ Deemed interest by virtue of the Director's interests in Makmur Baru Holdings Sdn. Bhd.

⁽²⁾ The acquisition and disposal of shares resulting from restructuring exercise as disclosed in Note 25 to the financial statements.

By virtue of their interests in the shares of the Company, Ng Wai Hoe, Tan Sok Moi and Lim Mei Hwee are also deemed interested in the shares of the subsidiaries during the year to the extent that Siab Holdings Berhad has an interest.

The other Directors holding office at 31 December 2021 did not have interest in the shares of the Company and of its related corporations during the financial year.

DIRECTORS' BENEFITS

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than those fees and other benefits included in the aggregate amount of remuneration received or due and receivable by Directors as shown in the financial statements or the fixed salaries of a full time employee of the Company or of a related corporation) 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)

ISSUE OF SHARES AND DEBENTURES

During the financial year, the Company issued 367,225,080 new ordinary shares at RM0.10 per ordinary share for a total consideration of RM36,722,508 in accordance with the restructuring exercise as disclosed in Note 25 to the financial statements.

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

INDEMNITY AND INSURANCE COSTS

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

QUALIFICATION OF SUBSIDIARIES' FINANCIAL STATEMENTS

The auditors' report on the audit of financial statements of the Company's subsidiaries did not contain any qualification.

OTHER STATUTORY INFORMATION

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

- i) all known bad debts have been written off and adequate provision made for doubtful debts, and
- ii) any current assets which were unlikely to be realised 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) that would render the amount written off for bad debts or the amount of the provision for doubtful debts in the Group and in the Company inadequate to any substantial extent, or
- ii) that 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.

**DIRECTORS' REPORT
(CONT'D)****OTHER STATUTORY INFORMATION (CONT'D)**

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

- i) any charge on the assets of the Group or 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 or of the Company that has arisen since the end of the financial year.

No contingent liability or other liability of any company in the Group 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 ability of the Group and of the Company to meet their obligations as and when they fall due.

In the opinion of the Directors, except for initial public offering expenses as disclosed in Note 17 to the financial statements, the financial performance of the Group and of the Company for the financial year ended 31 December 2021 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.

SIGNIFICANT EVENTS

Significant events are disclosed in Note 25 to the financial statements.

SUBSEQUENT EVENTS

Subsequent events are disclosed in Note 26 to the financial statements.

AUDITORS

The auditors, KPMG PLT, have indicated their willingness to accept re-appointment.

The auditors' remuneration is disclosed in Note 17 to the financial statements.

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

Ng Wai Hoe
Director

Lim Mei Hwee
Director

Kuala Lumpur

Date: 25 April 2022

STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2021

	Note	Group 2021 RM'000	2020 ⁽¹⁾ RM'000	Company 2021 RM'000	2020 RM'000
Assets					
Property, plant and equipment	3	5,918	6,658	—	—
Right-of-use assets	4	139	205	—	—
Investment properties	5	5,460	5,569	—	—
Investments in subsidiaries	6	—	—	36,723	—
Other investments	7	863	836	—	—
Total non-current assets		12,380	13,268	36,723	—
Trade and other receivables	8	72,580	79,941	—	—
Contract assets	9	46,578	59,514	—	—
Current tax assets		344	37	—	—
Cash and cash equivalents	10	10,702	13,379	1	*
Total current assets		130,204	152,871	1	*
Total assets		142,584	166,139	36,724	*
Equity					
Share capital	11	36,723	*	36,723	*
Invested equity	11	—	1,000	—	—
Merger reserve	11	(35,723)	—	—	—
Retained earnings/ (Accumulated losses)		37,095	35,719	(1,723)	(4)
Total equity attributable to owners of the Company		38,095	36,719	35,000	(4)
Liabilities					
Loans and borrowings	12	12,244	7,847	—	—
Deferred tax liabilities	13	484	459	—	—
Total non-current liabilities		12,728	8,306	—	—
Trade and other payables	14	81,747	108,647	1,724	4
Contract liabilities	9	—	6,625	—	—
Loans and borrowings	12	9,877	4,400	—	—
Lease liabilities		137	177	—	—
Current tax liabilities		—	1,265	—	—
Total current liabilities		91,761	121,114	1,724	4
Total liabilities		104,489	129,420	1,724	4
Total equity and liabilities		142,584	166,139	36,724	*

* Denotes RM3

⁽¹⁾ The comparative figures in the Group's financial statements are presented as if the restructuring had occurred before the start of the earliest period presented (see Note 25).

The notes on pages 74 to 124 form an integral part of these financial statements.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	Group		Company	
		2021 RM'000	2020 ⁽¹⁾ RM'000	2021 RM'000	2020 RM'000
Revenue	15	165,983	273,388	—	—
Cost of sales		(150,612)	(253,399)	—	—
Gross profit		15,371	19,989	—	—
Other income		1,129	610	—	—
Administrative expenses		(7,069)	(4,521)	(1,719)	(4)
Net loss on impairment of financial instruments	17	(20)	(5)	—	—
Other expenses		(411)	(253)	—	—
Results from operating activities		9,000	15,820	(1,719)	(4)
Finance income		190	211	—	—
Finance costs	16	(1,125)	(576)	—	—
Profit/(Loss) before tax	17	8,065	15,455	(1,719)	(4)
Tax expense	18	(2,689)	(4,412)	—	—
Profit/(Loss) and total comprehensive income/ (expense) for the year		5,376	11,043	(1,719)	(4)
Profit/(Loss) and total comprehensive income/ (expense) attributable to:					
Owners of the Company		5,376	11,022	(1,719)	(4)
Non-controlling interests		—	21	—	—
Profit/(Loss) and total comprehensive income/ (expense) for the year		5,376	11,043	(1,719)	(4)
Basic earnings per ordinary share (sen)	19	31.43	64.44		
Diluted earnings per ordinary share (sen)	19	31.43	64.44		

⁽¹⁾ The comparative figures in the Group's financial statements are presented as if the restructuring had occurred before the start of the earliest period presented (see Note 25).

The notes on pages 74 to 124 form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2021

< ----- Attributable to owners of the Company ----- >								
< ----- Non-distributable ----- > Distributable								
Group	Note	Share capital RM'000	Invested equity RM'000	Merger reserve RM'000	Retained earnings RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
At 1 January 2020 ⁽¹⁾								
Issuance of shares at the date of incorporation		–	1,000	–	27,638	28,638	62	28,700
Profit and total comprehensive income for the year		*	–	–	–	*	–	*
Acquisition of non-controlling interests		–	–	–	11,022	11,022	21	11,043
Dividends to owners of the Company	20	–	–	–	59 (3,000)	59 (3,000)	(83) –	(24) (3,000)
At 31 December 2020/1 January 2021								
Profit and total comprehensive income for the year		*	1,000	–	35,719	36,719	–	36,719
Effect of restructuring exercise	25	–	–	–	5,376	5,376	–	5,376
Dividends to owners of the Company	20	36,723	(1,000)	(35,723)	–	–	–	–
		–	–	–	(4,000)	(4,000)	–	(4,000)
At 31 December 2021								
		36,723	–	(35,723)	37,095	38,095	–	38,095

* Denotes RM3

⁽¹⁾ The comparative figures in the Group's financial statements are presented as if the restructuring had occurred before the start of the earliest period presented (see Note 25).

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2021

Company	Note	Share capital RM'000	<i>Non- Distributable Accumulated losses</i> RM'000	Total equity RM'000
At 1 January 2020		—	—	—
Issuance of shares at the date of incorporation		*	—	*
Loss and total comprehensive expense for the year		—	(4)	(4)
At 31 December 2020/1 January 2021		*	(4)	(4)
Loss and total comprehensive expense for the year		—	(1,719)	(1,719)
Effect of restructuring exercise	25	36,723	—	36,723
At 31 December 2021		36,723	(1,723)	35,000

* Denotes RM3

The notes on pages 74 to 124 form an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	Group		Company	
		2021 RM'000	2020 ⁽¹⁾ RM'000	2021 RM'000	2020 RM'000
Cash flows from operating activities					
Profit/(Loss) before tax		8,065	15,455	(1,719)	(4)
Adjustments for:					
Depreciation of property, plant and equipment	3	1,186	1,632	—	—
Depreciation of right-of-use assets	4	405	824	—	—
Depreciation of investment properties	5	109	26	—	—
Finance income		(190)	(211)	—	—
Finance costs	16	1,125	576	—	—
Gain on disposal of property, plant and equipment		(506)	(20)	—	—
Net loss on impairment of financial assets	17	20	5	—	—
Change in fair value of other investments		(23)	(104)	—	—
Operating profit/(loss) before changes in working capital		10,191	18,183	(1,719)	(4)
Changes in working capital:					
Change in trade and other receivables and prepayments		7,341	6,802	—	4
Change in trade and other payables		(28,900)	33,211	1,720	—
Change in contract assets		12,936	(40,987)	—	—
Change in contract liabilities		(6,625)	(6,352)	—	—
Cash (used in)/generated from operations		(5,057)	10,857	1,720	—
Income tax paid		(4,236)	(3,325)	—	—
Interest paid		(1,125)	(576)	—	—
Net cash (used in)/from operating activities		(10,418)	6,956	1	—

STATEMENTS OF **CASH FLOWS**
(CONT'D)

	Note	Group 2021 RM'000	2020 ⁽¹⁾ RM'000	Company 2021 RM'000	2020 RM'000
Cash flows from investing activities					
Acquisition of property, plant and equipment	(ii)(a)	(286)	(49)	—	—
Acquisition of investment properties	5	—	(303)	—	—
Net changes in other investments		(4)	(40)	—	—
Acquisition of non-controlling interests	6	—	(24)	—	—
Interest income received		190	211	—	—
Proceeds from disposal of property, plant and equipment		506	20	—	—
Net cash from/(used in) investing activities		406	(185)	—	—
Cash flows from financing activities					
Change in deposits pledged		252	(971)	—	—
Dividends paid	20	(2,000)	(1,000)	—	—
Proceeds from issuance of shares upon incorporation		—	*	—	*
Net drawdown of loans and borrowings	(ii)	5,157	474	—	—
Payment of lease liabilities	(i),(ii)	(379)	(823)	—	—
Net cash from/(used in) financing activities		3,030	(2,320)	—	*
Net (decrease)/increase in cash and cash equivalents		(6,982)	4,451	1	*
Cash and cash equivalents at 1 January		2,223	(2,228)	*	—
Cash and cash equivalents at 31 December	(iii)	(4,759)	2,223	1	*

* Denotes RM3

⁽¹⁾ The comparative figures in the Group's financial statements are presented as if the restructuring had occurred before the start of the earliest period presented (see Note 25).

STATEMENTS OF CASH FLOWS (CONT'D)

(i) Cash outflows for leases as a lessee

	Note	Group 2021 RM'000	2020 RM'000
Included in net cash (used in)/from operating activities:			
Payment relating to short-term leases	17	1,300	1,385
Payment relating to leases of low-value assets	17	228	2,128
Payment relating to variable lease payments not included in the measurement of lease liabilities	17	3,714	5,843
Interest paid in relation to lease liabilities	16	11	21
Included in net cash from/(used in) financing activities:			
Payment of lease liabilities		379	823
Total cash outflows for leases		5,632	10,200

(ii) Reconciliation of movements of liabilities to cash flows arising from financing activities

Group	Note	Term loans RM'000	Hire purchase liabilities RM'000	Lease liabilities RM'000	Total RM'000
At 1 January 2020		6,613	2,245	1,000	9,858
Net changes from financing cash flows		1,145	(671)	(823)	(349)
Acquisition of property, plant and equipment	(a)	—	85	—	85
At 31 December 2020/ 1 January 2021		7,758	1,659	177	9,594
Net changes from financing cash flows		5,746	(589)	(379)	4,778
Acquisition of property, plant and equipment	(a)	—	160	—	160
Acquisition of new lease		—	—	339	339
At 31 December 2021		13,504	1,230	137	14,871

STATEMENTS OF CASH FLOWS (CONT'D)

(ii) Reconciliation of movements of liabilities to cash flows arising from financing activities (cont'd)

(a) Acquisition of property, plant and equipment

	Note	Group 2021 RM'000	2020 RM'000
Acquisition of property, plant and equipment	3	446	134
Less: Acquisition financed by hire purchase arrangements	(ii)	(160)	(85)
Acquisition of property, plant and equipment by cash		286	49

(iii) Cash and cash equivalents

Cash and cash equivalents included in the statements of cash flows comprise the following statements of financial position amounts:

	Note	Group 2021 RM'000	2020 RM'000	Company 2021 RM'000	2020 RM'000
Fixed deposits with licensed banks	10	8,074	8,326	—	—
Less: Pledged deposits		(8,074)	(8,326)	—	—
Cash and bank balances	10	2,628	5,053	1	*
Bank overdrafts	12	2,628 (7,387)	5,053 (2,830)	1 —	* —
Cash and cash equivalents in the statements of cash flows		(4,759)	2,223	1	*

* Denotes RM3

The notes on pages 74 to 124 form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

Siab Holdings Berhad (the “Company”) is a public limited liability company, incorporated and domiciled in Malaysia and was listed on the ACE Market of Bursa Malaysia Securities Berhad on 28 February 2022. The addresses of the principal place of business and registered office of the Company are as follows:

Principal place of business

No. 82, Jalan BP 7/8
Bandar Bukit Puchong
47120 Puchong
Selangor Darul Ehsan

Registered office

Unit 30-01, Level 30 Tower A
Vertical Business Suite
Avenue 3, Bangsar South
No. 8 Jalan Kerinchi
59200 Kuala Lumpur

The consolidated financial statements of the Company as at and for the financial year ended 31 December 2021 comprise the Company and its subsidiaries (together referred to as the “Group” and individually referred to as “Group entities”). The financial statements of the Company as at and for the financial year ended 31 December 2021 do not include other entities.

The Company is principally engaged in investment holding, whilst the principal activities of the subsidiaries are as stated in Note 6 to the financial statements. There has been no significant change in the nature of these activities during the financial year.

These financial statements were authorised for issue by the Board of Directors on 25 April 2022.

1. BASIS OF PREPARATION

(a) Statement of compliance

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

The following are accounting standards, interpretations and amendments of the MFRSs that have been issued by the Malaysian Accounting Standards Board (“MASB”) but have not been adopted by the Group and the Company:

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 April 2021

- Amendment to MFRS 16, *Leases – Covid-19-Related Rent Concessions beyond 30 June 2021*

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

1. BASIS OF PREPARATION (CONT'D)

(a) Statement of compliance (cont'd)

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2022

- Amendments to MFRS 1, *First-time Adoption of Malaysian Financial Reporting Standards (Annual Improvements to MFRS Standards 2018–2020)*
- Amendments to MFRS 3, *Business Combinations – Reference to the Conceptual Framework*
- Amendments to MFRS 9, *Financial Instruments (Annual Improvements to MFRS Standards 2018–2020)*
- Amendments to Illustrative Examples accompanying MFRS 16, *Leases (Annual Improvements to MFRS Standards 2018–2020)*
- Amendments to MFRS 116, *Property, Plant and Equipment – Proceeds before Intended Use*
- Amendments to MFRS 137, *Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts – Cost of Fulfilling a Contract*
- Amendments to MFRS 141, *Agriculture (Annual Improvements to MFRS Standards 2018–2020)*

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2023

- MFRS 17, *Insurance Contracts*
- Amendments to MFRS 17, *Insurance Contracts – Initial application of MFRS 17 and MFRS 9 – Comparative Information*
- Amendments to MFRS 101, *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current and Disclosure of Accounting Policies*
- Amendments to MFRS 108, *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimate*
- Amendments to MFRS 112, *Income Taxes – Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

MFRSs, interpretations and amendments effective for annual periods beginning on or after a date yet to be confirmed

- Amendments to MFRS 10, *Consolidated Financial Statements* and MFRS 128, *Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The Group and the Company plan to apply the abovementioned relevant accounting standards, interpretations and amendments:

- from the annual period beginning on 1 January 2022 for those amendments that are effective for annual periods beginning on or after 1 April 2021 and 1 January 2022; and
- from the annual period beginning on 1 January 2023 for the accounting standard and amendments that are effective for annual periods beginning on or after 1 January 2023, except for MFRS 17 and amendments to MFRS 17 which are not applicable to the Group and the Company.

The initial application of the abovementioned relevant accounting standards, interpretations or amendments is not expected to have any material financial impact to the current period and prior period financial statements of the Group and the Company.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

1. BASIS OF PREPARATION (CONT'D)

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis unless otherwise as disclosed in Note 2.

The Company incurred a net loss of RM1,719,000 during the year ended 31 December 2021 and, as of that date, the current liabilities of the Company exceeded its current assets by RM1,723,000. This indicates that an uncertainty exists that may cast doubt on the ability of the Company to continue as a going concern.

The Company was incorporated for the purpose of a restructuring exercise, as part of the listing scheme in relation to the listing of and quotation for the entire enlarged issued share capital of the Company on the ACE Market of Bursa Malaysia Securities Berhad. Upon being listed on the ACE Market of Bursa Malaysia Securities Berhad, the Company will receive proceeds from the initial public offering of RM36.7 million.

The validity of the going concern assumption is dependent upon the proceeds that will be raised from the public issue of the new ordinary shares to enable the Company to meet its obligations as and when they fall due so as to ensure the Company's existence as a going concern for the foreseeable future.

At the date of this report, the initial public offering of the Company has been successfully completed (see Note 26). Accordingly, the financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities of the Company.

(c) Functional and presentation currency

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

(d) Use of estimates and judgements

The preparation of the financial statements in conformity with MFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

There are no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements other than those disclosed in the following notes:

- Note 4 – extension options and incremental borrowing rate in relation to leases
- Note 15 – revenue recognition
- Note 22.4 – measurement of expected credit loss ("ECL")

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to the periods presented in these financial statements and have been applied consistently by the Group entities, unless otherwise stated.

(a) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities, including structured entities, controlled by the Company. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Potential voting rights are considered when assessing control only when such rights are substantive. The Group also considers it has de facto power over an investee when, despite not having the majority of voting rights, it has the current ability to direct the activities of the investee that significantly affect the investee's return.

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.

(ii) Business combinations

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.

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) Acquisitions of non-controlling interests

The Group accounts for all changes in its ownership interest in a subsidiary that do not result in a loss of control as equity transactions between the Group and its non-controlling interest holders. Any difference between the Group's share of net assets before and after the change, and any consideration received or paid, is adjusted to or against Group reserves.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(a) Basis of consolidation (cont'd)

(iv) Acquisitions from entities under common control

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established; for this purpose, comparatives are restated. The assets and liabilities acquired are recognised at the carrying amounts recognised previously in the Group controlling shareholder's consolidated financial statements. The components of equity of the acquired entities are added to the same components within Group's equity and any resulting gain or loss is recognised directly in equity.

(v) Loss of control

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

(vi) Non-controlling interests

Non-controlling interests at the end of the reporting period, being the equity in a subsidiary not attributable directly or indirectly to the equity holders of the Company, are presented in the consolidated statement of financial position and statement of changes in equity within equity, separately from equity attributable to the owners of the Company. Non-controlling interests in the results of the Group is presented in the consolidated statement of profit or loss and other comprehensive income as an allocation of the profit or loss and the comprehensive income for the year between non-controlling interests and owners of the Company.

Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

(vii) Transactions 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.

(b) Financial instruments

(i) Recognition and initial measurement

A financial asset or a financial liability is recognised in the statement of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without significant financing component) or a financial liability is initially measured at fair value plus or minus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issuance. A trade receivable without a significant financing component is initially measured at the transaction price.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(b) Financial instruments (cont'd)

(ii) Financial instrument categories and subsequent measurement

Financial assets

Categories of financial assets are determined on initial recognition and are not reclassified subsequent to their initial recognition unless the Group and the Company change their business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change of the business model.

(a) **Amortised cost**

Amortised cost category comprises financial assets that are held within a business model whose objective is to hold assets 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. The financial assets are not designated as fair value through profit or loss. Subsequent to initial recognition, these financial assets are measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Interest income is recognised by applying effective interest rate to the gross carrying amount except for credit impaired financial assets (see Note 2(h)(i)) where the effective interest rate is applied to the amortised cost.

(b) **Fair value through profit or loss**

All financial assets not measured at amortised cost are measured at fair value through profit or loss. On initial recognition, the Group or the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at fair value through other comprehensive income as at fair value through profit or loss if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets categorised as fair value through profit or loss are subsequently measured at their fair value. Net gains or losses, including any interest or dividend income, are recognised in the profit or loss.

All financial assets, except for those measured at fair value through profit or loss, are subject to impairment assessment (see Note 2(h)(i)).

Financial liabilities

Financial liabilities of the Group and the Company are measured at amortised cost using the effective interest method.

Interest expense and foreign exchange gains and losses are recognised in the profit or loss. Any gains or losses on derecognition are also recognised in the profit or loss.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(b) Financial instruments (cont'd)

(iii) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantees issued are initially measured at fair value. Subsequently, they are measured at higher of:

- the amount of the loss allowance; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance to the principles of MFRS 15, *Revenue from Contracts with Customers*.

Liabilities arising from financial guarantees are presented together with other provisions.

(iv) Derecognition

A financial asset or part of it is derecognised when, and only when, the contractual rights to the cash flows from the financial asset expire or transferred, or control of the asset is not retained or substantially all of the risks and rewards of ownership of the financial asset are transferred to another party. 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) is recognised in profit or loss.

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged, cancelled or expires. A financial liability is also derecognised when its terms are modified and the cash flows of the modified liability are substantially different, in which case, a new financial liability based on modified terms is recognised at fair value. On derecognition of a financial liability, the difference between the carrying amount of the financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

(v) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group or the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and liability simultaneously.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(c) Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost less any accumulated depreciation and any accumulated impairment losses.

Cost includes expenditures that are directly attributable to the acquisition of the asset and any other costs directly attributable to bringing the asset to working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. The cost of self-constructed assets also includes the cost of materials and direct labour.

Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The gain or loss on disposal of an item of property, plant and equipment is determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and is recognised net within "other income" and "other expenses" respectively in profit or loss.

(ii) Subsequent costs

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

(iii) Depreciation

Depreciation is based on the cost of an asset less its residual value. Significant components of individual 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.

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment from the date that they are available for use. Property, plant and equipment under construction are not depreciated until the assets are ready for their intended use.

The estimated useful lives for the current and comparative periods are as follows:

• Buildings	50 years
• Store, site equipment, portable cabins and computers	5 - 15 years
• Plant and machineries	10 years
• Office equipment, furniture and fittings	5 - 20 years
• Motor vehicles	5 years
• Renovation	2 - 10 years

Depreciation methods, useful lives and residual values are reviewed at end of the reporting period and adjusted as appropriate.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(d) Leases

(i) Definition of a lease

A contract is, or contains, a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the customer has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the customer has the right to direct the use of the asset. The customer has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the customer has the right to direct the use of the asset if either the customer has the right to operate the asset; or the customer designed the asset in a way that predetermines how and for what purpose it will be used.

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

(ii) Recognition and initial measurement

As a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus 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, less any lease incentives received.

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 respective Group entities' incremental borrowing rate. Generally, the Group entities use their incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments less any incentives receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee;
- the exercise price under a purchase option that the Group is reasonably certain to exercise; and
- penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(d) Leases (cont'd)

(ii) Recognition and initial measurement (cont'd)

As a lessee (cont'd)

The Group excludes variable lease payments that linked to future performance or usage of the underlying asset from the lease liability. Instead, these payments are recognised in profit or loss in the period in which the performance or use occurs.

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

As a lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease.

(iii) Subsequent measurement

As a lessee

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a revision of in-substance fixed lease payments, or if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

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.

As a lessor

The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of "other income".

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(e) Investment property

(i) Investment property carried at cost

Investment properties are properties which are owned or right-of-use asset held under a lease contract to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Investment properties initially and subsequently measured at cost are accounted for similarly to property, plant and equipment.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, any other costs directly attributable to bringing the investment property to a working condition for their intended use and capitalised borrowing costs.

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful life of each investment property, from the date that they are available for use.

Investment properties under construction is not depreciated until the assets are ready for their intended use.

The estimated useful lives for the current and comparative periods are as follows:

• Buildings	50 years
• Leasehold land	84 years

Depreciation method, useful lives and residual value are reviewed at the end of the reporting period, and adjusted as appropriate.

An investment property is derecognised on its disposal, or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal. The difference between the net disposal proceeds and the carrying amount is recognised in profit or loss in the period in which the item is derecognised.

(ii) Reclassification to/from investment property

When an item of property, plant and equipment is transferred to investment property following a change in its use, the carrying amount of the item immediately prior to transfer is recognised as the deemed cost of the investment property for subsequent accounting.

When the use of a property changes such that it is reclassified as property, plant and equipment, its carrying amount at the date of reclassification becomes its deemed cost for subsequent accounting.

(f) Contract asset/Contract liability

A contract asset is recognised when the Group and the Company's right to consideration is conditional on something other than the passage of time. A contract asset is subject to impairment in accordance to MFRS 9, *Financial Instruments* (see Note 2(h)(i)).

A contract liability is stated at cost and represents the obligation of the Group and the Company to transfer goods or services to a customer for which consideration has been received (or the amount is due) from the customers.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(g) Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, balances and deposits with banks which have an insignificant risk of changes in fair value with original maturities of three months or less, and are used by the Group and the Company in the management of their short-term commitments. For the purpose of the statement of cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits.

(h) Impairment

(i) Financial assets

The Group and the Company recognise loss allowances for expected credit losses on financial assets measured at amortised cost and contract assets. 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 at the reporting date, cash and bank balance and other debt securities for which credit risk has not increased significantly since initial recognition, which are measured at 12-month expected credit loss. Loss allowances for trade receivables and contract assets 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 asset, while 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within the 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 and contract assets with reference to historical credit loss experience.

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 account.

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.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(h) Impairment (cont'd)

(ii) Other assets

The carrying amounts of the other assets (except for deferred tax asset and contract assets) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs of disposal. In assessing value in use, the estimated future cash flows 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 or cash-generating unit.

An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss.

Impairment losses recognised in prior periods are assessed at the end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised. Reversals of impairment losses are credited to profit or loss in the financial year in which the reversals are recognised.

(i) Equity instruments

Instruments classified as equity are measured at cost on initial recognition and are not remeasured subsequently.

(i) Ordinary shares

Ordinary shares are classified as equity.

(ii) Issue expenses

Costs directly attributable to the issue of instruments classified as equity are recognised as a deduction from equity.

(j) Employee benefits

(i) Short-term employee benefits

Short-term employee benefit obligations in respect of salaries, annual bonuses, paid annual leave and sick leave are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group and the Company have a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(j) Employee benefits (cont'd)

(ii) State plans

The Group and the Company's contributions to statutory pension funds are charged to profit or loss in the financial year to which they relate. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(k) Revenue and other income

(i) Revenue from contracts with customers

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

The Group and the Company transfer control of a good or service at a point in time unless one of the following over-time criteria is met:

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

(ii) Interest income

Interest income is recognised as it accrues using the effective interest method in profit or loss.

(iii) Rental income

Rental income from investment property is recognised in profit or loss on a straight-line basis over the term of the lease.

(iv) Government grants

Government grants were recognised initially as deferred income at fair value when there was reasonable assurance that they will be received and that the Group will comply with the conditions associated with the grant. Grants that compensate the Group for expenses incurred were recognised in profit or loss as other income on a systematic basis in the same period in which the expenses were recognised.

(l) Borrowing costs

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(m) Income tax

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous financial years.

Deferred tax is recognised using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities in the statement of financial position and their tax bases. Deferred tax is not recognised for the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

The amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the reporting date. Deferred tax assets and liabilities are not discounted.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax assets and liabilities on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at the end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(n) Earnings per ordinary share

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

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.

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.

(o) Operating segments

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. Operating segment results are reviewed regularly by the chief operating decision maker, which in this case is the Managing Director of the Group, to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(p) Contingencies

(i) Contingent liabilities

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is not recognised in the statements of financial position and is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

(ii) Contingent assets

When an inflow of economic benefit of an asset is probable where it arises from past events and where existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity, the asset is not recognised in the statements of financial position but is being disclosed as a contingent asset. When the inflow of economic benefit is virtually certain, then the related asset is recognised.

(q) Fair value measurement

Fair value of an asset or a liability, except for 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.

For non-financial asset, the fair value measurement takes into account 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 is categorised into different levels in a fair value hierarchy based on the input used in the valuation technique as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group and the Company can access at the measurement date.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- 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 transfers.

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

3. PROPERTY, PLANT AND EQUIPMENT

Group	Buildings RM'000	Store, site equipment, portable cabins and computers RM'000	Plant and machineries RM'000	Office equipment, and furniture and fittings RM'000	Motor vehicles RM'000	Renovation RM'000	Total RM'000
Cost							
At 1 January 2020	4,455	9,065	645	659	796	142	15,762
Additions	—	34	—	8	92	—	134
Disposals	—	—	—	—	(51)	—	(51)
At 31 December 2020/1 January 2021	4,455	9,099	645	667	837	142	15,845
Additions	—	237	—	26	169	14	446
Disposals	—	(2,810)	—	—	(40)	—	(2,850)
At 31 December 2021	4,455	6,526	645	693	966	156	13,441
Accumulated depreciation							
At 1 January 2020	408	5,497	645	482	490	84	7,606
Charge for the year	90	1,349	—	77	102	14	1,632
Disposals	—	—	—	—	(51)	—	(51)
At 31 December 2020/1 January 2021	498	6,846	645	559	541	98	9,187
Charge for the year	89	909	—	63	111	14	1,186
Disposals	—	(2,810)	—	—	(40)	—	(2,850)
At 31 December 2021	587	4,945	645	622	612	112	7,523
Carrying amounts							
At 1 January 2020	4,047	3,568	—	177	306	58	8,156
At 31 December 2020/1 January 2021	3,957	2,253	—	108	296	44	6,658
At 31 December 2021	3,868	1,581	—	71	354	44	5,918

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

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

3.1 Security

Buildings of the Group with a carrying amount of RM3,868,000 (2020: RM3,957,000) are pledged as security for bank facilities granted to the Group (see Note 12).

3.2 Hire purchase and loan arrangements

The net carrying amounts of motor vehicles and site equipment acquired under hire purchase are as follows:

	Group	
	2021 RM'000	2020 RM'000
Motor vehicles	352	290
Site equipment	1,291	2,135

4. RIGHT-OF-USE ASSETS

Group	Site equipment RM'000	Leasehold land RM'000	Office building RM'000	Total RM'000
At 1 January 2020	887	535	52	1,474
Transfer to investment properties (Note 5)	–	(445)	–	(445)
Depreciation	(735)	(56)	(33)	(824)
At 31 December 2020/ 1 January 2021	152	34	19	205
Additions	224	–	115	339
Depreciation	(330)	(1)	(74)	(405)
At 31 December 2021	46	33	60	139

The Group leases a number of site equipment, leasehold land and office building that run between 1 year and 3 years. For the leasehold land and office building, there is an option to renew the lease after the contract end date.

4.1 Variable lease payments based on occupancy (usage)

Certain leases of office building and site equipment contain variable lease payments based on occupancy (usage). The total variable rental payments for the year ended 31 December 2021 of the Group amounted to RM3,714,000 (2020: RM5,843,000). The Group is not able to estimate the future occupancy (usage) as it depends on the project status and usage requirements.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

4. RIGHT-OF-USE ASSETS (CONT'D)

4.2 Extension options

Certain leases of leasehold land and office building contain extension options exercisable by the Group up to one year before the end of the non-cancellable contract period. Where applicable, the Group seeks to include extension options in new leases to provide operational flexibility. The extension options held are exercisable only by the Group and not by the lessors. The Group assesses at lease commencement whether it is reasonably certain to exercise the extension options. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant change in circumstances within its control.

The extension options of all leases are currently included in the lease term as the Group assessed that it is reasonably certain to exercise the extension options. Hence, as at 31 December 2021 and 31 December 2020, there are no potential future lease payments not included in lease liabilities.

4.3 Significant judgements and assumptions in relation to leases

The Group assesses at lease commencement by applying significant judgement whether it is reasonably certain to exercise the extension options. The Group considers all facts and circumstances including their past practice and any cost that will be incurred to change the asset if an option to extend is not taken, to help them determine the lease term.

The Group also applied judgement and assumptions in determining the incremental borrowing rate of the respective leases. The Group first determines the closest available borrowing rates before using significant judgement to determine the adjustments required to reflect the term, security, value or economic environment of the respective leases.

4.4 Transfer to investment property

In the previous financial year ended 31 December 2020, a leasehold land was transferred to investment property as the land was no longer in use by the Group.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

5. INVESTMENT PROPERTIES

Group	Leasehold land RM'000	Buildings RM'000	Total RM'000
Cost			
At 1 January 2020	–	4,847	4,847
Additions	–	303	303
Transfer from right-of-use assets (Note 4)	518	–	518
At 31 December 2020/1 January 2021/ 31 December 2021	518	5,150	5,668
Accumulated depreciation			
At 1 January 2020	–	–	–
Depreciation for the year	1	25	26
Transfer from right-of-use assets (Note 4)	73	–	73
At 31 December 2020/1 January 2021	74	25	99
Depreciation for the year	5	104	109
At 31 December 2021	79	129	208
Carrying amounts			
At 1 January 2020	–	4,847	4,847
At 31 December 2020/1 January 2021	444	5,125	5,569
At 31 December 2021	439	5,021	5,460

Investment properties comprise a number of commercial properties that are leased to third parties. Each of the lease contains a non-cancellable period of 3 years. As at 31 December 2020, the investment properties were held for capital appreciation purpose and did not generate lease income.

The investment properties of the Group are pledged as security for term loans granted to the Group as referred in Note 12.

Group	2021 RM'000	2020 RM'000
Lease income	283	–
Direct operating expenses:		
- income generating investment properties	18	–
- non-income generating investment properties	–	3

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

5. INVESTMENT PROPERTIES (CONT'D)

The operating lease payments to be received are as follows:

Group	2021 RM'000
Less than one year	309
One to two years	309
Two to three years	25
Total undiscounted lease payments	643

Fair value information

Fair value of investment properties is categorised as follows:

Group	Level 3 RM'000	Total RM'000
2021		
Buildings	6,070	6,070
Leasehold land	1,000	1,000
2020		
Buildings	5,124	5,124
Leasehold land	1,000	1,000

The following table shows the valuation technique used in the determination of fair values within level 3 as well as the significant unobservable inputs used in the valuation models.

Description of valuation technique and inputs used	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
The comparison method entails comparing the properties with similar properties that were sold recently or those that are currently offered for sale in the vicinity or other similar areas.	Price per square foot.	The estimated fair value would increase/(decrease) if price per square foot of property were higher/(lower).
The most significant input into this valuation approach is price per square foot.		

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

5. INVESTMENT PROPERTIES (CONT'D)

Valuation processes applied by the Group for Level 3 fair value

The fair values of leasehold land and buildings at the end of the reporting period were determined by the Directors by reference to the professional valuations performed by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of property being valued. The professional valuations were carried out in April 2021 and May 2021, respectively, which estimated the market value of the investment properties based on the comparison method of valuation.

This valuation method entails comparing the properties with similar properties that were sold recently or those that are currently offered for sale in the vicinity or other similar areas. The most significant input into this valuation approach is price per square foot of comparable properties.

6. INVESTMENTS IN SUBSIDIARIES

	Note	Company RM'000
Unquoted shares, at cost		
At 1 January 2020/31 December 2020/1 January 2021		—
Effect of restructuring (Note 25)	6.1	36,723
At 31 December 2021		36,723

- 6.1** During the year ended 31 December 2021, the Company has undertaken a restructuring exercise and completed the acquisition of the entire equity interest in Siab (M) Sdn. Bhd. for a purchase consideration of RM36,722,508 which was wholly satisfied by the issuance of 367,225,080 new ordinary shares in the Company at an issue price of RM0.10 per share.

Details of the subsidiaries are as follows:

Name of subsidiaries	Principal place of business/ Country of incorporation	Principal activities	Effective ownership interest and voting interest	
			2021 %	2020 %
Direct subsidiary				
Siab (M) Sdn. Bhd. ("Siab (M)")	Malaysia	Constructions and civil engineering	100	–
Indirect subsidiaries (Held through Siab (M))				
Siab Construction Sdn. Bhd.	Malaysia	Constructions and civil engineering	100	–
Siab Network Solutions Sdn. Bhd. ⁽¹⁾	Malaysia	Information and Communications Technology ("ICT") solutions	100	–

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

6. INVESTMENTS IN SUBSIDIARIES (CONT'D)

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

Name of subsidiaries	Principal place of business/ Country of incorporation	Principal activities	Effective ownership interest and voting interest	
			2021	2020
			%	%
Indirect subsidiaries (Held through Siab (M)) (cont'd)				
Siab Engineering Sdn. Bhd.	Malaysia	Construction support services	100	–
Siab Development Sdn. Bhd.	Malaysia	Dormant	100	–

(1) In the previous financial year ended 31 December 2020, Siab (M) acquired the remaining 20% equity interest in Siab Network Solutions Sdn. Bhd. from non-controlling interest for a total consideration of RM24,000.

7. OTHER INVESTMENTS

	Note	Group	
		2021 RM'000	2020 RM'000
Non-current			
Fair value through profit or loss:			
Investment in unit trusts		42	107
Investment in fund investments		821	729
		863	836

Investments in unit trusts and fund investments meet the requirement of financial assets measured at fair value through profit or loss ("FVTPL") as the holder of investments does not seek to collect merely contractual cash flows and relevant interests but also to hold for appreciation in the value on the funds.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

8. TRADE AND OTHER RECEIVABLES

	Note	Group 2021 RM'000	2020 RM'000
Trade			
Trade receivables	8.1	71,351	78,887
		71,351	78,887
Non-trade			
Other receivables		1,163	952
Prepayments		66	102
		1,229	1,054
		72,580	79,941

8.1 Trade receivables

The Group's normal trade credit term ranges from 30 to 90 days. Other credit terms are assessed and approved on a case-by-case basis. Included in the trade receivables of the Group are retention sums relating to construction work-in-progress. Retention sums are unsecured, interest free and are expected to be collected as follows:

	Group 2021 RM'000	2020 RM'000
Within 1 year	8,731	5,150
More than 1 year	24,558	27,867
	33,289	33,017

8.2 Offsetting of financial assets and financial liabilities

The following table provides information of financial assets and financial liabilities that have been set off for presentation purposes:

Group	Note	Gross amount RM'000	Balances that are set off RM'000	Net carrying amount in the statement of financial position RM'000
2021				
Trade receivables		78,488	(7,137)	71,351
Trade payables	14	(82,574)	7,137	(75,437)

Certain trade receivables and trade payables were set off for presentation purpose because the Group has enforceable right to set off and intends to settle on a net basis.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

9. CONTRACT ASSETS/(CONTRACT LIABILITIES)

	Group 2021 RM'000	2020 RM'000
Contract assets	46,578	59,514
Contract liabilities	–	(6,625)

The contract assets primarily relate to the Group's right to consideration for work completed on construction contracts but not yet billed at the reporting date. Typically, the amount will be billed based on agreed milestones, certified by architects and payment is expected within 30 days from billing date.

The contract liabilities primarily relate to the advance consideration received from a customer for construction contract, and revenue is recognised over-time during general construction work. The contract liabilities are expected to be recognised as revenue over a period of 30 days.

Significant changes to contract assets and contract liabilities balances during the year are as follows:

	Group 2021 RM'000	2020 RM'000
Contract liabilities at the beginning of the period recognised as revenue	(6,625)	(12,977)
Contract assets at the beginning of the period not transferred to trade receivables due to change in time frame	13,636	1,626

10. CASH AND CASH EQUIVALENTS

		Group 2021 RM'000	2020 RM'000	Company 2021 RM'000	2020 RM'000
Fixed deposits with licensed banks	10.1	8,074	8,326	–	–
Cash and bank balances		2,628	5,053	1	*
		10,702	13,379	1	*

* Denotes RM3

10.1 Fixed deposits with licensed banks

The entire deposits placed with licensed banks are pledged as security for banking facilities granted to the Group (see Note 12).

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

11. SHARE CAPITAL, INVESTED EQUITY AND MERGER RESERVE

(a) Share capital

Group and Company	Amount 2021 RM'000	Number of shares 2021 '000	Amount 2020 RM'000	Number of shares 2020 '000
Issued and fully paid shares with no par value classified as equity instruments:				
Ordinary shares:				
At 1 January	*	*	—	—
Net shares issued upon date of incorporation	—	—	*	*
Effect of restructuring (Note 25)	36,723	367,225	—	—
At 31 December	36,723	367,225	*	*

* Denotes RM3, consisting 3 ordinary shares

Ordinary shares

On 30 December 2020, the Company was incorporated with an issued and paid-up share capital of RM3 comprising 3 ordinary shares. The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

The new ordinary shares issued during the financial year rank equally in all respects with the existing shares of the Company.

(b) Invested equity

	Group 2021 RM'000	2020 RM'000
Invested equity	—	1,000

Invested equity comprised the share capital of Siab (M). The amount has been reversed against the merger reserve as disclosed in Note 25.

(c) Merger reserve

In the event where a new company is formed to facilitate a restructuring exercise, in which the new company itself is not a business, book value accounting is applied. The assets and liabilities acquired are recognised in the consolidated financial statements at their respective carrying amounts as if the restructuring had occurred before the start of the earliest period presented. The other components of equity of the acquired entities are added to the same components within Group equity.

The merger reserve comprises the difference between cost of investment recorded by the Company and the share capital of Siab (M) arising from the restructuring exercise as disclosed in Note 25.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

12. LOANS AND BORROWINGS

	Note	2021 RM'000	Group 2020 RM'000
Non-current			
Term loans	12.1	11,762	7,074
Hire purchase liabilities	12.2	482	773
		12,244	7,847
Current			
Term loans	12.1	1,742	684
Hire purchase liabilities	12.2	748	886
Bank overdrafts	12.3	7,387	2,830
		9,877	4,400
		22,121	12,247

12.1 Term loans

The term loans are secured over buildings (see Note 3) and investment properties (see Note 5).

12.2 Hire purchase liabilities

Hire purchase liabilities are secured over motor vehicles and site equipment (see Note 3).

12.3 Bank overdrafts

The bank overdrafts are secured by the following:

- (i) Pledge over fixed deposits (see Note 10); and
- (ii) Joint and several guarantee executed by certain Directors of the Company.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

13. DEFERRED TAX LIABILITIES

13.1 Recognised deferred tax assets/(liabilities)

Deferred tax assets and liabilities are attributable to the following:

Group	Assets		Liabilities		Net	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Property, plant and equipment	—	—	(605)	(548)	(605)	(548)
Unutilised business losses	51	25	—	—	51	25
Unabsorbed capital allowances	7	7	—	—	7	7
Right-of-use assets	—	—	(25)	(41)	(25)	(41)
Lease liabilities	33	43	—	—	33	43
Others	55	55	—	—	55	55
Deferred tax assets/(liabilities)	146	130	(630)	(589)	(484)	(459)

Movement in temporary differences during the financial year

Group	At		Recognised		At	
	1.1.2020 RM'000	31.12.2020/ 1.1.2021 RM'000	in profit or loss (Note 18) RM'000	in profit or loss (Note 18) RM'000	31.12.2021 RM'000	At 31.12.2021 RM'000
Property, plant and equipment	(231)	(548)	(317)	(57)	(605)	(605)
Unutilised business losses	5	25	20	26	51	51
Unabsorbed capital allowances	13	7	(6)	—	7	7
Right-of-use assets	(237)	(41)	196	16	(25)	(25)
Lease liabilities	240	43	(197)	(10)	33	33
Others	—	55	55	—	55	55
	(210)	(459)	(249)	(25)	(484)	(484)

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

13. DEFERRED TAX LIABILITIES (CONT'D)

Deferred tax assets are only recognised to the extent that it is probable that taxable profits will be available against which the Group can utilise the benefits from.

Based on the provisions in the Finance Bill 2021, unutilised tax losses up to the year of assessment 2018 can be deductible against aggregate statutory income until the year of assessment 2028. Any unutilised tax losses for the year of assessment 2019 onwards can be carried forward for a maximum of 10 consecutive year of assessment.

Unutilised business losses (stated at gross) of RM56,000, RM47,000 and RM109,000 will expire in 2029, 2030 and 2031 respectively under the current tax legislation in Malaysia.

The other temporary differences do not expire under current tax legislation.

14. TRADE AND OTHER PAYABLES

	Note	Group		Company	
		2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Trade					
Trade payables	8.2, 14.1	75,437	105,868	—	—
		75,437	105,868	—	—
Non-trade					
Other payables		1,823	236	61	—
Dividends payable	20	4,000	2,000	—	—
Accruals		487	543	24	—
Amount due to subsidiaries	14.2	—	—	1,639	4
		6,310	2,779	1,724	4
		81,747	108,647	1,724	4

14.1 Trade payables

Included in trade payables of the Group are retentions of RM21,678,000 (2020: RM20,424,000). Retentions are unsecured, interest free and are expected to be paid as follows:

	Group	
	2021 RM'000	2020 RM'000
Within 1 year	4,632	5,378
More than 1 year	17,046	15,046
	21,678	20,424

14.2 Amount due to subsidiaries

The non-trade amount due to subsidiaries is interest free, unsecured and repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

15. REVENUE

	Group 2021 RM'000	2020 RM'000
Revenue from contracts with customers	165,983	273,388
15.1 Disaggregation of revenue		
Primary geographical market		
Malaysia	165,983	273,388
Major products and service lines		
Construction contracts	164,967	273,048
ICT solutions	1,005	301
Hardware & software and IT services	11	39
	165,983	273,388
Timing and recognition		
Over-time	165,972	273,349
At a point in time	11	39
	165,983	273,388

15.2 Nature of goods and services

The following information reflects the typical transactions of the Group:

Nature of goods or services	Construction contracts	ICT solutions	Hardware & software and IT services
Timing of recognition or method used to recognise revenue	Revenue is recognised over-time using the cost incurred method.	Revenue is recognised over-time based on progress of work performed.	Revenue is recognised when goods or services are delivered or rendered.
Significant payment terms	Based on the agreed milestones, certified by architects.	Based on the agreed milestones, certified by architects.	Credit period of average 30 days from invoice date.
Variable element in consideration	Liquidated Ascertained Damages ("LAD") being the penalties for not achieving defined milestones on time are treated as a variable element in consideration.	Not applicable.	Not applicable.
Warranty	Generally, defect liability period of 2 to 3 years is given to the customers.	Generally, defect liability period of 1 to 2 years is given to the customers.	Not applicable.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

15. REVENUE (CONT'D)

15.2 Nature of goods and services (cont'd)

There is no obligation for returns or refunds in the revenue transactions.

15.3 Transaction price allocated to the remaining performance obligations

The following table shows revenue from performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date. The disclosure only provides information for contracts that have a duration of more than one year.

	2022 RM'000	Group 2023 RM'000	Total RM'000
2021			
Revenue from construction contract	394,815	147,219	542,034
2020			
Revenue from construction contract	232,432	28,617	261,049

The Group applies the following practical expedients:

- exemption on disclosure of information on remaining performance obligations that have original expected durations of one year or less.
- exemption not to adjust the promised amount of consideration for the effects of a significant financing component when the period between the transfer of a promised good or service to a customer and when the customer pays for that good or service is one year or less.

15.4 Significant judgements and assumptions arising from revenue recognition

The Group applied the following judgements and assumptions that significantly affect the determination of the amount and timing of revenue recognised from contracts with customers especially for construction contracts:

Variable Consideration

Variable orders are integral and significant parts of contract revenue. They can also be present in lump sum contracts. Revenue from variation orders are included only when it is highly probable that the revenue will not be reversed. There is a risk that the actual payment of variation orders may differ from the estimated amount.

Liquidated Ascertained Damages ("LAD")

LAD are penalties for not achieving defined milestones on time. LAD are common in construction contracts. If a project does not meet the defined milestone in a contract, a provision reducing the transaction price is made unless it is highly probable that the LAD will not be imposed. The estimated LAD provision is highly judgemental and based on experience from similar LAD situations and negotiations with customers in addition to an assessment of client relationship and economic impact.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

15. REVENUE (CONT'D)

15.4 Significant judgements and assumptions arising from revenue recognition (cont'd)

Total Contract Cost

The estimate of total contract cost can be judgemental and sensitive to changes. The cost estimates can significantly impact revenue recognition for contracts using cost progress, particularly in lump sum construction contracts. In making these estimates, management relied on professional estimates and also on past experience of completed projects. The forecasting of total contract cost depends on the ability to properly execute the design phase, availability of skilled resources, productivity and quality factors, performance of subcontractors and sometimes also weather conditions. A change in the estimates will directly affect the revenue to be recognised.

16. FINANCE COSTS

	Group	
	2021	2020
	RM'000	RM'000
Interest expense of financial liabilities that are not at fair value through profit or loss	1,114	555
Interest expense on lease liabilities	11	21
	1,125	576

17. PROFIT/(LOSS) BEFORE TAX

		Group		Company	
	Note	2021	2020	2021	2020
		RM'000	RM'000	RM'000	RM'000
Profit/(Loss) before tax is arrived at after charging/(crediting):					
Auditors' remuneration					
Audit fees					
- KPMG PLT					
- Statutory audit		146	94	10	-
- Others		90	-	90	-
Non-audit fees					
- KPMG PLT		315	-	315	-
- Local affiliates of KPMG PLT		56	30	5	-

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

17. PROFIT/(LOSS) BEFORE TAX (CONT'D)

	Note	Group		Company	
		2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Material expenses/(income)					
Depreciation of property, plant and equipment		1,186	1,632	—	—
Depreciation of right-of-use assets		405	824	—	—
Depreciation of investment properties		109	26	—	—
Personnel expenses (including key management personnel):					
- Directors' fees		66	—	66	—
- Directors' remuneration		1,944	1,169	—	—
- Contributions to Employees' Provision Fund		548	364	—	—
- Wages, salaries and others		7,538	6,341	—	—
Initial public offering expenses	17.1	1,478	344	1,478	—
Government grants	17.2	—	(224)	—	—
Gain in fair value change of other investments		(23)	(104)	—	—
Gain on disposal of property, plant and equipment		(506)	(20)	—	—
Finance income		(190)	(211)	—	—
Expenses arising from leases					
Expenses relating to short-term leases	17.3	1,300	1,385	—	—
Expenses relating to leases of low-value assets	17.3	228	2,128	—	—
Expenses relating to variable lease payments not included in the measurement of lease liabilities	17.3	3,714	5,843	—	—
Net loss on impairment of financial instruments					
Financial assets at amortised cost		20	5	—	—

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

17. PROFIT/(LOSS) BEFORE TAX (CONT'D)

17.1 Initial public offering expenses

The initial public offering expenses amounting to RM344,000 were borne by Siab (M) during the previous financial year ended 31 December 2020.

17.2 Government grants

The government grants of the Group amounting to RM224,000 during the previous financial year were related to the Wage Subsidy Programme introduced by the Government of Malaysia ("GoM") in response to the Covid-19 pandemic. Under this programme, eligible employers will receive a wage subsidy of RM600 for each employee earning less than RM4,000. The grants were recognised in profit or loss as other income. The related wages and salaries have been recognised as expenses during the previous year.

17.3 Expenses arising from leases

The Group leases different types of site equipment that either have a contract term that is less than 12 months, low-value in nature or includes variable lease payments where the rental expense is based on the usage of equipment. The Group has elected not to recognise right-of-use assets and lease liabilities for these leases.

18. TAX EXPENSE

Recognised in profit or loss

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Current tax expense				
- Current year	2,511	3,861	—	—
- Under provision in prior year	153	302	—	—
Total current tax recognised in profit or loss	2,664	4,163	—	—
Deferred tax expense				
- Current year	94	(4)	—	—
- (Over)/Under provision in prior year	(69)	253	—	—
Total deferred tax recognised in profit or loss	25	249	—	—
Total income tax expense	2,689	4,412	—	—

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

18. TAX EXPENSE (CONT'D)

Recognised in profit or loss (cont'd)

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Reconciliation of tax expense				
Profit/(Loss) before tax	8,065	15,455	(1,719)	(4)
Income tax calculated using Malaysian tax rate at 24%	1,936	3,709	(413)	(1)
Non-deductible expenses	720	342	413	1
Non-taxable income	(51)	(194)	—	—
Under provision in prior years	84	555	—	—
	2,689	4,412	—	—

19. EARNINGS PER ORDINARY SHARE

Basic earnings per ordinary share

The calculation of basic earnings per ordinary share was based on the profit attributable to ordinary shareholders and a weighted average number of ordinary shares outstanding, calculated as follows:

	Group	
	2021 RM'000	2020 RM'000
Profit attributable to ordinary shareholders	5,376	11,022
	Group	
	2021 '000	2020 '000
<i>Weighted average number of ordinary shares</i>		
Issued shares at 1 January	*	—
Effect of new ordinary shares issued from restructuring exercise	17,104	17,104
Weighted average number of ordinary shares at 31 December (basic)	17,104	17,104
Basic earnings per share (sen)	31.43	64.44

* Denotes 3

Diluted earnings per ordinary share

Diluted earnings per ordinary share as at 31 December 2021 and 2020 are identical with basic earnings per ordinary share as the Group does not have any dilutive potential ordinary shares.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

20. DIVIDENDS

Dividends recognised by the Group:

	Per share ⁽¹⁾ RM	Total amount RM'000	Date of payment
2021			
Final 2020 ordinary	4.00	4,000	22 February 2022
2020			
Interim 2019 ordinary	1.00	1,000	14 December 2020
Interim 2019 ordinary	2.00	2,000	5 March 2021
Total amount		3,000	

⁽¹⁾ The dividends were declared to shareholders of Siab (M) prior to the restructuring exercise.

The Directors did not recommend any dividend to be paid for the year ended 31 December 2021.

21. OPERATING SEGMENTS

The Group is predominantly involved in construction and civil engineering, which is the only reportable segment. Other non-reportable segments comprise operations related to ICT solutions, maintenance services and investment holdings.

All the Group's operations and its revenue are carried out and derived in Malaysia.

The Managing Director of the Group (the Chief Operating Decision Maker) reviews internal management reports on a monthly basis.

Performance is measured based on segment profit, as included in the internal management reports that are reviewed by the Managing Director of the Group. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of the segments relative to other entities that operate within this industry.

Segment assets and liabilities

Segment assets and liabilities information is neither included in the internal management reports nor provided regularly to the Managing Director of the Group. Hence, no disclosure is made on segment assets and liabilities.

Segment capital expenditure

Segment capital expenditure is the total cost incurred during the financial year to acquire property, plant and equipment, investment properties and right-of-use assets.

Group	2021 RM'000	2020 RM'000
Total additions to property, plant and equipment	446	134
Total additions to investment properties	—	303
Total additions to right-of-use assets	339	—
	785	437

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

21. OPERATING SEGMENTS (CONT'D)

Segment profit

Group	2021 RM'000	2020 RM'000
Segment profit	7,178	11,000
Included in the measure of segment profit are:		
Revenue from external customers	164,967	273,048
Finance income	190	211
Finance costs	(1,125)	(576)
Depreciation of property, plant and equipment, right-of-use assets and investment properties	(1,700)	(2,482)
Income tax expense	(2,709)	(4,401)
Net loss on impairment of financial instruments	(20)	(5)

Reconciliation of reportable segment revenue, profit or loss and other material items

	Group 2021 RM'000	2020 RM'000
Revenue		
Total external revenue for reportable segment	164,967	273,048
Other non-reportable segments	1,016	340
Consolidated total	165,983	273,388
Profit or loss		
Total profit for reportable segment	7,178	11,000
Other non-reportable segments	(1,802)	43
Consolidated total	5,376	11,043
Income tax expense		
Total income tax expense for reportable segment	(2,709)	(4,401)
Other non-reportable segments	20	(11)
Consolidated total	(2,689)	(4,412)

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

21. OPERATING SEGMENTS (CONT'D)

Major customers

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

	Revenue		Segment
	2021 RM'000	2020 RM'000	
Customer A	–	105,939	Construction and civil engineering
Customer B	39,196	61,034	Construction and civil engineering
Customer C	32,258	30,426	Construction and civil engineering
Customer D	28,263	–	Construction and civil engineering
Customer E	19,090	13,013	Construction and civil engineering

22. FINANCIAL INSTRUMENTS

22.1 Categories of financial instruments

The table below provides an analysis of financial instruments categorised as follows:

- (a) Fair value through profit or loss ("FVTPL")
- (b) Amortised cost ("AC")

	Carrying amount RM'000	AC RM'000	FVTPL RM'000
2021			
Group			
Financial assets			
Other investments	863	–	863
Trade and other receivables #	72,514	72,514	–
Cash and cash equivalent	10,702	10,702	–
	84,079	83,216	863
Financial liabilities			
Trade and other payables	(81,747)	(81,747)	–
Loans and borrowings	(22,121)	(22,121)	–
	(103,868)	(103,868)	–

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

22. FINANCIAL INSTRUMENTS (CONT'D)

22.1 Categories of financial instruments (cont'd)

	Carrying amount RM'000	AC RM'000	FVTPL RM'000
2021 (cont'd)			
Company			
Financial assets			
Cash and cash equivalents	1	1	—
Financial liabilities			
Trade and other payables	1,724	1,724	—
# Exclude prepayments			
	Carrying amount RM'000	AC RM'000	FVTPL RM'000
2020			
Group			
Financial assets			
Other investments	836	—	836
Trade and other receivables #	79,839	79,839	—
Cash and cash equivalents	13,379	13,379	—
	94,054	93,218	836
Financial liabilities			
Trade and other payables	(108,647)	(108,647)	—
Loans and borrowings	(12,247)	(12,247)	—
	(120,894)	(120,894)	—
Company			
Financial assets			
Cash and cash equivalents	*	*	—
Financial liabilities			
Trade and other payables	(4)	(4)	—
# Exclude prepayments			
* Denotes RM3			

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

22. FINANCIAL INSTRUMENTS (CONT'D)

22.2 Net gains and (losses) arising from financial instruments

	Group 2021 RM'000	2020 RM'000
Net gains/(losses) on:		
Financial assets measured at fair value through profit or loss	23	104
Financial assets measured at amortised cost	170	206
Financial liabilities measured at amortised cost	(1,114)	(555)
	(921)	(245)

22.3 Financial risk management

The Group has exposure to the following risks from its financial instruments:

- Credit risk
- Liquidity risk
- Market risk

22.4 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. The Group's exposure to credit risk arises principally from its receivables from customers and subcontractors. There are no significant changes as compared to prior period.

Trade receivables and contract assets

Risk management objectives, policies and processes for managing the risk

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount.

At each reporting date, the Group assesses whether any of the trade receivables and contract assets are credit-impaired.

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

Exposure to credit risk, credit quality and collateral

As at the end of the reporting period, the maximum exposure to credit risk arising from receivables is represented by the carrying amounts in the statements of financial position.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

22. FINANCIAL INSTRUMENTS (CONT'D)

22.4 Credit risk (cont'd)

Trade receivables and contract assets (cont'd)

Concentration of credit risk

The Group has 8 (2020: 6) ongoing projects as at end of the reporting period. There is a concentration of credit risk with respect to trade receivables due from contract customers, which accounted for 52% (2020: 54%) of trade receivables (including retention sums) as at the end of the reporting period.

The disclosure of the credit with exposure for trade receivable as at the reporting period by geographic region is not disclosed as the Group's business is operated only in Malaysia.

Recognition and measurement of impairment losses

The Group determines the probability of default for these receivables individually using internal information available.

Generally, the Group assessed the risk of loss of each customer individually based on their financial information, past trend of payments and external credit ratings, where applicable. All of these customers have low risk of default.

The Group also considers differences between (a) economic conditions during the period over which the historic data has been collected, (b) current conditions and (c) the Group's view of economic conditions over the expected lives of the receivable. Nevertheless, the Group believes that these factors are immaterial for the purpose of impairment calculation for the period.

The following table provides information about the exposure to credit risk and expected credit losses ("ECLs") for trade receivables and contract assets as at the end of the reporting period, which are grouped together as they are expected to have similar risk nature:

Group	Gross carrying amount RM'000	Loss allowance RM'000	Net balance RM'000
2021			
Trade receivables			
Current (not past due)	42,164	—	42,164
1 – 30 days past due	12,080	—	12,080
31 – 60 days past due	4,589	—	4,589
61 – 90 days past due	1,847	—	1,847
More than 90 days past due	11,409	(738)	10,671
	72,089	(738)	71,351
Contract assets			
Current (not past due)	46,578	—	46,578

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

22. FINANCIAL INSTRUMENTS (CONT'D)

22.4 Credit risk (cont'd)

Trade receivables and contract assets (cont'd)

Recognition and measurement of impairment losses (cont'd)

Group	Gross carrying amount RM'000	Loss allowance RM'000	Net balance RM'000
2020			
Trade receivables			
Current (not past due)	55,981	—	55,981
1 – 30 days past due	3,930	—	3,930
31 – 60 days past due	2,669	—	2,669
61 – 90 days past due	1,918	—	1,918
More than 90 days past due	18,012	(3,623)	14,389
	82,510	(3,623)	78,887
Contract assets			
Current (not past due)	59,514	—	59,514

The movements in the allowance for impairment in respect of trade receivables during the financial year are shown below:

Group	Trade receivables Credit impaired RM'000
Balance at 1 January 2020	3,618
Net remeasurement of loss allowance	5
Balance at 31 December 2020/1 January 2021	3,623
Amounts written off	(2,905)
Net remeasurement of loss allowance	20
Balance at 31 December 2021	738

Other receivables

Credit risks on other receivables are mainly arising from tender deposits and utilities deposits. As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statement of financial position.

As at the end of the reporting period, the Group did not recognise any allowance for impairment losses. These other receivables have low credit risks. Consequently, the Group is of the view that the loss allowance is not material and hence, it is not provided for.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

22. FINANCIAL INSTRUMENTS (CONT'D)

22.4 Credit risk (cont'd)

Cash and cash equivalents

The cash and cash equivalents are held with banks and financial institutions. At the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statement of financial position.

These banks and financial institutions have low credit risks. In addition, some of the bank balances are insured by government agencies. Consequently, the Group and the Company are of the view that the loss allowance is not material and hence, it is not provided for.

Financial guarantees

Risk management objectives, policies and processes for managing the risk

The Group provides unsecured financial guarantees to contract customers in relation to construction contracts.

Exposure to credit risk, credit quality and collateral

The maximum exposure to credit risk of the Group amounts to RM14,291,000 (2020: RM14,243,000) representing the outstanding performance guarantee as at the end of the reporting period.

Recognition and measurement of impairment loss

As at the end of the reporting period, probability of the default of the Group is low and no allowance of impairment is recognised. These contract customers have low credit risks. Consequently, the Group is of the view that the loss allowance is not material and hence, it is not provided for.

The financial guarantee of the Group has not been recognised since the fair value on initial recognition is not material.

22.5 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 Group's and the Company's exposure to liquidity risk arises principally from its various payables, loans and borrowings and lease liabilities.

The Group and the Company maintain a level of cash and cash equivalents and bank facilities deemed adequate by the management to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due.

The Group agreed to provide continuous support to certain subsidiaries to enable them to fulfil their obligations as and when they fall due.

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

22. FINANCIAL INSTRUMENTS (CONT'D)

22.5 Liquidity risk (cont'd)

Maturity analysis

As at the end of the reporting period, the Company's financial liabilities consist of trade and other payables of RM1,724,000 (2020: RM4,000). The trade and other payables of the Company do not bear any contractual interest and are expected to be settled within one year.

The table below summarises the maturity profile of the Group's financial liabilities as at the end of the reporting period based on undiscounted contractual payments.

Group	Carrying amount RM'000	Contractual interest rate/ discount rate per annum %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 2 years RM'000	2 - 5 years RM'000	More than 5 years RM'000
2021							
<i>Non-derivative financial liabilities</i>							
Hire purchase liabilities	1,230	2.35% – 4.08%	1,297	790	337	170	–
Bank overdrafts	7,387	#	7,387	7,387	–	–	–
Term loans	13,504	*	16,260	2,371	2,430	7,109	4,350
Trade and other payables	81,747	–	81,747	81,747	–	–	–
Lease liabilities	137	3.50% – 5.45%	139	139	–	–	–
Financial guarantee	–	–	14,291	14,291	–	–	–
	104,005		121,121	106,725	2,767	7,279	4,350

Represents lenders' cost of funds ranging from a margin of +1.00% to +2.00% per annum.

* Represents lenders' cost of funds ranging from a margin of -2.30% to +4.40% per annum.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

22. FINANCIAL INSTRUMENTS (CONT'D)

22.5 Liquidity risk (cont'd)

Maturity analysis (cont'd)

Group	Carrying amount RM'000	Contractual interest rate/ discount rate per annum %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 2 years RM'000	2 - 5 years RM'000	More than 5 years RM'000
2020							
<i>Non-derivative financial liabilities</i>							
Hire purchase liabilities	1,659	2.35% – 4.76%	1,748	957	599	192	–
Bank overdrafts	2,830	#	2,830	2,830	–	–	–
Term loans	7,758	*	9,678	1,024	1,060	3,181	4,413
Trade and other payables	108,647	–	108,647	108,647	–	–	–
Lease liabilities	177	4.55%	178	178	–	–	–
Financial guarantee	–	–	14,243	14,243	–	–	–
	121,071		137,324	127,879	1,659	3,373	4,413

Represents lenders' cost of funds ranging from a margin of +1.00% to +2.00% per annum.

* Represents lenders' cost of funds ranging from a margin of -2.30% to +2.00% per annum.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

22. FINANCIAL INSTRUMENTS (CONT'D)

22.6 Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and other prices that will affect the Group's and Company's financial position or cash flows. The Group and the Company are not exposed to foreign currency risk as all of their sales and purchases were denominated in RM. The Group and the Company are not significantly exposed to other price risk.

22.6.1 Interest rate risk

The Group's fixed rate loans and borrowings are exposed to a risk of change in their fair value due to changes in interest rates. The Group's variable rate loans and borrowings are exposed to a risk of change in cash flows due to changes in interest rates. Short-term receivables and payables are not significantly exposed to interest rate risk.

Risk management objectives, policies and processes for managing the risk

Interest rate exposure arises mainly from the Group's loans and borrowings. The Group closely monitors the interest rate trends and decisions in respect of fixed or floating rate debt structure, and tenor of borrowings are made based on the expected interest rate trends and after consultations with the bankers.

Exposure to interest rate risk

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

	Note	Group 2021 RM'000	2020 RM'000
Fixed rate instruments			
Financial assets			
Deposits placed with licensed banks	10	8,074	8,326
Financial liabilities			
Hire purchase liabilities	12	(1,230)	(1,659)
Lease liabilities		(137)	(177)
		(1,367)	(1,836)
Floating rate instruments			
Financial liabilities			
Bank overdrafts	12	(7,387)	(2,830)
Term loans	12	(13,504)	(7,758)
		(20,891)	(10,588)

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

22. FINANCIAL INSTRUMENTS (CONT'D)

22.6 Market risk (cont'd)

22.6.1 Interest rate risk (cont'd)

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 liabilities at fair value through profit or loss. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

Cash flow sensitivity analysis for variable rate instruments

A change of 100 basis points ("bp") in interest rates at the end of the reporting period would have (decreased)/increased post-tax profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remained constant.

	Post-tax profit/(loss) 100 bp		Post-tax profit/(loss) 100 bp	
	increase 2021 RM'000	decrease 2021 RM'000	increase 2020 RM'000	decrease 2020 RM'000
Group				
Floating rate instruments	(159)	159	(80)	80

22.7 Fair value information

The carrying amounts of cash and cash equivalents, trade and other receivables, trade and other payables and short-term borrowings reasonably approximate fair values due to the relatively short-term nature of these financial instruments.

The carrying amounts of hire purchase liabilities also approximate their fair values upon discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liabilities.

The table below analyses other financial instruments at fair value:

Group	Fair value of financial instruments carried at fair value Level 2 RM'000	Fair value of financial instruments not carried at fair value Level 3 RM'000	Total fair value RM'000	Carrying amount RM'000
2021				
Financial assets				
Other investments	863	—	863	863
Financial liabilities				
Term loans	—	13,504	13,504	13,504

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

22. FINANCIAL INSTRUMENTS (CONT'D)

22.7 Fair value information (cont'd)

Group	Fair value of financial instruments carried at fair value Level 2 RM'000	Fair value of financial instruments not carried at fair value Level 3 RM'000	Total fair value RM'000	Carrying amount RM'000
2020				
Financial assets				
Other investments	836	—	836	836
Financial liabilities				
Term loans	—	7,758	7,758	7,758

Level 2 fair value

Other investments

The fair value of other investments is determined based on the net assets value as stipulated in the statements provided by the counterparties of the investments.

Transfers between Level 1 and Level 2 fair values

There has been no transfer between Level 1 and Level 2 fair values during the financial year (2020: no transfer in either directions).

Level 3 fair value

Valuation process applied by the Group for Level 3 fair value

For financial instruments not carried at fair value, the Group has applied discounted cash flows valuation technique using a rate based on the current market rate of borrowings of respective Group entities at the reporting date in determination of fair values within Level 3.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

23. CAPITAL MANAGEMENT

The Group's objectives when managing capital is to maintain a strong capital base and safeguard the Group's ability to continue as a going concern, so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Group also provides continuous financial support to certain subsidiaries. The Directors monitor capital using a gearing ratio, which is total debt divided by total equity. The Group's policy is to keep the gearing ratio at an acceptable limit.

The debt-to-equity ratios at the end of the reporting periods were as follows:

	Note	Group 2021 RM'000	2020 RM'000
Loans and borrowings	12	22,121	12,247
Lease liabilities		137	177
Total debt		22,258	12,424
Total equity		38,095	36,719
Debt-to-equity ratio		0.58	0.34

There was no change in the Group's approach to capital management during the financial year.

24. RELATED PARTIES

Identity of related parties

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

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly and entity that provides key management personnel services to the Group. The key management personnel include all the Directors of the Group.

The Group has related party relationship with its subsidiaries and key management personnel.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. RELATED PARTIES (CONT'D)

Significant related party transactions

Related party transactions have been entered into in the normal course of business under negotiated terms. The significant related party transactions of the Group and the Company are shown below. The balances related to the below transactions are shown in Note 8 and 14.

	Group		Company	
	2021	2020	2021	2020
	RM'000	RM'000	RM'000	RM'000
A. Key management personnel				
Directors				
- Directors' Fees	66	—	66	—
- Directors' Remuneration	1,944	1,169	—	—
- Contributions to Employees' Provision Fund	369	217	—	—
- Other emoluments	3	3	—	—
- Advances from a director	5	—	5	—
B. Subsidiaries				
Payment on behalf by a subsidiary	—	—	161	—
Reimbursement of initial public offering expenses by the Company	—	—	1,479	—

The estimated monetary value of Directors' benefit-in-kind of the Group is RM10,000 (2020:RM10,000).

25. SIGNIFICANT EVENT

Restructuring exercise

In conjunction with, and as an integral part of the listing of the Company's shares on the ACE Market of Bursa Malaysia Securities Berhad, the Company has undertaken the following restructuring exercise:

Acquisition of shares in respect of Siab (M)

On 31 May 2021, the Company entered into a conditional share sale agreement to acquire the entire issued share capital of Siab (M) of RM1,000,000 from its existing shareholders for a purchase consideration of RM36,722,508. The said purchase consideration will be fully satisfied by the issuance of 367,225,080 new ordinary shares of the Company at an issue price of RM0.10 per share, which will be issued to the shareholders of Siab (M), namely Ng Wai Hoe, Lim Mei Hwee, Tan Sok Moi, Makmur Baru Holdings Sdn. Bhd. and Alam Kota Sdn. Bhd..

The acquisition was completed on 14 December 2021.

For the purpose of accounting for the restructuring exercise, the Group has applied book value accounting on the basis that the restructuring exercise does not constitute a business combination to which acquisition accounting can be applied. Under book value accounting, the difference between cost of investment recorded by the Company and the share capital of Siab (M) is accounted for as merger reserve.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. SUBSEQUENT EVENT

Initial Public Offering (“IPO”)

In conjunction with, and as an integral part of the listing of the Company’s shares on the ACE Market of Bursa Malaysia Securities Berhad, the following listing scheme was undertaken by the Company:

- (i) Public issue of 122,409,000 new ordinary shares in the Company at an issue price of RM0.30 per share (“IPO Price”) allocated in the following manner:-
 - 24,481,800 new shares available for application by the Malaysian Public;
 - 12,240,900 new shares available for application by the eligible directors and employees;
 - 24,481,800 new shares by way of private placement to selected investors; and
 - 61,204,500 new shares by way of private placement to identified Bumiputera investors approved by Ministry of International Trade and Industry, Malaysia.
- (ii) Offer for sale of 48,963,600 existing shares by way of private placement to selected investors at the IPO Price.

The Company’s entire enlarged issued and paid-up share capital comprising 489,634,083 ordinary shares were listed on the ACE Market of Bursa Malaysia Securities Berhad on 28 February 2022.

27. ONGOING ADJUDICATION

Adjudication between a subcontractor (“Claimant”) and its subsidiary - Siab (M) (“Respondent”)

The Claimant appointed by the Respondent, had initiated a proceeding under Construction Industry Payment and Adjudication Act 2012 against the Respondent by way of a notice of adjudication dated 1 December 2021, claiming for an amount of RM1,676,757 in respect of payment certificates no. 20 and 21, progress claim no. 23 and the release of 5% of the retention sum.

An adjudicator has been appointed for this matter and a notice of acceptance to act as adjudicator has been issued by the learned adjudicator to the Claimant and the Respondent by way of email on 10 January 2022.

The Respondent had on 18 February 2022 submitted its adjudication response to the Claimant and the learned adjudicator. The Claimant had on 4 March 2022 served its adjudication reply. Upon receipt of the adjudication reply, the learned adjudicator has 45 working days (up till 6 May 2022) to deliver his adjudication decision to parties.

Based on the legal opinion of the solicitors, the Directors are of the view that the Group has a reasonable chance of defending the claim.

STATEMENT BY DIRECTORS

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

In the opinion of the Directors, the financial statements set out on pages 66 to 124 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 December 2021 and of their financial performance and cash flows for the financial year then ended.

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

Ng Wai Hoe
Director

Lim Mei Hwee
Director

Kuala Lumpur

Date: 25 April 2022

STATUTORY DECLARATION

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

I, **Koo Seong Hoe**, the officer primarily responsible for the financial management of Siab Holdings Berhad, do solemnly and sincerely declare that the financial statements set out on pages 66 to 124 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the abovenamed Koo Seong Hoe, NRIC: 780503-08-6169, MIA CA 43796, at Kuala Lumpur, Wilayah Persekutuan on 25 April 2022.

Koo Seong Hoe

Before me:
Balwant Singh
No. W857
Commissioner for Oaths
Kuala Lumpur

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SIAB HOLDINGS BERHAD

(REGISTRATION NO. 202001043548 (1399869-A))

(INCORPORATED IN MALAYSIA)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Siab Holdings Berhad, which comprise the statements of financial position as at 31 December 2021 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 66 to 124.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2021, and of their financial performance and cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

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 year. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

i) Revenue and profit recognition from construction contracts

Refer to Note 2(k)(i) – Significant accounting policy: Revenue and other income – Revenue from contracts with customers, Note 9 – Contract assets and Note 15 – Revenue.

The key audit matter

The Group has recorded revenue from construction contracts of RM164,967,000 for the financial year ended 31 December 2021.

Construction contract accounting is identified as a key audit matter due to significant judgements involved. This includes the determination of total estimated costs to complete and the measurement of progress which affects the amounts of revenue to be recognised. Revenue from construction contracts is recognised over time using the cost incurred method, which is based on the proportion of total cost incurred at the reporting date compared to the estimated total contract costs while the cost of construction is recognised as an expense in profit or loss in the accounting periods in which the work is performed.

Changes in judgement and the related estimates throughout a contract period could result in a material variance in the revenue and profits recognised on contracts to date and in the current period. This may have an individually and collectively significant impact on the financial statements.

INDEPENDENT AUDITORS' REPORT (CONT'D)

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

Key Audit Matters (cont'd)

i) Revenue and profit recognition from construction contracts (cont'd)

The key audit matter (cont'd)

The key judgements over construction contract accounting arise from the following areas:

- Estimated costs to complete the contracts; and
- The ability to deliver the contract within the contractual timelines and whether there is any exposure to liquidated and ascertained damages.

How the matter was addressed in our audit

We performed the following audit procedures, among others:

- Reviewed the group policy on revenue recognition in order to ascertain that the revenue recognition policy meets the requirements of MFRS 15, *Revenue with Contract Customers*.
- Assessed the design and implementation of key controls over revenue recognition.
- Challenged the Group's key assumptions in the estimated costs to complete by performing the following procedures, among others:
 - Checked the estimated costs to complete to supporting documentation such as approved budgets, contracts and variation orders with sub-contractors; and
 - Corroborated the stage of completion and extent of costs incurred to date by comparing to external quantity surveyors' report.
- Discussed with finance and operational units to understand the nature of contract modifications and variation orders and read the correspondences from customers including approved contract modifications and variation orders.
- Assessed the timing to complete projects through corroborative discussion with finance and operational units; and
- Evaluated the merits of extension of time application submitted to the contract customers to assess the exposure to liquidated and ascertained damages by inspecting relevant correspondences, including on-going negotiations with contract customers and contract terms.

ii) Valuation of trade receivables (including retention sum) and contract assets

Refer to Note 2(h)(i) – Significant accounting policy: Impairment – financial assets, Note 8 – Trade and other receivables, Note 9 – Contract assets and Note 22.4 – Financial Instruments – Credit risk – Trade receivables and contract assets.

The key audit matter

The Group has trade receivables (including retention sum) and contract assets as at 31 December 2021 of RM71,351,000 and RM46,578,000 respectively.

The Group has assessed the allowance for impairment loss of trade receivables (including retention sum) and contract assets on an individual basis. We identified the valuation of trade receivables (including retention sum) and contract assets as a key audit matter due to significant judgement and the level of uncertainty involved in assessing customer's specific conditions and credit history.

INDEPENDENT AUDITORS' REPORT (CONT'D)

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

Key Audit Matters (cont'd)

ii) Valuation of trade receivables (including retention sum) and contract assets (cont'd)

How the matter was addressed in our audit

We performed the following audit procedures, among others:

- Assessed the design and implementation of key controls over trade receivables.
- Checked the accuracy of trade receivables (including retention sums) ageing by checking samples of the ageing report to invoices, certificate of practical completion or certificate of make good defects respectively.
- Assessed the adequacy of impairment loss provided by the Group by evaluating the assumptions used, past 12 month's collection trend from contract customers as well as collections subsequent to the end of reporting period.
- Assessed the recoverability of the balance on overdue retention sums by inspecting subsequent progress certificate from contract customers and assessing the past payment trend of the contract customers.
- Inspected subsequent approved progress billings from contract customers to assess the recoverability of contract assets.

We have determined that there are no key audit matters in the audit of the separate financial statements of the Company to communicate in our auditors' report.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

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

Our opinion on the financial statements of the Group and of the Company does not cover the annual report 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 annual report and, in doing so, consider whether the annual report is materially inconsistent with the financial statements of the Group and of the Company or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of the annual report, we are required to report that fact. We have nothing to report in this regard.

INDEPENDENT AUDITORS' REPORT (CONT'D)

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, International Financial Reporting 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.

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

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of the Group and of the Company.
- 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 ability of the Group or of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that gives a true and fair view.
- 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.

INDEPENDENT AUDITORS' REPORT (CONT'D)

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D)

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

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

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 auditors' report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTER

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

KPMG PLT
(LLP0010081-LCA & AF 0758)
Chartered Accountants

Petaling Jaya, Selangor

Date: 25 April 2022

Lam Shuh Siang
Approval Number: 03045/02/2023 J
Chartered Accountant

LIST OF PROPERTIES HELD BY THE GROUP

AS AT 31 DECEMBER 2021

No.	Location	Description/ Existing use	Tenure/ Expiry of Lease	Land area/ Built-up area (sq feet)	Date of Acquisition/ Date of CCC	Audited Net Book Value @ 31 December 2021 RM'000
1	No. 82, Jalan BP 7/8, Bandar Bukit Puchong, 47120 Puchong, Selangor Darul Ehsan (Title: Geran 72279, Lot No. 58893, Mukim of Petaling, District of Petaling, State of Selangor Darul Ehsan)	3-storey shopoffice/ Head Office	Freehold/ N/A	Freehold/ N/A	1 September 2015/ 23 December 2014	1,902
2	No. 80, Jalan BP 7/8, Bandar Bukit Puchong, 47120 Puchong, Selangor Darul Ehsan (Title: Geran 72279, Lot No. 58893, Mukim of Petaling, District of Petaling, State of Selangor Darul Ehsan)	3-storey shopoffice/ Head Office	Freehold/ N/A	1,755/ 5,279	1 September 2015/ 23 December 2014	1,902
3	No. 12, Jalan Sri Kenari 9, Taman Sri Kenari, Sg. Chua, 43000 Kajang, Selangor Darul Ehsan (Title: PN 59352, Lot No. 41501, Pekan of Kajang, District of Ulu Langat, State of Selangor Darul Ehsan)	One and a half storey of mid terraced factory/ Storage	Leasehold/ 11 April 2099	1,604/ 1,638	15 October 2009/ 9 June 2000	97
4	HSM 40093, PT 29948, Tempat of Revolusi Hijau Batu 5, Johan Setia, Mukim of Klang, District of Klang, State of Selangor Darul Ehsan	Piece of agriculture land/ Vacant	Leasehold/ 18 November 2092	87,123/ N/A	14 September 2009/ N/A	439
5	GL-05-01, Gravit8, Jalan Bayu Laut/KS9, Kota Bayuemas Pendamar, 41200 Klang, Selangor Darul Ehsan Unit No. GL-05, Lot No. GL-05-01 (Title: Geran 333002, Lot 178754 (formerly HS(D) 156027 PT 148718) Mukim of Klang, District of Klang, State of Selangor Darul Ehsan)	A unit of retail space/ Rental	Freehold/ N/A	N/A ⁽¹⁾ / 1,249	14 December 2018/ 8 November 2019	911

LIST OF PROPERTIES HELD BY THE GROUP (CONT'D)

No.	Location	Description/ Existing use	Tenure/ Expiry of Lease	Land area/ Built-up area (sq feet)	Date of Acquisition/ Date of CCC	Audited Net Book Value @ 31 December 2021 RM'000
6	GL-05-02, Gravit8, Jalan Bayu Laut/KS9, Kota Bayuemas Pendamar, 41200 Klang, Selangor Darul Ehsan Unit No. GL-05, Lot No. GL-05-02 (Title: Geran 333002, Lot 178754 (formerly HS(D) 156027 PT 148718) Mukim of Klang, District of Klang, State of Selangor Darul Ehsan)	A unit of retail space/ Rental	Freehold/ N/A	N/A ⁽¹⁾ / 1,281	14 December 2018/ 8 November 2019	934
7	GL-05-03, Gravit8, Jalan Bayu Laut/KS9, Kota Bayuemas Pendamar, 41200 Klang, Selangor Darul Ehsan Unit No. GL-05, Lot No. GL-05-03 (Title: Geran 333002, Lot 178754 (formerly HS(D) 156027 PT 148718) Mukim of Klang, District of Klang, State of Selangor Darul Ehsan)	A unit of retail space/ Rental	Freehold/ N/A	N/A ⁽¹⁾ / 1,281	14 December 2018/ 8 November 2019	934
8	GL-06, Gravit8, Jalan Bayu Laut/KS9, Kota Bayuemas Pendamar, 41200 Klang, Selangor Darul Ehsan Unit No. GL-06 (Title: Geran 333002, Lot 178754 (formerly HS(D) 156027 PT 148718) Mukim of Klang, District of Klang, State of Selangor Darul Ehsan)	A unit of retail space/ Rental	Freehold/ N/A	N/A ⁽¹⁾ / 3,003	14 December 2018/ 8 November 2019	2,242

⁽¹⁾ The property is under a master title.

ANALYSIS OF SHAREHOLDINGS

AS AT 31 MARCH 2022

SHARE CAPITAL

Total Number of Issued Shares : 489,634,083 ordinary shares
Voting Rights : One (1) vote per ordinary share

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	No. of Shares	%
Less than 100	18	335	0.000
101 to 1,000	763	250,622	0.051
1,001 to 10,000	2,556	14,042,700	2.868
10,001 to 100,000	1,352	47,750,321	9.752
100,001 to 24,481,703 (*)	220	109,328,622	22.329
More than 24,481,703 (**)	5	318,261,483	65.000
TOTAL	4,914	489,634,083	100.000

* - Less than 5% of issued shares

** - 5% and above of issued shares

DIRECTORS' SHAREHOLDINGS

Names	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
TAN SRI DATO' SRI MOHAMAD FUZI BIN HARUN	300,000	0.061	—	0.000
NG WAI HOE	90,582,025	18.500	63,652,316 ^[1]	13.000
LIM MEI HWEE	62,428,217	12.750	—	0.000
TAN SOK MOI	46,515,163	9.500	—	0.000
DATO' SRI SHAHRIL BIN MOKHTAR	—	0.000	—	0.000
DATUK LIM TONG LEE	300,000	0.061	—	0.000
ANDREA HUONG JIA MEI	300,000	0.061	—	0.000
TOTAL	200,425,405	40.933	63,652,316	13.000

LIST OF SUBSTANTIAL SHAREHOLDERS (5% AND ABOVE)

Names	Direct Interest		Indirect Interest	
	No. of Shares Held	%	No. of Shares Held	%
NG WAI HOE	90,582,025	18.500	63,652,316 ^[1]	13.000
MAKMUR BARU HOLDINGS SDN BHD	63,652,316	13.000	—	—
LIM MEI HWEE	62,428,217	12.750	—	—
ALAM KOTA SDN BHD	55,083,762	11.250	—	—
DATO' CHANG LIK SEAN	—	—	55,083,762 ^[2]	11.250
TAN SOK MOI	46,515,163	9.500	—	—
TOTAL	318,261,483	65.000	118,736,078	24.250

Notes :

1. Deemed interest by virtue of his interest in Makmur Baru Holdings Sdn Bhd pursuant to Section 8 of the Companies Act 2016.
2. Deemed interest by virtue of his interest in Alam Kota Sdn Bhd pursuant to Section 8 of the Companies Act 2016.

ANALYSIS OF SHAREHOLDINGS

AS AT 31 MARCH 2022

(CONT'D)

LIST OF TOP 30 SHAREHOLDERS

No.	Name	No. of Share Held	%
1	NG WAI HOE	90,582,025	18.500
2	MAKMUR BARU HOLDINGS SDN BHD	63,652,316	13.000
3	LIM MEI HWEE	62,428,217	12.750
4	ALAM KOTA SDN BHD	55,083,762	11.250
5	TAN SOK MOI	46,515,163	9.500
6	BIMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR PERMODALAN RISDA BERHAD	9,943,282	2.031
7	CGS-CIMB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHIAU BENG TEIK (MY2975)	7,727,900	1.578
8	CGS-CIMB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR POR TEONG ENG (MY3923)	3,300,000	0.674
9	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHIAU BENG TEIK	2,530,000	0.517
10	CHUAH KEE CHENG @ CHUAH KEE BENG	2,500,000	0.511
11	AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR AARON TAN NGO HUI (TAN1213C)	2,200,000	0.449
12	AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR SIA GEOK AI (SIA0032C)	2,000,000	0.408
13	M & A NOMINEE (TEMPATAN) SDN BHD MAJESTIC SALUTE SDN BHD FOR YAHYA BIN RAZALI	1,791,895	0.366
14	TOTAL GROUP BERHAD	1,541,700	0.315
15	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TNTT REALTY SDN BHD	1,500,000	0.306
16	TANG CHOOI LEAN	1,500,000	0.306
17	WELMAX CAPITAL SDN BHD	1,500,000	0.306
18	YEOH AIK KHONG	1,500,000	0.306
19	CHUA CHIN ENG	1,450,000	0.296
20	M & A NOMINEE (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LEE WENG KONG (M&A)	1,300,000	0.266
21	MECHVAC ENGINEERING SDN BHD	1,100,000	0.225
22	CHAI SAI KEAT	1,000,000	0.204
23	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB FOR ONG YOONG NYOCK (PB)	1,000,000	0.204
24	JANICE TAY SHU VEE	1,000,000	0.204
25	LONG HUEY MIIN	1,000,000	0.204
26	NG CHIN HOE	1,000,000	0.204
27	NG CHIN LEONG	1,000,000	0.204
28	PEMBINAAN SEJATI PERKASA SDN BHD	1,000,000	0.204
29	TAY HUAT HIN	1,000,000	0.204
30	WEE BENG AUN	1,000,000	0.204
TOTAL		370,646,260	75.696

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the First Annual General Meeting (“AGM”) of the Company will be conducted entirely through live streaming from the broadcast venue at Manuka 2 & 3, Unit 29-01, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia (“**Broadcast Venue**”) on Tuesday, 21st June 2022 at 10.30 a.m. for the following purposes:

1. To receive the Audited Financial Statements for the financial year ended 31 December 2021 and the Reports of the Directors and the Auditors thereon. *(Please refer to Note No. 2)*
2. To approve the payment of Directors’ fees to the following Non-Executive Directors for the financial year ended 31 December 2021:-
 - (i) Tan Sri Dato’ Sri Mohamad Fuzi bin Harun – RM30,000.00
 - (ii) Dato’ Sri Shahril bin Mokhtar – RM12,000.00
 - (iii) Datuk Lim Tong Lee – RM12,000.00
 - (iv) Andrea Huang Jia Mei – RM12,000.00
3. To approve the payment of Directors’ fees to the following Non-Executive Directors for the financial year ending 31 December 2022:-
 - (i) Tan Sri Dato’ Sri Mohamad Fuzi bin Harun – RM120,000.00
 - (ii) Dato’ Sri Shahril bin Mokhtar – RM48,000.00
 - (iii) Datuk Lim Tong Lee – RM48,000.00
 - (iv) Andrea Huang Jia Mei – RM48,000.00
4. To approve the payment of Directors’ benefits of RM10,000 for the financial year ended 31 December 2021.
5. To approve the payment of Directors’ benefits of up to RM31,000 for the financial year ending 31 December 2022 until the date of the next Annual General Meeting of the Company.
6. To re-elect the following Directors who are retiring in accordance with Clause 76(2) of the Constitution of the Company:-
 - (i) Tan Sri Dato’ Sri Mohamad Fuzi bin Harun
 - (ii) Ng Wai Hoe
 - (iii) Lim Mei Hwee
 - (iv) Tan Sok Moi
 - (v) Dato’ Sri Shahril bin Mokhtar
 - (vi) Datuk Lim Tong Lee
 - (vii) Andrea Huang Jia Mei
7. To re-appoint KPMG PLT as the Auditors of the Company for the financial year ending 31 December 2022 and to authorise the Board of Directors to fix their remuneration.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

As Special Business

Resolution 19 8. To consider and if thought fit, to pass the following as Ordinary Resolution:

Authority to Allot and Issue Shares Pursuant to Section 75 and 76 of the Companies Act 2016

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016 (“the Act”), ACE Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer (“New Shares”) from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 20% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed 20% General Mandate”).

THAT such approval on the Proposed 20% General Mandate shall continue to be in force until 31 December 2022.

THAT with effect from 1 January 2023, the general mandate shall be reinstated from a 20% limit to a 10% limit pursuant to Rule 6.03 of the Listing Requirements provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer by the Company from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed 10% General Mandate”).

THAT such approval on the Proposed 10% General Mandate shall continue to be in force until:-

- a. the conclusion of the next AGM of the Company held after the approval was given;
- b. the expiration of the period within which the next AGM of the Company is required to be held after the approval was given; or
- c. revoked or varied by resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

(The Proposed 20% General Mandate and Proposed 10% General Mandate shall hereinafter refer to as “Proposed General Mandate”).

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the Main Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate.

9. To transact any other business of the Company of which due notice shall have been given

By Order of the Board

LAU YEN HOON (MAICSA 7061368) (SSM PC No. 202008002143)

TAN SIEW HONG (MAICSA 7066226) (SSM PC No. 201908001915)

Company Secretary

Kuala Lumpur

29 April 2022

NOTES

1. Important Notice

The Broadcast Venue is **strictly for the purpose of complying with Section 327(2) of the Companies Act 2016** which requires the Chairman of the meeting to be present at the main venue of the meeting. **Members will not be allowed** to attend the meeting in person at the Broadcast Venue **on the day of the meeting**.

Members are to attend, speak (including posing questions via real time submission of typed texts) and vote (collectively, "participate") remotely via the Remote Participation and Voting ("RPV") facilities provided by Tricor Investor & Issuing House Services Sdn. Bhd. via its TIIH Online website at <https://tiih.online>. **Please read these Notes carefully and follow the procedures in the Administrative Guide for the AGM in order to participate remotely via the RPV.**

2. For the purpose of determining a Member who shall be entitled to participate via the RPV, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company a Record of Depositors as at **15 June 2022** and only a depositor whose name appears on the Record of Depositors shall be entitled to participate at the meeting or appoint proxy(ies) to participate in his stead.
3. A Member of the Company who is entitled to participate at this meeting is entitled to appoint proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate and vote instead of him. A proxy may, but need not, be a member of the Company.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

NOTES (CONT'D)

4. Where a Member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("SICDA"), 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. 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 is 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 the SIDCA which is exempted from compliance with the provisions of Section 25A(1) of the SICDA.
5. Where a Member appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment of two (2) or more proxies shall not be valid unless he specifies the proportions of his holdings to be represented by each proxy.
6. A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this 1st AGM via RPV must request his/her proxy to register himself/herself for RPV at TIIH Online website at <https://tiah.online>. **Please follow the Procedures for RPV in the Administrative Guide for the AGM.**
7. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a corporation, either under its common seal or the hand of its officer or its duly authorised attorney.
8. The instrument appointing a proxy and power of attorney or other authority, if any, under which it is signed notarially certified copy of that power of attorney, must be deposited with the Company's Share Registrar's Office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or by electronic appointment via TIIH Online at <https://tiah.online> not less than forty-eight (48) hours before the time appointed for holdings the meeting or any adjourned thereof. Please refer to the Administrative Guide for the 1st AGM for further information on electronic submission.
9. For a corporate member who has appointed an authorised representative, please deposit the ORIGINAL/DULY CERTIFIED certificate of appointment of authorised representative with the Share Registrar of the Company.
10. Pursuant to Rule 8.31A(1) of the Listing Requirements of Bursa Securities, all resolutions at the 1st AGM or any adjournment thereof shall be voted by poll.

Explanatory Notes for Ordinary and Special Business:-

1. Agenda No. 1

Receipt of Report and Audited Financial Statements

This item of the Agenda is meant for discussion only. The provisions of Section 340(1) of the Act require that the audited financial statements and the Reports of the Directors and Auditors thereon be laid before the Company at its AGM. As such this Agenda item is not a business which requires a resolution to be put to vote by shareholders.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

Explanatory Notes for Ordinary and Special Business (cont'd):-

2. Agenda No. 2 to 5– Resolution No. 1 to 10

Payment of Directors' fees and Benefits

Pursuant to Section 230(1) of the Act, the fees of the Directors and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting. The payment of the Directors' fees and benefits for the financial year ended 31 December 2021 will only be made if the relevant proposed Ordinary Resolutions have been passed at this AGM.

The Directors' fees proposed for the financial year ending 31 December 2022 are calculated based on the current board size and assuming that all Non-Executive Directors will hold office until the next AGM. The Ordinary Resolutions No. 5 to 8 are to facilitate payment of Directors' fees on current financial year basis.

The proposed Ordinary Resolution 10 is to facilitate payment of Directors' benefits for the financial year ending 31 December 2022 until the date of the next AGM. Directors' benefits include allowances and other emoluments payable to Directors and in determining the estimated total, the Board had considered various factors including the number of scheduled meetings for the Board, Board Committees and Board meetings of subsidiaries.

In the event the Directors' fees and benefits proposed are insufficient (e.g. due to more meetings or enlarged Board size etc.), approval will be sought at the next AGM for the additional amount to meet the shortfall.

3. Agenda No. 6 – Resolution No. 11 to 17

Re-election of Directors who retire in accordance with Clause 76(2) of the Constitution of the Company

Clause 76(2) of the Constitution of the Company provides that all the Directors shall retire from office at the conclusion of the first AGM. All retiring Directors shall be eligible for re-election.

The Directors who are subject to retirement pursuant to the Constitution are eligible and have offered themselves for re-election. Their profiles are available on pages 7 to 14 of the Company's Annual Report 2021.

The Nomination Committee ("NC") had assessed and were satisfied with the performance and contribution of the Directors and the Board of Directors had approved the NC's recommendation that the retiring Directors be re-elected as Directors of the Company at the first AGM.

4. Agenda No. 7 – Resolution No. 18

Re-appointment of Auditors

This resolution is to approve the re-appointment of KPMG PLT as the external auditors of the Company and to empower the Board of Directors to determine the auditors' remuneration for the financial year ending 31 December 2022. KPMG PLT had notified the Company of their intention to seek re-appointment as auditors.

The Board, through the Audit and Risk Management Committee, had assessed the suitability, objectivity and independence of KPMG PLT and satisfied that they had met the relevant criteria to be reappointed as the Company's external auditors.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

Explanatory Notes for Ordinary and Special Business (cont'd):-

5. Agenda No. 8 - Resolution No. 19

Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016

The proposed ordinary resolution is a new mandate sought for issue of securities and if passed, will empower the Directors of the Company to issue and allot ordinary shares of the Company from time to time and to grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer, provided that the aggregate number of shares allotted pursuant to this resolution does not exceed 20% of the total number of issued shares (excluding treasury shares) of the Company for the time being ("Proposed 20% General Mandate") up to 31 December 2022. With effect from 1 January 2023, the 10% general mandate limit according to Rule 6.04 of the Listing Requirements of Bursa Securities will be reinstated ("Proposed 10% General Mandate").

After due consideration of the financial position of the Company, future financial needs of the Company and the prevailing economic conditions in light of the global COVID-19 pandemic, the Board of Directors of the Company is of the view that the Proposed 20% General Mandate is in the best interest of the Company and its shareholders as it will provide flexibility to the Company to raise funds expeditiously without having to incur additional costs and time, if the need arises. It enables the Directors to take swift action in case of a potential fund-raising exercise to fund current and/or future investment projects, working capital, day-to-day operational expenses and/or acquisitions, as the Directors may deem fit in the best interest of the Company.

As at the date of this notice, there is no decision to issue any new shares. Should there be a decision to issue new shares after the general mandate is sought, the Company will make an announcement of the actual purpose and utilisation of proceeds arising from such issuance of shares.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING (PURSUANT TO RULE 8.29(2) OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD)

1. There is no person seeking election as director of the Company at this Annual General Meeting.
2. General mandate for issue of securities
Kindly refer to item 6 - Explanatory Notes on Special Business for Resolution No. 19 on Authority to Allot and Issue Shares Pursuant to Section 75 and 76 of the Companies Act 2016 under the Notes to the Notice of the Annual General Meeting.

PROXY FORM



SIAB HOLDINGS BERHAD
(Company Registration No. 202001043548
(1399869-A)) (Incorporated In Malaysia)

CDS Account No.	
No. of shares held	

I/We, I.C./Passport/Company No.
of
being a member of **SIAB HOLDINGS BERHAD**, do hereby appoint
..... I.C. / Passport No.
of
and/or I.C. / Passport No.
of

or failing *him/her the Chairman of the Meeting as *my/our proxy to vote for *me/us on my/our behalf at the First Annual General Meeting ("**AGM**") of the Company to be conducted entirely through live streaming from the broadcast venue at Manuka 2 & 3, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia ("Broadcast Venue") on Tuesday, 21st June 2022 at 10.30 a.m. and at any adjournment thereof.

My/Our proxy is to vote as indicated below:

RESOLUTIONS		FOR	AGAINST
1.	To approve the payment of Directors' fees of RM30,000.00 to Tan Sri Dato' Sri Mohamad Fuzi bin Harun for the financial year ended 31 December 2021.		
2.	To approve the payment of Directors' fees of RM12,000.00 to Dato' Sri Shahril bin Mokhtar for the financial year ended 31 December 2021.		
3.	To approve the payment of Directors' fees of RM12,000.00 to Datuk Lim Tong Lee for the financial year ended 31 December 2021.		
4.	To approve the payment of Directors' fees of RM12,000.00 to Andrea Huong Jia Mei for the financial year ended 31 December 2021.		
5.	To approve the payment of Directors' fees of RM120,000.00 to Tan Sri Dato' Sri Mohamad Fuzi bin Harun for the financial year ending 31 December 2022.		
6.	To approve the payment of Directors' fees of RM48,000.00 to Dato' Sri Shahril bin Mokhtar for the financial year ending 31 December 2022.		
7.	To approve the payment of Directors' fees of RM48,000.00 to Datuk Lim Tong Lee for the financial year ending 31 December 2022.		
8.	To approve the payment of Directors' fees of RM48,000.00 to Andrea Huong Jia Mei for the financial year ending 31 December 2022.		
9.	To approve the payment of Directors' benefits of RM10,000 for the financial year ended 31 December 2021.		
10.	To approve the payment of Directors' benefits of up to RM31,000 for the financial year ending 31 December 2022 until the date of the next Annual General Meeting.		
11.	To re-elect Tan Sri Dato' Sri Mohamad Fuzi bin Harun, a Director retiring in accordance with Clause 76(2) of the Constitution of the Company.		
12.	To re-elect Ng Wai Hoe, a Director retiring in accordance with Clause 76(2) of the Constitution of the Company.		
13.	To re-elect Lim Mei Hwee, a Director retiring in accordance with Clause 76(2) of the Constitution of the Company.		
14.	To re-elect Tan Sok Moi, a Director retiring in accordance with Clause 76(2) of the Constitution of the Company.		
15.	To re-elect Datuk Lim Tong Lee, a Director retiring in accordance with Clause 76(2) of the Constitution of the Company.		
16.	To re-elect Dato' Sri Shahril bin Mokhtar, a Director retiring in accordance with Clause 76(2) of the Constitution of the Company.		
17.	To re-elect Andrea Huong Jia Mei, a Director retiring in accordance with Clause 76(2) of the Constitution of the Company.		
18.	To re-appoint KPMG PLT as the Auditors of the Company for the financial year ending 31 December 2022 and to authorise the Board of Directors to fix their remuneration.		
19.	Authority to Allot and Issue Shares Pursuant to Section 75 and 76 of the Companies Act 2016		

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 directions, your proxy will vote or abstain as *he/she thinks fit.

Signed this day of

.....
Signature/Common Seal of Member(s)

For appointment of two (2) proxies, percentage of shareholdings to be represented by the proxies:		
	No of shares	Percentage
Proxy 1		%
Proxy 2		%
Total		100%



NOTES

1. Important Notice

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Members are to attend, speak (including posing questions via real time submission of typed texts) and vote (collectively, "participate") remotely via the Remote Participation and Voting ("RPV") facilities provided by Tricor Investor & Issuing House Services Sdn. Bhd. via its TIIH Online website at <https://tiih.online>. **Please read these Notes carefully and follow the procedures in the Administrative Guide for the AGM in order to participate remotely via the RPV.**

2. For the purpose of determining a Member who shall be entitled to participate via the RPV, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company a Record of Depositors as at **15 June 2022** and only a depositor whose name appears on the Record of Depositors shall be entitled to participate at the meeting or appoint proxy(ies) to participate in his stead.
3. A Member of the Company who is entitled to participate at this meeting is entitled to appoint proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate and vote instead of him. A proxy may, but need not, be a member of the Company.
4. Where a Member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("SICDA"), 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. 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 is 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 the SICDA which is exempted from compliance with the provisions of Section 25A(1) of the SICDA.
5. Where a Member appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment of two (2) or more proxies shall not be valid unless he specifies the proportions of his holdings to be represented by each proxy.
6. A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this 1st AGM via RPV must request his/her proxy to register himself/herself for RPV at TIIH Online website at <https://tiih.online>. **Please follow the Procedures for RPV in the Administrative Guide for the AGM.**
7. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a corporation, either under its common seal or the hand of its officer or its duly authorised attorney.
8. The instrument appointing a proxy and power of attorney or other authority, if any, under which it is signed notarially certified copy of that power of attorney, must be deposited with the Company's Share Registrar's Office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or by electronic appointment via TIIH Online at <https://tiih.online> not less than forty-eight (48) hours before the time appointed for holdings the meeting or any adjourned thereof. Please refer to the Administrative Guide for the 1st AGM for further information on electronic submission.
9. For a corporate member who has appointed an authorised representative, please deposit the ORIGINAL/DULY CERTIFIED certificate of appointment of authorised representative with the Share Registrar of the Company.
10. Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities"), all resolutions at the 1st AGM or any adjournment thereof shall be voted by poll.

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AFFIX
POSTAGE
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The Share Registrar of SIAB HOLDINGS BERHAD
Tricor Investor & Issuing House Services Sdn Bhd
Unit 32-01, Level 32, Tower A,
Vertical Business Suite
Avenue 3, Bangsar South,
No. 8, Jalan Kerinchi,
59200 Kuala Lumpur

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SIAB HOLDINGS BERHAD

Registration No.: 202001043548 (1399869-A)
(Incorporated in Malaysia under the Companies Act 2016)

No. 82, Jalan BP 7/8, Bandar Bukit Puchong, 47120 Puchong.

Tel : 03 - 8052 7117 **Fax :** 03 - 8052 7227 **Email :** corporate@siabmy.com

www.siabmy.com

*Excellence in Creation, **TRUST** in Values*