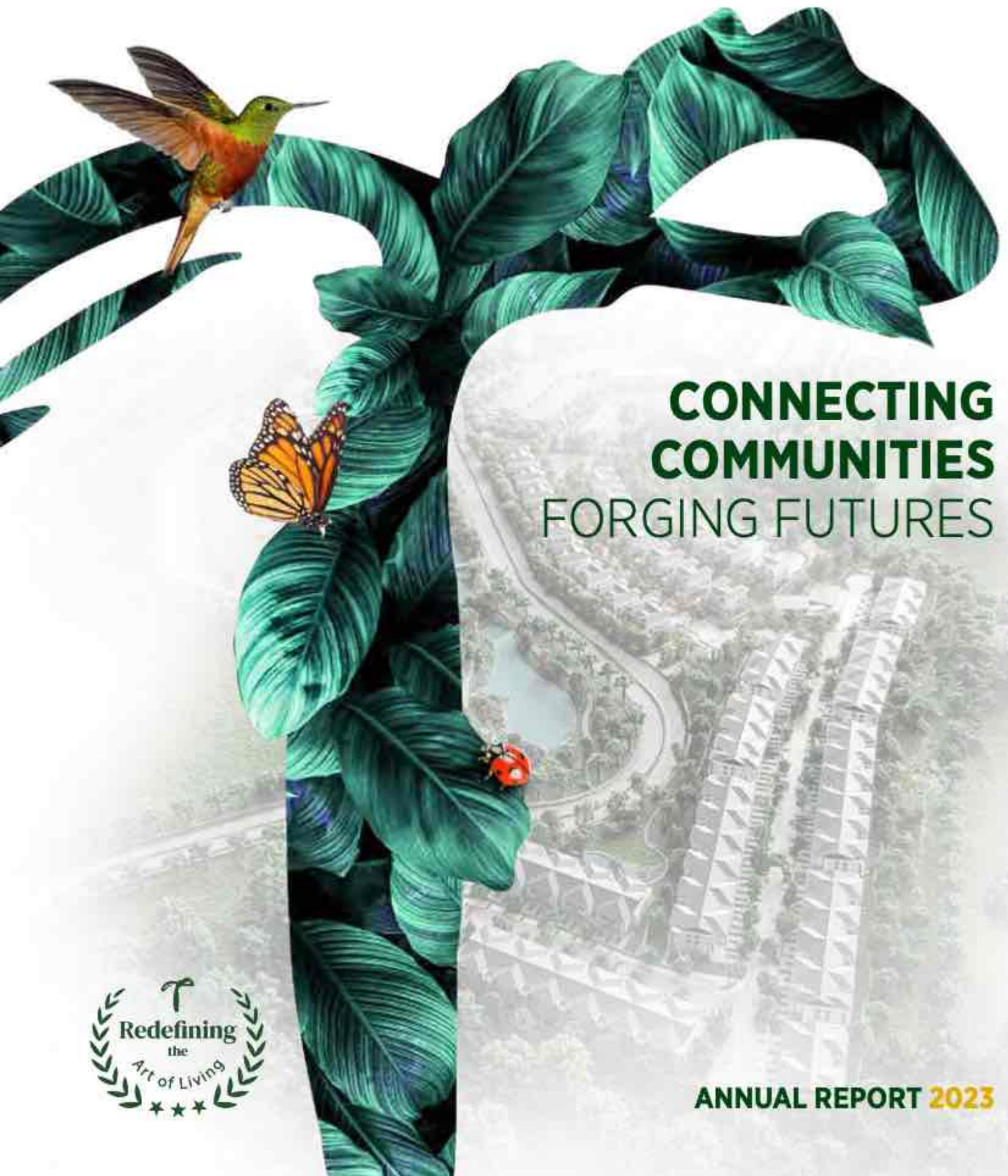
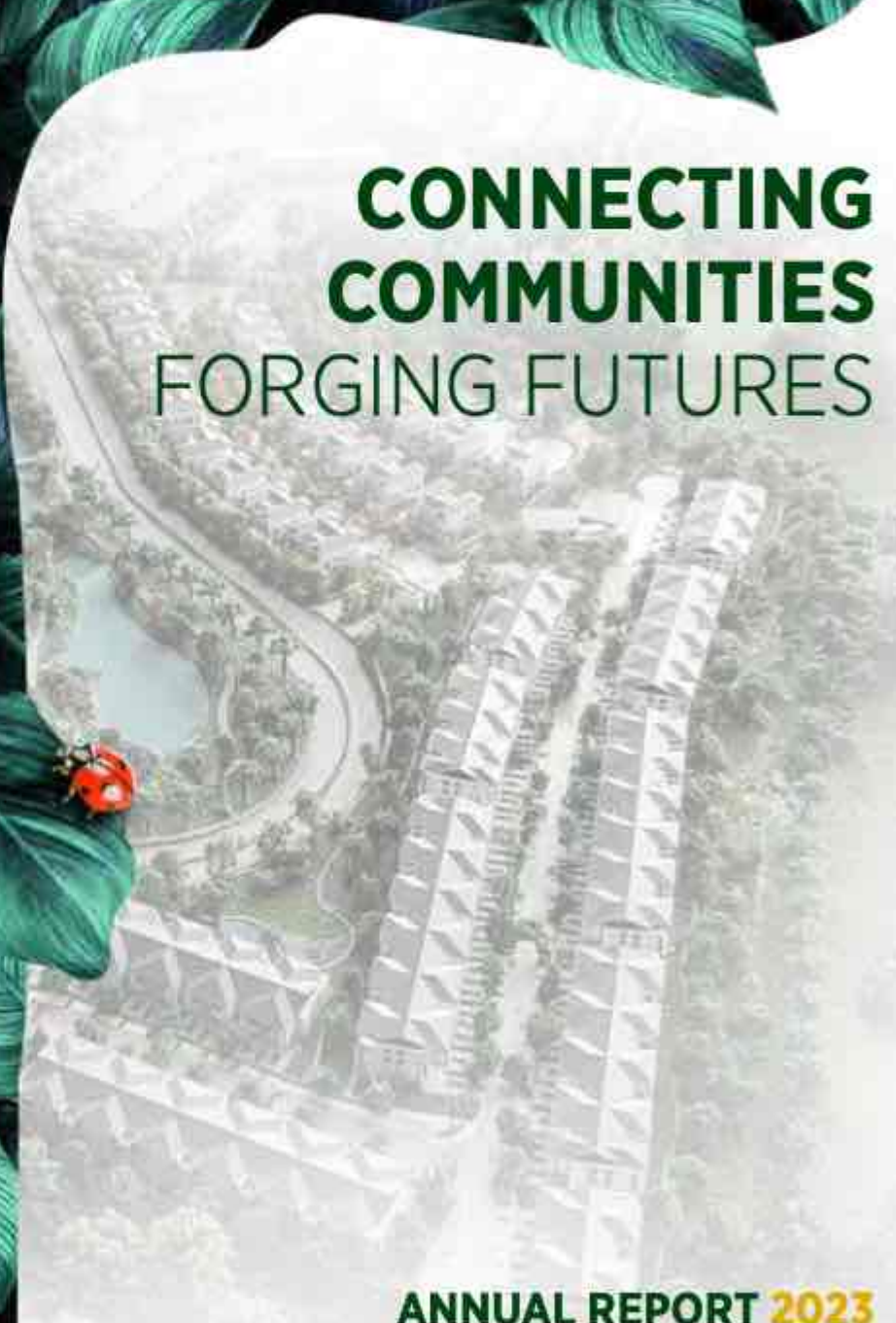




**TROPICANA**  
CORPORATION BERHAD



# **CONNECTING COMMUNITIES FORGING FUTURES**



**ANNUAL REPORT 2023**

# THE TROPICANA EMBLEM OF EXCELLENCE

Embraced by two plants growing upward,  
signifying Tropicana's growth trajectory and  
its 8 unique development DNAs



The 3 Stars represent our  
**3 ESG Pillars**  
PEOPLE, PLANET & PARTNERSHIP







## CONNECTING COMMUNITIES, FORGING FUTURES

Building townships since 1979, Tropicana has broadened its position from a resort-style developer to a sustainable community planner anchored on its 8 distinct development DNAs and 3 ESG pillars. Our design approach focuses on indoor and outdoor spaces that are in ecological and aesthetic harmony with their surroundings. As we continue our mission to Redefine the Art of Living, we are also adopting ESG best practices in our aim to connect with the communities and forge a sustainable future where all our townships offer a live-work-play-learn-grow environment. On behalf of the Tropicana management, we are pleased to present our 2023 Annual Report. To become a leading real estate group, we aim to provide the best value to our stakeholders, make a difference to the wider community and contribute to a sustainable future for generations to come.



# ABOUT US

## OUR VISION

With the goal of becoming a leading real estate group, Tropicana aims to provide the best value to its stakeholders, make a difference to the wider community and contribute to a sustainable future.

## OUR MISSION

To transform Tropicana to a future-ready property group with a strong purpose of achieving sustainable growth.

## OUR BUSINESS PRINCIPLES

### Our Customer-Centric Approach

We embody a customer-centric approach, putting our loyal customers at the centre of everything we do. The key to customer satisfaction is to humanise our businesses by offering quality products and services. We strive to engage with our customers across all key touchpoints – from greeting them in our galleries to interacting with them on digital platforms.

### Our People Are Our Greatest Assets

We are dedicated to creating a culture of excellence and inclusivity. To spur our people to perform at their best, we provide a conducive work environment, benefits as well as learning and development programme to help them reach their potential.

### Our Commitment to Shareholders

We are committed to creating the best value for our shareholders through sustainable growth strategy and business continuity practice.

### Our ESG Principles

Our ESG principles are guided by 3 pillars: People, Planet and Partnership. We recognise the need to prioritize sustainability, social responsibility, and ethical business practices.

### Engaging with Our Community

As a township builder, we have direct and indirect impacts on the community. Our charity arm, Tropicana Foundation aims to uplift underprivileged society through various CSR initiatives.





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# SIGNATURE DEVELOPMENTS

## TROPICANA GOLF & COUNTRY RESORT

Petaling Jaya, Selangor

### Residential

Ana & Bella linked houses  
Casa Tropicana condominiums  
Cora & Dora semi-detached houses  
Green Acres 1 Gloria & Floria semi-detached houses  
Green Acres 2 linked houses & semi-detached houses, bungalows & prime bungalow lots  
Eva townhouses  
Tropicana Grande golf-fronted condominiums

### Mixed-use Development & Commercial

Merchant Square shop offices  
Tropicana Avenue retail, offices & serviced apartments

## TROPICANA INDAH RESORT HOMES

Petaling Jaya, Selangor

### Residential

Adam & Eve linked houses  
Casa Indah 1 & 2 condominiums  
Grand Villas bungalows  
Green Haven bungalow lots  
Green Haven 1 resort villas  
Golf Villas bungalows  
Link Villas linked houses  
Mustika & Persona linked houses  
Pool Villas semi-detached houses  
Romeo & Juliet linked houses  
Villa Green 1 linked bungalows  
Villa Green 2 semi-detached houses  
Villa Green semi-detached houses

## 3 DAMANSARA<sup>1</sup>

(formerly known as Tropicana City)

### Residential

Casa Damansara 1 & 2 condominiums  
Tropicana City Tropics serviced apartments

### Retail & Commercial

Damansara Intan e-Business Park  
Tropicana City Mall (Rebranded to 3 Damansara)<sup>1</sup>  
Tropicana City Office Tower<sup>1</sup>

## OTHER TOWNSHIPS AT KLANG VALLEY

### Residential

Casa Kiara 1 & 2 condominiums, Mont' Kiara, Kuala Lumpur\*  
Casa Suites apartments, Petaling Jaya, Selangor  
Fortune Park apartments, Kuala Lumpur  
Tropicana Cheras linked houses, semi-detached houses & bungalows, Cheras  
Tropicana Miyu Condominium, Petaling Jaya, Selangor\*\*\*\*

### Township, Mixed-use Development, Commercial, Hospitality & Education

Arena Mentari shop offices, Dataran Mentari, Petaling Jaya, Selangor\*\*  
TSB Commercial Centre, Sungai Buloh  
St. Joseph's Institution International School Malaysia (Tropicana PJ Campus)<sup>1</sup>  
Sri KDU International School at Tropicana Metropark, Subang Jaya, Selangor<sup>1</sup>  
Tenby International School at Tropicana Aman, Kota Kemuning, Shah Alam  
The Residences & W Kuala Lumpur Hotel<sup>1</sup>, Kuala Lumpur  
Tropicana Gardens mixed-use development & Tropicana Gardens Mall, Tropicana Indah  
Tropicana Aman mixed-use development, Kota Kemuning, Shah Alam  
Tropicana Heights mixed-use development, Kajang  
Tropicana Metropark mixed-use development, Subang Jaya  
Tropicana Alam mixed-use development, Puncak Alam, Selangor

## PENANG, JOHOR, LANGKAWI, GENTING HIGHLANDS & SABAH

### Residential

10 Island Resort condominiums, Batu Ferringhi, Penang\*  
Aston Villa linked houses, semi-detached & shop offices, Bukit Mertajam, Penang  
Tropicana Landmark condominiums, Kota Kinabalu, Sabah

### Mixed-use Development

Tropicana 218 Macalister mixed-use development & Courtyard by Marriott<sup>1</sup>, Penang  
Tropicana Grandhill mixed-use development, Genting Highlands, Pahang  
Tropicana Avalon mixed-use development, Genting Highlands, Pahang & Selangor  
Tropicana Paradise mixed-use development, Genting Highlands, Pahang  
Tropicana Cenang, Langkawi, Kedah  
Tropicana Danga Bay mixed-use development, Iskandar Malaysia, Johor\*\*\*  
Tropicana Danga Cove mixed-use development, Iskandar Malaysia, Johor\*\*\*  
Tropicana Uplands, Gelang Patah, Johor  
Retail, Commercial & Industrial  
Lido Waterfront Boulevard

#### Note:

- \* Project Manager
- \*\* Joint-venture project with Airan Firasat Sdn Bhd
- \*\*\* A joint-venture between Tropicana Corporation Berhad & Iskandar Waterfront Sdn Bhd
- \*\*\*\* A joint-venture between Tropicana Corporation Berhad & Terralyn Holdings Sdn Bhd
- <sup>1</sup> Built by Tropicana & sold to other corporation





## ART OF LIVING

At Tropicana, we strive to create a harmonious space that redefines the Art of Living

01

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## 2023 AT A GLANCE

### TOTAL PROPERTY SALES

RM1.3 billion in FY23\*

### TOTAL UNBILLED SALES

RM2.5 billion in FY23\*

### PRESTIGIOUS AWARDS

Won more than 147 awards to-date

Bagged 13 notable awards from 8 prestigious corporate in 2023:

- 1 CXP Best Customer Experience 2023
- 1 Malaysia Urban Planning 2023
- The Edge Malaysia Property Excellence 2023
- 4 StarProperty Awards 2023
- 1 BCI Asia Awards 2023
- 1 The Edge Billion Ringgit Club 2023
- 1 FIABCI - Star Malaysia Developer Awards 2023
- 1 Asia Pacific Property Awards 2023
- 1 Putra Aria Brand Awards
- 1 FIABCI Malaysia Property Award 2023

### TEAMWORK

Over 943 employees  
Servicing property owners from 23 countries around the world

### COMMUNITY

Tropicana Foundation donated over RM26 million since its inception in 2011

### TOTAL REVENUE

RM1.49 billion in FY23\*

### CURRENT LANDBANK

1,842 acres\*

### NET ASSETS PER SHARE

RM1.90 in FY23\*

### TOTAL POTENTIAL GDV

Estimated more than RM120 billion\*

### TOTAL DEVELOPMENT

Over 60 completed developments  
with 11 ongoing townships  
Over 21,000 units sold

\*AS OF 31 DECEMBER 2023



23

## Central

- |   |   |   |  |    |   |    |  |
|---|---|---|--|----|---|----|--|
| 1 |  <b>TROPICANA</b><br>GOLF & COUNTRY RESORT  | 5 |  <b>TROPICANA METROPARK</b><br>KUALA LUMPUR | 9  |  <b>TROPICANA CHERAS</b>                 | 13 |  <b>TROPICANA AVALON</b><br>SEKUTUJ     |
| 2 |  <b>TROPICANA GARDEN</b><br>TROPICANA MIRA | 6 |  <b>TROPICANA HEIGHTS</b><br>KUALA LUMPUR | 10 |  <b>TROPICANA ALAM</b><br>PANGSA LAM   | 14 |  <b>TROPICANA PARADISE</b><br>SEKUTUJ |
| 3 |  <b>TROPICANA FOUNDATION</b>               | 7 |  <b>TROPICANA MIVU</b><br>KUALA LUMPUR    | 11 |  <b>TROPICANA THE RESIDENCES</b>       | 15 | <b>TROPICANA WINDCITY</b><br>SEKUTUJ   |
| 4 |  <b>TROPICANA AMAN</b><br>KUALA LUMPUR     | 8 |  <b>TROPICANA AVENUE</b><br>KUALA LUMPUR  | 12 |  <b>TROPICANA GRANDHILL</b><br>SEKUTUJ | 16 |                                       |

## Northern

- |    |   |
|----|---|
| 17 |  <b>TROPICANA 218 Macalister</b><br>KUALA LUMPUR |
| 18 |  <b>TROPICANA CENANG</b><br>LANGKAT              |

## Southern

- |    |  |
|----|--|
| 19 |  <b>TROPICANA DANGA BAY</b><br>KUALA LUMPUR |
| 20 |  <b>TROPICANA THE RESIDENCES</b>            |
| 21 |  <b>TROPICANA UPLANDS</b><br>KUALA LUMPUR   |
| 22 |  <b>Lido</b><br>KUALA LUMPUR                |

## Eastern

- |    |   |
|----|---|
| 23 |  <b>TROPICANA LANDMARK</b><br>KUALA LUMPUR |
|----|---|

# CORPORATE INFORMATION

AS AT 19 MARCH 2024

## BOARD OF DIRECTORS

**Tan Sri Dato' Sri Mohamad Fuzi Bin Harun**  
Chairman, Independent Non-Executive Director

**Tan Sri Dato' Tan Chee Sing**  
Group Executive Vice Chairman

**Din Tan Yong Chia**  
Group Managing Director

**Dion Tan Yong Chien**  
Group Non-Independent Non-Executive Director

**Jared Ang Tzer Shen**  
Group Non-Independent Non-Executive Director

**Datuk Wira Lye Ek Seang**  
Independent Non-Executive Director

**Alice Dora Boucher**  
Independent Non-Executive Director

**Vivienne Cheng Chi Fan**  
Independent Non-Executive Director

**Dato' Sri Badrul Hisham Bin Abdul Aziz**  
Independent Non-Executive Director

**Datuk Tan Mann Chai, JP**  
Independent Non-Executive Director

**Koh Huey Min**  
Independent Non-Executive Director





**AUDIT COMMITTEE**

Koh Huey Min (Chairperson)  
Alice Dora Boucher  
Vivienne Cheng Chi Fan

**RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE**

Alice Dora Boucher (Chairperson)  
Vivienne Cheng Chi Fan  
Datuk Wira Lye Ek Seang  
Koh Huey Min  
Din Tan Yong Chia  
Jared Ang Tzer Shen

**NOMINATION AND REMUNERATION COMMITTEE**

Vivienne Cheng Chi Fan (Chairperson)  
Datuk Wira Lye Ek Seang  
Alice Dora Boucher

**PRICING AND INVESTMENT COMMITTEE**

Alice Dora Boucher (Chairperson)  
Datuk Wira Lye Ek Seang  
Datuk Tan Mann Chai, JP  
Din Tan Yong Chia  
Jared Ang Tzer Shen

**HEAD OFFICE**

Unit 1301, Level 13  
Tropicana Gardens Office Tower  
No. 2A, Persiaran Surian  
Tropicana Indah  
47810 Petaling Jaya  
Selangor Darul Ehsan  
T +603 7663 6888  
F +603 7663 6688

**REGISTERED OFFICE**

Unit 1301, Level 13  
Tropicana Gardens Office Tower  
No. 2A, Persiaran Surian  
Tropicana Indah  
47810 Petaling Jaya  
Selangor Darul Ehsan  
T +603 7663 6888  
F +603 7663 6688

**AUDITORS**

Ernst & Young PLT  
Chartered Accountants  
Level 23A, Menara Milenium  
Jalan Damanlela  
Pusat Bandar Damansara  
50490 Kuala Lumpur, Malaysia  
T +603 7495 8000  
F +603 2095 9076

**SHARE REGISTRAR**

Securities Services (Holdings) Sdn Bhd  
Level 7, Menara Milenium  
Jalan Damanlela  
Pusat Bandar Damansara  
Damansara Heights  
50490 Kuala Lumpur  
Wilayah Persekutuan Malaysia  
T +603 2084 9000  
F +603 2094 9940

**COMPANY SECRETARIES**

Chan Tze Leong (MAICSA 7012224)  
SSM PC No.: 202208000306  
Chua Siew Chuan (MAICSA 0777689)  
SSM PC No.: 201908002648  
Chin Mun Yee (MAICSA 7019243)  
SSM PC No.: 201908002785

**PRINCIPAL BANKERS**

Alliance Islamic Bank Malaysia Berhad  
Bank Kerjasama Rakyat Malaysia Berhad  
CIMB Bank Berhad  
HSBC Amanah Malaysia Berhad  
Malayan Banking Berhad  
OCBC Bank Malaysia Berhad  
Public Bank Berhad

**WEBSITE**

[www.tropicanaacorp.com.my](http://www.tropicanaacorp.com.my)

**EMAIL**

[corpcomm@tropicanaacorp.com.my](mailto:corpcomm@tropicanaacorp.com.my)

**STOCK EXCHANGE LISTING**

Main Market  
Bursa Malaysia Securities Berhad  
Stock Name: TROP  
Stock Code: 5401



For more information  
on our Group Directory,  
please scan this  
QR code

## 2023 EVENTS & HIGHLIGHTS

Over the years, Tropicana has built a successful track record, winning over 147 awards along the way. We have also revolutionised the Art of Living with more than 11 townships we have developed, and the introduction of a host of facilities, amenities, and parks within its vicinities. These accomplishments are also reflected in the Group's huge success: achieving over RM18.4 billion in sales over the years.

In 2023, Tropicana continued the momentum with these initiatives:

Tropicana rolled out Chinese New Year brand film celebrating the **Art of Togetherness**.

Q1



Tropicana leaped into **Chinese New Year** with **Lucky Ang Pao** Sales Campaign, a collaboration with Alliance Bank.



Modernising Ah Gong & Ah Ma in a tongue-in-cheek video highlighting how to bridge the generation gap.

Watch the short film here at  
<https://www.youtube.com/watch?v=3C2hStD9ZTc>









**Double Celebrations** at Tropicana Golf & Country Resort ("TGCR"): TGCR bagged MPPJ Clean Food Award, for fulfilling MBPJ's criteria and ranked "A" mark in cleanliness. TGCR was recognised in the Hotel/Clubhouse category.



Aligned with the Chinese New Year season, TGCR also introduced its **Abundance of Prosperity Lunar New Year menu** in collaboration with Spring Garden restaurant.





Q2



The launch of **Southplace Serviced Residences & Shoppes** at the vibrant Tropicana Metropark, Subang Jaya.



Grand opening of the chic show unit of **Southplace 2 Residences** at Tropicana Metropark, Subang Jaya.



The 863-acre Tropicana Aman in Kota Kemuning launched **Hana Residences, the final signature villa series**. The launch saw a huge turn-out and recorded a healthy 70% take-up. The event featured entertainment by comedian Douglas Lim, Astro Classic Golden Melody Champion Singer Lin Yong Huat and live band ensemble The Raw Note, as well as a spectacular fire performance and fireworks display.







The launch of **Villa and Bungalow Lots at Tropicana Paradise** at Tropicana WindCity, Genting Highlands.



**TwinPines Serviced Suites** at Tropicana Grandhill, Genting Highlands recorded a **strong 90% take-up for its Tower A residential block**. The strong demand for TwinPines was driven by its strategically accessible location and versatile layouts.



Tropicana rolled out its **TropiQuest interactive campaign**, inviting all Malaysians to explore its signature townships online and earn exciting rewards! Running from 15 April 2023 to 31 December 2023, property seekers and the public logged in to [tropiquest.tropicanacorp.com.my](https://tropiquest.tropicanacorp.com.my) to earn coins through engaging challenges and activities, with absolutely no purchase required.





**TROPICQUEST**  
EXPLORE & EARN

**WANNA WIN THESE REWARDS?**

Explore Tropicana properties & earn rewards\* along the way! No purchase needed.

**JOIN NOW**

## HOW TO JOIN:

- 1 Sign up at: [tropiquest.tropicana.com.my](http://tropiquest.tropicana.com.my)
- 2 Complete quests to collect coins
- 3 Unlock rewards with coins earned

### REWARDS YOU CAN CLAIM FROM COIN STORE:



AND MUCH, MUCH MORE!

**TROPICQUEST**  
EXPLORE & EARN

**BE-WEEKLY RAFFLES**  
Stand a chance to win RM100!

**FUN CHALLENGES**  
Be rewarded while you learn about our properties in an interactive way

**COIN STORE PRIZES**  
No property purchase needed!

**PROPERTY MATCH**

- RM612/day to own a home?
- 1-day rental to cover instalment?
- Super bungalows?

We've got them all!

**DISCOVER YOUR DREAM PROPERTY & EARN REWARDS**

Free to play. Free spins bonus only. 2% interest. Credit limit. Limiting transactions up to RM1000. and more.

In line with **Tropicana's digitisation journey**, this TropicQuest online initiative emphasised accessibility and connectivity, opening up TropicQuest's attractive range of incentives to Malaysians everywhere, and everyone can win!





Tropicana brought home **4 prestigious awards at the StarProperty Real Estate Developer Awards 2023**. Organised by property platform StarProperty.my, the win represents Tropicana's seventh victorious year in this real estate arena. With dozens of developers striving for accolades, Tropicana won recognition in the following:

1. **TROPICANA CORPORATION**  
2023's All-Stars Award  
(Top 10 Listed Company)
2. **TROPICANA FOUNDATION**  
The Readers' Choice Award Most Heart-Warming CSR Initiative
3. **HANA RESIDENCES, TROPICANA AMAN**  
The Luxury Award Best Luxury Project Development (Landed)
4. **TROPICANA UPLANDS, GELANG PATAH**  
The Neighbourhood Award Best Comprehensive Township (below 500 acres)



**TROPICANA**  
CORPORATION BERHAD

**2023'S ALL-STARS AWARD**  
(Top 10 Listed Company)



**THE READERS' CHOICE AWARD**  
Most Heart-Warming CSR Initiative



**THE LUXURY AWARD**  
Best Luxury Project Development  
(Landed)



**THE NEIGHBOURHOOD AWARD**  
Best Comprehensive Township  
(below 500 acres)





In conjunction with the festive Hari Raya season, Tropicana rolled out Raya Brand Film - **Ikatan Raya** - **Celebrating the Art of Belonging**.

Watch the short film here at  
<https://www.youtube.com/watch?v=gSM8vK7hzhY>



Tropicana hosted the launch of **Langkawi International Folding Bike Challenge 2.0 ("LIFBC") 2023** at Tropicana Cenang. Officiated by Kedah Menteri Besar Datuk Seri Muhammad Sanusi Md Nor, the occasion included the unveiling of the Langkawi Tourism Association's ("LTA") 2023 calendar of events.







Tropicana Golf & Country Resort ("TGCR"), rolled out its famous **Santapan 28 Malam**, presenting 5 rotating menus showcasing over 300 dishes and 25 live cooking stations. The event saw lively presentation by 12 chefs and assistants, featuring specialties such as spicy pomfret with bird's eye chilli and bay leaf, chicken peratal, Sarawak black pepper beef and other mouth-watering dishes.

100 kids from Rumah Perlindungan Safiyyah, Pusat Jagaan Amal Asyura and Pertubuhan Kebajikan Ehsan Ash-Shakur were invited to enjoy the feast and they also received duit raya.





Q3

Tropicana redeemed the **Sukuk Wakalah Programme** tranche of **RM465.5 million** due on 30 June 2023. This Programme was part of the **RM1.5 billion Islamic Medium Term Notes Programme** issued by the Group.



**Tropicana Aman celebrated 100% take-up for its new Umara business hub.** This 13.5-acre business hub features 100 units and all units were snapped up before the grand launch. In conjunction with the milestone, the new Tropicana Aman Property Gallery was officially opened at the Tropicana Aman Recreational Hub, offering enhanced experiences for Tropicana customers.



**Gohtong Jaya** hailed as the next pulse of **Genting Highlands**, positioning itself as the highly sought-after investment destination in the vicinity. Catering to the market demand, Tropicana fills the gap with landed, commercial and serviced suites developments, offering **Tropicana Grandhill, Tropicana Paradise and Tropicana Avalon**.



**Tropicana Metropark** will be home to upscale supermarket **Mercato**. Tropicana entered into an agreement with Mercato as the first anchor tenant in its SouthPlace Shoppes commercial hub. Mercato will be positioned as a retail catalyst, driving value for residents and serving the daily needs of the Tropicana Metropark community.





Tropicana marked its first foray into Puncak Alam with the **introduction of Tropicana Alam**. Registration was opened for keen purchasers and investors.



To cement itself as the new pulse of Subang Jaya, **Tropicana Metropark** hosted **Little Tauke Bazaar and Mid-Autumn Night festivity** for residents and visitors.





Tropicana Group announced that its **property development arm has surpassed its property sales target, hitting RM650 million** in the first six months of FY2023 as property bookings soared above RM1.3 billion.



**Tropicana reaffirmed its commitment to ESG, as it moves into the 7th year of its sustainability journey.** As a responsible developer and community builder, the Group embraces sustainability practices. This includes the cultivation of a thriving ecosystem at its flagship Tropicana Golf & Country Resort with over 22,000 plant species and 300 acres of landscapes, as well as renewable energy generation via more than 2,200 solar panels installed as windmill installation at Tropicana Metropark. Since 2016, the Group has achieved many sustainability milestones, such as cultivated over 375-acre of green lungs, planted more than 6,500 trees, and built more than 11km of biking and walking trails across its signature townships.







**Tropicana Corporation Berhad was named Top 10 Developer in the prestigious Top-of-the-Chart category (RM1 billion and above) at the FIABCI Malaysia-Star Malaysia Developer Awards 2023.** With participation by invitation only, the Top-of-the-Chart Awards assess listed players based on quantitative and qualitative attributes including Placemaking Ingenuity, Creative Digitalisation and ESG Initiatives.



Riding on the success of SouthPlace Shoppes & Residences with a strong 90% take-up rate, **Tropicana Metropark rolled out the highly anticipated SouthPlace 2 Shoppes & Residences** at Subang Jaya. This development will also be home to the upscale supermarket Mercato, injecting more vibrancy to the Subang Jaya community.





Tropicana Gardens Mall collaborated with the Royal Thai Embassy and Thailand's Department of International Trade Promotion ("DITP") to bring back **Malaysia's largest Thai exhibition, Think Thailand**. The event showcased the best of Thai cuisine and culture with Thai food highlights, cooking demonstrations, a fashion show, live performances and more in four themed zones over 70,000 sq ft. It also featured the first Thai pet products exhibition outside Thailand, offering sale of pet foods, toys and accessories, as well as pet shows and competitions.

**Tropicana Gardens Mall has positioned itself as a pet-friendly mall**, opening certain zones for pet owners and their pets. Strict rules were also enforced to ensure safety and comfort of all shoppers.



**TGCR hosted a fun day in the sun for media partners and corporate sponsors**, honouring their valued support through the years. Guests were treated to a play-through on the greens, a sumptuous lunch specially prepared by the chefs of TGCR as well as raffle draws.



Q4



Tropicana celebrated another milestone as the property group expanded its footprint to Puncak Alam, bringing the Group's unique resort-styled development DNA to the surrounding communities. **The 362-acre Tropicana Alam embodies a distinctive blend of heritage and nature with 8 wholesome features.** To commemorate this milestone, Tropicana Alam unveiled its brand new 3,600 sq ft property gallery, attracted over 600 early bird registrants during its opening weekend.



Tropicana reported that it has redeemed the second tranche of the **Sukuk Wakalah Programme worth RM179 million** due on 6 October 2023. The Company has also successfully redeemed its first tranche of RM465.5 million on 30 June 2023.



**Tropicana Aman celebrated a strong take-up rate of 88% for Hana Residences.** Comprising its final signature villa series, the milestone was driven by the phase's generous open spaces and accessibility. In addition, an exclusive preview for Malaysia Singapore Supercar Club ("MSSCC") members was held on 7 October 2023, where Tropicana announced that a portion of proceeds from each MSSCC member's purchase during the promotion period would go towards Tropicana Foundation's network of charity partners.







Tropicana gave back to Langkawi with the **RM2.5 million renewal of the 0.49-acre Pantai Kok Rest & Recreation ("R&R") Centre**, in collaboration with the **Langkawi State Government**. The initiative saw the upgrading of existing facilities to better serve the community, including eight commercial lots and enhanced washroom and surau facilities.

Over the past decade, we saw the remarkable transformation of Gohtong Jaya at Genting Highlands. With this in mind, **Tropicana adapted to the market demand and unveiled 8 key offerings for its Tropicana WindCity masterplan**. Tropicana WindCity is envisioned as a holistic 596-acre township comprising three distinctive masterplans: 112-acre Tropicana Grandhill, 308-acre Tropicana Paradise and 176-acre Tropicana Avalon, offering a good mix of residential to commercial components.



Driven by the **Tropicana Cenang's strategic location and Langkawi's surrounding natural pull factors**, this signature development is making a splash at the **Jewel of Kedah** with **90% take-up for its first phase, Assana Serviced Suites**. Following the first phase's success, Tropicana introduced Merissa Serviced Suites, with 60 beachfront homes in a low-rise serviced suites tower. Merissa stands out from the rest as the epitome of resort living offering large, fully furnished units with sea views and various resort-themed facilities.





Tropicana ended 2023 on a high note by announcing **RM1.4 billion property sales** and **achieved 13 prestigious awards**. It also rolled out its **ESG campaign**, driving positive change for 2024.







Tropicana celebrated the festive season with year end Brand Film focusing on **The Art of Joy & Giving**, aligned with its year-end charity initiatives to help the underprivileged society.

To view the short film, please visit

[https://www.youtube.com/watch?v=2o\\_trriuX2E](https://www.youtube.com/watch?v=2o_trriuX2E)



During Christmas, **Tropicana Foundation brought joy and festive cheers to 120 underprivileged children from 6 homes around Klang Valley**. Back for the fourth year, the Tropicana's annual Seasons of Joy & Giving charity drive raised about **RM102,000** by setting up strategic donation drop-off points at Tropicana property galleries, Tropicana Gardens Mall and Tropicana Golf & Country Resort. The Tropicana team also hosted festive luncheon event for the kids to entertain them as well as to commemorate the handover of donated goods.

# SIGNIFICANT MILESTONES

## 1979

- Incorporation of Tropicana Group and the brand has since grown to become a household name in Malaysia

## 1992

- Listed on the Main Market of Bursa Malaysia Securities Berhad
- Pioneered the resort-themed 625-acre township, Tropicana Golf & Country Resort ("TGCR")

## 1996 - 2009

- Signed a strategic partnership with Perbadanan Kemajuan Negeri Selangor ("PKNS") to develop a 405-acre township at Tropicana Indah Resort Homes ("TIRH")
- Unveiled the 9-acre Tropicana City integrated development, now renamed to 3 Damansara
- Amassed over 1,000-acre of premium landbank in Petaling Jaya, TGCR and TIRH and received many accolades including FIABCI and The Edge Property Developers Awards

## 2010 - 2011

- Partnered with Iskandar Waterfront Sdn Bhd to build a 37-acre mixed development known as Tropicana Danga Bay, Johor
- Signed a JV agreement with Ivory Properties Group to build the 10 Island Resort condominiums on the prime 3-acre land in Batu Ferringhi, Penang
- Signed a strategic agreement with Starwood Hotels & Resorts Worldwide to build the first five-star W Kuala Lumpur Hotel on the prime 1.3-acre land in KLCC
- Signed a JV agreement with Ivory Properties Group Berhad to develop 102-acre of Penang World City mixed development in Bayan Mutiara, Penang
- Partnered with Iskandar Waterfront Sdn Bhd to develop 227-acre of Tropicana Danga Cove mixed development in Johor

## 2012

- Accomplished the Tropicana amalgamation exercise and consolidated all properties and investment activities into Tropicana Group

## 2013

- Achieved record revenue of RM1.48 billion and record sales of RM2.16 billion
- Rebranded and aligned its name from Dijaya Corporation Berhad to Tropicana Corporation Berhad
- Signed a strategic partnership with Marriott International to develop Courtyard by Marriott, the first Courtyard Hotel in Malaysia. The hotel is part of the 2.1-acre Tropicana 218 Macalister in Penang

## 2014

- Signed a JV with HK-listed Agile Property Holdings Ltd to develop the 3.8-acre Agile Bukit Bintang at Kuala Lumpur
- Groundbreaking ceremony of St Joseph's Institution International School Malaysia (Tropicana PJ Campus), Tropicana's first education investment



## 2015

- Signed an agreement with GEMS Education to develop a school campus in Tropicana Metropark, Subang Jaya
- Launched Arahsia Residences, the first phase development of the 863-acre township at Tropicana Aman, Kota Kemuning, a JV project with MBI Incorporated
- Signed an agreement with Tenby Schools to develop an international school campus in Tropicana Aman, Kota Kemuning

## 2013-2017

- Won over 50 prestigious awards from 2013 to 2017. Honoured as one of the Top Ten Property Developers at The Edge Property Excellence Award 2017 and continued to gain recognition from various reputable awards
- Rolled out its first digital campaign – Just Bid It in 2016. Tropicana reached out to the younger audience and first home buyers by allowing participants to bid for the units they wanted while earning daily tickets for raffles

## 2020

- Tropicana 10-TEN digital campaign achieved record bookings of RM899 million
- Re-activated Tropicana Foundation Initiative and won multiple CSR awards
- Signed a JV with Temokin Development Sdn Bhd to develop the 2.8-acre Tropicana Miyu condominium at Seksyen 17, Petaling Jaya

## 2021

- Tropicana 10-TEN digital campaign achieved record bookings of RM899 million
- Re-activated our Tropicana Foundation Initiative and won multiple CSR awards
- Tropicana Foundation reached out to more than 20,000 underprivileged community members during the MCO period
- Launched the most comprehensive developer app in Malaysia – Tropicana 360 App
- Unveiled new revamped Tropicana corporate website and Tropicana Experiential Hall
- Rolled out Tropicana T.Living, "Your Home, Your Choice", the first bespoke home personalisation series
- Tropicana achieved 100% vaccination goal for employees across its eco-system
- Tropicana Gardens Mall Convention Centre was one of the large vaccination centres for the Program Vaksin Selangor and provided immunity jab to more than 500,000 citizens
- Launched Tropicana Journey Collection: Tropicana Grandhill and Tropicana Cenang, a holiday homes series

## 2022-2023

- Rolled out many strategic campaigns to spur sales and interests such as Multi-Million Mania, Home Step Fast/i, go-go-FIT, Prosperity Instant Ang Pau, Journey of a Lifetime, Power Up, Lucky Ang Pau, TropiQuest Campaigns
- Achieved property sales RM1.3 billion in 2022 and RM1.4 billion in 2023
- Rolled out a series of festive brand films, reaching out to local and international buyers
- Reintroduced an improved version of its loyalty programme, T Privilege which is also a plug in to the Tropicana 360 mobile app
- Tropicana earned global recognition with International 5-Star Award in best Mixed use Development Malaysia category at the International Property Awards 2022-2023 held in the United Kingdom
- Tropicana honoured at The Edge Malaysia Property Excellence, FIABCI Malaysia Chapter Awards and continued to win more than 20 prestigious awards from 2022 to 2023
- Tropicana Seasons of Joy & Giving charity drive was a great success, raising more than RM100,000 in cash and products donations
- Superheroes descended on Tropicana Gardens Mall for the largest "The World of DC Exhibition" in Asia
- Reinforced its ESG commitments by introducing 3 Pillars – People, Planet & Partnerships



To discover more,  
please scan the  
QR code



# CORPORATE STRUCTURE

AS AT 19 MARCH 2024

## PROPERTY DEVELOPMENT, PROPERTY MANAGEMENT, PROPERTY INVESTMENT, RECREATION AND RESORT OPERATIONS

Arah Pelangi Sdn Bhd	100%	Tropicana Danga Lagoon Garden Sdn Bhd	100%
Bakat Rampai Sdn Bhd	100%	Tropicana Danga Lagoon Sdn Bhd	100%
• Dicorp Land Sdn Bhd	100%	• Tropicana Lagoon Sdn Bhd	100%
• Tropicana City Sdn Bhd	100%	<b>Tropicana Danga Senibong Holding Sdn Bhd</b>	<b>100%</b>
- Dica Management Services Sdn Bhd	100%	• Sehati Rakyat Sdn Bhd	100%
- Tropicana City Management Sdn Bhd	100%	• Sejahtera Rakyat Sdn Bhd	100%
- Tropicana Kajang Hill Sdn Bhd	100%	• Sejati Rakyat Sdn Bhd	100%
- Tropicana Parking Sdn Bhd	100%	• Selesa Rakyat Sdn Bhd	100%
• Tropicana Indah Realty Sdn Bhd	100%	• Sempurna Rakyat Sdn Bhd	100%
- Tropicana Indah Sdn Bhd	70%	<b>Tropicana Development (Johor Bahru) Sdn Bhd</b>	<b>100%</b>
<b>Bestari Golden Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Development (Penang) Sdn Bhd</b>	<b>100%</b>
<b>Bestari Violet Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Development (Sabah) Sdn Bhd</b>	<b>100%</b>
<b>Bestari Zamrud Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Development (Sg Besi) Sdn Bhd</b>	<b>100%</b>
<b>Blackforest Realty Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Firstwide Sdn Bhd</b>	<b>100%</b>
<b>Daya Petaling Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Golf &amp; Country Resort Berhad</b>	<b>100%</b>
<b>Greenforest Realty Sdn Bhd</b>	<b>100%</b>	• Spring Garden Star Sdn Bhd	51%
<b>Island Sands Property Management Sdn Bhd</b>	<b>100%</b>	• Tropicana Cuisines Catered Sdn Bhd	100%
<b>Marvelscape Sdn Bhd</b>	<b>100%</b>	• Tropicana Desa Mentari Sdn Bhd	100%
<b>Myxon (M) Sdn Bhd</b>	<b>100%</b>	• Tropicana Management Services Sdn Bhd	100%
<b>Raintree Realty Sdn Bhd</b>	<b>100%</b>	• Tropicana Sungai Buloh Sdn Bhd	100%
<b>Suasana Metro Sdn Bhd</b>	<b>70%</b>	<b>Tropicana GP Views Sdn Bhd</b>	<b>100%</b>
<b>Suci Padu Resources Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Harapan Sdn Bhd</b>	<b>100%</b>
<b>Supreme Converge Sdn Bhd</b>	<b>100%</b>	• Tropicana Temokim Sdn Bhd	51%
• Agile Tropicana Development Sdn Bhd	30%	<b>Tropicana Inspirasi Sdn Bhd</b>	<b>100%</b>
<b>Tropicana Acehub Sdn Bhd</b>	<b>100%</b>	• Tropicana Inspirasi Implan Sdn Bhd	100%
• Lido Waterfront Boulevard Sdn Bhd	65%	• Tropicana Inspirasi Indah Sdn Bhd	100%
<b>Tropicana Alam Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Jaya Sdn Bhd</b>	<b>100%</b>
<b>Tropicana Aman Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Kiara Lestari Development Sdn Bhd</b>	<b>100%</b>
• Sapphire Step Sdn Bhd	100%	<b>Tropicana Kiara Lestari Land Sdn Bhd</b>	<b>100%</b>
<b>Tropicana Bestari Development Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Lahad Datu Development Sdn Bhd</b>	<b>100%</b>
<b>Tropicana Bestari Properties Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Land (Sandakan) Sdn Bhd</b>	<b>100%</b>
<b>Tropicana Bestari Silver Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Land Sdn Bhd</b>	<b>100%</b>
<b>Tropicana Cheras Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Landmark Sdn Bhd</b>	<b>100%</b>
<b>Tropicana Danga Bay Land Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Lingkaran Utama Sdn Bhd</b>	<b>100%</b>
• Desiran Realiti Sdn Bhd	100%	• Tropicana Southern Gallery Sdn Bhd	100%
• Tropicana Danga Bay Sdn Bhd	60%	<b>Tropicana Macalister Avenue (Penang) Sdn Bhd</b>	<b>100%</b>
<b>Tropicana Danga Cove Holding Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Makmur Arif Sdn Bhd</b>	<b>100%</b>
• Tropicana Danga Cove Sdn Bhd	50%	<b>Tropicana Makmur Cahaya Sdn Bhd</b>	<b>100%</b>
<b>Tropicana Danga Lagoon Development Sdn Bhd</b>	<b>100%</b>	<b>Tropicana Makmur Duta Sdn Bhd</b>	<b>100%</b>
• Tropicana Danga Lagoon Land Sdn Bhd	100%	<b>Tropicana Makmur Erat Sdn Bhd</b>	<b>100%</b>
• Tropicana Danga Lapanbelas Sdn Bhd	100%	<b>Tropicana Makmur Gagah Sdn Bhd</b>	<b>100%</b>



Tropicana Makmur Irama Sdn Bhd	100%
Tropicana Makmur Peluang Sdn Bhd	100%
Tropicana Mentari Development Sdn Bhd	100%
• Tropicana Sierra Sdn Bhd	100%
• Urban Discovery Sdn Bhd	100%
Tropicana Metro Sdn Bhd	100%
Tropicana Metropark Sdn Bhd	100%
• Tropicana Gems Education Sdn Bhd	100%
Tropicana Properties (Klang) Sdn Bhd	100%
Tropicana Properties (Sabah) Sdn Bhd	100%
Tropicana Properties (Sandakan) Sdn Bhd	100%
Tropicana Property Management Sdn Bhd	100%
Tropicana Residences Sdn Bhd	100%
Tropicana Resort Holding Sdn Bhd	100%
• Tropicana Danga Bay Resort Sdn Bhd	60%
Tropicana Rhythm Crest Sdn Bhd	100%
Tropicana Sadong Jaya Development Sdn Bhd	100%
Tropicana Sanctuary Development Sdn Bhd	70%
Tropicana Scenic Development Sdn Bhd	100%
Tropicana Serdang Suria Sdn Bhd	100%
Tropicana Seri Aliran Sdn Bhd	100%
Tropicana Seri Bakat Sdn Bhd	100%
Tropicana Seri Damai Sdn Bhd	100%
Tropicana Seri Dutaan Sdn Bhd	100%
Tropicana Seri Fauna Sdn Bhd	100%
Tropicana Seri Irama Sdn Bhd	100%
Tropicana Seri Jalur Sdn Bhd	100%
Tropicana Seri Jutaan Sdn Bhd	100%
Tropicana Seri Meranti Sdn Bhd	100%
Tropicana Seri Nipah Sdn Bhd	100%
Tropicana Seri Orkid Sdn Bhd	100%
Tropicana Seri Peluang Sdn Bhd	100%
Tropicana Seri Resak Sdn Bhd	100%
Tropicana Seri Riang Sdn Bhd	100%
Tropicana Seri Segak Sdn Bhd	100%
Tropicana Seri Sena Sdn Bhd	100%
Tropicana Seri Tabah Sdn Bhd	100%
Tropicana Seri Tujuan Sdn Bhd	100%
Tropicana Sinaran Sdn Bhd	100%
Tropicana Tawau Development Sdn Bhd	100%
Tropicana Wisma TT Sdn Bhd	100%

## OTHER INVESTMENTS

Advent Nexus Sdn Bhd	100%
BK Utilities Sdn Bhd	100%
Greenhouse Farm and Fishery Sdn Bhd	100%
Megaxis Sdn Bhd	100%
• Tropicana Coliseum (Ipoh) Sdn Bhd	100%
• Tropicana Lido Development Sdn Bhd	100%
• Tropicana Paisley Sdn Bhd	100%
- Tencomurni Sdn Bhd	42%
• Tropicana Plaza Sdn Bhd	100%
- Mesatria Sdn Bhd	42%
• Tropicana Property Services Sdn Bhd	100%
• Tropicana Saujana Sdn Bhd	100%
- Alam Tiasa Sdn Bhd	42%
Pixelcloud Sdn Bhd	100%
• Cenang Resort Sdn Bhd	70%
Purple Pumkie Organic Farm Sdn Bhd	100%
Tropicana Building Materials Sdn Bhd	100%
Tropicana Central Department Store Sdn Bhd	100%
Tropicana Central Garden Mall Sdn Bhd	100%
Tropicana Collections (MM2H) Sdn Bhd	100%
Tropicana Corporate Solutions Sdn Bhd	100%
Tropicana Credit & Leasing Sdn Bhd	100%
Tropicana Entertainment and Retail Sdn Bhd	100%
Tropicana Gloves Sdn Bhd	100%
Tropicana Healthcare Supplies Sdn Bhd	100%
Tropicana Innovative Landscape Sdn Bhd	100%
Tropicana Kemayan Development Sdn Bhd	100%
Tropicana Landmark Education Sdn Bhd	100%
Tropicana Laris Sdn Bhd	99%
Tropicana Privilege (M) Sdn Bhd	100%
Tropicana Rahang Development Sdn Bhd	100%
Tropicana Shared Services Sdn Bhd	100%
Tropicana Solar Sdn Bhd	100%
Tropicana Subang South Development Sdn Bhd	100%
Ultimate Support Sdn Bhd	100%
Valley Talent Solutions Sdn Bhd	99%

## OTHER FOREIGN INVESTMENTS

Tropicana Aurora Property Pte Ltd	100%
Tropicana Business Consulting (Shenzhen) Pte Ltd	100%
Tropicana Investment Consulting Pte Ltd	100%
Tropicana Marketplace Sdn Bhd	100%
• Marketplace (Hong Kong) Limited	100%

# OUR COMMITMENT TO EXCELLENCE

Tropicana group continues to drive momentum and traction, gaining accolades and awards from peers and reputable organisations.



## STARPROPERTY AWARDS 2023

All-Stars Award | Top 10 Listed Company

- Readers' Choice Award | MostHeart-Warming CSR Initiative
- Luxury Award | Best Luxury Project Development (Landed) - Hana Residences, Tropicana Aman
- Neighbourhood Award | Best Comprehensive Township (below 500 acres) - Tropicana Uplands, Gelang Patah

## BCI ASIA AWARDS 2023

- Top 10 Developers Award

## ASIA PACIFIC PROPERTY AWARDS 2023

- Five-Star Best Condominium - Tropicana Cenang

## FIABCI-STAR MALAYSIA DEVELOPER AWARDS 2023

- Top-of-Chart (RM1 Billion & Above)

## FIABCI MALAYSIA PROPERTY AWARDS™ 2023

- Mixed-Use Development Category Winner - Tropicana Gardens

## PUTRA ARIA BRAND AWARDS

- Gold Winning in Property Development

## THE EDGE BILLION RINGGIT CLUB 2023

- Highest Returns to Shareholders > 3 years (RM3 billion & above market cap)

## THE EDGE MALAYSIA PROPERTY EXCELLENCE 2023

- PEPS Value Creation Excellence - Ayera Residences, Tropicana Uplands, Johor

## MALAYSIA URBAN PLANNING 2023

- Socially Inclusive Award - Tropicana Metropark

## CXP BEST CUSTOMER EXPERIENCE 2023

- Best Customer Experience



For more information on our awards, please scan the QR code





# ART OF ENGAGEMENT

Our passion lies in our constant engagement with our stakeholders, from offline to online platforms.

## 02

### MANAGEMENT DISCUSSION & ANALYSIS

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# MANAGEMENT DISCUSSION & ANALYSIS







In 2023, our presence and key developments across Malaysia were strengthened by our ventures in the Klang Valley, Genting Highlands, Northern and Southern Regions. As we move into 2024, we aim to maintain this momentum. We will continue to focus on future-proofing our businesses through constant engagement with our stakeholders as well as marketing and sales amplification via various online and offline initiatives.

Tropicana expanded its footprint to Puncak Alam with the introduction of the beautiful Tropicana Alam township



# OVERVIEW & MARKET OUTLOOK

The year 2023 could best be termed as a recovery and rebound phase for Tropicana Corporation Berhad ("Tropicana" or "Group"). The road to recovery was led by government initiatives, expansion in domestic demand, and improvements in sentiment among buyers and developers backed by growth in income and business conditions, as well as policy measures.

In this Management Discussion and Analysis, we examine current market conditions, report our financial performance, reaffirm our key priorities, and share the Group's current and future road map.

## FUTURE PROOFING OUR BUSINESS

In March 2024, Bank Negara Malaysia ("BNM") reported that Malaysia's gross domestic product ("GDP") is projected to grow between 4% and 5% in 2024. In 2023, Malaysia's GDP recorded a moderate growth of 3.7% on the back of continued recovery in economic activity and labour market conditions, despite a challenging external environment. The country's economy is projected to pick up slightly to 4.3% in mid-2024, supported by resilient private consumption and investment as well as a rebound in public spending, according to the International Monetary Fund ("IMF").

BNM announced that the Overnight Policy Rate ("OPR") remains at 3% and at this current OPR level, the monetary policy stance is expected to be accommodative and remains supportive of the economy. Malaysia's economic growth is also buoyed by continued expansion





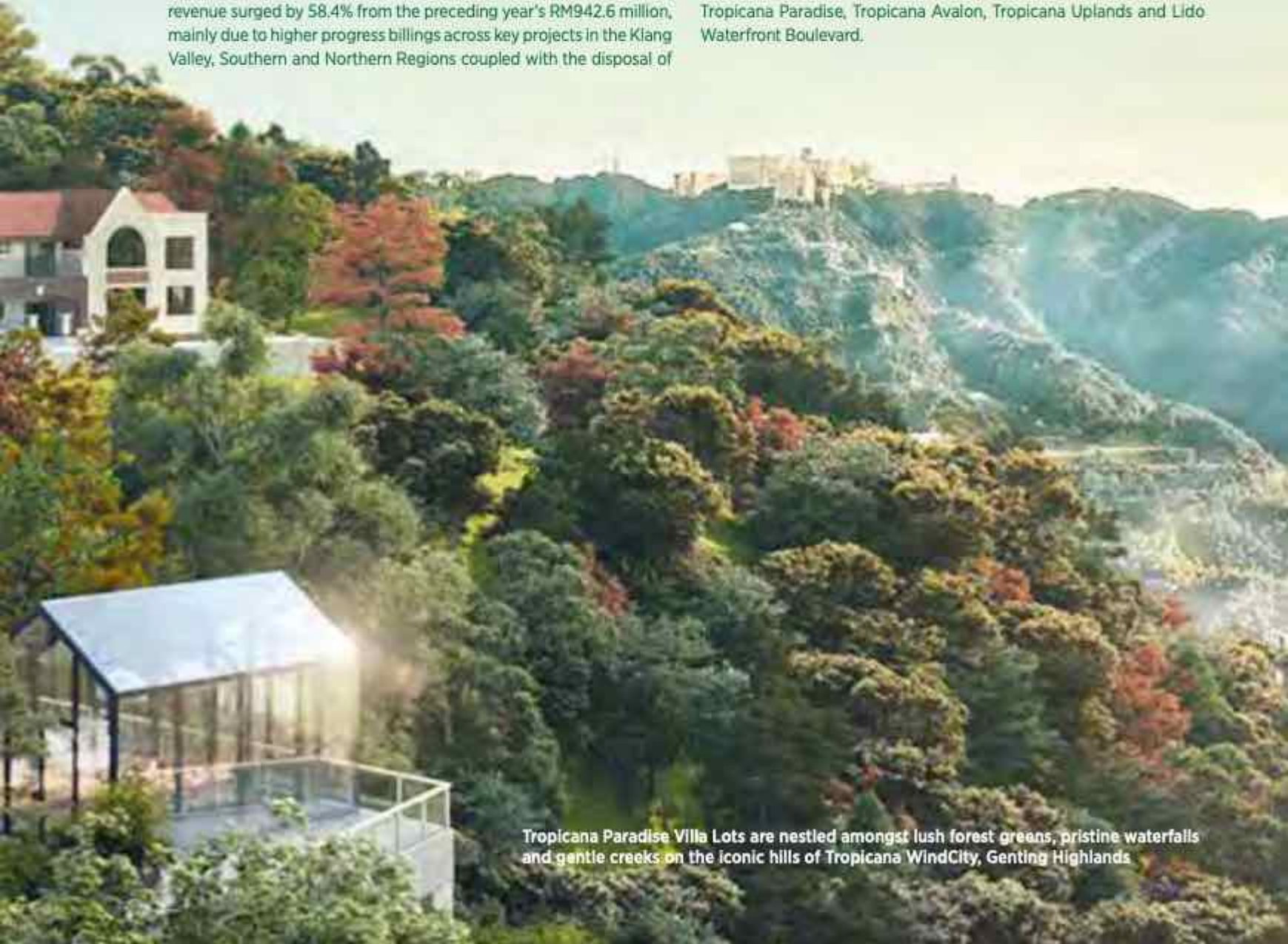
in domestic demand, implementation of catalytic initiatives under the 12th Malaysia Plan ("12MP") and higher inbound tourism activity due to the increase in Chinese tourists, which in turn will increase spending and support local businesses.

On the property front, the National Property Information Centre ("NAPIC") announced the positive growth of total property transactions in 2023 amounting to 399,008, an increase of 2.54% compared to 389,107 in 2022, with the bulk of 62.8% or 250,586 units coming from the residential subsector. The total property transactions hit RM196.83 billion, reflecting healthy growth in the sector. The property sector in 2024 is expected to continue its uptrend momentum supported by government initiatives set out in Budget 2024 such as the relaxation of the Malaysia My Second Home ("MM2H") requirements, an increase in funding from RM5 billion to RM10 billion for Housing Credit Guarantee Scheme ("SKJP"), which will assist about 40,000 borrowers, and an exemption of stamp duty for first-time homebuyers.

Tropicana will continue to focus on future-proofing its businesses through its constant engagement with stakeholders, especially loyal property purchasers as well as marketing and sales amplification through various online and offline initiatives. Tropicana has remained resilient and even achieved a record revenue of RM1.49 billion in FY2023, the highest in the past three financial years. The FY2023 revenue surged by 58.4% from the preceding year's RM942.6 million, mainly due to higher progress billings across key projects in the Klang Valley, Southern and Northern Regions coupled with the disposal of

lands. The Group's property investment, recreation and resort segment have also seen a significant improvement which is evidenced by the increase in the occupancy rates of the hotels owned by the Group. In addition, Tropicana's ongoing initiatives to monetise its landbank and investment property, as well as its cost rationalisation exercise, are aimed at improving the Group's financial position. Tropicana's property sales hit RM1.3 billion while its balance sheet continues to strengthen, with gross gearing level from 0.87 times in FY2022 to 0.74 times in FY2023.

Moving forward, the Group remains focused on driving growth while also continuing to develop innovative townships that are centred around its unique development DNAs and ESG principles. Tropicana is confident that there is demand for its properties in established, mature, and developing townships. The Group expects improved sales especially for its properties in Johor, as a result of the Johor Bahru-Singapore Rapid Transit System Link project, as well as the positive growth effects from the possible resuscitation of the High-Speed Rail project, additional ferry crossings, and possibly even a third link bridge. Premised on the expected demand, the Group will continue to launch its properties at strategic locations across the Klang Valley, Genting Highlands, Northern and Southern Regions. Moving forward, the Group will also continue to launch new phases in its established development sites, namely Tropicana Aman, Tropicana Alam, Tropicana Cenang, Tropicana Paradise, Tropicana Avalon, Tropicana Uplands and Lido Waterfront Boulevard.



Tropicana Paradise Villa Lots are nestled amongst lush forest greens, pristine waterfalls and gentle creeks on the iconic hills of Tropicana WindCity, Genting Highlands



# OUR KEY PRIORITIES

## CONNECTING COMMUNITIES, FORGING FUTURES

We will continue with our crucial role in strengthening our key priorities and strategies as we honour our commitment to our shareholders while staying true to our aspirations. In our pursuit to achieve our Vision and Mission, we will continue to Redefine the Art of Living and remain steadfast in our quest to connect communities and forge sustainable futures.

1

Increase cash flow,  
strengthen financial position,  
and lower net gearing

4

Acquire quality  
landbank and monetise  
on investments

2

Speed to market,  
effective M&S campaigns,  
timely launches, and  
vacant possession

5

Leverage AI to improve  
customer engagement  
and satisfaction

3

Reduce construction  
and operating costs

6

Emphasis on ESG  
commitments and  
framework



# MARKET TRACTION & FUTURE GROWTH

## PROPERTY MARKET RESILIENT IN 2023

The property sector stood out in 2023, positioning it as one of the sectors in Malaysia that performed well. This was attributed to the pent-up demand following the Covid-19 pandemic, with many property developers rushing to launch projects to ride the trend.

Evolving with time, Tropicana has grown from strength to strength, setting itself as one of the top property developers in Malaysia. Building townships since 1979, Tropicana has broadened its position from a resort-style developer to a sustainable community planner anchored on its 8 development DNAs and 3 ESG pillars. Pioneering resort-style developments in Tropicana Golf & Country Resort and Tropicana Indah Resort Homes and expanding to other hotspots in Klang Valley, Penang, Johor, Kota Kinabalu and now Genting Highlands and Langkawi. Tropicana has developed many townships, mixed-use developments, hotels, educational institutions, and shopping malls. In 2023, Tropicana recorded the following milestones:

- **RM1.49 billion** revenue, the highest in the past 3 financial years
- **RM1.3 billion** property sales
- **RM2.5 billion** unbilled sales
- **1,600 units** of properties sold across signature developments in Northern, Central, Genting Highland, Southern and East Malaysia

Tropicana remains committed to monitoring key performance metrics, maintaining cost-efficiency measures, and launching new developments that meet customer demand. As an experienced master planner and builder of various developments, Tropicana is agile and able to quickly adapt to changing trends and customer demands.

## DEVELOPMENTS WITH HIGH TAKE-UP RATES IN FY2023

**100%** take-up  
SouthPlace Residences  
Tropicana Metropark @ Subang Jaya

**87%** take-up  
Edelweiss SOFO & Serviced Residences  
Tropicana Gardens @ Tropicana Indah

**99%** take-up  
Hana Residences  
Tropicana Aman @ Kota Kemuning

**90%** take-up  
Tower A TwinPines Serviced Suites  
Tropicana Grandhill @ Genting Highlands

**100%** take-up  
Umara Shop Offices  
Tropicana Aman @ Kota Kemuning

**90%** take-up  
Assana Serviced Suites  
Tropicana Cenang @ Langkawi



# THE TROPICANA JOURNEY & MARKET TRACTION



TO GAIN MARKET TRACTION, TROPICANA ROLLED OUT A SERIES OF TACTICAL AND STRATEGIC INITIATIVES IN 2023

## Engaging & Tactical Campaigns

a. **Tactical sales campaign** to craft a buzz-worthy conversation and become the talk of the town, igniting widespread interest and excitement such as

- Lucky Ang Pao campaign that gave out ang pao up to RM18,888 for participating townships. Collaborated with Alliance Bank Malaysia Berhad to offer rebates for all Tropicana projects, as well as T Privilege rewards and more
- TropiQuest to match prospects to Tropicana projects and improve the discovery process. Property seekers and the public logged in and earned coins through engaging challenges and activities, with absolutely no purchase required. Coins can be redeemed in the TropiQuest Coin Store and Raffles, with attractive prizes worth up to RM250,000 for grabs
- CNY and Hari Raya Campaigns to create a sense of urgency by offering limited-time promotions or exclusive deals during the campaign
- All these exciting campaigns raked up more than RM500 million in sales and garnered more than 15,000 leads and engagements







#### b. Digital Marketing

- Continuing with the lead gen campaign via META (FB/Instagram), Google Display Network and various property platforms for on-going projects and upcoming launches
- Leveraging on Key Opinion Leaders ("KOL") on TikTok and Xiao Hong Shu ("XHS")
- Deployment of WhatsApp Chatbot for seamless connection with the customers
- Rolled out CNY, Hari Raya and Year-End brand films on Social Media platforms. Achieved;
  - > Over 3.5 million views on Facebook
  - > Over 1.5 million video plays on Instagram
  - > Over 1.2 million views on YouTube





#### c. On-ground Event

- Hosted various events/roadshows to create tangible and immersive experiences that foster brand loyalty and increase visibility
- Event collaboration with other brands or organisations to maximise reach

#### d. Referral Programme

- Reactivate referral programme to drive customer growth by encouraging existing customers to refer to their family and friends



- e. **Full VR content** for show units and masterplans of all Tropicana projects. Property seekers can access from anywhere in the world, a sharp virtual tour that includes 360-degree views of the interior and exterior of a property.



## T360 Digital Platform

- a. Better outreach and engagement with the community via homegrown T360 app, your one-stop app for property, shopping, facilities bookings, VP appointments and more
- b. Content digitalisation on a single platform for data, news, and updates such as Tropicana Magazine and bite-size lifestyle news coverage
- c. Integration and continuous engagement of our T360 and T Privilege loyalty programme. We have also registered an increasing number of active members from 9,739 (FY2022) to 32,991 (FY2023), an impressive jump of 238%!

**REGISTERED AN INCREASING NUMBER OF ACTIVE MEMBERS FROM 9,739 (FY2022) TO 32,991 (FY2023), AN IMPRESSIVE JUMP OF 238%**

Strong Database Across All Platforms:

**Approximately 668,000**

Total Active Members:

**32,991**

New App Membership:

**23,252 (for FY2023)**





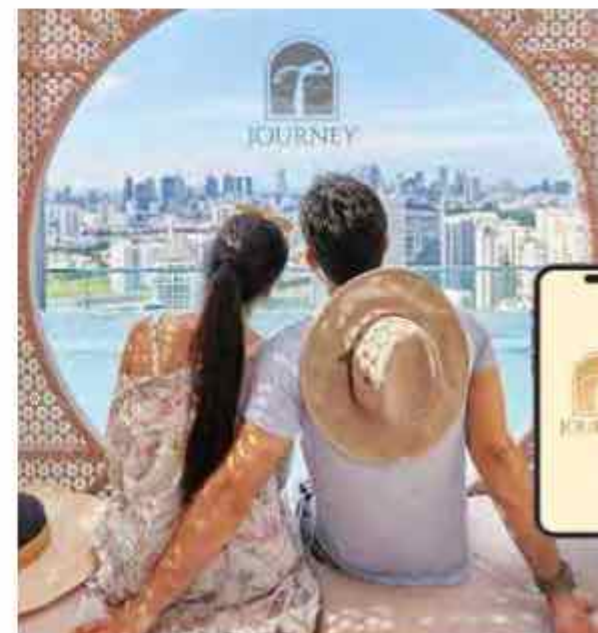
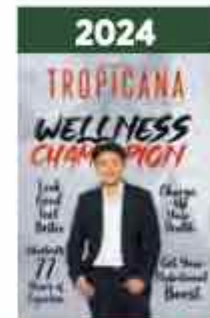
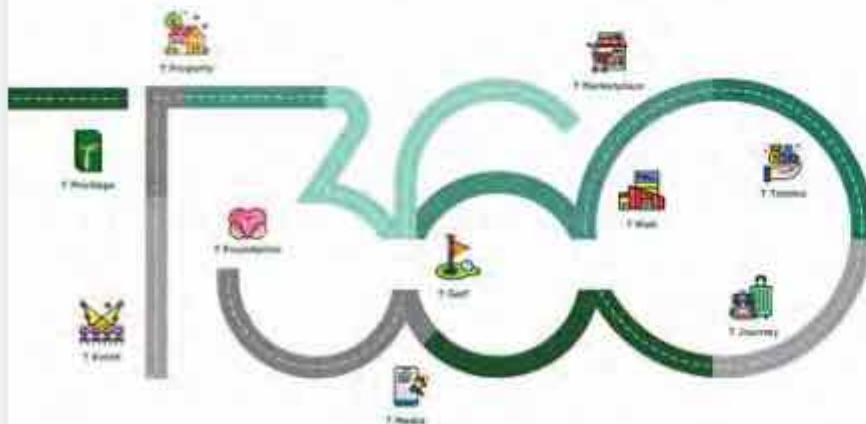
## T Journey, a Hospitality & Tenancy Management unit

- a. Unique and important offerings to aid investors and customers to manage their units, especially those located in Genting Highlands and Langkawi
- b. Offers great convenience and good rental yield
- c. Additional service to buyers of commercial units to lease out their units



### ABOUT T360

T360 is a lifestyle platform founded with a single vision to encapsulate all Tropicana ecosystems under one super app. The app will provide seamless lifestyle solutions for its property owner / T Privilege members, shoppers, golfers, tenants, vendors, business partners, merchants and in short, all stakeholders.





## IOT/Smart/AI Projects

- Unique positioning of Tropicana projects offering smart home solutions such as smart security, smart switches, green features, etc
- Pivoting offerings to meet a more savvy and new-age customer to future-proof the business
- Embarking on integration with the T360 app for convenience at one's fingertips



Tropicana Gardens is designed and constructed in adherence to GBI/GreenRE Certification standards with Silver Rating, taking into consideration energy efficiency, water efficiency, environmental protection, indoor environmental quality, carbon emission and other green features.

### T JOURNEY HOSPITALITY SOLUTIONS & BUSINESS FRAMEWORK





# UNLOCKING OUR LANDBANK





## NEW EXPANSION

The year 2023 was marked by several new launches with an estimated total GDV of over RM1.2 billion:

1. April 2023 | 74 units | SouthPlace 2 Shoppes, Tropicana Metropark @ Subang Jaya  
Visit <https://tropicanametropark.com.my/> to discover more.
2. May 2023 | 83 plots | Bungalow Lots, Tropicana Paradise @ Genting Highlands  
Visit <https://tropicanaawindcity.com/tropicana-paradise> to discover more.
3. June 2023 | 553 units | SouthPlace 2 Serviced Residences, Tropicana Metropark @ Subang Jaya  
Visit <https://tropicanametropark.com.my/> to discover more.
4. July 2023 | 100 units | Umara Shop Offices, Tropicana Aman @ Kota Kemuning  
Visit <https://www.tropicanaaman.com.my/> to discover more.
5. November 2023 | 38 units | Edelweiss Shoppes, Tropicana Gardens @ Tropicana Indah  
Visit <https://edelweiss.tropicanagardens.com.my/home> to discover more.
6. December 2023 | 90 units | Breez Hill Shoppes, Tropicana Avalon @ Genting Highlands  
Visit <https://tropicanaawindcity.com/tropicana-avalon/breezhill-shoppes> to discover more.

Looking forward, Tropicana is planning for the Vacant Possession of 6 projects in FY2024:

1. SouthPlace Residences & Shoppes, Tropicana Metropark @ Subang Jaya
2. Tropicana Mlyu Condominium @ Petaling Jaya
3. Freesia Residences, Tropicana Aman @ Kota Kemuning
4. Gemala Residences, Tropicana Aman @ Kota Kemuning
5. Hana Residences, Tropicana Aman @ Kota Kemuning
6. Aster Heights, Tropicana Uplands @ Gelang Patah

Tropicana also secured development rights for 363 acres of land parcels to develop affordable, quality homes in Ijok, Kuala Selangor. The development will be strategically sited with easy access to the Kuala Lumpur-Kuala Selangor Expressway ("LATAR"), Jalan Sungai Buloh, Guthrie Corridor Expressway and West Coast Expressway.

Overall, Tropicana's total landbank spans 1,842 acres, with a total potential GDV of approximately RM120 billion, placing the Group in a good position to unlock the value of its strategic landbank and deliver sustainable performance in the next few years.



# UPCOMING DEVELOPMENT



## AVISA 12-STOREY TERRACE HOMES

Projected Launch Date **Q1 2024** | Estimated GDV **RM331 million** | No of Units **431 units**



**TROPICANA**  
**ALAM**  
PUNCAK ALAM

## AVISA 2 2-STOREY TERRACE HOMES

Projected Launch Date **Q2 2024** | Estimated GDV **RM378 million** | No of Units **480 units**



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more, please  
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## VARIA SHOP OFFICES

Projected Launch Date **Q2 2024** | Estimated GDV **RM492 million** | No of Units **151 units**



**TROPICANA**  
**AMAN**  
SITTA KEMUNING



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more, please  
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QR code





### PH2A TERRACE HOMES

Projected Launch Date **Q4 2024** | Estimated GDV **RM546 million** | No of Units **711 units**



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**TROPICANA  
PARADISE**  
SERVING HIGHLANDS



### BREEZ HILL SERVICED RESIDENCES TOWER A & B

Projected Launch Date **Q3 2024** | Estimated GDV **RM1.03 billion** | No of Units **1,484 units**



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**TROPICANA  
AVALON**  
SERVING HIGHLANDS





### FRASER HEIGHTS TERRACE HOMES

Projected Launch Date **Q2/Q3 2024** | Estimated GDV **RM261.8 million** | No of Units **518 units**



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QR code



**TROPICANA**  
**UPLANDS**  
ISLAND PATH



### TOWER A SERVICED RESIDENCES & RETAIL SHOPPES

Projected Launch Date **Q3/Q4 2024** | Estimated GDV **RM1 billion** | No of Units **814 units**



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QR code

**Lido**  
WATERFRONT BOULEVARD



# INVESTMENT PROPERTIES

Investment properties provide the Group with recurring income as well as increasing our net worth and diversifying our revenue streams. The following is a list of our investment properties:

- 1) Tenby International School at Tropicana Aman
- 2) Tropicana Gardens Mall & Office Tower at Tropicana Indah

Tenby International School is located on a large 10 acres of purpose-built campus within Tropicana Aman and provides quality international education to the young minds of the Kota Kemuning communities. It offers a UK-based curriculum for students aged between 3 and 18 years of age that includes the International Primary Curriculum, National Curriculum for England, IGCSEs, and A-Level programmes.

Tropicana Gardens Mall is a large retail hub at the busy intersection of Kota Damansara and Tropicana Indah. As the largest neighbourhood mall, it offers a unique mix of lifestyle, dining, and entertainment options in its 1 million sq ft, seven-storey building. With over 160 stores, including popular brands like H&M, Taco Bell, and Starbucks Reserve, Tropicana Gardens Mall is easily accessible through several highways and directly linked to the Surian MRT Station.

Tropicana Gardens Office Tower is an office building located on top of Tropicana Gardens Mall. Both developments are part of the FIABCI award-winning Tropicana Gardens mixed use 17-acre integrated parcel. This 23-storey modern office tower has a good occupancy mix and is the headquarters of Tropicana Corporation Berhad.



## APPRECIATION

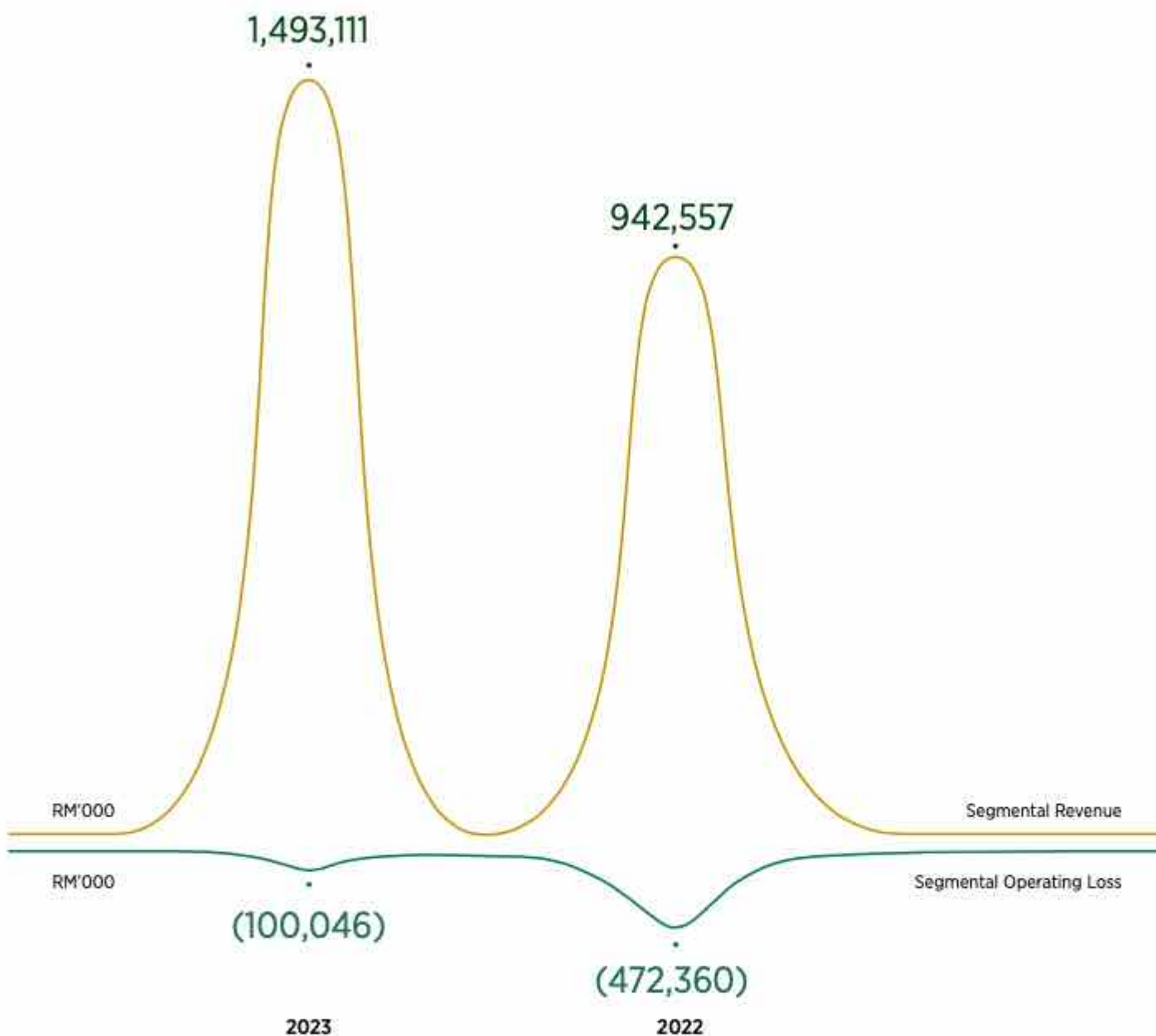
On behalf of Tropicana's Board of Directors and management team, we would like to express our deepest gratitude to our shareholders and stakeholders for their continued dedication and loyalty. We would also like to thank our team of dedicated employees at Tropicana and all our customers for their unwavering support and commitment through these challenging times.

Despite the challenges of 2023, we remain committed to strengthening our priorities and realigning for future growth. With a strong foundation in place, we are dedicated to enhancing our competitive advantage, fulfilling our promises, and continue to Redefine the Art of Living both domestically and internationally. We look forward to the future with optimism and determination.





# PERFORMANCE AT A GLANCE



	Segmental Revenue		Segmental Operating Loss	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Property Development and Property Management	1,149,259	626,806	(91,534)	(390,051)
Property Investment, Recreation and Resort	251,343	204,303	(6,149)	(15,641)
Investment Holding and Others	92,509	111,448	(2,363)	(66,668)
	1,493,111	942,557	(100,046)	(472,360)





2023	1,493,111
2022	942,557
2021	876,015
2020	1,062,571
2019	1,135,843



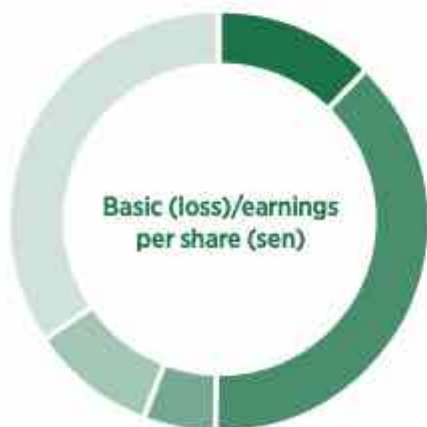
2023	(174,188)
2022	(435,587)
2021	(52,171)
2020	91,307
2019	320,759



2023	11,978,611
2022	12,279,373
2021	12,295,741
2020	11,801,731
2019	11,289,985



2023	4,303,193
2022	4,268,549
2021	4,636,144
2020	4,706,181
2019	4,661,982



2023	(8.01)
2022	(24.73)
2021	(3.60)
2020	6.37
2019	22.28



2023	1.90
2022	2.17
2021	3.21
2020	3.22
2019	3.20



# FINANCIAL HIGHLIGHTS & INSIGHTS

## KEY FINANCIAL HIGHLIGHTS FOR FINANCIAL YEAR ENDED 31 DECEMBER 2023



	FY2023	FY2022
	RM'000	RM'000
Revenue	1,493,111	942,557
Loss before tax	(100,046)	(472,360)
Loss attributable to owners of the parent	(174,188)	(435,587)

During the financial year ("FY") 2023, the Group sold RM1.3 billion worth of development properties on the back of improved market sentiments as well as adjusting its sales strategy to navigate prevailing challenges, responding to shifts in consumer sentiment. The strong sales performance has sustained the Group's unbilled sales at RM2.5 billion as at 31 December 2023, where the level of such unbilled sales placed the Group in a comfortable position to deliver sustainable earnings performance in the coming years. Our focus remained on aligning launches with existing property seeker demand and market timing, while concurrently clearing ready inventory from completed developments.

The Group closed the year by recording a total revenue of RM1,493.1 million for FY2023, 58.4% higher compared to RM942.6 million registered in FY2022. The financial year witnessed healthy sales across new and ongoing projects, coupled with ongoing revenue recognition from unbilled sales, contributing to the Group's overall revenue improvement. Besides that, revenue also improved on the back of increased revenue from property investments as well as hotel, recreation and resort operations.

The Group recorded a loss before tax of RM100.0 million and a loss attributable to owners of the parent of RM174.2 million in FY2023 mainly due to losses incurred on disposals of two parcels of development lands for RM113.9 million in FY2023 as the disposals had given rise to provisions for foreseeable losses of RM105.4 million. These provisions for foreseeable losses which arose mainly due to the Group's basis of allocation of land and infrastructure costs have been recognised according to the Malaysian Financial Reporting Standards. Similarly, lower recognition on the net property development contribution from a project located in Klang Valley by our Group's 30%-owned associate company also contributed to the loss in FY2023. Nonetheless, it is

encouraging to note that the project continued to maintain its sales momentum. Excluding the aforesaid provisions for foreseeable losses and the share of losses in associate, the Group would have had a positive contribution in FY2023.

With unbilled sales of RM2.5 billion and strategic approaches to unlock the value of 1,841.9 acres of prime land with potential gross development value of approximately RM120.1 billion, the Group is expected to be on track to register positive earnings in the next few years.

With the continued price hikes of building materials and labour shortages, productivity in the property sector is severely affected. Amidst the current challenging economic environment, the Group believes that the demand for properties in prime locations in Tropicana's established, mature and developing townships will persist with attractive pricing and various promotional packages. Based on the expected rise in demand, the Group will continue to launch its properties at strategic locations across the Klang Valley, Genting Highlands, Langkawi and Southern Regions. Moving forward, the Group will also continue to launch new phases in its established development sites, namely Tropicana Aman, Tropicana Metropark and Tropicana Alam.

In FY2024, the Group plans to introduce new developments and phases across its signature Tropicana townships such as Varia Shoppe Offices at Tropicana Aman, Kota Kemuning; Avisia Terrace Homes, first residential development located at Tropicana Alam, Puncak Alam; a mixed development comprising Serviced Residences and Retail Shoppes located at Lido Waterfront, Johor; Breez Hill Serviced Residences located at Tropicana Avalon, Genting Highlands; Fraser Heights Terrace Homes at Tropicana Uplands, Gelang Patah; and Terrace Homes at Tropicana Paradise, Genting Highlands.



Detailed analysis of the various business segments are as follows:

#### Property Development & Property Management

The property business stands as the basis of our Group's operations, serving as the primary driver of our endeavours. Our portfolio encompasses a diverse range of township developments located across various regions, each presenting our commitment to excellence and innovation.

The property development and property management segments generating revenue of RM1,149.3 million for the full financial year, increasing by 83.4% or RM522.5 million from RM626.8 million in FY2022. This segment reported a lower loss of RM51.1 million as compared to a loss of RM367.1 million in FY2022. The higher segmental revenue in FY2023 was mainly due to healthy sales across new and ongoing projects, coupled with ongoing revenue recognition from unbilled sales. Besides that, the loss in the current year was mainly due to the losses incurred on disposals of two parcels of development lands for RM113.9 million in FY2023 as the disposals had given rise to provisions for foreseeable losses of RM105.4 million.

Overall, this segment continued to be the main contributor to total Group revenue at 77.0%.

#### Property Investment, Recreation & Resort

The Group's revenue from the property investment, recreation & resort segment recorded at RM251.3 million as compared to RM204.3 million in FY2022, which increased by RM47.0 million or 23.0%. The significant improvement in revenue was mainly due to reopening of borders which accelerated the return of international visitors which contributed to higher revenue in FY2023 for this segment. Despite the higher revenue, this segment reported a higher loss at RM58.5 million as compared to a loss of RM28.1 million in FY2022 which was mainly due to one-off impairment recognised on amount owing from intercompany of RM24.5 million. Excluding this impairment, this segment would have shown an improvement of RM5.9 million in profit for FY2023.

Overall, the base earnings from this segment continues to remain at sustainable levels through recurring income of its investment properties.

#### Investment Holdings & Others

The Group revenue from this segment stood at RM92.5 million in FY2023 as compared to RM111.5 million in FY2022; a slight decrease of RM18.9 million or 17.0%. The revenue from this segment continues to remain at sustainable levels which are contributed from a few subsidiaries namely Tropicana Building Materials Sdn Bhd and Tropicana Innovative Landscape Sdn Bhd. This segment reported a higher profit of RM76.1 million as compared to RM22.2 million recorded in FY2022 which was mainly due to recognition of one-off gain on disposal subsequent to the completion of disposal of two subsidiaries in FY2023, whereby there was no such gain in FY2022.

#### GROUP CAPITAL STRUCTURE

	FY2023	FY2022
	RM'000	RM'000
Shareholders' Equity	4,303,193	4,268,549
Total Equity	5,806,685	5,755,011
Gross Borrowings	3,161,026	3,772,965
Cash and Bank Balances	500,502	649,884
Net Borrowings	2,660,524	3,123,081
Gross Gearing ratio	0.54	0.66
Net Gearing ratio	0.46	0.54
Net Assets Per Share (RM)	1.90	2.17

Overall, our balance sheet as at 31 December 2023 remained strong with total cash and bank balances and total equity of RM500.5 million and RM5,806.70 million respectively. The Group is well positioned to continue implementing its planned growth strategies.

In FY2023, the Group further reduced its borrowings by RM611.9 million, bringing down the gross gearing ratio to 0.54x from 0.66x in FY2022 as well as lower net gearing ratio as compared to 31 December 2022 being 0.46x (2022: 0.54x). Despite the challenges of interest rates hikes and foreign exchange rate volatilities, the Group maintained its resilient performance for FY2023 through successful monetisation of a few parcels of non-strategic lands and cost optimisation initiatives.

The Group is expected to improve its performance in FY2024 amidst a more challenging business environment driven by the momentum created from the Group's stellar performance in FY2023 and the various pipelines of on-going projects. While prospects for the property sector remains challenging in the short-term, the Group believes that there will still be demand for properties in prime locations that have accessibility to superb amenities and competitive pricing.



# VALUE ADDED STATEMENT

	2023	2022
	RM'000	RM'000
<b>Value Added</b>		
Total turnover	1,493,111	942,557
Purchases of goods and services	(1,118,482)	(981,201)
<b>Value Added by the Group</b>	<b>374,629</b>	<b>(38,644)</b>
Share of results of an associate	(67,963)	(4,428)
Share of results of joint ventures	17,741	10,682
<b>Total Value Added</b>	<b>324,407</b>	<b>(32,390)</b>
<b>Reconciliation :</b>		
Loss attributable to owners of the parent	(174,188)	(435,587)
<b>Add :</b>		
Depreciation and amortisation	36,685	39,561
Finance costs	206,522	193,412
Salaries and other staff costs	181,246	206,997
Corporate taxation	33,117	(61,763)
Holders of perpetual bond	44,605	42,148
Non-controlling interests	(3,580)	(17,158)
<b>Total Value Added</b>	<b>324,407</b>	<b>(32,390)</b>
<b>VALUE DISTRIBUTED</b>		
<b>Employees</b>		
Salaries and other staff costs	181,246	206,997
<b>Government</b>		
Corporate taxation	33,117	(61,763)
<b>Providers of capital</b>		
Finance costs	206,522	193,412
Holders of perpetual bond	44,605	42,148
Non-controlling interests	(3,580)	(17,158)
<b>Reinvestment and growth</b>		
Depreciation and amortisation	36,685	39,561
Loss retained by the Group	(174,188)	(435,587)
<b>Total Distributed</b>	<b>324,407</b>	<b>(32,390)</b>



# INVESTOR RELATIONS

Malaysia's economic growth will be supported by continued expansion in domestic demand, benefitting mainly from the realisation of multi-year projects, implementation of catalytic initiatives under the announced national master plans and higher inbound tourism activity due to the expected increase in Chinese tourists, which in turn are expected to increase spending and support local businesses. Further, in November 2023, Bank Negara Malaysia announced that the Overnight Policy Rate ("OPR") will be maintained at 3% and at this current OPR level, the monetary policy stance is expected to be accommodative and remains supportive of the economy. Looking ahead, efforts will be intensified to position Malaysia as a major investment destination. Various measures will be implemented to uplift and enhance economic potential for Malaysia to become more competitive, sustainable and inclusive. Furthermore, the Government will continue to provide counter-cyclical policy support as well as expedite structural reforms to strengthen the country's growth prospects and resilience.

With the continued price hikes of building materials and labour shortage, productivity in the property sector is severely affected. Amidst the current challenging economic environment, a number of factors have a direct and favourable impact on the real estate market in 2023. The country's overhang numbers, which have decreased in 2023 as compared to 2022 (especially in Klang Valley where the overhang fell by 12% year-on-year), suggested that the housing market is strengthening. Further, the overall real estate market activity increased dramatically in terms of transaction value, indicating high demand for houses, as Malaysia's total property transaction value increased by 2% for landed properties and 22% for non-landed properties in 2023 as compared to 2022. Budget 2024, which was tabled in the Dewan Rakyat in October 2023, is also seen as a one of the catalyst for the property sector, where it proposed relaxation of the Malaysia My Second Home requirements and an increase in funding from RM5 billion to RM10 billion for Skim Jaminan Kredit Perumahan, which will assist about 40,000 borrowers.

Guided by our unique strategy as well as our corporate vision to become a leading property group that delivers innovative and quality products that enhance stakeholders' value, we are covering several property sub-segments by launching a variety of products to cater to the different needs of house buyers and property investors at strategic locations, such as amongst others, high-rise and landed residential properties and industrial land, in the central, northern and southern regions of Peninsular Malaysia, instead of focusing on a single market segment or a single category of customers. In the effort of driving sales for the on-going projects, Tropicana had, for the past year and the first quarter of 2024, launched the following marketing campaigns:-

- (i) Tropicana AngPao Promotion up to RM18,888 from January to February 2023, which offers the chance to win one (1) lucky angpao with every property purchased;
- (ii) Collaboration with a local bank from January to June 2023, which offers, amongst others, additional 2% rebates for the said bank's customers who sign sales and purchase agreement for purchasing the Group's properties by 30 April 2023;

- (iii) TropiQuest Interactive Campaign from April to December 2023, which invites all Malaysians to explore the Group's signature townships such as, amongst others, Tropicana Aman, Tropicana Gardens, Tropicana Cenang, Tropicana Metropark and Tropicana Uplands online, and earn rewards; and

- (iv) Art of LONGevity from January to February 2024, with the objective to create awareness on Tropicana brand and the Group's development projects, and offers amongst others, CNY Angpow deals up to RM28,888, as well as legal fees and stamp duties absorption by developer.

With attractive pricing and various promotional packages, the Group believes that the demand for properties in prime locations in Tropicana's established, mature and developing townships such as Tropicana Aman in Kota Kemuning, Tropicana Metropark in Subang Jaya as well as Tropicana Alam in Puncak Alam will persist. Further, the Group expects improved sales especially for its properties in Johor, as a result of the Johor Bahru-Singapore Rapid Transit System Link with the project progressing well at 60% completion as at December 2023, as well as the positive growth effects from the possible resuscitation of the High Speed Rail project, additional ferry crossings, and possibly even a third link bridge. Premised on the expected demand, the Group will continue to launch its properties at strategic locations across the Klang Valley, Genting Highlands, northern and southern regions of Peninsular Malaysia.

Tropicana's total landbank of 1,841.9 acres located across the Klang Valley, Genting Highlands, northern and southern regions of Peninsular Malaysia, with a total potential GDV of approximately RM120.1 billion, places the Group in a good position to unlock the value of its strategic landbank and deliver sustainable earnings in the next few years. The Group will continue to develop properties and unlock the value of its strategic landbank, which will in turn, translate to higher sales and positive contributions to the future earnings of the Group. The Group will also continue its efforts to improve overall cost and operational efficiencies through digital initiatives and prudent measures.

The financial period under review is a twelve-month period which ended on 31 December 2023. Throughout the financial year, we remained committed to disseminate the complete, transparent and timely information to the market about its financial performance, business operation and prospects. At Tropicana, we value the relationships we have with our stakeholders. We strive to provide latest updated information on the Company to the stakeholders. The Tropicana corporate website at [www.tropicanacorp.com.my](http://www.tropicanacorp.com.my) serves as a platform for key qualitative and quantitative information on Tropicana.

The Group's 44th Annual General Meeting was held on a fully virtual basis on 23 June 2023 where it served as a platform to share updates as well as to address any concerns from our shareholders.



The Tropicana IR team also maintains the Group's IR page on the corporate website for easy data dissemination as well as an avenue to engage with shareholders and stakeholders on a regular basis. This site encompasses the Group's annual reports, quarterly financial results, Bursa Malaysia announcements and share information. This is to ensure that the general public would have easy access to the Group's financial information through this site which enables them to make a fair, balanced and informed assessment on the Group's position and prospects.

#### CONTACT OUR IR TEAM

Analysts, current and potential investors who have any questions or would like to provide feedback on the Company are encouraged to contact our IR Team:

**Email** [ir@tropicana.com.my](mailto:ir@tropicana.com.my)

**Tel** +603 7663 6888

**Fax** +603 7663 6688





# QUALITY COMMITMENT

Stepping into the new decade, we reflect on our presence in the real estate industry for over 45 years with pride and gratitude. Through the years, we consistently demonstrated resiliency, adaptability, and quality in our products and services, as well as uphold our responsibilities towards society and the environment.

Year on year, we strive to continue our Quality Assurance drive that has always been Tropicana's core focus and a key component in achieving customer satisfaction.

Tropicana's Quality Management System ("QMS") is a strong foundation of well-developed processes. It is a system of processes that demonstrate the best practices, prevention measures, performances, management involvement, and customer satisfaction.

Tropicana's quality management approach is based on 4 key principles:

1. Review the effectiveness of the Quality Management System and strive to meet customers' expectations;
2. Comply with statutory, regulatory and MS ISO 9001 regulations and seek continuous improvement in Tropicana's Quality Management System such as adoption of Quality Assessment for Building Construction Works ("QLASSIC") across projects, based on the Construction Industry Standards CIS: 7 2014; and assessment by the Construction Industry Development Board ("CIDB");
3. Enhance the skills and knowledge of Tropicana staff through continuous coaching and training; and
4. Ensure a safe, healthy and conducive work environment at all times.

## INDEPENDENT QUALITY ASSESSMENT

To meet the expectation entrusted to Tropicana as a brand that delivers quality property development, we implement control systems that include thorough assessments to maintain compliance with the Quality Assessment System in Construction ("QLASSIC") as outlined by the Construction Industry Development Board ("CIDB").

In 2023, we are proud to achieve QLASSIC certification for Elemen Residences with a score of 82%. In this regard, we adopt a continuous improvement approach to enhance our product quality and services based on customer expectations, market trends, and industry regulations.

The table below highlights projects that was independently assessed by the CIDB:

Name of Project	Project Type	Date of Assessment	QLASSIC Score
Tropicana Aman (Elemen Residences)	Landed, Residential	October 2023	82%



**Quality Criteria  
Inspected to  
Achieve QLASSIC  
Certification**



Architectural Works



Basic Building Fittings



Basic Mechanical &  
Electrical Fittings





Project Title:

CADANGAN PEMBANGUNAN PERUMAHAN 'GATED COMMUNITY STRATA' (STRATA BERTANAH)  
 FASA 10 YANG TERDIRI DARIPADA : A) 56 UNIT RUMAH TERES 2 TINGKAT(26'X80') JENIS A -  
 INTERMEDIATE UNIT B) 20 UNIT RUMAH TERES 2 TINGKAT(26'X80') JENIS A1 - END UNIT C) 10 UNIT  
 RUMAH TERES 2 TINGKAT (26'X80') JENIS A2 - CORNER UNIT D) 107 UNIT RUMAH TERES 2 TINGKAT  
 (26'X80') JENIS B - INTERMEDIATE UNIT E) 20 UNIT RUMAH TERES 2 TINGKAT(26'X80') JENIS B1 - END  
 UNIT F) 20 UNIT RUMAH TERES 2 TINGKAT (26'X80') JENIS B2 - CORNER UNIT G) 1 UNIT PONDOK  
 PENGAWAL H) 1 UNIT PUSAT KOMUNITI 1 TINGKAT I) 2 UNIT PENCAWANG ELEKTRIK TNB DI ATAS LOT  
 73427 SELUAS 26.49 EKAR MUKIM TANJONG DUA BELAS, DAERAH KUALA LANGAT, SELANGOR DARUL  
 EHSAN UNTUK TETUAN : TROPICANA AMAN SDN.BHD

Application No.:

SL23 AP0031 C (P)

Developer/ Owner:

TROPICANA AMAN SDN BHD

Company Registration No.:

195139-D

CCD: 20 points

QLASSIC score:

Assessment Date:

10 OKTOBER 2023 - 13 OKTOBER 2023

Main Contractor:

KITACON SDN BHD

CIDB Registration No.:

1961018-SL009468

Grade : G7

**82%**

Chief Executive Officer  
 Construction Research Institute of Malaysia (CREAM)

Assessment covers Architectural works, External works and Basic M&E fittings (whichever is applicable).  
 The assessment is based on Construction Industry Standard (CIS 7:2021) which was issued by CIDB.

Actual Photo



# QUALITY FINISH

Quality finishing is an essential aspect of any property development project. It refers to the final touches given to a property to enhance its overall appearance, durability, and functionality. At Tropicana, we believe that achieving quality finishing can set our projects apart from competitors, attract potential buyers, and increase the overall value of the property.



**TROPICANA  
AMAN**  
KOTA KEMUNING

## ELEMEN RESIDENCES

Elemen Residences is the first premium lakeside homes in Tropicana Aman, offering dual frontage lake and garden view for selected units.





### Successful VP Handover

#### Project:

Elemen Residences, Tropicana Aman @ Kota Kemuning

#### Type:

Type A - 2-storey Superlink Terrace Homes (26' x 80') | 86 units

Type B - 2-storey Superlink Terrace Homes (26' x 80') | 147 units

#### Launch Date:

16 October 2019

#### CCC Date:

27 September 2023

#### VP Date:

4 October 2023

In FY2023, over 233 happy homeowners of Elemen Residences received keys to their brand-new homes. Homeowners were invited for a comprehensive VP handover at Tropicana Aman where they were presented with Tropicana handover gifts before being shown around the facilities surrounding the award-winning 863-acre Tropicana Aman township. Finally the happy homeowners were escorted to their new property for a thorough VP handover process.

### Elemen VP Handover Video



To view the video and happy purchasers' testimonials, please visit [https://youtu.be/\\_sPN3Lg6mQM?si=BaR5G2dQLnfxXyD](https://youtu.be/_sPN3Lg6mQM?si=BaR5G2dQLnfxXyD)

### Elemen VP Handover Video



### The many happy faces of the homeowners







## ART OF SUSTAINABILITY

Driven by our 8 unique DNAs and 3 ESG pillars, we strive for sustainability throughout our business ecosystem


03

### SUSTAINABILITY

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# TROPICANA SUSTAINABILITY STATEMENT



**Tropicana Corporation Berhad (“Tropicana” or “the Group”) is pleased to present our Sustainability Statement for the financial year ending 31 December 2023 (“FY2023”). This Statement provides an accurate, balanced and meaningful narrative about the Group’s overall approach and concrete measures to honour our corporate responsibility from an environmental, social and governance (“ESG”) perspective.**







## TROPICANA IS GUIDED BY

**1** VISION & MISSION

**5** BUSINESS PRINCIPLES

**8** DEVELOPMENT DNAs

**3** ESG PILLARS

## TROPICANA INTERNATIONAL

**GOALS ALIGNED WITH**

**1, 2 & 3** GRI STANDARDS

**12** UNITED NATIONS SDGs





For decades, Tropicana townships or developments have been guided by its 8 unique DNAs.



ACCESSIBILITY



CONNECTIVITY



AMENITIES



FACILITIES

INNOVATIVE  
CONCEPTS & DESIGNSGENEROUS  
OPEN SPACESMULTI-TIERED  
SECURITY

QUALITY

Tropicana's ESG DNA is similarly ingrained in the Group's projects and operations. Centred around the 3 pillars of people, planet, and partnership, the Group believes that nurturing vibrant communities, protecting the environment, and building sustainable partnerships with our stakeholders are vital to future-proofing our business and corporate reputation.



## PEOPLE

We believe in creating opportunities and developing talents to achieve long-term value for the business while putting equality at the forefront. Our developments are underpinned by social responsibilities to build a harmonious community and enhance living quality.



## PLANET

We recognise the finite nature of our planet's resources as part of our building philosophy that prioritises environmentally responsible architecture and creates impactful efforts to conserve or enhance the natural environment within our developments.



## PARTNERSHIP

We aim to uphold current partnerships that serve our business purposes to Redefine the Art of Living while striving to create new collaborative opportunities that align with our principles and sustainability goals.



# ABOUT THIS REPORT

Tropicana Corporation Berhad (“**Tropicana**” or “**Group**”) has compiled this Sustainability Statement (“**Statement**”) that underlines our ESG commitments and the Group’s approach to economic, environmental and social (“**EES**”) risks and opportunities.

This Statement is the eighth addition to our collection of Sustainability Statements which highlights Tropicana’s evolving journey of sustainability to add tangible financial value and various non-tangible benefits to our stakeholders over the years.

## REPORTING PERIOD

1 January 2023 to 31 December 2023 (unless stated otherwise)

## REPORTING SCOPE

Our reporting scope covers the operations and practice of Tropicana in Malaysia, in which we have direct managerial control. Any joint ventures and operations in that the Group has no managerial control and decision-making responsibilities are excluded from the disclosures in this Statement unless stated otherwise. This Statement presents selected data and information on several projects within our operations, where necessary.

## ASSURANCE UNDERTAKEN

In strengthening the credibility of the Sustainability Statement, this Sustainability Statement has been subjected to an internal review by the company’s internal auditors and has been approved by the company’s Audit Committee.

### Subject Matter

The subject matters covered by the internal review include the following indicators:

- a) Anti-Corruption;
- b) Diversity;
- c) Energy Management; and
- d) Labour practices and standards

### Scope

The boundary of the internal review is limited to the company’s operations located within the central region.

#### Note:

The Group did not undertake any external assurance measures for the data disclosed in this statement. All data contained within this report has been sourced internally and has been verified by the respective business units or information owners, and selected sustainability data has been internally audited by our internal audit. Financial data has been audited by Ernst & Young PLT.

## FEEDBACK

As a measure to continuously improve our reporting performance, Tropicana welcomes any suggestions, comments and feedback from our esteemed stakeholders. This Statement as well as Statements from previous reporting periods are presented in our Annual Reports on the Group’s corporate website at [www.tropicanacorp.com.my](http://www.tropicanacorp.com.my).

For direct enquiries, please contact:

**Corporate Comm Department**

**T** 03 7663 6888

**E** [raja.zalina@tropicanacorp.com.my](mailto:raja.zalina@tropicanacorp.com.my)

## GUIDELINES & FRAMEWORKS

This Sustainability Statement complies with Bursa Malaysia Securities Berhad’s Main Market Listing Requirements. We have also taken international sustainability goals and reporting framework into account, particularly with the reference to the Bursa Sustainability Reporting Guide 3rd Edition, Global Reporting Initiative Standards 2021 and the UNSDGs, in our disclosure. The GRI content index can be found on page 132 to 134 of this report.



# CEO STATEMENT

In line with our commitment to creating the best value for our shareholders through sustainable growth strategy and business continuity practice, I am pleased to share Tropicana Corporation Berhad's sustainability performance for the financial year ended 31 December 2023 ("FY2023"). This report shares detailed insight into our approach towards corporate responsibility from an environmental, social and governance ("ESG") perspective. As we continue to deliver innovative and quality products that enhance stakeholders' value, we are also progressing into our journey in creating a positive impact through our ESG best practices.

## OUR SUSTAINABILITY PILLARS

Our sustainability strategy focuses on three pillars; People, Planet and Partnership. For FY2023, we are continuing our efforts based on these pillars to support our business strategy, as we constantly reviewing materials that matter to us. This year, we have reviewed and updated our materiality matrix to reflect sustainability matters that are relevant to our business and stakeholder interests.

We acknowledge the importance of addressing ESG issues including the best approach to responding to the climate change issues. We have mapped out our short, medium and long-term ESG strategy with our aim to close the gap where it matters. For our support towards mitigating and adapting to climate change, we are taking steps to evaluate our climate change risk and opportunities, and this will influence how we deliver our developments and the way we operate.

As we continue to grow our development portfolio, we remain cognisant of the direct impact our operations have on the surrounding environment. From responsible resource utilisation to strict regulatory compliance to environmental management practices, we exercise our due diligence and operate with careful considerations throughout the development stage and beyond.

Beyond property development, we look to safeguard our employees as well as bring meaningful change to the surrounding communities in which we operate. We continue to support our workforce and construction workers by providing a safe workplace. Through the Tropicana Foundation, our committee continues to engage with the underprivileged communities and roll out various initiatives to show our support.

We remain focused on strengthening Tropicana's aspirations towards adopting sustainable practices via considerations applied to our Economic, Environmental and Social ("EES") risks and opportunities. We aim to be a driving force in the property development industry, continue delivering quality homes and developments, and bring meaningful changes to society's living standards by addressing our material sustainability matters. On behalf of the Board of Directors and Management team, we hope this report delivers an informative and balanced view of Tropicana's sustainability performance for this financial year.

## ONG CHOU WEN

*Chief Executive Officer*  
Tropicana Corporation Berhad





# TROPICANA GREEN JOURNEY

## PART 1

We continue our sustainability commitment built around our Tropicana Development DNA & Tropicana ESG DNA. Our ESG is represented by our PEOPLE, PLANET & PARTNERSHIP (“PPP”) practice.

Our strategy and socially attuned approach is based on the following guidelines:

- Bursa Malaysia Sustainability Reporting Guide 3rd Edition
- Global Reporting Initiative (“GRI”) Standards 2021
- United Nations Sustainable Development Goals (“UNSDGs”)
- GreenRe or GBI compliance
- Environmental Quality Act 1974
- Environmental Impact Assessment for selected segments
- National Landscape Policy



Built over **375** acres of green lungs across **16** developments



Planted over **6,500** trees



Retained **23** rivers and creeks, **12** waterfalls, and **3** lakes



Renewable energy: Installed over **2,200** solar panels and windmills to clean a **4.41**-acre lake



Foster healthy living: Built over **11** km of biking and walking trails





01



### TROPICANA GOLF & COUNTRY RESORT PETALING JAYA, SELANGOR

- 625-acre (Tropicana 27-hole golf course, clubhouse, landed & serviced residences, condominiums, international school, commercial development & shop offices)
- Complete ecosystem (flora & fauna) built over 20 years
- Over 22,000 plant species, birds & insects as well as 18 ponds
- Integrated pest management dragonfly project
- Environmentally conscious practices: solar panels, energy saving, waste disposal, flood retention, wildlife relocation

02



### TROPICANA INDAH PETALING JAYA, SELANGOR

- 409-acre (Seri Selangor 27-hole golf course, clubhouse, landed & serviced residences, shopping mall & office tower)
- Thriving ecosystem built over 15 years
- Trees are planted in clusters to create an instant forest effect
- Retained parts of the forest (undulating terrains, natural ponds & waterways)
- Environmentally conscious practices: use of eco-conscious design & materials, energy & water conservation, recycling programme, flood retention, wildlife relocation

03



### TROPICANA GARDENS TROPICANA INDAH, PETALING JAYA, SELANGOR

- 17.6-acre (serviced residences, mall & office tower)
- Green Building Index (“GBI”) certifications for all towers except Edelweiss (SOFO & Serviced Residences) which will be GreenRE certified
- Energy-saving components such as regenerative lifts, energy & water-efficient fittings, landscaped roof garden with rainwater harvesting system, low-emissivity glass, aluminium screens, paints that have reduced amounts of volatile organic compounds, recycling bins & landscape waste management (100% organic & contaminant-free compost)
- Lush ecosystem with a peaceful blend of flora, fauna, water features, and outdoor landscaping

04



### TROPICANA HEIGHTS KAJANG, SELANGOR

- 199-acre (central park, linear lake, recreational hub, landed & serviced residences, international & private schools)
- Transformed the former Kajang Hill Golf Course with sparse vegetation to a lush ecosystem
- Built in harmony with the surrounding community & environment, prioritising the preservation & revitalisation of the site’s natural ecosystem
- 16-acre central park with over 400 mature rain trees & 15 Khaya trees replanted throughout the entire development
- To enhance energy efficient practices, LED light fittings are installed throughout the central park & recreational hub
- Environmentally conscious practices: use of eco-conscious design & materials, energy & water conservation, flood retention, wildlife relocation, water & wastewater management

05



### TROPICANA METROPARK SUBANG JAYA, SELANGOR

- 88-acre (urban park, serviced residences, retail shops, international school, dedicated link connecting to Federal Highway)
- Reuse & repurpose an old, abandoned factory site into Tropicana Metropark property gallery
- Waterway in the Urban Park incorporates a self-sustaining wetland with a biofiltration system powered by windmills
- The park, which spans 9.2-acre, has a Green Plot Ratio that exceeds local requirements & features hills, slopes & lawns with a 2.8-km looping pathways around the park for walking, jogging and cycling
- SouthPlace Residences is a GreenRE-certified building with environmentally conscious elements

06



### TROPICANA AMAN KOTA KEMUNING, SELANGOR

- 863-acre (landed, apartments, commercial shop offices, recreational hub & schools)
- 2,400 tropical trees have been planted in the 85-acre central park
- 7km walking & biking trail ringed by a 100-foot-wide, tree-lined boulevard & linked via 10 bridges & 17 pavilions around the lake
- To address climate change, a proper drainage system including the retention pond is in place for flood risk mitigation in extreme weather conditions
- Environmentally conscious practices: use of eco-conscious design & materials, solar panels, energy & water conservation, flood retention, wildlife relocation, water & wastewater management





# TROPICANA GREEN JOURNEY

## PART 2

07



### TROPICANA MIYU PETALING JAYA, SELANGOR

- 2.82-acre (condominium)
- Provision of bicycle parking racks and electric car charging bays
- Environmentally conscious practices: use of eco-conscious design & materials, such as low E glass installed at level 7 lift lobby, gym room, kids playroom & multipurpose hall rainwater harvesting system

08



### TROPICANA CENANG LANGKAWI, KEDAH

- 5.28-acre (serviced suites, retail shops, five-star international hotel)
- Buildings designed with energy efficient and sustainable features, and all units are furnished with certified energy and water efficient appliances
- To inculcate community inclusivity and promote healthy living, 30 resort-themed facilities will be offered
- Adherence to the Environmental Management Plan ("EMP")
- Buildings are fitted with low-E glass, energy efficient lighting & internal walls are painted with low VOC paint

09



### TROPICANA WINDCITY GENTING HIGHLANDS, PAHANG

- 596-acre (residential, commercial, education, wellness, silver hair village & park)
- Tropicana Grandhill adopts environmentally conscious practices such as the use of eco-conscious design & materials, energy & water conservation, flood detention pond, wastewater management, rainwater harvesting tank & stormwater management
- Tropicana Paradise bungalows and villas are strategically positioned encircling 12 cascading waterfalls, 23 rivers and babbling creeks to ensure the development taps into the natural landscape
- Preservation & revitalisation of green spaces as outdoor adventure venues and green park
- Sustainable transportation & infrastructure to reduce the township's carbon footprint



10



### W KL & THE RESIDENCES KUALA LUMPUR

- 1.28-acre (serviced residences & five-star hotel)
- Environmentally conscious practices: use of eco-conscious design such as high ceilings for maximum sunlight, secret garden dotted with trees & rainwater harvesting tank
- Strategically located in the heart of Kuala Lumpur City Centre within walking distance facilities & amenities thus reducing the need to commute via car & lowering carbon footprint
- W KL Hotel was sold/disposed in FY2023

11



### TROPICANA 218 MACALISTER GEORGETOWN, PENANG

- 2.09-acre (serviced residences, commercial suites & hotels)
- International brand hotel houses one of Georgetown's historical buildings, a UNESCO World Cultural Heritage Site
- Environmentally conscious practices: use of eco-conscious design such as high ceilings for maximum sunlight, buildings are designed & positioned to offer panoramic sea views, pocket garden & rainwater harvesting tank
- Courtyard by Marriott was sold/disposed in FY2023

12



### TROPICANA DANGA BAY ISKANDAR MALAYSIA, JOHOR BAHRU, JOHOR

- 37-acre (serviced residences & retail spaces)
- Tropez residences is GBI certified offering green building features
- Environmentally conscious practices: use of eco-conscious design such as high ceilings for maximum sunlight, water & waste management & rainwater harvesting tank

13



### TROPICANA DANGA COVE ISKANDAR MALAYSIA, JOHOR BAHRU, JOHOR

- 227-acre (landed residences & shop offices)
- Each landed unit in Ayera Residences has its own pocket garden
- Lush central park acts as the green lung and community space

14



### TROPICANA UPLANDS ISKANDAR MALAYSIA, JOHOR BAHRU, JOHOR

- 244-acre (landed residences, apartments & commercial hub)
- Buildings are designed with energy efficient features including street lighting with LED lights & usage of smart system & design of sales gallery with glass wall to promote natural lighting
- Environmentally conscious practices: use of eco-conscious design & materials, energy & water conservation, flood retention, wastewater & hazardous materials management & stormwater management

15



### LIDO WATERFRONT BOULEVARD ISKANDAR MALAYSIA, JOHOR BAHRU, JOHOR

- 90-acre (serviced residences, hotel, offices, retail, park, cultural centre, education & healthcare facilities)
- Tropicana built a flood mitigation system to ease upstream flooding at Sungai Chat & Sungai Abdul Samad
- The system is well-equipped to trap garbage & prevent it from flowing into the sea, helping to improve water quality, reduce pollution & save marine life
- In the pipeline: 3km 10m boardwalk & 3m walkway/ cycling lanes to foster community inclusivity

16



### TROPICANA ALAM PUNCAK ALAM, SELANGOR

- 362-acre township, bringing Tropicana's unique DNA and its resort-styled setting to Puncak Alam
- A tranquil 4.9-acre recreational lake surrounded by 1.3 km lakeside jogging trail and a 4.5-acre picturesque central park
- Environmentally conscious practices: large windows, proper ventilation, and strategically positioned entrance doors facing north or south
- To address climate change, a proper drainage system including a retention pond for flood risk mitigation plan
- Easy access to major highways such as LATAR, DASH, NSE & GCE
- Located in a mature town with ample facilities and amenities







## PRINCIPAL GUIDELINE

**Bursa Malaysia Sustainability Reporting Guide** (3rd Edition) in September 2022. Our report is based on the latest Bursa Sustainability Reporting Guide (3rd Edition) in meeting the sustainability disclosure requirements in its FY2023 Sustainability Statement



## INTERNATIONAL FRAMEWORK

### Global Reporting Initiative (“GRI”) Standards 2021

It enables Tropicana to disclose information about the Group’s most significant economic, environmental and social (“EES”) impacts, and how we manage such related risks and opportunities.

# PRACTICE 12 GOALS OUT OF 17 GOALS SET OUT BY UNSDG



**GOAL 3:**  
**Good Health & Well-Being**  
To ensure healthy lives and promote well-being for all



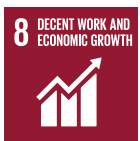
**GOAL 5:**  
**Gender Equality**  
To foster a workplace environment where everyone is treated with respect regardless of gender identity



**GOAL 6:**  
**Clean Water & Sanitation**  
To ensure availability and sustainable water management and sanitation management for all



**GOAL 7:**  
**Affordable & Clean Energy**  
To incorporate renewable energy (solar) options into our development where possible towards adopting cleaner energy



**GOAL 8:**  
**Decent Work & Economic Growth**  
To provide a safe and conducive environment for our employees through fair practices and business development



**GOAL 9:**  
**Industry, Innovation & Infrastructure**  
To inculcate innovative measures that serve to enhance our deliverables and service quality



**GOAL 10:**  
**Reduced Inequality**  
To promote equal opportunities for our employees and general society



**GOAL 11:**  
**Sustainable Cities & Communities**  
To adopt sustainable measures throughout our developments and facilitate community-building initiatives



**GOAL 12:**  
**Responsible Consumption & Production**  
To actively work towards sustainable construction practices and develop buildings that provide sustainable living solutions.



**GOAL 15:**  
**Life on Land**  
To sustainably manage forests, combat desertification, halt and reverse land degradation, and halt biodiversity loss



**GOAL 16:**  
**Peace, Justice & Strong Institutions**  
To conduct business ethically in compliance with all applicable laws, while empowering our workforce through fair practices and rejecting any form of discrimination.



**GOAL 17:**  
**Partnerships for The Goals**  
To build sustainable partnerships and new collaborative opportunities that align with our principles and goals.



# SUSTAINABILITY JOURNEY SINCE 2016

## 2016-2017

### Inaugural Report

- Created of sustainability governance structure
- Created a materiality matrix through a vetted ranking process by external consultants

## 2018

### Selecting a Framework

- Implemented reporting guidelines:
  - Bursa Malaysia Sustainability Reporting Guide
  - GRI Standards

## 2019

### Enhancing Data Disclosure

- Collected quantitative data related to the Group's EES performance
- Expanded data disclosure to include two (2) additional material matters

## 2020

### Identifying Data Trends

- Described management approach towards the COVID-19 pandemic
- Continuous data collection of EES material matters
- Identified data trends based on baseline data

## 2021

### Commitment towards Sustainable Development

- Described management approach towards the COVID-19 pandemic
- Aligned business operations with relevant UNSDGs
- Established a Sustainable Development Plan

## 2022-2024

### Strengthen ESG Framework & Practices

- Established Risk Management & Sustainability Committee
- Aligned with GRI Standards 2021 and Bursa Malaysia Sustainability Reporting Guide (3rd edition)
- Conducted Social Impact Assessment on our upcoming Tropicana Alam township

# OUR SUSTAINABILITY GOVERNANCE

Our sustainability governance structure serves as a driver to steer the Group towards our ESG aspirations. The Board of Directors (“**The Board**”) is supported by our Risk Management & Sustainability Committee, Sustainability Management Team and Sustainability Steering Committee. The Committees oversees and endorses ESG sustainability-related initiatives and practices that are aligned with our EES approach. Tropicana’s overall ESG sustainability performance is measured and reported annually, based on the efforts of our Sustainability Steering Team which is tasked with implementing and monitoring the EES initiatives applied throughout our business operations.

## Board of Directors



## Roles & Responsibilities

- Responsible for the overall sustainability direction undertaken by the Group
- Ensures business strategy includes considerations of the Group’s material sustainability matters
- Endorses the Group’s Sustainability Statement as part of Tropicana’s annual reporting initiative

## Risk Management & Sustainability Committee



Chairperson, Group Managing Director, Group Executive Director and any Director-level representatives involved in risk management and sustainable development within the Group

- Reviews and tables the frameworks for the Board of Directors’ approval
- Ensures that sustainability and risk management frameworks are embedded throughout the Group
- Ensures that the sustainability and risk management frameworks are consistently adopted throughout the Group and are within the parameters established by the Board
- Provides oversight of sustainability initiatives that are in line with the purpose, values and strategy of the Group
- Complies with external requirements such as Bursa Malaysia Securities Berhad’s Sustainability Statement and Statement of

## Sustainability Management Team



- Develops sustainability strategies and reports to the Board on the Group’s overall sustainability progress
- Provides leadership to ensure the Group’s sustainability agenda is implemented throughout our business strategies
- Reviews and approves policies, targets and market disclosures on sustainability matters

## Sustainability Steering Committee



Departments that are data providers to produce the annual Sustainability Report and executers of sustainability initiatives endorsed by the Board

- The Group has appointed an ESG officer to monitor and execute sustainability-related strategies and targets
- Ensures sustainable processes and controls are in place within the Group’s departments/functions
- Reports on the Group’s sustainability performance based on the implemented processes and controls via the Sustainability Statement
- Collects Group sustainability data to generate a Sustainability Statement for annual disclosure



# TROPICANA ESG PURPOSE & PRIORITIES



Support investors in making ESG investments in Malaysian listed companies & increase TCB ESG rating in Bursa Malaysia



Increase Tropicana brand value and position by creating a positive impact in areas where we operate through ESG best practices as well as gain award/recognition



Encourage good corporate governance across the board – BOD, management, employees, supply chain



Tropicana to invest in ESG learning & development programme to ensure employees recognise the value of sustainability



Support UN's global vision towards Net Zero 2050, creating a livable world & sustainable economy



Invest in community engagement towards positive societal impact through Tropicana Foundation







# OUR MATERIAL SUSTAINABILITY MATTERS

Tropicana’s material sustainability matters are reviewed annually for their relevance to our business operations and stakeholder interests. Our materiality matrix was generated using guidelines presented in the Global Reporting Initiative (“GRI”) standards as recommended in the Bursa Malaysia Sustainability Reporting Guide (3rd edition).

Throughout the reporting period, we undertook an internal reassessment of the material matters to update our materiality matrix to reflect sustainability matters that are of utmost importance and relevant to the business as well as key stakeholders.

## 01

### PRIORITISATION

The Group identified and ranked a total of 20 material sustainability matters that best reflect the priorities of our stakeholders and business operations

## 02

### REVIEW

All material sustainability matters are subjected to an annual review for their relevance by the Group’s Sustainability Management Team to be disclosed in the annual report

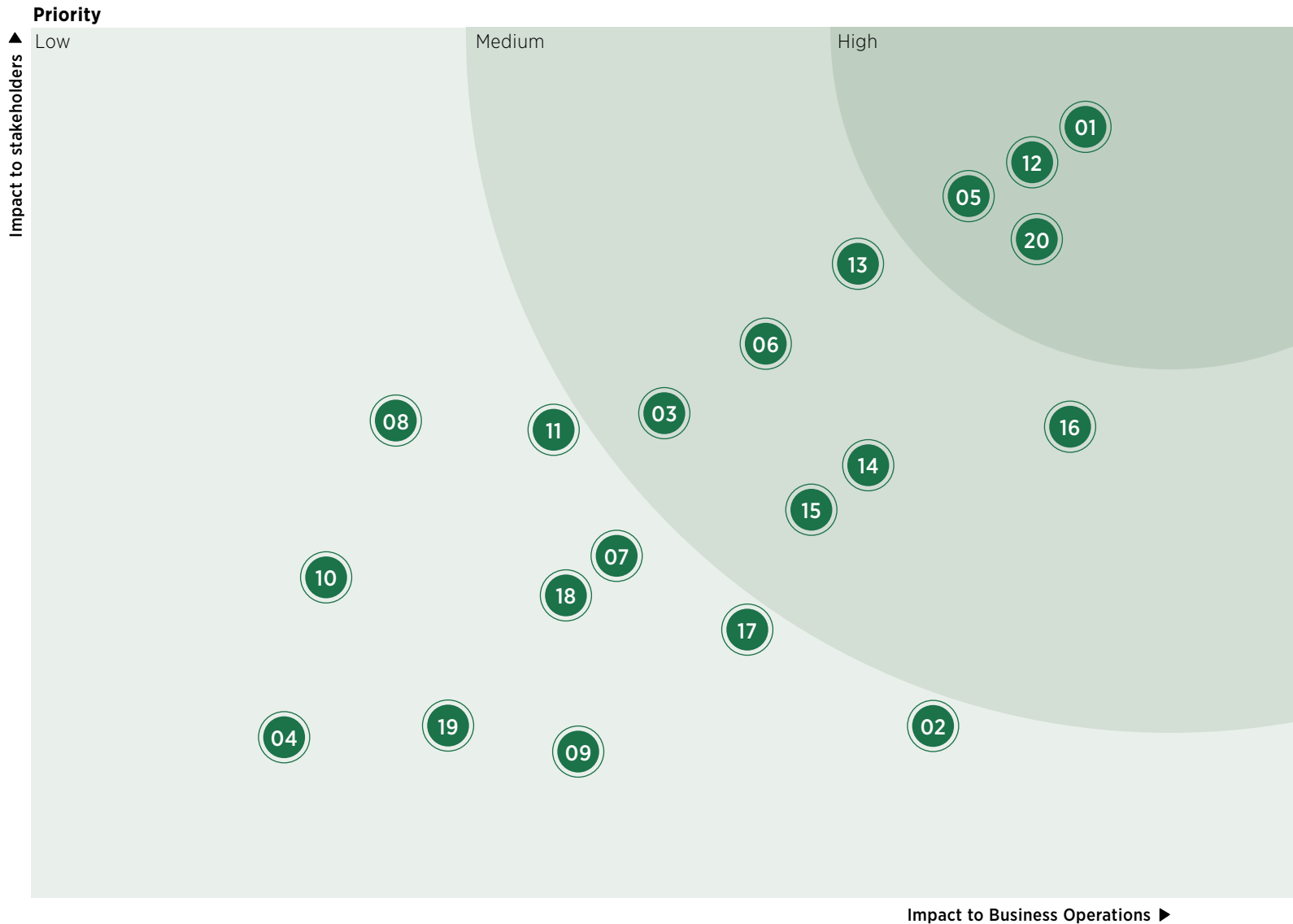
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### APPROVAL

Data disclosure of material sustainability matters in the Sustainability Statement will be approved and endorsed by the Risk Management & Sustainability Committee and Sustainability Management Team

Materiality Prioritisation & Review Process	Validation & Approval
Material sustainability matters from the previous year were reviewed and updated to account for the Bursa Malaysia Sustainability Reporting Guide (3rd Edition) requirements.	<p>The updated materiality matrix was then presented to the sustainability steering committee and management team for endorsement and validated by Tropicana’s Board of Director</p> <p>The materiality updates highlighted several changes as shown below:</p> <ul style="list-style-type: none"><li>• Energy Efficiency and Climate Change</li><li>• Effluent and Pollution Management</li><li>• Employee Management and Well-Being</li></ul> <p>Existing material matters (shift in priority)</p> <ul style="list-style-type: none"><li>• Innovation and Technology (Low to Medium)</li></ul> <p>New materiality added:</p> <ul style="list-style-type: none"><li>• Brand and Reputation</li><li>• Corporate Governance and Guidelines</li></ul>

## TROPICANA FY2023 MATERIALITY MATRIX



### ECONOMIC

- 01 Economic Performance
- 02 Procurement Practices
- 03 Innovation
- 04 Indirect Economic Impact
- 05 Brand & Reputation

### GOVERNANCE

- 20 Corporate Governance & Guidelines

### ENVIRONMENT

- 06 Environmental Compliance
- 07 Energy Efficiency & Climate Change
- 08 Effluent & Pollution Management
- 09 Products & Services Responsibility
- 10 Water Management
- 11 Biodiversity

### SOCIAL




















- 12 Products and Services Responsibility (Social)
- 13 Occupational Safety & Health
- 14 Contractor Management
- 15 Talent Development
- 16 Employee Management & Well-Being
- 17 Supply Chain
- 18 Community Engagement
- 19 Social Compliance



# OUR MATERIAL SUSTAINABILITY MATTERS



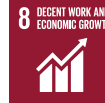




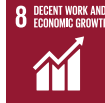







We selected relevant indicators that are prescribed by the Bursa Securities Berhad and also relevant to our company sector, based on our materiality matrix to be presented in this Sustainability Statement as part of our commitment to disclose the Group's sustainable development progress for the financial year ending 31 December 2023. These key material sustainability matters provide a balanced insight into our economic, environmental and social ("EES") risks and opportunities that drive our business operations and considerations applied to meet the expectations of our stakeholders.

Focus Area	Material Sustainability Matters	Importance to Tropicana
<b>ECONOMIC PILLAR</b>	<b>Economic Performance</b>	To achieve long-term business growth that benefits current and future stakeholders
	<b>Procurement Practices</b>	To ensure transparency, fairness, accountability and impartiality throughout the entire procurement process
<b>ENVIRONMENT PILLAR</b>	<b>Environmental Compliance</b>	To minimise environmental impact via compliance and legislative requirements throughout the Group's supply chain
	<b>Energy Efficient &amp; Climate Change</b>	To create awareness of responsible energy consumption practices and contribute towards minimising carbon emissions
	<b>Effluent &amp; Pollution Management</b>	To employ sound waste disposal methods in compliance with national and local environmental regulations as well as requirements outlined in the Environmental Management Plan
	<b>Water Management</b>	To minimise environmental impact via compliance and legislative requirements throughout the Group's supply chain
	<b>Biodiversity</b>	To recognise the value of biodiversity and take action to conserve it

Involved Stakeholder(s)	Potential Risks & Opportunities to Group Operations	Relevant UNSDG
<ul style="list-style-type: none"> <li>Board of Directors</li> <li>Investing Communities</li> </ul>	<p>Risk</p> <ul style="list-style-type: none"> <li>Evolving consumer trends and regulatory changes</li> </ul> <p>Opportunities</p> <ul style="list-style-type: none"> <li>Value creation through innovative development</li> </ul>	
<ul style="list-style-type: none"> <li>Suppliers</li> <li>Contractors</li> </ul>	<p>Risk</p> <ul style="list-style-type: none"> <li>Disruption to the global supply chain</li> </ul> <p>Opportunities</p> <ul style="list-style-type: none"> <li>Uplift local suppliers' market</li> </ul>	
<ul style="list-style-type: none"> <li>Local Authority</li> <li>Suppliers</li> <li>Contractors</li> <li>Customers</li> </ul>	<p>Risk</p> <ul style="list-style-type: none"> <li>Resource use during development</li> </ul> <p>Opportunities</p> <ul style="list-style-type: none"> <li>Safeguard the environment through compliance</li> </ul>	  
<ul style="list-style-type: none"> <li>Local Authority</li> <li>Suppliers</li> <li>Customers</li> <li>Investing Communities</li> </ul>	<p>Risk</p> <ul style="list-style-type: none"> <li>Resource use and carbon emission</li> </ul> <p>Opportunities</p> <ul style="list-style-type: none"> <li>Innovative technology to reduce emissions</li> </ul>	   
<ul style="list-style-type: none"> <li>Local Authority</li> <li>Suppliers</li> <li>Customers</li> <li>Investing Communities</li> </ul>	<p>Risk</p> <ul style="list-style-type: none"> <li>Exposure to pollution and poison</li> </ul> <p>Opportunities</p> <ul style="list-style-type: none"> <li>Safeguard the environment through compliance</li> </ul>	   
<ul style="list-style-type: none"> <li>Local Authority</li> <li>Suppliers</li> <li>Customers</li> <li>Investing Communities</li> </ul>	<p>Risk</p> <ul style="list-style-type: none"> <li>Resource use during development</li> </ul> <p>Opportunities</p> <ul style="list-style-type: none"> <li>Exposure to pollution and poison</li> <li>Safeguard the environment through compliance</li> </ul>	   
<ul style="list-style-type: none"> <li>Local Authority</li> <li>Suppliers</li> <li>Customers</li> <li>Investing Communities</li> </ul>	<p>Risk</p> <ul style="list-style-type: none"> <li>Habitat loss</li> </ul> <p>Opportunities</p> <ul style="list-style-type: none"> <li>Preserve biodiversity through compliance</li> </ul>	 



Focus Area	Material Sustainability Matters	Importance to Tropicana
<b>SOCIAL PILLAR</b>	<b>Employee Management &amp; Well Being</b>	To develop a balanced and productive workforce that represents the Group in an exemplary manner while achieving job satisfaction
	<b>Talent Development</b>	To promote a continuous learning environment that enhances the employability of our workforce and provides value-added services to our stakeholders
	<b>Occupational Safety &amp; Health</b>	To protect the well-being of our workforce and ensure the safety of all stakeholders
	<b>Contractor Management</b>	To engage with contractors with values and principles that are aligned with the Group's production objectives
	<b>Product &amp; Services Responsibility</b>	To continuously improve the quality of our deliverables and enhance services that exceed the expectations of our customers
	<b>Brand &amp; Reputation</b>	To build up a positive brand reputation in increasing the company value and position
	<b>Community Engagement</b>	To encourage the culture of giving back while endorsing harmonious living that uplifts the well-being of wider societies
<b>GOVERNANCE PILLAR</b>	<b>Corporate Governance &amp; Guidelines</b>	To conduct business ethically in compliance with all applicable anti-bribery, anti-corruption and data privacy laws and regulations of the country in which the Group operates

Involved Stakeholder(s)	Potential Risks & Opportunities to Group Operations	Relevant UNSDG
<ul style="list-style-type: none"> <li>Board of Directors</li> <li>Employees</li> </ul>	Risk Opportunities <ul style="list-style-type: none"> <li>Welfare of employees</li> <li>Fair practices and equality</li> </ul>	   
<ul style="list-style-type: none"> <li>Employees</li> </ul>	Risk Opportunities <ul style="list-style-type: none"> <li>Brand knowledge and upskilling</li> <li>Encourage career development and service excellence</li> </ul>	  
<ul style="list-style-type: none"> <li>Board of Directors</li> <li>Contractors</li> <li>Government</li> <li>Customers</li> <li>Employees</li> </ul>	Risk Opportunities <ul style="list-style-type: none"> <li>Workplace health and safety conditions</li> <li>Safeguard the welfare of employees and general public</li> </ul>	 
<ul style="list-style-type: none"> <li>Contractors</li> <li>Government</li> </ul>	Risk Opportunities <ul style="list-style-type: none"> <li>Construction practices</li> <li>Cost optimisation and high-quality development</li> </ul>	 
<ul style="list-style-type: none"> <li>Board of Directors</li> <li>Customers</li> <li>Investing Communities</li> </ul>	Risk Opportunities <ul style="list-style-type: none"> <li>Customer satisfaction</li> <li>Value creation through enhanced brand reputation</li> </ul>	 
<ul style="list-style-type: none"> <li>Board of Directors</li> <li>Employees</li> <li>Customers</li> <li>Investing Communities</li> <li>Government</li> <li>Contractors</li> </ul>	Risk Opportunities <ul style="list-style-type: none"> <li>Threat to company's image and loss of confidence from the stakeholders</li> <li>Build stakeholders' trust and loyalty</li> </ul>	 
<ul style="list-style-type: none"> <li>Customers</li> </ul>	Risk Opportunities <ul style="list-style-type: none"> <li>Impact of development on the surrounding community</li> <li>Improve the livelihood of the community</li> </ul>	 
<ul style="list-style-type: none"> <li>Board of Directors</li> <li>Investing Communities</li> <li>Contractors</li> <li>Government</li> <li>Customers</li> <li>Employees</li> </ul>	Risk Opportunities <ul style="list-style-type: none"> <li>Organization reputation</li> <li>Inculcate good governance and ethical business practices</li> </ul>	




















# PLANET: ENVIRONMENTAL SUSTAINABILITY

As a responsible developer, Tropicana is aware of the environmental impacts resulting from our core operations. We utilise raw materials to construct buildings on our landbanks which inevitably impacts the natural environment to a certain extent. The Group adheres to strict environmental and development guidelines and regulations set by public agencies such as the Department of Environment (“DOE”), Town and Country Planning Department (“PLANMalaysia”) and local governments in all our development projects. All our new developments are being assessed for environmental impact through a set of guidelines issued by DOE, and proper management plans are being adhered to accordingly to mitigate and manage our environmental impacts. Our Project Division and contractors employ good environmental management practices throughout the construction phase. Each development has its own set of established environmental policies through our appointed contractor to manage the impact towards the environment, which the Group has set out in the contract. We also have adopted Sustainability Policy in 2022 that cut cross our 3 pillars name; People, Planet and Partnership; that guides our ESG initiatives and programmes. The policy cover our ESG parameters that are relevant to the Group’s business operations. During the year under review, we reported zero fines, notices or sanctions for any non-compliance to environmental laws at our operations. The group will continue to implement initiatives to enhance awareness of the importance of environmental conservation and protection by adhering to regulations that aim to protect the natural environment.

## CLIMATE CHANGE

As a property developer where we create and add value to the community and our stakeholders, we realise that our actions and developments carry an undesirable imprint on the environment and subsequently have a greater impact on our climate. We also recognise that the changes in the climate will affect how we design our development and how we operate. This presents us with both challenges and opportunities in addressing the climate change impacts, designing and developing our product and township and also transitioning into a low-carbon company. As we are embarking on our journey to support Malaysia’s ambition to become carbon neutral by 2050, we have taken some steps to lower the Group’s carbon emissions by producing energy-efficient and green-certified buildings and developing sustainable townships, which have energy and water-efficient fittings and elements, and some developments are fitted with solar panel to help customer and user to lower their emissions. Besides rising temperatures, we are also being exposed to increased rainfall and the rising sea level on our development projects and community. For that, we are looking to evaluate our climate change risk and opportunity to help us revalue and future-proof our development and investment. We are also progressing our disclosure to align with the Bursa Exchange recommended framework, which is based on Taskforce of Climate-Related Financial Disclosure (“TCFD”) Recommendations. To manage our emissions, we are ascertaining the Group’s Scope 1, 2 and 3 emissions and are undertaking appropriate climate mitigation and adaptation strategies which will be reported in the next financial year.

Material Matter	Importance to Tropicana	Management Approach	Bursa Malaysia Common (C) / Sector-Specific (S) Indicators	Applicable UNSDGs	Relevant GRI Standards
<b>Environmental Compliance</b>	To minimise environmental impact via compliance and legislative requirements throughout the Group’s supply chain	Implement initiatives to enhance awareness of the importance of environmental conservation and protection by adhering to regulations that aim to protect the natural environment	N/A	  	Disclosure 2-27 Compliance with laws and regulations
<b>Energy Efficiency &amp; Climate Change</b>	To create awareness of responsible energy consumption practices and contribute towards reducing carbon emissions	Implement initiatives to achieve a reduction in carbon emissions, energy consumption and overall cost reduction of electricity usage	C4(a) Total energy consumption  C11(a) Scope 1 emissions in tonnes of CO2  C11(b) Scope 2 emissions in tonnes of CO2  C11(c) Scope 3 emissions in tonnes of CO2	   	GRI 302: Energy 2016  GRI 305: Emissions 2016

Material Matter	Importance to Tropicana	Management Approach	Bursa Malaysia Common (C) / Sector-Specific (S) Indicators	Applicable UNSDGs	Relevant GRI Standards
<b>Effluent &amp; Pollution Management</b>	To employ sound waste disposal methods in compliance with national and local environmental regulations as well as requirements outlined in the Environmental Management Plan	Implement initiatives to enhance awareness of the importance of waste effluent management by adhering to regulations that aim to protect the natural environment	<p>C10(a) Total waste generated, and a breakdown of the following: (i) total waste diverted from disposal (ii) total waste directed to a disposal</p> <p>S5(a) Total weight or volume of materials that are used to produce and package products and services</p> <p>S8(a) Total volume of water (effluent) discharge over the reporting period</p>	   	<p>GRI 303: Water and Effluents 2018</p> <p>GRI 306: Waste 2020</p>
<b>Water Management</b>	To minimise Environmental impact via compliance and legislative requirements throughout the Group's supply chain	Implement initiatives to enhance awareness of the importance of water management and protection by adhering to regulation that aim to protect the natural environment	<p>C9(a) Total volume of water used</p> <p>S8(a) Total volume of water (effluent) discharge over the reporting period</p>	   	<p>GRI 303: Water and Effluents 2018</p>
<b>Biodiversity</b>	To recognise the value of biodiversity and take action to conserve it	Implement a range of strategies and practices that aim to protect and restore biodiversity, while also promoting sustainable development and human well-being to ensure that biodiversity is conserved for future generations and that human societies can thrive sustainably and equitably	<p>S1(a) Percentage of existing operations or projects assessed for biodiversity risks</p> <p>S1(b) Size and location of all habitat areas protected or restored</p> <p>S1(c) Total number of IUCN Red List Threatened Species and national conservation list species with habitats in areas affected by the operations of the company</p>	 	<p>GRI 304: Biodiversity 2016</p>



# ENVIRONMENTAL COMPLIANCE & CERTIFICATIONS

Tropicana recognises the significance of stringent environmental and development laws to regulate industrial pollution and protect Malaysia's privileged status as one of the world's 17 megadiverse countries and our citizens' quality of life. The Group complies fully with local and national environmental regulations, with zero fines and non-monetary sanctions for the year under review.

## NATIONAL & LOCAL REGULATIONS

- Environmental Quality Act 1974
- Housing Development (Control and Licensing) Act 1966
- Land Development Act 1956
- National Landscape Policy
- Perumahan Rakyat 1Malaysia Act 2012
- Environmental Impact Assessment for prescribed activities
- Town and Country Planning Act 1976
- Strata Management Act 2013
- Manual Guideline and Selangor State Planning Standards
- Solid Waste and Public Cleansing Management Act 2007
- Factories and Machinery Act 1967

To minimise our environmental effect, we are committed to delivering development that promotes sustainable living, through certified green building. To date, we have a total of 11 developments that have been certified by the Green Building Index (“GBI”) and GreenRE. GBI is the first green building rating tool designed specifically for Malaysia's tropical climate and socioeconomic context. Developed by the Malaysian Institute of Architects and the Association of Consulting Engineers Malaysia, GBI is affiliated with and complies with the World Green Building Council standards. GreenRE, an alternative to GBI, is driven by the Real Estate and Housing Developers' Association Malaysia (“REHDA”). A developer must incorporate concrete measures to enhance a site's water and energy efficiencies, indoor environmental quality, lower carbon emissions, optimise the use of construction materials and more to secure a GBI or GreenRE certification. A list of Tropicana projects that have obtained GBI or GreenRE certification can be found below. We note that construction companies listed on Bursa Malaysia Main Market are required to disclose the percentage of their total property portfolio certified to a recognised building management standard in the upcoming financial years and shall do so in due course.

Name of Project	Project Type	Certification Status
Tropicana Gardens (Arnica)	High-Rise, Residential	GBI Gold (subject to renewal)
Tropicana Gardens (Bayberry)	High-Rise, Residential	GBI Gold (subject to renewal)
Tropicana Gardens (Cyperus)	High-Rise, Residential	GBI Gold
Tropicana Gardens (Dianthus)	High-Rise, Residential	GBI Silver (Provisional)
Tropicana Gardens Office Tower	Commercial, Non-Residential	GBI Silver (Provisional)
Tropicana Gardens Mall	Commercial, Non-Residential	GBI Silver (Provisional)
Tropicana Gardens (Edelweiss)	High-Rise, Residential	GreenRE Silver (Provisional)
Tropicana Metropark (Shoppes)	Commercial, Non-Residential	GreenRE Bronze (Provisional)
Tropicana Metropark (South Residences)	High-Rise, Residential	GreenRE Bronze (Provisional)
Tropicana Miyu	High-Rise, Residential	GreenRE Bronze (Provisional)
Tropicana Cenang	High-Rise, Residential	GreenRE Bronze (Provisional)

# ENERGY MANAGEMENT

We are committed to adopting energy-efficient measures to lower the Group's carbon emissions throughout our operations and value chain. Tropicana Gardens Office Tower, the Group's headquarters, is strategically located within the Tropicana Gardens mixed development in Kota Damansara. This modern office building was designed to meet GBI Silver requirements, which include energy-efficient features. This helps us to reduce our energy consumption compared to normal building usage. We also subscribed to an Energy Management System ("EMS") to monitor any surge in energy usage due to breakdown.

Electricity Consumption	FY2021	FY2022	FY2023
Mall	14,543 MWh	25,711 MWh	34,302 MWh
Office	2,488 MWh	2,894 MWh	461 MWh
TGCR*	-	-	6,070 MWh
<b>TOTAL</b>	<b>17,031 MWH</b>	<b>28,605 MWH</b>	<b>40,833 MWh</b>

\* First year reporting

In the year under review, our electricity consumption for Tropicana has increased due to the inclusion of Tropicana Golf & Country Resort's ("TGCR") first-year reporting of electricity usage. The Mall has increased due to improved reporting, which we have included chiller electricity usage in FY2023. Our office electricity consumption in FY2023 has decreased significantly due to the exclusion of several floors that are not under our operational control (tenanted floor), which was reported earlier in the FY2021 and FY2022 reporting cycles. We also employed good energy habits around our premises and used energy-efficient light fittings and motion sensors at our staircases and service corridors in our effort to reduce electricity usage.

Type of energy purchased	Gigajoules FY2021	Gigajoules FY2022	Gigajoules FY2023
Electricity	61,311.6 GJ	102,978 GJ	146,998.80 GJ
Type of Renewable Fuels			
Solar	4,320 GJ	4,640.328 GJ	4,658.30 GJ
<b>TOTAL ENERGY CONSUMPTION FY2023</b>	<b>65,631.60 GJ</b>	<b>107,618.33 GJ</b>	<b>151,657.10 GJ</b>

# ENERGY-EFFICIENT BUILDING FEATURES

Electricity is required to power buildings once a development is completed and occupied. Tropicana is unable to control energy usage at residential properties handed over to owners. However, the Group does monitor and manage the electricity consumption of commercial buildings and public facilities in our townships.

## ENERGY-EFFICIENT INITIATIVES AT OUR WORKPLACE

- All our premises and offices are equipped with energy-efficient LED lighting that consumes 70% less energy
- Installation of photocell and motion sensors for lighting
- Digital devices i.e. printers auto-set to sleep mode if no usage and after 8 p.m.
- Fixed timing and temperature for centralised air conditioning for every floor. Our ambient temperature is set at 24degC (±1 degree Celcius) as the recommended temperature for energy efficiency
- Mobilising our Auxiliary Police after working hours to ensure lights are off
- Encourage our employees to switch off the lights on their respective floors during lunchtime
- Our receptionist will turn off the light and split air-cond after the staff leave the meeting room at our designated meeting room floor



In encouraging low energy usage to our customers, and to help reduce our emissions impact, Tropicana applies innovative building designs that offer natural ventilation and lighting to reduce electricity consumption and wastage. At Tropicana Cenang, we designed the development based on the approach of the Thermal Performance of Building Envelop (“RETV”) to enhance the thermal building performance. Below are examples of energy-efficient features installed in our developments.



\* Features installed at Tropicana Gardens & Tropicana Miyu projects only

\*\* Features installed at Tropicana Gardens projects only

\*\*\* Features installed at Tropicana Aman only

## TROPICANA GARDEN'S INNOVATIVE APPROACH TO DESIGN

To reduce our dependency on electricity consumption and create a comfortable and environmentally neutral spatial experience, we employed a selected climate control design strategy in the Tropicana Gardens development:

1. Creating a cool microclimate to discourage heat build-up by planting trees and vegetation, both on the roof and on ground level; creating water features inside the 'canyon walk', and having 'cool air dumping' from tenants' air conditioning
2. Promoting thermal mass cooling – through the creation of a 'natural stack effect' that will draw in cool air from the surrounding environment and exhaust warm air
3. Encouraging natural ventilation by designing with sensitivity to wind paths and installing operable roofs that will exploit such cool airflow
4. Promoting evaporative and earth cooling through radiant and evaporative cooling on the ground level
5. Minimize solar gain through the use of high-performance glass and the installation of natural and man-made shading devices

## RENEWABLE ENERGY PROJECT

In reducing our dependency towards non-renewable energy, we have taken the initiative to install solar roof panels at our Tropicana Golf & Country Resort, Petaling Jaya in 2021. Installation of the 2,214 solar photovoltaic panels commenced in March 2021. The panels spread across 53,204 sq ft of rooftop space at TGCR's clubhouse, were fully operational by September 2021. The installation has managed to generate savings in our energy bills year on year. In FY2023, the solar panels generated an average of 107,831 kWh of electricity a month, with a total savings of RM427,347 in energy bills a year.

At Tropicana Metropark in Subang Jaya, we installed windmills that power water turbines in an innovative bio-filtration system to maintain the water quality in the development's 4.41-acre lake, which has been up and running since 2021 until now.

# WATER MANAGEMENT

As a property developer, we are aware of the impacts of our operations towards water resources, either for our consumption or for community usage. Hence, we strive to improve resource consumption efficiency and minimise waste generation in all activities throughout our operational area. We incorporate environmentally friendly designs into all our products to minimise the impact on the environment such as the installation of rainwater harvesting and water-efficient sanitary fittings fitting covered under the Water Efficient Product Labelling Scheme (“**WELPS**”) or Water Efficiency Labelling and Standards (“**WELS**”).

In controlling the adverse impact of our operations especially in the construction sites, we are following the requirements and strict adherence to the guidelines set by the local authority to monitor air, noise water & wastewater and waste and hazardous waste. We comply with the latest Environmental Impact Assessment (“**EIA**”) Approval Conditions for all water and effluent discharged from our sites, where required. Our contractors follow the set guidelines to meet the environmental standards in all our developments as below:

- Environmental Management Plan (“**EMP**”)
- Erosion and Sediment Control Plan (“**ESCP**”)
- Water and effluent discharge limitation according to the Environmental Impact Assessment (“**EIA**”)

Our main source of water usage for our operation comes from municipal water and to a lesser extent, from groundwater sourced using tube wells and surface water. As most of our operation depends on municipal water sources, the usage of tube well, which was installed in 2019 and later upgraded in 2020, is mostly for our usage in Tropicana Golf & Country Resort where the treated underground water is used in our swimming pool and for toilets. We also use surface water from the natural pond for daily watering of the golf course although we do not track its usage.

We also installed rainwater harvesting tank to be used for landscape irrigation in most of our developments. At Tropicana Gardens, extensive landscaping is mostly irrigated using this collected rainwater and helps to reduce the potable water consumption in common areas at least by 50%. It also has the added advantage of reducing stormwater runoffs so as not to overwhelm the existing drainage system during heavy rain. Moreover, there is also recycling of the fire system test water for the sprinkler and wet riser system.

This is the first year we track our water consumption and withdrawal for our operation and we strive to improve our data collection for the next reporting cycle. For FY2023, our total water withdrawal is 482.3377mL.

Water Withdrawal by Source	Megalitres - mL
Groundwater (tube well)	0.0297
Municipal water (tap water)	482.308
<b>TOTAL</b>	<b>482.3377</b>

# EFFLUENT & POLLUTION MANAGEMENT

Construction waste forms a major component of the total volume of solid waste produced by developers. Tropicana monitors the generation of hazardous and non-hazardous waste across our business operations, which includes waste generated from construction, domestic usage, food waste scheduled waste and others. Our contractors are required to employ sound waste disposal methods in compliance with national and local environmental regulations as well as requirements outlined in the Environmental Management Plan (“**EMP**”). Scheduled waste produced at our sites is collected, stored and disposed of by operators licensed by the Department of Environment (“**DOE**”).

In reducing our impacts in our development, we utilise eco-friendly and green label products, such as waterproofing, sealant, ceiling board, skim coat, tile adhesive and low volatile organic compound (“**VOC**”) paints. We also incorporate the usage of construction materials with recycled content materials, especially for aluminium, steel bars and Reinforcing Fabric of Steel BRC. In controlling our water discharge quality, we are using non-chemical water treatment for our swimming pool.

At Tropicana Gardens, to reduce wastage on-site, we employ the usage of aluminium system formwork which can be recycled. The formwork system can be used more than 300 times without loss of quality or dimensional integrity. Afterwards, it can be recycled under normal industrial processes. The system also enables a high tolerance of finish and eliminates the usage of wooden props, bracing or panels, and the need for plastering, as per traditional scaffolding method, thus reducing construction waste.



At our Tropicana Gardens (Arnica), we used green concrete design mix for the construction of the 2.5 meter Reinforced Concrete (“RC”) transfer plate which uses 60% Ordinary Portland Cement (“OPC”) + 40% ground granulated blast furnace (“GGBS”), by product from power plant). By having GGBS to replace part of the OPC content, the maximum internal curing temperature can be controlled below 70% at all times, and the maximum differential temperature within the same grids to be less than 20% as per specification. All the temperature control requirements are meant to prevent internal micro-cracking at the concrete structure.

At Tropicana Paradise (Windcity, Genting), we employed the usage of green high tensile slope stabilisation (with soil nails) which has a lower CO2 emission footprint by 89%, compared to shotcrete (with soil nails)<sup>1</sup>. This also reduces the use of natural resources through the avoidance of concrete and steel and reduces air pollution from shotcrete processes and transportation during construction.

In encouraging a good waste management habit, several initiatives have been taken to reduce our day-to-day waste:

- Our premises are equipped with recycling bins that encourage staff and customers to recycle the rubbish accordingly, including at our construction sites
- Composting of garden and landscape waste to be used as organic fertiliser
- Monitoring our paper and printing usage
- Recycling used cooking oil
- Recycling of old golf buggy and battery

### COMPOSTING AT TROPICANA GOLF & COUNTRY RESORT

The team has embarked on creating composed fertilizer to reduce the usage of chemical fertilizer as environment environment-friendly product which consists of 10% to 20% wastage being recycled into the operation. This initiative has helped us to reduce the amount of wastage, which also helps us to reduce our maintenance cost.



At Tropicana Gardens, we have allocated two (2) areas at the development site to recycle and convert landscape waste into 100% organic and contaminant-free compost. Composting is a cost-effective means of dealing with the organic section of the solid waste stream and an essential part of integrated solid management plan. In addition, composting reduces landscape waste to approximately one-third of its original volume.

### Food waste management at Tropicana Golf & Country Resort

Tropicana is committed to reaching net zero carbon targets and managing food waste becomes crucial. Effective food waste management goes hand in hand with operational efficiency. By implementing strategies to reduce waste, Tropicana can optimise its inventory management, streamline processes, and improve overall kitchen efficiency. For example, the chefs and kitchen crew recycle food waste to plant compost and some good ones will be packed and delivered to the underprivileged communities.

### PAPER USAGE

The Group's architectural drawings and homeownership documentation, which require physical copies for official submissions and approvals, make up most of our paper consumption. Nonetheless, Tropicana has adopted various forms of digital communications with our stakeholders, which lower paper usage for such purposes. Further details about the Tropicana 360 application available on page 116.

Paper & Printing Usage	FY2021	FY2022	FY2023
Number of Reams Procured	5,700 reams	5,940 reams	5,400 reams
Annual Procurement Cost on Paper Ream	RM 47,310	RM 58,050	RM 56,700
Annual Cost of Printing	RM 227,976	RM 271,617	RM 227,202
Total Employee Count	917	843	943

The Main Market listed issuers on Bursa Malaysia are required to disclose the total waste generated by their operations, a breakdown of the total waste diverted from disposal and the total waste directed to disposal from FY2024 onwards. Tropicana recognises this and shall do so in due course.

<sup>1</sup> Cala, Flum, Roduner, Rügger, Wartmann. TECCO® Slope Stabilization System and RUVOLUM® Dimensioning Method. New Edition 2020, AGH University of Science and Technolog

# STORMWATER MANAGEMENT

Stormwater management is designed into all of Tropicana's developments such as Tropicana Miyu, Tropicana Aman, Tropicana Gardens and more. We rely on the Department of Irrigation and Drainage's Urban Stormwater Management Manual for Malaysia to manage flood risks across all our projects. Many of our developments feature copious water bodies for aesthetic and practical purposes. The central lake in Tropicana Metropark in Subang Jaya, for example, serves as a flood detention pond as well and this was completed in FY2021. We employ gross pollutant traps to catch litter and silt to control stormwater pollution, at Tropicana Heights in Kajang in FY2017. Wetland plants are also used to improve water quality in the water bodies. In Genting Highlands where construction for Tropicana WindCity is ongoing, surface water runoff is channelled into a centralised silt trap before being discharged into external drains and natural waterways. Furthermore, onsite detention tanks are used to contain surface water runoff as a method of flood control. Berm drain and turf are utilised to reduce soil erosion and for slope protection.

Besides that, Tropicana has completed the construction of a flood mitigation system to ease upstream flooding at Sungai Chat and Sungai Abdul Samad which was handed over to the local authority in 2021. Situated at Lido Waterfront Boulevard, the system is well-equipped to trap garbage and prevent trash from flowing into the sea, which in turn helps to improve water quality and save marine lives. At our flagship development at Tropicana Golf & Country Resort, 18 retention ponds across Tropicana's 27-hole golf course were upgraded in FY2022 when for better irrigation and filtration system. These upgrading works have also provided rainwater harvesting which is used for watering the plants, grass and fruit trees.

# BIODIVERSITY MANAGEMENT

We are aware the land use change through our development and construction activities has certainly impacted the existing habitats and ecosystem which leads to biodiversity loss. Hence, we endeavour to protect biodiversity by incorporating conservation measures and responsible project development planning. This is reflected in our efforts to create a sustainable landscape within our development. Although we have yet to assess our existing operations for biodiversity risks, and the size and location of all habitat areas protected or restored; we endeavour to carry out the biodiversity risk assessment in our future reporting cycle. Currently, most of our developments

are built on brownfield land or secondary forest and had mostly been cleared of their original vegetation beforehand. Additionally, there were no rare, threatened or endangered species of vegetation which were found on most development, or had been removed from the site.

Among our efforts in enriching the biodiversity in our development, include the transplantation of mature trees, woodland planting, and the introduction of dragonflies as a natural pest control method in our developments.

## ENRICHING FOREST ECOSYSTEM

The Group planted 4,000 samplings in the central park of Tropicana Aman to create a diversified woodland that would eventually form overlapped, continuous and interlinked tree canopies. Woodland was introduced to enhance the greenery and enrich the ecosystem, providing biodiversity. Structure of Woodland:

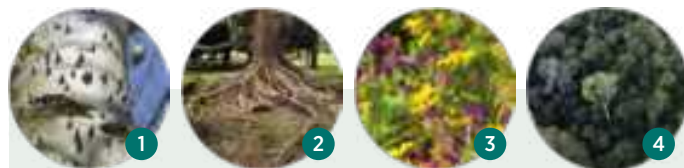
- Overlapped, continuous and interlinked tree canopies
- Nice green backdrops define the park boundary with softer treatment
- The more different kinds of plants there are, the greater the animal diversity



Total number of IUCN Red List species planted within our developments:

Level of extinction risk	Number of species
Critically endangered	0 species
Endangered	1 species • <i>Agathis borneensis</i> (Tropicana Heights, Tropicana Gardens & Tropicana Avenue)
Vulnerable	3 species • <i>Aquilaria malaccensis</i> (Tropicana Avenue) • <i>Barringtonia augusta</i> (Tropicana Aman) • <i>Hopea odorata</i> (all Tropicana developments)
Near threatened	2 species • <i>Shorea roxburghii</i> (Tropicana Aman & Tropicana Heights) • <i>Shorea sumatrana</i> (Tropicana Aman)
Least Concern	3 species • <i>Dipterocarpus baudii</i> (Tropicana Aman) • <i>Dipterocarpus oblongifolium</i> (Tropicana Aman) • <i>Shorea leprosula</i> (Tropicana Aman)

## Sustainable Landscape Design



- 1 Avoiding hazardous trees, such as poisonous, weak branches, thorny trunks, etc
- 2 Avoiding trees with aggressive root systems in the developments, especially next to the walkway and near underground utilities
- 3 Avoiding annual plants which require replenishment after the life cycles
- 4 Always consider native species in the planting scheme





To create that lush green oasis, there are more than 22,300 various plant species consisting of shrubs, turf and trees at Tropicana Golf & Country Resort. These also attract many species of birds and colourful insects. The resort management team took over 20 years to create this beautiful flora and fauna canvas around the development. Also staying true to the concept of sustainable green living, Tropicana's total landscape at public areas, golf course and clubhouse stands at 300 acres, an amount which equates to 50% of the entire site area of 625 acres.









## OUR GREEN LUNGS

Within the Tropicana Aman Central Park lies a 7km-long trail designed specifically for walking, jogging and biking. It is part of the landscape feature that promotes the “Walking and Biking Community” concept of Tropicana Aman, which also features its iconic yellow bike. The bike-friendly trail within the park is well connected with the walkway along the streetscape that is connected to each residential parcel.

Neighbourhood areas are connected by the Green Ribbon network and recreation gardens. Parks are designed for activities of various ages and abilities increasing street permeability and inviting the community into and through the site.

- Friendly and direct access
- Gazebos and seating areas are provided at certain spots within the Central Parks

Tropicana Aman Central Park which spans 80-acre features two main parks being the East Lake Park and the West Lake Park



## OUR GREEN FEATURES

- Selection of leafy plants to create lush greenery
- At least 10% of green spaces are crafted in the development
- To fulfil the growing demands of green lungs within the developments
- A wide variety of greenery is used in the landscaping of Central Parks to create lifescapes that grow with the residents
- Approximately 2,400 numbers of trees and palms have been planted in the Tropicana Aman Central Park creating an environment that is warm and inviting
- Estimated 1,500 numbers of trees and palms were planted in Tropicana Heights along the streetscape and Central Park
- Vertical green for high-rise developments such as façade treatment for car park floors such as Tropicana Grande and Tropicana Metropark Pandora Residences offers benefits such as purifying the air, decreasing and regulating temperatures, softening the building façade with vertical green while promoting biodiversity

## INTEGRATED PEST MANAGEMENT – DRAGONFLY POND PROJECT

Tropicana pioneers the use of dragonflies as a biocontrol mechanism. As one of the country's leading developers, Tropicana is the first to deploy dragonflies to control pests naturally in Tropicana Golf & Country Resort. The pilot project to release 88 larvae of Red Glider Dragonfly (*Tramae transmarina*) into a new man-made pond in TGCR on 24 September 2021 is a collaboration with well-known dragonfly expert Dr Choong Chee Yen from Universiti Kebangsaan Malaysia ("UKM").

Our Dragonfly Pond is a flagship project to breed and sustain a healthy dragonfly population at our golf course as a means to apply biological control to mosquitoes in the surrounding area, which is still thriving to this date. Dragonflies are known natural predators of mosquitoes and other insects, thus a commonly used integrated pest management ("IPM") measure has proven to be effective in the long term. Currently, there are a total of 14 species of flying adults of dragonflies and damselflies throughout the day. These dragonflies feed on mosquitoes and other pests, serving as a natural control mechanism with a hunting efficiency rate of up to 95%. Natural controls such as dragonflies, birds, bats and minnows enhance the biodiversity in a given site, in line with ESG principles. They also avoid the introduction of chemical or bacterial agents into the site's existing ecosystem, seen in conventional controls such as pest fogging and mosquito dunks utilising targeted bacteria such as *Bacillus thuringiensis israelensis* to control larvae populations.

### DRAGONFLIES & DAMSELFLIES SPECIES AT TROPICANA GOLF & COUNTRY RESORT:

1. Saddlebag Glider (*Tramea transmarina*)
2. Blue Dashers (*Brachydiplax chalybea*)
3. Common Flangetails (*Ictinogomphus decorates*)
4. Crimson Dropwings (*Trithemis aurora*)
5. Variegated Green Skimmer (*Orthetrum sabina*)
6. White-barred Duskhawks (*Tholymis tillarga*)
7. Sultan (*Camacinia gigantea*)
8. Yellow-barred Flutterers (*Rhyothemis Phyllis*)
9. Scarlet Skimmers (*Crocothemis servilia*)
10. Blue Adjutants (*Aethriamanta Aethra*)
11. Chinese Greenwings (*Neurobasis chinensis*)
12. Common Bluetails (*Ishnura senegalensis*)
13. Blue Sprites (*Pseudagrion microcephalum*)
14. Variable Wisps (*Agriocnemis femina*)








# PEOPLE: SOCIAL SUSTAINABILITY

## STAKEHOLDERS' ENGAGEMENT

The Group strives to maintain a clear and open channel of communication with our stakeholders to optimise the value creation of our business. Our key stakeholders are categorised into six groups that influence our business decisions. This year, we continue to explore new engagement avenues that serve to enhance the level of transparency and accountability throughout our business operations.

Stakeholder Group	Board of Directors 	Investing Community 	Employees 
<b>Engaging with Our Stakeholders</b>	Foster strong leadership practices to achieve operational efficiency and make sound strategic decisions that ensure business success	Ensure long-term sustainable returns by expanding our business portfolio and upholding corporate governance	Protect the welfare of employees while cultivating a continuously learning culture to provide exemplary service
<b>Areas of Interest</b>	<ul style="list-style-type: none"> <li>• Corporate strategy</li> <li>• Regulatory compliance</li> <li>• Investment strategy</li> <li>• Property portfolio</li> <li>• Long-term growth potential and profitability</li> </ul>	<ul style="list-style-type: none"> <li>• Return on investment</li> <li>• Property portfolio</li> <li>• Business diversity</li> <li>• Financial performance</li> <li>• Future outlook</li> </ul>	<ul style="list-style-type: none"> <li>• Career development opportunities</li> <li>• Benefits and remuneration</li> <li>• Conducive working environment</li> <li>• Welfare considerations</li> </ul>
<b>Methods of Engagement</b>	<ul style="list-style-type: none"> <li>■ Nomination Committee and Remuneration Committee meetings*</li> <li>■ Board of Directors, Audit Committee, Risk Management &amp; Sustainability Committee meetings*</li> <li>■ Pricing and Investment Committee meetings*</li> </ul> <p><i>* Additional meetings are held as and when required</i></p>	<ul style="list-style-type: none"> <li>■ Annual General Meeting</li> <li>■ Analyst briefings</li> <li>■ Financial performance results</li> <li>■ Corporate website</li> <li>■ Extraordinary General Meeting</li> </ul>	<ul style="list-style-type: none"> <li>■ Human capital development programmes</li> <li>■ Employee engagement platforms</li> <li>■ Company intranet and newsletters</li> </ul>
<b>Relevance to Material Sustainability Matters</b>	<ul style="list-style-type: none"> <li>• Economic Performance</li> <li>• Products and Services Responsibility (Social)</li> <li>• Employee Management</li> </ul>	<ul style="list-style-type: none"> <li>• Economic Performance</li> <li>• Products and Services Responsibility (Social)</li> <li>• Energy Efficiency</li> </ul>	<ul style="list-style-type: none"> <li>• Employee Management</li> <li>• Talent Development</li> <li>• Occupational Safety and Health</li> </ul>

## Frequency of Engagement

- Annually    ■ Semi-Annually    ■ Quarterly    ■ Monthly  
■ Continuously    ■ As and when required    ■ Project basis

## Customers



Create quality and innovative developments that bridge communities together

- Project features and design
- Product quality
- Sustainable considerations
- Surrounding amenities and facilities
- Customer support

- Customer satisfaction survey
- Marketing campaigns and events
- Corporate website and project microsites
- Social and digital media
- Tropicana 360 app
- Direct communication (SMS and email)

- Products and Services Responsibility (Social)
- Occupational Safety and Health
- Community Engagement
- Environmental Compliance
- Energy Efficiency

## Suppliers &amp; Contractors



Cultivate and sustain a strong relationship with our service providers, vendors and suppliers that meet the Group's quality and performance standards

- Fair and transparent supply chain and tendering process
- Contract availability
- Project management approach

- Training and coaching for compliance
- Meetings and discussions with suppliers/contractors
- Local and global supplier/contractor sourcing
- Supplier/contractor performance review

- Procurement Practices
- Occupational Safety and Health
- Contractor Management
- Contractor/Supplier Management
- Energy Efficiency

## Governing Agencies



Strive towards continuous compliance with regulatory requirements to uphold accountability and integrity

- Compliance with regulations
- Policies and frameworks applied to operations
- Fair and transparent practices



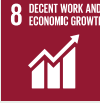

- Formal meetings
- Pre-consultations





- Occupational Safety and Health
- Contractor Management
- Environmental Compliance
- Energy Efficiency





# SOCIAL RESPONSIBILITY

Tropicana Group champions the development of our workforce by encouraging a culture of continuous learning and fair practices. To create a thriving workplace, our focus is set on preserving the health and safety of our stakeholders at all times, across all our operating areas. We also remain dedicated to realising our aspirations to deliver quality products and provide exemplary services to our customers. To this effect, key measures were undertaken to monitor customer satisfaction and gain valuable feedback on evolving consumer demands on properties in which they wish to own or invest in. The Group also extended our assistance to local communities in FY2023 via our charity channel – Tropicana Foundation. Donations and other contributions were allocated based on our commitment to improving livelihood and well-being in our community.

Material Sustainability Matter	Importance to Tropicana	Management Approach	Bursa Malaysia Common (C) & Sector-Specific (S) Indicators	Applicable UNSDGs	Relevant GRI Standards
<b>Employee Management</b>	To develop a healthy and productive workforce that represents the Group in an exemplary manner while achieving job satisfaction	Encourage a harmonious and fair working environment for employees to create value within our workforce	<ul style="list-style-type: none"> <li>• C3(a) Percentage of employees by gender and age group, for each employee category</li> <li>• C3(b) Percentage of directors by gender and age group</li> <li>• C6(b) Percentage of employees that are contractors or temporary staff</li> <li>• C6(c) Total number of employee turnover by employee category</li> <li>• C6(d) Number of substantiated complaints concerning human rights violations</li> </ul>	   	<ul style="list-style-type: none"> <li>• GRI 2: General Disclosures 2021</li> <li>• GRI 202: Market Presence 2016</li> <li>• GRI 401: Employment 2016</li> <li>• GRI 402: Labour/ Management Relations 2016</li> <li>• GRI 405: Diversity and Equal Opportunity 2016</li> <li>• GRI 406: Non-discrimination 2016</li> <li>• GRI 407: Freedom of Association and Collective Bargaining 2016</li> <li>• GRI 408: Child Labour 2016</li> <li>• GRI 409: Forced or Compulsory Labour 2016</li> </ul>
<b>Talent Development</b>	To enhance the employability of our workforce and provide value-added service to our stakeholders	Encourage a culture of continuous learning to develop a formidable workforce that is highly knowledgeable of the property market and provides excellent customer service	C6(a) Total hours of training by employee category	   	<ul style="list-style-type: none"> <li>• GRI 404: Training and Education 2016</li> </ul>

Material Sustainability Matter	Importance to Tropicana	Management Approach	Bursa Malaysia Common (C) & Sector-Specific (S) Indicators	Applicable UNSDGs	Relevant GRI Standards
<b>Occupational Safety &amp; Health</b>	To protect the well-being of our workforce and ensure the safety of all stakeholders is maintained	Implement measures to strengthen the culture and awareness of occupational safety and health among our stakeholders	<ul style="list-style-type: none"> <li>• C5(a) Number of work-related fatalities</li> <li>• C5(b) Lost time incident rate</li> <li>• C5(c) Number of employees trained on health and safety standards</li> </ul>	 	<ul style="list-style-type: none"> <li>• GRI 403: Occupational Health and Safety 2018</li> </ul>
<b>Contractor Management</b>	To engage with contractors with values and principles that align with the Group in producing an output that meets the demand and expectations of the market	Adopt clear and Transparent practices between the Group and our contractors to promote efficient contract management that facilitates a beneficial working relationship	<ul style="list-style-type: none"> <li>• C7(a) Proportion of spending on local suppliers</li> <li>• S6(a) Percentage of new suppliers that were screened using environmental criteria</li> <li>• S6(b) Number of suppliers assessed for environmental impacts</li> <li>• S7(a) Percentage of new suppliers that were screened using social criteria</li> <li>• S7 (b) Number of suppliers assessed for social impacts</li> </ul>	 	<ul style="list-style-type: none"> <li>• GRI 2: General Disclosures 2021</li> <li>• GRI 204: Procurement Practices 2016</li> <li>• GRI 308: Supplier Environmental Assessment 2016</li> <li>• GRI 414: Supplier Social Assessment 2016</li> </ul>
<b>Products &amp; Services Responsibility (Social)</b>	To continuously improve the quality of our deliverables and enhance services that exceed the expectations of our customers	Create quality deliverables to enhance brand reputation as well as benefit homeowners and the surrounding community	<ul style="list-style-type: none"> <li>• C8(a) Number of Substantiated complaints concerning breaches of customer privacy and losses of customer data</li> </ul>		<ul style="list-style-type: none"> <li>• GRI 2: General Disclosures 2021</li> <li>• GRI 416: Customer Health and Safety 2016</li> <li>• GRI 417: Marketing and Labelling 2016</li> <li>• GRI 418: Customer Privacy 2016</li> </ul>
<b>Brand &amp; Reputation</b>	To build up a positive brand reputation in increasing the company value and position	Creating good quality products and services that benefit the investors, customers, purchases and community in the area where we operated	-	 	<ul style="list-style-type: none"> <li>• GRI 2: General Disclosures 2021</li> <li>• GRI 416: Customer Health and Safety 2016</li> <li>• GRI 417: Marketing and Labelling 2016</li> </ul>



Material Sustainability Matter	Importance to Tropicana	Management Approach	Bursa Malaysia Common (C) & Sector-Specific (S) Indicators	Applicable UNSDGs	Relevant GRI Standards
<b>Community Engagement</b>	To encourage the culture of giving back while endorsing harmonious living that uplifts the well-being of the community	Share the wealth and prosperity of the Group with local communities in which we operate	<ul style="list-style-type: none"> <li>• C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer</li> <li>• C2(b) Total number of beneficiaries of the investment in communities</li> </ul>	 	<ul style="list-style-type: none"> <li>• GRI 411: Rights of Indigenous Peoples 2016</li> <li>• GRI 413: Local Communities</li> <li>• GRI 415: Public Policy 2016</li> </ul>

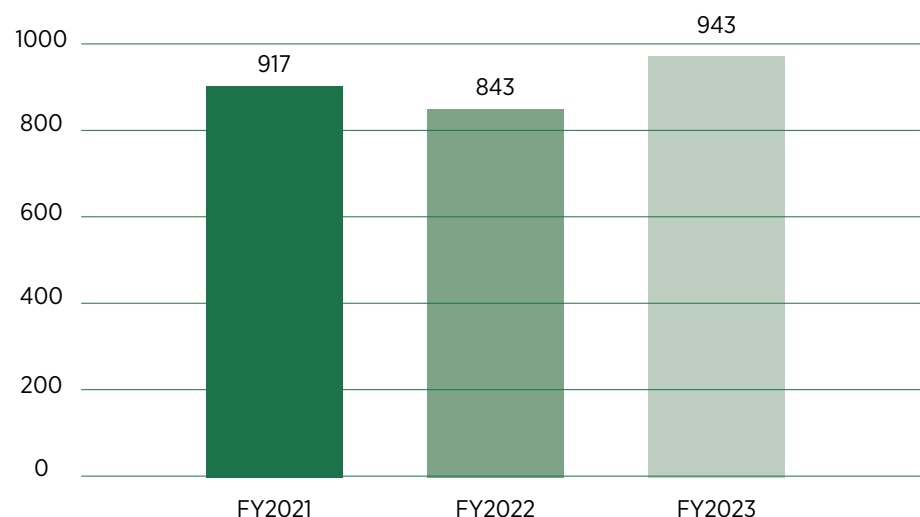
## EMPLOYEE DIVERSITY & INCLUSION

To sustain a thriving business and deliver value to our shareholders, we place the best interest of our employees at the forefront of our operating considerations. We believe that our people are the foundation and strength that enabled Tropicana to reach the success that it has achieved and hold the potential to propel the Group to greater heights. Therefore, we continuously work towards creating a conducive working environment by empowering our workforce through fair practices and inclusivity while rejecting any form of discrimination based on gender, ethnicity, age and creed. The Group does not condone forced or compulsory labour, child labour, or any form of discrimination in our business operations and supply chain. At Tropicana, our employees are allowed to exercise their labour rights while following the Group's in-house rules such as forbidding any staff from refusing to work, wilfully slow-down work and participating in illegal strikes. Tropicana values work-life balance and does not encourage working overtime or on weekends, unless necessary.

### A DIVERSE & INCLUSIVE CORPORATION

As of 31 December 2023, we employed a total of 943 employees. The numbers are significantly higher compared to FY2022 due to improved reporting as we included employee data from Tropicana Golf & Country Resort in FY2023, which were excluded in FY2021 and FY2022 reporting previously. As a strong industry player, we believe it is our responsibility to contribute towards developing the national economy as well as uplifting the livelihood of fellow Malaysians. As such, we prioritised hiring local talents to develop their careers up to the global standards that the Group aligns itself with. With regards to employing creative minds that can contribute innovative input, the Group believes in hiring talent that spans a wide age range to achieve a good balance of new ideas and seasoned experiences.

**Total No. of Employees**



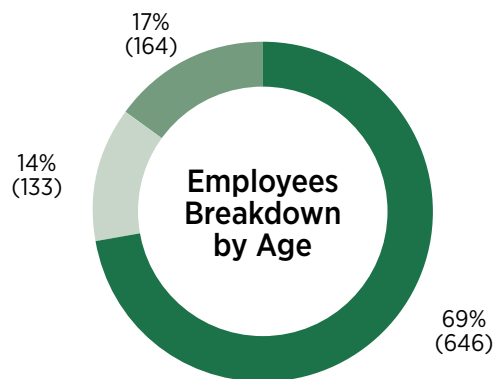
## Percentage of Board Members by Gender (%)

Gender/ Year	2021	2022	2023
Male	77%	83%	70%
Female	23%	17%	30%

## Percentage of Board Members by Age Group (%)

Age Group/ Year	2021	2022	2023
<30 years	-	-	-
30-50 years	38%	42%	30%
>51 years	62%	58%	70%

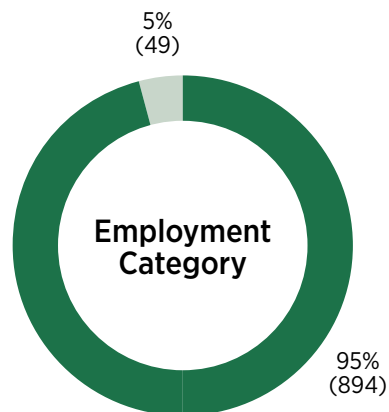
## 100% OF OUR GROUP'S MANAGEMENT TEAM ARE LOCALS



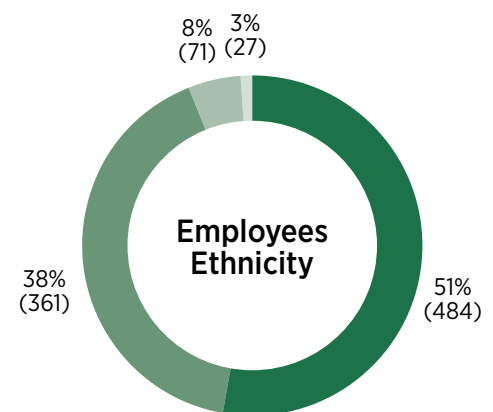
■ <30 years   ■ 30-50 years   ■ >50 years



■ Male   ■ Female



■ Contract   ■ Full-time



■ Bumiputera   ■ Chinese   ■ Indian   ■ Others



For the total number of workers who are not employees and whose work is controlled by Tropicana Group, we collect the data through monthly reports. These are employees who are not full-time equivalent employees, who are not under our payroll and who are managed through a recruitment agency. During the year under review, there are no significant fluctuations in the number of workers who are not employees.

Types of Worker	No. of Headcount
Agency Workers	Nil
Apprentices	Nil
Contractors	Nil
Home Workers	Nil
Interns	26
Self-employed Persons	Nil
Sub-contractors	Nil
Volunteers	Nil

In FY2023, we have a balanced workforce of female and male employees. We continue to endorse initiatives that prioritise gender equality, such as providing nursery rooms, and career opportunities based on merit, aside from maternity leave and paternity leave. Tropicana will not encourage nor tolerate any form of speech and conduct which may fall under the term which constitutes “Sexual Harassment” whether subtle or explicit. It is our policy to preserve a professional working atmosphere of trust and respect and our employees should have the right to work in an environment free of sexual harassment no matter what their gender.

We encourage good, open and healthy communication among our employees to create harmony in the workplace and all employees must also be sensitive to what may be considered offensive. We encourage employees to discuss any issues or problems openly with their supervisors and management. Should there be any conduct that the employee feels uncomfortable with, the employee could always refer to our grievance handling procedure in our employee portal. Employees are encouraged to use this grievance mechanism set up by the company when from time to time, there are complaints, misunderstandings regarding any employment practice, problems at office, performance evaluations or other issue including allegations of discrimination or harassment. For the year under review, we recorded zero discrimination cases reported.

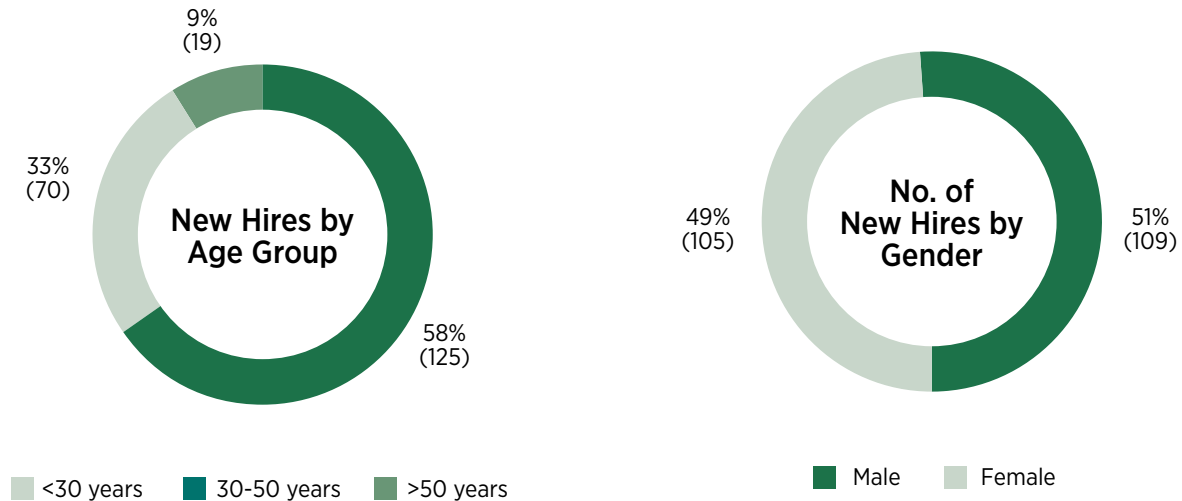
#### Distribution by Employee Category & Gender



*Note: Permanent employees only*

## RETAINING OUR TALENT

The Group closely monitored the attrition rates of our employees to ensure that we retain our talent without compromising on the quality of skills and experience. We look to retain our talents and attract new ones by offering competitive compensation packages and benefits along with a conducive working environment that emphasises fair practices and continuous learning. We welcomed 214 new permanent employees during FY2023. This is attributed to Tropicana's healthy business expansion which has added more opportunities to the job market. We give adequate notice periods of at least two (2) weeks to employees and their representatives before the implementation of significant operational changes that could substantially affect them.



## BENEFITS PROVIDED TO FULL-TIME EMPLOYEES:

### Personal Accident Insurance

- Provided to all full-time and fixed-term contract employees

### Hospitalization Insurance

- Provided to all full-time and fixed-term contract employees and family members of the Deputy General Manager and above

### Outpatient

- Provided to all full-time and fixed-term contract employees and family members of Managerial and above

### Marriage Token

- Provided to all full-time and fixed-term contract employees

### Newborn Token

- Provided to all full-time and fixed-term contract employees

### Compassionate Token

- Provided to all full-time and fixed-term contract employees

### Birthday Token

- Provided to all full-time and fixed-term contract employees

### Annual Professional Association Membership Subscription

- Provided to all full-time and fixed-term contract employees of Executive and above

### Dental Benefits

- Provided to all full-time and fixed-term contract employees and family members of the Assistant Manager and above

### Optical Benefits

- Provided to all full-time and fixed-term contract employees

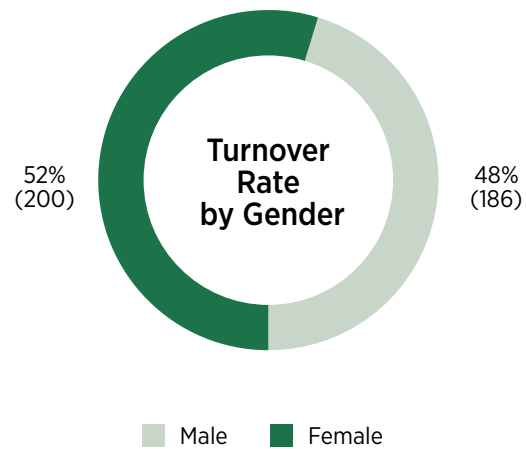
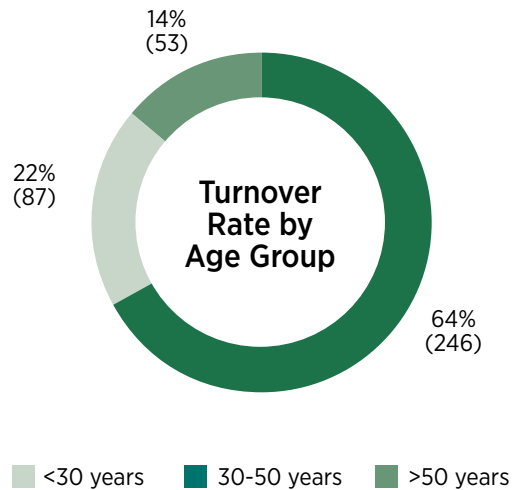
### Health Screening Benefits

- Provided to all full-time and fixed-term contract employees

### Prolonged illness

- Provided to all full-time employees only





## RETENTION STRATEGIES

### Fair & Competitive Remuneration

Based on:

- Skillset
- Years of experience
- Knowledge of the field
- Talent & potential

### Talent Development

- Upskilling training courses
- Internal and external training

### Generous Benefits

- Medical
- Dental
- Insurance Coverage
- Optical etc



## LEARNING & DEVELOPMENT

Tropicana Group champions the development of our workforce by encouraging a culture of continuous learning and fair practices. While a large portion of our operations is attributed to developing land into exclusive townships and properties for general society, our business model also includes the service delivery of our products. Therefore, effective customer engagement practices and sound knowledge of the property industry are essential to enhancing the value creation of our business. It is also our policy to provide relevant training to acquire relevant knowledge, attitude, skills and right habits to complement the employee self-development and career growth; for them to be able to perform the required job function in line with the company's business goals.

In FY2023, we achieved 8,780.5 hours of training for our employees across the Group. The training offered throughout the year under review covers technical skills training, organizational development skills, safety training, leadership development program & management development program. We also provide financial assistance to employees who are interested in pursuing knowledge with a training bond imposed; and a good facility such as training rooms and laptops to be used in IT-related training.

Our employees are encouraged to seek out courses relevant to their job functions to remain competitive and highly knowledgeable about operational management, governance, consumer trends and property market demand. Tropicana continues to endorse continuous learning as a journey towards optimising our business performance and promoting career development opportunities.

### Training hours by gender in FY2023

Training Hours/ Gender	Male	Female
Total No. of Unique Trainees	98	202
Total No. of Training Hours	3,472.50	5,308.00
Average Training Hours Per Employee	35.4	26.28

### Training hours by employee category in FY2023

Employee Category	Total Numbers of Training Hours	Average Training Hours Per Employee
Non-Executive (GG, C1, C2)	848	40.38
Executive (E3, E2, E1)	2,173	18.73
Managers (M3, M2, M1)	4,706.5	38.58
General Managers (S3, S2, S1)	1,028	29.37
Directors (D3, D2, D1)	25	4.17

Percentage of total employees by gender and by employee category who received a regular performance and career development review during the reporting period.

### By gender

FY2023	Male	Female
Total No. of Employees	330	340
No. of Employees Who Received Performance & Career Development Reviews	302	302
Percentage of Employees Who Received Performance & Career Development Review	91.52%	88.82%

### By employee category in FY2023

Employee Category	Total No. of Employees	No. of Employees Who Received Performance & Career Development Reviews	Percentage of Employees Who Received Performance & Career Development Review
Non-Executive (GG, C1, C2)	170	161	94.71%
Executive (E3, E2, E1)	218	197	90.37%
Managers (M3, M2, M1)	192	170	88.54%
General Managers (S3, S2, S1)	65	60	92.31%
Directors (D3, D2, D1)	25	16	64.00%



# OCCUPATIONAL SAFETY & HEALTH (“OSH”)

Tropicana maintains a high level of concern for the safety of our site employees and workers who are not employees but work on project sites controlled by the Group. Our operations are guided by regulations and standards by the Department of Occupational Safety and Health (“**DOSH**”) and CIDB on matters related to site safety and health, and most of our site has a Safety Plan enforced, with a Safety Officer/Supervisor onsite. All parties that entered our project site grounds were required to wear personal protective equipment (“**PPE**”) at all times and site workers were provided with specialised protective equipment in line with specific job functions such as working at height, confined spaces or handling chemicals.

The Group performed its due diligence with regard to OSH matters via the project team monitoring the safety reports produced by the contractors we engage with and conducting regular assessments of on-site safety. We have weekly safety training programs and also weekly toolbox meetings conducted at our construction sites. All our Group Health & Safety processes and policies adhere to all relevant regulatory and legislative guidelines, i.e., the Occupational Safety & Health Act (“**OSHA**”) 1994 as transcribed by the Department of Safety & Health (“**DOSH**”), Factories and Machinery Act 1967, Construction Development Board Act 1994 and applicable standards associated to the safety, health and well-being of our employees.

We set a target of a safe and healthy workplace with a target fatality rate of 0 (zero tolerance) annually, due to preventative and mitigation measures taken, while all injuries or near misses are treated with utmost priority. During the year under review, we recorded zero (0) fatalities in our operational area.

Employees	2023 (first year reporting)	
	Number	Rate
Fatalities	0	0
Work-related Injury	0	0
Number of hour worked	1,855,824	

Rates were calculated based on 1,000,000 hours worked

Non-Employees	2021		2022		2023	
	Number	Rate	Number	Rate	Number	Rate
Fatalities	0	0	1	0.04	1	0.04
Work-related injury	0	0	0	0	3	0.12
Number of hour worked	3,073,975		25,319,074		25,206,800	

Rates were calculated based on 1,000,000 hours worked

Employees *first year reporting	2023	Non-Employees	2023
Fatalities due to work-related ill health	0	Fatalities due to work-related ill health	0
Recordable work-related ill health	0	Recordable work-related ill health	0

\* First year reporting



EN 1998 Eurocode 8 applies to the design and construction of buildings and other civil engineering works in seismic regions. Its purpose is to ensure that in the event of earthquakes:

1. Human lives are protected;
2. Damage is limited;
3. Structures important for civil protection remain operational.

In Malaysia, regulations are already in place for the design of building structures to withstand seismic activity. The construction standard for seismic resistance for building structures is the National Annex to Eurocode 8 (EC8), officially known as MS EN 1998-1:2015. This standard is published by the Standards Department (JSM) which comes under the Science, Technology and Innovation Ministry of Malaysia.

**TwinPines Serviced Suites,  
Tropicana Grandhill is  
Tropicana's first development  
at Genting Highlands to  
adhere to Malaysian Standard  
for seismic resistance.**



TROPICANA GRANDHILL

TwinPines Serviced Suites at Tropicana Grandhill comprises 1,443 residential units in two towers, with built-ups from 379 sq ft to 1,330 sq ft. Residents can enjoy ample resort-style facilities, from a heated swimming pool, spring jacuzzi and putting green to a gymnasium, yoga studio and more. These will be supplemented by commercial catalysts and other offerings, which will be announced in the near future. The development as a whole has been designed for optimal safety, starting with a solid construction base and meticulous earthwork planning. TwinPines Serviced Suites showcases this approach with full compliance to Malaysian Standard guidelines for seismic resistance. In addition, multiple layers of security at the building entrance, lift lobby and lift cars, as well as panic buttons at facility and common areas cater for the well-being of residents and owners.



TWINPINES SERVICED SUITES		
Safety, Quality & Green Features		
Safety	Malaysian Standard seismic resistance	Following Malaysian Standard standards for structural design, including planning for building sway by incorporating reinforcement bars, catering for lateral forces caused by earth movements
	QLASSIC quality target	TwinPines Serviced Suites aims for an 80% QLASSIC rating, surpassing the industry average of 75%. QLASSIC is benchmarked by the Construction Industry Development Board (“CIDB”) Malaysia’s quality system assessment for construction
Quality	Branded fixtures & finishing	Engineered for life with American Standard sanitaryware, Daikin air conditioners, Niro Granite tiles and more
	Fully-furnished packages	Hassle-free home ownership offers seamless moving-in experiences and immediate rental
Environmentally-friendly	Green features	<ul style="list-style-type: none"><li>• Adheres to Environmental Management Plan (“EMP”) to restore greenery with a pledge to build green parks</li><li>• Use of green label building products such as mould resistant paint, recycled aluminium content, sealant, skim coats and more</li><li>• Adherence to water, waste and hazardous materials management with scheduled discharge and flood control management</li><li>• 5 EV charging stations on the ground floor</li></ul>

## MAINTAINING WORKPLACE SAFETY AT OUR PROJECT SITES



**Site PPE**

- Helmets
- Gloves and Safety shoes
- Safety goggles
- Body harness and visibility vests



**Reporting Mechanism**

- Fortnightly OSH report submitted by contractors reviewed by the project team
- On-going coordination between contractors and Inspector of Work (“**IOW**”) on safety management approach
- Regular hazard and risk assessment at the site
- Inspection by the project and QA team during the construction phase



**Engagement with Site Workers**

- Regular toolbox meetings
- Daily safety briefings
- Housekeeping inspection
- Highlight safety issues during project meetings



**Compliance with Regulatory Requirements**

- Occupational Safety and Health Act 1994
- Factories and Machineries Act 1967
- CIDB Guidelines on First Aid Facilities at Workplace



# CONTRACTOR MANAGEMENT

While each project may differ in features and configuration, the construction phase operates as a uniform system that demands multi-stakeholder management and sound governance.

We have set up a construction management operation manual which includes our approach during the development stage (project management), which generally covers our approach in contractor management and the responsibility of our project team to ensure construction works are well planned, implemented and monitored under controlled conditions as per documented procedures. Our project team also need to assess risks and opportunities in handling issues and requirements related to construction management.

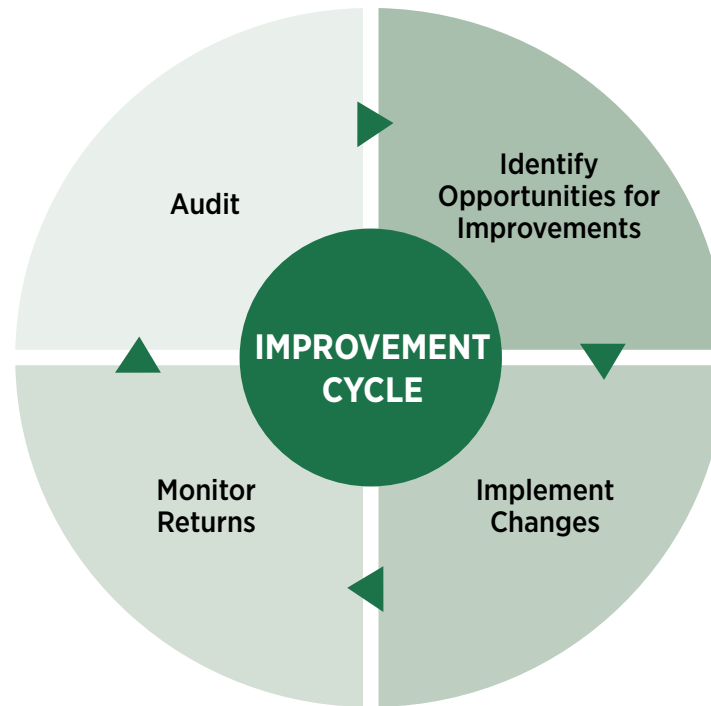
To ensure efficiency and compliance with regulatory requirements throughout our construction phase, we are supported by our capable project team, Quality Assurance (“QA”) team and Vacant Possession (“VP”) team at each project site. Further, the consultants and contractors we engage with are rigorously assessed for their experiences, resources and ability to meet delivery expectations. To maintain our track record as a reputable developer, our contractors are regularly (monthly) evaluated for their performance and compliance with national and local laws. Further engagement will be pursued if we notice there is any performance lagging. The framework below describes our general contractor management practices which apply to our on-going projects. The management approach may be adjusted to the requirements of each project as deemed necessary by our project team.

Engagement Method	Management Approach	Details
<b>Project Progress</b>	<ul style="list-style-type: none"> <li>Meeting at project site between Project team and Contractor</li> <li>Project progress meeting</li> <li>Delays in work progress</li> </ul>	<ul style="list-style-type: none"> <li>Daily monitoring of work progress at the project site</li> <li>Discuss overall construction progress and highlight any challenges</li> <li>Conducted with the contractor and consultant to closely coordinate mitigation plan to reduce any delays</li> </ul>
<b>Contractor Performance</b>	<ul style="list-style-type: none"> <li>Grading system to benchmark performance</li> </ul>	<ul style="list-style-type: none"> <li>Identify strengths and weaknesses of contractor performance to ensure work quality and timeline are aligned with the Group’s expectations</li> </ul>
<b>Regulatory Compliance</b>	<ul style="list-style-type: none"> <li>Site monitoring by the project team</li> <li>Review of contractor’s fortnightly safety report</li> </ul>	<ul style="list-style-type: none"> <li>Contractors are required to adhere to national and local laws, environmental acts and regulations outlined by CIDB as stated in their contract</li> <li>Ensure all safety measures are adhered to and comply with DOSH requirement</li> </ul>
<b>Construction Quality</b>	<ul style="list-style-type: none"> <li>Progressive quality assessment</li> <li>Building quality inspection</li> <li>Requirement to meet QLASSIC score of 85%</li> </ul>	<ul style="list-style-type: none"> <li>Assessment by the QA team to gauge the workmanship performance of the main contractor</li> <li>Close monitoring by the project team to ensure contractors adhere to the method statement and construct according to the latest approved drawings and specifications</li> <li>Contract specification</li> </ul>
<b>Post Construction Monitoring</b>	<ul style="list-style-type: none"> <li>Pre-Delivery Inspection</li> <li>Product delivery and defects rectification</li> </ul>	<ul style="list-style-type: none"> <li>Before vacant possession to the purchasers, consultants evaluate the final product for quality assurance and defects management</li> <li>The VP team will engage with purchasers during property handover and manage any defects or enquiry</li> </ul>

## Frequency of Engagement

■ Daily
■ Fortnightly
■ Quarterly
■ Post Construction
■ Weekly
■ Monthly
■ As and when required

# QUALITY ASSURANCE



Tropicana remains consistent in our commitment to upholding the quality of our products and services that meet stakeholders' expectations. Ingrained in our Tropicana DNA, quality excellence extends beyond the products we create to include the services we provide, operational performance and construction practices at our project sites. Essential to ensure customer satisfaction and brand loyalty, maintaining quality performance also promotes cost and operational efficiencies that ultimately reduce the wastage of resources and manpower throughout the construction phase of our projects. To achieve this, we adopt the Improvement Cycle – a series of steps and actions that facilitates the continuous assessment of our products and operations to enhance value creation for our stakeholders.

Over the past few years, our Quality Assurance (QA) team has been working diligently to improve our internal processes. To achieve this goal, we have been collaborating closely with cross-functional teams to focus on Digital Transformation initiatives. Through these efforts, we have been able to significantly enhance the efficiency and effectiveness of our operations. Our QA team's dedication and strategic approach have played a pivotal role in driving this progress and helping us stay ahead of the curve in a rapidly evolving digital landscape.

## QUALITY MANAGEMENT SYSTEM (QMS)

Tropicana's Quality Management System ("QMS") is a strong foundation of well-developed processes that are guided by Internationally recognised ISO9001: 2015 that certified since 2014. It is a system of processes that demonstrate the best practices, prevention measures, performances, management involvement and customer satisfaction. Our Quality Assurance department plays an integral role in establishing, enforcing and continually improving the Group's Quality Management System via Quality Manuals and Standard

Operating Procedures ("SOP") that cater for different business functions throughout Tropicana.

The staff across all levels have gone through training and awareness sessions to ensure processes are recognised and followed through to effectively meet our policy and procedures to increase efficiency. The QMS also further progressing towards enhancing the effectiveness of key processes with digitalisation.

## INTERNAL QUALITY AUDIT

Quality audits are fundamental to the Quality Management System of Tropicana. Audits are conducted to determine the conformance of company policies, test the effectiveness of the quality system, promote transparency for corporate governance and highlight examples of good practices. In Tropicana, the Internal Quality Audit ("IQA") was performed by our trained Quality Assurance team. The IQA serves as an interaction between processes and identifies weak links for opportunities for continual improvement while focusing on prevention measures.

## PERFORMANCE OF OUTSOURCED SERVICES

As consultancies, construction works and procurement/supplies are outsourced, Tropicana has developed a series of control measures monitor the quality of services rendered through quarterly online-based e-performance evaluation. The evaluations are non-generic. It is designed and developed to emphasise project stages and mean deviation across the organisation. The evaluation is reviewed and meetings are conducted to garner response and immediate proactive action for improvement from outsourced services through the Evaluation Review Feedback ("ERF"). Tropicana has always put high importance on quality delivery. Systematic Quality Benchmark Trainings ("QBT") are conducted and reported regularly with an emphasis on maintaining quality through internal and external supply chains.



QUALITY MEASURES

Contractors & Suppliers Quality Measures	Project Construction Quality Measures
<ul style="list-style-type: none"><li>• Yearly performance evaluation of new and existing suppliers (indirect) with annual accumulative purchases above a specified amount</li><li>• Quarterly performance evaluation of contractors and consultants engaged to achieve specified performance targets based on the internal benchmark</li></ul>	<ul style="list-style-type: none"><li>• Contractor Quality Briefing (“CQB”) on Tropicana quality requirements by the QA team upon the commencement of a project</li><li>• Monthly Project Quality Audit (“PQA”) to monitor in-progress construction quality</li><li>• Quarterly internal QLASSIC assessment to ensure project progress as per target quality established</li><li>• Contractors Quality Benchmark Training (“QBT”) by trade to ensure stringent Quality Control in place</li><li>• Pre-delivery inspection (“PDI”) as final Quality verification before vacant possession (“VP”)</li><li>• Periodic Quality review and discussion to uphold defects prevention and improvement</li></ul>

MAINTAINING QUALITY THROUGHOUT CONSTRUCTION

As a responsible developer, we regularly assess the performance of our suppliers, consultants and contractors for their quality of service and product delivery. This measure helps to minimise construction wastage by managing defect works and providing assurance to our customers on the value of their purchase.

INDEPENDENT QUALITY ASSESSMENT & QLASSIC AWARD

Our commitment to Quality Assurance remains one of our mainstays. Tropicana has adopted the Quality Assessment for Building Construction Works (“QLASSIC”) across projects, based on the Construction Industry Standards CIS: 7 2014. In 2023, we continued with our achievements, with Tropicana Aman Elemen being the latest assessed project by CIDB for the year:

Year	Project	Project Type	Date of Assessment	Score
2023	Tropicana Aman Elemen	Double Storey Terrace	10 October 2023	82%





## MAINTAINING QUALITY TEAM PERFORMANCE

To ensure that our quality assurance practices stay up-to-date with changing industry trends and requirements, our QA team has provided relevant training programmes for both the project and project support teams. We have utilised both internal and external learning resources to refine our training programmes throughout FY2023, incorporating essential information that enhances service delivery and improves the efficiency of our product quality assessments.

Training Programme	Programme Objectives
<b>Internal</b>	
<b>Quality Awareness Workshop</b>	<ul style="list-style-type: none"> <li>To understand the common issues and instil best quality practices</li> <li>To discuss and understand Customer's quality expectations collected from Quality Survey Analysis by Marketing &amp; Sales</li> </ul>
<b>ISO Awareness Training (Project Team)</b>	<ul style="list-style-type: none"> <li>To create awareness of SOP and process interaction towards meeting internal and external customer expectation</li> </ul>
<b>Mock-Up Unit Inspection Briefing</b>	<ul style="list-style-type: none"> <li>To ensure all Department-PIC aware of the SOP and know their scope during the mock-up unit inspection</li> </ul>
<b>Continual Improvement Briefing</b>	<ul style="list-style-type: none"> <li>To instil the culture of Continual Improvement (CI) in achieving process efficiency and eliminating wastages/defects in meeting stakeholder's expectation</li> </ul>
<b>External</b>	
<b>QLASSIC Awareness Course</b>	<ul style="list-style-type: none"> <li>Understand the QLASSIC assessment system</li> <li>Learn to implement QLASSIC quality standards</li> <li>Learn QLASSIC assessment tools and methods</li> <li>Learn how to achieve a high QLASSIC score</li> </ul>



# SERVICE EXCELLENCE

To understand the needs of our key stakeholders, Tropicana recognises the importance of conducive engagement measures that allow us to constructively communicate with our customers. Such as the practice in the previous years, we conducted customer satisfaction surveys on property purchasers who were willing to provide their input. Through their feedback, we can effectively gauge the expectations and concerns of our customers while also understanding shifting consumer trends that would help the Group position itself as a customer-centric organisation.

## ENGAGE WITH US

The Group's Customer Care Unit ("CCU") and VP teams function as a direct line of communication to our customers to gain their feedback or concerns regarding any of the Group's products and services. To create a seamless end-to-end property ownership experience, our team of professionals helms a variety of communication platforms, both online and offline, for greater efficiency and enhanced capabilities to provide value-added solutions to our customers.

## PRIORITISING CUSTOMER NEEDS

Concerning complaints resolution, purchasers are closely guided by our professional CCU and VP team upon the lodging of a complaint, online or manually, and are kept abreast of any rectification works on their properties. We put high priority on ensuring service readiness to address the needs of our customers throughout their homeownership journey with Tropicana.

### Customer Care Line

03-7663 6888

### Customer Care Email

customer@tropicana.com.my

### Social Media

Facebook, Instagram, Project Micro-sites

### On-site Customer Representatives

VP team members

### Tropicana T360 App

Available for download on iOS and Android

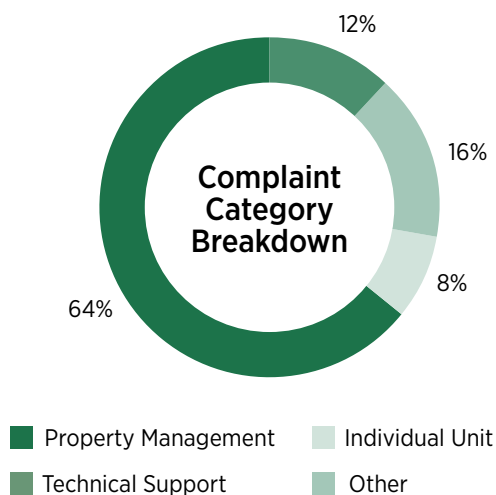


### Customer Satisfaction Survey Results FY2023

Name of Development	Total CSS Distributed	Response Rate (%)
Tropicana Aman (Aman 1)	16	81
Tropicana Aman (Elemen)	230	83
Tropicana Heights (Lakefield)	2	100
Tropicana Metropark (Paisley)	5	100

### Customer Feedback on Tropicana as a Brand in FY2023

Name of Development	Tropicana Aman (Aman 1)	Tropicana Aman (Elemen)	Tropicana Heights (Lakefield)	Tropicana Metropark (Paisley)
Would you recommend our properties to your friends/relatives? Number of "Yes"	100%	94%	50%	100%
Will you buy another TCB property? (% of "Yes" responses)	100%	NA	50%	80%
How would you rate TCB against other brands? (Rating 1-5)	4.0	4.3	2.5	4



We always strive to go beyond customer satisfaction by delivering quality services. We constantly engage with our customers via various engagement platforms to meet their needs and expectations. To uphold the customer satisfaction standard, we utilise several tools to obtain feedback which include the annual Customer Experience Survey ("CES"), and individual engagements among others.

### KEY INITIATIVES IN 2023

Additionally, in FY2023 we participated in CXP Best Customer Experience Awards 2023 and are honoured to be selected as a winner. This is in line with the several improvement initiatives in the customer satisfaction scopes that were driven by the Customer Care Unit which aim to drive higher satisfaction level for instance, seminars which focus on improving the general knowledge and skills of the Tropicana team.



# BUSINESS INNOVATION

As we continue to reap the benefits of emerging technologies that promote rapid digital transformation, Tropicana considers business innovation as one of the key contributors to our long-term business growth. While the pandemic certainly helped fuel the adoption of digitalised operations within the industry, as a market leader, this accelerated Tropicana’s efforts to digitalise our internal and external processes further.

## TROPICANA 360 APP

To elevate the user experience for our customers, Tropicana embarked on a journey to develop a digital platform that provided value-added solutions and access to a wide variety of our developments and clubhouses. The Tropicana 360 (“T360”) application is a lifestyle platform that delivers innovative solutions through an automated channel of engagement for greater efficiency. The all-encompassing app is tailored to integrate customer service avenues with our VP and CCU team while providing timely updates on the progress of our projects. We strive to redefine the homeownership experience by converging informative property news about our developments, property management and facilities booking into one seamless platform. Since the official launch of the T360 app, we received positive responses in terms of the number of app downloads and usage by our property purchasers, shoppers at Tropicana Gardens Mall as well as members of the public. We have also registered an increasing

number of active members from 9,739 (FY2022) to 32,991 (FY2023), an impressive jump of 238%! We eagerly encourage new property purchasers and members of the public to download the T360 app to enjoy a host of benefits such as rebates on the next property purchase, property referral fees, merchant discounts, property maintenance or repair and many more.

## PROTECTING DATA PRIVACY

As many processes become digitalised, data privacy and security are material to our business operations. The Group collects and retains selected data from purchasers for homeownership applications which include personal data, financial background and work history. To address the need for data privacy by our stakeholders, we strictly abide by the regulations outlined in the Personal Data Protection Act (“PDPA”) 2010. We keep our stakeholders informed about the use of their data and apply strict security measures to avoid any breaches. During the year under review, there are no substantiated complaints reported related to breaches of customer privacy, data leaks, thefts or losses of customer data from external parties and regulatory bodies.

We strive to maintain this track record by managing clear communication channels with our stakeholders and obtaining consent for every data we utilise or retain for business purposes.

REGISTERED AN INCREASING NUMBER OF ACTIVE MEMBERS FROM 9,739 (FY2022) TO 32,991 (FY2023), AN IMPRESSIVE JUMP OF **238%**

Strong Database Across Tropicana Platforms:	Total Active Members:	New App Membership:
Approximately 668,000	32,991	23,252 (for FY2023)

# T360



FY2021 T360 App Update	FY2022 T360 App Update	FY2023 T360 App Update
<ol style="list-style-type: none"><li>Loyalty Programme Module (T Privilege)<ul style="list-style-type: none"><li>Access to member profile</li><li>Reward catalogue</li><li>Highlights</li><li>Reward redemptions</li></ul></li><li>Clubhouse module (Tropicana Aman Recreational Hub)<ul style="list-style-type: none"><li>Booking for public and sports facilities</li><li>Membership information</li><li>Contact us section</li></ul></li><li>Clubhouse module (TGCR)<ul style="list-style-type: none"><li>New VIP Suite Booking System for Royal Suite, Perdana Suite, Presidential Suite and Premier Suite</li></ul></li></ol>	<ol style="list-style-type: none"><li>Loyalty Programme Module (T Privilege)<ul style="list-style-type: none"><li>Process on account activation</li><li>Process on-point rewarding and redemption</li><li>E-Voucher module</li><li>List of merchants</li><li>Highlights</li></ul></li><li>Clubhouse module<ul style="list-style-type: none"><li>Enhanced Facilities Booking Module</li></ul></li><li>Property module<ul style="list-style-type: none"><li>Enhanced Account module</li><li>Enhanced Visitor Management module</li></ul></li></ol>	<ol style="list-style-type: none"><li>Loyalty Programme Module (T Privilege)<ul style="list-style-type: none"><li>Process on account activation</li><li>Process on-point rewarding and redemption</li><li>E-Voucher module</li><li>List of merchants</li><li>Highlights</li></ul></li><li>Clubhouse module<ul style="list-style-type: none"><li>Enhanced Facilities Booking Module</li><li>Backend and System Maintenance &amp; Support</li></ul></li><li>Property module<ul style="list-style-type: none"><li>Enhanced Account module</li><li>Enhanced Visitor Management module</li></ul></li></ol>

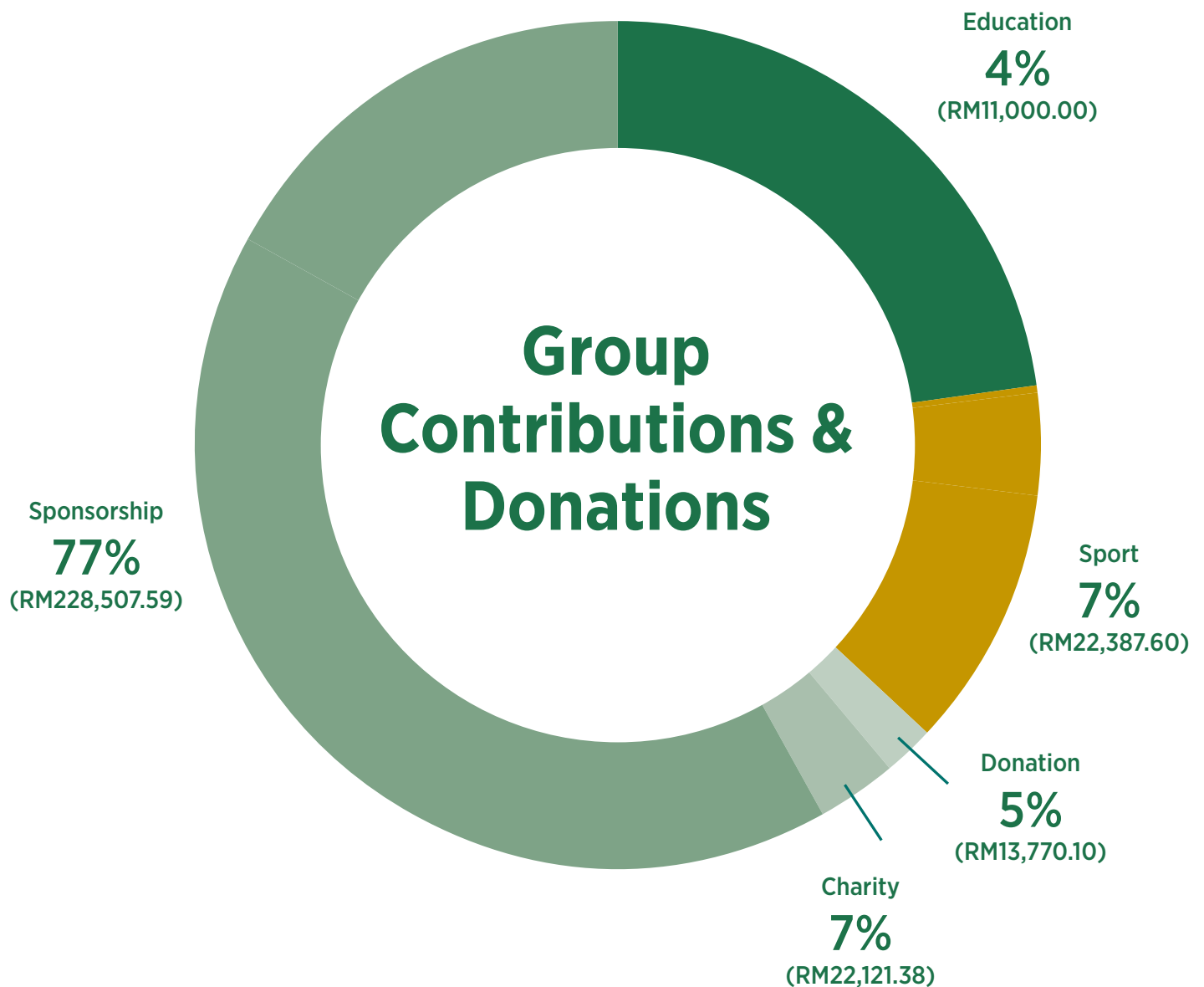
# CONTRIBUTING TO COMMUNITY

The Group via our charitable arm, Tropicana Foundation, maintains a commitment to uplift communities by contributing to causes that align with core areas related to education, healthcare, sports and wellness. Our Founder, Tan Sri Dato' Tan Chee Sing, continues to be a key driver in endorsing initiatives that are beyond charitable needs such as causes that support improved living standards and environmental stewardship.

Contribution to Communities	FY2021	FY2022	FY2023
Total Amount Invested	RM3.6 million	RM 3 million	RM 297,787

Total number of beneficiaries of the investment in communities:

Total Beneficiaries	24 NGO	3,375 individuals	100 PAWS animal welfare
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In 2023, Tropicana Foundation through The World of DC Exhibition event has hosted about 600 underprivileged children from 23 charity homes to meet their superhero characters. The exhibition brought smiles to the children's faces as they checked out the life-size exhibits, costumes and interactive experiences showcasing iconic superheroes and supervillains. We also distributed school bags to 3 different charity homes for underprivileged kids, during the event. Participating homes included long-term Tropicana Foundation partners such as Rumah Kasih Harmoni, Ti-Ratana Welfare Society, Lighthouse Children's Welfare Home, Rumah Ozanam (Klang and Petaling Jaya) and Yayasan Chow Kit. The foundation also reached out to new partners like Rumah Perlindungan Safiyyah, Pure Life Society and various others.

We also partner with Kechara Soup Kitchen to help homeless community and marginalised communities by providing food to 675 individuals.

Tropicana Foundation also supported more than 400 rescued pets and strays at My Pets Haven, Setia Alam and PAWS Animal Welfare Shelter, Ara Damansara. Volunteers from Tropicana Foundation reached out to PAWS earlier this month and donated pet food as well as contributed their time to walk and wash the dogs, clean cages and more.





Tropicana Foundation also celebrated those who are underprivileged during major festive event like Hari Raya and Deepavali. During fasting month leading to Hari Raya, we distributed 250 packs of bubur lambuk, goodie bags and Duit Raya.

During Deepavali, the Tropicana Golf & Country Resort team represented the Tropicana Foundation and donated food, cash and Deepavali red packets for the 24 kids at Sai Pandian Children Home.

During our annual Seasons of Joy & Giving charity drive, we raised about RM102,000 for 120 underprivileged children from six homes around Klang Valley. Strategic donation drop-off points have been set up at Tropicana property galleries, Tropicana Gardens Mall and Tropicana Golf & Country Resort as well as organising a festive luncheon event to commemorate the handover of donated goods. The participating homes were Rumah Kasih KL; Guardian Angels Home; Rumah Sentuhan Budi; Pusat Amal Cahaya Tengku Rahmah; Sweet Care Home; and Pertubuhan Kebajikan Attaqwa.

In the coming years, we continue to work towards aligning Tropicana Foundation's value chain to ESG parameters in hopes of creating an all-encompassing foundation that not only focuses on charitable donations but also pertinent social and environmental parameters that impact the community.





# PARTNERSHIP: SUSTAINABILITY GOVERNANCE

## OUR CORPORATE GOVERNANCE

Fundamental to good business practices is a robust corporate governance framework that upholds the trust of our stakeholders, maintains effective risk management strategies and prioritises good business conduct. In managing the expectations of our stakeholders and keeping them abreast with our business operations, we maintain a clear line of communication with regard to our corporate performance through Annual General Meetings, Annual and Quarterly financial reports as well as the publication of Board policies on our corporate website [www.tropicana.com.my/corporate-governance](http://www.tropicana.com.my/corporate-governance).

The Board oversees the overall governance within the Group. To sustain the value creation of Tropicana, the roles and responsibilities of the Board are presented in our Board Charter, supported by the Remuneration Policy for Directors and Senior Management. In ensuring transparency and accountability for our operations, we are guided by the Malaysian Code on Corporate Governance 2021 (“MCCG 2021”) and report our performance via the Corporate Governance Report on an annual basis. We also believe in achieving exemplary standards of ethical conduct and professionalism. We foster this by establishing policies that outline the rules of conduct that apply to all our employees and the wider stakeholder groups throughout their involvement with Tropicana. Further details on our approach can be found at our Corporate Governance Overview Statement page 147 to 159.

Board of Directors' Policy		
Board Charter	<ul style="list-style-type: none"> <li>• Presents the Group's expectations to the Board in managing stakeholders' interests</li> <li>• Describes key responsibilities held by the Board of Directors</li> </ul>	<ul style="list-style-type: none"> <li>• Corporate website</li> </ul>
Remuneration Policy for Directors & Senior Management	<ul style="list-style-type: none"> <li>• Outlines clear guiding principles for fair practices in determining the remuneration of the Board and Senior Management</li> </ul>	<ul style="list-style-type: none"> <li>• Corporate website</li> </ul>
Fit & Proper Policy	<ul style="list-style-type: none"> <li>• Spells out criteria used in assessing the fit and proper of relevant directors for a person nominated to be a director</li> <li>• Assess re-elected directors if he/she complies with the fit and proper criteria established by the Board</li> </ul>	<ul style="list-style-type: none"> <li>• Corporate website</li> </ul>
Code of Ethics for Company Directors	Outlines clear standards of ethical behaviour of Directors to enhance the standards of corporate governance and corporate behaviour	<ul style="list-style-type: none"> <li>• Corporate website</li> </ul>
Terms of Reference of the Senior Independent Director	Describes key duties and responsibilities held by the Senior Independent Director	<ul style="list-style-type: none"> <li>• Corporate website</li> </ul>
Terms of Reference of the Audit Committee	Describes key functions and duties, authority, roles and responsibilities held by the Audit Committee	<ul style="list-style-type: none"> <li>• Corporate website</li> </ul>
Terms of Reference of the Nomination Committee	Describes key functions and duties, authority held by the Nomination Committee	<ul style="list-style-type: none"> <li>• Corporate website</li> </ul>
Terms of Reference of the Remuneration Committee	Describes key functions and duties, authority held by the Remuneration Committee	<ul style="list-style-type: none"> <li>• Corporate website</li> </ul>

Board of Directors' Policy		
<b>Terms of Reference of the Risk Management &amp; Sustainability Committee</b>	Describes key functions and duties, authority held by the Risk Management and Sustainability Committee	<ul style="list-style-type: none"> <li>• Corporate website</li> </ul>
<b>Terms of Reference of the Pricing &amp; Investment Committee</b>	Describes key functions and duties, authority, roles and responsibilities held by the Pricing Committee	<ul style="list-style-type: none"> <li>• Corporate website</li> </ul>
Corporate Policies, Codes & Procedures		
<b>Malaysian Code on Corporate Governance 2021</b>	<ul style="list-style-type: none"> <li>• National Code that outlines best practices and recommendations for organisations to implement as part of their corporate governance framework</li> </ul>	<ul style="list-style-type: none"> <li>• Securities Commissions website</li> </ul>
<b>Code of Conduct</b>	<ul style="list-style-type: none"> <li>• Presents the Group's expectations on employees to prioritise and adhere to ethical business practices throughout their tenure with Tropicana</li> </ul>	<ul style="list-style-type: none"> <li>• Employee portal</li> <li>• Corporate website</li> </ul>
<b>Personal Data Protection</b>	<ul style="list-style-type: none"> <li>• Discloses how information is collected and retained by the Group in accordance with the Personal Data Protection Act 2010 ("PDPA")</li> </ul>	<ul style="list-style-type: none"> <li>• Employee portal</li> </ul>
<b>Anti-bribery &amp; Anti-corruption ("ABAC") Policy</b>	<ul style="list-style-type: none"> <li>• Addresses the Group's anti-corruption stance that applies to all employees, Directors (Executive and Non-executives) and anyone who performs services for or on behalf of the Group, which includes contractors, sub-contractors, consultants, suppliers, agents, intermediaries and representatives of the Group</li> </ul>	<ul style="list-style-type: none"> <li>• Employee portal</li> <li>• Corporate website</li> </ul>
<b>Diversity &amp; Inclusion Policy</b>	<ul style="list-style-type: none"> <li>• Outlines the Group's commitment to ensuring fair practices throughout the organisation</li> </ul>	<ul style="list-style-type: none"> <li>• Corporate website</li> </ul>
<b>Whistleblowing Policy</b>	<ul style="list-style-type: none"> <li>• Describes the process and channels available to report any potential or actual misconduct</li> </ul>	<ul style="list-style-type: none"> <li>• Corporate website</li> <li>• Employee portal</li> </ul>
<b>Grievance Handling Procedure</b>	<ul style="list-style-type: none"> <li>• Provides detailed instructions on reporting grievances at the workplace</li> </ul>	<ul style="list-style-type: none"> <li>• Employee portal</li> </ul>
<b>Gift &amp; Hospitality Policy</b>	<ul style="list-style-type: none"> <li>• Provides detailed guidance on the Group's stance against bribery and corruption when giving and receiving gifts and hospitality which applies to all employees, Directors (Executive and Non-executives) and anyone who performs services for or on behalf of the Group, which includes contractors, sub-contractors, consultants, suppliers, agents, intermediaries, and representatives of the Group</li> </ul>	<ul style="list-style-type: none"> <li>• Employee portal</li> <li>• Corporate website</li> </ul>
<b>Memberships</b>	<ul style="list-style-type: none"> <li>• Being an active member of governing or industries body</li> </ul>	<ul style="list-style-type: none"> <li>• PAM, REHDA, FIABCI, GBI, GREENRE</li> </ul>

Corporate website: [www.tropicana.com.my/corporate-governance](http://www.tropicana.com.my/corporate-governance)



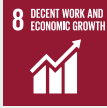
# RISK MANAGEMENT & SUSTAINABILITY PERFORMANCE


A core pillar that upholds the concept of sustainable development is effective risk management practices that are applied to manage our material sustainability matters. The Enterprise Risk Management (“ERM”) framework was adopted into the Group’s business model back in 2012 as a step to promote sound corporate governance and assist our Management team in decision-making processes. The framework further provides guidance on how to identify, evaluate, minimise and monitor risks associated with our daily operational activities that may impact our business performance and stakeholder interests in the short-, medium- and long-term. With the support of our Board of Directors and Risk Management and Sustainability Committee, our Risk Management Department analyses and reports on key risks to the Group’s overall performance on a quarterly basis. Overall, we seek to achieve a sustainable balance between taking calculated risks to achieve competitive advantage and managing daily operations to ensure optimal business performance. Cognisant of the rising interest in ESG considerations by our stakeholders, we continue to work towards integrating social and environmental aspects into our risk reporting strategy in the years to come. For further information on Tropicana’s Risk Management practices, as well as the key risks we encountered throughout FY2023, refer to page 161 to 165 for the Statement of Risk Management and Internal Control in our FY2023 Annual Report.

## ECONOMIC SUSTAINABILITY

As a leading property developer in Malaysia, sustainability means considering the best avenues to create economic value from our business operations while consistently providing quality deliverables that meet the expectations of our stakeholders. We managed to strengthen our financial standing and maintain profitability through strict monitoring of our operating expenses and effectively applied cost optimisation practices without compromising on the level of productivity.

The Group acknowledges growing calls by governing institutions and financial facilities on organisations to enhance commitment towards climate action and address EES risks and opportunities across our value chain. To address this, we aspire to work towards applying ESG considerations to our capital investments and funding opportunities as a means to future-proof our assets and create lasting values for our shareholders. We believe that this initial step will pave the way to further align our operations along the sustainability pathway in the years to come.

Materiality Matter	Importance to Tropicana	Management Approach	Bursa Malaysia Common (C) Indicators	Applicable UNSDGs	Relevant GRI Standards
<b>Economic Performance</b>	To achieve long-term business growth that benefits current and future stakeholders	Emphasise developments and investments that achieve sustainable returns for stakeholders and enhance the value of Tropicana’s business portfolio	-		<ul style="list-style-type: none"> <li>• GRI 201: Economic Performance 2016</li> <li>• GRI 203: Indirect Economic Impacts 2016</li> </ul>

Materiality Matter	Importance to Tropicana	Management Approach	Bursa Malaysia Common (C) Indicators	Applicable UNSDGs	Relevant GRI Standards
Procurement Practices	To ensure transparency, fairness, accountability and integrity throughout the entire procurement process	Provide job opportunities to uplift the nation's economy by prioritising local suppliers	<ul style="list-style-type: none"> <li>• C7(a) Proportion of spending on local suppliers</li> <li>• S6(a) Percentage of new suppliers that were screened using environmental criteria</li> <li>• S6(b) Number of suppliers assessed for environmental impacts</li> <li>• S7(a) Percentage of new suppliers that were screened using social criteria</li> <li>• S7(b) Number of suppliers assessed for social impacts</li> </ul>		<ul style="list-style-type: none"> <li>• GRI 204: Procurement Practices 2016</li> <li>• GRI 308: Supplier Environmental Assessment 2016</li> <li>• GRI 414: Supplier Social Assessment 2016</li> </ul>

## GROUP ECONOMIC VALUE

We remain steadfast in our efforts to achieve long-term growth in the Group's business by pivoting our operations to embrace digitalisation practices that promoted a steady pace of product sales and service excellence. Further information on our business innovation journey can be found on page 116 of the Sustainability Statement under the Homeownership and Innovation section. The result of our agility and strong performance has led to the Group successfully registering revenue of RM1,493.1 million, with FY2023 property sales reaching RM 1.3 billion.

Economic Value Generated		Economic Value Distributed		<b>For further details on our financial highlights, please refer to the following pages:</b> <ul style="list-style-type: none"> <li>• Performance at a Glance: Page 50 to 51</li> <li>• Financial Highlights and Insights: Page 52 to 53</li> <li>• Value Added Statement: Page 54</li> <li>• Audited Financial Statements: Page 171 to 300</li> </ul>
		Operating Costs	RM 1,118.5 million	
<b>Operating Value:</b>	<b>RM 1,493.1 million</b>	Employee Wages and Benefits	RM 181.2 million	
		Dividends	-	
<b>Other Income:</b>	<b>RM 146.2 million</b>	Taxes	RM 33.1 million	
		Community Investment	RM 297.8 million	
<b>Total Economic Value Generated</b>	<b>RM 1,639.3 million</b>	<b>Total Economic Value Distributed</b>	<b>RM 1,630.6 million</b>	
		<b>Economic Value Retained for Reinvestment</b>	<b>RM 8.7 million</b>	





## INDIRECT ECONOMIC IMPACT – URBAN REGENERATION

We are always looking for opportunities to create value in the area where we are operating and developing, and intend to multiply its value. With an emphasis on our customers' needs and our DNA, we have been innovating and redefining the art of living through the creation of our integrated developments by incorporating residential and commercial components to create thriving townships that are strategically connected, thus rejuvenating the area where we develop. We engaged relevant stakeholders through market research to gauge the target markets' needs and wants, and to be able to cater to them with developments and an overall master-planned township

development which will appeal best. The market research was then used to create internal review materials needed for Tropicana Corporation Berhad with regards to the development.

We also developed the local site programme that blends with the district development programme to create a holistic community, following attributes and amenities within 1km radius to each other that mutually complement and support each other.

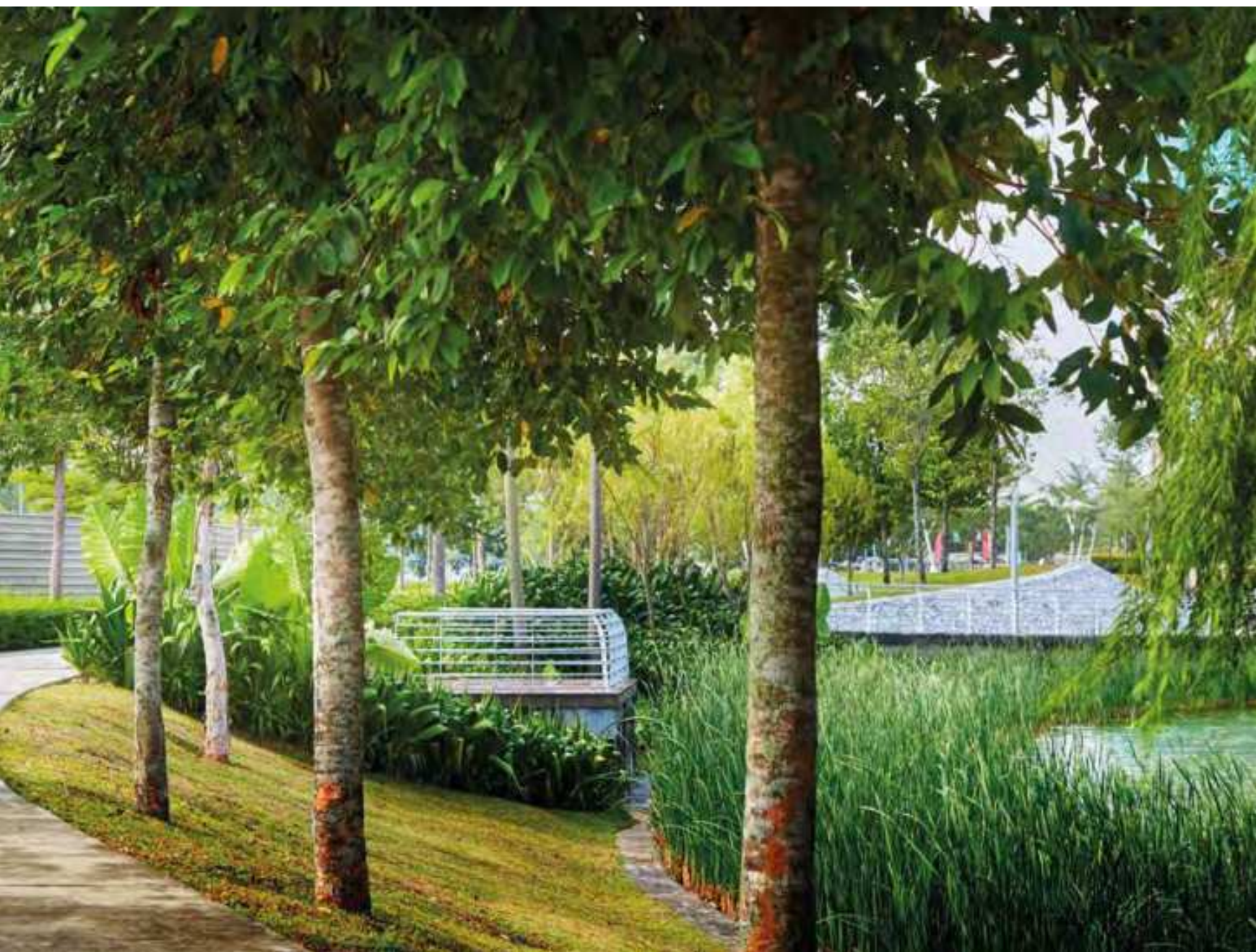
Following our success in redeveloping and transforming the vast 625 acres of former rubber estate land into an exclusive and sought-after township, Tropicana Golf & Country Club, we continue to pursue such transformation.





One such project is Tropicana Metropark, which was once an industrial site and we transformed it into a vibrant integrated development with varied components comprising serviced residences, retail units, business suites, SOHOs, office towers, GEMS international school, a proposed shopping mall and medical centre that will be served by a network of highways, including the new RM106 million flyover that is directly linked Tropicana Metropark to the Federal Highway. We also have resuscitated and rejuvenated old or abandoned buildings in the industrial site, transforming them into purposeful buildings or projects. Tropicana Metropark's transformation from an abandoned derelict site into a vibrant new community had greatly enhanced the visual and land use of the Subang Hi-Tech and Subang Jaya municipal area. It is an integrated development with residential, educational, commercial and retail components. Bringing a mix of quality amenities to Subang Jaya and ensuring the project adds value to the entire area.

At Tropicana Heights Kajang, we rejuvenate the yesteryear of Kajang Hill Golf Course into sprawling 199 acres of master-planned township development. The idea for the master plan township development of Tropicana Heights originated from the need of how to best utilize the existing land parcel of the old Kajang Hill Golf Course. This was resolved with the motivation to redevelop the 199-acre parcel of land for the benefit of providing a master-planned township development, which provides: low-rise and high-rise residential units, a commercial area, as well two schools. We retained the original topography, as the gentle valleys, relatively flat expanse of fairways, and existing central lake are suitable to the development. This development added value to nearby communities from Semenyih, Kajang and Seremban, where there are well-established road accessibility. The development provide plenty of wide-open spaces and broad expanses of greenery with large bodies of water — encouraging residents to make use of the outdoor areas, enhancing the community health and well-being.





For Tropicana Gardens, it is a Transit Oriented Development (“**TOD**”) that is linked through a pedestrian bridge to the Surian Mass Rail Transit (“**MRT**”) Station (approx. 200m away), the gateway to Tropicana Indah and Kota Damansara, plus a bus station situated within walking distance of about 150m away. As the development has a very high traffic flow, the use of public transportation in this area is highly encouraged to minimize carbon impact. We worked closely with Mass Rapid Transit Corporation (“**MRTCorp**”) and contributed RM 2.8 mil to build a direct link from the Surian MRT station to our development with a sheltered walkway and enhance the connectivity to other parts of town. We also improve the traffic flow to improve accessibility impacted by our development, where we expand the ingress and egress to the area from 2 lanes to 3 lanes, and put in place a traffic control disbursement plan in case of emergency during heavy congestion. We also worked with local authorities in providing an underpass under Persiaran Surian to alleviate the current traffic congestion. This underpass will diverge traffic that is heading further out, thus separating other road users from mall visitors who are queuing to enter the mall. For investors alike, the development has provided a good rental yield of 5% and appreciation with high occupancy, and our Tropicana Gardens mall has received a good visitors footfall of about 480,000 per month.





# HOMEOWNERSHIP & INNOVATION

A key driver to developing sustainable communities is bridging the gap between homeownership demand and affordability. As Malaysia's economy continues to grow and mature, the majority of our country's demographic comprises of middle-income households which drives market demand for affordable properties in strategic locations. The current overhang of properties within a certain price range reflects the need for financing options that can facilitate buyers' capabilities to secure housing loans. In line with our aspirations to Redefine the Art of Living, we addressed this challenge by launching innovative homeownership campaigns with the objective of providing buyers with financing options without compromising the ability to own one or more of our exclusive homes. In FY2023, Tropicana rolled out various tactical campaigns and initiatives to generate maximum awareness and leads. The results are shown in the following tables below.

<b>TropiQuest: Explore &amp; Earn</b>	<b>15 April to 31 December 2023</b> Campaign period	<b>251</b> Units Sold
<b>Tropicana Lucky Ang Pao</b>	<b>9 January to 28 February 2023</b> Campaign period	<b>54</b> Units Sold
<b>Others</b>	<b>1 January to 31 December 2023</b> Engagement period	<b>1,295</b> Units Sold

Tropicana rolled out its TropiQuest interactive campaign, inviting all Malaysians to explore its signature townships online and earn exciting rewards! Property seekers and the public logged into <https://tropiquest.tropicana.com.my/authentication> to earn coins through engaging challenges and activities, with absolutely no purchase required. Coins were redeemed in the TropiQuest Coin Store and Raffle with attractive prizes worth up to RM250,000 were given away (iPhone 14 Pro, MacBook Air and more). In line with Tropicana's digitisation journey, this online initiative emphasized accessibility and connectivity, opening up TropiQuest's attractive range of incentives to Malaysians everywhere. Users had a great time exploring and learning about Tropicana developments as well as sharing their preferred criteria in terms of location, product type, purchase intent and more. Along the way, TropiQuest also engaged participants with a comprehensive line-up of challenges and tasks – from online quizzes, following Tropicana social media accounts and referring a friend to join TropiQuest, to visiting Tropicana property galleries and joining Tropicana events. Property buyers enjoyed limited-time incentives during the campaign period such as furnishing packages, loan agreements and memorandum of transfer stamp duty exemptions, and sale & purchase agreement incentives. In addition, the first 10 TropiQuest purchasers will walk away with goodies such as a Dyson Tri-Package worth more than RM6,000.

Tropicana ushered in the Year of the Water Rabbit with its Lucky Ang Pao campaign. The campaign offers ang pao up to RM18,888 for participating townships. Concurrently, the Group collaborated with Alliance Bank Malaysia Berhad to offer rebates for all Tropicana projects, as well as T Privilege rewards and more. Tropicana chose the theme of Redefining the Art of Togetherness for the Chinese New Year celebration as seen in its *Modernising Ah Gong & Ah Ma* CNY short film, emphasizing strong family bonds despite differences across generations and family members. The Lucky Ang Pao campaign offered Tropicana customers a selection of ang pao from RM1,888 to RM18,888 for the following properties – Tropicana Aman, Tropicana Cenang, Tropicana Gardens, Tropicana Grandhill and Tropicana Metropark. Tropicana's collaboration with Alliance Bank provided purchasers 2% rebate for all Tropicana projects. Purchasers must be Alliance Bank customers, with a valid Sale and Purchase Agreement (“SPA”) and Alliance Bank loan acceptance letter.

To drive growth and achieve target, Tropicana rolled out a series of tactical initiatives such as:

- Organised exciting events and launches
- Innovative digital approach
- Strategic partnership with property agents
- Collaboration with property expo or exhibition
- T Privilege Program providing rewards & referral for members as well as partnership with merchants
- T Magazine media and engagements

# IN FY2023, TROPICANA ACHIEVED RM1.3 BILLION PROPERTY SALES / TAKE-UP, CONTRIBUTED FROM THESE SIGNATURE DEVELOPMENTS

## HIGH RISE CATEGORY *Grand Total* | RM695 million



Assana Serviced Suites,  
Tropicana Cenang, Langkawi



Merissa Serviced Suites,  
Tropicana Cenang, Langkawi



SouthPlace 2 Serviced Residences at  
Tropicana Metropark, Subang Jaya



Tower A TwinPines Serviced Suites,  
Tropicana Grandhill, Genting Highlands

## LANDED CATEGORY *Grand Total* | RM244 million



Hana Residences, Tropicana Aman,  
Kota Kemuning



Tropicana Paradise Villa Lots,  
Genting Highlands

## COMMERCIAL CATEGORY *Grand Total* | RM395 million



Umara Shop Offices,  
Tropicana Aman, Kota Kemuning



Edelweiss SOFO & Serviced  
Residences, Tropicana Gardens,  
Tropicana Indah



Breez Hill Shoppes, Tropicana  
Avalon, Genting Highlands



SouthPlace 2 Shoppes at Tropicana  
Metropark, Subang Jaya



# ANTI-CORRUPTION & WHISTLEBLOWING POLICY

Tropicana and its subsidiaries are committed to conducting business ethically in compliance with all applicable anti-bribery and anti-corruption laws of the country in which the Group operates. The Group does not condone any form of bribery and corruption. Our Anti-Bribery and Anti-Corruption Policy (“**ABAC Policy**”) provides guidance on how to prevent, deal with and combat bribery and corrupt activities and issues that may arise in the course of business.

The Policy applies to all employees, directors (executive and non-executive) and any person who performs services for or on behalf of the Group, which includes contractors, sub-contractors, consultants, suppliers, agents, intermediaries and representatives of the Group. All new recruits as well as employees promoted, transferred and in exposed positions are being informed and made aware of the ABAC Policy by the Group Human Resources which is available in the employee portal for easy reference. Meanwhile, the Group Internal Audit, an independent authority, has oversight of the implementation of compliance controls related to this policy. The Head of Group Internal Audit reports directly to the Audit Committee, the Group Management Committee and the Board of Directors. The Risk Management Team conducts regular risk assessments to identify bribery and corruption risks potentially affecting the Group.

A whistleblower will be accorded the protection of confidentiality of identity, to the extent reasonably practicable. In addition, an employee who whistleblows internally will also be protected against any adverse and detrimental actions for disclosing any improper conduct committed or about to be committed within the Group, to the extent reasonably practicable, provided that the disclosure is made in good faith. Such protection is accorded even if the investigation later reveals that the whistleblower is mistaken as to the facts and the rules and procedures involved. Upon the completion of the whistleblowing process and procedures, the whistleblower will be accorded the privilege to be notified of the outcome of the disclosure.



Any improper conduct, enquiries and reports related to whistleblowers can be approached through Head of Group Human Resources by email to [whistleblower@tropicanaacorp.com.my](mailto:whistleblower@tropicanaacorp.com.my)

For the year under review, there were no proven incidents of corruption involving employees, or legal cases related to fraud, bribery or corruption brought against us.

# PROCUREMENT PRACTICES

The procurement practice in Tropicana comes under the oversight of Group Procurement. Tropicana's approach to procurement is guided by the Group's procurement policy.

To maintain product quality, we emphasise effective procurement measures that facilitate effective engagement with suppliers who align with the Group's commitment to product quality and service excellence.

## FAIR SELECTION & CONTINUOUS ASSESSMENT

We strive to procure our resources and building materials from suppliers who share the same commitment to product quality and adherence to regulatory standards. Taking into consideration their job history, cost of service and ability to meet deadlines, we enforce stringent selection and evaluation methods to ensure that our suppliers are contracted based on merit.

### SELECTION

- Product sourcing via the Approved Suppliers List ("ASL")

### SURVEY

- If products are unavailable on the ASL, the Group will conduct open market research for alternatives
- Upon the identification of suitable vendors, the new vendors will be required to complete the Vendor Survey Form ("VSF")

### SELECTION

- Shortlisted vendors are surveyed and selected based on financial security, labour costs, compliance, product pricing and quality

### CONTINUOUS ASSESSMENT

- Suppliers are periodically assessed for their performance and compliance based on the criteria outlined in the Group's SOP

The Group remains uncompromising in our stance on product quality and service excellence which extends to the suppliers we engage with. In the event that contracted suppliers fail to meet the performance benchmark set by the Group, the following consequence is applied:

- Probation Supplier – Suspended from tender participation for a specified period
- Not Acceptable Supplier – Removal from Approved Suppliers List ("ASL") list

## SUPPORTING THE LOCAL MARKET

We manage our procurement costs through sound contract management by maintaining product pricing and continuously monitoring resource availability to manage the lead delivery time of the products we procured. Cognisant of our operational needs, the Group remains steadfast in procuring 100% of our products from the local market. Our local market and manufacturers are those companies registered in Malaysia and are local distributors of imported items. We continue to endorse the hiring of local suppliers as a means to stimulate the recovery of Malaysia's economy while ensuring the Group maintains a steady supply of products required to maintain our operations.

	FY2021	FY2022	FY2023
Amount spent on local suppliers for Group Procurement	RM 10,428,942	RM 23,409,032	RM 15,202,065
Amount spent on local suppliers for Building Materials	RM 9,469,581	RM 11,390,080	RM 21,761,596



## GRI CONTENT INDEX

ESG Topic	GRI Standard	Description of Disclosure	Location of Disclosure
GRI 2: General Disclosures	The Organization and Reporting Practices		
	2-1	Organizational details	About This Report
	2-2	Entities included in the organization’s sustainability reporting	
	2-3	Reporting period, frequency and contact point	
	2-4	Restatements of information	
	2-5	External assurance	
	Activities and Workers		
	2-6	Activities, value chain, and other business relationships	Corporate Structure (page 28 - 29)
	2-7	Employees	Employee Diversity & Inclusion (page 94 – 97)
	2-8	Workers who are not employees	
	Governance		
	2-9	Governance structure and composition	Governance (page 136 - 168)
	2-10	Nomination and selection of the highest governance body	
	2-11	Chair of the highest governance body	
	2-12	Role of the highest governance body in overseeing the management of impacts	
	2-13	Delegation of responsibility for managing impacts	
	2-14	Role of the highest governance body in sustainability reporting	
	2-15	Conflicts of interest	
	2-16	Communication of critical concerns	
	2-17	Collective knowledge of the highest governance body	
	2-18	Evaluation of the performance of the highest governance body	
	2-19	Remuneration policies	
	2-20	Process to determine remuneration	
	2-21	Annual total compensation ratio	
	Strategies, Policies and Practices		
	2-22	Statement on sustainable development strategy	Chairman statement (page 67)
	2-23	Policy commitments	
	2-24	Embedding policy commitments	
	2-25	Processes to remediate negative impacts	
	2-26	Mechanisms for seeking advice and raising concerns	
2-27	Compliance with laws and regulations		
2-28	Membership associations		
Stakeholder Engagement			
2-29	Approach to stakeholder engagement		
2-30	Collective bargaining agreements		
GRI 201: Market Presence	201-1	Direct economic value generated and distributed	Economic Sustainability (page 113)

ESG Topic	GRI Standard	Description of Disclosure	Location of Disclosure
<b>GRI 203: Indirect Economic Impacts</b>	202-2	Proportion of senior management hired from the local community	Employee Diversity & Inclusion (page 95))
	203-1	Infrastructure investments and services supported	Economic Sustainability (page 114 - 115)
	203-2	Significant indirect economic impacts	
<b>GRI 204: Procurement Practices</b>	204 - 1	Proportion of spending on local suppliers	Economic Sustainability (page 118)
<b>GRI 205: Anti-corruption</b>	205-1	Operations assessed for risks related to corruption	Anti-Corruption & Whistleblowing Policy (page 117)
	205-2	Communication and training about anti-corruption policies and procedures	
	205-3	Confirmed incidents of corruption and actions taken	
<b>GRI 3: Material Topics</b>	3-1	Process to determine material topics	Our Material Sustainability Matters (page 74 - 79)
	3-2	List of material topics	
	3-3	Management of material topics	
<b>GRI 302: Energy</b>	3-3	Management approach	Planet: Environmental Sustainability (page 80)
	302-1	Energy consumption within the organization	Energy Management (page 83)
<b>GRI 303: Water &amp; Effluents</b>	3-3	Management approach	Water Management (page 85)
	303-1	Interactions with water as a shared resource	
	303-2	Management of water discharge-related impacts	
	303-3	Water withdrawal	
<b>GRI 304: Biodiversity</b>	3-3	Management approach	Biodiversity Management (page 87)
	304-1	Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	
	304-2	Significant impacts of activities, products and services on biodiversity	
	304-3	Habitats protected or restored	
	304-4	IUCN Red List species and national conservation list species with habitats in areas affected by operations	
<b>GRI 306: Waste</b>	3-3	Management approach	Planet: Environmental Sustainability (page 80)
	306-1	Waste generation and significant waste-related impacts	Effluent & Pollution Management (page 85)
	306-2	Management of significant waste-related impacts	
<b>GRI 401: Employment</b>	3-3	Management approach	People: Social Sustainability (page 90)
	401-1	New employee hires and employee turnover	Employee Diversity & Inclusion (page 97)
	401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	
<b>GRI 402: Labour/Management Relations</b>	402-1	Minimum notice periods regarding operational changes	Employee Diversity & Inclusion (page 96)



ESG Topic	GRI Standard	Description of Disclosure	Location of Disclosure
<b>GRI 403: Occupational Health &amp; Safety</b>	403-1	Occupational health and safety management system	Occupational, Safety & Health (page 99)
	403-2	Hazard identification, risk assessment, and incident investigation	
	403-3	Occupational health services	
	403-4	Worker participation, consultation, and communication on occupational health and safety	
	403-5	Worker training on occupational health and safety	
	403-6	Promotion of worker health	
	403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	
	403-8	Workers covered by an occupational health and safety management system	
	403-9	Work-related injuries	
	403-10	Work-related ill health	
<b>GRI 404: Training &amp; Education</b>	404-1	Average hours of training per year per employee	Learning & Development (page 98)
	404-2	Programs for upgrading employee skills and transition assistance programs	
	404-3	Percentage of employees receiving regular performance and career development reviews	
<b>GRI 405: Diversity &amp; Equal Opportunity</b>	405-1	Diversity of governance bodies and employees	Annual report – for BOD Employee Diversity & Inclusion (page 95)
<b>GRI 413: Local Communities</b>	413-1	Operations with local community engagement, impact assessments, and development programs	Contributing to Community (page 107)
<b>GRI 418: Customer Privacy</b>	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	Business Innovation (page 106)



# ART OF LEADERSHIP

Our vision of a bright future spurs us to excel in the Art of Leadership

## 04

### GOVERNANCE

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- 166 Audit Committee Report





## DIRECTORS' PROFILE

### TAN SRI DATO' SRI MOHAMAD FUZI BIN HARUN

Independent Non-Executive Chairman  
65 | Male | Malaysian

Date Appointed | **27 October 2020**

Total Board Meetings Attended | **5/5**



### TAN SRI DATO' TAN CHEE SING

Group Executive Vice Chairman  
69 | Male | Malaysian

Date Appointed | **24 January 2019**

Total Board Meetings Attended | **5/5**

Tan Sri Dato' Sri Mohamad Fuzi Bin Harun is a retired Inspector General of the Royal Malaysia Police ("IGP") who served the Police Force for 36 years.

In 1984 he joined Royal Malaysia Police. 1986 – 2015, Special Branch Department and later promoted as Director of the Special Branch.

In September 2017, he was promoted as the IGP, the highest-ranking position in the Royal Malaysia Police, until his retirement in May 2019. He was appointed as an Independent Non-Executive Director of Tropicana on 27 October 2020. He was then promoted as Independent Non-Executive Chairman of Tropicana on 19 January 2022.

He is also the Independent Non-Executive Chairman of Jaya Tiasa Holdings Berhad and SIAB Holdings Berhad and an Independent Non-Executive Director of Ancom Nylex Berhad (formerly known as Ancom Berhad). He also hold directorships in several private limited companies.

Tan Sri Dato' Tan Chee Sing is the founder of Tropicana.

He was appointed as Chairman and the Group Chief Executive Officer of Tropicana in July 1995 and was subsequently re-designated as the Group Executive Vice Chairman of Tropicana in January 2013. He then resigned as the Group Executive Vice Chairman and Director of Tropicana on 18 June 2015 and later served as the advisor of Tropicana until he assumed his current position as the Group Executive Vice Chairman on 24 January 2019. He is also the Group Executive Vice Chairman of Tropicana Golf & Country Resort Berhad (a wholly-owned subsidiary of Tropicana) and the Deputy Chairman of Tropicana Foundation.

His children, Mr Din Tan Yong Chia (Group Managing Director), Mr Dion Tan Yong Chien (Group Non-Independent Non-Executive Director ("GNINED")) and his son-in-law, Mr Jared Ang Tzer Shen (GNINED) are also members of the Board of Tropicana.



#### DIN TAN YONG CHIA

Group Managing Director  
31 | Male | Malaysian

Date Appointed | **20 July 2023**

Re-designated as Group Managing Director  
**19 March 2024**

Total Board Meetings Attended | **2/2**

Member of the Risk Management and Sustainability Committee  
and Pricing and Investment Committee

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#### Qualification:

Bachelor of Science (BSc) in Management from Cass Business School, United Kingdom in 2014. He obtained a Master of Science in Management (Msc) in Management, Information Systems and Digital Innovation from the London School of Economics, United Kingdom in 2015.

He started his career with Digital Marketing team at a tech startup before joining the Marketing and Sales Department at Tropicana. He also holds directorships in other private limited companies.

Mr Din Tan Yong Chia was appointed on 20 July 2023 as the Group Executive Director of Tropicana and sits on the Board of Tropicana Golf & Country Resort Berhad. On 19 March 2024, he was then re-designated as Group Managing Director of Tropicana.

His father, Tan Sri Dato' Tan Chee Sing, is the Group Executive Vice Chairman and major shareholder of Tropicana. He is the brother of Mr Dion Tan Yong Chien (Group Non-Independent Non-Executive Director ("GNINED")) and brother-in-law of Mr Jared Ang Tzer Shen (GNINED), who are also the members of the Board of Tropicana.



#### DION TAN YONG CHIEN

Group Non-Independent Non-Executive Director  
34 | Male | Malaysian

Date Appointed | **18 June 2015**

Re-designated as Group Non-Independent Non-Executive Director  
**26 February 2024**

Total Board Meetings Attended | **4/5**

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#### Qualification:

Bachelor of Science and Master of Science. In 2011, he graduated from the prestigious University College London, United Kingdom, mastering in Bachelor of Science, Information Management for Business. In 2012, he went on to pursue a Master of Science in Management with Information Systems and Innovation from the London School of Economics, United Kingdom.

He started his career with Accenture – a multinational Fortune Global 500 company that provides consulting and technology services – as their strategy consultant in multiple fields such as telecommunications, media, and property sectors. Backed by his experience, Mr Dion Tan Yong Chien was appointed as the Executive Director of Tropicana on 18 June 2015 and redesignated to Group Managing Director on 2 October 2017. On 26 February 2024, he was then re-designated as Non Independent and Non-Executive Director.

During his appointment as the Group Managing Director, Mr Dion Tan Yong Chien led the Project Department in strengthening the project development, project delivery and contract management. He also played a key role in the marketing & sales department, communications division, group asset management, resort & investment projects, as well as the digitalisation masterplan for the Group. Together with the founder of Tropicana and its senior team, he actively supports the Tropicana Foundation, providing much-needed direction and assistance to worthy causes for the underprivileged community.

Dion Tan Yong Chien sits on the board of Tropicana Golf & Country Resort Berhad (a wholly-owned subsidiary of Tropicana), Bay Group Holdings Sdn Bhd ("CapBay"), Thai Odyssey Sdn Bhd, Wow Media Group as well as several other private limited companies in Malaysia.

His father, Tan Sri Dato' Tan Chee Sing, is the Group Executive Vice Chairman and major shareholder of Tropicana. He is the brother of Mr Din Tan Yong Chia (Group Managing Director) and the brother-in-law of Mr Jared Ang Tzer Shen (Group Non-Independent and Non-Executive Director), who are also members of the Board of Tropicana.





### JARED ANG TZER SHEN

Group Non-Independent Non-Executive Director  
38 | Male | Malaysian

Date Appointed | **13 October 2020**

Re-designated as Group Non-Independent Non-Executive Director  
**17 January 2024**

Total Board Meetings Attended | **5/5**

Member of the Risk Management and Sustainability Committee and  
Pricing and Investment Committee

#### Qualification:

Master of Mechanical Engineering (First Class Honours) in Chemical Engineering from Imperial College London.

Master of Business Administration from Institut Européen d'Administration des Affaires (INSEAD).

He started his career in management consulting with A.T. Kearney, focused on analytics, strategy, and stakeholder management, before obtaining an MBA from INSEAD, where he was awarded the Dean's List honours and selected as one of the top 20 students to attend an exchange programme with Wharton Business School. He has been involved in portfolio management and fundraising, covering a variety of sectors including retail, healthcare, and education in organisations such as OldTown White Coffee, CTOS, MR DIY and Creador, a substantial shareholder of GHL.

Mr Jared Ang Tzer Shen was appointed on 13 October 2020 as the Group Executive Director of Tropicana and sits on the board of Tropicana Golf & Country Resort Berhad (a wholly-owned subsidiary of Tropicana). On 17 January 2024, he was then re-designated as the Group Non-Independent and Non-Executive Director of Tropicana. He also holds directorships in other private limited companies.

Mr Jared Ang Tzer Shen is the son-in-law of Tan Sri Dato' Tan Chee Sing, who is the Group Executive Vice Chairman and major shareholder of Tropicana. His brothers-in-law, Mr Din Tan Yong Chia (Group Managing Director) and Mr Dion Tan Yong Chien (Group Non-Independent Non-Executive Director), are also the members of the Board of Tropicana.



### DATUK WIRA LYE EK SEANG

Independent Non-Executive Director  
59 | Male | Malaysian

Date Appointed | **9 November 2018**

Total Board Meetings Attended | **4/5**

Member of the Nomination and Remuneration Committee,  
Risk Management and Sustainability Committee and Pricing and  
Investment Committee

#### Qualification:

Bachelor of Science (Honours) degree in Mathematics from the University of Malaysia.

Datuk Wira was appointed as an Independent Non-Executive Director on 9 November 2018. He was also the Non-Independent Non-Executive Director of Magna Prima Berhad from 2007 to 2009. Subsequently, he was appointed as a Deputy Executive Chairman of Ho Hup Construction Company Berhad from 2008 to 2010. He also served as a Non-Executive Director of Minetech Resources Berhad from 2008 to 2014 and a Non-Independent Non-Executive Director of REDtone International Berhad from 2014 to 2016.

He was the director of Cardiff City Football Club from 2013 to 2017. He is also shareholder of Edusphere, a Cyberjaya property development which partnership with HCK Capital Berhad, which owns University of Cyberjaya.

Presently, he is a Non-Independent Non-Executive Director of Berjaya Assets Berhad and a Trustee of Tropicana Foundation. He also sits on the board of several private limited companies.



#### ALICE DORA BOUCHER

Independent Non-Executive Director  
66 | Female | Malaysian

Date Appointed | **26 February 2019**

Total Board Meetings Attended | **5/5**

Chairperson of the Risk Management and Sustainability Committee and Pricing and Investment Committee

Member of the Nomination and Remuneration Committee and Audit Committee

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#### Qualification:

Bachelor of Economics (2nd Upper) from the University of Malaya.

She started her career in 1981 as an officer and Money Market Dealer in Arab Malaysian Merchant Bank (the “Bank”). In 1984, she moved to the Corporate Banking Department of the Bank and rose to the level of General Manager. She was later promoted as the Head, Credit Risk Department in 2002 which was responsible for credit analysis and evaluation of the Bank’s corporate lending activities. From July 2012 till January 2017, she served as an Executive Vice President, Managing Director’s Office, and Wholesale Banking. On 26 February 2019, she was appointed as an Independent Non-Executive Director of Tropicana.

Ms Boucher has more than 36 years of working experience in Corporate and Investment Banking. She was involved in providing financial solutions to companies involved in various industries such as property development, manufacturing, plantations, and oil & gas. She also has exposure to credit risk management during her tenure at the Bank and was a member of the Bank’s credit committee for approval of loans and other funding proposals. She has no directorship in other public companies in Malaysia.



#### VIVIENNE CHENG CHI FAN

Independent Non-Executive Director  
64 | Female | Malaysian

Date Appointed | **7 December 2020**

Total Board Meetings Attended | **5/5**

Chairperson of Nomination and Remuneration Committee

Member of the Audit Committee and Risk Management and Sustainability Committee

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#### Qualification:

Bachelor of Economics (Accounting) from Monash University, Australia in 1982 Member of the Australian Society of Accountants.

She was appointed to the Board of Berjaya Corporation Berhad (“Berjaya”) on 15 September 2005 as an Executive Director and was subsequently appointed as an Independent Non-Executive Director of Tropicana Corporation Berhad on 7 December 2020.

She has more than 38 years of experience managing Project Financing, Debt & Equity Capital Funding, Corporate and Debt Restructuring, Credit Analysis, Privatisation, Initial Public Offerings, and Group Treasury Cash Management in various sectors ranging from Financial Services, Consumer Products & Services, Hotels & Resorts, Property Development, Gaming, Motor Trade & Distribution, Food & Beverage, Environmental & Clean Technology Services, Construction, Education and Telecommunications.

She is also responsible for the Money Lending/Leasing and Hire Purchase and Nominees Department of Berjaya Group. Prior to joining the Treasury Department of Berjaya Group Berhad in 1989, she was attached to Sunway Group of Companies for 6 years and headed its Treasury Division.

Currently, she is also the Joint Chief Executive Officer of Berjaya Corporation Berhad, Director of Cosway Corporation Berhad.



**DATO' SRI BADRUL HISHAM BIN ABDUL AZIZ**

Independent Non-Executive Director  
38 | Male | Malaysian

Date Appointed | **11 May 2021**

Total Board Meetings Attended | **5/5**

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**Qualification:**

Bachelor of Arts (Honours) in Business Administration from Linton University College.

On 11 May 2021, he was appointed as an Independent Non-Executive Director of Tropicana and was subsequently appointed as a Non-Independent Non-Executive Director of REDtone Digital Berhad on 1 September 2022.

He is one of the Director of Securelytics Sdn Bhd, a comprehensive cybersecurity systems management company with international partners in Indonesia, Singapore, and Germany, Director of Exomurni Sdn Bhd and Executive Director of Multimax Development Sdn Bhd, a property development company based in Johor.

Currently, he is also an Executive Director of Berjaya Group Berhad and the Chairman of Securelytics Sdn Bhd. He also sits on the board of several other private limited companies.

**DATUK TAN MANN CHAI, JP**

Independent Non-Executive Director  
69 | Male | Malaysian

Date Appointed

**5 September 2022**

Total Board Meetings Attended  
**5/5**

Member of Pricing and Investment Committee

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Datuk Tan Mann Chai, JP has more than 30 years of experience in the marketing industry. He has experience in several industries, particularly property development and construction.

With an entrepreneurial background, Datuk Tan is the Executive Director of Berjaya Construction Berhad, formerly known as Berjaya Engineering Construction Sdn Bhd, a property development company, involved in investment, management, supervision, and construction of buildings in both private and public sectors.

Before joining Berjaya Construction Berhad, Datuk Tan was the Executive Director of Air Utara Indah Sdn Bhd since 2013, a privatised company in Kedah, Malaysia to undertake the water privatisation project by taking over the operations and maintenance of five water treatment plants in Kedah.



### KOH HUEY MIN

Independent Non-Executive Director  
59 | Female | Malaysian

Date Appointed

**5 October 2023**

Total Board Meetings Attended

**1/1**

Chairperson of Audit Committee

Member of Risk Management and Sustainability Committee

#### Qualification:

Member of Malaysian Institute of Accountants (“**MIA**”).

Fellow member of The Chartered Institute of Management Accountants (“**FCMA**”).

Madam Koh Huey Min possesses over 30 years of experience in finance, accounting, tax, treasury fields, marketing, business development, property investment and development and shopping complex operations. She served as the Executive Director of Berjaya Assets Berhad (“**BAssets**”) from 23 June 2017 to 31 August 2021. Prior to that, she was attached to PricewaterhouseCoopers and subsequent to that, she worked in Hong Leong Group of Companies as an Accountant.

In March 1994, she joined Berjaya Times Square (“**BTSSB**”), a wholly-owned subsidiary of Bassets, as the Head of Finance and Administration. She was appointed as the Executive Director of BTSSB from 8 January 2013 to 31 August 2021. She anchored the overall property development and investment division and also managed the overall operations of Berjaya Times Square Group. She also held directorships in various subsidiaries of BAssets.

Currently, she is an Independent Non-Executive Director and a member of the Audit Committee, Nomination Committee and Remuneration Committee of Frontken Corporation Berhad. She is also an Independent Non-Executive Director, Chairperson of the Audit Committee and Risk Management Committee and a member of the Nomination and Remuneration Committee of Paragon Union Berhad. Additionally, she serves as an Independent Non-Executive Director and a member of the Audit Committee, Nomination and Remuneration Committee and Risk Management Committee of Scientex Packaging (Ayer Keroh) Berhad.

Save as disclosed, none of the Directors, have:

1. any family relationship with any Directors and/or major shareholders of the Company;
2. any conflict of interest with the Company;
3. any conviction for offences within the past five (5) years other than traffic offences; and
4. any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.





### DILLON TAN YONG CHIN

Group Managing Director (Southern)  
41 | Male | Malaysian

Date Appointed to Executive Position  
**30 November 2009**

Mr Dillon Tan graduated with a Bachelor of Science (Honours) in Business Management from King's College, University of London, United Kingdom in 2004. He obtained a Master of Science in Information Security from Royal Holloway, University of London, United Kingdom in 2005.

He sits on the Board of Tropicana Golf & Country Resort Berhad (a wholly-owned subsidiary of Tropicana) as well as several private limited companies which are subsidiaries of Tropicana Corporation Berhad. Mr Dillon also sits on the Board of several foreign private limited companies.

His father, Tan Sri Dato' Tan Chee Sing, is the Group Executive Vice Chairman and a major shareholder of Tropicana. His brothers, Mr Din Tan Yong Chia, is the Group Managing Director of Tropicana, Mr Dion Tan Yong Chien, is the Group Non-Independent Non-Executive Director of Tropicana. And His brother-in-law Mr Jared Ang Tzer Shen, is the Group Non-Independent Non-Executive Director of Tropicana. Save as disclosed, he does not have any family relationship with any other Directors and/or major shareholders of Tropicana, nor any conflict of interest with Tropicana.

### Ong Chou Wen

Chief Executive Officer  
54 | Male | Malaysian

Date Appointed to Executive Position  
**18 December 2023**

Mr. Ong graduated with a Bachelor of Art (Hons) in Architecture and a Diploma leading to MA in Architecture from the University of Sheffield, United Kingdom and is currently a registered graduate member of Pertubuhan Arkitek Malaysia and Lembaga Arkitek Malaysia.

Prior to joining Tropicana, he was the Chief Executive Officer of WCT Land Sdn Bhd from April 2019 to June 2021 focusing on boosting the company's property sales. In 2019, he revamped the Sales & Marketing Division which included Sales & Sales Administration, Marketing & Media Communication, Credit Admin & Control and the Business Development Unit. He restructured roles, set new performance goals & guidelines and introduced a comprehensive Sales Strategic Execution Plan for better results. Before this, he was the Deputy Managing Director of HCK Capital Group Bhd, leading the property development division and overseeing business development, sales, and marketing. In 2017, he successfully launched two major projects, Edusentral and Edusphere, with a total value of RM3.10 billion.

He had also held various management roles, including being the Chief Operating Officer of Southville City Sdn Bhd, a wholly-owned subsidiary of Mah Sing Group Berhad. His responsibilities involved revamping, rebranding, and developing Southville City, the largest township spanning 428 acres with an estimated worth of RM11.0 billion. His initial experience in property development began with TFHF joint-venture alongside Cheung Kong Holdings. Upon returning to Malaysia, he worked with Putrajaya Holdings in the Petronas Group, handling diverse portfolios. Subsequently, as the Project Director at UEM Sunrise Bhd's Development Division, he oversaw multiple projects like 10 Mont'Kiara, 11 Mont'Kiara, Angkasa Raya at KLCC and Teega at Puteri Harbour Nusajaya, the first mixed-use development under the Sunrise brand.

Mr. Ong Chou Wen does not have any family relationship with any Directors and/or major shareholders of Tropicana, nor any conflict of interest with Tropicana.



#### **KHOO THIAN SHYANG**

Deputy Chief Executive Officer  
48 | Male | Malaysian

Date Appointed to Executive Position  
**1 May 2023**

Mr Khoo Thian Shyang graduated with a Bachelor in Civil Engineering from the University of Technology Malaysia. He also holds a Master in Business Studies/Administration/Management from Coventry University, United Kingdom. He is a registered engineer with the Board of Engineers of Malaysia.

He began his career as a civil and structural design engineer in 2000 and brings with him more than 22 years of experience in the property and construction industry. His expertise lies in project management including product development, cash flow planning, value engineering, mitigating project risk, and timely project delivery. He also strategises and implements business plans, and manages overall project sales performance. His most notable achievements include master-planning KL Metropolis and completing Malaysia International Trade and Exhibition Centre ("MITEC").

Prior to joining Tropicana, he was the CEO of DK-MY Properties and Senior Project Director of NAZA TTDI Sdn Bhd. He has also held several key management positions in Sunway Berhad.

Mr Khoo Thian Shyang does not have any family relationship with any Directors and/or major shareholders of Tropicana, nor any conflict of interest with Tropicana.



#### **LIM LAI SENG**

Managing Director/Chief Financial Officer  
56 | Male | Malaysian

Date Appointed to Executive Position  
**17 April 2023**

Mr Lim Lai Seng is a chartered accountant by profession. He graduated with a Bachelor of Business (Accounting & Finance) from Deakin University, Australia. He also holds the status of CPA conferred by CPA Australia, a mark of high professional competence, a registered accountant as well as a chartered accountant, Malaysia.

He has been in finance for the past 28 years in various sectors ranging from audit, tax, company secretarial services, as well as the plantation and property sectors. He has held several key management positions, among others, Group Financial Controller of IOI Corporation Bhd, Chief Financial Officer of Tradewinds (M) Bhd, Senior Finance personnel of PT Tiara Ari Kencana & Kerry Plantation Services Indonesia, Director of PT Pundi Kencana, and Chief Financial Officer of Johore Tenggara Oil Palm Bhd.

Currently, he is in charge of Tropicana Group's Finance Division, which consists of Treasury, Group Reporting, Project Finance, Tax, Credit Admin, Risk Management, and General Admin.

Apart from having vast general experience in Finance, Mr Lim's experience saw him being project lead in numerous corporate exercises, including takeovers, mergers, demergers, and Initial Public Offerings. Mr Lim also has vast exposure in leading various funding exercises, including issuances and buy backs of USD and MYR Bonds, corporate ratings, structuring corporate debt programmes, and general corporate funding.

Mr Lim Lai Seng does not have any family relationship with any Directors and/or major shareholders of Tropicana, nor any conflict of interest with Tropicana.





#### CHING HONG TAT

Managing Director, Business Development  
49 | Male | Malaysian

Date Appointed to Executive Position  
**1 October 2017**

Mr Ching Hong Tat graduated with a Bachelor Degree in Accounting from University of Malaya and is a member of the Malaysian Institute of Accountants.

He has more than 25 years of working experience in various industries including property development, agriculture, financial services, manufacturing, construction, and industrial products. He joined Tropicana on 1 May 2010 as Deputy General Manager and was subsequently promoted to Managing Director of Tropicana on 1 October 2017.

He was involved in business development, mergers & acquisitions, listing, fundraising and systems implementation. He is currently responsible for strategic planning and identifying new business opportunities. He also supports financial and operations matters.

Mr Ching Hong Tat does not have any family relationship with any Directors and/or major shareholders of Tropicana, nor any conflict of interest with Tropicana.



#### LEE GIA YUANN, KAREN

Managing Director, Southern Region  
45 | Female | Malaysian

Date Appointed to Executive Position  
**1 November 2020**

Ms Karen Lee holds a Diploma in Interior Design, she has more than 20 years of experience in local and overseas construction projects and property development industries.

She joined Tropicana in 2013 and spearheaded multiple commercial and township developments in the Southern Region. Her notable achievements include the completion of 163 acres of reclamation works for Lido Waterfront Boulevard, launching Tropicana Industrial Park at Pontian, and other mixed-use commercial developments at Gelang Patah to expedite the western corridor economy in Johor Bahru.

Ms Karen Lee does not have any family relationship with any Directors and/or major shareholders of Tropicana, nor any conflict of interest with Tropicana.



#### ANDREW ASHVIN S/O PODIMHATIA

Managing Director, Group Assets Management  
52 | Male | Malaysian

Date Appointed to Executive Position  
**1 October 2019**

Mr Andrew Ashvin brings with him 29 years of retail and mixed development management experience. He is a Certified Marketing Manager, Certified Operations Manager, Certified Administration Manager, and a Certified Complex Manager by the Malaysian Association of Shopping & Highrise Complex Management, of which he is also a member.

His previous stints with the Penas Group in Penang, Carrefour Malaysia, Mayland Group, Hong Leong Group, and Suria KLCC Sdn Bhd helped nurture his expertise in all aspects of mall and property management, in general.

He passionately believes that a mall is more than just bricks and mortar. Each mall has its unique character and personality. A mall serves as a meeting place, a destination, and a melting pot of sorts that creates an ambience for leisure, commerce, and entertainment. He has been serving the Group for 12 years and heads the Group Assets Management division as their Managing Director.

Mr Andrew Ashvin does not have any family relationship with any Directors and/or major shareholders of Tropicana, nor any conflict of interest with Tropicana.



#### JEFFREY TAN SIEW YANG

Managing Director, Group Legal  
51 | Male | Malaysian

Date Appointed to Executive Position  
**1 October 2017**

Mr Jeffrey Tan holds the degrees of Bachelor of Laws and Bachelor of Commerce (Accounting) from Monash University, Australia, and Master of Science (Information Technology in Business) from University of Lincoln, United Kingdom. Before joining the Group, he was a partner at an international law firm in Malaysia, a registered Trade Mark and Industrial Designs Agent, and a licensed registered foreign lawyer in Singapore.

He is currently the Managing Director of Group Legal. He brings with him substantial experience in the areas of real estate, corporate, capital markets, commercial and contentious litigation. He has structured, negotiated, and completed many complex land acquisitions/disposals for the Group and resolved disputed matters successfully. In addition, he was the key leader in the Group's asset injection corporate exercises involving acquisition of prime land parcels in the Klang Valley, Johor Bahru, Penang, and Sabah and issuance of unrated and senior ranking perpetual sukuk and rated and senior ranking sukuk Wakalah.

Mr Jeffrey Tan has been with the Group for close to 14 years and is a seasoned general counsel with expertise in diverse areas of the law. His passion for law is deeply rooted in the belief that no one is above the law. He is the third generation of lawyers in his family and finds fulfilment in knowing that his hard work and efforts are contributing significantly to the growth of the Group as well as making a difference in people's lives. He has authored many articles and has presented papers at seminars and regional conferences. He was a past panel judge at the Asian Legal Business Malaysia Law Awards in 2018, 2019, and 2021. Aside from the realm of legal practice, he is also involved in capital and fund-raising exercises for the Group and business development and international marketing initiatives.

Mr Jeffrey Tan does not have any family relationship with any Directors and/or major shareholders of Tropicana, nor any conflict of interest with Tropicana.





#### ADRIAN CHIN KOK PING

Managing Director, Project  
50 | Male | Malaysian

Date Appointed to Executive Position  
**8 August 2019**

Mr Adrian Chin holds a Master of Real Estate with Distinction from the University of Malaya, Bachelor of Architecture and Bachelor of Environmental Design from the University of Tasmania, Australia. He is also a Registered Architect of the Singapore Board of Architects (“BOA”), a Corporate Member of the Singapore Institute of Architects (“SIA”), a Chartered Member of Royal Institute of British Architects (“RIBA”), International Associate Member of American Institute of Architects (“AIA”) as well as Member of Malaysia Institute of Architects (“PAM”).

He brings with him more than 24 years of extensive experience in master planning, architectural and engineering design that spans across Singapore, Malaysia, Vietnam, Indonesia, China, and the Middle East. Prior to this, he was the Vice President of Group Development Management at Mapletree Investments Pte Ltd, Singapore and Director of Project Development and Management with CapitaLand Ltd, Singapore.

His key expertise includes management of various projects of different sizes and complexity, development of strategic business goals, creation of viable business plans and financial models that will yield and maximise profits from financial management, cost analysis, project development management from inception to completion, and management of stakeholders.

Currently, he is in charge of township developments such as Tropicana Windcity (Grandhill, Paradise and Avalon), Tropicana Gardens, Tropicana Metropark, Tropicana Heights, Tropicana Miyu, and Tropicana Golf & Country Resort. Aside from the project execution, he is involved in business planning and the development of new landbanks. He also oversees the Planning and Design Department.

Mr Adrian Chin does not have any family relationship with any Directors and/or major shareholders of Tropicana, nor any conflict of interest with Tropicana.



#### IXORA ANG

Managing Director, Marketing and Sales, Business Development  
33 | Female | Malaysian

Date Appointed to Executive Position  
**15 August 2022**

Ms Ixora Ang graduated summa cum laude from Chapman University, United States of America with a Bachelor’s Degree in Communication Studies and Economics. She has more than a decade of professional experience in the property industry.

Her expertise lies in marketing and advertising, in particular, the planning and execution of marketing strategies. She has been with Tropicana since 2013, charting the Group’s marketing course for its developments in Klang Valley, Iskandar Malaysia, Penang, Kota Kinabalu, Genting Highlands and Langkawi. She also played a pivotal role in strategising the Group’s digital marketing platform as well as the group’s business development division. Aside from that, she is a talented and engaging public speaker, highly passionate and thrives on challenges.

Ms Ixora Ang does not have any family relationship with any Directors and/or major shareholders of Tropicana, nor any conflict of interest with Tropicana.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (“**Board**”) of Tropicana Corporation Berhad (“**Tropicana**” or “**Company**”) is committed to maintaining high standards of corporate governance to build an environment of trust, transparency and accountability necessary to foster long-term investment, financial stability and business integrity, leading stronger growth and success of the Company and its subsidiaries (“**Group**”). The Board supports the principles and recommendations of the Malaysian Code on Corporate Governance (“**MCCG**”) issued by the Securities Commission Malaysia. The Board will continue to review the existing corporate governance practices throughout the Group and to undertake appropriate actions in embedding the principles and recommendations of the MCCG.

The Board considers sustainability an integral part of business operations inherent to strategic planning and decision-making. The general role of the Board is to guide and create long-term sustainable value through considerations given on the Group’s material economic, environmental and social (“**EES**”) risks and opportunities to benefit our stakeholders. Further details on the Group’s sustainability governance can be found in the Sustainability Statement section in this Annual Report on page 75.

This Corporate Governance Overview Statement (“**Statement**”), which is made pursuant to Paragraph 15.25(1) of the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), sets out an overview of the application of the principles in the MCCG in which the Group has applied the principles and the recommendations of the MCCG throughout the financial year ended 31 December 2023 (“**FY2023**”). Details of the application of each practice of the MCCG during FY2023 are disclosed in the Corporate Governance Report (“**CG Report**”) in the format prescribed by Paragraph 15.25(2) of the MMLR of Bursa Securities, which is available on the Company’s website at <https://www.tropicana.com.my/corporate-governance> as well as the website of Bursa Securities. This Statement made reference and provide the details on how the Company applied and upheld the three (3) main principles highlighted in the MCCG during FY2023 and/or up to the date of this Statement (where applicable), which are:



In addition, the Company’s corporate governance framework is based on the following statutory requirements in building the sustainability values:



## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

### I. Board Responsibilities

The Board assumes the following principal responsibilities in discharging its fiduciary duties and leadership functions:

- reviews and adopts the strategic plan for the Group;
- oversees the conduct of the Group’s businesses to determine whether the businesses are being properly managed;
- identifies principal risks and ensures the implementation of appropriate systems to manage these risks;
- establishes a succession plan for the Company;
- oversees the development and implementation of an investor relations programme for the Company;
- reviews the adequacy and the integrity of the Group’s internal control systems and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines;
- ensures the Company’s financial statements are true and fair and conform with the laws; and
- ensures the Company adheres to high standards of ethics and corporate behaviour

In FY2023, the Board had reviewed the Board Charter and Terms of Reference (“**TOR**”) of all Board Committees to ensure the Board Charter and TOR are updated accordingly.

The Board is mindful of the importance of building a sustainable business and therefore, takes into consideration its environmental, social and governance impact when developing the corporate strategy of the Group. The Company’s activities in corporate social responsibilities for the year under review are disclosed on page 98 to 119 in this Annual Report.

In discharging its duties, the Board is guided by its Board Charter which outlines the duties and responsibilities of the Board, Chairman, Deputy Chairman, Senior Independent Director, Group Managing Director (“**Group MD**”) and Chief Executive Officer (“**CEO**”). The Board Charter which is available on the Company’s website at <https://www.tropicana.com.my/corporate-governance> sets out processes and procedures for convening Board meetings. Matters specifically reserved for the Board and those delegated to Board Committees are clearly defined in



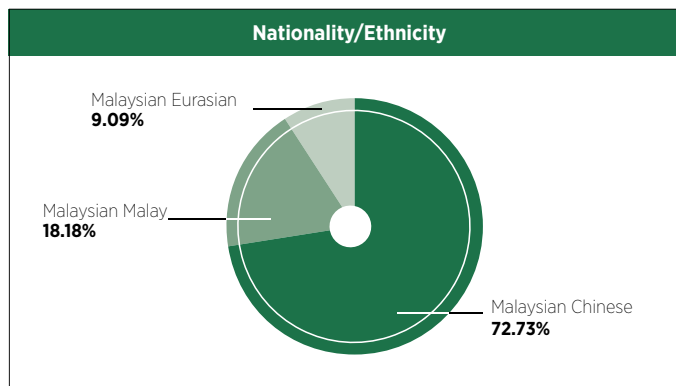
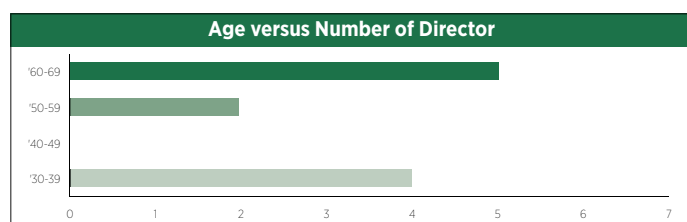
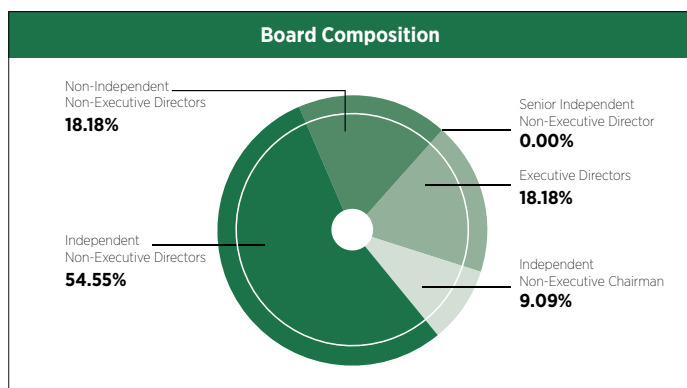
the Board Charter. The Board Charter is reviewed as and when required to be aligned with the practices recommended in the MCCG and provisions in the MMLR of Bursa Securities as well as current practices.

The Chairman leads the Board in establishing and monitoring good corporate governance practices and carries out a leadership role in the conduct of the Board and in his relations with shareholders and other stakeholders. The primary responsibilities of the Chairman are, amongst others, as follows:

- to lead the Board and to ensure the effectiveness of all aspects of the Board's role;
- to ensure the efficient organisation and conduct of the Board's functions and meetings;
- to facilitate the effective contribution of all Directors at Board meetings;
- to promote constructive and respectful relations among Directors, and between the Board and Management; and
- to ensure effective communication with shareholders and relevant stakeholders.

## II. Board Composition

Throughout FY2023, the Board composition complies with Paragraph 15.02 of the MMLR of Bursa Securities whereby at least two (2) Directors or one-third (1/3) of the Board, whichever is the higher, are made up of Independent Non-Executive Directors as well as at least one (1) woman Director. The Board composition also adopts Practice 5.2 of MCCG which stipulates that at least 50% of the Board comprises Independent Non-Executive Directors. The Board, as at the date of this Statement consists of eleven (11) members, which are made up of one (1) Independent Non-Executive Chairman, six (6) Independent Non-Executive Directors of which three (3) of whom are woman directors, two (2) Non-Independent Non-Executive Directors and two (2) Executive Directors.



The Board comprises members from diverse backgrounds ranging from property development, investments, finance and accounting, banking, audit, risk management, business and general management, information technology, public administration, mechanical, police force as well as food and beverages. The Directors provide the Group with diverse views and a wealth of expertise, experiences and networks to draw upon. The Board's decisions are based on diverse perspectives/insights and are made objectively in the best interests of the Company. The profiles of the Directors are set out on page 136 to 141 in this Annual Report.

## III. Board Independence

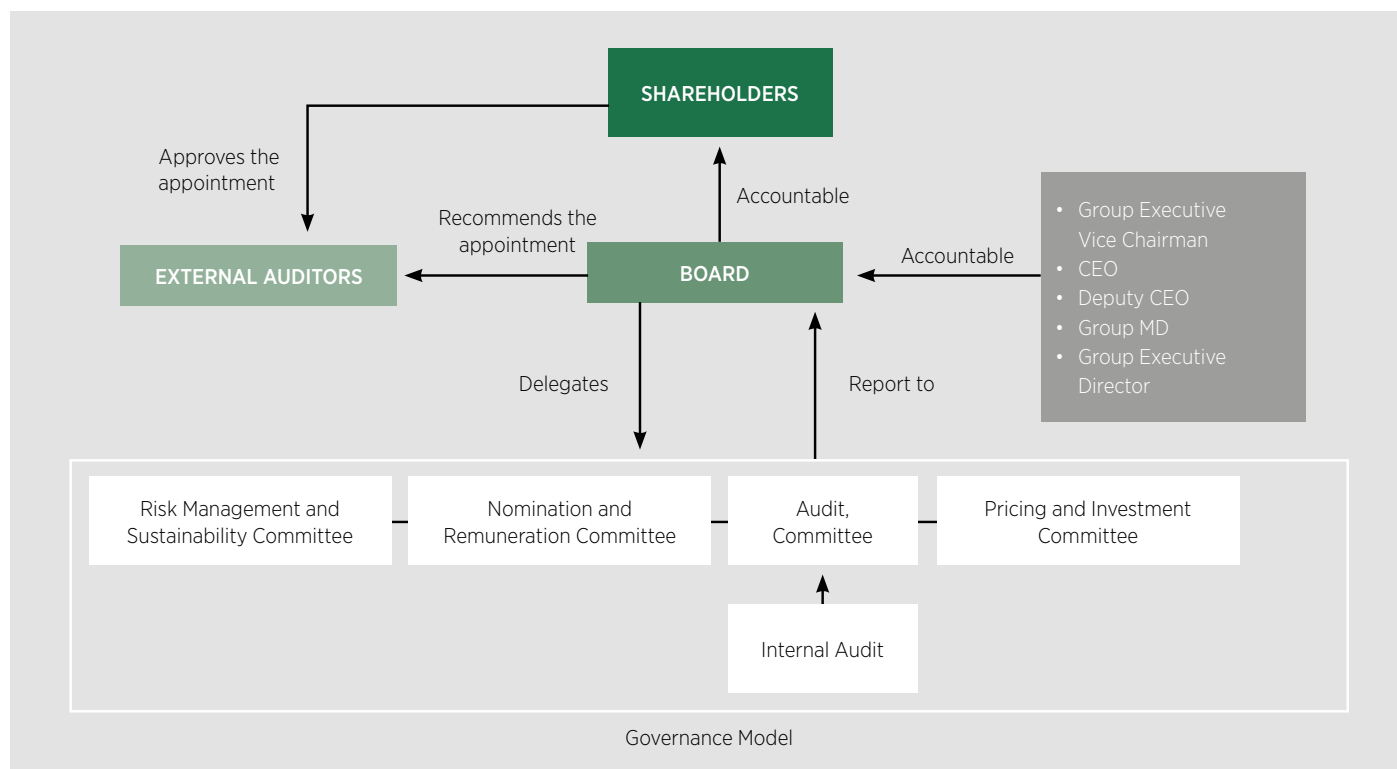
The presence of experienced Independent Non-Executive Directors has ensured proper check and balance in the Board, and provides unbiased and independent views, advice and judgement, besides playing key supporting roles.

There is a clear division of responsibilities at the head of the Company. The Chairman and Group Executive Vice Chairman represent the Board to the shareholders and are responsible for the effective running of the Board. In FY2023, the Board welcomed Mr Din Tan Yong Chia who was appointed as Group Executive Director on 20 July 2023 and subsequently promoted to Group Managing Director on 19 March 2024. Madam Koh Huey Min was appointed as Independent Non-Executive Director of the Company on 5 October 2023. The Company announced the resignation of Encik Mohd Najib Bin Abdul Aziz and Dato' Mohamad Lotfy Bin Mohamad Noh as Independent Non-Executive Directors on 5 October 2023 and 17 January 2024, respectively. Subsequently, Dato' Dickson Tan Yong Loong has resigned as Group Non-Independent Non-Executive Director on 28 February 2024. The Group Executive Vice Chairman, CEO and Group Executive Director are fully responsible for the effective running of the Group's operations and the implementation of the Board's policies and decisions.

The positions of Chairman, the Group Executive Vice Chairman and the Group MD are held by three (3) different individuals. The clear demarcation of responsibilities between the Chairman, the Group Executive Vice Chairman and the Group MD ensure a balance of power and authority, such that no individual or small group of individuals can dominate the Board's decision-making. This is to ensure that the authority is legally binding on the Board and the Management. It is mandatory for all members of the Board to declare any of their interests in the transactions undertaken by the Group. In such instances, any interested Director(s) and the person related to the interested Director(s) shall abstain from deliberation and the decision-making process.

The Board has applied Practice 1.4 of the MCCG whereby the Chairman of the Board should not be a member of the Board Committee. Hence, Tan Sri Dato' Sri Mohamad Fuzi Bin Harun, the Chairman of the Board is not a member of any Board Committee of the Company.

#### IV. Governance Model and Framework



The Board delegates the day-to-day management of the Company's business operations to Management under the stewardship of Tan Sri Dato' Tan Chee Sing, the Group Executive Vice Chairman and Mr Din Tan Yong Chia, the Group MD.

Management meetings are held regularly or whenever the needs arise, to discuss and review the Group's business operations and concerns, and to make the appropriate day-to-day business and Management's decisions.

In order to ensure that the direction and control of the Group are firmly in its hands, and having an oversight of Management, the matters reserved for the Board's decisions are as follows:

- to approve corporate plans and strategic issues of the Company;
- to approve annual budgets of the Company;
- to approve material acquisitions and disposals of undertakings and assets as well as major investments of the Group;
- to approve new ventures of the Group;
- to approve changes to the control structure of the Company including key policies, capital expenditures, authority levels, treasury policies and risk management policies;
- to approve material borrowings of the Company; and
- to review the financial statements of the Company and the Group on a consolidated basis.

The strategic business plan for the Group is presented to the Board for deliberation and approved on an annual basis and the milestones achieved and progress of the strategic plan and financial targets are reported to the Board on a quarterly basis.

An Internal Management Working Group ("IMWG") has been set up to evaluate and conduct due diligence study/research, taking into consideration of the funding requirements, if any, for any proposed investment and to make recommendations to the Pricing and Investment Committee. The IMWG consists of Group Executive Vice Chairman, CEO, Deputy CEO, Group MD, Managing Director (Group Finance), Managing Director (Legal), Managing Director (Sales and Marketing) and Executive Director (Business Development).

The Investment Committee (now merged as Pricing and Investment Committee) assists the Board to review any proposed acquisition or disposal of undertakings and assets as well as major investments of the Group including any new ventures of the Group that exceed the threshold of 1% of the Group's shareholders' fund based on the latest audited consolidated financial statements of the Group. The Pricing and Investment Committee also assists the Board to monitor and oversee the Group's digital strategies and technology solutions and to receive and consider Information Management reports on digital strategies.

In order to strengthen the Board's oversight of Management (in addition to the above), the Board has the following agenda items at its quarterly meeting:

- to review reports of the operations of the Group (Genting Highlands, Northern, Central and Southern regions) by Senior Management;
- to review reports of the status of marketing and sales of the Group prepared by the Deputy CEO, Sales & Marketing (Non-Board member of Tropicana);



- to review reports on the development of material litigation(s) and/or any new material litigation of the Group by the Managing Director, Group Legal (Non-Board member of Tropicana); and
- to review reports of the operations of Tropicana Gardens Mall prepared by the Managing Director, Group Assets Management.

On 5 October 2023, the Board approved the merging of Nomination Committee and Remuneration Committee into a single Board Committee known as the Nomination and Remuneration Committee. Subsequently, on 22 February 2024, the Pricing Committee and Investment Committee were merged and renamed as the Pricing and Investment Committee.

The Board delegated specific responsibilities to several Board Committees namely, the Audit Committee, Nomination and Remuneration Committee, Risk Management and Sustainability Committee and Pricing and Investment Committee to oversee, manage and review specific aspects of the Group's business operations and corporate matters. All the Board Committees operate within their respective approved defined TOR and specific authority delegated by the Board. All the Board Committees make recommendations to the Board for approval in respect of the matters under their purview, saved for the Pricing and Investment Committee, which has been empowered by the Board to make decisions within its TOR. The Chairman of the respective Board Committees will report to the Board on the proceedings of each Board Committee meeting and the reporting of the said proceedings will be minuted accordingly. The Board retains full responsibility for the final decision on all matters.

#### (i) Nomination and Remuneration Committee

As at the date of this Statement, the Nomination and Remuneration Committee consists of three (3) members, all of whom are Independent Non-Executive Directors. The composition of the Nomination and Remuneration Committee is as follows:

Name	Position	Designation
<b>Madam Vivienne Cheng Chi Fan</b>	Chairperson	Independent Non-Executive Director
<b>Datuk Wira Lye Ek Seang</b>	Member	Independent Non-Executive Director
<b>Ms Alice Dora Boucher</b>	Member	Independent Non-Executive Director

The Nomination and Remuneration Committee does not make decisions on behalf of the Board but makes recommendations to the Board for approval.

#### **New Appointment to the Board and Senior Management**

The Nomination and Remuneration Committee has been given the responsibility to recommend new appointments to the Board, Board Committees and Senior Management who hold the key pivotal positions in Tropicana and its group of companies ("Key Personnel") on an on-going basis, with a view to ensure that the Board composition meets the needs, objectives and aspirations of the Company. Considerations should be given to

the competencies, commitment, contribution and performance of the potential candidates.

The selection criteria of members of the Board are primarily based on the merits of competency, knowledge, experiences, expertise, skills, character, integrity and time commitment of the candidates, and taking into consideration the diversity in gender, ethnicity and age guided by the Fit & Proper Policy adopted by the Group.

Secondly, the Nomination and Remuneration Committee assists the Board in its responsibilities of assessing the remuneration packages of the Directors of the Company as well as the Key Personnel of the Group.

The compensation and benefits shall be aligned with the business strategy and long-term objectives of the Group, and shall reflect the calibre, competency, experience, skills, expertise, responsibilities and commitment of the Key Personnel as well as the complexity of the Group's activities. Thus, the components of the compensation and benefits of the Key Personnel shall be structured in a way to link rewards to corporate and individual performance.

In the case of Non-Executive Directors, the level of remuneration shall reflect the contributions, commitment, experience, expertise and responsibilities undertaken by the particular Non-Executive Director concerned and the complexity of the Group's activities.

The Nomination and Remuneration Committee has considered and recommended the following:-

- the appointment of Mr Din Tan Yong Chia as Group Executive Director. Subsequently, he was recommended for the position of Group Managing Director;
- the appointment of Madam Koh Huey Min as Independent Non-Executive Director of the Company to replace Encik Mohd Najib Bin Abdul Aziz;
- the appointment of Dr Chan Tze Leong as Group Company Secretary;
- the promotion of Mr Khoo Thian Shyang as Deputy CEO; and
- the appointment of Mr Ong Chou Wen as CEO of Tropicana's Group of Companies.

Prior to the appointments above, the Nomination and Remuneration Committee had reviewed Mr Din Tan Yong Chia and Madam Koh Huey Min's profile and curriculum vitae, the qualification and the disclosure of their other directorships and had considered their background, academic qualifications, skills, experiences, time commitment and competencies prior to their appointments as Group Executive Director and Independent Non-Executive Directors of the Company guided by the Fit & Proper Policy adopted by the Group. The Nomination and Remuneration Committee had also reviewed the profile and curriculum vitae, and the qualification of Dr Chan Tze Leong and had considered his background, academic qualifications, skills, experiences and competencies prior to his appointment as Group Company Secretary of the Company. Mr Khoo Thian Shyang and Mr Ong Chou Wen's profile and curriculum vitae, and the qualification for both have been reviewed by the Nomination and Remuneration Committee prior to their appointments in the Company.

### **Diversity and Inclusion Policy**

Diversity is integrated across our Diversity and Inclusion Policy, and Tropicana strives for the importance of diversity in the workplace and inclusive culture that respects and values each other's differences and promotes equality and diversity. Appointments of the Board and Management of Tropicana are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender. Director appointed should be able to devote the required time to serve the Board effectively. The Board would consider the existing Board positions held by a Director. Any appointment that may cast doubt on the integrity and governance of Tropicana would be avoided.

In order to pursue the objective of diversity, the Management of Tropicana will ensure that the recruitment and selection practices at all levels (from the Board downwards) are appropriately structured so that a diverse range of candidates in terms of skill, knowledge, experience, gender, age, ethnicity, race, religion and cultural background are considered.

In assessing the suitable candidate for appointment to the Board and Key Personnel in the Group, the Nomination and Remuneration Committee and the Board also accord due consideration to gender diversity, age, required mix of skills, knowledge and experience, cultural background and other qualities, including core competencies and integrity. The Board recognises the challenges in achieving the right balance of gender diversity on the Board. This will be done over time, taking into account the present size of the Board, the valuable knowledge and experience of the present Board members and the evolving challenges to the Company over time. Currently, the Board has three (3) female Directors i.e., Ms Alice Dora Boucher, Madam Vivienne Cheng Chi Fan and Madam Koh Huey Min.

In cognisant of the importance to promote gender diversity, the Company is committed to putting its efforts into getting more suitable female candidates to join the Board and Senior Management positions.

### **Annual Board Evaluation**

The Nomination and Remuneration Committee also reviews the evaluation process and evaluation forms for all Board members in respect of the annual evaluations of the effectiveness of the Board, Board Committees and the contribution of each Director.

The Board through the Nomination and Remuneration Committee conducted annual evaluation exercise internally, facilitated by the Group Company Secretary for FY 2023, consisting of the following:

- (a) Evaluation of the Board effectiveness as a whole;
- (b) Evaluation of the Board Committees performance;
- (c) Individual Directors' Self and Peer Performance Evaluation;
- (d) Audit Committee Assessment; and
- (e) Independent Non-Executive Director Self Evaluation.

The criteria on the evaluation of the Board as a whole related to, amongst others, the appropriate composition and Committees in correspondence to the Board's oversight duties and the development of the Company's strategy. The Board has the right mix of skills and experience to optimise performance and strategy, and the roles and responsibilities of the Board and individual Directors are clearly defined in the Board Charter.

The criteria for the evaluation of the Board Committees related to, inter alia, whether all the Board Committees have the right number of members in its composition, whether each Board Committee properly discharges its duties and responsibilities, and whether all Board Committees provide useful information and recommendations that assist the Board to make better decisions, and consequently make Board meetings more efficient and effective.

The criteria on the Individual Directors' Self and Peer Performance Evaluation related to, such as, whether the Director shares his information or insights, applies analytical and conceptual skills to the decision-making process, provides realism and practical advices to Board's deliberations, as well as assesses and links short-term issues to the long-term strategy of the Company.

The criteria on the Audit Committee Assessment related to, among other things, whether the Audit Committee's actions reflect independence from Management, ethical behaviour, and the best interests of shareholders, and whether there is appropriate consideration of the Company's financial reporting risks and the related internal controls, which are reflected in the Audit Committee's discussions and agenda items.

In terms of the assessment of the Independent Non-Executive Director Self Evaluation, each Independent Non-Executive Director has conducted a self-evaluation of his/her independence based on the criteria of independence as defined under Paragraph 1.01 of the MMLR of Bursa Securities. In addition, each Independent Non-Executive Director self-checked his/her ability to advise the Board on matters relating to any existing transactions where conflict of interests exist and on matters requiring deliberation by Directors such as related party transactions. Each Independent Non-Executive Director also verified and declared his/her tenure of service as an Independent Non-Executive Director in the Company. In addition, the Board has included the following as part of the process of the evaluation of the Board:

- (a) Questionnaires are prepared via Google Forms;
- (b) Collation of results and preparation of findings and actions; and
- (c) Deliberations in the Nomination and Remuneration Committee's and the Board's meetings.

All assessments and evaluations carried out by the Nomination and Remuneration Committee were properly documented. The outcome and summary results of the Evaluation of the Board effectiveness as a whole, Evaluation of the Board Committees performance, Individual Directors' Self and Peer Performance Evaluation, Audit Committee Assessment, and Independent Non-Executive Director Self Evaluation for the FY2023 were tabled to the Nomination and Remuneration Committee for recommendation before reporting the same to the Board for notation. The Board viewed that its current composition is sufficient to meet the needs, objectives and aspirations of the Company.

From the evaluation, the Board recognised the importance to promote gender diversity and the Company is committed to actively working towards having more female Directors or at least 30% of the Board composition in line with the requirement of MCGG, on the Board.



The remuneration paid to the top five (5) key Senior Management personnel for FY2023 are as follows:

Remuneration Range (RM)	Name of Key Senior Management
850,000-900,000	Chin Kok Ping
750,000-800,000	Ching Hong Tat Andrew Ashvin S/O Podimhatia

Notes: The remuneration of the other top two (2) key Senior Management personnel namely, Tan Sri Dato' Tan Chee Sing and Mr Jared Ang Tzer Shen, who are/were Executive Director and Non-Executive Non-Independent Director of the Company in FY2023, have been disclosed under the Directors' Remuneration section.

### Directors' Remuneration

The details of the remuneration of the Directors of the Company comprising remuneration received/receivable from the Company and its subsidiaries during FY2023 are as follows:

No	Name	Directorate	Company (RM'000)							Group (RM'000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Tan Sri Dato' Sri Mohamad Fuzi Bin Harun	Independent Director	240	5	-	-	-	-	245	240	5	-	-	-	-	245
2	Tan Sri Dato' Tan Chee Sing	Executive Director	-	-	4,574	-	-	229	4,803	-	-	4,574	-	-	229	4,803
3	Din Tan Yong Chia (Appointed on 20 July 2023 and re-designated from Group Executive Director to Group Managing Director wef 19 March 2024)	Executive Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-
4	Dion Tan Yong Chien (Re-designated from Group Managing Director to Non-Executive Non-Independent Director wef 26 February 2024)	Non-Executive Non-Independent Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-
5	Jared Ang Tzer Shen (Re-designated from Group Executive Director to Non-Executive Non-Independent Director wef 17 January 2024)	Non-Executive Non-Independent Director	-	-	451	-	-	56	507	-	-	451	-	-	56	507
6	Datuk Wira Lye Ek Seang	Independent Director	190	17	-	-	-	-	207	190	17	-	-	-	-	207
7	Alice Dora Boucher	Independent Director	201	18	-	-	-	-	219	201	18	-	-	-	-	219
8	Vivienne Cheng Chi Fan	Independent Director	188	14	-	-	-	-	202	188	14	-	-	-	-	202
9	Dato' Sri Badrul Hisham Bin Abdul Aziz	Independent Director	150	5	-	-	-	-	155	150	5	-	-	-	-	155
10	Datuk Tan Mann Chai, JP	Independent Director	153	6	-	-	-	-	159	153	6	-	-	-	-	159
11	Koh Huey Min (Appointed on 5 October 2023)	Independent Director	46	2	-	-	-	-	48	46	2	-	-	-	-	48
12	Dato' Dr Teo Tong Kooi (Resigned on 20 January 2023)	Independent Director	12	1	-	-	-	-	13	12	1	-	-	-	-	13
13	Mohd Najib Bin Abdul Aziz (Resigned on 5 October 2023)	Independent Director	156	13	-	-	-	-	169	156	13	-	-	-	-	169
14	Dato' Mohamad Lotfy Bin Mohamad Noh (Resigned on 17 January 2024)	Independent Director	166	13	-	-	-	-	179	166	13	-	-	-	-	179
15	Dato' Dickson Tan Yong Loong (Resigned on 28 February 2024)	Non-Executive Non-Independent Director	150	4	-	-	-	-	154	150	4	-	-	-	-	154

#### **Retention of Independent Non-Executive Director**

The Board Charter indicates the restriction for the tenure of an Independent Non-Executive Director to a cumulative term of nine (9) years. An Independent Non-Executive Director may continue to serve on the Board as a Non-Independent Director. If the Board intends to retain an Independent Director beyond nine (9) years, it should justify and seek shareholders' approval. If the Board continues to retain the Independent Director after the twelfth year, the Board should seek annually at the general meeting through a two-tier voting process in accordance to Practice 5.3 of the MCCG. In justifying the decision, the Nomination and Remuneration Committee is entrusted to assess the Director's suitability to continue as an Independent Non-Executive Director based on the criteria of independence.

Currently, none of the Independent Non-Executive Directors of Tropicana has served more than nine (9) years.

#### **Activities of the Nomination and Remuneration Committee during FY2023**

On its Nomination related functions, the said Committee had met seven (7) times during FY2023 and had reviewed and recommended the following matters to the Board for approval:

- (a) Reviewed the summary results of the evaluations on the Board effectiveness as a whole, Board Committees performance, Individual Directors' Self and Peer Evaluation, Independent Directors' Self Evaluation, and Audit Committee Members' Self Evaluation.
- (b) Reviewed and recommended to the Board for approval, the changes to the compositions of the Board Committees of the Company namely on the proposed appointment of Mr Lim Lai Seng as the Managing Director/Chief Financial Officer of Tropicana and Group of Companies.
- (c) Reviewed and recommended to the Board for approval, the extract of the Nomination Committee report in the Corporate Governance Overview Statement for inclusion in the Annual Report 2022.
- (d) Reviewed and recommended to the Board for approval, the re-election of Directors in accordance with Clauses 112 and 113 of the Company's Constitution at the Forty-Fourth Annual General Meeting ("44th AGM") of the Company held on 23 June 2023. The Directors who were eligible for re-election have completed the Fit & Proper Policy Compliance Checklist to declare that he/she is a fit and proper person to act as a Director of the Company.
- (e) Reviewed the ratification on the promotion of Mr Khoo Thian Shyang as the Deputy CEO and the appointment of Mr Chew Hwei Yeow as the newly appointed Chief Executive Officer of the subsidiary Group of the Company.
- (f) Reviewed and recommended to the Board for approval, the changes to the compositions of the Board Committees of the Company and the proposed appointment of Mr Din Tan Yong Chia as the Group Executive Director of the Company and subsequently, his promotion as Group Managing Director.

- (g) Reviewed and recommended to the Board for approval, the proposed appointment of Dr Chan Tze Leong as the Group Company Secretary of Tropicana Group.
- (h) Reviewed and recommended to the Board for approval, the proposed appointment of Madam Koh Huey Min as Independent Non-Executive Director, Chairperson of Audit Committee and member of Risk Management and Sustainability Committee of Tropicana. Madam Koh Huey Min completed her Fit & Proper Policy Compliance Checklist to declare that she is fit and proper to act as a Director of the Company prior to her appointment as Director of the Company.

On its Remuneration related functions, the said Committee had met seven (7) times during FY2023 and had reviewed and recommended the following matters to the Board for approval:

- (a) 2023 bonus and increment of Tropicana's employees and proposed payment of the Directors' remuneration to the Non-Executive Directors for the financial year ended 31 December 2022.
- (b) Proposed remuneration package for newly appointed Chairman and Members of Board Committees and remuneration packages for newly appointed senior management.
- (c) Re-instate the Remuneration Committee decision to defer the payment of Directors' fees.
- (d) Remuneration package for Mr Khoo Thian Shyang Mr Khoo Thian Shyang as the Deputy CEO and Mr Chew Hwei Yeow as the newly appointed CEO of the subsidiary Group of the Company.
- (e) Remuneration package for Dr Chan Tze Leong as Group Company Secretary of the Company.

Upon the merging of Nomination Committee and Remuneration Committee into single board committee, Nomination and Remuneration Committee met once to review and recommend to the Board for approval the proposed appointment and remuneration package for Mr Ong Chou Wen as CEO of the subsidiary Group of Companies in place of Mr Chew Hwei Yeow.

#### **(ii) Pricing and Investment Committee**

The Pricing Committee and Investment Committee were merged and renamed as Pricing and Investment Committee. As at the date of this Statement, the composition of the Pricing and Investment Committee is as follows:

Name	Position	Designation
<b>Ms Alice Dora Boucher</b>	Chairperson	Independent Non-Executive Director
<b>Datuk Wira Lye Ek Seang</b>	Member	Independent Non-Executive Director



<b>Datuk Tan Mann Chai, JP</b>	Member	Independent Non-Executive Director
<b>Mr Jared Ang Tzer Shen</b>	Member	Group Non-Independent Non-Executive Director
<b>Mr Din Tan Yong Chia</b> (Appointed on 19 March 2024)	Member	Group MD

The principal objectives of the Pricing and Investment Committee are

- to approved the minimum/net selling prices of the new launches of properties to be developed by the Group to ensure that the prices set are market driven.
- to recommended to the Board the proposed transactions or proposed investments with a view to strategically allocate the Group's financial resources efficiently.
- to eliminate or minimise the risk of oversight in investment decisions.
- to enhance the shareholders' value and to protect the stakeholders' interests as well as to ensure the continued growth and success of the Company.

#### V. Board Meeting and Meetings Attendance

The Board meets at least once every quarter on a scheduled basis and additional meetings will be convened as and when deemed necessary by the Board. The quarterly Board meetings are scheduled in advance at the commencement of the financial year to allow the Directors to plan their appointments ahead and to facilitate full attendance at Board meetings. All proceedings, deliberations and conclusions of Board meetings are minuted by the Group Company Secretary and are confirmed by the Board members at the next Board meeting and subsequently signed by the Chairman as the correct record of proceedings of the meeting, or signed by the Chairman of the meeting at which the proceedings were held.

A total of five (5) Board meetings were held during FY2023 and the attendances of each Board member are set out as below:

Name	Designation	Attendance of Board Meetings
<b>Tan Sri Dato' Sri Mohamad Fuzi Bin Harun</b>	Independent Non-Executive Chairman	5/5
<b>Tan Sri Dato' Tan Chee Sing</b>	Group Executive Vice Chairman	5/5
<b>Mr Din Tan Yong Chia</b> (Appointed on 20 July 2023 and re-designated on 19 March 2024)	Group MD	2/2 <sup>@</sup>
<b>Mr Dion Tan Yong Chien</b> (Re-designated on 26 February 2024)	Group Non-Independent Non-Executive Director	4/5

<b>Mr Jared Ang Tzer Shen</b> (Re-designated on 17 January 2024)	Group Non-Independent Non-Executive Director	5/5
<b>Datuk Wira Lye Ek Seang</b>	Independent Non-Executive Director	4/5
<b>Ms Alice Dora Boucher</b>	Independent Non-Executive Director	5/5
<b>Madam Vivienne Cheng Chi Fan</b>	Independent Non-Executive Director	5/5
<b>Dato' Sri Badrul Hisham Bin Abdul Aziz</b>	Independent Non-Executive Director	5/5
<b>Datuk Tan Mann Chai, JP</b>	Independent Non-Executive Director	5/5
<b>Madam Koh Huey Min</b> (Appointed on 5 October 2023)	Independent Non-Executive Director	1/1 <sup>@</sup>
<b>En Mohd Najib Bin Abdul Aziz</b> (Resigned on 5 October 2023)	Independent Non-Executive Director	3/4 <sup>#</sup>
<b>Dato' Mohamad Lotfy Bin Mohamad Noh</b> (Resigned on 17 January 2024)	Independent Non-Executive Director	5/5 <sup>#</sup>
<b>Dato' Dickson Tan Yong Loong</b> (Resigned on 28 February 2024)	Group Non-Independent Non-Executive Director	5/5 <sup>#</sup>

Note:

<sup>@</sup> Reflects the number of meetings held during FY2023 after his/her appointment as Director.

<sup>#</sup> Reflects the number of meetings held during FY2023 prior to their resignation as Director.

All the existing Directors as at the date of this Statement have complied with the minimum requirement of 50% attendance in respect of Board meetings held in FY2023 as stipulated in the MMLR of Bursa Securities.

In the intervals between Board meetings, for any matters requiring Board's decisions, Board's approvals are obtained through written resolutions in circulation. The resolutions passed by way of resolutions in circulation were then noted by the Board at the next quarterly Board meeting.

The Directors are expected to allocate sufficient time to the Company to perform their duties effectively, including being prepared for the meetings and contributing effectively to the businesses of the Company. Directors of the Company must not hold directorships in more than five (5) public listed companies and they should notify the Board of any change of their directorships.

#### VI. Company Secretaries

The appointment and removal of Company Secretaries are a matter of the Board as a whole. The Board recognises the importance that the Company Secretaries should be suitably qualified and capable of carrying out the duties required of the post.

The key roles of the Company Secretaries are to provide unhindered professional advices and services to the Directors as and when the need arises, to enhance the effective functioning of the Board and to ensure regulatory compliance.

Other primary responsibilities of the Company Secretaries include:

- advising the Board and Management on governance issues;
- ensuring compliance with MMLR of Bursa Securities and related statutory obligations;
- attending the Board, Board Committees and general meetings and ensuring the Board meeting procedures are followed as well as a proper recording of minutes;
- ensuring the proper maintenance of statutory registers and records;
- assisting the Chairman in the preparation and conduct of meetings;
- updating the Directors on any new changes and developments to the statutory or regulatory requirements concerning their duties and responsibilities as well as those concerning the Company;
- regularly update and keep the Board and Management informed of the requirements in dealing with the securities of the Company during the closed period and non-closed period; and
- assisting the communications between the Board and Management.

The Company Secretaries had assessed the requirements of the Companies Act 2016 (“**the Act**”) and MCGG and facilitated training for the Board on the approaches envisaged by the Act and MCGG as well as providing advices to the Board on the application of practices within the Group.

## VII. Ethics and Codes

The Board acknowledges its leadership role in creating ethical values and observing ethical conduct. The Board adopts and observes the Code of Ethics for Company Directors established by the Companies Commission of Malaysia, as the Board is fully supportive of the principles in the said Code of Ethics and finds it suitable for the Company to uphold the same principles. A copy of the said Code of Ethics for Company Directors can be found on the Company's website at <https://www.tropicanaCorp.com.my/corporate-governance>.

## VIII. Board Charter

The Board is accountable and responsible for the performance and governance activities of the Group with a view of protecting shareholders' value and recognising the interests of all other stakeholders namely, customers, suppliers, contractors, employees, regulators, members of the communities and all others with whom Tropicana interfaces.

The Board Charter is intended to identify the role, structure and processes related to key governance activities of the Board. It serves as a reference point for Board's activities, and is designed to provide guidance and clarity for Directors and Management with regards to the roles of the Board and its Committees, the roles of the top key positions of the Company and the requirements of Directors in carrying out their roles and in discharging their duties

towards the Company as well as the Board's operating practices. A copy of the Board Charter is available on the Company's website at <https://www.tropicanaCorp.com.my/corporate-governance>.

## IX. Whistleblowing Policies and Procedures

A formal Whistleblowing Policy (“**WBP**”) was adopted on 1 June 2017. The WBP is to provide an avenue for all employees of the Group and members of the public to disclose any improper conduct in accordance with the procedures as provided for under the WBP and to provide protection to the employees and members of the public who report such allegations. The WBP is also included in the Group's Employee's Handbook.

The WBP is available on the Company's website at <https://www.tropicanaCorp.com.my/corporate-governance>.

## X. Anti-Bribery and Anti-Corruption (“**ABAC**”) Policy and Policies & Procedures for Gifts and Hospitality

A formal ABAC Policy adopted on 28 May 2020, serves to provide guidance on how to prevent, deal with and combat bribery and corrupt activities and issues that may arise in the course of business. The ABAC Policy is applicable to all employees, directors (executive and non-executive) and any person who performs services for and on behalf of the Group, which includes contractors, sub-contractors, consultants, suppliers, agents, intermediaries and representatives of the Group.

On 1 August 2022, the Group has adopted its Policies & Procedures for Gifts and Hospitality which set out the responsibilities of those working for the Group in observing and upholding the Group's stance against bribery and corruption when giving and receiving gifts and hospitality. This policy also aims to provide information and guidance to recognise bribery and corruption issues when giving and receiving gifts and hospitality and the procedures to deal with such issues.

Both of the abovementioned policies are available on the Company's website at <https://www.tropicanaCorp.com.my/corporate-governance>.

## XI. Supply of Information

The Directors have full and unrestricted access to all information pertaining to the Group's businesses and affairs to enable them to discharge their duties. All Directors, whether as a whole or in their individual capacity, have access to the advices and services of the Company Secretaries and Senior Management and may seek independent professional advice, at the Company's expense, if required, to assist them in the furtherance of their duties.

All Directors are provided with reports and other relevant information in a timely manner, covering various aspects of the Group's operations and performance. The Board is also provided with the agenda item at least seven (7) days prior to the meetings and a set of board papers prior to the Board meetings to allow sufficient time for the Directors to peruse, review, consider and deliberate on the issues and, where necessary, to obtain further information and explanations to facilitate informed decision-making in compliance with Guidance 1.6 of the MCGG.



Management is responsible for furnishing the Board with all information that may assist the Board in discharging its responsibilities and facilitating informed decision-making. The in-house Group Company Secretary attends all Board meetings and ensures that accurate and adequate records of the proceedings of the Board meetings and decisions made are properly recorded. Senior Management of the Group, External Auditors and advisors are also invited to attend Board meetings on specific items on the agenda which require clarification and professional advice. The Board is also briefed on the latest updates on the Group's business activities.

The Company Secretaries are responsible for ensuring the procedures of the Board meeting are followed and that applicable rules and regulations are complied with. The Company Secretaries update the Directors on any new changes and developments to the statutory or regulatory requirements concerning their duties and responsibilities as well as general statutory compliances whenever the changes arise.

## XII. Appointment and Re-Election to the Board

In line with new Paragraph 15.01A of the MMLR of Bursa Securities, a formal Fit & Proper Policy for Appointment and Re-Election of Directors ("FPP") was adopted on 21 April 2022. The purpose of the FPP is to assess the nominated and re-elected Directors in accordance with the fit and proper criteria set out therein. The FPP has been designed as a practice guide for the appointment and re-election of Directors to assist the Nomination Committee to discharge their duties and functions in the Board nomination and re-election process of Directors.

The FPP has recommended four (4) criteria in assessing the Board nomination and re-election of Directors as follows:

- (a) Probity, personal integrity and reputation;
- (b) Competence and capacity;
- (c) Financial integrity; and
- (d) Time and commitment.

The FPP is available on the Company's website at <https://www.tropicanaacorp.com.my/corporate-governance>.

In accordance with the Company's Constitution, all Directors who are appointed by the Board either to fill a casual vacancy or as an addition to the existing Directors are subject to re-election by shareholders at the annual general meeting ("AGM") following their appointment. The Constitution also provides that at least one-third (1/3) of the Directors be subjected to re-election by rotation at each AGM, including the CEO, Group MD and Executive Director provided always that all the Directors shall retire from their office at least once in every three (3) years. All retiring Directors are eligible to offer themselves for re-election at the AGM.

The Board continuously reviews its size and composition with particular consideration on its impact on the effective functioning of the Board.

Any proposed candidate for the appointment as Director will be reviewed and recommended by the Nomination and Remuneration Committee to the Board for full deliberation and approval.

## XIII. Directors' Training

All Directors have attended the Mandatory Accreditation Programme ("MAP") prescribed by Bursa Securities. Directors are encouraged to attend continuing education programmes and seminars to keep themselves abreast with current developments in the market place and with new statutory and regulatory requirements. They are provided with updates from time to time on relevant new laws and regulations affecting their directorships and relevant compliances.

Mr Din Tan Yong Chia and Madam Koh Huey Min who were appointed as Directors during FY2023, had attended the MAP prior or subsequent to their appointments, to facilitate themselves with comprehensive understanding of the roles and responsibilities as director, key obligations of listed companies and director under MMLR of Bursa Securities as well as the importance of corporate governance.

The training programmes attended by the Directors of the Company during FY2023 are listed below:

Name	Title of Training Programmes/Seminars
<b>Tan Sri Dato' Sri Mohamad Fuzi Bin Harun</b>	1) Sustainability for Boards: Capacity Building 2) Mandatory Accreditation Programme Part II ( <b>MAP</b> ) - Leading for Impact ( <b>LIP</b> )
<b>Tan Sri Dato' Tan Chee Sing</b>	Sustainability for Boards: Capacity Building
<b>Mr Din Tan Yong Chia</b> (Appointed on 20 July 2023 and re-designated on 19 March 2024)	1) Sustainability for Boards: Capacity Building 2) Mandatory Accreditation Programme Part II ( <b>MAP</b> ) - Leading for Impact ( <b>LIP</b> )

Name	Title of Training Programmes/Seminars
<b>Mr Jared Ang Tzer Shen</b>	Mandatory Accreditation Programme Part II ( <b>MAP</b> ) - Leading for Impact ( <b>LIP</b> )
<b>Datuk Wira Lye Ek Seang</b>	1) Cyber Security for Finance and Accounting 2) Director's Duties & Liabilities on Sustainability / Climate Change 3) Spotlight on FTSE 4Good Index TCFD, Net, Zero and Carbon Offset
<b>Ms Alice Dora Boucher</b>	Mandatory Accreditation Programme Part II ( <b>MAP</b> ) - Leading for Impact ( <b>LIP</b> )
<b>Madam Vivienne Cheng Chi Fan</b>	1) 2023 Economic Outlook - OCBC Global Treasury & Transaction Banking 2) Invest Malaysia 2023 - Reshaping Malaysia's Narrative 3) Sustainable and Responsible Investment ( <b>SRI</b> ) 2023 Conference - Revving Up the Race of Sustainability 4) Bridging the Gap: Metaverse, Board of Directors, Net Zero & NFT 5) Mandatory Accreditation Programme Part II ( <b>MAP</b> ) - Leading for Impact ( <b>LIP</b> )
<b>Dato' Sri Badrul Hisham Bin Abdul Aziz</b>	1) Sustainability for Boards: Capacity Building 2) Mandatory Accreditation Programme Part II ( <b>MAP</b> ) - Leading for Impact ( <b>LIP</b> )
<b>Datuk Tan Mann Chai, JP</b>	1) Sustainability for Boards: Capacity Building 2) Mandatory Accreditation Programme Part II ( <b>MAP</b> ) - Leading for Impact ( <b>LIP</b> )
<b>Madam Koh Huey Min</b> (Appointed on 5 October 2023)	1) Innovation and Technology for Gender Equality 2) Sustainable and Responsible Investment ( <b>SRI</b> ) 2023 Conference - Revving Up the Race of Sustainability 3) Conflict of Interest and Governance of Conflict of Interest 4) Management of Cyber Risk Mandatory Accreditation Programme Part II ( <b>MAP</b> ) - Leading for Impact ( <b>LIP</b> )
<b>Dato' Mohamad Lotfy Bin Mohamad Noh</b> (Resigned on 17 January 2024)	Sustainability for Boards: Capacity Building
<b>Dato' Dickson Tan Yong Loong</b> (Resigned on 28 February 2024)	Sustainability for Boards: Capacity Building

## ACCOUNTABILITY AND AUDIT

### Financial Reporting

The Board is responsible for ensuring the financial statements of the Company and the Group are drawn up in accordance with the Financial Reporting Standards and the Act so as to give a true and fair view of the financial position of the Company and of the Group as at 31 December 2023 and of their financial performance and cash flows for the year then ended.

The Board is committed to providing a clear, balanced and comprehensive meaningful assessment of the Group's financial performance and prospects, primarily through the annual financial statements and quarterly announcements of results to shareholders. The Group's audited financial statements for FY2023 are presented on page 171 to 300 in this Annual Report.



## PRINCIPLE B: EFFECTIVE AUDIT, RISK MANAGEMENT AND INTERNAL CONTROL

### I. Audit Committee

As at the date of this Statement, the Audit Committee consists of three (3) members, all of whom are Independent Non-Executive Directors and one (1) of whom is a qualified Accountant. The composition of the Audit, Risk Management and Sustainability Committee is as follows:

Name	Position	Designation
<b>Madam Koh Huey Min</b> (Appointed on 5 October 2023)	Chairperson	Independent Non-Executive Director
<b>Madam Vivienne Cheng Chi Fan</b>	Member	Independent Non-Executive Director
<b>Ms Alice Dora Boucher</b>	Member	Independent Non-Executive Director

The Audit Committee members possess the financial knowledge and commercial experience to meet the needs of the Board in fulfilling its fiduciary responsibilities in terms of the Group's financial reporting practices, accounting policies, internal controls and in assessing the suitability and independence of the Group's External and Internal Auditors. The Chairman of the Audit Committee is an Independent Non-Executive Director and is not the Chairman of the Board. In line with MCGG, the Company had revised the TOR of the Audit Committee on 21 April 2022 to include that no former audit partner to be appointed as a Director (including a member of the Audit Committee) before observing a cooling-off period of at least three (3) years prior to the integration with the Risk Management and Sustainability Committee.

During FY2023, the External Auditors had confirmed to the Audit Committee members of their independence throughout the conduct of the audit engagement for FY2023 with the Company in accordance with the independence criteria set out under the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants and the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants.

The Audit Committee met five (5) times during FY2023. The activities of the Audit Committee for FY2023 are reported in the Audit Committee Report as set out on page 166 in this Annual Report.

#### Relationship with External Auditors

The Board, through the Audit Committee, has always maintained a formal and transparent relationship with the External Auditors.

During FY2023, the Audit Committee had invited the External Auditors to its meeting held on 20 February 2023 to report on the audit status findings for the FY2023. On 18 April 2023, External Auditors invited to report on the audit results in respect of the true and fair view of the Group's audited financial statements for the financial year ended 31 December 2022 ("AFS 2022"). Subsequently, at its meeting held on 21 November 2023, to report audit plan as well as the External Audit Planning Memorandum for the Group's financial statements for FY2023.

The Audit Committee also met with the External Auditors without the presence of the Executive Directors and Management of the Company or the Group twice on 20 February 2023 and 21 November 2023, in order to provide the External Auditors with an avenue to candidly express any concerns they may have, including those relating to their ability to perform their work without restraint or interference.

The External Auditors are encouraged to contact the Audit Committee Chairman or any of the Audit Committee members directly whenever they deem necessary to discuss audit matters or raise any concerns in the course of their audit of the Company's or the Group's financial records or accounting treatments.

### II. Risk Management and Sustainability Committee

The Board recognises that proper risk management and internal control are important aspects of the Company's governance, management and operations.

As at the date of this Statement, the Risk Management and Sustainability Committee comprises the following members:

Name	Position	Designation
<b>Ms Alice Dora Boucher</b>	Chairperson	Independent Non-Executive Director
<b>Madam Vivienne Cheng Chi Fan</b>	Member	Independent Non-Executive Director
<b>Datuk Wira Lye Ek Seang</b>	Member	Independent Non-Executive Director
<b>Madam Koh Huey Min</b> (Appointed on 5 October 2023)	Member	Independent Non-Executive Director
<b>Mr Jared Ang Tzer Shen</b>	Member	Group Non-Independent Non-Executive Director
<b>Mr Din Tan Yong Chia</b> (Appointed on 19 March 2024)	Member	Group MD

The responsibilities of the Risk Management and Sustainability Committee for risk and sustainability oversight include, amongst others, to ensure that sustainability and risk management frameworks are embedded and consistently adopted throughout the Group, provision of oversight on sustainability initiatives in line with the purpose, values and strategy of the Group and to ensure compliance with external requirements.

The Risk Management and Sustainability Committee held five (5) meetings during FY2023 to review the quarterly risk profiles of the Group.

#### Risk Management and Internal Control

The Board has overall responsibility for maintaining a sound system of internal controls which includes financial controls, operational and compliance controls and risk management to safeguard shareholders' interests and the Company's assets. The Group's system of internal control is regularly reviewed to ensure its effectiveness. While acknowledging its responsibility for the system

of internal control, the Board is aware that such system cannot totally eliminate risks and thus, can never be an absolute assurance against the Group's failure to achieve its objectives.

The Board has established an in-house internal audit function and the Head of Internal Audit reports directly to the Audit Committee.

The Group's Statement on Risk Management and Internal Control for FY2023 is set out on page 161 to 165 in this Annual Report.

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

### Communications with Shareholders and Relationship with Investors

The Group recognises and practices transparency and accountability to its shareholders and investors. As such, the Group ensures timely dissemination of information through appropriate channels of communication to the shareholders and investors to ensure that they are properly informed of major developments of the Group. Such information is communicated to them through the annual reports, press releases and the various disclosures and announcements made to Bursa Securities from time to time, including the quarterly and annual results. These information and documents are accessible on Bursa Securities' website at <https://www.bursamalaysia.com> or the Company's website at <https://www.tropicanaacorp.com.my/bursa-announcements>. The Company attends to the requests of analysts and fund managers for briefings from time to time.

Tropicana's website at <https://www.tropicanaacorp.com.my> also provides an avenue for shareholders and members of the public to access information pertaining to the Group, which is being updated regularly.

### General Meetings

The Company's AGMs are the principal forum for dialogue and interaction with its shareholders at which the shareholders are annually informed and updated on current developments of the Group. The Board presents an overview of the performance of businesses in the Group and encourages shareholders to participate in the question and answer sessions. The Board members, Senior Management and the Company's External Auditors as well as advisors, if applicable, are present to respond to the shareholders' questions during the meeting.

The notice and agenda of the AGM together with the proxy form are given to shareholders at least twenty-eight (28) days before the AGM of the Company, which gives shareholders sufficient time to prepare themselves to attend the AGM of the Company or to appoint a proxy to attend and vote on their behalf. Each item of special businesses included in the notice of AGM is accompanied by an explanatory statement for the proposed resolution to facilitate the full understanding and evaluation of the issues involved.

Paragraph 8.29A of the MMLR of Bursa Securities has mandated all listed issuers to carry out poll voting for any resolution set out in the notice of any general meeting, or in any notice of resolution which may properly be moved and is intended to be moved at any general meeting. In addition, at least one (1) independent scrutineer will be appointed to validate the votes cast at the general meeting.

During the 44th AGM of the Company and the Extraordinary General Meeting ("EGM") of the Company held on 23 June 2023, shareholders were briefed on the voting procedures and the results of the poll were verified by the independent scrutineer, Commercial Quest Sdn. Bhd. The poll voting was conducted via electronic means and the results of the voting were displayed on the screen. The results of all resolutions proposed at the 44th AGM of the Company and the EGM of the Company were subsequently announced to Bursa Securities on the same day, respectively.

In line with MCGG, the minutes of the 44th AGM and EGM were made available on the Company's website at <https://www.tropicanaacorp.com.my/reports-and-presentations> within thirty (30) business days after the meetings.

## COMPLIANCE WITH MCGG

Overall, the Company has applied all the practices encapsulated in MCGG, except for those departures highlighted in the CG Report. The CG Report is available on the Company's website at <https://www.tropicanaacorp.com.my/reports-and-presentations>.

The Company will continue to strive for high standards of corporate governance and improve the corporate governance practices throughout the Group.

## KEY FOCUS AREAS AND FUTURE PRIORITIES

The Board is committed to ensuring good corporate governance and practices are implemented and maintained throughout the Group.

Moving forward, the Board will continue to improve the Company's corporate governance practices by taking steps to address the current departures from the practices stipulated in the MCGG and instill a risk and governance awareness culture and mindset throughout the organisation in the best interests of all stakeholders.

This Statement together with the CG Report were approved by the Board on 29 April 2024.



# ADDITIONAL COMPLIANCE INFORMATION

The information set out below is disclosed in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad:

## 1) AUDIT AND NON-AUDIT FEES

The amount of audit and non-audit fees paid or payable to the External Auditors and/or affiliates by the Company and the Group for FY2023 are as follows:-

	Group (RM)	Company (RM)
Audit Fee	1,809,000	313,000
Non-Audit Fee	88,000	80,000
Total	1,897,000	393,000

## 2) MATERIAL CONTRACTS INVOLVING DIRECTORS AND MAJOR SHAREHOLDERS

There were no material contracts entered into by the Company and its subsidiaries involving Directors and major shareholders' interests which were still subsisting as at the end of the financial year or which were entered into since the end of the previous financial year.

# STATEMENT ON RISK MANAGEMENT & INTERNAL CONTROL

In line with paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and guided by the Statement on Risk Management & Internal Control Guidelines for Directors of Listed Issuers, the Board is committed to preserve and uphold a sound system of risk management and internal controls as well as good corporate governance throughout Tropicana Corporation Berhad (“TCB” or “Company”) and its subsidiaries (“the Group”).

## RESPONSIBILITIES OF THE BOARD

The Board of Directors (the “Board”) of Tropicana Corporation Berhad (the “Group”) is highly committed to maintain a sound system of risk management and internal control in the Group. The Risk Management Framework includes the ongoing process of identifying, evaluating, responding, managing and monitoring significant risks that may affect the Group’s business performance, ensuring that optimum operational function is maintained at an acceptable risk appetite while striving to achieve Tropicana’s overall strategic objectives.

The Board endorses the Group’s risk management framework; delegating primary responsibilities for the implementation of the framework across the Group’s business operations to the Risk Management Committee, the Risk Management Department and Business/Operations Head. The Board acknowledges and approves the ongoing process of identifying, evaluating and managing all significant risks faced by the Group that has been in place for the year and up to the date of approval of this Statement for inclusion in Annual Report. In view of the inherent limitations in any system of the risk management and internal control processes, the said system, therefore, is put in place to provide reasonable, but not absolute assurance, against material misstatements, financial losses, defalcations or fraud.

During FY 2023, the Risk Management and Sustainability Committee (“RMSC”) reviewed, appraised and assessed the controls and action

in place to mitigate and manage the overall Group’s risk exposure, as well as raised issues of concerns and recommended mitigating actions. The RMSC had presented a summary of its deliberations and decisions to the Board on a quarterly basis.

During the financial year, the adequacy and effectiveness of the system of internal controls was reviewed by the Audit Committee in relation to the internal audits conducted by Group Internal Audit, as well as control issues reported by the external auditors. The Audit Committee deliberated on the audit issues and the actions taken by Management, and a summary of these deliberations has been presented to the Board.

## KEY FEATURES OF THE RISK MANAGEMENT FRAMEWORK

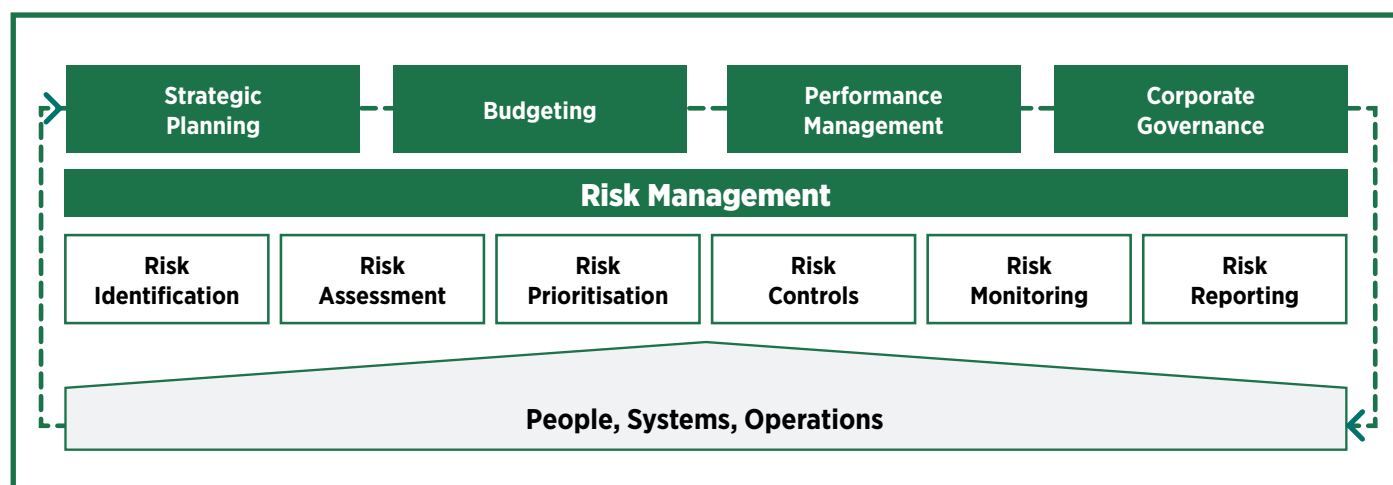
### Risk Management Framework

The Group has implemented an Enterprise Risk Management (“ERM”) Framework to address a spectrum of activities that assess the inherent risk profile inherent in the business’s nature. As a failure to adequately address these risks could compromise the Group’s objectives and sustainability. The framework classifies risks concerning strategic, operational, financial, and compliance aspects, in line with the Group’s business objectives.

The Board reiterates its endorsement of the Group’s risk management framework and maintains continuous oversight of organizational risks and opportunities, with the assistance of the RMSC. This oversight includes periodic reviews to ensure the integrity of systems and controls for identifying, analysing, evaluating, managing, and monitoring significant financial and non-financial risks.

The Group’s risk management practice is benchmarked against the ISO 31000:2018 Risk Management- Principles and Guidelines, and is designed to embed ERM into key activities, initiatives and processes of the Group.

## Risk Management Framework





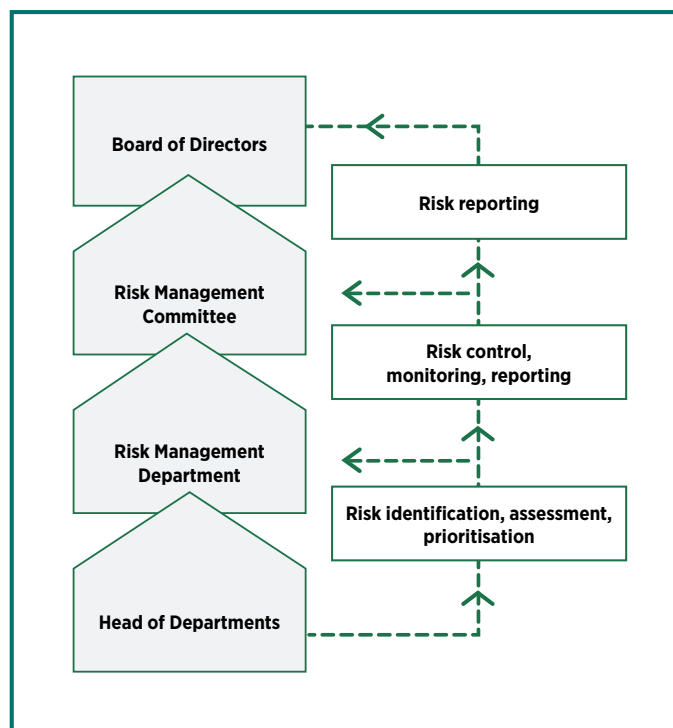
## Risk Management Process

Primary responsibility and accountability on ensuring the risk management framework and internal controls are applied across the Group is overseen by the Group Managing Director and supported by the Group Non-Executive Director, as well as the rest of the members in the RMC. The Board receives reasonable assurance on the effectiveness of the Group's risk management practices and internal control systems as reported and advised by the RMSC.

The RMSC comprises representatives from the Board of Directors and Group Managing Director whom are guided by formalised risk reporting and operational feedback provided by the Risk Management Department. The overall risk reporting process is conducted on a quarterly basis with emphasis on three key focus areas:

- Risk Register, encompassing significant and potential risks
- Risk rating, recording changes in risk status upon the implementation of mitigation measures; and
- The Group Risk Profile, highlighting significant risks and mitigating controls pertinent to the operations of the Group

Throughout the financial year, any significant risks highlighted by respective Head of Departments within the organisation are monitored and analysed by the Risk Management Department and reported to the RMSC for their deliberation and management decision. The Board endorses a clear and defined risk organisation structure that outlines key responsibilities held by respective groups as defined below:



## Roles and Responsibilities of Risk Organisation

Roles and Responsibilities	
<b>Board of Directors</b>	<ul style="list-style-type: none"> <li>• Identify principal risks and ensure implementation of appropriate systems to manage these risks</li> <li>• Determine the risk management policy</li> <li>• Approve risk management philosophy; and</li> <li>• Communication with external shareholders and other stakeholders and</li> <li>• review the risk profile of the Group</li> </ul>
<b>Risk Management and Sustainability Committee ("RMSC")</b>	<ul style="list-style-type: none"> <li>• Review and recommend risk management strategies, policies and risk appetite/tolerance for board's approval</li> <li>• Review and assess adequacy of risk management policies and framework in identifying, measuring, monitoring and controlling risk and the extent to which these are operating effectively; and</li> <li>• Review management's periodic Group Risk Profile reports on risk exposure and risk management activities</li> </ul>
<b>Risk Management Department</b>	<ul style="list-style-type: none"> <li>• Review adequacy and effectiveness of risk management process and system;</li> <li>• Review and present to the RMSC, the broad terms risk guidelines and risk appetite of the Group on a quarterly basis</li> <li>• Review identified key risks of the Group's operations</li> <li>• Report to the RMSC on material and pervasive findings which exceeded the risk appetite</li> <li>• Guide Business/Operations Head in identifying, evaluating and managing key risks; and</li> <li>• Monitor progress of action plans to address key risks identified</li> </ul>
<b>Risk owners (Head of Department/ Head of Divisions)</b>	<ul style="list-style-type: none"> <li>• Implements the risk management processes approved by the Board</li> <li>• Submits quarterly updates via the risk register to the Risk Management</li> <li>• Department to be presented to the RMSC for review and evaluation</li> <li>• Identifies potential and actual risks associated to their respective process; highlights the risk in the risk register and make appropriate recommendations and controls to mitigate the risk</li> </ul>

## KEY RISKS AND ITS MITIGATION STRATEGY THROUGHOUT 2023

The Group's business activities expose the Group to a variety of risk, including operational and financial risk. The Group's overall risk management objective is to ensure that the Group creates and protects the value of its shareholders and to be able to link risk mitigation or opportunity to enhancement towards achieving the Group's performance targets. The Group's key risks are as follows:

Key Risks	Description	Risk Mitigation
<b>Market sentiment Competition risk</b>	The property development market continues to be highly competitive and the Group is subject to competition from various property developers, including but not limited to the availability of strategically located and reasonably priced landbanks, key talents, property types and selling prices of property. The Group's revenue is predominantly contributed by its property development segment and therefore would be exposed to market or systemic risk.	<ul style="list-style-type: none"> <li>• Rebalance product mix to incorporate more owner-occupier products and affordable landed residential with strong local demand</li> <li>• Commitment to integrating technology into our operations and using digital tools to minimise business interruption</li> <li>• Online sales tools to help sales staff and agents sell online</li> <li>• Strengthen digital marketing efforts using videos, advertisements, contests, and partner promotions</li> <li>• Offer customers appealing sales packages, financing solutions, and incentives to overcome home-buying difficulties</li> </ul>
<b>Financial Risk</b>	The Group faces financial risk exposures from credit risk due to the inability to maintain credit ratings, and liquidity risk arising from inability to efficiently meet present and future funding obligations (both anticipated and unanticipated) as they become due. These exposures if not addressed may adversely affect the Group's financial management, daily operations and may potentially incur unacceptable losses.	<ul style="list-style-type: none"> <li>• The Group diligently monitors and performs the following: <ul style="list-style-type: none"> <li>- Review of cash flow forecast is carried out on a weekly basis and monitoring 12months rolling cash flow on monthly basis</li> <li>- To diversify funding source/lender</li> <li>- Review existing projects' cash flow requirements.</li> </ul> </li> <li>• The Group continues to monitors its borrowing repayment maturity profiles and financial covenants (e.g. gearing ratios are below/within the required thresholds)</li> </ul>
<b>Regulatory Risk</b>	The Group is committed to ensuring that its employees, process and operations are in compliance with all applicable policies and the relevant laws and regulations.	The Group keeps abreast of the changes and regularly updates the regulatory requirements that affect the Group's operations and necessary steps are taken in the form of regular discussions with our consultants, lawyers and bankers to ensure compliance.

### RISK MANAGEMENT INTEGRATION WITH SUSTAINABILITY

The Risk Management Department continues to align sustainability reporting and efforts with the Group's entire business operations throughout the financial year as sustainability has affected all parts of the Group, including risk. Environmental, Social, and Governance (ESG) metrics are used to evaluate the Group's social responsibility and sustainability performance. The Group, with Board permission, remains to report material sustainability matters in accordance with regulatory requirements, as revealed on page 78 to 83 of the Sustainability Statement.

### KEY INTERNAL CONTROL SYSTEMS AND STRUCTURE

The Board and Management of the Group has put in place the following key internal controls to ensure that the Group's objectives and operational effectiveness:



### Board Committee

In undertaking its oversight function, the Board is supported by five Board Committees whose responsibilities are outlined by specific terms of reference and authority assigned for areas within their scope. The Committees are:



The Board Committees report to the Board and in line with their respective terms of reference and authorisation of limits granted by the Board, the Board Committees will either approve or propose recommendations for the Board's decisions. The structure, terms of reference of these committees are periodically reviewed to ensure that they remain effective and aligned to the Group's needs.

### Board Meetings

Board Meetings are held quarterly with a formal meeting agenda on matters for deliberation and discussion. Board papers are distributed prior to the Board meetings and Board members are provided with access to all relevant information.

### Group and Organisational Structure

The Group has an organization structure that clearly defines the reporting lines, roles and responsibilities, accountability and authority from Board and Management to operational levels. The effectiveness of the organisational structure is assessed regularly and enhancements will be implemented as and when necessary.

Regular management and operation meetings are conducted by Senior Management which comprises the Chief Executive Officer, Deputy Chief Executive Officer, Group Managing Director, Group Executive Directors, Managing Directors, Executive Directors and divisional heads.

Annual budgets for the Group are scrutinised and approved by the Board. These budgets are used to monitor the actual versus budget as well against prior period's performance with major variances being analysed and subsequent managements action taken as necessary.

### Authority Limits and Approved Policies

The Group has instituted clearly defined organisational roles, responsibilities and authorities via the approved Discretionary Authority Limits ("DAL") and Standard Operating Procedures. The DAL is reviewed on a periodic basis and updated in line with changes in the organization.

Standard Operating Procedures are documented and formalised and is continuously reviewed to ensure compliance with internal controls, relevant laws and regulations. These have been communicated to all levels and are easily accessible via the Groups internal employee portal.

Internal control activities have been established in all business segments within the Group with clearly defined lines of responsibilities, authority limits for procurement and capital expenditure, awarding of contracts, approving operating expenditures and other significant transactions, segregation of duties, performance monitoring and safeguarding of assets.

### Integrity Management

An Anti-Bribery and Corruption policy and procedures that is aligned with the Malaysian Anti- Corruption Act 2009, adopted since 22 May 2020, was last reviewed and approved by the Board of Directors on 28 July 2022.

A Whistleblowing Policy adopted since 1 June 2017, was last reviewed and approved by Board of Directors on 28 July 2022. The policy provides clarity of oversight of the whistleblowing process, protection and confidentiality to whistle-blowers. The policy sets out a protocol for employees and stakeholders to raise genuine possibilities of improprieties, malpractices and misconduct within the Group for remedial action.

A Gift and Hospitality Policy has been established and was last approved by the Board of Directors on 28 July 2022. This policy sets outs the responsibilities in observing and upholding the Group's stance against bribery and corruption when giving and receiving gifts and hospitality.

The abovementioned policies are available for reference on the Company's website at <https://www.tropicanacorp.com.my/corporate-governance>

### Quality Management System

An Integrated Management System ("QMS") consisting of ISO 9001:2015 has been established and implemented to continuously provide high quality products. The QMS documents the Groups best business practices, focused on specific requirements and expectation of purchasers, complies to regulations and improves the overall performance of the Company.

The QMS quality manual and policies and procedures are available for reference to all levels and are easily accessible via the Groups internal employee portal.

### Information and Communication Technology

The Group's Information and Communication policies and procedures prescribes the requirements to maintain an adequate level of security of IT system, information and hardware used to support the Group's activities. The IT infrastructure is adequately protected against unauthorised access and security threats. Several dedicated layers of external and internal protections have been established, i.e. firewall with advanced network protection, email protection from spam and malware, and multifactor authentication to strengthen users' access. The policies and procedures are available for reference to all levels and are easily accessible via the Groups internal employee portal.

### Human Resource Management

The established Human Resource policies and procedures provide clear guidelines with regards to recruitment, human resource development and performance appraisal to enhance employee's competency levels have been disseminated to all employees. The policies and procedures are reviewed on a periodic basis to ensure they remain relevant, and appropriate controls are in place to manage operational risks and compliance with regulatory requirements (where applicable). The policies and procedures are available for reference to all levels and are easily accessible via the Groups internal employee portal.

The Group also identifies training and development programmes and schedules for employees to acquire the necessary knowledge and competency to meet their performance and job expectations as well as to inculcate the Group's culture of continuous learning. A performance management system has been established to assists in the alignment of employees, resources and systems to meet the Group's strategic goals.

### Internal Audit

The Group has an in-house internal audit team, that has been tasked to provide independent, reasonable and objective assurance, as well as internal consulting services to improve the overall efficiency of operations. The internal audit team assists the Group to achieve its objectives by bringing a systematic and disciplined approach in evaluating the effectiveness of the risk management, control and governance process. The audit practices are guided by Professional Internal Auditing Standards as prescribed by the Institute of Internal Auditors' International Professional Practices Framework ("IPPF"). The Audit Committee hold regular meetings to deliberate on the internal audit findings and recommendations and reports to the Board.

To ensure the adequacy of coverage, internal audit assignments are prioritised based on the results of the risk management exercise, audit cycle and discussions with Senior Management. The Annual Internal Audit Plan is presented to the Audit Committee for approval.

### REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

The External Auditors have performed limited assurance procedures on this Statement on Risk Management and Internal Control pursuant to the scope set out in Audit and Assurance Practice Guide ("AAPG") 3, Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report issued by the Malaysia Institute of Accountants ("MIA") for inclusion in the Annual Report of the Group for the year ended 31st December 2023, and reported to the Board that nothing has come to their attention that causes them to believe the statement intended to be included in the Annual Report is not prepared, in all material respects, in accordance with the disclosures required by paragraph 41 and 42 of the Guidelines, nor is the Statement factually inaccurate.

AAPG 3 does not require the External Auditors to consider whether the Directors' Statement on Risk Management and Internal Control 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.

### CONCLUSION

The Board has received reasonable assurance from the Group Managing Director and Group Non-Executive Director that the Group's existing risk management and internal control system is operating adequately and effectively in all material aspects to meet the Group's objectives during the financial year under review. The Management has also provided the commitment to continuously review and strengthen the risk management and internal control system to ensure its adequacy and robustness.

The Board, after taking into consideration the assurance from the Management and input from relevant assurance providers, is of the view that the Group's risk management and internal control system in place for the financial year under review is generally adequate and effective to safeguard the interest of shareholders and assets of the Group.

This Statement on Risk Management and Internal Control is made in accordance with the resolution of the Board of Directors dated 29 April 2024.



# AUDIT COMMITTEE REPORT

THE BOARD OF DIRECTORS OF TROPICANA CORPORATION BERHAD (“TROPICANA” OR “THE COMPANY”) IS PLEASED TO PRESENT THE REPORT OF THE AUDIT COMMITTEE FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023 (“FY2023”).

The Audit Committee was established in line with the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) to function as a committee of the Board of Directors to assist and support the Board in fulfilling its fiduciary responsibilities in accordance with the Terms of Reference (“TOR”) of the Audit Committee of the Company and to assist the Board in reviewing the adequacy and integrity of the Group’s financial administration and reporting as well as internal controls.

## MEMBERS OF THE AUDIT COMMITTEE

The Audit Committee consists of four (4) following members, who each satisfy the “independence” requirements contained in the Listing Requirements of Bursa Securities: -

	Total Number of Meetings	Number of Meetings Attended
<b>Madam Koh Huey Min-Chairperson</b> (Independent Non-Executive Director) (Appointed on 5 October 2023)	1	1/1
<b>Ms Alice Dora Boucher-Member</b> (Independent Non-Executive Director)	5	5/5
<b>Madam Vivienne Cheng Chi Fan-Member</b> (Independent Non-Executive Director)	5	5/5
<b>Encik Mohd Najib Bin Abdul Aziz-Chairman</b> (Independent Non-Executive Director) (Resigned on 5 October 2023)	4	4/4

The Audit Committee is chaired by Madam Koh Huey Min whom is independent and possesses the necessary skills, capabilities and attributes to ensure that all Audit Committee meetings are efficiently conducted by fostering open discussions with all members of the Audit Committee on the agenda items during meetings so as to facilitate thorough considerations of all subject matters presented to the Audit Committee.

All members of the Audit Committee are Independent Non-Executive Directors and are financially literate. The composition of the Audit Committee is in compliance with Paragraphs 15.09 and 15.10 of the Listing Requirements of Bursa Securities and Step-up Practice 9.4 of the Malaysian Code of Corporate Governance. The profiles of the Audit Committee members are disclosed on page 136 to 141.

## TERM OF REFERENCE (“TOR”)

The Audit Committee has discharged its functions and duties under a written TOR of the Audit Committee containing provisions that

address the requirements imposed by Bursa Securities. The TOR was reviewed by the Audit Committee on 22 August 2023 and approved by the Board of Directors on 29 August 2023.

The TOR is available for reference on the Company’s website at <https://www.tropicanacorp.com.my/corporate-governance>

## MEETINGS OF THE AUDIT COMMITTEE

The Audit Committee held five (5) meetings during the FY2023. Details of the member’s attendance at the meetings held are disclosed in the table above.

The Executive Directors of the Board, which included the Group Managing Director, Group Executive Director, Chief Executive Officer and Deputy Chief Executive Officer, and other Senior Management attended the Audit Committee meetings held in FY2023 upon invitation by the Chairman of the Audit Committee. The Group’s Head of Internal Audit attended all the Audit Committee meetings. The External Auditors were also invited to attend three (3) of these meetings.

The External Auditors as well as the Internal Auditors were invited to the Audit Committee meetings in 2023 to report on the statutory audit respect of the financial statements for the financial year 2022, and progress of the audit plan for years 2022 and 2023 respectively. Detailed internal audit reports, together with Management’s responses were circulated to the Audit Committee members, Group Managing Director, Chief Executive Officer and Deputy Chief Executive Officer, and significant issues were discussed at the Audit Committee Meetings.

Upon conclusion of each meeting, the Group Company Secretary prepared a report which summarised the main discussion points and decisions of the Audit Committee to be tabled at the immediate following Board Meeting. The Chairperson of the Audit Committee reported to the Board the activities that it had undertaken and the key recommendations for the Board’s consideration and decision. Minutes of each Audit Committee meeting were recorded and tabled for confirmation at the next Audit Committee meeting and subsequently presented to the Board for notation.

The Audit Committee also had a private discussion with the External Auditors two (2) times during the financial year without the presence of Management and employees of the Company during meetings held on 20 February 2023 and 21 November 2023.

## SUMMARY OF ACTIVITIES OF THE AUDIT COMMITTEE DURING THE YEAR

During the financial year under review, the Audit Committee had carried out the following activities in discharging its functions and duties, which are in line with its responsibilities as set out in its TOR.

The activities of the Audit Committee for the FY2023 with regard to matters relating to the financial statements of the Group and External Auditors were as follows:

- Reviewed the unaudited quarterly financial results including its related Bursa Securities’ announcement and press statements,

the consolidated annual audited financial statements of the Company and the Group, prior to recommending the same to the Board for approval, focusing particularly on:

- the overall performance and prospects of the Group
  - the changes and implementation of major accounting policies and practices and the auditor's report highlighting the key audit matters and the implications on the Group
  - compliance with accounting standards and other legal requirements; and
  - significant accounting and audit matters raised by the External Auditors in the financial statements and the corresponding judgement made by the Management
- Discussed significant accounting and audit issues in respect of the financial statements of the Company for the financial year ended 31 December 2022 ("FY2022") with the External Auditors and assessed the actions and procedures taken by the External Auditors in respect to those areas
  - Reviewed the performance of the External Auditors, by taking into consideration their suitability, objectivity and independence, in relation to their competency, audit quality and resource capacity in performing the audit of the Group and recommended their re-appointment to the Board. The annual assessment was performed by Group Finance Department and the External Auditors have reconfirmed to the Audit Committee their independence in carrying out the audit for the financial statements of the Group for the financial year ended 31 December 2022 vide the report of audit results submitted to the Audit Committee as well confirmation obtained at the Audit Committee meeting

The Board had recommended the re-appointment of Ernst & Young PLT as External Auditors of the Company for FY2023 at the Company's 44th Annual General Meeting held on 23 June 2023 which was approved by the shareholders.

- Reviewed the audit planning memorandum for FY2023 with the External Auditors' including the adequacy of the external audit team. The areas of audit emphasis and action plans were discussed in length with the External Auditors and the Management to ensure that adequate actions were carried out to ascertain compliance with the relevant accounting standards, prior to finalising the audited financial statements of the Group. Received the declaration of independence in writing by the External Auditors in respect of the audit for FY2023
- Reviewed the amount of audit and non-audit fees paid or payable by the Group and its subsidiaries to the External Auditors for FY2022. The total amount of both the audit and non-audit for FY2023 was compared against the previous year and any increase or decrease in fees was appropriately justified by the Management, taking into consideration the implementation of MFRS framework, level of activities of the Group, inflationary factors and reference to the fees payable by other companies in the same industry
- Held two (2) private sessions on 20 February 2023 and 21 November 2023 with the External Auditors without the presence of the Executive Directors and Management, to review key issues within their sphere of coverage and responsibilities in regards to the Audit of the Financial Statements of the Group for FY2022 and FY2023. It was noted that Audit Committee members had confirmed that they did not have any knowledge of fraud within the Group

The activities of the Audit Committee for the FY2023 with regard to matters relating to internal audit function, internal controls and operations were as follows:

- Reviewed the internal audit reports prepared by the Internal Auditors and provided constructive feedback in ensuring the adequacy and effectiveness of the internal control system of the Group. Where appropriate, the Audit Committee directed the Management to rectify and improve control procedures. The Audit Committee also monitored the progress of the agreed upon action plans taken by Management to close the audit findings
- Reviewed the business plan for the financial years 2023-2025 for recommendations to the Board for approval
- Reviewed the Audit Committee report, Statement of Risk Management and Internal Control and the Additional Compliance Information to ensure adherence to legal and regulatory reporting requirements and appropriate resolution of accounting matters requiring judgement and recommended the same to the Board for approval
- Reviewed the proposed amendments to the TOR of the Audit Committee for recommendations to the Board for approval
- Reviewed and approved the Internal Audit Plan for FY2023 proposed by the Internal Auditors to ensure adequate scope and coverage of the Group's activities based on identified and assessed key risk areas. Also considered the adequacy of the manpower sufficiency of the internal audit team to perform the activities envisaged in the internal audit plan
- Reviewed the procedures for recurrent related party transactions for purposes of ensuring that the processes and controls were in place to ensure that recurrent related party transactions were not more favorable to the related parties than those generally available to the public and were not to the detriment of the minority shareholders

#### INTERNAL AUDIT FUNCTION

The Audit Committee is supported by an independent and adequately resourced in-house Group Internal Audit ("GIA") in the discharge of its duties and responsibilities. The function of GIA is guided by its Internal Audit Charter which defines the authority, duties, and responsibilities and independence of all GIA members.

GIA reports functionally to the Audit Committee and maintains its impartiality, proficiency and due professional care. The principal responsibility of GIA is to provide independent and objective assurance and advisory services designed to add value and improve the operations of the Group. This includes the continuous examination and evaluation of the adequacy and effectiveness of the Group's risk management, internal control and governance processes.

The audit approach and objectives are based on the guidance of the Institute of Internal Auditors' International Professional Practices Framework ("IPPF") and the Committee of Sponsoring Organisations of the Treadway Commission ("COSO") Internal Control – Integrated Framework. Reference is made to the frameworks in assessing and reporting on the adequacy and effectiveness of the internal control, governance and risk management.



During the financial year, the key activities performed by GIA included the following:

- Performed periodic audit engagement which covered the review of internal controls on key operating processes based on the approved internal audit plan using a risk-based approach, and progressively issuing detailed internal audit reports to the Audit Committee

This included the conduct of the following audits:

- a) Project Implementation and Management
- b) Marketing and Sales
- c) Sales and Credit Administration
- d) Property Management
- e) Human Resources
- f) Resort Management: Marketing & Sales (Banquet) Department
- g) Resort Management: Maintenance of Motor Vehicles
- h) Procurement and Engagement of Suppliers & Service Providers and
- i) Customer Care Unit

During FY2023, internal audit reports which incorporate key control issues, significant risks, recommendations to improve on matters raised during the course of the audits and managements comments and remedial actions were issued and tabled to the Audit Committee. None of the audit findings have resulted in any material losses, contingencies or uncertainties that would require disclosure in the Company's Annual Report.

- Prepared the annual audit plan for deliberation and approval by the Audit Committee
- Performed follow up procedures on the implementation of agreed upon action plans to ensure that necessary actions have been taken/ are being taken as recommended

- Reviewed recurring related party transactions on a quarterly basis on the adequacy, appropriateness and compliance of existing established procedures on monitoring of recurrent related party transactions
- Reviewed on ad-hoc basis, areas where there were concerns that affected financial reporting, internal controls and governance. In an effort to provide value added services, GIA also provided additional assurance and advisory services upon request by Management in relation to compliance, governance, risk management and internal controls

GIA is adequately resourced with a total of 6 internal auditors. All internal auditors are equipped with relevant experience and professional qualifications and are members of The Institute of Internal Auditors Malaysia. In order to perform their functions effectively, the internal auditors are encouraged to continuously enhance their knowledge, skills and competencies through relevant professional courses, seminars, training courses and on-the-job-training.

None of the internal audit personnel has any relationships or conflict of interest that could impair their objectivity and independence in conducting their internal audit functions.

The operational costs incurred by GIA for the financial year 2023 amounted RM 844,025 (2022: RM 985,791).

The Audit Committee Report is made in accordance with a resolution of the Board dated 29 April 2024.

# ART OF COLLABORATION

Our unflinching union is how we keep the Art of Collaboration alive



05

## FINANCIAL STATEMENT & OTHER INFORMATION

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# STATEMENT OF DIRECTORS' RESPONSIBILITY

The directors are required by the Companies Act 2016 (“**the Act**”) to prepare the financial statements for each financial year which have been properly drawn up in accordance with the provisions of the Act, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the applicable Financial Reporting Standards in Malaysia.

The directors are responsible for ensuring that the financial statements give a true and fair view of the state of affairs of the Group and of the Company at the end of the financial year and of the results and cash flows of the Group and of the Company for the financial year.

In preparing the financial statements, the directors have:

- Adopted appropriate accounting policies and applied them consistently;
- Made judgements and estimates that are reasonable and prudent; and
- Prepared the financial statements on a going concern basis.

The directors are responsible to ensure that the Group and the Company keep accounting records which disclose the financial position of the Group and of the Company with reasonable accuracy, enabling them to ensure that the financial statements comply with the Act.

The directors are also responsible for taking such steps as are reasonably open to them to preserve the interests of stakeholders, to safeguard the assets of the Group and of the Company and to detect and prevent fraud and other irregularities.



# DIRECTORS' REPORT

The directors hereby present their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 December 2023.

## PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and provision of management services.

The principal activities of the subsidiaries, associate and joint ventures are disclosed in Notes 18, 19 and 20 to the financial statements respectively.

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

## RESULTS

	Group RM'000	Company RM'000
(Loss)/profit net of tax for the financial year	(133,163)	57,433
(Loss)/profit attributable to:		
Owners of the parent	(174,188)	12,828
Holders of perpetual bond	44,605	44,605
Non-controlling interests	(3,580)	-
	<b>(133,163)</b>	<b>57,433</b>

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

## ISSUE OF SHARES AND DEBENTURES

During the financial year, the Company increased its issued ordinary share capital from RM2,677,890,000 to RM3,051,570,000 by way of:

- issuance of 137,677,833 new ordinary shares at an issue price of RM1.3074 each pursuant to the capitalisation of the advances amounting to RM180,000,000 owing to Tan Sri Dato' Tan Chee Sing.
- issuance of 161,400,000 new ordinary shares at an issue price of RM1.20 each pursuant to the conversion of 161,400,000 irredeemable convertible preference shares ("ICPS") by the conversion ratio of 1 unit ICPS to 1 new ordinary share.

The new ordinary shares issued during the financial year ranked pari passu in all respects with the existing ordinary shares of the Company. There were no other issue of shares and debentures of the Company during the financial year.

# DIRECTORS' REPORT

## DIRECTORS

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

Tan Sri Dato' Sri Mohamad Fuzi Bin Harun	
Tan Sri Dato' Tan Chee Sing	
Din Tan Yong Chia	(Appointed on 20 July 2023)
Dion Tan Yong Chien	
Jared Ang Tzer Shen	
Datuk Wira Lye Ek Seang	
Alice Dora Boucher	
Vivienne Cheng Chi Fan	
Dato' Sri Badrul Hisham Bin Abdul Aziz	
Datuk Tan Mann Chai, JP	
Koh Huey Min	(Appointed on 5 October 2023)
Dato' Dr Teo Tong Kooi	(Resigned on 20 January 2023)
Mohd Najib Bin Abdul Aziz	(Resigned on 5 October 2023)
Dato' Mohamad Lotfy Bin Mohamad Noh	(Resigned on 17 January 2024)
Dato' Dickson Tan Yong Loong	(Resigned on 28 February 2024)

The names of the directors of the Company's subsidiaries in office since the beginning of the financial year to the date of this report (not including those directors listed above) are:

Tan Sri Dato' Lim Kang Hoo	
Tan Sri Datuk Seri Lim Keng Cheng	
Dato' Avinderjit Singh A/L Harjit Singh	
Dato' Dickson Tan Yong Loong	
Dato' Gan Nyap Liou @ Gan Nyap Liow	
Dato' Haji Ismail Bin Karim	
Dato' Mahmud Bin Abbas	(Appointed on 1 March 2023)
Dato' Ng Tian Sang @ Ng Kek Chuan	
Dato' Tan Kim Kuan	
Datuk Hj Md Afendi Bin Hamdan	
Datuk Lim Keng Guan	
Tengku Muzzammil Bin Tengku Makram	
Ang Pei-Chern	
Andrew Ashvin A/L Podimhatia	(Appointed on 5 May 2023)
Azlina Binti Jaapar	(Appointed on 1 March 2023)
Chin Kok Ping	
Ching Hong Tat	
Diana Tan Sheik Ni	
Dillon Tan Yong Chin	
Gan Lian Hock	
Hafez Mohd Hashim Bin Razman Md Hashim	
Howard Ng How Er	
Jeffrey Tan Siew Yang	
Jenny Low	(Appointed on 10 October 2023)
Khoo Thian Shyang	
Kua Seng Aik	
Lee Gia Yuann	
Liew Voon Keong	
Lim Chen Heng	
Lim Fang Ching	
Lim Lai Seng	(Appointed on 30 June 2023)
Loh Wen Ni	(Appointed on 30 June 2023)

**DIRECTORS (CONT'D.)**

The names of the directors of the Company's subsidiaries in office since the beginning of the financial year to the date of this report (not including those directors listed above) are: (cont'd.)

Loo Teck Jee	(Appointed on 10 October 2023)
Lok Chee Yean	
Low Yung Hui	
Mohd Suriga Bin Md Sachari	
Mohd Zapi Bin Abdullah	
Norazreen Binti Kamar	
Phuar Bee Ling	
Saliza Binti Hussein	
Sapna Binti Turmudi	(Appointed on 16 October 2023)
Tan Chien Chyi	
Tan Chien Wen	
Tan Chien Yih	
Tan Teow Keat	
Tiew Poh Leong	(Appointed on 30 June 2023)
Wan Mohd Fauzi Bin Wan Nawang	
Wong Weng Keong Allan	
Yew Kong Chee	(Appointed on 10 October 2023)
Tan Sri Dato' Nik Hashim Bin Nik Abdul Rahman	(Resigned on 1 January 2023)
Quek Ting Chin	(Resigned on 15 February 2023)
Idris Bin Ishak	(Resigned on 1 March 2023)
Mohamad Surur Bin Ahmad Thayar	(Resigned on 1 March 2023)
Nor Azlina Binti Amran	(Resigned on 1 March 2023)
Tan Hwa Chuan	(Resigned on 7 April 2023)
Ung Lay Ting	(Resigned on 19 April 2023)
Lee Sor Phaik	(Resigned on 5 May 2023)
Chua Guit Hong	(Resigned on 10 October 2023)
Md Kamarzan Bin Md Rais	(Appointed on 1 March 2023 and resigned on 15 October 2023)

**DIRECTORS' BENEFITS**

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

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the directors) by reason of a contract made by the Company or a related corporation with any 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, except as disclosed in Note 36 to the financial statements.

The directors' benefits are as follows:

	<b>Group RM'000</b>	<b>Company RM'000</b>
Salaries, bonus and other emoluments	16,352	5,123
Contributions to defined contribution plan	1,728	285
Fees	1,962	1,652
	<b>20,042</b>	<b>7,060</b>



# DIRECTORS' REPORT

## DIRECTORS' INTERESTS

According to the Register of Directors' Shareholdings, the interests of the directors in office at the end of the financial year in ordinary shares and/or ICPS over ordinary shares in the Company and its related corporations during the financial year were as follows:

Tropicana Corporation Berhad				
Number of ordinary shares				
	At 1 January 2023	Acquired	Disposed	At 31 December 2023
<b>Direct interest</b>				
Tan Sri Dato' Tan Chee Sing	395,962,475	40,000,000	-	<b>435,962,475</b>
Jared Ang Tzer Shen	4,517	4,600	(9,117)	-

Tropicana Corporation Berhad				
Number of ordinary shares				
	At 1 January 2023	Acquired/ converted	Disposed	At 31 December 2023
<b>Deemed interest</b>				
Tan Sri Dato' Tan Chee Sing <sup>1</sup>	729,488,920	137,677,833	(40,231,651)	<b>826,935,102</b>
Dion Tan Yong Chien <sup>2</sup>	-	8,364,000	-	<b>8,364,000</b>
Jared Ang Tzer Shen <sup>3</sup>	231,651	-	(231,651)	-

Tropicana Corporation Berhad				
Number of ICPS				
	At 1 January 2023	Disposed	Converted	At 31 December 2023
<b>Deemed interest</b>				
Tan Sri Dato' Tan Chee Sing <sup>4</sup>	258,088,993	(8,036,000)	-	<b>250,052,993</b>
Dion Tan Yong Chien <sup>5</sup>	52,861,601	-	(8,364,000)	<b>44,497,601</b>

<sup>1</sup> Deemed interest by virtue of his interests in Aliran Firasat Sdn Bhd, Golden Diversity Sdn Bhd, Impeccable Ace Sdn Bhd and T Shares 1 Sdn Bhd pursuant to Section 8 of the Companies Act 2016 and spouse and child's interests pursuant to Section 59(11) of the Companies Act 2016.

<sup>2</sup> Deemed interest by virtue of his interests in Beta Assets Management Sdn Bhd and Modern Brilliant Style Sdn Bhd pursuant to Section 8 of the Companies Act 2016.

<sup>3</sup> Deemed interest by virtue of Section 8 of the Companies Act 2016 held through spouse.

<sup>4</sup> Deemed interest by virtue of his interest in Dasen Resources Sdn Bhd pursuant to Section 8 of the Companies Act 2016 and spouse's interest in DIT Sdn Bhd pursuant to Section 59(11) of the Companies Act 2016.

<sup>5</sup> Deemed interest by virtue of his interests in DIT Sdn Bhd, Beta Assets Management Sdn Bhd and Modern Brilliant Style Sdn Bhd pursuant to Section 8 of the Companies Act 2016.

Other than as disclosed above, none of the other directors in office at the end of the financial year had any interest in ordinary shares and/or ICPS over ordinary shares in the Company or its related corporations during the financial year.

**DIRECTORS' INDEMNITY**

During the financial year, the total amount of indemnity coverage and insurance premium paid for directors and officers of the Group and of the Company were RM30,000,000 and RM72,355 respectively.

**TREASURY SHARES**

As at 31 December 2023, the number of treasury shares held are 31,600,043 ordinary shares. Such treasury shares are held at carrying amount of RM28,440,000 and further relevant details are disclosed in Note 28(b) to the financial statements.

**OTHER STATUTORY INFORMATION**

- (a) Before the statements of comprehensive income and statements of financial position of the Group and of the Company were made out, the directors took reasonable steps:
  - (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for doubtful debts; and
  - (ii) to ensure that any current assets which were unlikely to realise their values as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected so to realise.
- (b) At the date of this report, the directors are not aware of any circumstances which would render:
  - (i) the amount written off for bad debts or the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; and
  - (ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading.
- (c) At the date of this report, the directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (d) At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.
- (e) As at the date of this report, there does not exist:
  - (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
  - (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.

# DIRECTORS' REPORT

## OTHER STATUTORY INFORMATION (CONT'D.)

(f) In the opinion of the directors:

- (i) no contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year; as the plan to address the Group's liquidity constraints, set out in Note 2.1 to the financial statements, is expected to be achievable; which will or may substantially affect the ability of the Group or of the Company to meet their obligations when they fall due;
- (ii) the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature other than the provision for foreseeable losses on land held for sales as disclosed in Note 43 to the financial statements; and
- (iii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group or of the Company for the financial year in which this report is made.

## SIGNIFICANT AND SUBSEQUENT EVENTS

In addition to the significant events disclosed elsewhere in this report, other significant and subsequent events are disclosed respectively in Notes 43 and 44 to the financial statements.

## AUDITORS

The auditors, Ernst & Young PLT, have expressed their willingness to continue in office.

Auditors' remunerations of the Group and of the Company are RM1,897,000 and RM393,000 respectively.

## INDEMNIFICATION OF AUDITORS

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young PLT, as part of the terms of its audit engagement against claims by third parties arising from the audit. No payment has been made to indemnify Ernst & Young PLT during or since the financial year.

Signed on behalf of the Board in accordance with a resolution of the directors dated 29 April 2024.

**Din Tan Yong Chia**

**Jared Ang Tzer Shen**



# STATEMENT BY DIRECTORS

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

We, Din Tan Yong Chia and Jared Ang Tzer Shen, being two of the directors of Tropicana Corporation Berhad, do hereby state that, in the opinion of the directors, the accompanying financial statements set out on pages 185 to 300 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2023 and of their financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board in accordance with a resolution of the directors dated 29 April 2024.

**Din Tan Yong Chia**

**Jared Ang Tzer Shen**

# STATUTORY DECLARATION

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

I, Lim Lai Seng, being the officer primarily responsible for the financial management of Tropicana Corporation Berhad, do solemnly and sincerely declare that the accompanying financial statements set out on pages 185 to 300 are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared  
by the abovenamed Lim Lai Seng  
at Petaling Jaya in the State of  
Selangor Darul Ehsan on 29 April 2024

**Lim Lai Seng**  
[MIA 15154]

Before me,  
Commissioner of Oaths

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF TROPICANA CORPORATION BERHAD (INCORPORATED IN MALAYSIA)

### REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

#### *Opinion*

We have audited the financial statements of Tropicana Corporation Berhad, which comprise the statements of financial position as at 31 December 2023 of the Group and of the Company, and the statements of 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 material accounting policy information, as set out on pages 185 to 300.

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 2023, and of their financial performance and their 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 report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit 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 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. We have determined that there are no key audit matters to communicate in our report on the financial statements of the Company. The key audit matters for the audit of the financial statements of the Group are described below. These matters were addressed in the context of our audit of the financial statements of the Group as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditors' responsibilities for the audit of the financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying financial statements.

### Going concern assessment

As disclosed in Note 32 to the financial statements, the Group and the Company have obligations to repay the Tranche 6 of Sukuk Wakalah of RM110 million in June 2024. In addition, term loans amounting to RM899 million and other short term borrowings amounting to RM359 million will be due for repayment throughout financial year ending 31 December 2024.

**KEY AUDIT MATTERS (CONT'D.)****Going concern assessment (cont'd.)**

The consolidated financial statements of the Group and of the Company have been prepared on a going concern basis. As disclosed in Note 2.1 to the financial statements, the directors have prepared a cash flow forecast as part of the assessment to demonstrate the Group's and the Company's ability to meet their loan repayment obligations for the next twelve months after the reporting date and to continue as a going concern.

We identified the going concern assessment as an area requiring audit focus because the assessment is highly subjective as it requires significant management judgements and largely based on the expectations of and estimates made by management of future cash flow needs. Critical to the going concern assessment are the Group's and the Company's ability to secure the required additional financing, and to sell certain assets to raise the necessary funds to meet the loan repayment obligations.

How have our audit addressed this matter

In addressing this area of audit focus, we performed amongst others, the following procedures to assess the Group's and the Company's ability to continue meeting their payment obligations:

- We had discussions with the directors to understand the business plans and their plans to address the loan repayment obligations for the next twelve months after the reporting date;
- We evaluated the estimates made by the directors in respect of revenue and major operating costs against the Group's business plans, historical results and expected selling prices;
- We evaluated the ability of the Group to sell certain land held for property development, investment properties and property, plant and equipment to raise the necessary funds by sighting to the signed letters of intent or signed SPAs or correspondences from identified buyers;
- We evaluated the ability of the Group and of the Company to secure additional financing obtaining draft indicative term sheets from the financial institutions;
- We sighted bank documents to validate the availability of undrawn credit facilities; and
- We evaluated the adequacy of disclosures in respect of this matter.

**Revenue and cost of sales in respect of property development activities**

(Refer to Note 4 and Note 5 to the financial statements)

A significant proportion of the Group's revenues and profits are derived from property development contracts which span more than one accounting period. For the financial year ended 31 December 2023, property development revenue from ongoing projects of RM871,000,000 and cost of sales of RM635,492,000 accounted for approximately 58% and 61% of the Group's revenue and cost of sales respectively. For these property development contracts where revenue is recognised over time, the Group uses the input method in determining the percentage of completion, which is based on the actual cost incurred to date on the property development project over the total budgeted cost for the respective development projects in accounting for the progress towards complete satisfaction of the Group's performance obligation.

We identified revenue and cost of sales in respect of property development activities as areas requiring audit focus as significant management's judgement and estimates are involved in estimating the total property development costs to complete the project, which include the common infrastructure costs (which is used to determine progress towards complete satisfaction of the Group's performance obligation and gross profit margin of the property development activities undertaken by the Group).



# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF TROPICANA CORPORATION BERHAD (INCORPORATED IN MALAYSIA)

### KEY AUDIT MATTERS (CONT'D.)

#### Revenue and cost of sales in respect of property development activities (cont'd.)

(Refer to Note 4 and Note 5 to the financial statements) (cont'd.)

##### How have our audit addressed this matter

To address these areas of audit focus, we performed, amongst others, the following procedures:

- Obtained an understanding of the internal controls over the accuracy and timing of revenue recognised in the financial statements, including controls performed by management in estimating the total property development cost;
- Obtained an understanding of the internal control over the timeliness of updating the gross development value of each property development project by the management by reference to the latest selling price;
- Read the sale and purchase agreements entered into with the customers on a sampling basis to obtain an understanding of the specific terms and conditions;
- Evaluated the assumptions applied in estimating the total property development costs on a sampling basis by examining documentary evidence such as letters of award issued to contractors to support the total budgeted costs. We also considered the historical accuracy of management's budgets for the similar property development projects in evaluating the estimated total property development costs;
- Evaluated the determination of the progress towards complete satisfaction of the Group's performance obligation by examining supporting evidence such as contractors' progress claims and suppliers' invoices;
- Evaluated the mathematical accuracy of the revenue and profit based on the percentage of completion calculations and considered the implications of identified errors and changes in estimates; and
- Observed the progress of the property developments on a sampling basis by performing site visit.

#### Valuation of investment properties

(Refer to Note 17 to the financial statements)

The carrying value of the Group's investment properties as at 31 December 2023 was RM1,447,766,000, representing 16% and 12% of the Group's total non-current assets and total assets respectively. The Group adopts fair value model for its investment properties. When estimating the fair value of a property, the objective is to estimate the price that would be received from the sale of the investment property in an orderly transaction between market participants at the reporting date under current market conditions. In addition, the fair value should reflect, among other things, the property related data used as input to the valuation model and other assumptions that market participants would use when pricing the investment property under current market conditions, which are highly judgemental. Accordingly, we consider this to be an area of audit focus.

**KEY AUDIT MATTERS (CONT'D.)****Valuation of investment properties (cont'd.)**

(Refer to Note 17 to the financial statements) (cont'd.)

How have our audit addressed the matter

Our audit procedures focused on the valuations performed by firms of independent valuers, which included amongst others the following procedures:

- Considered the objectivity, competence and capabilities of the firms of independent valuers;
- Obtained an understanding of the methodology adopted by the independent valuers in estimating the fair values of the investment properties and assessed whether such methodology is consistent with those used in the industry;
- As part of our evaluations of the fair values of investment properties, we had discussions with the independent valuers to obtain an understanding of their valuation process which included assessment of the comparability of historical transactions used and property related data used as input to the valuation models;
- Obtained an understanding of the adjustments factors made by the valuers to account for differences in, amongst others, the occupancy rate, property's location, property's size and tenure between the subject property and the comparable properties; and
- Assessed whether the capitalisation rate used in the valuation models reflects the return that investors would require if they were to choose an investment that would generate cash flows of amounts, timing and risk profile equivalent to those that the entity expects to derive.

**Valuation of land held for sale**

(Refer to Note 16 to the financial statements)

As of 31 December 2023, the Group's land held for sale, which is classified as inventories, had a carrying amount of RM187,899,000, representing 2% of the Group's total assets. The Group recognised an inventory write-down to its net realisable value, amounting to RM105,440,000, which represents 79% of the Group's loss after tax during the financial year.

The estimates of net realisable values are based on the estimated selling price at the time the estimate is made, as well as the estimated costs of completion and costs necessary to make the sale. These estimates involve some degree of subjectivity, so we consider this area to be an audit focus.

How have our audit addressed the matter

Our audit procedures in evaluating management's assessment of net realisable values of land held for sale included, amongst others, the following procedures:

- We obtained an understanding of the management process in estimating the net realisable value of the land held for sale;
- We evaluated the assumption applied in the estimated selling price by comparing the selling price stated in the sale and purchase agreement; and
- We evaluated the key assumptions applied in estimating the estimated costs of completion by examining documentary evidence, such as letters of awards issued to contractors, to support the estimated costs of completion. We also evaluated the reasonableness of the key assumptions used by comparing to the Group's historical experience and relevant market data.

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF TROPICANA CORPORATION BERHAD (INCORPORATED IN MALAYSIA)

### *Information other than the financial statements and auditors' report thereon*

The directors of the Company are responsible for the other information. The other information comprises the Directors' Report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon, which we obtained prior to the date of this auditors' report, and the information included in the annual report, which is expected to be made available to us after the date of this auditors' report.

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

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

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

When we read the information included in the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors of the Company and take appropriate action.

### *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 Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or the Company or to cease operations, or have no realistic alternative but to do so.

### *Auditors' responsibilities for the audit of the financial statements*

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



*Auditors' responsibilities for the audit of the financial statements (cont'd.)*

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 skepticism throughout the audit. We also:

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

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

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

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

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF TROPICANA CORPORATION BERHAD (INCORPORATED IN MALAYSIA)

### REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors, are disclosed in Note 18 to the financial statements.

### OTHER MATTERS

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

**Ernst & Young PLT**  
202006000003 (LLP0022760-LCA) & AF 0039  
Chartered Accountants

Kuala Lumpur, Malaysia  
29 April 2024

**Ong Chee Wai**  
No. 02857/07/2024 J  
Chartered Accountant

# STATEMENTS OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

		Group		Company	
	Note	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>Revenue</b>	4	<b>1,493,111</b>	942,557	<b>17,194</b>	20,462
Cost of sales	5	<b>(1,038,476)</b>	(492,830)	<b>(9,222)</b>	(16,782)
<b>Gross profit</b>		<b>454,635</b>	449,727	<b>7,972</b>	3,680
Other income	6	<b>146,215</b>	28,917	<b>90,956</b>	381
Selling and marketing expenses		<b>(28,909)</b>	(32,767)	<b>-</b>	-
Administrative expenses		<b>(279,452)</b>	(330,248)	<b>(14,703)</b>	(16,834)
Other expenses		<b>(142,897)</b>	(411,927)	<b>(4,053)</b>	(31)
<b>Operating profit/(loss)</b>		<b>149,592</b>	(296,298)	<b>80,172</b>	(12,804)
Finance income	7	<b>7,106</b>	11,096	<b>125,766</b>	141,493
Finance costs	8	<b>(206,522)</b>	(193,412)	<b>(143,633)</b>	(160,427)
Share of results of joint ventures		<b>17,741</b>	10,682	<b>-</b>	-
Share of results of an associate		<b>(67,963)</b>	(4,428)	<b>-</b>	-
<b>(Loss)/profit before tax</b>	9	<b>(100,046)</b>	(472,360)	<b>62,305</b>	(31,738)
Income tax (expense)/benefit	12	<b>(33,117)</b>	61,763	<b>(4,872)</b>	(97)
<b>(Loss)/profit net of tax for the financial year</b>		<b>(133,163)</b>	(410,597)	<b>57,433</b>	(31,835)
<b>Other comprehensive income/(loss) to be reclassified to profit or loss in subsequent period</b>					
Foreign currency translation		<b>200</b>	(324)	<b>-</b>	-
<b>Total comprehensive (loss)/income</b>		<b>(132,963)</b>	(410,921)	<b>57,433</b>	(31,835)
<b>(Loss)/profit attributable to:</b>					
Owners of the parent		<b>(174,188)</b>	(435,587)	<b>12,828</b>	(73,983)
Holders of perpetual bond		<b>44,605</b>	42,148	<b>44,605</b>	42,148
Non-controlling interests		<b>(3,580)</b>	(17,158)	<b>-</b>	-
		<b>(133,163)</b>	(410,597)	<b>57,433</b>	(31,835)
<b>Total comprehensive (loss)/income attributable to:</b>					
Owners of the parent		<b>(173,988)</b>	(435,911)	<b>12,828</b>	(73,983)
Holders of perpetual bond		<b>44,605</b>	42,148	<b>44,605</b>	42,148
Non-controlling interests		<b>(3,580)</b>	(17,158)	<b>-</b>	-
		<b>(132,963)</b>	(410,921)	<b>57,433</b>	(31,835)
<b>Loss per share attributable to owners of the parent (sen per share)</b>					
- Basic	13	<b>(8.01)</b>	(24.73)		
- Diluted	13	<b>(6.98)</b>	(17.97)		

The accompanying accounting policies and explanatory information form an integral part of the financial statements.



# STATEMENTS OF FINANCIAL POSITION - GROUP

AS AT 31 DECEMBER 2023

	Note	2023 RM'000	2022 RM'000
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	15	401,753	822,208
Biological assets	14	3,676	2,879
Inventories	16	6,618,313	6,293,893
Investment properties	17	1,447,766	1,457,968
Right-of-use assets	35	52,790	161,847
Investment in an associate	19	–	110,043
Investments in joint ventures	20	288,388	290,487
Other investments	21	887	887
Intangible assets	22	5,648	5,965
Deferred tax assets	31	214,860	216,951
Trade and other receivables	23	5,767	5,436
		<b>9,039,848</b>	<b>9,368,564</b>
<b>Current assets</b>			
Inventories	16	598,921	1,231,325
Trade and other receivables	23	358,252	305,019
Contract cost assets	25	276,243	229,571
Contract assets	24	547,389	298,312
Tax recoverable		9,274	22,068
Cash and bank balances	26	500,502	649,884
Other investments	21	174,554	174,630
		<b>2,465,135</b>	<b>2,910,809</b>
Assets classified as held for sale	27	473,628	–
		<b>2,938,763</b>	<b>2,910,809</b>
<b>Total assets</b>		<b>11,978,611</b>	<b>12,279,373</b>

	Note	2023 RM'000	2022 RM'000
<b>Equity and liabilities</b>			
<b>Equity attributable to owners of the parent</b>			
Share capital	28	3,051,570	2,677,890
Irredeemable convertible preference shares	30	301,210	466,258
Treasury shares	28	(28,440)	(28,440)
Other reserves	29	978,853	1,152,841
		4,303,193	4,268,549
Perpetual bond	30	660,103	660,004
Non-controlling interests		843,389	826,458
<b>Total equity</b>		<b>5,806,685</b>	<b>5,755,011</b>
<b>Non-current liabilities</b>			
Deferred tax liabilities	31	463,128	479,284
Borrowings	32	1,807,855	2,420,194
Trade and other payables	33	507,011	539,467
Irredeemable convertible preference shares	30	41,686	70,339
Contract liabilities	34	126,484	129,739
Lease liabilities	35	5,848	7,925
		2,952,012	3,646,948
<b>Current liabilities</b>			
Borrowings	32	1,353,171	1,352,771
Trade and other payables	33	1,740,500	1,392,304
Irredeemable convertible preference shares	30	3,754	4,921
Contract liabilities	34	104,233	117,054
Tax payable		15,836	6,526
Lease liabilities	35	2,420	3,838
		3,219,914	2,877,414
<b>Total liabilities</b>		<b>6,171,926</b>	<b>6,524,362</b>
<b>Total equity and liabilities</b>		<b>11,978,611</b>	<b>12,279,373</b>

# STATEMENT OF FINANCIAL POSITION - COMPANY

AS AT 31 DECEMBER 2023

	Note	2023 RM'000	2022 RM'000
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	15	152	513
Right-of-use assets	35	-	128
Investments in subsidiaries	18	2,965,123	3,026,636
Other investments	21	887	887
Deferred tax assets	31	470	154
Trade and other receivables	23	745,889	855,889
		<b>3,712,521</b>	3,884,207
<b>Current assets</b>			
Trade and other receivables	23	1,871,502	2,232,448
Tax recoverable		-	658
Cash and bank balances	26	32,949	199,198
		<b>1,904,451</b>	2,432,304
<b>Total assets</b>		<b>5,616,972</b>	6,316,511
<b>Equity and liabilities</b>			
<b>Equity</b>			
Share capital	28	3,051,570	2,677,890
Irredeemable convertible preference shares	30	301,210	466,258
Treasury shares	28	(28,440)	(28,440)
Other reserves	29	274,502	261,674
		<b>3,598,842</b>	3,377,382
Perpetual bond	30	660,103	660,004
<b>Total equity</b>		<b>4,258,945</b>	4,037,386
<b>Non-current liabilities</b>			
Borrowings	32	814,264	996,067
Irredeemable convertible preference shares	30	41,686	70,339
		<b>855,950</b>	1,066,406
<b>Current liabilities</b>			
Borrowings	32	225,467	759,223
Trade and other payables	33	270,115	448,432
Irredeemable convertible preference shares	30	3,754	4,921
Tax payable		2,741	-
Lease liabilities	35	-	143
		<b>502,077</b>	1,212,719
<b>Total liabilities</b>		<b>1,358,027</b>	2,279,125
<b>Total equity and liabilities</b>		<b>5,616,972</b>	6,316,511

The accompanying accounting policies and explanatory information form an integral part of the financial statements.



# STATEMENTS OF CHANGES IN EQUITY - GROUP

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

	Attributable to owners of the parent									
	Irredeemable convertible preference shares					Distributable				
	— Non-distributable —					Foreign currency				
	Share capital	Treasury shares	Retained earnings	Total reserves	Total equity	Share capital	Treasury shares	Retained earnings	Total reserves	Total equity
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
	Note 28	Note 30	Note 29(a)	Note 29(b)	Note 30	Note 28	Note 29(a)	Note 29(b)	Note 30	Note 30
<b>At 1 January 2023</b>										
Total comprehensive income/(loss)	2,677,890	466,258	(168)	1,153,009	1,152,841	4,268,549	660,004	826,458	5,755,011	
Distribution for the financial year	-	-	200	(174,188)	(173,988)	(173,988)	-	(3,580)	(177,568)	
Distribution paid for the financial year	-	-	-	-	-	-	44,605	-	44,605	
<b>Transactions with owners:</b>										
Conversion of CPS to ordinary shares	193,680	(165,048)	-	-	-	28,632	-	-	-	28,632
Issuance of ordinary shares	180,000	-	-	-	-	180,000	-	-	-	180,000
Issuance of preference shares to non-controlling interests	-	-	-	-	-	-	-	-	13,572	13,572
Disposal of a subsidiary (Note 18(a)(v))	-	-	-	-	-	-	-	-	6,939	6,939
Total transactions with owners	373,680	(165,048)	-	-	-	208,632	-	-	20,511	229,143
<b>At 31 December 2023</b>	3,051,570	301,210	(28,440)	32	978,821	978,853	4,303,193	660,103	843,389	5,806,685

# STATEMENTS OF CHANGES IN EQUITY - GROUP

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

	Attributable to owners of the parent									
	Irredeemable					Distributable				
	— Non-distributable —					Foreign				
	Treasury shares					currency				
	Share capital	Preference shares	Convertible preference shares	Non-controlling interests	Total	Retained earnings	Reserves	Total	Perpetual bond	Non-controlling interests
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
	Note 28	Note 30	Note 28	Note 28	Note 28	Note 29(a)	Note 29(b)	Note 29	Note 30	Note 30
<b>At 1 January 2022</b>	2,046,168	1,004,593	(26,103)	156	1,611,330	1,611,486	4,636,144	527,791	820,182	5,984,117
Total comprehensive loss	-	-	-	(324)	(435,587)	(435,911)	(435,911)	-	(17,158)	(453,069)
Distribution for the financial year	-	-	-	-	-	-	-	42,148	-	42,148
Distribution paid for the financial year	-	-	-	-	-	-	-	(39,935)	-	(39,935)
<b>Transactions with owners:</b>										
Conversion of CPS to ordinary shares	631,722	(538,335)	-	-	-	-	93,387	-	-	93,387
Issuance of preference shares to non-controlling interests	-	-	-	-	-	-	-	-	5,600	5,600
Issuance of perpetual bond	-	-	-	-	-	-	-	130,000	-	130,000
Acquisition of non-controlling interests	-	-	-	-	(22,734)	(22,734)	(22,734)	-	17,834	(4,900)
Purchase of treasury shares	-	-	(2,337)	-	-	-	(2,337)	-	-	(2,337)
Total transactions with owners	631,722	(538,335)	(2,337)	-	(22,734)	(22,734)	68,316	130,000	23,434	221,750
<b>At 31 December 2022</b>	2,677,890	466,258	(28,440)	(168)	1,153,009	1,152,841	4,268,549	660,004	826,458	5,755,011

# STATEMENT OF CHANGES IN EQUITY - COMPANY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

	Share capital RM'000 Note 28	Irredeemable convertible preference shares RM'000 Note 30	Non-distributable Treasury shares RM'000 Note 28	Distributable Retained earnings RM'000 Note 29(b)	Total reserves RM'000	Total RM'000	Perpetual bond RM'000 Note 30	Total equity RM'000
<b>At 1 January 2023</b>	2,677,890	466,258	(28,440)	261,674	261,674	3,377,382	660,004	4,037,386
Total comprehensive income	-	-	-	12,828	12,828	12,828	-	12,828
Distribution for the financial year	-	-	-	-	-	-	44,605	44,605
Distribution paid for the financial year	-	-	-	-	-	-	(44,506)	(44,506)
<b>Transactions with owners:</b>								
Conversion of ICPS to ordinary shares	193,680	(165,048)	-	-	-	28,632	-	28,632
Issuance of ordinary shares	180,000	-	-	-	-	180,000	-	180,000
Total transactions with owners	373,680	(165,048)	-	-	-	208,632	-	208,632
<b>At 31 December 2023</b>	3,051,570	301,210	(28,440)	274,502	274,502	3,598,842	660,103	4,258,945
<b>At 1 January 2022</b>	2,046,168	1,004,593	(26,103)	335,657	335,657	3,360,315	527,791	3,888,106
Total comprehensive loss	-	-	-	(73,983)	(73,983)	(73,983)	-	(73,983)
Distribution for the financial year	-	-	-	-	-	-	42,148	42,148
Distribution paid for the financial year	-	-	-	-	-	-	(39,935)	(39,935)
<b>Transactions with owners:</b>								
Conversion of ICPS to ordinary shares	631,722	(538,335)	-	-	-	93,387	-	93,387
Issuance of perpetual bond	-	-	-	-	-	-	130,000	130,000
Purchase of treasury shares	-	-	(2,337)	-	-	(2,337)	-	(2,337)
Total transactions with owners	631,722	(538,335)	(2,337)	-	-	91,050	130,000	221,050
<b>At 31 December 2022</b>	2,677,890	466,258	(28,440)	261,674	261,674	3,377,382	660,004	4,037,386

The accompanying accounting policies and explanatory information form an integral part of the financial statements.



# STATEMENTS OF CASH FLOWS - GROUP

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

	2023 RM'000	2022 RM'000
<b>Cash flows from operating activities</b>		
Loss before tax	(100,046)	(472,360)
Adjustments for:		
Depreciation of property, plant and equipment	30,783	33,041
Depreciation of right-of-use assets	5,316	6,061
Amortisation of intangible assets	586	459
Amortisation of deferred license fees	(5,077)	(5,603)
Amortisation of security retainers accumulation fund	11	11
Finance income	(7,106)	(11,096)
Finance costs	206,522	193,412
Share of results of an associate	67,963	4,428
Share of results of joint ventures	(17,741)	(10,682)
Unrealised profit arising from transaction with a joint venture	(6,439)	199
Unrealised foreign exchange loss/(gain), net	2,600	(685)
Unrealised returns on security retainers accumulation fund	(232)	(224)
Dividend income from other investments	(509)	(855)
Reversal of impairment loss on trade and other receivables	(979)	(2,830)
Reversal of inventories written down	(18,874)	-
Loss/(gain) on disposal of:		
- property, plant and equipment, net	397	(12)
- investment property	(990)	-
- investments in subsidiaries	(101,421)	-
- asset classified as held for sale, net	-	459
Fair value (gain)/loss on:		
- investment properties, net	(305)	3,510
- quoted shares	1,516	(37,527)
Impairment loss on:		
- property, plant and equipment	14,437	4,101
- trade and other receivables	1,846	8,616
- intangible assets	1,662	-
Property, plant and equipment written off	31	174
<b>Net cash generated from/(used in) operating activities carried forward</b>	<b>73,951</b>	<b>(287,403)</b>

	2023 RM'000	2022 RM'000
<b>Cash flows from operating activities</b>		
<b>Net cash generated from/(used in) operating activities brought forward</b>	<b>73,951</b>	(287,403)
Under/(over)provision of property development costs in prior years	<b>1,974</b>	(34,965)
Inventories written down	<b>119,699</b>	375,723
Bad debts written off	<b>853</b>	884
Land held for property development written off	<b>-</b>	4,045
Loss on lease termination	<b>568</b>	351
Biological assets written off	<b>-</b>	17
Operating profit before working capital changes	<b>197,045</b>	58,652
Changes in working capital:		
Trade and other receivables <sup>1</sup>	<b>(64,805)</b>	173,635
Contract cost assets	<b>181,042</b>	45,033
Contract assets	<b>(244,000)</b>	(62,557)
Inventories	<b>(37,458)</b>	(421,439)
Biological assets	<b>(797)</b>	(1,410)
Trade and other payables	<b>317,013</b>	324,871
Contract liabilities	<b>2,248</b>	66,371
Cash generated from operations	<b>350,288</b>	183,156
Finance costs paid	<b>(180,657)</b>	(167,489)
Net taxes paid	<b>(33,453)</b>	(40,341)
<b>Net cash generated from/(used in) operating activities</b>	<b>136,178</b>	(24,674)
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment	<b>(37,917)</b>	(84,501)
Purchase of investment properties	<b>(5,038)</b>	(5,126)
Purchase of intangible assets	<b>(2,246)</b>	-
Proceeds from disposal of subsidiaries, net of cash at bank disposed of	<b>68,214</b>	-
Proceeds from disposal of property, plant and equipment	<b>594</b>	122
Proceeds from disposal of investment property	<b>3,490</b>	-
Proceeds from disposal of quoted shares	<b>59,475</b>	101,909
Proceeds from disposal of asset classified as held for sale	<b>-</b>	17,041
Acquisition of quoted shares	<b>(60,915)</b>	(72,312)
Acquisition of non-controlling interest	<b>-</b>	(4,900)
Repayment from/(advances to) a joint venture	<b>1,219</b>	(1,646)
Finance income received	<b>7,106</b>	11,096
Dividend income received	<b>25,569</b>	23,322
<b>Net cash generated from/(used in) investing activities</b>	<b>59,551</b>	(14,995)

# STATEMENTS OF CASH FLOWS - GROUP

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

	2023 RM'000	2022 RM'000
<b>Cash flows from financing activities</b>		
Drawdown from borrowings	735,986	350,896
Repayment of borrowings	(1,202,840)	(499,744)
Advances from shareholders	178,277	115,151
Perpetual bond distribution paid	(44,506)	(39,935)
Proceeds from issuance of perpetual bond	-	130,000
Uplift/(placement) of debt service reserve, escrow accounts and deposits with licensed banks not available for use	195,295	(182,179)
Purchase of treasury shares	-	(2,337)
Repayment of principal portion of lease liabilities	(3,926)	(1,289)
Payment of borrowing costs	(22,025)	(8,172)
Prepaid lease	-	(622)
Proceeds from issuance of shares to non-controlling interests	13,572	5,600
<b>Net cash used in financing activities</b>	<b>(150,167)</b>	<b>(132,631)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>45,562</b>	<b>(172,300)</b>
Effects of foreign exchange rate changes	200	(324)
<b>Cash and cash equivalents at beginning of financial year</b>	<b>263,075</b>	<b>435,699</b>
<b>Cash and cash equivalents at end of financial year (Note 26)</b>	<b>308,837</b>	<b>263,075</b>

<sup>1</sup> Included in trade and other receivables are deposits paid for the acquisitions of land amounting to RM4,400,000 (2022: RM nil).



# STATEMENT OF CASH FLOWS - COMPANY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

	2023 RM'000	2022 RM'000
<b>Cash flows from operating activities</b>		
Profit/(loss) before tax	62,305	(31,738)
Adjustments for:		
Depreciation of property, plant and equipment	235	329
Depreciation of right-of-use assets	128	399
Finance income	(125,766)	(141,493)
Finance costs	143,633	160,427
Gain on lease termination	-	(14)
Gain on disposal of investments in subsidiaries, net	(90,851)	-
Dividend income received	(7,419)	(3,121)
Operating loss before working capital changes	(17,735)	(15,211)
Changes in working capital:		
Trade and other receivables	470,946	(27,101)
Trade and other payables	(151,658)	68,335
Cash generated from operations	301,553	26,023
Finance costs paid	(137,185)	(147,719)
Net tax paid	(1,789)	(62)
<b>Net cash generated from/(used in) operating activities</b>	<b>162,579</b>	<b>(121,758)</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment	(35)	(26)
Dividend income	7,419	3,121
Finance income received	125,766	141,493
Proceeds from disposal of property, plant and equipment	161	-
Proceeds from disposal of investments in subsidiaries	72,460	-
Redemption/(subscription) of shares in subsidiaries, net of expenses	47,333	(4,900)
<b>Net cash generated from investing activities</b>	<b>253,104</b>	<b>139,688</b>
<b>Cash flows from financing activities</b>		
Drawdown from borrowings	-	2,300
Repayment of borrowings	(715,710)	(71,750)
Advances from shareholders	178,277	115,151
Perpetual bond distribution paid	(44,506)	(39,935)
Proceeds from issuance of perpetual bond	-	130,000
Uplift/(placement) of debt service reserve, escrow accounts and deposits with licensed banks not available for use	168,557	(152,742)
Purchase of treasury shares	-	(2,337)
Repayment of principal portion of lease liabilities	(144)	(435)
<b>Net cash used in financing activities</b>	<b>(413,526)</b>	<b>(19,748)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>2,157</b>	<b>(1,818)</b>
<b>Cash and cash equivalents at beginning of financial year</b>	<b>(19,327)</b>	<b>(17,509)</b>
<b>Cash and cash equivalents at end of financial year (Note 26)</b>	<b>(17,170)</b>	<b>(19,327)</b>

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 1. CORPORATE INFORMATION

Tropicana Corporation Berhad (“**the Company**”) is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad. The registered office and principal place of business of the Company is located at Unit 1301, Level 13, Tropicana Gardens Office Tower, No. 2A, Persiaran Surian, Tropicana Indah, 47810 Petaling Jaya, Selangor Darul Ehsan.

The principal activities of the Company are investment holding and provision of management services. The principal activities of the subsidiaries, associate and joint ventures are disclosed in Notes 18, 19 and 20 respectively. There have been no significant changes in the nature of these principal activities during the financial year.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 29 April 2024.

### 2. MATERIAL ACCOUNTING POLICY INFORMATION

#### 2.1 Basis of preparation

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

The financial statements have been prepared on the historical cost basis except as disclosed in the accounting policies below.

The financial statements are presented in Ringgit Malaysia (“**RM**”) and all values are rounded to the nearest thousand (RM'000) except when otherwise indicated.

The Group recorded loss before tax of RM100,046,000 and the Company recorded profit before tax of RM62,305,000 respectively. In the previous financial year, the Group and the Company recorded loss before tax of RM472,360,000 and RM31,738,000 respectively. In particular, as disclosed in Note 32, the Group and the Company have obligations to repay the Tranche 6 of Sukuk Wakalah of RM110 million in June 2024. In addition, term loans amounting to RM899 million, In addition, term loans amounting to RM899 million and other short term borrowings amounting to RM359 million will be due for repayment throughout financial year ending 31 December 2024. These conditions may affect the ability of the Group and of the Company to meet its financial obligations as and when they fall due.

In response to the aforementioned, the Group and the Company have executed several actions to address the cash flow requirements. The directors have prepared a cash flow forecast as part of the assessment on whether the Group and the Company will be able to meet their loan repayment obligations for the next twelve months after the reporting date and to continue as a going concern. Critical to the going concern assessment are the directors' expectations to achieve the following:

- Estimated net cash inflow forecasted to be generated from its operating activities and disposal of identified assets during the financial year ending 2024;
- Secure additional loans from banks amounted to RM200 million; and
- Utilisation of available undrawn credit facilities (including additional project financing for certain development projects as forecasted) of RM569 million.

On top of the above, the directors believe they have the ability to utilise the following financial facilities, if necessary, to meet its financial obligations as and when they fall due:

- Issuance of the additional tranches under the Perpetual Sukuk Program up to RM1.3 billion; and
- Reissuance of Sukuk Wakalah facility up to RM210 million.

Based on the cash flow forecast which incorporates the actions taken to date, the directors concluded that there is no material uncertainty on the Group's and the Company's ability to continue as going concerns. The directors have accordingly prepared the financial statements of the Group and of the Company on a going concern basis.

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)

### 2.2 Changes in accounting policies arising from adoption of new MFRSs and Amendments to MFRSs

The accounting policies adopted by the Group and the Company are consistent with those of the previous financial year, except for the adoption of the following new MFRSs and Amendments to MFRSs:

***Effective for financial periods beginning on or after 1 January 2023:***

MFRS 101: Disclosure of Accounting Policies (Amendments to MFRS 101 and MFRS Practice Statement 2)	1 January 2023
MFRS 108: Definition of Accounting Estimates (Amendment to MFRS 108)	1 January 2023
MFRS 17: Insurance Contracts - Initial Application of MFRS 17 and MFRS 9 - Comparative Information (Amendment to MFRS 17)	1 January 2023
MFRS 112: Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to MFRS 112)	1 January 2023
MFRS 112: International Tax Reform - Pillar Two Model Rules (Amendment to MFRS 112)	1 January 2023

Adoption of the above new MFRSs and Amendments to MFRSs did not have any material effect on the financial performance or position of the Group and of the Company, except for:

**MFRS 101: Disclosure of Accounting Policies (Amendments to MFRS 101 and MFRS Practice Statement 2)**

The amendments to MFRS 101 and MFRS Practice Statement 2 provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their “significant” accounting policies with a requirement to disclose their “material” accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the Group’s and the Company’s disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Group’s and the Company’s financial statements.

### 2.3 Standards issued but not yet effective

The new MFRSs and Amendments to MFRSs that are issued but not yet effective up to the date of issuance of the Group’s and of the Company’s financial statements are disclosed below. The Group and the Company intend to adopt these standards, if applicable, when they become effective.

MFRS 101: Classification of Liabilities as Current or Non-current (Amendments to MFRS 101)	1 January 2024
MFRS 16: Lease Liability in a Sale and Leaseback (Amendments to MFRS 16)	1 January 2024
MFRS 101: Non-current Liabilities with Covenants (Amendments to MFRS 101)	1 January 2024
MFRS 7 and MFRS 107: Supplier Finance Arrangements (Amendments to MFRS 7 and MFRS 107)	1 January 2024
MFRS 121: Lack of Exchangeability (Amendments to MFRS 121)	1 January 2025
MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to MFRS 10 and MFRS 128)	Deferred

The new MFRSs and Amendments to MFRSs above are expected to have no significant impact on the financial statements of the Group and of the Company upon their initial application except for the changes in presentation and disclosures of financial information arising from the adoption of these new MFRSs and Amendments to MFRSs.



# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)

#### 2.4 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at reporting date. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

Profit or loss and each component of other comprehensive income (“OCI”) are attributed to the owners of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

When the Group loses control over a subsidiary, the Group would derecognise all assets (including goodwill), liabilities and non-controlling interests at their carrying amount of the subsidiary and to recognise the fair value of the consideration received.

#### 2.5 Business combinations and goodwill

Business combinations are accounted for using the acquisition method of accounting. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at fair value at the acquisition date and the amount of any non-controlling interest in the acquiree.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses.

#### 2.6 Financial instruments - initial recognition and subsequent measurement

##### (a) Financial assets

###### *Initial recognition and measurement*

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost or fair value through profit or loss.

The Group's and the Company's financial assets at amortised cost and fair value through profit or loss are disclosed in Note 37.

###### *Financial assets at fair value through profit or loss*

Financial assets at fair value through profit or loss includes investments which the Group had not irrevocably elected to classify at fair value through OCI.

###### *Impairment of financial assets*

The Group recognises an allowance for expected credit losses (“ECLs”) for all debt instruments not held at fair value through profit or loss. ECLs are based on difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)

### 2.6 Financial instruments - initial recognition and subsequent measurement (cont'd.)

#### (a) Financial assets (cont'd.)

##### *Impairment of financial assets (cont'd.)*

For trade receivables and contract assets, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

The Group has performed its assessment based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. In making this assessment, the Group also takes into consideration that it would maintain its name as the registered owner of the properties until full settlement is made by the purchasers or the purchasers' end-financiers.

#### (b) Financial liabilities

Financial liabilities of the Group and of the Company are classified, at initial recognition, and financial liabilities at amortised cost.

The Group's and the Company's financial liabilities at amortised cost are disclosed in Note 37.

### 2.7 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any.

Cost includes expenditure that is directly attributable to the acquisition of the asset.

Subsequent costs are included in the asset's carrying amount when it is probable that future economic benefits associated with the asset will flow to the Group and to the Company and the cost of the asset can be measured reliably.

When significant parts of property, plant and equipment are required to be replaced at intervals, the Group and the Company recognise such parts as individual assets with specific useful lives and depreciates them accordingly. The carrying amount of parts that are replaced is derecognised.

Freehold land has unlimited useful life and construction in-progress that are not yet available for use, are not depreciated.

Bearer plants are classified as immature until it is available for harvest. At that point, bearer plants are measured at amortised cost and depreciated over their useful life.

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

- Freehold buildings: 20 to 50 years
- Leasehold buildings: 20 to 50 years
- Golf course: 99 years
- Plant and machineries: 5 to 20 years
- Office furniture, fittings and equipment: 4 to 10 years
- Motor vehicles: 5 years
- Bearer plants: 25 years
- Aircraft: 10 years

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)

#### 2.8 Inventories

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

##### (a) Land held for property development

Land held for property development consists of land where no development activities have been carried out or where development activities are not expected to be completed within the normal operating cycle. Such land is classified within non-current assets.

Land held for property development is reclassified as property development costs at the point when development activities have commenced and where it can be demonstrated that the development activities can be completed within the normal operating cycle.

##### (b) Property development costs

The cost of land, related development costs common to entire development project and direct building costs less cumulative amounts recognised as expense in the profit or loss for property under development are carried in the statements of financial position as property development costs. The property development cost is subsequently recognised as an expense in profit or loss as and when the control of the inventory is transferred to the customer.

Property development cost of unsold unit is transferred to completed development unit once the development is completed.

##### (c) Completed development properties

Completed development properties represent completed residential properties and commercial properties.

##### (d) Consumable stores and spares

Inventories of consumables stores and spares are stated at the lower of cost and net realisable value. Cost is determined on the first-in, first-out basis.

The cost of raw materials comprises all costs of purchase plus the cost of bringing the inventories to their present location and condition.

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

#### 2.9 Investment properties

Investment properties are initially measured at cost, including related transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date. Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the period in which they arise, including the corresponding tax effect.

If the Group determines that the fair value of an investment property under construction is not reliably determinable, the Group shall measure that investment property under construction at cost until either its fair value becomes reliably determinable or construction is completed (whichever is earlier).



## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)

### 2.10 Non-current assets classified as held for sale

The Group classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

Property, plant and equipment and intangible assets are not depreciated or amortised once classified as held for sale.

### 2.11 Contract assets and contract liabilities

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. In the case of property development and construction contracts, contract asset is the excess of cumulative revenue earned over the billings to date. A contract asset is stated at cost less accumulated impairment. Contract assets are subject to impairment in accordance of MFRS 9 Financial Instruments.

A contract liability is the obligation to transfer goods and services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. In the case of property development and construction contracts, contract liability is the excess of the billings to date over the cumulative revenue earned. Contract liabilities are recognised as revenue when the Group performs its obligation under the contracts.

### 2.12 Contract cost assets

#### (a) Incremental costs of obtaining a contract

The incremental costs of obtaining a contract with customers of the Group mainly relate to commission payable on sales of properties.

#### (b) Costs to fulfill a contract

The costs incurred to fulfil contracts with customers of the Group mainly comprise of costs incurred for the development and construction of its property development projects.

Contract cost assets are amortised on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the asset relates.

### 2.13 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised on a straight-line basis over the estimated useful lives of the assets as follows:

- Software: 5 years
- Timber rights: 50 years

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)

#### 2.14 Cash and cash equivalents

Cash and bank balances comprise cash at banks, cash in hand and short-term deposits with a maturity of three months or less that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value.

For the purpose of statements of cash flows, cash and cash equivalents, if any, consist of cash and bank balances, net of outstanding bank overdrafts and exclude sinking fund, debt service reserve, escrow accounts and short-term deposits pledged to secure banking facilities.

#### 2.15 Share capital and Sukuk Musharakah (“Perpetual bond”)

Ordinary shares are recorded at the nominal value. Interim dividends to shareholders are recognised in equity in the period in which they are declared. Final dividends are recognised upon approval of shareholders in a general meeting.

Perpetual bond is classified as equity when there is no contractual obligation to deliver cash or other financial assets to another person or entity. Perpetual bond holders' entitlement is accounted for as an appropriation in equity and the distribution is recognised in the period in which it is paid.

#### 2.16 Irredeemable convertible preference shares (“ICPS”)

ICPS is a financial instrument that contains both a liability and an equity component that can be converted to share capital at the option of the holder, when the number of shares to be issued does not vary with changes in their fair value.

The proceeds are first allocated to the liability component, determined based on the fair value of a similar liability that does not have a conversion feature or similar associated equity component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of the ICPS is measured at amortised cost using the effective interest method. The equity component of the ICPS is not remeasured subsequent to initial recognition.

Interest and losses and gains relating to the ICPS is recognised in profit or loss. On conversion, the ICPS is reclassified to equity, no gain or loss is recognised on conversion.

#### 2.17 Biological assets

Biological assets are measured on initial recognition and at subsequent reporting dates at fair value less estimated costs to sell, unless fair value cannot be reliably measured. Changes in fair value are recognised in profit or loss as part of cost of sales. Costs related to growing the biological assets and harvesting the biological assets are expensed as incurred.

#### 2.18 Subsidiaries

In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in profit or loss.

## **2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)**

### **2.19 Investments in an associate and joint ventures**

The Group's investments in its associate and joint ventures are accounted for using the equity method.

Under the equity method, the investment in an associate or a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate or joint venture since the acquisition date.

Unrealised gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture. The Group recognises the excess of the unrealised profit over the carrying amount of the associate as deferred income.

In the Company's separate financial statements, investments in an associate and joint ventures are accounted for at cost less impairment losses.

### **2.20 Leases**

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

##### **(i) Right-of-use assets**

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets as follows:

- Leasehold land: leasehold period between 92 years to 875 years
- Premises: 2 years to 30 years
- Motor vehicles: 5 years
- Plant and machineries: 7 years
- Office equipment: 5 years

##### **(ii) Lease liabilities**

In calculating the present value of lease payments, the Group and the Company use their incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable.

##### **(iii) Short-term leases and leases of low-value assets**

The Group and the Company apply the short-term lease recognition exemption to its short-term leases of equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

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

Leases in which the Group and the Company do not transfer substantially all the risks and benefits of ownership of an asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term. Lease income is recognised over the lease term on a straight-line basis.

### **2.21 Borrowing costs**

Borrowing costs directly attributable to the acquisition or construction of an inventory property that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset.



# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)

#### 2.22 Taxes

##### (a) Income tax - current income tax

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

##### (b) Income tax - deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets and liabilities are measured based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

#### 2.23 Provisions

Provisions are recognised when the Group and the Company have a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability.

#### 2.24 Sinking fund

Sinking fund of the Group is established for the purpose of covering periodic major repairs or capital replacements costs in the golf and country resort of the Group. A fraction of 10% of monthly subscription fees received from the members during the financial year are credited to this account.

The amount credited into the sinking fund account during the financial year is subsequently paid to a fund which is kept in a separate trust account and administered by a Trustee.

Monies in the sinking fund are invested by the Trustee. Any income arising out of the investment is accrued to the fund.

#### 2.25 Deferred license fees

License fees are received upon admission of new members to the golf and country resort of the Group, and are recognised in the profit or loss over the remaining terms of the membership licenses, which would be expiring on 9 October 2051.

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)

### 2.26 Employee benefits

#### (a) Short term benefits

Wages, salaries, paid annual leave, paid sick leave, maternity leave, bonuses and non-monetary benefits are recognised as an expense in the period in which the associated services are rendered by employees other than those that are attributable to property development activities or construction contract in which case such expenses are capitalised as part of the costs of the relevant assets.

#### (b) Defined contribution plan

The Group and the Company participate in the national pension schemes as defined by the laws of the countries in which it has operations. The Malaysian companies in the Group make contributions to the Employees Provident Fund in Malaysia, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the period in which the related service is performed.

### 2.27 Foreign currencies

The financial statements of the Group are presented in Ringgit Malaysia, which is also the Company's functional currency.

#### (a) Transactions and balances

Differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

#### (b) Group companies

On consolidation, the assets and liabilities of foreign operations are translated into Ringgit Malaysia at the rate of exchange prevailing at the reporting date and their profit or loss are translated at exchange rates prevailing at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in OCI.

### 2.28 Revenue

#### (a) Revenue from property development

Contracts with customers may include multiple promises to customers and therefore accounted for as separate performance obligations. In this case, the transaction price will be allocated to each performance obligation based on the stand-alone selling prices. When these are not directly observable, they are estimated based on expected cost plus margin.

The revenue from property development is measured at the fixed transaction price agreed under the sale and purchase agreement.

Revenue from property development is recognised as and when the control of the asset is transferred to the customer and it is probable that the Group will collect the consideration to which it will be entitled in exchange for the asset that will be transferred to the customer.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)

### 2.28 Revenue (cont'd.)

#### (a) Revenue from property development (cont'd.)

This is generally established when:

- the promised properties are specifically identified by its plot, lot and parcel number and its attributes (such as its size and location) in the sale and purchase agreements and the attached layout plan and the purchasers could enforce its rights to the promised properties if the Group seeks to sell the unit to another purchaser. The contractual restriction on the Group's ability to direct the promised residential property for another use is substantive and the promised properties sold to the purchasers do not have an alternative use to the Group; and
- the Group has the right to payment for performance completed to date and is entitled to continue to transfer to the customer the development units promised and has the rights to complete the construction of the properties and enforce its rights to full payment.

If control of the asset transfers over time, revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. Otherwise, revenue is recognised at a point in time when the customer obtains control of the asset.

The Group and the Company recognise revenue over time using the input method, which is based on the actual cost incurred to date on the property development project as compared to the total budgeted cost for the respective development projects.

The Group recognises sales at a point in time for the sale of completed properties, when the control of the properties has been transferred to the purchasers, being when the properties have been completed and delivered to the customers and it is probable that the Group will collect the considerations to which it will be entitled to in exchange for the assets sold.

The Group has determined that it has a significant financing component related to the sales of its property units being developed under the deferred payment scheme. As a result of this the amount of the promised consideration is adjusted for the significant financing component and the related interest income is recognised using the effective interest method over the term of the deferment.

#### (b) Revenue from construction contracts

Under such contracts, the Group is engaged in professional landscape construction and management services. These contracts may include multiple promises to the customers and therefore accounted for as separate performance obligations. The fair value of the revenue, which is based on fixed price under the agreement will be allocated based on relative stand-alone selling price of the considerations of each of the separate performance obligations.

The Group recognises construction revenue over time as the project being constructed has no alternative use to the Group and it has an enforceable right to the payment for performance completed to date. The stage of completion is measured using the input method, which is based on the total actual construction cost incurred to date as compared to the total budgeted costs for the respective construction projects.



## 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)

### 2.28 Revenue (cont'd.)

#### (c) Sale of goods

Revenue from sale of goods such as sale of completed properties, land and building materials is measured at fair value of the consideration receivable and is recognised upon the transfer of significant control of the goods to the customer.

#### (d) Recreation and resort operations

Revenue from recreational club operations including subscription fees but excluding club membership fees are recognised when the services are rendered. The payment of the transaction price is due immediately upon delivery of the services. Recreational club membership fees which are received upfront are recognised on a straight-line basis over the tenure of the respective memberships.

#### (e) Rental of hotel rooms

Revenue from rental of hotel rooms, sale of food and beverages and other related income are recognised upon provision of the services.

#### (f) Dividend income

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

#### (g) Interest income

Interest income is recognised by using the EIR method.

#### (h) Rental income

Rental income is accounted for on a straight-line basis over the lease terms. The aggregate costs of incentives provided to lessees are recognised as a reduction of rental income over the lease term on a straight-line basis.

#### (i) Management and maintenance fees

Management and maintenance fees are recognised when services are rendered.

#### (j) Private school operations

Tuition fees are recognised over the school term period, whereas enrolment, registration, resource and other fees are recognised as revenue when no significant uncertainty as to its collectibility exists.

#### (k) Revenue from electricity

Revenue for electricity supply activities includes an assessment of electricity supplied to customers between the date of the last meter reading and the financial year end of the Group (unread and unbilled). Electricity revenue is recognised over time by the Group when electricity is consumed by customers.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D.)

#### 2.29 Segment reporting

For management purposes, the Group is organised into operating segments based on their products and services which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge. The segment managers report directly to the management of the Company who regularly review the segment results in order to allocate resources to the segments and to assess the segment performance. Additional disclosures on each of these segments are disclosed in Note 42, including the factors used to identify the reportable segments and the measurement basis of segment information.

#### 2.30 Contingencies

A contingent liability or asset is a possible obligation or asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of uncertain future event(s) not wholly within the control of the Group.

Contingent liabilities and assets are not recognised in the statements of financial position of the Group.

#### 2.31 Fair value measurement

The Group and the Company measure financial instruments such as derivatives and non-financial assets such as investment properties, at fair value at each reporting date. The fair values of financial instruments measured at amortised cost are disclosed in Note 38.

The Group's management determines the policies and procedures for both recurring and non-recurring fair value measurement.

External valuers are involved for valuation of significant assets, such as investment properties. Involvement of external valuers is decided upon annually by the management. Selection criteria of external valuers include market knowledge, reputation, independence and whether professional standards are maintained. The management decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movement in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.

#### 2.32 Earnings per share

The Group presents basic and diluted earnings per share ("EPS") data for its ordinary shares. Basic EPS for the financial year is calculated by dividing profit or loss attributable to owners of the parent by the weighted average number of ordinary shares outstanding during the financial year. Diluted EPS for the financial year is calculated by adjusting profit or loss attributable to owners of the parent by the weighted average number of ordinary shares and ICPS outstanding for the effects of all dilutive potential ordinary shares.

### **3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS**

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

#### **3.1 Key sources of estimation uncertainty**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

##### **(a) Property development**

The Group recognises certain of its property development revenue and expenses in the statements of comprehensive income by using an input method which is based on costs incurred for work performed up to the reporting period relative to the total expected cost to the satisfaction of those performance obligations.

Significant judgement is required in determining the measure of progress, the extent of the property development costs incurred, the estimated total property development revenue and costs, as well as the recoverability of the property development costs. In making the judgement, the Group evaluates based on past experience and by relying on the work of specialists.

The carrying amounts of the Group's land held for property development, property development cost and contract cost assets are disclosed in Note 16(a), Note 16(b) and Note 25 respectively.

##### **(b) Deferred tax assets**

Deferred tax assets are recognised for all unused tax losses, unabsorbed capital allowances and other deductible temporary differences to the extent that it is probable that taxable profit will be available against which the losses and capital allowances can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profit together with future tax planning strategies. The total unrecognised tax losses, unutilised capital allowances, unused investment tax allowances and other deductible temporary differences of the Group are disclosed in Note 12.

##### **(c) Provision of expected credit loss of trade receivables, other receivables and contract assets**

The Group and the Company assess the credit risk at each reporting date, whether there have been significant increases in credit risk since initial recognition on an individual basis. To determine whether there is a significant increase in credit risks, the Group and the Company consider factors such as the probability of insolvency or significant financial difficulties of the debtors and default or significant delay in payments.

Where there is a significant increase in credit risk, the Group and the Company determine the lifetime expected credit loss by considering the loss given default and the probability of default assigned to each counterparty customer. The financial assets are written off either partially or full when there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amount subject to the write-offs.

The carrying amounts of the trade and other receivables and contract assets are disclosed in Notes 23 and 24 respectively.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D.)

### 3.1 Key sources of estimation uncertainty (cont'd.)

#### (d) Fair valuation of investment properties

The Group carries its investment properties at fair value, with changes in fair value being recognised in the profit or loss. Significant judgement is required in determining the fair value which may be derived based on different valuation methods. In making the judgement, the Group engaged independent valuation specialists to determine the fair values as disclosed in Note 17.

#### (e) Income tax

Significant judgement and estimates are used in arriving at taxable profits for the year and for prior years, including assessing the deductibility of expense items for tax purposes. Management are guided by tax laws/cases on such instances. Management believes that all deductions claimed, in arriving at taxable profits for current and prior years, are appropriate and justifiable.

#### (f) Inventories

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

Significant judgement is required in arriving at the net realisable value, particularly the estimated selling price of inventories in the ordinary course of the business. The Group has considered all available information, including but not limited to property market conditions, locations of property inventories and target buyers.

Details of inventories are disclosed in Note 16.

### 3.2 Judgement made in applying accounting policies

In the process of applying the Group's and the Company's accounting policies, management has made the following judgements, apart from there involving estimations, which have the most significant effect on the amounts recognised in the financial statements:

#### Classification between investment properties and property, plant and equipment

The Group has developed certain criteria based on MFRS 140 in making judgement whether a property qualifies as an investment property. Investment property is a property held to earn rentals or for capital appreciation or both. Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could be sold separately (or leased out separately under a finance lease), the Group would account for the portions separately. If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes. Judgement is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as investment property.

**4. REVENUE**

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Revenue from contracts with customers	1,397,845	829,208	9,775	17,341
Revenue from other sources:				
- Rental and related income from investment properties	70,317	59,515	-	-
- Dividend income from subsidiaries (Note 36(a))	-	-	7,419	3,121
- Others	24,949	53,834	-	-
	<b>1,493,111</b>	<b>942,557</b>	<b>17,194</b>	<b>20,462</b>

Disaggregation of the revenue from contracts with customers:

**Major goods and services**

Sale of development properties	928,849	552,957	-	-
Sale of land	215,456	67,699	-	-
Sale of building materials	21,323	11,386	-	-
Revenue from recreation and resort operations	54,352	52,449	-	-
Property management and maintenance fees	14	1,431	-	-
Revenue from private school operations	39,014	43,852	-	-
Revenue from landscape services	7,223	2,376	-	-
Revenue from hotel operations	126,674	92,339	-	-
Revenue from electricity	4,940	4,719	-	-
Management fees from subsidiaries (Note 36(a))	-	-	9,775	17,341
Revenue from contracts with customers	<b>1,397,845</b>	<b>829,208</b>	<b>9,775</b>	<b>17,341</b>

**Geographical market**

Malaysia	1,397,845	829,208	9,775	17,341
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**Timing of revenue recognition**

- at a point in time	404,065	310,518	9,775	17,341
- over time	993,780	518,690	-	-
	<b>1,397,845</b>	<b>829,208</b>	<b>9,775</b>	<b>17,341</b>

Revenue from contracts with customers of the Group includes RM26,032,000 (2022: RM31,763,000) that was included in contract liabilities at the beginning of the financial year.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 5. COST OF SALES

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Cost of development properties:				
- current year	635,492	297,719	-	-
- under/(over)provision of property development costs in prior years	1,974	(34,965)	-	-
Cost of land sold	200,915	41,113	-	-
Cost of inventories sold	46,593	66,720	-	-
Cost of building materials sold	18,585	10,011	-	-
Cost of services rendered:				
- recreation and resort operations	22,178	21,209	-	-
- property management and maintenance fees	3,020	3,421	-	-
- investment properties	17,655	15,987	-	-
- landscape services	5,777	1,518	-	-
- private school operations	15,888	20,088	-	-
- hotel operations	53,696	43,567	-	-
- management fees	-	-	9,222	16,782
- energy cost	4,992	4,167	-	-
Others	11,711	2,275	-	-
	1,038,476	492,830	9,222	16,782

## 6. OTHER INCOME

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Reversal of impairment loss on trade and other receivables	979	2,830	-	-
Reversal of inventories written down (Note 16(c))	18,874	-	-	-
Management fees	11,095	15,635	-	-
Rental income	5,689	6,220	105	360
Late payment interest	793	842	-	-
Gain on disposal of:				
- property, plant and equipment	-	12	-	-
- investment property	990	-	-	-
- investments in subsidiaries (Note 18(a)(v))	101,421	-	90,851	-
Gain on lease termination	-	-	-	14
Fair value gain on investment properties, net (Note 17)	305	-	-	-
Forfeiture of deposits	3,531	1,172	-	-
Bad debts recovered	-	100	-	-
Net unrealised foreign exchange gain	-	685	-	-
Dividend income from other investments	509	855	-	-
Others	2,029	566	-	7
	146,215	28,917	90,956	381



**7. FINANCE INCOME**

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Finance income from:				
- deposits with licensed banks	2,772	5,987	130	197
- Housing Development Accounts	3,126	1,364	-	-
- amounts due from subsidiaries (Note 36(a))	-	-	125,166	140,456
- others	1,208	3,745	470	840
	<b>7,106</b>	<b>11,096</b>	<b>125,766</b>	<b>141,493</b>

**8. FINANCE COSTS**

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Finance costs on:				
- amounts due to subsidiaries (Note 36(a))	-	-	55,985	49,845
- borrowings	180,657	167,489	81,200	97,874
- unwinding of discount on trade and other payables	319	117	-	-
- amortisation of borrowing costs (Note 32)	18,713	12,456	-	-
- accretion of interest on ICPS (Note 30)	6,447	12,689	6,447	12,689
- accretion of lease liabilities interest (Note 35(b))	386	661	1	19
	<b>206,522</b>	<b>193,412</b>	<b>143,633</b>	<b>160,427</b>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 9. (LOSS)/PROFIT BEFORE TAX

The following amounts have been included in arriving at (loss)/profit before tax:

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Employee benefits expenses (Note 10)	181,246	206,997	9,832	17,223
Auditors' remuneration:				
- audit fee	1,809	1,497	313	437
- non-audit fee	88	25	80	25
Depreciation of property, plant and equipment (Note 15)	30,783	33,041	235	329
Depreciation of right-of-use assets (Note 35(a))	5,316	6,061	128	399
Amortisation of intangible assets (Note 22)	586	459	-	-
Amortisation of deferred license fees (Note 34(a))	(5,077)	(5,603)	-	-
Amortisation of security retainers accumulation fund (Note 23(b)(i))	11	11	-	-
Unrealised returns on security retainers accumulation fund (Note 23(b)(i))	(232)	(224)	-	-
Fair value loss on investment properties, net (Note 17)	-	3,510	-	-
Fair value loss/(gain) on quoted shares	1,516	(37,527)	-	-
Impairment loss on:				
- property, plant and equipment (Note 15)	14,437	4,101	-	-
- trade and other receivables	1,846	8,616	-	-
- intangible assets (Note 22)	1,662	-	-	-
Property, plant and equipment written off	31	174	-	-
Biological assets written off (Note 14)	-	17	-	-
Loss on lease termination	568	351	-	-
Loss on disposal of:				
- property, plant and equipment	397	-	-	-
- asset classified as held for sale	-	459	-	-
Net loss on foreign exchange:				
- realised	77	144	-	31
- unrealised	2,600	-	-	-
Inventories written down	119,699	375,723	-	-
Bad debts written off	853	884	-	-
Direct operating expenses arising from investment properties	17,655	15,987	-	-
Management fees charged by a subsidiary (Note 36(a))	-	-	7,123	6,585
Land held for property development written off (Note 16(a))	-	4,045	-	-
Expenses relating to short-term leases	240	63	-	-
Expenses relating to low-value assets	181	206	-	-

Included in auditors' remuneration of the Company amounting to RM144,000 (2022: RM287,000) is borne and paid by the Company on behalf of its subsidiaries.

**10. EMPLOYEE BENEFITS EXPENSES**

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Salaries, bonus and other emoluments	126,205	142,787	7,759	14,062
Contributions to defined contribution plan	14,148	16,576	500	1,112
Other benefits	40,893	47,634	1,573	2,049
<b>Total employee benefits expenses (Note 9)</b>	<b>181,246</b>	<b>206,997</b>	<b>9,832</b>	<b>17,223</b>
Less: Amount included in cost of sales	(62,698)	(57,410)	(8,081)	(15,321)
<b>Included in administrative expenses</b>	<b>118,548</b>	<b>149,587</b>	<b>1,751</b>	<b>1,902</b>

Included in employee benefits expenses of the Group and of the Company are directors' remuneration amounting to RM20,042,000 (2022: RM38,891,000) and RM7,060,000 (2022: RM10,887,000) respectively as disclosed in Note 11.

**11. DIRECTORS' REMUNERATION**

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
<b>Directors of the Company</b>				
<b>Executive:</b>				
Salaries, bonus and other emoluments	5,025	17,350	5,025	8,366
Contributions to defined contribution plan	285	1,092	285	687
	<b>5,310</b>	<b>18,442</b>	<b>5,310</b>	<b>9,053</b>
<b>Non-executive:</b>				
Fees	1,652	1,739	1,652	1,739
Other emoluments	98	262	98	95
	<b>1,750</b>	<b>2,001</b>	<b>1,750</b>	<b>1,834</b>
<b>Total directors' remuneration of the Company</b>	<b>7,060</b>	<b>20,443</b>	<b>7,060</b>	<b>10,887</b>
<b>Directors of the subsidiaries</b>				
<b>Executive:</b>				
Salaries, bonus and other emoluments	11,154	15,724	-	-
Contributions to defined contribution plan	1,443	2,012	-	-
	<b>12,597</b>	<b>17,736</b>	<b>-</b>	<b>-</b>
<b>Non-executive:</b>				
Fees	310	634	-	-
Other emoluments	75	78	-	-
	<b>385</b>	<b>712</b>	<b>-</b>	<b>-</b>
<b>Total directors' remuneration of the subsidiaries</b>	<b>12,982</b>	<b>18,448</b>	<b>-</b>	<b>-</b>
<b>Total directors' remuneration (Notes 10 and 36(f))</b>	<b>20,042</b>	<b>38,891</b>	<b>7,060</b>	<b>10,887</b>



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 11. DIRECTORS' REMUNERATION (CONT'D.)

Analysis of directors' remuneration:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Total executive directors' remuneration	17,907	36,178	5,310	9,053
Total non-executive directors' remuneration	2,135	2,713	1,750	1,834
<b>Total directors' remuneration</b>	<b>20,042</b>	<b>38,891</b>	<b>7,060</b>	<b>10,887</b>

The aggregate remuneration of directors of the Company are analysed into appropriate bands as follows:

	Group		Company	
	Number of directors 2023	2022	Number of directors 2023	2022
<b>Executive directors:</b>				
RM500,001 - RM550,000	1	-	1	-
RM950,001 - RM1,000,000	-	1	-	1
RM1,100,001 - RM1,150,000	-	1	-	1
RM1,750,001 - RM1,800,000	-	1	-	1
RM4,800,001 - RM4,850,000	1	-	1	-
RM5,150,001 - RM5,200,000	-	-	-	1
RM14,550,001 - RM14,600,000	-	1	-	-
<b>Non-executive directors:</b>				
RM1 - RM50,000	2	1	2	2
RM50,001 - RM100,000	-	1	-	1
RM100,001 - RM150,000	-	1	-	1
RM150,001 - RM200,000	5	4	5	4
RM200,001 - RM250,000	4	5	4	4

**12. INCOME TAX EXPENSE/(BENEFIT)**

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Current income tax:				
Malaysian income tax	51,781	45,816	-	13
Foreign income tax	4	-	-	-
(Over)/underprovision in prior years	(720)	(13,477)	606	(142)
	51,065	32,339	606	(129)
Real property gain tax:				
Current financial year	4,882	47	4,582	-
Deferred tax (Note 31):				
Origination and reversal of temporary differences	(19,371)	(107,986)	(396)	233
(Over)/underprovision in prior year	(3,459)	13,837	80	(7)
	(22,830)	(94,149)	(316)	226
<b>Total income tax expense/(benefit)</b>	<b>33,117</b>	<b>(61,763)</b>	<b>4,872</b>	<b>97</b>

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2022: 24%) of the estimated assessable (loss)/profit for the financial year. Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 12. INCOME TAX EXPENSE/(BENEFIT) (CONT'D.)

The reconciliation between tax expense/(benefit) and the product of accounting (loss)/profit multiplied by the applicable corporate tax rate are as follows:

	2023 RM'000	2022 RM'000
<b>Group</b>		
Loss before tax	(100,046)	(472,360)
Taxation at Malaysian statutory tax rate of 24% (2022: 24%)	(24,011)	(113,366)
Tax incentive and income not subject to tax	(26,658)	(7,116)
Expenses not deductible for tax purposes	40,154	40,347
Effect on income taxed under real property gain tax	4,550	1,643
Deferred tax recognised at different tax rate	832	(773)
Deferred tax assets not recognised	34,754	23,818
Utilisation of previously unrecognised tax losses and unabsorbed capital allowances	(4,378)	(5,175)
Share of results of joint ventures	(4,258)	(2,564)
Share of results of an associate	16,311	1,063
(Over)/underprovision of deferred tax in prior year	(3,459)	13,837
Overprovision of tax expense in prior years	(720)	(13,477)
<b>Income tax expense/(benefit)</b>	<b>33,117</b>	<b>(61,763)</b>
<b>Company</b>		
Profit/(loss) before tax	62,305	(31,738)
Taxation at Malaysian statutory tax rate of 24% (2022: 24%)	14,953	(7,617)
Income not subject to tax	(23,585)	(749)
Expenses not deductible for tax purposes	8,236	8,612
Effect on income taxed under real property gain tax	4,582	-
Under/(over)provision of deferred tax in prior year	80	(7)
Under/(over)provision of tax expense in prior years	606	(142)
<b>Income tax expense</b>	<b>4,872</b>	<b>97</b>

Tax savings during the financial year arising from:

	Group	
	2023 RM'000	2022 RM'000
Utilisation of previously unused tax losses and unabsorbed capital allowances	18,242	21,563



**12. INCOME TAX EXPENSE/(BENEFIT) (CONT'D.)**

The following are deferred tax assets which have not been recognised by the Group as they have arisen in companies that have a recent history of losses or in companies where future taxable profit may be insufficient to trigger the utilisation of these items.

	<b>Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>RM'000</b>	<b>RM'000</b>
Unused tax losses	168,169	122,286
Unabsorbed capital allowances	39,199	3,174
Unused investment tax allowances	144,996	139,128
Other deductible temporary differences	215,743	176,952
	<b>568,107</b>	<b>441,540</b>

Tax losses for which the tax effects have not been recognised in the financial statements:

	<b>Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>RM'000</b>	<b>RM'000</b>
Unused tax losses:		
- Expiring in 2028	17,815	20,575
- Expiring in 2029	3,374	8,590
- Expiring in 2030	22,887	20,964
- Expiring in 2031	31,120	31,972
- Expiring in 2032	15,507	40,185
- Expiring in 2033	77,466	-
	<b>168,169</b>	<b>122,286</b>

The Malaysia Finance Act gazetted on 27 December 2018 has imposed a time limitation to restrict the carry forward of the unutilised tax losses for Malaysia entities. Based on the latest Malaysian Finance Act gazetted on 31 December 2021, the time limit for the carry forward of the unutilised tax losses has been extended from 7 years to 10 years.

The unutilised tax losses accumulated up to the year of assessment 2018 are allowed to be carried forward for 10 consecutive years of assessment (i.e. from years of assessment 2019 to 2028) and any balance of the unutilised losses thereafter shall be disregarded.

Deferred tax assets have not been recognised in respect of unabsorbed capital allowances and unused tax losses because it is probable that the future taxable profit of certain loss-making subsidiaries would not be available against which the tax losses and unabsorbed capital allowances can be utilised.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 13. LOSS PER SHARE

### Basic

Basic loss per share is calculated by dividing net loss for the financial year, attributable to owners of the parent, by the weighted average number of ordinary shares outstanding during the financial year.

	Group	
	2023 RM'000	2022 RM'000
Net loss attributable to owners of the parent	(174,188)	(435,587)
	<b>Number of shares ('000)</b>	
	2023	2022
Weighted average number of ordinary shares for basic earnings per share computation	2,175,937	1,761,181
<b>Basic loss per share (sen)</b>	<b>(8.01)</b>	<b>(24.73)</b>

### Diluted

Diluted loss per share is calculated by dividing the net loss for the financial year, attributable to owners of the parent, by the weighted average number of ordinary shares and ICPS outstanding during the financial year adjusted for the dilutive effects of all potential ordinary shares.

	Group	
	2023 RM'000	2022 RM'000
Net loss attributable to owners of the parent	(174,188)	(435,587)
	<b>Number of shares ('000)</b>	
	2023	2022
Weighted average number of ordinary shares for basic earnings per share computation	2,175,937	1,761,181
Effect of conversion of ICPS to ordinary shares	318,188	663,220
Weighted average number of ordinary shares for diluted earnings per share computation	2,494,125	2,424,401
<b>Diluted loss per share (sen)</b>	<b>(6.98)</b>	<b>(17.97)</b>

There were no other transactions involving ordinary shares or potential ordinary shares since the reporting date and the date of authorisation of these financial statements.

**14. BIOLOGICAL ASSETS**

	Timber RM'000	Fish RM'000	Total RM'000
<b>Group</b>			
<b>At 1 January 2023</b>	<b>2,879</b>	<b>-</b>	<b>2,879</b>
Additions	797	-	797
<b>At 31 December 2023</b>	<b>3,676</b>	<b>-</b>	<b>3,676</b>
<b>At 1 January 2022</b>	1,469	17	1,486
Additions	1,410	-	1,410
Write off (Note 9)	-	(17)	(17)
<b>At 31 December 2022</b>	<b>2,879</b>	<b>-</b>	<b>2,879</b>



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 15. PROPERTY, PLANT AND EQUIPMENT

Group	Freehold land	Freehold buildings	Leasehold buildings	Construction in-progress	Golf course	Plant and machinery	Office furniture, fittings and equipment	Motor vehicles	Bearer plants	Aircraft	Total
Cost	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>At 1 January 2023</b>	74,671	493,520	311,838	74,177	54,686	36,538	122,790	8,704	3,025	-	1,179,949
Additions	-	100	17	28,962	-	1,174	7,445	3	216	-	37,917
Disposals	-	(673)	-	-	-	(450)	(96)	(2,662)	-	-	(3,881)
Write off	-	-	(16,165)	-	-	(187)	(269)	(200)	-	-	(16,821)
Disposal of subsidiaries (Note 18(a)(v))	-	-	(24,806)	-	-	-	(9,672)	-	-	-	(34,478)
Reclassification	-	-	-	(102,096)	-	-	-	-	-	102,096	-
Transfer from land held for property development (Note 16(a))	-	-	-	7,758	-	-	-	-	-	-	7,758
Transfer to investment properties (Note 17)	-	-	(4,240)	-	-	-	-	-	-	-	(4,240)
Transfer from right-of-use assets (Note 35(a))	-	-	-	-	-	-	475	-	-	-	475
Transfer to assets classified as held for sale (Note 27)	(60,846)	(467,417)	-	-	-	-	(30,039)	-	-	-	(558,302)
Adjustments <sup>1</sup>	-	(164)	-	-	-	-	-	-	-	-	(164)
<b>At 31 December 2023</b>	13,825	25,366	266,644	8,801	54,686	37,075	90,634	5,845	3,241	102,096	608,213
<b>Accumulated depreciation</b>											
<b>At 1 January 2023</b>	-	43,004	89,556	-	24,605	30,740	75,892	7,944	42	-	271,783
Depreciation (Note 9)	-	7,723	6,872	-	957	1,585	10,583	480	31	2,552	30,783
Disposals	-	(71)	-	-	-	(408)	(26)	(2,385)	-	-	(2,890)
Write off	-	-	(12,124)	-	-	(179)	(186)	(200)	-	-	(12,689)
Disposal of subsidiaries (Note 18(a)(v))	-	-	(18,211)	-	-	-	(5,787)	-	-	-	(23,998)
Transfer from right-of-use assets (Note 35(a))	-	-	-	-	-	-	446	-	-	-	446
Transfer to assets classified as held for sale (Note 27)	-	(38,509)	-	-	-	-	(18,697)	-	-	-	(57,206)
<b>At 31 December 2023</b>	-	12,147	66,093	-	25,562	31,738	62,225	5,839	73	2,552	206,229
<b>Accumulated impairment losses</b>											
<b>At 1 January 2023</b>	-	81,626	4,041	231	-	-	60	-	-	-	85,958
Impairment loss (Note 9)	1,402	12,528	-	-	-	-	507	-	-	-	14,437
Write off	-	-	(4,041)	-	-	-	(60)	-	-	-	(4,101)
Transfer to assets classified as held for sale (Note 27)	(1,402)	(94,154)	-	-	-	-	(507)	-	-	-	(96,063)
<b>At 31 December 2023</b>	-	-	-	231	-	-	-	-	-	-	231
<b>Carrying amount</b>	13,825	13,219	200,551	8,570	29,124	5,337	28,409	6	3,168	99,544	401,753

<sup>1</sup> During the financial year, the Group has finalised certain costs incurred for its freehold buildings and arising therefrom, RM164,000 (2022: RM7,839,000) was adjusted against other payables.

## 15. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

Group	Freehold land	Freehold buildings	Leasehold buildings	Construction in-progress	Golf course	Plant and machineries	Office furniture, fittings and equipment	Motor vehicles	Bearer plants	Total
Cost	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>At 1 January 2022</b>	74,671	501,359	284,473	668	54,512	36,163	116,170	9,263	2,764	1,080,043
Additions	-	-	474	75,315	26	885	7,505	35	261	84,501
Disposals	-	-	(65)	-	-	-	(82)	(594)	-	(741)
Write off	-	-	-	-	-	(510)	(1,811)	-	-	(2,321)
Reclassifications	-	-	650	(1,806)	148	-	1,008	-	-	-
Transfer from investment properties (Note 17)	-	-	26,306	-	-	-	-	-	-	26,306
Adjustments <sup>1</sup>	-	(7,839)	-	-	-	-	-	-	-	(7,839)
<b>At 31 December 2022</b>	74,671	493,520	311,838	74,177	54,686	36,538	122,790	8,704	3,025	1,179,949
<b>Accumulated depreciation</b>										
<b>At 1 January 2022</b>	-	33,640	80,167	-	23,648	29,640	66,499	7,918	8	241,520
Depreciation (Note 9)	-	9,364	9,400	-	957	1,608	11,058	620	34	33,041
Disposals	-	-	(11)	-	-	-	(26)	(594)	-	(631)
Write off	-	-	-	-	-	(508)	(1,639)	-	-	(2,147)
<b>At 31 December 2022</b>	-	43,004	89,556	-	24,605	30,740	75,892	7,944	42	271,783
<b>Accumulated impairment losses</b>										
<b>At 1 January 2022</b>	-	81,626	-	231	-	-	-	-	-	81,857
Impairment loss (Note 9)	-	-	4,041	-	-	-	60	-	-	4,101
<b>At 31 December 2022</b>	-	81,626	4,041	231	-	-	60	-	-	85,958
<b>Carrying amount</b>	74,671	368,890	218,241	73,946	30,081	5,798	46,838	760	2,983	822,208

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 15. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

	Office furniture, fittings and equipment RM'000	Motor vehicles RM'000	Total RM'000
<b>Company</b>			
<b>Cost</b>			
At 1 January 2023	5,021	1,068	6,089
Additions	35	-	35
Disposals	-	(877)	(877)
<b>At 31 December 2023</b>	<b>5,056</b>	<b>191</b>	<b>5,247</b>
<b>Accumulated depreciation</b>			
At 1 January 2023	4,849	727	5,576
Depreciation (Note 9)	61	174	235
Disposals	-	(716)	(716)
<b>At 31 December 2023</b>	<b>4,910</b>	<b>185</b>	<b>5,095</b>
<b>Carrying amount</b>	<b>146</b>	<b>6</b>	<b>152</b>
<b>Cost</b>			
At 1 January 2022	4,995	1,068	6,063
Additions	26	-	26
<b>At 31 December 2022</b>	<b>5,021</b>	<b>1,068</b>	<b>6,089</b>
<b>Accumulated depreciation</b>			
At 1 January 2022	4,732	515	5,247
Depreciation (Note 9)	117	212	329
<b>At 31 December 2022</b>	<b>4,849</b>	<b>727</b>	<b>5,576</b>
<b>Carrying amount</b>	<b>172</b>	<b>341</b>	<b>513</b>

(a) The carrying amounts of property, plant and equipment pledged as securities for borrowings as disclosed in Note 32 are as follows:

	Group	
	2023 RM'000	2022 RM'000
Freehold land and buildings	4,804	368,469
Leasehold buildings	127,564	213,366
Golf course	29,124	30,081
Aircraft	99,544	-
	<b>261,036</b>	<b>611,916</b>



**15. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)**

- (b) Finance costs capitalised during the financial year under property, plant and equipment of the Group amounted to RM3,855,000 (2022: RM2,820,000).
- (c) During the financial year, the cash outflow on acquisition of property, plant and equipment of the Group and of the Company amounted to RM37,917,000 (2022: RM84,501,000) and RM35,000 (2022: RM26,000) respectively.

**16. INVENTORIES**

	<b>Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>Non-current</b>		
Land held for property development (Note 16(a))	<b>6,618,313</b>	6,293,893
<b>Current</b>		
Completed development properties	<b>99,381</b>	150,823
Consumable stores and spares	<b>2,381</b>	2,397
Property development costs (Note 16(b))	<b>309,260</b>	334,531
Land held for sales (Note 16(c))	<b>187,899</b>	743,574
	<b>598,921</b>	1,231,325
<b>Total inventories</b>	<b>7,217,234</b>	7,525,218

Included in total inventories of the Group are inventories carried at the lower of cost and net realisable value amounting to RM797,871,000 (2022: RM709,360,000).

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 16. INVENTORIES (CONT'D.)

### (a) Land held for property development

	Group	
	2023 RM'000	2022 RM'000
<b>Cost</b>		
<b>At 1 January</b>		
Freehold land	4,371,172	4,371,084
Leasehold land	1,922,721	2,700,661
	<b>6,293,893</b>	<b>7,071,745</b>
Additions	114,685	429,829
Transfer (to)/from:		
Property, plant and equipment (Note 15)	(7,758)	-
Property development costs (Note 16(b))	(112,092)	(87,671)
Land held for sales (Note 16(c))	425,298	(1,115,965)
Investment properties (Note 17)	(9,145)	-
Inventories written down	(86,568)	-
Write off (Note 9)	-	(4,045)
<b>At 31 December</b>	<b>6,618,313</b>	<b>6,293,893</b>

Finance costs capitalised during the financial year under land held for property development amounted to RM46,973,000 (2022: RM46,240,000).

### (b) Property development costs

	Group	
	2023 RM'000	2022 RM'000
<b>Cost</b>		
<b>At 1 January</b>	<b>334,531</b>	<b>322,879</b>
Development costs incurred	90,351	88,822
Transfers from/(to):		
Land held for property development (Note 16(a))	112,092	87,671
Completed development properties	-	(10,636)
Contract cost assets (Note 25)	(227,714)	(154,205)
<b>At 31 December</b>	<b>309,260</b>	<b>334,531</b>

### (c) Land held for sales

	Group	
	2023 RM'000	2022 RM'000
<b>Cost</b>		
<b>At 1 January</b>	<b>56,038</b>	<b>25,357</b>
Additions	2,058	13,431
Transfer from land held for property development (Note 16(a))	-	58,363
Disposals (Note 5)	-	(41,113)
<b>At 31 December</b>	<b>58,096</b>	<b>56,038</b>

**16. INVENTORIES (CONT'D.)****(c) Land held for sales (cont'd.)**

	<b>Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>Lower of cost and net realisable value</b>		
<b>At 1 January</b>	<b>687,536</b>	<b>-</b>
Additions	<b>75,374</b>	<b>-</b>
Transfer (to)/from land held for property development (Note 16(a))	<b>(425,298)</b>	1,057,602
Inventories written down	<b>(25,768)</b>	(370,066)
Reversal of inventories written down (Note 6)	<b>18,874</b>	<b>-</b>
Disposals (Note 5)	<b>(200,915)</b>	<b>-</b>
<b>At 31 December</b>	<b>129,803</b>	687,536
	<b>187,899</b>	743,574

Certain inventories with carrying amount of RM6,357,809,000 (2022: RM6,065,979,000) are pledged as securities for bank borrowings as disclosed in Note 32.

**17. INVESTMENT PROPERTIES**

	<b>Freehold land and buildings RM'000</b>	<b>Leasehold land and buildings RM'000</b>	<b>Construction in-progress ("CIP") RM'000</b>	<b>Total RM'000</b>
<b>Group</b>				
<b>At 1 January 2023</b>	<b>135,128</b>	<b>1,225,724</b>	<b>97,116</b>	<b>1,457,968</b>
Additions	<b>334</b>	<b>-</b>	<b>4,704</b>	<b>5,038</b>
Fair value adjustment:				
- gain/(loss) (Note 6)	<b>1,425</b>	<b>(1,120)</b>	<b>-</b>	<b>305</b>
Disposal	<b>(2,500)</b>	<b>-</b>	<b>-</b>	<b>(2,500)</b>
Transfer from property, plant and equipment (Note 15)	<b>-</b>	<b>4,240</b>	<b>-</b>	<b>4,240</b>
Transfer from land held for property development (Note 16(a))	<b>-</b>	<b>-</b>	<b>9,145</b>	<b>9,145</b>
Transfer to assets classified as held for sale (Note 27)	<b>-</b>	<b>(26,200)</b>	<b>-</b>	<b>(26,200)</b>
Adjustment <sup>1</sup>	<b>-</b>	<b>(230)</b>	<b>-</b>	<b>(230)</b>
<b>At 31 December 2023</b>	<b>134,387</b>	<b>1,202,414</b>	<b>110,965</b>	<b>1,447,766</b>
<b>At 1 January 2022</b>	<b>124,318</b>	<b>1,286,880</b>	<b>94,460</b>	<b>1,505,658</b>
Additions	<b>59</b>	<b>2,411</b>	<b>2,656</b>	<b>5,126</b>
Fair value adjustment:				
- gain/(loss) (Note 9)	<b>10,751</b>	<b>(14,261)</b>	<b>-</b>	<b>(3,510)</b>
Transfer to property, plant and equipment (Note 15)	<b>-</b>	<b>(26,306)</b>	<b>-</b>	<b>(26,306)</b>
Transfer to right-of-use assets (Note 35(a))	<b>-</b>	<b>(23,000)</b>	<b>-</b>	<b>(23,000)</b>
<b>At 31 December 2022</b>	<b>135,128</b>	<b>1,225,724</b>	<b>97,116</b>	<b>1,457,968</b>

<sup>1</sup> During the financial year, the Group has finalised certain costs incurred for its leasehold land and buildings and arising therefrom RM230,000 (2022: RM nil) was adjusted against other payables.



# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 17. INVESTMENT PROPERTIES (CONT'D.)

The carrying amounts of the investment properties pledged as securities for bank borrowings as disclosed in Note 32 are as follows:

	Group	
	2023	2022
	RM'000	RM'000
Freehold land and buildings	134,125	134,866
Leasehold land and buildings	1,173,810	1,200,810
Construction in-progress	21,374	15,073
	<b>1,329,309</b>	<b>1,350,749</b>

The Group has no restrictions on the realisability of its investment properties and no contractual obligations to either purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

Investment properties are stated at fair value, which had been determined based on valuations as at 31 December 2023 and 31 December 2022 performed by accredited independent valuers who are specialists in valuing these types of investment properties. The fair value of the properties had been determined using the cost method, comparison method and investment method depending on the nature of the properties.

Included in the construction in-progress amounting to RM110,965,000 (2022: RM97,116,000) is stated at cost as management believes that the fair value cannot be reliably determined due to the nature and the amount of remaining project risks.

Fair value hierarchy disclosures for investment properties is disclosed in Note 38.

Reconciliation of fair values:

	Freehold land and buildings RM'000	Leasehold land and buildings RM'000	Total RM'000
<b>At 1 January 2023</b>	<b>135,128</b>	<b>1,225,724</b>	<b>1,360,852</b>
Additions	334	-	334
Re-measurement recognised in profit or loss	1,425	(1,120)	305
Transfer from property, plant and equipment (Note 15)	-	4,240	4,240
Transfer to assets classified as held for sale (Note 27)	-	(26,200)	(26,200)
Adjustment <sup>1</sup>	-	(230)	(230)
Disposals	(2,500)	-	(2,500)
<b>At 31 December 2023</b>	<b>134,387</b>	<b>1,202,414</b>	<b>1,336,801</b>
<b>At 1 January 2022</b>	<b>124,318</b>	<b>1,286,880</b>	<b>1,411,198</b>
Additions	59	2,411	2,470
Re-measurement recognised in profit or loss	10,751	(14,261)	(3,510)
Transfer to property, plant and equipment (Note 15)	-	(26,306)	(26,306)
Transfer to right-of-use assets (Note 35(a))	-	(23,000)	(23,000)
<b>At 31 December 2022</b>	<b>135,128</b>	<b>1,225,724</b>	<b>1,360,852</b>

**17. INVESTMENT PROPERTIES (CONT'D.)**

Description of valuation techniques used and key inputs to valuation on investment properties:

	Valuation techniques	Significant unobservable inputs	Range	
			2023	2022
Commercial building	Investment method *	Estimated rental value per sqft per month	<b>RM3.00 to RM12.00</b>	RM3.00 to RM9.00
		Long-term vacancy rate	<b>3.50% to 5.5%</b>	3.50% to 10%
		Yield rate	<b>4% to 6.25%</b>	4% to 6.25%
Commercial building	Cost method **	Estimated construction costs per sqft	<b>RM15 to RM167</b>	RM16 to RM184
Land	Comparison method	The comparison method entails analysing recent transactions and asking prices of similar property in and around the locality for comparison purposes with adjustments made for differences in location, visibility, size and tenure.	<b>-35% to 50%</b>	-35% to 50%

\* The investment method entails determining the net annual income by deducting the annual outgoings from the gross annual income and capitalising the net income by a suitable rate of return consistent with the type and quality of the investment to arrive at the market value of the subject property.

\*\* Buildings are valued by reference to the current estimates on construction costs to erect equivalent buildings, taking into consideration of similar accommodation in terms of size, construction, finishes, contractors' overheads, fees and profits. Appropriate adjustments are then made for the factors of obsolescence and existing physical condition of the building.

**18. INVESTMENTS IN SUBSIDIARIES**

	Company	
	2023 RM'000	2022 RM'000
Unquoted shares, at cost	<b>3,316,769</b>	3,378,282
Discount on amounts due from subsidiaries	<b>47,910</b>	47,910
	<b>3,364,679</b>	3,426,192
Less: Accumulated impairment losses	<b>(399,556)</b>	(399,556)
	<b>2,965,123</b>	3,026,636

	Company	
	2023 RM'000	2022 RM'000
Movement in the accumulated impairment losses:		
<b>At 1 January/31 December</b>	<b>399,556</b>	399,556

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

Details of the subsidiaries are as follows:

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023 %	2022 %	2023 %	2022 %
Advent Nexus Sdn Bhd	Malaysia	Investment holding	100	100	-	-
Arah Pelangi Sdn Bhd	Malaysia	Property development	100	100	-	-
Bakat Rampai Sdn Bhd ("BRSB")	Malaysia	Investment holding	100	100	-	-
<b>Subsidiaries of BRSB:</b>						
Dicorp Land Sdn Bhd	Malaysia	Property development	100	100	-	-
Tropicana City Sdn Bhd ("TCSB")	Malaysia	Property development and property investment	100	100	-	-
<b>Subsidiaries of TCSB:</b>						
Dicasa Management Services Sdn Bhd	Malaysia	Property management and maintenance services	100	100	-	-
Tropicana City Management Sdn Bhd	Malaysia	Property management services	100	100	-	-
Tropicana Kajang Hill Sdn Bhd	Malaysia	Property development	100	100	-	-
Tropicana Parking Sdn Bhd	Malaysia	Management of car parking facilities	100	100	-	-
Tropicana Indah Realty Sdn Bhd ("TIRSB")	Malaysia	Investment holding	100	100	-	-
<b>Subsidiary of TIRSB:</b>						
Tropicana Indah Sdn Bhd ("TISB")	Malaysia	Property development, property investment, distribution and sales of electricity	70	70	30	30
Bestari Golden Sdn Bhd	Malaysia	Property investment and investment holding	100	100	-	-
Bestari Violet Sdn Bhd	Malaysia	Property investment and investment holding	100	100	-	-



**18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)**

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023	2022	2023	2022
			%	%	%	%
Bestari Zamrud Sdn Bhd	Malaysia	Property investment and investment holding	100	100	-	-
BK Utilities Sdn Bhd	Malaysia	Water treatment and water supply	100	100	-	-
Blackforest Realty Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Daya Petaling Sdn Bhd	Malaysia	Property investment	100	100	-	-
Greenforest Realty Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Greenhouse Farm and Fishery Sdn Bhd	Malaysia	Agriculture, fishery and trading	100	100	-	-
Island Sands Property Management Sdn Bhd	Malaysia	Property development, investment holding and property management services	100	100	-	-
Marvelscape Sdn Bhd	Malaysia	Investment holding and property development	100	100	-	-
Megaxis Sdn Bhd (“MSB”)	Malaysia	Investment holding	100	100	-	-
<b>Subsidiaries of MSB:</b>						
Tropicana Coliseum (Ipoh) Sdn Bhd	Malaysia	Investment holding	100	100	-	-
Tropicana Lido Development Sdn Bhd	Malaysia	Property investment and investment holding	100	100	-	-
Tropicana Paisley Sdn Bhd (“TPSLB”)	Malaysia	General trading, investment holding and property	100	100	-	-

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023	2022	2023	2022
			%	%	%	%
Subsidiary of TPSLSB:						
Tencomurni Sdn Bhd	Malaysia	Timber and logging	100	100	–	–
Tropicana Plaza Sdn Bhd (“TPLSB”)	Malaysia	Property investment and investment holding	100	100	–	–
Subsidiary of TPLSB:						
Mesatria Sdn Bhd	Malaysia	Timber and logging	100	100	–	–
Tropicana Property Services Sdn Bhd	Malaysia	Investment holding	100	100	–	–
Tropicana Saujana Sdn Bhd (“TSSB”)	Malaysia	Investment holding	100	100	–	–
Subsidiary of TSSB:						
Alam Tiasa Sdn Bhd	Malaysia	Timber and logging	100	100	–	–
Myxon (M) Sdn Bhd	Malaysia	Construction	100	100	–	–
Pixelcloud Sdn Bhd (“PSB”)	Malaysia	Investment holding	100	100	–	–
Subsidiary of PSB:						
Cenang Resort Sdn Bhd	Malaysia	Property investment and property development	100	100	–	–
Purple Pumkie Organic Farm Sdn Bhd	Malaysia	Organic farming and growing of vegetables	100	100	–	–
Raintree Realty Sdn Bhd	Malaysia	Property development and property investment	100	100	–	–

**18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)**

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023	2022	2023	2022
			%	%	%	%
Suasana Metro Sdn Bhd	Malaysia	Property investment and development activities	70	70	30	30
Suci Padu Resources Sdn Bhd	Malaysia	Property development	100	100	-	-
Supreme Converge Sdn Bhd	Malaysia	Investment holding, property development and property investment	100	100	-	-
Tropicana Acehub Sdn Bhd ("TAHSB")	Malaysia	Investment holding	100	100	-	-
<b>Subsidiary of TAHSB:</b>						
Lido Waterfront Boulevard Sdn Bhd ("LWBSB")	Malaysia	Property investment and development activities	65	65	35	35
Tropicana Alam Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Aman Sdn Bhd ("TASB")	Malaysia	Property development	100	100	-	-
<b>Subsidiary of TASB:</b>						
Sapphire Step Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Aurora Property Pte Ltd *	Singapore	Real estate developers	100	100	-	-
Tropicana Bestari Development Sdn Bhd	Malaysia	Property investment and investment holding	100	100	-	-
Tropicana Bestari Properties Sdn Bhd	Malaysia	Property investment and investment holding	100	100	-	-
Tropicana Bestari Silver Sdn Bhd	Malaysia	Property investment and investment holding	100	100	-	-
Tropicana Building Materials Sdn Bhd	Malaysia	Trading of building materials	100	100	-	-



# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023 %	2022 %	2023 %	2022 %
Tropicana Business Consulting (Shenzhen) Pte Ltd *	People's Republic of China	Provision of consultancy services for related services on conference and exhibitions	100	100	-	-
Tropicana Central Department Store Sdn Bhd	Malaysia	Management and operation of department store	100	100	-	-
Tropicana Central Garden Mall Sdn Bhd	Malaysia	Management and operation of mall	100	100	-	-
Tropicana Cheras Sdn Bhd	Malaysia	Property development	100	100	-	-
Tropicana Collections (MM2H) Sdn Bhd	Malaysia	Provision of MM2H application services	100	100	-	-
Tropicana Corporate Solutions Sdn Bhd	Malaysia	Provision of treasury management, fund management, cash management, investment management, financing and debt management, financial risk management and any other related services	100	100	-	-
Tropicana Credit & Leasing Sdn Bhd	Malaysia	Money lending and credit financing services	100	100	-	-
Tropicana Danga Bay Land Sdn Bhd ("TDBLSB")	Malaysia	Investment holding	100	100	-	-
<b>Subsidiaries of TDBLSB:</b>						
Desiran Realiti Sdn Bhd	Malaysia	Investment holding and share trading	100	100	-	-
Tropicana Danga Bay Sdn Bhd ("TDBSB")	Malaysia	Property development, investment holding and property investment	60	60	40	40

**18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)**

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023	2022	2023	2022
			%	%	%	%
Tropicana Danga Cove Holding Sdn Bhd	Malaysia	Investment holding	100	100	-	-
Tropicana Danga Lagoon Development Sdn Bhd ("TDLDSB")	Malaysia	Property investment, development activities and investment holding	100	100	-	-
<b>Subsidiaries of TDLDSB:</b>						
Tropicana Danga Lagoon Land Sdn Bhd	Malaysia	Property investment and development activities	100	100	-	-
Tropicana Danga Lapanbelas Sdn Bhd	Malaysia	Property investment and development activities	100	100	-	-
Tropicana Danga Lagoon Garden Sdn Bhd	Malaysia	Property investment and development activities	100	100	-	-
Tropicana Danga Lagoon Sdn Bhd ("TDLSB")	Malaysia	Property development and investment holding	100	100	-	-
<b>Subsidiary of TDLSB:</b>						
Tropicana Lagoon Sdn Bhd	Malaysia	Property development	100	100	-	-
Tropicana Danga Senibong Holding Sdn Bhd ("TDSHSB")	Malaysia	Investment holding	100	100	-	-
<b>Subsidiaries of TDSHSB:</b>						
Sehati Rakyat Sdn Bhd	Malaysia	Real estate activities, property development and investment, land acquisition, construction, trading, consultancy and advisory	100	100	-	-
Sejahtera Rakyat Sdn Bhd	Malaysia	Real estate activities, property development and investment, land acquisition, construction, trading, consultancy and advisory	100	100	-	-

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023	2022	2023	2022
			%	%	%	%
Subsidiaries of TDSHSB: (cont'd.)						
Sejati Rakyat Sdn Bhd	Malaysia	Real estate activities, property development and investment, land acquisition, construction, trading, consultancy and advisory	100	100	-	-
Selesa Rakyat Sdn Bhd	Malaysia	Real estate activities, property development and investment, land acquisition, construction, trading, consultancy and advisory	100	100	-	-
Sempurna Rakyat Sdn Bhd	Malaysia	Real estate activities, property development and investment, land acquisition, construction, trading, consultancy and advisory	100	100	-	-
Tropicana Development (Johor Bahru) Sdn Bhd	Malaysia	Property development	100	100	-	-
Tropicana Development (Penang) Sdn Bhd	Malaysia	Property agent and investment holding	100	100	-	-
Tropicana Development (Sabah) Sdn Bhd	Malaysia	Property investment	100	100	-	-
Tropicana Development (Sg. Besi) Sdn Bhd	Malaysia	Property development and investment holding	100	100	-	-
Tropicana Education Management Sdn Bhd	Malaysia	Property investment	-	85	-	15
Tropicana Entertainment and Retail Sdn Bhd	Malaysia	Recreation and retails investment	100	100	-	-
Tropicana Firstwide Sdn Bhd	Malaysia	Property investment, development activities and agriculture business	100	100	-	-



**18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)**

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023	2022	2023	2022
			%	%	%	%
Tropicana Gloves Sdn Bhd	Malaysia	To carry on the business manufacturing, distribution, wholesaling and trading of all types of gloves	100	100	-	-
Tropicana Golf & Country Resort Berhad ("TGCRB")	Malaysia	Property development, sale of land, recreation and resort	100	100	-	-
<b>Subsidiaries of TGCRB:</b>						
Spring Garden Star Sdn Bhd	Malaysia	Operating of chinese restaurant	51	51	49	49
Tropicana Cuisines Catered Sdn Bhd	Malaysia	Food and beverages, event organiser and operating of restaurants	100	100	-	-
Tropicana Desa Mentari Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Management Services Sdn Bhd	Malaysia	Property management and maintenance services	100	100	-	-
Tropicana Sungai Buloh Sdn Bhd	Malaysia	Property development	100	100	-	-
Tropicana GP Views Sdn Bhd	Malaysia	Property investment and development activities	100	100	-	-
Tropicana Harapan Sdn Bhd	Malaysia	Property development, provision of project management, sales and marketing services	100	100	-	-
Tropicana Healthcare Supplies Sdn Bhd	Malaysia	Wholesale, distribution and trading of all types of gloves, face masks and healthcare related products	100	100	-	-
Tropicana Innovative Landscape Sdn Bhd	Malaysia	Provision of landscape services	100	100	-	-

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023 %	2022 %	2023 %	2022 %
Tropicana Inspirasi Sdn Bhd ("TINSB")	Malaysia	Investment holding	100	100	-	-
<b>Subsidiaries of TINSB:</b>						
Tropicana Inspirasi Impian Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Inspirasi Indah Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Investment Consulting Pte Ltd *	People's Republic of China	Investing consultation, business information consultation, enterprise management consultation and exhibition service	100	100	-	-
Tropicana Jaya Sdn Bhd	Malaysia	Investment holding and property investment	100	100	-	-
Tropicana Kemayan Development Sdn Bhd	Malaysia	Investment holding	100	100	-	-
Tropicana Kiara Lestari Development Sdn Bhd	Malaysia	Property development	100	100	-	-
Tropicana Kiara Lestari Land Sdn Bhd	Malaysia	Property development	100	100	-	-
Tropicana Lahad Datu Development Sdn Bhd	Malaysia	Property investment	100	100	-	-
Tropicana Land (Sandakan) Sdn Bhd	Malaysia	Property investment	100	100	-	-
Tropicana Land Sdn Bhd	Malaysia	Property development	100	100	-	-
Tropicana Landmark Sdn Bhd	Malaysia	Property development	100	100	-	-
Tropicana Landmark Education Sdn Bhd	Malaysia	Provision of education services, property investment and investment holding	100	100	-	-

**18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)**

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023	2022	2023	2022
			%	%	%	%
Tropicana Laris Sdn Bhd	Malaysia	Investment holding	99	99	1	1
Tropicana Lingkaran Utama Sdn Bhd ("TLUSB")	Malaysia	Property investment, development activities and investment holding	100	100	-	-
<b>Subsidiary of TLUSB:</b>						
Tropicana Southern Gallery Sdn Bhd	Malaysia	Property investment and development activities	100	100	-	-
Tropicana Macalister Avenue (Penang) Sdn Bhd	Malaysia	Hotel operations, property development and property investment	100	100	-	-
Tropicana Makmur Arif Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Makmur Cahaya Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Makmur Duta Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Makmur Erat Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Makmur Gagah Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Makmur Irama Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Makmur Peluang Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023 %	2022 %	2023 %	2022 %
Tropicana Marketplace Sdn Bhd ("TMPSB")	Malaysia	Provision of sales and marketing activities	100	100	-	-
<b>Subsidiary of TMPSB:</b>						
Marketplace (Hong Kong) Limited *	Hong Kong	Provisional sales and marketing activities and consultancy services	100	100	-	-
Tropicana Mentari Development Sdn Bhd ("TMDSB")	Malaysia	Investment holding	100	100	-	-
<b>Subsidiaries of TMDSB:</b>						
Tropicana Sierra Sdn Bhd	Malaysia	Property development	100	100	-	-
Urban Discovery Sdn Bhd	Malaysia	Investment holding and property investment	100	100	-	-
Tropicana Metro Sdn Bhd	Malaysia	Property investment	100	100	-	-
Tropicana Metropark Sdn Bhd ("TMSB")	Malaysia	Property development	100	100	-	-
<b>Subsidiary of TMSB:</b>						
Tropicana Gems Education Sdn Bhd	Malaysia	Property investment	100	100	-	-
Tropicana Privilege (M) Sdn Bhd	Malaysia	Loyalty programme	100	100	-	-
Tropicana Properties (Klang) Sdn Bhd	Malaysia	Property investment	100	100	-	-
Tropicana Properties (Sabah) Sdn Bhd	Malaysia	Property investment	100	100	-	-
Tropicana Properties (Sandakan) Sdn Bhd	Malaysia	Property investment	100	100	-	-
Tropicana Property Management Sdn Bhd	Malaysia	Property management services	100	100	-	-

**18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)**

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023	2022	2023	2022
			%	%	%	%
Tropicana Rahang Development Sdn Bhd	Malaysia	Investment holding	100	100	-	-
Tropicana Residences Sdn Bhd	Malaysia	Hotel operations, property development and property investment	100	100	-	-
Tropicana Resort Holding Sdn Bhd ("TRHSB")	Malaysia	Investment holding	100	100	-	-
<b>Subsidiary of TRHSB:</b>						
Tropicana Danga Bay Resort Sdn Bhd	Malaysia	Property development and property investment	60	60	40	40
Tropicana Rhythm Crest Sdn Bhd	Malaysia	Property investment and development activities	100	100	-	-
Tropicana Sadong Jaya Development Sdn Bhd	Malaysia	Property investment	100	100	-	-
Tropicana Sanctuary Development Sdn Bhd ("TSDSB")	Malaysia	Property investment and development activities	70	70	30	30
Tropicana Scenic Development Sdn Bhd	Malaysia	Property investment and development activities	100	100	-	-
Tropicana Serdang Suria Sdn Bhd	Malaysia	Property development	100	100	-	-
Tropicana Seri Aliran Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Bakat Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Damai Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Dutaan Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Fauna Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023 %	2022 %	2023 %	2022 %
Tropicana Seri Irama Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Jalur Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Jutaa Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Meranti Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Nipah Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Orkid Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Peluang Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Resak Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Riang Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Segak Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Sena Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Tabah Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Seri Tujuan Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Tropicana Shared Services Sdn Bhd	Malaysia	Provision of management services and publication in magazine	100	100	-	-



**18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)**

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

Name of subsidiaries	Country of incorporation	Principal activities	Effective interest held by the Group <sup>#</sup>		Effective interest held by non-controlling interests <sup>#</sup>	
			2023	2022	2023	2022
			%	%	%	%
Tropicana Sinaran Sdn Bhd	Malaysia	Property investment	100	100	-	-
Tropicana SJII Education Management Sdn Bhd	Malaysia	Provision of education services	-	100	-	-
Tropicana Solar Sdn Bhd	Malaysia	Solar business	100	100	-	-
Tropicana Subang South Development Sdn Bhd	Malaysia	Property development and investment holding	100	100	-	-
Tropicana Tawau Development Sdn Bhd	Malaysia	Property investment	100	100	-	-
Tropicana Wisma TT Sdn Bhd	Malaysia	Property development and property investment	100	100	-	-
Ultimate Support Sdn Bhd	Malaysia	Provision of network application services	100	100	-	-
Valley Talent Solutions Sdn Bhd	Malaysia	Investment holding	99	99	1	1

All subsidiaries are audited by Ernst & Young PLT, Malaysia except as indicated below:

\* Audit by firms other than Ernst & Young PLT

# Equals to the proportion of voting rights held

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

Financial information of subsidiaries that have material non-controlling interests are provided below. The financial information presented below are amounts before inter-company elimination:

(i) Summarised statements of financial position

	TISB 2023 RM'000	TISB 2022 RM'000	TDBSB 2023 RM'000	TDBSB 2022 RM'000	TSDSB 2023 RM'000	TSDSB 2022 RM'000	LWBSB 2023 RM'000	LWBSB 2022 RM'000
Non-current assets	1,176,616	1,180,255	384,326	387,715	93,573	90,256	919,254	914,575
Current assets	266,017	248,114	77,926	92,403	120	194	32,125	34,736
Non-current liabilities	(375,644)	(421,681)	-	-	-	-	(2,608)	(7,976)
Current liabilities	(247,675)	(244,373)	(20,973)	(22,254)	(158,526)	(146,609)	(870,247)	(843,331)
<b>Net assets/(liabilities)</b>	<b>819,314</b>	<b>762,315</b>	<b>441,279</b>	<b>457,864</b>	<b>(64,833)</b>	<b>(56,159)</b>	<b>78,524</b>	<b>98,004</b>

(ii) Summarised statements of comprehensive income

	TISB 2023 RM'000	TISB 2022 RM'000	TDBSB 2023 RM'000	TDBSB 2022 RM'000	TSDSB 2023 RM'000	TSDSB 2022 RM'000	LWBSB 2023 RM'000	LWBSB 2022 RM'000
Revenue	198,927	152,333	9,209	2,442	-	-	-	-
Profit/(loss) net of tax for the financial year	34,797	18,244	(16,585)	(1,987)	(8,674)	(7,931)	(19,480)	(8,880)
Profit/(loss) attributable to owners of the parent	24,358	12,771	(9,951)	(1,192)	(6,072)	(5,552)	(12,662)	(5,772)
Profit/(loss) attributable to non-controlling interests	10,439	5,473	(6,634)	(795)	(2,602)	(2,379)	(6,818)	(3,108)
<b>Total comprehensive income/(loss)</b>	<b>34,797</b>	<b>18,244</b>	<b>(16,585)</b>	<b>(1,987)</b>	<b>(8,674)</b>	<b>(7,931)</b>	<b>(19,480)</b>	<b>(8,880)</b>
Transaction with non-controlling interests: Issuance of redeemable preference shares	13,572	5,600	-	-	-	-	-	-

**18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)**

Financial information of subsidiaries that have material non-controlling interests are provided below. The financial information presented below are amounts before inter-company elimination: (cont'd.)

## (iii) Summarised statements of cash flows

	<b>TISB 2023 RM'000</b>	<b>TISB 2022 RM'000</b>	<b>TDBSB 2023 RM'000</b>	<b>TDBSB 2022 RM'000</b>	<b>TSDSB 2023 RM'000</b>	<b>TSDSB 2022 RM'000</b>	<b>LWBSB 2023 RM'000</b>	<b>LWBSB 2022 RM'000</b>
Net cash generated from/ (used in) operating activities	<b>19,001</b>	10,352	<b>5,290</b>	(2,454)	<b>71</b>	(559)	<b>199</b>	(5,111)
Net cash (used in)/generated from investing activities	<b>(535)</b>	(892)	<b>25</b>	(15)	-	-	-	-
Net cash used in financing activities	<b>(45,107)</b>	(9,540)	-	-	-	-	-	-
Net (decrease)/increase in cash and cash equivalents	<b>(26,641)</b>	(80)	<b>5,315</b>	(2,469)	<b>71</b>	(559)	<b>199</b>	(5,111)
Cash and cash equivalents at beginning of financial year	<b>82,705</b>	82,785	<b>10,688</b>	13,157	<b>38</b>	597	<b>289</b>	5,400
<b>Cash and cash equivalents at end of financial year</b>	<b>56,064</b>	82,705	<b>16,003</b>	10,688	<b>109</b>	38	<b>488</b>	289

**(a) Group restructuring**

During the financial year, the Group and the Company executed and completed an internal Group restructuring scheme involving the following:

- (i) Tropicana Indah Realty Sdn Bhd ("**TIRSB**") completed the capitalisation of debts amounting to RM31,666,877 owed by its 70% owned subsidiary, TISB by way of issuance of Redeemable Non-Cumulative Preference Shares ("**RNCPS**") at an issue price of RM1 each. Subsequent to the capitalisation, the Company also completed the capitalisation of debts amounting to RM31,666,877 owed by TIRSB by way of issuance of RNCPS at an issue price of RM1 each.
- (ii) On 17 January 2023, the Company acquired the balance of 7 ordinary shares in Bestari Zamrud Sdn Bhd ("**BZSB**") for a total cash consideration of RM7. On 15 May 2023, Tropicana Makmur Peluang Sdn Bhd divested its 2 ordinary shares in BZSB representing 20% of the total paid-up capital, for a total cash consideration of RM2 to the Company. Following the completion of the acquisition and divestment, BZSB has become a wholly-owned subsidiary of the Company.
- (iii) On 9 November 2023, the Company completed a capital reduction exercise to reduce its investment in an indirect wholly-owned subsidiary, Tropicana Gems Education Sdn Bhd by cancelling 49,000,000 RNCPS, all of which are held by the Company amounting to RM49,000,000.
- (iv) On 15 November 2023, the Company had partially redeemed the RNCPS issued by Tropicana Kajang Hill Sdn Bhd ("**TKHSB**") for RM30,000,000 by offsetting of amounts owing by the Company to TKHSB.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

### (a) Group restructuring (cont'd.)

During the financial year, the Group and the Company executed and completed an internal Group restructuring scheme involving the following: (cont'd.)

- (v) On 27 September 2023, the Company disposed of Tropicana Education Management Sdn Bhd ("TEM"), an 85% owned subsidiary and Tropicana SJII Education Management Sdn Bhd ("TSEM"), a wholly-owned subsidiary at their carrying values. The disposal considerations of RM72,580,000 were fully settled in cash.

The fair values of the identifiable assets and liabilities of the disposals at the date of disposal to the Group were:

	TEM RM'000	TSEM RM'000	Total RM'000
Property, plant and equipment (Note 15)	6,597	3,883	10,480
Right-of-use asset (Note 35(a))	102,630	-	102,630
Deferred tax assets (Note 31)	4,538	4,227	8,765
Trade and other receivables	6,014	6,844	12,858
Tax (payable)/recoverable	(589)	199	(390)
Cash and bank balances	2,516	1,850	4,366
Borrowings	(141,924)	-	(141,924)
Trade and other payables	-	(14,241)	(14,241)
Contract liability	-	(18,324)	(18,324)
<b>Net liabilities disposed</b>	<b>(20,218)</b>	<b>(15,562)</b>	<b>(35,780)</b>
Add: Non-controlling interest	6,939	-	6,939
	(13,279)	(15,562)	(28,841)
<b>Consideration received, satisfied in cash</b>	<b>48,841</b>	<b>23,739</b>	<b>72,580</b>
<b>Gain on disposal of subsidiaries (Note 6)</b>	<b>(62,120)</b>	<b>(39,301)</b>	<b>(101,421)</b>
<b>Cash inflow arising from disposal</b>			
<b>Cash consideration</b>	<b>48,841</b>	<b>23,739</b>	<b>72,580</b>
<b>Less: Cash and cash equivalents disposed</b>	<b>(2,516)</b>	<b>(1,850)</b>	<b>(4,366)</b>
<b>Net cash inflow on disposal of subsidiaries</b>	<b>46,325</b>	<b>21,889</b>	<b>68,214</b>

The following group restructuring took place in the previous financial year:

- (i) On 4 January 2022, the Company acquired the balance of 4,900,000 ordinary shares in TSEM for a total cash consideration of RM4,900,000. Following the completion of the acquisition, TSEM has become a wholly-owned subsidiary of the Company.

The additional interest acquired in TSEM is as follows:

	RM'000
Cash consideration paid to non-controlling shareholders	4,900
Carrying value of the additional interest in TSEM	17,834
Difference recognised in retained earnings	22,734

**18. INVESTMENTS IN SUBSIDIARIES (CONT'D.)****(a) Group restructuring (cont'd.)**

The following group restructuring took place in the previous financial year: (cont'd.)

- (ii) On 24 January 2022, the Company divested its 1 ordinary share in Tropicana Property Services Sdn Bhd (“**TPSSB**”) representing 100% of the total paid-up capital, for a total cash consideration of RM1 to Megaxis Sdn Bhd (“**MSB**”). Accordingly, TPSSB has become a wholly-owned subsidiary of MSB, which in turn is an indirect wholly-owned subsidiary of the Company.
- (iii) On 14 February 2022, the Company had incorporated a wholly-owned subsidiary, Tropicana Entertainment and Retail Sdn Bhd with 1 ordinary share representing 100% of total paid-up capital, for a total cash consideration of RM1.
- (iv) On 20 June 2022, the Company had incorporated a wholly-owned subsidiary, Tropicana Solar Sdn Bhd with 1 ordinary share representing 100% of total paid-up capital, for a total cash consideration of RM1.
- (v) On 15 August 2022, the Company had incorporated a wholly-owned subsidiary, Island Sands Property Management Sdn Bhd with 100 ordinary shares representing 100% of total paid-up capital, for a total cash consideration of RM100.
- (vi) On 27 October 2022, the Company completed a capital reduction exercise to reduce its investment in a subsidiary, Tropicana Resort Holding Sdn Bhd by cancelling 67,993 RNCPS, all of which are held by the Company amounting to RM67,993.
- (vii) On 28 October 2022, TIRSB completed the capitalisation of debts amounting to RM13,066,667 owed by its 70% owned subsidiary, TISB by way of issuance of RNCPS at an issue price of RM1 each. Subsequent to the capitalisation, the Company also completed the capitalisation of debts amounting to RM13,066,667 owed by TIRSB by way of issuance of RNCPS at an issue price of RM1 each.
- (viii) On 31 October 2022, the Company had partially redeemed the RNCPS issued by TKHSB for RM17,505,045 by offsetting of amounts owing by the Company to TKHSB.
- (ix) On 14 November 2022, the Company completed a capital reduction exercise to reduce its investment in a subsidiary, Tropicana Danga Cove Holding Sdn Bhd by cancelling 14,848,101 RNCPS, all of which are held by the Company amounting to RM14,848,101.
- (x) On 29 November 2022, the Company had incorporated a wholly-owned subsidiary, Tropicana Aurora Property Pte Ltd with 100 ordinary shares representing 100% of total paid-up capital, for a total consideration of RM329.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 19. INVESTMENT IN AN ASSOCIATE

	2023 RM'000	Group 2022 RM'000
Unquoted shares, at costs	151,552	151,552
Share of post-acquisition results and reserves	(85,937)	525
Unrealised profit arising from sale of land to associate	(23,535)	(42,034)
Reclassification to assets classified as held for sale (Note 27)	(42,080)	-
	-	110,043

Details of the associate are as follows:

Name of associate	Country of incorporation	Principal activity	Equity interest held (%) 2023	2022
Agile Tropicana Development Sdn Bhd ("ATROP")	Malaysia	Property development	30	30

The associate has been accounted for using the equity method of accounting.

The summarised financial information of the associate is as follows:

	2023 RM'000	Group 2022 RM'000
Non-current assets	1,926	3,159
Current assets	595,436	848,154
Non-current liabilities	(290,154)	(262,334)
Current liabilities	(88,491)	(82,055)
<b>Net assets</b>	<b>218,717</b>	<b>506,924</b>
Revenue	278,927	241,509
Loss before tax	(279,990)	(34,224)
Loss after tax, representing total comprehensive loss	(288,207)	(38,170)
Group's share of results	(86,462)	(11,451)
Reversal of unrealised profits	18,499	7,023
Adjusted Group's share of results	(67,963)	(4,428)

The associate had no contingent liabilities or capital commitments as at 31 December 2023 or 31 December 2022.



**20. INVESTMENTS IN JOINT VENTURES**

	Group	
	2023	2022
	RM'000	RM'000
Unquoted shares, at cost	144,243	144,243
Amount due from a joint venture	1,506	2,725
Share of post-acquisition results and reserves	192,759	175,018
Dividend received from joint ventures	(47,527)	(22,467)
Unrealised profits arising from transaction with a joint venture	(2,593)	(9,032)
	<b>288,388</b>	<b>290,487</b>
Represented by:		
Share of net assets	<b>288,388</b>	<b>290,487</b>

The amount due from a joint venture represents outstanding amount arising from the Group's proportionate share in the advances and working capital to the joint venture. The amount due from the joint venture is unsecured, non-interest bearing and is not repayable within the next twelve (12) months. The Group views these advances as part of the Group's investment in the joint venture.

Details of the joint ventures are as follows:

Name of joint ventures	Country of incorporation	Principal activities	Equity interest held (%)	
			2023	2022
Tropicana Danga Cove Sdn Bhd ("TDCSB")	Malaysia	Property development and property investment	50	50
Tropicana Temokin Sdn Bhd ("TTSB")	Malaysia	Property development	51	51

All the joint ventures have been accounted for using the equity method of accounting.

(a) Summarised financial information of joint ventures are set out below. The summarised financial information represents the amounts in the financial statements of the joint ventures and not the Group's share of those amounts:

(i) Summarised statements of financial position

	TTSB		TDCSB	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Non-current assets	10	37	481,718	482,761
Current assets	83,351	69,934	94,425	132,453
Non-current liabilities	(12,123)	(15,977)	(28,469)	(21,406)
Current liabilities	(21,936)	(29,310)	(21,186)	(38,011)
<b>Net assets</b>	<b>49,302</b>	<b>24,684</b>	<b>526,488</b>	<b>555,797</b>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 20. INVESTMENTS IN JOINT VENTURES (CONT'D.)

(a) Summarised financial information of joint ventures are set out below. The summarised financial information represents the amounts in the financial statements of the joint ventures and not the Group's share of those amounts: (cont'd.)

(ii) Summarised statements of comprehensive income

	TTSB		TDCSB	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Revenue	92,162	48,434	47,596	66,471
Profit before tax	26,629	5,429	16,287	28,227
Profit after tax, representing total comprehensive income	20,384	2,602	14,691	18,709

(iii) Reconciliation of the summarised financial information presented above to the carrying amount of the Group's interest in joint ventures:

	TTSB		TDCSB	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Net assets as at 1 January	24,684	19,244	555,797	582,021
Profit for the financial year	20,384	2,602	14,691	18,709
	45,068	21,846	570,488	600,730
Dividend paid during the financial year	(6,000)	-	(44,000)	(44,933)
Intra-group transaction elimination	10,234	2,838	-	-
Net assets as at 31 December	49,302	24,684	526,488	555,797
Interests in joint venture	51%	51%	50%	50%
Carrying amount of Group's interest in joint ventures	25,144	12,589	263,244	277,898

(b) The joint ventures had no contingent liabilities as at 31 December 2023 and 31 December 2022.

**21. OTHER INVESTMENTS**

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>At FVTPL</b>				
<b>Non-current</b>				
Transferable corporate golf club memberships	887	887	887	887
<b>Current</b>				
Money market fund investment	5,287	4,981	-	-
Quoted shares	169,267	169,649	-	-
	174,554	174,630	-	-
<b>Total other investments</b>	<b>175,441</b>	<b>175,517</b>	<b>887</b>	<b>887</b>

**22. INTANGIBLE ASSETS**

	Goodwill RM'000	Software RM'000	Licenses with indefinite useful lives and timber rights RM'000	Total RM'000
<b>Group</b>				
<b>Cost</b>				
<b>At 1 January 2023</b>	25,829	2,293	25,643	53,765
Additions	-	46	2,200	2,246
Transfer to assets classified as held for sale (Note 27)	-	(2,339)	-	(2,339)
<b>At 31 December 2023</b>	<b>25,829</b>	<b>-</b>	<b>27,843</b>	<b>53,672</b>
<b>Amortisation and impairment</b>				
<b>At 1 January 2023</b>	20,523	1,634	25,643	47,800
Amortisation (Note 9)	-	366	220	586
Impairment loss during the financial year (Note 9)	1,638	24	-	1,662
Transfer to assets classified as held for sale (Note 27)	-	(2,024)	-	(2,024)
<b>At 31 December 2023</b>	<b>22,161</b>	<b>-</b>	<b>25,863</b>	<b>48,024</b>
<b>Carrying amount</b>	<b>3,668</b>	<b>-</b>	<b>1,980</b>	<b>5,648</b>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 22. INTANGIBLE ASSETS (CONT'D.)

	Goodwill RM'000	Software RM'000	Licenses with indefinite useful lives and timber rights RM'000	Total RM'000
<b>Group</b>				
<b>Cost</b>				
<b>At 1 January 2022/31 December 2022</b>	25,829	2,293	25,643	53,765
<b>Amortisation and impairment</b>				
<b>At 1 January 2022</b>	20,523	1,175	25,643	47,341
Amortisation (Note 9)	–	459	–	459
<b>At 31 December 2022</b>	20,523	1,634	25,643	47,800
<b>Carrying amount</b>	5,306	659	–	5,965

During the financial year, an impairment loss of RM1,638,000 (2022: RM nil) has been recognised in the profit or loss of the Group subsequent to the goodwill assessment exercise.

### (a) Key assumptions used in value-in-use calculations

The recoverable amounts of the CGUs have been determined based on value-in-use calculations using cash flow projections based on financial budgets approved by management.

The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of goodwill.

#### (i) Budgeted gross margin

The basis used to determine the value assigned to the budgeted gross margin is the average rate achieved in the financial year immediately before the budgeted year increased for expected efficiency improvements.

#### (ii) Pre-tax discount rate

The discount rates used are pre-tax ranging from 7% to 8% (2022: 7% to 8%) and reflect specific risks relating to the relevant segments.

### (b) Sensitivity to changes in assumptions

With regard to the assessment of value-in-use of the CGUs, management believes that no reasonable possible change in any of the above key assumptions would cause the carrying amounts of the unit to materially differ from its recoverable amount.



**23. TRADE AND OTHER RECEIVABLES**

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>Non-current</b>				
<b>Other receivables</b>				
Security retainers accumulation fund (Note 23(b)(i))	5,657	5,436	-	-
Deposits	110	-	-	-
Amount due from subsidiaries (Note 23(b)(ii))	-	-	745,889	855,889
	<b>5,767</b>	5,436	<b>745,889</b>	855,889
<b>Current</b>				
<b>Trade receivables</b>				
Third parties	162,961	204,095	-	-
Amounts due from subsidiaries	-	-	29,805	26,168
Amount due from a related party	18,728	-	-	-
Less: Accumulated impairment losses (Note 23(a))	(7,217)	(7,075)	-	-
Trade receivables, net	<b>174,472</b>	197,020	<b>29,805</b>	26,168
<b>Other receivables</b>				
Sundry receivables (Note 23(b)(iv))	150,928	73,232	13,338	13,972
Deposits (Note 23(b)(iii))	42,994	43,943	619	118
Prepayments	9,834	9,474	177	-
Amounts due from: (Note 23(b)(ii))				
- Subsidiaries	-	-	1,836,420	2,201,027
- Joint ventures	1,016	2,215	2	22
Less: Accumulated impairment losses (Note 23(b)(vi))				
- Sundry receivables	(20,992)	(20,865)	(8,859)	(8,859)
	<b>183,780</b>	107,999	<b>1,841,697</b>	2,206,280
	<b>358,252</b>	305,019	<b>1,871,502</b>	2,232,448
<b>Total trade and other receivables</b>	<b>364,019</b>	310,455	<b>2,617,391</b>	3,088,337

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 23. TRADE AND OTHER RECEIVABLES (CONT'D.)

### (a) Trade receivables

The Group's and the Company's normal trade credit term ranges from 7 to 180 days (2022: 7 to 180 days) and 30 days (2022: 30 days) respectively. Other credit terms are assessed and approved on a case-to-case basis. Trade receivables are non-interest bearing and are recognised at their original invoice amounts which represent their fair values on initial recognition.

The Group and the Company have no significant concentration of credit risk that may arise from exposures to a single debtor or to groups of debtors.

#### Ageing analysis of trade receivables

The ageing analysis of the Group's and of the Company's trade receivables are as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Neither past due nor impaired	107,324	97,803	452	291
1 to 30 days past due but not impaired	13,789	23,432	654	1,557
31 to 60 days past due but not impaired	6,519	2,637	670	1,352
61 to 90 days past due but not impaired	1,677	2,973	498	1,593
91 to 120 days past due but not impaired	7,639	2,865	1,206	1,628
More than 121 days past due but not impaired	37,524	67,310	26,325	19,747
Total past due but not impaired	67,148	99,217	29,353	25,877
Impaired	7,217	7,075	-	-
	181,689	204,095	29,805	26,168

#### Receivables that are neither past due nor impaired

Trade receivables that are neither past due nor impaired are creditworthy debtors with good payment records with the Group and the Company.

None of the Group's and of the Company's trade receivables that are neither past due nor impaired have been renegotiated during the current and the previous financial year.

#### Receivables that are past due but not impaired

The receivables that are past due but not impaired are mainly related to the progress billings to be settled by the end-buyers' financiers. However, the directors are of the opinion that these debts should be realised in full without material losses in the ordinary course of business as the legal title to the properties sold remain with the Group and the Company until the purchase consideration is fully paid.

**23. TRADE AND OTHER RECEIVABLES (CONT'D.)****(a) Trade receivables (cont'd.)**Receivables that are impaired

The Group's trade receivables that are individually impaired at the reporting date and the movement of the accumulated impairment losses is as follows:

	<b>Group</b>	
	<b>Individually impaired</b>	
	<b>2023</b>	<b>2022</b>
	<b>RM'000</b>	<b>RM'000</b>
Trade receivables - nominal amount	<b>7,217</b>	7,075
Less: Accumulated impairment losses	<b>(7,217)</b>	(7,075)
	<b>-</b>	-

Movement in the accumulated impairment losses:

	<b>Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>At 1 January</b>	<b>7,075</b>	13,877
Charge for the financial year	<b>1,123</b>	1,987
Reversal for the financial year	<b>(700)</b>	(2,686)
Disposal of a subsidiary	<b>(82)</b>	-
Write off	<b>(199)</b>	(6,103)
<b>At 31 December</b>	<b>7,217</b>	7,075

Trade receivables that are individually determined to be impaired at the end of the financial year relate to debtors that are in significant financial difficulties and have defaulted on payments. These receivables are not secured by any collateral or credit enhancements.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 23. TRADE AND OTHER RECEIVABLES (CONT'D.)

#### (b) Other receivables

##### (i) Security retainers accumulation fund

	Group	
	2023 RM'000	2022 RM'000
<b>At 1 January</b>	<b>5,436</b>	5,223
Unrealised returns (Note 9)	232	224
	<b>5,668</b>	5,447
Less: Amortisation for the financial year (Note 9)	(11)	(11)
<b>At 31 December</b>	<b>5,657</b>	5,436

The security retainers accumulation fund of the golf and country resort of the Group relates to the unamortised portion of the single premium paid for the purchase of a Group Endowment with Profits' policy from a local insurer in 1994 and the unrealised returns accrues annually to this policy on a cumulative basis.

The total accumulated returns together with the insured sum will only be received upon maturity of the said policy on 2 October 2051. The purpose of this scheme is to provide the Group with funds to repay the security retainers received from members of the golf and country resort of the Group, who were registered prior to January 1993, at the end of their membership license term on 9 October 2051.

##### (ii) Amounts due from subsidiaries and joint ventures

The amounts due from subsidiaries of the Company amounting to RM855,500,000 (2022: RM1,500,000,000) bore interest ranging from 5.45% to 5.80% (2022: 5.45% to 5.80%) per annum during the financial year. The balances of the amount are non-trade in nature, unsecured, non-interest bearing and have no fixed terms of repayment except for these amounts classified as non-current which are not expected to be repaid within the next twelve months. Further details on related party transactions are disclosed in Note 36.

The amounts due from joint ventures are non-trade in nature, unsecured, non-interest bearing and have no fixed terms of repayment.

##### (iii) Included in deposits of the Group was deposits paid for the acquisition of land amounting to RM4,400,000 (2022: RM nil).

##### (iv) Included in sundry receivables of the Group are partial disposal proceeds amounting to RM81,000,000 receivable from a stakeholder arising from the disposal of W Kuala Lumpur as disclosed in Note 27(a)(i).

##### (v) The Group and the Company have no significant concentration of credit risk included under sundry receivables that may arise from exposures to a single debtor or to group of debtors except for amounts due from subsidiaries.



**23. TRADE AND OTHER RECEIVABLES (CONT'D.)****(b) Other receivables (cont'd.)**

(vi) Accumulated impairment losses

Movement as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>At 1 January</b>	<b>20,865</b>	14,380	<b>8,859</b>	8,859
Charge for the financial year	<b>723</b>	6,629	-	-
Reversal for the financial year	<b>(279)</b>	(144)	-	-
Write off	<b>(317)</b>	-	-	-
<b>At 31 December</b>	<b>20,992</b>	20,865	<b>8,859</b>	8,859

**24. CONTRACT ASSETS**

	Group	
	2023 RM'000	2022 RM'000
Accrued billings in respect of sales of development properties	<b>546,656</b>	296,974
Amounts due from contract customers (Note 24(a))	<b>733</b>	1,338
<b>Total contract assets</b>	<b>547,389</b>	298,312

**(a) Amounts due from contract customers**

	Group	
	2023 RM'000	2022 RM'000
Aggregate cost incurred to date	<b>38,784</b>	34,878
Attributable profits	<b>9,376</b>	8,779
	<b>48,160</b>	43,657
Less: Progress billings	<b>(47,427)</b>	(42,319)
<b>Amounts due from contract customers</b>	<b>733</b>	1,338

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 24. CONTRACT ASSETS (CONT'D.)

The transaction price allocated to the unsatisfied performance obligations as at 31 December 2023 is RM1,853,330,000 (2022: RM1,500,598,000). The remaining performance obligations are expected to be recognised as follows:

	Group	
	2023 RM'000	2022 RM'000
Within 1 year	1,063,061	546,151
Between 1 and 4 years	790,269	954,447
	<b>1,853,330</b>	<b>1,500,598</b>

### 25. CONTRACT COST ASSETS

	Group	
	2023 RM'000	2022 RM'000
<b>Contract cost assets</b>		
Costs to fulfill a contract	186,665	170,172
Costs to obtain contracts with customers	89,578	59,399
	<b>276,243</b>	<b>229,571</b>

	Group	
	2023 RM'000	2022 RM'000
<b>Costs to fulfill a contract</b>		
<b>At 1 January</b>	<b>170,172</b>	<b>81,786</b>
Additions	395,238	217,530
Transfer from inventories (Note 16(b))	227,714	154,205
Amortisation for the financial year	(606,459)	(283,349)
<b>At 31 December</b>	<b>186,665</b>	<b>170,172</b>
<b>Costs to obtain contracts with customers</b>		
<b>At 1 January</b>	<b>59,399</b>	<b>38,613</b>
Additions	59,212	35,156
Amortisation for the financial year	(29,033)	(14,370)
<b>At 31 December</b>	<b>89,578</b>	<b>59,399</b>

Certain costs to fulfill a contract with carrying amount of RM35,159,000 (2022: RM57,303,000) are pledged as securities for bank borrowings as disclosed in Note 32.

**26. CASH AND BANK BALANCES**

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Deposits with licensed banks	<b>68,591</b>	111,820	<b>4,091</b>	16,636
Cash in hand and at banks	<b>431,911</b>	538,064	<b>28,858</b>	182,562
Cash and bank balances (Note 46)	<b>500,502</b>	649,884	<b>32,949</b>	199,198
<b>For the purpose of statements of cash flows:</b>				
Cash and bank balances	<b>500,502</b>	649,884	<b>32,949</b>	199,198
Less:				
- Cash and bank balances not available for use	<b>(171,574)</b>	(366,869)	<b>(30,028)</b>	(198,585)
- Bank overdrafts (Note 32)	<b>(20,091)</b>	(19,940)	<b>(20,091)</b>	(19,940)
<b>Total cash and cash equivalents</b>	<b>308,837</b>	263,075	<b>(17,170)</b>	(19,327)

The interest rates for the deposits with licensed banks range from 1.50% to 2.97% (2022: 1.25% to 2.70%) per annum and the maturities of deposits as at the end of the financial year range from 13 to 365 days (2022: 1 to 365 days).

Included in cash at banks of the Group are amounts of RM249,194,000 (2022: RM170,895,000) held pursuant to Section 7A of the Housing Development (Control and Licensing) Act, 1966 and are therefore restricted from use in other operations.

Cash and bank balances not available for use of the Group and of the Company are:

- (i) Deposits of the Group held in trust by a trustee of RM20,318,000 (2022: RM17,707,000) for golf course members' subscription fees.
- (ii) Deposits of the Group and of the Company amounting to RM13,250,000 (2022: RM12,143,000) and RM1,943,000 (2022: RM889,000) respectively which are pledged as securities for bank guarantees granted to the Group and to the Company.
- (iii) Deposits of the Group and of the Company amounting to RM26,919,000 (2022: RM81,762,000) and RM2,148,000 (2022: RM15,747,000) respectively which are pledged as securities for banking facilities granted to the Group and the Company.
- (iv) Placements of debt service reserve and escrow accounts of the Group and of the Company amounting to RM111,087,000 (2022: RM255,257,000) and RM25,937,000 (2022: RM181,949,000) respectively which are pledged as securities for term loans, revolving credits, perpetual bond and Islamic Medium Term Notes granted to the Group and the Company.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 27. ASSETS CLASSIFIED AS HELD FOR SALE

	Group	
	2023 RM'000	2022 RM'000
<b>At 1 January</b>	-	17,500
Transfer from property, plant and equipment (Note 15)	405,033	-
Transfer from investment properties (Note 17)	26,200	-
Reclassification from investment in an associate (Note 19)	42,080	-
Transfer from intangible assets (Note 22)	315	-
Disposals	-	(17,500)
<b>At 31 December</b>	<b>473,628</b>	-

The details of the assets classified as held for sale are as follows:

#### (a) Transfer from property, plant and equipment and intangible assets

- (i) On 6 December 2023, Tropicana Residences Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with IOI PFCC Hotel Sdn Bhd and Flora Development Sdn Bhd, for the disposal of W Kuala Lumpur, a 25-storey hotel which is situated on a freehold land with a gross floor area of 48,824 square metres in Kuala Lumpur for a total consideration of RM270,000,000. The said disposal will be completed in financial year ending 31 December 2024.
- (ii) On 26 January 2024, Tropicana Macalister Avenue (Penang) Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with IOI PFCC Hotel Sdn Bhd, for the disposal of Courtyard by Marriott Penang, a hotel which is situated on a freehold land with a gross floor area of 22,005 square metres in Penang for a total consideration of RM165,000,000. The said disposal will be completed in financial year ending 31 December 2024.

#### (b) Transfer from investment properties

- (i) On 11 July 2023, Tropicana Properties (Sabah) Sdn Bhd ("TPSB"), a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with GPL Properties Sdn Bhd ("GPLPSB"), for the disposal of 3 parcels of leasehold land approximately 2,023 square metres together with a 4-storey building with gross floor area approximately 2,535 square metres in Sabah for a total consideration of RM9,000,000. The said disposal will be completed in financial year ending 31 December 2024.
- (ii) On 11 July 2023, TPSB, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with GPLPSB, for the disposal of a parcel of leasehold land approximately 2,023 square metres in Sabah for a total consideration of RM3,000,000. The said disposal will be completed in financial year ending 31 December 2024.
- (iii) On 11 July 2023, TPSB, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with GPLPSB, for the disposal of a parcel of leasehold land approximately 911 square metres together with a 3-storey building with gross floor area approximately 3,744 square metres in Sabah for a total consideration of RM6,700,000. The said disposal will be completed in financial year ending 31 December 2024.



## 27. ASSETS CLASSIFIED AS HELD FOR SALE (CONT'D.)

The details of the assets classified as held for sale are as follows: (cont'd.)

### (b) Transfer from investment properties (cont'd.)

- (iv) On 25 July 2023, TPSB, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with GPLPSB, for the disposal of a parcel of leasehold land approximately 1,809 square metres together with a 4-storey building with gross floor area approximately 1,592 square metres in Sabah for a total consideration of RM7,500,000. The said disposal will be completed in financial year ending 31 December 2024.

### (c) Reclassification from investment in an associate

On 29 December 2020, Supreme Converge Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a Share Sale Agreement with Agile Real Estate Development (M) Sdn Bhd to dispose of its entire 30% equity interest in Agile Tropicana Development Sdn Bhd for total consideration amount of RM229,327,528 that consist of cash consideration of RM300,000, a debt waiver from purchaser totaling RM36,450,000 and residential units valued at RM192,577,527. The said disposal will be completed upon the successful delivery of vacant possession of residential units which is expected to be taken place in financial year ending 31 December 2024.

## 28. SHARE CAPITAL AND TREASURY SHARES

	Number of ordinary shares		Amount			
	Share capital (Issued)		Share capital		Treasury shares	
	2023 '000	2022 '000	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>Group and Company</b>						
<b>At 1 January</b>	<b>1,998,860</b>	1,472,425	<b>2,677,890</b>	2,046,168	<b>(28,440)</b>	(26,103)
Issuance of ordinary shares						
- pursuant to capitalisation of advances	<b>137,678</b>	-	<b>180,000</b>	-	-	-
- pursuant to conversion of ICPS (Note 30)	<b>161,400</b>	526,435	<b>193,680</b>	631,722	-	-
Purchase of treasury shares	-	-	-	-	-	(2,337)
<b>At 31 December</b>	<b>2,297,938</b>	1,998,860	<b>3,051,570</b>	2,677,890	<b>(28,440)</b>	(28,440)

### (a) Share capital

During the financial year, the Company increased its issued ordinary share capital from RM2,677,890,000 to RM3,051,570,000 by way of:

- issuance of 137,677,833 new ordinary shares at an issue price of RM1.3074 each pursuant to the capitalisation of the advances amounting to RM180,000,000 owing to Tan Sri Dato' Tan Chee Sing.
- issuance of 161,400,000 new ordinary shares at an issue price of RM1.20 each pursuant to the conversion of 161,400,000 ICPS by the conversion ratio of 1 unit ICPS to 1 new ordinary share.

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

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 28. SHARE CAPITAL AND TREASURY SHARES (CONT'D.)

### (b) Treasury shares

In the previous financial year, the Company repurchased 2,255,300 of its issued ordinary shares from the open market at an average price of RM1.0363 per share. The shares repurchased are being held as treasury shares in accordance with Section 127 of the Companies Act 2016.

As at 31 December 2023 and 31 December 2022, the number of treasury shares held are 31,600,043 ordinary shares. Such treasury shares are held at carrying amount of RM28,440,000 (2022: RM28,440,000).

## 29. OTHER RESERVES

### (a) Foreign currency translation reserve

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

### (b) Retained earnings

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

## 30. IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES AND PERPETUAL BOND

### Irredeemable Convertible Preference Shares

The value of ICPS has been split into the liability component and equity component. The ICPS are accounted for in the statements of financial position of the Group and of the Company as follows:

	Number of ICPS '000	Equity component RM'000	Liability component RM'000	Total RM'000
<b>Group and Company</b>				
<b>At 1 January 2023</b>	455,951	466,258	75,260	541,518
Conversion to ordinary shares (Note 28)	(161,400)	(165,048)	(28,632)	(193,680)
Accretion of interest on ICPS (Note 8)	–	–	6,447	6,447
Dividend payable	–	–	(7,635)	(7,635)
<b>At 31 December 2023</b>	<b>294,551</b>	<b>301,210</b>	<b>45,440</b>	<b>346,650</b>
<b>At 1 January 2022</b>	982,386	1,004,593	174,007	1,178,600
Conversion to ordinary shares (Note 28)	(526,435)	(538,335)	(93,387)	(631,722)
Accretion of interest on ICPS (Note 8)	–	–	12,689	12,689
Dividend payable	–	–	(18,049)	(18,049)
<b>At 31 December 2022</b>	<b>455,951</b>	<b>466,258</b>	<b>75,260</b>	<b>541,518</b>

**30. IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES AND PERPETUAL BOND (CONT'D.)**

	<b>Group and Company</b>	
	<b>2023</b>	<b>2022</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>Represented as:</b>		
Non-current liabilities	<b>41,686</b>	70,339
Current liabilities	<b>3,754</b>	4,921
Equity	<b>301,210</b>	466,258
	<b>346,650</b>	541,518

The salient terms of the ICPS were as follows:

(a) Issue

The ICPS shall be irredeemable convertible preference shares and each ICPS confers on the ICPS Holder for the time being the rights, privileges and restriction set out in this Constitution.

(b) Dividend

The ICPS in the share capital carries an annual cumulative preferential dividend at the following rates:

<b>Period</b>	<b>Rate</b>
From the Issue Date up to and including the first (1 <sup>st</sup> ) anniversary	1.0% based on the Issue Price of the ICPS
From the date after the first (1 <sup>st</sup> ) anniversary up to and including the second (2 <sup>nd</sup> ) anniversary	1.5% based on the Issue Price of the ICPS
From the date after the second (2 <sup>nd</sup> ) anniversary up to and including the fifth (5 <sup>th</sup> ) anniversary	2.0% based on the Issue Price of the ICPS
From the date after the fifth (5 <sup>th</sup> ) anniversary up to the Market Day immediately preceding the tenth (10 <sup>th</sup> ) anniversary from the Issue Date (" <b>Maturity Date</b> ")	3.0% based on the Issue Price of the ICPS

Subject to availability of profits and compliance with the Act, the dividend in respect of the ICPS will be payable in arrears on a semi-annual basis. To the extent that the dividends or any part thereof is not declared or paid on a semi-annual basis, after the date on which the ICPS are first issued, it will continue to accumulate and be declared and paid on a cumulative basis no later than the Maturity Date, subject to availability of profits and compliance with the Act.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 30. IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES AND PERPETUAL BOND (CONT'D.)

#### Irredeemable Convertible Preference Shares (cont'd.)

The salient terms of the ICPS were as follows: (cont'd.)

#### (c) Ranking of the ICPS

The ICPS will upon allotment and issue, rank equally amongst themselves, and will rank ahead in priority to the holders of the ordinary shares and all other classes of shares (if any) in the Company, in respect of payment out of the assets of the Company upon any liquidation, dissolution or winding up of the Company, provided always that the Board approves such payment out of the assets of the Company on this basis and further affirms the priority of payment to the ICPS Holder.

The ICPS will rank subordinated to all the Company's creditors in respect of payment of debt and payments out of assets of the Company upon liquidation, dissolution, or winding up of the Company.

Notwithstanding anything to the contrary herein, the Board shall not issue any preference shares (other than additional ICPS) which rank equally with or in priority to, the ICPS unless the issue of such securities has first been approved by the ICPS Holders by way of an ordinary resolution of such holders.

#### (d) Conversion

##### (i) Entitlement to Convert

Each ICPS Holder shall, on any Market Day during the period commencing on the Issue Date and ending on the Maturity Date be entitled to require the Company to convert all or any of the ICPS registered in his name into such number of fully converted ordinary shares in the share capital of the Company, without the payment of any consideration (cash or otherwise), at the conversion ratio as at that date referred in Clause 20A(d)(ii) herein, by giving a notice to convert to the Company under Clause 20A(d)(iii).

Any remaining ICPS that are not converted by the Maturity Date shall be automatically converted into new ordinary shares based on the conversion ratio during the 2<sup>nd</sup> Conversion Period.

No fraction of ordinary shares arising on conversion of the ICPS will be allotted to the ICPS Holder entitled thereto and any such fraction will be rounded down.

##### (ii) Conversion Ratio

The conversion ratio is fixed as follows:

- for conversion at any time during the period from the Issue Date up to the fifth (5<sup>th</sup>) anniversary, the conversion ratio will be one (1) ICPS for one (1) ordinary share; and
- for conversion at any time during the period after the fifth (5<sup>th</sup>) anniversary of the Issue Date up to the Maturity Date, the conversion ratio will be five (5) ICPS for six (6) ordinary shares.

The conversion ratio will be subject to any necessary adjustments from time to time, at the determination of the Board, in the event of any alteration to the Company's share capital, whether by way of rights issue, capitalisation issue, consolidation of shares, subdivision of shares or reduction of capital howsoever being effected, in accordance with the provisions of the Constitution of the Company. The Company will give notice in writing to the ICPS holders of its intention to make such adjustments to the conversion ratio.



### 30. IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES AND PERPETUAL BOND (CONT'D.)

#### Irredeemable Convertible Preference Shares (cont'd.)

The salient terms of the ICPS were as follows: (cont'd.)

(d) Conversion (cont'd.)

(ii) Conversion Ratio (cont'd.)

If the conversion results in a fractional entitlement to new ordinary shares, such fractional entitlement will be disregarded and no refund or credit, whether in the form of ICPS, cash or otherwise, will be given in respect of the disregarded fractional entitlement.

(iii) Conversion Process

The conversion of the ICPS shall be exercised by ICPS Holder delivering a duly completed and signed notice to convert to the share registrar of the Company.

The notice to convert shall be in such form as may be prescribed from time to time by the Company or in accordance with Applicable Laws ("**Conversion Notice**").

A holder of ICPS who has issued a Conversion Notice ("**Converting ICPS Holder**") shall furnish to the Company such supporting documents or information as may be prescribed by the Company or as may be required under Applicable Laws.

The duly completed and valid Conversion Notice shall be irrevocable after receipt thereof by the share registrar of the Company and the right to receive any preferential dividends referred to in the Constitution relating to the ICPS that have been converted into ordinary shares shall cease as from the date of issue and allotment of the new ordinary shares.

Subject to Applicable Laws, within eight (8) Market Days from the date of receipt by the Company of a Conversion Notice or such other period as may be prescribed or allowed by the Exchange, the Company shall:

- allot and issue to the relevant Converting ICPS Holders, such number of ordinary shares to which such holders are entitled to receive, credited as fully paid-up ("**Conversion Shares**"), and shall cause the Securities Account of the said holders to be credited with such number of Conversion Shares;
- despatch a notice of allotment to the relevant Converting ICPS Holders in respect of the Conversion Shares; and
- make an application to the Exchange for the listing of and quotation for the Conversion Shares.

(e) Ranking of the new ordinary shares

The new ordinary shares to be issued upon conversion of the ICPS shall, upon allotment and issue, rank equally in all respects with the existing issued ordinary shares including the entitlements to dividends, rights, allotments or other distributions, except that the new ordinary shares shall not be entitled to any dividends, rights, allotments and/or other distributions of which may be declared, made or paid, the entitlement date is before the date of allotment of such new ordinary shares.

(f) Redemption

The ICPS shall not be redeemable.

(g) Transferability

The ICPS shall be transferable and shall be subject to the same provisions of transferability of ordinary shares as are set out in the Constitution of the Company.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 30. IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES AND PERPETUAL BOND (CONT'D.)

#### Irredeemable Convertible Preference Shares (cont'd.)

The salient terms of the ICPS were as follows: (cont'd.)

#### (h) Meeting and Voting Rights

Each ICPS Holder shall have the right to receive notices, annual reports and audited financial statements and attending in person or proxy, at any general meetings of the Company but shall not be entitled to speak, vote, move resolutions in any way except at a meeting convened in respect of any proposal or resolution made:

- (i) when the dividend or part of the dividend on the ICPS is in arrears for more than six (6) months;
- (ii) on a proposal to reduce the Company's share capital;
- (iii) on a proposal for the disposal of the whole of the Company's property, business and undertaking;
- (iv) on a proposal that affects the rights and privileges attached to the ICPS;
- (v) on a proposal to wind up the Company; and
- (vi) during the winding up of the Company.

The abovementioned proposal shall subject to the sanction of a resolution passed at a separate meeting of the ICPS Holders. A separate meeting of ICPS Holders shall be convened in respect of the abovementioned proposal or resolution, for the ICPS Holders to speak and vote at such meeting. To every such separate meeting, the provisions of this Constitution relating to general meetings shall mutatis mutandis apply, except that in the case of having only one ICPS Holder, one ICPS Holder personally present at a meeting shall constitute a quorum.

#### (i) Variation of Rights

No alteration, variation, amendment, addition, deletion or substitution to the provisions of this Clause 20A shall be made unless the Company shall have obtained the written consent of the ICPS Holders representing not less than seventy-five per cent (75%) of the total voting rights of the ICPS Holder or the sanction of a special resolution passed at a separate meeting of the ICPS Holders.

While any ICPS remains unconverted into ordinary shares, no resolution shall be passed for reducing the share capital of the Company, unless the Company shall have obtained the written consent of the ICPS Holders representing not less than seventy-five per cent (75%) of the total voting rights of the ICPS Holder or the sanction of a special resolution passed at a separate meeting of the ICPS Holders.

To every such separate meeting, the provisions of this Constitution relating to general meetings shall mutatis mutandis apply except that in the case of having only one ICPS Holder, one ICPS Holder personally present at a meeting shall constitute a quorum.

#### (j) Priority in winding up

On winding up or repayment of capital, the ICPS Holder shall be entitled to repayment of the capital paid up on these ICPS (together with a sum equal to any arrears or deficiency of the fixed dividend, whether declared or earned or not, calculated down to the date of the return of capital) in priority to any payment to the holders of the ordinary shares.

#### (k) Listing Status

The ICPS will not be listed on the Main Market of the Exchange. The new ordinary shares in the Company to be issued upon the conversion of ICPS will be listed and quoted on the Main Market of the Exchange.

#### (l) Governing Law

The ICPS will be governed under the laws of Malaysia.

**30. IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES AND PERPETUAL BOND (CONT'D.)****Perpetual bond**

	<b>Group and Company</b>	
	<b>2023</b>	<b>2022</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>At 1 January</b>	<b>660,004</b>	527,791
Issuance of perpetual bond	–	130,000
Distribution for the financial year	<b>44,605</b>	42,148
Distribution paid for the financial year	<b>(44,506)</b>	(39,935)
<b>At 31 December</b>	<b>660,103</b>	660,004

On 8 April 2022, the Company issued a total of RM130 million in nominal value of senior ranking Perpetual Sukuk (“**Sukuk Musharakah**”) pursuant to a Sukuk Musharakah Programme (“**Perpetual bond**”) of up to RM2 billion in nominal value. The Perpetual bond is established to raise funds as and when required to be utilised for Shariah-compliant purposes which include refinancing existing financing/debt obligations (whether in whole or in part), and/or to finance working capital requirements, investments, capital expenditure and/or general corporate purposes of the Group.

The salient features of the Perpetual bond were as follows:

- (i) the Perpetual bond is issued under the Shariah principle of Musharakah.
- (ii) perpetual in tenure, where the Company has a call option to redeem the Perpetual bond at the end of the 5<sup>th</sup> year and on each periodic distribution date thereafter.
- (iii) the Company also has the option to redeem the Perpetual bond upon the occurrence of an Accounting Event, Tax Event and/or any Stepped Up Event.
- (iv) the expected periodic distribution up to year 5 is 7% per annum payable semi-annually. If the Company does not exercise its option to redeem at the end of the 5<sup>th</sup> year, the periodic distribution increases by 2% per annum in year 6 and subsequently the periodic distribution increases by 1% per annum in year 7 onwards and subject to a maximum rate of 15% per annum.
- (v) deferred periodic distribution, if any, will be cumulative and shall be added for the purpose of calculating the Additional Periodic Distribution Amount.
- (vi) payment obligations on the Perpetual bond will at all times, rank ahead of the holders of Junior Obligations of the Company and rank pari passu with all other present and future unsecured, unconditional and unsubordinated obligations of the Company.
- (vii) Accounting Event

If as a result of any changes or amendments to the Malaysian Financial Reporting Standards (“**MFRS**”) in Malaysia or any other accounting standards that may replace MFRS for the purposes of the Issuer’s consolidated financial statements, the Sukuk Musharakah are no longer recorded, or will no longer be recorded entirely as “equity” pursuant to the Relevant Accounting Standard, an Accounting Event shall have occurred.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 30. IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES AND PERPETUAL BOND (CONT'D.)

### Perpetual bond (cont'd.)

The salient features of the Perpetual bond were as follows: (cont'd.)

#### (viii) Tax Event

If the Issuer has or will become obliged to pay additional amounts of tax (“**Additional Amounts**”) or increase the payment of such Additional Amounts or the Expected Periodic Distribution Amount made by the Issuer would not in the immediately following Periodic Distribution Date be fully tax deductible by the Issuer for Malaysian income tax purposes as a result of:

- (a) any change in, or amendment to, the laws (or any regulations, rulings or other administrative pronouncements of Malaysia) or any political subdivision or any authority thereof or therein having power to tax; or
- (b) any change in the application or official interpretation of such laws, regulations, rulings or other administrative pronouncements.

Which change or amendment is made public on or after the issue date of the relevant Sukuk Musharakah and such obligations cannot be avoided by the Issuer taking reasonable measures available to it, then a Tax Event shall have occurred.

#### (ix) Stepped Up Event

The Periodic Distribution Rate of the Sukuk Musharakah shall be stepped up to the Maximum Rate from the expiry of 45 days period from the date any of the Stepped Up Events first occurred until such Stepped Up Event ceases to subsist.

#### (x) Optional Deferral of Distribution

The Company may, at its sole discretion, opt to (i) defer the periodic distribution or (ii) further defer any outstanding arrears of deferred periodic distribution, provided that it has not during the last six months declared or paid any dividend or payment or other distributions in respect of or redeem or repurchase its ordinary shares or any other securities of the Company ranking junior to or pari passu with the Perpetual Sukuk. The deferred periodic distribution, if any, will be cumulative and will not earn additional profits (i.e. there will be no compounding of the periodic distribution being deferred). There is no limit as to the number of times the expected periodic amount and the arrears of deferred periodic distribution can be deferred.

Notwithstanding the optional deferral stipulated in above, all outstanding arrears of deferred periodic distribution shall be due and payable within 15 days from the date the Company declared or paid any dividend or payment or other distributions in respect of or redeem or repurchase its ordinary shares or any other securities of the Company ranking junior to or pari passu with the Perpetual Sukuk.

#### (xi) Optional Redemption

The Company may, at its sole discretion, redeem at par, at the relevant exercise price on date to be determined prior to each issuance of the Sukuk Musharakah where the Optional Redemption may first be exercised by the Issuer.



**31. DEFERRED TAX LIABILITIES/(ASSETS)**

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>At 1 January</b>	<b>262,333</b>	356,482	<b>(154)</b>	(380)
Recognised in profit or loss (Note 12)	<b>(22,830)</b>	(94,149)	<b>(316)</b>	226
Disposal of subsidiaries (Note 18(a)(v))	<b>8,765</b>	-	-	-
<b>At 31 December</b>	<b>248,268</b>	262,333	<b>(470)</b>	(154)

Deferred income tax as at 31 December relates to the following:

	Accelerated capital allowances RM'000	Contract liabilities RM'000	Provision for liabilities RM'000	Unused tax losses and unabsorbed capital allowances RM'000	Unrealised profit from transactions RM'000	Others RM'000	Total RM'000
<b>Group</b>							
<b>Deferred tax assets:</b>							
<b>At 1 January 2023</b>	(28,832)	(3,588)	(92,619)	(130,458)	(49,329)	(68,440)	(373,266)
Recognised in profit or loss	10,519	(16,183)	6,251	42,282	4,067	(897)	46,039
Disposal of subsidiaries (Note 18(a)(v))	(587)	3,587	877	-	6,614	1,227	11,718
<b>At 31 December 2023</b>	<b>(18,900)</b>	<b>(16,184)</b>	<b>(85,491)</b>	<b>(88,176)</b>	<b>(38,648)</b>	<b>(68,110)</b>	<b>(315,509)</b>
<b>At 1 January 2022</b>	(43,646)	(4,095)	(78,519)	(51,944)	(50,580)	(42,041)	(270,825)
Recognised in profit or loss	14,814	507	(14,100)	(78,514)	1,251	(26,399)	(102,441)
<b>At 31 December 2022</b>	<b>(28,832)</b>	<b>(3,588)</b>	<b>(92,619)</b>	<b>(130,458)</b>	<b>(49,329)</b>	<b>(68,440)</b>	<b>(373,266)</b>

	Fair value adjustment on business combination RM'000	Fair value changes to investment properties RM'000	Property development costs RM'000	Total RM'000
<b>Group</b>				
<b>Deferred tax liabilities:</b>				
<b>At 1 January 2023</b>	509,517	17,252	108,830	635,599
Recognised in profit or loss	-	22	(68,891)	(68,869)
Disposal of subsidiaries (Note 18(a)(v))	(1,977)	(976)	-	(2,953)
<b>At 31 December 2023</b>	<b>507,540</b>	<b>16,298</b>	<b>39,939</b>	<b>563,777</b>
<b>At 1 January 2022</b>	526,673	17,654	82,980	627,307
Recognised in profit or loss	(17,156)	(402)	25,850	8,292
<b>At 31 December 2022</b>	<b>509,517</b>	<b>17,252</b>	<b>108,830</b>	<b>635,599</b>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 31. DEFERRED TAX LIABILITIES/(ASSETS) (CONT'D.)

Deferred income tax as at 31 December relates to the following: (cont'd.)

	Provision for liabilities RM'000	Unused tax losses RM'000	Others RM'000	Total RM'000
<b>Company</b>				
<b>Deferred tax (asset)/liabilities:</b>				
<b>At 1 January 2023</b>	(206)	-	52	(154)
Recognised in profit or loss	90	(345)	(61)	(316)
<b>At 31 December 2023</b>	<b>(116)</b>	<b>(345)</b>	<b>(9)</b>	<b>(470)</b>
<b>At 1 January 2022</b>				
Recognised in profit or loss	(443)	-	63	(380)
	237	-	(11)	226
<b>At 31 December 2022</b>	<b>(206)</b>	<b>-</b>	<b>52</b>	<b>(154)</b>
<b>Group</b>				
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>Presented after appropriate offsetting as follows:</b>				
Deferred tax assets	(214,860)	(216,951)	(470)	(154)
Deferred tax liabilities	463,128	479,284	-	-
	<b>248,268</b>	<b>262,333</b>	<b>(470)</b>	<b>(154)</b>

**32. BORROWINGS**

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
<b>Non-current</b>				
Secured:				
Bridging loans	-	2,640	-	-
Revolving credits	171,300	138,000	-	-
Term loans	905,888	1,439,805	68,764	140,567
Islamic Medium Term Notes (Note 32(a))	745,500	855,500	745,500	855,500
Less: Unamortised borrowing costs	(14,833)	(15,751)	-	-
	<b>1,807,855</b>	<b>2,420,194</b>	<b>814,264</b>	<b>996,067</b>
<b>Current</b>				
Secured:				
Bridging loans	843	2,156	-	-
Revolving credits	250,539	146,210	12,250	32,050
Term loans	898,158	475,068	83,126	62,733
Islamic Medium Term Notes (Note 32(a))	110,000	644,500	110,000	644,500
Bank overdrafts (Note 26)	20,091	19,940	20,091	19,940
Margin account	87,864	76,317	-	-
Less: Unamortised borrowing costs	(14,324)	(11,420)	-	-
	<b>1,353,171</b>	<b>1,352,771</b>	<b>225,467</b>	<b>759,223</b>
<b>Total borrowings</b>				
Secured:				
Bridging loans	843	4,796	-	-
Revolving credits	421,839	284,210	12,250	32,050
Term loans	1,804,046	1,914,873	151,890	203,300
Islamic Medium Term Notes (Note 32(a))	855,500	1,500,000	855,500	1,500,000
Bank overdrafts (Note 26)	20,091	19,940	20,091	19,940
Margin account	87,864	76,317	-	-
Less: Unamortised borrowing costs	(29,157)	(27,171)	-	-
	<b>3,161,026</b>	<b>3,772,965</b>	<b>1,039,731</b>	<b>1,755,290</b>
<b>Unamortised borrowing costs:</b>				
<b>At 1 January</b>	<b>27,171</b>	<b>31,455</b>	<b>-</b>	<b>-</b>
Incurred during the year	22,025	8,172	-	-
Amortisation for the year (Note 8)	(18,713)	(12,456)	-	-
Disposal of a subsidiary	(1,326)	-	-	-
<b>At 31 December</b>	<b>29,157</b>	<b>27,171</b>	<b>-</b>	<b>-</b>
<b>Maturities of borrowings:</b>				
Not later than 1 year	1,367,495	1,364,191	225,467	759,223
Later than 1 year and not later than 5 years	1,732,810	2,192,000	814,264	946,267
More than 5 years	89,878	243,945	-	49,800
Less: Unamortised borrowing costs	(29,157)	(27,171)	-	-
<b>Total</b>	<b>3,161,026</b>	<b>3,772,965</b>	<b>1,039,731</b>	<b>1,755,290</b>

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 32. BORROWINGS (CONT'D.)

The range of interest rates per annum at the reporting date for borrowings were as follows:

	2023 %	2022 %
Bridging loans	5.50 - 5.71	4.49 - 5.14
Revolving credits	4.67 - 9.60	3.63 - 6.95
Term loans	4.85 - 10.75	3.75 - 10.50
Islamic Medium Term Notes	5.45 - 5.80	5.45 - 5.80
Bank overdrafts	5.15 - 5.95	4.75 - 5.05
Margin account	4.40 - 6.70	3.40 - 6.45

The borrowings of the Group and of the Company are secured by certain assets of the Group and of the Company as follows:

- (a) fixed charge over certain property, plant and equipment as disclosed in Note 15;
- (b) fixed charge over certain inventories as disclosed in Note 16;
- (c) fixed charge over certain investment properties as disclosed in Note 17;
- (d) fixed charge over certain contract cost assets as disclosed in Note 25;
- (e) fixed charge over certain right-of-use assets as disclosed in Note 35(a);
- (f) legal assignment of all cashflows, sale or tenancy agreements, insurance policies, construction contracts, construction guarantees and performance bonds in relation to certain projects developed by subsidiaries;
- (g) legal assignment over sales consideration of certain assets held for sale of the Group;
- (h) fixed and floating charge over the assets of certain subsidiaries;
- (i) specific debentures creating fixed and floating charges over certain charged properties of the Company and certain subsidiaries of the Group; and
- (j) corporate guarantees provided by the Company.

Other information on financial risks of borrowings are disclosed in Note 39.

	Company	
	2023 RM'000	2022 RM'000
Unsecured corporate guarantees given to banks for credit facilities granted to:		
- Subsidiaries	2,189,753	2,093,202
- Joint ventures	-	956
- Associate	92,786	78,532
	<b>2,282,539</b>	<b>2,172,690</b>



### 32. BORROWINGS (CONT'D.)

Fair value of all unexpired corporate guarantees given to bank for credit facilities granted to subsidiaries, joint ventures and associate was assessed to be RM nil (2022: RM nil) at the inception of issuance of the guarantees due to the likelihood of the guaranteed party defaulting is remote within the guaranteed period.

As at reporting date, the Group has the following undrawn banking facilities:

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Banking facilities obtained by:				
- Company	73,010	60,260	73,010	60,260
- Subsidiaries	449,670	391,029	-	-
- Joint ventures	-	7,847	-	-
- Associate	40,054	79,762	-	-

#### (a) Islamic Medium Term Notes

On 22 April 2020, the Company had lodged the proposed establishment of a rated Islamic Medium Term Notes Programme of up to RM1.5 billion in nominal value based on the Shariah principles of Wakalah Bi Al-Istithmar and Murabahah (via Tawarruq arrangement) ("Sukuk Wakalah Programme") with the Securities Commission Malaysia ("SC") pursuant to the SC's Guidelines on Unlisted Capital Market Products under the Lodge and Launch Framework (issued by the SC on 9 March 2015 and revised on 26 November 2019, as amended from time to time).

The Sukuk Wakalah Programme allows for the issuance of rated and senior ranking sukuk ("Sukuk Wakalah") from time to time, with flexibility for the Company to issue secured and/or unsecured Sukuk Wakalah subject to the aggregate outstanding nominal amount of the Sukuk Wakalah not exceeding RM1.5 billion at any point in time.

The Company had issued the Sukuk Wakalah as follows:

Tranche No	Date of issuance	Amount RM'000	Yield-to- maturity (per annum)	Due date of repayment
1	14 May 2020	200,000	5.80%	14-May-27
2	30 June 2020 <sup>1</sup>	465,500	5.50%	30-Jun-23
2	30 June 2020	123,500	5.65%	30-Jun-25
3	3 September 2020	100,000	5.65%	3-Sep-25
4	8 October 2020 <sup>1</sup>	179,000	5.45%	6-Oct-23
4	8 October 2020	139,000	5.65%	8-Oct-25
5	15 April 2021	133,200	5.65%	15-Apr-26
5	15 April 2021	49,800	5.80%	14-Apr-28
6	8 June 2021	110,000	5.45%	7-Jun-24
		<b>1,500,000</b>		

<sup>1</sup> Tranche 2 (Series 1) and Tranche 4 (Series 1) have been fully repaid during the financial year.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 32. BORROWINGS (CONT'D.)

#### (a) Islamic Medium Term Notes (cont'd.)

The Sukuk Wakalah is secured by third party legal charge over the lands held under inventories as disclosed in Note 16 and Financial Service Reserve Account as disclosed in Note 26.

According to the Sukuk subscription agreements, the Group and the Company are required to deposit and/or cause to be deposited into the designated account and amount equivalent to the principal payment due and payable under respective tranches which shall be built up in accordance with the build-up schedule.

The proceeds from the issuance of the Sukuk Wakalah shall be utilised by the Company for the following Shariah-compliant purposes in the following order of priority:

- (i) repayment of existing financing/borrowings to unencumber the secured properties; and
- (ii) defraying fees, costs and expenses in relation to the issuance of the Sukuk Wakalah and Sukuk Wakalah Programme.

The remaining proceeds after (i) and (ii) above shall be utilised by the Company for the following Shariah-compliant purposes:

- (a) capital expenditure and/or investments (including but not limited to the purchase of land(s), building(s), shares, property and/or payment into joint ventures) of the Company and/or its group of companies;
- (b) working capital of the Company and/or its group of companies;
- (c) refinancing of existing financing/borrowings of the Company or its group of companies; and/or
- (d) general corporate purpose of the Company and/or its group of companies.

#### (b) Changes in liabilities arising from financing activities

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
<b>At 1 January</b>	<b>3,753,025</b>	3,897,589	<b>1,735,350</b>	1,804,800
Cash flows	(466,854)	(148,848)	(715,710)	(69,450)
Disposal of subsidiaries (Note 18(a)(v))	(141,924)	-	-	-
Others	(3,312)	4,284	-	-
<b>At 31 December</b>	<b>3,140,935</b>	3,753,025	<b>1,019,640</b>	1,735,350

The "Others" represent transactions involving amortisation of borrowing costs.

**33. TRADE AND OTHER PAYABLES**

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>Non-current</b>				
<b>Trade payables</b>				
Third parties (Note 33(a)(i))	302,745	388,042	-	-
<b>Other payables</b>				
Other payables and deposits	13,669	7,492	-	-
Accruals	30,089	22,439	-	-
Security retainers (Note 33(b)(i))	2,975	2,778	-	-
Sinking fund reserves (Note 33(b)(ii))	11,210	8,320	-	-
Provisions (Note 33(c))	146,323	110,396	-	-
	204,266	151,425	-	-
	507,011	539,467	-	-
<b>Current</b>				
<b>Trade payables (Note 33(a)(ii))</b>				
Third parties	379,147	308,117	-	-
Retention sum	91,016	82,180	-	-
Accrued construction costs	316,129	234,008	-	-
	786,292	624,305	-	-
<b>Other payables</b>				
Other payables and deposits	506,036	333,606	13,047	4,275
ICPS dividend payable	23,647	16,012	23,647	16,012
Accruals	211,747	205,666	18,494	15,418
Amounts due to: (Note 33(b)(iii))				
- Subsidiaries	-	-	63,773	259,850
- Non-controlling interests	9,687	12,246	-	-
- Joint venture	4,196	3,779	-	-
Amounts due to shareholders	154,119	155,842	151,154	152,877
Provisions (Note 33(c))	44,776	40,848	-	-
	954,208	767,999	270,115	448,432
	1,740,500	1,392,304	270,115	448,432
<b>Total trade and other payables</b>	<b>2,247,511</b>	<b>1,931,771</b>	<b>270,115</b>	<b>448,432</b>

**(a) Trade payables****(i) Trade payables (non-current)**

This amount relates to the vendor's entitlement payable by subsidiaries arising from the acquisition of land over the period of the development projects, which is approximately 6 to 18 years.

**(ii) Trade payables (current)**

The normal trade credit term granted to the Group ranges from 30 to 90 days (2022: 30 to 90 days) from the date of invoice and progress claim. The retention sum is repayable upon expiry of the defect liability period of 12 to 18 months (2022: 12 to 18 months).

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 33. TRADE AND OTHER PAYABLES (CONT'D.)

### (b) Other payables

#### (i) Security retainers

Security retainers are funds collected from members of the golf and country resort of the Group who joined prior to January 1993. These security retainers are refundable to the members on cessation of membership, i.e., upon the expiry of the term of the membership license on 9 October 2051 or upon revocation (i.e., termination of the membership at its discretion at any time before the expiry date).

	Group	
	2023 RM'000	2022 RM'000
<b>At 1 January</b>	<b>2,778</b>	2,591
Unwinding of discount	237	367
Termination	(40)	(180)
<b>At 31 December</b>	<b>2,975</b>	2,778

#### (ii) Sinking fund reserves

	Group	
	2023 RM'000	2022 RM'000
<b>At 1 January</b>	<b>8,320</b>	7,113
Additions	2,890	1,792
Claims made during the financial year	-	(585)
<b>At 31 December</b>	<b>11,210</b>	8,320

Sinking fund of the Group is established for the purpose of covering periodic major repairs or capital replacements costs in the golf and country resort of the Group. A fraction of 10% of monthly subscription fees received from members during the year are credited to this reserve.

#### (iii) Amounts due to subsidiaries, non-controlling interests and joint venture

Amounts due to subsidiaries, non-controlling interests and joint venture are mainly unsecured, non-interest bearing and repayable on demand.

#### (iv) Other payables

Other payables are mainly unsecured, non-interest bearing and have no fixed terms of repayment.

#### (v) Amounts due to shareholders

Amounts due to shareholders are mainly unsecured, non-interest bearing and repayable on demand.



**33. TRADE AND OTHER PAYABLES (CONT'D.)****(c) Provisions**

The movements in provisions are as follows:

	Provision for development cost (i) RM'000	Provision for foreseeable losses (ii) RM'000	Total RM'000
<b>Group</b>			
<b>At 1 January 2023</b>	84,690	66,554	151,244
Provision during the financial year	52,595	20,319	72,914
Reversal of provision during the financial year	(11,505)	(681)	(12,186)
Utilised during the financial year	(20,873)	-	(20,873)
<b>At 31 December 2023</b>	<b>104,907</b>	<b>86,192</b>	<b>191,099</b>
<b>At 1 January 2022</b>	114,130	62,776	176,906
Provision during the financial year	36,923	4,091	41,014
Reversal of provision during the financial year	(43,700)	(313)	(44,013)
Utilised during the financial year	(22,663)	-	(22,663)
<b>At 31 December 2022</b>	<b>84,690</b>	<b>66,554</b>	<b>151,244</b>

**(i) Provision for development costs**

Provision for development costs is in respect of development projects undertaken by its subsidiaries as they had a present obligation as a result of a past event and it was probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

**(ii) Provision for foreseeable losses**

Provision for foreseeable losses represents the present obligation for losses expected to be incurred for construction contracts.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 34. CONTRACT LIABILITIES

	2023 RM'000	Group 2022 RM'000
<b>Non-current</b>		
Deferred license fees (Note 34(a))	126,484	129,739
<b>Current</b>		
Deferred license fees (Note 34(a))	4,891	5,603
Deferred income (Note 34(b))	-	17,226
Contract liabilities from property development (Note 34(c))	99,342	94,225
	104,233	117,054
<b>Total contract liabilities</b>	<b>230,717</b>	<b>246,793</b>

### (a) Deferred license fees

	2023 RM'000	Group 2022 RM'000
<b>Cost</b>		
At 1 January	226,957	223,915
Additions	1,110	3,042
At 31 December	228,067	226,957
<b>Accumulated amortisation</b>		
At 1 January	91,615	86,012
Amortisation during the financial year (Note 9)	5,077	5,603
At 31 December	96,692	91,615
<b>Carrying amount</b>	<b>131,375</b>	<b>135,342</b>
<b>Represented by:</b>		
Current	4,891	5,603
Non-current	126,484	129,739
	131,375	135,342

The deferred license fees refer to accrual and amortisation of license fees over 40 years which will expire on 9 October 2051.

### (b) Deferred income

The deferred income of the Group is mainly in respect of advance tuition fees received by the private school operator. It will be recognised as revenue upon services performed.

**34. CONTRACT LIABILITIES (CONT'D.)****(c) Contract liabilities from property development**

	Group	
	2023 RM'000	2022 RM'000
<b>At 1 January</b>	<b>94,225</b>	28,368
Revenue recognised during the financial year	(3,203)	(12,915)
Progress billings issued during the financial year	8,320	78,772
<b>At 31 December</b>	<b>99,342</b>	94,225

Revenue from property development activities are recognised over time using the input method, which is based on the actual incurred to date on the property development project as compared to the total budgeted cost for the respective development projects.

**35. LEASES****(a) Right-of-use assets**

	Leasehold land RM'000	Premises RM'000	Motor vehicles RM'000	Plant and machineries RM'000	Office equipment RM'000	Total RM'000
<b>Group</b>						
<b>Cost</b>						
<b>At 1 January 2023</b>	<b>198,457</b>	<b>6,398</b>	<b>11,606</b>	<b>2,154</b>	<b>474</b>	<b>219,089</b>
Additions	-	54	81	-	1	136
Transfer to property, plant and equipment (Note 15)	-	-	-	-	(475)	(475)
Write off	-	(565)	(101)	-	-	(666)
Termination	-	(1,506)	-	-	-	(1,506)
Disposal of a subsidiary (Note 18(a)(v))	(133,292)	-	-	-	-	(133,292)
<b>At 31 December 2023</b>	<b>65,165</b>	<b>4,381</b>	<b>11,586</b>	<b>2,154</b>	<b>-</b>	<b>83,286</b>
<b>Accumulated depreciation</b>						
<b>At 1 January 2023</b>	<b>49,465</b>	<b>2,224</b>	<b>4,343</b>	<b>764</b>	<b>446</b>	<b>57,242</b>
Depreciation (Note 9)	1,862	991	2,140	323	-	5,316
Transfer to property, plant and equipment (Note 15)	-	-	-	-	(446)	(446)
Write off	-	(565)	(101)	-	-	(666)
Disposal of a subsidiary (Note 18(a)(v))	(30,662)	-	-	-	-	(30,662)
Termination	-	(288)	-	-	-	(288)
<b>At 31 December 2023</b>	<b>20,665</b>	<b>2,362</b>	<b>6,382</b>	<b>1,087</b>	<b>-</b>	<b>30,496</b>
<b>Carrying amount</b>	<b>44,500</b>	<b>2,019</b>	<b>5,204</b>	<b>1,067</b>	<b>-</b>	<b>52,790</b>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 35. LEASES (CONT'D.)

### (a) Right-of-use assets (cont'd.)

	Leasehold land RM'000	Premises RM'000	Motor vehicles RM'000	Plant and machineries RM'000	Office equipment RM'000	Total RM'000
<b>Group</b>						
<b>Cost</b>						
<b>At 1 January 2022</b>	175,457	5,688	10,251	2,154	474	194,024
Additions	-	2,334	2,267	-	-	4,601
Transfer from investment properties (Note 17)	23,000	-	-	-	-	23,000
Write off	-	(657)	(912)	-	-	(1,569)
Termination	-	(967)	-	-	-	(967)
<b>At 31 December 2022</b>	198,457	6,398	11,606	2,154	474	219,089
<b>Accumulated depreciation</b>						
<b>At 1 January 2022</b>	47,439	1,535	3,178	441	352	52,945
Depreciation (Note 9)	2,026	1,541	2,077	323	94	6,061
Write off	-	(657)	(912)	-	-	(1,569)
Termination	-	(195)	-	-	-	(195)
<b>At 31 December 2022</b>	49,465	2,224	4,343	764	446	57,242
<b>Carrying amount</b>	148,992	4,174	7,263	1,390	28	161,847
				Premises RM'000	Motor vehicles RM'000	Total RM'000
<b>Company</b>						
<b>Cost</b>						
<b>At 1 January 2023</b>				565	403	968
Write off				(565)	-	(565)
<b>At 31 December 2023</b>				-	403	403
<b>Accumulated depreciation</b>						
<b>At 1 January 2023</b>				470	370	840
Depreciation (Note 9)				95	33	128
Write off				(565)	-	(565)
<b>At 31 December 2023</b>				-	403	403
<b>Carrying amount</b>				-	-	-



**35. LEASES (CONT'D.)****(a) Right-of-use assets (cont'd.)**

	Premises RM'000	Motor vehicles RM'000	Total RM'000
<b>Company</b>			
<b>Cost</b>			
At 1 January 2022	996	403	1,399
Termination	(431)	-	(431)
<b>At 31 December 2022</b>	<b>565</b>	<b>403</b>	<b>968</b>
<b>Accumulated depreciation</b>			
At 1 January 2022	224	289	513
Depreciation (Note 9)	318	81	399
Termination	(72)	-	(72)
<b>At 31 December 2022</b>	<b>470</b>	<b>370</b>	<b>840</b>
<b>Carrying amount</b>	<b>95</b>	<b>33</b>	<b>128</b>

Certain leasehold land of the Group with carrying amount of RM30,036,000 (2022: RM122,887,000) are pledged as securities for bank borrowings as disclosed in Note 32.

**(b) Lease liabilities**

	<b>Group</b>		<b>Company</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
<b>At 1 January</b>	<b>11,763</b>	8,833	<b>143</b>	932
Additions	<b>695</b>	3,979	-	-
Accretion of interest (Note 8)	<b>386</b>	661	<b>1</b>	19
Termination	<b>(650)</b>	(421)	-	(373)
Payments	<b>(3,926)</b>	(1,289)	<b>(144)</b>	(435)
<b>At 31 December</b>	<b>8,268</b>	11,763	-	143
<b>Represented by:</b>				
Current	<b>2,420</b>	3,838	-	143
Non-current	<b>5,848</b>	7,925	-	-
	<b>8,268</b>	11,763	-	143
<b>Maturities of lease liabilities:</b>				
Not later than 1 year	<b>2,420</b>	3,838	-	143
Later than 1 year and not later than 5 years	<b>5,848</b>	6,451	-	-
More than 5 years	-	1,474	-	-
	<b>8,268</b>	11,763	-	143

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 36. SIGNIFICANT RELATED PARTY TRANSACTIONS

In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions between the Group and the related parties took place at terms agreed between the parties during the financial year:

### (a) Transactions with subsidiaries

	2023 RM'000	2022 RM'000
<b>Company</b>		
Dividend income from subsidiaries (Note 4)	7,419	3,121
Management fees from subsidiaries (Note 4)	9,775	17,341
Finance income from amounts due from subsidiaries (Note 7)	125,166	140,456
Finance costs on amounts due to subsidiaries (Note 8)	(55,985)	(49,845)
Management fees charged by a subsidiary (Note 9)	(7,123)	(6,585)

### (b) Transactions with entities related to Tan Sri Dato' Tan Chee Sing (Director and major shareholder of the Company)

	2023 RM'000	2022 RM'000
<b>Group</b>		
Advances to the Group	170,777	115,151
Rental income receivable/received	8,265	7,650
Security charges receivable/received	111	55
Sales commission receivable	18,728	-
Transportation cost payable/paid	(1,161)	(1,475)
Entertainment expenses payable/paid	(23)	(246)
Gift expense payable/paid	(500)	(959)
Marketing expenses payable/paid	(1,193)	(1,498)
<b>Company</b>		
Transportation cost payable/paid	(1,161)	(1,475)
Entertainment expenses payable/paid	(23)	(246)
Gift expense payable/paid	(447)	(903)

**36. SIGNIFICANT RELATED PARTY TRANSACTIONS (CONT'D.)**

In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions between the Group and the related parties took place at terms agreed between the parties during the financial year: (cont'd.)

**(c) Transactions with entities related to Tan Sri Dato' Tan Chee Yioun ("Tan Sri Vincent Tan"), who is the brother of Tan Sri Dato' Tan Chee Sing**

	2023 RM'000	2022 RM'000
<b>Group</b>		
Rental income receivable/received	915	1,263
Telephone charges payable/paid	(2)	(2)
Insurance charges payable/paid	(441)	(1,011)
<b>Company</b>		
Telephone charges payable/paid	(1)	(1)
Insurance charges payable/paid	-	(28)

**(d) Transactions with Dion Tan Yong Chien (Director and shareholder of the Company)**

	2023 RM'000	2022 RM'000
<b>Group</b>		
Advances to the Group	9,500	-

**(e) Sale of development properties**

	2023 RM'000	2022 RM'000
<b>Group</b>		
Sales of development properties to certain directors of subsidiaries	1,466	14,571

The directors are of the opinion that all the above transactions were entered into in the normal course of business and have been established under terms that are no less favourable than those obtainable in transactions with unrelated parties.

Information regarding outstanding balances arising from related party transactions as at 31 December 2023 and 31 December 2022 are disclosed in Note 23(b)(ii) and Note 33(b)(iii).

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 36. SIGNIFICANT RELATED PARTY TRANSACTIONS (CONT'D.)

In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions between the Group and the related parties took place at terms agreed between the parties during the financial year: (cont'd.)

#### (f) Compensation of key management personnel

Key management personnel are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group, either directly or indirectly. The key management personnel includes all the directors of the Group and certain members of senior management of the Group.

The remuneration of directors and other members of key management during the financial year were as follows:

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Salaries, bonus and other emoluments	18,284	37,856	5,123	8,461
Contributions to defined contribution plan	1,964	3,646	285	687
Fees	1,962	2,373	1,652	1,739
	22,210	43,875	7,060	10,887

Included in the total key management personnel are:

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Directors' remuneration (Note 11)	20,042	38,891	7,060	10,887



### 37. FINANCIAL INSTRUMENTS

#### Classification of financial instruments

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost. The principal accounting policies of the Group and of the Company described how the class of financial instruments are measured, and how income and expenses, including fair value gains and losses are recognised. The following table analysed the financial assets and financial liabilities in the statements of financial position by the class of financial instrument to which they are assigned, and therefore by the measurement basis.

	Financial assets at amortised cost RM'000	Fair value through profit or loss RM'000	Financial liabilities at amortised cost RM'000	Total RM'000
<b>Group</b>				
<b>31 December 2023</b>				
<b>Assets</b>				
Other investments	-	175,441	-	175,441
Trade and other receivables				
- Non-current	5,767	-	-	5,767
- Current (excluding prepayments)	348,418	-	-	348,418
Cash and bank balances	500,502	-	-	500,502
Total financial assets	854,687	175,441	-	1,030,128
Total non-financial assets				10,948,483
<b>Total assets</b>				<b>11,978,611</b>
<b>Liabilities</b>				
Borrowings				
- Non-current	-	-	1,807,855	1,807,855
- Current	-	-	1,353,171	1,353,171
Trade and other payables (excluding provisions)				
- Non-current	-	-	360,688	360,688
- Current	-	-	1,695,724	1,695,724
Lease liabilities				
- Non-current	-	-	5,848	5,848
- Current	-	-	2,420	2,420
ICPS				
- Non-current	-	-	41,686	41,686
- Current	-	-	3,754	3,754
Total financial liabilities	-	-	5,271,146	5,271,146
Total non-financial liabilities				900,780
<b>Total liabilities</b>				<b>6,171,926</b>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 37. FINANCIAL INSTRUMENTS (CONT'D.)

### Classification of financial instruments (cont'd.)

	Financial assets at amortised cost RM'000	Fair value through profit or loss RM'000	Financial liabilities at amortised cost RM'000	Total RM'000
<b>Group</b>				
<b>31 December 2022</b>				
<b>Assets</b>				
Other investments	-	175,517	-	175,517
Trade and other receivables				
- Non-current	5,436	-	-	5,436
- Current (excluding prepayments)	295,545	-	-	295,545
Cash and bank balances	649,884	-	-	649,884
Total financial assets	950,865	175,517	-	1,126,382
Total non-financial assets				11,152,991
<b>Total assets</b>				12,279,373
<b>Liabilities</b>				
Borrowings				
- Non-current	-	-	2,420,194	2,420,194
- Current	-	-	1,352,771	1,352,771
Trade and other payables (excluding provisions)				
- Non-current	-	-	429,071	429,071
- Current	-	-	1,351,456	1,351,456
Lease liabilities				
- Non-current	-	-	7,925	7,925
- Current	-	-	3,838	3,838
ICPS				
- Non-current	-	-	70,339	70,339
- Current	-	-	4,921	4,921
Total financial liabilities	-	-	5,640,515	5,640,515
Total non-financial liabilities				883,847
<b>Total liabilities</b>				6,524,362

**37. FINANCIAL INSTRUMENTS (CONT'D.)****Classification of financial instruments (cont'd.)**

	Financial assets at amortised cost RM'000	Fair value through profit or loss RM'000	Financial liabilities at amortised cost RM'000	Total RM'000
<b>Company</b>				
<b>31 December 2023</b>				
<b>Assets</b>				
Other investments	-	887	-	887
Trade and other receivables				
- Non-current	745,889	-	-	745,889
- Current (excluding prepayments)	1,871,325	-	-	1,871,325
Cash and bank balances	32,949	-	-	32,949
Total financial assets	2,650,163	887	-	2,651,050
Total non-financial assets				2,965,922
<b>Total assets</b>				<b>5,616,972</b>
<b>Liabilities</b>				
Borrowings				
- Non-current	-	-	814,264	814,264
- Current	-	-	225,467	225,467
Trade and other payables - current	-	-	270,115	270,115
ICPS				
- Non-current	-	-	41,686	41,686
- Current	-	-	3,754	3,754
Total financial liabilities	-	-	1,355,286	1,355,286
Total non-financial liabilities				2,741
<b>Total liabilities</b>				<b>1,358,027</b>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 37. FINANCIAL INSTRUMENTS (CONT'D.)

### Classification of financial instruments (cont'd.)

	Financial assets at amortised cost RM'000	Fair value through profit or loss RM'000	Financial liabilities at amortised cost RM'000	Total RM'000
<b>Company</b>				
<b>31 December 2022</b>				
<b>Assets</b>				
Other investments	-	887	-	887
Trade and other receivables				
- Non-current	855,889	-	-	855,889
- Current (excluding prepayments)	2,232,448	-	-	2,232,448
Cash and bank balances	199,198	-	-	199,198
Total financial assets	3,287,535	887	-	3,288,422
Total non-financial assets				3,028,089
<b>Total assets</b>				<b>6,316,511</b>
<b>Liabilities</b>				
Borrowings				
- Non-current	-	-	996,067	996,067
- Current	-	-	759,223	759,223
Trade and other payables - current	-	-	448,432	448,432
Lease liabilities - current	-	-	143	143
ICPS				
- Non-current	-	-	70,339	70,339
- Current	-	-	4,921	4,921
Total financial liabilities	-	-	2,279,125	2,279,125
Total non-financial liabilities				-
<b>Total liabilities</b>				<b>2,279,125</b>



**38. FAIR VALUE MEASUREMENT****Determination of fair values of financial instruments**

The fair values of financial instruments measured at amortised cost are derived as follows:

**Non-current financial instruments**

- Estimated by discounting expected future cash flows at market incremental lending rate for similar types of lending, borrowing or leasing arrangements at the reporting date; or

**Current financial instruments**

- Reasonable approximation of their carrying values as they are either floating rate financial instruments which are repriced to market interest rates, short-term in nature or are repayable on demand.

The fair value measurement hierarchies used to measure assets and liabilities carried at fair value in the statements of financial position are as follows:

- (a) Level 1            Quoted prices (unadjusted) in active markets for identical assets or liabilities
- (b) Level 2            Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- (c) Level 3            Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
<b>Group</b>				
<b>31 December 2023</b>				
<b>Assets measured at fair value:</b>				
Hotel buildings	-	-	435,000	435,000
Other investments	174,554	-	887	175,441
Investment properties	-	-	1,336,801	1,336,801
<b>31 December 2022</b>				
<b>Assets measured at fair value:</b>				
Hotel buildings	-	-	485,000	485,000
Other investments	174,630	-	887	175,517
Investment properties	-	-	1,360,852	1,360,852

Description of valuation techniques used and key inputs to valuation on investment properties is as disclosed in Note 17.

There were no transfers between Level 1, Level 2 and Level 3 during the financial year.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

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

The Board of Directors reviews and agrees policies and procedures for the management of these risks, which are executed by the Managing Director/Chief Financial Officer. The Board Risk Management Committee provides independent oversight to the effectiveness of the risk management process.

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

#### (a) Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group's and the Company's exposure to credit risk arises primarily from trade and other receivables. Credit risks with respect to trade receivables are limited as the legal title to the properties sold remain with the Group until the purchase consideration is fully paid. As for other receivables, the credit risk is minimised via dealing with counterparties with appropriate credit, payment histories and other relevant information. For cash and bank balances, the Group and the Company minimise credit risk by dealing exclusively with reputable financial institutions.

The Group's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

#### Exposure to credit risk

At the reporting date, the Group's and the Company's maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statements of financial position. If necessary, the Group may obtain collaterals from counter-parties as a means of mitigating losses in the event of default.

#### Credit risk concentration profile

The Group determines concentrations of credit risk by monitoring the industry sector profile of its trade receivables on an ongoing basis. The credit risk concentration profile of the Group's trade receivables at the reporting date are as follows:

	2023		2022	
	RM'000	% of total	RM'000	% of total
<b>Group</b>				
Property development and property management	144,099	88%	180,799	89%
Property investment, recreation and resort	11,507	7%	12,155	6%
Investment holding and others	7,355	5%	11,141	5%
	<b>162,961</b>	<b>100%</b>	<b>204,095</b>	<b>100%</b>

#### (b) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities.

**39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D.)****(b) Liquidity risk (cont'd.)**

The Group's and the Company's liquidity risk management policy is to maintain sufficient liquid financial assets and stand-by credit facilities with several banks so as to ensure that all operating, investing and financing needs are met.

**Analysis of financial instruments by remaining contractual maturities**

The table below summarises the maturity profile of the Group's and of the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations.

	On demand or within one year RM'000	One to five years RM'000	More than five years RM'000	Total RM'000
<b>Group</b>				
<b>Financial liabilities</b>				
<b>2023</b>				
Trade and other payables	1,760,008	490,360	117,659	2,368,027
Lease liabilities	2,815	6,431	-	9,246
ICPS	7,391	42,415	9,645	59,451
Borrowings	1,505,419	1,880,796	101,334	3,487,549
<b>Total undiscounted financial liabilities</b>	<b>3,275,633</b>	<b>2,420,002</b>	<b>228,638</b>	<b>5,924,273</b>
<b>2022</b>				
Trade and other payables	1,482,565	506,193	97,555	2,086,313
Lease liabilities	4,259	6,947	1,635	12,841
ICPS	10,940	60,679	31,348	102,967
Borrowings	1,541,473	2,470,219	262,338	4,274,030
<b>Total undiscounted financial liabilities</b>	<b>3,039,237</b>	<b>3,044,038</b>	<b>392,876</b>	<b>6,476,151</b>
<b>Company</b>				
<b>Financial liabilities</b>				
<b>2023</b>				
Trade and other payables	270,115	-	-	270,115
ICPS	7,391	42,415	9,645	59,451
Borrowings	276,908	876,910	-	1,153,818
<b>Total undiscounted financial liabilities</b>	<b>554,414</b>	<b>919,325</b>	<b>9,645</b>	<b>1,483,384</b>
<b>2022</b>				
Trade and other payables	448,432	-	-	448,432
Lease liabilities	144	-	-	144
ICPS	10,940	60,679	31,348	102,967
Borrowings	837,374	1,058,130	50,750	1,946,254
<b>Total undiscounted financial liabilities</b>	<b>1,296,890</b>	<b>1,118,809</b>	<b>82,098</b>	<b>2,497,797</b>

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D.)

#### (c) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's primary interest rate risk relates to interest-bearing borrowings.

The investments in financial assets including fixed deposits are mainly short-term in nature and they are not held for speculative purposes.

The Group manages its interest rate exposure by using a mix of fixed and floating rate debts and actively reviewing its debt portfolio, taking into account the investment holding period and nature of its assets.

#### Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonable possible change in interest rates, with all other variables held constant, of the Group's and of the Company's (loss)/profit before tax (through the impact on floating rate borrowings).

	2023 RM'000	2022 RM'000
<b>Group</b>		
Borrowings denominated in Ringgit Malaysia		
Interest rates increase by 25 basis point		
Loss before tax will be higher by	7,975	9,500
Interest rates decrease by 25 basis point		
Loss before tax will be lower by	(7,975)	(9,500)
<b>Company</b>		
Borrowings denominated in Ringgit Malaysia		
Interest rates increase by 25 basis point		
Profit/(loss) before tax will be (lower)/higher by	(2,599)	4,388
Interest rates decrease by 25 basis point		
Profit/(loss) before tax will be higher/(lower) by	2,599	(4,388)

#### (d) Foreign currency risk

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

The Group has transactional currency exposures arising from balances in other payables in a currency other than the functional currencies of the Group. The foreign currencies in which these transactions are denominated in are US Dollar, Singapore Dollar and Renminbi.

The Group's foreign currency risk management objective is to minimise foreign currency exposure that gives rise to economic impact, both at transaction and reporting period translation levels. The Group and the Company are not exposed to significant foreign currency risk as the majority of the Group's and of the Company's transactions, assets and liabilities are denominated in the functional currencies of the respective entities within the Group.



**40. OPERATING LEASE ARRANGEMENTS****The Group as lessor**

The Group has entered into non-cancellable operating lease agreements on its investment property portfolio. These leases have remaining non-cancellable lease terms of between 1 to 7 years.

Future minimum rentals receivable under non-cancellable operating leases at the reporting date are as follows:

	Group	
	2023 RM'000	2022 RM'000
Not later than 1 year	49,340	32,307
Later than 1 year and not later than 5 years	54,739	16,737
Later than 5 years	160	100
	<b>104,239</b>	<b>49,144</b>

**41. COMMITMENTS**

	Group	
	2023 RM'000	2022 RM'000
<b>Capital expenditure:</b>		
Approved and contracted for:		
- Property, plant and equipment	-	24,245
- Investment properties	7,484	9,182
	<b>7,484</b>	<b>33,427</b>
Approved and not contracted for:		
- Property, plant and equipment	6,450	14,200
- Investment properties	4,414	3,622
	<b>10,864</b>	<b>17,822</b>
<b>Total capital commitments</b>	<b>18,348</b>	<b>51,249</b>

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 42. SEGMENTAL INFORMATION

#### Business segments:

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

- |  |  |
|--|--|
| (i) Property development and property management (“ <b>PDPM</b> ”) | - Development of residential and commercial properties.  |
| (ii) Property investment, recreation and resort (“ <b>PIRR</b> ”)  | - Management and operation of hotels, resort, golf course, club house and investments in commercial and other properties.                                  |
| (iii) Investment holding and others (“ <b>IH</b> ”)                | - Investment income, landscape services, management and operation of private school and other operations which are not sizeable to be reported separately. |

Except as indicated above, no operating segments have been aggregated to form the above reportable operating segments.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segmental performance is evaluated based on operating profit or loss which, in certain respects as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements. Group financing (including finance costs) and income taxes are managed on a group basis and are allocated to operating segments.

## 42. SEGMENTAL INFORMATION (CONT'D.)

## Segmental information by business segments:

Revenue and expenses	PDPM		PIRR		IH		Adjustments and eliminations		Note	Total	
	2023	2022	2023	2022	2023	2022	2023	2022		2023	2022
Revenue	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000		RM'000	RM'000
External sales	1,149,259	626,806	251,343	204,303	92,509	111,448	-	-		1,493,111	942,557
Inter-segment	10,978	31,292	16,204	24,482	120,906	130,975	(148,088)	(186,749)	(A)	-	-
<b>Total revenue</b>	<b>1,160,237</b>	<b>658,098</b>	<b>267,547</b>	<b>228,785</b>	<b>213,415</b>	<b>242,423</b>	<b>(148,088)</b>	<b>(186,749)</b>		<b>1,493,111</b>	<b>942,557</b>
<b>Results</b>											
Finance income	25,379	17,001	3,166	2,556	348,954	331,864	(370,393)	(340,325)		7,106	11,096
Depreciation and amortisation	(5,946)	(9,556)	(23,557)	(25,593)	(19,184)	(16,521)	12,002	12,109		(36,685)	(39,561)
Share of results of an associate	(67,963)	(4,428)	-	-	-	-	-	-		(67,963)	(4,428)
Share of results of joint ventures	17,741	10,682	-	-	-	-	-	-		17,741	10,682
Other non-cash items	(95,118)	(322,572)	(47,176)	(6,549)	81,769	(23,772)	40,849	(55,170)	(B)	(19,676)	(408,063)
<b>Segment (loss)/profit</b>	<b>(51,074)</b>	<b>(367,125)</b>	<b>(58,514)</b>	<b>(28,139)</b>	<b>76,136</b>	<b>22,179</b>	<b>(66,594)</b>	<b>(99,275)</b>	(C)	<b>(100,046)</b>	<b>(472,360)</b>
<b>Assets</b>											
Investment in an associate	-	151,552	-	-	-	-	-	(41,509)		-	110,043
Investments in joint ventures	144,243	144,243	-	-	-	-	144,145	146,244		288,388	290,487
Additions to non-current assets	138,617	502,490	8,528	8,650	66,969	119,330	(54,092)	(106,413)	(D)	160,022	524,057
<b>Segment assets</b>	<b>9,404,380</b>	<b>9,022,214</b>	<b>2,325,372</b>	<b>2,565,333</b>	<b>10,840,803</b>	<b>11,597,249</b>	<b>(10,591,944)</b>	<b>(10,905,423)</b>		<b>11,978,611</b>	<b>12,279,373</b>
<b>Segment liabilities</b>	<b>6,205,358</b>	<b>5,720,132</b>	<b>2,260,504</b>	<b>2,386,122</b>	<b>5,491,227</b>	<b>6,525,017</b>	<b>(7,785,163)</b>	<b>(8,106,909)</b>		<b>6,171,926</b>	<b>6,524,362</b>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

## 42. SEGMENTAL INFORMATION (CONT'D.)

Inter-segment revenue is eliminated upon consolidation and reflected in the 'adjustments and eliminations' column. All other adjustments and eliminations are part of detailed reconciliations presented below:

**Notes: Nature of adjustments and eliminations to arrive at the amounts reported in the consolidated financial statements**

A. Inter-segment revenues are eliminated on consolidation.

B. Other non-cash items include the following items as presented in the respective notes to the financial statements:

	2023 RM'000	2022 RM'000
Unrealised profit arising from transactions with:		
- a joint venture	(6,439)	199
- an associate	(18,499)	(7,023)
Unrealised returns on security retainers accumulation fund	(232)	(224)
Bad debts written off	853	884
Bad debts recovered	-	(100)
Reversal of impairment loss on trade and other receivables	(979)	(2,830)
Reversal of inventories written down	(18,874)	-
Amortisation of deferred license fees	(5,077)	(5,603)
Amortisation of security retainers accumulation fund	11	11
Impairment loss on:		
- property, plant and equipment	14,437	4,101
- trade and other receivables	1,846	8,616
- intangible assets	1,662	-
Property, plant and equipment written off	31	174
Biological assets written off	-	17
Loss on lease termination	568	351
Loss/(gain) on disposal of:		
- property, plant and equipment, net	397	(12)
- investment property	(990)	-
- investments in subsidiaries	(101,421)	-
- asset classified as held for sale	-	459
Fair value (gain)/loss on investment properties, net	(305)	3,510
Fair value loss/(gain) of quoted shares	1,516	(37,527)
Unrealised foreign exchange loss/(gain), net	2,600	(685)
Inventories written down	119,699	375,723
Land held for property development written off	-	4,045
Under/(over)provision of property development costs in prior years	1,974	(34,965)
Unwinding of discount on trade and other payables	319	117
Amortisation of borrowing costs	18,713	12,456
Accretion of interest on ICPS	6,447	12,689
Accretion of lease liabilities interest	386	661



**42. SEGMENTAL INFORMATION (CONT'D.)**

Inter-segment revenue is eliminated upon consolidation and reflected in the 'adjustments and eliminations' column. All other adjustments and eliminations are part of detailed reconciliations presented below: (cont'd.)

**Notes: Nature of adjustments and eliminations to arrive at the amounts reported in the consolidated financial statements (cont'd.)**

- C. The following items are (deducted from)/added to segment (loss)/profit to arrive at (loss)/profit before tax presented in the consolidated statements of comprehensive income:

	2023 RM'000	2022 RM'000
Share of results of an associate	(67,963)	(4,428)
Share of results of joint ventures	17,741	10,682
Finance costs	(206,522)	(193,412)

- D. Additions to non-current assets consist of:

	2023 RM'000	2022 RM'000
Property, plant and equipment (Note 15)	37,917	84,501
Land held for property development (Note 16(a))	114,685	429,829
Investment properties (Note 17)	5,038	5,126
Intangible assets (Note 22)	2,246	-
Right-of-use assets (Note 35(a))	136	4,601
	160,022	524,057

**43. SIGNIFICANT EVENTS**

The following is a summary of material disposals of properties by the Group's subsidiaries during the financial year ended 31 December 2023:

- (a) On 8 August 2022, Tropicana Desa Mentari Sdn Bhd, an indirect wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with KSL Development Sdn Bhd, for the disposal of part of 13 parcels of freehold land measuring approximately 340,288 square metres in Johor for a total consideration of RM109,885,000. In the previous financial year, the provision of foreseeable losses for the disposal of RM136,990,000 was recognised in the profit or loss. The said disposal will be completed in the financial year ending 31 December 2024.
- (b) On 12 September 2022, Tropicana GP Views Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with KSL Medini Development Sdn Bhd, for the disposal of 10 parcels of freehold land measuring approximately 218,085 square metres in Johor for a total consideration of RM102,936,000. The said disposal will be completed in the financial year ending 31 December 2024.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 43. SIGNIFICANT EVENTS (CONT'D.)

The following is a summary of material disposals of properties by the Group's subsidiaries during the financial year ended 31 December 2023: (cont'd.)

- (c) On 30 December 2022, Tropicana Aman Sdn Bhd entered into a sale and purchase agreement with Ancubic Valley Sdn Bhd, for disposal of a parcel of leasehold land with category of land use "bangunan" measuring approximately 134,400 square metres in Selangor for a total consideration of RM134,540,000. In the previous financial year, the provision of foreseeable losses for the disposal of RM161,594,000 was recognised in the profit or loss. The said disposal has been completed in the financial year ended 31 December 2023 upon fulfilment of conditions precedent in 28 June 2023.
- (d) On 3 February 2023, Tropicana GP Views Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with KSL Medini Development Sdn Bhd, for the disposal of part of 111 parcels of freehold land measuring approximately 43,908 square metres in Johor for a total consideration of RM21,268,000. The said disposal will be completed in financial year ending 31 December 2024.
- (e) On 2 May 2023, Tropicana Makmur Arif Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with LSL Land Sdn Bhd, for the disposal of a parcel of freehold land measuring approximately 18,840 square metres in Pahang for a total consideration of RM30,355,284. Accordingly, gain on disposal of RM11,215,406 was recognised in the profit or loss upon the fulfilment of conditions precedent on 27 September 2023.
- (f) On 30 June 2023, Tropicana Kajang Hill Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with Eco Terraces Sdn Bhd, for the disposal of a parcel of freehold land measuring approximately 28,010 square metres in Selangor for a total consideration of RM40,702,095. Accordingly, loss on disposal of RM82,191,799 was recognised in the profit or loss upon the fulfilment of conditions precedent on 23 August 2023.
- (g) On 11 July 2023, Tropicana Properties (Sabah) Sdn Bhd ("TPSB"), a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with GPL Properties Sdn Bhd ("GPLPSB"), for the disposal of 3 parcels of leasehold land approximately 2,023 square metres together with a 4-storey building with gross floor area approximately 2,535 square metres in Sabah for a total consideration of RM9,000,000. The said disposal will be completed in financial year ending 31 December 2024.
- (h) On 11 July 2023, TPSB, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with GPLPSB, for the disposal of a parcel of leasehold land approximately 2,023 square metres in Sabah for a total consideration of RM3,000,000. The said disposal will be completed in financial year ending 31 December 2024.
- (i) On 11 July 2023, TPSB, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with GPLPSB, for the disposal of a parcel of leasehold land approximately 911 square metres together with a 3-storey building with gross floor area approximately 3,744 square metres in Sabah for a total consideration of RM6,700,000. The said disposal will be completed in financial year ending 31 December 2024.
- (j) On 25 July 2023, TPSB, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with GPLPSB, for the disposal of a parcel of leasehold land approximately 1,809 square metres together with a 4-storey building with gross floor area approximately 1,592 square metres in Sabah for a total consideration of RM7,500,000. The said disposal will be completed in financial year ending 31 December 2024.
- (k) On 18 September 2023, Urban Discovery Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with Majlis Perbandaran Bentong, for the disposal of a parcel of freehold land approximately 163 square metres together with a three storey building with gross floor area approximately 422 square metres in Pahang for a total consideration of RM3,500,000. Accordingly, gain on disposal of RM990,287 was recognised in the profit or loss upon the fulfilment of conditions precedent on 31 October 2023.

#### 43. SIGNIFICANT EVENTS (CONT'D.)

The following is a summary of material disposals of properties by the Group's subsidiaries during the financial year ended 31 December 2023: (cont'd.)

- (l) On 16 October 2023, Tropicana Metropark Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with Mitraland Cheras Sdn Bhd, for the disposal of 2 parcels freehold land measuring approximately 19,146 square metres in Selangor for a total consideration of RM73,159,237. Accordingly, the provision of foreseeable losses for the disposal of RM23,248,036 was recognised in the profit or loss. The said disposal will be completed in financial year ending 31 December 2024.
- (m) On 6 December 2023, Tropicana Residences Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with IOI PFCC Hotel Sdn Bhd and Flora Development Sdn Bhd, for the disposal of W Kuala Lumpur, a 25-storey hotel which is situated on a freehold land with a gross floor area of 48,824 square metres in Kuala Lumpur for a total consideration of RM270,000,000. The said disposal will be completed in financial year ending 31 December 2024.

#### 44. SUBSEQUENT EVENTS

- (i) On 26 January 2024, Tropicana Macalister Avenue (Penang) Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with IOI PFCC Hotel Sdn Bhd, for the disposal of Courtyard by Marriott Penang, a hotel which is situated on a freehold land with a gross floor area of 22,005 square metres in Penang for a total consideration of RM165,000,000. The said disposal will be completed in financial year ending 31 December 2024.
- (ii) On 4 March 2024, Tropicana Aurora Pte Ltd, had been struck off from the register of the Accounting and Corporate Regulatory Authority and dissolved following the publication of the notice of striking off pursuant to Section 344A(6) of the Companies Act 1967 in the Gazette.
- (iii) On 21 March 2024, Tropicana Metropark Sdn Bhd, a wholly-owned subsidiary of the Group, entered into a sale and purchase agreement with Bellworth Sanctuary Sdn Bhd, for the disposal of a parcel of freehold land measuring approximately 22,440 square metres in Selangor for a total consideration of RM80,917,240. The said disposal will be completed in financial year ending 31 December 2024.

#### 45. MATERIAL LITIGATION

- (i) On 26 August 2013, the Company received an order from the Indian Arbitral Tribunal to add the Company as a party to the arbitration proceedings between Dijaya-Malind JV (Mauritius) Limited ("**DMML**"), Dijaya-Malind Properties (India) Private Limited ("**DMPPL**") and Starlite Global Enterprise (India) Limited ("**SGEIL**") ("**Order**").

The arbitration proceedings were previously instituted by DMML and DMPPL against SGEIL to seek the return of the deposit sum and damages arising from termination of the Deed of Novation cum Joint Development Agreement.

The Company had appealed to the City Civil Court of Hyderabad against the Order which was dismissed on 2 June 2014. As the legal counsel opines that the Order was erroneous and wrong in law, the Company has filed a further appeal to the High Court of Judicature of Andhra Pradesh and is pending hearing date to be set.

- (ii) On March 2021, Tropicana Corporation Berhad ("**TCB**") was served with a claim for alleged relocation costs of RM25 million from Austin Powder Asia Pacific Inc ("**AP**") in relation to a Corporate Guarantee dated 2 July 2015 ("**CG**") provided by TCB to AP ("**Claim**"). The CG was provided by TCB pursuant to a Share Purchase Agreement dated 15 April 2015 and Supplement to Share Purchase Agreement dated 29 June 2015 between AP, Tropicana Tenaga Kimia Sdn Bhd (now known as Tropicana Saujana Sdn Bhd, a subsidiary of TCB) ("**TSSB**") and one Mr Onn Hoe Sing in relation to the disposal of the shares held by TSSB in Tenaga Kimia Sdn Bhd.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

### 45. MATERIAL LITIGATION (CONT'D.)

- (ii) TCB is resisting the Claim and had duly filed its defence on 17 May 2021 and also filed an application to strike out the Claim on 22 July 2021. As at the reporting date, the Claim is on-going and the next return date before the court is scheduled on 5 May 2025.

TCB has been advised by its legal counsel that it has a fair chance of defeating the Claim and the possibility of winning the case is subjected to evidence and documents from both parties as well as interpretation of the same by the Court. No provision for any liability has been made to TCB's financial statements for the financial year ended 31 December 2023 as the Board is confident with a positive outcome of the suit.

- (iii) On 25 August 2023, a suit ("Suit") was brought by RHB Trustees Berhad, Sunway REIT Management Sdn Bhd ("Sunway REIT") and Sunway Education Group Sdn Bhd ("Sunway Education") (collectively, "Plaintiffs") against the Company and Tropicana Education Management Sdn Bhd ("TEM") (collectively, "Defendants") in relation to the letter of offer concerning the proposed sale of all that piece of land where the St. Joseph's Institution International School Malaysia (Tropicana PJ Campus) is located ("Property") by TEM to Sunway REIT and the proposed sale of all the shares in Tropicana SJII Education Management Sdn Bhd ("TSEM") by the Company to a "Sunway Group of Company to be identified".

On 10 October 2023, a counterclaim was brought by the Defendants against the Plaintiffs. On 11 October 2023, the Defendants filed a striking out application against the Suit. On 23 November 2023, the Defendants filed a leave application to file the Reply to Defence to Counterclaim. On 2 February 2024, the Plaintiffs filed a notice of application for interrogatories. On 2 February 2024, the Plaintiffs filed a notice of application for discovery. All the aforesaid applications are fixed for hearing on 7 August 2024.

No provision for any liability has been made to TCB's financial statements for the financial year ended 31 December 2023 as the Board is confident with a positive outcome of the suit.

### 46. CAPITAL MANAGEMENT

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

The Group and the Company manage their capital structure and make adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group and the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the financial years ended 31 December 2023 and 31 December 2022.

The Group and the Company monitor capital using a gearing ratio, which is net debt divided by total equity. The Group and the Company include within net debt, loans and borrowings less cash and bank balances.

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Borrowings (Note 32)	3,161,026	3,772,965	1,039,731	1,755,290
Less: Cash and bank balances (Note 26)	(500,502)	(649,884)	(32,949)	(199,198)
Net debt	2,660,524	3,123,081	1,006,782	1,556,092
Total equity	5,806,685	5,755,011	4,258,945	4,037,386
Gearing ratio	0.46	0.54	0.24	0.39

The gearing ratio is not governed by the MFRS and its definition and calculation may vary from one group/company to another.



# ANALYSIS OF SHAREHOLDINGS

AS AT 19 MARCH 2024

## ORDINARY SHARES

Class of shares	: Ordinary shares
Listing status	: Quoted on the Main Market of Bursa Malaysia Securities Berhad
Total issued shares	: 2,297,938,882 ordinary shares
Treasury shares	: 31,600,043 treasury shares held by the Company
Voting rights	: One vote per ordinary share

## DISTRIBUTION OF SHAREHOLDINGS

Sizes of Shareholdings	No. of Holders	% of Holders	Total Holdings	% of Holdings
1 to 99	2,208	26.81	74,271	#
100 to 1,000	571	6.93	177,402	0.01
1,001 to 10,000	4,168	50.60	12,915,291	0.57
10,001 to 100,000	1,034	12.55	24,633,322	1.09
100,001 to 113,316,940*	255	3.10	2,113,925,221	93.27
113,316,941 and above**	1	0.01	114,613,332	5.06
<b>Total</b>	<b>8,237</b>	<b>100.00</b>	<b>2,266,338,839<sup>@</sup></b>	<b>100.00</b>

### Notes:

# Negligible

\* Less than 5% of issued ordinary shares

\*\* 5% and above of issued ordinary shares

<sup>@</sup> exclude a total of 31,600,043 treasury shares retained by the Company as per record of depositors as at 19 March 2024

## SUBSTANTIAL SHAREHOLDERS AS PER THE REGISTER OF SUBSTANTIAL SHAREHOLDERS

(excluding bare trustees)

Names	Direct Interest	No. of Ordinary Shares Held		%
			Deemed Interest	
		%		
Tan Sri Dato' Tan Chee Sing	435,962,475	19.24	826,935,102 <sup>(1)</sup>	36.49
Aliran Firasat Sdn Bhd	287,184,845	12.67	–	–
T Shares 1 Sdn Bhd	309,113,332	13.64	–	–
Tan Sri Dr Lim Wee Chai	161,144,737	7.11	–	–
Golden Diversity Sdn Bhd	146,933,397	6.48	–	–

### Notes:

<sup>(1)</sup> Deemed interest by virtue of his interests in Aliran Firasat Sdn Bhd, Golden Diversity Sdn Bhd, Impeccable Ace Sdn Bhd and T Shares 1 Sdn Bhd pursuant to Section 8 of the Companies Act 2016 and spouse interests pursuant to Section 59(11) of the Companies Act, 2016 ("Act").

# ANALYSIS OF SHAREHOLDINGS

AS AT 19 MARCH 2024

## DIRECTORS' SHAREHOLDINGS IN ORDINARY SHARES AS PER THE REGISTER OF DIRECTORS' SHAREHOLDINGS

Names	Direct Interest	No. of Ordinary Shares Held		%
			Deemed Interest	
Tan Sri Dato' Tan Chee Sing	435,962,475	19.24	826,935,102 <sup>(2)</sup>	36.49
Dion Tan Yong Chien	–	–	8,364,000 <sup>(3)</sup>	0.37

### Notes:

<sup>(2)</sup> Deemed interest by virtue of his interests in Aliran Firasat Sdn Bhd, Golden Diversity Sdn Bhd, Impeccable Ace Sdn Bhd and T Shares 1 Sdn Bhd pursuant to Section 8 of the Act, and spouse interests pursuant to Section 59(11) of the Act.

<sup>(3)</sup> Deemed interest by virtue of his interests in DIT Sdn Bhd, Beta Assets Management Sdn Bhd and Modern Brilliant Style Sdn Bhd pursuant to Section 8 of the Companies Act 2016.

## THIRTY LARGEST REGISTERED ORDINARY SHAREHOLDERS ACCORDING TO THE RECORD OF DEPOSITORS

(Without aggregating the securities from different securities accounts belonging to the same depositor)

No.	Names of Holders	No. of Ordinary Shares	%
1.	T Shares 1 Sdn Bhd	114,613,332	5.06
2.	Affin Hwang Nominees (Tempatan) Sdn Bhd Pledged Securities Account for T Shares 1 Sdn Bhd	96,000,000	4.24
3.	Lim Wee Chai	86,540,745	3.82
4.	CGS International Nominees Malaysia (Tempatan) Sdn Bhd Pledged Securities Account for Sejuta Dimensi Sdn Bhd (MY4489)	71,690,000	3.16
5.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Golden Diversity Sdn Bhd	69,151,936	3.05
6.	UOBM Nominees (Tempatan) Sdn Bhd United Overseas Bank Nominees (Pte) Ltd for Tan Chee Sing	69,079,692	3.05
7.	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Aliran Firasat Sdn Bhd (001)	64,181,612	2.83
8.	RHB Nominees (Tempatan) Sdn Bhd Bank of China (Malaysia) Berhad Pledged Securities Account for Aliran Firasat Sdn Bhd	63,955,827	2.82
9.	CGS International Nominees Malaysia (Tempatan) Sdn Bhd Pledged Securities Account for Aliran Firasat Sdn Bhd (M3438B)	62,878,500	2.77
10.	Koperasi Angkatan Tentera Malaysia Berhad	55,400,000	2.44
11.	Affin Hwang Nominees (Asing) Sdn Bhd Pledged Securities Account for Mettiz Capital Limited	54,400,000	2.40
12.	MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Aliran Firasat Sdn Bhd (MGN-TCS0010M)	52,848,500	2.33
13.	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Chee Sing (8118939)	49,781,896	2.20
14.	RHB Nominees (Tempatan) Sdn Bhd Lim Wee Chai	46,498,630	2.05
15.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Chee Sing	42,476,058	1.87

**THIRTY LARGEST REGISTERED ORDINARY SHAREHOLDERS ACCORDING TO THE RECORD OF DEPOSITORS**

(Without aggregating the securities from different securities accounts belonging to the same depositor)

No.	Names of Holders	No. of Ordinary Shares	%
16.	CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account for T Shares 1 Sdn Bhd	40,000,000	1.76
17.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Enhance Summer Sdn Bhd	39,314,049	1.73
18.	AMSEC Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Chee Sing	36,300,000	1.60
19.	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Impeccable Ace Sdn Bhd	35,833,697	1.58
20.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Impeccable Ace Sdn Bhd (51231662809C)	34,616,961	1.53
21.	Mampat Jasa Sdn Bhd	33,017,000	1.46
22.	CGS International Nominees Malaysia (Tempatan) Sdn Bhd Pledged Securities Account for Tan Chee Sing (MY3438)	32,520,000	1.43
23.	ABB Nominee (Tempatan) Sdn Bhd Pledged Securities Account for Tan Chee Sing	32,322,876	1.43
24.	Million Effort Sdn Bhd	30,800,000	1.36
25.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Reka Antika Sdn Bhd	29,584,930	1.31
26.	MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Chee Sing (MGN-TCS0010M)	28,731,668	1.27
27.	DB (Malaysia) Nominee (Tempatan) Sendirian Berhad Deutsche Bank AG Singapore PWM for Lim Wee Chai	28,105,362	1.24
28.	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Chee Sing	28,000,000	1.24
29.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Golden Diversity Sdn Bhd (51405769502A)	27,912,446	1.23
30.	AMSEC Nominees (Tempatan) Sdn Bhd KGI Securities (Singapore) Pte Ltd for Tan Chee Sing (130309)	27,492,655	1.21
<b>Total</b>		<b>1,484,048,372</b>	<b>65.47</b>

# ANALYSIS OF IRREDEEMABLE CONVERTIBLE PREFERENCE SHAREHOLDINGS

AS AT 19 MARCH 2024

Class of Shares	:	Irredeemable Convertible Preference Shares ("ICPS")
Listing status	:	Unquoted on the Main Market of Bursa Malaysia Securities Berhad
Total Issued ICPS	:	294,550,594 ICPS
Voting Rights	:	The ICPS holders shall carry no right to vote at any general meeting of the Company except for the following circumstances:
		(a) when the dividend or part of the dividend on the ICPS is in arrears for more than six (6) months;
		(b) on a proposal to reduce the Company's share capital;
		(c) on a proposal for the disposal of the whole of the Company's property, business and undertaking;
		(d) a proposal that affects rights and privileges attached to the ICPS;
		(e) on a proposal to wind-up the Company; and
		(f) during the winding-up of the Company.

## DISTRIBUTION OF ICPS HOLDINGS

Sizes of ICPS Holdings	No. of Holders	% of Holders	Total Holdings	% of Holdings
1 to 99	-	-	-	-
100 to 1,000	-	-	-	-
1,001 to 10,000	-	-	-	-
10,001 to 100,000	-	-	-	-
100,001 to less than 14,727,530*	1	15.11	44,497,601	15.11
14,727,531 and above**	1	84.89	250,052,993	84.89
<b>Total</b>	<b>2</b>	<b>100.00</b>	<b>294,550,594</b>	<b>100.00</b>

### Notes:

\* Less than 5% of issued ICPS

\*\* 5% and above of issued ICPS

## DIRECTOR'S ICPS HOLDING AS PER THE REGISTER OF DIRECTORS' SHAREHOLDINGS

Name of Directors	Direct Interest	No. of ICPS Held	
		%	Deemed Interest %
Tan Sri Dato' Tan Chee Sing	-	-	250,052,993 <sup>(1)</sup> 84.89
Dion Tan Yong Chien	-	-	44,497,601 <sup>(2)</sup> 15.11

### Notes:

<sup>(1)</sup> Deemed interest by virtue of his interests in Dasen Resources Sdn Bhd pursuant to Section 8 of the Companies Act 2016 ("Act") and spouse's interest in DIT Sdn Bhd pursuant to Section 59(11) of the Companies Act 2016 ("Act").

<sup>(2)</sup> Deemed interest by virtue of his interests in DIT Sdn Bhd, Beta Assets Management Sdn Bhd and Modern Brilliant Style Sdn Bhd pursuant to Section 8 of the Companies Act 2016 ("Act").

## LIST OF ICPS HOLDERS

No.	Name of Holders	No. of ICPS	%
1.	Dasen Resources Sdn Bhd	250,052,993	84.89
2.	DIT Sdn Bhd	44,497,601	15.11
<b>Total</b>		<b>294,550,594</b>	<b>100.00</b>



# LIST OF PROPERTIES

AS AT 31 DECEMBER 2023

Title Reference	Purpose/ Existing Use	Tenure	Year of Acquisition/ Year of Completion*	Approx. Age of Building (Years)	Land Area Approx. (Acres)	Built-up Area/Net Lettable Area (Sq Ft)	Fair Value/ Carrying Amount @ 31 Dec 2023 (RM'Million)	Revaluation Value (RM'Million)	Date of Revaluation
<b>CENANG RESORT SDN BHD</b>									
Part of H.S.(D) 1565, PT 375, Seksyen 4, Bandar Padang Mat Sirat, Langkawi, Kedah	Land under construction	Freehold	2021	-	2.49	-	28.28	57.50	Sep-21
Part of H.S.(D) 1565, PT 375, Seksyen 4, Bandar Padang Mat Sirat, Langkawi, Kedah	Land held for future development	Freehold	2021	-	2.79	-	29.30	86.96	Sep-21
PM 140, Lot 60216; and PM 138, Lot 60189, Seksyen 4, Bandar Padang Mat Sirat, Langkawi, Kedah	Land held for future development	Leasehold (99 years) expiring on 13.06.2117	2021	-	0.86	-	9.76	-	-
<b>LIDO WATERFRONT BOULEVARD SDN BHD</b>									
H.S.(D) 578204, PTB 24592; H.S.(D) 578205, PTB 24593; H.S.(D) 578206, PTB 24594; H.S.(D) 578207, PTB 24621; H.S.(D) 578208, PTB 24623; H.S.(D) 578209, PTB 24626; H.S.(D) 574553, PTB 24627; H.S.(D) 574554, PTB 24630; H.S.(D) 574555, PTB 24631; H.S.(D) 574556, PTB 24629; H.S.(D) 583862 to H.S.(D) 583866, PTB 24603 to PTB 24607; H.S.(D) 585065, PTB 24634; and H.S.(D) 573656, PTB 24130, Daerah Johor Bahru, Johor	Land held for future development	Freehold	2019	-	83.57	-	919.25	1,786.08	Feb-19
<b>SAPPHIRE STEP SDN BHD</b>									
H.S.(D) 39240, PT 41265, Mukim Tanjung Duabelas, Daerah Kuala Langat, Selangor	Tenby International School	Leasehold (99 years) expiring on 09.11.2110	2018*	6	10.43	154,817	77.00	77.00	Dec-23
<b>SUASANA METRO SDN BHD</b>									
HSM 3242 to HSM 3245; PTD 181994 to PTD 181997; GM 660, Lot 4446; and GM 661, Lot 4447, Mukim Pulau, Daerah Johor Bahru, Johor	Land held for future development	Freehold	2019	-	5.04	-	37.98	44.00	Feb-19

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Title Reference	Purpose/ Existing Use	Tenure	Year of Acquisition/ Year of Completion*	Approx. Age of Building (Years)	Land Area Approx. (Acres)	Built-up Area/Net Lettable Area (Sq Ft)	Fair Value/ Carrying Amount @ 31 Dec 2023 (RM'Million)	Revaluation Value (RM'Million)	Date of Revaluation
<b>TROPICANA AMAN SDN BHD</b>									
PN 119912, Lot 79073, Mukim Tanjung Duabelas, Daerah Kuala Langat, Selangor	Land under construction	Leasehold (99 years) expiring on 09.11.2110	2014	-	33.87	-	11.33	-	-
H.S.(D) 49283, PT 52773, Mukim Tanjung Duabelas, Daerah Kuala Langat, Selangor	Land under construction	Leasehold (99 years) expiring on 09.11.2110	2014	-	15.50	-	2.25	-	-
H.S.(D) 49945, PT 52773, Mukim Tanjung Duabelas, Daerah Kuala Langat, Selangor	Land under construction	Leasehold (99 years) expiring on 09.11.2110	2014	-	27.94	-	34.21	-	-
PN 112504, Lot 73396, Mukim Tanjung Duabelas, Daerah Kuala Langat, Selangor	Land under construction	Leasehold (99 years) expiring on 09.11.2110	2014	-	13.51	-	42.34	-	-
H.S.(D) 44382, PT 45112, Mukim Tanjung Duabelas, Daerah Kuala Langat, Selangor	Land held for investment	Leasehold (99 years) expiring on 09.11.2110	2014	-	5.80	-	44.50	44.50	Dec-23
H.S.(D) 44633, PT 47826; H.S.(D) 44634, PT 47827; H.S.(D) 44632, PT 47825; H.S.(D) 44384, PT 44514; H.S.(D) 44641, PT 47830; PN 112503, Lot 73393; H.S.(D) 44639, PT 47823; and H.S.(D) 44640, PT 47824, Mukim Tanjung Duabelas, Daerah Kuala Langat, Selangor	Land held for future development	Leasehold (99 years) expiring on 09.11.2110	2014	-	55.80	-	231.91	-	-
<b>TROPICANA DANGA BAY SDN BHD</b>									
H.S.(D) 625204, PTB 24879; H.S.(D) 625205, PTB 24880, Bandar Johor Bahru, Daerah Johor Bahru, Johor	Land held for future development	Freehold	2010	-	21.41	-	298.15	-	-
H.S.(D) 577113, PTB 24233; H.S.(D) 577114, PTB 24234, Bandar Johor Bahru, Daerah Johor Bahru, Johor	Proposed mall development	Freehold	2010	-	7.13	-	82.04	-	-
H.S.(D) 625205, PTB 24880, Bandar Johor Bahru, Daerah Johor Bahru, Johor	Sales gallery & project office	Freehold	2012*	11	1.80	25,575	0.07	-	-

Title Reference	Purpose/ Existing Use	Tenure	Year of Acquisition/ Year of Completion*	Approx. Age of Building (Years)	Land Area Approx. (Acres)	Built-up Area/Net Lettable Area (Sq Ft)	Fair Value/ Carrying Amount @ 31 Dec 2023 (RM'Million)	Revaluation Value (RM'Million)	Date of Revaluation
<b>TROPICANA DANGA BAY RESORT SDN BHD</b>									
GRN 536373, Lot 48460, Daerah Johor Bahru, Johor	Land held for future development	Freehold	2014	-	5.97	-	89.24	-	-
<b>TROPICANA DANGA LAGOON SDN BHD</b>									
Lot 3432, 3433, 3434, 3435, 3440, 3441, 3442, 3443, 3445, 3446, 3447, 44998 and PTD 3997, Mukim Pulau, Daerah Johor Bahru, Johor	Land held for future development	Leasehold (999 & 99 years) expiring on 17.01.2911 & 05.01.2091 & 30.12.2090	2012 & 2015 & 2018*	-	55.07 & 1.27 & 1.29	-	149.01	-	-
<b>TROPICANA DANGA LAGOON DEVELOPMENT SDN BHD</b>									
GM 850, Lot 559, Mukim Pulau, Daerah Johor Bahru, Johor	Land held for future development	Freehold	2019	-	5.00	-	27.03	39.00	Feb-19
<b>TROPICANA DANGA LAGOON GARDEN SDN BHD</b>									
HSM 3232, PTD 174019; HSM 3233, PTD 174020; HSM 3234, PTD 174021; HSM 3235, PTD 174022; HSM 3236, PTD 174023; HSM 3237, PTD 174024; HSM 3238, PTD 174025; HSM 3239, PTD 174026; HSM 3240, PTD 174027; and HSM 3241, PTD 174028, Mukim Pulau, Daerah Johor Bahru, Johor	Land held for future development	Freehold	2019	-	1.39	-	11.68	12.00	Feb-19
<b>TROPICANA DANGA LAGOON LAND SDN BHD</b>									
PM 123, Lot 44994, Mukim Pulau, Daerah Johor Bahru, Johor	Land held for future development	Leasehold (99 years) expiring on 01.02.2091	2019	-	1.35	-	2.75	8.50	Feb-19
<b>TROPICANA DANGA LAPANBELAS SDN BHD</b>									
PM 45, Lot 44999, Mukim Pulau, Daerah Johor Bahru, Johor	Land held for future development	Leasehold (99 years) expiring on 30.12.2090	2019	-	1.27	-	1.73	8.00	Feb-19

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<b>TROPICANA DESA MENTARI SDN BHD</b>									
H.S.(D) 628600, PTD 226364; GM 787, Lot 340; GM 808, Lot 339; GM 809 to GM 810, Lot 342 to Lot 343; and GRN 436669, Lot 795, Mukim Pulau, Daerah Johor Bahru, Johor	Land held for future development	Freehold	2014	-	172.41	-	364.81	-	-
H.S.(D) 628406 to H.S.(D) 628599, PTD 226170 to PTD 226363; H.S.(D) 628601 to H.S.(D) 628740, PTD 226374 to PTD 226513; H.S.(D) 628741, PTD 226536; H.S.(D) 618915, PTD 226543; H.S.(D) 628742, PTD 226544; H.S.(D) 628743 to H.S.(D) 628749, PTD 226556 to PTD 226562, Mukim Pulau, Daerah Johor Bahru, Johor	Land held for sale	Freehold	2014	-	84.09	-	71.21	-	-
<b>TROPICANA DEVELOPMENT (SABAH) SDN BHD</b>									
CL 215322660, Daerah Penampang, Sabah	5-Storey commercial building known as KGK Annex/ Penampang Point	Leasehold (99 years) expiring on 31.12.2080	2012	12.5	1.39	44,207	22.00	22.00	Dec-23
CL 215312922, Daerah Penampang, Sabah	3-Storey commercial building known as D Junction	Leasehold (99 years) expiring on 31.12.2070	2012	16	2.68	37,912	20.00	20.00	Dec-23



Title Reference	Purpose/ Existing Use	Tenure	Year of Acquisition/ Year of Completion*	Approx. Age of Building (Years)	Land Area Approx. (Acres)	Built-up Area/Net Lettable Area (Sq Ft)	Fair Value/ Carrying Amount @ 31 Dec 2023 (RM'Million)	Revaluation Value (RM'Million)	Date of Revaluation
<b>TROPICANA FIRSTWIDE SDN BHD</b>									
GM 369, Lot 663; GM 370, Lot 664; GM 338, Lot 805; GM 339, Lot 806; GM 620, Lot 807; GM 635, Lot 804; GRN 89120, Lot 917; GRN 89115, Lot 920; GRN 455001, Lot 1114; H.S.(D) 545, Lot 2217; H.S.(D) 546, Lot 2218; H.S.(D) 547, Lot 2219; H.S.(D) 560, Lot 2232; H.S.(D) 561, Lot 2233; H.S.(D) 562, Lot 2234; GM 432, Lot 801; GRN 89767 to GRN 89771, Lot 1355 to Lot 1359; H.S.(D) 554 to H.S.(D) 559, Lot 2226 to Lot 2231; H.S.(D) 569 to H.S.(D) 573, Lot 2241 to Lot 2245, Mukim Pulaui, Daerah Johor Bahru, Johor	Land held for future development	Freehold	2019	-	294.00	-	459.12	586.29	Feb-19
<b>TROPICANA GOLF &amp; COUNTRY RESORT BERHAD</b>									
Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor	Club house	Leasehold (99 years) expiring on 25.10.2090	1994	30	14.92	197,492	44.19	-	-
Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor	Staff quarter	Leasehold (99 years) expiring on 25.10.2090	1994	30	2.50	159,300	1.29	-	-
Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor	Golf course	Leasehold (99 years) expiring on 25.10.2090	1994	-	220.36	-	29.13	-	-
Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor	Golf course and club house land	Leasehold (99 years) expiring on 25.10.2090	1994	-	-	-	17.73	-	-
Lot 946, No Hakmilik 15851, Mukim Bandar Damansara, Daerah Petaling, Selangor	PPE	Leasehold (99 years) expiring on 25.10.2090	2012*	-	0.53	-	0.04	-	-
H.S.(D) 242691, Lot No. PT 9940, Pekan Baru Sungai Buloh, Daerah Petaling, Selangor	Land held for future development	Leasehold (99 years) expiring on 21.12.2106	2021	-	0.58	-	2.62	-	-

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<b>TROPICANA GP VIEWS SDN BHD</b>									
H.S.(D) 15214 to H.S.(D) 15220, PTD 15334 to PTD 15340; H.S.(D) 15222 to H.S.(D) 15223, PTD 15342 to PTD 15343; H.S.(D) 15225 to H.S.(D) 15227, PTD 15345 to PTD 15347; and GM 1352, Lot 1045, Mukim Jeram Batu, Daerah Pontian, Johor	Land held for future development	Freehold	2019	-	50.90	-	355.31	363.95	Feb-19
HSM 7676 to HSM 7700, PTD 16334 to PTD 16358; HSM 7675, PTD 16359; HSM 7674, PTD 16360; HSM 7673, PTD 16361; HSM 7672, PTD 16362; HSM 7671, PTD 16363; HSM 7670, PTD 16364; HSM 7669, PTD 16365; HSM 7668, PTD 16366; HSM 7667, PTD 16367; HSM 7666, PTD 16368; HSM 7665, PTD 16369; HSM 7664, PTD 16370; HSM 7663, PTD 16371; HSM 7662, PTD 16372; HSM 7701 to HSM 7744, PTD 16373 to PTD 16416; HSM 7661, PTD 16417; HSM 7660, PTD 16418; HSM 7659, PTD 16419; HSM 7658, PTD 16420; HSM 7657, PTD 16421; HSM 7656, PTD 16422; HSM 7655, PTD 16423; HSM 7654, PTD 16424; HSM 7653, PTD 16425; HSM 7652, PTD 16426; HSM 7651, PTD 16427; HSM 7650, PTD 16428; HSM 7649, PTD 16429; HSM 7648, PTD 16430; HSM 7647, PTD 16431; HSM 7646, PTD 16432; HSM 7645, PTD 16433; HSM 7644, PTD 16434; HSM 7643, PTD 16435; HSM 7642, PTD 16436; HSM 7641, PTD 16437;	Land held for sales	Freehold	2019	-	53.89	-	47.08	47.76	Feb-19







Title Reference	Purpose/ Existing Use	Tenure	Year of Acquisition/ Year of Completion*	Approx. Age of Building (Years)	Land Area Approx. (Acres)	Built-up Area/Net Lettable Area (Sq Ft)	Fair Value/ Carrying Amount @ 31 Dec 2023 (RM'Million)	Revaluation Value (RM'Million)	Date of Revaluation
<b>TROPICANA GP VIEWS SDN BHD (CONT'D.)</b>									
HSM 7535, PTD 16696; HSM 7534, PTD 16697; HSM 7533, PTD 16698; HSM 7532, PTD 16699; HSM 7531, PTD 16700; HSM 7399 to HSM 7530, PTD 16701 to PTD 16832; HSM 7270 to HSM 7398, PTD 16833 to PTD 16961; and HSM 7956 to HSM 7959, PTD 16963 to PTD 16966, Mukim Jeram Batu, Daerah Pontian, Johor									
H.S.(D) 16604 to H.S.(D) 16779, PTD 17055 to PTD 17230, Mukim Jeram Batu, Daerah Pontian, Johor	Land held or sales	Freehold	2019	-	10.85	-	11.02	11.69	Feb-19
H.S.(D) 16520 to H.S.(D) 16583, PTD 15673 to PTD 15736, Mukim Jeram Batu, Daerah Pontian, Johor	Land under construction	Freehold	2019	-	16.39	-	26.13	23.00	Feb-19
H.S.(D) 16926 to H.S.(D) 16979, PTD 15982 to PTD 16035; H.S.(D) 16980, PTD 16038; H.S.(D) 16982, PTD 16044; H.S.(D) 16787 to H.S.(D) 16834, PTD 15843 to PTD 15890; and H.S.(D) 16981, PTD 16041, Mukim Jeram Batu, Daerah Pontian, Johor	Land under construction	Freehold	2019	8	2.21	75,089	0.99	-	-

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<b>TROPICANA INDAH SDN BHD</b>									
Lot 67275, Pekan Baru Sungai Buloh, Daerah Petaling, Selangor	Tropicana Gardens Office Tower	Leasehold (99 years) expiring on 25.04.2106	2020*	4	1.30	204,089	160.00	160.00	Dec-23
Lot 67275, Pekan Baru Sungai Buloh, Daerah Petaling, Selangor	Tropicana Gardens Mall	Leasehold (99 years) expiring on 25.04.2106	2019*	5	6.75	1,005,828	943.60	943.60	Dec-23
Lot 67274, Pekan Baru Sungai Buloh, Daerah Petaling, Selangor	Land under construction	Leasehold (99 years) expiring on 24.04.2106	1994	-	2.95	-	58.77	-	-
<b>TROPICANA INSPIRASI IMPIAN SDN BHD</b>									
H.S.(D) 2097, Lot No. PT 2134/118, Mukim Bentong, Daerah Bentong, Pahang	Land held for future development	Freehold	2021	-	81.75	-	201.02	-	-
H.S.(D) 2097, Lot No. PT 2134/118, Mukim Bentong, Daerah Bentong, Pahang.	Land under construction	Freehold	2021	-	20.25	-	12.19	-	-
<b>TROPICANA INSPIRASI INDAH SDN BHD</b>									
H.S.(D) 2099, Lot No. PT 2136/120, Mukim Bentong, Daerah Bentong, Pahang	Land held for future development	Freehold	2021	-	206.00	-	271.50	-	-
<b>TROPICANA JAYA SDN BHD</b>									
WA37-01, Windmill Upon Hills, Genting Permai, GRN 45410, Lot 42549, Mukim Bentong, Daerah Bentong, Pahang	Serviced apartment	Freehold	2020	4	5.57	127	1.15	1.15	Dec-23
WA38-01, Windmill Upon Hills, Genting Permai, GRN 45410, Lot 42549, Mukim Bentong, Daerah Bentong, Pahang	Serviced apartment	Freehold	2020	4	5.57	127	1.35	1.35	Dec-23
<b>TROPICANA KAJANG HILL SDN BHD</b>									
PT 38088, Bandar Batu 18, Semenyih, Daerah Ulu Langat, Selangor	Showcase	Freehold	2016*	7.5	2.00	45,717	18.20	18.20	Dec-23
<b>TROPICANA KEMAYAN DEVELOPMENT SDN BHD</b>									
PN 25820 to PN 25821; Lot 24131 to Lot 24132, Pekan Bukit Kepayang, Daerah Seremban, Negeri Sembilan	Land held for investment	Leasehold (99 years) expiring on 17.04.2095	2012	-	2.00	-	7.50	9.00	Mar-12

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<b>TROPICANA KIARA LESTARI DEVELOPMENT SDN BHD</b>									
GM 1799, Lot 2455; GM 1800, Lot 2457; GM 1801, Lot 2458; and GM 1774, Lot 2477, Mukim Batu, Daerah Segambut, Wilayah Persekutuan	Land held for future development	Freehold	2019	-	8.28	-	20.83	79.27	Feb-19
<b>TROPICANA KIARA LESTARI LAND SDN BHD</b>									
GM 1769, Lot 2475; GM 1264, Lot 2476; and GM 3217, Lot 2478, Mukim Batu, Daerah Segambut, Wilayah Persekutuan	Land held for future development	Freehold	2019	-	5.72	-	14.34	54.73	Feb-19
<b>TROPICANA LAGOON SDN BHD</b>									
PM 42, Lot 44996; and PM 43, Lot 44997, Mukim Pulau, Daerah Johor Bahru, Johor	Land held for future development	Leasehold (99 years) expiring on 01.02.2091	2013	-	2.78	-	4.80	-	-
<b>TROPICANA LAHAD DATU DEVELOPMENT SDN BHD</b>									
CL 115355612, Daerah Lahad Datu, Sabah	Land held for investment	Leasehold (999 years) expiring on 08.05.2933	2012	-	1.25	-	2.57	2.57	Dec-23
<b>TROPICANA LAND (SANDAKAN) SDN BHD</b>									
CL 075318697, Daerah Sandakan, Sabah	Land held for investment	Leasehold (999 years) expiring on 09.07.2887	2012	-	1.52	-	3.73	3.50	Mar-12
<b>TROPICANA LAND SDN BHD</b>									
H.S.(D) 330120, PTD 123308; and GRN 422076, Lot 85652, Mukim Pulau, Daerah Johor Bahru, Johor	Land held for future development	Freehold	2012	-	5.00	-	20.94	-	-
<b>TROPICANA LINGKARAN UTAMA SDN BHD</b>									
GM 267, Lot 2366; and GM 1481, Lot 1037, Mukim Jeram Batu, Daerah Pontian, Johor	Land held for future development	Freehold	2019	-	11.08	-	20.69	22.78	Feb-19
<b>TROPICANA MACALISTER AVENUE (PENANG) SDN BHD</b>									
Lot 10015, Seksyen 13, Bandar George Town, Daerah Timor Laut, Pulau Pinang	Hotel development known as Courtyard by Marriott, Penang	Freehold	2020*	3	0.52	-	165.00	-	-

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<b>TROPICANA MAKMUR CAHAYA SDN BHD</b>									
GRN 4884, Lot 10361, Mukim Bentong, Daerah Bentong, Pahang	Land held for future development	Freehold	2020	-	22.28	-	69.49	-	-
GRN 4884, Lot 10361, Mukim Bentong, Daerah Bentong, Pahang	Land under construction	Freehold	2020	-	6.76	-	2.09	-	-
<b>TROPICANA MAKMUR DUTA SDN BHD</b>									
GRN 10456, Lot 17676, Mukim Bentong, Daerah Bentong, Pahang	Land held for future development	Freehold	2020	-	6.52	-	15.97	-	-
<b>TROPICANA MAKMUR ERAT SDN BHD</b>									
GRN 10457, Lot 17677, Mukim Bentong, Daerah Bentong, Pahang	Land held for investment	Freehold	2020	-	4.68	-	59.00	59.00	Dec-23
<b>TROPICANA MAKMUR GAGAH SDN BHD</b>									
GRN 10458, Lot 17680; and GRN 10459, Lot 17681, Mukim Bentong, Daerah Bentong, Pahang	Land held for future development	Freehold	2020	-	4.83	-	10.53	-	-
<b>TROPICANA MAKMUR IRAMA SDN BHD</b>									
H.S.(D) 13926, PT 17223; and H.S.(D) 13927, PT 17224, Mukim Bentong, Daerah Bentong, Pahang	Land held for future development	Freehold	2020	-	13.73	-	33.98	-	-
<b>TROPICANA MAKMUR PELUANG SDN BHD</b>									
GRN 41275, Lot 40936; and GRN 41276, Lot 40937, Mukim Bentong, Daerah Bentong, Pahang	Land held for future development	Freehold	2020	-	2.86	-	7.91	-	-
<b>TROPICANA METROPARK SDN BHD</b>									
GRN 321052, Lot 72019; GRN 334474, Lot 72050; and GRN 321050, Lot 72017, Pekan Country Heights, Daerah Petaling, Selangor	Land held for future development	Freehold	2011	-	23.82	-	330.45	-	-
GRN 321052, Lot 72019, PT 21 3A and PT 21 3B, Pekan Country Heights, Daerah Petaling, Selangor	Land held for sale	Freehold	2011	-	4.73	-	58.60	-	-
GRN 322254, PT 42; and GRN 322255, PT 43, Pekan Country Heights, Daerah Petaling, Selangor	Land under construction	Freehold	2011	-	8.54	-	138.24	-	-
GRN 321050, Lot 72017, Pekan Country Heights, Daerah Petaling, Selangor	Showcase	Freehold	2012*	11	-	22,098	0.74	-	-



Title Reference	Purpose/ Existing Use	Tenure	Year of Acquisition/ Year of Completion*	Approx. Age of Building (Years)	Land Area Approx. (Acres)	Built-up Area/Net Lettable Area (Sq Ft)	Fair Value/ Carrying Amount @ 31 Dec 2023 (RM'Million)	Revaluation Value (RM'Million)	Date of Revaluation
<b>TROPICANA PARKING SDN BHD</b>									
Part of PN 97674, Lot 89556, Bandar Damansara, Daerah Petaling, Selangor	A stratified office lot accessorised with 1,223 car park bays within Tropicana Avenue	Leasehold (99 years) expiring on 22.9.2109	2016*	7	5.73	-	36.00	36.00	Dec-23
<b>TROPICANA PROPERTIES (SABAH) SDN BHD</b>									
CL 015106377, Daerah Kota Kinabalu, Sabah	3-Storey commercial building with basement	Leasehold (999 years) expiring on 30.12.2914	2012	12	0.23	17,709	6.70	-	-
(i) TL 017511830, (ii) TL 017511849, (iii) CL 015105674, and (iv) CL 015138860, Daerah Kota Kinabalu, Sabah	4-Storey commercial building known as Moretune	Leasehold (999 years) expiring on (i), (ii) & (iii) 31.12.2913 (iv) 31.12.2908	2012	13	0.86	27,288	12.00	-	-
CL 015562348, Daerah Kota Kinabalu, Sabah	4-Storey commercial building known as Magma	Leasehold (999 years) expiring on 26.08.2916	2012	26	0.45	17,137	7.50	-	-
<b>TROPICANA PROPERTIES (SANDAKAN) SDN BHD</b>									
(i) Suburban Lease 077902179, (ii) TL 077555081, and (iii) TL 077555161, Daerah Sandakan, Sabah	3-Storey commercial building	Leasehold (999 years) expiring on (i) 01.04.2893 (ii) & (iii) 31.12.2910	2012	13	1.88	32,637	10.00	10.00	Dec-23
<b>TROPICANA RAHANG DEVELOPMENT SDN BHD</b>									
GRN 233167, Lot 23858, Daerah Seremban, Negeri Sembilan	Land held for investment	Freehold	2012	-	2.42	-	4.80	4.84	Mar-12
<b>TROPICANA RESIDENCES SDN BHD</b>									
GRN 51952, Lot 194, Seksyen 58, Bandar Kuala Lumpur, Daerah Kuala Lumpur, Wilayah Persekutuan	Hotel development known as W Kuala Lumpur	Freehold	2018*	5	0.53	-	260.23	-	-
<b>TROPICANA RHYTHM CREST SDN BHD</b>									
H.S.(D) 552, Lot 2224; H.S.(D) 553, Lot 2225; H.S.(D) 566, Lot 2238; H.S.(D) 567, Lot 2239; and H.S.(D) 568, Lot 2240, Mukim Pulau, Daerah Johor Bahru, Johor	Land held for future development	Freehold	2019	-	25.00	-	39.62	50.11	Feb-19

# LIST OF PROPERTIES

AS AT 31 DECEMBER 2023

Title Reference	Purpose/ Existing Use	Tenure	Year of Acquisition/ Year of Completion*	Approx. Age of Building (Years)	Land Area Approx. (Acres)	Built-up Area/Net Lettable Area (Sq Ft)	Fair Value/ Carrying Amount @ 31 Dec 2023 (RM'Million)	Revaluation Value (RM'Million)	Date of Revaluation
<b>TROPICANA SANCTUARY DEVELOPMENT SDN BHD</b>									
H.S.(D) 436855, PT MLO 348; and H.S.(D) 436856, PT MLO 349, Mukim Jelutong, Daerah Johor Bahru, Johor	Land held for future development	Leasehold	2018	-	329.15	-	93.57	645.00	Feb-19
<b>TROPICANA SERI ALIRAN SDN BHD</b>									
GRN 323064, Lot 8322, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	10.00	-	25.46	-	-
<b>TROPICANA SERI BAKAT SDN BHD</b>									
GRN 323065, Lot 8323, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	16.90	-	38.83	-	-
<b>TROPICANA SERI DAMAI SDN BHD</b>									
GRN 323067, Lot 8325, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	2.88	-	7.48	-	-
<b>TROPICANA SERI DUTAAN SDN BHD</b>									
GRN 323056, Lot 8311, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for investment	Freehold	2020	-	3.01	-	12.00	12.00	Dec-23
<b>TROPICANA SERI FAUNA SDN BHD</b>									
GRN 323069, Lot 8327, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	5.27	-	11.54	-	-
<b>TROPICANA SERI IRAMA SDN BHD</b>									
GRN 323068, Lot 8326, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	1.99	-	4.39	-	-
<b>TROPICANA SERI JALUR SDN BHD</b>									
GRN 323059, Lot 8314; and GRN 323060, Lot 8315, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	4.09	-	9.94	-	-
<b>TROPICANA SERI JUTAAN SDN BHD</b>									
GRN 323053, Lot 8299, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	8.87	-	21.58	-	-

Title Reference	Purpose/ Existing Use	Tenure	Year of Acquisition/ Year of Completion*	Approx. Age of Building (Years)	Land Area Approx. (Acres)	Built-up Area/Net Lettable Area (Sq Ft)	Fair Value/ Carrying Amount @ 31 Dec 2023 (RM'Million)	Revaluation Value (RM'Million)	Date of Revaluation
<b>TROPICANA SERI MERANTI SDN BHD</b>									
GRN 323062, Lot 8317, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	9.87	-	23.94	-	-
<b>TROPICANA SERI NIPAH SDN BHD</b>									
GRN 323063, Lot 8318, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	2.12	-	5.48	-	-
<b>TROPICANA SERI ORKID SDN BHD</b>									
GRN 323055, Lot 8310, Mukim Batang Kali, Daerah of Ulu Selangor, Selangor	Land held for investment	Freehold	2020	-	2.31	-	9.00	9.00	Dec-23
<b>TROPICANA SERI PELUANG SDN BHD</b>									
GRN 323066, Lot 8324, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	3.00	-	7.38	-	-
<b>TROPICANA SERI RESAK SDN BHD</b>									
GRN 323057, Lot 8312, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for investment	Freehold	2020	-	6.67	-	21.00	21.00	Dec-23
<b>TROPICANA SERI RIANG SDN BHD</b>									
GRN 323054, Lot 8300, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	5.69	-	13.82	-	-
<b>TROPICANA SERI SEGAK SDN BHD</b>									
GRN 323061, Lot 8316, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	2.98	-	7.23	-	-
<b>TROPICANA SERI SENA SDN BHD</b>									
GRN 323058, Lot 8313, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	9.89	-	24.03	-	-
<b>TROPICANA SERI TABAH SDN BHD</b>									
GRN 323070, Lot 8329, Mukim Batang Kali, Daerah of Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	10.09	-	24.57	-	-
<b>TROPICANA SERI TUJUAN SDN BHD</b>									
GRN 323071, Lot 8332, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	Land held for future development	Freehold	2020	-	4.37	-	10.60	-	-

# LIST OF PROPERTIES

AS AT 31 DECEMBER 2023

Title Reference	Purpose/ Existing Use	Tenure	Year of Acquisition/ Year of Completion*	Approx. Age of Building (Years)	Land Area Approx. (Acres)	Built-up Area/Net Lettable Area (Sq Ft)	Fair Value/ Carrying Amount @ 31 Dec 2023 (RM'Million)	Revaluation Value (RM'Million)	Date of Revaluation
<b>TROPICANA SIERRA SDN BHD</b>									
GRN 49061, Lot 43767, Mukim Bentong, Daerah Bentong, Pahang	Land under construction	Freehold	2018	-	3.57	-	54.50	3.73	Apr-18
H.S.(D) 19293, PT 24369; H.S.(D) 19294, PT 24370; H.S.(D) 19295, PT 24371; H.S.(D) 19296, PT 24372; H.S.(D) 19297, PT 24373; H.S.(D) 19298, PT 24374; H.S.(D) 19299, PT 24375; H.S.(D) 19300, PT 24376; H.S.(D) 19301, PT 24377; H.S.(D) 19302, PT 24378; H.S.(D) 19303, PT 24379; H.S.(D) 19304, PT 24380; and H.S.(D) 19305, PT 24381, Mukim Bentong, Daerah Bentong, Pahang	Land held for future development	Freehold	2018	-	88.79	-	35.55	74.27	Apr-18
<b>TROPICANA SOUTHERN GALLERY SDN BHD</b>									
GM 1361, Lot 1033; GM 1359, Lot 1034; and GM 2600, Lot 1038, Mukim Jeram Batu, Daerah Pontian, Johor	Land held for future development	Freehold	2019	-	27.80	-	32.86	57.22	Feb-19
<b>TROPICANA SUNGAI BULOH SDN BHD</b>									
GRN 37702, Lot 28478, Mukim Bentong, Daerah Bentong, Pahang	Serviced apartment	Freehold	1996*	27	-	1,465	0.21	0.21	Dec-23
<b>TROPICANA TAWAU DEVELOPMENT SDN BHD</b>									
TL 107504138, TL 107504147, TL 107504156, TL 107504165, and TL 107504174, Daerah Tawau, Sabah	Land held for investment	Leasehold (999 years) expiring on 31.12.2895	2012	-	0.80	-	7.00	7.00	Dec-23
<b>URBAN DISCOVERY SDN BHD</b>									
GRN 10415, Lot 17682; GRN 10416, Lot 17683; GRN 10417, Lot 17684; GRN 10418, Lot 17685; and GRN 10419, Lot 17686, Mukim Batang Kali, Daerah Ulu Selangor, Selangor	3-Storey commercial building with a basement carpark	Freehold	2020*	31	0.29	-	17.50	17.50	Dec-23



Title Reference	Purpose/ Existing Use	Tenure	Year of Acquisition/ Year of Completion*	Approx. Age of Building (Years)	Land Area Approx. (Acres)	Built-up Area/Net Lettable Area (Sq Ft)	Fair Value/ Carrying Amount @ 31 Dec 2023 (RM'Million)	Revaluation Value (RM'Million)	Date of Revaluation
<b>TROPICANA DANGA COVE SDN BHD ^^</b>									
PTD 242402, PTD 242407, PTD 242411, PTD 242413, PTD 242416, PTD 242417, PTD 242422, PTD 242424, PTD 242425, PTD 242431, PTD 242432, PTD 242437 and PTD 242445 on Mukim Plentong, Daerah Johor Bahru, Johor	Land held for future development	Freehold	2011 & 2012 & 2013 & 2015	-	44.97	-	283.10	-	-
PTD 242399 & PTD 242404 on Mukim Plentong, Daerah Johor Bahru, Johor	Land held for investment	Freehold	2011	-	13.16	-	196.16	196.16	Dec-23
PTD 242404 on Mukim Plentong, Daerah Johor Bahru, Johor	Showcase	Freehold	2015*	9	5.60	20,547	1.38	-	-
<b>TROPICANA TEMOKIN SDN BHD ^^</b>									
Jalan Harapan, GRN 22702 and GRN 45709, Lot 1 and Lot 4, Seksyen 1, Pekan Sungai Penchala, Daerah Petaling, Selangor	Land under construction	Freehold	2019	-	2.82	-	9.49	-	-

^^ Joint venture developments



# GROUP DIRECTORY

## CORPORATE OFFICES

### HEAD OFFICE

#### TROPICANA CORPORATION BERHAD

Unit 1301, Level 13  
Tropicana Gardens Office Tower  
No 2A, Persiaran Surian  
Tropicana Indah  
47810 Petaling Jaya  
Selangor Darul Ehsan, Malaysia  
**T** +603 7663 6888  
**F** +603 7663 6688  
**E** corpcomm@tropicanaacorp.com.my  
**W** www.tropicanaacorp.com.my

### Office Hours:

Mon – Fri | 9:00am – 6:00pm  
Sat & Sun | Closed

#### CUSTOMER CARE SUPPORT & TROPICANA PRIVILEGE CARD SERVICES

**T** +603 7663 6888  
**E** customercare@tropicanaacorp.com.my

#### TROPICANA GOLF & COUNTRY RESORT BERHAD

##### Clubhouse

Jalan Kelab Tropicana  
Tropicana Golf & Country Resort  
47410 Petaling Jaya  
Selangor Darul Ehsan, Malaysia  
**T** +603 7804 8888  
**F** +603 7804 3688  
**E** tgccustomercare@tropicanaagolf.com  
**W** www.tropicanaagolf.com

### Office Hours:

Mon – Fri | 9:00am – 6:00pm  
Sat | 9:00am – 1:00pm  
Sun | Closed

## PROPERTY GALLERIES

#### TROPICANA GARDENS (KOTA DAMANSARA)

##### Property Gallery & Show Unit

Level G, Tropicana Gardens Mall  
No 2A, Persiaran Surian  
Tropicana Indah  
47810 Petaling Jaya  
Selangor Darul Ehsan, Malaysia  
**T** +603 7663 6600  
**E** enquiry@tropicanaacorp.com.my  
**W** www.tropicanaagardens.com.my

### Office Hours:

Mon – Sun | 10:00am – 6:00pm

#### TROPICANA METROPARK (SUBANG JAYA)

##### Property Gallery & Show Unit

No.1, Jalan Delima 1/1  
Subang Hi-Tech  
47500 Subang Jaya  
Selangor Darul Ehsan, Malaysia  
**T** 1700 81 8887  
**T** +603 5636 6888  
**E** enquiry@tropicanaacorp.com.my  
**W** www.tropicanametropark.com.my

### Office Hours:

Mon – Sun | 10:00am – 6:00pm

#### TROPICANA AMAN (KOTA KEMUNING)

##### Property Gallery & Show Unit

No. 2, Persiaran Tropicana Aman 1  
Bandar Tropicana Aman  
42500 Telok Panglima Garang  
Selangor Darul Ehsan, Malaysia  
**T** 1700 81 8868  
**E** enquiry@tropicanaacorp.com.my  
**W** www.tropicanaaman.com.my

### Office Hours:

Mon – Sun | 10:00am – 6:00pm

#### TROPICANA ALAM (PUNCAK ALAM)

##### Property Gallery

27-1 (Ground Floor)  
Pusat Perdagangan Puncak Alam Jaya  
Jalan Puncak Alam Jaya 10  
42300 Bandar Puncak Alam Jaya, Selangor  
**T** 1700 81 7878  
**E** enquiry@tropicanaacorp.com.my  
**W** tropicanaalam.com.my

### Office Hours:

Mon – Sun | 10:00am – 6:00pm

#### TROPICANA DANGA BAY (ISKANDAR MALAYSIA)

##### Property Gallery & Show Unit

Lot PTB 22902, Teluk Danga  
Jalan Persiaran Abu Bakar Sultan  
80200 Johor Bahru  
Johor Darul Takzim, Malaysia  
**T** +607 234 1585  
**E** salesenquiry.jb@tropicanaacorp.com.my  
**W** www.tropicanaadangabay.com.my

### Office Hours:

Mon – Fri | 9:00am – 6:00pm  
Sat & Sun | 10:00am – 5:30pm

#### TROPICANA DANGA COVE (ISKANDAR MALAYSIA)

##### Property Gallery & Show Unit

Lot PTD 28845-28892  
Taman Cahaya Kota Puteri  
Plentong, Jalan Permas Utara  
Bandar Baru Permas Jaya  
81750 Masai  
Johor Darul Takzim, Malaysia  
**T** +607 382 3355  
**E** enquiry@tropicanaacorp.com.my  
**W** www.tropicanaadangacove.com.my

### Office Hours:

Mon – Fri | 9:00am – 6:00pm  
Sat & Sun | 10:00am – 5:30pm

#### TROPICANA UPLANDS

##### Sales Gallery

Lot PTD 15346  
Jalan Tanjung Kupang  
81550 Gelang Patah  
Johor Darul Takzim, Malaysia  
**T** +607 234 1585  
**E** enquiry@tropicanaacorp.com.my  
**W** www.tropicanauplands.com.my

### Office Hours:

Mon – Fri | 9:00am – 6:00pm  
Sat & Sun | 10:00am – 5:30pm

#### TROPICANA WINDCITY

##### Property Gallery & Show Unit

Jalan Permai 2  
Gneting Permai  
69000 Genting Highlands  
Pahang Darul Makmur, Malaysia  
**T** +6018 390 9988  
**E** enquiry@tropicanaacorp.com.my  
**W** www.tropicanaawindcity.com

### Office Hours:

Mon – Sun | 9:00am – 6:00pm

# GROUP DIRECTORY

## TROPICANA GRANDHILL (GENTING HIGHLANDS)

### **Property Gallery & Show Unit**

Jalan Permai 2  
Genting Permai  
69000 Genting Highlands  
Pahang Darul Makmur, Malaysia  
T +6018 390 9988  
E enquiry@tropicanaacorp.com.my  
W www.tropicana-grandhill.com

### **Office Hours:**

Mon – Sun | 9:00am – 6:00pm

## TROPICANA CENANG (LANGKAWI)

### **Property Gallery & Show Unit**

Lot 60177 Jalan Pantai Cenang  
Mukim Kedawang  
07000 Langkawi  
Kedah Darul Aman, Malaysia  
T +604 952 3939  
T +6016 363 0900  
E enquiry@tropicanaacorp.com.my  
W www.tropicana-cenang.com.my

### **Office Hours:**

Mon – Sun | 10:00am – 6:00pm

### PROPERTY MANAGEMENT OFFICES

## TROPICANA MANAGEMENT SERVICES (TMS)

T +603 7804 8888 ext 513/557  
F +603 7806 5044  
E tms@tropicanaacorp.com.my

## TROPICANA HEIGHTS PARKFIELD

T +603 8725 9800  
E managementparkfield@gmail.com

## TROPICANA AVENUE

T +603 8605 3608 / 18  
F +603 8605 3618  
E trop.avenue@tropicanaacorp.com.my

## TROPICANA METROPARK (PANDORA)

T +603 5036 2088  
E pandora.residency@gmail.com

## TROPICANA METROPARK (PAISLEY)

T +603 8601 4188  
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## TROPICANA GRANDE

T +603 7610 0968  
E management.office@tropicana-grande.my

## TROPICANA AMAN (AMAN 1)

T +603 8683 3988  
E aman1urbanhomes@gmail.com

## TROPICANA HEIGHTS (LAKEFIELD)

T +6012 6887293 / 7296  
E lakefield@tropicanaacorp.com

## TROPICANA HEIGHTS RIDGEFIELD

T +603 8723 5191  
E pejabatridgefield@gmail.com

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T +603 8687 5512  
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T +603 5022 9099  
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## THE RESIDENCES

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## TROPICANA AMAN (BAYAN)

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## TROPICANA DANGA BAY (BORA)

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E boraresidences@gmail.com

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E casatropicana@tropicanaacorp.com.my

## TROPICANA GARDENS (ARNICA & BAYBERRY)

T +603 2714 6172  
E arnicabayberry.gardens@gmail.com

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F +603 8683 5337  
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## TROPICANA DANGA BAY (TROPEZ)

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F +607 2374 088  
E tropezmanagement@gmail.com

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T +6010 241 5713  
E tropicanacheras@tropicanaacorp.com.my

## TROPICANA GARDENS (CYPERUS & DIANTHUS)

T +603 2714 6175  
E cyperusdianthus.gardens@gmail.com

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T +6088 742 052  
E tropicanalandmark@gmail.com

### PROPERTY MANAGEMENT OFFICES

## TROPICANA GARDENS MALL (TROPICANA INDAH)

T +603 7763 8988  
E customerservice@tropicanagardensmall.com.my  
W www.tropicanagardensmall.com.my

### **General Office Hours:**

Mon – Fri | 9:00am – 5:30pm  
Sat | 9:00am – 1:00pm  
Sunday & Public Holiday | Closed

### VACANT POSSESSION

## ELEMEN

### **Property Management Office**

Property Management Office  
Elemen Residences  
No. 1, Pusat Komuniti  
Jalan Aman Elemen  
Bandar Tropicana Aman  
42500 Telok Panglima Garang  
Selangor  
T +603 8682 5388 / +603 8682 5389  
W elemen.residences@gmail.com

## FREESIA

### **Property Management Office**

No. 1, Jalan Aman Freesia  
Bandar Tropicana Aman  
42500 Telok Panglima Garang  
Kuala Langat  
Selangor  
E freesiaresidences@gmail.com



# NOTICE OF FORTY-FIFTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Forty-Fifth Annual General Meeting (“**45<sup>th</sup> AGM**” or “**Meeting**”) of Tropicana Corporation Berhad (“**Tropicana**” or “**the Company**”) will be held on a **fully virtual basis** via Online Meeting Platform hosted on Securities Services ePortal at <https://sshsb.net.my/> provided by SS E Solutions Sdn Bhd, at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan on Monday, 24 June 2024 at 11:00 am or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the following resolutions:

## AS ORDINARY BUSINESS

- |   |   |
|---|---|
| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2023 together with the Reports of the Directors and the Auditors thereon.   | <b>Please refer to item 1 of Explanatory Notes to Ordinary Business</b> |
| 2. To approve the payment of Directors' fees to the Non-Executive Directors based on the fees structure as disclosed in item 3 of the Explanatory Notes to Ordinary Business from this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company to be held in year 2025. | <b>Ordinary Resolution 1</b>  |
| 3. To approve the payment of meeting attendance allowance of RM1,000.00 per meeting day to each Non-Executive Director from this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company to be held in year 2025.   | <b>Ordinary Resolution 2</b>  |
| 4. To re-elect the following Directors who retire in accordance with Clause 112 of the Company's Constitution and, being eligible, have offered themselves for re-election:   |   |
| 4.1 Mr Din Tan Yong Chia  | <b>Ordinary Resolution 3</b>  |
| 4.2 Madam Koh Huey Min  | <b>Ordinary Resolution 4</b>  |
| 5. To re-elect the following Directors who retire by rotation in accordance with Clause 113 of the Company's Constitution and, being eligible, have offered themselves for re-election:   |   |
| 5.1 Tan Sri Dato' Tan Chee Sing   | <b>Ordinary Resolution 5</b>  |
| 5.2 Datuk Wira Lye Ek Seang   | <b>Ordinary Resolution 6</b>  |
| 5.3 Dato' Sri Badrul Hisham Bin Abdul Aziz  | <b>Ordinary Resolution 7</b>  |
| 6. To re-appoint Ernst & Young PLT as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Directors to fix their remuneration.  | <b>Ordinary Resolution 8</b>  |

# NOTICE OF FORTY-FIFTH ANNUAL GENERAL MEETING

## AS SPECIAL BUSINESS

To consider and if thought fit, pass the following Ordinary Resolutions:

### 7. **PROPOSED AUTHORITY FOR DIRECTORS TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016** Ordinary Resolution 9

**“THAT** pursuant to Sections 75 and 76 of the Companies Act 2016 (**“the Act”**), the Company’s Constitution and the approvals from Bursa Malaysia Securities Berhad (**“Bursa Securities”**) and any other relevant governmental and/or regulatory authorities, the Directors of the Company be and are hereby authorised to allot and issue shares in the Company from time to time to such person(s) and upon such terms and conditions and for such purposes as the Directors of the Company may in their absolute discretion deem fit **PROVIDED THAT** the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being as stipulated under Paragraph 6.03(1) of Bursa Securities Main Market Listing Requirements; **AND THAT** the Directors of the Company be and are hereby also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities and that such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company;

**AND THAT** pursuant to Section 85 of the Act to be read together with Clause 68 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking pari passu in all respects with the existing ordinary shares arising from the allotment and issuance of the shares pursuant to Sections 75 and 76 of the Act.”

### 8. **PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES** Ordinary Resolution 10

**“THAT** subject to Section 127 of the Act, the Company’s Constitution, the Listing Requirements of Bursa Securities and any other relevant authorities, the Directors of the Company be and are hereby authorised to purchase its own shares through Bursa Securities as may be determined by the Directors of the Company from time to time and upon such terms and conditions as the Directors of the Company may deem fit and expedient in the best interest of the Company **PROVIDED THAT:**

- (a) the aggregate number of shares, which may be purchased pursuant to this resolution, does not exceed ten per centum (10%) of the total number of issued shares of the Company at the time of purchase and **FURTHER PROVIDED THAT** the Company continues to maintain a public shareholding spread that is in compliance with the Listing Requirements of Bursa Securities after the shares are purchased;
- (b) the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the total retained profits of the Company at the time of purchase;
- (c) upon the completion of the purchase of the shares of the Company, the Directors of the Company be authorised to deal with those shares in the following manners:
  - (i) cancel the shares so purchased; or
  - (ii) retain the shares so purchased as treasury shares; or

- (iii) retain part of the shares so purchased as treasury shares and cancel the remainder; or
- (iv) distribute the treasury shares as dividends to the shareholders and/or resell on Bursa Securities and/or transfer the shares or any of the shares as purchase consideration and/or cancel all or part of them; or
- (v) in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the Listing Requirements of Bursa Securities and any other relevant authority for the time being in force;

**AND THAT** the authority conferred by this resolution will commence immediately upon passing of this ordinary resolution and will continue to be in force until:

- (i) the conclusion of the next Annual General Meeting of the Company, at which time the said authority will lapse unless by an ordinary resolution passed at the general meeting of the Company, the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next Annual General Meeting of the Company is required by law to be held; or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting of the Company;

whichever is the earlier;

**AND THAT** the Directors of the Company be authorised to take all such steps as are necessary or expedient to implement or to give effect to the purchases of the shares of the Company with full power to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed or permitted by the relevant authorities and/or deem fit by the Directors of the Company in the best interests of the Company.”

9. **PROPOSED RENEWAL OF AUTHORITY TO ALLOT AND ISSUE ORDINARY SHARES IN TROPICANA CORPORATION BERHAD (“TROPICANA”) (“TROPICANA SHARES”) FOR THE PURPOSE OF TROPICANA’S DIVIDEND REINVESTMENT SCHEME (“DRS”) THAT PROVIDES SHAREHOLDERS OF TROPICANA THE OPTION TO ELECT TO REINVEST THEIR CASH DIVIDEND ENTITLEMENTS IN NEW TROPICANA SHARES**

**Ordinary Resolution 11**

“**THAT** pursuant to the DRS as approved by the shareholders of the Company at the Thirty-Fourth Annual General Meeting of the Company held on 28 June 2013 and its subsequent renewals at the Annual General Meetings of the Company, approval be and is hereby given to the Company to allot and issue such number of new Tropicana Shares for the DRS from time to time as may be required to be allotted and issued pursuant to the DRS until the conclusion of the next Annual General Meeting of the Company upon such terms and conditions and to such persons as the Directors of the Company, may in their absolute discretion, deem fit and in the best interests of the Company **PROVIDED THAT** the issue price of the said new Tropicana Shares shall be fixed by the Directors of the Company at a discount of not more than ten per centum (10%) to the five (5) market days volume weighted average market price (“**VWAMP**”) of Tropicana Shares immediately prior to the price-fixing date, of which the VWAMP shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price;

# NOTICE OF FORTY-FIFTH ANNUAL GENERAL MEETING

**AND THAT** the Directors of the Company be and are hereby authorised to do all such acts and enter into all such transactions, arrangements, deeds, undertakings and documents as may be necessary or expedient in order to give full effect to the DRS with full power to assent to any conditions, modifications, variations and/or amendments to the terms of the DRS as may be imposed or agreed to by any relevant authorities or consequent upon the implementation of the said conditions, modifications, variations and/or amendments by the Directors of the Company as they may in their absolute discretion deem fit, necessary and/or expedient in the best interests of the Company.”

10. To transact any other business of which due notice shall have been given in accordance with the Act and the Company's Constitution.

By Order of the Board  
TROPICANA CORPORATION BERHAD

DR CHAN TZE LEONG (SSM PC No. 202208000306) (MAICSA 7012224)  
CHUA SIEW CHUAN (SSM PC No. 201908002648) (MAICSA 0777689)  
CHIN MUN YEE (SSM PC No. 201908002785) (MAICSA 7019243)  
Company Secretaries

Petaling Jaya,  
Selangor Darul Ehsan  
30 April 2024



**Notes:**

1. For the purpose of determining a member who shall be entitled to participate at the 45<sup>th</sup> AGM of the Company, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at **14 June 2024** in accordance with Clause 80 of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991. Only a depositor whose name appears in the Record of Depositors as at **14 June 2024** shall be entitled to participate and vote at the Meeting or appoint proxy(ies) to participate and/or vote on his/her behalf.
2. A member of the Company shall be entitled to appoint a proxy or proxies (subject always to a maximum of two (2) proxies) to participate, speak and vote in his/her stead at the 45<sup>th</sup> AGM of the Company. A proxy may but need not be a member of the Company. There is no restriction as to the qualification of proxy. As guided by the Securities Commission Malaysia's Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers that was first issued on 18 April 2020 and its subsequent amendments, the right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, all shareholders, corporate representatives and proxies shall communicate with the main venue of the Meeting via real time submission of typed texts through a text box within Securities Services ePortal's platform during the live streaming of the Meeting as the primary mode of communication. In the event of any technical glitch in this primary mode of communication, shareholders, corporate representatives and proxies may email their questions to [eservices@sshsb.com.my](mailto:eservices@sshsb.com.my) during the Meeting. The questions and/or remarks submitted by the shareholders, corporate representatives and/or proxies will be broadcasted and responded to by the Chairman/Directors/relevant advisers during the Meeting.
3. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
4. Where a member of the Company is an exempt authorised nominee (as defined under the Securities Industry (Central Depositories) Act 1991) which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.
5. Where more than one (1) proxy is appointed to participate and vote at the Meeting, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which, the appointment shall be invalid.
6. Appointment of proxy and registration for remote participation and voting

The instrument appointing a proxy must be in writing under the hands of the appointer or of his/her attorney duly authorised in writing or, if the appointer is a corporation either under its common seal or under the hand of its officer or its duly authorised attorney.

To be valid, the instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority must be completed and deposited at the office of the Share Registrar of the Company, Securities Services (Holdings) Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time set for holding the Meeting or at any adjournment thereof. The proxy appointment may also be lodged electronically via Securities Services ePortal at <https://sshsb.net.my/>. The lodging of the Proxy Form does not preclude any shareholder from participating and voting remotely at the Meeting should any shareholder subsequently wishes to do so, provided a Notice of Termination of Authority to act as Proxy is given to the Company and deposited at the office of Share Registrar of the Company, Securities Services (Holdings) Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than twenty-four (24) hours before the time stipulated for holding the Meeting or any adjournment thereof. All resolutions set out in the Notice of 45<sup>th</sup> AGM are to be voted by poll.

Should you wish to personally participate at the Meeting remotely, please register electronically via Securities Services ePortal at <https://sshsb.net.my/> by the registration cut-off date and time. Please refer to the Administrative Guide on the Conduct of a Fully Virtual General Meeting ("**Administrative Guide**") for further details.

The Administrative Guide is available for download at <https://www.tropicanaacorp.com.my/reports-and-presentations>

# NOTICE OF FORTY-FIFTH ANNUAL GENERAL MEETING

## EXPLANATORY NOTES TO ORDINARY BUSINESS

### 1. Laying of Audited Financial Statements and Reports of the Directors and the Auditors thereon

In accordance with Section 340(1)(a) of the Companies Act 2016 (“the Act”), the Company is required to lay the Audited Financial Statements and the Reports of the Directors and the Auditors thereon at its Annual General Meeting. Hence, the Agenda item no. 1 above is not a business which requires a resolution to be put to vote by the shareholders. This Agenda item is for discussion and receipt only.

### 2. Ordinary Resolution 1 – Approval for Directors’ fees from this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company to be held in year 2025

Section 230(1) of the Act requires the fees of the directors and any benefits payable to the directors of a public company shall be approved at a general meeting. Pursuant thereto, the Company is seeking the shareholders’ approval for the payment of Directors’ fees to the Non-Executive Directors from this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company to be held in year 2025 in accordance with the Directors’ fees structure as set out below:

Board of Directors (“Board”)/Board Committee	Fees (RM/year)			
	Chairman	Deputy Chairman	Senior Independent Director	Members
Board	240,000	180,000	165,000	150,000
Audit Committee	28,000	–	–	20,000
Risk Management & Sustainability Committee	19,000	–	–	13,000
Other Committees	10,000	–	–	6,000

The proposed Ordinary Resolution 1, if passed, will give approval to the Company to pay the Directors’ fees to the Non-Executive Directors on the basis as determined by the Board for their services as members of the Board and Board Committees.

### 3. Ordinary Resolutions 3 – 7 – Re-election of Directors who retire in accordance with Clauses 112 and 113 of the Company’s Constitution

In accordance to Clause 112 of the Company’s Constitution, any Director appointed shall hold office until the next following Annual General Meeting of the Company and shall be eligible for re-election at such Meeting. A Director retiring under this Clause shall not be taken into account in determining the Directors or the number of Directors to retire by rotation in Clause 113 of the Company’s Constitution.

Mr Din Tan Yong Chia and Madam Koh Huey Min who retire in accordance with Clause 112 of the Company’s Constitution and who being eligible offered themselves for re-election.

Clause 113 of the Company’s Constitution provides that one-third (1/3) of the Directors (with the exception of Alternate Director) for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office and be eligible for re-election. Out of the current Board size of eleven (11), two (2) are to retire in accordance with Clause 112 of the Company’s Constitution, thus three (3) out of nine (9) Directors are to retire by rotation in accordance with Clause 113 of the Company’s Constitution.

In line with Practice 6.1 of the Malaysian Code on Corporate Governance (“MCCG”) issued by the Securities Commission Malaysia on 28 April 2021, the Board of Directors (“Board”) has via its Nomination Committee undertakes a formal evaluation to determine each individual Director eligibility to stand for re-election at the 45th AGM of the Company which include the following:

- i) Self and peer performance evaluation such as priorities context of issues in line with corporate objective, provide realism and practical advice, and add value to Board meetings;
- ii) Independent Non-Executive Director self-evaluation such as length of service, independent of management and judgement and fulfill the criteria of independences; and
- iii) Level of independence demonstrated by the Independent Non-Executive Director, and his/her ability to act in the best interest of the Company in decision-making by providing annual declaration of independence.

Based on the evaluation results above, all individual Directors (including the retiring Directors) have fulfilled the performance evaluation required. In addition, all Independent Non-Executive Directors have also provided their annual declaration of independence. Hence, the Board approved the Nomination and Remuneration Committee’s recommendation that Mr Din Tan Yong Chia and Madam Koh Huey Min who retire in accordance with Clause 112 of the Company’s Constitution and Tan Sri Dato’ Tan Chee Sing, Datuk Wira Lye Ek Seang and Dato’ Sri Badrul Hisham Bin Abdul Aziz who retire by rotation in accordance with Clause 113 of the Company’s Constitution are eligible to stand for re-election. They had abstained from deliberations and decisions on their own eligibility to stand for re-election at the relevant Board meeting.

In line with Bursa Securities announcement on 19 January 2022, Paragraph 15.01A of Bursa Securities Main Market Listing Requirements, and Fit and Proper Policy adopted by the Board of Directors of the Company during the year 2022, the Directors who are eligible for re-election have completed their respective Fit & Proper Policy Compliance Checklist to declare that they are a fit and proper person to act as a Director of the Company.

## EXPLANATORY NOTES TO SPECIAL BUSINESS

### 1. Ordinary Resolution 9 - Proposed authority for Directors to allot and issue shares pursuant to Sections 75 and 76 of the Act

The general mandate sought by the Company under the proposed Ordinary Resolution 9 is to renew the previous general mandate granted to the Directors of the Company at the Forty-Fourth Annual General Meeting of the Company held on 23 June 2023 to allot and issue shares pursuant to Sections 75 and 76 of the Act. As at the date of this Notice of Meeting, no new shares in the Company were issued under the previous general mandate, which will lapse at the conclusion of the 45<sup>th</sup> Annual General Meeting of the Company and hence, no proceeds raised therefrom.

The proposed Ordinary Resolution 9, if passed, will empower the Directors of the Company to issue and allot not more than ten per centum (10%) of the Company’s total number of issued shares (excluding treasury shares) for the time being speedily without having to convene a general meeting. This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the Forty-Sixth Annual General Meeting (“46<sup>th</sup> AGM”) of the Company.

The proposed Ordinary Resolution, if passed, will exclude shareholders’ pre-emptive rights to be offered such new shares to be issued by the Company pursuant to this resolution.

Instances for which the Company may issue new shares under this general mandate include but not limited to the purpose(s) of complying with public shareholding spread requirements and raising funds through private placement for purposes of working capital requirement and/or allowing the entry of strategic partners.

# NOTICE OF FORTY-FIFTH ANNUAL GENERAL MEETING

2. **Ordinary Resolution 10 - Proposed renewal of authority for the Company to purchase its own shares**

The proposed Ordinary Resolution 10, if passed, will renew the shareholders' mandate for the Company to purchase and/or hold up to ten per centum (10%) of the total number of issued shares of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the 46<sup>th</sup> AGM of the Company.

Further information on this proposal is set out in the Share Buy-Back Statement dated 30 April 2024.

3. **Ordinary Resolution 11 - Proposed renewal of authority to allot and issue ordinary shares in Tropicana for the purpose of Tropicana's Dividend Reinvestment Scheme ("DRS") that provides shareholders of Tropicana the option to elect to reinvest their cash dividend entitlements in new ordinary shares in Tropicana**

The proposed Ordinary Resolution 11, if passed, will empower the Directors of the Company to allot and issue new ordinary shares in the Company in respect of dividends to be declared, if any, under the DRS. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the 46<sup>th</sup> AGM of the Company.



# ADMINISTRATIVE GUIDE

TROPICANA CORPORATION BERHAD : FULLY VIRTUAL 45<sup>TH</sup> ANNUAL GENERAL MEETING  
ON 24 JUNE 2024

## WHAT IS SECURITIES SERVICES ePORTAL?

**Securities Services ePortal** is an online platform that will allow both individual shareholders and body corporate shareholders through their appointed representatives, to

- Submit proxy form electronically : paperless submission
- Register for remote participation and voting at meetings
- Participate in meetings remotely via live streaming
- Vote online remotely on resolution(s) tabled at meetings

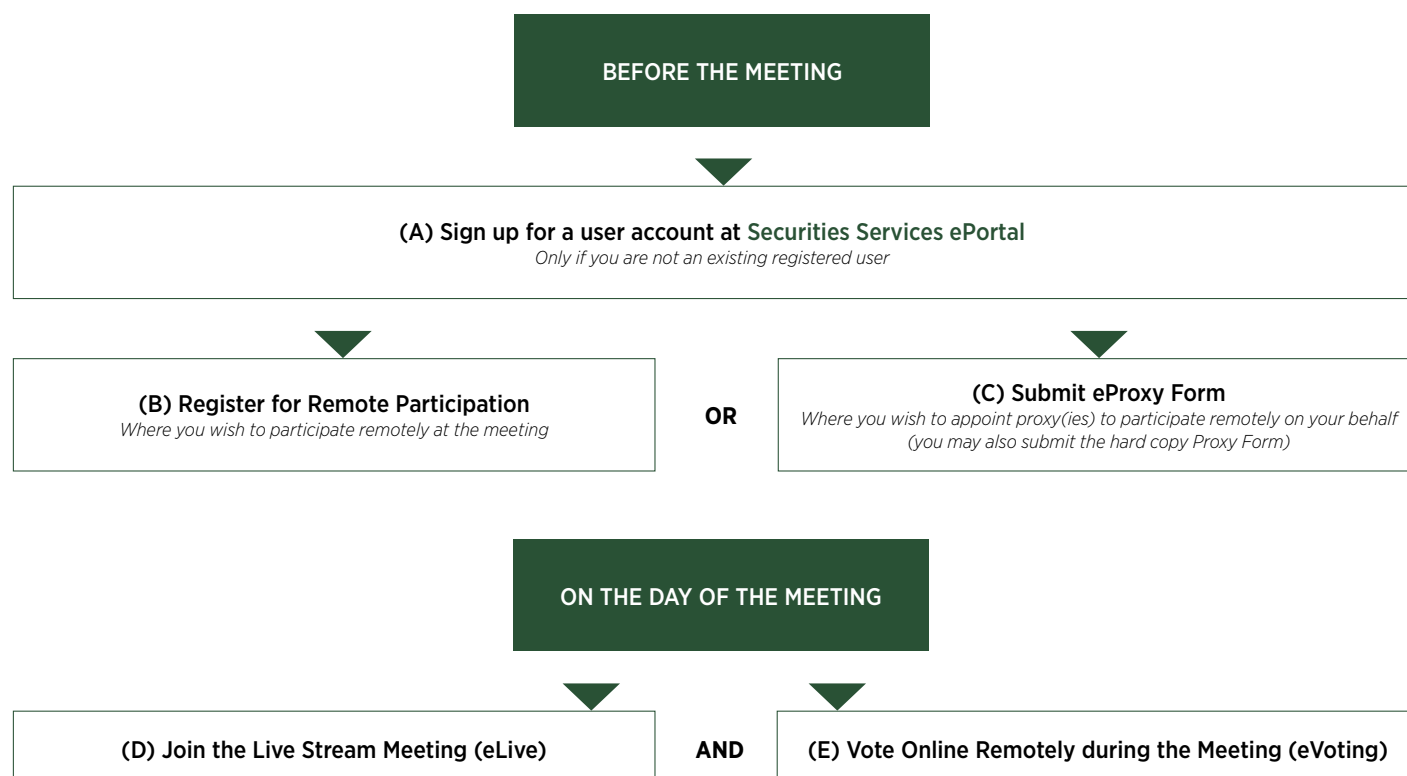
(referred to as “**eServices**”).

The usage of the ePortal is dependent on the engagement of the relevant eServices by Tropicana Corporation Berhad and is by no means a guarantee of availability of use, unless we are so engaged to provide. **All users are to read, agree and abide to all the Terms and Conditions of Use and Privacy Policy as required throughout the ePortal.**

Please note that the ePortal is best viewed on the latest versions of Chrome, Firefox, Edge and Safari.

### REQUIRE ASSISTANCE?

Please contact Mr. Wong Piang Yoong (DID: +603 2084 9168) or Ms. Lee Pei Yeng (DID: +603 2084 9169) or Ms. Rachel Ou (DID: +603 2084 9161) or our general line (DID: +603 2084 9000) to request for eServices Assistance during our office hours on Monday to Friday from 8:30 a.m. to 12:15 p.m. and from 1:15 p.m. to 5:30 p.m. Alternatively, you may email us at [eservices@sshshb.com.my](mailto:eservices@sshshb.com.my).



# ADMINISTRATIVE GUIDE

TROPICANA CORPORATION BERHAD : FULLY VIRTUAL 45<sup>TH</sup> ANNUAL GENERAL MEETING  
ON 24 JUNE 2024

## BEFORE THE MEETING

### (A) SIGN UP FOR A USER ACCOUNT AT SECURITIES SERVICES ePORTAL

- Step 1** Visit <https://sshsb.net.my/>
- Step 2** Sign up for a user account
- Step 3** Wait for our notification email that will be sent within one (1) working day
- Step 4** Verify your user account within seven (7) days of the notification email and log in
- We require one (1) working day to process all user sign ups. If you do not have a user account with the ePortal, you will need to sign up for a user account by the deadlines stipulated below.
  - Your registered email address is your User ID.

To register for the meeting under (B) below, please sign up for a user account by **20 JUNE 2024**.

To submit eProxy Form under (C) below, please sign up for a user account by **20 JUNE 2024**, failing which you may only be able to submit the hard copy proxy form.

This is a **ONE TIME** sign up only. If you already have a user account, please proceed to either (B) or (C) below.

### (B) REGISTER FOR REMOTE PARTICIPATION AT THE MEETING

- Log in to <https://sshsb.net.my/> with your registered email and password.
- Look for **Tropicana Corporation Berhad** under Company Name and **45<sup>th</sup> AGM on 24 June 2024 at 11:00 a.m. : Registration for Remote Participation** under Corporate Exercise / Event and click ">" to register for remote participation at the meeting.

**Step 1** Check if you are attending as:

- Individual shareholder
- Corporate or authorised representative of a body corporate

*For body corporates, the appointed corporate / authorised representative has to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The original evidence of authority and translation thereof, if required, have to be submitted at the office of Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia for verification before the registration closing date and time above.*

**Step 2** Submit your registration.

- All shareholders must register for remote participation at the meeting and are highly encouraged to register as early as possible and before the eLive access date and time [see (D) below] in order to ensure timely access to the meeting. Access shall be granted only to eligible shareholders in accordance with the General Meeting Record of Depositors as at 14 June 2024.
- A copy of your eRegistration for remote participation can be accessed via **My Records** (refer to the left navigation panel).
- Your registration will apply to **all the CDS account(s)** of each individual shareholder / body corporate shareholder that you represent. If you are both an individual shareholder and representative of body corporate(s), you need to register as an individual and also as a representative for each body corporate.
- As the meeting will be conducted on a fully virtual basis, we highly encourage all shareholders to remotely participate and vote at the meeting, failing which, please appoint the Chairman of the meeting as proxy or your own proxy(ies) to represent you.

## BEFORE THE MEETING

## (C) SUBMIT ePROXY FORM

## Meeting Date and Time

Monday, 24 June 2024 at 11:00 a.m.

## Proxy Form Submission Closing Date and Time

Saturday, 22 June 2024 at 11:00 a.m.

- Log in to <https://sshsb.net.my/> with your registered email and password.
- Look for **Tropicana Corporation Berhad** under Company Name and **45<sup>th</sup> AGM on 24 June 2024 at 11:00 am : Submission of Proxy Form** under Corporate Exercise / Event and click “>” to submit your proxy forms online for the meeting by the submission closing date and time above.

**Step 1** Check if you are submitting the proxy form as:

- Individual shareholder
- Corporate or authorised representative of a body corporate

*For body corporates, the appointed corporate / authorised representative is to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The original evidence of authority and translation thereof, if required, have to be submitted at the office of Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia for verification before the proxy form submission closing date and time above.*

**Step 2** Enter your CDS account number or the body corporate's CDS account number. Then enter the information of your proxy(ies) and the proportion of your securities to be represented by your proxy(ies).

**You may appoint the Chairman of the meeting as your proxy should you not able to participate remotely.**

**Step 3** Proceed to indicate how your votes are to be casted against each resolution.**Step 4** Review and confirm your proxy form details before submission.

- A copy of your submitted e-Proxy Form can be accessed via **My Records** (refer to the left navigation panel).
- You need to submit your e-Proxy Form for **every CDS account(s)** you have or represent.

## PROXIES

**All appointed proxies need not register for remote participation under (B) above but if they are not registered users of the ePortal, they will need to sign up as users of the ePortal under (A) above by 20 June 2024. PLEASE NOTIFY YOUR PROXY(IES) ACCORDINGLY.** Upon processing the proxy forms, we will grant the proxy access to remote participation at the meeting to which he/she is appointed for instead of the shareholder, provided the proxy must be a registered user of the ePortal, failing which, the proxy will not be able to participate at the meeting as the meeting will be conducted on a fully virtual basis.

# ADMINISTRATIVE GUIDE

TROPICANA CORPORATION BERHAD : FULLY VIRTUAL 45<sup>TH</sup> ANNUAL GENERAL MEETING  
ON 24 JUNE 2024

## ON THE DAY OF THE MEETING

Log in to <https://sshsb.net.my/> with your registered email and password

### (D) JOIN THE LIVE STREAM MEETING (eLIVE)

#### Meeting Date and Time

Monday, 24 June 2024 at 11:00 a.m.

#### eLive Access Date and Time

Monday, 24 June 2024 at 10:30 a.m.

- Look for **Tropicana Corporation Berhad** under Company Name and **45<sup>th</sup> AGM on 24 JUNE 2024 at 11:00 am : Live Stream Meeting** under Corporate Exercise/Event and click ">" to join the meeting.
- The access to the live stream meeting will open on the abovementioned date and time.
- If you have any questions to raise, you may use the text box to transmit your question. The Chairman / Board / Management / relevant adviser(s) will endeavour to broadcast your question and their answer during the meeting. Do take note that the quality of the live streaming is dependent on the stability of the internet connection at the location of the user.

### (E) VOTE ONLINE REMOTELY DURING THE MEETING (eVOTING)

#### Meeting Date and Time

Monday, 24 June 2024 at 11:00 a.m.

#### eVoting Access Date and Time

Monday, 24 June 2024 at 11:00 a.m.

- If you are already accessing the Live Stream Meeting, click **Proceed to Vote** under the live stream player.
- OR
- If you are not accessing from the Live Stream Meeting and have just logged in to the ePortal, look for **Tropicana Corporation Berhad** under Company Name and **45<sup>th</sup> AGM on 24 June 2024 at 11:00 am : Remote Voting** under Corporate Exercise/Event and click ">" to remotely cast and submit the votes online for the resolutions tabled at the meeting.

**Step 1** Cast your votes by clicking on the radio buttons against each resolution.

**Step 2** Review your casted votes and confirm and submit the votes.

- The access to eVoting will open on the abovementioned date and time.
- Your votes casted will apply throughout all the CDS accounts you represent as an individual shareholder, corporate / authorised representative and proxy. Where you are attending as a proxy, and the shareholder who appointed you has indicated how the votes are to be casted, we will take the shareholder's indicated votes in the proxy form.
- The access to eVoting will close as directed by the Chairman of the meeting.
- A copy of your submitted eVoting can be accessed via **My Records** (refer to the left navigation panel).



# PROXY FORM

\*I/We:

Full name (in block capitals):	CDS Account No.:	No. of shares held:
Address:	NRIC/Passport/Registration No.:	
Contact:	Email:	

being a \*member/members of TROPICANA CORPORATION BERHAD, do hereby appoint:

## First Proxy "A"

Full name (in block capitals):	NRIC/Passport No.:	Proportion of shareholdings	
		No. of shares	%
Address:	Email:		
	Contact:		

\*AND/OR

## \*Second Proxy "B"

Full name (in block capitals):	NRIC/Passport No.:	Proportion of shareholdings	
		No. of shares	%
Address:	Email:		
	Contact:		

or failing \*him/her, the Chairman of the Meeting as \*my/our proxy to vote for \*me/us and on \*my/our behalf at the Forty-Fifth Annual General Meeting of the Company ("45<sup>th</sup> AGM" or "Meeting") to be held on a fully virtual basis via Online Meeting Platform hosted on Securities Services ePortal at <https://sshsb.net.my/> provided by SS E Solutions Sdn Bhd on Monday, 24 June 2024 at 11.00 a.m. or any adjournment thereof.

NO.	RESOLUTIONS		FOR	AGAINST
1.	Approval of the payment of Directors' fees to the Non-Executive Directors from this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company.	Ordinary Resolution 1		
2.	Approval of the payment of meeting attendance allowance to each Non-Executive Director from this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company.	Ordinary Resolution 2		
3.	Re-election of Mr Din Tan Yong Chia as Director.	Ordinary Resolution 3		
4.	Re-election of Madam Koh Huey Min as Director.	Ordinary Resolution 4		
5.	Re-election of Tan Sri Dato' Tan Chee Sing as Director.	Ordinary Resolution 5		
6.	Re-election of Datuk Wira Lye Ek Seang as Director.	Ordinary Resolution 6		
7.	Re-election of Dato' Sri Badrul Hisham Bin Abdul Aziz as Director.	Ordinary Resolution 7		
8.	Re-appointment of Ernst & Young PLT as Auditors and to authorise the Directors to fix their remuneration.	Ordinary Resolution 8		
9.	Authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016.	Ordinary Resolution 9		
10.	Renewal of authority for the Company to purchase its own shares.	Ordinary Resolution 10		
11.	Renewal of authority to allot and issue shares for the purpose of the Dividend Reinvestment Scheme.	Ordinary Resolution 11		

Please indicate with an "X" in the appropriate column above to show how you wish your votes to be cast. In the absence of specific directions, your proxy will vote or abstain from voting at his/her discretion.

\*strike out whichever not applicable

Signature of Member(s)/Common Seal

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2024

**Notes:**

1. For the purpose of determining a member who shall be entitled to participate at the 45<sup>th</sup> AGM of the Company, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at **14 June 2024** in accordance with Clause 80 of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991. Only a depositor whose name appears in the Record of Depositors as at **14 June 2024** shall be entitled to participate and vote at the Meeting or appoint proxy(ies) to participate and/or vote on his/her behalf.
2. A member of the Company shall be entitled to appoint a proxy or proxies (subject always to a maximum of two (2) proxies) to participate, speak and vote in his/her stead at the 45<sup>th</sup> AGM of the Company. A proxy may but need not be a member of the Company. There is no restriction as to the qualification of proxy.

As guided by the Securities Commission Malaysia's Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers that was first issued on 18 April 2020 and its subsequent amendments, the right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, all shareholders, corporate representatives and proxies shall communicate with the main venue of the Meeting via real time submission of typed texts through a text box within Securities Services ePortal's platform during the live streaming of the Meeting as the primary mode of communication. In the event of any technical glitch in this primary mode of communication, shareholders, corporate representatives and proxies may email their questions to [eservices@sshsb.com.my](mailto:eservices@sshsb.com.my) during the Meeting. The questions and/or remarks submitted by the shareholders, corporate representatives and/or proxies will be broadcasted and responded to by the Chairman/ Directors/relevant advisers during the Meeting.

3. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
4. Where a member of the Company is an exempt authorised nominee (as defined under the Securities Industry (Central Depositories) Act 1991) which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.

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AFFIX  
STAMP

**The Share Registrar of  
TROPICANA CORPORATION BERHAD**

Securities Services (Holdings) Sdn Bhd  
Level 7, Menara Milenium  
Jalan Damanlela  
Pusat Bandar Damansara  
Damansara Heights  
50490 Kuala Lumpur  
Wilayah Persekutuan

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5. Where more than one (1) proxy is appointed to participate and vote at the Meeting, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which, the appointment shall be invalid.
6. Appointment of proxy and registration for remote participation and voting

The instrument appointing a proxy must be in writing under the hands of the appointer or of his/her attorney duly authorised in writing or, if the appointer is a corporation either under its common seal or under the hand of its officer or its duly authorised attorney.

To be valid, the instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority must be completed and deposited at the office of the Share Registrar of the Company, Securities Services (Holdings) Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time set for holding the Meeting or at any adjournment thereof. The proxy appointment may also be lodged electronically via Securities Services ePortal at <http://sshsb.net.my/>. All resolutions set out in the Notice of 45<sup>th</sup> AGM are to be voted by poll.

The Administrative Guide on the Conduct of a Fully Virtual General Meeting is available for download at [www.tropicana.com.my/reports-and-presentations](http://www.tropicana.com.my/reports-and-presentations)



# Truly Timeless Truly Tropicana

*Building townships since 1979, Tropicana has broadened its position from a resort-style developer to a sustainable community planner anchored on its 8 development DNAs and 3 ESG pillars. Our approach focuses on timeless design that blends indoor and outdoor spaces, in harmony with their natural environment. Aligned with our mission to Redefine the Art of Living, we will continue to progress forward by crafting more sustainable townships.*

