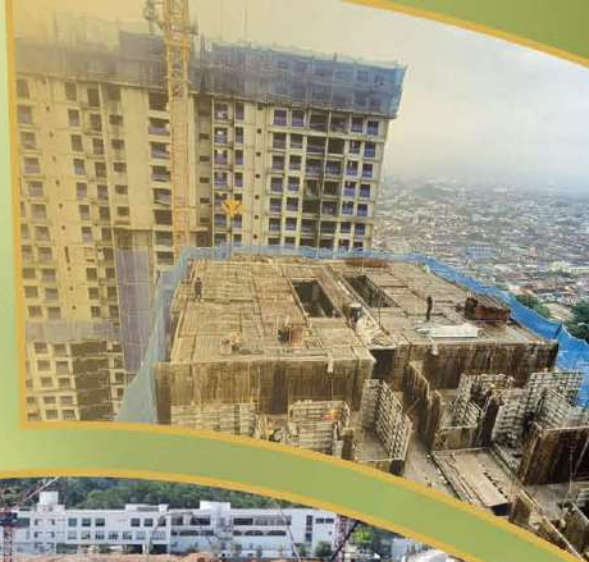




**BINASTRA
CORPORATION BERHAD**

Registration No. 200301027648 (630068-T)



**ANNUAL REPORT
2025**

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CORPORATE INFORMATION

BOARD OF DIRECTORS

TAN SRI DATO' SAMSHURI BIN ARSHAD

Non-Independent Non-Executive Chairman

DATUK TAN KAK SENG

Managing Director

Member of Executives' Share Scheme Committee

MR LEE SENG YONG

Executive Director

Member of Sustainability Committee

Member of Executives' Share Scheme Committee

MR TEH SOON HIN

Independent Non-Executive Director

Chairman of Audit and Risk Management Committee

Member of Nomination Committee

Member of Remuneration Committee

Member of Sustainability Committee

MS TAN MAI YEAN

Independent Non-Executive Director

Chairperson of Remuneration Committee

Chairperson of Sustainability Committee

Chairperson of Executives' Share Scheme Committee

Member of Audit and Risk Management Committee

Member of Nomination Committee

MR LOW TUAN LEE

Independent Non-Executive Director

Chairman of Nomination Committee

Member of Audit and Risk Management Committee

Member of Remuneration Committee

Member of Sustainability Committee



COMPANY SECRETARY

Seow Fei San
(MAICSA 7009732)
(SSM Practicing Certificate No. 201908002299)

Mok Mee Kee
(MAICSA 7029343)
(SSM Practicing Certificate No. 201908002288)

REGISTERED OFFICE

802, 8th Floor, Block C
Kelana Square 17 Jalan SS7/26
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Selangor Darul Ehsan
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Tel : +603 7803 1126
Fax : +603 7806 1387
Email : eadvisory@epsilonas.com

BUSINESS ADDRESS

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Jalil Link, Bukit Jalil
57000 Kuala Lumpur
Malaysia
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Fax : +603 8998 7788
Email : general@binastracorp.com.my

WEBSITE

www.binastracorp.com.my

DATE OF INCORPORATION

2 October 2003

SHARE REGISTRAR

Tricor Investor & Issuing House Services Sdn Bhd
Unit 32-01, Level 32, Tower A
Vertical Business Suite
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Malaysia
Tel : +603 2783 9299
Fax : +603 2783 9222
Email : is.enquiry@my.tricorglobal.com

AUDITORS

Baker Tilly Monteiro Heng PLT
201906000600 (LLP0019411-LCA) & AF 0817
Chartered Accountants
Baker Tilly Tower
Level 10, Tower 1, Avenue 5
Bangsar South City
59200 Kuala Lumpur
Malaysia
Tel : +603 2297 1000
Fax : +603 2282 9980

STOCK EXCHANGE LISTING

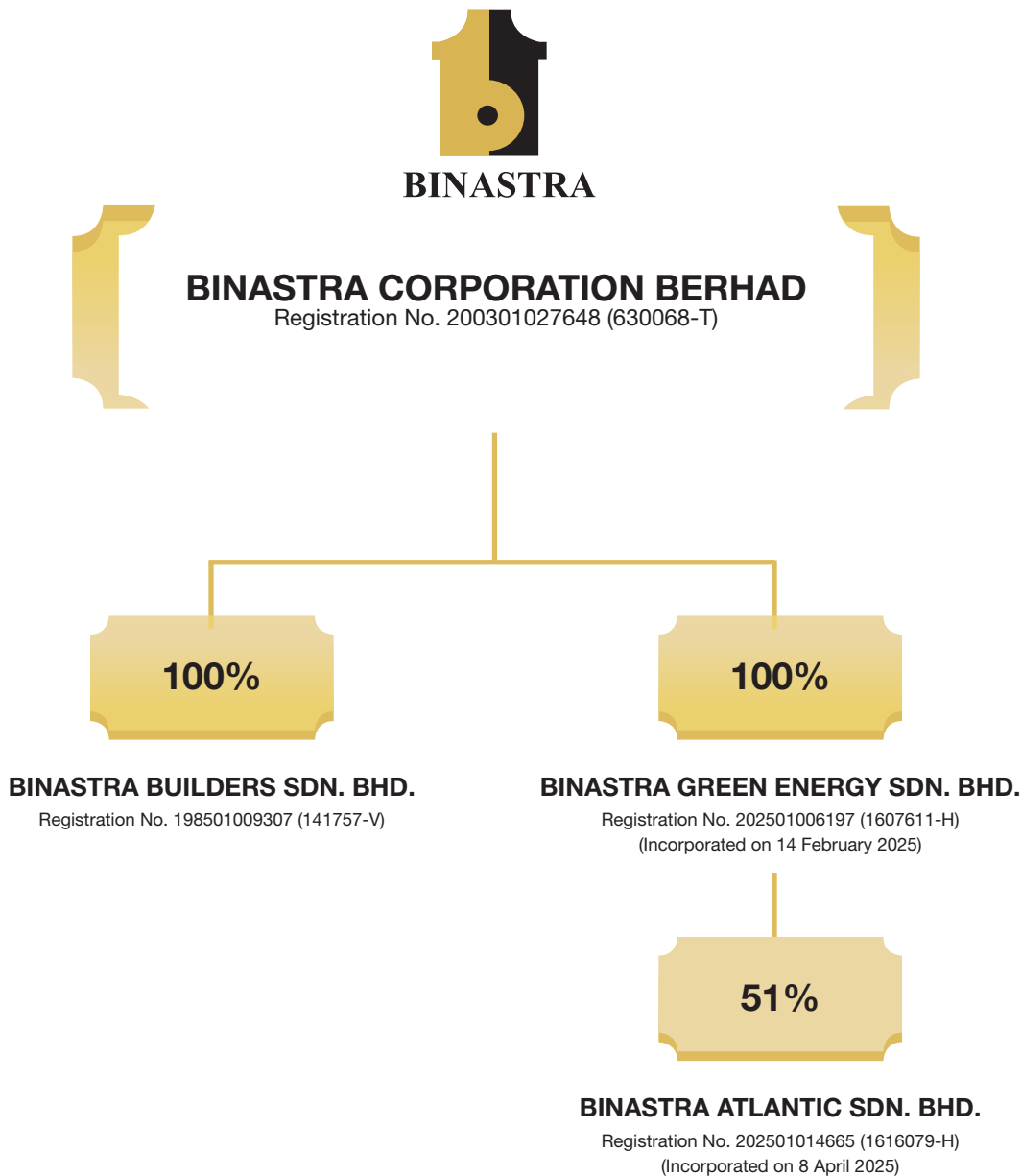
Main Market of Bursa Malaysia Securities Berhad

STOCK NAME & CODE

BINA STRA 7195

CORPORATE STRUCTURE

AS AT 30 APRIL 2025



GROUP PROFILE

BINAISTRA CORPORATION BERHAD

Binastra Corporation Berhad was incorporated on 2 October 2003 as a private limited company under the name Comintel Corporation Sdn Bhd and was subsequently converted into a public limited company under the name Comintel Corporation Bhd on 10 November 2003 and was listed on the Second Board of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) on 16 August 2004. Following the merger of the Main and Second Boards into a unified Main Market on 3 August 2009, Binastra was subsequently listed on the Main Market of Bursa Securities.

As part of branding exercise, Binastra changed its name to Binastra Corporation Berhad (Stock Code: BNAISTRA 7195) on 8 March 2024.

Binastra is an Investment Holding Company whereas its subsidiaries’ principal activities are disclosed below.

BINAISTRA BUILDERS SDN BHD (“BBSB”)

BBSB was incorporated on 6 July 1985. During financial year 2025, BBSB has changed its principal activities to general contractor, property developer, building and civil engineering works in turnkey projects, design and build, engineering, procurement and construction and commissioning (“**EPCC**”) works, and transportation and logistic industry.

BBSB obtained a Grade 7 licence issued by the Construction Industry Development Board which it can tender and undertake large construction contracts of unlimited value. BBSB has the capability to act as a sub-contractor to manage and/or undertake specific construction services. In addition, BBSB also has the capability to act as a main construction company to plan, manage, supervise and monitor the entire construction project by leveraging on the experience, expertise and knowledge of its key and senior management. During financial year 2025, it has expanded its scope to undertake EPCC projects.

BINAISTRA GREEN ENERGY SDN BHD (“BGESB”)

BGESB was incorporated on 14 February 2025. Its principal activities are investment holding and provision of EPCC for renewable energy projects. BGESB is currently dormant.

BINAISTRA ATLANTIC SDN BHD (“BASB”)

BASB was incorporated on 8 April 2025. Its principal activity is provision of EPCC for renewable energy projects. BASB is currently dormant.

PROFILE OF DIRECTORS

TAN SRI DATO' SAMSHURI BIN ARSHAD

Non-Independent Non-Executive Chairman

Malaysian | Male | 83



Tan Sri Dato' Samshuri bin Arshad, a Malaysian, Male, aged 83 was appointed as Chairman of the Company on 28 June 2004 and re-designated as Independent Non-Executive Chairman on 28 February 2013. After serving the Board for 12 years as Independent Non-Executive Chairman, he was re-designated as Non-Independent Non-Executive Chairman on 28 February 2025. He was a police officer with the Royal Malaysian Police force, which he served for 34 years. He retired from the police force upon reaching the compulsory retirement age of 55 years on 5 May 1997. His last appointment was as Deputy Inspector General of Police, a post he held for 3½ years. He has considerable experience in police operations, management, command and control, criminal investigations and also served as the Chief Police Officer in Selangor, Sabah and Perak.

Tan Sri Dato' Samshuri has benefited from wide regional and international exposures and networking when he served as the head of missions for Interpol, the Association of Asean Police Forces and the United Nations Crime Prevention Commission (Vienna). He had undergone international police training in Japan, Australia and United Kingdom ("UK"). He also attended the leadership and management programmes conducted by Harvard Business School in United States of America, National Training Institute in South Korea and the Imperial Defence College in UK.

Tan Sri Dato' Samshuri attended five (5) out of five (5) Board Meetings of Binastra held during the financial year ended 31 January 2025. He has no family relationship with the other directors or major shareholder of Binastra, no conflict of interest with Binastra and has no conviction for offences other than traffic offences within the past five (5) years and any public sanctions or penalty imposed by the relevant regulatory bodies during the financial year.

His interest in shares of the Company is disclosed in the Analysis of Shareholding in this Annual Report.

PROFILE OF DIRECTORS
(CONT'D)

DATUK TAN KAK SENG

Managing Director

Malaysian | Male | 50



Datuk Tan Kak Seng, a Malaysian, Male, aged 50, was appointed as the Managing Director of the Company on 17 January 2023. He holds a Bachelor of Engineering (Hons) from the University of Melbourne.

Datuk Tan Kak Seng began his career in 1997 by joining H S Liao Consulting Engineer Sdn Bhd as Civil and Structural Design Engineer where his responsibilities include structural designing, project supervising, and coordinating. Subsequently, he joined Binastra Construction (M) Sdn Bhd (“**Binastra Construction**”) in 2000, which is principally involved in building construction where it undertakes various construction projects including, inter-alia, construction works for residential, commercial, and mixed developments. He is the director and major shareholder of Binastra Construction, where he oversees the implementation and completion of the construction projects undertaken by Binastra Construction. His responsibilities include, amongst others, contract bidding and negotiations, progress monitoring, project costing monitoring and overseeing and managing all major aspects of construction projects.

Currently, Datuk Tan Kak Seng is responsible for the overall day-to-day management and formulation of the Group’s business plans and strategies.

Datuk Tan Kak Seng attended five (5) out of five (5) Board Meetings of Binastra held during the financial year ended 31 January 2025. He is a major shareholder of Binastra by virtue of his direct interest in the Company and his interest in JT Conglomerate Sdn Bhd, also a major shareholder of Binastra), pursuant to Section 8(4) of the Companies Act 2016.

Save for the above, Datuk Tan Kak Seng has no family relationship with other directors and major shareholders of Binastra and has no conflict of interest with Binastra other than the recurrent related party transactions disclosed in Note 27 – Related Parties of the Notes to the Financial Statements as set out in this Annual Report. He has no conviction for offences other than traffic offences within the past five (5) years and any public sanctions or penalty imposed by the relevant regulatory bodies during the financial year.

His interest in shares of the Company is disclosed in the Analysis of Shareholding in this Annual Report.

PROFILE OF DIRECTORS
(CONTD)

MR LEE SENG YONG

Executive Director

Malaysian | Male | 41



Mr Lee Seng Yong, a Malaysian, Male, aged 41, was appointed to the Board as Executive Director on 17 January 2023. He was also appointed as one of the members of Sustainability Committee upon the formation of committee on 21 December 2023. He pursued his tertiary education at Curtin University in the field of Business Commerce. Mr Lee has more than thirteen (13) years of experience developing strategies to promote mission of organisation and building strong team of leaders.

He started his career in 2008 by founding Luzzone Concept which involved in wallpaper business until 2011. Mr Lee is the Executive Director of Ideal Workz Sdn Bhd with principal activities as builders and contractors for building completion and finishing work, a position which he held since 2012. He is also the Executive Director of Totalbuildz Sdn Bhd which principally engaged as builders and contractors for construction work since 2018.

Currently, Mr Lee is assisting the Managing Director in the overall day-to-day management and formulation of the Group’s business plans and strategies.

Mr Lee attended five (5) out of five (5) Board Meetings of Binastra held during the financial year ended 31 January 2025. He is a major shareholder of Binastra.

Save for the above, Mr Lee has no family relationship with the other directors or major shareholders of Binastra, no conflict of interest with Binastra and has no conviction for offences other than traffic offences within the past five (5) years and any public sanctions or penalty imposed by the relevant regulatory bodies during the financial year.

His interest in shares of the Company is disclosed in the Analysis of Shareholding in this Annual Report.

PROFILE OF DIRECTORS
(CONT'D)

MR TEH SOON HIN

Independent Non-Executive Director

Malaysian | Male | 48



Mr Teh Soon Hin, a Malaysian, Male, aged 48, was appointed to the Board as Independent Non-Executive Director and as Chairman of the Audit and Risk Management Committee on 17 January 2023. He was also appointed as a member of Nomination Committee and Remuneration Committee on even date. Mr Teh was appointed as one of the members of the Sustainability Committee upon the formation of committee on 21 December 2023.

Mr Teh is a Certified Practising Accountant of the CPA Australia, a Chartered Accountant of the Malaysian Institute of Accountants, a Chartered Professional Accountant of the ASEAN Chartered Professional Accountant, a Chartered Tax Practitioner of the Chartered Tax Institute of Malaysia and a Certified Public Accountant of the Malaysian Institute of Certified Public Accountants. He holds a Bachelor of Accountancy (Hons) from the Universiti Utara Malaysia.

Mr Teh has more than seventeen (17) years of accounting and tax experience in public practice and also public listed companies. He is currently a partner of Imran Teh and Associates PLT, an accounting firm. He is also a Chartered Tax Practitioner of JS Taxation and Consultancy Sdn Bhd. He also acts as an advisor for Fair Consulting (M) Sdn Bhd, a consulting firm with headquarters in Japan that specialises in business process outsourcing services.

Mr Teh is also an Independent Non-Executive Director of Tafi Industries Berhad, a company listed on the Bursa Malaysia Securities Berhad.

Mr Teh attended five (5) out of five (5) Board Meetings of Binastra held during the financial year ended 31 January 2025. He has no family relationship with the other directors or major shareholder of Binastra, no conflict of interest with Binastra and has no conviction for offences other than traffic offences within the past five (5) years and any public sanctions or penalty imposed by the relevant regulatory bodies during the financial year.

He does not have any interest in shares in the Company.

PROFILE OF DIRECTORS
(CONTD)

MR LOW TUAN LEE

Independent Non-Executive Director

Malaysian | Male | 46



Mr Low Tuan Lee, a Malaysian, Male, aged 46, was appointed as Independent Non-Executive Director and a member of the Audit and Risk Management Committee on 11 November 2021. He was also appointed as Chairman of Nomination Committee and a member of Remuneration Committee on 17 January 2023. He was appointed as a member of Sustainability Committee on 25 March 2024.

Mr Low has more than twenty (20) years of financial industry experience, covering diverse areas including banking products development, structured investment & foreign exchange products, financial modelling and valuation, cross border trade and cash asset management and risk governance. His core expertise is on the provision of products and solutions to commercial clients that operates in different regions. He has executed various financial exercise entities in mainland China, Hong Kong and off-shore multilateral.

Mr Low started off his career as audit trainee in Ernst & Young and subsequently joined AIG Malaysia as an actuarial analyst focusing on product pricing and development before he relocated to Singapore MetLife as actuarial manager in 2006. Mr Low then continues his overseas career in Standard Chartered Bank Shanghai China as Director covers various roles including cross border client coverage, product design development, derivative products solutions, offering relative value trade and cash structured ideas, market information and performance strategies. In addition to Mr Low's banking experience, he continues to venture into financial consultancy focusing on private and corporate fundraising, pre-IPO preparatory as well as strategy advisor for mergers and acquisitions opportunities for Greater China clientele.

Mr Low holds a Bachelor of Commerce major in Actuarial Studies from The University of Melbourne. He received distinction performance ratings throughout his banking career and had various recognition from the bank with Best Performance award and Best Product Manager in his sector.

Mr Low attended five (5) out of five (5) Board Meetings of Binastra held during the financial year ended 31 January 2025. He has no family relationship with the other directors or major shareholder of Binastra, no conflict of interest with Binastra and has no conviction for offences other than traffic offences within the past five (5) years and any public sanctions or penalty imposed by the relevant regulatory bodies during the financial year.

He does not have any interest in shares in the Company.

PROFILE OF DIRECTORS
(CONT'D)

MS TAN MAI YEAN

Independent Non-Executive Director

Malaysian | Female | 51



Ms Tan Mai Yean, a Malaysian, Female, aged 51 was appointed to the Board as Independent Non-Executive Director on 17 January 2023. She was also appointed as a member of Audit and Risk Management Committee and Nomination Committee as well as the Chairperson of Remuneration Committee on even date and Chairperson of Sustainability Committee upon the formation of the committee on 21 December 2023.

Ms Tan holds a LLB (Hons) in Law from the University of Wales, Swansea and was admitted to the English Bar as a Barrister-at-Law from Lincoln's Inn in year 1997. She returned to Malaysia to complete her pupillage and was called to the Malaysian Bar in 1998.

Ms Tan started her career in a legal firm in Kuala Lumpur, handling corporate and project conveyancing work. In 2000, she left practice to join Europlus Berhad, a company dealing with property development. Her scope of work included vetting of corporate and loan agreements. She also dealt with the company's litigation work.

In 2001, Ms Tan joined Insas Berhad's legal department, overseeing all areas of compliance on the rules, regulations and laws of a public listed entity. In 2002, she left Insas Berhad to join Seloga Holdings Berhad, a construction company as their Legal Counsel. She was responsible for the legal, secretarial and compliance functions of the company. She was also involved in the corporate restructuring and fund raising exercise of the company.

In 2008, Ms Tan set up her own practice as Mai & Co. in Kuala Lumpur. Having been in practice for more than twenty (20) years, Ms Tan has extensive legal experience in corporate and commercial matters mainly listings and restructurings, due diligence and mergers and acquisitions.

Ms Tan attended five (5) out of five (5) Board Meetings of Binastra held during the financial year ended 31 January 2025. She has no family relationship with the other directors or major shareholder of Binastra, no conflict of interest with Binastra and has no conviction for offences other than traffic offences within the past five (5) years and any public sanctions or penalty imposed by the relevant regulatory bodies during the financial year.

She does not have any interest in shares in the Company.

PROFILE OF KEY MANAGEMENT TEAM

DATUK TAN KAK SENG

Managing Director

Malaysian | Male | 50

MR LEE SENG YONG

Executive Director

Malaysian | Male | 41

Datuk Tan Kak Seng, a Malaysian, Male, aged 50, was appointed as the Managing Director of the Company on 17 January 2023. He holds a Bachelor of Engineering (Hons) from the University of Melbourne.

Datuk Tan Kak Seng began his career in 1997 by joining H S Liao Consulting Engineer Sdn Bhd as Civil and Structural Design Engineer where his responsibilities include structural designing, project supervising, and coordinating. Subsequently, he joined Binastra Construction (M) Sdn Bhd (“**Binastra Construction**”) in 2000, which is principally involved in building construction where it undertakes various construction projects including, inter-alia, construction works for residential, commercial, and mixed developments. He is the director and major shareholder of Binastra Construction, where he oversees the implementation and completion of the construction projects undertaken by Binastra Construction. His responsibilities include, amongst others, contract bidding and negotiations, progress monitoring, project costing monitoring and overseeing and managing all major aspects of construction projects.

Currently, Datuk Tan Kak Seng is responsible for the overall day-to-day management and formulation of the Group’s business plans and strategies.

His interest in shares of the Company is disclosed in the Analysis of Shareholding in this Annual Report.

Mr Lee Seng Yong, a Malaysian, Male, aged 41, was appointed to the Board as Executive Director on 17 January 2023. He was also appointed as one of the members of Sustainability Committee upon the formation of committee on 21 December 2023. He pursued his tertiary education at Curtin University in the field of Business Commerce. Mr. Lee has more than thirteen (13) years of experience developing strategies to promote mission of organisation and building strong team of leaders.

He started his career in 2008 by founding Luzzone Concept which involved in wallpaper business until 2011. Mr Lee is the Executive Director of Ideal Workz Sdn Bhd with principal activities as builders and contractors for building completion and finishing work, a position which he held since 2012. He is also the Executive Director of Totalbuildz Sdn Bhd which principally engaged as builders and contractors for construction work since 2018.

Currently, Mr Lee is assisting the Managing Director in the overall day-to-day management and formulation of the Group’s business plans and strategies.

His interest in shares of the Company is disclosed in the Analysis of Shareholding in this Annual Report.



PROFILE OF KEY MANAGEMENT TEAM (CONT'D)

MS LIONG CHAI PHENG

Chief Financial Officer

Malaysian | Female | 51

Ms Liong Chai Pheng, a Malaysian, Female, aged 51, appointed as the Chief Financial Officer of the Company on 23 September 2021. She has been a member of the Association of Chartered Certified Accountants and a member of the Malaysian Institute of Accountants since 2002. She obtained a Master of Business Administration from De Montfort University, United Kingdom in 2003.

She began her career in 1999 with a medium size audit firm as an Audit Officer. Subsequently, she joined one of the Big Four accounting firms as an Audit Associate in 2000. After several years of assuming an audit role, she decided to embark on an accounting and finance role and joined a chemical company as an Accounts Executive where she was mainly involved in the preparation of final accounts, management reports and annual budget. She was also responsible for obtaining ISO 14001 and OHSAS 18001 certifications for the company. She then joined a consultancy firm as an Assistant Manager where she was involved in conducting internal audit and quarterly reporting for several public listed companies in Malaysia.

In 2006, she joined a company listed on the New Zealand's Exchange as the Group Audit Manager where she was responsible for setting-up the internal audit department and strengthening the corporate governance and internal control system for the group. She then assumed the role of Head of Tax for the group in 2008 where she was mainly involved in the group's tax planning across various countries. In 2010, her engagement with the company was converted to freelance consultancy basis and the service was continued until 2013. In 2010, she also joined a company listed on the London Stock Exchange on a freelance consultancy basis as the Group Accountant. During her tenure with the company, she oversees the group finance department.

In 2017, she joined MTD Project Management Services Sdn Bhd as Head of Finance & Treasury where she was leading and managing the finance and tax functions of MTD Capital Bhd group of companies. In 2019, she joined Kerjaya Prospek Group Berhad as Financial Controller and subsequently, she joined Tekmark Sdn Bhd in 2020 as Senior Finance Manager. She was mainly in the management role leading the accounting and finance department of the respective companies.

In September 2021, she joined Binastra Group as the Chief Financial Officer and is responsible for overseeing the overall accounting and finance functions of Binastra Group including accounting, taxation and treasury matters.

She holds 150,000 shares in the Company.

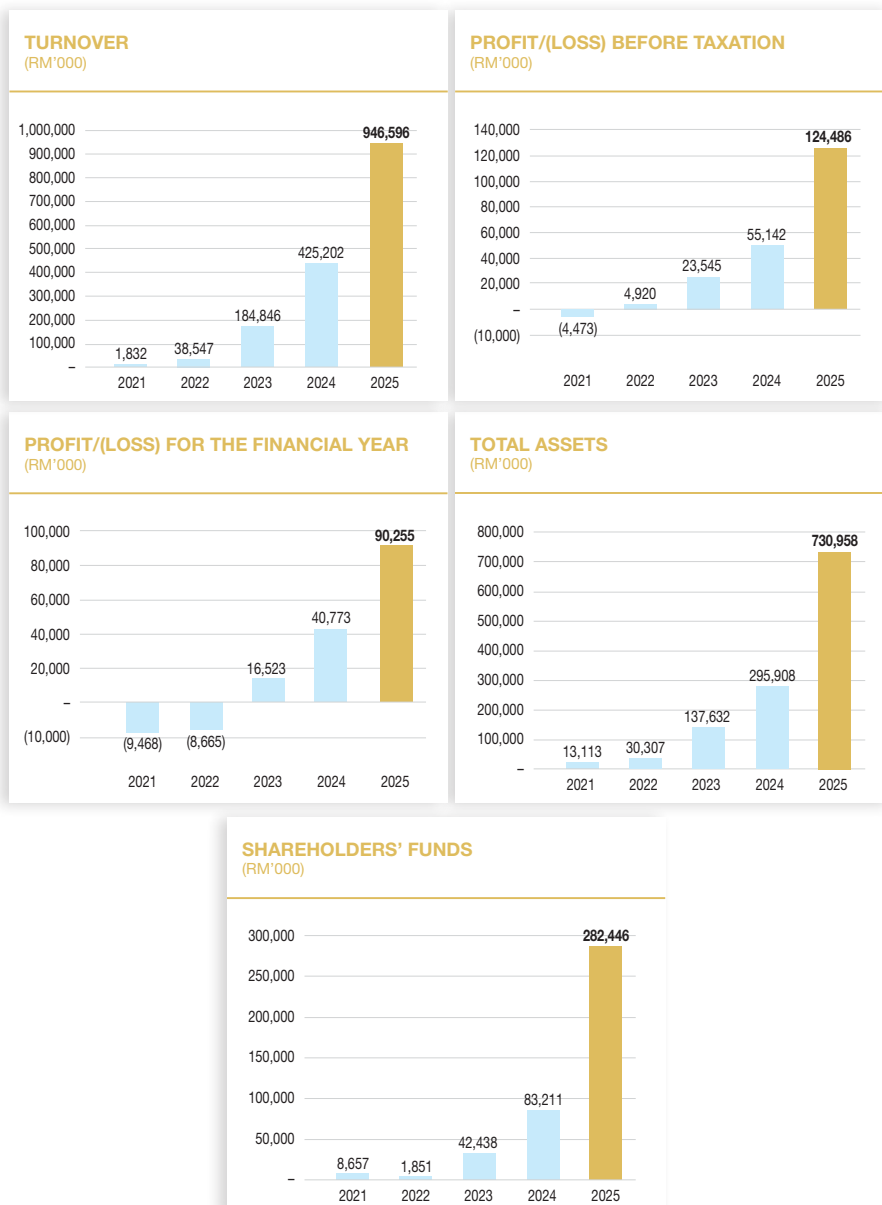
ADDITIONAL INFORMATION ON THE KEY MANAGEMENT TEAM

- None of the Key Management personnel has any family relationship with any Director and/or major shareholder of the Company except as disclosed above for Datuk Tan Kak Seng.
- None of the Key Management personnel has any conviction for offences other than traffic offences within the past 5 years and none of them has any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.
- None of the Key Management personnel has any conflict of interest with the Company.

FINANCIAL HIGHLIGHTS

| FINANCIAL YEAR | 2025 RM'000 | 2024 RM'000 | 2023 RM'000 | 2022 RM'000 | 2021 RM'000 (Restated) |
|---|----------------|----------------|----------------|----------------|------------------------------|
| Turnover | 946,596 | 425,202 | 184,846 | 38,547 | 1,832 |
| Profit/(Loss) Before Taxation | 124,486 | 55,142 | 23,545 | 4,920 | (4,473) |
| Profit/(Loss) For The Financial Year | 90,255 | 40,773 | 16,523 | (8,665) | (9,468) |
| Profit/(Loss) Attributable To Owners Of The Company | 90,255 | 40,773 | 16,523 | (8,133) | (8,080) |
| Total Assets | 730,958 | 295,908 | 137,632 | 30,307 | 13,113 |
| Shareholders' Funds | 282,446 | 83,211 | 42,438 | 1,851 | 8,657 |
| Earnings/(Loss) Per Share (in sen) | 10.44 | 5.47* | 9.16 | (5.81) | (5.77) |
| Net Tangible Assets Per Share (in RM) | 0.26 | 0.18 | 0.11 | 0.01 | 0.06 |

* Restated



CHAIRMAN'S STATEMENT

Dear Stakeholders,

On behalf of the Board of Directors, it is my privilege to present the Annual Report of Binastra Corporation Berhad (“**Binastra**”, or the “**Group**”) for the financial year ended 31 January 2025 (“**FY2025**”).

The year in review was one of remarkable growth and purposeful transformation for our Group as we continue to create long-term value for our stakeholders. Building on the strategic realignment implemented in the previous year, we further strengthened our position in the construction industry despite a challenging economic backdrop, leveraging on the reputation and track record of the Binastra brand.

Resilience Amidst Uncertainty

The macroeconomic environment in 2024 remained uncertain, affected by inflationary pressures and ongoing geopolitical tensions. While Malaysia was not spared from these headwinds, the domestic economy demonstrated resilience with GDP growth of 5.1%¹ for the year. This steady growth was underpinned by firm domestic demand and sustained government spending on infrastructure and development projects. The construction sector remained a bright spot, driven by ongoing public projects, even as higher costs and labour shortages persisted.

Amid this environment, Binastra navigated the year with agility and discipline. We mitigated rising costs through prudent budgeting, early procurement and value engineering. By leveraging strong relationships with suppliers and subcontractors, we ensured stable supply and controlled costs wherever possible. Internally, we focused on operational efficiency – streamlining project management and deploying in-house equipment to reduce reliance on rentals, helping protect our margins. These measures, combined with our robust order book and diversified project portfolio, allowed us to deliver our projects on schedule and uphold our standards of quality despite the external challenges.

Financial Performance and Incredible Growth

I am pleased to report that FY2025 delivered strong financial results for Binastra. Revenue more than doubled year-on-year to RM946.6 million (FY2024: RM425.2 million), reflecting accelerated progress in ongoing works and a slew of new contract wins. Bottom-line performance was equally robust; net profit also increased more than twofold to RM90.3 million from RM40.8 million in FY2024. This leap in performance underscores the success of our strategic focus on core construction activities and cost discipline, which enabled us to capitalise on the improving market conditions.

Our financial position has been further bolstered by a significant expansion of our order book. As of 31 January 2025, Binastra’s outstanding order book stood at approximately RM3.6 billion, up from RM1.4 billion a

year ago. This healthy pipeline – the largest in our history – provides clear earnings visibility for the next several years and underpins our confidence in sustained future growth. During the year, we secured over RM3.1 billion in new contracts, attesting to our growing reputation in the industry. With a solid balance sheet, we are well-positioned to invest in our expansion and enhance stakeholder value in the years ahead.

Breaking New Ground: Key Achievements in FY2025

FY2025 was a milestone year of strategic expansion for Binastra, as we made significant headway in broadening our reach and capabilities. Notably, we secured our first-ever project in Sabah, marking the Group’s entry into East Malaysia. This landmark contract extends our footprint beyond Peninsular Malaysia and validates our ability to deliver in new markets. This achievement not only boosts our order book but also positions Binastra as a truly national construction player. We are proud to be part of Sabah’s growth story and see this as the first of many opportunities in the region.

In line with our diversification strategy, we also ventured into unconventional construction projects during the year. A key highlight was the award of a project to design and build a membrane bioreactor for a sewage treatment plant, valued at RM155.0 million. Undertaking this infrastructure project represents an important extension of our project portfolio beyond typical building projects. It demonstrates Binastra’s engineering expertise and adaptability to critical public-oriented works, while providing a new long-term revenue stream for the Group.

Furthermore, our growing track record in the data centre design and construction has continues to yield new opportunities, as demand for digital infrastructure surges. By maintaining a balanced project mix, spanning residential, commercial, infrastructure and technology-driven facilities – we have enhanced our resilience and reduced reliance on any single segment. Collectively, the achievements of FY2025 mark significant progress in our transformation journey toward becoming a more diverse and robust construction group, able to navigate an ever-evolving landscape.

CHAIRMAN'S STATEMENT
(CONTD)

Building for a Better Future

At Binastra, we believe that sustainable development is a key pillar of long-term success. In FY2025, we made significant strides in our environmental, social, and governance (ESG) journey, embedding sustainability more deeply into our operations.

Our efforts in environmental sustainability were reflected in our carbon footprint reduction initiatives. We measured and reported Scope 1, 2, and 3 greenhouse gas (GHG) emissions for the first time, allowing us to establish a clear baseline for reduction targets. Additionally, we integrated green building practices into several key projects, aligning with Green Building Index (GBI) and GreenRE standards to enhance energy efficiency and waste reduction.

On the social front, we prioritised workplace safety, achieving a zero-fatality record across all sites in FY2025. Employee welfare and upskilling also remained a core focus, with 3,687.5 training hours completed across various skill development programmes. We also continued our community engagement initiatives, with over RM170,000 in monetary and non-monetary donations towards education, environmental conservation, and social welfare programmes.

More information on our initiatives is available in the Sustainability Report section of this Annual Report 2025 on pages 53 to 91. Additionally, stakeholders are encouraged to read our Sustainability Report for a more in-depth review.

Upholding Integrity and Transparency

Strong corporate governance is the foundation of Binastra's sustainable growth. Our governance framework is guided by transparency, accountability, and ethical business practices. In FY2025, we reinforced our governance mechanisms with a focus on regulatory compliance, risk management, and ethical conduct.

Our Board of Directors, supported by various Board Committees, provides oversight on strategic direction and sustainability initiatives. We strengthened our anti-corruption policies, ensuring that more than 80% of employees completed compliance training. Additionally, we enhanced our cybersecurity measures to protect sensitive data and maintain customer trust. These initiatives reflect our unwavering commitment to responsible corporate stewardship and long-term value creation.

Kindly refer to the Corporate Governance Statement section of this Report on pages 23 to 34, or our Sustainability Report on pages 53 to 91 for more information.

Sustaining Growth and Value Creation

As we move forward, Binastra is well-prepared to sustain its growth momentum and build on the transformative progress made so far. The outlook for Malaysia's construction industry remains positive, supported by continued public infrastructure spending and a recovering private sector. We are optimistic that government-led development initiatives will continue to generate ample opportunities for construction players in the coming years. While we remain mindful of global economic uncertainties and potential headwinds, we are confident that our solid fundamentals and agile strategy will keep us on a strong growth trajectory.

With a record order book in hand, we are prioritising the timely and quality completion of our projects to reinforce our reputation and secure repeat business. At the same time, we will pursue selective new contracts that complement our strengths and enhance our portfolio. Building on our success in Sabah, we intend to seek further projects in other high-growth areas such as Johor Bahru, where we have established a new branch. We will also continue to explore projects in emerging segments like data centres, renewable energy facilities, and infrastructure.

Acknowledgements

In closing, I would like to extend my sincere appreciation to all who contributed to Binastra's success this year. I am grateful to my fellow Board members for their guidance and insight, and to the senior management team for their effective leadership in steering the Group through this exciting period. To our dedicated employees – your hard work, adaptability, and commitment have been the driving force behind our achievements, and I thank you for your exceptional efforts. I wish to also thank our shareholders, suppliers, and clients for their continued trust in the Group.

Binastra enters the new financial year on a strong footing and with a clear vision. I am confident that, with the collective dedication of the entire Binastra family, we will continue reaching new heights in the years ahead.

Thank you.

Tan Sri Dato' Samshuri bin Arshad
Non-Independent Non-Executive Chairman

ⁱ Bank Negara Malaysia, *Economic and Financial Developments in Malaysia in Q4 2024*, 14 Feb 2025

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis (MD&A) section provides an in-depth review of Binastra Corporation Berhad's ("**Binastra**", or the "**Group**") financial and operational performance for the financial year ended 31 January 2025 ("**FY2025**"). This section also outlines our key strategies, market outlook, and sustainability initiatives, reflecting our commitment to long-term value creation for stakeholders.

OUR BUSINESS

Binastra is a leading construction company in Malaysia, specialising in residential, commercial, and industrial projects. Our business is structured into two (2) main segments: Investment Holding and Construction. We have a proven track record in delivering high-quality projects on time and within budget, supported by a strong emphasis on innovation and sustainability.

Our business model is built on operational efficiency, strategic diversification, and prudent financial management. We leverage value engineering, in-house project management expertise, and long-term supplier relationships to maintain competitive costs while ensuring premium quality in our construction activities. With an expanding order book and a growing presence in East Malaysia and infrastructure projects, Binastra is well-positioned for sustainable growth.

REVIEW OF OPERATING ENVIRONMENT

The Malaysian economy remained resilient in 2024, recording GDP growth of 5.1%ⁱ, driven by robust domestic demand and ongoing government infrastructure projects. Despite global economic uncertainties, the construction sector remained a significant contributor to national growth. However, the industry continued to face challenges such as rising material costs, labour shortages, and inflationary pressures.

Binastra adapted to these challenges through prudent financial management, operational efficiency, and diversification into new project segments, ensuring sustainable growth amid a competitive landscape.

The Malaysian property market in 2024ⁱⁱ recorded its highest volume and value of transactions in the past decade, reflecting robust growth across all subsectors. The total number of transactions increased by 5.4%, reaching 420,545 transactions worth RM232.3 billion, an 18.0% rise in value compared to 2023. This expansion was driven by a resilient economy, government support through initiatives like the New Industrial Master Plan 2030 (NIMP 2030) and the National Energy Transition Roadmap, as well as improved market confidence following stamp duty exemptions and homeownership incentives.

The residential property sector remained the largest contributor to total transactions, growing marginally in both volume and value. Demand was strongest in the affordable housing segment (below RM300,000), which accounted for over 52.5% of total transactions. Meanwhile, the commercial and industrial segments experienced double-digit growth, driven by increased demand for office space, data centers, and industrial properties in high-growth regions like Johor and Selangor.

REVIEW OF FINANCIAL PERFORMANCE

FY2025 was a record year for Binastra. Revenue stood at RM946.6 million, a 122.6% year-on-year (YoY) increase compared to RM425.2 million in FY2024, driven by strong project execution and robust contract wins. Cost of sales increased concurrently with the increase in revenue.

Profit before taxation (PBT) increased 125.8% YoY to RM124.5 million. Net profit also surged to RM90.3 million, marking a 121.3% YoY growth from RM40.8 million, underpinned by efficient cost control and higher project contributions. The substantial increase in revenue and profitability was mainly driven by the accelerated progress of construction activities, improved operational efficiencies, and strategic expansion into new market segments.

MANAGEMENT DISCUSSION AND ANALYSIS
(CONT'D)

REVIEW OF FINANCIAL PERFORMANCE (CONT'D)

| | FY2025 (RM'000) | FY2024 (RM'000) | Variance (%) |
|------------------------------|-----------------|-----------------|--------------|
| Revenue | 946,596 | 425,202 | +122.6 |
| Cost of Sales | 812,458 | 364,626 | +122.8 |
| Profit Before Taxation (PBT) | 124,486 | 55,142 | +125.8 |
| Net Profit | 90,255 | 40,773 | +121.3 |
| Earnings per Share (sen) | 10.44 | 5.47 | +90.9 |
| Total Assets | 730,958 | 295,908 | +147.0 |
| Total Liabilities | 448,512 | 212,697 | +110.9 |
| Cash and Cash Equivalents | 71,541 | 26,117 | +173.9 |

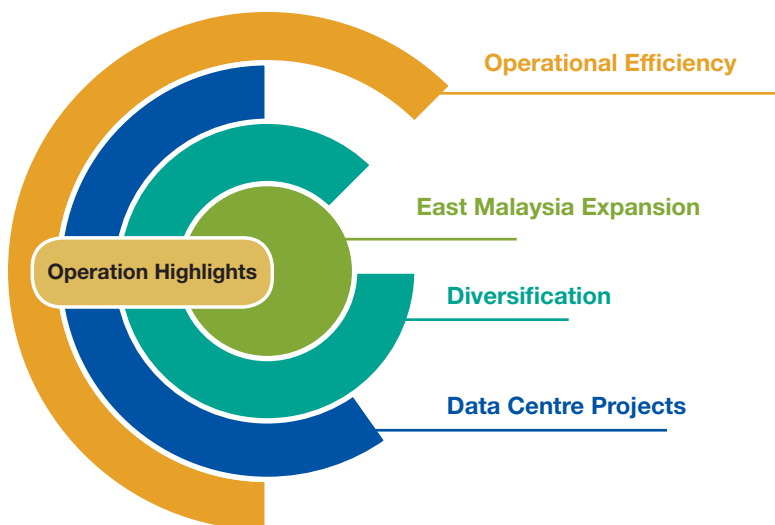
Binastra's total assets expanded significantly to RM731.0 million, compared to RM295.9 million in FY2024, reflecting our continued growth and investment in new projects. Total equity rose to RM282.4 million from RM83.2 million, demonstrating a stronger financial position and improved shareholder value.

The Group's order book reached a historic high of RM3.6 billion, providing robust earnings visibility for the next few years. Our improved financial position enables us to reinvest in our business, enhance capabilities, and pursue strategic growth opportunities.

Dividends

In line with our commitment to delivering value to our shareholders, the Board of Directors has declared a dividend of 3.0 sen per share for FY2025. This reflects our strong financial performance and confidence in sustaining shareholder returns while maintaining a healthy capital structure. We remain prudent in financial management, ensuring a balance between rewarding shareholders and reinvesting in the business for future growth.

OPERATIONAL HIGHLIGHTS



MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

OPERATIONAL HIGHLIGHTS (CONT'D)

Key Projects and Milestones

Entry Into East Malaysia

In June 2024, Binastra successfully secured its first-ever project in Sabah, marking an important milestone in our expansion strategy. The project, valued at RM313.7 million, covers construction works for a residential development in Kota Kinabalu. The contract is expected to provide an additional income stream for the next three (3) financial years. With Sabah's ongoing infrastructure investments, this entry paves the way for future growth opportunities.

Diversification

As part of our diversification strategy, the Group secured a RM155.0 million project to design and build a membrane bioreactor for a sewage treatment plant. This infrastructure project aligns with Malaysia's increasing focus on sustainable urban planning and environmental conservation. The project will enhance wastewater management efficiency and contribute to the nation's water conservation efforts. Additionally, it is expected to provide the Group with an additional income stream over the next three (3) financial years.

Data Centre Projects

Binastra also made strides in the data centre construction sector, securing a RM574.4 million turnkey project for a high-capacity facility as well as a RM256.5 million mechanical and electrical fit-out works in Kuala Lumpur. These projects align with the rising demand for data centres driven by digitalisation, cloud computing, and Malaysia's goal to become a regional data hub. This segment is expected to be a major contributor to our revenue stream over the next two (2) financial years.



Exterior view of the completed façade of our first data centre project in Bukit Jalil

Overall, these projects contribute significantly to our record-high order book of RM3.6 billion, providing robust earnings visibility and long-term revenue stability. By maintaining a balanced mix of building, infrastructure, and engineering projects, we continue to mitigate risks associated with market fluctuations and strengthen our resilience in an evolving industry landscape.

MANAGEMENT DISCUSSION AND ANALYSIS
(CONTD)

OPERATIONAL HIGHLIGHTS (CONT'D)

Operational Efficiency and Digitalisation

Binastra continued to enhance its operational efficiency in FY2025. To mitigate the effects of rising material costs, we focused on value engineering and early procurement strategies. By engaging suppliers early and leveraging bulk purchasing, we minimised price fluctuations and ensured the timely delivery of critical construction materials. This approach not only helped us manage costs but also maintained project timelines, reducing disruptions and delays.

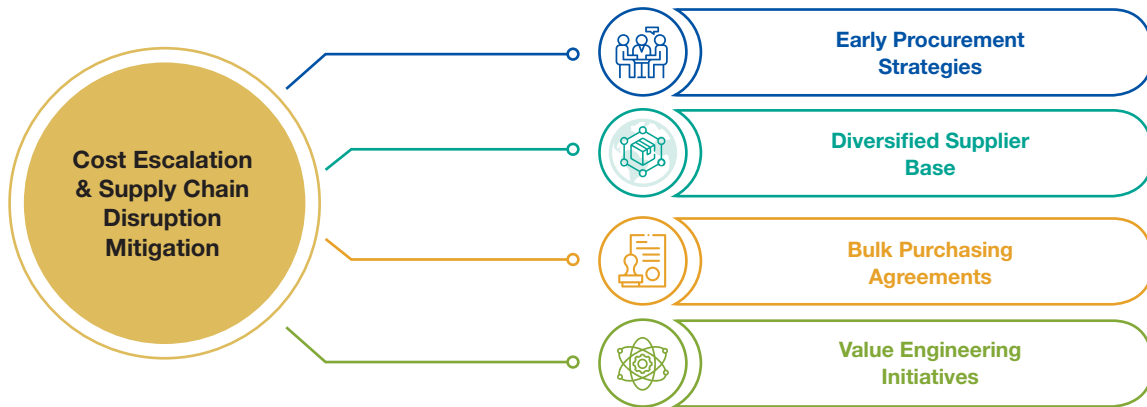
Additionally, we optimised the utilisation of in-house equipment and machinery, reducing reliance on external rentals and improving cost efficiencies across our projects. These operational enhancements played a crucial role in supporting our financial performance, allowing us to maintain healthy margins despite industry challenges.

RISK MANAGEMENT

Binastra recognises that a dynamic business environment presents inherent risks that must be proactively managed to ensure sustained growth and resilience. Our risk mitigation strategy focuses on identifying, assessing, and addressing key risks that could impact our operations, financial performance, and reputation.

Cost Escalation & Supply Chain Disruption

One of the primary risks facing the construction industry is cost escalation and supply chain disruptions. To mitigate this, we have implemented early procurement strategies, diversified our supplier base, and engaged in bulk purchasing agreements to secure stable pricing and supply continuity. Additionally, our value engineering initiatives enable us to optimise material usage without compromising on quality.



MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

RISK MANAGEMENT (CONT'D)

Health and Safety

Ensuring a safe working environment for employees and subcontractors is a top priority. Binastra maintains strict health and safety protocols, achieving a zero-fatality record in FY2025. Regular safety audits, employee training, and adherence to international occupational safety standards have been instrumental in maintaining high workplace safety standards. Additionally, our policies ensure that our workforce operates under ethical employment conditions, reducing risks associated with social compliance.

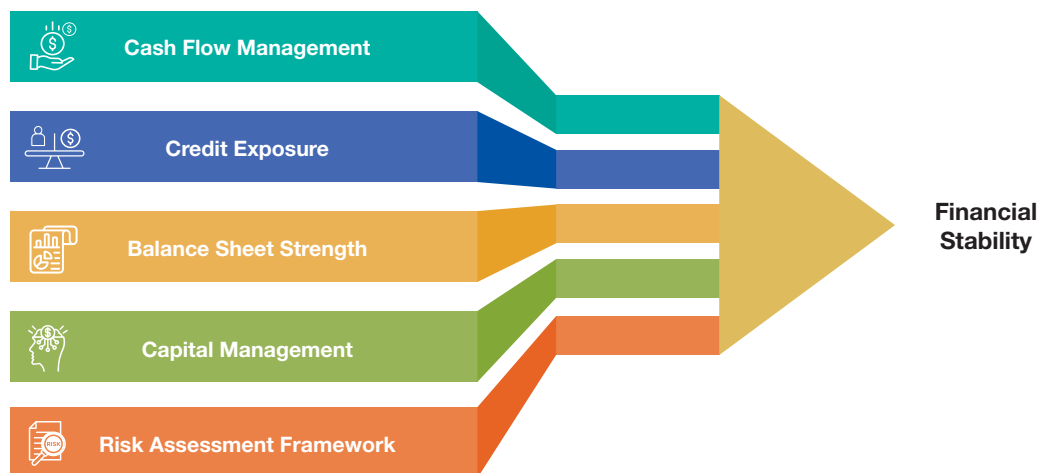
Labor Shortages

Labor shortages remain a pressing concern, particularly in the post-pandemic recovery phase. We are addressing this by investing in workforce training and retention program, leveraging technology to reduce dependency on manual labor, and exploring partnerships with skilled subcontractors to ensure uninterrupted project execution.

Financial Risk

Financial risks, including cash flow management and credit exposure, are carefully monitored through prudent financial planning and strong liquidity management. With a robust balance sheet and disciplined capital management, we maintain financial flexibility to navigate economic uncertainties. Our comprehensive risk assessment framework ensures that we remain agile in responding to market fluctuations and evolving regulatory requirements.

NAVIGATING FINANCIAL RISKS



Cybersecurity

Cybersecurity threats have become increasingly prevalent. To safeguard sensitive data and maintain operational integrity, we have enhanced our cybersecurity infrastructure and implemented stringent data protection policies to strengthen our digital defences.

Through these proactive risk management measures, Binastra remains resilient in an evolving business landscape, ensuring sustainable growth while safeguarding shareholder and stakeholder interests.

MANAGEMENT DISCUSSION AND ANALYSIS
(CONTD)

SUSTAINABILITY AND ESG COMMITMENTS

Binastra remains committed to embedding sustainability principles across our operations, ensuring that environmental, social, and governance (ESG) considerations are integral to our growth strategy. In FY2025, the Group made significant strides in measuring and reducing our carbon footprint, with the first-time reporting of Scope 1, 2, and 3 greenhouse gas (GHG) emissions. This initiative provides a baseline for future reduction targets, aligning with global climate commitments and national sustainability frameworks.

Our dedication to green building practices is evident in our adoption of GreenRE and Green Building Index (GBI) standards across key projects. By integrating energy-efficient designs, renewable energy solutions, and sustainable construction materials, we are reducing environmental impact while enhancing long-term cost efficiency. Additionally, our waste management initiatives have successfully diverted 459.1 tonnes of construction waste from landfills through recycling and reuse efforts, further supporting Malaysia’s circular economy ambitions.

On the social responsibility front, workplace safety remained a top priority. We achieved a zero-fatality record across all project sites in FY2025, reflecting our stringent adherence to safety protocols and continuous training for employees and subcontractors. In talent development, we invested heavily in upskilling our workforce, completing 3,687.5 training hours focused on leadership, technical expertise, and sustainability practices. Additionally, our community engagement programs saw contributions of over RM170,000 towards education, environmental conservation, and social welfare initiatives, reinforcing our role as a responsible corporate citizen.

Governance remains at the core of our business operations. In FY2025, we strengthened our anti-corruption measures, ensuring that more than 80% of employees underwent compliance and ethics training. We also enhanced our cybersecurity infrastructure to protect sensitive data, ensuring compliance with industry best practices and regulatory requirements. These governance initiatives not only mitigate risks but also build trust with stakeholders, further strengthening Binastra’s reputation for transparency and integrity.

Our ESG efforts align with Bursa Malaysia’s Enhanced Sustainability Reporting Requirements and global best practices, reinforcing our commitment to responsible business operations. As we move forward, we will continue to innovate and expand our sustainability initiatives, ensuring that Binastra remains at the forefront of ethical and sustainable construction practices.

SOCIAL RESPONSIBILITY INITIATIVES





MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

OUR PROSPECTS AND STRATEGY

FY2025 was a transformative year for Binastra. Our ability to adapt to industry challenges, expand into new markets, and strengthen our financial position places us on a firm growth trajectory for the years ahead. We remain committed to delivering excellence, creating long-term stakeholder value, and driving sustainable business practices.

The Malaysian construction sector is expected to experience sustained growth in the coming years, supported by government-led infrastructure spending, increasing private sector investments, and the expanding demand for sustainable and high-tech developments. Public sector infrastructure projects, particularly in transportation, water management, and renewable energy, will continue to be key drivers of construction activity. At the same time, the private sector remains robust, with increased interest in industrial, residential, and commercial developments, particularly in high-growth regions such as the Greater Klang Valley, Johor, and East Malaysia.

The shift towards green building and smart infrastructure is expected to shape the industry's future landscape. With the Malaysian government's commitment to achieving net-zero emissions by 2050, there is growing emphasis on sustainable construction, energy-efficient buildings, and renewable energy projects. This aligns well with Binastra's increasing focus on GreenRE- and GBI-certified projects, which not only meet regulatory requirements but also enhance long-term asset value and environmental responsibility.

As digitalisation continues to transform the construction industry, the adoption of Building Information Modelling (BIM), automation, and AI-driven project management tools is expected to become standard practice. These innovations will improve efficiency, cost control, and overall project execution. Binastra is actively exploring such technologies to enhance productivity and maintain a competitive edge in the industry.

Looking ahead, we will remain focused on sustaining growth momentum by executing our RM3.6 billion order book efficiently while securing new high-value contracts. We are strategically expanding our presence in other states of Malaysia following our recent entry into Sabah and are exploring further opportunities in infrastructure and renewable energy developments. Our commitment to ESG leadership remains steadfast, and we will continue enhancing our environmental, social, and governance practices to align with evolving global standards. At the same time, we will strengthen our financial resilience, ensuring prudent cash flow management and sustainable growth strategies to create long-term shareholder value.

With a solid foundation, a strong pipeline of projects, and a clear strategic vision, Binastra is well-positioned to navigate industry trends and emerge as a leading, future-ready construction company in Malaysia.

ⁱ Bank Negara Malaysia, *Economic and Financial Developments in Malaysia Q4 2024*, 14 Feb 2025

ⁱⁱ National Property Information Centre, *Property Market Report 2024*

CORPORATE GOVERNANCE STATEMENT

The Board of Directors (“**Board**”) of Binastra Corporation Berhad (“**Binastra**” or the “**Company**”) together with its subsidiary (the “**Group**”) are dedicated in their commitment towards the Group’s long-term strategy and consistent growth through the highest standards of corporate governance practices as guided by the Malaysian Code on Corporate Governance 2021 (the “**Code**”) and Paragraph 15.25(1) of the Main Market Listing Requirements (“**Listing Requirements**”) of Bursa Securities Malaysia Berhad (“**Bursa Securities**”). The Board firmly believes that its implementation of the Code and the Listing Requirement’s corporate governance practices channels greater transparency and ethics in corporate accountability, which in turn facilitates optimal achievement of the Group’s strategic goals.

The Board is pleased to report that throughout the financial year ended 31 January 2025 (“**FY2025**”), the integration of corporate governance into the Group’s culture and business practices has indeed shown to be a significant contributor towards the Group’s overall results. This is evident from the achievement of new and revised contract works throughout FY2025 which increase the Company’s work order book to RM3.6 billion.

Despite a challenging year, the Group maintained its dedication in upholding the principles and practices prescribed by the Code. Detailed descriptions of how the Code has been applied throughout the Group are outlined in the Corporate Governance Report (“**CG Report**”) which is submitted to Bursa Securities together with the Company’s Annual Report 2025 on 28 May 2025, copies of which are available to download from the Company’s website at www.binastracorp.com.my.

A. BOARD LEADERSHIP AND EFFECTIVENESS

1. Board Responsibilities

The Board heads the Company to provide effective leadership and sets strategic direction and works with Management to enhance the long-term success of the Group. In addition, the Board is also accountable for instilling good corporate governance practices in the Company which plays a pivotal role in fostering transparency, accountability and long-term success within the Group’s businesses as well as establishing and maintaining a sound risk management framework for the Group to effectively monitor and manage risks, and to achieve an appropriate balance between risk and Company’s performance.

The Board is also entrusted with responsibilities to exercise reasonable care and having the Group’s best interests in mind when employing the Company’s resources and safeguarding the Company’s assets. Through set values and high standards, the Board ensures that its obligations towards shareholders and all stakeholders are met.

The Board together with the Management take responsibilities for governance of sustainability in the Company. Further information on sustainability matters of the Group are discussed in the Sustainability Report contained in this Annual Report 2025.

The Board is made up of executive and non-executive Directors and led by a Chairman who oversees the effectiveness of the Board. As recommended by the Code, the roles of Chairman and Managing Director are separately held by Tan Sri Dato’ Samshuri Bin Arshad (“**Tan Sri Dato’ Samshuri**”) and Datuk Tan Kak Seng, respectively, making sure there is a clear distinction between the responsibilities of both positions and to prevent any undue overlap in oversight. Essentially, Tan Sri Dato’ Samshuri leads the Board while Datuk Tan Kak Seng, assisted by the Executive Director and Senior Management, leads the Management and overseeing the day-to-day operations of the Group. This ensures an instillation of good governance in addition to a balance in authority through restricted powers in decision making with the respective role.

CORPORATE GOVERNANCE STATEMENT
(CONT'D)

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

1. Board Responsibilities (Cont'd)

The Board and the Board Committees meet regularly on scheduled dates throughout the year to consider pre-set agenda items and additionally as and when required for specific purpose, with a formal schedule of matters specifically reserved for the Board for its deliberation and decision. To assist Directors in planning their attendance, meeting dates for each new calendar are discussed and notified to all Directors before the start of that calendar year.

To enable the Board to make informed decisions and fulfill their duties and responsibilities, Management recognises its role in providing the Board with complete, adequate and timely information both prior to Board meetings and on an on-going basis.

Notice for each Board meeting together with the meeting papers relating to the agenda items thereto are sent out to all Directors seven (7) days beforehand. Sufficient time is allocated for discussion of the issues tabled under the agenda and for the Management to respond to additional request of information which Directors may make during meetings. Personnel from the Management, the Company's auditors and other professionals, when necessary, are invited to be present at these meetings to provide additional insights into the matters to be discussed at Board meetings and Board Committees meetings. If required, the Board may also seek independent professional advice at the Company's expense to assist them with any decision making in relation to the fulfilment of their duties and responsibilities. Upon conclusion of meetings, the minutes are prepared and circulated to the Board in a timely manner.

During FY2025, the Board met five (5) times whilst the Board Committees met a total of twelve (12) times to deliberate and consider a variety of matters affecting the Company's corporate and operations matters, which includes the Group's financial results, audit findings and issues, risk management and sustainability matters, ESS matters, corporate proposals, policies matter, regulatory compliance update, etc.

Attendance record of the Directors at Board and Board Committees meetings held in the FY2025, is as follows:

| Name of Director | Total Meetings Attended | | | | | | Total Attendance |
|--------------------------------|-------------------------|--------------|------------|------------|------------|--------------|------------------|
| | Board Meeting | ARMC Meeting | NC Meeting | RC Meeting | SC Meeting | ESSC Meeting | |
| Tan Sri Dato' Samshuri | 5/5 | - | - | - | - | - | 5/5 |
| Datuk Tan Kak Seng | 5/5 | - | - | - | - | 1/1 | 6/6 |
| Lee Seng Yong | 5/5 | - | - | - | 4/4 | 1/1 | 10/10 |
| Teh Soon Hin | 5/5 | 5/5 | 1/1 | 1/1 | 4/4 | - | 16/16 |
| Tan Mai Yean | 5/5 | 5/5 | 1/1 | 1/1 | 4/4 | 1/1 | 17/17 |
| Low Tuan Lee | 5/5 | 5/5 | 1/1 | 1/1 | 4/4 | - | 16/16 |
| Number of meetings held | 5 | 5 | 1 | 1 | 4 | 1 | 17 |

The Company ensures that Directors are provided with opportunities to develop and maintain their skills and knowledge through trainings at the Company's expense. In this regard, the Company often assists in arranging and facilitate trainings for the Directors. However, majority of the Directors proactively attend training sessions to enhance their knowledge and skills.

CORPORATE GOVERNANCE STATEMENT
(CONT'D)**A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)****1. Board Responsibilities (Cont'd)**

Throughout the FY2025, the Directors of the Company have attended various conferences and seminars organised by external organisers not only to keep abreast of industry developments and trends, but also to assist them to effectively discharge of their duties. Conferences, seminars and training programmes attended by the Directors in the FY2025 are as follows:

| Name of Directors | Title of Conferences, Seminars and Training Programmes | Date of Conferences, Seminars and Training Programmes | Conducted by |
|--------------------------|---|--|---|
| Tan Sri Dato' Samshuri | ESH Workshop | 11 March 2024 | Silver Ocean Governance Sdn Bhd |
| | Part 1: Duty to Avoid Conflict of Interest); Part 2: Listing Requirements – What You Need to Know | 26 October 2024 | Epsilon Advisory Services Sdn Bhd |
| Datuk Tan Kak Seng | ESH Workshop | 11 March 2024 | Silver Ocean Governance Sdn Bhd |
| | Mandatory Accreditation Programme Part II: Leading for Impact (LIP) | 9 to 10 September 2024 | Institute of Corporate Directors of Malaysia |
| | Part 1: Duty to Avoid Conflict of Interest); Part 2: Listing Requirements – What You Need to Know | 26 October 2024 | Epsilon Advisory Services Sdn Bhd |
| Lee Seng Yong | ESH Workshop | 11 March 2024 | Silver Ocean Governance Sdn Bhd |
| | Mandatory Accreditation Programme Part II: Leading for Impact (LIP) | 9 to 10 September 2024 | Institute of Corporate Directors of Malaysia |
| | Part 1: Duty to Avoid Conflict of Interest); Part 2: Listing Requirements – What You Need to Know | 26 October 2024 | Epsilon Advisory Services Sdn Bhd |
| Teh Soon Hin | ESH Workshop | 11 March 2024 | Silver Ocean Governance Sdn Bhd |
| | National Tax Conference 2024 | 22 to 23 July 2024 | Lembaga Hasil Dalam Negeri Malaysia & Chartered Tax Institute of Malaysia |
| | Part 1: Duty to Avoid Conflict of Interest); Part 2: Listing Requirements – What You Need to Know | 26 October 2024 | Epsilon Advisory Services Sdn Bhd |
| Tan Mai Yean | ESH Workshop | 11 March 2024 | Silver Ocean Governance Sdn Bhd |
| | Mandatory Accreditation Programme Part II: Leading for Impact (LIP) | 26 to 27 August 2024 | Institute of Corporate Directors of Malaysia |
| | Part 1: Duty to Avoid Conflict of Interest); Part 2: Listing Requirements – What You Need to Know | 26 October 2024 | Epsilon Advisory Services Sdn Bhd |
| Low Tuan Lee | ESH Workshop | 11 March 2024 | Silver Ocean Governance Sdn Bhd |
| | Mandatory Accreditation Programme Part II: Leading for Impact (LIP) | 26 to 27 August 2024 | Institute of Corporate Directors of Malaysia |
| | Part 1: Duty to Avoid Conflict of Interest); Part 2: Listing Requirements – What You Need to Know | 26 October 2024 | Epsilon Advisory Services Sdn Bhd |

CORPORATE GOVERNANCE STATEMENT
(CONTD)

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

2. Board Composition

The Board recognises that composition of the board is crucial as it directly impacts the effectiveness, governance, and success of an organisation. A diverse and well-balanced board can provide strategic guidance, effective oversight, and drive the Company towards achieving its objectives and fulfilling its responsibilities to all stakeholders.

The NC is entrusted with duties in assisting the Board to implement procedures for selection of directors, identifying qualified individuals to serve as members of the Board and recommending such candidates for appointment to the Board and Board Committees and assessing the effectiveness of the Board as a whole, the Committees of the Board and contributions and performance of individual Director. The NC is chaired by an Independent Director of the Company.

In support of the principles of good corporate governance, the Board has adopted a Director's Fit and Proper Policy to ensure that the Directors and Key Management of the Group appointed have the character, experience, integrity, competence and time to effectively discharge their respective role and responsibilities pursuant to paragraph 2.20A of the Listing Requirements. The said policy serves as a guideline to the NC and the Board in the review and assessment of candidates at the time of appointment or re-appointment of Directors as well as the appointment of Key Management.

Presently, the Board is comprised of six (6) Directors. A brief profile of each Director is set out on pages 5 to 10 of this Annual Report. Their other position(s) in the Company, membership on the Board Committees and directorship role are shown below:-

| Name | Position(s) | Executive/Independent and Non-Independent Director |
|------------------------|---|---|
| Tan Sri Dato' Samshuri | <ul style="list-style-type: none"> Chairman of the Board | Non-Independent Non-Executive Director |
| Datuk Tan Kak Seng | <ul style="list-style-type: none"> Managing Director Member of ESSC | Executive Director |
| Lee Seng Yong | <ul style="list-style-type: none"> Executive Director Member of SC and ESSC | Executive Director |
| Teh Soon Hin | <ul style="list-style-type: none"> Chairman of ARMC Member of NC, RC and SC | Independent Non-Executive Director |
| Tan Mai Yean | <ul style="list-style-type: none"> Chairperson of RC, SC and ESSC Member of ARMC and NC | Independent Non-Executive Director |
| Low Tuan Lee | <ul style="list-style-type: none"> Chairman of NC Member of ARMC, RC and SC | Independent Non-Executive Director |

In terms of tenure and Board refreshment, the Board is comprised of fairly new Board members. As at 31 January 2025, except for Tan Sri Dato' Samshuri, the length of service of the Directors ranged from between 2 to 3 years. The tenure of each Director is reviewed by the NC and annual re-election of the Director is contingent on satisfactory evaluation of the Director's performance at financial year end. During the FY2025, there was no new appointment to the Board.

The NC is involved in all appointments or re-elections of directors. Firstly, for a new appointment, a potential candidate may be proposed by existing Board members, the Management, major shareholders, third-party referral or independent sources. Guided by the Company's Fit and Proper Policy for Directors, the NC then assesses the suitability of the candidate by taking into account his or her merits which include the required mix of skills, knowledge, areas of expertise and years of experience among other qualities before recommending their appointments to the Board for approval.

CORPORATE GOVERNANCE STATEMENT
(CONT'D)

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

2. Board Composition (Cont'd)

The Board adopted the Code's recommendation that half of the Board comprises independent directors. In line with this recommendation and recognising the importance and indispensable contributions of independent directors, three (3) out of six (6) of the Board members are Independent Non-Executive Directors, showing a strong independent element on the Board, which is fundamental to good corporate governance as it facilitates the exercise of independent and objective judgement on corporate affairs. It also ensures discussion and review of key issues and strategies in a critical yet constructive manner. When determining a Director's independence, the NC and Board considers the following:-

- the requirements and definition of "independent director" as set out in the Listing Requirements;
- the Code;
- whether the Independent Director is able to act independently of management and free from any business or other relationship;
- the Director's annual confirmation of their independence.

The Board also observes the recommendation of the Code that any intention to retain an independent director beyond a cumulative term of nine (9) years from the date of his or her first appointment will require valid justifications and its shareholders' approval through a two-tier voting process. However, before seeking its shareholders' approval for the aforementioned retention, for the purposes of justification, the independent director intended for retention will be subject to an assessment by the NC to determine if his or her performance and contribution to the Board have thus far been satisfactory, along with his or her status of independence. Retentions of independent directors beyond the tenure limit of nine (9) years are fairly assessed by the Board while assisted by the NC as the Board is of the view that the status of independence should not be determined solely or arbitrarily by his/her length of service, but rather by a more holistic range of factors. Notwithstanding the above, all independent directors who served on the Board for a cumulative term of beyond twelve (12) years must be re-designated to non-independent director.

Since the last Annual Report, only one (1) Independent Director has served a cumulative term of more than nine (9) years, namely, Tan Sri Dato' Samshuri. On 28 February 2025, Tan Sri Dato' Samshuri was redesignated from Independent Non-Executive Director to Non-Independent Non-Executive Director after serving the Board for a cumulative period of twelve (12) years, in line with the principles of the Code and criteria set out in the Listing Requirements regarding the tenure of Independent Directors.

Annually, the Board through its NC undertakes a formal evaluation to determine the effectiveness of the Board, its Board Committees and each individual Director as well as the independence of the Independent Directors. The Company has in place a system to assess the foregoing evaluation internally, hence, it did not engage independent expert to conduct the board evaluation. During the board evaluation process, each Director is required to complete the relevant forms for self-assessment as well as for assessment of the performance of the Board and Board Committees, based on the pre-determined performance criteria, such as, board structure/size, director's strength and skill sets, decision making and boardroom participation, meeting administration and conduct, peers' interaction and communication, etc.

CORPORATE GOVERNANCE STATEMENT
(CONT'D)

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

2. Board Composition (Cont'd)

For FY2025, Board performance evaluation was conducted on the following to assess its effectiveness:-

- (a) the Board;
- (b) Directors;
- (c) the Board Committees, i.e. ARMC, NC, RC and SC;
- (d) NC's evaluation on the ARMC and its members.

Based on the results of the assessment, it was unanimously agreed, taking into account the scope and nature of operations of the Group, the current Board's composition mix and size is appropriate to facilitate decision making at meetings of the Board and Board Committees. Further, the NC and Board are of the view that the Board is functioning effectively with strong leadership as demonstrated by the Group's steady improvement in operational performance as well as its consistency practice of good governance. The Board is led by a highly competent and experienced Chairman who facilitates constructive discussions. Additionally, the Directors leverage their skills and experience in the Company's affairs and decision-making processes effectively.

As regards the director annual independence review, as at financial year end, all the Independent Directors of the Company have provided their independence confirmation to the Board and declared nil relationship with Binastra Group, its major shareholders, their officers and the family members of its major shareholders and/or their officers.

In addition, annually, the Board through its NC would review the list of directors seeking for re-election at the coming annual general meeting ("**AGM**"). Article 119 of the Company's Constitution ("**Constitution**"), requires at least one-third of the directors to retire from office at each AGM, provided always that all directors shall retire from the office at least once every three (3) years. A retiring director shall be eligible for re-election and shall retain office until the close of the meeting at which he retires.

The Directors seeking for re-election by rotation at the coming 22nd AGM pursuant to Article 119 are Mr Lee Seng Yong and Mr Low Tuan Lee, who, being eligible, have each offered themselves for re-election as Director at the 22nd AGM. The NC has deliberated on the re-election of Directors and on satisfactory evaluation of each of the above Director's performance took into consideration the Directors' attendance, participation and contribution, recommended that the retiring Directors be re-elected as Director at 22nd AGM.

3. Remuneration Matters

The Board is assisted by the RC to establish a formal and transparent procedure for developing policy on the remuneration to attract and retain the Directors and Key Management personnel to run the Company successfully. In designing the compensation structure, the Board seeks to ensure that the level and mix of remuneration is competitive, relevant and appropriate.

The RC comprises three (3) Independent Non-Executive Directors. While the RC is heavily involved in the deliberation of the directors' remuneration, the ultimate responsibility for determining the remuneration of all Directors lies with the Board, with the respective Director abstaining from deliberation and decision regarding the remuneration to be accorded to their own selves.

When implementing the remuneration policies and deliberating related matters, the RC is guided by the Company's Remuneration Policy and Procedures, which are periodically reviewed and the Terms of Reference of the RC which can be found on the Company's website.

CORPORATE GOVERNANCE STATEMENT
(CONT'D)

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

3. Remuneration Matters (Cont'd)

The remuneration structure of Executive Directors and Key Management personnel consists of fixed remuneration, bonus and other benefits whilst the Non-Executive Directors received Directors' fees and Directors benefits (essentially meeting allowances for attendance of Board/Board Committee/general meetings). The remuneration of the Directors and Key Management personnel are reviewed annually by the RC and/or the Board, taking into consideration, inter-alia, individual's contribution, responsibilities, market benchmarks, industry practices and Group's performance.

Pursuant to Section 230(1) of the Companies Act 2016, the fees of the directors and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. At the 21st AGM held on 3 July 2024, the Board with the recommendation of the RC had sought shareholders' mandate, of which approvals have been granted thereat, for (a) payment of Directors' fees to the Non-Executive Directors of up to RM200,000 for their services as Directors from 4 July 2024 until the next AGM ("**2024 Mandated Period**"); and (b) payment of directors' benefits of not more than RM50,000 per annum for the 2024 Mandated Period. To-date, total amount of Directors' fee and benefits paid to the Non-Executive Directors up to the current date of the 2024 Mandated Period is within the shareholders' approved limits.

3.1 Remuneration of Directors

The Executive Directors have opted not to receive any remuneration for FY2025 to ensure the Company's survival and well-being. The total remuneration paid to the Non-Executive Directors for FY2025 is set out in the table below:-

| Name of Director | Received from the Company | | | |
|------------------------|---------------------------|--|---|----------------|
| | Director's Fee (RM) | Directors' Benefits (Meeting Allowance) (RM) | Directors' Benefits (Benefits-in-kind) (RM) | Total (RM) |
| Tan Sri Dato' Samshuri | 39,500 | 3,500 | 16,000 | 59,000 |
| Datuk Tan Kak Seng | - | - | - | - |
| Lee Seng Yong | - | - | - | - |
| Teh Soon Hin | 39,500 | 9,000 | - | 48,500 |
| Tan Mai Yean | 39,500 | 9,500 | - | 49,000 |
| Low Tuan Lee | 39,500 | 9,000 | - | 48,500 |
| Total | 158,000 | 31,000 | 16,000 | 205,000 |

The Directors' fees of up to RM200,000 for the FY2025 was approved by the shareholders at the 21st AGM and paid in the FY2025. At the coming 22nd AGM, the Board on recommendation of the RC, would be seeking shareholders' approval for (a) payment of Directors' fees to the Non-Executive Directors of up to RM250,000 for their services as Directors from 3 July 2025 until the next AGM in 2026 ("**2025 Mandated Period**"); and (b) payment of directors' benefits of not more than RM60,000 per annum for the 2025 Mandated Period.

CORPORATE GOVERNANCE STATEMENT
(CONT'D)

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

3. Remuneration Matters (Cont'd)

3.1 Remuneration of Directors (Cont'd)

The number of Directors whose total remuneration for the FY2025 falls within the required disclosure bands is set out in the table below:-

| Remuneration Band | Executive Directors | Non-Executive Directors |
|-----------------------|---------------------|-------------------------|
| RM50,000 and below | – | 3 |
| RM50,001 to RM100,000 | – | 1 |

3.2 Remuneration of Senior Management

The Company practices disclosure on a named basis the remuneration of its senior management, whom are Executive Directors. However, as the Executive Directors have opted not to receive any remunerations in the FY2025, there are no amount to be disclosed. For senior management who are not director or chief executive of the Company, the Company decided not to publicly disclose their remuneration on a named basis. Nonetheless, the amount of remuneration paid to the senior management of the Group and the Company (who are not director or chief executive) for FY2025 were disclosed in the notes to the financial statements of the Company as contained in this Annual Report 2025.

B. EFFECTIVE AUDIT AND RISK MANAGEMENT

1. Audit and Risk Management Committee

The Board is ultimately responsible for the governance and oversight of risk by ensuring that Management maintains a sound system of risk management and internal controls, to safeguard shareholders' interests and the Group's assets, and determines the nature and extent of the significant risks which the Board is willing to take in achieving strategic objectives. The ARMC assists the Board in carrying out its responsibility for risk management and internal controls.

The ARMC comprises solely of Independent Directors, where the Chairman of the ARMC is not the Chairman of the Board. The composition of the ARMC is as follows:-

- Mr Teh Soon Hin (Chairman) (Independent Non-Executive Director)
- Mr Low Tuan Lee (Independent Non-Executive Director)
- Ms Tan Mai Yean (Independent Non-Executive Director)

The ARMC's terms of reference set out its roles and responsibilities. In discharging its duties, beside making reference to its terms of reference, the ARMC also make reference to other policies adopted by the Board, such as Policy on Evaluation of External Auditors and Related Party Transaction Policy and Procedures. As governed under its terms of reference, a former partner of the external audit firm is required to observe a cooling-off period of at least three (3) years before being appointed as a member of the ARMC. This applies to all former partners of the audit firm and/or the affiliates firm (including those providing advisory services, tax consultancy, etc). Presently, none of the present members of the ARMC were former audit partners of the Company's auditors.

Members of the ARMC majority are financially literate, competent and possesses wide range of skills. The ARMC Chairman, Mr Teh Soon Hin, is a member of the Malaysian Institute of Accountants whilst Mr Low Tuan Lee majoring in Actuarial Studies has vast experience in the financial industry. Ms Tan Mai Yean is formerly a legal practitioner.

CORPORATE GOVERNANCE STATEMENT
(CONT'D)

B. EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

1. Audit and Risk Management Committee (Cont'd)

To keep themselves abreast of relevant developments in accounting and auditing standards, the ARMC members undertake continuous professional development by attending relevant trainings and seek regulatory updates from the Company Secretary, the external auditors and internal auditors of the Company.

The ARMC meets quarterly on scheduled dates throughout the year to consider pre-set agenda items and additionally as and when required for specific purpose. Details on the meeting conduct and administration are similar to the conduct of Board meeting as discussed in Section A1 above, except that the ARMC has private sessions with the External Auditors of the Company without the presence of the Management, as and when required by the ARMC. In between the quarterly meetings, matters that require the ARMC approval are circulated to the ARMC members, for their consideration by way of circular resolution. During the FY2025, the ARMC meets 5 times. The ARMC members' attendance record is shown in the table provided in Section A1 above.

As part of the ARMC's duties, the ARMC assessed and discussed the performance and effectiveness of the External Auditors, including the independence, capability, reliability and clientele, reputation, resources and fees.

The Company, through the ARMC has maintained an appropriate and transparent relationship with the External Auditors. The ARMC takes into consideration the External Auditors' quality of performance via its contribution and reports and independence as well any non-audit services undertaken before recommending their appointment to the Board.

Further details on the ARMC and its activities for FY2025 are set out in the ARMC Report contained in this Annual Report, which is prepared in accordance with paragraph 15.15 of the Main Market Listing Requirements.

2. Risk Management and Internal Control Framework

The Statement on Risk Management and Internal Control is set out on pages 35 to 37 of this Annual Report provides an overview of the state of internal controls within the Group.

C. INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

1. Engagement with Stakeholders

The Board places emphasis on timely and equitable dissemination of information to stakeholders on Binastra and the Group's activities and performance. The Company undertake a proactive and formal stakeholder engagement exercise to build our stakeholders' understanding of our business. This can be seen through the timely announcements made to the public in regard to the Group's corporate proposals, financial results, material transactions and other requisite matters from time to time in accordance with the requirements provided for in the Listing Requirements.

The Company maintains a corporate website at www.binastracorp.com.my where shareholders and investors may access the Company or Group's information in relation to Financial Reports, Meeting Outcomes, Company Announcements released to Bursa Securities and Corporate Governance policies adopted under the "Investor Relations" section. Additionally, the Company's contact details can also be found on the same website to facilitate communication should any stakeholder require additional information or would like to enquire.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

The Board of Directors (the “**Board**”) of Binastra Corporation Berhad (“**Binastra**” or the “**Company**”) is committed to nurture and preserve, throughout the Company and its subsidiary (the “**Group**”), a sound risk management and internal control system and good corporate governance practices as set out in this Statement on Risk Management and Internal Control (the “**Statement**”), made in compliance with Paragraph 15.26(b) of the Main Market Listing Requirements (“**LR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and guided by the Statement on Risk Management & Internal Control: Guidelines for Directors of Listed Issuers (“**Guidelines**”).

THE BOARD’S RESPONSIBILITIES

The Board is fully committed to discharging its responsibilities by establishing a sound risk management and internal control system to safeguard shareholders’ investment and the Group’s assets.

The Board continually reviews the risk management process which include identifying, evaluating and managing business risks with the intention to effectively mitigating the risks that may impede the achievement of the Group’s business and corporate objectives.

The duty of reviewing the adequacy and effectiveness of the internal control system has been assigned to the Audit and Risk Management Committee (“**ARMC**”), to seek assurance on the adequacy and effectiveness of the internal control system through reports it received from independent reviews conducted by the Internal Audit function.

The risk management and internal control system is designed to manage rather than eliminate the significant business risks, hence it can only provide reasonable but not absolute assurance against material misstatement, fraud or loss.

THE RISK MANAGEMENT PROCESS

The Board is responsible for the overall risk management in the Group while the key management personnel and senior management led by Managing Director are primarily responsible for managing risks identified within the Group.

The Group maintains Group Risk Registers which documented all significant risks identified to assist key management personnel and senior management in managing the risks. The risk assessment exercise of the Group is undertaken in accordance with their business segments, namely Investment Holding and Construction.

For the financial year ended 31 January 2025 (“**FY2025**”), the Group has engaged Whitesleeves Advisory Sdn Bhd (“**WASB**”), our out-sourced internal auditor to perform the risk review for the Group and update the Group’s Risk Registers. The review was conducted in February 2025 and the scope of work WASB carried out includes:

- interview the ARMC Chairman, key management and senior management on their view over new and existing risks (on consequence and likelihood of the identified risk) and the controls within the business units;
- review the Company’s existing documentation to validate the transaction and internal control process; and
- review the existing risks and its exposure as a result of changing circumstances that may alter these risks priorities as well as identify any new risk or any changes to the level of risk.

Upon completion of the risk review, WASB issued Risk Review Report on 28 February 2025 and tabled to the ARMC thereafter to the Board at their scheduled meetings for review and deliberation.

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

THE INTERNAL CONTROL PROCESS

The key aspects of the internal control process that have been put in place in the Group are as follows:

- Delegation and separation of responsibilities between the Board and management and the establishment of various committees namely, ARMC, Nomination Committee, Remuneration Committee and Sustainability Committee to assist the Board in discharging its duties;
- Documented internal procedures and policies are in place to guide employees in their day-to-day work, which are regularly reviewed and updated to meet changing business, operational requirements and statutory reporting needs;
- Structured organisational chart and clear line of reporting to align and relate each individual employee for better planning, executing and monitoring the business operations to achieve Group's objectives;
- The Board and the ARMC meet at least every quarter to discuss matters raised by management, internal auditors and the external auditors on business and operational matters including potential risks and control issues as well as financial results;
- Project budget and cash flows projection are prepared, reviewed and monitored at regular interval to avoid cost overrun and ensure sufficient cash flows is available for the ongoing projects;
- Regular meetings between key management personnel, senior management and Managing Director to discuss operational issues and challenges, tracking progress of projects and monitor business performance;
- Internal control review is carried out at least twice a year by an outsourced internal auditor to identify operational weaknesses and areas for improvement;
- Related party transactions are reviewed quarterly to ensure the transactions are at arm's length and within the approved limit as well as in compliance with the LR; and
- The Company's subsidiary, Binastra Builders Sdn Bhd has obtained certification of Integrated Management System ("IMS") comprises Quality Management (ISO 9001), Environmental Management (ISO 14001) and Occupational Health & Safety Management (ISO 45001) systems during the FY2025. The Group implemented the IMS policies and procedures which the strict adherence to IMS policies and procedures will result in increased business efficiency and customer satisfaction.

THE INTERNAL AUDIT FUNCTION

The internal audit function is outsourced to an independent professional services firm to assist the ARMC to review the control processes implemented by the management from time to time and reports on its findings and recommendations to the ARMC. The duties and responsibilities of the ARMC are detailed in the Terms of Reference of the ARMC. The ARMC, by consideration of both internal and external audit reports, review the effectiveness and adequacy of the internal control system, thereafter present the findings to the Board for deliberation.

For the FY2025, the outsourced internal audit function has carried out the following audits based on the internal audit plan approved by the ARMC:-

- Project management on Construction segment
- Payroll process and hiring of foreign workers on Construction segment

There were no material or significant losses incurred during the financial year as a result of weakness in internal control. The Board and management continue to take appropriate measures to improve and strengthen the internal control environment.

The costs incurred in carrying out the approved internal audit plan for the FY2025 amounted to RM46,000.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL
(CONTD)**MANAGEMENT RESPONSIBILITIES AND ASSURANCE**

In accordance with the Bursa Securities' Guidelines, Management is responsible for identifying risks; implementing and maintaining sound systems of risk management and internal control; and monitoring and reporting to the Board of significant control deficiencies and changes in risks that could significantly affect the Group achievement of its objectives and performance.

The Board has received assurance from the Managing Director and the Chief Financial Officer that, to the best of their knowledge that the Group's risk management and internal control system is operating adequately and effectively, in all material aspects.

REVIEW OF STATEMENT BY EXTERNAL AUDITORS

Pursuant to Paragraph 15.23 of the LR of the Bursa Securities, the External Auditors have reviewed this Statement. The External Auditors have performed limited assurance procedures on this Statement in accordance with Malaysian Approved Standard on Assurance Engagements ISAE 3000 (Revised), Assurance Engagement Other Than Audits or Reviews of Historical Financial Information and Audit and Assurance Practice Guide 3 ("AAPG 3") - Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control Included in the Annual Report as issued by the Malaysia Institute of Accountants. AAPG 3 does not require the external auditors to form an opinion on the adequacy and effectiveness of the risk management and internal control systems of the Group.

The External Auditors reported to the Board that nothing has come to their attention that caused them to believe that this Statement is not prepared, in all material respects, in accordance with the disclosures required by Paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers to be set out, nor is factually inaccurate.

BOARD ASSURANCE AND LIMITATION

During the FY2025 under review, there were no material or significant losses incurred as a result of weakness in internal control that would require disclosure in this Annual Report.

The Board is satisfied that the Group's existing level of risk management and internal control system is fairly effective and adequate to enable the Group to achieve its business objectives.

Nevertheless, the Board wishes to reiterate that the Group's risk management and internal control system is designed to manage rather than eliminate risks of failure to achieve business objectives. Therefore, the system can only provide reasonable but not absolute assurance against material misstatements, fraud and losses.

This Statement is made in accordance with the resolution of the Board dated 15 May 2025.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

The Audit and Risk Management Committee (“**ARMC**”) of Binastra Corporation Berhad (“**Company**”) is delighted to present the ARMC report for the financial year ended 31 January 2025 (“**FY2025**”).

The ARMC was established as a Committee of the Board of Directors (“**Board**”) with the primary objective of providing additional assurance through an objective and independent review of the Group’s financial, operational and administrative controls and procedures. Its primary responsibilities include the establishment and maintenance of internal controls, as well as reinforcing the independence of the external auditors to ensure they have free reign throughout the audit process. Additionally, the ARMC assists the Board by overseeing risk management matters relating to the Company and its subsidiaries (“**Group**”) by adhering to governing policies aimed at minimising the overall risk exposure of the Group.

MEMBERS

The ARMC comprises three (3) members appointed by the Board. The details of the ARMC members served during the FY2025 are as follows:-

1. Mr Teh Soon Hin (Chairman) – *Independent Non-Executive Director*
2. Mr Low Tuan Lee – *Independent Non-Executive Director*
3. Ms Tan Mai Yearan – *Independent Non-Executive Director*

In line with the Malaysian Code of Corporate Governance (“**Code**”) and in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Listing Requirements**”), all three (3) members of the ARMC are Independent Directors.

Mr Teh Soon Hin, the ARMC Chairman, is a Certified Practising Accountant of the CPA Australia, a Chartered Accountant of the Malaysian Institute of Accountants, a Chartered Professional Accountant of the ASEAN Chartered Professional Accountant, a Chartered Tax Practitioner of the Chartered Tax Institute of Malaysia and a Certified Public Accountant of the Malaysian Institute of Certified Public Accountants. In this respect, the Company is in compliance with paragraph 15.09(1)(c)(i) of the Listing Requirements.

MEETINGS

The ARMC convened five (5) meetings for the FY2025. The details of their attendance are as follows:

| ARMC Members | No. of Meetings Attended |
|----------------------------|---------------------------------|
| Mr Teh Soon Hin (Chairman) | 5/5 |
| Mr Low Tuan Lee | 5/5 |
| Ms Tan Mai Yearan | 5/5 |

The ARMC had met twice with the external auditor during the FY2025 without the presence of the Executive Directors and the management.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT
(CONTD)**TERMS OF REFERENCE**

The Terms of Reference of the ARMC is available on the Company's website www.binastracorp.com.my.

SUMMARY OF WORKS PERFORMED BY THE ARMC FOR FY2025

The ARMC had carried out the following during the FY2025:

- Reviewed the quarterly financial result announcements, discussed with the management, highlighted issues where appropriate and recommended the quarterly financial results to the Board for approval;
- Reviewed the external auditors' audit planning memorandum which covered, inter-alia, the scope of work, tentative timeline, audit materiality, proposed audit fees and audit plan for the year;
- Reviewed the Group's annual audited financial statements and the accompanying notes, auditors' report and their audit findings together with management's responses to the findings, discussed with external auditors without the present of Executive Directors and management, and recommended the audited financial statements to the Board for approval;
- Reviewed the Corporate Governance Statement, Statement on Risk Management and Internal Control, ARMC Report for inclusion in the Annual Report as well as the Corporate Governance Report pursuant to the requirement of paragraph 15.25 of the Listing Requirements and recommended these reports to the Board for approval;
- Considered and reviewed the performance, experience and independence of the external auditors, including the non-audit services rendered or to be rendered by the external auditors and recommended their appointment and re-appointment to the Board;
- Reviewed the related party transactions within the Group and ensure the transactions entered are at arm's length and complied to the Listing Requirements;
- Reviewed the Circular to Shareholders in relation to the renewal of and new mandate for recurrent related party transactions and recommended that to the Board seek shareholders' approval for the said mandate;
- Reviewed and deliberated on the internal audit plan, including its scope of work to ensure it provides a reasonable level of assurance that the Group's internal controls are adequate, effective and efficient;
- Reviewed and deliberated on the findings raised in the internal audit reports, including identified weaknesses in internal controls, recommendations made by the internal auditors and Management's responses and reported the findings to the Board;
- Assessed the impact of the non-assurance services engagements on the independence of the external auditors in relation to the Group and the Company and recommended the engagements to the Board for approval;
- Reviewed revised terms of reference of ARMC as well as a new policy, namely, conflict of interest policy and recommended to the Board for approval; and
- Reviewed the Group's Risk Review Report.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

SUMMARY OF ACTIVITIES OF INTERNAL AUDIT

The Board recognised the importance of the internal audit function and the independent status required for it to carry out its functions effectively. In compliance with paragraph 15.27 of the Listing Requirements, the internal audit function has been outsourced to a professional services firm, which is tasked with the aim of assisting the ARMC in assessing risks, recommend measures to mitigate risks, review the adequacy of internal controls and assess proper governance process. The internal audit function reports directly to ARMC.

The internal audit function is headed by Mr Khor Ben Jin, the Senior Manager and assisted by two to three internal audit personnel for each internal audit review cycle. Mr Khor is a Fellow Member of the Association of Chartered Certified Accountants, United Kingdom, a Certified Internal Auditor, United States of America as well as a member of the Malaysian Institute of Accountants. He is a practicing internal auditor with over 20 years of experience. The internal audit personnel involved in the internal audit reviews possess professional qualification and/or a university degree.

The fundamental role of internal audit is to provide the Group with independent assurance on the adequacy, effectiveness and efficiency of the system of internal control, and to report any major weaknesses together with recommendations for improvement. This role is fulfilled by carrying out appropriate audit work in accordance with an annual internal audit plan. At the beginning of FY2025, the Internal Auditors, after discussion with the management, tabled the annual internal audit plan to ARMC for deliberation and approval.

During the FY2025, the Internal Auditors have performed two (2) internal audit cycles covering one (1) subsidiary, which include reviewing the project management as well as the payroll process and the hiring of foreign workers for the construction segment. The Internal Auditors also have carried out follow up review on previous internal audit findings to ensure recommendations are implemented, appropriate and effective. In addition, for FY2025, the Internal Auditors were engaged to perform the risk review for the Group and update the Group's Risk Registers. The Internal Auditors attended three (3) ARMC meetings during the FY2025 to present the internal audit plan, internal audit reports and findings including the management's responses to the findings and Risk Review Report.

The costs incurred in carrying out the approved internal audit plan for the FY2025 amounted to RM46,000.

NOMINATION COMMITTEE REPORT

The Board of Directors (“**Board**”) is pleased to present the report of its Nomination Committee (“**NC**”) (“**NC Report**”) for financial year ended 31 January 2025 (“**FY2025**”) pursuant to paragraph 15.08A(3) of the Listing Requirements providing details about the activities of the NC in discharging its duties during the FY2025.

The NC is delegated with the authority from the Board to formulate and implement the policy and procedures for selection and nomination of Board candidates for appointment, overseeing the succession planning for the Board and undertaking a formal annual assessment of the effectiveness of the Board, the Board Committees and individual Directors of the Company.

1. COMPOSITION OF THE NC AND TERMS OF REFERENCE OF THE NC

The present NC comprises three (3) Directors, all of whom are Independent Non-Executive Directors:-

| Name of Directors | Membership |
|--|------------|
| Low Tuan Lee (Independent Non-Executive Director) | Chairman |
| Teh Soon Hin (Independent Non-Executive Director) | Member |
| Tan Mai Yean (Independent Non-Executive Director) | Member |

The NC’s terms of reference set out its roles and responsibilities. A copy of the NC’s terms of reference is made available at the Company’s website at www.binastracorp.com.my.

2. ACTIVITIES OF THE NC

The NC meets once in the FY2025. Members’ attendance records at meeting(s) are disclosed in the Corporate Governance Statement contained in this Annual Report.

The principal activities carried out by the NC during the FY2025 were:-

(a) Review of the Performance and Effectiveness of the Board, Board Committees and Individual Directors for FY2025

The NC undertook a formal annual assessment of the effectiveness of the Board, the Board Committees and individual Directors of the Company. During the process, the following assessment forms were distributed to the Directors for completion:-

- (i) Board’s Evaluation Form
- (ii) Directors’ Self & Peer Evaluation Form
- (iii) Audit and Risk Management Committee’s (“**ARMC**”) Evaluation Form
- (iv) Remuneration Committee’s Evaluation Form
- (v) NC’s Evaluation Form
- (vi) Sustainability Committee’s (“**SC**”) Evaluation Form
- (vii) Evaluation Form for assessment by the NC on the ARMC
- (viii) Evaluation Form for assessment by the NC on the ARMC members
- (ix) Evaluation Form on Board Independence

NOMINATION COMMITTEE REPORT
(CONTD)**2. ACTIVITIES OF THE NC (CONT'D)****(c) Evaluation of Directors Standing for Re-Election at the Annual General Meeting**

In addition, annually, the Board through its NC would review the list of directors seeking for re-election at the annual general meeting (“**AGM**”). Article 119 of the Company’s Constitution, requires at least one-third of the directors to retire from office at each AGM, provided always that all directors shall retire from the office at least once every three (3) years. A retiring director shall be eligible for re-election and shall retain office until the close of the meeting at which he retires.

In recommending the Directors for re-election to the Board, of which resolutions pertaining to the re-election of Directors standing for retirement at the Company’s 21st AGM held on 3 July 2024, the NC had considered and assessed the individual Directors’ annual assessment results to ensure that feedback received and the scores achieved by the Directors concerned were satisfactory, including the Directors’ attendance, participation and overall contribution.

(d) Review of the NC Report for Inclusion in the Company’s 2024 Annual Report

The NC at the Board level had reviewed, considered and approved the NC Report for inclusion in the Company’s 2024 Annual Report.

(e) Review of the appointment of additional member to the SC

The NC had reviewed, considered and approved the appointment of Mr Low Tuan Lee as additional member of the SC.

MATERIALITY AND STAKEHOLDERS

MATERIALITY

As an organisation, we recognise that our material issues can directly and indirectly affect our ability to generate long-term value for our stakeholders. These material matters significantly influence our business strategy and guide our decisions regarding the allocation of resources to address sustainability issues that are deemed important to our stakeholders and our business.

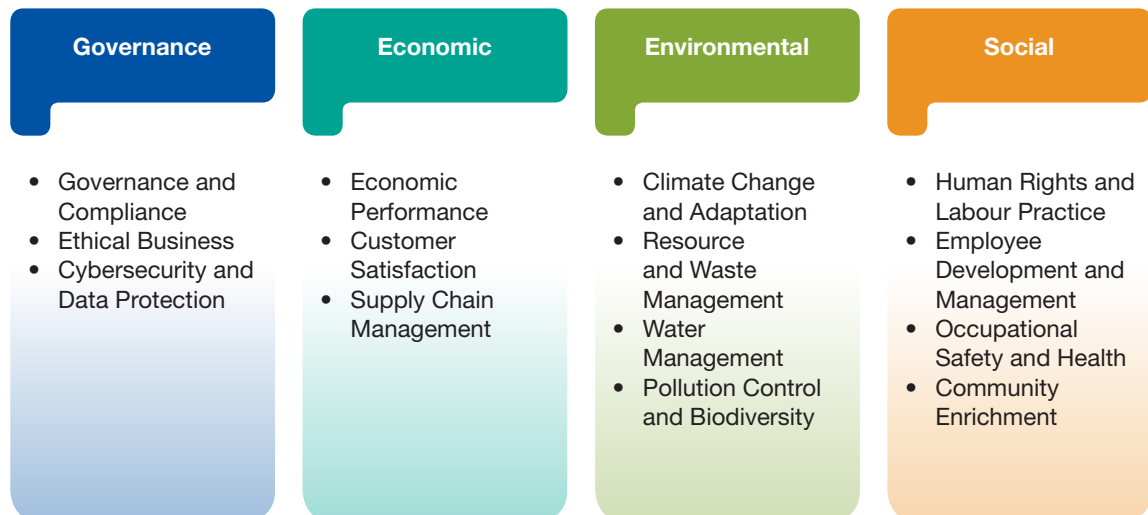
This year, Binastra conducted a comprehensive Materiality Assessment (“MA”) to identify the key material topics pertaining to the Group’s Economic, Environment, Social and Governance goals. The detailed MA process is illustrated as below:

Review of Material Matters

Data review was conducted through desktop research to identify material issues which are benchmarked against industry peers and present global trends. A workshop was conducted with the participation of our key senior management to deliberate the adequacy and relevance of material issues identified. As a result, 14 key issues were concluded as follows:

| Existing Material Matters | Changes | Current Material Matters |
|---|--------------|---|
| <ul style="list-style-type: none"> • Policy and Regulatory Compliance • Human Rights • Health and Safety • Community Investment • Climate Change • Waste Management | Renamed | <ul style="list-style-type: none"> • Governance and Compliance • Human Rights and Labour Practice • Occupational Safety and Health • Community Enrichment • Climate Change and Adaptation • Resource and Waste Management |
| <ul style="list-style-type: none"> • Employee Management • Diversity, Equity and Inclusion • Waste Management | Consolidated | <ul style="list-style-type: none"> • Employee Development and Management • Resource and Waste Management |
| | Addition | <ul style="list-style-type: none"> • Pollution Control and Biodiversity |

The material matters are further framed into four key pillars, namely Governance, Economic, Environmental and Social to facilitate analysis, measurement and discussion.

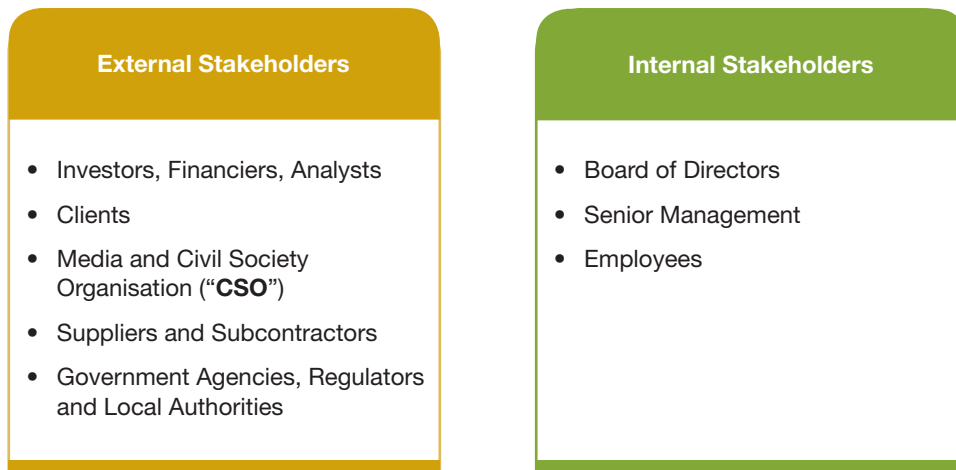


MATERIALITY AND STAKEHOLDERS (CONT'D)

MATERIALITY (CONT'D)

● Stakeholders Engagement

Eight key internal and external stakeholder groups were identified for the MA roll-out.



● Impact Assessment

An online survey on the 14 material matters were distributed to the identified stakeholder groups. The survey was carried out for one month and has met our intended target number of respondents for each stakeholder group.

● Consolidation

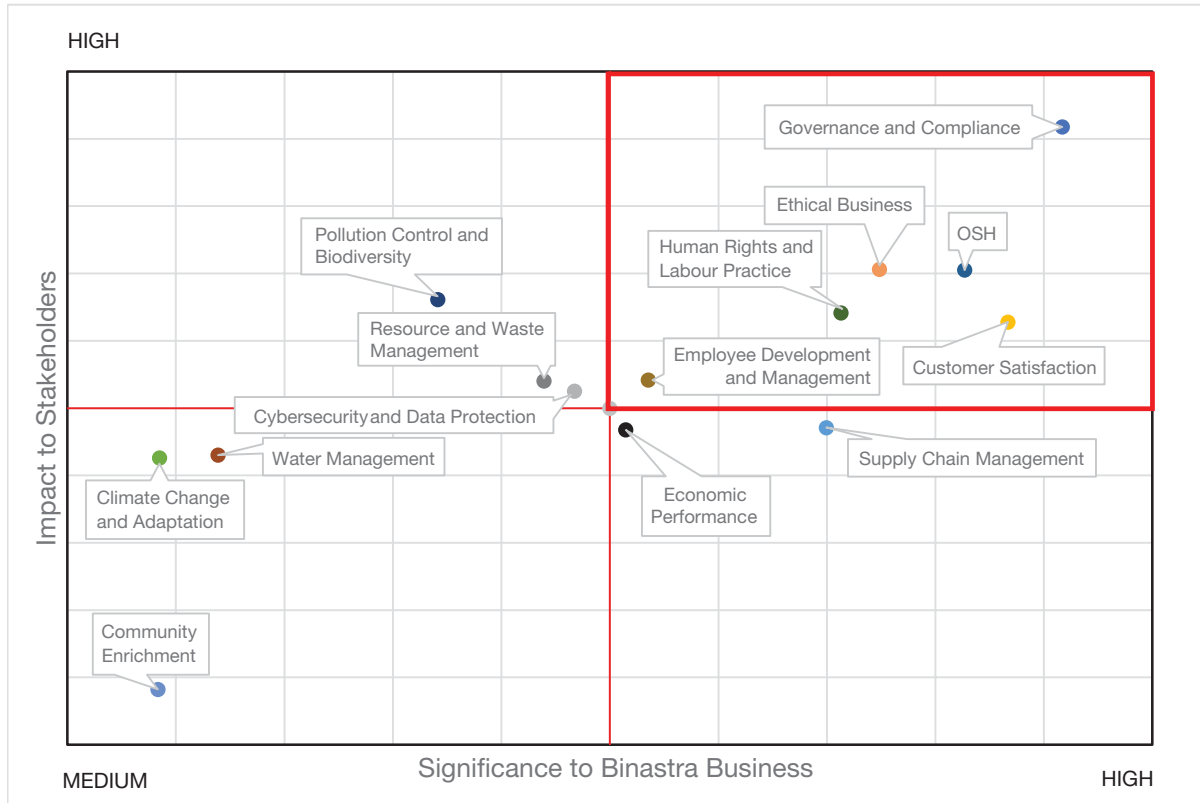
The result of the MA is represented in the Materiality Matrix. It demonstrates the significance of each material issues from the perspective of Binastra and external stakeholders.

● Review and Approval

Results of the MA was presented to key senior management for deliberation and in-dept review. The MA exercise was concluded with the approval and endorsement from the Board of Directors.

MATERIALITY AND STAKEHOLDERS (CONTD)

MATERIAL MATRIX



We continually monitor and review the adequacy and relevance of these material issues and keep abreast of the latest global trend. This ensures we remain ahead and prepared of impending sustainability risks and opportunities, minimising any disruption and adverse impacts on our decisions and business activities.

STAKEHOLDER ENGAGEMENT

Our stakeholders are integral to Binastra’s ongoing growth and development. Therefore, it’s vital that we actively engage our stakeholders, both internal and external, to comprehend and address their issues and concerns. Our objective is to foster strong and long-term relationships with all stakeholders, meeting their needs and expectations while minimising the impact of our operations for a sustainable future.

Through stakeholder meetings, workshops, and other engagements, we actively cultivate trust and mutual respect in our relationships. This approach allows us to stay informed on relevant environmental, social and governance issues, ensuring that our business strategy remains aligned with stakeholder concerns and expectations.

MATERIALITY AND STAKEHOLDERS (CONT'D)

STAKEHOLDER ENGAGEMENT (CONT'D)

The table below lists our key stakeholder groups and their respective areas of interest and the engagement methods.

| STAKEHOLDERS | ENGAGEMENT PLATFORMS | AREA OF INTEREST OR CONCERNS | OUR RESPONSE | MATERIAL MATTERS RELATED |
|---|--|--|--|---|
| Investors, Financiers and Analyst | <ul style="list-style-type: none"> Financial reports and announcements General meetings Annual report Press releases Meetings | <ul style="list-style-type: none"> Business strategies and future plan Return on investments Financial and operational performance Good management and corporate governance Sustainability initiatives | <ul style="list-style-type: none"> Timely updates on the Group's strategy and financial performance via announcements Uphold good governance practices across the Group Monitor sustainability performance and targets via Bursa Malaysia Environment, Social and Governance Reporting Platform | <ul style="list-style-type: none"> Economic Performance Governance and Compliance Ethical Business Cybersecurity and Data Protection Human Rights and Labour Practice Climate Change and Adaptation |
| Government Agencies, Regulators and Local Authorities | <ul style="list-style-type: none"> Compliances to laws and regulations Participation in government and regulatory events | <ul style="list-style-type: none"> Regulatory compliance Corporate governance practices | <ul style="list-style-type: none"> Regular review and monitor to ensure full compliance with regulatory requirements Adoption of practices outlined in the Malaysian Code on Corporate Governance | <ul style="list-style-type: none"> Governance and Compliance Ethical Business Occupational Safety and Health Cybersecurity and Data Protection Resource and Waste Management Pollution Control and Biodiversity |
| Employees | <ul style="list-style-type: none"> Internal communications (i.e. emails, messenger and etc.) Workshops and trainings Employee engagement survey Employee engagement events | <ul style="list-style-type: none"> Business growth and strategic direction Inclusive workplace Remuneration and benefits Career development and upskilling opportunities Occupational safety and health | <ul style="list-style-type: none"> Promote transparent communication with employees Provide equal employment opportunities without discrimination Offer industry-competitive benefits and remuneration packages Provide relevant upskilling and development opportunities Ensure compliance with Occupational Safety and Health Act | <ul style="list-style-type: none"> Human Rights and Labour Practice Employee Development and Management Occupational Safety and Health |

MATERIALITY AND STAKEHOLDERS
(CONT'D)

STAKEHOLDER ENGAGEMENT (CONT'D)

The table below lists our key stakeholder groups and their respective areas of interest and the engagement methods. (Cont'd)

| STAKEHOLDERS | ENGAGEMENT PLATFORMS | AREA OF INTEREST OR CONCERNS | OUR RESPONSE | MATERIAL MATTERS RELATED |
|------------------------------|---|--|---|---|
| Clients | <ul style="list-style-type: none"> Customer support channels (i.e. website, email) Regular meetings Customer Feedback survey form | <ul style="list-style-type: none"> Customer satisfactions (i.e. high-quality products and services with minimal defects) Customer experience (i.e. speed of customer service response) Innovative in enhancing the quality of deliverables Consumer data privacy | <ul style="list-style-type: none"> Adhere to quality standards Adhere to the Personal Data Protection Act 2010 | <ul style="list-style-type: none"> Customer Satisfaction Economic Performance Governance and Compliance Ethical Business Occupational Safety and Health Climate Change and Adaptation |
| Suppliers and Subcontractors | <ul style="list-style-type: none"> Regular meetings Quality audit on products and services Contract negotiation Supplier / Subcontractor assessment / performance appraisals | <ul style="list-style-type: none"> Transparency in procurement processes Business growth and timely payment | <ul style="list-style-type: none"> Emphasis on provision of transparent procurement processes Timely payment based on credit term | <ul style="list-style-type: none"> Supply Chain Management Human Rights and Labour Practice Occupational Safety and Health |
| Media and CSO | <ul style="list-style-type: none"> Media releases or media briefings Financial reports and announcements General meetings Annual Report Community impacts programmes | <ul style="list-style-type: none"> Transparency in communicating information and updates on business performance and initiatives Community welfare and continued livelihood | <ul style="list-style-type: none"> Provide transparent communication through announcements Investment in welfare to improve community wellbeing | <ul style="list-style-type: none"> Governance and Compliance Ethical Business Community Enrichment Climate Change and Adaptation Pollution Control and Biodiversity |

MATERIALITY AND STAKEHOLDERS (CONT'D)

RISK MANAGEMENT

Binastra's unwavering dedication to risk management is a foundational element of our business strategy, ensuring long-term resilience, reinforcing stakeholder trust, and creating enduring positive impacts.

We have implemented a robust system that integrates risk management and internal control, extending beyond financial oversight to include operational, strategic and compliance risks. This comprehensive approach is consistently applied and regularly reviewed, with the objective of effectively managing risks, mitigating potential fraud and errors, and safeguarding the achievement of our business objectives.

| MATERIAL MATTERS | RISKS | OPPORTUNITIES |
|--|--|---|
| Governance and Compliance | Non-compliance with policies and regulations can result in legal penalties, fines, or even lawsuits, which can significantly impact the financial health and reputation | Compliance with policies and regulations and strong corporate governance builds trust and credibility among stakeholders which enhance long-term relationships, attracting investment opportunities, avoiding operational disruptions and support sustainable business growth |
| Ethical Business | Corruption in securing, retaining or influencing favourable business decision and fraudulent practices may tarnish reputation, resulting in financial losses and reduced competitiveness | Strong governance to combat potential corruption practices enhances credibility and gains competitive edge |
| Cybersecurity and Data Protection | Cyberattacks can lead to unauthorised access, theft, or exposure of sensitive data, resulting in financial losses, loss of trade secrets and proprietary information, legal liabilities, and reputational damage | Robust cybersecurity measures build trust and confidence among customers, investors, and partners, enhancing the organisation's reputation and brand value |
| Economic Performance | Poor financial performance driven by cost overrun, rising material costs, economic slowdowns and heavy dependency on foreign labour affects business continuity and loss of investment opportunity | Strong financial positions and business resilience attract potential investors which may generate long-term value for business growth |
| Customer Satisfaction | Failure to meet customer expectations which may due to project delays, quality issues and cost overrun affects customer's confidence, resulting in reduced revenue, loss of market share and positioning, and long-term business impact | Delivering quality projects on time enhances reputation, strengthens market positioning, winning repeat business, as satisfied customers foster loyalty and promote ongoing opportunities |
| Supply Chain Management | Dependence on small supply chain pool (including suppliers and subcontractors) increases the risk of supply disruptions, quality issues and price volatility, resulting in potential vulnerability to maintain project progress, loss of influence and control, higher project cost and poor performance | Building collaborative relationships with suppliers and subcontractors based on trust, transparency, and mutual benefit fosters innovation, knowledge sharing, and joint problem-solving, leading to improved product quality, cost savings, and competitive advantage |

MATERIALITY AND STAKEHOLDERS
(CONTD)

RISK MANAGEMENT (CONT'D)

| MATERIAL MATTERS | RISKS | OPPORTUNITIES |
|--|--|--|
| Climate Change and Adaptation | Extreme weather events (heatwaves, floods, and inclement weather), impending climate related regulations, carbon tax and potential resource shortages may result in increase of construction cost, supply chain disruption and affecting business operations and profitability | We are committed to embed sustainable practices into our business strategy and operations as we strive to be a differentiator within the build industry. We believe by upholding good environmental stewardship not only enhances brand reputation and value, but more importantly, it drives us to be a profitable while socially responsible corporation |
| Resource and Waste Management | Inefficient waste management practices and non-compliance with environmental, health and safety regulations may result in fines, penalties, legal liabilities, and reputational damage and rising landfill cost for the organisation | Implementing waste reduction, recycling, and proper waste disposal initiatives enables the organisation to recover valuable materials, conserve natural resources, reduce raw material costs, and minimise environmental impact, while promoting circular economy principles |
| Water Management | Water supply disruption mainly due to dry seasons and water pollution affects project progress and poses operational risks | Implementing water conservation measures and actively exploring alternative water source enhances water use efficiency, reduced demand on municipal water supply and minimises water-related costs and risks |
| Pollution Control and Biodiversity | Failure to uphold and maintain compliance to environmental protection requirements such as waste management, generation and emissions can adversely affect surrounding communities, ecosystems and biodiversity, potentially resulting in legal repercussions | Executing due diligence in ensuring generations, emissions and discharges from our worksites are managed in accordance to legal compliance, protecting biodiversity and minimise disruption to the ecosystem at where we operate |
| Human Rights and Labour Practice | Violations of human rights and labour practices such as use of forced and child labour, discrimination, failure to provide safe and healthy work conditions can adversely affect our reputation and brand value as well as resulting in potential legal repercussions | Incorporating human rights standards and labour practices marks our continuous commitment to be a socially responsible business geared for long-term success |
| Employee Development and Management | Difficulty in attracting and retaining skilled employees, labour shortages, exclusionary practices or cultures can hinder business growth and innovation, leading to competitive disadvantages | Holistic human resource management including recruitment and selection process, investment in human capital, clear career development pathways and employees engagement creates positive working environment which drives productivity, spurs innovation and creativity, and improves organisational performance, supporting sustainable business growth |

MATERIALITY AND STAKEHOLDERS
(CONT'D)

RISK MANAGEMENT (CONT'D)

| MATERIAL MATTERS | RISKS | OPPORTUNITIES |
|---------------------------------------|---|--|
| Occupational Safety and Health | Failure to address health and safety hazards and non-compliances may caused unfavourable events, resulting in legal repercussions | Implementing strong safety management system fosters a culture of care, trust, and mutual respect, enhancing employee morale, motivation, and engagement |
| Community Enrichment | Failure to establish and maintain good relationship with communities where we operate may result in project delays, disputes and conflicts, potentially resulting in cost overruns and adversely impacting our reputation and brand value | Proactive engagement with communities where we operate through investment opportunities, collaboration for social initiatives, and supporting education programmes creates positive social impacts, demonstrating our commitment to support the 17 United Nations Sustainable Development Goals (UNSDGs) |

SUSTAINABILITY REPORT

ABOUT THIS REPORT

Binastra Corporation Berhad (“**Company**”) and its subsidiary (“**Binastra**” or “**Group**”) is delighted to present its Sustainability Report for the financial year 2025 (“**Report**”). This Report covers the sustainability strategies, principles, initiatives and performance of Binastra and focuses on the materiality matters identified via our latest materiality assessment.

Align with our motto To Build with Pride, we are dedicated to strive for a sustainable future for both people and the planet in our ongoing sustainability journey.

REPORTING SCOPE AND BOUNDARY

This Report covers the Group’s construction segment which includes buildings, infrastructure and Engineering, Procurement, Construction, and Commissioning (EPCC) projects in Malaysia from 1 February 2024 to 31 January 2025 (“**FY2025**”). Where possible, information from previous year has been included to provide comparative data.

This Report has been developed according to the Main Market Listing Requirements (“**Listing Requirements**”) of Bursa Securities Malaysia Berhad (“**Bursa Securities**”), with reference to:

- Bursa Securities’s Sustainability Reporting Guide 2022 (3rd edition)
- Listing Requirements of Bursa Securities [Enhanced Sustainability Reporting Requirements: Annexure A Practice Note 9]
- Global Reporting Initiative (“**GRI**”) Standards 2021
- Task Force on Climate-related Financial Disclosures (“**TCFD**”) Recommendations
- The United Nations Sustainable Development Goals (“**UNSDGs**”)
- FTSE4Good Bursa Malaysia Index
- Greenhouse Gas Corporate Accounting and Reporting Standard (“**GHG protocol**”)

ONLINE VERSION AND CONTACT POINT

This report is available on the Company’s website at www.binastracorp.com.my or download the pdf version from <https://binastracorp.com.my/reports/>.

Any feedback, suggestions or inputs to this report can be directed to ir@binastracorp.com.my.

SUSTAINABILITY REPORT (CONT'D)

STATEMENT OF ASSURANCE

We recognise the importance of accurate and transparent data disclosure. In the effort to strengthen the credibility of our Sustainability Report, selected parts of the data presented has been subjected to internal cross-functional review by Binastra's subject matter experts.

The indicators covered by the internal review include:

| Material Matters | Indicators |
|-------------------------------------|--|
| Supply Chain Management | Proportion of spending on local suppliers |
| Employee Development and Management | Diversity |
| | Total hours of training by employee category |
| | Total number of employee turnover |
| Water Management | Water consumption |
| Energy Management | Electricity consumption |
| Occupational Safety and Health | Lost time incident rate (LTIR) and fatality rate |
| | Number of employees trained on health and safety |
| Ethical Business | Percentage of employees who have received training on anti-corruption by employee category |
| | Confirmed incidents of corruption and action taken |

The boundary of the internal review includes all companies within the Group's financial control.

Moving forward, we target to expand the coverage of the assurance process as we remain dedicated to enhance the accuracy and quality of our disclosures.

This report has been reviewed and approved by the Board on 15 May 2025.

OUR APPROACH TO SUSTAINABILITY

SUSTAINABILITY FRAMEWORK

In 2024, Binastra has refined its sustainability framework to align with our business strategy, underpinned by the Group's vision and mission. Our framework aims to meet the expectations of stakeholders, reduce our environmental impact, and make positive contributions to the communities where we operate.

The framework focuses on four key pillars: Economic Sustainability, Social Sustainability, Environmental Sustainability, and Governance Sustainability. We endeavour to achieve measurable goals within each of these areas, addressing issues that are central to our material matters.

Our Vision

To Build with Pride, known for our quality craftsmanship, forward-thinking innovation, commitment to customer satisfaction, guided by the principles of sustainable development.

Our Mission

Our mission is distinguished by our commitment to delivering great quality, fostering innovation thinking, and upholding an unwavering dedication to customer satisfaction, all guided by the principles of sustainable development. We strive to set new standards of excellence in every project, ensuring lasting value for our clients, partners, and communities.

SUSTAINABILITY REPORT
(CONTD)

OUR APPROACH TO SUSTAINABILITY (CONT'D)

SUSTAINABILITY POLICY

As our organisation expands, our unwavering dedication and enthusiasm towards sustainability have become more pronounced. We have formulated a distinct company philosophy centred on sustainability, which serves as a guiding principle for all decisions concerning the economic and operational aspects of Binastra.





Sustainability has consistently been a cornerstone of the Group's culture as we endeavour to attain ongoing growth and profitability within a safe, caring, and sustainable environment. Our mission, as a responsible corporate citizen, is to uphold high standards of governance throughout our business to foster responsible business practices, mitigate environmental impacts, and address the social needs of the communities in which we operate.



SUSTAINABILITY REPORT
(CONT'D)

FY2025 ENVIRONMENTAL, SOCIAL AND GOVERNANCE (“ESG”) HIGHLIGHTS


GOVERNANCE

| | | |
|--|--|---|
|  <p>Over 80% employees completed Anti-Corruption and Bribery trainings</p> | <p>ZERO cases of bribery, corruption and whistleblowing</p> |  <p>ZERO substantiated complaints related to breaches of customer privacy or data loss</p> |
|--|--|---|

ECONOMIC

| | | |
|--|---|---|
|  <p>RM946.6 mil revenue in FY2025</p> | <p>99.9% procurement spent on local vendors</p> |  <p>80% customer satisfaction score</p> |
|--|---|---|

ENVIRONMENTAL

| | |
|--|---|
|  <p>459.1 tonnes of waste recycled and diverted from landfills</p> | <p>ZERO fines of major non-compliance environmental cases at all sites</p> |
|--|---|

SOCIAL

| | | |
|--|---|--|
| <p>ZERO human rights violation</p> |  <p>3,687.5 hours total training hours completed by employees</p> | <p>More than RM170,000 invested on various Corporate Social Responsibility activities</p> |
| <p>ZERO fatalities at all sites</p> | | |

SUSTAINABILITY REPORT
(CONTD)

GOVERNANCE [GRI 205-1, 205-2, 205-3, 418-1]

Binastra is committed to operating in the highest standards of good governance and business ethics encompasses rigorous compliance with regulations, fostering ethical conduct and corporate integrity.

Regulatory compliance enhances ethical business practices and promote integrity which are essential for fostering long-term growth and societal trust. Moreover, robust cybersecurity and data protection mechanisms safeguard sensitive information.

| | |
|--|--|
| <p>Material Matters:</p> <ul style="list-style-type: none"> • Governance and Compliance • Ethical Business • Cybersecurity and Data Protection | <p>UNSDGs Alignment:</p>  |
|--|--|

SUSTAINABILITY GOVERNANCE

The Group holds the belief that integrity and ethics are fundamental to good governance. They serve as the cornerstone for integrating sustainability goals into our decision-making processes, fostering transparency, managing risks effectively, and driving long-term success.

The Board is ultimately responsible for the Group’s strategic direction on sustainability while being supported by the respective Board Committees. The structure adopts a top-down approach with strong leadership oversight.

The Group developed a four-tiered structure comprising the Board, the Sustainability Committee (“**SC**”), Sustainability Co-ordinator and the Sustainability Working Group (“**SWG**”). The direct oversight provided by the Board allows for the monitoring of the Group’s sustainability strategies and its progress as well as potential risks and opportunities. The SC is chaired by the Independent Non-Executive Director and the SC Chairperson reports the progress on our sustainability initiatives to the Board quarterly. The SC is supported by the Sustainability Co-ordinator and SWG, which consists of representatives from various departments to drive the Group’s sustainability initiatives.

The engagement of SWG members from different departments signifies our collective effort to embed sustainability into our routine business activities. Our sustainability governance framework is designed to establish accountability for sustainability across all levels of the Group.

SUSTAINABILITY REPORT
(CONTD)

GOVERNANCE (CONT'D)

GOVERNANCE AND COMPLIANCE (CONT'D)

Corporate Policies

Binastra is committed to principles and best practices of corporate governance as guided by the Malaysian Code on Corporate Governance 2021 (“Code”) and Listing Requirements of Bursa Securities. We ensure that the standards of corporate governance are being observed throughout the Group with ultimate objective of creating long term value and returns to our stakeholders. Details of our Corporate Governance Statement are presented on pages 23 to 34 of this Annual Report.

| BINASTRA CORPORATE POLICIES | | |
|------------------------------------|--|--|
| For the Board and Management | For Corporate | For Stakeholders |
| Board Charter | Corporate Disclosure Policy | Shareholder's Rights relating to General Meeting |
| Directors' Fit and Proper Policy | Code of Conduct and Ethics | |
| Gender Diversity Policy and Target | Anti-Corruption and Bribery Policy | Stakeholders Communication Policy |
| Remuneration Policy and Procedures | Whistleblowing Policy | |
| Conflict of Interest Policy | Quality, Environmental, Safety and Health Policy | |

Regulatory Compliance

Binastra strictly adheres to national regulatory compliance, particularly concerning to the environmental, social, and governance elements. We regularly review the adequacy of our legal register to ensure we kept abreast of the latest developments and assess our compliance status if further improvement to our systems is required.

In addition to meeting regulatory requirements, the Group has implemented IMS to ensure environmental and occupational safety and health (“ESH”) compliance. These systems are complying to Environmental Quality Act 1974 (“EQA”), Occupational Safety and Health (Amendment) Act 2022 (“OSHA”), Construction Industry Development Board Act 1994 and all relevant laws and regulations.

During the year under review, eight non-compliance cases were recorded, involving issues related to vector control and occupational safety and health (“OSH”) matters. There were two cases resulting in RM5,000 fines while other cases did not result in any legal repercussions. We employ robust corrective action procedures to thoroughly investigate and resolve any incidents of non-compliance to ensure continuously improvement in adherence to regulations while preventing any recurrence. Emphasising compliance is essential, along with consistent monitoring the regulatory landscape to mitigate risks and promote sustainable business practices.

SUSTAINABILITY REPORT (CONT'D)

GOVERNANCE (CONT'D)

ETHICAL BUSINESS

Binastra is committed to maintaining high ethical standards and ensuring compliance across the Group, reflecting our core values. This commitment helps protect the business and its stakeholders, while also building trust and confidence.

Code of Conduct and Ethics

- Provides principles and guidelines for ethical behaviour
- Applies to employees and Directors for responsible decision-making

Anti-Corruption and Bribery Policy

- Prescribes guidelines on standard behaviour and adequate procedures pursuant to Malaysian Anti-Corruption Commission Act 2009
- Declaration by employees that they have read, understood and will abide by this policy
- Regularly reviewed to ensure compliance

Whistleblowing Policy

- Confidential reporting channel for employees and stakeholders
- Reports send directly to the Audit and Risk Management Committee Chairman
- No complaints of misconduct received for FY2025
- Policy available on Binastra's corporate website

Conflict of Interest Policy

- Provides guidance on how to deal with conflicts of interest situations
- Exercise duty of care to protect the interest of the Group with sound judgement and discretion
- Employees' responsibility to declare and inform the Company on any potential conflict

Anti-Corruption

At Binastra, we believe that through upholding highest standard of transparency and integrity is good for business and it ensures sustainable long-term growth. As such, we maintain a zero-tolerance policy towards all forms of bribery and corruption practices in all our business interactions. We recognise that our employees are key barriers to any form of bribery and corruption practices to the Company. Hence, emphasis on the importance of knowledge and awareness of the subject is crucial. In FY2025, 84% of our staff are trained on Binastra's Anti-Corruption and Bribery Policy, demonstrating our continuous effort in fostering a culture of honesty, ethical behaviour, and compliance across the organisation. Moving forward, we aim to ensure 100% of our staff are trained to reinforce the importance of ethical business and good conduct.

SUSTAINABILITY REPORT
(CONTD)

GOVERNANCE (CONT'D)

ETHICAL BUSINESS (CONT'D)

Anti-Corruption (Cont'd)

| Employee Category | 2025 | 2024 |
|-------------------------------|------------|------------|
| Management | 100% | 41%* |
| Executive | 100% | 61%* |
| Non-executive/Technical Staff | 100% | 43%* |
| General Workers | 75% | 0% |
| Total | 84% | 26% |

* Restated

CYBERSECURITY AND DATA PROTECTION

As we move into an increasingly digital world, the importance of cybersecurity and data protection has never been more critical. We have engaged a specialised information technology (“IT”) company to assist in upgrading our IT systems, including the implementation of secure servers, network improvements, and ensuring compliance with proper licensing standards. We will continue to invest in implementing robust cybersecurity measures to ensure the highest level of protection of our data which is predominant to our day-to-day operations. Additionally, we are dedicated to fostering a culture of cybersecurity awareness and responsibility among our employees.

As part of our commitment to maintaining the highest standard of data protection and privacy, we have taken proactive steps to address and mitigate any potential breaches of customer privacy and data loss. With the improvements mentioned above, we have a comprehensive IT infrastructure in place, including firewalls, on-site backup systems, and anti-virus software. In addition, employee information stored within our Human Resource Management System (“HRMS”) is safeguarded by strict access controls, ensuring only authorised personnel are allowed to access such data.

In FY2025, there were no complaints regarding breaches of customer privacy or losses of customer data recorded.

| | 2025 | 2024 |
|--|------|------|
| Number of substantiated complaints concerning breaches in customer privacy or data loss | Nil | Nil |

SUSTAINABILITY REPORT (CONT'D)

ECONOMIC [GRI 204, 204-1]

At Binastra, our business success is driven by our commitment to creating long-term value for our stakeholders. By achieving sustainable financial growth, we contribute to job creation, enhance tax contributions, and strengthen local supply chains.

We accomplish this by maintaining a leadership position in our core markets, embracing innovative technologies, leveraging the expertise of our employees to meet the evolving needs of customers, and strategically pursuing opportunities to expand into new markets.

Material Matters:

- Economic Performance
- Customer Satisfaction
- Supply Chain Management

UNSDGs Alignment:



ECONOMIC PERFORMANCE

In FY2025, Binastra reported a total revenue of RM946.6 million and consistently generates values for our stakeholders, as illustrated in the table below.

| | 2025 RM'million | 2024 RM'million |
|--|--------------------|--------------------|
| Economic value generated (i.e. revenue and other income) | 946.6 | 425.2 |
| Economic value distributed: | 856.3 | 384.4 |
| • Operating costs | 801.9 | 360.1 |
| • Employee wages and benefits | 18.5 | 10.3 |
| • Payment to providers of capital (i.e. dividend and financing cost) | 1.5 | 0.3 |
| • Payment to government (i.e. tax) | 34.2 | 13.6 |
| • Community investment | 0.2 | 0.1 |
| Economic value retained | 90.3 | 40.8 |

Note: The financial results presented in the table are derived from the audited financial statements and our Management Discussion and Analysis, which are available for reference in our Annual Report 2025.

ECONOMIC (CONT'D)

CUSTOMER SATISFACTION

The Group acknowledges that customer satisfaction and loyalty are of paramount importance. We are committed to maintaining high-quality standards and actively considering customer feedback, ensuring we uphold a strong reputation as a reliable and reputable partner. Satisfied customers not only become promoters but also contribute to our growth through valuable referrals and insights.

To exceed customer expectations, we prioritise prompt communication and feedback at all our projects. Engaging with customers through various channels, including meetings, emails, and our website, allows us to gain crucial insights that drive continuous improvement.

To ensure ongoing satisfaction, we conduct annual customer satisfaction survey that help assess our performance and identify areas for further enhancement. Our impartial feedback mechanism allows us to address complaints effectively, reinforcing our commitment to service excellence and long-term success.

Binastra’s overall customer satisfaction score:
FY2025: 80% (FY2024: 79%)

We are committed to delivering the highest quality products and services and will continue to prioritise customer satisfaction. Our goal is to consistently exceed expectations and uphold the trust and loyalty of our valued clients.

Products and Services Quality and Safety

Products and services quality, and safety, are core principles embedded in Binastra’s culture. Our track record of success comes from consistent delivery of reliable products and services that strengthen customer confidence, establishing us as a market leader. Achieving this requires a comprehensive approach to quality and safety across our entire value chain.

Quality Assessment System in Construction (“QLASSIC”)

Our commitment to quality in building construction projects is evaluated through Construction Industry Development Board (“CIDB”)’s QLASSIC. The Group evaluates quality across multiple dimensions, including the build quality of its properties, service quality, and customer satisfaction. By adhering to QLASSIC quality assessment system, we ensure that our finished units consistently meet or exceed industry benchmarks.

At Binastra, we apply the QLASSIC methodology by CIDB Malaysia to measure the workmanship quality of our building construction projects. We ensure our finished products are consistently exceeding the contractual requirements of 70% and strive to surpass the national industry average of 76% (year 2022), delivering our commitment of quality craftsmanship and customer satisfaction to our clients and stakeholders. In FY2025, as all projects undertaken by Binastra are still in their active stage, no projects were assessed for QLASSIC score.

SUSTAINABILITY REPORT (CONT'D)

ECONOMIC (CONT'D)

CUSTOMER SATISFACTION (CONT'D)

Products and Services Quality and Safety (Cont'd)

Integrated Management System (“IMS”)

Binastra is certified with the International Organisation for Standardisation (“ISO”) from Intertek Certification Limited, with accreditation from the United Kingdom Accreditation Service. Our IMS, based on ISO 9001:2015 (Quality Management Systems), ISO 14001:2015 (Environmental Management Systems), and ISO 45001:2018 (Occupational Health and Safety Management Systems), forms the foundation of our systematic operations. This certification highlights our dedication to maintaining stringent quality and safety standards, strengthening our position as a reliable contractor in the property development sector. By leveraging the IMS, we consistently fulfill customer expectations, mitigate risks, and adhere to regulatory requirements, ensuring the delivery of safe, high-quality services to our clients and stakeholders.

| | |
|---|--|
| Management System Certifications | Quality Management |
| | ISO 9001: 2015 Certification No: Q1032588 |
| | Environmental Management |
| | ISO 14001: 2015 Certification No: E1032588 |
| | Occupational Health and Safety Management |
| | ISO 45001: 2018 Certification No: 0179558 |

Quality Assurance and Control (“QAQC”)

At Binastra, QAQC are integral to our construction process, reflecting our commitment to quality excellence and customer satisfaction. Our QAQC team conducts thorough inspections, starting six months prior to attaining Certificate of Practical Completion (“CPC”). These pre-CPC and post-CPC inspections help to identify and address potential defects and quality issues. Leveraging on advanced software for defect data collection and analysis, we ensure a systematic approach to maintaining the highest standards of quality. This meticulous process not only minimises post-delivery issues but also enhances customer satisfaction by delivering properties that meet or exceed expectations.

ECONOMIC (CONT'D)

CUSTOMER SATISFACTION (CONT'D)

Innovation

Innovation plays a crucial role in ensuring the long-term success of Binastra’s business. It serves as a proactive strategy to address the growing concerns related to social and environmental issues. Additionally, innovation provides an opportunity to introduce new and unique products or services that meet the evolving needs of our customers.

Value Engineering

We have adopted value engineering, a systematic and organised approach to improving project value. This process focuses on enhancing working methods, functionality, and reducing wastage by reviewing the function, construction methods, designs, materials, and associated costs of each project element.

Self-Climbing Platform (“SCP”)

A SCP is an advanced construction tool that automatically moves upward as the building rises. It provides a stable working surface at higher levels without needing cranes or scaffolding. By using mechanical systems, typically electrical operated chain hoists, SCP improves safety, efficiency, and accessibility, especially in tight spaces, making them a valuable innovation in modern construction.

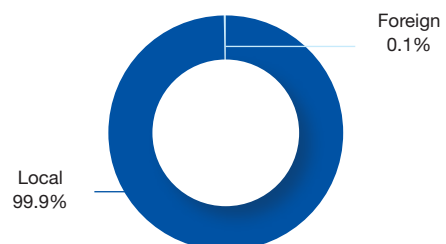
SUPPLY CHAIN MANAGEMENT

Binastra prioritises trust and integrity in all supplier relationships. We recognise our obligation to support local supply chains to enhance efficiency, productivity and sustainability in Malaysia. We recorded a slight decrease in the proportion of spending on local suppliers due to economic feasibility and time efficiency to ensure optimal outcomes.

| | 2025 | 2024 |
|--|-------|------|
| Proportion of spending on local suppliers | 99.9% | 100% |

We place significant emphasis on supporting local procurement whenever possible to spur the growth of local industries, which in turn creating more job opportunities. In addition, this also minimise the distance of materials and products travel and reduce emissions, contributing to environmental conservation, hence also crucial in adhering to clients’ requirements in Green Real Estate (“**GreenRE**”) or Green Building Index (“**GBI**”) certification standards.

**Proportion of Spending on Local Suppliers (%)
FY2025**



SUSTAINABILITY REPORT (CONT'D)

ECONOMIC (CONT'D)

SUPPLY CHAIN MANAGEMENT (CONT'D)

To uphold fairness and transparency in our procurement practices, we engage vendors through the following processes to select the most credible suppliers and subcontractors.



Our vendor control process includes continuous monitoring of their performance through regular feedback from project personnel, with corrective actions taken as necessary. During annual vendor performance assessments, vendors who fail to meet delivery and service expectations in terms of budget compliance, market pricing, and adherence to Quality, Safety, Health and Environmental (“**QESH**”) specifications and requirements, are either rejected or placed under review if they are in the process of improvement.

Moving forward, we plan to enhance our procurement practices by developing a sustainable procurement policy and extend the coverage to our suppliers, encompassing contractors and service providers. As part of this initiative, we are working toward incorporating ESG criteria into the screening process of new vendors selection, as well the evaluation of ESG readiness and practices of our existing contractors and suppliers.

ENVIRONMENTAL [GRI 302-1, 303-3, 303-4, 303-5, 305, 305-1, 305-2, 305-3, 306-3, 306-4, 306-5]

Climate change is one of the most pressing global challenges of our time, posing significant risks to the construction industry. We are mindful of these risks and adopting proactive strategies is crucial for ensuring business continuity, regulatory compliance, and environmental stewardship.

Binastra strives to uphold environmental standards in our work by improving environmental performance and minimising our environmental impacts in the areas of energy efficiency, waste and water management and biodiversity conservation. We recognise our duty to minimise carbon footprint and seize opportunities that arise in the transition to a low-carbon economy.

Material Matters:

- Climate Change and Adaptation
- Resource and Waste Management
- Water Management
- Pollution Control and Biodiversity

UNSDGs Alignment:



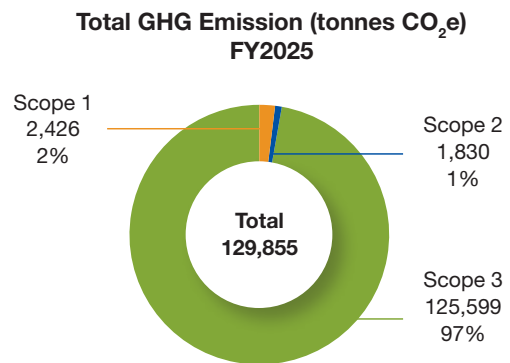
ENVIRONMENTAL (CONT'D)

CLIMATE CHANGE AND ADAPTATION

Carbon Emission

Binastra endeavours to manage and reduce energy consumption and greenhouse gas (“GHG”) emissions in contributing to climate change impacts. We are always conscious of how our business operations can directly and indirectly contribute to climate change. In ensuring our emissions are managed, we have embarked on measuring our Scope 1, 2 and 3 emissions in FY2025. This marks our first emissions report and serves as a basis for establishing our emission reduction target in future. Our approach to calculating our carbon footprint adheres to the GHG Protocol with emission factors adopted from reputable sources including the Department of Environment, Food and Rural Affairs, and the Energy Commission Malaysia 2022.

In FY2025, total GHG emission by the Group was 129,855 tonnes CO₂e. The intensity of our total Scope 1 and 2 emissions is 4.5 tonnes / RM1 million revenue. We will continue to measure and monitor our carbon footprint to ensure they are managed and identify opportunities for reduction.



SCOPE 1 GHG EMISSIONS

Scope 1 (direct emission) GHG emissions include all fuel consumptions for stationery combustion of machinery, plants and equipment that owned by Binastra at construction sites as well as petrol to power the Group’s vehicle fleet.

SCOPE 2 GHG EMISSIONS

Scope 2 (indirect emission) GHG emissions are purchased electricity from the electricity grids and consumed by Binastra head office, site offices, project sites, and Group’s assets.

SCOPE 3 GHG EMISSIONS

Scope 3 GHG emissions include all other indirect emission generated across the Group. These based on GHG Protocol: Technical Guide for Calculating Scope 3 Emissions (version 1.0), we have reported 3 categories under Scope 3 in FY2025.

| Category | Boundary | Calculation Method |
|--------------------------------|----------------|-----------------------|
| 1 Purchased goods and services | Binastra Group | Average-data method |
| 6 Business Travel | Binastra Group | Distance-based method |
| 7 Employee Commuting | Binastra Group | Distance-based method |

SUSTAINABILITY REPORT (CONT'D)

ENVIRONMENTAL (CONT'D)

CLIMATE CHANGE AND ADAPTATION (CONT'D)

Carbon Emission (Cont'd)

Green Building

Binastra is committed to sustainable development by enhancing our capabilities to meet the growing demand for environmentally sound structures in Malaysia. We align many of our projects with the GBI and GreenRE certification standards, incorporating energy-efficient designs, sustainable materials, and waste reduction practices. By adhering to these standards, we contribute to healthier, energy-efficient buildings and promote environmental stewardship, helping create a greener, more sustainable built environment for the communities we serve.

| Project | Certification | Award | Status |
|------------|---------------|-----------|---------|
| D'Terra | GreenRE | Gold | Ongoing |
| D'Tessera | GreenRE | Gold | Ongoing |
| Kingswoodz | GreenRE | Silver | Ongoing |
| SA1 | GreenRE | Gold | Ongoing |
| The Atas | GBI | Certified | Ongoing |

Energy Management

Binastra is committed to address the challenges of energy consumption and GHG emissions. The primary source of energy consumption was purchased electricity from the grid. For FY2025, the total energy consumed increased sharply as compared to previous financial year was primarily due to significant increase in the Group's business activities and enhanced reporting coverage.

| Energy Consumption | 2025 | 2024 |
|---------------------------------------|--------------------|-------------------|
| Total Energy Consumption (kWh) | 2,608,065.5 | 511,816.4* |
| Electricity | 2,363,925.0 | 307,652.0 |
| Diesel | 244,140.5 | 204,164.4 |

* Restated

We also endeavour to improve our GHG emission by sourcing for renewable energy. We are exploring the installation of solar panels on our leased and managed properties progressively. While still in the early stages, this initiative aligns with our commitment to reduce carbon emission and contribute to our environmental responsibility.

SUSTAINABILITY REPORT
(CONTD)

ENVIRONMENTAL (CONT'D)

RESOURCE AND WASTE MANAGEMENT

The increasing challenges of population growth, urbanisation, and resource scarcity demands a holistic approach to resource optimisation and waste management. We emphasise the importance of responsible waste management to mitigate our environmental impact and contribute positively to the communities we serve. At Binastra, we prioritise waste management at our construction sites, recognising the potential hazards and adverse environmental impacts associated with waste production.

We are committed to maximising the efficiency of raw material use and adopting cautious waste-handling practices to safeguard the environment and public health. By ensuring proper disposal of solid and hazardous waste, we strive to reduce our environmental footprint while supporting sustainable and resilient communities.

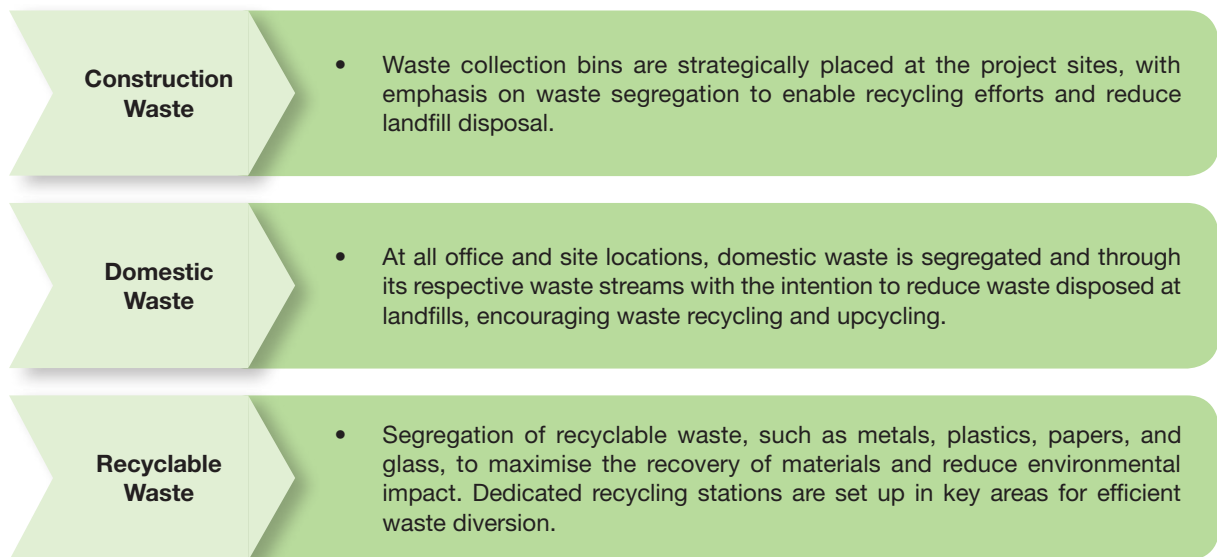
Our waste management practices adhere to the regulations set forth by the Department of Environment (“DOE”). This includes engaging licensed and approved waste transporters and ensuring disposal sites are approved landfill and disposal facilities.

| Waste Management | 2025 |
|--|-----------------|
| Total waste generated (metric tonnes) | 57,285.2 |
| Total waste directed to landfill | 56,826.1 |
| Total waste diverted from landfill | 459.1 |

Our Waste Management Approach

At Binastra, waste is classified into categories of non-hazardous and hazardous waste. Non-hazardous waste includes construction waste, domestic waste and recyclable waste whilst hazardous waste are known as scheduled waste. The management of waste shall adhere to the different disposal requirements in accordance to standard practices and legal conformance.

Non-Hazardous Waste Management



ENVIRONMENTAL (CONT'D)

RESOURCE AND WASTE MANAGEMENT (CONT'D)

Our Initiative to Waste Reduction (Cont'd)

Innovative Construction Practice

| Aluminium Formwork |
|--|
| <ul style="list-style-type: none"> • Crafted from recyclable aluminium, offering a sustainable alternative to timber and plastic. • These formwork are durable and reusable, reducing waste generation. |
| Green Concrete |
| <ul style="list-style-type: none"> • Ground Granulated Blast Furnace Slag (GGBS) and Pulverised Fuel Ash (PFA) are sustainable by-products from the steel and power industries, respectively, offering eco-friendly alternatives to traditional cement and significantly reducing carbon emissions. • These materials improve concrete durability and contribute to waste reduction, promoting a more sustainable construction approach. |

WATER MANAGEMENT

At Binastra, we are aware that the increasing problem of water scarcity is a pressing concern driven by factors such as climate change, poor water management, and pollution. As water shortages and restrictions become more common, the Group remains committed to mitigating these risks by adopting effective water management strategies throughout all our operations.

Our water management initiatives include:

| Office | Site |
|--|--|
| <ul style="list-style-type: none"> • Reduce water wastage through regular checking and scheduled maintenance of toilets, pantries, etc; • Install modified water taps with lower flow rates at our offices; and • Educating employees on responsible water use and raising awareness about proper water management practices. | <ul style="list-style-type: none"> • Implement rainwater harvesting system for our sites to reduce water dependency on municipal water; and • Engaging external parties to conduct periodic water sampling to ensure no contamination on the surrounding water bodies from our development activities. |


| Water Consumption | 2025 | 2024 |
|---|---------------|----------------|
| Total water consumption in operation (m³) | 98,237 | 54,788* |

* Restated

SUSTAINABILITY REPORT
(CONTD)

SOCIAL [GRI 201-1, 401, 401-1, 403, 403-5, 403-9, 404, 404-1, 405, 405-1, 405-2]

As Binastra continues to grow, attracting and nurturing potential talent has become more essential than ever. Our project-focused operations call for a workforce that embraces innovation and diversity. We are committed to maintaining a workplace and business environment that respects human rights, while prioritising safety and health with no compromise. Our culture is rooted in genuine care for our people, a principle that also guides our efforts to support and uplift the communities we serve.

| | |
|---|--|
| <p>Material Matters:</p> <ul style="list-style-type: none"> • Human Rights and Labour Practice • Employee Development and Management • Occupational Safety and Health • Community Enrichment | <p>UNSDGs Alignment:</p>  |
|---|--|

HUMAN RIGHTS AND LABOUR PRACTICE

At Binastra, we are committed to upholding the rights of every employee, recognising the value of their talents, and ensuring they are treated with dignity, respect, and fairness. Our Board and Management lead by example, establishing ethical guidelines that reflect our steadfast dedication to human rights and the well-being of every individual within our organisation.

| | 2025 | 2024 |
|--|------|------|
| Number of substantiated complaints concerning human rights violations | Nil | Nil |

Fair Compensation and Welfare






- 🔗 Fair Wages – Comply to Malaysia’s Minimum Wage Order 2024
- 🕒 Compliance with Employment Act 1955 – Fair working hours and overtime pay
- 🗣️ Employee Engagement – Regular sessions to ensure transparency and awareness

SUSTAINABILITY REPORT (CONT'D)


SOCIAL (CONT'D)

HUMAN RIGHTS AND LABOUR PRACTICE (CONT'D)


Respecting Workers' Rights

-  Dignity and Respect – Fair treatment for all workers, including contractors
-  Legal Compliance – Employment Act 1955, OSHA, Employees' Minimum Standards of Housing, Accommodations and Amenities Act 1990
-  Quality Accommodation – Safe and suitable housing with essential amenities
-  No Passport Retention – Full respect for workers' freedom
-  Workplace Safety – Fair wages and comprehensive safety training

Freedom of Association

-  Employees have the right to freely join organisations, including political parties, non-governmental organisations, trade unions, and professional associations. We promote an inclusive and open workplace where employees feel empowered and respected. No employee faces discrimination or reprisal for exercising their right to associate.

Collective Bargaining

-  Employees can form or join trade unions without fear of retaliation. While no formal requests have been made, Human Resource (“HR”) actively engages with employees to address concerns. We support open communication and will fully facilitate union formation if requested.

SOCIAL (CONT'D)

HUMAN RIGHTS AND LABOUR PRACTICE (CONT'D)

Access to Grievance Mechanisms

Whistleblowing and Grievance Policy

- Effective handling of misconduct in ensuring accountability and ethical business practices
- Employees are fully informed on the policy and grievance handling process
- Employee can raise their grievance by submitting Grievance form to their immediate supervisor or to the HR Department
- Any misconduct is encouraged to be addressed to the Chairman of Audit and Risk Management Committee at whistleblow@binastracorp.com.my

Secure and Transparent Reporting

- Open to all individuals (employees and external parties)
- Misconducts can be reported through email whilst employee grievance are managed internally through the grievance mechanism
- No intimidation, fear of retaliation or reprisal regardless of the outcome of the investigation

Management of Grievances and Reporting

- All reported cases shall be investigated impartially to establish any grounds on the allegations
- Anonymity is maintained throughout the reporting, investigation, and post-investigation phases, except where disclosure is mandated by law or is necessary for any legal proceedings
- Conclusion of investigation is reported to the Chairman of the Audit and Risk Management Committee for review and necessary action

EMPLOYEE DEVELOPMENT AND MANAGEMENT

We are committed to attracting top talent and fostering a diverse, equitable, and inclusive workforce. By promoting equal opportunities, fair compensation, and mental well-being, we empower all individuals, including those with disabilities, to thrive. We believe in lifelong learning and development, providing specialised training to equip our employees with the skills needed to excel in our projects and supporting their ongoing growth both inside and outside the workplace.

Our Workplace Diversity

As of 31 January 2025, our workforce comprises 544 employees, with 13% women and 87% men. This gender distribution reflects the industry’s reliance on male-dominated general labour roles. However, when excluding these positions, women represent 29% of our workforce, highlighting our commitment to advancing gender diversity across all functions.

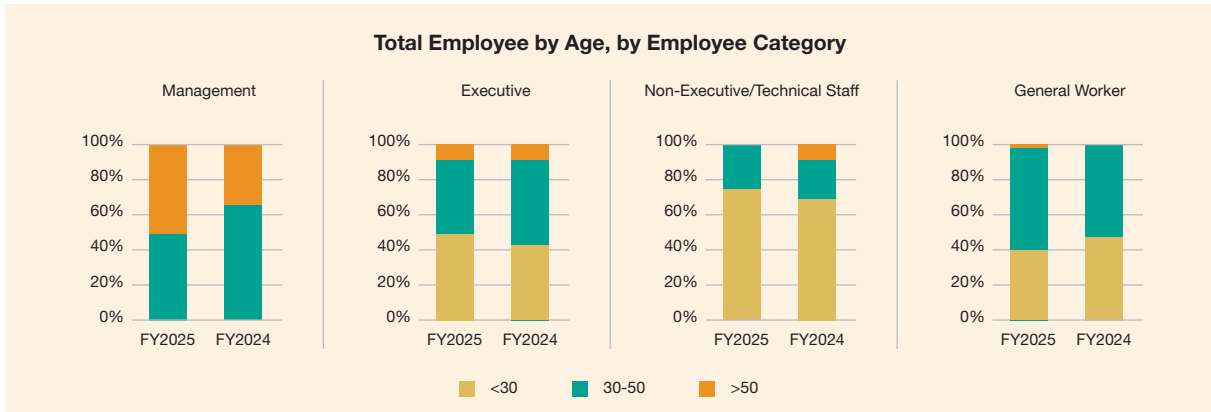
In FY2025, we welcomed 346 new employees as part of our continued growth and recovery post-pandemic. Our expansion into regional operations and diversified project portfolio have provided opportunities to enhance diversity by bringing in individuals with specialised skills and varied backgrounds. We remain committed to creating a workforce that reflects a broad spectrum of perspectives and talents.

SUSTAINABILITY REPORT
(CONT'D)

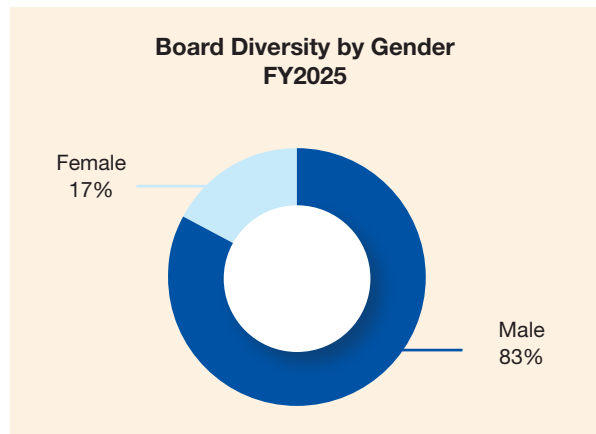
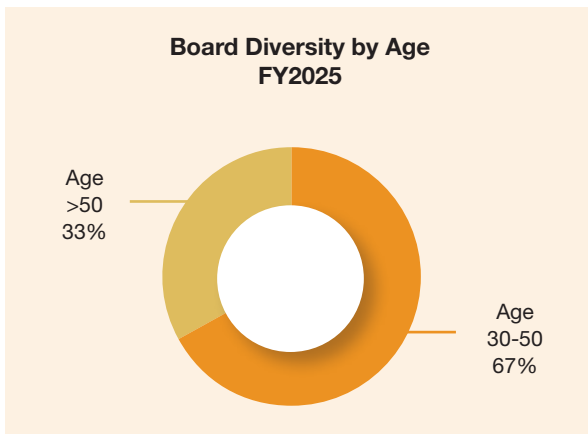
SOCIAL (CONT'D)

EMPLOYEE DEVELOPMENT AND MANAGEMENT (CONT'D)

Our Workplace Diversity (Cont'd)



The Nomination Committee is focused on building a diverse team with a variety of skills and experiences, including the Board. In the past financial year, 17% of the board members were women, reflecting ongoing efforts toward gender diversity. While the Board acknowledges the importance of meeting the 30% gender target outlined in the Code, it prioritises the right mix of skills for the Group's needs. The Board remains committed to achieving gender balance at all levels and will continue working to identify qualified female directors, despite challenges in meeting this goal in the current business environment.



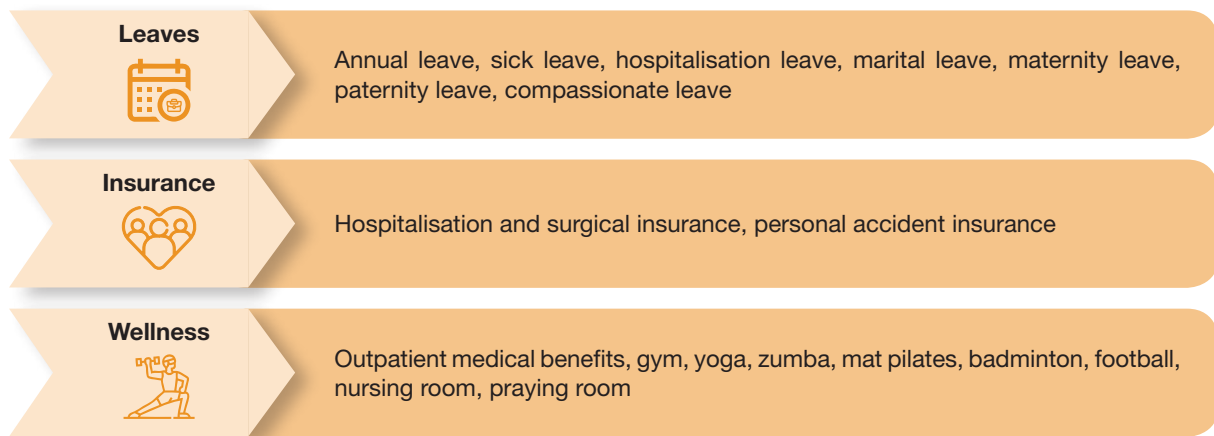
SUSTAINABILITY REPORT (CONT'D)

SOCIAL (CONT'D)

EMPLOYEE DEVELOPMENT AND MANAGEMENT (CONT'D)

Welfare and Benefits

Our Group is dedicated to fostering employee well-being, recognising that a healthy and supportive workforce is essential for long-term success. We prioritise the physical, mental, and emotional health of our employees through initiatives such as the recent introduction of a nursing room to support working parents. These efforts aim to create an inclusive and supportive environment where every employee feels valued and empowered to reach their full potential.



We also conduct regular evaluation of employee compensation and benefits to ensure they meet the evolving needs of our workforce, while fully complying with local labour laws. As of 31 January 2025, 100% of our staff are covered or eligible for one or more of the benefits provided. Looking ahead, we plan to enhance our benefits to include additional features such as dental and optical coverage, further strengthening the support provided for our employees.

Professional Development

Talent Acquisition and Onboarding

Our goal is to nurture the growth and development of our existing workforce, providing opportunities for career progression within Binastra. We are committed to maximising the potential of our internal talent pool.

In situations where internal promotion is not viable, our Human Resource team utilises a wide range of assessment tools to ensure a fair and thorough recruitment process. Candidates are selected based on their fit for specific job requirements and alignment with our Group's objectives. We aim to attract, hire, develop, and retain individuals who will contribute positively to our mission. All new hires benefit from onboarding programme that includes induction on HR policies, safety procedures, and ISO standards, which designed to support a smooth transition into our organisation.

Upskilling and Reskilling

Empowering our employees to succeed is fundamental to the growth and success of the Group. To achieve this, we offer continuous learning opportunities that promote both personal and professional development. During the review period, we have clocked 3,687.5 training hours through a combination of internal and external learning approaches. Training programmes include ESG, construction management, contracts management, quality control in building construction, e-invoicing, internal auditing, ESH related topics, conflict of interest and anti-bribery and corruption.

SUSTAINABILITY REPORT
(CONTD)

SOCIAL (CONT'D)

EMPLOYEE DEVELOPMENT AND MANAGEMENT (CONT'D)

Professional Development (Cont'd)

Upskilling and Reskilling (Cont'd)

In FY2025, we have introduced a Refresh Induction Training Programme designed to ensure all employees, regardless of tenure, are informed and updated on the Group’s latest HR policies and compliance procedures, ethical standards, ISO and ESH requirements. This programme is pivotal to align to Binastra’s strategic direction, values, and goals across all employee levels. At the present time, the refresher programme is rolled out in phases to enhance coverage across all departments and employee levels, reflecting our ongoing dedication to employee development and good governance.

In line with our commitment to continuous learning and professional development, we have implemented a structured forward looking training plan for each individual employee to enhance their skills and competencies. We also aim to support personal development to strengthen the organisation’s overall capacity and capability development.

| Employee Category | Total hours of training | |
|-------------------------------|-------------------------|----------------|
| | 2025 | 2024 |
| Management | 679.0 | 664.0 |
| Executive | 2,330.5 | 640.0 |
| Non-executive/Technical staff | 55.0 | 148.0 |
| General workers | 623.0 | 266.0 |
| Total | 3,687.5 | 1,718.0 |

| | 2025 | 2024 |
|--|----------|----------|
| Overall average training hours per employee (hours) | 7 | 6 |



Refresh Induction Training Programme at site



Conflict of Interest Training Course

SUSTAINABILITY REPORT (CONT'D)

SOCIAL (CONT'D)

EMPLOYEE DEVELOPMENT AND MANAGEMENT (CONT'D)

Professional Development (Cont'd)

Performance Management and Compensation

At Binastra, we are committed to being result-driven, accountable, collaborative, and focused on shared success, which drives both individual and team performance. These values shape our work culture, guiding us toward achieving measurable results, taking responsibility for our actions, promoting teamwork, and celebrating collective accomplishments.

We recognise and reward exceptional performance with bonuses and promotions, particularly when employees deliver high-quality results and demonstrate outstanding behaviour. Our employees are compensated with competitive pay and benefits, including opportunities for bonuses that reflecting their significant contributions.

Implementing the HRMS to streamline and automate HR functions is part of our roadmap. With the centralised and organised data, managers will be able to oversee, monitor and review employee progress more effectively. We are also in the process of establishing key performance goals and evaluation framework to strengthen our performance management. Additionally, the HRMS will enable data-informed decisions on salary adjustments, bonuses, and promotions while maintaining internal equity and alignment with budget considerations.

Succession Planning

Succession planning is crucial for the long-term success of our Group as human resource remains one of the biggest contributors to the sustainability of our business operations. Our HR department continually review the effectiveness and efficacy of our human management strategy, ensuring these policies and procedures are sufficient and relevant to the industry and business needs.

We have in place succession planning, especially for key positions to ensure smooth leadership transitions. The plan is currently implemented in phases across the Group, where recent improvements have been made to refine the succession process. Targeted training programme have been identified for potential staff to strengthen their knowledge, skills and abilities as a preparation for future leadership positions.

Employee Retention

In FY2025, our turnover rate improved slightly, at 11% compared to 14% in the previous reporting year, a testament to our continual effort in creating and maintaining a conducive and vibrant work environment. As we focus on enhancing our salary and reward structures, implementing targeted upskilling and reskilling programs and strengthening talent development programs, we foster a culture of growth and innovation that reinforces employee loyalty and long-term commitment to our Group.

| Employee Category | Total number of new hires | |
|-------------------------------|---------------------------|------------|
| | 2025 | 2024 |
| Management | 10 | 17 |
| Executive | 94 | 51 |
| Non-executive/Technical staff | 1 | 11 |
| General workers | 241 | 133 |
| Total | 346 | 212 |

SOCIAL (CONT'D)

EMPLOYEE DEVELOPMENT AND MANAGEMENT (CONT'D)

Professional Development (Cont'd)

Employee Retention (Cont'd)

| Employee Category | Total number of employee turnover | |
|------------------------------------|-----------------------------------|------------|
| | 2025 | 2024 |
| Management | 0 | 10 |
| Executive | 20 | 18 |
| Non-executive/Technical staff | 2 | 7 |
| General workers | 39 | 1 |
| Total | 61 | 36 |
| Employee turnover rate* (%) | 11% | 14% |

* Calculated based on number of employee turnover over total number of employees

| Employee Category | Total number | |
|-------------------------------|--------------|------------|
| | 2025 | 2024 |
| Management | 44 | 34 |
| Executive | 153 | 79 |
| Non-executive/Technical staff | 13 | 14 |
| General workers | 334 | 132 |
| Total | 544 | 259 |

Employee Engagement

Binastra is dedicated to foster a culture of engagement and inclusion in the workplace through various activities in different aspects incorporating health, wellness and leisure.



Badminton Competition

To promote physical fitness, teamwork and friendly competition among employees

SUSTAINABILITY REPORT
(CONT'D)

SOCIAL (CONT'D)

EMPLOYEE DEVELOPMENT AND MANAGEMENT (CONT'D)

Professional Development (Cont'd)

Employee Engagement (Cont'd)



Football Friendly Matches

To promote physical fitness, teamwork and friendly competition with different parties such as clients, contractors, authorities



Gym, Zumba and Mat Pilates Classes

To improve physical and mental health of employees



Festive Celebrations

To improve employee morale, create positive environment and celebrate cultural diversity

SOCIAL (CONT'D)

EMPLOYEE DEVELOPMENT AND MANAGEMENT (CONT'D)

Professional Development (Cont'd)

Employee Engagement (Cont'd)



Birthday Celebration

To promote a supportive atmosphere, appreciate and acknowledge employee value and strengthen the bonding

We prioritise employee welfare by actively listening to their feedback and enhancing office facilities. This includes upgrading pantry area, providing coffee machine, and creating breakout area for lunch and social interaction. Additionally, we support employees' well-being and healthy lifestyle by introducing an office gym.

Moving forward, Binastra remains committed to cultivating a strong sense of togetherness and strengthening cohesion among employees.

OCCUPATIONAL SAFETY AND HEALTH

In our dedication to building sustainable organisations, we place a strong emphasis on employee health and safety. Our goal is to eliminate unsafe practices and foster a proactive "safety first" culture across our workforce. At Binastra, workplace health and safety are seamlessly integrated into our daily operations, becoming a fundamental part of everything we do. We enforce strict procedures to protect the physical well-being of our on-site employees while also promoting initiatives that enhance their mental health. Our aim is to achieve zero fatalities and a zero Lost Time Incident Rate (LTIR).

OSH Reporting

Binastra strives to achieve zero fatal accident at all sites and to minimise accidents through continuous improvement in OSH management system. We are committed to provide a safe working environment where workplace inspections are conducted daily, weekly and monthly by our competent Safety and Health Officers certified by Department of Occupational Safety and Health. Our accidents and incidents reporting mechanism enable ongoing enhancement to OSH practices. All recorded occurrences undergo root-cause analysis, leading to mitigation plans and preventive measures aimed at reducing workplace accidents and ensuring safe working environment for all.

SUSTAINABILITY REPORT (CONT'D)

SOCIAL (CONT'D)

OCCUPATIONAL SAFETY AND HEALTH (CONT'D)

OSH Reporting (Cont'd)

Our Environmental, Safety and Health Committee (“**ESHC**”) move a step forward to manage the overall safety effectively at each of our operating sites. They hold greater roles and responsibilities in ensuring the safety and health management. The primary roles and responsibilities of the ESHC include:

- Conducting ESH inspections and documenting the findings to identify potential risks and implement preventive measures to mitigate them;
- Investigating any accidents, near-misses, occupational health hazards, and related issues thoroughly, and taking appropriate measures to address them effectively;
- Establishing, reviewing, and updating the project’s Safety and Health Plan to ensure its alignment with regulatory requirements and best practices; and
- Serving as a communication channel between the employer and workers, facilitating the exchange of information, concerns, and feedback related to ESH matters.

Our ESHC meetings are conducted monthly at all sites. Chaired by senior project manager, with the Safety and Health Officer assuming the role of Secretary, the committee comprises representative from Binastra employees, subcontractors and nominated subcontractors. The safety and health performance of the contractors was monitored and assessed through inspections and walkabouts to ensure full compliance to our safety practices.

| | 2025 | 2024 |
|---|------|------|
| Number of work-related fatalities* | 0 | 0 |
| Lost time incident rate (LTIR)* | 0 | 0 |

* These data extracted from JKKP8 form for the reporting period of 1 January to 31 December 2024 and 2023.

OSH Management System and IMS

The OSH Management strategy is guided by our QESH management system which integrated into one system known as IMS to ease the effective management. Our QESH Policy is established to guide us to manage OSH in a systematic manner through continuous monitoring, review and assess the adequacy of existing control measures and manage risks effectively. We always strive for safety first to ensure that, not only our employees and contractors, but also the public are protected from ill health and injury by implementing industry best practices. We are certified with ISO 45001:2018 Occupational Health and Safety Management Systems.

Binastra Group also committed to maintain a safe and healthy working environment by embedding the QESH Policy into our daily operations. Safety and Health Policy are in place to emphasise:

- Compliance with the applicable health and safety statutory and regulatory requirements;
- Create and maintain a health and safe working environment;
- Ensure all employees and contractors are properly trained and adhere to safety and health requirements at work;
- Actively communicate and promote quality, health and safety awareness to all employees; and
- Continual improvement of the occupational safety and health management system.

Safety and health standard procedures has been established. The procedures cover personal protective equipment, safety and health committee meetings, emergency response plans, inspections and meetings. Regular updates to these procedures and related forms underscore Binastra’s continuous commitment for improvement.

SOCIAL (CONT'D)

OCCUPATIONAL SAFETY AND HEALTH (CONT'D)

OSH Training

Occupational Safety and Health related Training Programs including:

- Working at Height
- Chemical Spillage Training
- Hazard Identification, Risk Assessment and Risk Control (HIRARC)
- Emergency Response Training

Knowledge and right information can prevent incident and accidents. With proper safety induction, workers are equipped with essential knowledge and skills to conduct their work safely. It is compulsory for new hires and visitors to complete site safety induction sessions prior entering our project sites to ensure they are aware of safety hazards and necessary safeguards in case of emergency. In FY2025, 59 employees attended external safety training programs to strengthen their competency and keep up to date with current safety standards and regulatory requirements. In total, 4,046 employees and subcontractor workers participated in safety inductions and specific safety training sessions.

| | 2025 | 2024 |
|--|-------|-------|
| Numbers of employees trained on health and safety standards | 4,046 | 1,041 |

Note: This data including subcontractor workers at our project sites.

Furthermore, Binastra utilises SCP for its construction projects as a key safety initiative. The SCP incorporates a self-climbing protective screen along with a sturdy working platform and comes equipped with a controlled and synchronised climbing mechanism to prevents workers or objects from falling when working at heights. By adopting such safety measures, Binastra underscores its commitment to providing a secure working environment for its employees while mitigating potential hazards associated with working at height.

COMMUNITY ENRICHMENT

Our commitment to community health and education is steadfast, and we continuously invest in impactful programs that benefit both local areas and broader communities. We strongly believe that nurturing a positive relationship between businesses and communities enhances social inclusion and yields favourable outcomes in the long term. As a responsible corporate citizen, we actively engage and give back to the communities we serve, believing that strong business-community relationships promote social inclusion resulting in long-term positive outcomes.

As part of our dedication to community engagement, Binastra has made contributions of more than RM170,000 through 10 social initiatives, impacting more than 10,000 beneficiaries. We have invested in various educational initiatives for students and social community engagement that help charitable bodies to improve the quality of life of the underprivileged, as well as participated in green efforts that champions conservation of flora and fauna.

SUSTAINABILITY REPORT (CONT'D)

SOCIAL (CONT'D)

COMMUNITY ENRICHMENT (CONT'D)

Highlights of key community enrichment activities carried out by Binastra in FY2025 are as follows:

Supporting Education



Fundraising for Improving Campus of SJKC Yoke Nam, April 2024

We made donations to SJKC Yoke Nam for upgrading their buildings and facilities which include repairing frequently clogged toilet sanitary sewer lines, fixing and replacing leaking roof, office renovation and replacing panels for the canopy roof connecting the hall as well as other regular maintenance works. These efforts help to foster a safer and more secure learning environment for the students.



Donation to Education Fund of Rotary Club, August 2024

We supported educational programs by sponsoring to the Rotary Club of Ara Damansara with the aim to help B40 students in long-term education opportunities while enhancing the socioeconomic empowerment of their families. We believe that poverty should never be a barrier to realising the potential of our young generation. By sponsoring a mentee through the Sustainable Education Programme – Rotary Education Fund (REF), we have made a lasting and positive impact by improving their circumstances and setting them on a brighter path.

SOCIAL (CONT'D)

COMMUNITY ENRICHMENT (CONT'D)

Highlights of key community enrichment activities carried out by Binastra in FY2025 are as follows: (Cont'd)

Supporting Education (Cont'd)



Continuity in Supporting SJKC Ton Fah, August-December 2024



Binastra remains committed to education and environmental sustainability through ongoing support for SJKC Ton Fah. In previous financial year, we donated digital boards, benefiting the students by enhancing their learning experience with modern technology. It also helps to reduce paper waste, improve energy efficiency compared to traditional projector or paper based teaching methods, contributing to long-term educational as well as environmental benefits, that promote more sustainable practices in the future.

Beyond education, we contributed to the school’s well-being by donating a heli fan for the basketball court, which also serves as a multipurpose hall for events. This initiative improves comfort and sustainability for the school community. It enhances ventilation, reducing reliance on air conditioning, which eventually saves energy and reduces carbon footprint, making daily activities more sustainable.

Continuing our efforts in FY2025, Binastra, in partnership with Universiti Tunku Abdul Rahman (UTAR), hosted a recycling workshop in July 2024 and the Eco-Champions Recycling Competition from August to December 2024. This programme educated and engaged 468 students and teachers as well as the community members, reinforcing our commitment to sustainability by promoting recycling and responsible waste management.

Through these contributions, Binastra strengthens its role in fostering education, environmental responsibility, and community growth.



SUSTAINABILITY REPORT (CONT'D)

SOCIAL (CONT'D)

COMMUNITY ENRICHMENT (CONT'D)

Highlights of key community enrichment activities carried out by Binastra in FY2025 are as follows: (Cont'd)

Supporting Communities



St John's Ambulance Malaysia ("SJAM") Mobile Clinic and Visit to Tong Sim Senior Citizen Care Centre, July 2024

Tong Sim Senior Citizen Care Centre is a home for elderly individuals who have been abandoned or with no support system. Many of the residents are vulnerable, require urgent medical attention and care.

Binastra, in collaboration with SJAM's Mobile Clinic and their doctors, organised a Mobile Clinic visit to provide essential healthcare services to the elderly residents. As part of this initiative, Binastra also donated essential groceries, medicines, and supplements to support their wellbeing.



Donation to Pertubuhan Kebajikan Mental Selangor ("PKMS"), September 2024

To support individuals facing mental health challenges, we made donations to PKMS, an organisation dedicated to assist individuals with depression and mental disabilities. These funds are intended to improve therapeutic programmes, provide essential care and counselling services, and enhance overall support systems for the beneficiaries.

SOCIAL (CONT'D)

COMMUNITY ENRICHMENT (CONT'D)

Highlights of key community enrichment activities carried out by Binastra in FY2025 are as follows: (Cont'd)

Supporting Green Movement

 **Beach Clean Up at Pantai Teluk Kubur, August 2024**



On 3 August 2024, 30 dedicated volunteers from Binastra participated in a beach cleaning initiative at Pantai Teluk Kubur, Port Dickson, successfully removing 142kg of waste. This reflects both the severity of pollution in the area and the strong commitment of our volunteers. The waste collected included plastic bottles, food wrappers, and other pollutants that pose serious risks to marine life and coastal ecosystems.

In addition to preserving biodiversity, the cleanup contributed to the overall improvement of the local environment, and enhancing the natural beauty of the beach. It also supported the livelihoods of surrounding communities, particularly those in the tourism and fishing sectors, by maintaining a pristine coastal ecosystem.

With 7,030 beneficiaries of local residents and volunteers as well as 230 marine species, this beach cleaning activity reinforces our commitment to safeguarding biodiversity and promoting sustainability for both the natural environment and the communities that rely on it.



SUSTAINABILITY REPORT (CONT'D)

PERFORMANCE DATA TABLE FROM ESG REPORTING PLATFORM

Binastra as a Listed Issuer is required to provide mandatory ESG disclosures as part of the Main Market Listing Requirements, in line with the enhanced Sustainability Reporting Guide, 3rd Edition. The following performance data table, downloaded from the ESG Reporting Platform summarises indicators that are pertinent against our material matters.

| Indicator | Measurement Unit | 2024 | 2025 |
|---|------------------|-------------|------------|
| Bursa (Anti-corruption) | | | |
| Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category | | | |
| Management | Percentage | 41.00 * | 100.00 |
| Executive | Percentage | 61.00 * | 100.00 |
| Non-executive/Technical Staff | Percentage | 43.00 * | 100.00 |
| General Workers | Percentage | 0.00 | 75.00 |
| Bursa C1(b) Percentage of operations assessed for corruption-related risks | Percentage | 0.00 | 0.00 |
| Bursa C1(c) Confirmed incidents of corruption and action taken | Number | 0 | 0 |
| Bursa (Data privacy and security) | | | |
| Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data | Number | 0 | 0 |
| Bursa (Customer Satisfaction) | | | |
| Customer Satisfaction Score | Percentage | 79.00 | 80.00 |
| Bursa (Supply chain management) | | | |
| Bursa C7(a) Proportion of spending on local suppliers | Percentage | 100.00 | 99.90 |
| Bursa (Emissions management) | | | |
| Bursa C11(a) Scope 1 emissions in tonnes of CO ₂ e | Metric tonnes | - | 2,426.00 |
| Bursa C11(b) Scope 2 emissions in tonnes of CO ₂ e | Metric tonnes | - | 1,830.00 |
| Bursa C11(c) Scope 3 emissions in tonnes of CO ₂ e (at least for the categories of business travel and employee commuting) | Metric tonnes | - | 125,599.00 |
| Bursa (Energy management) | | | |
| Bursa C4(a) Total energy consumption | Megawatt | 511.82 * | 2,608.07 |
| Bursa (Waste management) | | | |
| Bursa C10(a) Total waste generated | Metric tonnes | - | 57,285.20 |
| Bursa C10(a)(i) Total waste diverted from disposal | Metric tonnes | - | 459.10 |
| Bursa C10(a)(ii) Total waste directed to disposal | Metric tonnes | - | 56,826.10 |
| Bursa (Water) | | | |
| Bursa C9(a) Total volume of water used | Megalitres | 54.790000 * | 98.240000 |
| Bursa (Labour practices and standards) | | | |
| Bursa C6(a) Total hours of training by employee category | | | |
| Management | Hours | 664 | 679 |
| Executive | Hours | 640 | 2,331 |
| Non-executive/Technical Staff | Hours | 148 | 55 |
| General Workers | Hours | 266 | 623 |
| Bursa C6(b) Percentage of employees that are contractors or temporary staff | Percentage | 54.00 * | 63.00 |
| Bursa C6(c) Total number of employee turnover by employee category | | | |

Internal assurance External assurance No assurance

(*)Restated

SUSTAINABILITY REPORT
(CONTD)

PERFORMANCE DATA TABLE FROM ESG REPORTING PLATFORM (CONT'D)

| Indicator | Measurement Unit | 2024 | 2025 |
|---|--------------------|--------------|-------------|
| Management | Number | 10 | 0 |
| Executive | Number | 18 | 20 |
| Non-executive/Technical Staff | Number | 7 | 2 |
| General Workers | Number | 1 | 39 |
| Bursa C6(d) Number of substantiated complaints concerning human rights violations | Number | 0 | 0 |
| Bursa (Diversity) | | | |
| Bursa C3(a) Percentage of employees by gender and age group, for each employee category | | | |
| Age Group by Employee Category | | | |
| Management Under 30 | Percentage | 0.00 | 2.00 |
| Management Between 30-50 | Percentage | 65.00 | 48.00 |
| Management Above 50 | Percentage | 35.00 | 50.00 |
| Executive Under 30 | Percentage | 43.00 | 47.00 |
| Executive Between 30-50 | Percentage | 51.00 | 46.00 |
| Executive Above 50 | Percentage | 6.00 | 7.00 |
| Non-executive/Technical Staff Under 30 | Percentage | 71.00 | 77.00 |
| Non-executive/Technical Staff Between 30-50 | Percentage | 22.00 | 23.00 |
| Non-executive/Technical Staff Above 50 | Percentage | 7.00 | 0.00 |
| General Workers Under 30 | Percentage | 45.00 | 40.00 |
| General Workers Between 30-50 | Percentage | 55.00 | 59.00 |
| General Workers Above 50 | Percentage | 0.00 | 1.00 |
| Gender Group by Employee Category | | | |
| Management Male | Percentage | 71.00 | 70.00 |
| Management Female | Percentage | 29.00 | 30.00 |
| Executive Male | Percentage | 82.00 | 74.00 |
| Executive Female | Percentage | 18.00 | 26.00 |
| Non-executive/Technical Staff Male | Percentage | 29.00 | 46.00 |
| Non-executive/Technical Staff Female | Percentage | 71.00 | 54.00 |
| General Workers Male | Percentage | 100.00 | 97.00 |
| General Workers Female | Percentage | 0.00 | 3.00 |
| Bursa C3(b) Percentage of directors by gender and age group | | | |
| Male | Percentage | 83.00 | 83.00 |
| Female | Percentage | 17.00 | 17.00 |
| Under 30 | Percentage | 0.00 | 0.00 |
| Between 30-50 | Percentage | 83.00 | 67.00 |
| Above 50 | Percentage | 17.00 | 33.00 |
| Bursa (Health and safety) | | | |
| Bursa C5(a) Number of work-related fatalities | Number | 0 | 0 |
| Bursa C5(b) Lost time incident rate ("LTIR") | Rate | 0.00 | 0.00 |
| Bursa C5(c) Number of employees trained on health and safety standards | Number | 10 * | 59 |
| Bursa (Community/Society) | | | |
| Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer | MYR | 145,325.00 | 177,931.53 |
| Bursa C2(b) Total number of beneficiaries of the investment in communities | Number | 1,000 | 10,280 |
| Internal assurance | External assurance | No assurance | (*)Restated |

ADDITIONAL COMPLIANCE INFORMATION
(CONT'D)

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

The recurrent related party transactions of a revenue or trading nature of the Group conducted pursuant to the shareholders' mandate during the financial year ended 31 January 2025 are as follow: (Cont'd)

| Transacting Parties | Interested Related Parties | Nature of Transactions | Aggregate Value RM'000 |
|--|--|--|------------------------|
| Binastra Group Binastra Concrete Sdn Bhd ("BCSB") | DTKS JCSB TN LIU Yap Chun Shiong ("YCS") BCM BCSB | Supply of concrete and building materials by BCSB to Binastra Group | 49,498 |
| Binastra Group Binastra Trading Sdn Bhd ("BTSB") | DTKS JCSB TN LIU Dato' Sri Tan How Yap ("DTHY") BCM Binastra Land Sdn Bhd ("BLSB") BTSB | Supply of building materials by BTSB to Binastra Group | 17,903 |
| Binastra Group BNK Resources Sdn Bhd ("BRSB") | DTKS JCSB TN LIU DTHY BCM BLSB BTSB BRSB | Supply of building materials by BRSB to Binastra Group | 19,565 |
| Binastra Group Lofthill Development Sdn Bhd ("LDSB") | Lee Seng Yong ("LSY") LDSB | Provision of general building and construction works and other related services, which including but not limited to supply of building materials, formworks, plant and machineries and construction related materials, project management, provision of workers accommodation, renting of machineries by Binastra Group to LDSB | - |
| Binastra Group Pembinaan Serta Hebat Sdn Bhd ("PSHSB") | DTKS JCSB PSHSB Greentech Paramount Sdn Bhd ("GPSB") MW Urban Development Sdn Bhd ("MUDSB") | Provision of general building and construction works and other related services, which including but not limited to supply of building materials, formworks, plant and machineries and construction related materials, project management, provision of workers accommodation, and renting of machineries by Binastra Group to PSHSB | 315,930 |

ADDITIONAL COMPLIANCE INFORMATION
(CONTD)

5. UTILISATION OF PROCEEDS

The Company had issued 45,250,000 new ordinary shares pursuant to the rights issue on 10 May 2024 and 45,250,000 new ordinary shares pursuant to the private placement on 21 May 2024. Total gross proceeds raised amounted to RM105.0 million. The proceeds had been fully utilised in the following manners as at 31 January 2025:

| | Proposed utilisation based on actual proceeds raised RM'000 | Actual Utilisation RM'000 | Balance Utilisation RM'000 |
|---|--|----------------------------------|-----------------------------------|
| To fund the purchase consideration for the proposed acquisition | 35,000 | 35,000 | – |
| Staff related expenses | 1,000 | 1,000 | – |
| General administrative expenses | 200 | 200 | – |
| Working capital for Construction segment | 66,030 | 65,998 | 32 |
| Expenses for the corporate proposals | 2,750 | 2,782 | (32) |
| | 104,980 | 104,980 | – |

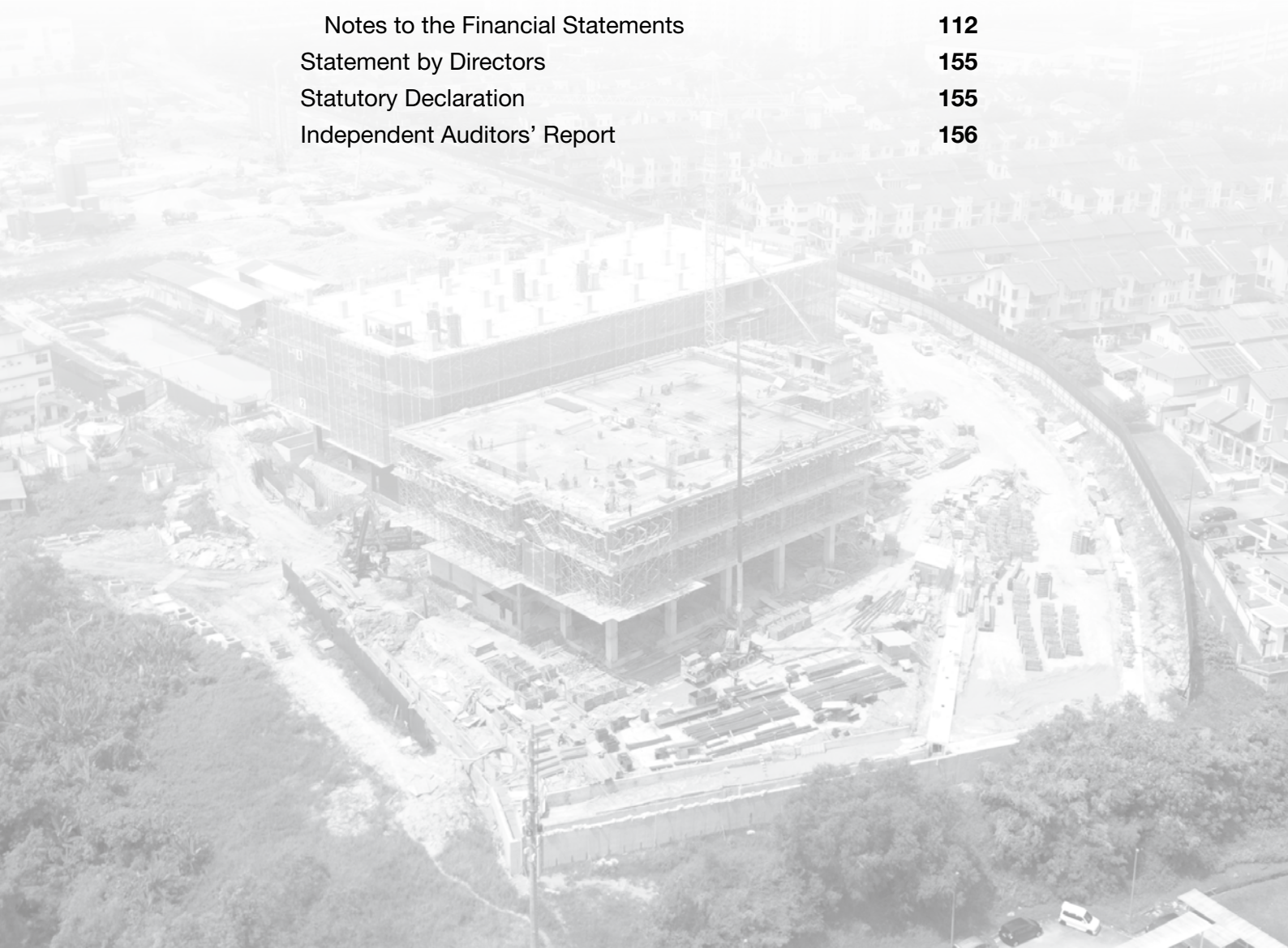
6. EXECUTIVES' SHARE OPTION SCHEME ("ESOS")

On 12 August 2024, there were 5,505,000 ESOS options at an exercise price of RM1.11 granted to eligible employees of the Group of which 5,495,000 were accepted by the eligible employees. As at 5 May 2025, the status of the ESOS options is as follows:

| | No. of options |
|-----------------------------------|-----------------------|
| Granted and accepted by employees | 5,495,000 |
| Exercised | 4,621,100 |
| Outstanding | 873,900 |

REPORTS AND FINANCIAL STATEMENTS

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DIRECTORS' REPORT

The directors hereby submit their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 January 2025.

PRINCIPAL ACTIVITIES

The Company is principally engaged in the investment holding. During the financial year, its subsidiary has changed its principal activities from general contractor and property developer to general contractor, property developer, building and civil engineering works in turnkey projects, design and build, engineering, procurement and construction and commissioning works, and transportation and logistic industry.

RESULTS

| | Group RM'000 | Company RM'000 |
|---|-------------------------|---------------------------|
| Profit for the financial year, net of tax | 90,255 | 43,915 |
| <hr/> | | |
| Attributable to: | | |
| Owners of the Company | 90,255 | 43,915 |
| <hr/> | | |

DIVIDENDS

No dividend has been paid or declared by the Company since the end of the previous financial year.

On 25 March 2025, the Board of Directors approved and declared a single-tier interim dividend of 3.0 sen per ordinary share in respect of the financial year ended 31 January 2025. The dividend amounting to RM32,716,000 was paid on 25 April 2025. The financial statements for the current financial year do not reflect this dividend. Such dividend will be accounted for in equity as an appropriation of retained earnings in the financial year ending 31 January 2026.

RESERVES OR PROVISIONS

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

BAD AND DOUBTFUL DEBTS

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and had satisfied themselves that there were no known bad debts and that adequate allowance had been made for doubtful debts.

At the date of this report, the directors are not aware of any circumstances which would render it necessary to write off any bad debts or render the amount of allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent.

DIRECTORS' REPORT
(CONTD)

AUDITORS' REMUNERATION AND INDEMNITY

The auditors' remuneration of the Group and of the Company during the financial year were RM213,000 and RM109,000 respectively.

The non-audit fees for services rendered to the Group and the Company during the financial year were RM226,000 and RM193,000 respectively.

The Company has agreed to indemnify the auditors of the Company as permitted under Section 289 of the Companies Act 2016 in Malaysia.

ISSUE OF SHARES AND DEBENTURES

During the financial year, the Company:

- (i) issued 45,250,000 new ordinary shares ("Rights Shares") at a price of RM0.80 per Rights Share on the basis of one Rights Share for every ten existing Company's shares for acquisition of construction equipment pursuant to a sale and purchase agreement on 6 December 2023 and for working capital purpose;
- (ii) issued 45,250,000 new ordinary shares pursuant to private placement exercise at a price of RM1.52 per ordinary share for working capital purpose;
- (iii) issued 543,000,000 new ordinary shares ("Bonus Shares") on the basis of one Bonus Share for every one existing Company's share; and
- (iv) issued 3,865,600 new ordinary shares at a price of RM1.11 per ordinary share pursuant to the exercise of options under first offer of Employees' Shares Option Scheme ("ESOS") ("First Offer") to the eligible employees of the Company and its subsidiary.

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

There was no issuance of debentures during the financial year.

OPTIONS GRANTED OVER UNISSUED SHARES

No options were granted to any person to take up the unissued shares of the Company during the financial year other than the issue of options pursuant to the ESOS.

The establishment of ESOS and the restricted share grant plan is intended for employees of the Group and the Company who meet the eligibility criteria. It is governed by the By-Laws approved by the shareholders of the Company at an Extraordinary General Meeting held on 7 March 2024.

On 12 August 2024, the Company announced the issuance of 5,505,000 options under First Offer at an exercise price of RM1.11 per ESOS option to the eligible employees of the Group and of the Company. The scheme which is valid for a period of one year was implemented on 25 September 2024 and will expire on 24 September 2025. Option may be exercised any time from the date of vesting to the date of expiry.

The options offered for the subscription of unissued ordinary shares and the exercise price of the First Offer are as follows:

| Grant date | Expiry date | Exercise price | ← Number of option over ordinary shares → | | | | |
|----------------|-------------------|----------------|---|-------------------|--------------------|--------------|-----------|
| | | | At 1.2.2024 | Offer not Granted | Offer not accepted | At 31.1.2025 | |
| 12 August 2024 | 24 September 2025 | RM1.11 | - | 5,505,000 | (10,000) | (3,865,600) | 1,629,400 |

DIRECTORS' REPORT (CONT'D)

DIRECTORS

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

Tan Sri Dato' Samshuri Bin Arshad
Low Tuan Lee
Datuk Tan Kak Seng*
Lee Seng Yong
Tan Mai Yean (F)
Teh Soon Hin

* This director is also a director of the Company's subsidiary.

Other than as stated above, the name of the other director of the subsidiary of the Company in office during the financial year and during the period from the end of the financial year to the date of this report is Yap Chun Shiong.

DIRECTORS' INTERESTS

According to the Register of Directors' Shareholdings required to be kept by the Company under Section 59 of the Companies Act 2016 in Malaysia, the interests of directors in office at the end of the financial year in shares in the Company and its related corporations during the financial year were as follows:

| | Number of ordinary shares | | | At 31.1.2025 |
|-----------------------------------|---------------------------|---------------|--------------|-----------------|
| | At 1.2.2024 | Bought | Sold | |
| The Company | | | | |
| <i>Direct interests</i> | | | | |
| Tan Sri Dato' Samshuri Bin Arshad | 500,000 | 600,000 # | - | 1,100,000 |
| Datuk Tan Kak Seng | 55,000,000 | 66,000,000 # | - | 121,000,000 |
| Lee Seng Yong | 36,780,650 | 104,218,180 # | - | 140,998,830 |
| <i>Indirect interest</i> | | | | |
| Datuk Tan Kak Seng* | 231,057,870 | 248,320,598 # | (30,000,000) | 449,378,468 |
| Ultimate Holding Company | | | | |
| JT Conglomerate Sdn. Bhd. | | | | |
| <i>Direct interest</i> | | | | |
| Datuk Tan Kak Seng | 1,000,000 | 1,500,000 | - | 2,500,000 |

* Shares held through company in which the director has substantial financial interest.

Include bonus issue on the basis of one bonus share for every one existing ordinary share of the Company.

By virtue of his interests in the ordinary shares of the Company and pursuant to Section 8 of the Companies Act 2016 in Malaysia, Datuk Tan Kak Seng is deemed to have an interest in the ordinary shares of the subsidiary to the extent that the Company has an interest.

Other than as stated above, none of the other directors in office at the end of the financial year had any interest in ordinary shares or debentures of the Company and its related corporations during the financial year.

DIRECTORS' REPORT
(CONTD)

DIRECTORS' BENEFITS

Since the end of the previous financial year, no director of the Company has received or become entitled to receive any benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable, by the directors as shown below) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest.

The directors' benefits of the Group and of the Company were as follows:

| | Group and Company 2025 RM'000 |
|---------------------------------|--|
| Directors of the Company | |
| Non-executive directors | |
| - Fees | 158 |
| - Allowances | 31 |
| - Benefit-in-kind | 16 |
| | 205 |

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

INDEMNITY TO DIRECTORS AND OFFICERS

During the financial year, the total amount of indemnity insurance coverage and insurance premium payable for the directors and officers of the Company and its subsidiary were RM10,000,000 and RM22,000 respectively.

SUBSIDIARY

The details of the Company's subsidiary were as follows:

| Name of company | Principal place of business/ country of incorporation | Ownership interest | | Principal activities |
|-----------------------------|--|--------------------|------|---|
| | | 2025 | 2024 | |
| Direct subsidiary | | | | |
| Binastra Builders Sdn. Bhd. | Malaysia | 100% | 100% | To carry on business of generalcontractor, property developer, building and civil engineering worksin turnkey projects, design and build, engineering, procurement and construction and commissioning works and transportation and logistic industry. |

STATEMENTS OF FINANCIAL POSITION

AS AT 31 JANUARY 2025

| | Note | Group | | Company | |
|---|------|----------------|----------------|----------------|----------------|
| | | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| ASSETS | | | | | |
| Non-current assets | | | | | |
| Property, plant and equipment | 5 | 47,382 | 9,480 | 112 | 146 |
| Investment in a subsidiary | 6 | – | – | 2,230 | 900 |
| Total non-current assets | | 47,382 | 9,480 | 2,342 | 1,046 |
| Current assets | | | | | |
| Trade and other receivables | 7 | 454,918 | 227,287 | 108,776 | 7,963 |
| Contract assets | 8 | 126,145 | 18,467 | – | – |
| Tax assets | | – | 4 | – | 4 |
| Other investment | 9 | 5,531 | – | 5,531 | – |
| Cash and short-term deposits | 10 | 96,982 | 40,670 | 55,473 | 11,019 |
| Total current assets | | 683,576 | 286,428 | 169,780 | 18,986 |
| TOTAL ASSETS | | 730,958 | 295,908 | 172,122 | 20,032 |
| EQUITY AND LIABILITIES | | | | | |
| Equity attributable to owners of the Company | | | | | |
| Share capital | 11 | 137,422 | 28,851 | 137,422 | 28,851 |
| Redeemable convertible preferences shares (“RCPS”) | 12 | – | – | – | – |
| Other reserves | 13 | 409 | (20) | 409 | – |
| Retained earnings/ (Accumulated losses) | | 144,615 | 54,380 | 33,685 | (10,230) |
| TOTAL EQUITY | | 282,446 | 83,211 | 171,516 | 18,621 |
| Non-current liabilities | | | | | |
| Borrowings | 14 | 210 | 107 | – | – |
| Deferred tax liabilities | 15 | 3,140 | – | 1 | – |
| Total non-current liabilities | | 3,350 | 107 | 1 | – |
| Current liabilities | | | | | |
| Borrowings | 14 | 23,685 | 24,787 | – | – |
| Trade and other payables | 16 | 326,745 | 137,915 | 136 | 1,411 |
| Contract liabilities | 8 | 85,787 | 46,138 | – | – |
| Tax liabilities | | 8,945 | 3,750 | 469 | – |
| Total current liabilities | | 445,162 | 212,590 | 605 | 1,411 |
| TOTAL LIABILITIES | | 448,512 | 212,697 | 606 | 1,411 |
| TOTAL EQUITY AND LIABILITIES | | 730,958 | 295,908 | 172,122 | 20,032 |

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

STATEMENTS OF COMPREHENSIVE INCOME
(CONTD)

| | Note | Group | | Company | |
|--|------|----------------|----------------|----------------|----------------|
| | | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Profit/(Loss) attributable to: | | | | | |
| Owners of the Company | | | | | |
| - From continuing operations | | 90,255 | 41,588 | 43,915 | (2,017) |
| - From discontinued operation | | - | (815) | - | - |
| | | 90,255 | 40,773 | 43,915 | (2,017) |
| Total comprehensive income/(loss) attributable to: | | | | | |
| Owners of the Company | | | | | |
| - From continuing operations | | 90,255 | 41,588 | 43,915 | (2,017) |
| - From discontinued operation | | - | (815) | - | - |
| | | 90,255 | 40,773 | 43,915 | (2,017) |
| Basic earnings/(loss) per share attributable to ordinary equity holders of the Company (sen): | | | | | |
| - From continuing operations | 25 | 10.44 | 5.58 | | |
| - From discontinued operation | 25 | - | (0.11) | | |
| | | 10.44 | 5.47 | | |
| Diluted earnings/(loss) per share attributable to ordinary equity holders of the Company (sen): | | | | | |
| - From continuing operations | 25 | 10.43 | 5.58 | | |
| - From discontinued operation | 25 | - | (0.11) | | |
| | | 10.43 | 5.47 | | |

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

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2025

| Group | Note | Attributable to owners of the Company | | | | | | Total RM'000 |
|---|--------|---------------------------------------|----------------|---------------------------------------|-----------------------------|--------------------------------|---------|-----------------|
| | | Share capital RM'000 | RCPS RM'000 | Share options reserve RM'000 | Other reserves RM'000 | Retained earnings RM'000 | | |
| At 1 February 2023 | | 23,461 | 5,390 | - | (20) | 13,607 | 42,438 | |
| Total comprehensive income for the financial year | | - | - | - | - | 40,773 | 40,773 | |
| Profit for the financial year, representing total comprehensive income | | - | - | - | - | 40,773 | 40,773 | |
| Transaction with owners | | | | | | | | |
| Conversion of RCPS to ordinary shares, representing total transaction with owners | 11, 12 | 5,390 | (5,390) | - | - | - | - | |
| At 31 January 2024 | | 28,851 | - | - | (20) | 54,380 | 83,211 | |
| Total comprehensive income for the financial year | | - | - | - | - | 90,255 | 90,255 | |
| Profit for the financial year, representing total comprehensive income | | - | - | - | - | 90,255 | 90,255 | |
| Transactions with owners | | | | | | | | |
| Issuance of shares pursuant to: | | | | | | | | |
| - Rights issue | 11 | 36,200 | - | - | - | - | 36,200 | |
| - Private placement | 11 | 68,780 | - | - | - | - | 68,780 | |
| - Employee Share Option Scheme ("ESOS") | 11 | 5,262 | - | (971) | - | - | 4,291 | |
| Transaction costs of shares issue | 11 | (1,671) | - | - | - | - | (1,671) | |
| Share options issued | 22 | - | - | 1,380 | - | - | 1,380 | |
| Reclassification | | - | - | - | 20 | (20) | - | |
| Total transactions with owners | | 108,571 | - | 409 | 20 | (20) | 108,980 | |
| At 31 January 2025 | | 137,422 | - | 409 | - | 144,615 | 282,446 | |

STATEMENTS OF CHANGES IN EQUITY
(CONTD)

| Company | Note | ← Attributable to owners of the Company → (Accumulated | | | | Total equity RM'000 |
|---|-------|---|----------------|---------------------------------|--------------------------------------|------------------------|
| | | Share capital RM'000 | RCPS RM'000 | Share options reserve RM'000 | losses)/ Retained earnings RM'000 | |
| At 1 February 2023 | | 23,461 | 5,390 | – | (8,213) | 20,638 |
| Total comprehensive loss for the financial year | | | | | | |
| Loss for the financial year, representing total comprehensive loss | | – | – | – | (2,017) | (2,017) |
| Transaction with owners | | | | | | |
| Conversion of RCPS to ordinary shares, representing total transaction with owners | 11,12 | 5,390 | (5,390) | – | – | – |
| At 31 January 2024 | | 28,851 | – | – | (10,230) | 18,621 |
| Total comprehensive income for the financial year | | | | | | |
| Profit for the financial year, representing total comprehensive income | | – | – | – | 43,915 | 43,915 |
| Transactions with owners | | | | | | |
| Issuance of ordinary shares pursuant to: | | | | | | |
| - Rights issue | 11 | 36,200 | – | – | – | 36,200 |
| - Private placement | 11 | 68,780 | – | – | – | 68,780 |
| - ESOS | 11 | 5,262 | – | (971) | – | 4,291 |
| Transaction costs of shares issue | 11 | (1,671) | – | – | – | (1,671) |
| Share options issued | 22 | – | – | 1,380 | – | 1,380 |
| Total transactions with owners | | 108,571 | – | 409 | – | 108,980 |
| At 31 January 2025 | | 137,422 | – | 409 | 33,685 | 171,516 |

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

STATEMENTS OF CASH FLOWS
(CONTD)

| | Note | Group | | Company | |
|--|----------|----------------|----------------|----------------|----------------|
| | | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Cash flows from investing activities | | | | | |
| Dividend received | | 15 | – | 43,015 | – |
| Interest received | | 1,157 | 249 | 511 | 57 |
| Effect of disposal of subsidiary, net of cash disposed of | 6(a)(ii) | – | (179) | – | 135 |
| Proceeds from disposal of property, plant and equipment | | – | 164 | – | – |
| Purchase of property, plant and equipment | (a) | (46,035) | (10,130) | (3) | (162) |
| Placement of pledged deposits | | (9,859) | (6,544) | (2,526) | – |
| Placement of pledged bank balance | | (1,029) | (8,009) | (1,029) | (8,009) |
| Placement of other investment (Advance to)/Repayment from a subsidiary | | (5,426) | – | (5,426) | – |
| | | – | – | (98,459) | 12,668 |
| <hr/> | | | | | |
| Net cash (used in)/from investing activities | | (61,177) | (24,449) | (63,917) | 4,689 |
| <hr/> | | | | | |
| Cash flows from financing activities | | | | | |
| | (b) | | | | |
| Payments of share issuance expenses | | (1,671) | – | (1,671) | – |
| Proceeds from issuance of ordinary shares pursuant to: | | | | | |
| - Rights issue | 11 | 36,200 | – | 36,200 | – |
| - Private placement | 11 | 68,780 | – | 68,780 | – |
| - ESOS | 11 | 4,291 | – | 4,291 | – |
| Repayments of bankers' acceptance | | (84,959) | (9,261) | – | – |
| Drawdown of bankers' acceptance | | 83,857 | 33,780 | – | – |
| Payments of lease liabilities | | (348) | (617) | – | – |
| Payments of hire purchase payables | | – | (166) | – | – |
| Repayment of advances to a former shareholder | | – | (2,101) | – | (2,101) |
| Interest paid | | (1,449) | (333) | – | (40) |
| <hr/> | | | | | |
| Net cash from/(used in) financing activities | | 104,701 | 21,302 | 107,600 | (2,141) |
| <hr/> | | | | | |
| Net increase/(decrease) in cash and cash equivalents | | 45,424 | 10,013 | 40,899 | (1,835) |
| Cash and cash equivalents at beginning of the financial year | | 26,117 | 16,104 | 3,010 | 4,845 |
| <hr/> | | | | | |
| Cash and cash equivalents at end of the financial year | 10 | 71,541 | 26,117 | 43,909 | 3,010 |

STATEMENTS OF CASH FLOWS
(CONT'D)

(a) The additions of property, plant and equipment during the financial year are financed by:

| | Group | | Company | |
|--------------------|---------------|---------------|----------------|---------------|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 | RM'000 | RM'000 |
| Cash payments | 46,035 | 10,130 | 3 | 162 |
| Lease arrangements | 479 | 656 | – | – |
| | 46,514 | 10,786 | 3 | 162 |

(b) Reconciliation of liabilities arising from financing activities:

| | 1 February | Cash flows | Non-cash | 31 January |
|---------------------|-------------------|-------------------|--------------------|-------------------|
| | 2024 | RM'000 | acquisition | 2025 |
| | RM'000 | | RM'000 | RM'000 |
| Group | | | | |
| Bankers' acceptance | 24,519 | (1,102) | – | 23,417 |
| Lease liabilities | 375 | (348) | 451 | 478 |
| | 24,894 | (1,450) | 451 | 23,895 |

| | 1 February | Cash flows | Non-cash | | 31 January |
|------------------------------------|-------------------|-------------------|--------------------|--------------------|-------------------|
| | | | Acquisition | Disposal of | |
| | 2023 | RM'000 | RM'000 | subsidary | 2024 |
| | RM'000 | | | RM'000 | RM'000 |
| Group | | | | | |
| Bankers' acceptance | – | 24,519 | – | – | 24,519 |
| Lease liabilities | 562 | (617) | 656 | (226) | 375 |
| Hire purchase payables | 166 | (166) | – | – | – |
| Advances from a former shareholder | 3,137 | (2,101) | – | (1,036) | – |
| | 3,865 | 21,635 | 656 | (1,262) | 24,894 |
| Company | | | | | |
| Advances from a former shareholder | 2,101 | (2,101) | – | – | – |

STATEMENTS OF CASH FLOWS
(CONTD)

(c) Total cash outflows for leases as a lessee:

| | Note | Group | | Company | |
|--|--------|-----------------|-----------------|----------------|----------------|
| | | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Included in net cash from operating activities: | | | | | |
| Payments relating to lease of low value assets | 21, 24 | (5) | (12) | - | - |
| Payments relating to short-term leases | 21 | (21,401) | (13,295) | - | (13) |
| Included in net cash from financing activities: | | | | | |
| Interest paid in relation to lease liabilities | 20 | (37) | (66) | - | - |
| Repayments of lease liabilities | | (348) | (617) | - | - |
| Total cash outflows for leases | | (21,791) | (13,990) | - | (13) |

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

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

2. BASIS OF PREPARATION (CONT'D)

2.3 New MFRS and amendments to MFRSs that have been issued, but yet to be effective

The Group and the Company have not adopted the following new MFRS and amendments to MFRSs that have been issued, but yet to be effective:

| | | Effective for financial periods beginning on or after |
|----------------------------|--|--|
| <u>New MFRS</u> | | |
| MFRS 18 | Presentation and Disclosure in Financial Statements | 1 January 2027 |
| <u>Amendments to MFRSs</u> | | |
| MFRS 1 | First-time Adoption of Malaysian Financial Reporting Standards | 1 January 2026 |
| MFRS 7 | Financial Instruments: Disclosures | 1 January 2026 |
| MFRS 9 | Financial Instruments | 1 January 2026 |
| MFRS 10 | Consolidated Financial Statements | 1 January 2026/ Deferred |
| MFRS 107 | Statements of Cash Flows | 1 January 2026 |
| MFRS 121 | The Effects of Changes in Foreign Exchange Rates | 1 January 2025 |
| MFRS 128 | Investments in Associates and Joint Ventures | Deferred |

The Group and the Company plan to adopt the above applicable new MFRS and amendments to MFRSs when they become effective. The initial application of the applicable new MFRS and amendments to MFRSs are not expected to have material impact to the current and prior periods financial statements.

2.4 Functional and presentation currency

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which they operate ("the functional currency"). The consolidated financial statements are presented in Ringgit Malaysia ("RM"), which is also the Company's functional currency, and has been rounded to the nearest thousand, unless otherwise stated.

2.5 Basis of measurement

The financial statements of the Group and of the Company have been prepared on the historical cost basis, except as otherwise disclosed in Note 3.

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)**3. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)****3.5 Leases****Lessee accounting**

The Group presents right-of-use assets that do not meet the definition of investment property as property, plant and equipment in Note 5(a) and lease liabilities in Note 14(a).

Short-term leases and leases of low value assets

The Group and the Company have elected not to recognise right-of-use assets and lease liabilities for short-term leases and leases of low value assets. Accordingly, the Group and the Company recognise the lease payments as an operating expense on a straight-line basis over the term of the lease.

Right-of-use assets

The right-of-use assets are initially recognised at cost less accumulated depreciation and any accumulated impairment losses, and adjust for any remeasurement of the lease liabilities. The right-of-use assets are depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

Lease liabilities

The lease liabilities are initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the incremental borrowing rate.

3.6 Revenue and other income**(a) Construction contracts**

The Group constructs residential and commercial properties under long-term contracts with customers. Construction service contracts comprise multiple deliverables that require significant integration service and therefore accounted as a single performance obligation.

Under the terms of the contracts, control is transferred over time as the Group creates or enhances an asset that the customer controls as the asset is created or enhanced. Revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. The progress towards complete satisfaction of a performance obligation is determined by the proportion of construction costs incurred for work performed to date bear to the estimated total construction costs (an input method).

Billings are made with a credit term of 30 to 120 days, therefore, no element of financing is deemed present. The Group becomes entitled to invoice customers on achieving a series of performance related milestones.

The Group recognised a contract asset for any excess of revenue recognised to date over the billings-to-date. Any amount previously recognised as a contract asset is reclassified to trade receivables at the point when invoice is issued or timing for billing is due to passage of time. If the milestone billing exceeds the revenue recognised to date and any deposit or advances received from customers then the Group recognises a contract liability for the difference.

Defect liability period is usually 12 to 27 months from the date of Certificate of Practical Completion as provided in the contracts with customers.

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONT'D)

(b) Construction revenue

The Group recognised construction revenue in profit or loss by using the progress towards complete satisfaction of performance obligation. The progress towards complete satisfaction of performance obligation is determined by the proportion that construction costs incurred for work performed to date bear to the estimated total construction costs.

Significant judgement is required in determining the progress towards complete satisfaction of performance obligation, the extent of the construction costs incurred, the estimated total construction revenue and expenses, as well as the recoverability of the construction projects. In making the judgement, the Group evaluates based on past experience and by relying on the work of specialists.

The carrying amounts of contract assets and contract liabilities are disclosed in Note 8.

5. PROPERTY, PLANT AND EQUIPMENT

| Group | Right-of-use assets RM'000 | Machinery and equipment RM'000 | Furniture, fixtures and fittings RM'000 | Motor vehicles RM'000 | Renovation RM'000 | Total RM'000 |
|---|----------------------------------|---|--|-----------------------------|----------------------|-----------------|
| Cost | | | | | | |
| At 1 February 2023 | 1,227 | 30 | 218 | 178 | – | 1,653 |
| Additions | 656 | 9,831 | 137 | 162 | – | 10,786 |
| Disposals | – | – | – | (178) | – | (178) |
| Disposal of a subsidiary | (1,227) | – | (86) | – | – | (1,313) |
| At 31 January 2024 | 656 | 9,861 | 269 | 162 | – | 10,948 |
| Additions | 479 | 43,969 | 327 | 239 | 1,500 | 46,514 |
| Derecognition | (403) | – | – | – | – | (403) |
| Written off | – | – | (15) | – | – | (15) |
| At 31 January 2025 | 732 | 53,830 | 581 | 401 | 1,500 | 57,044 |
| Accumulated depreciation | | | | | | |
| At 1 February 2023 | 716 | 1 | 65 | 42 | – | 824 |
| Depreciation charge for the financial year | 597 | 1,091 | 57 | 34 | – | 1,779 |
| Disposals | – | – | – | (54) | – | (54) |
| Disposal of a subsidiary | (1,023) | – | (58) | – | – | (1,081) |
| At 31 January 2024 | 290 | 1,092 | 64 | 22 | – | 1,468 |
| Depreciation charge for the financial year | 346 | 8,028 | 88 | 80 | 42 | 8,584 |
| Derecognition | (376) | – | – | – | – | (376) |
| Written off | – | – | (14) | – | – | (14) |
| At 31 January 2025 | 260 | 9,120 | 138 | 102 | 42 | 9,662 |
| Carrying amount | | | | | | |
| At 31 January 2025 | 472 | 44,710 | 443 | 299 | 1,458 | 47,382 |
| At 31 January 2024 | 366 | 8,769 | 205 | 140 | – | 9,480 |

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

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

| | Furniture, fixtures and fittings RM'000 | Motor vehicles RM'000 | Total RM'000 |
|--|--|-----------------------------|-----------------|
| Company Cost | | | |
| At 1 February 2023 | 19 | – | 19 |
| Additions | – | 162 | 162 |
| At 31 January 2024 | 19 | 162 | 181 |
| Additions | 3 | – | 3 |
| Written off | (15) | – | (15) |
| At 31 January 2025 | 7 | 162 | 169 |
| Accumulated depreciation | | | |
| At 1 February 2023 | 10 | – | 10 |
| Depreciation charge for the financial year | 3 | 22 | 25 |
| At 31 January 2024 | 13 | 22 | 35 |
| Depreciation charge for the financial year | 4 | 32 | 36 |
| Written off | (14) | – | (14) |
| At 31 January 2025 | 3 | 54 | 57 |
| Carrying amount | | | |
| At 31 January 2025 | 4 | 108 | 112 |
| At 31 January 2024 | 6 | 140 | 146 |

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

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

(a) Right-of-use assets

The Group leases office buildings, residential unit and operation sites.

Information about leases for which the Group is lessee are presented below:

| | Office buildings RM'000 | Operation sites RM'000 | Residential unit RM'000 | Total RM'000 |
|---|--|---------------------------------------|--|-------------------------|
| Group Cost | | | | |
| At 1 February 2023 | 1,227 | – | – | 1,227 |
| Additions | 110 | 546 | – | 656 |
| Disposal of a subsidiary | (1,227) | – | – | (1,227) |
| At 31 January 2024 | 110 | 546 | – | 656 |
| Additions | 459 | – | 20 | 479 |
| Derecognition* | – | (403) | – | (403) |
| At 31 January 2025 | 569 | 143 | 20 | 732 |
| Accumulated depreciation | | | | |
| At 1 February 2023 | 716 | – | – | 716 |
| Depreciation charge for the financial year | 362 | 235 | – | 597 |
| Disposal of a subsidiary | (1,023) | – | – | (1,023) |
| At 31 January 2024 | 55 | 235 | – | 290 |
| Depreciation charge for the financial year | 133 | 209 | 4 | 346 |
| Derecognition* | – | (376) | – | (376) |
| At 31 January 2025 | 188 | 68 | 4 | 260 |
| Carrying amount | | | | |
| At 31 January 2025 | 381 | 75 | 16 | 472 |
| At 31 January 2024 | 55 | 311 | – | 366 |

* Derecognition of the right-of-use assets during the financial year is a result of early termination of a lease contract.

The Group leases the office buildings, operation sites and residential unit for their office space, storage use and staff hostel. The leases for office space, operation sites and staff hostel generally have lease terms of 2 to 3 years.

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

6. INVESTMENT IN A SUBSIDIARY (CONT'D)

(a) Disposal of a subsidiary (Cont'd)

(i) Summary of the effects of disposal of CST:

| | RM'000 |
|--|---------------|
| Assets | |
| Property, plant and equipment | 194 |
| Inventories | 26 |
| Trade and other receivables | 1,560 |
| Contract assets | 1,265 |
| Pledged short term deposits with licensed banks | 297 |
| Cash and bank balances | 314 |
| | 3,656 |
| Liabilities | |
| Lease liabilities | (226) |
| Trade and other payables | (3,084) |
| Contract liabilities | (251) |
| | (3,561) |
| Net assets disposed | 95 |
| Recognised: | |
| Cash consideration received | 135 |
| Derecognised: | |
| Fair value of identifiable net assets at disposal date | 95 |
| Gain on disposal of CST | 40 |

(ii) Effects of disposal on cash flows:

| | RM'000 |
|--|---------------|
| Fair value of consideration received | 135 |
| Less: Cash and cash equivalents of subsidiary disposed | (314) |
| Net cash outflows on disposal | (179) |

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

7. TRADE AND OTHER RECEIVABLES (CONT'D)

Receivables that are impaired

In the previous financial year, the Group's trade receivables that are impaired at the reporting date and the reconciliation of movement in the impairment of trade receivables were as follows:

| | Group | |
|------------------------------------|---------------|---------------|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| At beginning of the financial year | – | (23) |
| Impairment loss | – | (82) |
| Disposal of a subsidiary | – | 105 |
| <hr/> | | |
| At end of the financial year | – | – |

- (b) Amount owing by a subsidiary is non-trade in nature, unsecured, bears interest at a rate of 5.50% (2024: Nil) per annum, repayable on demand and expected to be settled in cash.
- (c) Included in the deposits of the Group is an amount of RM1,500,000 (2024: RM1,500,000) representing non-refundable deposits paid to customer upon acceptance of contract.

8. CONTRACT ASSETS/(LIABILITIES)

| | Group | |
|---|---------------|---------------|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| Contract assets relating to construction contracts | 126,145 | 18,467 |
| <hr/> | | |
| Contract liabilities relating to construction contracts | (85,787) | (46,138) |

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

8. CONTRACT ASSETS/(LIABILITIES) (CONT'D)

(a) Significant changes in contract balances

| Group | 2025 | | 2024 | |
|---|--|---|--|---|
| | Contract assets increase/(decrease) RM'000 | Contract liabilities (increase)/decrease RM'000 | Contract assets increase/(decrease) RM'000 | Contract liabilities (increase)/decrease RM'000 |
| Revenue recognised that was included in contract liability at the beginning of the financial year | – | 46,138 | – | 7,646 |
| Increase due to revenue recognised but subject to conditional right to consideration | – | (85,787) | – | (46,138) |
| Transfer from contract asset recognised at the beginning of the period to receivables | (18,467) | – | (6,051) | – |
| Increase due to consideration received from customers, but revenue not recognised | 126,145 | – | 18,467 | – |

(b) Revenue recognised in relation to contract balances

| | Group | |
|---|-------------|-------------|
| | 2025 RM'000 | 2024 RM'000 |
| Revenue recognised that was included in contract liability at the beginning of the financial year | 46,138 | 7,646 |

Revenue recognised that was included in the contract liability balance at the beginning of the year represented primarily revenue from the construction contracts when percentage of completion increases.

9. OTHER INVESTMENT

| | Group and Company | |
|--|-------------------|-------------|
| | 2025 RM'000 | 2024 RM'000 |
| Financial asset at fair value through profit or loss ("FVPL") | | |
| At fair value: | | |
| Short-term fund | 5,531 | – |

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

10. CASH AND SHORT-TERM DEPOSITS

| | Note | Group | | Company | |
|------------------------|------|----------------|----------------|----------------|----------------|
| | | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Cash and bank balances | | 80,579 | 34,126 | 52,947 | 11,019 |
| Short-term deposits | (a) | 16,403 | 6,544 | 2,526 | – |
| | | 96,982 | 40,670 | 55,473 | 11,019 |

For the purpose of the statements of cash flows, cash and cash equivalents comprise of the following:

| | Note | Group | | Company | |
|---|------|----------------|----------------|----------------|----------------|
| | | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Cash and short-term deposits as reported in the statements of financial position | | 96,982 | 40,670 | 55,473 | 11,019 |
| Less: Pledged deposits | (b) | (16,403) | (6,544) | (2,526) | – |
| Less: Bank balance pledged | (b) | (9,038) | (8,009) | (9,038) | (8,009) |
| Cash and short-term deposits as reported in the statements of cash flows | | 71,541 | 26,117 | 43,909 | 3,010 |

- (a) The short-term deposits placed with licensed banks are placements that bear interest at rates ranging from 2.00% to 3.11% (2024: 2.55% to 3.30%) per annum within maturity period of 12 months (2024: 12 months).
- (b) Short-term deposits of the Group and of the Company amounting to RM16,403,000 (2024: RM6,544,000) and RM2,526,000 (2024: RM Nil) respectively and bank balance of the Group and of the Company amounting to RM9,038,000 (2024: RM8,009,000) respectively are pledged to licensed banks for credit facilities granted to the subsidiary as disclosed in Note 14(b), which are restricted and not available for general use.

11. SHARE CAPITAL

| | Group and Company | | | |
|---|---------------------------|-------------------|----------------|----------------|
| | Number of ordinary shares | | Amounts | |
| | 2025 '000 unit | 2024 '000 unit | 2025 RM'000 | 2024 RM'000 |
| Issued and fully paid up (no par value): | | | | |
| At beginning of the financial year | 452,500 | 382,500 | 28,851 | 23,461 |
| Issued during the financial year: | | | | |
| - Rights issue | 45,250 | – | 36,200 | – |
| - Private placement | 45,250 | – | 68,780 | – |
| - Bonus issue | 543,000 | – | – | – |
| - ESOS | 3,866 | – | 5,262 | – |
| Conversion of RCPS to ordinary shares | – | 70,000 | – | 5,390 |
| Transaction costs of share issue | – | – | (1,671) | – |
| At end of the financial year | 1,089,866 | 452,500 | 137,422 | 28,851 |

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

11. SHARE CAPITAL (CONT'D)

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at general meetings of the Company. All ordinary shares carry one vote per share without restrictions and rank equally with regard to the Company's residual assets.

In the previous financial year, new ordinary shares have been issued arising from the conversion of 70,000,000 units of Redeemable Convertible Preference Shares ("RCPS") on the basis of one new ordinary share for every one unit of RCPS.

During the financial year, the issued and paid-up ordinary share capital were increased from RM28,851,000 to RM137,422,000 pursuant to the following:

- (a) issued 45,250,000 new ordinary shares ("Rights Shares") at a price of RM0.80 per Rights Share on the basis of one Rights Share for every ten existing Company's shares for acquisition of construction equipment pursuant to a sale and purchase agreement on 6 December 2023 and for working capital purpose;
- (b) issued 45,250,000 new ordinary shares pursuant to private placement exercise at a price of RM1.52 per ordinary share for working capital purpose;
- (c) issued 543,000,000 new ordinary shares ("Bonus Shares") on the basis of one Bonus Share for every one existing Company's share; and
- (d) issued 3,865,600 ordinary shares at a price of RM1.11 per ordinary share pursuant to the exercise of options under first offer of Employees' Shares Option Scheme to the eligible employees of the Company and its subsidiary.

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

12. REDEEMABLE CONVERTIBLE PREFERENCES SHARES ("RCPS")

| | Group and Company | |
|---------------------------------------|--|---------------------------|
| | Number of shares 2024 '000 unit | Amounts 2024 RM'000 |
| At beginning of the financial year | 70,000 | 5,390 |
| Conversion of RCPS to ordinary shares | (70,000) | (5,390) |
| At end of the financial year | - | - |

On 5 December 2022, the Company issued 70,000,000 units of RCPS at an issue price of RM0.08 per share.

The salient features of the RCPS are as follows:

- (a) The holder of RCPS shall be entitled to convert each RCPS held into ordinary shares at the rate of one (1) RCPS to one (1) ordinary share during the 5 years tenure of the RCPS commencing on and including the issue date up to an including the maturity date. All outstanding RCPS will be mandatorily converted into new share on the last day of the period of 5 years from date of first issuance of the RCPS.

Unless previously redeemed or converted or purchased and cancelled, the RCPS may at the option of the Company be redeemed, in whole or in part, at any time during the tenure of the RCPS at RM0.08 per share.

- (b) The holder of RCPS shall not be entitled to any dividends.

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

12. REDEEMABLE CONVERTIBLE PREFERENCES SHARES (“RCPS”) (CONT’D)

The salient features of the RCPS are as follows: (Cont’d)

- (c) The holder of RCPS shall carry no right to vote at any general meeting of the ordinary shareholders except with regards to any proposal to reduce the capital of the Company, to dispose of all or substantially all the Company’s assets, property, business and/or undertakings, to wind-up the Company and at any time during the winding-up of the Company.
- (d) The holder of RCPS shall be entitled to vote at any class meeting of the holders of RCPS in relation to any proposal by the Company to vary or abrogate the rights of RCPS.

In the previous financial year, the number of ordinary shares of the Company increased from 382,500,000 to 452,500,000 arising from the conversion of 70,000,000 units of RCPS at a conversion price of RM0.08 each.

13. OTHER RESERVES

| | Note | Group | | Group | |
|-----------------------|------|----------------|----------------|----------------|----------------|
| | | 2025 RM’000 | 2024 RM’000 | 2025 RM’000 | 2024 RM’000 |
| Other reserve | (a) | – | (20) | – | – |
| Share options reserve | (b) | 409 | – | 409 | – |
| | | 409 | (20) | 409 | – |

(a) Other reserve

In the previous financial year, the other reserves resulted from difference between the carrying value of the investment in subsidiary and the acquired net assets as book value of the subsidiary upon consolidation under the merger accounting principles.

(b) Share options reserve

The share options reserve comprises the cumulative value of employee services received for the issue of share options. The reserve is recorded over the vesting period commencing from the grant date and is reduced by the expiry or exercise of the share options. When the option is exercised, the amount from the share options reserve is transferred to share capital. When the share options expire, the amount from the share options reserve is transferred to retained earnings.

Share options are granted to employees who meet the criteria of eligibility for participation under the Employees’ Share Option Scheme (“ESOS”) as set out in the Company’s By-Laws of Executives’ Share Scheme (“ESS”) (“By-Laws”). The options granted are vested as stipulated by the ESS Committee and settlement is by issuance of fully paid ordinary shares. The exercise price in each grant is set based on the volume weighted average market price of the Company’s ordinary shares for the five market days immediately preceding date of the ESOS offer with a discount of not more than 10%. The contractual term of the options commenced from 20 June 2024 to 19 June 2029. There is cash settlement alternative as stated in the By-Laws. The options carry neither rights to dividend nor voting rights. Options may be exercised any time from the date of vesting to the date of expire.

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

13. OTHER RESERVES (CONT'D)

(b) Share options reserve (Cont'd)

Movement of share options during the financial year

The following table illustrates the number and weighted average exercise prices ("WAEP") of, and movement in, share options:

| | Group and Company | |
|--|--------------------------|-------------|
| | Number | WAEP |
| | 2025 | 2025 |
| | '000 | |
| At 1 February 2024 | – | – |
| Granted on 12 August 2024 | 5,505 | RM1.15 |
| Offered and not accepted by eligible employees | (10) | RM1.11 |
| Exercised during the year | (3,866) | RM1.11 |
| | <hr/> | |
| At 31 January 2025 | 1,629 | RM1.27 |
| | <hr/> | |
| Exercisable at 31 January 2025 | 1,629 | RM1.27 |
| | <hr/> | |

The options outstanding at 31 January 2025 have exercise price at RM1.11 and the weighted average remaining contractual life for the share options outstanding as at 31 January 2025 was 0.65 year.

The fair values of the share options granted were determined using a black-scholes option pricing model, and the inputs were:

| | 31.1.2025 |
|--|------------------|
| Fair value of share options and assumptions | |
| Weighted average fair value of share option at grant date (RM) | 0.25 |
| | <hr/> |
| Weighted average share price (RM) | 1.27 |
| Options life (years) | 0.98 |
| Risk-free rate (%) | 3.18 |
| Expected dividends (%) | – |
| Expected volatility (%) | 48.30 |
| | <hr/> |

The expected volatility is based on the historical share price volatility over a year. When determine the fair value, the management has also taken into consideration of the exercise restrictions and exercise behaviour. It was assumed that the employees would exercise the options after the vesting date when the share price is two times of the exercise price.

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

14. BORROWINGS

| | Note | Group | |
|--------------------------|------|----------------|----------------|
| | | 2025 RM'000 | 2024 RM'000 |
| Non-current: | | | |
| Lease liabilities | (a) | 210 | 107 |
| Current: | | | |
| Lease liabilities | (a) | 268 | 268 |
| Bankers' acceptance | (b) | 23,417 | 24,519 |
| | | 23,685 | 24,787 |
| Total borrowings: | | | |
| Lease liabilities | (a) | 478 | 375 |
| Bankers' acceptance | (b) | 23,417 | 24,519 |
| | | 23,895 | 24,894 |

(a) Lease liabilities

The incremental borrowing rates applied to lease liabilities is at a rate of 6.35% (2024: 6.35%).

Future minimum lease payments under leases together with the present value of net minimum lease payments are as follows:

| | Group | |
|--|----------------|----------------|
| | 2025 RM'000 | 2024 RM'000 |
| Minimum lease payments | | |
| Not later than 1 year | 298 | 294 |
| Later than 1 year and not later than 5 years | 225 | 115 |
| | 523 | 409 |
| Less: Future finance charges | (45) | (34) |
| Present value of minimum lease payments | 478 | 375 |
| Present value of minimum lease payments | | |
| Not later than 1 year | 268 | 268 |
| Later than 1 year and not later than 5 years | 210 | 107 |
| | 478 | 375 |
| Less: Amount due within 12 months | (268) | (268) |
| Amount due after 12 months | 210 | 107 |

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

14. BORROWINGS (CONT'D)

(b) Bankers' acceptance

The bankers' acceptance are secured by way of:

- (i) Corporate guarantee of the Company; and
- (ii) Pledged of fixed deposit of the Group and Company as disclosed in Note 10(b).

The bankers' acceptance bear interest rates ranging from 4.21% to 4.27% (2024: 4.20% to 4.25%) per annum.

15. DEFERRED TAX LIABILITIES

| | Group 2025 RM | Company 2025 RM |
|--|---------------------|-----------------------|
| At beginning of the financial year | – | – |
| Recognised in profit or loss (Note 23) | 3,140 | 1 |
| At end of the financial year | 3,140 | 1 |

The components of deferred tax (assets)/liabilities as at the end of the financial year comprise the following:

| | Group 2025 RM | Company 2025 RM |
|---|---------------------|-----------------------|
| Deferred tax assets | | |
| Unabsorbed capital allowance | (72) | (3) |
| Right-of-use assets | (1) | – |
| | (73) | (3) |
| Deferred tax liabilities | | |
| Differences between the carrying amount of property, plant and equipment and their tax base | 3,213 | 4 |
| | 3,140 | 1 |

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

16. TRADE AND OTHER PAYABLES

| | Note | Group | | Company | |
|--------------------------------|------|----------------|----------------|----------------|----------------|
| | | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Current: | | | | | |
| Trade | | | | | |
| Trade payables | | | | | |
| - Third parties | | 264,624 | 90,667 | - | - |
| - Related parties | | 19,269 | 29,502 | - | - |
| Retention sum | | | | | |
| - Third parties | | 39,731 | 14,165 | - | - |
| | (a) | 323,624 | 134,334 | - | - |
| Non-trade | | | | | |
| Other payables | | 1,845 | 2,468 | 24 | 1,270 |
| Accruals | | 1,276 | 1,113 | 112 | 141 |
| | | 3,121 | 3,581 | 136 | 1,411 |
| Total trade and other payables | | 326,745 | 137,915 | 136 | 1,411 |

- (a) The normal trade credit terms granted to the Group ranging from Cash on Delivery to 90 days (2024: Cash on Delivery to 90 days).

The retention sums are payable to the contractors upon the expiry of the defect liability period stated in the respective contracts is expected to be settled as follows:

| | Group | |
|---------------------|----------------|----------------|
| | 2025 RM'000 | 2024 RM'000 |
| Later than one year | 39,731 | 14,165 |

- (b) For explanations on the Group's and the Company's liquidity risk management processes, refer to Note 28(b)(ii).

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)**17. REVENUE**

| | Note | Group | | Company | |
|-----------------------------------|-------------|---------------|---------------|----------------|---------------|
| | | 2025 | 2024 | 2025 | 2024 |
| | | RM'000 | RM'000 | RM'000 | RM'000 |
| Continuing operations | | | | | |
| Revenue from contracts | | | | | |
| customers: | | | | | |
| <u>Over time:</u> | | | | | |
| Construction contracts | | 946,044 | 425,145 | - | - |
| Revenue from other source: | | | | | |
| <u>Over time:</u> | | | | | |
| Interest income | | 537 | 57 | 4,726 | 57 |
| <u>At point in time:</u> | | | | | |
| Dividend income | | 15 | - | 43,015 | - |
| | | 946,596 | 425,202 | 47,741 | 57 |
| Discontinued operation | | | | | |
| Revenue from contracts | | | | | |
| customers: | | | | | |
| <u>Over time:</u> | | | | | |
| System integration | | - | 4,039 | - | - |
| | | - | 4,039 | - | - |
| | | 946,596 | 429,241 | 47,741 | 57 |

Transaction price allocated to the remaining performance obligations

As of 31 January 2025, the aggregate amount of the transaction price allocated to the remaining performance obligation is RM3,628,719,000 (2024: RM1,365,237,000) and the Group will recognise this revenue progressively, which is expected to occur over the next 12 to 41 months (2024: 12 to 44 months).

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

18. OTHER INCOME

| | Group | | Company | |
|---|----------------|----------------|----------------|----------------|
| | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Continuing operations | | | | |
| Gain on disposal of a subsidiary | – | 40 | – | – |
| Gain on derecognition of right-of-use asset | 1 | – | – | – |
| Sales of scrap | 564 | – | – | – |
| Fair value gain on other investment | 105 | – | 105 | – |
| Others | 158 | 71 | 1 | 1 |
| | 828 | 111 | 106 | 1 |
| Discontinued operation | | | | |
| Rental income | – | 182 | – | – |
| Realised gain on foreign exchange | – | 2 | – | – |
| Others | – | 8 | – | – |
| | – | 192 | – | – |
| | 828 | 303 | 106 | 1 |

19. FINANCE INCOME

| | Group | |
|--|----------------|----------------|
| | 2025 RM'000 | 2024 RM'000 |
| Continuing operations | | |
| Interest income on bank balances | 646 | 190 |
| Interest income on short-term deposits | 224 | – |
| | 870 | 190 |
| Discontinued operation | | |
| Interest income on bank balances | – | 2 |
| | 870 | 192 |

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

22. EMPLOYEE BENEFITS EXPENSE

| | Group | | Company | |
|--------------------------------|----------------|----------------|----------------|----------------|
| | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Salaries, allowances and bonus | 15,182 | 9,140 | 793 | 649 |
| Defined contribution plans | 1,811 | 1,087 | 72 | 57 |
| Share-based payments | 1,380 | – | 50 | – |
| Other benefits | 158 | 93 | 3 | 3 |
| | 18,531 | 10,320 | 918 | 709 |

Included in employee benefits expense are as follows:

| | Group | | Company | |
|---------------------------------|----------------|----------------|----------------|----------------|
| | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Directors of the Company | | | | |
| Non-executive directors | | | | |
| - Fees | 158 | 144 | 158 | 144 |
| - Allowances | 31 | 26 | 31 | 26 |
| | 189 | 170 | 189 | 170 |

The estimated monetary value of benefit-in-kind received by a non-executive director of the Company other than in cash from the Company amounted to RM16,000 (2024: RM16,000).

During the financial year, the estimated monetary value of benefit-in-kind received by an executive director of a subsidiary other than in cash from the Group amounted to RM258,000 (2024: RM Nil).

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

23. INCOME TAX EXPENSE

| | Group | | Company | |
|--|-----------------------|-----------------------|-----------------------|-----------------------|
| | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Statements of comprehensive income | | | | |
| Continuing operations | | | | |
| Current income tax: | | | | |
| - Current income tax charge | 30,293 | 13,533 | 817 | - |
| - Adjustment in respect of prior financial years | 798 | 21 | - | - |
| | 31,091 | 13,554 | 817 | - |
| Deferred tax (Note 15): | | | | |
| - Origination/(Reversal) of temporary differences | 2,652 | - | (3) | - |
| - Adjustment in respect of prior financial years | 488 | - | 4 | - |
| | 3,140 | - | 1 | - |
| Income tax expense attributable to continuing operations | 34,231 | 13,554 | 818 | - |
| Income tax expense recognised in profit or loss | 34,231 | 13,554 | 818 | - |

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2024: 24%) of the estimated assessable profit for the financial year.

The reconciliations from the tax amount at statutory income tax rate to the Group's and the Company's tax expense are as follows:

| | Group | | Company | |
|--|-----------------------|-----------------------|-----------------------|-----------------------|
| | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Profit/(Loss) before tax | | | | |
| - Continuing operations | 124,485 | 55,142 | 44,733 | (2,017) |
| - Discontinued operation | - | (815) | - | - |
| Accounting profit/(loss) before tax | 124,485 | 54,327 | 44,733 | (2,017) |
| Tax at Malaysian statutory income tax rate of 24% (2024: 24%) | 29,876 | 13,039 | 10,736 | (484) |
| Adjustment: | | | | |
| Income not subject to tax | (29) | - | (10,349) | - |
| Non-deductible expenses | 3,098 | 374 | 427 | 482 |
| Deferred tax not recognised on temporary differences | - | 120 | - | 2 |
| Adjustment in respect of current income tax of prior financial years | 797 | 21 | - | - |
| Adjustment in respect of deferred tax of prior financial years | 488 | - | 4 | - |
| Income tax expense | 34,230 | 13,554 | 818 | - |

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

24. LOSS FROM DISCONTINUED OPERATION, NET OF TAX

As disclosed in Note 6(a), the Group had completed the disposal of Comintel System Technologies Sdn. Bhd. in the previous financial year, on 20 November 2023. Thus, the disposal company is classified as discontinued operation for the financial year ended 31 January 2024.

- (i) Analysis of the result of discontinued operation and the result recognised on the disposal group is as follows:

| | Group 2024 RM |
|--|------------------------------|
| Revenue | 4,039 |
| Cost of sales | (3,033) |
| Other income | 192 |
| Other expenses | (1,968) |
| Finance income | 2 |
| Finance costs | (47) |
| <hr/> | |
| Loss before tax from discontinued operation | (815) |
| Income tax expense | - |
| <hr/> | |
| Loss for the financial year from discontinuing operations, net of tax | (815) |

- (ii) The following items have been (credited)/charged in arriving at loss before tax:

| | Group 2024 RM'000 |
|---|----------------------------------|
| Auditors' remuneration - statutory audit: | |
| - Other auditor | 10 |
| Depreciation of property, plant and equipment | 332 |
| Director of the Company | |
| - Fees | 23 |
| - Other emoluments | 109 |
| Staff cost | |
| - Salaries, allowances and bonus | 841 |
| - Defined contribution plans | 91 |
| - Other benefits | 12 |
| Impairment losses on trade receivable | 82 |
| Realised loss on foreign exchange | 7 |
| Interest income | (2) |
| Interest expense | 47 |
| Rental income | (182) |
| Expenses relating to low value assets | 12 |
| <hr/> | |

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

25. EARNINGS PER SHARE

Basic earnings per share amounts are based on profit for the financial year attributable to ordinary shareholders of the Company and the weighted average number of ordinary shares in issue during the financial year, calculated as follows:

| | 2025 RM'000 | 2024 RM'000 (Restated) |
|---|------------------------------|---|
| Profit attributable to the ordinary shareholders of the Company: | | |
| - Continuing operations | 90,255 | 41,588 |
| - Discontinued operation | - | (815) |
| | <hr/> 90,255 | <hr/> 40,773 |
| Ordinary shares issued at the beginning of the year | 452,500 | 382,500 |
| Effect of conversion of RCPS | - | 16,301 |
| Effect of rights issue | 32,887 | - |
| Effect of private placement | 31,526 | - |
| Effect of bonus issue | 347,164 | 347,164 |
| Effect of ESOS exercised | 823 | - |
| Weighted average number of ordinary shares for basic earnings per share ('000 unit) | <hr/> 864,900 | <hr/> 745,965 |
| Basic earnings per ordinary share (sen): | | |
| - Continuing operations | 10.44 | 5.58 |
| - Discontinued operation | - | (0.11) |
| | <hr/> 10.44 | <hr/> 5.47 |

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

25. EARNINGS PER SHARE (CONT'D)

Diluted earnings per share are based on the profit for the financial year attributable to ordinary shareholders of the Company and the weighted average number of ordinary shares outstanding during the financial year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares, calculated as follows:

| | 2025 RM'000 | 2024 RM'000 (Restated) |
|---|------------------------------|---|
| Profit attributable to the ordinary shareholders of the Company: | | |
| - Continuing operations | 90,255 | 41,588 |
| - Discontinued operation | - | (815) |
| | <hr/> 90,255 | <hr/> 40,773 |
| Weighted average number of ordinary shares for basic earnings per share ('000 unit) | 864,900 | 745,965 |
| Effect of dilution from: | | |
| Share options ('000 units) | 67 | - |
| | <hr/> 864,967 | <hr/> 745,965 |
| Weighted average number of ordinary shares for diluted earnings per share ('000 unit) | | |
| Diluted earnings per ordinary share (sen) | | |
| - Continuing operations | 10.43 | 5.58 |
| - Discontinued operation | - | (0.11) |
| | <hr/> 10.43 | <hr/> 5.47 |

The comparative figures for the weighted average number of ordinary shares for basic and diluted earnings per share have been restated to reflect the adjustments arising from bonus issue during the year.

NOTES TO THE FINANCIAL STATEMENTS (CONTD)

26. GUARANTEES

(a) Financial guarantee

The financial guarantee, guaranteed by the Company for banking facilities granted to a subsidiary are as follows:

| | Company | |
|--|----------------|----------------|
| | 2025 RM'000 | 2024 RM'000 |
| Financial guarantee for banking facilities granted to: | | |
| - a subsidiary | 23,417 | 24,519 |

(b) Corporate guarantee

The corporate guarantee, guaranteed by the Company for construction projects granted to a subsidiary are as follows:

| | Company | |
|---|----------------|----------------|
| | 2025 RM'000 | 2024 RM'000 |
| Corporate guarantee for construction projects granted to: | | |
| - a subsidiary | 28,161 | - |

27. RELATED PARTIES

(a) Identity of related parties

Parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operational decisions, or vice versa, or where the Group and the party are subject to common control. Related parties may be individuals or other entities.

Related parties of the Group include:

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

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

27. RELATED PARTIES (CONT'D)

(b) Significant related party transactions

Significant related party transactions other than disclosed elsewhere in the financial statements are as follows:

| | Group | | Company | |
|--|----------------|----------------|----------------|----------------|
| | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Progress billings issued to entities in which a director has substantial financial interest | | | | |
| Binastra Construction (M) Sdn. Bhd. | 159,321 | 233,547 | - | - |
| Pembinaan Serta Hebat Sdn. Bhd. | 48,025 | - | - | - |
| Purchase of materials from entities in which a director has substantial financial interest | | | | |
| Binastra Concrete Sdn. Bhd. | (49,498) | (40,513) | - | - |
| Binastra Trading Sdn. Bhd. | (17,903) | (18,922) | - | - |
| BNK Resources Sdn. Bhd. | (19,565) | (18,943) | - | - |
| Rental expense paid to an entity in which a director has substantial financial interest | | | | |
| Keris Pintar Development Sdn. Bhd. | (60) | (60) | - | - |
| Dividend income received from a subsidiary of the Company | | | | |
| Binastra Builders Sdn. Bhd. | - | - | 43,000 | - |
| Interest income receivable from a subsidiary of the Company | | | | |
| Binastra Builders Sdn. Bhd. | - | - | 4,189 | - |

Significant outstanding balances with related parties at the end of the reporting period are as disclosed in Notes 7 and 16.

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

27. RELATED PARTIES (CONT'D)

(c) Compensation of key management personnel

Key management personnel of the Group and the Company, comprise persons (including directors) having the authority and responsibility for planning, directing and controlling the activities directly or indirectly.

Information of the key management personnel are as follows:

| | Group | | Company | |
|---------------------------------------|----------------|----------------|----------------|----------------|
| | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Directors of the Company | | | | |
| Non-executive directors | | | | |
| - Fees | 158 | 144 | 158 | 144 |
| - Allowances | 31 | 26 | 31 | 26 |
| - Benefit-in-kind | 16 | 16 | 16 | 16 |
| | 205 | 186 | 205 | 186 |
| Director of the subsidiary | | | | |
| Executive director | | | | |
| - Salaries, allowances and bonus | 990 | 440 | - | - |
| - Defined contribution plans | 119 | 53 | - | - |
| - Benefit-in-kind | 258 | - | - | - |
| - Other benefits | 1 | 1 | - | - |
| | 1,368 | 494 | - | - |
| Other key management personnel | | | | |
| - Salaries, allowances and bonus | 782 | 536 | 382 | 311 |
| - Defined contribution plans | 94 | 64 | 46 | 37 |
| - Share-based payments | 113 | - | 38 | - |
| - Other benefits | 2 | 2 | 1 | 1 |
| | 991 | 602 | 467 | 349 |
| | 2,564 | 1,282 | 672 | 535 |

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

28. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

The following table analyses the financial instruments in the statements of financial position by the classes of financial instruments to which they are assigned:

- (i) Amortised cost (“AC”)
- (ii) Fair value through profit or loss (“FVPL”)

| | Carrying amount RM’000 | AC RM’000 | FVPL RM’000 |
|--|---------------------------------------|----------------------|------------------------|
| 2025 | | | |
| Financial assets | | | |
| Group | | | |
| Trade and other receivables, net of non-refundable deposits and prepayments | 451,825 | 451,825 | – |
| Cash and short-term deposits | 96,982 | 96,982 | – |
| Other investment | 5,531 | – | 5,531 |
| | 554,338 | 548,807 | 5,531 |
| Company | | | |
| Trade and other receivables, net of prepayments | 108,685 | 108,685 | – |
| Cash and short-term deposits | 55,473 | 55,473 | – |
| Other investment | 5,531 | – | 5,531 |
| | 169,689 | 164,158 | 5,531 |
| Financial liabilities | | | |
| Group | | | |
| Trade and other payables | 326,745 | 326,745 | – |
| Bankers’ acceptance | 23,417 | 23,417 | – |
| | 350,162 | 350,162 | – |
| Company | | | |
| Trade and other payables | 136 | 136 | – |

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

28. FINANCIAL INSTRUMENTS (CONT'D)

(a) Categories of financial instruments (Cont'd)

The following table analyses the financial instruments in the statements of financial position by the classes of financial instruments to which they are assigned: (Cont'd)

| | Carrying amount RM'000 | Amortised cost RM'000 |
|--|---------------------------------------|--------------------------------------|
| 2024 | | |
| Financial assets | | |
| Group | | |
| Trade and other receivables, net of non-refundable deposits and prepayments | 224,231 | 224,231 |
| Cash and short-term deposits | 40,670 | 40,670 |
| | <hr/> 264,901 | <hr/> 264,901 |
| Company | | |
| Trade and other receivables, net of prepayments | 7,474 | 7,474 |
| Cash and short-term deposits | 11,019 | 11,019 |
| | <hr/> 18,493 | <hr/> 18,493 |
| Financial liabilities | | |
| Group | | |
| Trade and other payables | 137,915 | 137,915 |
| Bankers' acceptance | 24,519 | 24,519 |
| | <hr/> 162,434 | <hr/> 162,434 |
| Company | | |
| Trade and other payables | 1,411 | 1,411 |

(b) Financial risk management

The Group's and the Company's activities are exposed to a variety of financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk and interest rate risk. The Group's and the Company's overall financial risk management objective is to optimise value for their shareholders.

The Board of Directors reviews and agrees to policies and procedures for the management of these risks, which are executed by the Executive Directors and the Chief Financial Officer. The audit committee provides independent oversight to the effectiveness of the risk management process.

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

28. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management (Cont'd)

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

(i) Credit risk

Credit risk is the risk of financial loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group is exposed to the credit risk arises primarily from its trade receivables and contract assets. The Group has a credit policy in place and the exposure to credit risk is managed through the application of credit approvals, credit limits and monitoring procedures. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment.

The Group considers a financial asset to be in default when:

- The counterparty is unable to pay its credit obligations to the Group in full, without taking into account any credit enhancements held by the Group; or
- The contractual payment of the financial asset is more than 120 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

At the end of the reporting period, the Group assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Those events evidence that a financial asset is credit-impaired include observable data about the following events:

- significant financial difficulty of the counterparty;
- a breach of contract, including a default event;
- a concession or restructuring of loans granted by the lender of the counterparty relating to the counterparty's financial difficulty; or
- it is probable that the counterparty will enter bankruptcy or other financial reorganisation.

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

Trade receivables and contract assets

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

The carrying amounts of trade receivables and contract assets are not secured by any collateral or supported by any other credit enhancements. The Group has adopted a policy of dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The Group uses ageing analysis to monitor the credit quality of trade receivables. In managing credit risks of trade receivables, the Group also takes appropriate actions (including but not limited to legal actions) to recover long past due balances.

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

28. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management (Cont'd)

(i) Credit risk (Cont'd)

Other receivables and other financial assets

For other receivables and other financial assets (including cash and short-term deposits), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties. At the reporting date, the Group's and the Company's maximum exposure to credit risk arising from other receivables and other financial assets is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

The Group and the Company consider the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group and the Company compare the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment.

Some intercompany balances between entities within the Group comprise loans or advances which are repayable on demand. The Company regularly monitors the financial performance and position of these entities on an individual basis. When these entities' financial performance and position deteriorates significantly, the Company assumes that there is a significant increase in credit risk, and thereby a lifetime expected credit loss assessment is necessary. As the Company is able to determine the timing of repayment of the loans or advances, the Company will consider the loans or advances to be in default when these entities are unable to pay based on the expected manner of recovery and recovery period. The Company determines the probability of default for these loans or advances using internally available information. The Company considers the loans or advances to be credit-impaired when the entities are unlikely to repay their debts.

As at the end of the reporting date, the Group and the Company consider the other receivables and other financial assets as low risk and did not recognise any loss allowance for impairment for other receivables and other financial assets.

Financial guarantee contracts

The Company is exposed to credit risk in relation to financial guarantees given to banks in respect of loans granted to subsidiary and bank guarantees given to third-parties in respect of performance guarantees for certain constructions projects of its subsidiary. The Company monitors the results of the subsidiary and its repayment as well as progress of all related projects on an on-going basis. The maximum exposure to credit risks amounts to RM51,578,000 (2024: RM24,519,000) representing the maximum amount the Company could pay if the guarantee is called on as disclosed in Note 28(b)(ii). As at the reporting date, there was no loss allowance for impairment as determined by the Company for the financial guarantee.

As at the reporting date, the bank guarantees have not been recognised as there were no indications that the progress of the related projects would have impact on the performance guarantees given by the Company, hence triggering the repayment of the performance guarantees. The financial guarantees have not been recognised since the fair value on initial recognition was not material as the guarantee is provided as credit enhancement to subsidiary's secured borrowings.

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

28. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management (Cont'd)

(ii) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations when they fall due. The Group's and the Company's exposure to liquidity risk arise primarily from mismatches of the maturities between financial assets and liabilities. The Group's and the Company's exposure to liquidity risk arise principally from trade and other payables and borrowings.

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

Maturity analysis

The maturity analysis of the Group's and of the Company's financial liabilities by their relevant maturity at the reporting date based on contractual undiscounted repayment obligations are as follows:

| Group | ← Contractual undiscounted cash flows → | | | |
|-------------------------------|---|---|-----------------------------------|-----------------|
| | Carrying amount RM'000 | On demand or within 1 year RM'000 | Between 1 to 5 years RM'000 | Total RM'000 |
| 2025 | | | | |
| Financial liabilities: | | | | |
| Trade and other payables | 326,745 | 326,745 | – | 326,745 |
| Bankers' acceptance | 23,417 | 23,417 | – | 23,417 |
| Lease liabilities | 478 | 298 | 225 | 523 |
| | 350,640 | 350,460 | 225 | 350,685 |
| 2024 | | | | |
| Financial liabilities: | | | | |
| Trade and other payables | 137,915 | 137,915 | – | 137,915 |
| Bankers' acceptance | 24,519 | 24,519 | – | 24,519 |
| Lease liabilities | 375 | 294 | 115 | 409 |
| | 162,809 | 162,728 | 115 | 162,843 |
| Company | | | | |
| 2025 | | | | |
| Financial liabilities: | | | | |
| Trade and other payables | 136 | 136 | – | 136 |
| Financial guarantee contracts | – | 51,578 | – | 51,578 |
| | 136 | 51,714 | – | 51,714 |
| 2024 | | | | |
| Financial liabilities: | | | | |
| Trade and other payables | 1,411 | 1,411 | – | 1,411 |
| Financial guarantee contracts | – | 24,519 | – | 24,519 |
| | 1,411 | 25,930 | – | 25,930 |

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

28. FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial risk management (Cont'd)

(iii) Interest rate risk

Interest rate risk is the risk of fluctuation in fair value or future cash flows of the Group's and the Company's financial instruments as a result of changes in market interest rates. The Group's and the Company's exposure to interest rate risk arises primarily from their bank deposits and bankers' acceptance with floating interest rates.

Sensitivity analysis

At the reporting date, if interest rates were to increase or decrease by 50 basis points with all other variables held constant, the Group's profit net of tax would decrease or increase by RM89,000 (2024: RM93,000) respectively, arising from the outstanding floating rate borrowings as at the end of the reporting period.

The sensitivity analysis is unrepresentative of the inherent interest rate risk as the year-end exposure does not reflect the exposure during the financial year.

(c) Fair value measurement

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

There have been no transfers between Level 1 and Level 2 during the financial year (2024: no transfer in either direction).

29. SEGMENT INFORMATION

The Group prepared the following segment information in accordance with MFRS 8 Operating Segments based on the internal reports of the Group's strategic business units which are regularly reviewed by the Group's Managing Director for the purpose of making decisions about resource allocation and performance assessment.

The primary segment reporting format is determined to be business segments as the Group's risks and rates of return are affected predominantly by the local economic environment in which it operates.

The three reportable operating segments are as follows:

| Segments | Products and services |
|---|--|
| System Integration and Maintenance Services | Provision of turnkey engineering design and integration, programme management, installation, commissioning and the provision of electronic systems testing and repair. |
| Construction | Provision of construction works and related services. |
| Investment holding | Investment in subsidiary. |

The directors are of the opinion that all inter-segment transactions have been entered in the normal course of business and have been established on terms and conditions that are mutually agreed upon.

Segment profit

Segment performance is used to measure performance as Group's Managing Director believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Performance is evaluated based on operating profit or loss which is measured differently from operating profit or loss in the consolidated financial statements.

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

29. SEGMENT INFORMATION (CONT'D)

| Group 2024 | Note | ← Continuing operations → | | Discontinued operation | Adjustment and eliminations RM'000 | Total RM'000 |
|--|------|---------------------------------|------------------------|---|---|-----------------|
| | | Investment holding RM'000 | Construction RM'000 | System integration and maintenance services RM'000 | | |
| Revenue | | | | | | |
| Revenue from external customers | A | 57 | 425,145 | 4,039 | – | 429,241 |
| Results | | | | | | |
| Segment (loss)/profit | B | (1,977) | 56,479 | (770) | 775 | 54,507 |
| Finance income | | – | 190 | 2 | – | 192 |
| Finance costs | C | (40) | (285) | (47) | – | (372) |
| (Loss)/Profit before tax | | (2,017) | 56,384 | (815) | 775 | 54,327 |
| Income tax expense | | – | (13,554) | – | – | (13,554) |
| (Loss)/Profit for the financial year | | (2,017) | 42,830 | (815) | 775 | 40,773 |
| Assets: | | | | | | |
| Segment assets | D | 20,032 | 282,810 | 3,656 | (10,590) | 295,908 |
| Liabilities: | | | | | | |
| Segment liabilities | E | 1,412 | 217,319 | 3,561 | (9,595) | 212,697 |
| Other segment information: | | | | | | |
| Capital expenditure | | 162 | 10,624 | – | – | 10,786 |
| Depreciation of property, plant and equipment | | 25 | 1,421 | 333 | – | 1,779 |
| Loss/(Gain) on disposal of a subsidiary | | 735 | – | – | (775) | (40) |
| Employee benefits expense | | 709 | 9,611 | 1,076 | – | 11,396 |
| Expenses relating to lease of low value assets: | | | | | | |
| - office equipment | | – | – | 12 | – | 12 |
| Expenses relating to short-term leases: | | | | | | |
| - machinery | | – | 13,269 | – | – | 13,269 |
| - motor vehicle | | 8 | – | – | (8) | – |
| - office premise | | 5 | 15 | – | – | 20 |
| - staff hostel | | – | 6 | – | – | 6 |

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

29. SEGMENT INFORMATION (CONT'D)

Reconciliation of reportable segment revenue, profit or loss, assets, liabilities and other material items are as follows:

A Revenue

| | 2025 | 2024 |
|---|---------------|---------------|
| | RM'000 | RM'000 |
| Total revenue for reportable segments | 946,596 | 429,241 |
| Less: Discontinued operation (Note 24) | – | (4,039) |
| <hr/> | | |
| Revenue of the Group per consolidated statement of comprehensive income | 946,596 | 425,202 |
| <hr/> | | |

B Segment results

| | 2025 | 2024 |
|--|---------------|---------------|
| | RM'000 | RM'000 |
| Profit for reportable segments | 125,066 | 54,507 |
| Less: Discontinued operation (Note 24) | – | 770 |
| <hr/> | | |
| Operating profit of the Group per consolidated statement of comprehensive income | 125,066 | 55,277 |
| <hr/> | | |

C Finance costs

| | 2025 | 2024 |
|---|---------------|---------------|
| | RM'000 | RM'000 |
| Finance costs for reportable segments | 1,450 | 372 |
| Less: Discontinued operation (Note 24) | – | (47) |
| <hr/> | | |
| Finance costs of the Group per consolidated statement of comprehensive income | 1,450 | 325 |
| <hr/> | | |

D Reconciliation of assets

The following items are deducted from segments assets to arrive at total assets reported in the consolidated statement of financial position:

| | 2025 | 2024 |
|------------------------------|---------------|---------------|
| | RM'000 | RM'000 |
| Amount due from a subsidiary | 108,682 | 6,034 |
| Investment in a subsidiary | 2,230 | 900 |
| Discontinued operation | – | 3,656 |
| <hr/> | | |
| | 110,912 | 10,590 |
| <hr/> | | |

NOTES TO THE FINANCIAL STATEMENTS
(CONTD)

29. SEGMENT INFORMATION (CONT'D)

E Reconciliation of liabilities

| | 2025 RM'000 | 2024 RM'000 |
|---|------------------------------|------------------------------|
| Amount due to immediate holding company | 108,682 | 6,034 |
| Discontinued operation | – | 3,561 |
| | 108,682 | 9,595 |

Geographical information

No segmental information is provided on a geographical basis as the Group's activities are conducted predominantly in Malaysia.

Information about major customers

For construction segment, revenue from three (2024: three) major customers represented approximately RM605,873,000 (2024: RM378,984,000) for the Group's total revenue.

30. CAPITAL MANAGEMENT

The primary objective of the Group's and the Company's capital management is to ensure that they maintain a strong credit rating and healthy capital ratio in order to support their 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 payments 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 January 2025 and 31 January 2024.

The Group and the Company monitor capital using a gearing ratio, which is net debt divided by total equity. Net debt comprises borrowings and payables, less cash and short-term deposits whereas total equity represents the equity attributable to owners of the Company.

| | Group | | Company | |
|------------------------------------|------------------------------|------------------------------|------------------------------|------------------------------|
| | 2025 RM'000 | 2024 RM'000 | 2025 RM'000 | 2024 RM'000 |
| Trade and other payables | 326,745 | 137,915 | 136 | 1,411 |
| Borrowings | 23,895 | 24,894 | – | – |
| Total debts | 350,640 | 162,809 | 136 | 1,411 |
| Less: Cash and short-term deposits | (96,982) | (40,670) | (55,473) | (11,019) |
| Net debts/(cash) | 253,658 | 122,139 | (55,337) | (9,608) |
| Total equity | 282,446 | 83,211 | 171,516 | 18,621 |
| Gearing ratio | 0.90 | 1.47 | * | * |

* not meaningful

Other than the requirement that a subsidiary of the Group is required to maintain a gearing ratio of 2.5 to comply with bank covenants, there is no other external imposed capital requirements.

NOTES TO THE FINANCIAL STATEMENTS
(CONT'D)

31. SIGNIFICANT EVENTS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

- (a) On 14 February 2025, a wholly-owned subsidiary of the Company, namely Binastra Green Energy Sdn. Bhd. was incorporated. The principal activity of the subsidiary is investment holding and engineering, procurement, construction and commissioning of renewable energy project development of renewable energy construction and commissioning works.
- (b) On 8 April 2025, a wholly-owned subsidiary of the Company, namely Binastra Green Energy Sdn. Bhd. has incorporated a 51% partially-owned subsidiary, namely Binastra Atlantic Sdn. Bhd. The principal activity of the subsidiary is engineering, procurement, construction and commissioning of renewable energy project development of renewable energy construction and commissioning works.
- (c) On 24 April 2025, the Company entered into a conditional Share Sale and Option Agreement with one of the existing shareholders of LF Lansen Sdn. Bhd. ("LF Lansen"), namely Pee Chen Huan for the proposed acquisition of 92,000 existing ordinary shares in LF Lansen, representing 6.0% of the enlarged issued share capital of LF Lansen at RM23.98 per Sale Share for a total cash consideration of RM2,206,160.
- (d) On 24 April 2025, the Company entered into a conditional Subscription Agreement with LF Lansen and Pee Chen Huan for the proposed subscription of 533,800 new ordinary shares in LF Lansen, representing 34.80% of the enlarged issued share capital of LF Lansen at RM23.98 per Subscription Share for a total cash consideration of RM12,800,524.

STATEMENT BY DIRECTORS

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

We, **DATUK TAN KAK SENG** and **LEE SENG YONG**, being two of the directors of Binastra Corporation Berhad, do hereby state that in the opinion of the directors, the accompanying financial statements set out on pages 103 to 154 are drawn up in accordance with the 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 January 2025 and of their financial performance and cash flows for the financial year then ended.

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

DATUK TAN KAK SENG
Director

LEE SENG YONG
Director

Kuala Lumpur

Date: 15 May 2025

STATUTORY DECLARATION

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

I, **LIONG CHAI PHENG**, being the officer primarily responsible for the financial management of Binastra Corporation Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements set out on pages 103 to 154 are correct, and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

LIONG CHAI PHENG
(MIA membership No: CA 20421)

Subscribed and solemnly declared by the abovenamed at Kuala Lumpur in the Federal Territory on 15 May 2025.

Before me,
HADINUR MOHD SYARIF
License No. W761
Commissioner of Oaths
Kuala Lumpur

INDEPENDENT AUDITORS' REPORT
(CONTD)

Key Audit Matters (Cont'd)

Group (Cont'd)

Revenue recognition for construction activities (Notes 4(b) and 17 to the financial statements)

The Group recognised construction revenue in profit or loss by using the progress towards complete satisfaction of performance obligation. The progress towards complete satisfaction of performance obligation is determined by the proportion that construction costs incurred for work performed to date bear to the estimated total construction costs.

Significant judgement is required in determining the progress towards complete satisfaction of performance obligation, the extent of the construction costs incurred, the estimated total construction revenue and expenses, as well as the recoverability of the construction projects. In making the judgement, the Group evaluates based on past experience and by relying on the work of specialists.

Our audit response:

Our audit procedures included, among others:

- reading the terms and conditions of agreements with selected customers;
- understanding the Group's process in preparing project budget and the calculation of the progress towards anticipated satisfaction of a performance obligation;
- comparing the directors' key assumptions to contractual terms and discussing with project manager;
- comparing the Group's computed progress towards complete satisfaction of performance obligation for identified projects against architect or consultant certificate;
- checking the mathematical computation of recognised revenue for the projects during the financial year; and
- comparing the directors' assessment on the potential deduction to revenue arising from liquidated and ascertained damages against the contractual delivery dates, estimated delivery dates and progress reports.

Company

We have determined that there were no key audit matters in the audit of the separate financial statements of the Company to be communicated in our auditors' report.

Information Other than the Financial Statements and Auditors' Report Thereon

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

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

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

If, based on the work we have performed, 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.

INDEPENDENT AUDITORS' REPORT
(CONT'D)**Auditors' Responsibilities for the Audit of the Financial Statements (Cont'd)**

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

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

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

Other Matters

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

Baker Tilly Monteiro Heng PLT
201906000600 (LLP0019411-LCA) & AF 0117
Chartered Accountants

Ng Zu Wei
No. 03545/12/2026 J
Chartered Accountant

Kuala Lumpur

Date: 15 May 2025

ANALYSIS OF SHAREHOLDINGS
(CONTD)

**THE 30 LARGEST SECURITIES ACCOUNT HOLDERS AS AT 5 MAY 2025
(WITHOUT AGGREGATING SECURITIES FROM DIFFERENT SECURITIES ACCOUNT BELONGING TO THE
SAME PERSON) (Cont'd)**

| No. | Holder Name | No. of Shares | % of Issued Shares* |
|--------------|--|--------------------|------------------------|
| 11 | ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR GAN YEE HIN (7014312) | 15,799,100 | 1.45 |
| 12 | TOKIO MARINE LIFE INSURANCE MALAYSIA BHD AS BENEFICIAL OWNER (TMEF) | 15,600,000 | 1.43 |
| 13 | RHB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LEE SENG YONG | 15,000,000 | 1.38 |
| 14 | RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TAN KAK SENG | 14,600,000 | 1.34 |
| 15 | ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TAN KAK SENG (7003247) | 14,000,000 | 1.28 |
| 16 | CITIGROUP NOMINEES (TEMPATAN) SDN BHD EMPLOYEES PROVIDENT FUND BOARD | 13,624,000 | 1.25 |
| 17 | RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD GAN SEONG LIAM | 13,503,300 | 1.24 |
| 18 | CITIGROUP NOMINEES (TEMPATAN) SDN BHD EMPLOYEES PROVIDENT FUND BOARD (ISLAMIC) | 12,521,000 | 1.15 |
| 19 | ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR JT CONGLOMERATE SDN BHD (7005446) | 10,000,000 | 0.92 |
| 20 | UOBM NOMINEES (TEMPATAN) SDN BHD UNITED OVERSEAS BANK NOMINEES (PTE) LTD FOR TAN KAK SENG | 10,000,000 | 0.92 |
| 21 | HSBC NOMINEES (TEMPATAN) SDN BHD HSBC (M) TRUSTEE BHD FOR PRINCIPAL MALAYSIA TITANS FUND | 8,837,900 | 0.81 |
| 22 | ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LEE SENG YONG (7006274) | 8,800,000 | 0.81 |
| 23 | CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR TAN KAK SENG (MY4685) | 8,800,000 | 0.81 |
| 24 | YAP CHUN SHIONG | 8,430,000 | 0.77 |
| 25 | MAYBANK NOMINEES (TEMPATAN) SDN BHD SYARIKAT TAKAFUL MALAYSIA KELUARGA BERHAD (ORDPA) | 8,288,200 | 0.76 |
| 26 | ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TAN KAK SENG (7015000) | 8,000,000 | 0.73 |
| 27 | MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR EXSIM HOLDINGS SDN BHD | 8,000,000 | 0.73 |
| 28 | MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LIM AIK KIAT | 7,095,000 | 0.65 |
| 29 | ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR YAP CHUN SHIONG (7005382) | 6,970,000 | 0.64 |
| 30 | HUANG CHAI SHENG | 6,753,160 | 0.62 |
| TOTAL | | 897,223,558 | 82.28 |

NOTICE OF THE 22ND ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 22nd Annual General Meeting (“**22nd AGM**”) of Binastra Corporation Berhad (“**Binastra**” or “**Company**”) will be held at the Diamond Hall, Level 53, Mercure Kuala Lumpur Trion, Jalan Dua Off Jalan Chan Sow Lin, Sungai Besi, 55200 Kuala Lumpur on Thursday, 3 July 2025, at 11.00 a.m. or at any adjournment thereof to transact the following businesses:-

AGENDA

1. To receive the Audited Financial Statements for the financial year ended 31 January 2025 and the Reports of Directors and Auditors thereon.
2. To approve the payment of Directors’ fees to the Non-Executive Directors of up to an amount of RM250,000 for their services from 4 July 2025 until the next annual general meeting of the Company. *Ordinary Resolution 1*
3. To approve the payment of Directors’ benefits (excluding Directors’ fees) to the Non-Executive Directors up to an amount of RM60,000 from 4 July 2025 until the next annual general meeting of the Company. *Ordinary Resolution 2*
4. To re-elect the following Directors, who retire pursuant to Article 119 of the Company’s Constitution:-
 - (i) Lee Seng Yong *Ordinary Resolution 3*
 - (ii) Low Tuan Lee *Ordinary Resolution 4*
5. To appoint Baker Tilly Monteiro Heng PLT as Auditors of the Company and authorise the Directors to determine their remuneration. *Ordinary Resolution 5*
6. To consider and if thought fit, to pass the following Ordinary Resolutions, with or without modifications:-

(A) AUTHORITY TO ALLOT SHARES

“THAT subject always to the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby authorised pursuant to Section 75 of the Companies Act 2016 to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be allotted pursuant to this Resolution does not exceed 10% of the total number of issued shares of the Company for the time being.”

Ordinary Resolution 6

NOTICE OF THE 22ND ANNUAL GENERAL MEETING
(CONTD)

(B) PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE INVOLVING THE INTEREST OF DATUK TAN KAK SENG (MANAGING DIRECTOR), MAJOR SHAREHOLDERS OR PERSON CONNECTED WITH SUCH DIRECTOR AND/OR MAJOR SHAREHOLDERS

Ordinary Resolution 7

“THAT subject to the Companies Act 2016 (“**Act**”), the Constitution of the Company and the Bursa Malaysia Securities Berhad Main Market Listing Requirements, approval be and is hereby given to the Company and its subsidiaries (“**Binastra Group**”) to enter into all transactions involving the interests of Datuk Tan Kak Seng, who is the Managing Director and major shareholder of the Company, and JT Conglomerate Sdn. Bhd., also a major shareholder of the Company, or persons connected with such Director and/or major shareholders of the Group (“**Related Parties**”) as specified in Section 2.3 of the Circular to Shareholders dated 28 May 2025 in relation to the Proposed Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature (“**Recurrent RPTs**”) provided that such transactions are:-

- (a) recurrent transactions of a revenue or trading nature;
- (b) necessary for the day-to-day operations;
- (c) carried out in the ordinary course of business on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (d) are not to the detriment of the minority shareholders,

(“**RRPT Mandate**”).

AND THAT such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting (“**AGM**”) of the Company, at which time it will lapse, unless by ordinary resolution passed at that meeting, the authority is renewed; or
- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) the authority is revoked or varied by ordinary resolution passed by the shareholders in general meeting; or

whichever is earlier; and the aggregate value of the Recurrent RPTs be disclosed in the annual report of the Company.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give full effect to the RRPT Mandate.”

NOTICE OF THE 22ND ANNUAL GENERAL MEETING
(CONTD)

(C) PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE INVOLVING THE INTEREST OF LEE SENG YONG (EXECUTIVE DIRECTOR), MAJOR SHAREHOLDER OR PERSON CONNECTED WITH SUCH DIRECTOR AND/OR MAJOR SHAREHOLDER

Ordinary Resolution 8

“THAT subject to the Companies Act 2016 (“**Act**”), the Constitution of the Company and the Bursa Malaysia Securities Berhad Main Market Listing Requirements, approval be and is hereby given to the Company and its subsidiaries (“**Binastra Group**”) to enter into all transactions involving the interests of Mr. Lee Seng Yong, who is an Executive Director of the Company and major shareholder of the Company, or persons connected with him (“**Related Parties**”) as specified in Section 2.3 of the Circular to Shareholders dated 28 May 2025 in relation to the Proposed Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature (“**Recurrent RPTs**”) provided that such transactions are:-

- (a) recurrent transactions of a revenue or trading nature;
- (b) necessary for the day-to-day operations;
- (c) carried out in the ordinary course of business on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (d) are not to the detriment of the minority shareholders,

(“**RRPT Mandate**”).

AND THAT such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting (“**AGM**”) of the Company, at which time it will lapse, unless by ordinary resolution passed at that meeting, the authority is renewed; or
- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) the authority is revoked or varied by ordinary resolution passed by the shareholders in general meeting; or

whichever is earlier; and the aggregate value of the Recurrent RPTs be disclosed in the annual report of the Company.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give full effect to the RRPT Mandate.”

NOTICE OF THE 22ND ANNUAL GENERAL MEETING
(CONTD)

BY ORDER OF THE BOARD

SEOW FEI SAN (SSM Practising Certificate No. 201908002299)
MOK MEE KEE (SSM Practising Certificate No. 201908002288)
Secretaries

Petaling Jaya
28 May 2025

Notes:-

1. Attendance

1.1 For the purposes of determining a member who shall be entitled to attend and vote at this 22nd AGM, the Company shall be requesting **Record of Depositors as at 23 June 2025**. Only depositors whose names appear on this Record of Depositors shall be regarded as members and entitled to attend, participate, speak and vote in this 22nd AGM.

2. Proxy

2.1 A member who is entitled to attend, participate, speak and vote at this 22nd AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his/her place. A proxy may but need not be a member of the Company. **Members who are unable to attend, participate, speak and vote in this 22nd AGM may appoint the Chairman of the meeting as his/her proxy to vote in his/her stead and indicate the voting instructions in the Form of Proxy.**

2.2 Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("**Central Depositories Act**"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

2.3 Where a member of the Company is an exempt authorised nominee as defined under the Central Depositories Act which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**Omnibus Account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.

2.4 The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing (or if such appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised or in some other manner approved by Directors).

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar's office at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, Tricor Drop-in Box located at Unit G-2, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the 22nd AGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed. To attend, participate and vote, the attorney should refer to the Administrative Guide for the 22nd AGM for further details.

NOTICE OF THE 22ND ANNUAL GENERAL MEETING
(CONTD)

5. Ordinary Resolutions 3 and 4: Re-election of Directors

Article 119 of the Company's Constitution provides that at the annual general meeting in every year, one-third of the Directors of the Company for the time being, or if the number is not a multiple of three, then the number nearest to one-third shall retire from office so that all Directors shall retire from office once at least in each three (3) years. A retiring Director shall retain office until the close of the meeting at which he retires. Also, a retiring Director shall be eligible for re-election at the AGM.

The Board endorsed the Nomination Committee ("NC")'s assessment in determining the eligibility of the Directors standing for re-election at the 22nd AGM and having satisfied with the Directors' performances, accepted the NC's recommendation to seek shareholders' approval for the re-election of the retiring Directors at the 22nd AGM. The retiring Directors, being eligible for re-election, have given their consent for re-election.

6. Ordinary Resolution 6: Authority to Allot Shares

Ordinary Resolution 6, if passed, will empower the Directors of the Company to allot and issue shares not exceeding 10% of the issued shares of the Company subject to the approvals of all the relevant governmental and/or other regulatory bodies and for such purposes as the Directors consider would be in the interest of the Company.

The authorisation, unless revoked or varied by the Company in general meeting, will expire at the conclusion of the next AGM of the Company.

The authorisation will provide flexibility to the Company for any possible fundraising activities, including but not limited to further placing of shares, for purpose of funding future business expansion and investment activities / projects, working capital, repayment of bank borrowing and/or acquisitions.

As at the date of printing of this Annual Report, no new share was issued by the Company pursuant to the authority granted to the Directors at the 21st AGM held on 3 July 2024 and the said authority will lapse at the conclusion of the 22nd AGM.

7. Ordinary Resolutions 7 and 8: Proposed Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The proposed Ordinary Resolutions 7 and 8, if passed, will enable the Company and/or its Subsidiaries to enter into recurrent transactions involving the interests of Related Parties, which are of a revenue or trading nature and necessary for the Group's day-to-day operations, subject to the transactions being carried out in the ordinary course of business and on terms not to the detriment of the minority shareholders of the Company.

Further information on the proposed shareholders' mandate for recurrent related party transactions of a revenue or trading nature is set out in the Circular to Shareholders dated 28 May 2025, which is despatched together with the Notice of the 22nd AGM.

8. Ordinary Resolution 9: Proposed Share Buy-back Authority

The proposed Ordinary Resolution No. 9, if passed, will empower the Directors of the Company to purchase the Company's ordinary shares of up to ten percent (10%) of the total number of issued shares of the Company by utilising the funds allocated which shall not exceed the total retained earnings of the Company. Further information on the proposed share buy-back authority is set out in the Circular to Shareholders dated 28 May 2025, which is despatched together with the Notice of the 22nd AGM.

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FORM OF PROXY

BINASTRA CORPORATION BERHAD
(Registration No. 200301027648 (630068-T))
(Incorporated in Malaysia)

| | |
|--------------------------------|--|
| Number of ordinary shares held | |
| CDS Account No. | |
| Shareholder's Contact No. | |

I/We _____ NRIC/Registration No. _____
(FULL NAME IN BLOCK LETTERS)

of _____
(ADDRESS IN FULL)

being a member/members* of BINASTRA CORPORATION BERHAD ("**Company**"), hereby appoint _____

_____ NRIC No.: _____
(FULL NAME IN BLOCK LETTERS)

of _____
(ADDRESS IN FULL)

or failing him/her*, _____ NRIC No.: _____
(FULL NAME IN BLOCK LETTERS)

of _____
(ADDRESS IN FULL)

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 22nd Annual General Meeting ("**22nd AGM**") of the Company to be held at the Diamond Hall, Level 53, Mercure Kuala Lumpur Trion, Jalan Dua Off Jalan Chan Sow Lin, Sungai Besi, 55200 Kuala Lumpur on Thursday, 3 July 2025 at 11.00 a.m. or at any adjournment thereof on the following resolutions referred to in the Notice of 22nd AGM.

Please indicate an "X" in the space provided below on how you wish your votes to be cast. If no specific instruction as to voting is given, the Proxy will vote or abstain from voting at his/her discretion.

| NO. | ORDINARY RESOLUTIONS | FOR | AGAINST |
|-----|--|-----|---------|
| 1 | To approve the Directors' fees | | |
| 2 | To approve the Directors' benefits | | |
| 3 | To re-elect Lee Seng Yong as a Director of the Company | | |
| 4 | To re-elect Low Tuan Lee as a Director of the Company | | |
| 5 | To appoint Baker Tilly Monteiro Heng PLT as Auditors of the Company | | |
| 6 | To approve authority to allot shares | | |
| 7 | To approve the proposed shareholders' mandate for recurrent related party transactions involving the interest of Datuk Tan Kak Seng (Managing Director), major shareholders or person connected with such Director and/or major shareholders | | |
| 8 | To approve the proposed shareholders' mandate for recurrent related party transactions involving the interest of Lee Seng Yong (Executive Director), major shareholder or person connected with such Director and/or major shareholder | | |
| 9 | To approve the proposed share buy-back authority | | |

Signed on this _____ day of _____, 2025.

Signature of Member(s)/Common Seal*

* Delete if not applicable

| | |
|---|-------------------|
| For appointment of two proxies, percentage of shareholdings to be represented by the proxies: | |
| | Percentage |
| Proxy 1 | % |
| Proxy 2 | % |
| Total: | 100% |

Notes:-

1. Attendance

1.1 For the purposes of determining a member who shall be entitled to attend and vote at this 22nd AGM, the Company shall be requesting **Record of Depositors as at 23 June 2025**. Only depositors whose names appear on this Record of Depositors shall be regarded as members and entitled to attend, participate, speak and vote in this 22nd AGM.

2. Proxy

2.1 A member who is entitled to attend, participate, speak and vote at this 22nd AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his/her place. A proxy may but need not be a member of the Company. Members who are unable to attend, participate, speak and vote in this 22nd AGM may appoint the Chairman of the meeting as his/her proxy to vote in his/her stead and indicate the voting instructions in the Form of Proxy.

2.2 Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("**Central Depositories Act**"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

2.3 Where a member of the Company is an exempt authorised nominee as defined under the Central Depositories Act which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**Omnibus Account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.

2.4 The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing (or if such appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised or in some other manner approved by Directors).



Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar's office at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, Tricor Drop-in Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the 22nd AGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed. To attend, participate and vote, the attorney should refer to the Administrative Guide for the 22nd AGM for further details.

- 2.5 The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the appointment proposes to vote:

In hard copy

The instrument appointing a proxy must be deposited at the Share Registrar's office at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, Tricor Drop-in Box located at Unit G-2, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

By Electronic form

The appointment of proxy must be made and submitted via TIH Online website at <https://tiah.online>. Please refer to the Administrative Guide on the procedures for electronic lodgement of the Form of Proxy.

Last date and time for lodging the Form of Proxy is **Tuesday, 1 July 2025 at 11.00 a.m.**

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AFFIX
STAMP

THE SHARE REGISTRAR OF
BINASTRA CORPORATION BERHAD
(Registration No. 200301027648 (630068-T))

TRICOR INVESTOR AND ISSUING HOUSE SERVICES SDN BHD
UNIT 32-01, LEVEL 32
TOWER A, VERTICAL BUSINESS SUITE
AVENUE 3, BANGSAR SOUTH
NO. 8, JALAN KERINCHI
59200 KUALA LUMPUR
MALAYSIA

2nd Fold Here

Fold This Flap For Sealing



BINASTRA CORPORATION BERHAD

Registration No. 200301027648 (630068-T)

No. 1 & 3, Jalan Jalil Jaya 3, Jalil Link,
Bukit Jalil, 57000 Kuala Lumpur.

TEL +603 8998 7555 **FAX** +603 8998 7788

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