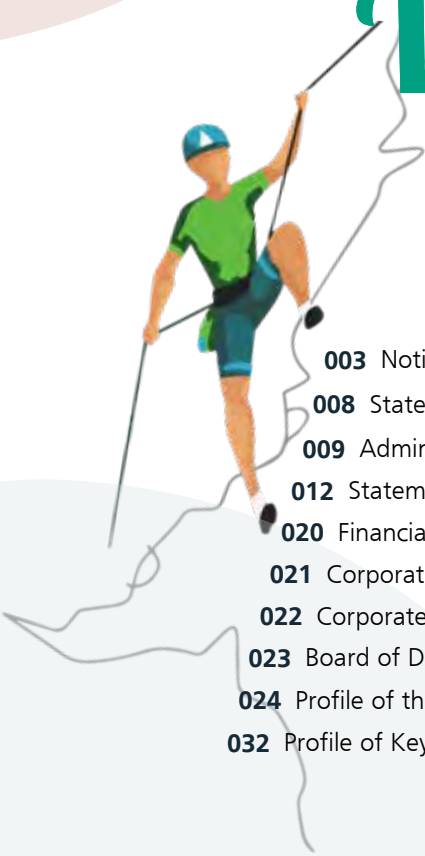


Empowered **IN UNITY**



ANNUAL REPORT **2022**

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53rd

Annual General Meeting
of Iconic Worldwide Berhad



Thursday,
29 September 2022
at 10.30am

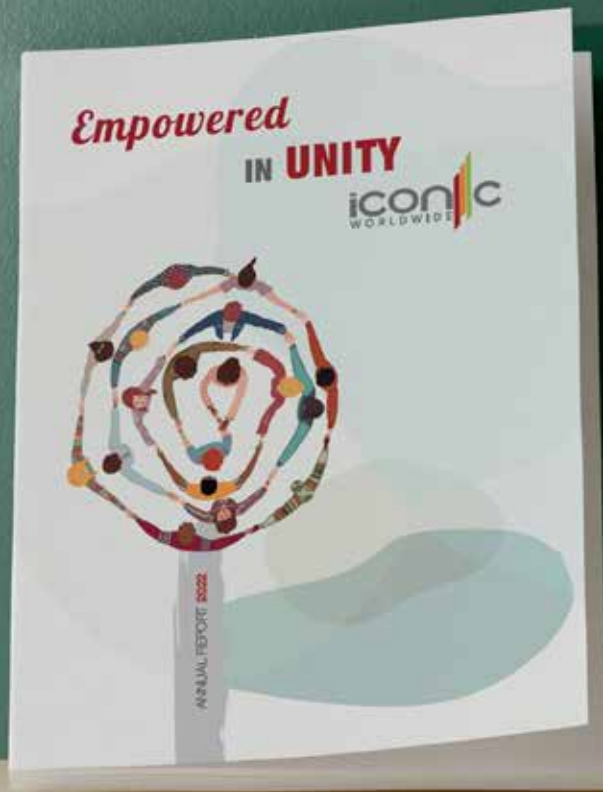


Function Room ICONIC 5, Level 7,
Iconic Hotel, 71, Jalan Icon City,
Bukit Tengah, 14000
Bukit Mertajam, Penang



For more information,
visit our website

www.iconicworldwide.com.my



Empowered **IN UNITY**

The “tree ring” design manifested by diverse individuals standing unified with hands linked together encapsulates Iconic Worldwide’s corporate story – one of unity and trust in sustainable growth. Just as tree rings tell us the years of a tree’s life, the outwardly growing circles formed by the team of unique individuals symbolise the company’s dynamic growth evolution guided by its pursuit of excellence aligned with an ethos of responsibility.

With every tree ring formation made possible by holding of each other’s hands, symbolises how the company harnesses each individual’s strength and potential to move forward as one; while the top view perspective emblemises Iconic Worldwide’s strategic vision of strong leadership by building on foundational long-term relationships to create vibrant and sustainable community for all. “Empowered in unity”, the company is able to strengthen its core fundamentals through a diverse business strategy to lead, prosper, grow and build a better world.

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Fifty-Third (53rd) Annual General Meeting of Iconic Worldwide Berhad will be held at the Function Room ICONIC 5, Level 7, Iconic Hotel at 71, Jalan Icon City, Bukit Tengah, 14000 Bukit Mertajam, Penang on Thursday, 29 September 2022 at 10.30 a.m. for the following purposes:-

AGENDA

1. To receive the Audited Financial Statements for the financial year ended 31 March 2022 together with the Directors' and Auditors' Reports thereon. **Please refer to Note A**

AS ORDINARY BUSINESS

2. To re-elect the following Directors retiring under Clause 76(3) of the Constitution of the Company, and who being eligible, have offered themselves for re-election:-

(i) Dato' Ir Zainurin Bin Karman	Ordinary Resolution 1
(ii) Mr Tan Cho Chia	Ordinary Resolution 2
(iii) Ms Tan Seok Ying	Ordinary Resolution 3
3. To re-appoint BDO PLT as Auditors of the Company and to authorise the Directors to determine their remuneration. **Ordinary Resolution 4**
4. To approve the payment of Directors' fees of RM288,000 for the financial year ending 31 March 2023. **Ordinary Resolution 5**
5. To approve the payment of Directors' benefits of up to RM25,000 in accordance with Section 230(1) of the Companies Act 2016 from 29 September 2022 until the next Annual General Meeting of the Company. **Ordinary Resolution 6**

AS SPECIAL BUSINESS

To consider and if thought fit, to pass with or without modifications the following resolutions:-

Ordinary Resolutions

6. **Authority to continue in office as Independent Non-Executive Directors**

"THAT subject to the passing of Ordinary Resolution 1, authority be and is hereby given to Dato' Ir Zainurin bin Karman who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than twelve (12) years to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting."

Ordinary Resolution 7

"THAT authority be and is hereby given to Mr Lim Thian Loong who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting."

Ordinary Resolution 8
7. **Authority to Issue Shares**

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 and the Constitution of the Company and subject to approvals from Bursa Malaysia Securities Berhad ("Bursa Securities") and other relevant governmental/regulatory authorities where such authority shall be necessary, the Board of Directors be and is hereby authorised to issue and allot shares in the Company from time to time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Board of Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued shall not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being, and that the Board of Directors be and is also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Main Market of Bursa Securities."

Ordinary Resolution 9

Notice of Annual General Meeting (cont'd)

8. Proposed Renewal of Share Buy-Back Authority

“THAT subject to the provisions under the Companies Act 2016 (“the Act”), the Constitution of the Company, Bursa Malaysia Securities Berhad (“Bursa Securities”) Main Market Listing Requirements and the approvals of all relevant authorities (if any), the Company be and is hereby authorised to purchase such number of ordinary shares in the Company (“ICONIC Shares”) as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that the aggregate number of shares purchased pursuant to this resolution shall not exceed ten per centum (10%) of the total number of issued shares of the Company as at the point of purchase (“Proposed Renewal of Share Buy-Back Authority”).

Ordinary Resolution 10

THAT the maximum amount of funds to be utilised for the purpose of the Proposed Renewal of Share Buy-Back Authority shall not exceed the Company’s retained earnings.

THAT authority be and is hereby given to the Directors of the Company to decide at their discretion as may be permitted and prescribed by the Act and/or any prevailing laws, rules, regulations, orders, guidelines and requirements issued by the relevant authorities for the time being in force to deal with any ICONIC Shares so purchased by the Company in the following manner:-

- (i) the ICONIC Shares so purchased could be cancelled; or
- (ii) the ICONIC Shares so purchased could be retained as treasury shares for distribution as share dividends to the shareholders of the Company and/or resold through Bursa Securities in accordance with the relevant rules of Bursa Securities and/or be cancelled subsequently; or
- (iii) combination of (i) and (ii) above.
- (iv) in accordance with the relevant prevailing statutory provisions and guidelines.

THAT the authority conferred by this resolution will be effective immediately from the passing of this ordinary resolution until:-

- (i) the conclusion of the next annual general meeting of the Company following the general meeting at which such resolution was passed, at which time the authority would lapse unless renewed by ordinary resolution, either unconditionally or conditionally; or
- (ii) the passing of the date on which the next annual general meeting of the Company is required by law to be held; or
- (iii) the authority is revoked or varied by resolution of the shareholders of the Company in a general meeting;

whichever occurs first.

And THAT the Directors of the Company be and are hereby authorised to take such steps to give full effect to the Proposed Renewal of Share Buy-Back Authority with full power to assent to any conditions, modifications, variations and/or amendments as may be imposed by the relevant authorities and/or to do all such acts and things as the Directors may deem fit and expedient in the best interest of the Company.”

Notice of Annual General Meeting (cont'd)

9. **Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

"THAT subject always to the provisions of the Companies Act 2016 ("the Act"), the Company's Constitution, Bursa Malaysia Securities Berhad Main Market Listing Requirements or other regulatory authorities, approval be and is hereby given to the Company and/or its subsidiaries to enter into recurrent related party transactions with the related parties as set out in Appendix I of the Circular to Shareholders dated 29 July 2022 ("the Circular"), which are necessary for the day to day operations and are carried out in the ordinary course of business and are on normal commercial terms which are not more favourable to the related parties than those generally available to the public and not detrimental to the minority shareholders as set out in the Circular ("Mandate"). **Ordinary Resolution 11**

THAT the Directors be empowered to do all such acts and things be considered necessary or expedient to give full effect to the Mandate with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments as may be imposed by the relevant authorities.

THAT such Mandate shall commence upon passing this ordinary resolution and to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company at which time the authority shall lapse unless the authority is renewed by a resolution passed at the meeting; or
- (b) the expiration of the period within which the next AGM after that date it 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) revoked or varied by ordinary resolution of the shareholders of the Company at a general meeting;

whichever is earlier.

And THAT the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution."

10. To transact any other business of the Company of which due notice shall have been received.

By Order of the Board

LIM CHOO TAN (LS 0008888)(PC No. 202008000713)
CHEW SIEW CHENG (MAICSA 7019191) (PC No. 202008001179)
Company Secretaries

Penang

Date: 29 July 2022

Notice of Annual General Meeting (cont'd)

NOTES:

NOTE A

This Agenda Item is meant for discussion only as the provision of Section 248(2) and Section 340 of the Companies Act 2016 do not require a formal approval of the shareholders and hence is not put forward for voting.

1. PROXY

- 1.1 *For the purpose of determining who shall be entitled to attend this General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 20 September 2022. Only a member whose name appears on this Record of Depositors shall be entitled to attend this General Meeting or appoint a proxy to attend, speak and vote on his/her/its behalf.*
- 1.2 *A member entitled to attend and vote at this General Meeting 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 place. A proxy may but need not be a member of the Company.*
- 1.3 *A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the General Meeting.*
- 1.4 *If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.*
- 1.5 *Where a member of the Company is an authorised nominee as defined in the 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.*
- 1.6 *Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act") which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.*
- 1.7 *Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.*
- 1.8 *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 General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote:*
 - (i) *In hard copy form*
In the case of an appointment made in hard copy form, this proxy form must be deposited at the registered office of the Company situated at No. 1-2, Jalan Icon City, Icon City, 14000 Bukit Mertajam, Penang.
 - (ii) *By electronic means*
The proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online at <https://tiah.online>
- 1.9 *Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the registered office of the Company situated at No. 1-2, Jalan Icon City, Icon City, 14000 Bukit Mertajam, Penang not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.*
- 1.10 *Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.*
- 1.11 *Last date and time for lodging this proxy form is 10.30 a.m. on 27 September 2022 (Tuesday).*
- 1.12 *Those proxy forms which are indicated with "✓" in the spaces provided to show how the votes are to be cast will also be accepted.*

Notice of Annual General Meeting (cont'd)

EXPLANATORY NOTES

Ordinary Resolutions 1, 2 and 3 – Re-election of retiring Directors

The details and profiles of the retiring Directors, Dato' Ir Zainurin Bin Karman, Mr Tan Cho Chia and Ms Tan Seok Ying who are standing for re-election at the 53rd AGM are set out in the Directors' Profile of the Annual Report 2022.

The Board through the Nomination Committee ("NC") had conducted an annual assessment on the performance and contribution of the individual Directors including the retiring Directors for the financial year ended 31 March 2022 based on a set of prescribed criteria. Based on the results of the annual assessment, the performance of each individual Director was found to be satisfactory and the NC had assessed that each individual Director was fit and proper to continue to hold the position as a Director of the Company.

Premised on the satisfactory outcome of the assessments, the Board endorsed the recommendation of the NC to seek members' approval for the re-election of Dato' Ir Zainurin Bin Karman, Mr Tan Cho Chia and Ms Tan Seok Ying as Directors of the Company.

Ordinary Resolution 5 - Directors' fees of RM288,000 for the financial year ending 31 March 2023

The Ordinary Resolution 5, if passed, will authorise the payment of the Directors' fees for the financial year ending 31 March 2023 amounting to RM288,000.

Ordinary Resolution 6 - Directors' benefits

The Ordinary Resolution 6, if passed, will authorise the payment of Directors' benefits of up to RM25,000 in accordance with Section 230(1) of the Companies Act 2016 with effect from 29 September 2022 until the next Annual General Meeting of the Company.

Explanatory Notes on Special Business

Ordinary Resolution 7- Authority to continue in office as an Independent Non-Executive Director

The Board of Directors has via the Nomination Committee conducted an annual performance evaluation and assessment of Dato' Ir Zainurin bin Karman. Dato' Ir Zainurin bin Karman has met the independence guidelines as set out in Chapter 1 of the Bursa Malaysia Securities Berhad Main Market Listing Requirements and the Board considers him to be independent and believes that he should be re-appointed and retained as Independent Non-Executive Director, in particular his experience and contributions to the Board. The Board will be seeking for shareholders' approval through a two-tier voting process at the 53rd AGM to retain him as an Independent Non-Executive Director ("INED") as his tenure as an INED has exceeded 12 years.

Ordinary Resolution 8 - Authority to continue in office as an Independent Non-Executive Director

The Board of Directors has via the Nomination Committee conducted an annual performance evaluation and assessment of Mr Lim Thian Loong. Mr Lim Thian Loong has met the independence guidelines as set out in Chapter 1 of the Bursa Malaysia Securities Berhad Main Market Listing Requirements and the Board considers him to be independent and believes that he should be re-appointed and retained as Independent Non-Executive Director, in particular his experience and contributions to the Board. The Board will be seeking for shareholders' approval through a two-tier voting process at the 53rd AGM to retain him as an Independent Non-Executive Director ("INED") as his tenure as an INED has exceeded 9 years.

Notice of Annual General Meeting (cont'd)

EXPLANATORY NOTES (CONT'D)

Ordinary Resolution 9 - Authority to issue shares

The Mandate will provide flexibility to the Company for any possible fundraising activities, including but not limited to placing of shares, for the purpose of funding further investment project(s), working capital and/or acquisition.

This proposed Ordinary Resolution 9, if passed, will empower the Directors of the Company to issue and allot shares in the Company up to an amount not exceeding 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. This Authority will, unless revoked or varied by the Company in general meeting, expire at the next Annual General Meeting of the Company.

Ordinary Resolution 10 - Proposed Renewal of Share Buy-Back Authority

The proposed Ordinary Resolution 10 if passed, will allow the Company to purchase its own shares. The total number of shares purchased shall not exceed 10% of the total number of issued shares of the Company. This Authority will, unless revoked or varied by the Company in general meeting, will expire at the next Annual General Meeting of the Company.

Ordinary Resolution 11 - Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The proposed Ordinary Resolution 11, if passed, will authorise the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature. This Authority will, unless revoked or varied by the Company in general meeting, will expire at the next Annual General Meeting of the Company. Please refer to the Circular to Shareholders dated 29 July 2022 for more information.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

PURSUANT TO PARAGRAPH 8.27(2) OF THE
MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

There are no individuals who are standing for election as Director (excluding Directors standing for re-election) at the forthcoming Annual General Meeting.

General Mandate for Issue of Securities pursuant to Paragraph 6.03(3) of the Bursa Malaysia Securities Berhad Main Market Listing Requirements

This proposed Ordinary Resolution is a renewal of the mandate on the authority granted to Directors to issue shares pursuant to Section 75 and 76 of the Companies Act 2016 which will expire on 29 September 2022. The Board is desirous of seeking a fresh General Mandate at the forthcoming AGM.

As at the date of this notice, the Company had issued and allotted 3,500,000 and 80,700,000 new ordinary shares of the Company at an issue price of RM0.30 and RM0.261 per share on 16 December 2021 and 29 December 2021 respectively under the 20% General Mandate which was approved by the shareholders at the 52nd AGM held on 28 September 2021. A total proceeds amounting to RM22,112,700 was raised pursuant the Proposed 20% General Mandate. Details on the purpose, proposed utilisation of proceeds and the status of utilisation of the proceeds are disclosed in Page 67 of the Annual Report.

This General Mandate will provide flexibility to the Company for any possible fundraising activities, including but not limited to placing of shares, for the purpose of funding further investment project(s), working capital and/or acquisition.

ADMINISTRATIVE GUIDE FOR THE 53rd ANNUAL GENERAL MEETING (“AGM”)

Date	Thursday, 29 September 2022
Time	10.30 a.m.
Meeting platform	Function Room ICONIC 5, Level 7, Iconic Hotel, 71, Jalan Icon City, Bukit Tengah, 14000 Bukit Mertajam, Penang

1. SAFETY MEASURES IN LIGHT OF THE COVID-19 PANDEMIC

Pursuant to the Reopening Safely Guidelines issued by Ministry of Health on 1 April 2022, considering the Covid-19 Pandemic and to safeguard the health and safety of shareholders, proxies and invited guests who may be attending the 53rd AGM in person, please find below the requirements for the 53rd AGM:

- (a) All attendees are advised to sanitise their hands and wear face masks before entering. Wearing a face mask throughout the 53rd AGM proceedings is mandatory.
- (b) If you are unwell with sore throat, flu, fever, cough, aches and pains, nasal congestion, diarrhoea or shortness of breath, you are required to comply with the directives issued by Ministry of Health to self-quarantine or seek medical advice and will not be allowed to attend the 53rd AGM. You are hereby strongly advised and encouraged to submit your Proxy Form prior to the 53rd AGM.

2. ELIGIBILITY TO ATTEND BASED ON THE RECORD OF DEPOSITORS

Only a shareholder whose name appears on the Record of Depositor as at 20 September 2022 shall be entitled to attend or appoint proxy(ies) to attend and/or vote on his/her behalf.

3. REFRESHMENT

Light refreshment will be provided.

4. PRE-REGISTRATION TO ATTEND THE ANNUAL GENERAL MEETING

Shareholders are required to register ahead of the 53rd AGM to allow the Company to make the necessary arrangements in relation to the meeting i.e. infrastructure, logistics and meeting venue(s) to accommodate the meeting participants.

Please do read and follow the following procedures to pre-register your physical attendance at the 53rd AGM via the TIIH Online website at <https://tiih.online>:-

- Login in to TIIH Online website with your user name (i.e. e-mail address) and password under the “e-Services”. If you have not registered as a user of TIIH Online, please refer to the tutorial guide posted on the homepage for assistance to sign up.
- Select the corporate event: “(REGISTRATION) ICONIC 53RD AGM”.
- Read and agree to the Terms & Conditions and confirm the Declaration.
- Select “Register for Physical Attendance at Meeting Venue”.
- Review your registration and proceed to register.
- System will send an e-mail to notify that your registration for Physical Attendance at Meeting Venue is received and will be verified.
- After verification of your registration against the General Meeting Record of Depositors, the system will send you an e-mail after **27 September 2022** to approve or reject your registration to attend physically at the Meeting Venue.

Please note that only a depositor whose name appears on the Record of Depositor as at **20 September 2022** shall be entitled to attend or appoint proxies to attend and/or vote on his/her behalf at the 53rd AGM.

ADMINISTRATIVE GUIDE FOR THE 53rd ANNUAL GENERAL MEETING (“AGM”) (cont'd)

5. POLL VOTING

The voting at the AGM will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor Investor & Issuing House Services Sdn Bhd as Poll Administrator to conduct the poll and Coopers Professional Scrutineers Sdn Berhad as Scrutineers to verify the poll results.

6. APPOINTMENT OF PROXY

A shareholder who is unable to attend the 53rd AGM on 29 September 2022 may appoint proxy and indicate the voting instructions in the proxy form.

Only members whose names appear on the Record of Depositors as at 20 September 2022 shall be eligible to attend, speak and vote at the AGM or appoint a proxy(ies) and/or the Chairman of the Meeting to attend and vote on his/her behalf. A member can appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Form of Proxy.

- If you wish to participate in the AGM yourself, please do not submit any Form of Proxy for the AGM. You will not be allowed to participate in the AGM together with a proxy appointed by you.
- Accordingly, proxy forms and/or documents relating to the appointment of proxy/corporate representative/attorney for the AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Tuesday, 27 September 2022 at 10.30 a.m.**
 - (i) In Hard copy:
In the case of an appointment made in hard copy form, the proxy form must be deposited at the registered office of the Company situated at No. 1-2, Jalan Icon City, Icon City, 14000 Bukit Mertajam, Penang.
 - (ii) By electronic means
The proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online at <https://tiih.online>. The procedures to submit your proxy form electronically via Tricor's TIIH Online website are summarised below:

Procedure	Action
i. Steps for Individual Shareholders	
Register as a User with TIIH Online	- Using your computer, please access the website at https://tiih.online. Register as a user under the “e-Services”. Please refer to the tutorial guide posted on the homepage for assistance. - If you are already a user with TIIH Online, you are not required to register again.
Proceed with submission of proxy form	- After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password. - Select the corporate event: ICONIC 53RD AGM - “Submission of Proxy Form”. - Read and agree to the Terms and Conditions and confirm the Declaration. - Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf. - Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes. - Review and confirm your proxy(s) appointment. - Print the form of proxy for your record.

ADMINISTRATIVE GUIDE FOR THE 53rd ANNUAL GENERAL MEETING (“AGM”) (cont'd)

6. ELECTRONIC SUBMISSION OF PROXY FORM (CONT'D)

Procedure	Action
ii. Steps for corporation or institutional shareholders	
Register as a User with TIIH Online	• Access TIIH Online at https://tiih.online • Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects “Create Account by Representative of Corporate Holder”. • Complete the registration form and upload the required documents. • Registration will be verified, and you will be notified by email within one (1) to two (2) working days. • Proceed to activate your account with the temporary password given in the email and re-set your own password. Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.
Proceed with submission of proxy form	• Login to TIIH Online at https://tiih.online • Select the corporate exercise name: ICONIC 53RD AGM - “Submission of Proxy Form”. • Agree to the Terms & Conditions and Declaration. • Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxies by inserting the required data. • Proceed to upload the duly completed proxy appointment file. • Select “Submit” to complete your submission. • Print the confirmation report of your submission for your record.

Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the registration staff for verification:

- a. Identity card (NRIC) (Malaysian), or
- b. Police report (for loss of NRIC) / Temporary NRIC (Malaysian), or
- c. Passport (Foreigner).

7. NO RECORDING OR PHOTOGRAPHY

No recording or photography of the 53rd AGM proceedings is allowed without prior written permission of the Company.

8. Shareholders are also reminded to monitor the Company’s website and announcements for any changes to 53rd AGM arrangements.
9. If you have any enquiries on the above, please contact the following person-in charge during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299
 Fax Number : +603-2783 9222
 Email : is.enquiry@my.tricorglobal.com
 Contact persons :

Name	Telephone No.	Email Address
Pn. Azizah Kadir	+603 – 2783 9260	Azizah@my.tricorglobal.com
En. Mohd Samsol	+603 – 2783 9243	Mohammad.Samsol@my.tricorglobal.com
Mr. Keith Lim	+603 – 2783 9240	Keith.Lim@my.tricorglobal.com

STATEMENT TO SHAREHOLDERS

IN RELATION TO THE PROPOSED RENEWAL FOR SHARE BUY-BACK AUTHORITY BY THE COMPANY OF UP TO TEN PER CENTUM (10%) OF ITS TOTAL NUMBER OF ISSUED SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")

This Statement is important and requires your immediate attention. If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately.

Bursa Malaysia Securities Berhad ("Bursa Securities") takes no responsibility for the contents of this Statement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Statement. This Statement has not been perused by Bursa Securities before its issuance.

1. INTRODUCTION

On 21 July 2022, the Company announced that it proposed to seek renewal of authority from its shareholders to purchase shares of the Company up to a maximum of ten per centum (10%) of the total number of issued shares of the Company through the Bursa Securities pursuant to Section 127 of the Companies Act 2016 ("the Act") at the forthcoming Annual General Meeting ("AGM") to be held on 29 September 2022.

The purpose of this Statement is to provide the shareholders with information on the Proposed Renewal of Share Buy-Back Authority and to seek the shareholders' approval for the ordinary resolution relating to the Proposed Renewal of Share Buy-Back Authority under agenda 8 of the Notice of the AGM in this Annual Report of the Company for the financial year ended 31 March 2022 to be tabled at the forthcoming AGM.

2. DETAILS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The Board of the Directors ("the Board") proposes to seek renewal of authority from its shareholders to enable the Company to purchase and/or hold as treasury shares in aggregate of up to ten percent (10%) of the total number of issued shares of the Company at any point in time through stockbroker(s) to be appointed by the Company.

As at 30 June 2022, the total number of issued shares of the Company is represented by 562,353,272 ordinary shares, equivalent to RM148,916,212.65. Hence, the maximum number of shares may be purchased by the Company will be 56,235,327 ordinary shares.

The approval from the shareholders for the Proposed Renewal of Share Buy-Back Authority will be effective immediately upon the passing of the ordinary resolution for the Proposed Renewal of Share Buy-Back Authority until:

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the general meeting at which such resolution was passed, at which time it will lapse, unless by resolution passed at a general meeting, the authority is renewed; or
- (b) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in general meeting;

whichever occurs first.

In accordance with the Main Market Listing Requirements of Bursa Securities ("the MMLR"), a share buy-back under the Proposed Renewal of Share Buy-Back Authority must be made wholly out of retained profits of the listed company. The maximum amount of funds to be allocated for the share buy-back will be subject to the availability of retained profits of the Company. The actual number of shares which may be purchased and the timing of the purchase(s) will depend on, inter-alia, the market conditions, the available retained earnings and financial resources of the Company as well as the Bursa Securities' requirement to maintain the necessary shareholding spread.

Based on the Company's latest audited financial statements for the financial year ended 31 March 2022 the accumulated losses of the Company amounted to RM2,986,007.

STATEMENT TO SHAREHOLDERS (cont'd)

IN RELATION TO THE PROPOSED RENEWAL FOR SHARE BUY-BACK AUTHORITY BY THE COMPANY OF UP TO TEN PER CENTUM (10%) OF ITS TOTAL NUMBER OF ISSUED SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")

2. DETAILS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY (CONT'D)

The funding of the purchase(s) under Proposed Renewal of Share Buy-Back Authority will be through internally generated funds and/or bank borrowings, the proportion of which will depend on the quantum of purchase consideration as well as the availability of any internally generated funds and borrowings and repayment capabilities of the Group at the time of purchase(s). As such, the funding is not expected to have a negative bearing on the cashflow position of the Group.

The amount of funds to be utilised for the purchase(s) under Proposed Renewal of Share Buy-Back Authority will only be determined later depending on the actual number of the Company's shares to be purchased, the availability of funds at the time of purchase(s) and other relevant cost factors.

Pursuant to the Listing Requirements, the Company may only purchase its own shares on Bursa Securities at a price which is not more than 15% above the weighted average market price for the shares for the five (5) market days immediately before the date of the purchase(s). The Company may only resell the purchased shares held as treasury shares on Bursa Securities at:-

- (a) a price which is not less than the weighted average market price for the shares for the five (5) market days immediately before the resale; or
- (b) a discounted price of not more than five percent (5%) to the weighted average market price for the shares for the five (5) market days immediately before the resale provided that:-
 - (i) the resale takes place no earlier than thirty (30) days from the date of purchase; and
 - (ii) the resale price is not less than the cost of purchase of the shares being resold.

Pursuant to the provisions of Section 127(4) of the Act, the Directors may deal with the shares in the following manner:-

- (i) cancel the shares so purchased;
- (ii) retain the shares so purchased in treasury, which may be distributed as share dividends to the shareholders and/or be resold on Bursa Securities in accordance with the relevant rules of Bursa Securities and/or be transferred for the purposes of an employees' share scheme and/or be transferred as purchase consideration and/or be cancelled subsequently and/or be sold, transferred or otherwise be used for such purposes of the Minister may by order prescribe; or
- (iii) retain part of the shares so purchased as treasury shares and cancel the remainder.

While the purchased shares are held as treasury shares, the rights attached to them as to attending meetings, voting, receiving dividends and participation in other distributions whether cash or otherwise shall not be conferred to the holder of such treasury shares and the treasury shares shall not be taken into account in calculating the number or percentage of shares or of a class of shares in the Company for any purpose including substantial shareholdings, take-overs, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on a resolution at a meeting.

3. RATIONALE FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The Proposed Renewal of Share Buy-Back Authority will help stabilise the market price as well as the supply and demand of the Company's shares and this is expected to enhance investors' confidence in the performance and the price of the Company's shares traded. All things being equal, the Proposed Renewal of Share Buy-Back Authority, whether the Company's shares to be purchased are maintained as treasury shares or cancelled, will improve the Earnings Per Share ("EPS") of the Company due to the reduction in the number of shares used for the purpose of computing EPS. This in turn, may have a positive impact on the market price of shares. If the purchased shares are held as treasury shares, they could be resold with the intention of realising a potential gain and/or distributed as share dividends to reward the shareholders of the Company.

In the event the treasury shares are distributed as share dividends to shareholders, it will serve as a reward to shareholders of the Company.

STATEMENT TO SHAREHOLDERS (cont'd)

IN RELATION TO THE PROPOSED RENEWAL FOR SHARE BUY-BACK AUTHORITY BY THE COMPANY OF UP TO TEN PER CENTUM (10%) OF ITS TOTAL NUMBER OF ISSUED SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")

4. POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The potential advantages of the Proposed Renewal of Share Buy-Back Authority to the Company and its shareholders are outlined in Section 3 of this Statement.

The potential disadvantages of the Proposed Renewal of Share Buy-Back Authority to the Company or its shareholders are as follows:-

- (i) the Proposed Renewal of Share Buy-Back Authority, if implemented, would reduce the financial resources of the Group and may result in the Group foregoing better investment opportunities that may emerge in future; and
- (ii) the Proposed Renewal of Share Buy-Back Authority may also reduce the amount of resources available for the payment of cash dividends to shareholders of the Company.

However, the financial resources of the Group may increase pursuant to the resale of the purchased shares held as treasury shares at prices higher than the purchase price. In that regard, the Company would buy back the shares only after the Directors have given due consideration to the potential impact on the Group's earnings and financial position and the Directors are of the opinion that it would be in the interests of the Company and the minority shareholders to do so.

5. FINANCIAL EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

5.1 Share Capital

The effect of the purchase(s) under the Proposed Renewal of Share Buy-Back Authority on the number of issued shares of the Company will depend on whether the purchased shares are cancelled or retained as treasury shares. The share buy-back will result in a reduction in the number of issued shares of the Company if the purchased shares are cancelled.

In the event the share buy-back is implemented in full and all the purchased shares are subsequently cancelled, the proforma effects on the total number of issued shares of the Company as at 30 June 2022, are as follows:-

	Number of Shares
Existing number of issued shares as at 30 June 2022	562,353,272
Cancellation of purchased shares	(56,235,327)
Resultant number of issued shares upon completion of the share buy-back	<u>506,117,945</u>

However, purchase(s) under the Proposed Renewal of Share Buy-Back Authority will have no effect on the number of issued shares of the Company if all the purchased shares are to be retained as treasury shares, resold or distributed to the shareholders.

STATEMENT TO SHAREHOLDERS (cont'd)

IN RELATION TO THE PROPOSED RENEWAL FOR SHARE BUY-BACK AUTHORITY BY THE COMPANY OF UP TO TEN PER CENTUM (10%) OF ITS TOTAL NUMBER OF ISSUED SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")

5. FINANCIAL EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY (CONT'D)

5.2 Net Assets per Share

The purchase(s) under the Proposed Renewal of Share Buy-Back Authority may result in an increase or decrease in the Net Assets ("NA") per share depending on the purchase price(s) of the shares bought back. The NA per share will increase if the purchase price is less than the NA per share and will decrease if the purchase price exceeds the NA per share at the time when the shares are purchased.

In the event the purchased shares which are retained as treasury shares are resold, the NA of the Group will increase or decrease depending on whether a gain or a loss is realised upon the resale. The quantum of the increase or decrease in NA will depend on the actual disposal price and the number of the purchased shares, retained as treasury shares, which are resold.

5.3 Working Capital

The purchase(s) under the Proposed Renewal of Share Buy-Back Authority will reduce the working capital of the Group, the quantum of which depends on the actual purchase price and number of shares purchased. However, this is not expected to have any material adverse effect on the financial position of the Group. If the purchased shares are treated as treasury shares and subsequently resold on Bursa Securities, the working capital of the Group will increase if the Company realized a gain from the resale.

5.4 EPS

The effect of purchase(s) under the Proposed Renewal of Share Buy-Back Authority on the EPS of the Company is dependent on, inter-alia, the actual number of the shares bought back and the purchase prices of the shares and the effective funding cost to the Company.

Assuming that the purchased shares are retained as treasury shares and resold, the EPS will increase if the selling price is higher than the cost of the shares purchased and the interest foregone or interest expense incurred on the purchased shares. If the purchased shares are cancelled, the EPS will increase provided that the income foregone and interest expense incurred on the purchased shares is less than the EPS before the share buy-back.

The effective reduction in the number of shares in the computation of the consolidated EPS pursuant to the share buy-back may generally, all other things remaining equal, have a positive impact on the consolidated EPS of the Company for the financial year in which the shares are purchased.

5.5 Dividends

Assuming the Proposed Renewal of Share Buy-Back Authority is implemented in full, dividends will be paid on the remaining number of shares of the Company (excluding the shares already purchased). The share buy-back may reduce the amount of distributable reserves available for payment of dividend in the immediate future.

STATEMENT TO SHAREHOLDERS (cont'd)

IN RELATION TO THE PROPOSED RENEWAL FOR SHARE BUY-BACK AUTHORITY BY THE COMPANY OF UP TO TEN PER CENTUM (10%) OF ITS TOTAL NUMBER OF ISSUED SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")

6. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS

The effects of the purchase(s) under the Proposed Renewal of Share Buy-Back Authority on the shareholdings of the directors and substantial shareholders based on the Company's Registers of Directors' Shareholdings and Substantial Shareholders as at 30 June 2022 are as follows:-

(i) Directors

Name of Directors	Before the Proposed Renewal of Share Buy-Back Authority				After the Proposed Renewal of Share Buy-Back Authority Assuming 10% of the share capital is purchased and cancelled			
	Direct		Indirect		Direct		Indirect	
	No. of shares	%	No. of shares	%	No. of shares	%	No. of shares	%
Dato' Seri Tan Kean Tet	52,639,154	9.36	94,133,240 ⁽¹⁾	16.74	52,639,154	10.40	94,133,240 ⁽¹⁾	18.60
Tan Cho Chia	1,300,000	0.23	36,808,400 ⁽²⁾	6.55	1,300,000	0.26	36,808,400 ⁽²⁾	7.27
Tan Seok Ying	-	-	-	-	-	-	-	-
Jason Chung Wei Chiun	-	-	-	-	-	-	-	-
Dato' Ir Zainurin bin Karman	-	-	-	-	-	-	-	-
Lim Thian Loong	-	-	-	-	-	-	-	-
Leow Chan Khiang	-	-	-	-	-	-	-	-
Ong Lay See	-	-	-	-	-	-	-	-

(ii) Substantial Shareholders

Name of Substantial Shareholders	Before the Proposed Renewal of Share Buy-Back Authority				After the Proposed Renewal of Share Buy-Back Authority Assuming 10% of the share capital is purchased and cancelled			
	Direct		Indirect		Direct		Indirect	
	No. of shares	%	No. of shares	%	No. of shares	%	No. of shares	%
Dato' Seri Tan Kean Tet	52,639,154	9.36	94,133,240 ⁽¹⁾	16.74	52,639,154	10.40	94,133,240 ⁽¹⁾	18.60
Tan Cho Chia	1,300,000	0.23	36,808,400 ⁽²⁾	6.55	1,300,000	0.26	36,808,400 ⁽²⁾	7.27
Modern Rewards Sdn Bhd	57,324,840	10.19	-	-	57,324,840	11.33	-	-

⁽¹⁾ Deemed interested by virtue of his shareholdings in Legacy 888 Sdn Bhd, Modern Rewards Sdn Bhd and a joint account via Citigroup Nominees (Tempatan) Sdn Bhd Exempt AN for Bank of Singapore Limited (Local) pursuant to Section 8 of the Act

⁽²⁾ Deemed interested by virtue of his shareholdings in Legacy 888 Sdn Bhd and a joint account via Citigroup Nominees (Tempatan) Sdn Bhd Exempt AN for Bank of Singapore Limited (Local) pursuant to Section 8 of the Act

STATEMENT TO SHAREHOLDERS (cont'd)

IN RELATION TO THE PROPOSED RENEWAL FOR SHARE BUY-BACK AUTHORITY BY THE COMPANY OF UP TO TEN PER CENTUM (10%) OF ITS TOTAL NUMBER OF ISSUED SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")

7. INTEREST OF DIRECTORS, MAJOR SHAREHOLDERS AND PERSONS CONNECTED WITH DIRECTORS AND MAJOR SHAREHOLDERS

Save for the changes in percentage of shareholdings and/or voting of the Shareholders resulting from the purchase(s) under the Proposed Renewal of Share Buy-Back Authority, none of the Directors and Substantial Shareholders will have any interest, direct or indirect, in the shares bought under the Proposed Renewal of Share Buy-Back Authority and, if any, the resale of treasury shares. In addition, in so far as the Directors are aware, none of the persons connected to the Directors and Substantial Shareholders will have any interest, direct or indirect, in the shares to be bought under the Proposed Renewal of Share Buy-Back Authority and, if any, in the resale of treasury shares.

8. HISTORICAL SHARE PRICE OF THE COMPANY

The monthly highest and lowest closing price of shares as traded on Bursa Securities for the past twelve (12) months are as follows:

<u>Year 2021/2022</u>	<u>High (RM)</u>	<u>Low (RM)</u>
2021		
July	0.500	0.460
August	0.525	0.455
September	0.500	0.435
October	0.535	0.430
November	0.490	0.360
December	0.365	0.265
2022		
January	0.310	0.265
February	0.305	0.260
March	0.290	0.260
April	0.290	0.245
May	0.255	0.210
June	0.215	0.140

(Source : Bursa Malaysia Securities Berhad)

The last transacted price of shares on 22 July 2022 being the latest practicable date prior to the printing of this Statement was RM0.155.

9. IMPLICATIONS OF THE MALAYSIAN CODE ON TAKE-OVERS AND MERGERS 2016

Under Malaysian Code on Take-Overs and Mergers 2016 ("the Code"), a director and any person acting in concert with him or a relevant shareholder will be required to make a mandatory general offer for the remaining ordinary shares of the Company not already owned by him/them if his/their stake in the Company is increased to beyond 33% or if his/their existing shareholdings is between 33% and 50% and increases by another 2% in any subsequent 6 months' period.

STATEMENT TO SHAREHOLDERS (cont'd)

IN RELATION TO THE PROPOSED RENEWAL FOR SHARE BUY-BACK AUTHORITY BY THE COMPANY OF UP TO TEN PER CENTUM (10%) OF ITS TOTAL NUMBER OF ISSUED SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")

9. IMPLICATIONS OF THE MALAYSIAN CODE ON TAKE-OVERS AND MERGERS 2016 (CONT'D)

Notwithstanding the above, such person and any person acting in concert may make an application to the Securities Commission for an exemption from a mandatory general offer under Paragraph 24.1 of Practice Note 9 of the Code.

As at the date of this Statement, the Company has yet to decide on the percentage of its own shares to be purchased pursuant to the Proposed Renewal of Share Buy-Back Authority. In any case, it is not the intention of the Company to cause any shareholder to trigger an obligation to undertake a mandatory general offer under the Code and the Company will be mindful of the above implications of the Code in making any purchase of its own shares under the Proposed Renewal of Share Buy-Back Authority.

10. PURCHASE, RESALE AND CANCELLATION OF SHARES MADE IN THE LAST TWELVE MONTHS

The Company did not purchase its own shares previously and as such, there were no resale or cancellation of any treasury shares in the past twelve (12) months preceding the date of this Statement.

11. PUBLIC SHAREHOLDING SPREAD

As at 30 June 2022, the public shareholding spread of the Company was approximately 73.67%. The public shareholding spread is expected to be reduced to approximately 70.74% assuming the Proposed Renewal of Share Buy-Back Authority is implemented in full and all the shares so purchased are cancelled. In this regard, the Board undertakes that the purchase of shares will be conducted in compliance with the 25% public shareholding spread as required by the Main Market Listing Requirement.

12. APPROVAL REQUIRED

The Proposed Renewal of Share Buy-Back Authority is subject to the approval of the shareholders of Company at the forthcoming AGM of the Company to be convened or at any adjournment thereof. Save for the approval of the shareholders of the Company, there are no other approvals required.

13. DIRECTORS' RECOMMENDATION

The Directors, having considered all aspects of the Proposed Renewal of Share Buy-Back Authority, are of the opinion that the Proposed Renewal of Share Buy-Back Authority is in the best interest of the Company. Accordingly, the Directors recommend that the shareholders vote in favour of the Ordinary Resolution pertaining to the Proposed Renewal of Share Buy-Back Authority to be tabled at the forthcoming AGM of the Company.

14. FURTHER INFORMATION

Shareholders are advised to refer to Appendix I of this Statement for further information.

STATEMENT TO SHAREHOLDERS (cont'd)

IN RELATION TO THE PROPOSED RENEWAL FOR SHARE BUY-BACK AUTHORITY BY THE COMPANY OF UP TO TEN PER CENTUM (10%) OF ITS TOTAL NUMBER OF ISSUED SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")

APPENDIX I

FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Statement has been seen and approved by the Directors of the Company and they collectively and individually accept full responsibility for the accuracy of the information given in this Statement and confirm that after having made all reasonable enquiries and to the best of their knowledge, information and belief, there are no other facts the omission of which would make any statement in this Statement misleading.

2. DOCUMENTS AVAILABLE FOR INSPECTION

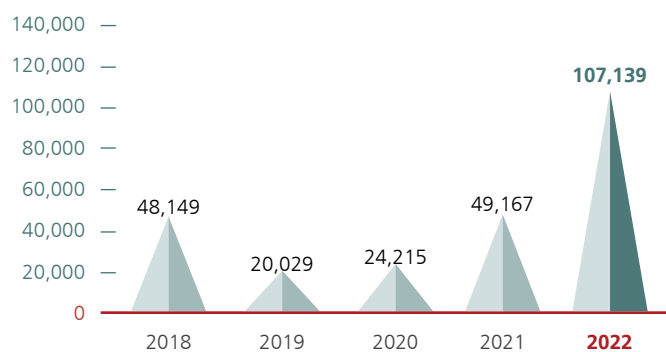
Copies of the following documents are available for inspection at the Registered Office of the Company, during normal business hours on any week day (except public holidays) from the date of this Statement up to and including the date of the forthcoming AGM:

- (a) The Constitution of the Company; and
- (b) Audited financial statements of the Company for the two (2) financial years ended 31 March 2021 and 31 March 2022.

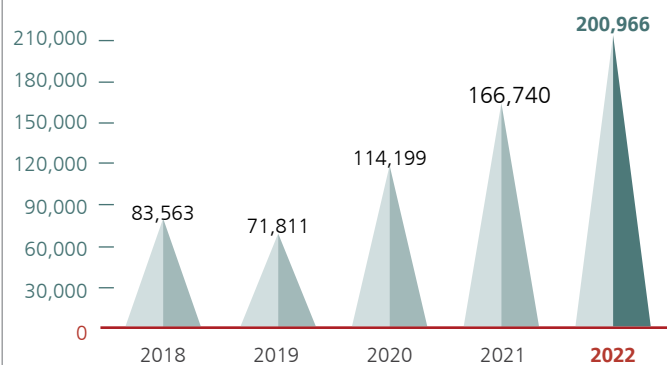
Financial Highlights

THE GROUP'S FIVE YEAR FINANCIAL HIGHLIGHTS

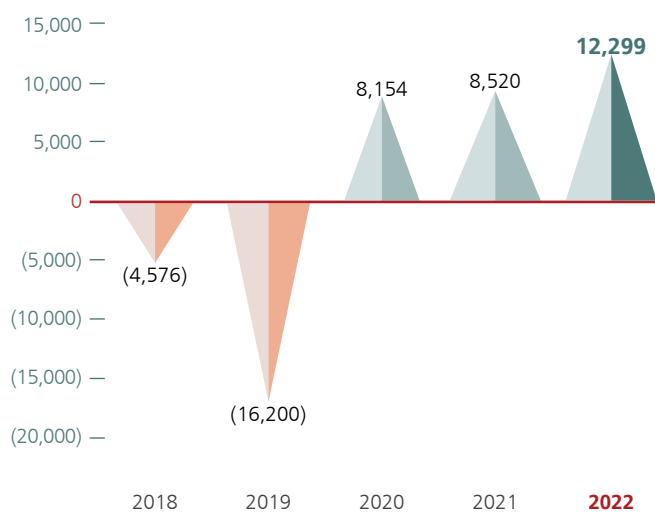
TURNOVER (RM'000)



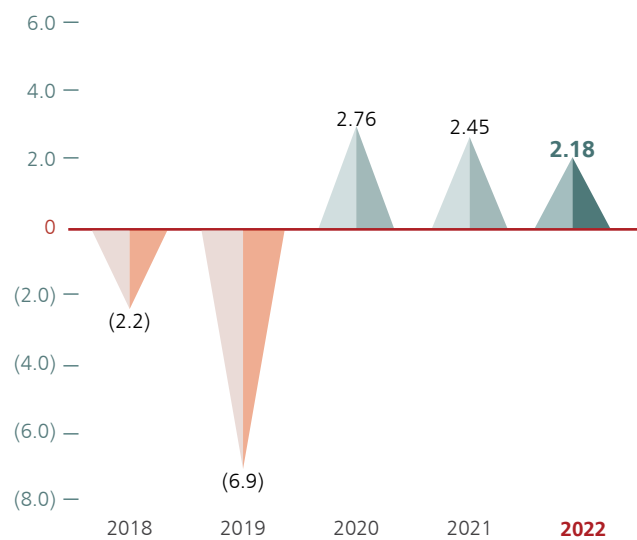
SHAREHOLDERS' EQUITY (RM'000)



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



BASIC EARNINGS/(LOSS) PER SHARE (SEN)



Corporate Information

BOARD OF DIRECTORS

DATO' IR ZAINURIN BIN KARMAN

Chairman /
Independent Non-Executive Director

DATO' SERI TAN KEAN TET

Managing Director

MR TAN CHO CHIA MS TAN SEOK YING MR JASON CHUNG WEI CHIUN

Executive Directors

MR LIM THIAN LOONG MR LEOW CHAN KHIANG MS ONG LAY SEE

Independent Non-Executive Directors

AUDIT AND RISK MANAGEMENT COMMITTEE

Chairman

MR LIM THIAN LOONG

Members

MR LEOW CHAN KHIANG
MS ONG LAY SEE

NOMINATION COMMITTEE

Chairman

MR LEOW CHAN KHIANG

Members

MR LIM THIAN LOONG
MS ONG LAY SEE

REMUNERATION COMMITTEE

Chairman

MS ONG LAY SEE

Members

MR LIM THIAN LOONG
MR LEOW CHAN KHIANG

COMPANY SECRETARIES

MS CHEW SIEW CHENG
(MAICSA 7019191) (SSM PC NO.
202008001179)

MS LIM CHOO TAN
(LS 0008888) (SSM PC NO.
202008000713)

REGISTERED OFFICE

NO. 1-2, JALAN ICON CITY
ICON CITY
14000 BUKIT MERTAJAM
PENANG
TEL : 604-5040 588
FAX : 604-5041 599

SHARE REGISTRAR

TRICOR INVESTOR & ISSUING HOUSE
SERVICES SDN BHD
(197101000970) (11324-H)
UNIT 32-01, LEVEL 32, TOWER A
VERTICAL BUSINESS SUITE
AVENUE 3, BANGSAR SOUTH
NO. 8, JALAN KERINCHI
59200 KUALA LUMPUR
TEL : 603-2783 9299
FAX : 603-2783 9222

AUDITORS

BDO PLT
(LLP0018825-LCA & AF0206)
Chartered Accountants
51-21-F MENARA BHL
JALAN SULTAN AHMAD SHAH
10050 PENANG

PRINCIPAL BANKERS

MALAYAN BANKING BERHAD
AMBANK (M) BERHAD

STOCK EXCHANGE LISTING

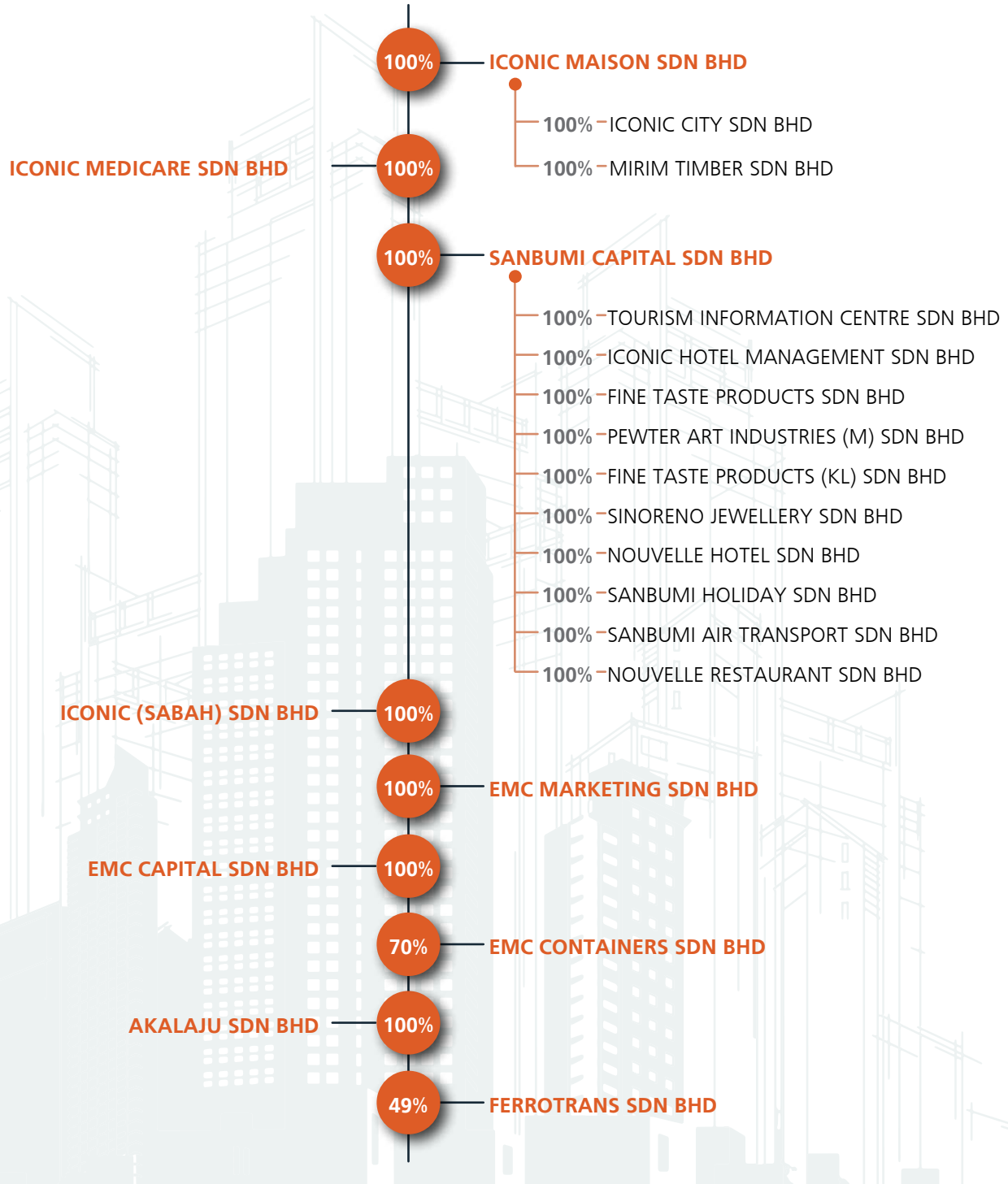
MAIN MARKET OF BURSA MALAYSIA
SECURITIES BERHAD
STOCK NAME: ICONIC
STOCK CODE: 9113

Corporate Structure

AS AT 30 JUNE 2022



ICONIC WORLDWIDE BERHAD



Board Of Directors

1 DATO' Ir ZAINURIN BIN KARMAN
Chairman / Independent Non-Executive Director

2 DATO' SERI TAN KEAN TET
Managing Director

3 TAN CHO CHIA
Executive Director

4 TAN SEOK YING
Executive Director

5 JASON CHUNG WEI CHIUN
Executive Director

6 LIM THIAN LOONG
Independent Non-Executive Director

7 LEOW CHAN KHIANG
Independent Non-Executive Director

8 ONG LAY SEE
Independent Non-Executive Director



8

7

5

2

1

4

3

6

Profile Of The Board Of Directors



Dato' Ir Zainurin Bin Karman

Chairman/Independent Non-Executive Director

Age	:	58
Gender	:	Male
Nationality	:	Malaysian

Dato' Ir Zainurin bin Karman was appointed as Independent Non-Executive Director of Iconic Worldwide Berhad ("IWB") on 26 August 2005 and redesignated as the Independent Non-Executive Chairman of IWB on 28 March 2013.

Dato' Ir Zainurin bin Karman is a qualified Professional Civil Engineer graduated from Syracuse University of New York, USA. He is registered as a Professional Engineer with the Board of Engineers, Malaysia, a member of the Institution of Engineers Malaysia and also a member of the Malaysian Water Association.

Dato' Ir Zainurin bin Karman also sits on the Board of MN Holdings Berhad, a company listed on Bursa Malaysia Securities Berhad. He is currently the Managing Director of RE Consultant Sdn Bhd. He also sits on the Board of several other private limited companies.

Dato Ir. Zainurin bin Karman has no family relationship with any director and/or major shareholders of the Company. He has no conflict of interest with the Company and has no conviction for any offences within the past five (5) years other than traffic offences, if any.

Profile Of The Board Of Directors (cont'd)



Dato' Seri Tan Kean Tet

Managing Director

Age	:	60
Gender	:	Male
Nationality	:	Malaysian

Dato' Seri Tan Kean Tet was appointed as Executive Director on 23 April 2019 and re-designated as the Managing Director of Iconic Worldwide Berhad ("IWB") on 30 August 2019.

Dato' Seri Tan Kean Tet is the visionary founder and chairman of Iconic Group Sdn Bhd ("IGSB"), its subsidiary and related companies (collectively referred as "Iconic Group"), a property development group of companies based in Penang.

Dato' Seri Tan Kean Tet started his career in 1991 as a consultant with Penshrimp Sdn Bhd, an aquaculture company incorporated on 22 March 1991. Subsequently, he acquired Penshrimp Sdn Bhd and was appointed as the chairman and director of Penshrimp Sdn Bhd on 19 May 1993, a position which he held until January 2015. On 14 February 1997, 23 July 2002 and 22 August 2013, he incorporated Penshrimp Hatchery Sdn Bhd, Penshrimp Aquaculture Sdn Bhd and Penshrimp Fishery Sdn Bhd respectively, all of which are principally involved in breeding marine fishes for export.

After twenty (20) years of experience in running his own aquaculture companies, he ventured into property development through the incorporation of IGSB in 2011 and subsequently expanded the business into Iconic Group which also included a venture into the hospitality sector in 2016. He has successfully led Iconic Group in completing property development projects worth approximately RM600 million in gross development value. Among the notable projects completed by Iconic Group are Icon City, Iconic Skies and Iconic Vue. Iconic Group is also currently involved in a mixed development of a commercial and residential project known as Iconic Regency.

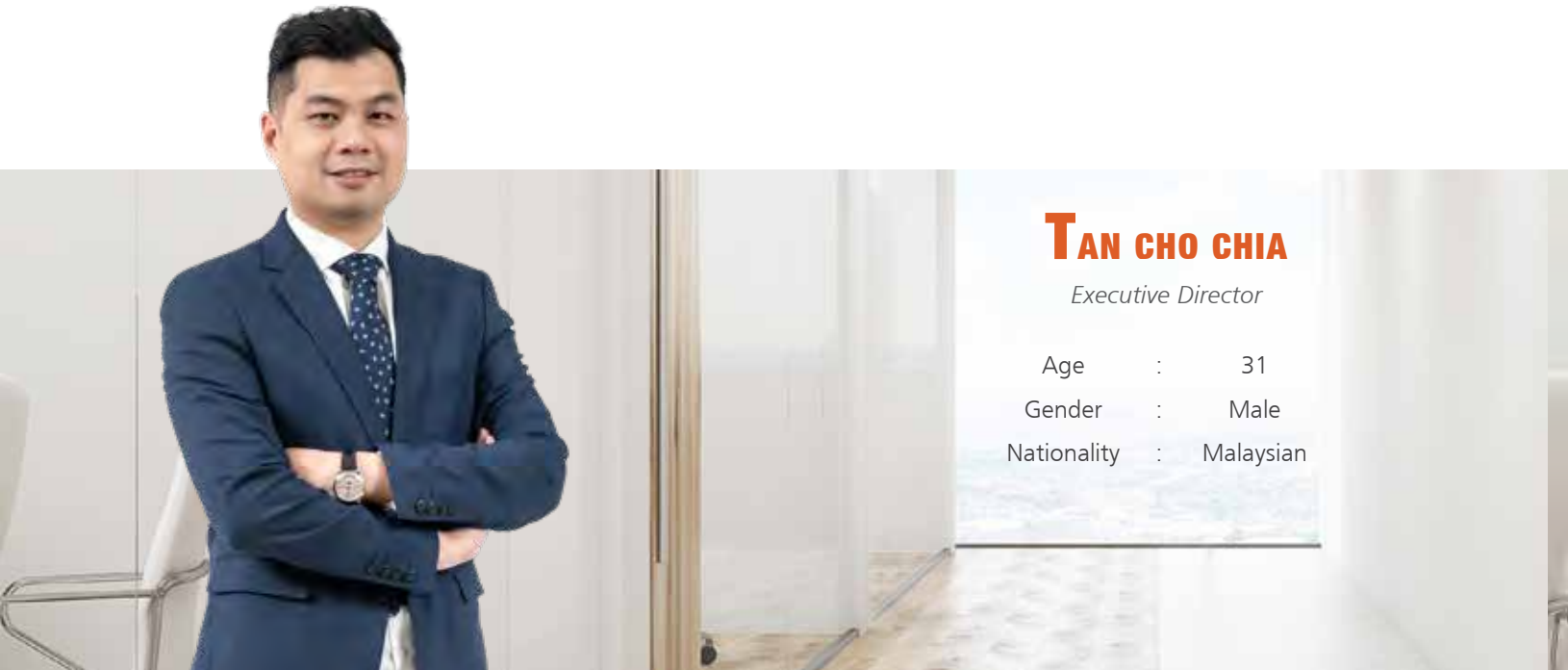
As the founder and chairman of Iconic Group, Dato' Seri Tan Kean Tet is primarily responsible for the overall management and strategic planning for corporate activities and projects. To date, he has accumulated over ten (10) years of experience in property development sector which includes development and management of commercial and residential projects as well as development and management of hotel and the hospitality business.

In September 2020, IWB announced plans to diversify into manufacturing of personal protective equipment (PPE), mainly disposable face masks and gloves. A new manufacturing facility was constructed and the production activities commenced in November 2021. Dato' Seri Tan Kean Tet is spearheading and is also the designated Chief Executive Officer for the manufacturing business segment.

Dato' Seri Tan Kean Tet does not hold any directorship in other public companies but he sits on the Board of several other private limited companies. He has no conviction for any offences within the past five (5) years other than traffic offences, if any.

Dato' Seri Tan Kean Tet is the father of Tan Cho Chia and Tan Seok Ying and the father-in-law of Jason Chung Wei Chiun, all of whom are Executive Directors of the Company. He has no family relationship with other directors and/or major shareholders of the Company.

Profile Of The Board Of Directors (cont'd)



Tan Cho Chia was appointed as Executive Director of Iconic Worldwide Berhad ("IWB") on 9 January 2019.

Tan Cho Chia obtained his Bachelor of Engineering (Honours) from University of Manchester, United Kingdom in 2013 and completed his Master of Science in Civil Engineering with distinction from University College London, United Kingdom in 2014.

Tan Cho Chia began his career as a Project Manager in Iconic Development Sdn Bhd ("IDSB") in 2014. In 2018, he was promoted to Project Director of IDSB. He is responsible for managing the construction activities of the various development projects undertaken by IDSB, where he has been involved from the design, construction and handover stages of these projects.

Tan Cho Chia gained vast experience in the construction and development sector with direct involvement in various commercial, hotel and residential development projects mainly in Penang which includes Icon City, Iconic Hotel, Iconic Skies and Iconic Vue. Currently, he is responsible in leading the development team for the Iconic Point project and other new property development projects in Penang. Apart from this, he is also actively involved in the management of Iconic Hotel, a 4-star Business Class hotel in Icon City, Penang.

In September 2020, IWB announced plans to diversify into manufacturing of personal protective equipment (PPE), mainly disposable face masks and gloves. A new manufacturing facility was constructed and the production activities commenced in November 2021. Tan Cho Chia is the designated Chief Operating Officer for the manufacturing business segment.

Tan Cho Chia does not hold any directorship in other public companies but he sits on the Board of several other private limited companies. He has no conviction for any offences within the past five (5) years other than traffic offences, if any.

Tan Cho Chia is the son of Dato' Seri Tan Kean Tet, the Managing Director and substantial shareholder of the Company. He is also the brother of Tan Seok Ying and the brother-in-law of Jason Chung Wei Chiun who are Executive Directors of the Company. He has no family relationship with other directors and/or major shareholders of the Company.

Profile Of The Board Of Directors (cont'd)



TAN SEOK YING

Executive Director

Age	:	38
Gender	:	Female
Nationality	:	Malaysian

Tan Seok Ying was appointed as Executive Director of Iconic Worldwide Berhad ("IWB") on 23 September 2019.

Tan Seok Ying obtained her Bachelor of Accounting from Murdoch University, Perth, Australia in 2008. She began her career as the Executive Director and Co-Founder of Iconic Group Sdn Bhd and its subsidiary companies ("IGSB Group"), a property development group of companies based in Penang in 2011. She is also the Human Resource, Accounting & Marketing Director of IGSB Group.

Tan Seok Ying has accumulated more than ten (10) years of experience in the property development sector with direct involvement in various commercial, hotel and residential development projects mainly in Penang which includes Icon City, Iconic Hotel, Iconic Skies and Iconic Vue. Apart from this, she is also actively involved in the management of Iconic Hotel, a 4-star Business Class hotel in Icon City, Penang.

In September 2020, IWB announced plans to diversify into manufacturing of personal protective equipment (PPE), mainly disposable face masks and gloves. A new manufacturing facility was constructed and the production activities commenced in November 2021. Tan Seok Ying is the designated Chief Financial Officer for the manufacturing business segment.

Tan Seok Ying does not hold any directorship in other public companies but she sits on the Board of several other private limited companies. She has no conviction for any offences within the past five (5) years other than traffic offences, if any.

Tan Seok Ying is the daughter of Dato' Seri Tan Kean Tet, the Managing Director and substantial shareholder of the Company. She is also the sister of Tan Cho Chia and the spouse of Jason Chung Wei Chiun who are Executive Directors of the Company. She has no family relationship with other directors and/or major shareholders of the Company.

Profile Of The Board Of Directors (cont'd)



JASON CHUNG WEI CHIUN

Executive Director

Age : 43

Gender : Male

Nationality : Malaysian

Jason Chung Wei Chiun was appointed as Executive Director of Iconic Worldwide Berhad ("IWB") on 28 May 2020.

Jason Chung Wei Chiun began his career as Executive Director and Co-Founder of Iconic Group Sdn Bhd and its subsidiary companies, a property development group of companies based in Penang in 2011. He is currently the Sales & Marketing Director of Iconic Maison Sdn Bhd, a wholly-owned subsidiary of Iconic Worldwide Berhad.

Jason Chung Wei Chiun has accumulated more than ten (10) years of experience in the property development sector with direct involvement in various commercial, hotel and residential development projects mainly in Penang that includes Icon City, Iconic Hotel, Iconic Skies and Iconic Vue. Apart from this, he is also actively involved in the management of Iconic Hotel, a 4-star Business Class hotel in Icon City, Penang.

In September 2020, IWB announced plans to diversify into manufacturing of personal protective equipment (PPE), mainly disposable face masks and gloves. A new manufacturing facility was constructed and the production activities commenced in November 2021. Jason Chung Wei Chiun is the designated Chief Information Technology Officer for the manufacturing business segment.

Jason Chung Wei Chiun does not hold any directorship in other public companies but he sits on the Boards of several other private limited companies. He has no conviction for any offences within the past five (5) years other than traffic offences, if any.

Jason Chung Wei Chiun is the spouse of Tan Seok Ying, an Executive Director of the Company. He is also the son-in-law of Dato' Seri Tan Kean Tet, the Managing Director and substantial shareholder of the Company and brother-in-law of Tan Cho Chia, an Executive Director of the Company. He has no family relationship with other directors and/or major shareholders of the Company.

Profile Of The Board Of Directors (cont'd)



LIM THIAN LOONG

Independent Non-Executive Director

Age	:	58
Gender	:	Male
Nationality	:	Malaysian

Lim Thian Loong was appointed as Independent Non-Executive Director of Iconic Worldwide Berhad on 8 December 2010. He is the Chairman of the Audit and Risk Management Committee, a member of the Nomination Committee and a member of the Remuneration Committee.

Lim Thian Loong is an accountant by profession. He is a graduate member of the Chartered Institute of Management Accountants (CIMA), London. He is also a member of the Chartered Global Management Accountants (CGMA), Malaysian Institute of Accountants (MIA) and the Chartered Tax Institute of Malaysia (CTIM). He has over twenty (20) years of experience in accounting, auditing and taxation and has been practising as a sole practitioner under his own firm since 2002.

Lim Thian Loong also sits on the Boards of Grand Central Enterprises Berhad, a company listed on Bursa Malaysia Securities Berhad and Hotel Grand Central Limited, a company listed on the Singapore Stock Exchange. He also sits on the Board of several other private limited companies.

Lim Thian Loong has no family relationship with any director and/or major shareholders of the Company. He has no conflict of interest with the Company and has no conviction for any offences within the past five (5) years other than traffic offences, if any.

Profile Of The Board Of Directors (cont'd)



LEOW CHAN KHIANG

Independent Non-Executive Director

Age	:	55
Gender	:	Male
Nationality	:	Malaysian

Leow Chan Kiang was appointed as Independent Non-Executive Director of Iconic Worldwide Berhad on 15 March 2019. He is the Chairman of the Nomination Committee, a member of the Audit and Risk Management Committee and a member of the Remuneration Committee.

Leow Chan Kiang is a Chartered Accountant and a member of the Malaysian Institute of Accountants ("MIA") and a Fellow member of the Association of Chartered Certified Accountants, United Kingdom ("FCCA"). He also holds a Master Degree in Business Administration from Northern University of Malaysia and a Bachelor Degree in Economics from University of Malaya.

Leow Chan Kiang began his career in 1991 as corporate banking executive in Hong Leong Bank Berhad and resigned in 1996 to join Malaysian International Merchant Bankers Berhad ("MIMB"). In MIMB, he was responsible for various corporate debts and fund-raising exercises as well as general advisory works. In 2001, he resigned from his position as an assistant manager of MIMB and joined a local logistic company for a short stint of one year. In 2002, he joined CAB Cakaran Sdn Bhd as a director of corporate finance and subsequently in 2003 appointed to the board of CAB Cakaran Corporation Berhad ("CAB") as an executive director where he was responsible for corporate planning, accounting and tax as well as joint ventures matters. In 2007, he resigned from CAB and was subsequently appointed to the board of SLP Resources Berhad as a non-independent non-executive director.

Leow Chan Kiang also sits on the Boards of Salutica Berhad and Tek Seng Holdings Berhad, both of which are listed on Bursa Malaysia Securities Berhad as an independent non-executive director. He is also a director and shareholder of several private limited companies involved in corporate and financial services, food and confectionery.

Leow Chan Kiang has no family relationship with any director and/or major shareholders of the Company. He has no conflict of interest with the Company and has no conviction for any offences within the past five (5) years other than traffic offences, if any.

Profile Of The Board Of Directors (cont'd)



Ong LAY SEE

Independent Non-Executive Director

Age	:	62
Gender	:	Female
Nationality	:	Malaysian

Ong Lay See was appointed as Independent Non-Executive Director of Iconic Worldwide Berhad on 18 November 2019. She is the Chairman of the Remuneration Committee, a member of the Audit and Risk Management Committee and a member of the Nomination Committee.

Ong Lay See is a Chartered Marketer by profession. She obtained her Post Graduate Diploma in Marketing from The Chartered Institute of Marketing (CIM), Heriot-Watt University. She is also a Certified Credit Professional (CCP), a qualification under the Modular Programme for Banking Professionals and Credit Management from Institute of Bankers Malaysia (IBBM).

Ong Lay See was an established banker with extensive experience in the banking and financial industry. She spent forty (40) years of her career with the Maybank Group, namely Maybank Finance Bhd and Maybank Bhd. She held supervisory and leadership roles in various capacities ranging from operations, customer service, marketing and credit management. Her last designation was Vice President/Head of Maybank Mega Branch, Penang. She was responsible for the strategic planning, compliance, business development and relationship management as well as ensuring growth in lending, deposits and fee-based income from the retail and commercial banking businesses.

Ong Lay See does not hold any directorship in other public companies and she does not sit on the Board of any private limited companies. She has no family relationship with any director and/or major shareholders of the Company. She has no conflict of interest with the Company and has no conviction for any offences within the past five (5) years other than traffic offences, if any.

Profile Of Key Senior Management

Woon Yeat Por

Project Director, Property Development

Gender: Male | Age: 57 | Nationality: Malaysian

Woon Yeat Por, is the Project Director of Iconic Maison Sdn Bhd, a wholly-owned subsidiary company of Iconic Worldwide Berhad. He holds a Bachelor of Science (Housing, Building & Planning) Degree with Honours and a Master of Business Administration Degree from University Science Malaysia.

He is responsible for the planning, budgeting and execution of all development projects for the IWB Group. He has over 30 years of working experience in the construction and property development industry particularly in the east coast and northern region of Malaysia.

He started his career as a site Quantity Surveyor with Ho Hup Construction Sdn Bhd in 1990, Mudajaya Construction Sdn Bhd in 1991 and Bridgecon Engineering Sdn Bhd in 1993. In his 5 years tenure with these companies he was involved in the North-South Interurban Expressway projects and a high rise residential development project. He subsequently joined the property division of Ban Hin Lee Group in 1995 before moving to Malvest Group in 1997 where he continued to work until 2015. He gained vast experience being involved in the development of various commercial, residential and hypermarket development projects in Penang as well as in Kelantan during his tenure with Malvest Group.

He joined Iconic Development Sdn Bhd in 2015 as the General Manager and was responsible for the overall business operations of its group of companies. During his 3 years tenure there he had successfully led the team in completing the development and construction of a 4-star Business Class hotel now known as Iconic Hotel in 2016 and a luxury condominium project now known as Iconic Skies in Relau, Penang in 2017.

He does not hold any directorship in public listed companies. He has no family relationship with any Director and/or major shareholders of the Company. He has no conflict of interest with the Company and has no record of convictions for any offences within the past five (5) years other than traffic offences, if any.



Profile Of Key Senior Management (cont'd)

Selvakumaran P Sathasivam

Head of Finance

Gender: Male | Age: 53 | Nationality: Malaysian

Selvakumaran P Sathasivam, is the Head of Finance of Iconic Worldwide Berhad ("IWB"). He has been with the company for the last 22 years and is also the officer primarily responsible for the financial management of the IWB Group. He has also been responsible for the administration, preparation and reporting of financial as well as non-financial related matters, in particular those involving submissions to regulatory authorities, stakeholders and other relevant parties or authorities for IWB as well as its subsidiary companies when necessary.

He started his career in finance in 1989 when he joined one of the big four audit firms as an audit assistant and worked his way up to become an assistant audit manager before joining IWB in the year 2000. During his tenure in the field of auditing, he gained vast exposure and experiences being involved in audit, tax, liquidation, audit investigations, the development and implementation of internal control systems, accounting as well as corporate advisory work. His portfolio of clients ranged from medium sized local trading and manufacturing companies to large multi-national manufacturing companies, public listed companies, finance companies, government agencies, property developers and stockbrokers.

He does not hold any directorship in public listed companies. He has no family relationship with any Director and/or major shareholders of the Company. He has no conflict of interest with the Company and has no record of convictions for any offences within the past five (5) years other than traffic offences, if any.

Kevin Cheah Ui Mun

General Manager, Hotel

Gender: Male | Age: 46 | Nationality: Malaysian

Kevin Cheah Ui Mun joined Iconic Hotel Management Sdn Bhd, a wholly-owned subsidiary company of Iconic Worldwide Berhad on 1 April 2019 and is currently the General Manager in charge of Iconic Hotel Penang. He brings more than 20 years of experience in the hospitality business to the hotel which includes leadership positions with award winning independent hotels and international chains such as Shangri-la International Hotels & Resorts and Millennium Hotels & Resorts. Additionally, he plays an active role in Penang travel industry by being the Vice Chairman of Malaysia Association of Hotels (Penang Chapter).

He is a double Diploma graduate in Hotel & Travel Management from Reliance College. Having worked locally and abroad, he has extensive experience of driving revenues from both international and domestic markets while maintaining the high service level of hospitality.

He started his career with Penang Mutiara Resort (a member of Leading Hotels of the world) as Event Coordinator and worked his way up his career. His last posting was with G Hotel Penang as Executive Asst Manager where he had successfully positioned the hotel as a leading hotel in the region. He has also pre-opening experiences as well as being responsible on areas such as sales and marketing during his tenure at the G Hotel Kelawai, Penang.

He does not hold any directorship in public listed companies. He has no family relationship with any director and/or substantial shareholders of the Company. He has no conflict of interest with the Company and has no conviction for any offences within the past five (5) years other than traffic offences, if any.

Profile Of Key Senior Management (cont'd)

IRFAN LOK BIN ABDULLAH

General Manager, Glove Division

Gender: Male | Age: 62 | Nationality: Malaysian

Irfan Lok bin Abdullah joined Iconic Medicare Sdn Bhd, a wholly-owned subsidiary company of Iconic Worldwide Berhad on 1 December 2021 and is currently the General Manager in charge of the Glove Manufacturing Division. He is mainly responsible for leading the management team on the day-to-day operations of the glove manufacturing facility with his extensive experience of over 33 years in medical and industrial glove manufacturing industry.

Irfan Lok bin Abdullah graduated with a Master in Business Administration from Open University of Malaysia in 2017. He started his career with Travenol Laboratory, a company involved in the manufacturing of medical glove as a QA Supervisor and successfully worked his way up and held managerial positions in several glove manufacturing companies such as Top Glove, Comfort Rubber Gloves Industries, Concept Rubber Products and EngloTech Holding Berhad.

Prior to joining Iconic Medicare Sdn Bhd, he was involved in a project comprising the design, construction, installation and commissioning of a Surgical Glove Manufacturing Plant in Uganda. Besides his primary skills in turnkey project management, he is also well-versed in strategic management, lean manufacturing, production planning and control, product development and manufacturing process design.

He does not hold any directorship in public listed companies. He has no family relationship with any director and/or substantial shareholders of the Company. He has no conflict of interest with the Company and has no conviction for any offences within the past five (5) years other than traffic offences, if any.

Profile Of Key Senior Management (cont'd)

TAN CHANG KEONG

Operation Manager, Face Mask Division

Gender: Male | Age: 46 | Nationality: Malaysian

Tan Chang Keong joined Iconic Medicare Sdn Bhd, a wholly-owned subsidiary company of Iconic Worldwide Berhad on 1 July 2020 as Operation Manager for the face masks division. He is primarily responsible for the management and day-to-day operation of the face mask manufacturing facility of the company. He has over 20 years of experience in the manufacturing field which includes managing production lines, handling store arrangements and product quality checking.

He graduated from University Utara Malaysia with Bachelor's Degree in Social Work Management in 2000. In 2000, he started his career with Hotayi Electronic Sdn Bhd, a company involved in the manufacturing of electrical and electronic products as a Store Executive mainly responsible for the sourcing of materials for production, overseeing delivery of finished products and stock planning.

In 2002, he joined Pensonic Sales & Service Sdn Bhd, a company involved in manufacturing of electrical and electronic products as Senior Executive where he was mainly responsible for production planning, setting up of new product lines and reporting to management.

In 2008, he joined Hallbert Sdn Bhd, a company involved in the manufacturing of electronic products as Senior Executive mainly responsible for assisting the Production Manager in overseeing the production activity and setting up proper control system at the production floor, proper documentation control and proper work procedures.

In 2012, he joined Nanotronic (Malaysia) Sdn Bhd, a company involved in the manufacturing of electronic products as a Factory Manager mainly responsible for managing the day-to-day operations of the factory.

In 2017, he joined O.G. Uniform Trading Sdn Bhd, a company involved in the manufacturing of apparels as Production Manager where he was responsible for the overall management and operation of the manufacturing facility.

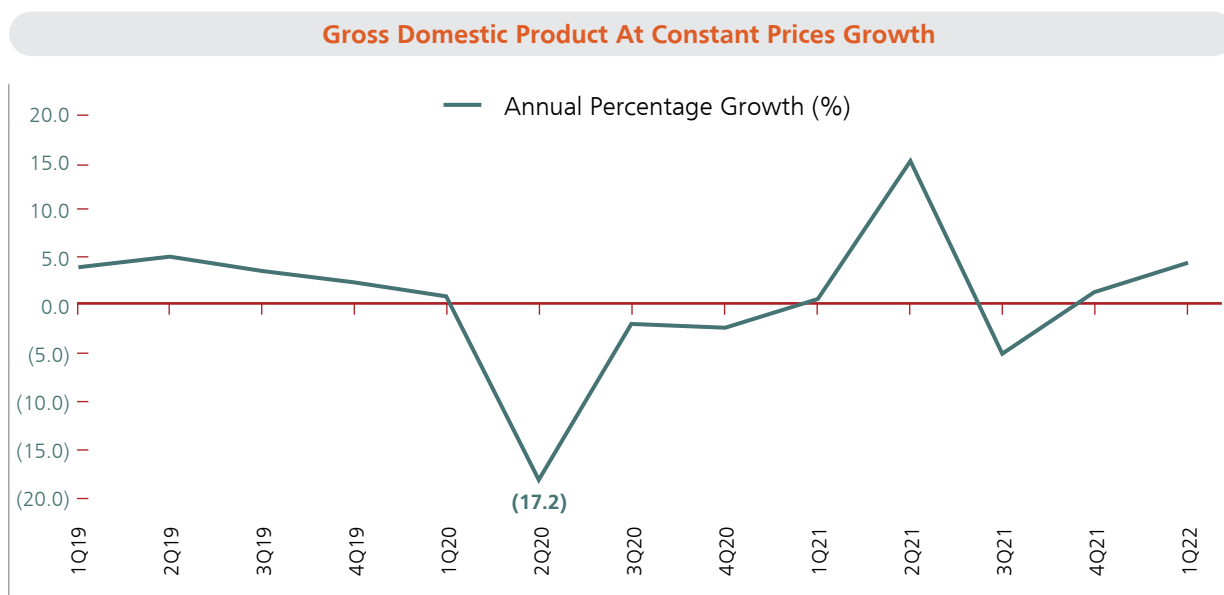
He does not hold any directorship in public listed companies. He has no family relationship with any director and/or substantial shareholders of the Company. He has no conflict of interest with the Company and has no conviction for any offences within the past five (5) years other than traffic offences, if any.

Management Discussion And Analysis

Listed on the Main Market of Bursa Malaysia, Iconic Worldwide Berhad (“IWB”) is primarily involved in property development, manufacturing of Personal Protective Equipment (“PPE”) and tourism services. IWB, which was formerly known as Sanbumi Holdings Berhad, underwent an internal restructuring and rebranding exercise in 2019, following the emergence of Dato’ Seri Tan Kean Tet as the new major shareholder.

Today, the IWB and its subsidiary companies (the “Group”) has not only successfully achieved a turnaround, but has also remained to be profitable since financial year (“FY”) 2020. In fact, despite the business interruptions faced as a result of the prolonged COVID-19 pandemic, the Group’s revenue increased substantially during FY2020 to FY2022.

In the year 2021 up to March 2022, the Malaysian economy showed continued signs of improvement, amid the reopening of the economy and the full resumption of business activities. In the fourth quarter of 2021, the gross domestic product (“GDP”) of Malaysia expanded by 3.6 year-on-year (“y-o-y”) and in the first quarter of 2022, the GDP further grew by 5% y-o-y.

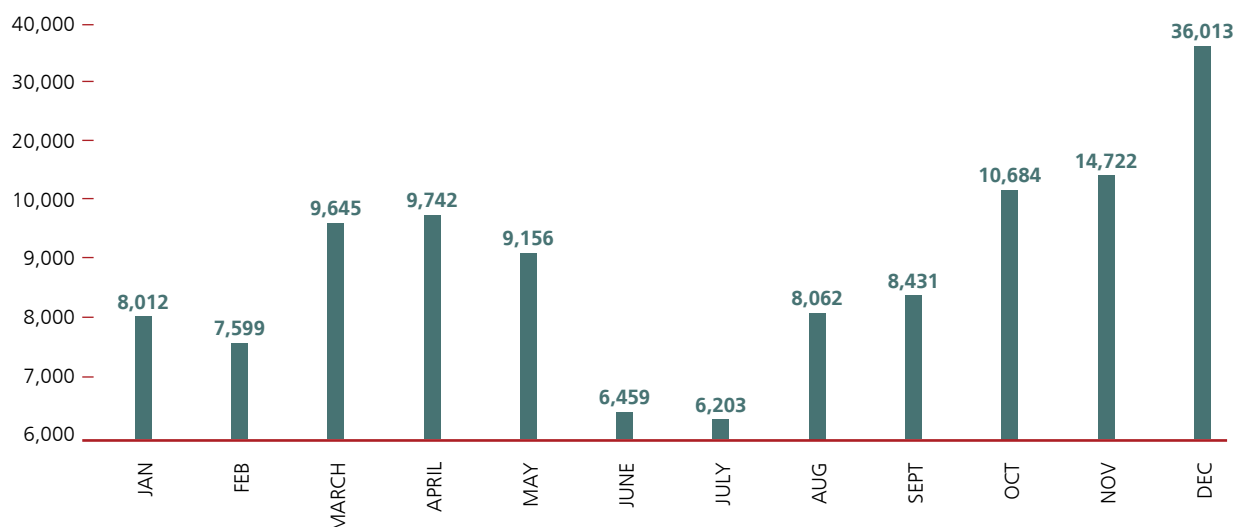


Source: Department of Statistics Malaysia

Following the government’s decision to allow interstate and international travel in October 2021, the tourism sector also experienced a gradual improvement in business activities. The second half of 2021, particularly the final quarter, witnessed a sharp increase in tourist arrivals. To be exact, the number of tourists in the fourth quarter of 2021 was higher than the total tourist arrivals in the January to July period, cumulatively.

Management Discussion And Analysis (cont'd)

2021 Tourist Arrivals By Month



Source: Tourism Malaysia

The Group's revenue contribution from the tourism sector was flattish in FY2022, but the topline is set to improve moving forward and the Group may be a beneficiary of the sector's recovery given its past involvement in the tourism and tourism related business activities. However, following the pandemic the Group had disposed of its entire interests or struck-off certain underperforming tourism businesses as well as discontinued most of the remaining tourism and tourism-related businesses. The swift action helped the Group to operate this segment in a lean and much more efficient manner. Currently, only the business of providing hospitality management services under the tourism business segment is active and able to withstand the after effects of the COVID-19 pandemic.

As for the Property Development division where the Group is involved in the development and sale of commercial properties, activities have begun to pick up at a faster pace. The removal of movement restrictions and the signs of improving demand for properties is expected to benefit the local property players, including the Group. Across in the larger property market, there have been signs of recovery in 2021 from the pandemic-induced slowdown in 2020, with a substantial 21.7% rise in the value of transactions. Nonetheless, there was a temporary drop in the volume of transactions during the second and third quarters of 2021 as property sales were affected when the country went into various stages and modes of Movement Control Order. However, the volume of property, in particular residential type transactions picked up significantly during the last quarter of 2021 as house buyers tried to beat the year-end deadline to qualify for the benefits under the Home Ownership Campaign 2020-2021.

Moving forward, the demand for properties, especially for residential units, are likely to improve further. In addition to the recovery in private consumption, the government's Keluarga Malaysia Home Ownership Initiative ("i-MILIKI") initiative from 1 June 2022 till 31 December 2023 is expected to further drive the appetite for properties. The Group will strive to be among the leading companies to benefit from the improved demand.

Meanwhile, the PPE business of the Group is expected to continue and remain as the biggest contributor to the topline. With the Group being a global manufacturer of high quality premium medical rubber gloves and face masks, the once-again rising cases of COVID-19 worldwide would ensure that there will be a sustainable demand and growth in revenue in FY2023.

The Group's RM200 million glove and face mask manufacturing facility in Batu Kawan Industrial Park, which was launched in January 2022, would accelerate the Group's efforts to capture a bigger share of the global PPE demand. The factory, built on 5.5-acre land, is expected to yield a minimum production capacity of 3.3 billion pieces of gloves and 220 million pieces of disposable face masks per annum.

Management Discussion And Analysis (cont'd)

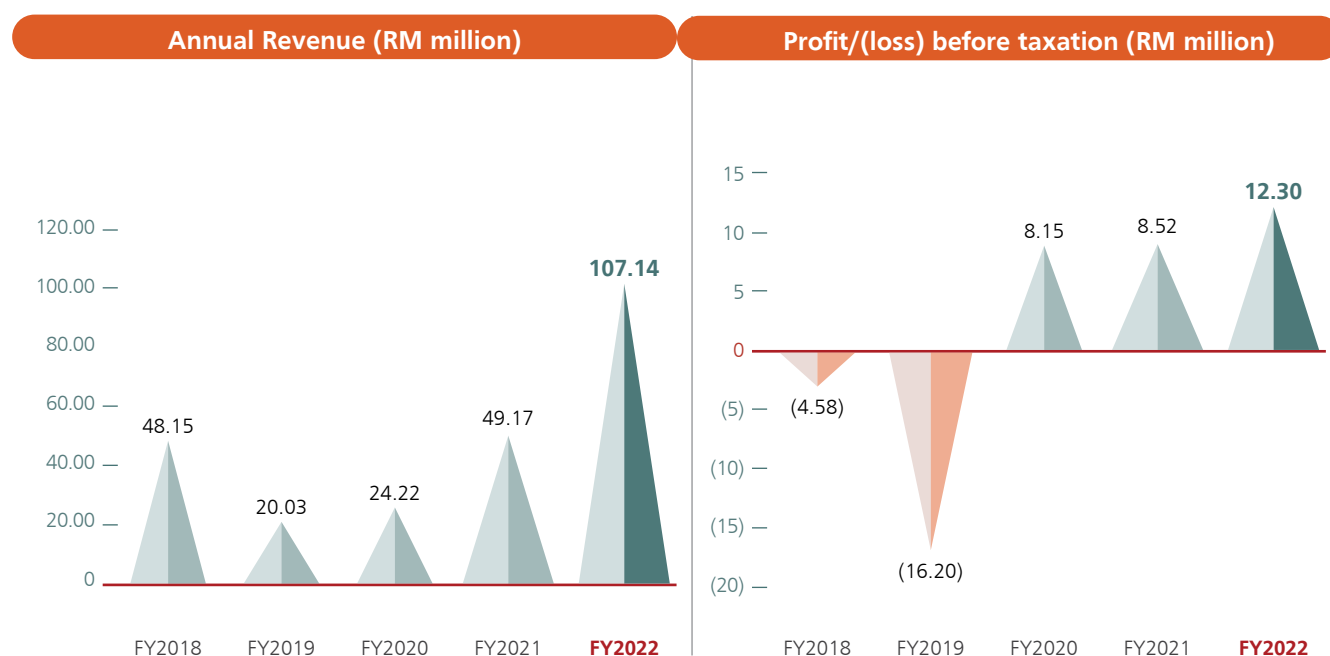
REVIEW OF FINANCIAL PERFORMANCE

Despite the recovery in business activities, FY2022 continued to see a variety of challenges as nationwide vaccinations did not manage to completely eradicate COVID-19 virus infections and fatalities. The gradual removal of restrictions also capped the potential growth of the economy and many businesses.

Amidst the challenges, the Group's revenue increased by almost RM57.97 million or 117.9% y-o-y to RM107.14 million in FY2022. This is the first time the Group's topline has crossed the RM100 million-mark. More than 63.5% of the revenue was generated from the PPE manufacturing division.

The progressive revenue derived from the Property Development segment in line with the progress of the development project coupled with the higher revenue contribution derived from the Manufacturing segment mainly contributed to the stronger financial results.

In terms of the bottomline, the profit before tax ("PBT") of the Group rose by 44.4% y-o-y to RM12.30 million in FY2022 as compared to RM8.52 million in the previous corresponding year. The gross profit margin was recorded at a healthy level of 25.9%.



In addition to the improved topline and bottomline growth, the Group's financial resilience is also strongly reflected in its balance sheet. Its sturdy financial position signals the Group's preparedness to withstand the impact of potential external vulnerabilities on its operation in the future.

As of end-FY2022, the Group sits on a comfortable cash position, with its cash and bank balances worth RM21.51 million. The Group's gearing level is registered at 0.27, which remains within a manageable level.

The Group's net assets as of end-FY2022 stood at RM200.85 million, and the net tangible asset per share is recorded at 0.36 sen. The Group's current ratio, which is a liquidity indicator that measures its ability to pay short-term obligations, remains strong at about 2.1 times.

Management Discussion And Analysis (cont'd)

PROPERTY DEVELOPMENT SEGMENT

The segment contributed 34.4% of the Group's total revenue in FY2022. It is noteworthy that the Group made its maiden debut into property development in FY2020 and in the past two years, the segment has contributed significantly towards the revenue despite the soft property market conditions nationwide. The Group's mixed development project, known as "Iconic Point" in Penang, progressed well despite all the disruptions as a result of the government-mandated movement restrictions.

Amidst all the challenges, the Group has displayed its commitment to deliver its maiden property development project within the stipulated time frame. The continued progressive billings are strong reflections of the Group's agility to adapt with the uncertainties caused by the COVID-19 pandemic. Iconic Point is being developed under a joint venture with Iconic Development Sdn Bhd and is worth approximately RM127.81 million in Gross Development Value ("GDV"). As of end-March 2022, the Iconic Point project is 95% completed.



In FY2022, the Property Development division's revenue was recorded at RM36.90 million as compared to RM39.33 million in the previous corresponding financial year. The division reported a PBT of RM8.56 million in FY2022 as compared to RM9.29 million in FY2021.

TOURISM SERVICES SEGMENT

Prior to the Group's entry into Property Development and PPE manufacturing, the tourism services segment had been the Group's core segment. However, following the impact of the COVID-19 pandemic, the segment had been affected significantly as tourist arrivals fell amid the closure of international borders. It is worth noting that all tourism services related businesses of the Group remained closed in the financial year under review, with exceptions to the Hospitality Management Services.

In FY2022, the tourism services segment contributed RM1.95 million in revenue, or 1.8% of the total topline, to the Group. The revenue was flattish as compared to RM1.94 million generated in FY2021. In terms of its bottomline, the tourism services segment reported a loss before tax of RM0.81 million as compared to a loss before tax of RM0.39 million in FY2021.

Management Discussion And Analysis (cont'd)

MANUFACTURING SEGMENT

In September 2020, the Group announced its plan to further diversify its business portfolio by venturing into the manufacturing of PPE with intentions to manufacture and sell disposable gloves and face masks. The management's swift decision to venture into the manufacturing business during the onset of the COVID-19 pandemic was indeed a bold and strategic move. The decision was sparked by the urgent need to identify alternative revenue streams to reduce the Group's reliance on the tourism business segment. IWB saw opportunities from the rising need for PPE, particularly disposable face masks and gloves during the pandemic.



Despite the global drive to vaccinate against COVID-19, there continues to be a robust demand for disposable gloves and face masks. While there are many new players in the PPE manufacturing scene globally, not all are capable to manufacture high-quality gloves and face masks. At IWB, the disposable gloves are manufactured under the strictest quality control ensuring the best protection, comfort and safety for its global users. IWB's gloves meet global standards such as ISO, CE, European Standards, FDA, ASTM and MDR and the products can be used either for medical or industrial purpose. In addition, IWB's PPE products have passed and is in full compliance with the highly important social audit or SMETA.

The Group has also diversified its face masks product range by producing new types of protective masks such as KF99 and KN99 respirators. These come with a 3D mask structure for better fit and double melt blown protection which improves the overall filtration performance.

In FY2022, the Group expanded its range of PPE products to include in-vitro diagnostic medical devices (IVD) and copper oxide face masks in line with the surge of demand. The Group's healthcare arm, Iconic Medicare Sdn Bhd, has tied up with an original equipment manufacturer from the United States for medical devices such as Coronavirus Ag Rapid Test Cassette (swab test), Covid-19 Ag Rapid Test Cassette (oral fluid) and SARS-CoV-2 Neutralizing Antibody Rapid Test Cassette (whole blood/serum/plasma).

Given the continued demand for its PPE business, the Group's Manufacturing segment reported a revenue of RM68.06 million in FY2022 as compared to RM7.41 million a year earlier, representing a growth of over nine-fold. In the financial year under review, the Manufacturing segment contributed about 63.5% of the Group's revenue. The segment's PBT also improved by over 195.3% y-o-y to RM6.11 million in FY2022 from RM2.07 million in FY2021.

Management Discussion And Analysis (cont'd)

MOVING FORWARD

Looking ahead, all three core business divisions of IWB are expected to perform better in FY2023, in line with the anticipated market recovery. With the government projecting Malaysia's economy to expand by 5.3% to 6.3% in 2022, this will likely bode well for business activities and corporate earnings performance, including for IWB. The PPE manufacturing segment is expected to spearhead the Group's business direction for the next financial year.

After a strong growth in the past financial year, IWB forecasts the glove manufacturing and sales business to improve significantly in line with the completion of the remaining six production lines during the year. Meanwhile, the face mask manufacturing and sales business is also expected to continue to innovate and contribute significantly to the PPE business segment with its sales to be expanded to include export sales.

As for the Property Development business segment, the Group is expected to launch a new development project in the northern region sometime in the end of the year 2022. The Group is also reviewing the prospects of other development projects to be launched utilising the available land bank.

Taking these factors into consideration and barring any unforeseen circumstances, the Group anticipates that it will be able to register a better financial performance and results in FY2023.



Sustainability Report

1. INTRODUCTION

The Board of Directors (“BOD”) of Iconic Worldwide Berhad (“Iconic”) have pleasure in submitting the Iconic Sustainability Report 2022.

This Iconic Sustainability Report 2022 is developed in relation to the areas below:-

- Engagement of Stakeholders.
- Review of Sustainability Matters.
- Sustainability Governance.
- Economic Sustainability.
- Environment Sustainability.
- Social Sustainability.

The Iconic Sustainability Report 2022 has been prepared in accordance with the Practice Note 9 of the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Malaysia”) using the Bursa Malaysia Sustainability Reporting Guide 2018 (Second Edition).

The report focuses on the Iconic Group’s sustainability initiatives for the period of 1st April 2021 to 31st March 2022 and covers the most active subsidiaries of Iconic as listed below:-

- Iconic Maison Sdn Bhd (involved in property development)
- Iconic Hotel Management Sdn Bhd (involved in hospitality management services)
- Iconic Medicare Sdn Bhd (involved in manufacturing of personal protective equipment (“PPE”))

2. SCOPE AND APPROACH

The following was conducted to develop the Group’s Sustainability Report:-

- a. a materiality assessment refresher with the key personnel of the holding company and the most active subsidiaries to review and obtain an update of their material sustainability matters relevant to the latest business entity today via discussions and survey sessions.
- b. interviews with relevant key personnel of the holding company and the most active subsidiaries to further understand the current sustainability initiatives.
- c. obtained relevant information and supporting documentation for the sustainability initiatives taken.

Period of review: April 2021 to March 2022 (Financial Year Ended (“FYE”) 31st March 2022)

3. OUR SUSTAINABILITY JOURNEY

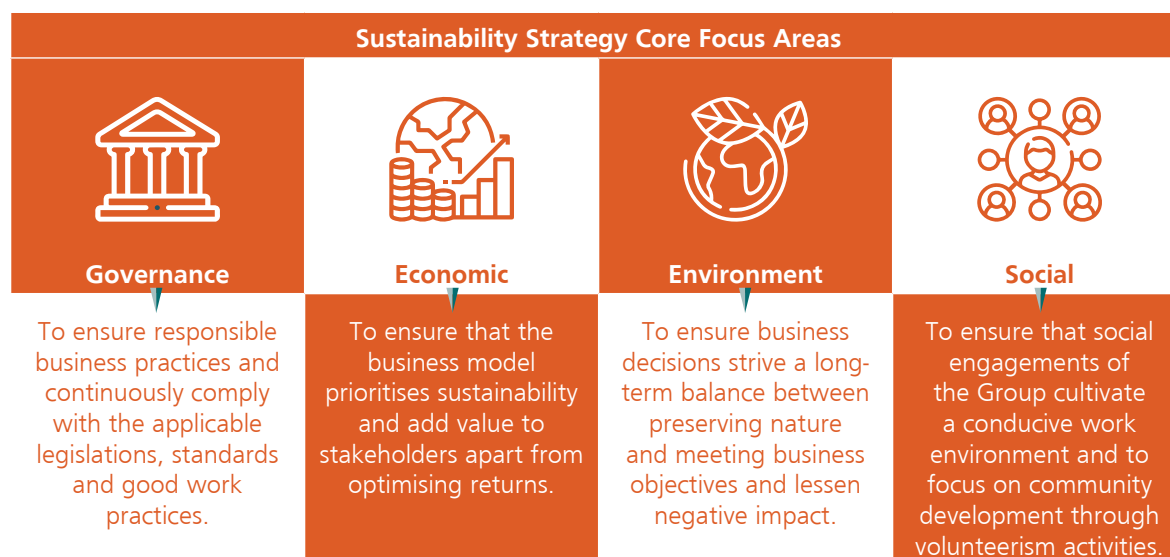
Sustainability is continuously embedded in the business operations and strategies of the Group to align with the Group’s vision to embrace a trans-disciplinary ethos by bringing together exquisite design, lifestyle technology and environmental artistry to shape a vibrant society that invests, lives and works within a sustainable, cultural and healthy environment.

Along with the Group’s mission to uphold long-term relationship and provide the best in health, safety and shelter which will enable businesses, families and individuals to grow and prosper, we are committed to emphasise on sustainable initiatives in the core focus areas paramount to us.

Sustainability Report (cont'd)

3. OUR SUSTAINABILITY JOURNEY (CONT'D)

Sustainability Strategy and Core Focus Areas



4. SUSTAINABILITY GOVERNANCE

The Group firmly believes in having good corporate governance and demonstrates its continuous commitment to sustainable practices by having proper oversight by the BOD that are assisted by the Sustainability Committee ("SC"), whose duties and responsibilities are outlined in their respective Terms of Reference.

Ultimately, the BOD sets the tone from the top to ensure that the goals are met through effective implementation and monitoring of action plans.

Code of Ethics and Conduct

The Code of Ethics and Conduct for the Group sets out the principles in relation to sincerity, integrity, responsibility and corporate social responsibility to enhance the standard of corporate governance and corporate behaviour to establish a standard of ethical behaviour.

The Group is also committed to conducting its business ethically and in compliance with all applicable laws and regulations in Malaysia and all countries where it does businesses, including the Malaysian Anti-Corruption Commission Act ("MACC Act"). The Anti-Bribery and Anti-Corruption Handbook outlines that the Group will not tolerate any form of bribery and corruption. Failure to comply with the policies and guidelines as described in the Handbook may result in disciplinary and / or legal action to be taken by the Group.

For more details on the Code of Ethics and Conduct and Anti-Bribery and Anti-Corruption Handbook, please refer to our corporate website at www.iconicworldwide.com.my

Sustainability Report (cont'd)

4. SUSTAINABILITY GOVERNANCE (CONT'D)

Regulatory Compliance

The Group continues to strive to comply with the relevant legislation and regulations, including anti-corruption laws that are necessary to remain in operations.

To ensure continuous compliance, the Group continues to enhance its operational procedures that govern its daily processes and encourage best management practices in its operations.

Risk Management

Having established the Risk Management Working Committee as a sub-committee under the Audit Committee, the risk management process is regularly reviewed to ensure that there are on-going actions to effectively mitigate the risks identified in the Risk Register.

The members of the Risk Management Working Committee consist of Senior Management representatives from the various active business segments and they meet on a periodic basis throughout the financial year.

Whistleblowing Management

The Group has in place a Whistleblowing Policy that outline the procedures and appropriate whistleblowing channels.

During the financial year, there were no whistleblowing incidents reported through the available channels to the Group.

Other Committees

Apart from the BOD and SC, the Group has various committees in place to ensure proper oversight and the existence of an effective control environment:-

- Audit Committee.
- Nomination Committee.
- Remuneration Committee.

The committees above have also undertaken their duties in accordance with their terms of reference.

Sustainability Report (cont'd)

5. STAKEHOLDER ENGAGEMENT

The Group recognises the importance of engaging with stakeholders from different spectrums and through multiple platforms to enable the Group to practice inclusive decision-making and have a balanced level of communication with internal and external stakeholders.

Throughout the financial year, the key stakeholders, along with the objectives and the relevant methods of engagement are summarised below:-

Stakeholders	Objectives	Methods of Engagement
Regulatory Agencies & Statutory Bodies 	To ensure continuous compliance / adherence with the relevant laws, rules and regulations	- Continuously be up to date with regulations to ensure continuous compliance and adherence with the regulations. - Connect with regulators as and when required. - Regularly conduct trainings / internal audits / updates to employees for continuous compliance and adherence with the regulations.
Investors 	- To ensure continuous support - To maintain strong & transparent relationships	- Annual General Meeting / Report. - Updates via Group website. - Press releases. - Circular updates. - Media hosting events.
Customers / Guests 	- To ensure customer satisfaction is maintained at all times - To encourage loyalty as promoters of our business	- Feedback management system. - Regular visits to key entities to ensure standards are maintained. - Updates via Group website / social media. - Promotional events / Customer engagement events - Social media.
Employees 	- To ensure employee satisfaction and motivation to contribute to organisational success is maintained. - To ensure employee competency and productivity is enhanced at all times - To ensure continuous commitment of the employees	- Periodic internal meetings / reviews to discuss performance / career development. - Briefing / orientation for new staff. - Training and development. - Company events / Team-building activities - Recognition programme
Suppliers / Contractors 	- To ensure sustainable and continuous supply of quality services and materials of required standards - To ensure consistent ethical behaviour	- Fair and transparent procurement process in accordance to established policies and procedures. - Development of Service Level Agreements. - Regular communication and reporting.
Communities 	- To ensure harmonious relationship is sustained - To ensure continuous development and enhance social wellbeing	- Corporate social investments with charitable organisations; i.e. donations / financial aid. - Verbal engagement with surrounding communities for input. - Recreation space

Sustainability Report (cont'd)

5. STAKEHOLDER ENGAGEMENT (CONT'D)

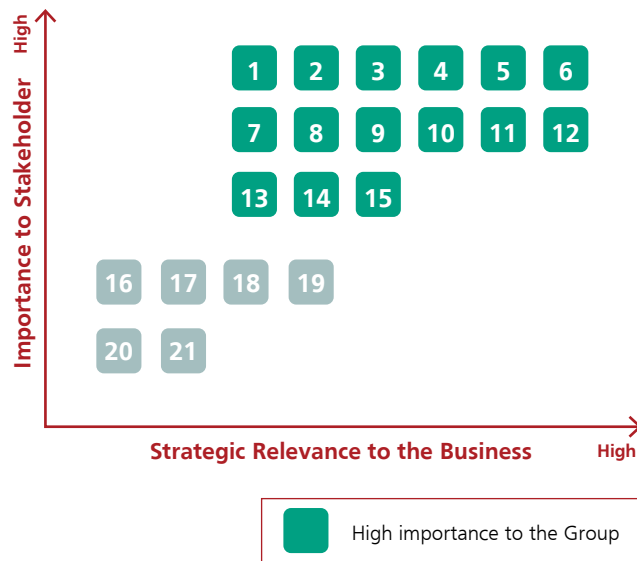
Despite the recent pandemic situation, the vast availability of advanced technology and multiple platforms has enabled the Group to reach out to most of the stakeholders relevant to the Group and achieve the objectives for engagement.

6. REVIEW OF SUSTAINABILITY MATTERS

For this financial year, a review was conducted on the prioritisation of material sustainability matters to ensure that the previously identified material matters / indicators from an Economic, Environment, Social and Governance ("EESG") perspective remained relevant to the business strategy of the Group today.

The participants represented the internal stakeholders' views while also acted as proxies for identified external stakeholder groups. Moving forward, an external stakeholder engagement may be part of the review.

The following are the results of the review of the material sustainability matters after taking into consideration the importance of the matters to the stakeholders and the strategic relevance of these matters to the Group:-



No	Material EESG matters / indicators
1	PROCUREMENT PRACTICES (VALUE CHAIN)
2	COMPLIANCE (ENVIRONMENT)
3	COMPLIANCE (SOCIAL)
4	OCCUPATIONAL SAFETY & HEALTH
5	ENERGY
6	WATER
7	PRODUCT & SERVICES RESPONSIBILITY (ENVIRONMENT)
8	LABOUR PRACTICES
9	HUMAN RIGHTS
10	COMMUNITY INVESTMENT
11	DIVERSITY
12	WASTE & EFFLUENT
13	PRODUCT & SERVICES RESPONSIBILITY (SOCIAL)
14	INDIRECT ECONOMIC IMPACT
15	EMISSIONS
16	ANTI-CORRUPTION
17	SUPPLY CHAIN (SOCIAL)
18	SUPPLY CHAIN (ENVIRONMENT)
19	ANTI-COMPETITIVE BEHAVIOUR
20	LAND REMEDIATIONS, CONTAMINATIONS, OR DEGRADATION
21	BIODIVERSITY

Sustainability Report (cont'd)

7. SUSTAINABILITY PILLARS

The sustainability strategy of the Group continues to uphold the following established pillars:-



With the Group's continuous commitment to the established pillars and the identified material matters / indicators that are of high importance, the subsequent sections of this report details the initiatives performed by the Group to achieve their sustainability strategy.

8. ECONOMIC SUSTAINABILITY

Financial Highlights

This financial year has been more challenging than ever before as the COVID-19 pandemic brought business operations of various industries to a halt for several months. Thankfully, the Group dealt with the disruption swiftly by shifting its focus to address the society's needs and expanded into the PPE business as one of its strategic plans.

The table below shows the growth of the Group's overall financial performance in comparison to the last financial year:-

Item	FYE 31 st March 2021	FYE 31 st March 2022
Revenue (RM '000)	49,167	107,139
Profit Before Tax (RM'000)	8,520	12,299

Further Diversification

While the Group continues to strive to be one of the most recognised property developers in the Northern Region of Malaysia, the Group took the opportunity of the current pandemic situation and pivot its focus into establishing Iconic Medicare Sdn Bhd, a subsidiary emphasising on the manufacturing and distribution of disposable face masks and nitrile gloves. The face mask manufacturing and distribution started its operations in July 2020, whereas gloves manufacturing facilities were successfully commissioned in October 2021 and started productions in November 2021.

Some of the anticipated future milestones for the Group include:-

- The expected completion of a key commercial centre and landmark development in Penang known as Iconic Point, a joint-venture development between the wholly-owned subsidiary Iconic Maison Sdn Bhd and Iconic Development Sdn Bhd, a related party, by June 2022.
- Launching of new affordable housing project which entails affordable homes and shop-offices in Seberang Perai, Penang by Q4 2022.
- Aiming to capture more market share from the global demand for PPE with targeted export markets such as the United States, Europe, Africa and Middle East.

Sustainability Report (cont'd)

8. ECONOMIC SUSTAINABILITY (CONT'D)

Procurement / Supply Chain Management

The Group emphasises on implementing best practices when engaging with the relevant stakeholders across the supply chain by establishing ethical and transparent practices when dealing with suppliers to obtain maximum benefit.

The suppliers and contractors that are engaged with the Group and its subsidiaries go through a proper evaluation process in accordance with the established standard operating procedures to ensure fairness and transparency.

To date, most of the suppliers and contractors engaged and transacted with the Group are locally based as an effort to support the home-grown economy.

Indirect Economic Impact

All the employees under the Group are permanent and local employees. The Group believes that the effort of hiring 100% local employees contributes positively to the local communities and local economies.

9. ENVIRONMENT SUSTAINABILITY

Energy Management

As the pandemic heavily affected the hotel industry, the Group still sought ways to efficiently consume energy under Iconic Hotel, managed by Iconic Hotel Management Sdn Bhd. For the FYE March 2022, Iconic Hotel achieved reduction in energy consumed by -9.65 kWh per room (equivalent to -RM 3.40 per room) as compared against FYE March 2021.

Financial year	FYE March 2021	FYE March 2022	Differences
Energy consumed per room	73.43 kWh per room	63.79 kWh per room	- 9.65 kWh per room
Energy cost per room	RM 27.71 per room	RM 24.31 per room	- RM 3.40 per room

Energy consumption under the PPE manufacturing plant for FYE March 2022 stood at 22.24 kWh per thousand pieces of gloves (equivalent to RM 8.41 per thousand pieces of gloves). There was no comparative figures for FYE March 2021 as the gloves manufacturing activities only commenced in October 2021.

Financial year	FYE March 2022
Energy consumed per thousand pieces of gloves	22.24 kWh per thousand pieces
Energy cost per thousand pieces of gloves	RM 8.41 per thousand pieces

Taking into consideration the pandemic situation, several energy and cost-saving initiatives were taken by the subsidiary such as:-

- Strategic room assignment and closing of unoccupied floors / levels.
- Switching off electrical equipment that were not in use during the pandemic situation.
- Optimal temperature settings to promote energy savings.
- 'Timer' modes and usage of energy-saving systems for lightings.
- Solar panel installed at the manufacturing and distribution facilities for PPE, resulted in minimum 25% of total energy consumption being generated from clean and renewable energy

Sustainability Report (cont'd)

9. ENVIRONMENT SUSTAINABILITY (CONT'D)

Water Management

The Group continuously monitors the levels of water consumption. Similarly, there was no comparative figures for FYE March 2021 water consumption as the gloves manufacturing activities only commenced in October 2021. For FYE March 2022, water consumption under the PPE manufacturing plant stood at 0.84 m³ per thousand pieces of gloves (equivalent to RM 1.46 per thousand pieces of gloves).

Financial year	FYE March 2022
Water consumed per thousand pieces of gloves	0.84 m ³ per thousand pieces
Water cost per thousand pieces of gloves	RM 1.46 per thousand pieces

Several initiatives have been undertaken by the Group to achieve further savings in water consumption, which include:

- Continuously improve the gloves production recipe in order to reduce fresh water intake.
- Rain water harvesting for gardening purpose.
- Recycling of used water.

Waste Management

The PPE manufacturing plant has maintained certification to ISO 14001:2005 Environmental Management System Certification and established the environmental policy which covers its commitment to ensure all business operations are undertaken in such a manner by complying to relevant legislations, regulations and standards for environmental protection set by the local authorities.

Schedule waste produced in the PPE manufacturing plant were disposed through a waste collector with valid waste disposal and waste transport license issued by the Department of Environment ("DOE").

In addition, the PPE manufacturing plant has set up a wastewater treatment plant facility. Daily and monthly monitoring on the wastewater treatment plant facility have also been conducted to ensure the parameter of the discharge water meets the regulatory requirements.

Emission

The boiler used at the PPE manufacturing plant is powered by natural gas. Air emission monitoring has been conducted as per the parameters stipulated in the Environmental Quality Clean Air Regulation 2014 for the gas powered boiler.

Apart from the above, the Group is also working on several initiatives to reduce emission from the PPE manufacturing plant which include scrubber emission, reducing gas usage and temperature during the manufacturing process.

Sustainability Report (cont'd)

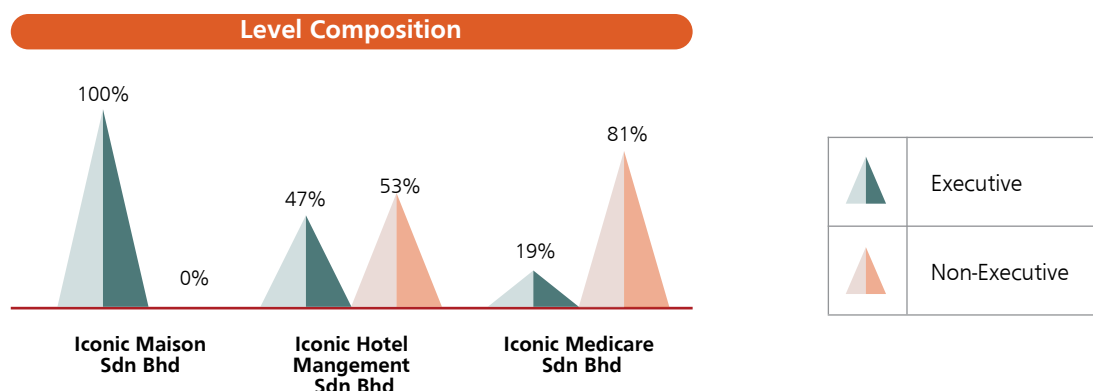
10. SOCIAL SUSTAINABILITY

Employee Profile

The Group recognises that human capital is a vital component for continuous success and strives for a culture that respects and balances the diversity of our employees to create equal opportunities for all employees regardless of the demographic status.

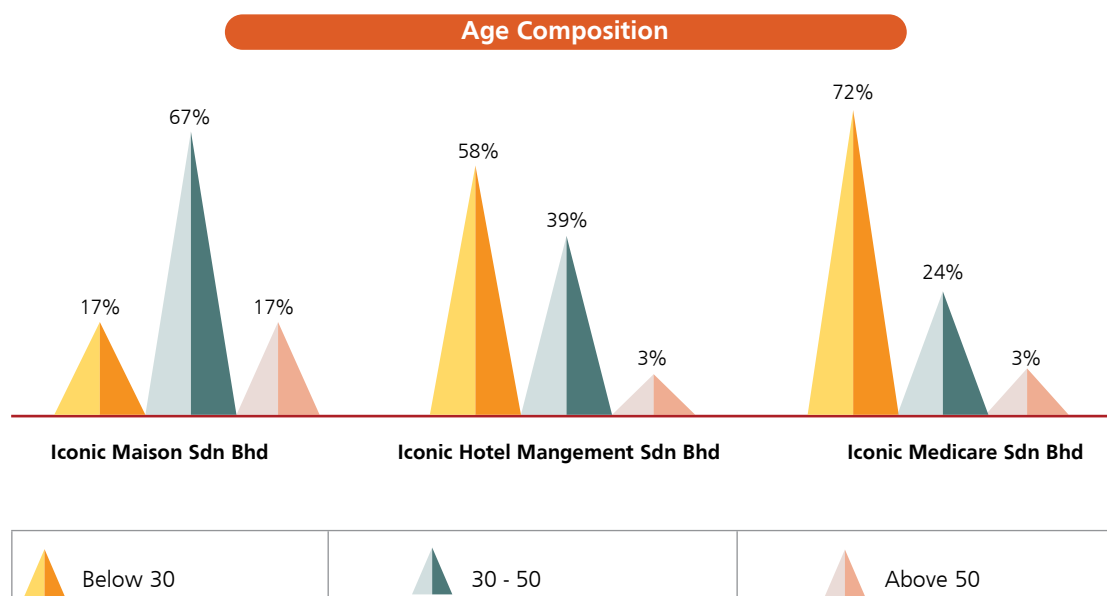
To date, the composition of the active subsidiaries are as follows:-

Employee Level Composition



Employee Age Composition

The Group maintains a strong composition of youth within its workforce to ensure that a sustainable succession pipeline is achieved.



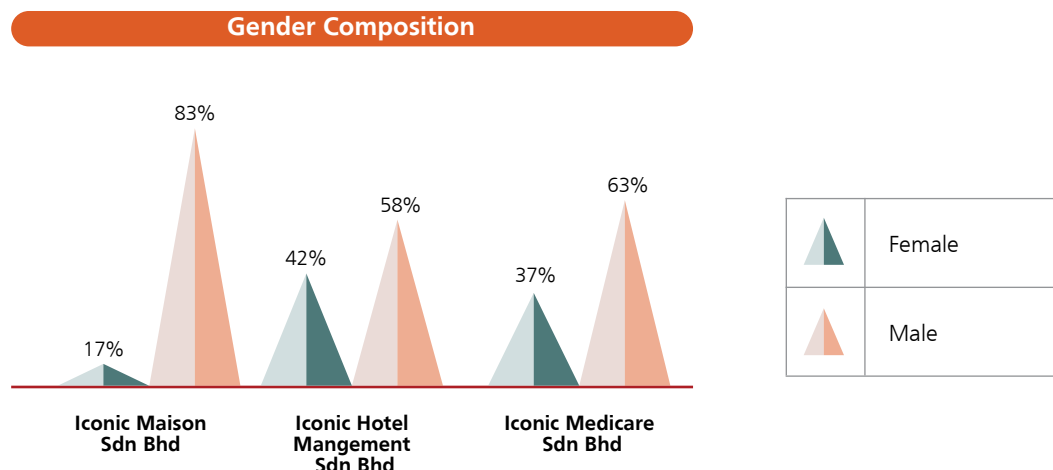
Sustainability Report (cont'd)

10. SOCIAL SUSTAINABILITY (CONT'D)

Employee Profile (Cont'd)

Employee Gender Composition

Gender diversity is prominent throughout all active subsidiaries across the Group as we strive to be a more all-encompassing workforce.



Employee Training

The Group emphasises personal development for all levels of employees to enhance their individual knowledge base. Various trainings were held throughout the year such as:-

- Effective Supervisory & Leadership Skills Course
- Root Cause Analysis and Introduction of 7QC tools
- Freedom of Association
- Basic Occupational First Aid Training
- 7QC tools and 8D Methodology
- Refreshment on Company Policy, Rules and Regulations

Employee Welfare & Rights

The Group has strong stance against child and forced labour. The commitment and procedures for not using child and forced labour are clearly defined in the HR Policy.

As a caring employer, the Group also prioritises its employees by ensuring they are provided with benefits such as leave entitlement, public holidays, claims, annual increments, healthcare benefits and employee recognition. All employees are also allocated with at least 1 rest day in every 7 days period.

Wages / salaries and benefits paid to the employees are in accordance to the employment contract and in compliance with the local law and regulations. In addition, overtime ("OT") is paid at the rate of 1.5 times for normal OT, 2.0 times for rest days and 3.0 times for public holidays. Only lawful deductions were made to the employees' wages / salaries such as Social Security Organisation ("SOCSO"), Employee Provident Fund ("EPF"), Employment Insurance System ("EIS") and Monthly Tax Deductions ("MTD").

Sustainability Report (cont'd)

10. SOCIAL SUSTAINABILITY (CONT'D)

Employee Welfare & Rights (Cont'd)

The employees are also encouraged to inculcate a harmonious cooperative culture by having team-building activities. The table below shows the activities held for the employees throughout the year:-

- *Gotong-Royong* activity at Iconic Medicare PPE manufacturing facility
- Giveaway Raya series medical face mask to all staff in conjunction of Hari Raya Aidilfitri celebration
- Giveaway KitKat 2 pieces to all mother in Conjunction of Mother's Day celebration
- Iconic Hotel 5th Anniversary Celebration with staff
- International Housekeeping Week
- International Chefs Day
- National Salesperson Day
- Year End Christmas Gift Exchange Gathering

Despite the prolonged COVID-19 pandemic situation, the Group was able to maintain the workforce with zero downsizing and further provided the following for the employees:-

- Food subsidies for employees during the MCO and RMCO period.
- Temporarily relocate employees from the hotel management to PPE manufacturing sector as an alternative employment opportunity.
- Continue to provide OT / nightshift benefits for the eligible employees.

Occupational Health & Safety

The Group places significant importance in ensuring the safety of the employees at work. Environmental, Safety & Health Policy is in place and approved by the Group Managing Director. With emphasis on health, safety and the wellbeing of the employees, the Group continues to enforce strict compliance to safety protocols to ensure a safe environment in the respective work environments such as the emphasis of utilising personal protective equipment, obtaining valid building permits and conducting regular inspections.

The following measures are taken to maintain a safe environment:-

- Quality personal protective equipment such as safety helmets, safety shoes, gloves and face masks are given to the employees at no cost.
- Valid building permits and regular inspections are conducted to prohibit unauthorised personnel / trespassers.
- The machineries at the construction sites and manufacturing plant are certified by the *Jabatan Keselamatan Dan Kesihatan Pekerjaan Malaysia*.
- Medical facilities (i.e. sick bay and first aid kits) are in place and the first aiders are trained and tested for their competency every 3 years when the first aided certificate of competency expires
- Site panel doctor (24hours services) is located within 2km from the manufacturing plant and the medical expenses are covered for all employees.
- Proper signages for health and safety measures.
- Health & Safety responsible person and Safety Committee have been identified to ensure continuous compliance to the health and safety protocols.
- Regular health and safety training (e.g. First Aider Training, Fire Safety Training, Forklift Safety Training, etc.) have been provided.

With a designated Emergency Response Team, the Group is ready to manage and handle emergency crisis at the active subsidiaries to ensure that a safe environment for the employees exist.

The Group is proud to operate in a 'zero major occupational accident' environment for the past 3 years. Minor accident that required medical treatment, lost time occurred and having property lost were adequately recorded in the Incident Investigation Report.

Sustainability Report (cont'd)

10. SOCIAL SUSTAINABILITY (CONT'D)

Our Actions Against Covid-19

With the COVID-19 pandemic, further preventive measures were taken to strengthen the safety at the workplace and safeguard the employees, such as:-

- The construction workers and contractors were required to undergo a COVID-19 test to ensure that they were fit for daily operational work.
- Regular sanitisation and disinfection process for the premises.
- Daily temperature checks on employees and external parties prior to entering the premises.
- Full PPE adherence was required, including masks.
- Utilising MySejahtera Check-In feature to monitor entry to premises and contact tracing purposes.
- Continuously encourage physical distancing at the workplace.
- Sharing of latest updates and preventive measures to employees to advocate good hygiene.
- Conducted a Covid-19 vaccination booster shot exercise on site for all the employees within the Group in February 2022.
- Free face masks were provided to all employees and hotel guests.

Product and Services Responsibility (Social)

The Group places significant importance in ensuring the safety of its products on the wellbeing of the society. Various certifications and licenses have been obtained by the Group to ensure that the gloves and face masks produced by its PPE manufacturing plant fulfil the relevant standards and technical specifications applicable to essential health and safety requirements.

The certifications include the following:

QUALITY STANDARDS



Accreditations

ISO 13485 Certified Medical Device Manufacturer

Standards

ASTM D6319 **EN455 1,2,3,4** **EN374 1,2,3,4** **ISO 10993 5,10,11,23**



Regulatory Compliance

FDA 510(K) Class I **EU MDR** MDR(EU) 2017/745 **CE** Class I
Medical Device AUTHORITY MALAYSIA Medical Devices Authority Certified
Registration No.: GA 8179120-51201

Sustainability Report (cont'd)

10. SOCIAL SUSTAINABILITY (CONT'D)

Giving Back during the Pandemic

As the COVID-19 pandemic heavily affected various communities, the Group synergised their expertise in the medicare sector with community welfare and donated 100,000 pieces of 3-ply medical grade face masks to the Penang State Government.



As part of the charitable effort to help flood victims under Misi Bantuan Banjir, the Group donated 100,000 pieces of face masks and 100,000 pieces of disposable gloves.

During the "Community Caring" at Batu Kawan, Penang – Y2022 Event – Covid Pandemic Affected Families campaign, the Group contributed basic needs to the underprivileged community.



Sustainability Report (cont'd)

10. SOCIAL SUSTAINABILITY (CONT'D)

Corporate Social Responsibility

The Group's philanthropic arm continues to work towards enriching the community by contributing basic needs to the underprivileged families and individuals.

- Visited and handover charity donation to The Salvation Army Penang, Persatuan Kebajikan Kanak-Kanak Cacat Yee Ran Jing Sheh & Rumah Sejahtera Permatang Tinggi.
- Invited Rumah Anak Yatim Permata Kasih for dine in Singgah Iftar Buffet Ramadhan.
- Participated in the "Hands of Hope" Food Basket Distribution - A Corporate Social Responsibility Program by MAH-Penang Chapter.
- Iconic Hotel Christmas Lighting Ceremony with invitation to The Salvation Army Penang for carolling performance and also dine in buffet dinner.
- Community service and give away needs at Penang Hope Stray.
- Donation to OPTIMAX Eye Specialist Hospital.
- Contribution of RM25,000 fund for welfare society 'Yayasan Amal TYT Yang di-Pertua' of Penang State.



Persatuan Kebajikan Kanak-Kanak Cacat Yee Ran Jing Sheh



Yayasan Amal TYT Yang di-Pertua of Penang State

Corporate Governance Overview Statement

The Board of Directors is committed to maintain high standards of corporate governance and strives to ensure that it is practised throughout the Company and its subsidiaries ("the IWB Group") as a fundamental part of discharging its responsibilities in order to protect and enhance shareholders' value and raise the performance of the IWB Group.

In this Statement, the Board reports on the manner the IWB Group has adopted and applied the principles and best practices as set out in the Malaysian Code on Corporate Governance 2021 ("the Code") and the governance standards prescribed in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Listing Requirements") throughout the year under review. This Statement is to be read together with the CG Report 2022 of the Company which is available on the Company's website at www.iconicworldwide.com.my.

PRINCIPLE A - ESTABLISH CLEAR ROLES AND RESPONSIBILITIES

I. BOARD RESPONSIBILITIES

The Company is led and managed by an experienced Board, comprising members who have a wide range of experience in fields such as management, finance, engineering, property development, construction and banking to successfully direct and supervise the IWB Group's business activities. A brief profile of each Director is presented on pages 24 to 31 of this Annual Report.

The Board will continue to retain full and effective control of the IWB Group. This includes responsibility for reviewing and adopting a strategic plan for the Company and overseeing the conduct of the Company's business.

Key decisions relating to acquisitions and disposals, material agreements, major capital expenditure, budgets, short term and long term business planning and succession planning for top management is the prerogative of the Board.

The Board delegates the responsibility of implementing the IWB Group's strategies, business plans, policies and decisions to the Management which is led by the Group Managing Director.

The Board will always act in the best interests of the Company and has a duty of confidentiality in relation to the Company's confidential information.

The Board has three Board Committees namely the Nomination Committee, the Audit and Risk Management Committee and the Remuneration Committee, to assist the Board and each committee is governed by their Terms of Reference.

The roles of the Chairman and Group Managing Director are distinct and separated to ensure a balance of power and authority.

The Chairman is responsible for the overall leadership and efficient functioning of the Board. The key roles of the Chairman, amongst others, are as follows:-

- (i) ensure that the Board functions effectively, cohesively and independently of Management;
- (ii) leading the Board in establishing and monitoring good corporate governance practices in the Company and IWB Group;
- (iii) leading the Board, including presiding over Board meetings and directing Board discussions to effectively address the critical issues facing the Company, in addition to encouraging active participation from Board members;

Corporate Governance Overview Statement (cont'd)

PRINCIPLE A - ESTABLISH CLEAR ROLES AND RESPONSIBILITIES (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

- (iv) promoting constructive and respectful relationship between board members and between board members and management; and
- (v) ensure that there is effective communication between the Company and/or the IWB Group and its shareholders and relevant stakeholders.

The Group Managing Director is responsible to the Board for the day-to-day management of the Company and IWB Group. The Board gives direction and exercises judgement in setting the objectives and overseeing their implementation. The key roles of the Group Managing Director, amongst others, are as follows:-

- (i) developing the strategic direction of the IWB Group;
- (ii) ensure that the Company and/or the IWB Group's business is properly and efficiently managed by ensuring that the executive team implements the policies and strategies adopted by the Board and its Committees;
- (iii) ensuring an effective management team is in place below the level of the Group Managing Director and to develop an active succession plan;
- (iv) ensure that the objectives and standards of performance are understood by the Management and employees;
- (v) ensure that the operational planning and control systems are in place;
- (vii) monitoring performance results against plans; and
- (viii) taking remedial action, where necessary.

The Group Managing Director also provides assistance whenever appropriate and works with the Board and the Board Committees in discharging their duties. He will report on the performance and activities of the IWB Group for the period under review, including explanations when there are changes or significant fluctuations.

The Company is supported by two (2) qualified named Company Secretaries who possess the requisite qualification and are qualified to act as Company Secretaries under section 235(2) of the Companies Act 2016. They play a supportive role by ensuring adherence to the Company's Constitution, Board's policies and procedures and compliance with the relevant regulatory requirements, codes or guidance and legislations from time to time. The Company Secretaries monitor corporate governance developments and assist the Board in applying governance practices to meet the Board's needs and stakeholders' expectations.

The Company has in place a Board Charter that sets out, among others, the responsibilities, authorities, procedures, evaluations and structures of the Board and Board Committees, as well as the relationship between the Board with its management and shareholders. The Board Charter is reviewed by the Board, with Nomination Committee's recommendation, annually and updated in accordance with the needs of the Company and any new regulations that may have an impact on the discharge of the Board's responsibilities.

The Board Charter is made available for reference in the Company's website.

The Board Charter was last reviewed on 24 August 2021.

Corporate Governance Overview Statement (cont'd)

PRINCIPLE A - ESTABLISH CLEAR ROLES AND RESPONSIBILITIES (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

The Directors are expected to conduct themselves with the highest ethical standards. All Directors and employees of the Company are expected to behave ethically and professionally at all times and thereby protect and promote the reputation and performance of the Company.

The Code of Conduct and Ethics was adopted by the Board on 2 July 2018 and is made available for reference on the Company's website.

IWB Group will not tolerate any form of bribery and corruption. In line with this commitment, IWB Group has developed a Handbook on Anti-Bribery and Anti-Corruption Policies, Procedures and Guidelines to ensure proper policies, procedures and guidelines are in place and are in compliance to the MACC Act. The failure to comply with the policies and guidelines as described in the Handbook may result in disciplinary and / or legal action, whichever deemed appropriate, to be taken.

This Handbook is applicable to anyone employed by or who works at IWB Group. As such, all Directors, employees and third parties, including (but not limited to) contractors, sub-contractors, consultants, agents, representatives and service providers of any kind performing work or services for or on behalf of IWB Group, must at all times abide to the applicable policies and procedures when conducting businesses for and on behalf of the IWB Group.

The Handbook was approved by the Board on 28 May 2020 and is made available for reference on the Company's website.

The Company had also adopted the Directors' Fit and Proper Policy ("DFPP") on 30 May 2022 to provide the necessary guidance in the appointment and re-election of Directors of the Company and the IWB Group. The DFPP is made available on the Company's website.

During the financial year ended 31 March 2022, five (5) Board Meetings were held. Details of the attendance of Directors at the Board Meetings are as follows:-

Name	Position	Attendance
Dato' Ir Zainurin bin Karman	Independent Non-Executive Chairman	5/5
Dato' Seri Tan Kean Tet	Managing Director	5/5
Tan Cho Chia	Executive Director	5/5
Tan Seok Ying	Executive Director	5/5
Jason Chung Wei Chiun	Executive Director	5/5
Lim Thian Loong	Independent Non-Executive Director	5/5
Leow Chan Kiang	Independent Non-Executive Director	5/5
Ong Lay See	Independent Non-Executive Director	5/5

Based on the above, all Directors have complied with the minimum 50% attendance requirement in respect of the Board Meetings as stipulated in paragraph 15.05 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Board is satisfied with the level of time commitment given by the Directors of the Company towards fulfilling their duties and responsibilities. This is evidenced by the attendance record of the Directors as set out above.

All the Directors have attended the Directors' Mandatory Accreditation Programme. The Directors will continue to attend various professional programmes necessary to enhance their professionalism in the discharge of their duties.

Corporate Governance Overview Statement (cont'd)

PRINCIPLE A - ESTABLISH CLEAR ROLES AND RESPONSIBILITIES (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

During the financial year ended 31 March 2022, the Board has undertaken an assessment of the training needs of each director. The trainings that the Directors have attended for the financial year are as follows:-

Dato' Seri Tan Kean Tet

- | | |
|---|---------------|
| • Detecting Financial Fraud | 24 March 2022 |
| • Value of Enterprise Risk Management in Strategic Planning | 24 March 2022 |
| • Cybersecurity Risk | 24 March 2022 |

Dato' Ir Zainurin bin Karman

- | | |
|---|---------------|
| • Detecting Financial Fraud | 24 March 2022 |
| • Value of Enterprise Risk Management in Strategic Planning | 24 March 2022 |
| • Cybersecurity Risk | 24 March 2022 |

Tan Cho Chia

- | | |
|---|---------------|
| • Detecting Financial Fraud | 24 March 2022 |
| • Value of Enterprise Risk Management in Strategic Planning | 24 March 2022 |
| • Cybersecurity Risk | 24 March 2022 |

Tan Seok Ying

- | | |
|---|---------------|
| • Detecting Financial Fraud | 24 March 2022 |
| • Value of Enterprise Risk Management in Strategic Planning | 24 March 2022 |
| • Cybersecurity Risk | 24 March 2022 |

Jason Chung Wei Chiun

- | | |
|---|---------------|
| • Detecting Financial Fraud | 24 March 2022 |
| • Value of Enterprise Risk Management in Strategic Planning | 24 March 2022 |
| • Cybersecurity Risk | 24 March 2022 |

Lim Thian Loong

- | | |
|---|------------------|
| • 2022 Budget Seminar | 30 November 2021 |
| • Audit Oversight Board Conversation with Audit Committees | 6 December 2021 |
| • Detecting Financial Fraud | 24 March 2022 |
| • Value of Enterprise Risk Management in Strategic Planning | 24 March 2022 |
| • Cybersecurity Risk | 24 March 2022 |

Leow Chan Khiang

- | | |
|---|-----------------|
| • AOB Conversation with Audit Committees | 6 December 2021 |
| • Detecting Financial Fraud | 24 March 2022 |
| • Value of Enterprise Risk Management in Strategic Planning | 24 March 2022 |
| • Cybersecurity Risk | 24 March 2022 |

Ong Lay See

- | | |
|---|---------------|
| • Detecting Financial Fraud | 24 March 2022 |
| • Value of Enterprise Risk Management in Strategic Planning | 24 March 2022 |
| • Cybersecurity Risk | 24 March 2022 |

Corporate Governance Overview Statement (cont'd)

PRINCIPLE A - ESTABLISH CLEAR ROLES AND RESPONSIBILITIES (CONT'D)

II. BOARD COMPOSITION

The current Board is made up of eight (8) members comprising one (1) Independent Non-Executive Chairman, four (4) Executive Directors and three (3) Independent Non-Executive Directors. The composition of the Board complies with paragraph 15.02 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. In view of their diversified background and extensive experience, they bring a wide range of technical skills and expertise to the IWB Group and have contributed significantly towards performance monitoring, control as well as governance.

All directors of the Company do not hold more than 5 directorships in listed entities as prescribed under paragraph 15.06 of the Main Market Listing Requirements.

The Board believes that the current composition is appropriate given the collective skills and experiences of the Directors and the IWB Group's current size and nature of business. The Board will continue to monitor and review the Board's size and composition as may be needed. If there is a need to appoint additional Board member, The Company will consider utilising the pool of directors from independent sources.

The Board through the Nomination Committee periodically reviews its required mix of skills and experience and other qualities, including core competencies that Non-Executive Directors should bring to the Board. The Nomination Committee will carry out its duties and responsibilities as set out in its Terms of Reference which can be viewed on the Company's website. The Nomination Committee will convene its meeting at least once a year and they may invite other Board members, officers of the Company, employees and any other external parties to attend meetings or part thereof as and when necessary. Through its Chairman, the Nomination Committee reports to the Board on matters discussed at the next Board of Directors' Meeting after each meeting. The Company Secretary is the Secretary to the Nomination Committee.

The re-election of the Board is also done in accordance with the Constitution of the Company whereby one-third (1/3) of the Directors for the time being or, if their number is not a multiple of three (3), the number nearest to one-third (1/3), shall retire from office at the conclusion of the AGM in every year provided always that all Directors shall retire from office once at least in every three (3) years but shall be eligible for re-election.

Newly appointed directors shall hold office only until the next annual general meeting and shall be eligible for re-election.

The election of each director is voted on separately. To assist shareholders in their decision, sufficient information such as personal profile, meetings attendance and their shareholdings in the IWB Group of each Director standing for election are furnished in the Annual Report accompanying the Notice of Annual General Meeting ("AGM").

The Nomination Committee is also responsible for recommending to the Board those Directors who are eligible to stand for re-election/re-appointment. The Nomination Committee assessed and being satisfied made recommendations to the Board for the re-election of three (3) directors, namely Dato' Ir Zainurin bin Karman, Mr Tan Cho Chia and Ms Tan Seok Ying who are due for retirement but shall be eligible for re-election at the forthcoming AGM to be held on 29 September 2022.

Presently, there are two (2) Independent Directors of the Company, namely Dato' Ir Zainurin bin Karman and Mr Lim Thian Loong who have served as members of the Board for a tenure exceeding a cumulative term of twelve (12) years and nine (9) years respectively. The Nomination Committee members received and reviewed the letters of support from the Managing Director and were satisfied that Dato' Ir Zainurin bin Karman and Mr Lim Thian Loong still maintain independence despite their extended long services to the Company and recommended to the Board to seek for shareholders' approval for them to continue to be in office at the forthcoming AGM. The Board will seek for shareholders' approval through a two-tier voting process to retain them as an Independent Directors.

Corporate Governance Overview Statement (cont'd)

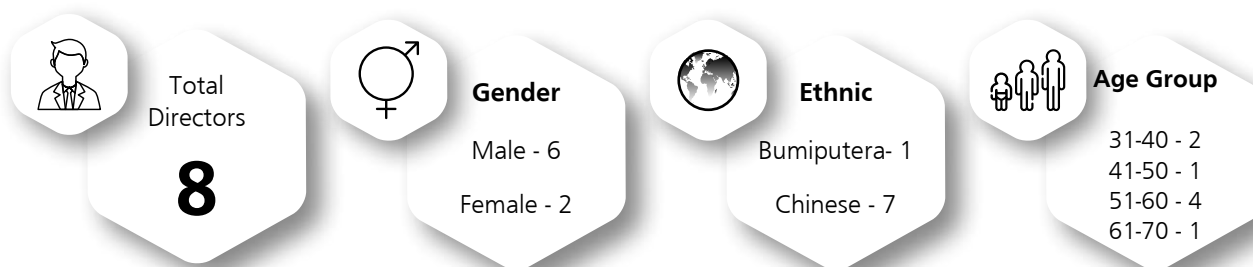
PRINCIPLE A - ESTABLISH CLEAR ROLES AND RESPONSIBILITIES (CONT'D)

II. BOARD COMPOSITION (CONT'D)

The IWB Group does not practice any form of gender, ethnicity and age group discrimination as the IWB Group is an equal opportunity employer with all appointments and employments being strictly based on merits and suitability. The Board does not have any target date or measure to meet the 30% women directorship but is supportive of the gender boardroom diversity recommended by the Code and will strive towards introducing more female Board members when it reviews its board composition.

The Boardroom Diversity Policy is made available for reference in the Company's website.

The age and gender diversity of the Board are as follows:-



During the financial year, the Nomination Committee had assisted the Board on the following functions:

- (1) reviewed its terms of reference;
- (2) reviewed the structure, size and composition of the Board for purpose of recommendation to the Board as regards any changes that may, in their view, be beneficial to the Company;
- (3) reviewed the required mix of skills, experience and core competencies which Non-Executive Directors bring to the Board;
- (4) implemented a process, assessed the effectiveness of the Board as a whole, committees of the Board and the contribution of individual directors;
- (5) reviewed and recommended to the Board directors who will retire and being eligible to be put forward for re-election under the Constitution;
- (6) reviewed and recommended to the Board to seek shareholders' approval at the forthcoming AGM for Directors who have served as Independent Non-Executive Directors of the Company for a cumulative term of more than nine years to continue to be Independent Non-Executive Directors;
- (7) assessed the independence of each of the existing Independent Directors with each director abstaining from deliberation on his own assessment; and
- (8) reviewed the terms of office and performance of the Audit Committee and each of its members.

During the financial year ended 31 March 2022, the Nomination Committee had three (3) meetings. Details of the attendance of Directors at the Nomination Committee Meetings are as follows:-

Name	Position	Attendance
Leow Chan Khiang (<i>Appointed on 21/7/21</i>)	Chairman	3/3
Dato' Ir Zainurin bin Karman (<i>Resigned on 21/7/21</i>)	Chairman	2/2
Lim Thian Loong	Member	3/3
Ong Lay See	Member	3/3

Corporate Governance Overview Statement (cont'd)

PRINCIPLE A - ESTABLISH CLEAR ROLES AND RESPONSIBILITIES (CONT'D)

II. BOARD COMPOSITION (CONT'D)

The Board also recognises the importance of independence and objectivity in the decision-making process. The Board is committed to ensure that the independent directors are capable to exercise independent judgment and act in the best interests of the IWB Group.

The Independent Directors of the Company fulfill the criteria of "Independence". They act independently of management and are not involved in any other relationship with the IWB Group that may impair their independent judgment and decision making.

Each Director has a continuing responsibility to determine whether he has a potential or actual conflict of interest in relation to any material transactions. Such a situation may arise from external associations, interests or personal relationships. The Director is required to immediately disclose to the Board and to abstain from participating in discussions, deliberations and decisions of the Board on the respective matters.

The Nomination Committee carried out the assessment of the Independent Directors at its meeting held on 30 May 2022. Each independent director abstained from deliberation on his/her own assessment. The Nomination Committee was satisfied that the Independent Directors still maintain their independence.

The Nomination Committee has based on the guidelines set out in the Listing Requirements to assess the independence of candidate for directors and existing directors. The Directors are also required to confirm their independence by completing the independence checklist on an annual basis.

The Nomination Committee last reviewed its Terms of Reference on 24 August 2021.

III. REMUNERATION

The Remuneration Committee, comprises only independent directors, is responsible to review and recommend to the Board the remuneration packages of the Executive Directors and the Key Senior Management to ensure that the Company is able to attract and retain all key management personnel needed to run the day-to-day business of the Company and the Group. The Remuneration Committee is also responsible for recommending to the Board the policy framework on terms of employment and key elements of the remuneration of Executive Directors and Key Senior Management

The Board has in place a Remuneration Policies & Procedures to determine the remuneration of Directors and Senior Management. This Policy will be periodically reviewed and is made available on the Company's website.

Corporate Governance Overview Statement (cont'd)

PRINCIPLE A - ESTABLISH CLEAR ROLES AND RESPONSIBILITIES (CONT'D)

III. REMUNERATION (CONT'D)

During the financial year ended 31 March 2022, the Remuneration Committee had two (2) meetings. Details of the attendance of Directors at the Remuneration Committee Meetings are as follows:-

Name	Position	Attendance
Ong Lay See (<i>Appointed on 21/7/21</i>)	Chairman	2/2
Dato' Ir Zainurin bin Karman (<i>Resigned on 21/7/21</i>)	Chairman	-
Lim Thian Loong	Member	2/2
Leow Chan Kiang	Member	2/2

The Directors' fees and emoluments are subject to endorsement of the Board and approval of the shareholders. The Directors who are shareholders will abstain from voting on the resolution to approve their fees at the general meetings. Executive Directors also will not be involved in the deliberation or in deciding their own remuneration.

The Directors' Remuneration for the financial year ended 31 March 2022 in IWB Group are as follows:-

	Executive Directors	Non-Executive Directors	Total
Director's Fees	144,000	144,000	288,000
Salaries	675,000	-	675,000
Other emoluments	93,926	-	93,926
Bonus	45,000	-	45,000
Benefit-In-Kind	-	-	-
Total	957,926	144,000	1,101,926

Band (RM)	Company		Group	
	Executive Directors	Non-Executive Directors	Executive Directors	Non-Executive Directors
RM50,000 and below	4	4	-	4
RM50,001 - RM100,000	-	-	-	-
RM100,001 - RM150,000	-	-	-	-
RM150,001 - RM200,000	-	-	-	-
RM200,001 - RM250,000	-	-	3	-
RM250,001 - RM300,000	-	-	1	-
Total	4	4	4	4

Corporate Governance Overview Statement (cont'd)

PRINCIPLE A - ESTABLISH CLEAR ROLES AND RESPONSIBILITIES (CONT'D)

III. REMUNERATION (CONT'D)

Remuneration of Senior Management

The Company has five (5) Key Senior Management staff. Details of remuneration received by the Key Senior Management staff on named basis are not disclosed in this report.

The Company seriously considered but had chosen to depart from Practice 8.3 of the MCCG 2021 to avoid any adverse effects, including dissatisfaction and animosity among employees in the event the Company disclosed the details on salaries, bonuses, benefit-in-kind and other emoluments of Senior Management on named basis.

The aggregate remuneration paid to the staff including the Key Senior Management staff are disclosed in Note 22 to the Financial Statements.

PRINCIPLE B – EFFECTIVE AUDIT AND RISK MANAGEMENT

I. AUDIT AND RISK MANAGEMENT COMMITTEE

The Chairman of the Audit and Risk Management Committee is not the Chairman of the Board. The Audit and Risk Management Committee roles and responsibilities are stipulated in their Terms of Reference. The Audit Committee has a policy that requires a former key audit partner to observe a cooling-off period of at least three (3) years before being appointed as a member of the Audit Committee. The Audit Committee has assessed the suitability, objectivity and independence of the external auditors. The Company adopted the External Auditors Assessment Policy on 2 July 2018.

During the financial year, the amount of audit fee and non-audit fee paid to the External Auditors by the Company and the Group for the financial year ended 31 March 2022 were as follows:-

	Group (RM)	Company (RM)
Audit Fees	172,000	83,000
Non-Audit Fees	6,000	5,000

The non-audit fees mainly comprise of fees in respect of annual review of the Statement of Risk Management and Internal Control Statement and confirmation for a regulatory authority application.

In considering the nature and scope of non-audit fees, the Audit and Risk Management Committee was satisfied that they were not likely to create any conflict or impair the independence and objectivity of the External Auditors.

The Audit and Risk Management Committee and the Board are satisfied with the performance, competence and independence of the External Auditors and the Board had recommended their re-appointment for shareholders' approval at the forthcoming Annual General Meeting.

The key features underlying the relationship of the Audit and Risk Management Committee with External Auditors are included in the Audit and Risk Management Committee's terms of reference as detailed in Audit and Risk Management Committee Report section of this Annual Report.

Corporate Governance Overview Statement (cont'd)

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

II. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

The Board has ultimate responsibility for reviewing the Company's risks, approving the risk management framework and policy and overseeing the Company's strategic risk management and internal control framework to achieve its objectives within an acceptable risk profile as well as safeguarding the interest of stakeholders and shareholders and the IWB Group's assets.

The Risk Management Working Committee ("RMWC") was established on 20 November 2019. The RMWC is chaired by an Executive Director and comprises 5 other members representing the key management team for the respective business segments. The responsibilities of the RMWC are:

- (a) Overseeing the establishment and implementation of an adequate and appropriate risk management framework;
- (b) Monitoring the strategic direction and management of all associated significant business risks identified;
- (c) Reviewing the effectiveness of the risk management framework in identifying and managing risks;
- (d) Reviewing the adequacy of the risk management policy and internal control processes which are in place to address risks; and
- (e) Reviewing the adequacy and appropriateness of the infrastructure made available to facilitate the implementation for risk management and risk mitigation action plans.

The IWB Group's internal audit function is outsourced to a professional services firm, JWC Consulting Sdn. Bhd. to assist the Board and the Audit and Risk Management Committee in providing an independent assessment on the adequacy, efficiency and effectiveness of the IWB Group's internal control systems.

The key features of the Risk Management Framework are presented in the Statement on Risk Management and Internal Control of the Company as set out on pages 74 to 76 of this Annual Report. The Terms of Reference of the RMWC is made available on the Company's website.

The Sustainability Committee was established in 2019. This Committee is headed by an Executive Director and assisted by members of key management team for the respective business segments. The Sustainability Committee is responsible:

- (a) To manage sustainability matters for the IWB Group;
- (b) To review and approve the sustainability strategy and direction of the IWB Group;
- (c) To oversee management and advise the Board regarding sustainability matters;
- (d) To review and evaluate the effectiveness and competence of the sustainability strategy; and
- (e) To review the sustainability report prior to the approval from the Board.

The Terms of Reference of the Sustainability Committee is made available on the Company's website.

Corporate Governance Overview Statement (cont'd)

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

I. COMMUNICATION WITH STAKEHOLDERS

The Company recognises the importance of timely and thorough dissemination of information on all material business and corporate developments to shareholders and investors.

The Company keeps shareholders informed by announcements and timely release of quarterly financial results through Bursa Link, press releases, annual report and circular to shareholders.

The Company maintains a website, **www.iconicworldwide.com.my** that allows the shareholders, investors and members of the public to gain access to information and new events relating to the IWB Group.

Whistleblowing Policy

The Company is committed to providing an avenue for all employees and members of the public to raise concerns about any suspected and / or known improper conduct that they may have observed in the IWB Group. Employees who have become aware of actual or potential acts of bribery and corruption affecting IWB Group may raise their concerns by making a report through one of the following IWB Group's whistleblowing channels:

- Send an email to the Whistleblowing Coordinator at admin.worldwide@iconic.com.my
- Send an email to the Chairman of the Audit and Risk Management Committee at acchairman@iconic.com.my
- Post the report to the Whistleblowing Coordinator at the following address:

ICONIC WORLDWIDE BERHAD
No. 1-2, Jalan Icon City, Icon City,
14000 Bukit Mertajam, Penang

All whistleblowing reports will be treated confidentially and kept protected against any unauthorised use and access, except where it is permitted under applicable laws. All reports must be legitimate and be made in good faith. Anyone who makes a malicious, scandalous or vexatious report, and particularly if they persist with such untrue allegations, will be subjected to legal action.

II. CONDUCT OF GENERAL MEETINGS

Through the general meetings, the Company provides its shareholders a platform of opportunity to engage in candid dialogue to seek and clarify issues of concern and to have a better understanding of the IWB Group's businesses and performance. The Board encourages shareholders' active participation at such meetings as all members of the Board and the representatives of external auditors will be present to address any queries raised at the meetings. The Company will also ensure that the notice for AGM will be given to its shareholders at least 28 days prior to the meeting.

All resolutions set out in the notice of general meetings will be carried out by poll voting. The Board makes an announcement of the detailed results showing the number of votes cast for and against each resolution at general meetings for shareholders' information.

The Statement was approved by the Board of Directors on 21 July 2022.

Additional Compliance Information

a) Utilisation of proceeds raised from Corporate Proposals

On 29 December 2021, the Company completed the issuance and listing of 84,200,000 new ordinary shares pursuant to the approved Private Placement of up to 20% of the issued ordinary shares of the Company. The first tranche of 3,500,000 new ordinary shares was issued at an issue price of RM0.30 each and the final tranche of 80,700,000 new ordinary shares was issued at an issue price of RM0.261 each. The total capital raised from this Private Placement which amounted to RM22,112,700.00 are to be allocated and utilised in accordance with the approved utilisation plan that lapsed on 28 December 2023. As at 31 March 2022, the proceeds have been utilised for the intended purposes as follows:

Purpose	Utilisation		Intended Timeframe for Utilisation	Deviation	
	Proposed RM'000	Actual RM'000		RM'000	%
Expenses in relation to the Corporate Proposals	520	198	Within 1 month	322*	62
To fund the purchase of:					
1. Raw materials for glove production	14,800	12,000	} Within 24 months	2,800*	19
2. Nine additional face mask production machines and related equipment	1,776	1,000		776	44
3. Staff cost and other admin and operating expenses	2,057	-		2,057	100
4. Set-up cost for harvesting solar energy, ERP system and IT infra	2,960	1,000		1,960	66
	22,113	14,198		7,915	

* As duly approved, any excess in the original intended utilisation is to be transferred and utilised to fund other working capital requirements, in this case for the purchase of raw materials

b) Non-audit fees

The fee payable by the Company and Group to the external auditors for non-audit services provided during the financial year ended 31 March 2022 amounted to RM5,000 and RM6,000 respectively. The fees payable by the Company and the Group to a company affiliated to the external auditors for non-audit services provided during the financial year ended 31 March 2022 amounted to RM7,000 and RM59,000 respectively.

c) Material contracts

There were no contracts of the Company or its subsidiary companies, which are or may be material, involving directors and major shareholders' interest still subsisting as at the end of the financial year ended 31 March 2022.

Additional Compliance Information (cont'd)

d) Recurrent related party transactions of a revenue or trading nature

The Shareholders' Mandate for the IWB Group to enter into recurrent related party transactions of a revenue or trading nature was obtained at the Annual General Meeting held on 28 September 2021. Details of such transactions from the date of the mandate up to 30 June 2022 (being the latest practicable date prior to the printing of this report) are as follows:

Transacting Company	Related Party	Nature of Transaction	Amount RM'000
Iconic Maison Sdn Bhd ("IMSB")	Iconic Construction Sdn Bhd ("ICon")	Provision of services as Main Contractor by ICon to IMSB for the construction and completion of a commercial development project to be known as "Iconic Point")	12,548
Iconic Hotel Management Sdn Bhd (IHMSB")	Lucky 888 Sdn Bhd ("L888")	Provision of hospitality management and operation services by IHMSB to L888	1,834
IMSB	L888	Rental of office space payable by IMSB to L888	90
Iconic Medicare Sdn Bhd ("IMED")	L888	Sale of Personal Protective Equipment ("PPE") products	157
IMED	Iconic Development Sdn Bhd	Sale of PPE products	202
IMED	L888	Purchase of F&B, hotel facilities and ancillary hospitality services	142

All the above transactions were within the approved mandate. The said Mandate is subject to renewal at the forthcoming Annual General Meeting. Details of the Shareholders' Mandate to be sought will be furnished in the Circular to Shareholders dated 29 July 2022.

Audit And Risk Management Committee Report

Chairman

Lim Thian Loong
(Independent Non-Executive Director)

Members

Leow Chan Khiang
(Independent Non-Executive Director)

Ong Lay See
(Independent Non-Executive Director)

Dato' Ir Zainurin bin Karman
(Independent Non-Executive Director)
(resigned as a member on 21 July 2021)

TERMS OF REFERENCE

The Terms of Reference of the Audit and Risk Management Committee ("AC") are incorporated in the Board Charter and can be viewed in the Company's website at www.iconicworldwide.com.my.

DETAILS OF ATTENDANCE OF MEMBERS AT MEETINGS

During the financial year ended 31 March 2022, there were six (6) AC Meetings held. Details of the attendance of Directors at the AC Meetings are as follows:-

Name	Position	Attendance
Lim Thian Loong	Chairman	6/6
Leow Chan Khiang	Member	6/6
Ong Lay See	Member	6/6
Dato' Ir Zainurin bin Karman <i>(resigned as a member on 21 July 2021)</i>	Member	2/2

SUMMARY OF WORK

In discharging its functions and duties in accordance with its Terms of Reference, the AC had carried out the following work during the financial year ended 31 March 2022:-

1. The AC had two (2) private meetings with the representatives from BDO PLT ("BDO"), the external auditors of the Company, on 27 May 2021 and 21 July 2021 in the absence of the Executive Board Members to discuss on any significant audit issues which may have arisen in the course of their audit of the Group for the financial year ended 31 March 2021. The external auditors reported that there were no such issues to be discussed and that the management had extended full co-operation during the course of audit.

Audit And Risk Management Committee Report (cont'd)

SUMMARY OF WORK (CONT'D)

2. At their Meeting held on 27 May 2021, the AC reviewed and discussed the following:-
 - a. Internal Audit Report presented by the Internal Auditors, JWC Consulting Sdn. Bhd. ("JWC"). The Internal Audit Report was in relation to the review of the internal control system on the revenue cycle of Iconic Maison Sdn. Bhd. for the financial period ended 31 December 2020 and review on the system of internal control on recurrent related party transactions of the Company for the financial year ended 31 March 2021. Based on JWC's summary of audit review presented in their Internal Audit Report, the internal controls were in place and operating satisfactorily.
 - b. The unaudited consolidated quarterly financial results for the 4th quarter ended 31 March 2021. The AC noted that the condensed interim financial report had been prepared in accordance with all applicable Malaysian Financial Reporting Standard ("MFRS") 134: "Interim Financial Reporting" issued by the Malaysian Accounting Standards Board and Paragraph 9.22 and Appendix 9B of Chapter 9 Part K of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and were in compliance with the accounting standards and other legal requirements. As at the date of the report, all Tourism Services related businesses of the Group remained closed due to the prolonged Covid-19 pandemic with exceptions to the Hospitality Management Services. Despite adversities in the tourism segment, the AC noted that the prolonged pandemic had not materially affected the value of assets, liabilities, equity, net income or cash flows of the Group for the financial quarter under review and the financial period to date mainly due to the progress of the development project and contributions from the new manufacturing segment. Other than the aforementioned, there were no items or incidences of an unusual nature not otherwise dealt with which may or has substantially affect the value of assets, liabilities, equity, net income or cash flows of the Group for the financial quarter under review and the financial period to date. After deliberation the AC agreed that recommendations are made to the Board of Directors for the approval of the unaudited condensed interim financial report of the Group for the fourth financial quarter and financial year ended 31 March 2021 and
 - c. The Audit Status Update Report dated 27 May 2021 was presented by BDO PLT in respect of their audit of the Iconic Worldwide Group for the financial year ended 31 March 2021. BDO PLT confirmed that they were and had been independent throughout the audit engagement in accordance with the terms of all relevant professional and regulatory requirements, including the By-laws (on Professional Ethics, Conducts and Practice) of the Malaysian Institute of Accountants. They further stated that they were not aware of any relationship between themselves and Iconic Worldwide Group that in their professional judgment, may reasonably be thought to impair their independence.
 - d. The Group's risk management and internal controls together with the Group Risk Register and the Annual Plan for 2021/2022.
3. At their Meeting held on 21 July 2021, the AC discussed and reviewed the following:-
 - (i) The Audit Completion Report dated 19 July 2021 for the financial year ended 31 March 2021 which was presented by BDO PLT. BDO PLT reported that the outstanding items as disclosed in the report were not significant but more on administrative matters. The difference in the consolidated profit after tax for the financial year as per audited results was less than 10% as compared to the results announced to Bursa Malaysia Securities Berhad on 27 May 2021. The misstatements identified were considered immaterial for the purpose of audit but were to be included in the management's letter of representation. They also recommended improvements in internal controls and how Key Audit Matters (KAMs") were disposed.
 - a. The Circular to Shareholders in relation to the Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions ("RRPT") of a Revenue or Trading Nature and the Proposed New Shareholders' Mandate for Additional RRPT and recommended to the Board of Directors for approval;

Audit And Risk Management Committee Report (cont'd)

SUMMARY OF WORK (CONT'D)

- b. The draft Statement on Risk Management and Internal Control;
 - c. The Audit Committee Report for inclusion in the 2021 Annual Report and recommended to the Board of Directors for approval;
 - d. The scope, function, competency and resources of the Internal Audit and concluded that the aforesaid were adequate; and
 - e. The re-appointment and remuneration of the external auditors and recommended to the Board of Directors for approval.
5. At their Meeting held on 24 August 2021, the AC reviewed and discussed on the following:-
 - a. Internal Audit Plan for FY2022 presented by JWC. The Internal Audit Plan covered the Property, Plant and Equipment for the 1st cycle, and Inventory Management for the 2nd cycle. Both were carried out in September 2021 and March 2022 respectively.
 - b. Group's unaudited consolidated quarterly financial results for the 1st quarter ended 30 June 2021 together with the relevant notes and made recommendations to the Board of Directors for approval. The condensed interim financial reports which were unaudited and had been prepared in accordance with all applicable Malaysian Financial Reporting Standard ("MFRS") 134: "Interim Financial Reporting" issued by the Malaysian Accounting Standards Board and Paragraph 9.22 and Appendix 9B of Chapter 9 Part K of the of the MMLR of Bursa Securities were in compliance with the accounting standards and other legal requirements. As at the date of the report, the AC noted that all Tourism Services related businesses of the Group remained closed due to the prolonged Covid-19 pandemic with exceptions to the Hospitality Management Services. Despite adversities in the tourism segment, the prolonged pandemic had not materially affected the value of assets, liabilities, equity, net income or cash flows of the Group for the financial quarter under review and the financial period to date mainly due to the progress of the development project and contributions from the new manufacturing segment. Other than the aforementioned, there were no items or incidences of an unusual nature not otherwise dealt with in this report which may or has substantially affected the value of assets, liabilities, equity, net income or cash flows of the Group for the respective financial quarter under review and the financial period to-date; and
 - c. Performance of the Group for the financial year ended 31 March 2021 against the Budget.
6. At their Meeting held on 20 October 2021, the AC noted on the Company's intention to transfer all of its 57,324,840 Redeemable Convertible Preference Shares ("RCPS") from Iconic Development Sdn Bhd to Modern Rewards Sdn Bhd upon request by the RCPS holder.
7. At their meetings held on 26 November 2021 and 25 February 2022, the AC reviewed and discussed the Group's unaudited consolidated 2nd and 3rd financial quarter results for the period ended 30 September 2021 and 31 December 2021 respectively together with the relevant notes and made recommendations to the Board of Directors for approval. The condensed interim financial reports which were unaudited and had been prepared in accordance with all applicable Malaysian Financial Reporting Standard ("MFRS") 134: "Interim Financial Reporting" issued by the Malaysian Accounting Standards Board and Paragraph 9.22 and Appendix 9B of Chapter 9 Part K of the of the MMLR of Bursa Securities were in compliance with the accounting standards and other legal requirements. As at the date of the report, the AC noted that all Tourism Services related businesses of the Group remained closed due to the prolonged Covid-19 pandemic with exceptions to the Hospitality Management Services. Despite adversities in the tourism segment, the prolonged pandemic had not materially affected the value of assets, liabilities, equity, net income or cash flows of the Group for the current financial quarter under review and the financial period to date mainly due to the progress of the development project and contributions from the new manufacturing segment. Other than the aforementioned, there were no items or incidences of an unusual nature not otherwise dealt with in this report which may or has substantially affected the value of assets, liabilities, equity, net income or cash flows of the Group for the respective financial quarters under review and the financial periods to-date.

Audit And Risk Management Committee Report (cont'd)

SUMMARY OF WORK (CONT'D)

8. At their Meeting held on 26 November 2021, the AC reviewed and discussed on the following:-
 - a. Internal Audit Report presented by JWC. The Internal Audit Report was in relation to the review of the internal control system on the properties, plant and equipment management of Iconic Medicare Sdn. Bhd. for the financial quarter ended 30 September 2021. Based on JWC's summary of audit review presented in their Internal Audit Report, the internal controls were in place and operating satisfactorily.
 - b. The Business Plan and Budget for the financial year ending 31 March 2022 and recommended to the Board of Directors for adoption.
9. At their Meeting held on 25 February 2022, the AC received the External Audit Plan for the financial year ending 31 March 2022 from the external auditors.
10. At every quarterly meeting, the schedule showing the advances made to the subsidiaries of the Company and the repayments from the subsidiaries are tabled to the AC for notation and discussion.
11. At every quarterly meeting, the AC reviewed the conflict of interest situation and related party transaction(s) together with updates on the recurrent related party transactions.
12. The AC is kept abreast on the Group's compliance with the Bursa Malaysia Securities Berhad Main Market Listing Requirements, Financial Reporting Standards issued by the Malaysian Accounting Standards Board and other relevant legal and regulatory requirements through updates received from the external auditors and the company secretary.

SUMMARY OF WORK OF THE INTERNAL AUDIT FUNCTION

The Group has outsourced the Internal Audit function for the financial year ended 31 March 2022 to JWC Consulting Sdn Bhd. The responsibility of the Internal Auditors is to review the Group's system of internal control and report its adequacy, effectiveness and efficiency to the AC. The Internal Auditors adopt a risk-based audit approach in auditing objectively to provide the assurance that risks were mitigated to acceptable levels. This approach draws the Internal Auditors' attention towards gaining an understanding of the Group's interaction with external forces, changes in the strength of the relationships during the period under audit, and the risk of potential future changes presented by the external forces. Their approach entails understanding on how the business risks translate to audit risks, and communicating value added input to the management through the audit process. Whenever required, the Internal Auditors would make reference to the Group's policies and procedures, established practices, listing requirements and recommended industry practices.

During the financial year ended 31 March 2022, the internal audit work carried out were:-

- (i) review on the properties, plant and equipment management of Iconic Medicare Sdn Bhd (fieldwork in September 2021 and presented in ACM November 2021); and
- (ii) review on the internal control system on procurement that comprised purchase planning, sourcing of supply, managing and processing of purchases, incoming quality control as well as supplier selection and performance review of Iconic Medicare Sdn. Bhd. (fieldwork in March 2022 and presented in ACM May 2022).

In the internal audit report, the findings arising from the audit field work were highlighted together with suitable recommendations for improvement to the management for review and further action where necessary. These findings were not limited to matters relating to the financial and accounting controls but also cover certain key operational and management control areas.

The Internal Auditors also updated the AC with the progress status and implementation of their preceeding recommendations by the Management.

Directors' Responsibility Statement

(Pursuant to paragraph 15.26(a) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

The Directors are required to prepare financial statements for the financial year to give a true and fair view of the state of affairs of the Group and the Company in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016. In preparing the financial statements, the Directors have:-

- adopted and used accounting policies consistently in dealing with items which are considered material in relation thereto;
- made appropriate accounting estimates where applicable that are prudent, just and reasonable;
- ensured accounting and other records are properly kept to enable the preparation of financial statements with reasonable accuracy;
- ensured that the Company and the Group have taken reasonable and appropriate steps to detect and/or prevent fraud and other irregularities; and
- ensured adequate system of internal control is in place to safeguard the interest of the Group through prevention and detection of fraud and other irregularities.

Statement on Risk Management and Internal Control

Pursuant to paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

The Malaysian Code on Corporate Governance requires the Board of Directors ("Board") of Iconic Worldwide Berhad and its subsidiaries ("Group") to establish a sound risk management framework and internal controls system to safeguard shareholders' investments and the assets of the Group. Pursuant to paragraph 15.26 (b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia"), the Board is required to include in its Annual Report, a statement on the Group's state of internal control. The Board recognises its responsibilities and the importance of a sound system of Risk Management and Internal Controls.

The Board continues with its commitment to maintain sound systems of risk management and internal control throughout the Group in compliance with the Main Market Listing Requirements and the Statement of Risk Management and Internal Control (Guidelines for Directors of Listed Issuers) ("Internal Control Guidelines"). The Board is pleased to provide the following statement which outlines the nature and scope of risk management and internal control of the Group during the financial year under review.

BOARD RESPONSIBILITY

The Board acknowledges the importance of sound risk management and internal control being embedded into the culture, processes and structures of the Group. The systems of internal control cover risk management and financial, organisational, operational, project and compliance controls. The Board affirms its overall responsibility for the Group's systems of internal control and for reviewing the effectiveness and efficiency of those systems to ensure its viability and robustness. It should be noted, however, that such systems are designed to manage, rather than eliminate, risks of failure to achieve corporate objectives. Inherently, it can only provide reasonable and not absolute assurance against material misstatement or loss.

RISK MANAGEMENT WORKING GROUP

The Audit Committee ("AC") is ultimately accountable to the Board for the implementation of the ongoing processes in identifying, evaluating, monitoring and reporting of risks and internal control.

The Risk Management Working Group ("RMWG") which comprises an Executive Director as Chairman and Senior Management staff from each active business segment as its members assists the AC to identify, monitor and review the risk management framework of the Group. This ongoing process of identifying, evaluating and establishing mitigating procedures for new and significant risks identified within the operations as a result of the changes in business environment, new business ventures and regulatory requirements are periodically reviewed by the RMWG and subsequently reported to the AC and the Board. The Board delegates to the Senior Management, the implementation of the systems of risk management and internal control within an established framework throughout the Group. The Management together with the RMWG periodically reviews and updates the Group's Risk Management framework.

The Group Managing Director and the Head of Finance have provided the Board the assurance that the Group's risk management and internal control systems are operating adequately and effectively, in all material aspects, to ensure achievement of corporate objectives and strategies, during the financial year under review and up to date of this statement.

Statement on Risk Management and Internal Control (cont'd)

Pursuant to paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

CONTROL STRUCTURE AND ENVIRONMENT

In furtherance to the Board's commitment to maintain sound systems of risk management and internal control, the Board continues to maintain and implement a structure and environment for the proper conduct of the Group's business operations as follows:

- The Board meets at least quarterly and has set a schedule of matters which is required to be brought to its attention for discussion, thus ensuring that it maintains full and effective supervision over appropriate controls. The Chairman leads the presentation of board papers and provides explanation of pertinent issues. In addition, the Board is kept updated on the Group's activities and its operations on a regular basis by the Executive Directors;
- An organisation structure with well-defined scopes of responsibility, clear lines of accountability, and levels of delegated authority;
- A process of hierarchical reporting which provides for a documented and auditable trail of accountability;
- A set of internal policies and procedures for operational and human resource management, which is subject to periodical review and improvement. A documented delegation of authority with clear lines of accountability and responsibility serves as a tool of reference in identifying the approving authority for various transactions including matters that require Board's approval;
- Regular and relevant information provided by management, covering financial and operational performance and key business indicators, for effective monitoring and decision making;
- Regular visits to operating units by members of the Board and senior management.

RISK MANAGEMENT

The Group has established risk management practices to safeguard the Group's business interest from risk events that may impede the achievement of business strategy and provide assurance to the Groups' stakeholders.

The Group, with the support of the RMWG has implemented Risk Management processes to identify, assess, monitor, report and mitigate risks impacting the Group's business and supporting activities.

The main components of the Group's risk governance and structure consists of the Board, the AC and the RMWG. This structure allows for strategic risk discussions to take place between the Board, the AC and the RMWG on a periodical basis. The summary of the accountabilities for the Board, the AC and the RMWG under the risk governance structure are as follows:

a. Board of Directors

- Overall risk oversight responsibility;
- Determines that the principal risks are identified, and appropriate as well as robust systems are implemented to manage these risks;
- Reviews the adequacy and the integrity of the Group's internal control systems and information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines.

b. Audit Committee and Risk Management Working Group

- Reviews and endorses policies and frameworks and other key components of risk management for implementation within the Group;
- Reviews and endorses the corporate risk profile for the Group, and the progress of ongoing risk management activities to identify, evaluate, monitor and manage critical risks;
- Oversees the effective implementation of risk policies and guidelines and cultivation of risk management culture within the organisation;
- Reviews and monitors periodically the status of the Group's principal risks and their mitigation actions and update the Board accordingly.

Statement on Risk Management and Internal Control (cont'd)

Pursuant to paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

RISK MANAGEMENT (CONT'D)

During the year, the Group has identified new risks, reviewed and updated the risk register. The likelihood and impact of the risks have been assessed and appropriate mitigation actions have been taken to address the risks identified.

In essence, Risk Management is conducted through an ongoing process between the Board, the Management and employees in the Group. The Group believes that the risk management framework and guidelines adopted and implemented have strengthened the risk ownership and risk management culture amongst the employees.

INTERNAL AUDIT FUNCTION

The Board acknowledges the importance of the internal audit function and has engaged the services of an independent professional accounting and consulting firm, Messrs. JWC Consulting Sdn Bhd, to provide much of the assurance it requires regarding the effectiveness as well as the adequacy and integrity of the Group's systems of internal control.

The internal audit adopts a risk-based approach in developing its audit plan which addresses the core business processes of the Group based on their risk profile. Scheduled internal audits are carried out by the internal auditors based on the audit plan presented to and approved by the Audit Committee.

The Audit Committee has full and direct access to the internal auditors and the Audit Committee receives reports on all internal audits performed. This is to establish an internal audit function which is independent of activities it audits. Significant findings and recommendations for improvement are highlighted to Management and the Audit Committee, with periodic follow-up of the implementation of action plans. The Management is responsible for ensuring that corrective actions were implemented accordingly.

Based on the internal auditors' reports for the financial year ended 31 March 2022, the Board has reasonable assurance that the Group's systems of internal control are generally adequate and working satisfactorily. All minor internal control weaknesses identified during the review for the financial year have been or are being addressed by the management. None of those minor weaknesses identified have resulted in any losses, contingencies or uncertainties that would require disclosure in the Group's annual report.

The Board continues to review and implement measures to strengthen the internal control environment of the Group.

The fee incurred for the internal audit function in respect of the financial year ended 31 March 2022 was RM18,000.00.

REVIEW BY THE EXTERNAL AUDITORS

Pursuant to paragraph 15.23 of the Bursa Malaysia Securities Berhad's Main Market Listing Requirements, the External Auditors, BDO PLT, have reviewed this Statement on Risk Management and Internal Control for inclusion in the Annual Report 2022. Their limited assurance review was performed in accordance with Audit Assurance Practice Guide 3 ("AAPG 3") issued by the Malaysian Institute of Accountants. Based on their review, nothing has come to their attention that causes them to believe that this statement is not prepared, in all material respect, in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidance for Directors of Listed Issuers to be set out, nor is factually inaccurate.

This statement is issued in accordance with a resolution of the Directors dated 21 July 2022.

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Directors' Report

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 March 2022.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities and details of the subsidiaries are disclosed in Note 8 to the financial statements.

There have been no significant changes in the nature of these activities of the Group and of the Company during the financial year.

RESULTS

	Group RM'000	Company RM'000
Profit/(Loss) for the financial year	9,593	(1,339)
Attributable to:		
Owners of the parent	9,595	(1,339)
Non-controlling interests	(2)	-
	9,593	(1,339)

DIVIDEND

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

The Directors do not recommend any payment of dividend for the current financial year.

RESERVES AND PROVISIONS

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

ISSUE OF SHARES AND DEBENTURES

During the financial year, the issued and fully paid-up ordinary shares of the Company were increased from 420,828,432 to 562,353,272 by way of:

- (i) Allotment of 3,500,000 new ordinary shares at an issue price of RM0.30 each for cash;
- (ii) Allotment of 80,700,000 new ordinary shares at an issue price of RM0.261 each for cash; and
- (iii) Conversion of 57,324,840 Redeemable Convertible Preference Shares ("RCPS") into new ordinary shares.

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

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

Directors' Report (cont'd)

OPTIONS GRANTED OVER UNISSUED SHARES

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

DIRECTORS

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

Dato' Ir Zainurin bin Karman
 Dato' Seri Tan Kean Tet*
 Tan Cho Chia*
 Tan Seok Ying*
 Jason Chung Wei Chiun
 Lim Thian Loong
 Leow Chan Khiang
 Ong Lay See

* These Directors are also the Directors of subsidiaries of the Company.

DIRECTORS' INTERESTS

The Directors holding office at the end of the financial year and their beneficial interests in ordinary shares and options over ordinary shares of the Company and of its related corporations during the financial year ended 31 March 2022 as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016 in Malaysia were as follows:

	Number of ordinary shares			
	Balance as at 1.4.2021	Bought	Sold	Balance as at 31.3.2022
<u>Shares in the Company</u>				
Direct interests:				
Dato’ Seri Tan Kean Tet	50,639,154	2,000,000	-	52,639,154
Tan Cho Chia	1,300,000	-	-	1,300,000
Indirect interests:				
Dato’ Seri Tan Kean Tet*	34,208,400	59,924,840	-	94,133,240
Tan Cho Chia**	34,208,400	2,600,000	-	36,808,400

* Deemed interested by virtue of shareholdings in Legacy 888 Sdn. Bhd., Modern Rewards Sdn. Bhd. and a joint account via Citigroup Nominees (Tempatan) Sdn. Bhd. Exempt AN for Bank of Singapore Limited (Local) pursuant to Section 8 of the Companies Act 2016

^ Included in the additions is a conversion of 57,324,840 RCPS into ordinary shares of the Company

** Deemed interested by virtue of shareholdings in Legacy 888 Sdn. Bhd. and a joint account via Citigroup Nominees (Tempatan) Sdn. Bhd. Exempt AN for Bank of Singapore Limited (Local) pursuant to Section 8 of the Companies Act 2016

Directors' Report (cont'd)

DIRECTORS' INTERESTS (CONT'D)

	Number of Redeemable Convertible Preference Shares			
	Balance as at 1.4.2021	Bought	Sold	Balance as at 31.3.2022
<u>Shares in the Company</u>				
Indirect interests:				
Dato' Seri Tan Kean Tet [#]	57,324,840	-	(57,324,840) [^]	-
[^] Conversion of 57,324,840 RCPS into ordinary shares of the Company				
[#] Deemed interested by virtue of shareholdings in Iconic Development Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016				

By virtue of Dato' Seri Tan Kean Tet's substantial interest in the shares of the Company, he is deemed to have interest in the shares of all the subsidiaries to the extent that the Company has an interest.

DIRECTORS' BENEFITS

Since the end of the previous financial year, none of the Directors have received or become entitled to receive any benefit (other than those benefits included in the aggregate amount of remuneration received and receivable by the Directors as shown in the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest other than those remunerations received by certain Directors of the subsidiaries and those transactions entered into in the ordinary course of business with companies in which certain Directors of the Company have substantial interests as disclosed in Note 27 to the financial statements.

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

DIRECTORS' REMUNERATION

Benefits of the Directors who held office during the financial years ended 31 March 2022 and 31 March 2021 are as follows:

	Group		Company	
	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Directors of the Company:				
Fees	288	282	288	282
Salaries and other emoluments	727	565	-	-
Contributions to defined contribution plans	87	67	-	-
	1,102	914	288	282

Directors' Report (cont'd)

INDEMNITY AND INSURANCE FOR DIRECTORS, OFFICERS AND AUDITORS

The Group and the Company effected Directors' and officers' liability insurance during the financial year to protect the Directors and officers of the Group and of the Company against potential costs and liabilities arising from claims brought against the Directors and officers.

During the financial year, the aggregate amount of indemnity coverage and insurance premium paid for the Directors and the officers of the Group and of the Company are RM5,000,000 and RM12,730 respectively.

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

OTHER STATUTORY INFORMATION REGARDING THE GROUP AND THE COMPANY

(I) AS AT THE END OF THE FINANCIAL YEAR

- (a) Before the financial statements of the Group and of the Company were prepared, the Directors took reasonable steps:
 - (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that there were no known bad debts to be written off and that adequate provision had been made for doubtful debts; and
 - (ii) to ensure that any current assets other than debts, which were unlikely to realise their book values in the ordinary course of business had been written down to their estimated realisable values.
- (b) In the opinion of the Directors, the results of the operations of the Group and of the Company during the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature.

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

- (c) The Directors are not aware of any circumstances:
 - (i) which would necessitate the writing off of bad debts or render the amount of provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any material extent;
 - (ii) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; and
 - (iii) which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (d) In the opinion of the Directors:
 - (i) there has not arisen any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made; and
 - (ii) no contingent or other liability has become enforceable, or is likely to become enforceable, within the period of twelve (12) months after the end of the financial year which would or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due.

Directors' Report (cont'd)

OTHER STATUTORY INFORMATION REGARDING THE GROUP AND THE COMPANY (CONT'D)

(III) AS AT THE DATE OF THIS REPORT

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

SIGNIFICANT EVENT DURING THE FINANCIAL YEAR

Significant event during the financial year is disclosed in Note 29 to the financial statements.

AUDITORS

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

Auditors' remuneration of the Company and its subsidiaries for the financial year ended 31 March 2022 amounted to RM83,000 and RM89,000 respectively.

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

Dato' Seri Tan Kean Tet
Director

Tan Cho Chia
Director

Penang
21 July 2022

Statement by Directors

In the opinion of the Directors, the financial statements set out on pages 88 to 152 have been drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards, and the provisions of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2022 and of the financial performance and cash flows of the Group and of the Company for the financial year then ended.

On behalf of the Board,

Dato' Seri Tan Kean Tet
Director

Tan Cho Chia
Director

Penang
21 July 2022

Statutory Declaration

I, Selvakumaran A/L P. Sathasivam, being the officer primarily responsible for the financial management of Iconic Worldwide Berhad, do solemnly and sincerely declare that the financial statements set out on page 88 to 152 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by
the abovenamed at Georgetown in the
State of Penang this 21 July 2022

Selvakumaran A/L P.Sathasivam
Head of Finance

Before me,

Haji Mohamed Yusoff Bin Mohd Ibrahim (No.P156)
Commissioner for Oaths

Independent Auditors' Report

TO THE MEMBERS OF ICONIC WORLDWIDE BERHAD
REGISTRATION NO. 196901000067 (8386-P) (INCORPORATED IN MALAYSIA)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Iconic Worldwide Berhad, which comprise the statements of financial position as at 31 March 2022 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 88 to 152.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 March 2022, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards ("MFRSs"), International Financial Reporting Standards ("IFRSs") and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

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

(a) Revenue recognition for property development activities

Revenue from property development activities during the financial year is RM36,903,722 as disclosed in Note 21 to the financial statements.

We determined this to be a key audit matter because it requires management to exercise significant judgements in estimating the progress towards complete satisfaction of performance obligations.

The progress towards complete satisfaction of performance obligations is measured using the output method, which is based on contract work certified to-date over estimated total contract sum.

Independent Auditors' Report (cont'd)

TO THE MEMBERS OF ICONIC WORLDWIDE BERHAD
REGISTRATION NO. 196901000067 (8386-P) (INCORPORATED IN MALAYSIA)

Key Audit Matters (cont'd)

(a) Revenue recognition for property development activities (cont'd)

Audit response

Our audit procedures including the following:

- (i) Inspected documentation to support the estimated total selling price from contract customers to corroborate key judgements applied by the management;
- (ii) Inspected the documentation certified by professional consultants to support the contract work performed by the Group to-date; and
- (iii) Recomputed the revenue recognised for property development, on a sample basis, by agreeing to the contracted selling price of the property development units and multiplied with their respective stage of completion.

(b) Impairment of trade receivables

The carrying amount of trade receivables of RM16,969,000 has been disclosed in Note 10 to the financial statements.

We determined this to be a key audit matter because it requires management to exercise significant judgement in determining the probability of default by trade receivables and appropriate forward-looking information.

Audit response

Our audit procedures including the following:

- (i) Recomputed the probability of default using historical data and forward-looking information adjustment applied by the Group;
- (ii) Recomputed the correlation coefficient between the macroeconomic indicators used by the Group and historical losses to determine the appropriateness of the forward-looking information used by the Group; and
- (iii) Inquiries of management to assess the rationale underlying the relationship between the forward-looking information and expected credit losses.

We have determined that there are no key audit matters to communicate in our report in respect of the audit of the financial statements of the Company.

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.

Independent Auditors' Report (cont'd)

TO THE MEMBERS OF ICONIC WORLDWIDE BERHAD
REGISTRATION NO. 196901000067 (8386-P) (INCORPORATED IN MALAYSIA)

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

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.

Responsibilities of the Directors for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with MFRSs, IFRSs, and the requirements of the Companies Act 2016 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Group and of the Company, the Directors are responsible for assessing the ability of the Group and of the Company to continue as going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Group and of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- (a) Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- (b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of the Group and of the Company.
- (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.

Independent Auditors' Report (cont'd)

TO THE MEMBERS OF ICONIC WORLDWIDE BERHAD
REGISTRATION NO. 196901000067 (8386-P) (INCORPORATED IN MALAYSIA)

Auditors' Responsibilities for the Audit of the Financial Statements (cont'd)

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

- (d) Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- (e) Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- (f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

Other Matter

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

BDO PLT
LLP0018825-LCA & AF 0206
Chartered Accountants

Penang
21 July 2022

Koay Theam Hock
02141/04/2023 J
Chartered Accountants

Statements of Financial Position

As At 31 March 2022

		Group		Company	
	Note	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
ASSETS					
Non-current assets					
Property, plant and equipment	5	191,162	85,584	17,816	17,000
Right-of-use assets	6	23,228	23,388	-	-
Investment properties	7	7,150	7,150	6,491	6,491
Investments in subsidiaries	8	-	-	84,514	26,187
Investment in an associate	9	-	-	-	-
Other receivables	10	-	-	-	-
		221,540	116,122	108,821	49,678
Current assets					
Inventories	11	77,705	41,780	-	-
Trade and other receivables	10	26,064	6,018	44,248	72,870
Current tax assets		248	235	68	72
Cash and bank balances	12	21,505	25,609	7,889	18,767
		125,522	73,642	52,205	91,709
TOTAL ASSETS		347,062	189,764	161,026	141,387
EQUITY AND LIABILITIES					
Equity attributable to owners of the parent					
Ordinary share capital	13	148,393	108,804	148,393	108,804
Redeemable Convertible Preference Shares	14	-	14,958	-	14,958
Reserves	15	52,573	42,978	9,195	10,534
		200,966	166,740	157,588	134,296
Non-controlling interests		(121)	(119)	-	-
TOTAL EQUITY		200,845	166,621	157,588	134,296

Statements of Financial Position (cont'd)

As At 31 March 2022

		Group		Company	
	Note	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
LIABILITIES					
Non-current liabilities					
Redeemable Convertible Preference Shares	14	-	1,947	-	1,947
Borrowings	16	80,889	2,505	-	-
Lease liabilities	6	167	112	-	-
Deferred tax liabilities	17	5,360	4,158	1,030	1,033
		86,416	8,722	1,030	2,980
Current liabilities					
Trade and other payables	18	42,808	13,289	2,408	3,540
Redeemable Convertible Preference Shares	14	-	571	-	571
Borrowings	16	16,405	417	-	-
Lease liabilities	6	156	132	-	-
Current tax liabilities		432	12	-	-
		59,801	14,421	2,408	4,111
TOTAL LIABILITIES		146,217	23,143	3,438	7,091
TOTAL EQUITY AND LIABILITIES		347,062	189,764	161,026	141,387

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

Statements of Profit or Loss and Other Comprehensive Income

For The Financial Year Ended 31 March 2022

	Note	Group		Company	
		2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Revenue	21	107,139	49,167	603	577
Cost of sales		(79,422)	(34,967)	-	-
Gross profit		27,717	14,200	603	577
Other income		540	1,272	1,533	19,392
Other operating expenses		-	(29)	-	-
Impairment on trade and other receivables, net		(201)	(8)	(1,851)	(11,071)
Selling and distribution expenses		(4,732)	(738)	-	-
Administrative expenses		(9,054)	(5,844)	(1,627)	(3,572)
Finance costs		(1,971)	(333)	-	(136)
Profit/(Loss) before tax	23	12,299	8,520	(1,342)	5,190
Taxation	24	(2,706)	317	3	57
Profit/(Loss) for the financial year		9,593	8,837	(1,339)	5,247
Other comprehensive income, net of tax		-	-	-	-
Total comprehensive income/(loss)		9,593	8,837	(1,339)	5,247

Statements of Profit or Loss and Other Comprehensive Income (cont'd)

For The Financial Year Ended 31 March 2022

		Group		Company	
	Note	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Profit/(Loss) for the financial year attributable to:					
Owners of the parent		9,595	8,839	(1,339)	5,247
Non-controlling interests		(2)	(2)	-	-
		9,593	8,837	(1,339)	5,247
Total comprehensive income/(loss) attributable to:					
Owners of the parent		9,595	8,839	(1,339)	5,247
Non-controlling interests		(2)	(2)	-	-
		9,593	8,837	(1,339)	5,247
Earnings per ordinary share attributable to owners of the Company:					
Basic (Sen)	25(a)	2.18	2.45		
Diluted (Sen)	25(b)	2.18	2.14		

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

Statements of Changes in Equity

For The Financial Year Ended 31 March 2022

Group	Note	Ordinary share capital RM'000	Redeemable Convertible Preference Shares RM'000	Capital reserve RM'000	Revaluation reserve RM'000	Retained earnings RM'000	Total attributable to owners of the parent RM'000	Non-controlling interests RM'000	Total equity RM'000
Balance as at 1 April 2020		65,102	14,958	1,582	24,184	8,373	114,199	(117)	114,082
Profit for the financial year		-	-	-	-	8,839	8,839	(2)	8,837
Other comprehensive income, net of tax		-	-	-	-	-	-	-	-
Total comprehensive income		-	-	-	-	8,839	8,839	(2)	8,837
Transaction with owners:									
Issuance of ordinary shares	13	43,702	-	-	-	-	43,702	-	43,702
Total transaction with owners		43,702	-	-	-	-	43,702	-	43,702
Balance as at 31 March 2021		108,804	14,958	1,582	24,184	17,212	166,740	(119)	166,621

Statements of Changes in Equity (cont'd)

For The Financial Year Ended 31 March 2022

Group	Note	Ordinary share capital RM'000	Redeemable Convertible Preference Shares RM'000	Capital reserve RM'000	Revaluation reserve RM'000	Retained earnings RM'000	Total attributable to owners of the parent RM'000	Non-controlling interests RM'000	Total equity RM'000
Balance as at 1 April 2021		108,804	14,958	1,582	24,184	17,212	166,740	(119)	166,621
Profit for the financial year		-	-	-	-	9,595	9,595	(2)	9,593
Other comprehensive income, net of tax		-	-	-	-	-	-	-	-
Total comprehensive income		-	-	-	-	9,595	9,595	(2)	9,593
Transactions with owners:									
Issuance of ordinary shares	13	22,113	-	-	-	-	22,113	-	22,113
Conversion of Redeemable Convertible Preference Share ("RCPS")	14	17,476	(14,958)	-	-	-	2,518	-	2,518
Total transactions with owners		39,589	(14,958)	-	-	-	24,631	-	24,631
Balance as at 31 March 2022		148,393	-	1,582	24,184	26,807	200,966	(121)	200,845

Statements of Changes in Equity (cont'd)

For The Financial Year Ended 31 March 2022

Company	Note	Ordinary share capital RM'000	Redeemable Convertible Preference Shares RM'000	Revaluation reserve RM'000	Accumulated losses RM'000	Total equity RM'000
Balance as at 1 April 2020		65,102	14,958	12,181	(6,894)	85,347
Profit for the financial year		-	-	-	5,247	5,247
Other comprehensive income, net of tax		-	-	-	-	-
Total comprehensive income		-	-	-	5,247	5,247
Transaction with owners:						
Issuance of ordinary shares	13	43,702	-	-	-	43,702
Total transaction with owners		43,702	-	-	-	43,702
Balance as at 31 March 2021		108,804	14,958	12,181	(1,647)	134,296
Balance as at 1 April 2021		108,804	14,958	12,181	(1,647)	134,296
Loss for the financial year		-	-	-	(1,339)	(1,339)
Other comprehensive income, net of tax		-	-	-	-	-
Total comprehensive loss		-	-	-	(1,339)	(1,339)
Transactions with owners:						
Issuance of ordinary shares	13	22,113	-	-	-	22,113
Conversion of Redeemable Convertible Preference Share ("RCPS")	14	17,476	(14,958)	-	-	2,518
Total transactions with owners		39,589	(14,958)	-	-	24,631
Balance as at 31 March 2022		148,393	-	12,181	(2,986)	157,588

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

Statements of Cash Flows

For The Financial Year Ended 31 March 2022

		Group		Company	
		2022	2021	2022	2021
	Note	RM'000	RM'000	RM'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES					
Profit/(Loss) before tax		12,299	8,520	(1,342)	5,190
Adjustments for:					
Bad debts written off		-	-	-	375
Depreciation of property, plant and equipment	5	5,280	586	57	61
Depreciation of right-of-use assets	6	414	282	-	-
Impairment losses on trade and other receivables	10	201	8	1,980	11,419
Inventories written off	11(b)	-	732	-	-
Interest income		(29)	(499)	(1,532)	(492)
Interest expense		1,971	333	-	136
Loss on disposal of investment properties		-	-	-	4
Property, plant and equipment written off		169	-	-	-
Reversal of impairment loss on:					
- investment in subsidiaries	8(e)	-	-	-	(18,550)
- other receivables	10(g)	-	-	(129)	(348)
Reversal of inventories written down	11(b)	-	(704)	-	-
Unrealised gain on foreign exchange		(6)	-	-	-
Operating profit/(loss) before changes in working capital		20,299	9,258	(966)	(2,205)
Changes in working capital:					
Inventories		(35,925)	(4,035)	-	-
Trade and other receivables		(20,247)	3,655	(30,047)	(39,909)
Trade and other payables		29,242	8,564	(1,132)	11
Cash (used in)/generated from operations		(6,631)	17,442	(32,145)	(42,103)
Interest received		29	499	23	492
Tax paid		(1,121)	(45)	(20)	(44)
Tax refunded		24	36	24	-
Net cash (used in)/from operating activities		(7,699)	17,932	(32,118)	(41,655)

Statements of Cash Flows (cont'd)

For The Financial Year Ended 31 March 2022

		Group		Company	
	Note	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
CASH FLOWS FROM INVESTING ACTIVITIES					
Proceeds from disposal of investment properties		-	-	-	655
Purchase of property, plant and equipment	5(f)	(32,584)	(46,685)	(873)	(126)
Purchase of right-of-use assets	6(d)	-	(12,533)	-	-
Withdrawal of fixed deposits with maturity of more than three (3) months		-	15,777	-	15,777
Net cash (used in)/from investing activities		(32,584)	(43,441)	(873)	16,306
CASH FLOWS FROM FINANCING ACTIVITIES					
Drawdowns of borrowings		15,572	-	-	-
Interest paid		(1,676)	(182)	-	-
Proceeds from the issuance of ordinary shares	13	22,113	43,702	22,113	43,702
Repayments of borrowings		(413)	(379)	-	-
Repayments of lease liabilities	6	(193)	(131)	-	-
Net cash from financing activities		35,403	43,010	22,113	43,702
Net (decrease)/increase in cash and cash equivalents		(4,880)	17,501	(10,878)	18,353
Cash and cash equivalents at beginning of the financial year		25,459	7,958	18,767	414
Effects of exchange rate changes		6	-	-	-
Cash and cash equivalents at end of the financial year	12(b)	20,585	25,459	7,889	18,767

Statements of Cash Flows (cont'd)

For The Financial Year Ended 31 March 2022

RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Group	Lease liabilities (Note 6) RM'000	Redeemable Convertible Preference Shares (Note 14) RM'000	Borrowings (Note 16) RM'000
At 1 April 2020	360	3,102	3,301
Cash flows	(131)	-	(379)
Non-cash flows:			
Dividend payable	-	(720)	-
Unwinding of interest	15	136	-
At 31 March 2021	244	2,518	2,922
At 1 April 2021	244	2,518	2,922
Cash flows	(193)	-	15,159
Non-cash flows:			
Additions	254	-	78,443
Conversion of RCPS	-	(2,518)	-
Unwinding of interest	18	-	-
At 31 March 2022	323	-	96,524

Statements of Cash Flows (cont'd)

For The Financial Year Ended 31 March 2022

RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES (CONT'D)

Company	Redeemable Convertible Preference Shares (Note 14) RM'000
At 1 April 2020	3,238
Non-cash flows:	
Dividend payable	(720)
At 31 March 2021	2,518
At 1 April 2021	2,518
Non-cash flows:	
Conversion of RCPS	(2,518)
At 31 March 2022	-

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

Notes to the Financial Statements

31 March 2022

1. CORPORATE INFORMATION

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

The registered office and principal place of business of the Company is located at No. 1-2, Jalan Icon City, Icon City, 14000 Bukit Mertajam, Pulau Pinang, Malaysia.

The consolidated financial statements for the financial year ended 31 March 2022 comprise the Company and its subsidiaries and the interests of the Group in an associate. These financial statements are presented in Ringgit Malaysia ('RM'), which is also the functional currency of the Company. All financial information presented in RM has been rounded to the nearest thousand, unless otherwise stated.

The financial statements were authorised for issue in accordance with a resolution by the Board of Directors on 21 July 2022.

2. PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities and details of the subsidiaries are disclosed in Note 8 to the financial statements.

There have been no significant changes in the nature of these activities of the Group and of the Company during the financial year.

3. BASIS OF PREPARATION

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

The accounting policies adopted are consistent with those of the previous financial year except for the effects of adoption of new MFRSs during the financial year. The new MFRSs and Amendments to MFRSs adopted during the financial year are disclosed in Note 30.1 to the financial statements.

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

Notes to the Financial Statements (cont'd)

31 March 2022

4. OPERATING SEGMENTS

Operating segments are prepared in a manner consistent with the internal reporting provided to the Executive Directors as its chief operating decision maker in order to allocate resources to segments and to assess their performance. For management purposes, the Group is organised into business units based on their products and services provided.

The Group is organised into four (4) reportable segments as follows:

- (i) Property development Development and sale of commercial properties.
- (ii) Manufacturing Manufacturing and sales of personal protective equipment.
- (iii) Tourism services Hospitality management services and related services.
- (iv) Others Comprises investment holding, trading and other services, neither of which are of a sufficient size to be reported separately.

The Executive Directors assess the performance of the reportable segments based on their profit before taxation. The accounting policies of the reportable segments are the same as the accounting policies of the Group.

Each reportable segment assets is measured based on all assets of the segment other than investment in an associate and tax-related assets.

Each reportable segment liabilities is measured based on all liabilities of the segment other than tax-related liabilities.

Assets, liabilities and expenses which are common and cannot be meaningfully allocated to the reportable segments are presented under unallocated items. Unallocated items comprise mainly income taxes and related expenses.

Transactions between reportable segments are carried out on agreed terms between both parties. The effects of such inter-segment transactions are eliminated on consolidation.

Notes to the Financial Statements (cont'd)

31 March 2022

4. OPERATING SEGMENTS (CONT'D)

	Property development RM'000	Manufacturing RM'000	Tourism services RM'000	Others RM'000	Group RM'000
2022					
Total revenue	36,904	68,056	1,947	603	107,510
Inter-segment revenue	-	(11)	-	(360)	(371)
Revenue from external customers	36,904	68,045	1,947	243	107,139
Interest income	1	-	1	27	29
Finance costs	(10)	(1,808)	(153)	-	(1,971)
Net finance (costs)/income	(9)	(1,808)	(152)	27	(1,942)
Segment profit/(loss) before income tax	8,559	6,113	(808)	(1,565)	12,299
Other material non-cash items:					
- depreciation of property, plant and equipment	(64)	(4,853)	(268)	(95)	(5,280)
- depreciation of right-of-use assets	(136)	(134)	(144)	-	(414)
- impairment losses on trade and other receivables	-	(68)	-	(133)	(201)
- property, plant and equipment written off	-	(169)	-	-	(169)
Segment assets	59,757	219,826	27,897	39,334	346,814
Segment liabilities	23,714	112,690	2,839	1,182	140,425
Additional to non-current assets other than financial instruments:					
Property, plant and equipment	9	109,408	-	1,610	111,027
Right-of-use assets	-	254	-	-	254

Notes to the Financial Statements (cont'd)

31 March 2022

4. OPERATING SEGMENTS (CONT'D)

	Property development RM'000	Manufacturing RM'000	Tourism services RM'000	Others RM'000	Group RM'000
2021					
Total revenue	39,333	7,495	1,935	577	49,340
Inter-segment revenue	-	(83)	-	(90)	(173)
Revenue from external customers	39,333	7,412	1,935	487	49,167
Interest income	2	-	1	496	499
Finance costs	(15)	-	(182)	(136)	(333)
Net finance (costs)/income	(13)	-	(181)	360	166
Segment profit/(loss) before income tax	9,293	2,070	(386)	(2,457)	8,520
Other material non-cash items:					
- depreciation of property, plant and equipment	(62)	(158)	(268)	(98)	(586)
- depreciation of right-of-use assets	(136)	-	(146)	-	(282)
- impairment losses on trade and other receivables	-	(5)	(3)	-	(8)
- inventories written off	-	(28)	(704)	-	(732)
- reversal of inventories written down	-	-	704	-	704
Segment assets	48,565	63,955	27,953	49,056	189,529
Segment liabilities	11,174	836	3,184	3,779	18,973
Additional to non-current assets other than financial instruments:					
Property, plant and equipment	4	46,555	-	126	46,685
Right-of-use assets	-	12,533	-	-	12,533

Notes to the Financial Statements (cont'd)

31 March 2022

4. OPERATING SEGMENTS (CONT'D)

Reconciliations of reportable segment profit or loss, assets and liabilities to the corresponding amounts of the Group are as follows:

	2022 RM'000	2021 RM'000
Profit for the financial year		
Total profit for reportable segments/Profit before tax	12,299	8,520
Taxation	(2,706)	317
Profit for the financial year per statements of profit or loss and other comprehensive income	9,593	8,837
Assets		
Total assets for reportable segments	346,814	189,529
Current tax assets	248	235
Group's assets per statements of financial position	347,062	189,764
Liabilities		
Total liabilities for reportable segments	140,425	18,973
Deferred tax liabilities	5,360	4,158
Current tax liabilities	432	12
Group's liabilities per statements of financial position	146,217	23,143

Geographical segments

The segmental financial information by geographical segments is not presented as the activities of the Group are carried out in Malaysia.

Major customers

Revenue from one (1) (2021: Nil) major customer in the manufacturing segment amounted to RM19,889,746 (2021: Nil) with revenue more than 10% of the Group's revenue.

Notes to the Financial Statements (cont'd)

31 March 2022

5. PROPERTY, PLANT AND EQUIPMENT

Group	Freehold land, at valuation RM'000	Buildings, at valuation RM'000	Cleanroom, at cost RM'000	Plant and machinery, at cost RM'000	Motor vehicles, at cost RM'000	Office equipment, infrastructure, renovation, furniture and fittings, at cost RM'000	Capital work-in-progress, at cost RM'000	Total RM'000
At cost/At valuation								
Balance as at 1 April 2021	23,850	17,973	228	3,322	2,020	17,781	41,830	107,004
Additions	-	-	-	14,886	341	4,323	91,477	111,027
Reclassification	-	64,115	-	62,162	-	209	(126,486)	-
Written off	-	-	(18)	-	-	(186)	-	(204)
Balance as at 31 March 2022	23,850	82,088	210	80,370	2,361	22,127	6,821	217,827
Accumulated depreciation								
Balance as at 1 April 2021	-	2,983	4	89	1,561	6,600	-	11,237
Current charge	-	779	43	3,959	74	425	-	5,280
Written off	-	-	(1)	-	-	(34)	-	(35)
Balance as at 31 March 2022	-	3,762	46	4,048	1,635	6,991	-	16,482
Accumulated impairment losses								
Balance as at 1 April 2021/ 31 March 2022	-	-	-	-	244	9,939	-	10,183
Carrying amount								
Balance as at 31 March 2022	23,850	78,326	164	76,322	482	5,197	6,821	191,162

Notes to the Financial Statements (cont'd)

31 March 2022

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

Group	Freehold land, at valuation RM'000	Buildings, at valuation RM'000	Cleanroom, at cost RM'000	Plant and machinery, at cost RM'000	Motor vehicles, at cost RM'000	Office equipment, infrastructure, renovation, furniture and fittings, at cost RM'000	Capital work-in-progress, at cost RM'000	Total RM'000
At cost/At valuation								
Balance as at 1 April 2020	23,850	17,973	-	-	1,797	17,323	-	60,943
Additions	-	-	228	3,322	223	1,082	41,830	46,685
Written off	-	-	-	-	-	(624)	-	(624)
Balance as at 31 March 2021	23,850	17,973	228	3,322	2,020	17,781	41,830	107,004
Accumulated depreciation								
Balance as at 1 April 2020	-	2,628	-	-	1,553	7,094	-	11,275
Current charge	-	355	4	89	8	130	-	586
Written off	-	-	-	-	-	(624)	-	(624)
Balance as at 31 March 2021	-	2,983	4	89	1,561	6,600	-	11,237
Accumulated impairment losses								
Balance as at 1 April 2020 /31 March 2021	-	-	-	-	244	9,939	-	10,183
Carrying amount								
Balance as at 31 March 2021	23,850	14,990	224	3,233	215	1,242	41,830	85,584

Notes to the Financial Statements (cont'd)

31 March 2022

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

Company	Freehold land, at valuation RM'000	Buildings, at valuation RM'000	Office equipment, infrastructure, renovation, furniture and fittings, at cost RM'000	Total RM'000
At cost/At valuation				
Balance as at 1 April 2021	15,250	2,708	333	18,291
Additions	-	-	873	873
Balance as at 31 March 2022	15,250	2,708	1,206	19,164
Accumulated depreciation				
Balance as at 1 April 2021	-	1,128	163	1,291
Current charge	-	49	8	57
Balance as at 31 March 2022	-	1,177	171	1,348
Carrying amount				
Balance as at 31 March 2022	15,250	1,531	1,035	17,816

Notes to the Financial Statements (cont'd)

31 March 2022

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

Company	Freehold land, at valuation RM'000	Buildings, at valuation RM'000	Office equipment, infrastructure, renovation, furniture and fittings, at cost RM'000	Total RM'000
At cost/At valuation				
Balance as at 1 April 2020	15,250	2,708	831	18,789
Additions	0	0	126	126
Written off	0	0	(624)	(624)
Balance as at 31 March 2021	15,250	2,708	333	18,291
Accumulated depreciation				
Balance as at 1 April 2020	-	1,078	776	1,854
Current charge	-	50	11	61
Written off	-	-	(624)	(624)
Balance as at 31 March 2021	-	1,128	163	1,291
Carrying amount				
Balance as at 31 March 2021	15,250	1,580	170	17,000

- (a) All items of property, plant and equipment are initially measured at cost. After initial recognition, property, plant and equipment except for freehold land and buildings are stated at cost less any accumulated depreciation and any accumulated impairment losses. Freehold land and buildings are stated at valuation, which is fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

Freehold land and buildings are revalued periodically, at least once every five (5) years to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of each reporting period. The surplus arising from such revaluations is credited to shareholders' equity as a revaluation reserve, net of deferred tax, if any, and any subsequent deficit is offset against such surplus to the extent of a previous increase for the same property. In all other cases, the deficit would be charged to profit or loss. For revaluation increases subsequent to a revaluation deficit of the same asset, the surplus is recognised as income to the extent that it reverses the deficit previously recognised as an expense with the balance of increase credited to revaluation reserve.

Notes to the Financial Statements (cont'd)

31 March 2022

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

(a) (cont'd)

Depreciation is calculated to write off the cost or valuations of the assets to their residual values on a straight line basis over their estimated useful lives. The principal annual depreciation rates used are as follows:

Buildings	2% - 10%
Cleanroom	20%
Plant and machinery	10%
Motor vehicles	10% - 20%
Office equipment, infrastructure, renovation, furniture and fittings	10% - 33%

Freehold land has unlimited useful life and is not depreciated.

Capital work-in-progress represents plant and machinery under construction and was stated at cost. Capital work-in-progress was not depreciated until such time when the asset was available for use.

(b) Classification between investment properties and property, plant and equipment

The Group has developed certain criteria based on MFRS 140 *Investment Property* in making judgement whether a property qualifies as an investment property. Investment property is a property held to earn rentals or for capital appreciation or both.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could be sold separately (or leased out separately under a finance lease), the Group would account for the portions separately. If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes. Judgement is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as investment property.

(c) The freehold land and buildings were revalued on 31 March 2020 based on valuations carried out by external independent valuer using comparison approach.

Had the revalued assets been carried at cost less accumulated depreciation, the carrying amounts would have been as follows:

	Group		Company	
	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Freehold land	10,656	10,656	2,475	2,475
Buildings	69,936	6,403	1	1
	80,592	17,059	2,476	2,476

Notes to the Financial Statements (cont'd)

31 March 2022

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

- (d) The fair value of freehold land and buildings (at valuation) of the Group and of the Company are categorised as follows:

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Level 3				
Freehold land	23,850	23,850	15,250	15,250
Buildings	82,088	17,973	2,708	2,708
	105,938	41,823	17,958	17,958

Level 3 fair value of freehold land and buildings (at valuation) was determined by external and independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of property being valued. It has been derived from observable recent transacted prices of similar land and buildings in the local market. The fair value of freehold land and buildings was derived using comparison approach.

The freehold land and buildings are valued by reference to transactions of similar properties in close proximity with adjustments made for differences in location, size, accessibility, title and other relevant characteristics (if any) to arrive at market value.

The significant unobservable input into this valuation method is adjustment factors to prices of comparable assets. The estimated fair value would increase if the historical sales transaction prices were higher and vice versa.

The fair value measurements of the freehold land and buildings are based on the highest and best use which does not differ from their actual use.

- (e) The freehold land and buildings with a total carrying amount of RM76,419,472 (2021: RM12,996,358) have been charged to banks for credit facilities granted to the Group as disclosed in Note 16 to the financial statements.
- (f) During the financial year, the Group and the Company made the following cash payments to purchase property, plant and equipment:

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Purchase of property, plant and equipment	111,027	46,685	873	126
Financed by borrowings	(78,443)	-	-	-
Cash payment on purchase of property, plant and equipment	32,584	46,685	873	126

Notes to the Financial Statements (cont'd)

31 March 2022

6. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

The Group as lessee

Right-of-use assets

	Leasehold land, at valuation RM'000	Motor vehicles, at cost RM'000	Office, at cost RM'000	Total RM'000
At cost/At valuation				
Balance as at 1 April 2021	23,967	134	327	24,428
Additions	-	-	254	254
Balance as at 31 March 2022	23,967	134	581	24,682
Accumulated depreciation				
Balance as at 1 April 2021	825	52	163	1,040
Current charge	232	26	156	414
Balance as at 31 March 2022	1,057	78	319	1,454
Carrying amount				
Balance as at 31 March 2022	22,910	56	262	23,228
At cost/At valuation				
Balance as at 1 April 2020	11,434	134	327	11,895
Additions	12,533	-	-	12,533
Balance as at 31 March 2021	23,967	134	327	24,428
Accumulated depreciation				
Balance as at 1 April 2020	679	25	54	758
Current charge	146	27	109	282
Balance as at 31 March 2021	825	52	163	1,040
Carrying amount				
Balance as at 31 March 2021	23,142	82	164	23,388

Notes to the Financial Statements (cont'd)

31 March 2022

6. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONT'D)

The Group as lessee (cont'd)

Lease liabilities

	Motor vehicles RM'000	Office RM'000	Total RM'000
Carrying amount			
Balance as at 1 April 2021	73	171	244
Additions	-	254	254
Lease payments	(22)	(171)	(193)
Interest expense	2	16	18
Balance as at 31 March 2022	<u>53</u>	<u>270</u>	<u>323</u>

Carrying amount

Balance as at 1 April 2020	83	277	360
Lease payments	(11)	(120)	(131)
Interest expense	1	14	15
Balance as at 31 March 2021	<u>73</u>	<u>171</u>	<u>244</u>

Group

	2022 RM'000	2021 RM'000
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Represented by:

Current liabilities	156	132
Non-current liabilities	<u>167</u>	<u>112</u>
	<u>323</u>	<u>244</u>
Lease liabilities owing to financial institutions	53	73
Lease liabilities owing to non-financial institutions	<u>270</u>	<u>171</u>
	<u>323</u>	<u>244</u>

Notes to the Financial Statements (cont'd)

31 March 2022

6. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONT'D)

The Group as lessee (cont'd)

- (a) The right-of-use assets are initially measured at cost, which comprise the initial amount of the lease liabilities adjusted for any lease payments made at or before the commencement date of the leases.

After initial recognition, right-of-use assets, except for leasehold land, are stated at cost less accumulated depreciation and any accumulated impairment losses, and adjusted for any re-measurement of the lease liabilities.

Leasehold land are revalued periodically, at least once every five (5) years to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of each reporting period. The surplus arising from such revaluations is credited to shareholders' equity as a revaluation reserve, net of deferred tax and any subsequent deficit is offset against such surplus to the extent of a previous increase for the same property. In all other cases, the deficit would be charged to profit or loss. For revaluation increases subsequent to a revaluation deficit of the same asset, the surplus is recognised as income to the extent that it reverses the deficit previously recognised as an expense with the balance of increase credited to revaluation reserve.

The right-of-use assets are depreciated on the straight-line basis from the commencement date to the earlier of the end of the estimated useful lives of the right-of-use assets or the end of the lease term. The lease terms of right-of-use assets are as follows:

Leasehold land	60 - 78 years
Motor vehicles	5 years
Offices	3 - 4 years

- (b) The Group has a lease of warehouse with lease term of twelve (12) months or less, and certain low-value leases of office equipment of RM20,000 and below. The Group applies the "short-term leases" and "lease of low-value assets" exemptions for this lease.
- (c) The following are the amounts recognised in profit or loss:

	Group	
	2022	2021
	RM'000	RM'000
Depreciation charge of right-of-use assets (included in administrative expenses)	414	282
Interest expense on lease liabilities (included in finance costs)	18	15
Expense relating to short-term leases:		
- cost of sales	145	67
- selling and distribution expenses	77	81
- administrative expenses	2	2
Expense relating to leases of low-value assets:		
- cost of sales	60	2
- administrative expenses	18	5
	734	454

Notes to the Financial Statements (cont'd)

31 March 2022

6. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONT'D)

The Group as lessee (cont'd)

(d) The following are total cash outflows for leases as a lessee:

	Group 2022 RM'000	2021 RM'000
Included in net cash from operating activities:		
Payment relating to short-term leases and low value assets	302	157
Included in net cash from investing activities:		
Purchase of right-of-use assets	-	12,533
Included in net cash from financing activities:		
Payment of lease liabilities	193	131
Total cash outflows for leases	495	12,821

(e) The Group leases several lease contracts that include extension and termination options. These are used to maximise operational flexibility in terms of managing the assets used in the operations of the Group.

There are no potential future rental payments that are not included in the lease term.

(f) The following table sets out the maturity profile at the end of the reporting period based on contractual undiscounted repayment obligations and the incremental borrowing rate of the lease liabilities of the Group:

Group	Incremental borrowing rate per annum (%)	On demand or within one (1) year RM'000	One (1) to five (5) years RM'000	Total RM'000
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31 March 2022

Lease liabilities	2.35 - 6.40	169	178	347
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31 March 2021

Lease liabilities	2.35 - 6.40	142	120	262
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(g) The leasehold land with carrying amount of RM12,445,620 (2021: Nil) has been charged to bank for credit facilities granted to the Group as disclosed in Note 16 to the financial statements.

(h) The leasehold land were revalued on 31 March 2020 based on valuations carried out by external independent valuer using comparison approach.

Had the revalued assets been carried at cost less accumulated depreciation, the carrying amounts would have been:

	Group 2022 RM'000	2021 RM'000
Leasehold land	17,650	17,810

Notes to the Financial Statements (cont'd)

31 March 2022

6. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONT'D)

The Group as lessee (cont'd)

- (i) The fair value of leasehold land (at valuation) of the Group are categorised as follows:

	Group	
	2022	2021
	RM'000	RM'000
Level 3		
Leasehold land	23,967	23,967

Level 3 fair value of leasehold land (at valuation) was determined by external and independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of property being valued. It has been derived from observable recent transacted prices of similar land in the local market. The fair value of leasehold land was derived using comparison approach.

The leasehold land are valued by reference to transactions of similar properties in close proximity with adjustments made for differences in location, size, accessibility, title and other relevant characteristics (if any) to arrive at market value.

The significant unobservable input into this valuation method is adjustment factors to prices of comparable assets. The estimated fair value would increase if the historical sales transaction prices were higher and vice versa.

The fair value measurements of the leasehold land is based on the highest and best use which does not differ from their actual use.

The Group as lessor

The Group has entered into a non-cancellable lease agreement on certain property for terms of three (3) years and renewable at the end of the lease period. The monthly rental consists of a fixed base rent.

The Group has aggregate future minimum lease receivable as at the end of reporting period as follows:

	2022	2021
	RM'000	RM'000
Less than one (1) year	542	580
One (1) to two (2) years	299	394
	841	974

Notes to the Financial Statements (cont'd)

31 March 2022

7. INVESTMENT PROPERTIES

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Freehold land and buildings				
Balance as at 1 April 2021/2020	7,150	7,150	6,491	7,150
Disposal	-	-	-	(659)
Balance as at 31 March	7,150	7,150	6,491	6,491

- (a) Investment properties are initially measured at cost, which includes transaction costs. After initial recognition, investment properties are stated at fair value which reflects market conditions at the end of the reporting period and change in fair value is recognised in profit or loss for the period in which it arises.
- (b) Fair values of investment properties are based on valuations by registered independent valuers with appropriate recognised professional qualification and have recent experience in the location and category of the investment properties being valued.

The carrying amounts of the investment properties were based on valuation carried out by external and independent property valuers on 31 March 2022. Fair value is determined primarily based on comparison approach. The fair value measurements of the investment properties are based on the highest and best use, which does not differ from their actual use.

Comparison method

The comparison/cost method of valuation entails separate valuations of the freehold land and buildings to arrive at the market value of the subject property.

Under the comparison method, fair value of a property is estimated based on comparable transactions. This approach is based upon the principle of substitution under which a potential buyer would not pay more for the property than it would cost to buy a comparable substitute property. In theory, the best comparable sale would be an exact duplicate of the subject property and would indicate, by the known selling price of the duplicate, the price for which the subject property could be sold.

The freehold land is valued by reference to transactions of similar lands in the surrounding area with adjustments made for differences in location, terrain, size and shape of the land, tenure, title restrictions, if any and other relevant characteristics. The estimated fair value would be higher if the differential rate is lower and vice versa.

Buildings are valued by reference to the current estimates on constructional costs to erect equivalent buildings, taking into consideration of similar accommodation in terms of size, construction, finishes contractors' overheads, fees and profits. Appropriate adjustments are then made for the factors of obsolescence and existing physical condition of the building. The estimated fair value would be higher if the estimated replacement cost is lower and vice versa.

Notes to the Financial Statements (cont'd)

31 March 2022

7. INVESTMENT PROPERTIES (CONT'D)

(c) The fair values of investment properties of the Group and of the Company are categorised as follows:

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Level 3				
Freehold land and buildings	<u>7,150</u>	<u>7,150</u>	<u>6,491</u>	<u>6,491</u>

Investment properties at Level 3 fair value were determined by external and independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of property being valued. The property valuers provide the fair value of the investment property portfolio of the Group and of the Company every year.

(d) Direct operating expenses arising from investment properties generating rental income during the financial year are as follows:

	Group and Company	
	2022	2021
	RM'000	RM'000
Quit rent and assessment	79	73
Upkeep of building	<u>-</u>	<u>1</u>

8. INVESTMENTS IN SUBSIDIARIES

	Company	
	2022	2021
	RM'000	RM'000
At cost		
Unquoted ordinary shares	194,667	136,340
Less: Impairment losses	<u>(110,153)</u>	<u>(110,153)</u>
	<u>84,514</u>	<u>26,187</u>

Notes to the Financial Statements (cont'd)

31 March 2022

8. INVESTMENTS IN SUBSIDIARIES (CONT'D)

- (a) Investments in subsidiaries, which are eliminated on consolidation, are stated in the separate financial statements of the Company at cost less impairment losses.

All components of non-controlling interests shall be measured at their acquisition date fair values, unless another measurement basis is required by MFRSs. The choice of measurement basis is made on a combination-by-combination basis. Subsequent to initial recognition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

- (b) Details of the subsidiaries, all of which are incorporated in Malaysia and having the principal place of business in Malaysia are as follows:

Name of Company	Effective interest in equity		Principal activities
	2022 %	2021 %	
Iconic Maison Sdn. Bhd.	100	100	Property development
Akalaju Sdn. Bhd.	100	100	Dormant
Iconic Sabah Sdn. Bhd.	100	100	Dormant
Iconic Medicare Sdn. Bhd.	100	100	Manufacturer, distributor and dealer of personal protective equipment products and related appliances
EMC Capital Sdn. Bhd.	100	100	Dormant
EMC Containers Sdn. Bhd.	70	70	Dormant
Sanbumi Capital Sdn. Bhd.	100	100	Investment holding
EMC Marketing Sdn. Bhd.	100	100	Dormant
<u>Subsidiaries of Iconic Maison Sdn. Bhd.</u>			
Iconic City Sdn. Bhd.	100	100	Dormant
Mirim Timber Sdn. Bhd.	100	100	Dormant

Notes to the Financial Statements (cont'd)

31 March 2022

8. INVESTMENTS IN SUBSIDIARIES (CONT'D)

- (b) Details of the subsidiaries, all of which are incorporated in Malaysia and having the principal place of business in Malaysia are as follows (cont'd):

Name of Company	Effective interest in equity		Principal activities
	2022	2021	
	%	%	
<u>Subsidiaries of Sanbumi Capital Sdn. Bhd.</u>			
Sanbumi Holiday Sdn. Bhd.	100	100	Dormant
Sanbumi Air Transport Sdn. Bhd.	100	100	Dormant
Pewter Art Industries (M) Sdn. Bhd.	100	100	Dormant
Tourism Information Centre Sdn. Bhd.	100	100	Dormant
Sri Dondang Restaurant Sdn. Bhd.	0	100	Dissolved
Fine Taste Products (KL) Sdn. Bhd.	100	100	Dormant
Nouvelle Hotel Sdn. Bhd.	100	100	Dormant
Fine Taste Products Sdn. Bhd.	100	100	Dormant
Sinoreno Jewellery Sdn. Bhd.	100	100	Dormant
Fine Pewterware (KL) Sdn. Bhd.	0	100	Dissolved
Nouvelle Restaurant Sdn. Bhd.	100	100	Dormant
Iconic Hotel Management Sdn. Bhd.	100	100	Hotelier

All subsidiaries are audited by BDO PLT in Malaysia.

Notes to the Financial Statements (cont'd)

31 March 2022

8. INVESTMENTS IN SUBSIDIARIES (CONT'D)

- (c) During the financial year, the Company further invested in the capital of its wholly-owned subsidiary, Iconic Medicare Sdn. Bhd. ("IMED") by way of subscribing 58,327,000 ordinary shares at RM1 for total a consideration of RM58,327,000, which was satisfied by way of capitalisation of the amount owing by IMED.
- (d) During the financial year, Sri Dondang Restaurant Sdn. Bhd. ("SDRSB") and Fine Pewterware Sdn. Bhd. ("FPKLSB") had been struck off under Section 550 of the Companies Act 2016. SDRSB and FPKLSB had been dissolved and ceased to be wholly-owned subsidiaries of the Company with effect from 31 March 2022. The financial results of the subsidiaries being deregistered are insignificant to the Group.
- (e) In the previous financial year, the Company carried out a review on the recoverable amount of its investments in subsidiaries. A total reversal of impairment loss of RM18,550,553 up to the recoverable amount had been made in two (2) subsidiaries, Iconic Maison Sdn. Bhd. and Iconic Medicare Sdn. Bhd., which these two (2) subsidiaries had commenced its business operations and generated profit to the Group. The recoverable amounts of the cost of investment in the subsidiaries are based on its fair value less cost to sell, which is categorised as Level 3 in the fair value hierarchy.
- (f) The non-controlling interests of EMC Containers Sdn. Bhd. is not material to the Group.

9. INVESTMENT IN AN ASSOCIATE

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
At cost				
Unquoted ordinary shares	637	637	637	637
Less: Impairment losses	-	-	(637)	(637)
	637	637	-	-
Share of post acquisition reserves	(637)	(637)	-	-
	-	-	-	-

- (a) Investment in an associate is stated at cost less accumulated impairment losses in the separate financial statements and it is accounted for using the equity method of accounting in the consolidated financial statements.
- (b) The details of an associate, which is a company incorporated in Malaysia and having the principal place of business in Malaysia is as follows:

Name of Company	Effective interest in equity		Principal activity
	2022	2021	
Ferrotrans Sdn. Bhd.	49%	49%	Dormant

Associate is audited by BDO PLT in Malaysia.

Notes to the Financial Statements (cont'd)

31 March 2022

9. INVESTMENT IN AN ASSOCIATE (CONT'D)

(c) Significant influence

Significant influence is presumed to exist when the Group hold twenty percent (20%) or more of the voting rights of another entity, unless it can be clearly demonstrated otherwise. The Group holds a 49% (2021: 49%) equity interest in Ferrotrans Sdn. Bhd. for which the Group has determined that it has significant influence.

(d) The summarised financial information of the associate is as follows:

	2022 RM'000	2021 RM'000
Assets and liabilities		
Current liabilities	<u>(1,340)</u>	<u>(1,393)</u>
Results		
Revenue	-	-
Loss for the financial year, representing total comprehensive loss	<u>(7)</u>	<u>(10)</u>
Cash flows used in operating activities	-	-
Cash flows from investing activity	-	-
Cash flows used in financing activity	-	-
Net decrease in cash and cash equivalents	<u>-</u>	<u>-</u>

(e) Unrecognised share of losses of Ferrotrans Sdn. Bhd. amounted to RM3,187 (2021: RM4,846) in the current financial year and RM75,471 (2021: RM72,284) cumulatively. The Group has not recognised its share of losses since there is no further obligation in respect of those losses using the equity method of accounting.

Notes to the Financial Statements (cont'd)

31 March 2022

10. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
<u>Non-current</u>				
Other receivables				
Amounts owing by subsidiaries	-	-	7,500	7,500
Less: Impairment losses	-	-	(7,500)	(7,500)
	-	-	-	-
<u>Current</u>				
Trade receivables				
Third parties	21,014	6,923	156	156
Amounts owing by related parties	402	486	-	-
Less: Impairment losses	(4,447)	(4,379)	(149)	(149)
Total trade receivables	16,969	3,030	7	7
Other receivables				
Third parties	19,255	17,555	8,397	8,428
Amounts owing by subsidiaries	-	-	84,244	110,789
Amount owing by an associate	1,019	1,015	1,019	1,015
Deposits	636	626	26	26
	20,910	19,196	93,686	120,258
Less: Impairment losses				
- third parties	(17,163)	(17,030)	(8,179)	(8,179)
- subsidiaries	-	-	(40,271)	(38,420)
- associate	(1,000)	(1,000)	(1,000)	(1,000)
	(18,163)	(18,030)	(49,450)	(47,599)
Total other receivables	2,747	1,166	44,236	72,659
Total receivables	19,716	4,196	44,243	72,666
Prepayments	6,348	1,822	5	204
Total trade and other receivables	26,064	6,018	44,248	72,870

Notes to the Financial Statements (cont'd)

31 March 2022

10. TRADE AND OTHER RECEIVABLES (CONT'D)

- (a) Total receivables are classified as financial assets measured at amortised cost.
- (b) The currency exposure profile of trade and other receivables, net of prepayments is as follows:

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Ringgit Malaysia	16,590	4,196	44,243	72,666
United States Dollar	3,126	-	-	-
	19,716	4,196	44,243	72,666

- (c) Trade receivables are non-interest bearing and the normal trade credit terms granted by the Group and the Company ranged from cash terms to 90 days (2021: cash terms to 90 days) and 7 days (2021: 7 days) respectively. They are recognised at their original invoice amounts which represent their fair values on initial recognition.
- (d) Non-trade portion of amounts owing by subsidiaries represent advances and payments made on behalf, which are unsecured and payable within one (1) year in cash and cash equivalents, except for an amount of RM7,500,000 (2021: RM7,500,000) which were not payable within the next one (1) year. Non-trade portion of amounts owing by subsidiaries are interest-free, except for an amount of RM40,136,043 (2021: RM61,157,706) on which interest is charged at 3.8% per annum (2021: 4.0%).

A sensitivity analysis has been performed based on the outstanding floating rate amount owing by a subsidiary as at 31 March 2022. If interest rates were to increase or decrease by 50 basis points with all other variables held constant, the profit after tax of the Company would increase or decrease by RM152,517 (2021: Nil), as a result of higher or lower interest income on this amount owing by a subsidiary.

- (e) The non-trade portion of amount owing by an associate is unsecured, non-interest bearing and repayable within next twelve (12) months or upon demand in cash and cash equivalents.
- (f) Impairment for trade receivables that do not contain a significant financing component are recognised based on the simplified approach using the lifetime expected credit losses ("ECL").

The Group uses an allowance matrix to measure the ECL of trade receivables from past due aging. Expected loss rates are determined by the probability of the non-collection from the trade receivables multiplied by the amount of the expected loss arising from default. Trade receivables have been grouped based on shared credit risk characteristics - age of customer relationship and the days past due.

During this process, the probability of non-payment by the trade receivables is adjusted by forward looking information (producer price index) and multiplied by the amount of the expected loss arising from default to determine the lifetime expected credit loss for the trade receivables. For trade receivables, which are reported net, such impairments are recorded in a separate impairment account with the loss being recognised in the statements of profit or loss and other comprehensive income. On confirmation that the trade receivable would not be collectable, the gross carrying value of the asset would be written off against the associated impairment.

Notes to the Financial Statements (cont'd)

31 March 2022

10. TRADE AND OTHER RECEIVABLES (CONT'D)

(f) (cont'd)

Expected loss provision for trade receivables are as follows:

Group	Expected loss rate	Gross carrying amount RM'000	Impairment RM'000
31 March 2022			
Current	0.12%	11,540	14
Past due:			
1 to 30 days	0.56%	4,989	28
More than 30 days	10.58%	539	57
Credit impaired - Individually impaired	100.00%	4,348	4,348
Total		<u>21,416</u>	<u>4,447</u>
31 March 2021			
Current	0.04%	2,244	1
Past due:			
1 to 30 days	0.35%	282	1
More than 30 days	5.42%	535	29
Credit impaired - Individually impaired	100.00%	4,348	4,348
Total		<u>7,409</u>	<u>4,379</u>
Company	Expected loss rate	Gross carrying amount RM'000	Impairment RM'000
31 March 2022			
Current	0.00%	-	-
Past due:			
More than 90 days	0.00%	7	-
Credit impaired - Individually impaired	100.00%	149	149
Total		<u>156</u>	<u>149</u>
31 March 2021			
Current	0.00%	2	-
Past due:			
More than 90 days	0.00%	5	-
Credit impaired - Individually impaired	100.00%	149	149
Total		<u>156</u>	<u>149</u>

Notes to the Financial Statements (cont'd)

31 March 2022

10. TRADE AND OTHER RECEIVABLES (CONT'D)

(f) (cont'd)

During the financial year, the Group and the Company did not renegotiate the terms of any trade receivables.

Movements in the impairment allowance for trade receivables are as follows:

Group	Lifetime ECL allowance RM'000	Credit impaired RM'000	Total RM'000
Balance as at 1 April 2021	31	4,348	4,379
Charge for the financial year	68	-	68
Balance as at 31 March 2022	99	4,348	4,447
Balance as at 1 April 2020	26	4,346	4,372
Charge for the financial year	5	2	7
Balance as at 31 March 2021	31	4,348	4,379
Company			
Balance as at 1 April 2021/31 March 2022	-	149	149
Balance as at 1 April 2020/31 March 2021	-	149	149

Credit impaired refers to individually determined receivables who have defaulted on payments and are in significant financial difficulties as at the end of the reporting period. The Group and the Company also consider receivables having financial difficulty or with significant balances outstanding for more than 90 days overdue are deemed credit impaired.

Notes to the Financial Statements (cont'd)

31 March 2022

10. TRADE AND OTHER RECEIVABLES (CONT'D)

- (g) Impairment for other receivables and amounts owing by subsidiaries and an associate are recognised based on the general approach within MFRS 9 *Financial Instruments* using the expected credit loss model adjusted by forward looking information (producer price index). The methodology used to determine the amount of the impairment is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. At the end of the reporting period, the Group and the Company assess whether there has been a significant increase in credit risk for financial assets by comparing the risk of default occurring over the expected life with the risk of default since initial recognition. For those in which the credit risk has not increased significantly since initial recognition of the financial asset, twelve (12)-month expected credit losses along with gross interest income are recognised. For those in which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

The Group and the Company defined significant increase in credit risk based on operating performance of the other receivables, subsidiaries and an associate, change in contractual term, payment trends and past due information.

Movements in the impairment allowance for other receivables are as follows:

	Lifetime ECL allowance		Total
	Non-credit impaired	Credit impaired	
Group	RM'000	RM'000	RM'000
Balance as at 1 April 2021	7,219	10,811	18,030
Charge for the financial year	-	133	133
Balance as at 31 March 2022	7,219	10,944	18,163
Balance as at 1 April 2020	7,218	10,811	18,029
Charge for the financial year	1	-	1
Balance as at 31 March 2021	7,219	10,811	18,030
Company			
Balance as at 1 April 2021	45,638	9,461	55,099
Charge for the financial year	1,980	-	1,980
Reversal of impairment losses	(129)	-	(129)
Balance as at 31 March 2022	47,489	9,461	56,950
Balance as at 1 April 2020	34,567	9,461	44,028
Charge for the financial year	11,419	-	11,419
Reversal of impairment losses	(348)	-	(348)
Balance as at 31 March 2021	45,638	9,461	55,099

Notes to the Financial Statements (cont'd)

31 March 2022

10. TRADE AND OTHER RECEIVABLES (CONT'D)

(g) (cont'd)

Credit impaired refers to individually determined receivables who have defaulted on payments and are in significant financial difficulties as at the end of the reporting period. The Group and the Company also consider receivables having financial difficulty or with significant balances outstanding for more than 90 days overdue are deemed credit impaired.

(h) Credit risk concentration profile

The Group do not have any significant exposure to any individual customer.

At the end of each reporting period, approximately 91% (2021: 92%) of the receivables of the Company were owing by its subsidiaries.

11. INVENTORIES

	Group	
	2022	2021
	RM'000	RM'000
At cost		
Property development costs	33,397	24,541
Raw materials	6,667	1,475
Work-in-progress	3,732	-
Finished goods	18,909	764
At net realisable value		
Property development costs	15,000	15,000
	77,705	41,780

Notes to the Financial Statements (cont'd)

31 March 2022

11. INVENTORIES (CONT'D)

(a) Property development costs

Group	Freehold land, at net realisable value RM'000	Development costs RM'000	Total RM'000
Cumulative property development costs			
Balance as at 1 April 2021	15,000	48,964	63,964
Incurred during the financial year	-	25,852	25,852
Balance as at 31 March 2022	15,000	74,816	89,816

Cumulative costs recognised in the statements of profit or loss and other comprehensive income

Balance as at 1 April 2021	-	(24,423)	(24,423)
Recognised during the financial year	-	(16,996)	(16,996)
Balance as at 31 March 2022	-	(41,419)	(41,419)

Property development costs as at 31 March 2022	15,000	33,397	48,397
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Cumulative property development costs

Balance as at 1 April 2020	15,000	26,249	41,249
Incurred during the financial year	-	22,715	22,715
Balance as at 31 March 2021	15,000	48,964	63,964

Cumulative costs recognised in the statements of profit or loss and other comprehensive income

Balance as at 1 April 2020	-	(3,476)	(3,476)
Recognised during the financial year	-	(20,947)	(20,947)
Balance as at 31 March 2021	-	(24,423)	(24,423)

Property development costs as at 31 March 2021	15,000	24,541	39,541
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Notes to the Financial Statements (cont'd)

31 March 2022

11. INVENTORIES (CONT'D)

(a) Property development costs (cont'd)

Property development costs are stated at the lower of cost and net realisable value. The cost includes cost of land, related development costs common to whole project and direct building costs less cumulative amounts recognised as cost of sales in the profit or loss.

Property development costs of unsold unit is transferred to completed development unit once the property is completed.

Included in the property development costs of the Group are participation fee amounting to RM6,995,000 (2021: RM9,720,000) payable to the joint operator as disclosed in Note 26 to financial statements.

(b) Trading inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the first-in, first-out formula. The cost of raw materials comprises all costs of purchase, cost of conversion plus other costs incurred in bringing the inventories to their present location and condition. Cost of finished goods and work-in-progress included cost of raw materials, direct labour and other direct costs and an appropriate portion of production overheads based on normal operating capacity of the production facilities.

As at the end of each reporting period, the following are the amounts recognised in cost of sales:

	Group	
	2022 RM'000	2021 RM'000
Cost of inventories	16,846	2,325
Inventories written off	-	732
Reversal of inventories written down	-	(704)

In the previous financial year, the Group reversed RM703,572 in respect of inventories written down previously that was subsequently not required as the Group decided to write off the inventories due to cessation of business operation.

Notes to the Financial Statements (cont'd)

31 March 2022

12. CASH AND BANK BALANCES

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Cash and bank balances	21,355	14,889	7,889	8,197
Deposits with licensed banks	150	10,720	-	10,570
	21,505	25,609	7,889	18,767

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

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Ringgit Malaysia	21,480	25,609	7,889	18,767
United States Dollar	25	-	-	-
	21,505	25,609	7,889	18,767

(b) For the purpose of the statements of cash flows, cash and cash equivalents comprise the following as at the end of the reporting period:

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Cash and bank balances	21,355	14,889	7,889	8,197
Deposits with licensed banks	150	10,720	-	10,570
Bank overdrafts included in borrowings (Note 16)	(770)	-	-	-
As reported in statements of financial position	20,735	25,609	7,889	18,767
Less: Deposits with maturity of more than three (3) months	(150)	(150)	-	-
As reported in statements of cash flows	20,585	25,459	7,889	18,767

(c) No expected credit losses were recognised arising from the cash and bank balances and deposits with financial institutions because the probability of default by these financial institutions were negligible.

Notes to the Financial Statements (cont'd)

31 March 2022

12. CASH AND BANK BALANCES (CONT'D)

- (d) Weighted average effective interest rate of deposits with licensed banks of the Group and of the Company as at the end of each reporting period are as follows:

	Group		Company	
	2022	2021	2022	2021
Fixed rate	1.85%	1.51%	0%	1.50%

Sensitivity analysis for fixed rate cash and bank balances at the end of the reporting period is not presented as it is not affected by changes in interest rates.

13. ORDINARY SHARE CAPITAL

	Group and Company			
	2022		2021	
	Number of ordinary shares '000 unit	Amount RM'000	Number of ordinary shares '000 unit	Amount RM'000
Issued and fully paid with no par value:				
Balance as at 1 April 2021/2020	420,828	108,804	323,714	65,102
Issuance of ordinary shares	84,200	22,113	97,114	43,702
Conversion of RCPS	57,325	17,476	-	-
Balance as at 31 March	562,353	148,393	420,828	108,804

- (a) During the financial year, the issued and fully paid-up ordinary shares of the Company were increased from 420,828,432 to 562,353,272 by way of:
- (i) Allotment of 3,500,000 new ordinary shares at an issue price of RM0.30 each for cash;
 - (ii) Allotment of 80,700,000 new ordinary shares at an issue price of RM0.261 each for cash; and
 - (iii) Conversion of 57,324,840 Redeemable Convertible Preference Shares ("RCPS") into new ordinary shares.
- (b) In the previous financial year, the issued and fully paid-up ordinary shares of the Company was increased from 323,714,232 to 420,828,432 by way of allotment of 97,114,200 new ordinary shares at an issue price of RM0.45 each for cash.
- (c) The owners of the parent are entitled to receive dividends as and when declared by the Company and are entitled to one (1) vote per ordinary share at meetings of the Company. All ordinary shares rank pari passu with regard to the residual assets of the Company.

Notes to the Financial Statements (cont'd)

31 March 2022

14. REDEEMABLE CONVERTIBLE PREFERENCE SHARES ("RCPS")

	Group and Company			
	2022		2021	
	Number of RCPS '000 unit	Amount RM'000	Number of RCPS '000 unit	Amount RM'000
Issued and fully paid				
Balance as at 1 April 2021/2020	57,325	14,958	57,325	14,958
Conversion of RCPS	(57,325)	(14,958)	-	-
Balance as at 31 March	-	-	57,325	14,958

The carrying amount of the RCPS as at the end of reporting period:

Group and Company	2022 RM'000	2021 RM'000
Nominal value of RCPS issued	18,000	18,000
Less: Equity component	(14,958)	(14,958)
Liability component on initial recognition	3,042	3,042
Liability component:		
At 1 April 2021/1 April 2020	2,518	3,102
Converted into ordinary shares	(2,518)	0
Dividend payable	-	(720)
Unwinding of interest charged to profit or loss	-	136
At 31 March	-	2,518
Represented by:		
Non-current	-	1,947
Current	-	571
	-	2,518

On 10 March 2020, the date of issuance, RCPS are treated as a compound financial instrument based on the contractual terms of the RCPS. The financial liability component is determined as the present value of the future contractual cash flows, discounted at a market interest rate of interest for a similar liability that does not have an associated equity component. The interest expense is calculated using the effective interest method and recognised in profit or loss in each reporting period.

The equity component is calculated as the residual value, i.e. the difference between the proceeds from the issue of the RCPS less the financial liability component.

During the financial year, 57,324,840 RCPS were converted into 57,324,840 ordinary shares of the Company.

Notes to the Financial Statements (cont'd)

31 March 2022

14. REDEEMABLE CONVERTIBLE PREFERENCE SHARES ("RCPS") (CONT'D)

- (a) On 2 April 2019, Iconic Development Sdn. Bhd. ("IDSB"), Iconic Maison Sdn. Bhd. ("IMSB") and the Company entered into a Joint Venture Agreement ("Agreement") in connection with the development of the Iconic Point Project located at Simpang Ampat, Penang. In order to participate in the project, IMSB shall procure the Company to issue to IDSB 57,324,840 RCPS in the Company at an issue price of RM0.314 ("Issue Price") per RCPS.

Details of the Joint Venture Agreement is disclosed in Note 26 to the financial statements.

- (b) The salient terms of the RCPS are as follows:

- (i) Preferential dividends at the rate of 4% per annum based on Issue Price;
- (ii) the tenure of the RCPS is five (5) years from issuance date and including the issuance date. The maturity date is on the market day falling five (5) years from issuance date. If the maturity date is not a market day, then it shall fall on the market day immediately preceding the said non-market day;
- (iii) the RCPS shall be convertible at one (1) ordinary share for every one (1) RCPS held at the option of the holder, at any number and at any time after the issuance date and up to the maturity date without payment of consideration by the holder. Any RCPS not converted or redeemed prior to the maturity date shall be mandatorily converted into new ordinary shares of the Company on the maturity date. The holder will have the option to require the conversion of all or part of the RCPS it holds in exercising the conversion rights;
- (iv) subject to the Companies Act 2016, the RCPS are redeemable at the option of the issuer at the issue price each at any time after the issuance date and up to the maturity date. All RCPS which are redeemed or purchased by the issuer shall be cancelled immediately and cannot be resold;
- (v) the RCPS shall rank *pari passu* among themselves and shall rank as to dividends and payment of capital up to the amount specified above in priority to the existing ordinary shares of the Company;
- (vi) the new ordinary shares of the Company to be issued pursuant to the conversion of the RCPS, if any, shall rank *pari passu* in all respects with the existing ordinary shares of the Company save and except that such new ordinary shares of the Company shall not be entitled to any dividends, rights, allotments, and/or other distributions on or prior to the relevant date of allotment of the new ordinary shares of the Company;
- (vii) the holder shall have the right to receive notices, reports and audited financial statements and attend meetings of the issuer, but shall not be entitled to vote in person or by proxy or by attorney in a general meeting of the issuer except at such meeting in each of the following circumstances:
 - (aa) on a proposal to reduce the issuer's share capital;
 - (bb) on a proposal for the disposal of the whole of the issuer's property, business and undertaking;
 - (cc) on a proposal that affects the rights attached to the RCPS;
 - (dd) on a proposal to wind up the issuer; and
 - (ee) during the winding up of the issuer.

Whenever the holder has the right to vote at a general meeting, the holder has the same right to vote as the holder of one (1) ordinary share for each RCPS held.

Notes to the Financial Statements (cont'd)

31 March 2022

14. REDEEMABLE CONVERTIBLE PREFERENCE SHARES ("RCPS") (CONT'D)

- (b) The salient terms of the RCPS are as follows (cont'd)
- (viii) in the event of liquidation, dissolution or winding up of the issuer, proceeds from liquidation shall, after payment to creditors (secured and unsecured) and persons otherwise required by law to be paid in priority, be paid in the following order of priority:
- (aa) firstly, to the holder in respect of repayment of capital on each RCPS together with any arrears of any declared but unpaid dividends. If the issuer has insufficient assets to permit payment of the full amount, the assets shall be distributed to the holder equivalent to such amount that the holder would otherwise be entitled to receive; and
- (bb) secondly, the remaining assets shall be distributed rateably to all the holders of the ordinary shares of the Company in proportion to the amount that each such holder of the ordinary shares of the Company would otherwise be entitled to receive.
- (ix) the RCPS will not be listed and admitted to the Official List of Bursa Malaysia Securities Berhad. The new ordinary shares of the Company arising from the conversion of the RCPS will be listed and quoted on the Main Market of Bursa Malaysia Securities Berhad.
- (c) The following table set out the carrying amounts, the effective interest rate and the remaining maturities of the RCPS of the Group and the Company that were exposed to interest rate risk at the end of the previous reporting period:

	Effective	Within	One (1) to	Two (2) to	
Group and Company	interest	one (1)	two (2)	five (5)	Total
31 March 2021	rate (%)	year	years	years	RM'000
		RM'000	RM'000	RM'000	RM'000
Fixed rate	5.89	571	606	1,341	2,518

Sensitivity analysis for fixed rate of the RCPS at the end of the reporting period was not presented as it was not affected by changes in interest rates.

- (d) The table below summarised the maturity profile of the RCPS of the Group and of the Company at the end of the previous reporting period based on contractual undiscounted repayment obligations as follows:

	On demand	One (1) to	
Group and Company	or within	five (5)	Total
31 March 2021	one (1)	years	RM'000
	year		
	RM'000	RM'000	RM'000
RCPS	720	2,160	2,880

Notes to the Financial Statements (cont'd)

31 March 2022

15. RESERVES

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Non-distributable:				
Revaluation reserve	24,184	24,184	12,181	12,181
Capital reserve	1,582	1,582	-	-
	25,766	25,766	12,181	12,181
Distributable:				
Retained earnings/(Accumulated losses)	26,807	17,212	(2,986)	(1,647)
	52,573	42,978	9,195	10,534

(a) Revaluation reserve

Revaluation reserve represents the surplus arising on the revaluation of the freehold land, leasehold land and buildings of the Group and the Company.

(b) Capital reserve

Capital reserve represents post acquisition profits in subsidiaries utilised for the issue of bonus shares by certain subsidiaries.

16. BORROWINGS

	Group	
	2022	2021
	RM'000	RM'000
<u>Non-current</u>		
Secured		
Term loans	80,889	2,505
<u>Current</u>		
Secured		
Bankers' acceptances	5,572	-
Bank overdrafts	770	-
Term loans	10,063	417
	16,405	417

Notes to the Financial Statements (cont'd)

31 March 2022

16. BORROWINGS (CONT'D)

	Group	
	2022	2021
	RM'000	RM'000
Total borrowings		
Bankers' acceptances	5,572	-
Bank overdrafts	770	-
Term loans	90,952	2,922
	97,294	2,922

- (a) Borrowings are classified as financial liabilities measured at amortised cost.
- (b) Borrowings are denominated in RM.
- (c) The borrowings are secured by the following:
- (i) legal charge over certain freehold land, leasehold land and buildings of the Group as disclosed in Notes 5(e) and 6(g) to the financial statements respectively;
 - (ii) a legal assignment of rental proceeds;
 - (iii) corporate guarantee by the Company; and
 - (iv) joint and several guarantee by a Director of the Company.
- (d) Fair value of the borrowings of the Group is categorised as Level 2 in the fair value hierarchy. There is no transfer between levels in the hierarchy during the financial year. The carrying amount of borrowings are a reasonable approximation of fair value due to they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.
- (e) Effective interest rates of borrowings of the Group as at the end of each reporting period are as follows:

	Group	
	2022	2021
Fixed rate		
Bankers' acceptances	2.07%	0.00%
Floating rates		
Bank overdrafts	6.45%	0.00%
Term loans	3.79%	5.64%

A sensitivity analysis has been performed based on the outstanding floating rate bank borrowings of the Group as at 31 March 2022 and 31 March 2021. If interest rates were to increase or decrease by 50 basis points with all other variables held constant, the profit after tax of the Group would decrease or increase by RM348,543 (2021: RM11,101), as a result of higher or lower interest expense on this borrowings.

Notes to the Financial Statements (cont'd)

31 March 2022

16. BORROWINGS (CONT'D)

(f) The maturity of the borrowings are as follows:

	Group	
	2022	2021
	RM'000	RM'000
Not later than one (1) year	16,405	417
Later than one (1) year and not later than two (2) years	12,006	440
Later than two (2) years and not later than three (3) years	12,030	466
Later than three (3) years and not later than four (4) years	12,055	493
Later than four (4) years and not later than five (5) years	12,064	521
Later than five (5) years	32,734	585
	97,294	2,922

(g) The maturity profile of borrowings at the end of the reporting period based on contractual undiscounted repayment obligations is summarised in the table below:

	On demand or within one (1) year RM'000	One (1) to five (5) years RM'000	More than five (5) years RM'000	Total RM'000
Group				
As at 31 March 2022				
Borrowings	19,703	56,821	35,336	111,860
As at 31 March 2021				
Borrowings	566	2,266	600	3,432

17. DEFERRED TAX LIABILITIES

Group	Property, plant and equipment RM'000	Investment properties RM'000	Revaluation of land and buildings RM'000	Total RM'000
Balance as at 1 April 2021	-	67	4,091	4,158
Recognised in profit or loss (Note 24)	1,254	-	(52)	1,202
Balance as at 31 March 2022	1,254	67	4,039	5,360
Balance as at 1 April 2020	125	67	4,231	4,423
Recognised in profit or loss (Note 24)	(125)	-	(140)	(265)
Balance as at 31 March 2021	-	67	4,091	4,158

Notes to the Financial Statements (cont'd)

31 March 2022

17. DEFERRED TAX LIABILITIES (CONT'D)

Company	Investment properties RM'000	Revaluation of land and buildings RM'000	Total RM'000
Balance as at 1 April 2021	67	966	1,033
Recognised in profit or loss (Note 24)	-	(3)	(3)
Balance as at 31 March 2022	67	963	1,030
Balance as at 1 April 2020	67	969	1,036
Recognised in profit or loss (Note 24)	-	(3)	(3)
Balance as at 31 March 2021	67	966	1,033

18. TRADE AND OTHER PAYABLES

	Group		Company	
	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Trade payables				
Third parties	5,777	253	-	-
Other payables				
Third parties	9,274	843	85	90
Amounts owing to subsidiaries	-	-	1,289	2,334
Amount owing to a related party	1,392	1	-	-
Amount owing to a joint operator	21,342	10,682	-	-
Deposits received	60	80	59	59
Accruals	4,963	1,430	975	1,057
	37,031	13,036	2,408	3,540
Total trade and other payables	42,808	13,289	2,408	3,540

(a) Trade and other payables are classified as financial liabilities measured at amortised cost.

Notes to the Financial Statements (cont'd)

31 March 2022

18. TRADE AND OTHER PAYABLES (CONT'D)

(b) The currency exposure profile of trade and other payables is as follows:

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Ringgit Malaysia	41,209	13,289	2,408	3,540
United States Dollar	1,599	-	-	-
	<u>42,808</u>	<u>13,289</u>	<u>2,408</u>	<u>3,540</u>

- (c) Trade payables are non-interest bearing and the normal trade credit terms granted to the Group are 90 days (2021: cash terms to 90 days).
- (d) Amounts owing to subsidiaries, a related party and a joint operator are unsecured, non-interest bearing and repayable within the next twelve (12) months or upon demand in cash and cash equivalents.
- (e) The maturity profile of the trade and other payables of the Group and of the Company at the end of the reporting date based on contractual undiscounted repayment obligations is repayable on demand or within one (1) year.

19. CAPITAL COMMITMENT

	Group	
	2022	2021
	RM'000	RM'000
Capital expenditure in respect of purchase of property, plant and equipment		
- contracted but not provided for	<u>24,915</u>	<u>128,935</u>

20. CONTINGENT LIABILITIES

	Company	
	2022	2021
	RM'000	RM'000
<i>Unsecured</i>		
Corporate guarantee given to financial institution for credit facilities granted to subsidiaries	<u>97,294</u>	<u>2,922</u>

Notes to the Financial Statements (cont'd)

31 March 2022

20. CONTINGENT LIABILITIES (CONT'D)

The corporate guarantee is given to financial institution as one of the securities in relation to banking facility granted to the subsidiaries.

The Group designates corporate guarantee given to bank for credit facility granted to subsidiaries as insurance contract as defined in MFRS 4 *Insurance Contracts*. The Group recognises this insurance contract as recognised insurance liability when there is a present obligation, legal or constructive, as a result of a past event, when it is probable that an outflow of resources embodying economic benefits would be required to settle the obligation and a reliable estimate can be made of the amount of obligation.

The Directors are of the view that the chances of the financial institution to call upon the corporate guarantee is remote. Accordingly, the Directors have estimated the financial impact of the guarantee as at 31 March 2022 to be insignificant.

21. REVENUE

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Revenue from contracts with customers:				
Property development	36,904	39,333	-	-
Sale of goods	68,045	7,412	-	-
Services rendered	1,947	1,935	-	-
	106,896	48,680	-	-
Other revenue:				
Rental income from investment properties	243	487	603	577
	107,139	49,167	603	577

Notes to the Financial Statements (cont'd)

31 March 2022

21. REVENUE (CONT'D)

Disaggregation of revenue from contracts with customers

Revenue from contracts with customers of the Group and of the Company are derived from Malaysia and disaggregated in the table below by timing of revenue recognition.

	Property development	Sale of goods	Services rendered	Total
Group	RM'000	RM'000	RM'000	RM'000

Timing of revenue recognition:

31 March 2022

Transferred over time	36,904	-	-	36,904
Transferred at a point in time	-	68,045	1,947	69,992
Revenue from external customers	36,904	68,045	1,947	106,896

31 March 2021

Transferred over time	39,333	-	-	39,333
Transferred at a point in time	-	7,412	1,935	9,347
Revenue from external customers	39,333	7,412	1,935	48,680

(a) Revenue from property development

Contracts with customers include multiple promises to customers and therefore accounted for as separate performance obligations. In this case, the transaction price will be allocated to each performance obligation based on the stand-alone selling prices. When these are not directly observable, they are estimated based on expected cost plus margin.

Revenue from property development is measured at the fixed transaction price agreed under the agreement.

Revenue is recognised as and when control of the asset is transferred to the customer and it is probable that the Group would collect the consideration to which it will be entitled in exchange for the asset that would be transferred to the customer. Depending on the terms of the contract and the laws that apply to the contract, control of the asset may transfer over time or at a point in time. Control of the asset is transferred over time if the performance of the Group does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

The Group recognises revenue over time using output method, which based on contract work certified to date over estimated total contract sum. The output method recognises revenue on the basis of direct measurements of value of the work performed to-date relative to the remaining work promised under the contract.

Significant judgement is required in estimating the progress towards complete satisfaction of performance obligations. In making these judgements, the Group evaluates by relying on the work of specialists.

Notes to the Financial Statements (cont'd)

31 March 2022

21. REVENUE (CONT'D)

(b) Sale of goods and services rendered

Revenue from sale of goods and services rendered is recognised at a point in time when the goods have been transferred or the services have been rendered to the customer and coincide with the delivery of goods and services and acceptance by customers.

There is no right of return provided to the customers on the sale of goods and services rendered.

There is no significant financing component in the revenue arising from sale of goods and services rendered as the sales or services are made on the normal credit terms not exceeding twelve (12) months.

(c) Rental income from investment properties

Rental income from investment properties is recognised on a straight-line basis over the lease term of an ongoing lease.

22. EMPLOYEE BENEFITS

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Directors' fee	288	282	288	282
Wages, salaries and bonuses	12,557	3,300	198	190
Contributions to defined contribution plans	1,226	324	19	23
Other benefits	1,579	332	8	5
	15,650	4,238	513	500

Included in the employee benefits of the Group and of the Company are Executive Directors' remuneration amounting to RM1,101,927 and RM288,000 (2021: RM914,466 and RM282,000) respectively.

Notes to the Financial Statements (cont'd)

31 March 2022

23. PROFIT BEFORE TAX

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Profit before tax is arrived at after charging:				
Auditors' remuneration	172	153	83	76
Bad debts written off	-	-	-	375
Depreciation of property, plant and equipment	5,280	586	57	61
Depreciation of right-of-use assets	414	282	-	-
Directors' remuneration	1,102	914	288	282
Impairment losses on trade and other receivables	201	8	1,980	11,419
Inventories written off	-	732	-	-
Interest expense:				
- bankers' acceptances	62	-	-	-
- lease liabilities	18	15	-	-
- RCPS	-	136	-	136
- term loan	1,890	182	-	-
- overdrafts	1	-	-	-
Loss on disposal of investment properties	-	-	-	4
Property, plant and equipment written off	169	-	-	-
and crediting:				
Interest income	29	499	1,532	492
Realised gain on foreign exchange	50	-	-	-
Reversal of impairment losses:				
- investments in subsidiaries	-	-	-	18,550
- other receivables	-	-	129	348
Reversal of inventories written down	-	704	-	-
Unrealised gain on foreign exchange	6	-	-	-

Interest income

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

Notes to the Financial Statements (cont'd)

31 March 2022

24. TAXATION

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Current tax expense based on profit for the financial year	1,530	2	-	-
Real property gain tax	-	20	-	20
Overprovision of tax in prior years	(26)	(74)	-	(74)
	<u>1,504</u>	<u>(52)</u>	<u>-</u>	<u>(54)</u>
Deferred tax (Note 17):				
- crystallisation of deferred tax liability on revaluation surplus	(52)	(141)	(3)	(3)
- relating to origination and reversal of temporary differences	788	-	-	-
- under/(over)provision in prior years	466	(124)	-	-
	<u>1,202</u>	<u>(265)</u>	<u>(3)</u>	<u>(3)</u>
	<u>2,706</u>	<u>(317)</u>	<u>(3)</u>	<u>(57)</u>

- (a) The Malaysian income tax is calculated at the statutory tax rate of 24% (2021: 24%) of the estimated taxable profits for the fiscal year.
- (b) The numerical reconciliation between the taxation and the product of accounting profit multiplied by the applicable tax rate of the Group and of the Company are as follows:

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Profit/(loss) before tax	<u>12,299</u>	<u>8,520</u>	<u>(1,342)</u>	<u>5,190</u>
Tax at the applicable tax rate of 24% (2021: 24%)	2,952	2,045	(322)	1,246
Tax effects in respect of:				
Non-allowable expenses	884	1,003	607	3,388
Non-taxable income	(13)	(189)	(31)	(4,556)
Utilisation of previously unrecognised deferred tax assets	(1,591)	(2,932)	(254)	(78)
Deferred tax assets not recognised during the financial year	86	75	-	-
Annual crystallisation of deferred tax on revaluation surplus	(52)	(141)	(3)	(3)
Real property gain tax	-	20	-	20
Overprovision of tax expense in prior years	(26)	(74)	-	(74)
Under/(Over)provision of deferred tax in prior years	466	(124)	-	-
Taxation for the financial year	<u>2,706</u>	<u>(317)</u>	<u>(3)</u>	<u>(57)</u>

Notes to the Financial Statements (cont'd)

31 March 2022

24. TAXATION (CONT'D)

- (c) The estimated amount of net deferred tax assets, which are not recognised in the financial statements are as follows:

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Unabsorbed capital allowances	15,787	15,825	1,140	1,132
Unutilised tax losses				
- expires by 31 March 2028	21,563	27,861	877	1,940
- expires by 31 March 2029	1,710	1,912	-	-
- expires by 31 March 2030	18	18	-	-
- expires by 31 March 2031	232	232	-	-
- expires by 31 March 2032	268	-	-	-
	39,578	45,848	2,017	3,072

Deferred tax assets have not been recognised in respect of these items as it is not probable that taxable profits of Group and of the Company would be available against which the deductible temporary differences could be utilised.

The amount and availability of these items to be carried forward up to the periods as disclosed above are subject to the agreement of the respective local tax authorities.

With effect from 1 January 2022, any unused tax losses shall be deductible for a maximum period of ten consecutive years of assessment immediately following that year of assessment. Any amount which is not deducted at the end of period of ten years of assessment shall be disregarded.

25. EARNINGS PER ORDINARY SHARE

- (a) Basic

Basic earnings per ordinary share for the financial year is calculated by dividing the profit for the financial year attributable to owners of the parent by the weighted average number of ordinary shares outstanding during the financial year.

	Group	
	2022	2021
Profit attributable to owners of the parent (RM'000)	9,595	8,839
Weighted average number of ordinary shares in issue ('000 unit)	440,948	361,496
Basic earnings per ordinary share (sen)	2.18	2.45

Notes to the Financial Statements (cont'd)

31 March 2022

25. EARNINGS PER ORDINARY SHARE (CONT'D)

(b) Diluted

Diluted earnings per ordinary share for the financial year is calculated by dividing the profit for the financial year attributable to owners of the parent by the weighted average number of ordinary shares outstanding during the financial year adjusted for the effects of dilutive potential ordinary shares. The adjusted weighted average number of ordinary shares in issue and issuable has been arrived at based on the assumption that full conversion of the remaining Redeemable Convertible Preference Shares ("RCPS") in issue in to ordinary shares as at the end of the previous reporting period.

	Group	
	2022	2021
Profit attributable to owners of the parent (RM'000)	9,595	8,839
Effects on earnings upon conversion of RCPS (RM'000)	-	136
	9,595	8,975
Weighted average number of ordinary shares in issue ('000 unit)	440,948	361,496
Effect of dilution from the full conversion of the remaining RCPS in issue ('000 unit)	-	57,325
Adjusted weighted average number of ordinary shares applicable to diluted earnings per share ('000 unit)	440,948	418,821
Diluted earnings per ordinary share (sen)	2.18	2.14

26. JOINT OPERATION

Joint venture agreement dated 2 April 2019 has been entered between Iconic Maison Sdn. Bhd., a wholly-owned subsidiary of the Company and Iconic Development Sdn. Bhd. ("IDSB") ("Joint Venture Agreement") in relation to the mixed development project comprising 48 units of 3-storey semi-detached shop office, 1 unit of 3-storey detached shop office, a 4-storey 48 rooms budget hotel and 3 units of 2-storey detached shop (collectively known as "Iconic Point" or "Development Project") on a piece of freehold land held under Lot No. 458, Mukim 14, Daerah Seberang Perai Selatan, Pulau Pinang held under Geran Mukim 85 ("Development Land") ("Proposed Joint Venture"). The Group has a 65% interest in the joint operation.

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

In order to participate in the development of Iconic Point project, the Group paid an amount of RM6,995,000 (2021: RM9,720,000) to IDSB which is included in property development costs as disclosed in Note 11 to financial statements. The 35% of profit sharing which is due to the joint operator is disclosed in Note 18 to financial statements.

The Group recognises its direct right and share of any revenues and expenses of the joint operation in accordance with the MFRS applicable to the respective revenues and expenses.

Notes to the Financial Statements (cont'd)

31 March 2022

27. RELATED PARTY DISCLOSURES

(a) Identities of related parties

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

The Company has controlling related party relationship with its direct and indirect subsidiaries. Related parties of the Group include:

- (i) Direct and indirect subsidiaries as disclosed in Note 8 to the financial statements;
- (ii) Associate as disclosed in Note 9 to the financial statements;
- (iii) Key management personnel, which comprises persons (including the Directors of the Company) having authority and responsibility for planning, directing and controlling the activities of the Group directly or indirectly; and
- (iv) Other related parties as follows:

Name of related party	Relationship
Lucky 888 Sdn. Bhd.	Company in which certain Directors of the Company has substantial financial interests
Iconic Development Sdn. Bhd.	Company in which a Director of the Company has substantial financial interests.
Iconic Construction Sdn. Bhd.	Company in which a Director of the Company has substantial financial interests.

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

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
With subsidiaries				
Rental income	-	-	360	90
Disposal of investment properties	-	-	-	656
Interest income	-	-	1,509	-
With related parties				
Sale of goods	848	801	-	-
Construction costs	21,837	17,952	-	-
Hotel management fees	1,947	1,934	-	-

Notes to the Financial Statements (cont'd)

31 March 2022

27. RELATED PARTY DISCLOSURES (CONT'D)

(b) (cont'd)

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

Balances with subsidiaries and related parties at the end of the financial year are disclosed in Notes 10 and 18 to the financial statements respectively.

(c) Compensation of key management personnel

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

There are no other key management personnel having the authority and responsibility for planning, directing and controlling the activities of the Group other than the Directors.

The remuneration of Directors during the financial year was as follows:

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Short term employee benefits	1,015	847	288	282
Contributions to defined contribution plans	87	67	-	-
	<u>1,102</u>	<u>914</u>	<u>288</u>	<u>282</u>

28. CAPITAL AND FINANCIAL RISK MANAGEMENT

(a) Capital management

The primary objective of the capital management of the Group is to ensure that entities of the Group would be able to continue as going concerns whilst maximising return to shareholders through the optimisation of the debt and equity ratios. The overall strategy of the Group remains unchanged from that in the previous financial year.

The Group manages its capital structure and makes adjustments to it in response to changes in economic conditions. In order to maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the financial years ended 31 March 2022 and 31 March 2021.

The Group monitors capital using a gearing ratio, which is net debt divided by total equity attributable to owners of the parent. Net debt are calculated as total borrowings, lease liabilities and Redeemable Convertible Preference Shares ("RCPS") net of cash and bank balances.

Notes to the Financial Statements (cont'd)

31 March 2022

28. CAPITAL AND FINANCIAL RISK MANAGEMENT (CONT'D)

(a) Capital management (cont'd)

	Group		Company	
	2022	2021	2022	2021
	RM'000	RM'000	RM'000	RM'000
Borrowings	97,294	2,922	-	-
Lease liabilities	323	244	-	-
RCPS	-	2,518	-	2,518
Less:				
Cash and bank balances	(21,505)	(25,609)	(7,889)	(18,767)
Net debt/(cash)	76,112	(19,925)	(7,889)	(16,249)
Total capital	200,966	166,740	157,588	134,296
Net debt/(cash)	76,112	(19,925)	(7,889)	(16,249)
Equity	277,078	146,815	149,699	118,047
Capital gearing ratio	27%	*	*	*

* Capital gearing ratio is not presented as the Group and the Company are in net cash position.

Pursuant to the requirements of Practice Note No. 17/2005 of the Bursa Malaysia Securities, the Group is required to maintain a consolidated shareholders' equity of more than the twenty-five percent (25%) of the issued and paid-up capital (excluding treasury shares) and such shareholders' equity of more than RM40.0 million. The Company has complied with this requirement for the financial year ended 31 March 2022.

The Group is not subject to any other externally imposed capital requirements.

(b) Financial risk management

The financial risk management objective of the Group is to optimise value creation for shareholders whilst minimising the potential adverse impact arising from the unpredictability of the financial markets.

The Group operates within an established risk management framework and clearly defined guidelines that are regularly reviewed by the Board of Directors and does not trade in derivative financial instruments. Financial risk management is carried out through internal control systems, insurance programmes and adherence to the Group financial risk management policies. The Group is exposed mainly to credit risk, liquidity and cash flow risk, interest rate risk and foreign currency risk. Information on the management of the related exposures is detailed below.

Notes to the Financial Statements (cont'd)

31 March 2022

28. CAPITAL AND FINANCIAL RISK MANAGEMENT (CONT'D)

(b) Financial risk management (cont'd)

(i) Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The exposure of the Group to credit risk arises primarily from trade receivables. For other financial assets, cash and bank balances, the Group minimises credit risk by dealing exclusively with high credit rating counterparties.

The objective of the Group is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. Credit risk in the property development activity is negligible as sales are primarily to purchasers who obtain financing from financial institutions. As such, majority of the credit risk has been effectively transferred to the financial institutions as provided for in the sales and purchase agreements. For those sales on cash basis, which only forms an insignificant portion of sales amount, credit risk is also negligible as titles will only be surrendered after full payments have been made. This is the normal industry practice currently.

For the manufacturing activity, the trading terms of the Group with its customers are mainly on credit. The credit period is generally for a period of thirty (30) days, extending up to ninety (90) days for major customers. Each customer has a maximum credit limit and the Group seeks to maintain strict control over its outstanding receivables to minimise credit risk. Overdue balances are reviewed regularly by senior management.

The credit risk concentration profile has been disclosed in Note 10 to the financial statements.

(ii) Liquidity and cash flow risk

Liquidity and cash flow risks are the risks that the Group and the Company will not be able to meet their financial obligations when they fall due. The exposure of the Group and of the Company to liquidity risk arises principally from their various payables, borrowings and lease liabilities.

The Group practices prudent risk management to minimise the mismatch of financial assets and liabilities whilst maintaining sufficient cash and the availability of funding through certain committed credit facilities.

Owing to the nature of its businesses, the Group and the Company always maintain sufficient credit lines available to meet their liquidity requirements while ensuring an effective working capital management within the Group and the Company.

The analysis of financial instruments by remaining contractual maturities has been disclosed in Notes 6, 14, 16 and 18 to the financial statements respectively.

(iii) Interest rate risk

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

The primary interest rate risk of the Group and of the Company relates to interest-earning deposits and interest-bearing borrowings from financial institutions and amount owing by a subsidiary.

Notes to the Financial Statements (cont'd)

31 March 2022

28. CAPITAL AND FINANCIAL RISK MANAGEMENT (CONT'D)

(b) Financial risk management (cont'd)

(iii) Interest rate risk (cont'd)

The Group borrows at both, floating and fixed rates of interest to generate the desired interest profile and to manage the exposures of the Group to interest rate fluctuations.

As at the end of the reporting period, the Group and the Company do not engage any interest hedging instruments in respect of such interest rate fluctuations.

The interest rate profile and sensitivity analysis of interest rate risk have been disclosed in Notes 10, 12, 14 and 16 to the financial statements respectively.

(iv) Foreign currency risk

The Group is not significantly exposed to foreign currency risk as the majority of the transactions of the Group, assets and liabilities are denominated in Ringgit Malaysia ("RM"). The currency giving rise to this risk is primarily United States Dollar ("USD"). Foreign currency exposures in transactional currencies other than functional currency of the Group are kept to an acceptable level.

The foreign currency exposure profile has been disclosed in Notes 10, 12 and 18 to the financial statements respectively.

The following table demonstrates the sensitivity of the profit net of tax of the Group to a reasonably possible change in the foreign exchange rates against the functional currency of the Group, with all other variables held constant.

	Group	
	2022	2021
	RM'000	RM'000
Profit after taxation		
USD/RM		
- strengthen 3.0% (2021: Nil)	35	-
- weaken 3.0% (2021: Nil)	(35)	-

Notes to the Financial Statements (cont'd)

31 March 2022

29. SIGNIFICANT EVENT DURING THE FINANCIAL YEAR

The World Health Organisation declared the novel coronavirus ('COVID-19') a global pandemic on 11 March 2020. The Government of Malaysia imposed the Movement Control Order ('MCO') on 18 March 2020 and has entered into the various phases of the MCO, followed by the announcement of the National Recovery Plan ('NRP') in June 2021, which details a roadmap to control the COVID-19 pandemic while progressively reopening society and the economic sectors towards the new normal under four progressive phases. Subsequently, in March 2022, the Government of Malaysia announced that Malaysia will enter the "Transition to Endemic" phase of COVID-19 and reopen its borders from 1 April 2022.

Consequently, effective from 1 April 2022, the restrictions on business operating hours and the capacity limit imposed on the number of employees allowed in the workplace based on the employees' vaccination status are removed.

The implementation of the MCO/NRP and the COVID-19 pandemic have not resulted in any material impact to the Group's business and operations. The Group was able to operate during the MCO/NRP period upon obtaining approval from Ministry of International Trade and Industry ('MITI'). It had also not negatively impacted the liquidity position of the Group. In addition, the Group had not observed any material impairments of the assets or a significant change in the fair value of assets due to the COVID-19 pandemic.

Based on the assessment and information available at the date of authorisation of the financial statements, the Group has sufficient cash flows and undrawn banking facilities to meet its liquidity needs in the next twelve (12) months after the end of the reporting period. The Group does not anticipate significant supply disruptions and would continue to monitor its fund and operational needs.

30. ADOPTION OF NEW MFRSs AND AMENDMENTS TO MFRSs

30.1 New MFRSs adopted during the current financial year

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

Title	Effective Date
<i>Interest Rate Benchmark Reform - Phase 2 (Amendments to MFRS 9, MFRS 139, MFRS 7, MFRS 4 and MFRS 16)</i>	1 January 2021
<i>Covid-19-Related Rent Concessions beyond 30 June 2021 (Amendment to MFRS 16 Leases)</i>	1 April 2021

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

Notes to the Financial Statements (cont'd)

31 March 2022

30. ADOPTION OF NEW MFRSs AND AMENDMENTS TO MFRSs (CONT'D)

30.2 New MFRSs that have been issued, but only effective for annual periods beginning on or after 1 January 2022

Title	Effective Date
<i>Annual Improvements to MFRS Standards 2018 - 2020</i>	1 January 2022
<i>Amendments to MFRS 3 Reference to the Conceptual Framework</i>	1 January 2022
<i>Amendments to MFRS 116 Property, Plant and Equipment - Proceeds before Intended Use</i>	1 January 2022
<i>Amendments to MFRS 137 Onerous Contracts - Cost of Fulfilling a Contract</i>	1 January 2022
<i>MFRS 17 Insurance Contracts</i>	1 January 2023
<i>Amendments to MFRS 17 Insurance Contracts</i>	1 January 2023
<i>Amendment to MFRS 17 Initial Application of MFRS 17 and MFRS 9 - Comparative Information</i>	1 January 2023
<i>Amendments to MFRS 101 Classification of Liabilities as Current or Non-current</i>	1 January 2023
<i>Amendments to MFRS 101 Disclosure of Accounting Policies</i>	1 January 2023
<i>Amendments to MFRS 108 Definition of Accounting Estimates</i>	1 January 2023
<i>Amendments to MFRS 112 Deferred Tax related to Assets and Liabilities arising from a Single Transaction</i>	1 January 2023
<i>Amendments to MFRS 10 and MFRS 128 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i>	Deferred

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

Shareholding Statistics

As At 30 June 2022

SHARE CAPITAL

Total number of issued shares	:	562,353,272
Class of Shares	:	Ordinary shares
Voting Rights	:	One vote per ordinary share

SUBSTANTIAL SHAREHOLDERS

In accordance with the Register of Substantial Shareholders, the Substantial Shareholders and their shareholdings as at 30 June 2022 are as follows:-

Name of Substantial Shareholders	Direct		Indirect	
	No of shares	%	No of shares	%
Dato' Seri Tan Kean Tet	52,639,154	9.361	94,133,240*	16.739
Tan Cho Chia	1,300,000	0.231	36,808,400**	6.545
Modern Rewards Sdn Bhd	57,324,840	10.194	-	-

* Deemed interested by virtue of his shareholding in Legacy 888 Sdn Bhd, Modern Rewards Sdn Bhd and a joint account via Citigroup Nominees (Tempatan) Sdn Bhd Exempt AN for Bank of Singapore Limited (Local) pursuant to Section 8 of the Companies Act 2016.

** Deemed interested by virtue of his shareholding in Legacy 888 Sdn Bhd and a joint account via Citigroup Nominees (Tempatan) Sdn Bhd Exempt AN for Bank of Singapore Limited (Local) pursuant to Section 8 of the Companies Act 2016.

DIRECTORS' SHAREHOLDINGS

In accordance with the Register of Directors' Shareholdings, the Directors and their shareholdings as at 30 June 2022 are as follows:-

Name of Directors	Direct		Indirect	
	No. of shares	%	No. of shares	%
Dato' Seri Tan Kean Tet	52,639,154	9.361	94,133,240*	16.739
Tan Cho Chia	1,300,000	0.231	36,808,400**	6.545
Tan Seok Ying	-	-	-	-
Jason Chung Wei Chiun	-	-	-	-
Dato' Ir Zainurin bin Karman	-	-	-	-
Lim Thian Loong	-	-	-	-
Leow Chan Kiang	-	-	-	-
Ong Lay See	-	-	-	-

* Deemed interested by virtue of his shareholding in Legacy 888 Sdn Bhd, Modern Rewards Sdn Bhd and a joint account via Citigroup Nominees (Tempatan) Sdn Bhd Exempt AN for Bank of Singapore Limited (Local) pursuant to Section 8 of the Companies Act 2016.

** Deemed interested by virtue of his shareholding in Legacy 888 Sdn Bhd and a joint account via Citigroup Nominees (Tempatan) Sdn Bhd Exempt AN for Bank of Singapore Limited (Local) pursuant to Section 8 of the Companies Act 2016.

Shareholding Statistics (cont'd)

As At 30 June 2022

ANALYSIS BY SIZE OF HOLDINGS

Size of Holdings	No. of Holders	%	No. of Shares	%
1 – 99	16	0.171	274	0.000
100 – 1,000	1,259	13.459	1,015,003	0.180
1,001 – 10,000	4,526	48.385	25,583,220	4.549
10,001 – 100,000	3,022	32.307	106,359,981	18.913
100,001 – 28,117,662*	529	5.655	343,231,854	61.034
28,117,662 and Above**	2	0.021	86,162,940	15.321
TOTAL :	9,354	100.000	562,353,272	100.000

* Less than 5% of issued shares

** 5% and above of issued shares

LIST OF TOP THIRTY (30) HOLDERS

(Without aggregating Securities from different securities accounts belonging to the same registered holder)

No.	Name	Holdings	%
1	MODERN REWARDS SDN BHD	57,324,840	10.193
2	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR BANK OF SINGAPORE LIMITED (LOCAL)	28,838,100	5.128
3	M & A NOMINEE (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT MAJESTIC SALUTE SDN BHD FOR CHAN YOK PENG	22,700,000	4.036
4	TAN KEAN TET	22,637,384	4.025
5	TAN KEAN TET	15,156,770	2.695
6	CHEW SENG TOOI	15,091,100	2.683
7	MAKISA RIA SDN BHD	10,850,000	1.929
8	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR WANG LING LING (E-BMM/SAT)	8,612,900	1.531
9	LEGACY 888 SDN BHD	7,970,300	1.417
10	TAN KEAN TET	7,845,000	1.395
11	AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TAN KEAN TET	7,000,000	1.244
12	EVERGREEN CITY HOLDINGS SDN BHD	5,309,200	0.944
13	CHANG CHEE CHYUN	5,237,100	0.931
14	LAI CHOON SEANG	4,782,400	0.850

Shareholding Statistics (cont'd)

As At 30 June 2022

LIST OF TOP 30 HOLDERS (CONT'D)

(Without aggregating securities from different securities accounts belonging to the same registered holder)

No.	Name	Holdings	%
15	KENANGA NOMINEES (TEMPATAN) SDN BHD RAKUTEN TRADE SDN BHD FOR LIM LEIN SIM	4,000,000	0.711
16	CHANG CHOON FOOI	3,850,000	0.684
17	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR GOH WEI CHUAN (E-BMM/SAT)	3,735,500	0.664
18	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHANG CHEE ANG (E-TSA/UTM)	3,710,600	0.659
19	M & A NOMINEE (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT MAJESTIC SALUTE SDN BHD FOR YAHYA BIN RAZALI	3,500,000	0.622
20	KHOO BENG CHUAN	3,300,000	0.586
21	LIEW FOOK MENG	3,194,400	0.568
22	LOW BOK SANG	3,100,000	0.551
23	EVERGREEN 2000 SDN BHD	2,828,000	0.502
24	M & A NOMINEE (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TAN LEE BENG (PNG)	2,700,000	0.480
25	CGS-CIMB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR KHOO BENG CHUAN (PENANG-CL)	2,200,000	0.391
26	TAN KONG LAI	2,200,000	0.391
27	M & A NOMINEE (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR GRACE CHEAH YEONG SEN (PNG)	2,100,000	0.373
28	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHEW SENG TOOI (E-BMM)	2,000,000	0.355
29	AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LAI CHOON SEANG	1,854,600	0.329
30	TAN JIUNN YIN	1,680,000	0.298
TOTAL		265,308,194	47.178

Particulars of Properties Held

Summary of landed properties owned as at 31 March 2022.

Owner	Location	Tenure	Existing Use	Land area Sq.ft.	Approx. age of building (Years)	Carrying Amount as at 31.3.22 RM'000	Last Revaluation
Iconic Worldwide Berhad ("IWB")	Lot 1620 Mukim 6 Seberang Prai Tengah, Pulau Pinang	Freehold	4 storey office building; 1 storey workshop	84,419	43	11,731	2020
					43	720	2020
IWB	Part of Lot 3423 Mukim 6 Seberang Prai Tengah, Pulau Pinang	Freehold	Vacant land	45,871	N/A	3,091	2021
IWB	Lot 1590, 1595 & 1598 Mukim 17 Sg. Lembu Seberang Prai Tengah, Pulau Pinang	Freehold	Vacant land	441,263	N/A	5,050	2020
IWB	Lot 739 Section 16 Georgetown, Daerah Timur-Laut, Pulau Pinang	Freehold	2 storey shophouse	2,292	>50	2,680	2021
Iconic (Sabah) Sdn Bhd	Lot 451 Mukim 17 Sg Lembu Seberang Prai Tengah, Pulau Pinang	Freehold	Vacant land	795,231	N/A	4,200	2020
Iconic Hotel Management Sdn Bhd	H.S.(D) 51225-51238 & 51264-51276 Mukim Kulai, Daerah Kulaijaya, Johor	Freehold	14 lots of vacant land; 13 units of 3 storey shop offices	22,255	N/A	2,000	2020
				22,529	11	10,728	2020
Nouvelle Hotel Sdn Bhd	Lot 6057 to Lot 6080 Mukim Pasir Panjang Port Dickson, Negeri Sembilan	Freehold	24 lots of vacant land	51,817	N/A	3,000	2020

Particulars of Properties Held (cont'd)

Summary of landed properties owned as at 31 March 2022. (cont'd)

Owner	Location	Tenure	Existing Use	Land area Sq.ft.	Approx. age of building (Years)	Carrying Amount as at 31.3.22 RM'000	Last Revaluation
Sanbumi Capital Sdn Bhd	Plot No.1A, Lot 20120, Mukim 13, Daerah Timur-Laut, Pulau Pinang	Freehold	3 storey semi-detached house	3,218	8	1,778	2020
Iconic Maison Sdn Bhd	Part of Lot 3423 Mukim 6 Seberang Prai Tengah, Pulau Pinang	Freehold	Vacant land	9,786	N/A	659	2021
Nouvelle Restaurant Sdn Bhd	Lot 61352, 61353 & 62417, Mukim Durian Tunggal, Daerah Alor Gajah, Melaka	Leasehold (to expire in 2094)	Vacant land	728,781	N/A	10,464	2020
Iconic Medicare Sdn Bhd	Plot P340(c) Batu Kawan Industrial Park.	Leasehold (60 years upon issue of State Lease)	Factory building	240,926	1	76,137	2021

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ICONIC WORLDWIDE BERHAD
(196901000067) (8386-P)
(Incorporated in Malaysia)

Proxy Form

CDS Account No.
No. of shares held

I/We _____ Tel: _____
[Full name in block, NRIC/Passport/Company No]
of _____

being member(s) of Iconic Worldwide Berhad, hereby appoint:

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and / or* (*delete as appropriate)

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing him, the Chairperson of the Meeting, as my/our proxy to vote for me/us and on my/our behalf at the Fifty-Third General Meeting of the Company to be held at the Function Room ICONIC 5, Level 7 Iconic Hotel at 71, Jalan Icon City, Bukit Tengah, 14000 Bukit Mertajam, Penang on Thursday, 29 September 2022 at 10.30 a.m. or any adjournment thereof, and to vote as indicated below :

Description of Resolution	Resolution	For	Against
Re-election of Dato' Ir Zainurin bin Karman	Ordinary Resolution 1		
Re-election of Mr Tan Cho Chia	Ordinary Resolution 2		
Re-election of Ms Tan Seok Ying	Ordinary Resolution 3		
Re-appointment of BDO PLT as Auditors and to authorise the Directors to fix their remuneration	Ordinary Resolution 4		
Approval of Directors' fees for financial year ending 31 March 2023	Ordinary Resolution 5		
Approval of Directors' Benefits	Ordinary Resolution 6		
Continuing in office for Dato' Ir Zainurin bin Karman	Ordinary Resolution 7		
Continuing in office for Mr Lim Thian Loong	Ordinary Resolution 8		
Authority to Issue Shares	Ordinary Resolution 9		
Proposed Renewal of Share Buy-Back Authority	Ordinary Resolution 10		
Proposed Renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature	Ordinary Resolution 11		

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

Signed this _____ day of _____ 2022.

Signature*
Member

* Manner of execution:

- If you are an individual member, please sign where indicated.
- If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.
- If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:
 - at least two (2) authorised officers, of whom one shall be a director; or
 - any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.

Notes:

1. Proxy

- For the purpose of determining who shall be entitled to attend this General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 20 September 2022. Only a member whose name appears on this Record of Depositors shall be entitled to attend this General Meeting or appoint a proxy to attend, speak and vote on his/her/its behalf.

- A member entitled to attend and vote at this General Meeting 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 place. A proxy may but need not be a member of the Company.
- A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the General Meeting.
- If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
- Where a member of the Company is an authorised nominee as defined in the 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.

- 1.6 Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act") which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- 1.7 Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- 1.8 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 General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote:
- In hard copy form*
- (i) In the case of an appointment made in hard copy form, this proxy form must be deposited at the registered office of the Company situated at No. 1-2, Jalan Icon City, Icon City, 14000 Bukit Mertajam, Penang.
- (ii) By electronic means
The proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online at <https://tiih.online>
- 1.9 Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the registered office of the Company situated at No. 1-2, Jalan Icon City, Icon City, 14000 Bukit Mertajam, Penang not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- 1.10 Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
- 1.11 Last date and time for lodging this proxy form is 10.30 a.m. on 27 September 2022 (Tuesday).
- 1.12 Those proxy forms which are indicated with "\/" in the spaces provided to show how the votes are to be cast will also be accepted.

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AFFIX
STAMP

The Secretaries
ICONIC WORLDWIDE BERHAD
(196901000067) (8386-P)

No. 1-2, Jalan Icon City, Icon City,
14000 Bukit Mertajam, Penang, Malaysia.

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ICONIC WORLDWIDE BERHAD

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