

MISC BERHAD

(Registration No. 196801000580 (8178-H))

**QUARTERLY REPORT****FOR FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2025****UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

	Quarter Ended 31 December		Year Ended 31 December	
	2025 RM million	2024 RM million	2025 RM million	2024 RM million
Revenue	2,811.5	3,306.6	11,146.1	13,237.5
Cost of sales	(1,942.1)	(2,398.7)	(7,406.9)	(9,544.0)
GROSS PROFIT	869.4	907.9	3,739.2	3,693.5
Other operating income	567.5	192.6	1,160.0	670.9
General and administrative expenses	(706.9)	(482.7)	(1,904.4)	(1,518.5)
Impairment provisions	(222.4)	(241.1)	(218.3)	(252.2)
OPERATING PROFIT	507.6	376.7	2,776.5	2,593.7
Impairment provisions	(356.4)	(735.5)	(552.5)	(789.5)
Net gain on acquisition of subsidiaries	-	-	55.8	-
Gain on disposal of ships	2.1	26.9	132.7	101.0
Finance costs	(97.5)	(164.6)	(579.6)	(718.8)
Share of (loss)/profit of associates	(4.3)	0.3	(5.9)	2.3
Share of (loss)/profit of joint ventures	(5.3)	58.9	34.9	94.8
PROFIT/(LOSS) BEFORE TAX	46.2	(437.3)	1,861.9	1,283.5
Taxation	(42.1)	0.7	(123.9)	(50.3)
PROFIT/(LOSS) AFTER TAX	4.1	(436.6)	1,738.0	1,233.2
PROFIT/(LOSS) ATTRIBUTABLE TO:				
Equity holders of the Corporation	(11.8)	(446.2)	1,700.1	1,193.5
Non-controlling interests	15.9	9.6	37.9	39.7
PROFIT/(LOSS) AFTER TAX	4.1	(436.6)	1,738.0	1,233.2
BASIC (LOSS)/EARNINGS PER SHARE				
ATTRIBUTABLE TO EQUITY HOLDERS				
OF THE CORPORATION (SEN)	(0.3)	(10.0)	38.1	26.7

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**QUARTERLY REPORT****FOR FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2025****UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

	Quarter Ended		Cumulative	
	31 December		31 December	
	2025	2024	2025	2024
	RM million	RM million	RM million	RM million
PROFIT/(LOSS) AFTER TAX	4.1	(436.6)	1,738.0	1,233.2
OTHER COMPREHENSIVE (LOSS)/INCOME				
<i>Items that may be reclassified to profit or loss in subsequent periods:</i>				
Cash flow hedges:				
Fair value (loss)/gain				
Group	(13.0)	50.3	(382.5)	(110.2)
Joint ventures	0.6	27.6	(21.6)	15.5
(Loss)/gain on currency translation *	(1,317.3)	2,975.5	(3,318.3)	(1,178.6)
Total other comprehensive (loss)/income	(1,329.7)	3,053.4	(3,722.4)	(1,273.3)
TOTAL COMPREHENSIVE (LOSS)/INCOME FOR THE PERIOD	(1,325.6)	2,616.8	(1,984.4)	(40.1)
TOTAL COMPREHENSIVE (LOSS)/INCOME ATTRIBUTABLE TO:				
Equity holders of the Corporation	(1,332.0)	2,588.7	(1,990.0)	(74.8)
Non-controlling interests	6.4	28.1	5.6	34.7
TOTAL COMPREHENSIVE (LOSS)/INCOME FOR THE PERIOD	(1,325.6)	2,616.8	(1,984.4)	(40.1)

* The following USD:RM exchange rates were used in the calculation of (loss)/gain on currency translation:

	2025	2024	2023
As at 31 December	4.05300	4.46000	4.59950
As at 30 September	4.21450	4.10650	4.69500

**QUARTERLY REPORT****FOR FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2025****UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

	As at 31 December 2025 RM million	As at 31 December 2024 RM million
NON CURRENT ASSETS		
Ships	18,649.1	21,597.5
Offshore floating asset	37.6	19.3
Other property, plant and equipment	2,214.3	1,863.7
Prepaid lease payments on land and buildings	176.9	184.7
Finance lease receivables	17,190.2	20,047.0
Investments in associates	663.1	519.2
Investments in joint ventures	605.5	1,140.8
Other non current assets	319.7	586.5
Derivative assets	194.6	594.2
Intangible assets	842.3	920.6
Deferred tax assets	104.0	102.9
	40,997.3	47,576.4
CURRENT ASSETS		
Inventories	122.1	105.9
Finance lease receivables	1,665.7	1,641.2
Trade and other receivables, and contract assets	3,998.0	4,435.1
Cash, deposits and bank balances	6,096.4	6,676.6
Non current assets classified as held for sale	134.9	-
	12,017.1	12,858.8
TOTAL ASSETS	53,014.4	60,435.2
EQUITY		
Share capital	8,923.3	8,923.3
Treasury shares	(0.3)	(0.3)
Reserves	4,722.4	9,598.1
Retained profits	20,362.0	19,083.0
Equity attributable to equity holders of the Corporation	34,007.4	37,604.1
Non-controlling interests	697.1	709.4
TOTAL EQUITY	34,704.5	38,313.5
NON CURRENT LIABILITIES		
Interest bearing loans and borrowings	10,959.0	12,161.4
Deferred income	709.0	877.3
Deferred tax liabilities	2.1	7.5
Other non current liabilities	54.7	-
Derivative liabilities	22.5	0.1
	11,747.3	13,046.3
CURRENT LIABILITIES		
Interest bearing loans and borrowings	1,921.4	3,332.9
Trade and other payables	4,585.3	5,706.2
Provision for taxation	54.7	35.0
Derivative liabilities	1.2	1.3
	6,562.6	9,075.4
TOTAL LIABILITIES	18,309.9	22,121.7
TOTAL EQUITY AND LIABILITIES	53,014.4	60,435.2

**QUARTERLY REPORT****FOR FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2025****UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**

	Cumulative 12 Months Ended	
	31 December 2025 RM million	31 December 2024 RM million
Cash Flows from Operating Activities:		
Profit before tax	1,861.9	1,283.5
Writeback of impairment loss on finance lease receivables, trade and other receivables	(0.3)	(5.7)
Impairment loss on receivables	218.6	257.9
Bad debts written off	-	0.1
Depreciation of ships, offshore floating asset and other property, plant and equipment	2,032.2	2,158.4
Amortisation of prepaid lease payments	7.5	6.8
Impairment provisions	552.5	789.5
Write off of ships, property, plant and equipment	69.1	29.8
Loss on modification of finance lease contract	185.6	-
Gain on lease modification of finance lease receivables	(249.2)	-
Net gain on acquisition of subsidiaries	(55.8)	-
Net unrealised foreign exchange gain	(17.9)	(15.4)
Gain on disposal of ships	(132.7)	(101.0)
Dividend income from equity investments	(5.5)	(5.5)
Interest expense	552.1	684.4
Finance income	(249.3)	(411.6)
Net fair value movement in other investments	41.2	(35.2)
Changes in fair value of hedging derivatives	6.4	(32.8)
Amortisation of intangibles	1.8	1.9
Amortisation of upfront fees for borrowings	27.5	34.4
Share of loss/(profit) of associates	5.9	(2.3)
Share of profit of joint ventures	(34.9)	(94.8)
Amortisation of deferred income	(93.6)	(100.7)
Net (reversal of provisions)/provisions	57.5	(218.0)
Operating profit before working capital changes	4,780.6	4,223.7
Inventories	(27.0)	(16.1)
Trade and other receivables, and contract assets	1,704.3	505.2
Trade and other payables	(716.1)	(333.6)
Cash generated from operations	5,741.8	4,379.2
Net tax paid	(102.9)	(102.3)
Net cash generated from operating activities	5,638.9	4,276.9

**QUARTERLY REPORT****FOR FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2025****UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**

	Cumulative 12 Months Ended	
	31 December 2025 RM million	31 December 2024 RM million
Cash Flows from Investing Activities:		
Purchase of ships, other property, plant and equipment	(1,949.5)	(1,812.9)
Acquisition of subsidiaries, net of cash acquired	(99.8)	-
Investment in associates	(197.1)	(171.9)
Proceeds from disposal of ships	473.5	298.8
Dividend received from:		
Other investments	5.5	5.5
Joint ventures and an associate	133.0	188.9
Loan to associates	(25.7)	-
Interest received	227.1	337.6
Net fixed deposit placements	(40.9)	(37.6)
Net cash used in investing activities	(1,473.9)	(1,191.6)
Cash Flows from Financing Activities:		
Drawdown of interest bearing loans and borrowings	8,821.2	1,924.8
Repayment of interest bearing loans and borrowings	(10,549.3)	(3,463.9)
Repayment of lease liabilities	(146.8)	(108.7)
Dividends paid to the equity holders of the Corporation	(1,606.9)	(1,606.9)
Dividends paid to non-controlling interest of subsidiary	(17.9)	-
Interest paid	(723.9)	(726.9)
Receipt/(placement) of cash pledged with banks (restricted for use)	18.9	(184.0)
Net cash used in financing activities	(4,204.7)	(4,165.6)
Net change in cash and cash equivalents	(39.7)	(1,080.3)
Cash & cash equivalents at the beginning of the year	5,310.0	6,545.2
Currency translation differences	(436.6)	(154.8)
Cash & cash equivalents at the end of the year	4,833.7	5,310.1
Cash pledged with banks - restricted for use and deposited with maturity more than 90 days	1,262.7	1,366.5
Cash, deposits and bank balances	6,096.4	6,676.6

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QUARTERLY REPORT FOR FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2025

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	← Attributable to equity holders of the Corporation →										Non-controlling Interests
	Total equity	Equity attributable to equity holders of the Corporation	Share capital*	Treasury shares	Retained profits	Other reserves, total	Other capital reserve	Capital reserve	Hedging reserve	Currency translation reserve	
	RM million	RM million	RM million	RM million	RM million	RM million	RM million	RM million	RM million	RM million	RM million
YEAR ENDED 31 DECEMBER 2025											
At 1 January 2025	38,313.5	37,604.1	8,923.3	(0.3)	19,083.0	9,598.1	60.0	435.2	601.8	8,501.1	709.4
Total comprehensive (loss)/income	(1,984.4)	(1,990.0)	-	-	1,700.1	(3,690.1)	-	-	(395.7)	(3,294.4)	5.6
Transactions with equity holders											
Liquidation of subsidiary	0.2	0.2	-	-	1,185.8	(1,185.6)	0.2	-	-	(1,185.8)	-
Dividends	(1,624.8)	(1,606.9)	-	-	(1,606.9)	-	-	-	-	-	(17.9)
Total transactions with equity holders	(1,624.6)	(1,606.7)	-	-	(421.1)	(1,185.6)	0.2	-	-	(1,185.8)	(17.9)
At 31 December 2025	34,704.5	34,007.4	8,923.3	(0.3)	20,362.0	4,722.4	60.2	435.2	206.1	4,020.9	697.1
YEAR ENDED 31 DECEMBER 2024											
At 1 January 2024	39,965.8	39,285.8	8,923.3	(0.3)	19,496.4	10,866.4	60.0	435.2	701.4	9,669.8	680.0
Total comprehensive (loss)/income	(40.1)	(74.8)	-	-	1,193.5	(1,268.3)	-	-	(99.6)	(1,168.7)	34.7
Transactions with equity holders											
Acquisition of non-controlling interests	(5.3)	-	-	-	-	-	-	-	-	-	(5.3)
Dividends	(1,606.9)	(1,606.9)	-	-	(1,606.9)	-	-	-	-	-	-
Total transactions with equity holders	(1,612.2)	(1,606.9)	-	-	(1,606.9)	-	-	-	-	-	(5.3)
At 31 December 2024	38,313.5	37,604.1	8,923.3	(0.3)	19,083.0	9,598.1	60.0	435.2	601.8	8,501.1	709.4

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QUARTERLY REPORT

FOR FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2025

PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134

A1. CORPORATE INFORMATION

MISC Berhad is a public limited liability company, incorporated and domiciled in Malaysia, and is listed on Bursa Malaysia Securities Berhad.

These unaudited condensed consolidated interim financial statements were authorised for issue by the Board of Directors on 23 February 2026.

A2. BASIS OF PREPARATION

These unaudited condensed consolidated interim financial statements for the period ended 31 December 2025 have been prepared in accordance with MFRS 134 Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The results for this interim period are unaudited and should be read in conjunction with the Group's audited financial statements and the accompanying notes for the year ended 31 December 2025.

The explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to understand the changes in the financial position and performance of the Group since the year ended 31 December 2025.

The audited financial statements of the Group for the year ended 31 December 2025 are available upon request from the Corporation's registered office located at Level 25, Menara Dayabumi, Jalan Sultan Hishamuddin, 50050 Kuala Lumpur.

The main functional currency of the Group is United States Dollar ("USD") while these interim financial statements are presented in Ringgit Malaysia ("RM").

A3. SIGNIFICANT ACCOUNTING POLICIES

The financial information presented herein has been prepared in accordance with the accounting policies to be used in preparing the Group's annual financial statements for the year ending 31 December 2025 under the Malaysian Financial Reporting Standards ("MFRS") framework. These policies do not differ significantly from those used in the Group's audited financial statements for the year ended 31 December 2024.

As at 1 January 2025, the Group and the Corporation have adopted the following MFRS and Amendments to MFRSs (collectively referred to as "pronouncements") that have been issued by the Malaysian Accounting Standards Board ("MASB"):

Effective for annual periods beginning on or after 1 January 2025:

- Amendments to MFRS 121: The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability

The adoption of the above pronouncements has no material financial impact to the Group and the Corporation.

A4. EXCEPTIONAL ITEMS

There were no exceptional items during the current financial period other than as disclosed in the condensed consolidated interim financial statements.

A5. MATERIAL CHANGES IN ACCOUNTING ESTIMATES

There were no material changes in estimates of the amounts reported in the most recent audited financial statements of the Group for the year ended 31 December 2024 that may have a material effect in current quarter and year results.

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FOR FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2025

PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A6. AUDIT REPORT OF PRECEDING ANNUAL FINANCIAL STATEMENTS

The audited financial statements of the Group for the year ended 31 December 2024 were not subjected to any audit qualification.

A7. CHANGES IN COMPOSITION OF THE GROUP

- a) Following the completion of Share Sale and Purchase Agreements between MISC OBU One (L) Pte. Ltd., an indirect wholly owned subsidiary of the Corporation and SBM Holding Inc. S.A. ("SBM") to effect the acquisition of SBM's 49% equity interest in FPSO Kikeh and the divestment of MISC's 49% equity interest in FPSO Espirito Santo, on 31 January 2025, the following changes have taken effect:
- (i) Malaysian Deepwater Floating Terminal (Kikeh) Limited ("MDFT") and Malaysian Deepwater Production Contractors Sdn Bhd ("MDPC") became indirect wholly owned subsidiaries of the Corporation; and
 - (ii) Brazilian Deepwater Production B.V. ("BDPBV"), Brazilian Deepwater Production Contractors Ltd. ("BDPC"), Brazilian Deepwater Production Ltd. ("BDPL") and Brazilian Deepwater Floating Terminals Ltd ("BDFT") ceased to be joint-venture companies of the Corporation.
- b) On 9 May 2025, Floating Production Solutions Sdn. Bhd. ("FPS") was incorporated as an indirect subsidiary under the Malaysia Companies Act 2016. The incorporation was pursuant to a Shareholders' Agreement dated 19 March 2025 between MISC OBU One (L) Pte. Ltd., an indirect wholly owned subsidiary of the Corporation, and Malaysia Marine and Heavy Engineering Sdn. Bhd., an indirect subsidiary of the Corporation. Both parties hold equal shareholding of 50% in FPS. The principal activity of FPS is to provide Engineering, Procurement, and Construction (EPC) services.
- c) On 13 June 2025, Jules Nautica Sdn. Bhd. ("JNSB") was incorporated under the Malaysia Companies Act 2016, pursuant to a Joint Venture Agreement dated 13 May 2025 entered into between the Corporation, Mitsui O.S.K. Lines, Ltd., and PETRONAS CCS Ventures Sdn. Bhd. JNSB is 40%-owned by the Corporation. The principal activity of JNSB is owning and chartering of liquefied carbon dioxide (LCO2) carriers.
- d) The following indirect associate company and subsidiaries of the Corporation, having been dormant with no intention to carry on any future business or operations, were dissolved on the respective dates listed below. The winding-up of these companies will enable the Group to streamline its operations and optimise resource utilisation.

Company Name	Effective Interest held by the Corporation (%)	Dissolution Date
a. MMHE-ATB Sdn. Bhd.	26.6	5 March 2025
b. Techno Indah Sdn. Bhd.	66.5	8 April 2025
c. MMHE International Sdn. Bhd.	66.5	5 May 2025
d. MMHE LNG Sdn. Bhd.	66.5	29 May 2025

- e) The following indirect wholly owned subsidiaries of the Corporation had convened their final meetings on the following dates to conclude their member's voluntary winding-up ("Final Meetings"). The Companies will be dissolved upon the expiration of three (3) months from the following respective date of the lodgement of the Return by Liquidator relating to the Final Meetings ("Returns") with the Companies Commission of Malaysia and the Official Receiver:

Company Name	Date of Final Meetings & Lodgment Date of the Returns
a. Puteri Firus Sdn. Bhd.	29 December 2025
b. Puteri Delima Sdn. Bhd.	31 December 2025
c. Puteri Intan Sdn. Bhd.	31 December 2025
d. Puteri Nilam Sdn. Bhd.	31 December 2025

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PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A8. DISCONTINUED OPERATIONS

There were no discontinued operations in the Group during the financial period under review.

A9. SEASONALITY OF OPERATIONS

The businesses of the Group are subject to market fluctuations.

A10. REVENUE

The Group's revenue by segments are as follows:

Quarter	Gas Assets & Solutions		Petroleum & Products		Offshore		Marine & Heavy Engineering		Others, Eliminations and Adjustments		Total	
	RM million		RM million		RM million		RM million		RM million		RM million	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
Ended 31 December												
Revenue from contracts with customers	1.2	261.3	525.3	511.5	287.0	154.2	581.8	817.6	(23.5)	7.8	1,371.8	1,752.4
Revenue from charter *	416.3	588.2	823.1	700.5	200.3	265.5	-	-	-	-	1,439.7	1,554.2
	<u>417.5</u>	<u>849.5</u>	<u>1,348.4</u>	<u>1,212.0</u>	<u>487.3</u>	<u>419.7</u>	<u>581.8</u>	<u>817.6</u>	<u>(23.5)</u>	<u>7.8</u>	<u>2,811.5</u>	<u>3,306.6</u>
Year Ended 31 December	Gas Assets & Solutions		Petroleum & Products		Offshore		Marine & Heavy Engineering		Others, Eliminations and Adjustments		Total	
	RM million		RM million		RM million		RM million		RM million		RM million	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
Revenue from contracts with customers	142.9	261.3	2,379.7	2,065.3	690.8	1,012.9	1,976.3	3,608.6	(25.9)	(38.9)	5,163.8	6,909.2
Revenue from charter *	1,952.1	2,726.1	2,790.0	2,978.8	1,240.2	623.4	-	-	-	-	5,982.3	6,328.3
	<u>2,095.0</u>	<u>2,987.4</u>	<u>5,169.7</u>	<u>5,044.1</u>	<u>1,931.0</u>	<u>1,636.3</u>	<u>1,976.3</u>	<u>3,608.6</u>	<u>(25.9)</u>	<u>(38.9)</u>	<u>11,146.1</u>	<u>13,237.5</u>

* Revenue from charter consists of charter income and finance income on lease receivables.

A11. SEGMENT REPORT

The operating segments of the Group are as follows:

Gas Assets & Solutions	- provision of Liquefied Natural Gas (“LNG”) carrier services and non-conventional gas asset solutions;
Petroleum & Products	- provision of petroleum tanker and chemical tanker services;
Offshore	- own, lease, operation and maintenance of offshore, floating, production, storage and offloading terminals;
Marine & Heavy Engineering	- marine repair, marine conversion and engineering and construction works; and
Others	- integrated marine services, port & terminal services, maritime education & training and other diversified businesses.

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FOR FOURTH QUARTER AND YEAR ENDED 31 DECEMBER 2025

PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

Revenue and operating results by segments are as follows:

	Gas Assets & Solutions		Petroleum & Products		Offshore		Marine & Heavy Engineering		Others, Eliminations and Adjustments *		Total	
	RM million 2025	2024	RM million 2025	2024	RM million 2025	2024	RM million 2025	2024	RM million 2025	2024	RM million 2025	2024
Quarter Ended 31 December												
Revenue												
External sales	417.5	849.5	1,340.9	1,211.3	472.2	388.4	515.1	782.6	65.8	74.8	2,811.5	3,306.6
Inter-segment	-	-	7.5	0.7	15.1	31.3	66.7	35.0	(89.3)	(67.0)	-	-
	417.5	849.5	1,348.4	1,212.0	487.3	419.7	581.8	817.6	(23.5)	7.8	2,811.5	3,306.6
Operating profit/(loss)	0.5	179.7	391.6	352.0	177.9	(135.1)	55.5	26.8	(117.9)	(46.7)	507.6	376.7
	Gas Assets & Solutions		Petroleum & Products		Offshore		Marine & Heavy Engineering		Others, Eliminations and Adjustments *		Total	
	RM million 2025	2024	RM million 2025	2024	RM million 2025	2024	RM million 2025	2024	RM million 2025	2024	RM million 2025	2024
Year Ended 31 December												
Revenue												
External sales	2,095.0	2,987.4	5,161.2	5,042.4	1,893.4	1,592.7	1,783.0	3,420.5	213.5	194.5	11,146.1	13,237.5
Inter-segment	-	-	8.5	1.7	37.6	43.6	193.3	188.1	(239.4)	(233.4)	-	-
	2,095.0	2,987.4	5,169.7	5,044.1	1,931.0	1,636.3	1,976.3	3,608.6	(25.9)	(38.9)	11,146.1	13,237.5
Operating profit/(loss)	692.4	1,047.7	1,412.7	1,482.7	865.4	51.5	115.6	141.0	(309.6)	(129.2)	2,776.5	2,593.7

* Comprises other diversified businesses, net foreign exchange differences, interest income, dividend income from quoted investment, corporate expenses, eliminations and adjustments.

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PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A12. PROFIT FOR THE PERIOD

Included in the profit for the period are the following items:

	Quarter Ended 31 December		Cumulative Year Ended 31 December	
	2025	2024	2025	2024
	RM million	RM million	RM million	RM million
Finance income	66.7	102.5	249.3	411.6
Other income	245.6	77.2	619.3	157.5
Interest expense	(94.1)	(158.0)	(552.1)	(684.4)
Amortisation of upfront fees for borrowings	(3.4)	(6.5)	(27.5)	(34.4)
Depreciation of ships, offshore floating asset and other property, plant and equipment	(548.7)	(500.1)	(2,032.2)	(2,158.4)
Amortisation of prepaid lease payments	(1.9)	(1.2)	(7.5)	(6.8)
Amortisation of intangibles	(0.5)	(1.0)	(1.8)	(1.9)
Write off of ships, property, plant and equipment	(64.6)	(29.8)	(69.1)	(29.8)
Gain on disposal of ships	2.1	26.9	132.7	101.0
Impairment provisions	(356.4)	(735.5)	(552.5)	(789.5)
Impairment loss on receivables	(222.4)	(241.1)	(218.3)	(252.2)
Bad debts written off	-	-	-	(0.1)
Net fair value movement in other investments	(39.8)	17.5	(41.2)	35.2
Changes in fair value of hedging derivatives	0.1	6.4	(6.4)	32.8
Loss on modification of finance lease contract	(120.1)	-	(185.6)	-
Gain on lease modification of finance lease receivables	137.9	-	249.2	-
Net gain on acquisition of subsidiaries	-	-	55.8	-
Net loss on deemed disposal of joint ventures	-	-	-	-
Impairment loss on loan to a joint venture	-	-	-	-
Net realised foreign exchange gain/(loss)	2.9	2.8	0.4	(15.5)
Net unrealised foreign exchange gain/(loss)	4.5	(11.1)	17.9	15.4

A13. SHIPS, OFFSHORE FLOATING ASSET AND OTHER PROPERTY, PLANT AND EQUIPMENT

Included in ships, offshore floating asset and other property, plant and equipment are construction work-in-progress, mainly for the construction of ships totalling RM2,484.5 million (31 December 2024: RM1,481.6 million) and right-of-use assets amounting to RM562.2 million (31 December 2024: RM119.3 million).

The volatility of charter hire rates, expired charter contracts or contracts approaching expiry dates were identified as indications that the carrying amount of certain ships may be impaired. The Group has performed a review of the recoverable amount of the ships at the end of the quarter. The recoverable amount was based on the higher of fair value less costs of disposal or value-in-use, and determined at the cash generating unit (“CGU”) level of each asset.

The review led to the recognition of net impairment losses of ships amounting to RM552.5 million in the current financial year as the recoverable amount of the ships was lower than their carrying value.

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PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A14. INTANGIBLE ASSETS

	Goodwill	Other Intangible Assets	Total
	RM million	RM million	RM million
Cost			
At 1 January 2024	1,091.8	555.9	1,647.7
Additions	-	4.0	4.0
Disposal of a subsidiary	-	(132.6)	(132.6)
Currency translation differences	(30.5)	(0.1)	(30.6)
At 31 December 2024	1,061.3	427.2	1,488.5
Additions	-	13.8	13.8
Currency translation differences	(90.3)	-	(90.3)
At 31 December 2025	971.0	441.0	1,412.0
Accumulated amortisation and impairment			
At 1 January 2024	162.5	536.1	698.6
Amortisation	-	1.9	1.9
Disposal of a subsidiary	-	(132.6)	(132.6)
At 31 December 2024	162.5	405.4	567.9
Amortisation	-	1.8	1.8
At 31 December 2025	162.5	407.2	569.7
Net carrying amount			
At 1 January 2024	929.3	19.8	949.1
At 31 December 2024	898.8	21.8	920.6
At 31 December 2025	808.5	33.8	842.3

Goodwill is tested for impairment annually, or when circumstances indicate that the carrying value may be impaired. The Group's goodwill impairment test is a comparison of the goodwill's carrying value against its recoverable amount. The recoverable amounts are based on value-in-use for cash generating units ("CGU"), calculated using cash flow projections. The key assumptions used to determine the value-in-use of CGUs were disclosed in the annual consolidated financial statements for the year ended 31 December 2024.

The other intangible assets relate to the fair value of long-term customer contracts from acquisition of a subsidiary at the date of acquisition, which is amortised over the remaining contract periods.

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PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A15. FAIR VALUE HIERARCHY

The Group uses the following hierarchy to determine the fair value of all financial instruments carried at fair value:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets and liabilities
- Level 2 - Inputs that are based on observable market data, either directly or indirectly
- Level 3 - Inputs that are not based on observable market data

As at the reporting date, the Group held the following financial assets and liabilities that are measured at fair value:

	Level 1 RM million	Level 2 RM million	Level 3 RM million	Total RM million
At 31 December 2025				
Financial Assets				
Quoted investments	57.3	-	-	57.3
Unquoted investments	-	-	50.5	50.5
Interest rate swaps designated as hedging instruments	-	194.6	-	194.6
	<u>57.3</u>	<u>194.6</u>	<u>50.5</u>	<u>302.4</u>
Non-financial assets:				
Non-current assets classified as held for sale	-	-	134.9	134.9
Financial Liabilities				
Forward currency contracts	-	(1.2)	-	(1.2)
Interest rate swaps designated as hedging instruments	-	(22.5)	-	(22.5)
	<u>-</u>	<u>(23.7)</u>	<u>-</u>	<u>(23.7)</u>
	Level 1 RM million	Level 2 RM million	Level 3 RM million	Total RM million
At 31 December 2024				
Financial Assets				
Quoted investments	63.7	-	-	63.7
Unquoted investments	-	-	92.2	92.2
Interest rate swaps designated as hedging instruments	-	594.2	-	594.2
	<u>63.7</u>	<u>594.2</u>	<u>92.2</u>	<u>750.1</u>
Financial Liabilities				
Forward currency contracts	-	(1.3)	-	(1.3)
Interest rate swaps designated as hedging instruments	-	(0.1)	-	(0.1)
	<u>-</u>	<u>(1.4)</u>	<u>-</u>	<u>(1.4)</u>

No transfers between any levels of the fair value hierarchy took place during the current and prior year. There were also no changes in the purpose of any financial instruments that subsequently caused a change in classification of those instruments.

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PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A16. ISSUANCE OR REPAYMENT OF DEBT AND EQUITY SECURITIES

There was no issuance or repayment of debt and equity securities made by the Group during the year ended 31 December 2025.

A17. INTEREST BEARING LOANS AND BORROWINGS

i) The tenure of Group borrowings, classified as short and long term as well as secured and unsecured, are as follows:

	31 December 2025 RM million	31 December 2024 RM million
Short Term Borrowings		
Secured	1,418.4	1,451.9
Unsecured	313.7	1,783.7
Lease liabilities	189.3	97.3
	<u>1,921.4</u>	<u>3,332.9</u>
Long Term Borrowings		
Secured	8,052.2	9,314.3
Unsecured	2,429.3	2,671.1
Lease liabilities	477.5	176.0
	<u>10,959.0</u>	<u>12,161.4</u>
Total	<u>12,880.4</u>	<u>15,494.3</u>

ii) Foreign borrowings in United States Dollar equivalent as at 31 December 2025 and 31 December 2024 are as follows:

	31 December 2025 RM million	31 December 2024 RM million
United States Dollar Borrowings	<u>12,283.2</u>	<u>15,137.5</u>

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PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A18. DIVIDENDS PAID

The Corporation paid the following dividends in the year ended 31 December 2025 and 31 December 2024:

	31 December 2025 RM million	31 December 2024 RM million
In respect of the financial year ended 31 December 2023:		
Fourth tax exempt dividend of 12.0 sen per share paid on 26 March 2024	-	535.6
In respect of the financial year ended 31 December 2024:		
First tax exempt dividend of 8.0 sen per share paid on 27 June 2024	-	357.1
Second tax exempt dividend of 8.0 sen per share paid on 26 September 2024	-	357.1
Third tax exempt dividend of 8.0 sen per share paid on 17 December 2024	-	357.1
Fourth tax exempt dividend of 12.0 sen per share paid on 20 March 2025	535.6	-
In respect of the financial year ended 31 December 2025:		
First tax exempt dividend of 8.0 sen per share paid on 26 June 2025	357.1	-
Second tax exempt dividend of 8.0 sen per share paid on 25 September 2025	357.1	-
Third tax exempt dividend of 8.0 sen per share paid on 18 December 2025	357.1	-

A19. RELATED PARTY TRANSACTIONS

During the current financial year, Malaysia Marine and Heavy Engineering Sdn Bhd (“MMHE”), MISC Berhad’s wholly owned subsidiary, entered into a contract with Vestigo Petroleum Sdn. Bhd. for the provision of Engineering, Procurement, Construction, Installation and Commissioning (EPCIC) services for three wellhead platforms (WHPs) located in the Irong Timur, Berantai East and Kurma Manis fields.

Other than the above, there were no significant transactions entered with related parties for the year ended 31 December 2025 compared to the related party transactions disclosed in the audited consolidated financial statements of the Group for the year ended 31 December 2024.

A20. CAPITAL COMMITMENTS

The Group’s outstanding commitments in respect of capital expenditure not provided for in the financial statements as at 31 December 2025 and 31 December 2024 are as follows:

	31 December 2025 RM million	31 December 2024 RM million
Approved and contracted for:		
Group	7,897.0	7,836.1
	<u>7,897.0</u>	<u>7,836.1</u>

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PART A – EXPLANATORY NOTES PURSUANT TO MFRS 134 (continued)

A21. CONTINGENT LIABILITIES

There were no material contingent liabilities as at 31 December 2025.

A22. SUBSEQUENT MATERIAL EVENTS

There were no material events subsequent to the year end date.

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PART B – OTHER EXPLANATORY NOTES

B1. REVIEW OF GROUP PERFORMANCE

	Quarter Ended 31 December		Cumulative Year Ended 31 December	
	2025	2024	2025	2024
	RM million	RM million	RM million	RM million
Revenue				
Gas Assets & Solutions	417.5	849.5	2,095.0	2,987.4
Petroleum & Products	1,348.4	1,212.0	5,169.7	5,044.1
Offshore	487.3	419.7	1,931.0	1,636.3
Marine & Heavy Engineering	581.8	817.6	1,976.3	3,608.6
Others, Eliminations and Adjustments	(23.5)	7.8	(25.9)	(38.9)
Total Revenue	2,811.5	3,306.6	11,146.1	13,237.5
Operating Profit/(Loss)				
Gas Assets & Solutions	0.5	179.7	692.4	1,047.7
Petroleum & Products	391.6	352.0	1,412.7	1,482.7
Offshore	177.9	(135.1)	865.4	51.5
Marine & Heavy Engineering	55.5	26.8	115.6	141.0
Others, Eliminations and Adjustments	(117.9)	(46.7)	(309.6)	(129.2)
Total Operating Profit	507.6	376.7	2,776.5	2,593.7
Impairment provisions	(356.4)	(735.5)	(552.5)	(789.5)
Net gain on acquisition of subsidiaries	-	-	55.8	-
Gain on disposal of ships	2.1	26.9	132.7	101.0
Finance costs	(97.5)	(164.6)	(579.6)	(718.8)
Share of (loss)/profit of associates	(4.3)	0.3	(5.9)	2.3
Share of (loss)/profit of joint ventures	(5.3)	58.9	34.9	94.8
Profit/(loss) Before Tax	46.2	(437.3)	1,861.9	1,283.5

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PART B – OTHER EXPLANATORY NOTES (continued)

Current quarter's performance against the quarter ended 31 December 2024

Group revenue of RM2,811.5 million was RM495.1 million or 15.0% lower than the quarter ended 31 December 2024 ("corresponding quarter") of RM3,306.6 million, while Group operating profit of RM507.6 million was RM130.9 million or 34.7% higher than the corresponding quarter's profit of RM376.7 million. The variances in Group performance by segments are further explained below.

Gas Assets & Solutions

Revenue of RM417.5 million was RM432.0 million or 50.9% lower than the corresponding quarter's revenue of RM849.5 million due to lower construction revenue and lower earning days from contract expiries, vessels disposal, vessels lay-up and lower charter rates.

Operating profit of RM0.5 million was RM179.2 million or 99.7% lower than the corresponding quarter's profit of RM179.7 million due to lower revenue as explained above offset against lower vessel operating costs.

Petroleum & Product Shipping

Revenue of RM1,348.4 million was RM136.4 million or 11.3% higher than the corresponding quarter's revenue of RM1,212.0 million, primarily driven by higher freight rates and earning days achieved in the current quarter.

Operating profit of RM391.6 million was RM39.6 million or 11.3% higher than the corresponding quarter's profit of RM352.0 million in tandem with higher revenue as mentioned above.

Offshore Business

Revenue of RM487.3 million was RM67.6 million or 16.1% higher than the corresponding quarter's revenue of RM419.7 million contributed from recognition of revenue from the acquisition of a Floating, Production, Storage and Offloading unit ("FPSO") and the transition of an FPSO from the construction to operational phase.

The segment's operating profit of RM177.9 million was RM313.0 million higher than an operating loss of RM135.1 million in the corresponding quarter primarily contributed by the transition of an FPSO from the construction to operational phase as well as recovery from an FSO insurance settlement.

Marine & Heavy Engineering

Revenue of RM581.8 million was RM235.8 million or 28.8% lower than the corresponding quarter's revenue of RM817.6 million primarily due to lower revenue from Heavy Engineering projects, attributable to projects nearing completion, as well as newly secured projects were still in the early stages of execution.

Operating profit of RM55.5 million was RM28.7 million or 107.1% higher than the corresponding quarter's profit of RM26.8 million mainly contributed by the improvement to the favourable outcome from the completed projects' close out.

Others, Eliminations and Adjustments

Others segment's operating loss was RM71.2 million higher than corresponding quarter's loss mainly due to lower interest income and higher corporate expenses.

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PART B – OTHER EXPLANATORY NOTES (continued)

Current year performance against the year ended 31 December 2024

Group revenue of RM11,146.1 million was RM2,091.4 million or 15.8% lower than the revenue for the year ended 31 December 2024 (“prior year”) of RM13,237.5 million mainly due to lower revenue from Marine and Heavy Engineering segment as most on-going projects are nearing completion as well as newly secured projects were still in the early stages of fabrication work. Additionally, the lower revenue in the Gas Assets & Solutions segment was primarily due to lower earning days resulting from contract expiries, vessel disposals, vessel lay-up and lower charter rates during the current year.

Group operating profit of RM2,776.5 million was RM182.8 million or 7.0% higher than the prior year’s profit of RM2,593.7 million mainly contributed from the transition of an FPSO from the construction phase to operational phase. The increase in Group’s operating profit was however offset by the lower revenue in Gas Assets & Solutions segment and lower level of project activities in the Marine & Heavy Engineering segment.

B2. COMPARISON WITH PRECEDING QUARTER'S RESULTS

<u>GROUP</u>	Quarter Ended 31 December 2025 RM million	Quarter Ended 30 September 2025 RM million
Revenue	<u>2,811.5</u>	<u>2,797.2</u>
Operating Profit	507.6	656.5
Impairment provisions	(356.4)	(49.8)
Gain on disposal of ships	2.1	130.6
Finance costs	(97.5)	(161.9)
Share of loss of associates	(4.3)	-
Share of (loss)/profit of joint ventures	(5.3)	20.6
Profit Before Tax	<u>46.2</u>	<u>596.0</u>

Group revenue of RM2,811.5 million was RM14.3 million or 0.5% higher than the preceding quarter’s revenue of RM2,797.2 million contributed by higher revenue from Petroleum segment from higher freight rates and earning days achieved and Marine and Heavy Engineering segment from higher conversion activities. This is offset by foreign exchange impact from the strengthening of Ringgit Malaysia (“RM”) against United States Dollar (“USD”) in the current quarter.

Group operating profit of RM507.6 million was RM148.9 million or 22.7% lower than the preceding quarter's profit of RM656.5 million mainly due to higher vessel operating cost in Gas Assets & Solutions segment.

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PART B – OTHER EXPLANATORY NOTES (continued)

B3. REVIEW OF CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As at 31 December 2025 RM million	As at 31 December 2024 RM million
Total assets	53,014.4	60,435.2
Total equity attributable to equity holders of the Corporation	34,007.4	37,604.1
Total liabilities	18,309.9	22,121.7

The Group's total assets at RM53,014.4 million was lower by RM7,420.8 million or 12.3% mainly due to translation impact from strengthening of RM against USD for total assets, depreciation and impairment charges on ships and amortisation of finance lease receivables.

Total equity attributable to shareholders of the Company decreased by RM3,596.7 million or 9.6% mainly attributed from unfavourable movement of currency translation reserve following strengthening of RM against USD.

Total liabilities at RM18,309.9 million was lower by RM3,811.8 million or 17.2% from the weakening of the USD and payment to creditors.

B4. REVIEW OF CONSOLIDATED STATEMENT OF CASH FLOWS

	Year Ended	
	31 December 2025 RM million	31 December 2024 RM million
Net cash generated from operating activities	5,638.9	4,276.9
Net cash used in investing activities	(1,473.9)	(1,191.6)
Net cash used in financing activities	(4,204.7)	(4,165.6)
Net change in cash and cash equivalents	<u>(39.7)</u>	<u>(1,080.3)</u>

The Group's net cash generated from operating activities of RM5,638.9 million was higher by 31.8% or RM1,362.0 million compared to RM4,276.9 million in the prior year, mainly due to higher collection from customers and lower payment to suppliers.

The Group's net cash used in investing activities of RM1,473.9 million was higher by 23.7% or RM282.3 million compared to RM1,191.6 million in the prior year mainly due to purchase consideration on acquisition of subsidiaries, and ships and other property, plant and equipment during the year.

The Group's net cash used in financing activities of RM4,204.7 million was higher by 0.9% or RM39.1 million compared to RM4,165.6 million in the prior year mainly due to higher net repayment of interest-bearing loans and borrowings.

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PART B – OTHER EXPLANATORY NOTES (continued)

B5. GROUP CURRENT YEAR PROSPECTS

LNG Carrier charter rates are expected to gradually improve in 2026 as increasing global liquefaction capacity helps rebalance market fundamentals. However, charter rates for steam turbine vessels are anticipated to remain subdued, reflecting the industry's preference for modern vessels. The GAS segment remains focused on securing new long-term charters and advancing its fleet rejuvenation strategy through the delivery of modern, eco-efficient LNGCs. In parallel, the segment implemented strategic measures for vessels currently off charter, including lay-ups to optimise costs and the exploration of redeployment opportunities.

In the Petroleum & Products segment, the crude tanker market outlook for 2026 remains broadly positive, supported by resilient tonne-mile demand driven by ongoing shifts in global oil trade patterns stemming from sanctions and increased OPEC+ production. Against this backdrop, the tanker charter rates are expected to remain firm despite the anticipated influx of new tonnage over the course of the year. The Petroleum & Products segment is actively pursuing opportunities to expand its contract portfolio and optimise fleet deployment through more efficient trade routes.

The offshore market remains supported by a favourable industry outlook despite modest oil prices due to firm global energy demand that continues to drive investment in upstream exploration and production. This positive momentum is fuelling the expansion in deepwater project developments and the growth of Floating, Productions Storage and Offloading (FPSO) activities, particularly across South America and the Asia-Pacific regions. In line with these opportunities, the Offshore segment is actively pursuing strategic growth initiatives in high-potential markets to strengthen its position and capture sustainable, long-term value.

In the Marine & Heavy Engineering segment, operating environment is expected to remain volatile, shaped by ongoing geopolitical environment and tariff uncertainties. Against this backdrop, the Heavy Engineering sub-segment will continue to prioritise project execution excellence and strengthening its orderbook across conventional and new energy projects opportunities while maintaining vigilance in addressing operational challenges. Concurrently, the Marine sub-segment is expected to deliver steady performance, supported by ongoing vessel repair and conversion activities and driven by strong project management capabilities and enhancements in operational efficiency and project delivery.

B6. PROFIT FORECAST AND PROFIT GUARANTEE

The Group did not provide any profit forecast or profit guarantee in any public document.

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PART B – OTHER EXPLANATORY NOTES (continued)

B7. TAXATION

	Quarter Ended 31 December 2025 RM million	Year Ended 31 December 2025 RM million
Taxation for the period comprises the following charge:		
Income tax charge		
- current period	(36.3)	(120.9)
- prior year	(1.5)	(1.6)
Deferred taxation	(4.3)	(1.4)
	<u>(42.1)</u>	<u>(123.9)</u>

Section 54A of the Malaysian Income Tax Act, 1967 was amended effective from Year of Assessment (“YA”) 2012, in which the tax exemption on shipping profits was reduced from 100% to 70%. The implementation of the amended Section 54A, however, has previously been deferred up to YA 2023 via several gazette orders issued by the Ministry of Finance (“MOF”).

On 5 July 2024, MOF issued another Gazette Order (i.e. Income Tax (Exemption for Malaysian Ship) Order 2024 (P.U. (A) 184) granting a further extension of the 100% shipping tax exemption from YA 2024 to YA 2026. The exemption is granted subject to the Malaysian shipping companies comply with the minimum substance requirements in terms of annual operating expenditure and minimum number of full-time Malaysian employees for each Malaysian ship for both shore employees and ship personnel.

Based on the latest Gazette Order, the Group would be able to continue to enjoy the 100% shipping tax exemption up to YA 2026 on the basis that the substance requirements as per Gazette Order are duly met.

The taxation charge in the accounts is attributable to tax in respect of another jurisdiction and other activities of the Group.

B8. STATUS OF CORPORATE PROPOSALS ANNOUNCED BUT NOT COMPLETED

There were no outstanding corporate proposals submitted by the Group for the year ended 31 December 2025.

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PART B – OTHER EXPLANATORY NOTES (continued)

B9. CHANGES IN MATERIAL LITIGATION

i) Gumusut-Kakap Semi-Floating Production System (L) Limited (“GKL”) and Sabah Shell Petroleum Limited (“SSPC”)

We refer to previous announcements made by MISC Berhad (“MISC or the Company”) in respect of the Arbitration Proceedings commenced by the Company’s wholly-owned subsidiary, Gumusut-Kakap Semi-Floating Production System (L) Limited (“GKL”) against Sabah Shell Petroleum Company Limited (“SSPC”), in particular to the announcement on 10 April 2020 regarding the award issued by the Arbitral Tribunal and on 30 December 2022 regarding the decision of the High Court.

As announced on 10 April 2020, the Arbitral Tribunal has issued its Award on 8 April 2020 (“Award”) which found, among others, as follows:

- (1) That GKL’s claim in relation to the achievement of Handover Completion under the Contract was rejected and the Arbitral Tribunal decided that Handover Completion did not occur prior to 11 October 2014;
- (2) In relation to GKL’s claims for Variation Works, GKL was awarded:
 - a. USD222.1 million,
 - b. That an amount of USD88.8 million is deducted from USD222.1 million being manpower costs incurred by way of the Variation Works for rectification of defects (which the Tribunal held GKL to be liable for);
 - c. That the remainder sum of USD133.3 million is converted to an Additional Lease Rate and represents a reduction from the Additional Lease Rate awarded by the Adjudication Awards. The new Additional Lease Rate is payable from the date of the Award. The base rate is unaffected by the Award and will continue for the Fixed Term.
- (3) SSPC was awarded the following sums:
 - a. USD236.4 million for defects rectification work (inclusive of USD15.0 million for Liquidated Damages);
 - b. USD88.3 million as a refund for overpayment of the Additional Lease Rate originally awarded in the Adjudication Proceedings for the period of April 2014 to January 2020 due to the reduction of the Additional Lease Rate as set out in Item 2(c) above;
 - c. Applicable interest up to the date of the Award;
 - d. Costs of USD12.7 million;
 - e. Interest at 6.65% on the sums awarded from the date of the Award until payment.
- (4) SSPC is entitled to set-off the above claims against moneys owed by SSPC to GKL under the Contract, including but not limited to the lease rate.
- (5) Any GST payable pursuant to the Goods and Services Tax Act 2014 to be accounted by the parties.

Proceedings Post the Award

GKL was advised that it has legal grounds to challenge the Award and on 7 July 2020, GKL has filed the following court applications:

- (i) an Originating Summons dated 7 July 2020 for setting aside of parts of the Arbitral Award dated 8 April 2020 (“Setting Aside OS”); and
- (ii) a Notice of Application for an injunction to restrain SSPC from setting off the sums that GKL was ordered to pay to SSPC under the Arbitral Award dated 8 April 2020 (“Injunction NOA”).

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PART B – OTHER EXPLANATORY NOTES (continued)

Setting Aside OS

On 7 July 2020, GKL filed an Originating Summons to set aside parts of the Arbitral Award dated 8 April 2020. The proceeding of this Setting Aside OS was delayed due to the COVID-19 situation and the various applications filed by both Parties in relation to this matter:

(i) Setting Aside OS

GKL's Setting Aside OS was heard on 20 and 25 October 2021, 13 January 2022, 16 and 17 February 2022, 4 April 2022, 10 August 2022 and 23 September 2022. As announced on 30 December 2022, the High Court had dismissed GKL's Originating Summons to set aside parts of the Arbitral Award on 29 December 2022 with costs. Upon review of the written grounds of the High Court, GKL has been advised that it has legal grounds to appeal against the High Court's decision and has filed notices of appeal to the Court of Appeal on 19 January 2023. The appeal was originally fixed for hearing on 29 March 2024. On 27 March 2024, we were informed that the hearing has been rescheduled to 3 September 2024. On 25 July 2024 we were informed that the hearing has been rescheduled to 10 February 2025. On 10 February 2025, the hearing was adjourned by the Court of Appeal. At the case management on 14 February 2025 the hearing was rescheduled to 20 and 21 August 2025. The hearing proceeded on 20 and 21 August 2025. During the case management held on 4 September 2025, the Court of Appeal is scheduled to deliver its decision on 5 December 2025.

On 5 December 2025 the Court of Appeal allowed GKL's appeals in part. In particular:

- (a) The Award is severed and varied to the extent that GKL is only liable to SSPC for the aggregate principal sum of USD200 million.
- (b) The amount of pre-Award and post-Award interest shall be premised on the total liability of USD200 million.
- (c) The High Court's decision dated 29 December 2022 is varied to the extent set out in paragraph (a) above.
- (d) Costs for both appeals in the sum of RM150,000 to be paid by SSPC to GKL.

("CA Order")

The Court of Appeal also granted an *ad interim* stay of the CA Order pending the disposal of SSPC's formal application for a stay of the CA Order.

On 29 December 2025, SSPC filed Notices of Motion for leave to appeal against part of the CA Order. On 5 January 2026, GKL filed Notices of Motion for leave to appeal against part of the CA Order. At the case management on 29 January 2026, both GKL and SSPC's Notices of Motion for leave to appeal to the Federal Court were fixed for hearing on 25 May 2026.

(ii) Injunction NOA

On 6 October 2020, GKL withdrew the Injunction NOA on the basis that a statutory stay of enforcement is automatically imposed on SSPC upon GKL's application to set aside SSPC's Award enforcement.

Additionally, GKL had filed an interim application preventing SSPC from enforcing the Award prior to the determination of the Setting Aside OS. This application was heard on 16 August 2021 and 1 October 2021. On 25 October 2021, the High Court dismissed GKL's interim application and decided that SSPC has the right to set off the award against the charter hire without full grounds of judgment. On 22 November 2021 GKL filed an appeal to the Court of Appeal against the High Court's decision which was heard on 6 July 2022. On 7 November 2022, the Court of Appeal dismissed GKL's appeal in respect of the interim application. General grounds were delivered orally and no written grounds were provided by the Court of Appeal.

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PART B – OTHER EXPLANATORY NOTES (continued)

ii) Malaysia Offshore Mobile Production (Labuan) Ltd (“MOMPL”) and PCPP Operating Company Sdn Bhd (“PCPP”)

Malaysia Offshore Mobile Production (Labuan) Ltd (“MOMPL”), MISC Berhad’s wholly owned subsidiary, and PCPP Operating Company Sdn Bhd (“PCPP”) are parties to an Agreement for the Leasing, Operation and Maintenance of Two (2) Plain Mobile Offshore Production Unit Facilities for D30 and Dana Fields Development Project dated 28 November 2008 (“the Contract”).

PCPP is a joint operating company with shareholders comprising PETRONAS Carigali Sdn Bhd (40%) (“PCSB”), PT Pertamina Hulu Energi (30%) (“PPHE”) and PetroVietnam Exploration Production Corporation Ltd (30%) (“PVEP”).

A dispute has arisen between the parties in relation to the Contract and there are substantial sums due and owing to MOMPL. Attempts to resolve the matter by means of a commercial settlement agreement failed to materialise and MOMPL was constrained to proceed with legal proceedings against PCPP to seek to recover the sums outstanding to MOMPL for the lease rates, payment for completed variation works, early termination fees, reimbursement of demobilisation costs and associated costs under the Contract totalling to approximately USD99.8 million and service rates totalling approximately RM22.6 million. In this respect, the following actions have been filed:

Adjudication

1. Adjudication proceedings under the Construction Industry Payment and Adjudication Act 2012 (“CIPAA”) was first commenced to recover MOMPL’s claim for the completed variation works amounting to approximately USD9.9 million. On 9 January 2019, MOMPL was awarded its entire claim of USD9.9 million plus interest and costs.
2. The second adjudication proceedings under CIPAA was commenced to recover the disputed demobilisation costs amounting to approximately USD4.8 million. On 7 October 2019, MOMPL received the second Adjudication decision dated 26 July 2019 where MOMPL was awarded its entire claim of USD4.8 million plus interest and costs.
3. The Federal Court (“FC”) had on 16 October 2019 made a ruling that the CIPAA, which provides the basis upon which the Adjudication Proceedings were commenced, only applies prospectively to construction contracts entered into after the date CIPAA became effective i.e. 15 April 2014. The MOMPL lease agreement is dated 28 November 2008 and as such, falls outside the purview of CIPAA.
4. In view of the FC decision, MOMPL has stayed its hand on moving for the enforcement of the Adjudication decisions and will focus on the Arbitration Proceedings in order to recover the monies owing by PCPP.
5. As far as MOMPL is aware, there is no pending application to set aside the said Adjudication decisions.

Arbitration

6. The first arbitration proceedings seek to claim for part of the outstanding sums amounting to approximately USD18.8 million and RM17.9 million. MOMPL’s Statement of Claim was filed on 21 December 2016.
7. MOMPL has re-filed the Notice of Arbitration for the second arbitration proceedings for part of the outstanding sums amounting to approximately USD81.0 million and RM4.7 million. PCPP has responded to the Notice of Arbitration on 15 July 2020.

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PART B – OTHER EXPLANATORY NOTES (continued)

8. The arbitral tribunal for both arbitration proceedings have now been constituted respectively, and parties are amid negotiating and finalising the terms of appointment. However, given the development in the filing of the Winding-up Proceedings, MOMPL has written to the arbitral tribunal for both the first and second arbitrations to request for proceedings to be kept in abeyance until the Winding-up Proceedings is disposed of by the High Court.

Proceedings in Court

Originating Summons against PCPP for Early Termination Fees and Demobilisation Costs

9. On 7 August 2018 an Originating Summons was filed in the High Court to recover the undisputed portion of the early termination fees and demobilisation costs amounting to approximately USD42.3 million.
 - a. On 30 May 2019, the High Court, allowed PCPP's application to stay the Originating Summons pending the disposal of the arbitration proceedings. MOMPL filed an appeal to the Court of Appeal ("CA") against this decision which was heard on 12 April 2021. The CA set aside the stay application granted by the High Court and instead imposed a conditional stay on PCPP wherein PCPP is required to deposit a sum of USD7.8 million into a joint account held by both parties' solicitors within 30 days, failing which MOMPL will be able to proceed with the full hearing in the High Court action against PCPP. PCPP failed to make any such deposit and therefore the Originating Summons was reinstated in the High Court at MOMPL's request.
 - b. The matter was heard on both 7 October 2021 and 26 October 2021, the High Court decided the matter in favour of MOMPL. MOMPL has now been awarded the full sum claimed amounting to USD42.3 million together with interest and costs which is to be paid by PCPP. PCPP did not file any appeal against the High Court's decision however PCPP failed to pay the sum awarded to MOMPL. Due to PCPP's failure to pay the sum awarded, MOMPL proceeded to issue a Statutory Notice pursuant to Sections 465 and 466 of the Companies Act 2016 against PCPP on 14 December 2021.

Writ Action for Declaration against the Shareholders of PCPP

10. A writ action in the High Court was also filed on 13 August 2018 against PCSB, PPHE and PVEP (being the shareholders of PCPP) seeking for a declaration that the shareholders be liable for the amounts due and owing by PCPP to MOMPL under the Contract. PCSB and PCPP filed applications in the High Court to strike out ("PCSB's Striking Out Application") and stay the proceedings pending the disposal of the arbitration proceedings ("PCPP's Stay Application") which were allowed on 26 October 2018 and 11 December 2018 respectively. MOMPL appealed against both decisions to the Court of Appeal.
 - a. MOMPL's appeal against PCSB's Striking Out Application by the High Court was dismissed by the Court of Appeal on 26 September 2019. MOMPL has filed leave to appeal against the Court of Appeal's decision to uphold the High Court's decision to strike out the proceedings against PCSB to the Federal Court. On 18 August 2020, the Federal Court dismissed MOMPL's appeal.
 - b. MOMPL's appeal against PCPP's Stay Application by the High Court was heard by the Court of Appeal on 19 June 2020. The Court of Appeal has set aside the stay against the shareholders i.e. PCSB, PPHE and PVEP, whilst the stay against PCPP is affirmed. Pursuant to this decision, MOMPL has proceeded to serve the cause papers out of jurisdiction on PPHE and PVEP. PVEP failed to respond to MOMPL's claim and therefore MOMPL applied for a summary judgment against PVEP. PPHE filed an application in the High Court of Malaysia to challenge the service of the cause papers in Indonesia which was heard on 11 August 2021. On 24 September 2021, the High Court allowed PPHE's application. MOMPL has elected to await the outcome of the Winding-up Proceedings against PCPP and will consider whether to file a fresh claim against PCPP's shareholders thereafter.

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PART B – OTHER EXPLANATORY NOTES (continued)

Winding Up of PCPP

11. MOMPL issued a Statutory Notice pursuant to Sections 465 and 466 of the Companies Act 2016 against PCPP on 14 December 2021 (“Statutory Notice”). PCPP failed to comply with the Statutory Notice and therefore on 25 March 2022, MOMPL proceeded to file a winding-up petition against PCPP in the High Court (“Winding-up Petition”). The Winding-up Petition was heard on 6 September 2022 and a Winding-Up Order against PCPP was granted in the terms prayed for together with costs. This means that PCPP has been wound up and a liquidator has been appointed.

Proceedings Post Winding Up of PCPP

12. On 24 October 2022, MOMPL filed its Proof of Debt against PCPP together with the supporting documents to substantiate its entire claim
 - a. During the first creditor’s meeting which was held on 11 April 2023, MOMPL was informed by PCPP’s liquidator that it was PCPP’s only creditor and that the liquidator has admitted the full amount of MOMPL’s claim against PCPP amounting to USD121.9 million as stated in the Proof of Debt. The liquidator has since requested a cash call from PCPP’s shareholders pursuant to the terms of the Joint Operating Agreement executed in respect of PCPP. PCSB responded to dispute the cash call. Following this, the liquidator requested for further information to support PCSB’s position. Since there was no response, the liquidator instructed their solicitors to file an application for directions in the Winding Up Court for the cash call to be effectively ordered against PCSB, PPHE and PVEP.
 - b. On 15 August 2023 a Forms of Summons was filed by the liquidator to seek directions from the High Court for the cash call (“**Application for Directions**”). On 2 November 2023, the High Court allowed the liquidator’s application to serve the court papers out of the jurisdiction, to allow the liquidator to serve the cause papers on PPHE and PVEP in Vietnam and Indonesia.
 - c. PCSB appointed solicitors and filed an application to intervene (for PCSB to be added as the party to the proceedings) and the Court allowed PCSB’s application to intervene as a party to the liquidator’s application on 8 January 2024. A further case management was fixed for 24 January 2024 for the Court to give directions on filing of affidavits, written submissions and to fix a hearing date for the liquidator’s Application for Directions.
 - d. MOMPL also filed an application to intervene as a party to the liquidator’s Application for Directions to enable MOMPL to actively participate in the proceedings. MOMPL’s application to intervene was heard and allowed by the High Court on 23 January 2024.
 - e. On 29 July 2024, the liquidator withdrew the Application for Directions, with no liberty to file afresh and with costs of RM5,000 to be paid to MOMPL.
 - f. On 2 August 2024, MOMPL’s solicitors wrote to the liquidator to inquire what further active steps are being taken to explore recovery. On 6 August 2024, the liquidator responded to confirm that upon the advice of PCPP’s solicitors, the liquidator intends to commence arbitration proceedings against the shareholders of PCPP.
 - g. MOMPL’s solicitors continue to engage with the liquidator and explore avenues for recovery. (collectively referred to as the “**Legal Proceedings**”)

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PART B – OTHER EXPLANATORY NOTES (continued)

iii) Malaysia Marine and Heavy Engineering Sdn Bhd (“MMHE”) and Haumea Offshore Sdn Bhd (“Haumea”)

On 15 April 2025 MMHE received a Notice of Arbitration dated 11 April 2025 (“the Arbitration”) from the solicitors for Haumea Offshore Sdn Bhd (formerly known as Trans Fame Offshore Sdn Bhd) in relation to claims arising from Subcontract No. 3900007170 titled “Hook-up And Commissioning Works And Marine Vessels For Bokor Phase 3 Redevelopment Project (Package A)” (hereinafter referred to as “the Subcontract”).

Under the Subcontract, Haumea was appointed by MMHE as the subcontractor to provide Hook-up and Commissioning (“HUC”) works, including marine vessels, for the Bokor Phase 3 Redevelopment Project (“the Works”). In the Notice of Arbitration, Haumea claims that there were disputes between Haumea and MMHE under the Subcontract in relation to Haumea’s performance of the Works. Haumea has included an indicative amount of its alleged loss as part of the Notice of Arbitration, at approximately RM57.3 million, including interest, costs and/or other reliefs.

On 20 May 2025, the High Court of Johor Bahru granted an ex-parte injunction in favour of MMHE, restraining Haumea from registering the Notice of Arbitration (“NOA”), commencing or proceeding with arbitration in connection with the said NOA pending the determination by the High Court of its validity.

The High Court has proceeded with the inter-parte hearing of the interim injunction application on 3 July 2025 and fixed the decision on 5 August 2025. The court also on the same date fixed for case management to MMHE’s Originating Summons (“OS”) on:

- a) A declaration that the NOA is invalid, premature and wrong in law; and
- b) An injunction to restrain Haumea from registering, proceeding and/or commencing any arbitration proceedings in relation to the NOA.

On 5 August 2025, the High Court at Johor Bahru allowed Haumea’s application to set aside MMHE’s ex-parte injunction with the cost of RM10,000 and on 27 October 2025 allowed Haumea’s application to set aside MMHE’s OS with cost of RM10,000 subject to allocatur fees. MMHE had filed the Notice of Appeal against both decisions.

Following the High Court’s decision on the OS, Haumea may proceed with the arbitral proceedings under the Notice of Arbitration. Nevertheless, in the event MMHE’s appeal against the High Court’s decision is allowed by the Court of Appeal, the arbitral proceedings, if any, commenced under the Notice of Arbitration, would be rendered null and void.

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PART B – OTHER EXPLANATORY NOTES (continued)

B10. DIVIDENDS

The Board of Directors has approved a fourth tax exempt dividend of 14.0 sen per share in respect of financial year 2025 amounting to RM624.9 million. The proposed dividend will be paid on 26 March 2026 to shareholders registered at the close of business on 12 March 2026.

A depositor shall qualify for entitlement to the dividend only in respect of:

- i) Shares transferred into the Depositor's Securities Account before 4.30 pm on 12 March 2026 in respect of Ordinary Transfers; and
- ii) Shares bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the rules of Bursa Malaysia Securities Berhad.

B11. TRADE AND OTHER RECEIVABLES, AND CONTRACT ASSETS

	31 December 2025 RM million	31 December 2024 RM million
Trade receivables		
Third parties	3,445.8	3,517.1
Fellow subsidiaries	61.6	146.1
Associates and joint ventures	29.7	40.1
	3,537.1	3,703.3
Contract assets	507.1	872.9
Other receivables	559.7	315.5
Less: Impairment	(605.9)	(456.6)
Trade and other receivables	3,998.0	4,435.1

The Group's normal trade credit terms with its customers range from 7 to 90 days. Credit terms are assessed and approved on a case-by-case basis and each customer is assigned a maximum credit limit.

The ageing of trade receivables (excluding amount due from customers on contracts) as at reporting date are as follows:

	31 December 2025 RM million	31 December 2024 RM million
Current	867.5	898.2
Past due 1-30 days	142.0	110.2
Past due 31-60 days	51.8	32.6
Past due 61-90 days	23.5	24.8
Past due more than 90 days	2,452.3	2,637.5
	3,537.1	3,703.3
Less: Impairment	(605.0)	(455.1)
Trade receivables, net	2,932.1	3,248.2

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PART B – OTHER EXPLANATORY NOTES (continued)

B12. DERIVATIVES

As part of the Group's efforts to hedge its interest rate risks, the Group entered into interest rate swap ("IRS") arrangements, a form of derivative to convert its interest exposure from floating rate into fixed rate. The maturity of the IRS arrangements coincides with the maturity of the original floating rate loans.

The Group had also entered into forward currency contracts to manage its foreign currency risk.

Details of the Group's derivative financial instruments outstanding as at 31 December 2025 are as follows:

Contract/Tenure	Notional Value RM million	Fair Value as at 31 December 2025 RM million
<u>Foreign currency contracts</u>		
Within 1 year	162.1	(1.2)
	<u>162.1</u>	<u>(1.2)</u>
<u>Interest rate swaps</u>		
1 year to 3 years	220.9	117.6
More than 3 years	12,740.9	54.5
	<u>12,961.8</u>	<u>172.1</u>

The Group had entered into IRS arrangements to hedge against adverse movements in interest rates in compliance with the facility agreement as well as forward currency contracts designated as hedges of expected future payments denominated mainly in United States Dollars.

There is no significant change for the financial derivatives in respect of the following since the last financial year ended 31 December 2024:

- the credit risk, market risk and liquidity risk associated with these financial derivatives;
- the cash requirements of the financial derivatives; and
- the policy in place for mitigating or controlling the risks associated with these financial derivatives.

B13. FAIR VALUE CHANGES OF FINANCIAL LIABILITIES

The Group's derivative financial instruments such as interest rate swaps and foreign currency contracts are measured at fair value. The fair value of the derivative financial instruments that are actively traded in organised financial markets is determined by reference to quoted market bid prices at the close of business at the end of reporting date. For financial instruments where there is no active market, fair value is determined using valuation techniques. Such techniques may include:

- using recent arm's length market transactions;
- reference to the current fair value of another instrument that is substantially the same; and
- discounted cash flow analysis or other valuation models.

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PART B – OTHER EXPLANATORY NOTES (continued)

Any gains or losses arising from changes in fair value on derivative financial instruments during the year end that do not qualify for hedge accounting and the ineffective portion of an effective hedge are recognised in the income statement.

During the financial year, the Group recorded the following (loss)/gain from change in fair value of derivative financial instruments:

	Quarter Ended 31 December 2025		Year Ended 31 December 2025	
	Gain recognised in income statements	Loss recognised in other comprehensive income	Loss recognised in income statements	(Loss)/gain recognised in other comprehensive income
	RM million	RM million	RM million	RM million
Interest rate swaps	-	(11.3)	-	(410.6)
Foreign currency contracts	0.1	(1.1)	(6.4)	6.5

B14. EARNINGS PER SHARE

	Quarter Ended 31 December		Year Ended 31 December	
	2025	2024	2025	2024
Basic earnings per share are computed as follows:				
(Loss)/profit for the period attributable to equity holders of the Corporation (RM million):	(11.8)	(446.2)	1,700.1	1,193.5
Weighted average number of ordinary shares outstanding (million)	<u>4,463.7</u>	<u>4,463.7</u>	<u>4,463.7</u>	<u>4,463.7</u>
Basic (loss)/earnings per share (sen)	(0.3)	(10.0)	38.1	26.7

The Group does not have any financial instrument which may dilute its basic earnings per share.

By Order of the Board