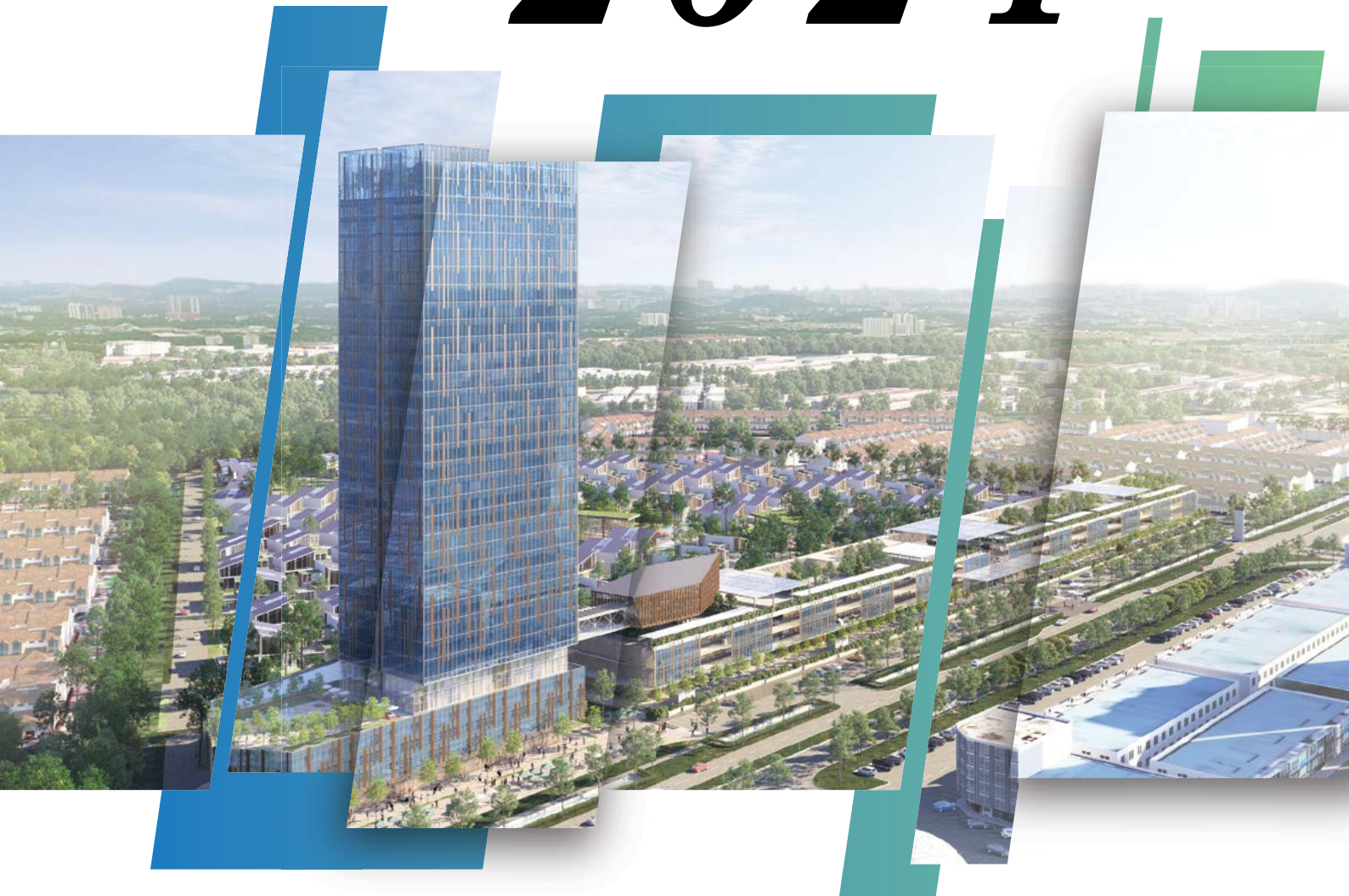


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# ANNUAL REPORT

# 2024



**Malpac Holdings Berhad**  
199001005856 (197424-V)

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# NOTICE OF THIRTY-FOURTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Thirty-Fourth Annual General Meeting (“**34<sup>th</sup> AGM**”) of MALPAC HOLDINGS BERHAD (“**the Company**”) will be conducted fully virtual through live streaming from the Broadcast Venue at Lot 9-11 Menara Sentral Vista, No. 150, Jalan Sultan Abdul Samad, Brickfields, 50470 Kuala Lumpur, W.P. Kuala Lumpur on Monday, 18 November 2024 at 2.30 p.m.

## AGENDA

### ORDINARY BUSINESS

- |    |   |  |
|----|---|--|
| 1. | To receive the Audited Financial Statements for the financial year ended 30 June 2024 together with the Reports of the Directors and Auditors therein.                              | Please refer to Explanatory Note 1 on Ordinary Business                          |
| 2. | To approve the payment of Directors’ fees of RM60,000.00 for the financial year ended 30 June 2024.   | Ordinary Resolution 1<br>Please refer to Explanatory Note 2 on Ordinary Business |
| 3. | To approve the payment of Directors’ benefits of up to RM400,000.00 for the period immediately after the 34 <sup>th</sup> AGM until the next AGM of the Company to be held in 2025. | Ordinary Resolution 2<br>Please refer to Explanatory Note 2 on Ordinary Business |
| 4. | To re-elect Mr. Gan Teck Chong @ Gan Kwan Chong who retires pursuant to Clause 76(3) of the Company’s Constitution.   | Ordinary Resolution 3<br>Please refer to Explanatory Note 3 on Ordinary Business |
| 5. | To re-elect Mr. Lim Hong Liang who retires pursuant to Clause 76(3) of the Company’s Constitution.  | Ordinary Resolution 4<br>Please refer to Explanatory Note 3 on Ordinary Business |
| 6. | To re-appoint Messrs PKF PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.   | Ordinary Resolution 5<br>Please refer to Explanatory Note 4 on Ordinary Business |

### SPECIAL BUSINESS

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

- |    |  |   |
|----|--|---|
| 7. | <b>SPECIAL RESOLUTION<br/>WAIVER OF PRE-EMPTIVE RIGHTS PURSUANT TO SECTION 85 OF THE COMPANIES ACT 2016</b><br><br>“THAT pursuant to Section 85 of the Companies Act 2016 (“ <b>the Act</b> ”) read together with Clause 12(3) of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares in the Company ranking equally to the existing issued shares in the Company arising from any issuance of new shares in the Company to the allottees subject to passing Ordinary Resolution 6 – Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Act.<br><br>AND THAT the Directors be and are hereby authorised to issue any new shares (including rights or options over subscription of such shares) and with such preferred, deferred, or other special rights or such restrictions, whether with regard to dividend, voting, return of capital, or otherwise, for such consideration and to any person(s) as the Directors may determine subject to passing Ordinary Resolution 6 – Authority to Issue and Allot Shares of the Company pursuant to Sections 75 and 76 of the Act.”   | Special Resolution<br>Please refer to Explanatory Note 1 on Special Business    |
| 8. | <b>ORDINARY RESOLUTION<br/>AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016</b><br><br>“THAT contingent upon the passing of the Special Resolution on waiver of pre-emptive rights pursuant to Section 85 of the Companies Act 2016 (“ <b>the Act</b> ”) and subject always to the Act, the Constitution of the Company, the Main Market Listing Requirements (“ <b>Listing Requirements</b> ”) of Bursa Malaysia Securities Berhad (“ <b>Bursa Securities</b> ”) and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company, from time to time, at such price, upon such terms and conditions, and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares issued pursuant to this Ordinary Resolution does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being AND THAT the Directors be and are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued on the Bursa Securities AND FURTHER THAT such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.” | Ordinary Resolution 6<br>Please refer to Explanatory Note 2 on Special Business |

9. **ORDINARY RESOLUTION  
PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR THE AUTHORITY TO THE  
COMPANY TO PURCHASE ITS OWN SHARES**

Ordinary Resolution 7  
Please refer to Explanatory Note 3 on  
Special Business

"THAT subject always to the Companies Act 2016 ("**the Act**"), the Constitution of the Company, Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements ("**Listing Requirements**") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued shares in the Company 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 best interest of the Company provided that:-

- (i) the aggregate number of issued shares in the Company ("**Shares**") purchased ("**Purchased Shares**") and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and
- (ii) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase.

**("Proposed Renewal of Share Buy-Back Mandate").**

AND THAT the authority to facilitate the Proposed Renewal Share Buy-Back Mandate will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("**AGM**") of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
- (b) the expiration of the period within which the next AGM of the Company is required by law to be held; or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:-

- (i) To cancel all or part of the Purchased Shares;
- (ii) To retain all or part of the Purchased Shares as treasury shares;
- (iii) To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
- (iv) To resell all or part of the treasury shares;
- (v) To sell, transfer or otherwise use the shares for such other purposes as the Minister charged with the responsibility for companies may by order prescribe; and/or
- (vi) To deal with the treasury shares in the manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are authorised to take all such steps as are necessary or expedient [including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act, 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties] to implement, finalise and give full effect to the Proposed Renewal Share Buy-Back Mandate with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities."



# Notice Of Thirty-Fourth Annual General Meeting (Continued)

- To consider any other business of which due notice shall have been given in accordance with the Companies Act 2016.

By Order of the Board,

**CHEOK KIM CHEE** [SSM PC No. 201908001023 (MACS 00139)]  
Company Secretaries

Kuala Lumpur  
18 October 2024

## NOTES:-

- For the purpose of determining who shall be entitled to attend this 34<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the Record of Depositors as at 7 November 2024. Only a member whose name appears on this Record of Depositors shall be entitled to attend this 34<sup>th</sup> AGM or appoint a proxy to attend, speak and vote on his/her/its behalf.
- A member entitled to attend and vote at this 34<sup>th</sup> AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his/her place. A proxy may but need not be a member of the Company.
- 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.
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (“**Central Depositories Act**”), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- 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 Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- 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.
- The instrument appointing a proxy may be made via hardcopy or by electronic means in the following manner and must be deposited not less than forty-eight (48) hours before the time stipulated for holding the meeting at which the person named in the appointment proposes to vote:
  - In hard copy form  
In the case of an appointment made in hard copy, the proxy form must be deposited at Lot 9-11 Menara Sentral Vista, No. 150, Jalan Sultan Abdul Samad, Brickfields, 50470 Kuala Lumpur, W.P. Kuala Lumpur.
  - By electronic means  
The proxy form shall be electronically lodged with the Poll Administrator of the Company via **Dvote Online** website at <https://www.dvote.my>.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company at Lot 9-7, Menara Sentral Vista, No. 150, Jalan Sultan Abdul Samad, Brickfields, 50470 Kuala Lumpur 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.
- Please ensure **ALL** the particulars required in this proxy form are completed, signed and dated accordingly.
- Last date and time for lodging this proxy form is **Saturday, 16 November 2024 at 2.30 p.m.**
- Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the registration staff for verification:
  - Identity card (NRIC) (Malaysian), or
  - Police report (for loss of NRIC) / Temporary NRIC (Malaysian), or
  - Passport (Foreigner).

For a corporate member who has appointed a representative instead of a proxy to attend this 34<sup>th</sup> AGM, please bring the **ORIGINAL** certificate of appointment if this has not been lodged at the Company’s Share Registrar office earlier.

# Notice Of Thirty-Fourth Annual General Meeting (Continued)

## **EXPLANATORY NOTES ON ORDINARY BUSINESS**

### **1. Item 1 of the Agenda Audited Financial Statements for the financial year ended 30 June 2024**

The Audited Financial Statements are laid in accordance with Section 340(1)(a) of the Companies Act 2016 (“the Act”) for discussion only. They do not require shareholders’ approval and hence, this item on the Agenda will not put forward for voting by shareholders of the Company.

### **2. Item 2 and 3 of the Agenda Ordinary Resolutions 1 and 2 – Payment of Directors’ Fees and Benefits**

Pursuant to Section 230(1) of the Act, the fees of the directors and any benefits payable to the directors shall be approved at a general meeting. The proposed Ordinary Resolution 1 is to facilitate the payment of Directors’ fees for the financial year ended 30 June 2024.

The proposed Ordinary Resolution 2, if approved, will authorise the payment of Directors’ Benefits comprising allowance and other emoluments/benefits payable to Chairman and the Non-Executive Directors. The current board remuneration policy is set out below:

DESCRIPTION	RM
Monthly allowance	1,000.00
Meeting allowance (per Board of Directors meeting)	1,500.00
Other Benefits	Medical and health care coverage; Business Travel and Accommodation and other benefits

*Note: Do note that the Group’s Executive Directors do not receive the above said Directors’ Benefits other than those specified in the service contract of the respective Executive Directors of the Group.*

The estimated amount for the period immediately after the 34<sup>th</sup> AGM until the next AGM of the Company to be held in 2025 is RM400,000.00. In the event that the proposed Directors’ Benefits are insufficient, approval will be sought at the next AGM for the shortfall.

### **3. Item 4 and 5 of the Agenda Ordinary Resolution 3 and 4 – Re-election of Director pursuant to Clause 76(3) of the Company’s Constitution**

Mr. Gan Teck Chong @ Gan Kwan Chong and Mr. Lim Hong Liang are standing for re-election as Director of the Company and being eligible, have offered themselves for re-election at the 34<sup>th</sup> AGM.

The profile of Mr. Gan Teck Chong @ Gan Kwan Chong and Mr. Lim Hong Liang is set out in the Director’s profile of the Annual Report 2024. The Board has through the Nomination Committee (“NC”), considered the assessment of the said Directors pursuant to the Fit and Proper Policy adopted by the Company and agreed that they meet the criteria as prescribed by Paragraph 2.20A of the Main Market Listing Requirements (“Listing Requirements”) of Bursa Securities on character, experience, integrity, competence and time commitment to effectively discharge their roles as Directors.

The Board collectively agreed that they had met the criteria as prescribed by Paragraph 2.20A of the Listing Requirements of Bursa Securities on character, experience, integrity, competence and time commitment to effectively discharge their roles as Directors and recommended them to be re-elected as Directors of the Company at the forthcoming 34<sup>th</sup> AGM.

### **4. Item 6 of the Agenda Ordinary Resolution 5 – Re-appointment of Auditors**

The Audit Committee (“AC”) had at its meeting held on 21 August 2024 assessed the suitability and independence of the External Auditors and recommended the re-appointment of Messrs PKF PLT as External Auditors of the Company for the financial year ending 30 June 2025. The Board had in turn reviewed the recommendation of the AC and recommended the same to be tabled for approval at the forthcoming 34<sup>th</sup> AGM of the Company under Ordinary Resolution 5.

## **EXPLANATORY NOTES ON SPECIAL BUSINESS**

### **1. Item 7 of the Agenda Special Resolution – Waiver of Pre-emptive Rights**

The Special Resolution is pertaining to the waiver of pre-emptive rights pursuant to Section 85 of the Act. By voting in favour of the Special Resolution, the shareholders of the Company would be waiving their statutory pre-emptive rights. The Special Resolution if passed, would allow the Directors to issue new shares to any person without having to offer the new Company shares to be issued equally to all existing shareholders of the Company prior to issuance.

## **EXPLANATORY NOTES ON SPECIAL BUSINESS** (continued)

### **2. Item 8 of the Agenda Ordinary Resolution 6 – Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016**

Subject to the passing of the Special Resolution on waiver of pre-emptive rights pursuant to Section 85 of the Act, the proposed Ordinary Resolution 6, if passed, would renew the mandate granted to the Directors at the 33<sup>rd</sup> AGM and provide flexibility to the Directors to undertake fundraising activities including but not limited to placement of shares for the purpose of funding the Company's future investment project(s), business expansion, working capital and/or acquisition(s), by the issuance of shares in the Company to such persons at any time as the Directors may deem fit provided that the aggregate number of shares issued pursuant to the mandate does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being, without having to convene a general meeting. This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is earlier.

As at the date of this Notice, the Company did not allot any shares pursuant to the shareholders' mandate granted to the Directors at the 33<sup>rd</sup> AGM as there were no requirement for such fundraising activities.

### **3. Item 9 of the Agenda Ordinary Resolution 7 – Proposed Renewal of Share Buy-back Mandate**

The proposed Ordinary Resolution 7, if passed, will allow the Company to purchase its own shares through Bursa Securities up to ten per centum (10%) of the total number of issued shares of the Company. Please refer to the Statement to Shareholders dated 18 October 2024 in relation to the Proposed Renewal of Share Buy-Back Mandate for further information.

# CORPORATE INFORMATION

## Board Of Directors

Mr. Tan Chon Sing @ Tan Kim Tieng ( <i>Chairman</i> )	Non-Independent Executive Director
Mr. Loo Pak Soon	Independent Non-Executive Director
Mr. Lim Hong Liang	Non-Independent Executive Director
Mr. Kan Ah Chun	Non-Independent Executive Director
Puan Noraini Binti Yaacob	Independent Non-Executive Director
Mr. Gan Teck Chong @ Gan Kwan Chong	Non-Independent Non-Executive Director

### Chief Executive Officer

Mr. Ang Poo Guan

### Audit Committee

Chairman: Mr. Loo Pak Soon  
Members: Puan Noraini Binti Yaacob  
Mr. Gan Teck Chong @ Gan Kwan Chong

### Remuneration Committee

Chairperson: Puan Noraini Binti Yaacob  
Members: Mr. Loo Pak Soon  
Mr. Gan Teck Chong @ Gan Kwan Chong

### Nomination Committee

Chairman: Mr. Loo Pak Soon  
Members: Puan Noraini Binti Yaacob  
Mr. Gan Teck Chong @ Gan Kwan Chong

### Investment Committee

Chairman: Mr. Lim Hong Liang  
Members: Mr. Tan Chon Sing @ Tan Kim Tieng  
Mr. Kan Ah Chun  
Mr. Ang Poo Guan

### Risk Management Committee

Chairman: Mr. Lim Hong Liang  
Members: Puan Noraini Binti Yaacob  
Mr. Loo Pak Soon

### Company Secretaries

Mr. Cheok Kim Chee [MACS 00139]

### Registered Office

D12, Tingkat 1, Plaza Pekeliling  
NO.2, Jalan Tun Razak  
50400 Kuala Lumpur  
Wilayah Persekutuan  
Tel : 03-40423041  
Fax : 03-40423422

### Principal Place Of Business

2nd Floor, No. 23 Jalan Kong Sang  
70000 Seremban, Negeri Sembilan Darul Khusus  
Tel : 06-7653816 & 7653836  
Fax: 06-7653815

### External Auditors

Messrs PKF PLT  
202206000012(LLP0030836-LCA) & AF0911  
Level 33, Menara 1MK  
Kompleks 1 Mont' Kiara  
No. 1, Jalan Kiara Mont' Kiara  
50480 Kuala Lumpur

### Tax Consultant

PKF Tax Services Sdn Bhd  
Level 33, Menara 1MK  
Kompleks 1 Mont Kiara  
No. 1, Jalan Kiara  
Mont Kiara  
50480 Kuala Lumpur

### Solicitors

Logan Sabapathy & Co

### Share Registrar

Sectrars Management Sdn Bhd  
Lot 9-7 Menara Sentral Vista  
No. 150 Jalan Sultan Abdul Samad Brickfields  
50470 Kuala Lumpur  
Tel : 03-22766138  
Fax: 03-22766131  
Email address: sectrarsmg@gmail.com

### Principal Bankers

CIMB Bank Berhad  
Hong Leong Islamic Bank Berhad  
Alliance Bank Malaysia Berhad  
AmInvestment Bank Berhad

### Stock Exchange Listing

Bursa Malaysia Securities Berhad, Main Market  
Stock Name : Malpac  
Stock Code : 4936

### Company Website

<http://www.malpac.com.my>



# PROFILE OF BOARD OF DIRECTORS AND KEY MANAGEMENT

## MR. TAN CHON SING @ TAN KIM TIENG *Chairman*

Mr. Tan Chon Sing @ Tan Kim Tieng, Malaysian, male, aged 86, is a Non-Independent Executive Director of Malpac Holdings Berhad. He was appointed to the Board on 15 May 1990. He is a member of the Investment Committee of the Company. He graduated from Nanyang University in 1963 with a Bachelor of Commerce degree and was a banker for eleven years before joining the stockbroking industry in 1976 as Manager in a stockbroking firm in Seremban which was converted into a private limited company in 1987 and he was duly appointed as a director of the company. The stockbroking business was disposed to a third party in 2001 and his position was converted to that of a remisier in the new outfit till October 2017. He also sits on the Board of several other companies within the Malpac Group as well as a few other private limited companies.

Mr. Tan attended all four (4) Board Meetings held in the financial year ended 30 June 2024.

## MR GAN TECK CHONG @ GAN KWAN CHONG

Mr. Gan Teck Chong @ Gan Kwan Chong, Malaysian, male, aged 77, is a Non-Independent Non-Executive Director of Malpac Holdings Berhad. He was appointed to the Board on 15 May 1990. He is a member of the Audit, Remuneration and Nomination Committees of the Company. He has been in the stockbroking business for more than forty years. He commenced his career as a remisier in a stockbroking firm in Melaka and subsequently appointed as a partner of a stockbroking firm in Seremban. He was then appointed as director of the same stockbroking firm when it was converted into a private limited company in April 1987. The stockbroking business of the company was disposed to a third party in 2001 and his position was then converted to that of a remisier in the new outfit. He also sits on the Board of several other companies within the Malpac Group and currently holds a dealer's representative license under the Securities Industry Act, 1983.

Mr. Gan attended three (3) out of four (4) Board Meetings held in the financial year ended 30 June 2024.

## MR. LOO PAK SOON

Mr. Loo Pak Soon, Malaysian, male, aged 62, was appointed to the Board on 30 May 2023. He is also the Chairman of Audit and Nomination Committee and a member of the Remuneration and Risk Management Committee. He graduated with a Bachelor of Commerce (Honours) with major in Finance from the University of Windsor, Canada in 1984. He started his career as a banker in 1984 and has 8 years of commercial and merchant banking experience working with various banks. In 1992, he joined NCK Corporation Berhad and was involved in the restructuring and listing exercise of NCK Corporation Berhad onto the then Main Board of the Kuala Lumpur Stock Exchange ("KLSE").

He joined Powernet Industries Sdn Bhd as a Financial Controller in 1993. While there, he was also a Director of Ken Holdings Berhad from 1996 to 2006. At Powernet Industries Sdn Bhd, he successfully assisted in turning the company around from a loss-making concern and got it listed onto the then Second Board of the KLSE as Kumpulan Powernet Bhd in 2002. He was the Executive Director and Special Assistant to the Chairman cum Managing Director from 2002 to 2015. From October 2015 to February 2016, he remained in Kumpulan Powernet Bhd to handover outstanding matters to the new owners and management team. He was principally involved in the financial operations and strategic planning of Kumpulan Powernet Bhd. With his vast experience in various industries, finance background and corporate experience, he joined MTS Fibromat (M) Sdn Bhd as the Chief Operating Officer in 2016. In May 2019, Fibromat (M) Bhd, through a restructuring exercise, acquired MTS Fibromat (M) Sdn Bhd and was listed on the LEAP Market of Bursa Malaysia Securities Bhd. On 22 August 2019, he was appointed as an Executive Director of Fibromat (M) Bhd and on 31 March 2021, he was re-designated as Non-Independent Non-Executive Director. Mr. Loo is also a Director of Advance Synergy Berhad.

Mr. Loo attended all four (4) Board Meetings held in the financial year ended 30 June 2024.

## MR. LIM HONG LIANG

Mr. Lim Hong Liang, Malaysian, male, aged 65, is a Non-Independent Executive Director of Malpac Holdings Berhad. He was appointed to the Board on 16 October 1990. He is the Chairman of the Investment and Risk Management Committee of the Company. He holds a Bachelor of Commerce (Accounting) and Master of Commerce from University of New South Wales, Sydney. Before joining Malpac, he was employed in the commercial banking sector for six years. He also sits on the Board of few other companies within the Malpac Group as well as several other private limited companies.

Mr. Lim attended all the four (4) Board Meetings held in the financial year ended 30 June 2024.

### MR. KAN AH CHUN

Mr. Kan Ah Chun, Malaysian, male, aged 71, is a Non-Independent Executive Director of Malpac Holdings Berhad. He was appointed to the Board on 10 September 1996. He is a member of the Investment Committee of the Company. After graduating from University of Malaya with a Bachelor of Science (Hons) Degree in 1977, he was attached to the teaching profession from 1978 to 1982. He then joined a commercial bank until 1996 when he joined Malpac Securities Sdn. Bhd. He also sits on the Board of a company within the Malpac Group as well as several other private limited companies.

Mr. Kan attended three (3) out of four (4) Board Meetings held in the financial year ended 30 June 2024.

### PUAN NORAINI BINTI YAACOB

Puan Noraini Yaacob, Malaysian, female, aged 62 was appointed to the board of Malpac Holdings Berhad as an Independent Non-Executive director on 30 May 2023. She is also the Chairman of Remuneration Committee and member of Audit, Risk Management and Nomination Committee. She graduated with a Bachelor of Commerce (Honours) Degree from Carleton University, Canada. Her career started in both development and commercial banking sectors progressing to investment holding. Currently she is involved in the capacity of director in various companies both in Malaysia and Australia involved predominantly in property investments

Puan Noraini attended all four (4) Board Meetings held in the financial year ended 30 June 2024.

#### NONE OF THE DIRECTORS HAS:

- Any family relationship with any other Director and/or major shareholder of Malpac Holdings Berhad.
- Any conflict of interest with Malpac Holdings Berhad.
- Any conviction for offences within the past five years other than traffic offences or any public sanction or penalty imposed by the regulatory bodies during the financial year.

### PROFILE OF KEY SENIOR MANAGEMENT

#### MR. ANG POO GUAN

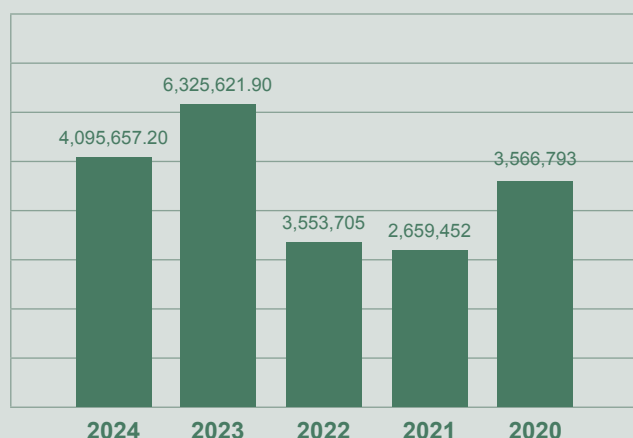
*Chief Executive Officer*

Mr. Ang Poo Guan, Malaysian, male, aged 76, was appointed as Chief Executive Officer of Malpac Holdings Berhad on 1 March 2002. He also holds directorships in a few subsidiary companies of the Group. He is a member of the Investment Committee of the Company. He graduated from the University of Malaya in 1972 with a Bachelor of Agric. Sc. (Hon.) degree. He joined a plantation management company for a short stint before joining an agricultural development bank in 1973. In 1980 he joined a foreign commercial bank where he rose to the position of Senior Vice President. In 1996, he left the banking sector to join Malpac Management Sdn. Bhd., a subsidiary of Malpac Holdings Berhad, where he was appointed Chief Executive Officer cum Director. He is also a director of several private limited companies. Mr Ang holds 168,500 (0.22%) shares indirectly in Malpac Holdings Berhad. He does not have any family relationship with any director and/or major shareholder of Malpac Holdings Berhad, nor any conflict of interest with the Company. He has no convictions for any offences within the past five years or any public sanction or penalty imposed by the regulatory bodies during the financial year.

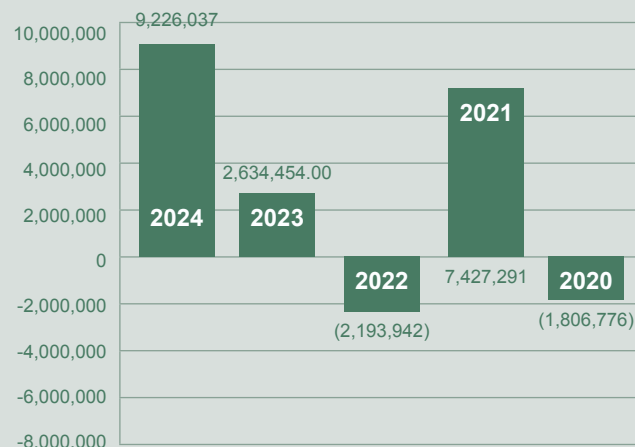
# GROUP FINANCIAL HIGHLIGHTS

5-YEAR FINANCIAL HIGHLIGHTS (Ringgit Malaysia)	2024	2023	2022	2021	2020
<b>A STATEMENT OF COMPREHENSIVE INCOME</b>					
1 Revenue	4,095,657	6,325,622	2,780,573	2,659,452	3,566,793
2 EBITDA	10,027,657	3,316,701	(1,872,225)	7,730,642	(1,378,198)
3 Profit/(Loss) before tax	9,780,409	3,035,240	(2,125,408)	7,427,368	(1,781,664)
4 Profit/(Loss) after tax	9,226,037	2,634,454	(2,315,742)	7,427,291	(1,806,776)
5 Net Profit/(Loss) attributable to equity holders	9,226,037	2,634,454	(2,315,742)	7,427,291	(1,806,776)
<b>B STATEMENT OF FINANCIAL POSITION</b>					
1 Total assets	190,455,039	182,887,629	179,339,063	182,454,707	209,760,482
2 Total liabilities	8,608,966	10,267,593	9,353,481	10,153,383	44,886,449
3 Shareholders' equity	181,846,073	172,620,036	169,985,582	172,301,324	164,874,033
<b>C FINANCIAL INDICATORS</b>					
1. Return on equity (%)	5.07	1.53	(1.36)	4.31	(1.10)
2. Return on total assets (%)	4.84	1.44	(1.29)	4.07	(0.86)
3. Earnings/(Loss) per share (sen)	12.30	3.51	(3.10)	9.90	(2.41)
4. Net assets per share (RM)	2.42	2.30	2.27	2.30	2.20
5. Share price as at the financial year/period end (RM)	1.00	0.835	1.13	1.13	0.52

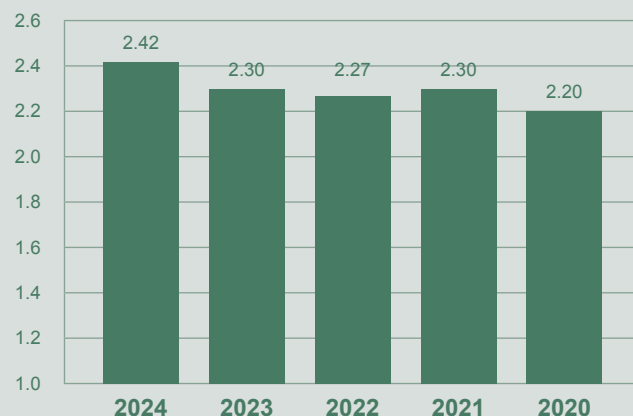
## REVENUE (Ringgit Malaysia)



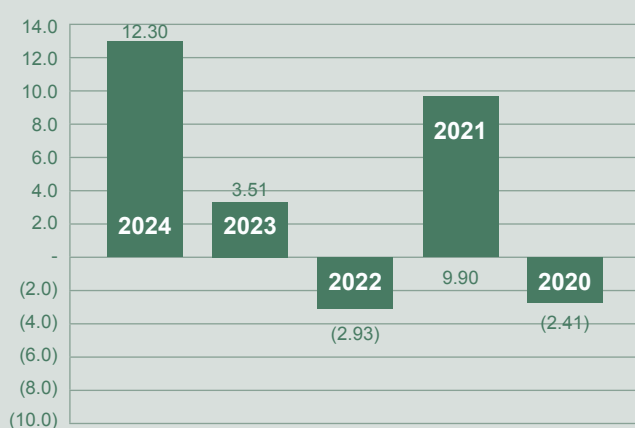
## PROFIT AFTER TAX (Ringgit Malaysia)



## NET ASSET PER SHARE (Ringgit Malaysia)



## BASIC EARNINGS PER SHARE (Ringgit Malaysia)



# MANAGEMENT DISCUSSION AND ANALYSIS

## Overview

Malpac Holdings Berhad (“**MHB**”) began its journey in 1976 as a stock broking firm under the name Chew & Teo. The company was subsequently listed on the Main Market of Bursa Malaysia on 12 December 1990, initially with an authorized capital of RM50 million and a paid-up capital of RM25 million. By September 1995, MHB had increased its authorized capital to RM200 million, with a corresponding paid-up capital of RM62.5 million, which was further raised to RM75 million in 1996. In 2001, MHB divested its stockbroking business and shifted to the plantation sector, specifically engaging in oil palm cultivation. Since February 2020, MHB has been designated as one of the affected listed issuers under paragraph 8.03A of the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”).

Presently, the company operates as an investment holding entity, managing a diversified portfolio that includes investment properties and long-term investments in shares and unit trusts. Its core strategy revolves around generating sustainable investment income from these diversified assets, as well as adding value and unlocking the potential of its investment properties. After meticulous planning and deliberation, the Company is pleased to announce that its wholly owned subsidiary, Malpac Land Sdn. Bhd. (“**MLSB**”) has received approval from the Majlis Bandaraya Johor Bahru (“**MBJB**”) for the amalgamation, re-alienation, and partial conversion of the residential land in Taman Mount Austin, Johor Bahru into three distinct parcels. This approval paves the way for a proposed mixed development project (“**Proposed Development**”). With this milestone achieved, the Group is now focusing on advancing the Proposed Development, which will become a cornerstone of our strategic efforts to rejuvenate our core business operations.

The Proposed Development is an extensive project integrating hospitality, convenience services, diverse food and beverage offerings, and serviced residences, to be rolled out in phases. The Company is steadfast in its commitment to ensuring this placemaking initiative exemplifies responsible development principles, designed to generate sustainable income, invigorate urban vitality, and elevate the quality of life for both the Company and the Johor Bahru community. We are actively engaging with strategic partners and consultants, and will promptly announce key milestones as the project advances.

## Review of Financial Results

The Group’s revenue from its investment activities for the financial year ended 30 June 2024 (“**FYE 2024**”) amounted to RM4.096 million, which represents a decrease of approximately 35% compared to the previous financial year. This decline in revenue primarily due to loss on disposal of quoted shares, which were lower than those recorded in the preceding year. Despite the decrease in revenue, the Group achieved a remarkable improvement in overall financial performance for FYE 2024. Specifically, the Group’s EBITDA surged to RM10.028 million, and the Profit After Tax (PAT) reached RM9.226 million or 12.30 sen per share. This substantial improvement in profitability was attributed to a successful recovery of bad debts, which contributed positively to the Group’s financial results, unrealised gain in its long-term investments in quoted shares and gain from the disposal of an investment property. Looking forward, the Group is committed to maintaining a prudent approach in managing its cash flow and assets. The focus will remain on ensuring sustainable profitability and delivering long-term value to shareholders.

## Ongoing Legal Suit

Since 2007, Malpac Capital Sdn Bhd (“**MCSB**”), a wholly-owned subsidiary of the Company, has been entangled in a longstanding legal dispute concerning an oil palm plantation formerly owned by MCSB (hereinafter known as ‘**Suit 109**’). In April 2021, MCSB filed an application at the Ipoh High Court to withdraw the remaining purchase consideration tendered by the plaintiffs to the Court on 26 February 2015. However, the plaintiffs resisted this application and pursued an Assessment of Damages application under the same Suit 109 amounting to RM73 million against MCSB.

In response to these claims, MCSB submitted an addendum application (“**Enclosure 95**”) to the Ipoh High Court seeking clarification on whether the 2011 Court Order permitted the Assessment of Damages. Regrettably, on 30 April 2024, the Ipoh High Court dismissed MCSB’s Enclosure 95 application with costs. MCSB has submitted an application to the Court of Appeal against the High Court decision.

## Prospect

The Group is optimistic about the prospects of the Proposed Development in Johor Bahru, driven by ongoing urbanization in Johor Bahru, substantial infrastructure enhancements such as the Johor Bahru-Singapore Rapid Transit System (“**RTS**”), and improvements in road networks. Furthermore, supportive government policies and incentives for urban development in Johor are expected to further bolster the project’s outlook.

### **Prospect** (continued)

As a first-time developer, we recognise that we may have to work harder to identify and establish our competitive advantage, as well as to find the niche that aligns with Johor Bahru's lifestyle preferences. We sincerely seek the patience and support of our shareholders as we strive towards the success of this project. On 15 August 2024, the Group submitted its fifth application for an extension of time ("EOT") to Bursa Securities, seeking additional time to rebuild its core business. In response, Bursa Securities granted the request via a decision letter dated 26 September 2024, allowing an extension until 15 February 2025 to submit its regularisation plan

In FYE 2024, our Group will prioritize prudence and sustainable development, ensuring that all ventures are responsibly managed to mitigate risks and avoid environmental impact. Concurrently, we will actively pursue new investment opportunities to strengthen our core business. Given the substantial resources and effort required for strategic planning, potential acquisitions, and development in Johor Bahru, the Board of Directors has decided not to declare dividend for FYE 2024. This decision underscores our commitment to allocate resources towards strategic initiatives aimed at sustainable growth and value creation.



# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (“**Board**”) of Malpac Holdings Berhad (“**the Company**”) hereby discloses the corporate governance practices in accordance to the guidelines set out in the Malaysian Code on Corporate Governance (“**MCCG**”) and governance standards prescribed in the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) throughout the financial year ended 30 June 2024 (“**FYE 2024**”). This Corporate Governance Overview Statement shall be read in conjunction with the Corporate Governance Report (“**CG Report**”) which furnishes the detail application for each practice as set out in the MCCG. The report is available at <http://malpac.com.my>.

## A. BOARD LEADERSHIP AND EFFECTIVENESS

### Board’s Leadership on Governance and Objectives

The Board is responsible for the overall governance of the Company and the Group and discharges its responsibility through compliance with relevant rules, laws, regulations, directives and guidelines in addition to adopting the best practices in the MCCG. The Directors collectively combine their diverse experiences and qualifications to discharge their duties and responsibilities.

### Responsibilities of the Board

The principal function of the Board is to protect and enhance long-term value and returns for its shareholders. Besides carrying out its statutory responsibilities, the Board’s roles are as follows:-

- i. Accountability to the shareholders - Understand and consider the interests of shareholders and relevant stakeholders for the business directions and crucial decision making relating to the Group. The Board is also responsible to ensure that communications both to and from the shareholders and relevant stakeholders are effective;
- ii. Set strategy and goals - Determine and review the overall strategic goals, strategic directions and significant policies. The Board reviews and evaluates the present and future opportunities, threats and risk in the external environment, evaluate the strengths and weaknesses of the company structure and the principal risks relating to the Group;
- iii. Oversee the Risk Management & Internal Control function of the Group:-
  - a. Review the adequacy and the integrity of the Group’s internal control systems to ensure that all levels within the Group comply with the applicable laws, regulations, guidelines and requirements;
  - b. Responsible for the Group’s risk management and internal control systems;
  - c. Set strategic objectives;
  - d. Review the effectiveness of the Group risk management and internal control systems;
  - e. Oversee the nature and extent of risk exposure for the Group major risks;
  - f. Provide direction on the importance of risk management and risk management culture;
- iv. Ensure good corporate governance practice and incorporate it as the Group’s and the Company’s culture and oversees the business conduct and code of ethics of the Group and of the Company;
- v. Responsible for corporate sustainability; and
- vi. Oversees succession plans.

### Board Meetings and Board Papers

The Board meeting papers are furnished to the Board members at least five (5) days prior to dates of meetings to ensure that the Directors have enough time and information to make an informed decision at each meeting. The Company however allows exceptional cases whereby the meeting materials are furnished to Board members of less than five (5) days on urgent and for extraordinary matter(s), whereby there is insufficient time in collating relevant information and details. Upon conclusion of the meeting, the minutes are reviewed by the Chairman in a timely manner before circulation to the Board. Senior Management is invited to attend Board or Committee Meetings to present the financial performances, reports or other proposals as at when and where necessary. The Directors have direct access to the advices and services of the Company Secretaries who are responsible for ensuring that Board procedures are followed, and the regulatory requirements are met.

### Board Charter

The Company has formalised a Board Charter which clearly set out the composition, roles and responsibilities of the Board, Board Committees and Management. The Board Charter serves as a primary reference for Board members of their fiduciary duties as Directors and the functions of the Board Committees. The details of the Board Charter are available for reference on the Company’s website at [www.malpac.com.my](http://www.malpac.com.my). The Board Charter was last reviewed and approved by the Board on 24 August 2022.

## A. BOARD LEADERSHIP AND EFFECTIVENESS (continued)

### Board Gender Diversity Policies

At present, the Board includes one independent female director. While there is currently no immediate intention to enforce a mandatory requirement of achieving thirty percent (30%) female representation on the Board as recommended by the MCCG for large companies, the Board is supportive of initiatives promoting gender diversity. The Board affirms its commitment in its gender diversity policy to actively consider female participation to achieve a more diversified Board. Equal priority is given to competent female candidates who demonstrate strong leadership qualities.

### Code of Conduct and Ethics

The Group's Code of Conduct and Ethics has been updated periodically to guide the Group's Directors and employees towards ethical and responsible business dealings. The employees of the Group are required to adhere to the guidelines set-out in the code. The Code of Conduct and Ethics can be viewed on the Company's website at [www.malpac.com.my](http://www.malpac.com.my).

### Whistle-Blowing Policy

The Group has in place a whistle-blowing policy through which stakeholders of the Group may raise concerns, in confidence, on improper conduct or other matters to the Audit Committee, where applicable. The whistle-blowing policy can be viewed on the Company's website at [www.malpac.com.my](http://www.malpac.com.my).

### Qualified and Competent Company Secretaries

The Company Secretaries of the Company are qualified company secretaries under Section 235 of the Companies Act 2016. The Company Secretaries play an advisory role to the Board, particularly with regard to the Company's Constitution and Board policies and procedures as well as compliance with relevant rules and regulations. The Company Secretaries record, prepare and circulate the minutes of the meetings of the Board and Board Committees on timely basis and ensures that the minutes are properly kept at the registered office of the Company and produced for inspection, if required.

### Board Composition

The Board currently comprises six (6) members as follows:

- Three (3) Non-Independent Executive Directors
- One (1) Non-Independent Non-Executive Directors
- Two (2) Independent Non-Executive Directors

Currently, the Company does not fully comply with Practice 5.2 of the MCCG, which recommends that at least half of the Board should consist of independent directors to enhance objectivity in board decisions. The Board and its Nomination Committee acknowledge this non-compliance and emphasise the criticality of each Director's independence in safeguarding shareholders' interests. As an alternative practice, the Board, in collaboration with the Nomination Committee, annually evaluates the independence of independent Directors through an individual declaration process.

Based on the individual declarations conducted for the FYE 2024, the Board is satisfied with the level of independence demonstrated by the independent non-executive Directors and their commitment to acting in the best interests of the Company.

### Appointment of New Director

Appointment of new Directors are undertaken by the Board after considering the recommendations by the Nomination Committee. Nonetheless, there is no restriction imposed on the Board to identify suitable qualified candidates from independent sources. During the FYE 2024, no new independent director was appointed.

### Re-Election of Directors

In accordance with the Company's Constitution, one-third (1/3) of the Directors shall retire from office, at least once in three (3) years and the retiring Directors shall be eligible for re-election. Directors who are appointed by the Board during the financial year are subject to re-election by the shareholders at the next Annual General Meeting held following their appointments.

The re-election of Directors at the forthcoming Annual General Meeting ("AGM") is subject to the prior assessment by the Nomination Committee.

## A. BOARD LEADERSHIP AND EFFECTIVENESS (continued)

### Re-Election of Directors (continued)

For the forthcoming AGM, the following Directors will be retiring by rotation, and being eligible, have offer themselves for re-election:

- Mr Lim Hong Liang; and
- Mr. Gan Teck Chong @ Gan Kwan Chong

The profile of the above Directors and their respective attendance at Board Meetings are presented in this Annual Report. Meanwhile, the Board's recommendation statement for the re-election of the above Directors is included in the Notice of 34<sup>th</sup> AGM dated 18 October 2024.

### Board Committees

The Board delegates certain authorities to five (5) Board Committees that operate under clearly defined written terms of reference and operating procedures duly approved by the Board. The various Committees report the outcome of their meetings to the Board which are then incorporated in the Board's minutes. The five (5) Board Committees are (i) Audit Committee, (ii) Nomination Committee, (iii) Remuneration Committee, (iv) Risk Management Committee and (v) Investment Committee. The assessment of the performance of Board Committees are reviewed by the Nomination Committee on an annual basis.

### Nomination Committee ("NC")

Nomination Committee Composition	Name of Director	Attendance
<b>Chairman</b> Independent Non-Executive Director	Mr. Loo Pak Soon	2/2
<b>Member</b> Non-Independent Non-Executive Director	Mr. Gan Teck Chong @ Gan Kwan Chong	2/2
<b>Member</b> Independent Non-Executive Director	Puan Noraini Binti Yaacob	2/2

The NC has the responsibility of assessing the performance of Board, Board Committees, and individual directors on an annual basis. The NC is led by Independent Non-Executive Director, Mr. Loo Pak Soon and is guided by the written terms of reference which is made available online at [www.malpac.com.my](http://www.malpac.com.my). In discharging its duty for the FYE 2024, the NC had assessed and recommended to the Board on their findings and opinions on the following:-

- Review of the re-election of retiring Directors to the Board pursuant to the Company's Constitution;
- Assessment of the composition, effectiveness, mix of skills and experience of respective Board Committees of the Company;
- Assessment of the independence of the Independent Director;
- Assessment of the contribution of respective Director;
- Revision of the NC terms of reference in accordance to MMLR Paragraph 15.01A;
- Review and recommend the adoption of the Fit and Proper Policy; and
- Assessment of the annual performance of Chief Executive Officer ("CEO").

### Remuneration Committee ("RC")

Remuneration Committee Composition	Name of Director	Attendance
<b>Chairperson</b> Independent Non-Executive Director	Puan Noraini Binti Yaacob	1/1
<b>Member</b> Non-Independent Non-Executive Director	Mr. Gan Teck Chong @ Gan Kwan Chong	1/1
<b>Member</b> Independent Non-Executive Director	Mr. Loo Pak Soon	1/1

The RC consists of non-executive directors and majority of the members are Independent Directors. The RC is responsible for the review and recommendation of the remuneration policies, procedures and the remuneration packages to the Board. The policies, procedures and terms of reference of the RC are available online at [www.malpac.com.my](http://www.malpac.com.my).

During the meeting held on 21 August 2024, RC resolved to recommend to the Board that the remuneration packages for all Executive Directors remain unchanged for the FYE 2024, given that the Group currently lacks a core business.

## A. BOARD LEADERSHIP AND EFFECTIVENESS (continued)

### Disclosure of Remuneration

Pursuant to Paragraph 9.25, Appendix 9C (Part A (11)) of the MMLR, the remuneration of Directors of the Company for the FYE 2024 on a named basis are detailed in the Company's CG Report. For FYE 2024, the Board proposes Directors' fees of RM45,000 for Executive Directors and RM15,000 for Non-Executive Directors, pending approval by shareholders at the upcoming AGM.

### Investment Committee

Investment Committee Composition	Name of Director	Attendance
<b>Chairman</b> Non-Independent Executive Director	Mr. Lim Hong Liang	2/2
<b>Member</b> Non-Independent Executive Director	Mr. Tan Chon Sing @ Tan Kim Tieng	2/2
<b>Member</b> Non-Independent Executive Director	Mr. Kan Ah Chun	2/2
<b>Member</b> Chief Executive Officer	Mr. Ang Poo Guan	2/2

The Investment Committee's purpose is to aid the Board in fulfilling its obligations by reviewing, approving, and making recommendations on investment matters. Significant issues and decisions deliberated by the Investment Committee are subsequently presented to the Board for review and approval. The Committee convenes as necessary and strictly adheres to its terms of reference. During the FYE 2024, two (2) meetings of the Investment Committee were held.

### Risk Management Committee ("RMC")

Risk Management Committee Composition	Name of Director	Attendance
<b>Chairman</b> Non-Independent Executive Director	Mr. Lim Hong Liang	1/1
<b>Member</b> Independent Non-Executive Director	Puan Noraini Binti Yaacob	1/1
<b>Member</b> Independent Non-Executive Director	Mr. Loo Pak Soon	1/1

According to Step up 10.3 of MCCG, the Board had established a RMC, which comprises a majority of Independent Directors, to oversee the company's risk management framework and policies. The responsibilities of the RMC are as follow:-

- To perform annual review and adopt risk management tools suitable for the Company;
- To review and ensure all transactions to be entered into by the Company are in compliance with applicable laws;
- To highlight environmental, economic, catastrophe, interest rate, inflation exposures that might be potentially faced by the Company to the Board and recommend the respective mitigation measures; and
- To obtain independent professional or other advice when necessary.

The RMC meets as and when required or at least once a year.

### Independence of the Board

The Board recognises the importance of the roles of Chairman and CEO to be held by separate persons and the roles be segregated. The Board has appointed Mr. Tan Chon Sing @ Tan Kim Tieng, as the Executive Chairman. The roles of the Executive Chairman include:-

- leading the Board to ensure its effectiveness of all aspects of its role and setting the meeting agenda;
- ensuring that Directors receive complete, accurate and timely information on matters relating to the Group;
- leading the Board meetings to ensure appropriate discussion takes place;
- ensuring effective communication with shareholders; and
- promoting high standards of corporate governance and compliance with the MMLR.

The CEO is responsible for overseeing the daily operations of the business and implementing the collective decisions and policies of the Board. Both Executive and Non-Executive Directors work collaboratively to impartially evaluate and scrutinize management-proposed strategies, ensuring alignment with the long-term interests of the shareholders.

## A. BOARD LEADERSHIP AND EFFECTIVENESS (continued)

### Independence of Independent Director

There are two (2) Independent Non-Executive directors on the Board, whereby the Independent Directors provide the check and balance and play a pivotal role in introducing objectivity to the Board's deliberations and decision-making. The NC has assessed the independence of the Independent Directors and reported to the Board, amongst others, the Independent Directors have completed the self-assessment checklist and the NC has further discussed the impartiality based on the following criteria:-

- (i) they have fulfilled the criteria under the definition on Independent Director as stated in the MMLR of Bursa Securities and are therefore able to bring independent and objective judgment to the Board;
- (ii) their vast experience in accounting, finance and banking and business management enables them to provide the Board, as the case may be, with pertinent expertise, skills and competence;
- (iii) they have continued to exercise their independence and due care during their tenure as Independent Directors of the Company and carried out their duties in the interest of the Company and shareholders; and
- (iv) they have devoted sufficient time and commitment to discharge their responsibilities as Independent Directors.

In its annual review, the Board determined that Puan Noraini Binti Yaacob and Mr. Loo Pak Soon demonstrate objectivity and independence in expressing their views and contributing to the deliberations and decision-making processes of the Board and its Committees.

### Board Meetings

The Board is satisfied with the level of time commitment given by the Directors towards fulfilling their roles and responsibilities as Directors of the Company. This is evidenced by the attendance record of the Directors at the Board and Board Committee meetings for the FYE 2024, as set out in the table below:-

	Board of Directors Meeting	Audit Committee Meeting	Nomination Committee Meeting	Remuneration Committee Meeting	Investment Committee Meeting	Risk Management Committee Meeting
Mr. Loo Pak Soon	4/4	4/4	2/2	1/1	N/A	1/1
Mr. Lim Hong Liang	4/4	N/A	N/A	N/A	2/2	1/1
Mr. Tan Chon Sing @ Tan Kim Tieng	4/4	N/A	N/A	N/A	2/2	N/A
Mr. Gan Teck Chong @ Gan Kwan Chong	3/4	3/4	2/2	1/1	N/A	N/A
Mr. Kan Ah Chun	3/4	N/A	N/A	N/A	2/2	N/A
Puan Noraini Binti Yaacob	4/4	4/4	2/2	1/1	NA	1/1

The Board meets at least once in every quarter and on other occasions, as and when necessary, to inter alia approve quarterly financial results, statutory financial statement, the annual report, business plans as well as to review the performance of the Company and its operating subsidiaries. Board papers are usually circulated to the Board members five (5) days prior to the Board meetings so as to provide the Directors with relevant and timely information to enable them to have a proper deliberation on issues raised during Board meetings. All Directors have complied with the minimum requirement of fifty percent (50%) attendance at Board meetings as stipulated in the MMLR.

To ensure the Directors have the time to focus and fulfill their roles and responsibilities effectively, the Directors must not hold directorship at more than five (5) public listed companies (as prescribed in Paragraph 15.06 of the MMLR) and must be able to devote sufficient time to the Company matters. The Directors are required to notify the Chairman before accepting any new directorship and to indicate the time expected to be spent on the new appointment.

### Directors' Training & Education

The Board has assessed the training requirements for each Directors and recommended the training opportunities suitable for each Directors to continuously develop and maintain their skills and knowledge.



## A. BOARD LEADERSHIP AND EFFECTIVENESS (continued)

### Directors' Training & Education (continued)

The Directors are mindful of the need for continuous training to keep abreast of the relevant changes in laws, regulations and the business environment to effectively discharge their responsibilities and are encouraged to attend forums, trainings and seminars in accordance to their respective needs in discharging their duties as Directors. The Company Secretaries also provide updates to the Directors from time to time on relevant guidelines and regulatory requirements. The training programmes attended by the Directors for the FYE 2024 are as follows:-

	Name of Courses/Seminars/Workshop	Name of Director	Date Attended
1	PLC Director's Training Will Your Grandchildren Benefit From The Business Empire and Legacy That You Leave Behind?	Mr. Tan Chon Sing @ Tan Kim Tieng Mr. Lim Hong Liang Mr. Kan Ah Chun	6 November 2023
2	Session 5: 2023 Market Professional Series – Momentum Investing	Mr. Gan Teck Chong @ Gan Kwan Chong	26 August 2023
3	BDS "AMLA" & "ABC" Made Effective	Mr. Gan Teck Chong @ Gan Kwan Chong	22 September 2023
4	KPMG Webinar – MFRS Updates 2023	Mr. Loo Pak Soon	7 December 2023
5	Mandatory Accreditation Programme (MAP)	Puan Noraini Binti Yaacob	26 & 27 September 2023

## B. EFFECTIVE AUDIT AND RISK MANAGEMENT

### Audit Committee ("AC")

The Group's financial reporting and internal control system are overseen by the AC, which comprises two (2) Independent Non- Executive Directors and one (1) Non-Independent Non-Executive Director. The AC meets once quarterly. Additional meetings are held as and when required. The AC's meetings are always held before the Board's meetings. This is to ensure that all critical issues highlighted can be brought to the Board on a timely basis. For the FYE 2024, the composition of the AC and meetings held are as follow:-

Audit Committee Composition	Name of Director	Attendance
<b>Chairman</b> Independent Non-Executive Director	Mr. Loo Pak Soon	4/4
<b>Member</b> Independent Non-Executive Director	Puan Noraini Binti Yaacob	4/4
<b>Member</b> Non-Independent Non-Executive Director	Mr. Gan Teck Chong @ Gan Kwan Chong	3/4

The terms of reference and summary of work carried out by the AC during the year are reported under the AC Report on pages 21 to 22 on this Annual Report 2024.

### Financial Reporting

The Board is responsible for ensuring that the financial statements prepared for each financial year presents a true and fair view of the state of affairs of the Company. The Board ensures that the Company's financial statements are drawn up in accordance with the provisions of the Companies Act 2016 and applicable approved accounting standards. AC assists the Board in reviewing the appropriateness of the Company's accounting policies and ensures that the Group's financial statements comply with the accounting standards and other regulatory requirements. The Statement of Director's responsibilities is set out annually in the Annual Report.

The AC undertakes an annual assessment of the suitability and independence of the External Auditors, assisted by the assessment checklist on the External Auditors. The AC meets with the External Auditors at least once a year to discuss their audit plan, audit findings and the Group's financial statements. Private sessions between the AC members and the External Auditors are held without the presence of the Executive Director and Management of the Group. This encourages a greater exchange of independence and open dialogue between both parties.

The AC also annually reviews the suitability and effectiveness of the External Auditors by assessing its audit plan, proposed fees and the feedback from the financial personnel of their dealings with External Auditors during the financial year. Being satisfied with the performance of the External Auditors, the AC will recommend their re-appointment to the Board and shareholders' approval will be sought at the forthcoming AGM.

## B. EFFECTIVE AUDIT AND RISK MANAGEMENT (continued)

### Statement of Directors' Responsibility

This statement is made pursuant to paragraph 15.26(a) of MMLR of Bursa Securities. The Directors are required by the Companies Act 2016 to prepare financial statements for each financial year which have been made out in accordance with the applicable approved accounting standards and give a true and fair view of the state of affairs of the Group and of the Company for the FYE 2024.

In preparing the financial statements, the Directors have:-

- selected suitable accounting policies and applied them consistently;
- made judgments and estimates that are reasonable and prudent;
- ensured that all applicable approved accounting standards have been followed; and
- prepared financial statements on the going concern basis as the Directors have a reasonable expectation, having made enquiries, that the Group and the Company have adequate resources to continue in operational existence for the foreseeable future.

The Directors have responsibility for ensuring that the Company keeps accounting records which disclose with reasonable accuracy the financial position of the Group and of the Company and which enable them to ensure that the financial statements comply with the Companies Act 2016. The Directors have overall responsibilities for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

### Risk Management and Internal Control Framework

The Board acknowledges risk management as an integral component in managing the Company. The Board sets policies and procedures for internal control and oversees that the implementation of internal control system have been properly carried out by the Senior Management.

The Internal Audit function is considered an essential part of the assurance framework and its mission is to enhance and protect organizational value by providing risk-based and objective assurance, advice and insight. The Internal Audit function reports directly to the AC on its activities, consistent with the Company's framework in monitoring its internal control system.

The Statement on Risk Management and Internal Control which provides an overview of the state of internal controls within the Group is set out in pages 23 to 24 of this Annual Report.

## C. INTEGRITY IN CORPORATE REPORTING & RELATIONSHIP WITH STAKEHOLDERS

### Corporate Disclosure Policy

The Board is dedicated to ensuring that communications to the investing public regarding the Company's business and financial performance are factual, accurate, transparent, timely, informative, and consistent. The Company adheres to all disclosure requirements outlined in the Corporate Disclosure Guide issued by Bursa Malaysia, as well as complies with all provisions set forth by the Securities Commission.

### Effective Communications with Shareholders

The Company maintains regular, effective, and equitable communication with shareholders through announcements distributed to Bursa Malaysia and its website at [www.malpac.com.my](http://www.malpac.com.my), as well as through Annual Reports disseminated to all shareholders. Notices for shareholders' meetings are also advertised in local newspapers.

The Board actively encourages shareholder participation at the upcoming 34<sup>th</sup> AGM. Notice of the AGM has been issued to all shareholders with a minimum of twenty-eight (28) days' notice. The AGM serves as the principal platform for shareholder engagement, featuring a question-and-answer session where shareholders can participate. During this session, facilitated by either the Chairman of the meeting or the CEO, additional information will be provided in response to shareholders' queries. To enhance efficiency, the 34<sup>th</sup> AGM will be conducted virtually via live streaming from the Broadcast Venue.

## COMPLIANCE STATEMENT

The Board has reviewed, deliberated and viewed that the Company has in FYE 2024 complied with the practices of the MCCG except where it was specifically stated otherwise.

## OTHER INFORMATION

### Material contracts

There were no material contracts entered by the Company and/or its subsidiaries which involve Directors', Chief Executive's and major shareholders' interests, either still subsisting at the FYE 2024 or which were entered into since the end of the previous financial year.

### Audit and non-audit fees

The details of fees paid/payable to the External Auditors and its affiliated company by the Group and the Company for the FYE 2024 are as follow:-

	Group (RM)	Company (RM)
Statutory audit	65,000	37,000
Other services	5,000	5,000
Total	70,000	42,000

### Utilisation of proceeds

There were no proceeds raised by the Company from any corporate proposal during the FYE 2024.

### Recurrent related party transactions of a revenue or trading nature

The Company did not seek any mandate from its shareholders pertaining to recurrent related party transactions of revenue or trading nature during the FYE 2024.

### Employee share scheme

The Company did not establish any employee share scheme and does not have any subsisting employee share scheme during the FYE 2024.

# AUDIT COMMITTEE REPORT

## INTRODUCTION

Pursuant to Paragraph 15.15 of the Bursa Securities's MMLR, the Board is pleased to present the AC Report for the FYE 2024.

## COMPOSITION

The AC comprises the following members:-

Audit Committee Composition	Name of Director	Attendance
<b>Chairman</b> Independent Non-Executive Director	Mr. Loo Pak Soon	4/4
<b>Member</b> Independent Non-Executive Director	Puan Noraini Binti Yaacob	4/4
<b>Member</b> Non-Independent Non-Executive Director	Mr. Gan Teck Chong @ Gan Kwan Chong	3/4

The AC comprises three (3) members with all members being Non-Executive Directors and a majority of them are Independent Directors. The Chairman of the AC, Mr. Loo Pak Soon, has a degree in finance and possesses more than three years' post qualifications in finance but is currently not a member of Malaysian Institute of Accountants. Accordingly, pursuant to paragraph 7.1 of Practice Note 13, this complies with paragraph 15.09 of the MMLR.

## AUTHORITY

The AC is authorised by the Board to independently investigate any matters within its Terms of Reference and shall have full and unrestricted access to information pertaining to the Group, from the Internal and External Auditors, Management and all employees in carrying out its duties. The Terms of Reference of the AC could be viewed on the Company's website at <http://www.malpac.com.my>.

## MEETINGS

During the FYE 2024, the Audit Committee convened for a total of four (4) meetings. Each meeting was scheduled in advance and conducted according to established meeting procedures. Meeting notices, minutes from previous AC meetings, and quarterly financial results were circulated to AC members at least five (5) days prior to each meeting.

At each quarterly meeting, the CEO, Mr. Ang Poo Guan was invited to present the quarterly financial results and related party transactions as well as conflict of interest situation that may arise within the Group and the Company, and at the same time to provide clarification on issues which may be raised by the AC members. The AC assessed the results and issues presented independently with the absence of the Executive Directors.

As and when required, the Internal Auditors were required to report the outcome of their internal audit to the AC and the External Auditors were invited to present their Audit Planning Memorandum, Status of Audit and draft Audited Financial Statements. The AC Chairman presented to the Board the AC's report consisting of recommendations and other significant concerns for Board's discussion and approval. The Company Secretary shall be the Secretary to the AC and shall maintain minutes of the proceedings of the meeting.

## SUMMARY OF WORK

The AC has discharged its functions during the FYE 2024 as follows:-

### a) Financial Reporting

Reviewed the Group's quarterly unaudited results and audited financial statements which were then recommended for the Board's adoption prior to the announcement/submission to Bursa Securities focusing particularly on:-

- changes in or implementation of major accounting policy;
- significant and unusual events;
- compliance with accounting standards and other legal requirements;
- compliance with Bursa Securities' MMLR, Companies Act 2016 and other regulatory requirements; and
- review of the audited financial statements and recommendation for the adoption of the financial statements.

## SUMMARY OF WORK (continued)

### b) Internal Audit

Reviewed with the internal auditors and reported to the Board of the Directors on the following matters:-

- the internal audit scope of work and its material finding on half yearly basis;
- the adequacy of the internal control procedures and operational controls;
- the major findings of internal audit reports and the respective recommendations relating thereto; and
- assessment of the adequacy of the scope, functions, competency and resources of the Internal Audit.

### c) External Audit

Reviewed with the External Auditors and reported to the Board on the following matters:-

- the audit plan, which outlines the scope of work and proposed fees for the statutory audit;
- the audit review reports and highlighted all significant issues;
- evaluate the External Auditors and make recommendations to the Board for their re- appointment;
- meeting with the External Auditors in the absence of the Executive Directors and Management; and
- evaluated the audit fees payable to the External Auditors.

### d) Recurrent Related Party Transactions (“RRPT”)

Reviewed the related party transactions and any conflicts of interest that may arise within the Company and the Group.

### e) Others

- reviewed the progress and status of the on-going material litigation including engaging in discussions with the Company’s solicitors;
- reviewed the risk appetite survey by the Risk Management Committee; and
- reviewed the AC Report and Statement on Risks Management and Internal Control (“SORMIC”) prior to their inclusion in the Annual Report.

## WORK DONE ON THE INTERNAL AUDIT FUNCTION

The internal audit function of the Company was outsourced to an external service provider, namely, IA Essential Sdn. Bhd.. During the FYE 2024, the AC, assisted by the Internal Audit Function Evaluation Checklist, has assessed the suitability and independence of IA Essential Sdn. Bhd based on the adequacy of the scope, functions, competency and resources of the IA Essential Sdn. Bhd.. The AC concluded that IA Essential Sdn Bhd has the necessary authority to carry out the work. For the FYE 2024, the work done by the internal audit function are as follow:-

- (i) Conduct internal audit reviews in accordance with the internal audit scope of work; and
- (ii) Report the results of internal audit reviews and make recommendations to the AC on a periodic basis

Two (2) internal audit reports were issued this year on various units of the Group, covering bank balances, investments and capital expenditure. The internal auditors had reviewed the process and conducted testing on transactions, documents and records and noted no exceptions of or non-compliance with the Group’s investment policies and procedures.

The cost incurred for the internal audit function in respect of the financial year was RM13,170.21.



# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## Board Responsibility

The Board affirms its responsibilities for a sound system of internal control, quality risk management practices and for reviewing the adequacy and integrity in these systems. The principal function of the internal control system is intended to identify and to manage significant risks faced by the Group's business operations, which may impede the achievement of the Group's objective. Given that the Group is currently an affected listed issuer under paragraph 8.03A of MMLR without significant level of operations, the Board has considered that the current system of internal control is effective and sufficient to manage any significant risks faced by the Group's business operations. The Board ensures that the effectiveness and integrity of the risk management and internal control system are reviewed on an ongoing basis and is of the view that the system in place is sound and sufficient to safeguard the Group's assets. The Board also acknowledges that these systems are designed to ensure that risks are identified and managed at acceptable levels rather than to eliminate such risks. Systems can only provide reasonable but not absolute assurance against financial losses or uncertainties. The Group's system of risk management and internal control mainly applies to its operating units and does not cover the dormant companies. The key elements of the Group's internal control system are:-

- Organisation structure with clearly defined lines of authority and the appropriate levels of delegation;
- Policies and procedures are clearly communicated to all staff members;
- Quarterly financial reports are provided to Directors and discussed at AC and Board meetings;
- The RMC would discuss the possible risk areas on the Group's operational and management issues as and when necessary and report to AC;
- Internal audit function outsourced to an independent advisory firm with its audit plan approved by the AC to assess the adequacy of internal control, the extent of compliance with policy and procedures as well as advising management on areas for improvement;
- The AC convenes meeting on a quarterly basis to deliberate on the findings and recommendation for improvements by the Internal Auditors and/or External Auditors. The AC reviews the action taken to rectify the findings in a timely manner and to evaluate the effectiveness and adequacy of the Group's internal control system;
- The CEO oversees the Group's operations and internal controls and reports to the Board on the key risks; and
- All major decisions are subject to detailed appraisal and review. The Board receives comprehensive information covering all decisions within the group on a quarterly basis.

## Risk Management & Internal Control Framework

The Company's responsibility for risk management is shared among the Board and the Management of the Company. The Board has the overall responsibility of reviewing and maintaining effective risk management and internal control systems while the Management's role is to design and implement these systems, and report to the AC, RMC and the Board. The Company's risk management and internal control framework is as follows:-

<p><b>“Top-down”</b> Overseeing, identifying, assessing, and mitigating risk at corporate level</p>	<b>THE BOARD OF DIRECTORS</b>						
	<ul style="list-style-type: none"> <li>• Has overall responsibility for the Group's risk management and internal control systems.</li> </ul>	<ul style="list-style-type: none"> <li>• Sets strategic objectives.</li> <li>• Reviews the effectiveness of our risk management and internal control systems</li> </ul>	<ul style="list-style-type: none"> <li>• Monitors the nature and extend of risk exposure for the Company major risks</li> </ul>	<ul style="list-style-type: none"> <li>• Provides direction on the importance of risk management and risk management culture</li> </ul>			
<p><b>“Bottom-up”</b> Overseeing, identifying, assessing, and mitigating risk at operational level and functional areas</p>	<b>RISK MANAGEMENT COMMITTEE AND MANAGEMENT</b>			<b>AUDIT COMMITTEE</b>		<b>INTERNAL AUDITOR</b>	
	<ul style="list-style-type: none"> <li>• Designs, implements, and monitors risk management and internal control systems</li> <li>• Assesses our risks and mitigating measures Company-wide</li> </ul>	<ul style="list-style-type: none"> <li>• Supports the Board in monitoring risk exposure, design and operational effectiveness of the underlying risk management and internal control systems</li> </ul>		<ul style="list-style-type: none"> <li>• Audit all cash &amp; bank transactions of the Company and supports the AC and management in reviewing the effectiveness of our risk management systems and internal control systems</li> </ul>			
<b>OPERATIONAL LEVEL – INVESTMENT COMMITTEE AND THE MANAGEMENT</b>							
<ul style="list-style-type: none"> <li>• Risk identification, assessment and mitigation performed across the business</li> </ul>				<ul style="list-style-type: none"> <li>• Risk management process and internal controls practiced across business operations and functional areas</li> </ul>			

## Risk Management & Internal Control Framework (continued)

As illustrated above, the Company has implemented a 3-tier defense model to adequately provide a simple but effective way to communicate the roles, responsibilities surrounding risk and internal control within the Company. All tiers are risk aware and the Company practices are designed to avoid, reduce and/or mitigate risk prior to such fraud and/or the least expected happening.

At the corporate level, the AC supports the Board in monitoring the Group's overall risk exposures, the design and operating effectiveness of the underlying risk management and the internal control systems. Acting on behalf of the Board, it oversees the following process on a regular basis:-

- (i) Reviewing the principal business risks and control measures in order to mitigate, reduce or transfer such risks, the overall risk management and internal control systems, and action plans to address the weaknesses or improve the assessment process;
- (ii) Reviewing the business process and operations reported by Internal Audit; and
- (iii) Reporting by the External Auditors of any control issues identified in the course of their work and discussion with the external External Auditors of the scope of their respective review and findings.

The AC will then report its findings to the Board, whereby the Board will consider the findings in evaluating the effectiveness of the Company's risk management and internal control systems. The Board conducted a full enterprise risk review on 27 May 2024 and were satisfied with the existing risk management and internal control framework based on the current scope of activities. The new area of risks has been identified and the Board will work closely with the management to mitigate the said risks.

## Risk Management Committee

The Board regards risk management as an integral part of the Group's business operations and has established a RMC that comprises one Non-Independent Executive Director and two Independent Non-Executive Directors. The RMC identifies and communicates to the AC and the Board the present and potential critical risks that the Group faces, their changes and the Management's action plans to manage these risks. The RMC has established a risk assessment process to identify, evaluate and manage the significant risks faced by the Group. Key risks identified are scored for the likelihood of the risks occurring and magnitude of its impact. Risk assessment, monitoring and review of the various risks faced by the Group are a continuous process within the key operating units with the RMC playing a pivotal oversight function. The RMC convenes on an annual basis to review the key risks profiles and report to the AC. Reviews are conducted annually or as and when necessary by RMC to determine the existence of a new risk and whether the risks previously identified remain relevant.

## Internal Audit

The Company has engaged the services of an independent professional firm, namely, IA Essential Sdn. Bhd. to provide independent assurance on the adequacy and effectiveness of corporate governance and internal control processes. The outsourced internal auditors assist the Board and AC in providing an independent assessment of adequacy, efficiency and effectiveness of the Group's internal control system. They have on a semi-annual basis assessed the adequacy and effectiveness of the Group's system of internal control and compliance frameworks and have subsequently reported their findings to the AC. The AC reviewed the internal audit reports and informed the Board on the adequacy and effectiveness of the Group's system of internal control.

Since the Company is currently an investment holding with minimum level of operations and therefore is not exposed to any complicated and/or high operational risks, the current main operational exposure is the misuse of cash. Such risk is mitigated by all cash transactions being strictly audited by the Internal Auditor.

## Adequacy & Effectiveness of the Risk Management & Internal Control System

For the FYE 2024 under review, the Board is satisfied with the adequacy and effectiveness of the Group's system of risk management and internal control. No major weaknesses or uncertainties, which could result in material losses, were identified nor would require separate disclosure. The Board has received assurance from the CEO that the Group's risk management and internal control system is operating adequately and effectively in all material aspects. The Board is of the view that the risk management and internal control system are satisfactory, and no material internal control failures resulting in material losses or contingencies had occurred during the financial year under review.

## Review of the Statement by External Auditors

The External Auditors, Messrs PKF PLT, have performed a limited assurance engagement on this Statement on Risk Management and Internal Control for inclusion in the Annual Report for the FYE 2024 and reported to the Board that based on the procedures performed, nothing has come to their attention that causes them to believe that the Statement on Risk Management and Internal Controls intended to be included in the Annual Report is not prepared, in all material respects, in accordance with the disclosures required by the Statement on Risk Management and Internal Controls: Guidelines for Directors of Listed Issuers to be set out, nor is factually inaccurate.

# SUSTAINABILITY STATEMENT

## 1. Sustainability Statement & Governance Structure

Malpac Holdings Berhad (“**MHB**” or “**the Company**”) and its subsidiaries (“**the Group**”) are committed to sustainable business practices as a cornerstone of our operations. We believe that meeting the Group’s current needs should not come at the expense of future generations’ ability to meet theirs. Our goal is to integrate sustainability into every aspect of our initiatives, reinforcing our commitment to long-term value creation. MHB aims to be a leading entity in property and financial market investments, guided by our core sustainability pillars of Environmental, Social, and Governance (“**ESG**”) principles.

Established in 1976, MHB is an investment holding with experiences in stock broking business, financial services and plantation holdings and is currently holding some investment properties. The Company has been listed on the Main Board of KLSE since 1990. The Board integrates sustainability considerations into our strategic planning and oversees the management of related risks, opportunities, and practices.

Due to the current minimalist organisation structure, our governance structure ensures that both the Board and the CEO are actively engaged in monitoring sustainability issues at the operational level and developing forward-looking investment strategies. Although the Group currently operates with an insignificant level of business activity, we remain committed to addressing material sustainability matters with the utmost diligence and responsibility.

## 2. Reporting Scope and Period

The Board of Directors (“**the Board**”) is pleased to present the Sustainability Statement for the financial year ended 30 June 2024 (“**FYE 2024**”) to illustrate our strategic approaches in addressing sustainability challenges and opportunities. This Statement covers the period from 1 July 2023 to 30 June 2024. This statement is prepared in accordance to Bursa Malaysia Securities Berhad’s (“**Bursa Securities**”) Main Market Listing Requirements (“**MMLR**”) relating to sustainability statement, its Sustainability Reporting Guide (3<sup>rd</sup> Edition) and Toolkit Governance 3<sup>rd</sup> Edition by Bursa Malaysia.

## 3. Materiality Assessment

The materiality assessment conducted in FYE 2024 resulted with 8 issues which addressed economic, environmental, social and governance issues that better reflect our management approach.

ECONOMIC	ENVIRONMENTAL	SOCIAL	GOVERNANCE
1. Macroeconomic issues	4. Sustainable and Responsible Development	6. Community enhancement and value chain creation.	8. Respect of rule of law and compliance of Companies Act 2016.
2. Company’s financial performance	5. Protection of biodiversity and clean environment	7. Employee well-being	
3. Assessment of Damages suit’s decision			

While the Group and the Company are currently operating at a limited capacity, we are actively planning our mixed-use development in Taman Mount Austin, Johor Bahru. In 2024, management conducted its first materiality assessment to align our strategic management approach with the proposed development. This assessment identified the Group’s prioritised material issues as follows:

- Sustainable and Responsible Development
- Assessment of Damages Suit’s Decision
- Macroeconomic Issues
- Company’s Financial Performance

As we embark on this new journey as a responsible and sustainable land and community enhancer, we recognise the importance of achieving the global mission of Net Zero by 2050 and our priority is definitely not to maximize the profitability from our proposed development. However, our immediate priority is to rebuild sustainable financials to take care of our stakeholders.

## 4. Stakeholder Engagement

The Group recognises that efficient collaboration with stakeholders could positively influence the Group's success. Therefore, the Group actively engage in regular and fair communication with the stakeholders and encourage greater stakeholders' participations. The Group's approaches towards stakeholder engagement are summarised as follow:

Key Stakeholders	Engagement Methods	Frequency	Key Concerns Raised
Shareholders/ Investors	Timely updates of financial results, announcements, business developments and other relevant disclosures via Bursa Link and website.	Throughout the year	<ul style="list-style-type: none"> <li>Shareholders/investors asked If the Management team are acting in the best interest of the Shareholders/Investors</li> <li>Directors' remuneration and sound corporate governance practices</li> <li>Sustainable business strategy and/or dividends policy</li> </ul>
	Annual Report	Annually	
	Annual General Meeting	Annually	
	Extraordinary General Meeting	Where it is necessary	
Employees	Career development performance appraisals	Throughout the year	<ul style="list-style-type: none"> <li>Fair and competitive employment practices and policies</li> <li>Equitable remuneration</li> <li>Career development</li> </ul>
	Health and wellness protection	Throughout the year	
Consultants & Operation Managers	Regular dialogue sessions with consultants and managers	Throughout the year	<ul style="list-style-type: none"> <li>Equitable treatment of consultants and managers</li> <li>Regular and punctual payments upon completion of services</li> </ul>
	Recreational and wellness activities	Throughout the year	
Government and Regulators	Email and dialogue sessions	Throughout the year	<ul style="list-style-type: none"> <li>Compliance with, and keep abreast to, ever-changing laws and regulations</li> </ul>

## 5. Care for the Environment & Environment Strategy

Our environmental strategy focuses on minimising our carbon footprint and enhancing resource efficiency. In 2024, we achieved the following:

- Energy Efficiency:** We have implemented energy-saving measures across all operations by adjusting air-conditioning hours in our offices. Air-conditioning is now set to operate only from 8:30 AM to 6:00 PM, reducing unnecessary energy consumption.
- Emission Reduction:** We are transitioning our fleet to electric vehicles for our directors, aiming to lower overall emissions and support a cleaner environment.
- Waste Management:** Starting from the FYE 2024, we have begun quantifying our waste recycling efforts. Despite our current level of business activity, we are recycling an average of 2 kg of paper and plastic waste per month. We will upkeep the spirit and practice when the Proposed Development in Johor Bahru commences and keep track of the amount of waste produced and recycled accordingly.
- Sustainable Development:** The Board is actively engaged in planning a new mixed-use development in Johor Bahru, with a strong emphasis on sustainability. Addressing environmental challenges, mitigating global warming, and integrating sustainable facilities, infrastructure, and services are pivotal considerations for this project. The Group is committed to ensuring that the development not only fulfills current needs but also preserves the capacity of future generations to meet their own needs.

## Sustainability Statement (Continued)

### 5. Care for the Environment & Environment Strategy (continued)

Our environmental strategy focuses on minimising our carbon footprint and enhancing resource efficiency. In 2024, we achieved the following: (continued)

- FYE 2024 Performance Data:**

Indicator	Measurement Unit	2024
<b>Bursa (Energy management)</b>		
Bursa C4(a) Total energy consumption	Megawatt	64
<b>Bursa (Water)</b>		
Bursa C9(a) Total volume of water used	Megalitres	0.9

### 6. Community & Social Responsibility

MHB is dedicated to fostering a positive impact on the communities where we operate and ensuring the well-being of our employees. Our key social initiatives in FYE 2024 include:

- Employee Welfare & Training:** The Company has recorded 0% turnover rate for the FYE 2024. In order to further strengthen the employee welfare, the Company will look into the employees training program in the next financial year to equip the employees with better life skills and competencies to cope with future.
- Diversity and Inclusion:** We only have a senior management position which is held by a male. However, the Company has appointed a female director and is committed to give equal opportunity across all levels of the organisation based on meritocracy instead of gender, race or religion.
- Contribution to Society:** In view of the current financial position of the Group which has been reporting minimal revenue and losses over the last few years, no formal charitable programmes have been put in place. However, the Directors are fulfilling their social responsibility obligations on a personal basis.
- Performance Data:** FYE 2024 MHB relevant Community & Social Responsibility Performance Data as follow:-

Indicator	Measurement Unit	2024
<b>Bursa (Community/Society)</b>		
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	0
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	0
<b>Bursa (Diversity)</b>		
Bursa C3(a) Percentage of employees by gender and age group, for each employee category		
Age Group by Employee Category		
Management Under 30	Percentage	0
Management Between 30-50	Percentage	20
Management Above 50	Percentage	80
Executive Under 30	Percentage	0
Executive Between 30-50	Percentage	33
Executive Above 50	Percentage	67
Non-executive/Technical Staff Under 30	Percentage	0
Non-executive/Technical Staff Between 30-50	Percentage	0
Non-executive/Technical Staff Above 50	Percentage	0
General Workers Under 30	Percentage	0
General Workers Between 30-50	Percentage	50
General Workers Above 50	Percentage	50
Gender Group by Employee Category		



# Sustainability Statement (Continued)

## 6. Community & Social Responsibility (continued)

MHB is dedicated to fostering a positive impact on the communities where we operate and ensuring the well-being of our employees. Our key social initiatives in FYE 2024 include: (continued)

Indicator	Measurement Unit	2024
Management Male	Percentage	100
Management Female	Percentage	0
Executive Male	Percentage	0
Executive Female	Percentage	100
Non-executive/Technical Staff Male	Percentage	0
Non-executive/Technical Staff Female	Percentage	0
General Workers Male	Percentage	100
General Workers Female	Percentage	0
Bursa C3(b) Percentage of directors by gender and age group		
Male	Percentage	83.33
Female	Percentage	16.67
Under 30	Percentage	0
Between 30-50	Percentage	0
Above 50	Percentage	100
<b>Bursa (Health and safety)</b>		
Bursa C5(a) Number of work-related fatalities	Number	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0
Bursa C5(c) Number of employees trained on health and safety standards	Number	0
<b>Bursa (Labour practices and standards)</b>		
Bursa C6(a) Total hours of training by employee category		
Management	Hours	3
Executive	Hours	0
Non-executive/Technical Staff	Hours	0
General Workers	Hours	0
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	10
Bursa C6(c) Total number of employee turnover by employee category		
Management	Number	0
Executive	Number	0
Non-executive/Technical Staff	Number	0
General Workers	Number	0
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0

## 7. Governance Practices

We uphold the highest standards of governance to ensure transparency, accountability, and ethical behavior throughout our organization. Our governance practices include:

- **Board Oversight:** The Board of Directors oversees ESG matters, with CEO responsible for monitoring and guiding our sustainability efforts.



## 7. Governance Practices (continued)

We uphold the highest standards of governance to ensure transparency, accountability, and ethical behavior throughout our organization. Our governance practices include: (continued)

- **Responsible Investment:** While the Group's existing operations do not have much impact on the ESG, the Board and the Management incorporate ESG elements into considering all current and future transactions. The Group is fulfilling its fiduciary duty as a responsible corporate citizen and will not tolerate with any transactions that are in breach of any laws in Malaysia, the MMLR or the Securities Commissions guidelines. Our objective is clear that being responsible for all stakeholders, and it is the Group's duty of care to comply with the highest standards of governance. The Group will not involve in any investments solely based on profitability should the investments are harmful to the society, environment and/or supporting crime activities such as corruption, Ponzi-scheme, money laundering and/or any other unethical businesses.
- **Ethical Conduct:** Maintained a zero-tolerance policy towards corruption and unethical practices, supported by rigorous compliance and auditing procedures. The Group's Anti Bribery & Corruption Policy and Whistleblowing Policy is highly committed in fostering a strong corporate governance culture and implementing policies that promote ethical behaviour. The Board strongly encourage anyone who is suspicious of any corruption incidents within Malpac with evidence to step forward and whistle blow so that our Group could report such incident to the relevant authorities. There were no incidents of corruption during the year by the employees reported. Moving forward, the Group targets to maintain zero confirmed incidents of corruption continuously.
- **Risk Management:** Integrated ESG risk assessments into our overall risk management framework, ensuring that potential ESG-related risks are identified, assessed, and mitigated effectively.
- **Performance Data:** Governance Practices' Performance Data for FYE 2024 are as follow:-

Indicator	Measurement Unit	2024
<b>Bursa (Supply chain management)</b>		
Bursa C7(a) Proportion of spending on local suppliers	Percentage	100
<b>Bursa (Data privacy and security)</b>		
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0
<b>Bursa (Anti-corruption)</b>		
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category		
Management	Percentage	0
Executive	Percentage	0
Non-executive/Technical Staff	Percentage	0
General Workers	Percentage	0
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	100
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0

# FINANCIAL STATEMENTS

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# DIRECTORS' REPORT

The Directors hereby submit their report and the audited financial statements of the Group and of the Company for the financial year ended 30 June 2024.

## Principal activity

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are set out in Note 13 to the financial statements.

## Results

	Group RM	Company RM
Profit/(Loss) for the financial year attributable to: Owners of the parent	9,226,037	(646,397)

## Reserves and provisions

There were no material transfers to or from reserves and provisions during the financial year.

## Dividends

No dividend has been paid or declared since the end of the previous financial year. The Directors do not recommend any dividends for the current financial year ended 30 June 2024.

## Directors

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

Gan Teck Chong @ Gan Kwan Chong  
Kan Ah Chun  
Lim Hong Liang  
Loo Pak Soon  
Noraini Binti Yaacob  
Tan Chon Sing @ Tan Kim Tieng

The names of the Directors of the Company's subsidiaries since the beginning of the financial year to the date of this report, excluding those who already listed above are:

Ang Poo Guan  
Lee Chee Seong  
Muhayuddin Bin Musa

# Directors' Report (Continued)

## Directors' interests in shares

The shareholdings in the ordinary shares of the Company of those who were Directors at the end of the financial year as recorded in the Register of Directors' Shareholdings kept under Section 59 of the Companies Act, 2016 in Malaysia are as follows:

	Balance as at at 1.7.2023	Number of ordinary shares		Balance as at 30.6.2024
		Bought	Sold	
<b>Direct interest</b>				
Lim Hong Liang	15,633,208	105,800	-	15,739,008
Tan Chon Sing @ Tan Kim Tieng	10,315,393	-	-	10,315,393
Gan Teck Chong @ Gan Kwan Chong	3,917,303	-	-	3,917,303
Kan Ah Chun	2,440,460	-	-	2,440,460
<b>Deemed interest</b>				
Gan Teck Chong @ Gan Kwan Chong*	4,460,800	-	-	4,460,800
Lim Hong Liang**	3,691,900	-	-	3,691,900
Tan Chon Sing @ Tan Kim Tieng*	2,209,300	-	-	2,209,300

\* Deemed interested through spouse

\*\* Deemed interested through a corporation in which the Director has substantial financial interest

By virtue of their shareholdings in the Company, Tan Chon Sing @ Tan Kim Tieng, Gan Teck Chong @ Gan Kwan Chong, Lim Hong Liang and Kan Ah Chun are deemed interested in the ordinary shares of the subsidiaries to the extent the Company has an interest pursuant to Section 8 of the Companies Act, 2016 in Malaysia.

The other Directors in office as at the end of the financial year had no interest in the ordinary shares of the Company and its related corporations during the financial year, according to the register required to be kept under Section 59 of the Companies Act, 2016 in Malaysia.

## Directors' benefits

Since the end of the previous financial year, no Director of the Group and of the Company has received or become entitled to receive any benefit (other than benefits included in aggregate amount of emolument receive or due and receivable by the Directors as disclosed in the financial statement) by reason of a contract made by the Group and 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 except for those disclosed in Note 26 to the financial statements.

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

## Directors' remuneration and fees

Directors' remuneration of the Group and of the Company amounted to RM863,045 and RM639,847 respectively as disclosed in Note 8 to financial statement.

Directors' fee of the Group and of the Company are amounted to RM60,000 as disclosed in Note 8 to financial statement.

## Indemnity and insurance for Directors, officers and auditor

There was no indemnity given to or insurance effected for any Director, officer or auditor of the Company.

## Issue of shares and debentures

There were no changes in the share capital of the Company during the financial year.

There were no debentures issued during the financial year.

### Options granted over unissued shares

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

### Other statutory information

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

- (i) proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and have satisfied themselves that there are no known bad debts and that adequate provision had been made for doubtful debts; and
- (ii) any current assets which were unlikely to be realised in the ordinary course of business have been written down to an amount which they might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances:

- (i) which would necessitate the writing off of bad debts or render the amount of the provision for doubtful debts inadequate to any substantial extent; or
- (ii) which would render the value attributed to current assets in the financial statements of the Group and of the Company misleading; or
- (iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or
- (iv) not otherwise dealt with in this report or the financial statements, which would render any amount stated in the financial statements of the Group and of the Company misleading.

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

- (i) any charge on the assets of the Group and of the Company that has arisen since the end of the financial year and which secures the liabilities of any other person; or
- (ii) any contingent liability in respect of the Group and of the Company that has arisen since the end of the financial year.

No contingent liability or other liability of the Group and of the Company has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the Directors, will or may substantially affect the ability of the Group and of the Company to meet its obligations as and when they fall due.

In the opinion of the Directors, the results of the operations of the Group and of the Company for the financial year ended 30 June 2024 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

### Significant events

Detail of significant events during the financial year is disclosed in Note 33 to the financial statements.

### Auditors

The auditors, Messrs PKF PLT, have indicated their willingness to continue in office.

The auditors' remuneration of the Group and of the Company for the financial year ended 30 June 2024 amounted to RM62,000 and RM35,000 respectively.

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

**TAN CHON SING @ TAN KIM TIENG**

Kuala Lumpur

07 October 2024

**LIM HONG LIANG**



# STATEMENT BY DIRECTORS

## PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT, 2016 IN MALAYSIA

In the opinion of the Directors, the accompanying financial statements as set out on pages 39 to 80 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act, 2016 in Malaysia, so as to give a true and fair view of financial position of the Group and of the Company as at 30 June 2024 and of their financial performances and their cash flows for the financial year ended on that date.

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

**TAN CHON SING @ TAN KIM TIENG**

Kuala Lumpur

07 October 2024

**LIM HONG LIANG**

## STATUTORY DECLARATION

### PURSUANT TO SECTION 251(1)(B) OF THE COMPANIES ACT, 2016 IN MALAYSIA

I, TAN CHON SING @ TAN KIM TIENG, being the Director primarily responsible for the financial management of MALPAC HOLDINGS BERHAD, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements as set out on pages 39 to 80 are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960 in Malaysia.

Subscribed and solemnly declared by the )  
above-named at Kuala Lumpur in Wilayah )  
Persekutuan on 07 October 2024 )

**TAN CHON SING @ TAN KIM TIENG**

Before me,

**SHI' ARATUL AKMAR BINTI SAHARI (W788)**

COMMISSIONER FOR OATHS  
Kuala Lumpur, Malaysia

# INDEPENDENT AUDITORS' REPORT

## Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of MALPAC HOLDINGS BERHAD, which comprise the statements of financial position as at 30 June 2024 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 material accounting policies, as set out on pages 39 to 80.

In our opinion, the accompanying financial statements give a true and fair view of the financial positions of the Group and of the Company as at 30 June 2024, and of their financial performances and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act, 2016 in Malaysia.

### Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report.

We 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

#### (i) **Material litigation** (Refer to Notes 32 and 34 to the financial statements)

On 31 March 2023, the Company formally received an Affidavit In Support (Assessment of Damages) from Mr Yong Toi Mee and Mr Cheang Kim Leong ("the Purchasers") vide Ipoh High Court Civil Suit No. 22-109-2007 ("Suite 109") dated 27 March 2024 seeking an assessment of damages against Malpac Capital Sdn. Bhd. with reference refund of the sums paid by the Purchasers to Malpac Capital Sdn. Bhd. for the management of the Mill ("Management Fees") in the sum of RM73,642,441.09 which currently still on going.

On 30 April 2024, the High Court had made a decision under the Notice of Application (Point of Law) whereby the High Court had interpreted the Judgement of the High Court dated on 5 May 2011 in a manner contrary to the interpretation had by Group's solicitors. That decision is now the subject matter of a pending appeal to the Court of Appeal (Appeal No. A 02(IM)-823-05/2024). That appeal currently being case managed against hearing date to be assigned.

On 19 August 2024, the High Court granted a stay of further proceedings in terms of the application for the Stay of Proceedings Pending Appeal and there is no probability of the damages claim for the Group as at the reporting date.

We focused on this area because significant judgements are made by the Directors in respect of the current litigation of the Company in estimating the possibility of an outflow of resources embodying economic benefits.

Our audit procedures included:

- obtained solicitors' confirmation letter from the Group's solicitors;
- direct communication with the Group's solicitors to obtain clarification and understanding on the legal opinion provided in the solicitors' confirmation letter;
- reviewed legal correspondence letters;
- reviewed and discussed with the management the reasonableness of the assumptions made; and
- reviewed the appropriate and adequate disclosure in the financial statements.

## Key Audit Matters (continued)

### (ii) **Provision for legal fees** (Refer to Notes 1(d)(vi), 2(p) and 22 to the financial statements)

Provision for legal fees is an area of focus in the audit as it involved significant management judgement and estimate. The provision for legal fees amounted to RM1,250,000 as at 30 June 2024 represents 14.5% of total liabilities. Provision for legal fees is estimated and determined based on the management's judgement on the ongoing material litigation and unbilled completed material litigation work done by the solicitors.

We focused on this area because significant judgements are made by the Directors of the Company in estimating the possibility of an outflow of resources embodying economic benefits and the amount required to settle the obligation.

Our audit procedures included:

- obtained solicitors' confirmation letter from the Group's solicitors;
- direct communication with the Group's solicitors to obtain clarification on the reasonableness of the provision of legal fees;
- reviewed and discussed with the management the reasonableness of the assumptions made; and
- tested the mathematical calculation of the computation of estimated legal fees.

## Information Other than the Financial Statements and Auditors' Report Thereon

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

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

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the other information and, in doing so, consider whether the 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 the 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 are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

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

## Auditors' Responsibilities for the Audit of the Financial Statements

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

# Independent Auditors' Report (Continued)

## Auditors' Responsibilities for the Audit of the Financial Statements (continued)

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group or 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 financial year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicate in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Other Matters

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

**PKF PLT**  
**202206000012 (LLP0030836-LCA) & AF0911**  
**CHARTERED ACCOUNTANTS**

Kuala Lumpur

07 October 2024

**NG CHEW PEI**  
**03373/06/2026 J**  
**CHARTERED ACCOUNTANT**

# STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

	Note	Group		Company	
		2024 RM	2023 RM	2024 RM	2023 RM
Revenue	3	4,095,657	6,325,622	886,775	1,152,759
Other income	4	5,578,684	972,318	712	759,062
Net gain/(loss)/ on for value charges in investments		4,226,517	(957,551)	(41,073)	(429,726)
Administrative expenses		(3,887,056)	(3,261,339)	(1,581,613)	(1,630,668)
Other operating expenses		(192,362)	-	-	-
Impairment loss on amount due from subsidiaries		-	-	(10,047)	(9,658)
<b>Profit/(Loss) from operations</b>		<b>9,821,440</b>	<b>3,079,050</b>	<b>(745,246)</b>	<b>(158,231)</b>
Finance cost	5	(41,031)	(43,810)	-	-
<b>Profit/(Loss) before tax</b>	6	<b>9,780,409</b>	<b>3,035,240</b>	<b>(745,246)</b>	<b>(158,231)</b>
Tax (expense)/income	9	(554,372)	(400,786)	98,849	(98,849)
<b>Profit/(Loss), representing total comprehensive income/(loss) for the financial year</b>		<b>9,226,037</b>	<b>2,634,454</b>	<b>(646,397)</b>	<b>(257,080)</b>
<b>Basic earning per share (sen)</b>	10	<b>12.3</b>	<b>3.5</b>		
<b>Diluted earning per share (sen)</b>	10	<b>12.3</b>	<b>3.5</b>		

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

# STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2024

	Note	Group		Company	
		2024 RM	2023 RM	2024 RM	2023 RM
<b>ASSETS</b>					
<b>Non-current assets</b>					
Property, plant and equipment	11	464,076	101,555	8,426	1,251
Investment properties	12	59,738,734	59,905,044	-	-
Investment in subsidiaries	13	-	-	167,215,233	167,215,233
Goodwill on consolidation	14	8,931	8,931	-	-
Other investments	15	15,213,640	10,758,758	-	-
		75,425,381	70,774,288	167,223,659	167,216,484
<b>Current assets</b>					
Other investments	15	2,898,509	2,567,950	-	-
Trade and non-trade receivables	16	15,763,272	15,718,872	10,581,298	11,460,247
Short-term cash investment	17	40,939,153	2,071,759	27,330	1,010,783
Tax recoverable		85,640	17,868	76,805	-
Fixed deposits placed with licensed banks	18	51,671,343	90,206,474	20,642,607	20,413,462
Cash and bank balances		2,744,908	603,585	932,015	95,946
		114,102,825	111,186,508	32,260,055	32,980,438
Asset held for sale	19	926,833	926,833	-	-
		115,029,658	112,113,341	32,260,055	32,980,438
<b>TOTAL ASSETS</b>		<b>190,455,039</b>	<b>182,887,629</b>	<b>199,483,714</b>	<b>200,196,922</b>
<b>EQUITY AND LIABILITIES</b>					
<b>Equity attributable to owners of the Company</b>					
Share capital	20	99,366,593	99,366,593	99,366,593	99,366,593
Retained earnings	21	82,479,480	73,253,443	95,155,344	95,801,741
<b>Total equity</b>		<b>181,846,073</b>	<b>172,620,036</b>	<b>194,521,937</b>	<b>195,168,334</b>
<b>Non-current liability</b>					
Provisions	22	245,997	221,794	85,030	77,177
<b>Current liabilities</b>					
Non-trade payables	23	805,823	2,181,257	3,246,481	3,316,644
Borrowing	24	4,451,750	4,885,140	-	-
Provisions	22	2,930,500	2,864,676	1,630,266	1,566,891
Tax payable		174,896	114,726	-	67,876
		8,362,969	10,045,799	4,876,747	4,951,411
<b>Total liabilities</b>		<b>8,608,966</b>	<b>10,267,593</b>	<b>4,961,777</b>	<b>5,028,588</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>190,455,039</b>	<b>182,887,629</b>	<b>199,483,714</b>	<b>200,196,922</b>

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



# STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

	Share capital RM	Retained earnings RM	Total equity RM
<b>Group</b>			
At 1 July 2022	99,366,593	70,618,989	169,985,582
Profit, representing total comprehensive income for the financial year	-	2,634,454	2,634,454
At 30 June 2023	99,366,593	73,253,443	172,620,036
Profit, representing total comprehensive income for the financial year	-	9,226,037	9,226,037
At 30 June 2024	99,366,593	82,479,480	181,846,073
<b>Company</b>			
At 1 July 2022	99,366,593	96,058,821	195,425,414
Loss, representing total comprehensive loss for the financial year	-	(257,080)	(257,080)
At 30 June 2023	99,366,593	95,801,741	195,168,334
Loss, representing total comprehensive loss for the financial year	-	(646,397)	(646,397)
At 30 June 2024	99,366,593	95,155,344	194,521,937

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

# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

	Note	Group		Company	
		2024 RM	2023 RM	2024 RM	2023 RM
<b>Cash flows from operating activities</b>					
Profit/(Loss) before tax		9,780,409	3,035,240	(745,246)	(158,231)
Adjustments for:					
Depreciation of property, plant and equipment		39,907	50,436	1,825	1,027
Depreciation of investment properties		166,310	187,217	-	-
Gain on disposal of property, plant and equipment		(90,400)	(38,000)	(400)	-
Impairment losses on amounts due from subsidiaries		-	-	10,047	9,658
Interest expense		41,031	43,810	-	-
Interest income		(1,103)	(1,285)	(312)	(534)
Net fair value (gain)/loss on financial assets at fair value through profit or loss:					
- other investment		(4,307,663)	71,266	-	-
- short-term cash investment		81,146	886,285	41,073	429,726
Provisions of retirement gratuity		90,027	90,547	71,228	73,520
Reversal for provisions of retirement gratuity		-	(192,000)	-	(192,000)
Reversal for provision of legal fees		-	(725,442)	-	(566,386)
Unrealised gain on foreign exchange		(390,637)	(15,449)	-	-
<b>Profit before working capital changes</b>		<b>5,409,027</b>	<b>3,392,625</b>	<b>(621,785)</b>	<b>(403,220)</b>
<b>Cash flows from operating activities</b>					
(Increase)/Decrease in other investments		(477,778)	3,971,495	-	-
(Increase)/Decrease in short-term cash investment		(38,948,540)	54,090,427	942,380	20,673,116
Decrease/(Increase) in fixed deposits place with licensed banks		37,085,508	(61,135,937)	(229,145)	(20,413,462)
(Increase)/Decrease in receivables		(44,400)	499	868,902	(9,658)
(Decrease)/Increase in payables		(1,375,434)	1,665,978	(70,163)	172,413
<b>Cash from operations</b>		<b>1,648,383</b>	<b>1,985,087</b>	<b>890,189</b>	<b>19,189</b>
Tax refund		13,677	-	-	-
Tax paid		(575,651)	(315,805)	(45,832)	(30,973)
<b>Net cash from/(used in) operating activities</b>		<b>1,086,409</b>	<b>1,669,282</b>	<b>844,357</b>	<b>(11,784)</b>
<b>Cash flows from investing activities</b>					
Interest received		1,103	1,285	312	534
Proceeds from disposal of property, plant and equipment		90,400	38,000	400	-
Purchase of property, plant and equipment		(402,428)	(120,090)	(9,000)	-
<b>Net cash (used in)/from investing activities</b>		<b>(310,925)</b>	<b>(80,805)</b>	<b>(8,288)</b>	<b>534</b>

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

# Statements of Cash Flows (Continued)

for the financial year ended 30 June 2024

	Note	Group		Company	
		2024 RM	2023 RM	2024 RM	2023 RM
<b>Cash flows from financing activities</b>					
Interest paid		(41,031)	(43,810)	-	-
Drawdown of revolving credit		9,966	-	-	-
<b>Net cash used in financing activities</b>		<b>(31,065)</b>	<b>(43,810)</b>	<b>-</b>	<b>-</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>		<b>744,419</b>	<b>1,544,667</b>	<b>836,069</b>	<b>(11,250)</b>
<b>Cash and cash equivalents at 1 July 2023/2022</b>		<b>2,118,312</b>	<b>573,645</b>	<b>95,946</b>	<b>107,196</b>
Effect of foreign exchange changes on the balance under bank held in foreign currency		(52,719)	-	-	-
<b>Cash and cash equivalents at 30 June</b>	(i)	<b>2,810,012</b>	<b>2,118,312</b>	<b>932,015</b>	<b>95,946</b>

## Notes:

(i) Cash and cash equivalents included in the statements of cash flows comprise the following amounts:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Cash and bank balances	2,744,908	603,585	932,015	95,946
Fixed deposits placed with licensed banks (Note 18)	65,104	1,514,727	-	-
	<b>2,810,012</b>	<b>2,118,312</b>	<b>932,015</b>	<b>95,946</b>

(ii) Reconciliation of liability arising from financing activity:

	1 July 2023/2022 RM	Cash flows RM	Non-cash changes Unrealised loss on foreign exchange RM	30 June RM
	<b>Group 2024</b>			
Borrowing	4,885,140	9,966	(443,356)	4,451,750
<b>2023</b>				
Borrowing	4,900,589	-	(15,449)	4,885,140

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

# NOTES TO THE FINANCIAL STATEMENTS

AS AT 30 JUNE 2024

## 1. Basis of preparation

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

The accompanying financial statements have been prepared assuming that the Group and the Company will continue as a going concern which contemplates the realisation of assets and settlement of liabilities in the normal course of business.

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

### (a) Standards issued and effective

On 1 July 2023, the Group and the Company have adopted the following accounting standards, amendments and interpretations which are mandatory for annual financial periods beginning on or after 1 January 2023:

#### Description

- Amendments to MFRS 101, Presentation of Financial Statements: Classifications of Liabilities as Current or Non-current
- Amendments to MFRS 101, Presentation of Financial Statements: Disclosures of Accounting Policies
- Amendments to MFRS 108, Accounting Policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates
- Amendments to MFRS 112, Income Tax: Deferred Tax related to Assets and Liabilities arising from a Single Transaction

The Directors expect that the adoption of the new and amended MFRS and interpretation above have no impact on the financial statements of the Group and of the Company.

### (b) Standards issued but not yet effective

Certain new accounting standards and interpretations have been issued but not yet effective for 30 June 2024 reporting periods and have not been early adopted by the Group and the Company. These standards are not expected to have a material impact on the Group and the Company in the current or future reporting periods.

### (c) Basis of measurement

The financial statements have been prepared on the historical cost basis unless otherwise as indicated in the summary of significant accounting policies.

### (d) Significant accounting estimates and judgements

Estimates and judgements are continually evaluated by the Directors and management and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The estimates and judgements that affect the application of the Group's and of the Company's accounting policies and disclosures, and have a significant risk of causing a material adjustment to the carrying amounts of assets, liabilities, income and expenses are discussed below:

#### (i) Income Taxes

There are certain transactions and computations for which the ultimate tax determination may be different from the initial estimate. The Group and the Company recognise tax liabilities based on its understanding of the prevailing tax laws and estimates of whether such taxes will be due in the ordinary course of business. Where the final outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax and deferred tax provisions in the year in which such determination is made.

## 1. Basis of preparation (continued)

### (d) Significant accounting estimates and judgements (continued)

#### (ii) Depreciation of Property, Plant and Equipment

The estimates for the residual values, useful lives and related depreciation charges for property, plant and equipment are based on commercial factors which could change significantly as a result of technical innovations and competitors' actions in response to the market conditions.

The Group and the Company anticipate that the residual values of its property, plant and equipment will be insignificant. As a result, residual values are not being taken into consideration for the computation of the depreciable amount.

Changes in the expected level of usage and technological development could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised.

#### (iii) Depreciation of Investment Properties

The estimates for the residual values, useful lives and related depreciation charges for investment properties are based on commercial factors which could change significantly as a result of technical innovations and competitors' actions in response to the market conditions.

The Group and the Company anticipates that the residual values of its property, plant and equipment will be insignificant. As a result, residual values are not being taken into consideration for the computation of the depreciable amount.

Changes in the expected level of usage and technological development could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised.

#### (iv) Impairment of Non-financial Assets

When the recoverable amount of an asset is determined based on the estimate of the value in use of the cash-generating unit to which the asset is allocated, the management is required to make an estimate of the expected future cash flows from the cash-generating unit and also to apply a suitable discount rate in order to determine the present value of those cash flows.

#### (v) Pension and Other Post-retirement Benefits

The cost and valuation of defined benefit pension plans is determined using actuarial valuations. This involves making assumptions about discount rates, expected rate of return of assets, future salary and pensions increases and mortality rates. Due to the long term nature of these plans, such estimates are subject to significant uncertainty.

#### (vi) Provision for Legal Fees

The provision is made for legal services in respect of the Group's litigation case as mentioned in Note 32 to the financial statements. The amount of provision is determined using the best estimate of the management based on their past experience on similar cases. It is reasonably possible, that outcomes within the next financial year that are different from assumptions would require a material adjustment to the provision made.

## 1. Basis of preparation (continued)

### (d) Significant accounting estimates and judgements (continued)

#### (vii) *Deferred Tax Assets and Liabilities*

Deferred tax implications arising from the changes in corporate income tax rates are measured with reference to the estimated realisation and settlement of temporary differences in the future periods in which the tax rates are expected to apply, based on the tax rates enacted or substantively enacted at the end of the reporting year. While management's estimates on the realisation and settlement of temporary differences are based on the available information at the statements of financial position date, changes in business strategy, future operating performance and other factors could potentially impact on the actual timing and amount of temporary differences realised and settled. Any difference between the actual amount and the estimated amount would be recognised in the profit or loss in the period in which actual realisation and settlement occurs.

#### (viii) *Impairment of Goodwill*

Goodwill is tested for impairment annually and at other times when such indicators exist. This requires management to estimate the expected future cash flows of the cash-generating units to which goodwill is allocated and to apply a suitable discount rate in order to determine the present value of those cash flows. The future cash flows are most sensitive to budgeted gross margins, growth rates estimated and discount rate used. If the expectation is different from the estimation, such difference will impact the carrying value of goodwill.

#### (ix) *Classification between Investment Properties and Owner Occupied Properties*

The Group determines whether a property qualifies as an investment property, and have developed criteria in making that judgement. Investment property is a property held to earn rentals or for capital appreciation or both. Therefore, the Group considers whether a property generates cash flows largely independent of the other assets held by the Group.

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 accounts 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.

## 2. Material accounting policies

The Group and the Company adopted Amendments to MFRS101, Presentation of Financial Statements - Disclosure of Accounting Policies for the first time in 2024. Although the amendments did not result in any changes to the accounting policies themselves, they impacted the accounting policy information disclosed in the financial statements.

The amendments require the disclosure of 'material', rather than 'significant', accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity-specific accounting policy information that users need to understand other information in the financial statements.

Management reviewed the accounting policies and made updates to the information disclosed in Material accounting policies (2023: Significant accounting policies) in certain instances in line with the amendments.

The material accounting policies adopted by the Group and the Company are consistent with those in the previous financial years unless otherwise stated.

Certain immaterial accounting policies have been voluntarily disclosed to ensure completeness in the financial statements of the Group and of the Company.



## 2. Material accounting policies (continued)

### (a) Basis of consolidation

#### (i) Subsidiaries

Subsidiaries are entities, including structured entities, controlled by the Company. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The Group considers it has de-facto power over an investee when, despite not having the majority of voting rights, it has the current ability in circumstances where the size of the Group's voting rights relative to the size and dispersion of holdings of other shareholders to direct the activities of the investee that significantly affect the investee's return. Potential voting rights are considered when assessing control only when such rights are substantive.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Business combinations are accounted for using the acquisition method on the acquisition date. The consideration transferred includes the fair value of assets transferred, equity interest issued by the Group and liabilities assumed. Identifiable assets acquired, liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of the acquiree's identifiable net assets.

Acquisition-related costs are recognised in the profit or loss as incurred.

The excess of the consideration transferred, the amount of any noncontrolling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recognised as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in profit or loss.

Investments in subsidiaries are measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of investment includes transaction costs.

#### (ii) Business combinations

Business combinations are accounted for using the acquisition method from the acquisition date, which is the date on which control is transferred to the Group.

For new acquisitions, the Group measures the cost of goodwill at the acquisition date as:

- The fair value of the consideration transferred; plus
- The recognised amount of any non-controlling interests in the acquiree; plus
- If the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less
- The net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss. For each business combination, the Group elects whether it measures the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets at the acquisition date.

Transaction costs, other than those associated with the issue of debt or equity securities that the Group incurs in connection with a business combination are expensed as incurred.

**2. Material accounting policies (continued)****(a) Basis of consolidation (continued)***(iii) Transactions eliminated on consolidation*

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

Unrealised gains arising from transactions with equity accounted associates are eliminated against the investment to the extent of the Group's interest in the associates and jointly controlled entities. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

**(b) Foreign currencies***(i) Functional and presentation currency*

The individual financial statements of the Group and of the Company are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial statements are presented in Ringgit Malaysia ("RM"), which are the Group's and the Company's functional currency.

*(ii) Foreign currency transactions*

Transactions in foreign currencies are measured in the respective functional currencies of the Group and of the Company and its subsidiaries are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary items denominated in foreign currencies that are measured at historical cost are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items denominated in foreign currencies measured at fair value are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting date are recognised in profit or loss except for exchange differences arising on monetary items that form part of the Group's and of the Company's net investment in foreign operations, which are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is reclassified from equity to profit or loss of the Group and of the Company on disposal of the foreign operation.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary items denominated in foreign currencies that are measured at historical cost are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items denominated in foreign currencies measured at fair value are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting date are recognised in profit or loss except for exchange differences arising on monetary items that form part of the Group's and of the Company's net investment in foreign operations, which are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity.

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are also recognised directly in equity.

The principal exchange rate used in the translation of each unit of foreign currency at reporting date is as follows:

	2024	2023
	RM	RM
1 Japanese Yen ("JPY")	0.0293	0.0323

**2. Material accounting policies (continued)****(c) Revenue and other income***(i) Rental income*

Rental income from investment properties are recognised on a straight-line basis over the term of lease.

*(ii) Interest income*

Interest income is recognised using the effective interest method.

*(iii) Dividend income and distribution income*

Dividend income and distribution income is recognised when the Group's and the Company's right to receive payment is established.

**(d) Employee benefits expense***(i) Short-term employee benefits*

Wages, salaries, social security contributions and bonuses are recognised as an expense in the financial year in which the associated services are rendered by employees of the Group and of the Company. Short-term accumulating compensated absences, such as paid annual leave, are recognised when services are rendered by employees that increase their entitlement to future compensated absences and short-term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

*(ii) Defined contribution plans*

The Group and the Company participate in the national pension schemes as defined by the laws of the countries in which it has operations. The Malaysian companies in the Group make contributions to the Employee Provident Fund in Malaysia, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the period in which the related service is performed.

*(iii) Retirement gratuity scheme*

The Group and the Company established a retirement gratuity scheme in 2010 for employees of the Group and of the Company. The amount of retirement gratuity payable is determined by the Board of Directors in relation to the services rendered up to date of retirement. The retirement gratuity is calculated based on the basic salary over the tenure of employment to date. The retirement gratuity payable is vested upon the employees and Directors reaching their retirement age.

**(e) Borrowing costs**

All interest and other costs incurred in connection with borrowings are expensed as incurred as part of finance costs. Finance costs comprise interest paid and payable on borrowings. Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets.

**(f) Tax expense***(i) Current tax*

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity.

## 2. Material accounting policies (continued)

### (f) Tax expense (continued)

#### (ii) *Deferred tax*

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax liabilities are recognised for all taxable temporary differences other than those that arise from goodwill or excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the business combination costs or from the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit.

Deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised.

The carrying amounts of deferred tax assets are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on the tax rates that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same taxation authority.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transactions either in other comprehensive income or directly in equity and deferred tax arising from a business combination is included in the resulting goodwill or excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the business combination costs.

### (g) Impairment

#### (i) *Financial assets*

The Group and the Company recognise loss allowances for expected credit losses on financial assets measured at amortised cost, expected credit losses are a probability-weighted estimate of credit losses.

The Group and the Company measure loss allowances at an amount equal to lifetime expected credit loss, except for cash and bank balances. Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit loss.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit loss, the Group and the Company consider reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's and the Company's historical experience and informed credit assessment and including forward-looking information, where available.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of the asset, which 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within the 12-months after the reporting date. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group and the Company are exposed to credit risk.

The Group and the Company estimate the expected credit losses on trade receivables using a provision matrix with reference to historical credit loss experience.

## 2. Material accounting policies (continued)

### (g) Impairment (continued)

#### (i) Financial assets (continued)

An impairment loss in respect of financial assets measured at amortised cost is recognised in profit or loss and the carrying amount of the asset is reduced through the use of an allowance amount.

At each reporting date, the Group and the Company assess whether financial assets carried at amortised cost are credit-impaired. A financial asset is credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

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

#### (ii) Non-financial assets

The Group and the Company assess at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when an annual impairment assessment for an asset is required, the Group and the Company make an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's fair value less costs to sell and its value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units ("CGUs")).

In assessing value in use, the estimated future cash flows expected to be generated by the asset are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

Impairment losses are recognised in profit or loss except for assets that are previously revalued where the revaluation was taken to other comprehensive income. In this case the impairment is also recognised in other comprehensive income up to the amount of any previous revaluation.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss unless the asset is measured at revalued amount, in which case the reversal is treated as a revaluation increase. Impairment loss on goodwill is not reversed in a subsequent period.

**2. Material accounting policies (continued)****(h) Property, plant and equipment**

All items of property, plant and equipment are initially recorded at cost. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the Company and the cost of the item can be measured reliably.

Subsequent to recognition, property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group and the Company recognise such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the profit or loss as incurred.

All property, plant and equipment are depreciated on the straight-line basis to write off the costs of the property, plant and equipment over their estimated useful lives.

The principal annual rates used for this purpose are:

Motor vehicles	20%
Computer equipment	20%
Others	10% - 20%

The carrying amount of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable.

The residual value, useful life and depreciation method are reviewed at each financial year end, and adjusted prospectively, if appropriate.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset is included in the profit or loss in the year the asset is derecognised.

**(i) Investment properties**

Investment properties are properties held to earn rentals or for capital appreciation or both, but not use in the production or supply of goods or services or for administrative purposes or sale in the ordinary course of business.

Investment property is recognised as an asset when, and only when, it is probable that the future economic benefits that are associated with the investment property will flow to the entity and the cost can be measured reliably.

Investment properties are measured initially at cost includes transaction costs. The cost of a purchased investment property comprises its purchase price and any directly attributable expenditure.

Subsequent to recognition, investment properties are measured at cost less accumulated depreciation and accumulated impairment losses, if any.

Freehold land has an indefinite useful life and therefore is not depreciated.

All other investment properties are depreciated on the straight-line basis to write off the costs of the investment properties over their estimated useful lives.

The principal annual rates used for this purpose are:

Buildings	47 years to 50 years
Air-conditioner	10%
Renovation	10%
Fixtures and fittings	10%

The carrying amount of investment properties are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable.



**2. Material accounting policies (continued)****(i) Investment properties (continued)**

The residual value, useful life and depreciation method are reviewed at each financial year end, and adjusted prospectively, if appropriate.

An investment property is derecognised on disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from its disposal. The gain or loss arising from derecognition of the asset is determined as the difference between the net disposal proceeds and the carrying amount of the item and is recognised in profit or loss in the year the asset is derecognised.

**(j) Goodwill on consolidation**

Goodwill on consolidation is recognised as of the acquisition date measured as the excess of the aggregate of the consideration transferred, the amount of any non-controlling interest in the acquiree and in a business combination achieved in stages, the acquisition-date fair value of the Group's previously held equity interest in the acquiree over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

Goodwill with indefinite useful lives are not amortised but is tested for impairment annually.

For the purpose of impairment testing, goodwill acquired is allocated, from the acquisition date, to each of the Group's cash-generating units, or groups of cash-generating units, that is expected to benefit from the synergies of the combination.

Where goodwill forms part of a cash-generating unit and part of the operation within that cash-generating unit is disposed off, the goodwill associated with the operation disposed off is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed off in this circumstance is measured based on the relative fair values of the operations disposed off and the portion of the cash-generating unit retained.

**(k) Financial assets**

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

**(i) Amortised costs**

Amortised cost category comprises financial assets that are held within a business model whose objective is to hold assets to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The financial assets are not designated as fair value through profit or loss. Subsequent to initial recognition, these financial assets are measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Interest income is recognised by applying effective interest rate to the gross carrying amount except for credit impaired financial assets where the effective interest rate is applied to the amortised cost.

**(ii) Fair value through profit or loss ("FVTPL")**

All financial assets not measured at amortised cost as described above are measured at FVTPL. This includes derivative financial assets (except for a derivative that is a designated and effective hedging instrument).

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

**2. Material accounting policies (continued)****(l) Asset held for sale**

Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition subject only to terms that are usual and customary.

Immediately before classification as held for sale, the measurement of the non-current assets is brought up-to-date in accordance with applicable MFRS. Then, on initial classification as held for sale, non-current assets or disposal groups (other than investment properties, deferred tax assets, employee benefits assets, financial assets and inventories) are measured in accordance with MFRS 5 that is at the lower of carrying amount and fair value less costs to sell. Any difference are included in profit or loss

**(m) Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand, bank balances, fixed deposits placed with licensed banks with original maturity not more than 3 months and short-term highly liquid investments that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value.

**(n) Equity instrument**

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Dividends on ordinary shares are recognised from equity in the period in which they are declared.

**(o) Financial liabilities**

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability.

Financial liabilities are recognised in the statement of financial position when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. Financial liabilities are classified as financial liabilities measured at amortised cost.

*Financial liabilities measured at amortised cost*

The Company's financial liabilities measured at amortised cost include trade payables, non-trade payables and accruals, loan from intermediate holding company, amount due to intermediate holding company and amount due to related companies.

Trade payables, non-trade payables and accruals, loan from intermediate holding company, amount due to intermediate holding company and amount due to related companies are recognised initially at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method.

For financial liabilities measured at amortised cost, gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

A financial liability is derecognised when the obligation under the liability is extinguished. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

**(p) Provisions**

Provision are recognised when the Group and the Company have a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount can be made.

Provisions are reviewed at end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. Where the effect of the time value of money is material, provisions are discounted using the current pre-tax rate that reflects where appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**2. Material accounting policies (continued)****(q) Contingencies***Contingent liabilities*

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

**(r) Operating segments**

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. An operating segment's operating results are reviewed regularly by the chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

**(s) Fair value measurements**

Fair value of an asset or a liability, except for share-based payment and lease transactions, is determined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market or in the absence of a principal market, in the most advantageous market which must be accessible to by the Group and the Company.

For non-financial asset, the fair value measurement considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

When measuring the fair value of an asset or a liability, the Group and the Company use observable market data as far as possible. Fair value are categories into different levels in a fair value hierarchy based on the input used in the valuation techniques as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability.

The Group and the Company recognise transfers between levels of the fair value hierarchy as of the date of the event or change in circumstances that caused the transfer.

**(t) Earnings per ordinary share ("EPS")**

The Group presents basic and diluted earnings per share date for its ordinary shares.

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held.

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 3. Revenue

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Distribution income	250,131	39,792	3,718	19,083
Dividend income	106,745	249,437	-	-
Interest income				
- other investments	-	280	-	-
- fixed deposits placed with licensed banks	3,345,645	2,135,936	829,154	413,462
- others	92	8	-	-
Gain on disposal/redemption of:				
- short-term cash investments	103,022	1,575,737	53,903	720,214
- other investments	-	2,018,990	-	-
Rental income	290,022	305,442	-	-
	4,095,657	6,325,622	886,775	1,152,759

## 4. Other income

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Bad debt recoverable	5,075,004	-	-	-
Interest income	1,103	1,285	312	534
Gain on disposal of property, plant and equipment	90,400	38,000	400	-
Reversal for provision of legal fees	-	725,442	-	566,386
Reversal for provision of retirement gratuity	-	192,000	-	192,000
Realised gain of foreign exchange	-	142	-	142
Rental income	16,500	-	-	-
Unrealised gain on foreign exchange	390,637	15,449	-	-
Other income	5,040	-	-	-
	5,578,684	972,318	712	759,062

## 5. Finance cost

	Group	
	2024 RM	2023 RM
Interest expense on borrowing	41,031	43,810

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 6. Profit/(Loss) before tax

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>Profit/(Loss) before tax is arrived at after charging/ (crediting):</b>				
Auditor remuneration:	62,000	62,000	35,000	35,000
Depreciation of property, plant and equipment	39,907	50,436	1,825	1,027
Depreciation of investment properties	166,310	187,217	-	-
Directors' retirement gratuity	30,605	31,241	24,000	27,000
Gain on disposal of property, plant and equipment	(90,400)	(38,000)	(400)	-
Impairment of amount due from subsidiary	-	-	10,047	9,658
Loss/(Gain) on disposal/ redemption of:				
- other investment	192,362	(2,018,990)	-	-
- short-term cash investment	(103,022)	(1,575,737)	(53,903)	(720,214)
Net fair value (gain)/loss on financial assets at fair value through profit or loss:				
- other investment	(4,307,663)	71,266	-	-
- short-term cash investment	81,146	886,285	41,073	429,726
Net unrealised gain on foreign exchange	(390,637)	(15,449)	-	-
Short term rental	152,136	151,416	135,576	135,576
Staff retirement gratuity	59,422	59,306	47,228	46,520

## 7. Employee benefits expense

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
(i) Staff costs:				
- Salaries and other emoluments	474,797	615,952	308,960	286,400
- Contribution to defined contribution plan	52,452	84,567	26,032	45,776
- Social security contribution	4,549	4,986	1,948	1,783
- Provisions for retirement gratuity	59,423	59,306	47,228	46,520
- Other employee benefits expense	22,494	18,855	21,219	15,474
	613,715	783,666	405,387	395,953
(ii) Directors' remuneration and fee (excluding benefits-in-kind) (Note 8):				
- Salaries and other emoluments	719,426	659,166	562,126	623,166
- Contribution to defined contribution plan	73,455	66,807	51,567	61,047
- Social security contribution	3,313	2,540	2,154	2,153
- Provisions for retirement gratuity	30,605	31,241	24,000	27,000
- Directors' fees	60,000	60,000	60,000	60,000
Total directors' remuneration (excluding benefit-in-kind)	886,799	819,754	699,847	773,366
- Estimated monetary value of benefit-in-kind	36,246	35,317	-	-
Total directors' remuneration (including benefit-in-kind)	923,045	855,071	699,847	773,366
<b>Total employee benefits expense</b>	<b>1,536,760</b>	<b>1,638,737</b>	<b>1,105,234</b>	<b>1,169,319</b>

The total member of employees of the Group and of the Company as at 30 June 2024 were 14 and 8 (2023:13 and 8) respectively

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 8. Directors' remuneration

Details of Directors' remuneration received by the Group and the Company during the financial year are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>Executive directors:</b>				
Salaries and other emoluments	601,926	368,666	444,626	332,666
Contribution to defined contribution plan	73,455	66,807	51,567	61,047
Social security contribution	3,313	2,540	2,154	2,153
Retirement gratuity benefits	24,605	22,241	18,000	18,000
Directors' fees	45,000	36,000	45,000	36,000
Total executive Directors' remuneration (excluding benefit-in-kind)	748,299	496,254	561,347	449,866
Estimated monetary value of benefit-in-kind	22,921	21,992	-	-
Total executive directors' remuneration (including benefit-in-kind)	771,220	518,246	561,347	449,866
<b>Non-executive directors:</b>				
Allowances and other emoluments	117,500	290,500	117,500	290,500
Retirement gratuity benefits	6,000	9,000	6,000	9,000
Directors' fees	15,000	24,000	15,000	24,000
Total non-executive directors' remuneration (excluding benefit-in-kind)	138,500	323,500	138,500	323,500
Estimated monetary value of benefit-in-kind	13,325	13,325	-	-
Total non-executive directors' remuneration (including benefit-in-kind)	151,825	336,825	138,500	323,500
<b>Total directors' remuneration</b>	<b>923,045</b>	<b>855,071</b>	<b>699,847</b>	<b>773,366</b>

## 9. Tax expense/(income)

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Current tax expense:				
- current year	642,855	404,072	-	98,849
- overprovision in prior year	(88,483)	(3,286)	(98,849)	-
	554,372	400,786	(98,849)	98,849
<b>Reconciliation of tax expense</b>				
Profit/(Loss) before tax	9,780,409	3,035,240	(745,246)	(158,231)
Tax calculated using statutory tax rate at 24%	2,347,298	728,458	(178,859)	(37,975)
Non-taxable income	(1,359,055)	(1,157,038)	(212,992)	(283,026)
Non-deductible expenses	710,569	832,652	391,851	419,850
Utilisation of deferred tax assets not recognised in prior year	(1,055,957)	-	-	-
	642,855	404,072	-	98,849
Overprovision of tax expense in prior year	(88,483)	(3,286)	(98,849)	-
	554,372	400,786	(98,849)	98,849



# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 9. Tax expense/(income) (continued)

The Group has unutilised tax losses and unabsorbed capital allowances of RM996,350 and RMNil (2023: RM5,151,211 and RM244,960) respectively available for offsetting against future taxable profits.

Unutilised tax losses can be carried forward for a period of 10 years of assessment ("YA") to set off against future taxable profits as follows:

	Group RM	Utilised up to
YA 2018 and before	<u>996,350</u>	YA 2028

## 10. Basic/Diluted earning per share

### (a) Basic

Basic earning per share is calculated by dividing gain for the financial year, net of tax, attributable to owners of the parent by the number of ordinary shares issue during the financial year.

	Group	
	2024 RM	2023 RM
Profit for the financial year, attributable to owners of the parent	9,226,037	2,634,454
Number of ordinary shares in issue	<u>75,000,000</u>	<u>75,000,000</u>
Basic earning per share (sen)	<u>12.3</u>	<u>3.5</u>

### (b) Diluted

The Group has no potentially dilutive ordinary shares that may be issued in the future. As such, there is no dilution effect on the loss per ordinary shares of the Group for the financial year.

There have been no other transactions involving ordinary shares between end of reporting period and the date of authorisation of these financial statements.

## 11. Property, plant and equipment

	Motor vehicle RM	Computer equipment RM	Others * RM	Total RM
<b>Group</b>				
<b>2024</b>				
<b>Cost</b>				
At 1 July 2023	1,389,819	17,088	79,621	1,486,528
Additions	402,428	-	-	402,428
Disposal	(953,700)	-	-	(953,700)
At 30 June	<u>838,547</u>	<u>17,088</u>	<u>79,621</u>	<u>935,256</u>
<b>Accumulated depreciation</b>				
At 1 July 2023	1,289,515	17,084	78,374	1,384,973
Charge for the year	38,982	-	925	39,907
Disposal	(953,700)	-	-	(953,700)
At 30 June	<u>374,797</u>	<u>17,084</u>	<u>79,299</u>	<u>471,180</u>
<b>Carrying amount</b>				
At 30 June	<u>463,750</u>	<u>4</u>	<u>322</u>	<u>464,076</u>

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 11. Property, plant and equipment (continued)

Group	Motor vehicle RM	Computer equipment RM	Others * RM	Total RM
<b>2023</b>				
<b>Cost</b>				
At 1 July 2022	1,386,834	17,088	79,621	1,483,543
Additions	120,090	-	-	120,090
Disposal	(117,105)	-	-	(117,105)
At 30 June	1,389,819	17,088	79,621	1,486,528
<b>Accumulated depreciation</b>				
At 1 July 2022	1,357,211	17,084	77,347	1,451,642
Charge for the year	49,409	-	1,027	50,436
Disposal	(117,105)	-	-	(117,105)
At 30 June	1,289,515	17,084	78,374	1,384,973
<b>Carrying amount</b>				
At 30 June	100,304	4	1,247	101,555
<b>Company</b>				
<b>2024</b>				
<b>Cost</b>				
At 1 July 2023	8,651	6,672	78,651	93,974
Additions	9,000	-	-	9,000
Disposal	(3,700)	-	-	(3,700)
At 30 June	13,951	6,672	78,651	99,274
<b>Accumulated depreciation</b>				
At 1 July 2023	8,651	6,668	77,404	92,723
Charge for the year	900	-	925	1,825
Disposal	(3,700)	-	-	(3,700)
At 30 June	5,851	6,668	78,329	90,848
<b>Carrying amount</b>				
At 30 June	8,100	4	322	8,426
<b>2023</b>				
<b>Cost</b>				
At 1 July 2022/30 June	8,651	6,672	78,651	93,974
<b>Accumulated depreciation</b>				
At 1 July 2022	8,651	6,668	76,377	91,696
Charge for the year	-	-	1,027	1,027
At 30 June	8,651	6,668	77,404	92,723
<b>Carrying amount</b>				
At 30 June	-	4	1,247	1,251

\* Others comprise of renovation, electrical installation, office equipment and furniture and fittings.

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 12. Investment properties

	Freehold land RM	Buildings RM	Others* RM	Total RM
<b>Group</b>				
<b>2024</b>				
<b>Cost</b>				
At 1 July 2023	53,423,197	7,634,509	-	61,057,706
Reclassification	(55,965)	-	55,965	-
At 30 June	53,367,232	7,634,509	55,965	61,057,706
<b>Accumulated depreciation</b>				
At 1 July 2023	5,597	1,147,065	-	1,152,662
Charge for the year	-	160,713	5,597	166,310
Reclassification	(5,597)	-	5,597	-
At 30 June	-	1,307,778	11,194	1,318,972
<b>Carrying amount</b>				
At 30 June	53,367,232	6,326,731	44,771	59,738,734
<b>Fair value</b>				
At 30 June				242,320,538
<b>2023</b>				
<b>Cost</b>				
At 1 July 2022	53,423,197	8,679,810	-	62,103,007
Transfer to asset held for sale (Note 19)	-	(1,045,301)	-	(1,045,301)
At 30 June	53,423,197	7,634,509	-	61,057,706
<b>Accumulated depreciation</b>				
At 1 July 2022	-	1,083,913	-	1,083,913
Charge for the year	5,597	181,620	-	187,217
Transfer to asset held for sale (Note 19)	-	(118,468)	-	(118,468)
At 30 June	5,597	1,147,065	-	1,152,662
<b>Carrying amount</b>				
At 30 June	53,417,600	6,487,444	-	59,905,044
<b>Fair value</b>				
At 30 June				296,403,113

\* Others comprise of fencing cost incurred for the freehold land.

	Group	
	2024 RM	2023 RM
<b>Recognised in profit or loss:</b>		
Rental income	306,522	305,442
Direct operating expenses arising from investment properties that generated rental income	(114,577)	(121,321)
Direct operating expenses arising from investment properties that did not generate rental income	(613,101)	(552,267)

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 13. Investment in subsidiaries

	Company	
	2024 RM	2023 RM
Unquoted shares, at costs:		
At 1 July 2023/2022/30 June	167,215,233	167,215,233

Details of the subsidiaries are as follows:

Name of company	Principal places of business/ Country of incorporation	Principal activities	Proportion of ownership interest/ voting right	
			2024	2023
Malpac Capital Sdn. Bhd.	Malaysia	Investment holding	100%	100%
Malpac Management Sdn. Bhd.	Malaysia	Dormant	100%	100%
Malpac Assets Management Sdn. Bhd.	Malaysia	Dormant	100%	100%
Malpac Land Sdn. Bhd.	Malaysia	Dormant	100%	100%
Discovery Assets Sdn. Bhd.	Malaysia	Dormant	100%	100%
Precious Way International Limited ^	British Virgin Islands	Investment holding	100%	100%
Popular Sphere Sdn. Bhd. *	Malaysia	Dormant	100%	100%

^ Audited by Messrs PKF PLT for the purpose of consolidation in the financial statement of the Group.

\* Interest held by Malpac Capital Sdn. Bhd.

## 14. Goodwill on consolidation

	Group	
	2024 RM	2023 RM
<b>At cost</b>		
At 1 July 2023/2022/30 June	8,931	8,931

### Impairment test for goodwill

Goodwill arising from the acquisition of subsidiaries had been allocated to the Group's operating divisions which represent the lowest level within the Group at which the goodwill is monitored for internal management purposes.

The management assessment on goodwill were based on the net asset value of Popular Sphere Sdn. Bhd..

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 15. Other investments

	Group	
	2024 RM	2023 RM
<b>Fair value through profit or loss</b>		
<b>Non-current</b>		
Equity and debt instruments quoted in Malaysia	15,213,640	10,758,758
<b>Current</b>		
Equity and debt instruments quoted in Malaysia	2,898,509	2,567,950
	18,112,149	13,326,708

	← Group →					
	2024			2023		
	Cost RM	Carrying amount RM	Market value of quoted investments RM	Cost RM	Carrying amount RM	Market value of quoted investments RM
<b>Non-current</b>						
Equity and debt instruments quoted in Malaysia, at fair value	17,448,530	15,213,640	15,213,640	16,823,325	10,758,758	10,758,758
<b>Current</b>						
Equity and debt instruments quoted in Malaysia, at fair value	4,692,152	2,898,509	2,898,509	4,839,579	2,567,950	2,567,950

## 16. Trade and non-trade receivables

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
<b>Trade receivables</b>					
Trade receivables		2,581,047	2,581,047	-	-
Less: Impairment					
At 1 July 2023/2022 /30 June		(2,581,047)	(2,581,047)	-	-
Trade receivables, net		-	-	-	-
<b>Non-trade receivables</b>					
Amount due from subsidiaries		-	-	10,680,920	11,549,822
Less: Impairment					
At 1 July 2023/2022		-	-	(140,845)	(131,187)
Addition		-	-	(10,047)	(9,658)
At 30 June		-	-	(150,892)	(140,845)
Amount due from subsidiaries,	(a)	-	-	10,530,028	11,408,977
Non-trade receivables	(b)	15,656,318	15,611,918	-	-
Deposits		106,954	106,954	51,270	51,270
Non-trade receivables,		15,763,272	15,718,872	10,581,298	11,460,247
Total trade and non-trade receivables		15,763,272	15,718,872	10,581,298	11,460,247

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 16. Trade and non-trade receivables (continued)

(a) Amount due from subsidiaries are non-trade in nature, unsecured, interest-free and receivable on demand.

Significant related party transactions have been disclosed in Note 26 of the financial statements.

(b) Included in the non-trade receivables of the Group is an amount of RM15,611,918 (2023: RM15,611,918) which represent the consideration receivable for the disposal of the entire equity interest of Radiant Responses Sdn. Bhd. together with two (2) parcels of leasehold land which is fully disclosed under Suit 109 ("Case 1") in Note 32 to the financial statements. The consideration had been deducted from the provision for legal damages amounted to RM33,388,082 that had been withdrawn by the plaintiff.

## 17. Short-term cash investment

	Group		Company	
	2024	2023	2024	2023
<b>Fair value through profit or loss</b>				
<b>At fair value:</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
Cash management fund with investment management companies	40,939,153	2,071,759	27,330	1,010,783

## 18. Fixed deposits placed with licensed banks

	Group		Company	
	2024	2023	2024	2023
	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
Original maturities less than 3 months	65,104	1,514,727	-	-
Original maturities more than 3 months	51,606,239	88,691,747	20,642,607	20,413,462
	51,671,343	90,206,474	20,642,607	20,413,462

The fixed deposits placed with licensed banks of the Group and of the Company bear effective interest at rates of 2.55% to 4.05% and 4.05% (2023: 2.20% to 4.20% and 4.10%) per annum respectively with maturity period from 3 months to 12 months and 6 months (2023: 3 months to 12 months and 6 months) respectively.

Included in fixed deposits placed with licensed banks of the Group is RM12,073,344 (2023: RM12,455,332) pledged for bank facilities granted to the Group as disclosed in Note 24 to the financial statements.



# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 19. Asset held for sale

	Group	
	2024	2023
	RM	RM
<b>Cost</b>		
At 1 July 2023/2022	1,045,301	-
Transfer from investment properties (Note 12)	-	1,045,301
At 30 June	1,045,301	1,045,301
<b>Accumulated depreciation</b>		
At 1 July 2023/2022	118,468	-
Transfer from investment properties (Note 12)	-	118,468
At 30 June	118,468	118,468
<b>Carrying amount</b>		
At 30 June	926,833	926,833

The Group had on 19 June 2024 entered into a Sale and Purchase Agreement (“SPA”) with the purchaser for the disposal of a serviced condominium for a total of cash consideration of RM1,480,000. On 26 September 2024, the Group had received the first payment from the solicitors amounted to RM567,625. However, as at the reporting date, the sales transaction is yet to be completed.

## 20. Share capital

	Group and Company			
	2024	2023	2024	2023
	Number of ordinary shares		RM	RM
<b>Issued and fully paid</b>				
At 1 July 2023/2022 /30 June	75,000,000	75,000,000	99,366,593	99,366,593

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions and rank equally with regard to the Company residual interests.

## 21. Retained earnings

Under the single tier system introduced by the Finance Act, 2007 in Malaysia which came into effect from the year of assessment 2008, dividends paid under this system are tax exempt in the hands of shareholders. As such, the whole retained earnings can be distributed to shareholders as tax-exempt dividends.

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 22. Provisions

	Retirement gratuity RM	Legal fee RM	Total RM
<b>Group</b>			
At 1 July 2023	1,836,470	1,250,000	3,086,470
Addition	90,027	-	90,027
At 30 June 2024	1,926,497	1,250,000	3,176,497
At 1 July 2022	1,937,923	1,975,442	3,913,365
Addition	90,547	-	90,547
Reversal	(192,000)	(725,442)	(917,442)
At 30 June 2023	1,836,470	1,250,000	3,086,470
<b>Company</b>			
At 1 July 2023	1,644,068	-	1,644,068
Addition	71,228	-	71,228
At 30 June 2024	1,715,296	-	1,715,296
At 1 July 2022	1,762,548	566,386	2,328,934
Addition	73,520	-	73,520
Reversal	(192,000)	(566,386)	(758,386)
At 30 June 2023	1,644,068	-	1,644,068

Provisions as at the end of the reporting period are shown as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>Representing:</b>				
Non-current	245,997	221,794	85,030	77,177
Current	2,930,500	2,864,676	1,630,266	1,566,891
	3,176,497	3,086,470	1,715,296	1,644,068

### (a) Retirement gratuity

Provision for retirement gratuity are for eligible employees and directors. The details of the retirement gratuity scheme are disclosed in Note 2(d)(iii) to the financial statements. The provision is discounted at rates from 4.30% (2023: 4.30%). The key assumption used by management to estimate the provision of retirement gratuity based on the basic salary over the tenure of employment to date.

The amounts recognised in profit or loss are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Current service costs	79,342	80,968	67,648	70,283
Interest on obligation	10,685	9,579	3,580	3,237
	90,027	90,547	71,228	73,520

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 22. Provisions (continued)

### (a) Retirement gratuity (continued)

#### Discount rate sensitivity analysis

The impact on changes of the significant actuarial assumption as at the end of the reporting period is as follows:

	Group		Company	
	2024	2023	2024	2023
	RM	RM	RM	RM
<b>Effect on profit after tax</b>				
Increase of 10 basis points	1,464	1,396	1,303	1,249
Decrease of 10 basis points	(1,464)	(1,396)	(1,303)	(1,249)

### (b) Legal fee

The provision is made for legal services in respect of the Company's litigation suit 109 ("Case 1") as mentioned in Note 32 to the financial statements. The amount of provision is determined using the best estimate of the management based on their past experience on similar cases.

## 23. Non-trade payables

	Note	Group		Company	
		2023	2023	2022	2023
		RM	RM	RM	RM
Non-trade payables		23,950	1,536,627	-	-
Deposit received	(i)	164,950	10,000	-	-
Accruals	(ii)	616,923	634,630	405,145	470,127
Amount due to a subsidiary	(iii)	-	-	2,841,336	2,846,517
		805,823	2,181,257	3,246,481	3,316,644

- (i) The deposits received include RM148,000 (2023: RM Nil) representing ten percent deposit received from the purchaser on the disposal of non-current asset held for sale of the Group as disclosed in Note 19 to the financial statement.
- (ii) Included in accruals of the Group and of the Company consists of Directors' remunerations amounting to RM270,000 and RM180,000 respectively (2023: RM335,000 and RM260,000).
- (iii) Amount due to a subsidiary is non-trade in nature, unsecured, interest-free and repayable on demand.

Significant related party transactions have been disclosed in Note 26 of the financial statements.

## 24. Borrowing

	Group	
	2024	2023
	RM	RM
<b>Secured:</b>		
<b>Current</b>		
Revolving credit	4,451,750	4,885,140

The revolving credit of the Group bears interest rate at 0.85% (2023: 0.85%) per annum.

The revolving credit of the Group is secured by the fixed deposits placed with a licensed bank of the Group as disclosed in Note 18 to the financial statements.

**25. Deferred tax assets**

The amount of temporary differences for which no deferred tax assets has been recognised in the statement of financial position are as follows (stated as gross):

	Group	
	2024	2023
	RM	RM
Unutilised tax losses	996,350	5,151,211
Unabsorbed capital allowance	-	244,960
	996,350	5,396,171

**26. Related party disclosures****(a) Identify of related parties**

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

The Group and the Company have a related party relationship with its subsidiaries and key management personnel.

**(b) Compensation of key management personnel**

Key management personnel include personnel having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company, either directly or indirectly, including any directors of the Group and of the Company.

The remuneration of the key management personnel are as follows:

	Group		Company	
	2024	2023	2024	2023
	RM	RM	RM	RM
Salaries and other emoluments	1,021,217	953,511	840,870	911,364
Directors' fees	60,000	60,000	60,000	60,000
Bonus	31,500	31,500	31,500	31,500
Retirement gratuity benefits	69,980	70,616	63,375	66,375
Benefit-in-kind	36,246	35,317	-	-
	1,218,943	1,150,944	995,745	1,069,239

Included in compensation of key management personnel of the Group and of the Company are Directors' remuneration and Directors' fees as disclosed in Note 8 to the financial statements.

**(c) Related party transactions**

Information regarding outstanding balances arising from related transactions as at the end of the reporting period are disclosed in Note 16 and 23 to the financial statements.

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 27. Commitments

### (a) Operating lease commitments – as lessee

The Group and the Company have entered into non-cancellable operating lease arrangements for the use of buildings. These leases have an average tenure of between 1 and 2 years with option of renewal included in the contract. There are no restrictions placed upon the Group and the Company by entering into these leases.

Future minimum rentals payable under non-cancellable operating leases (excluding prepaid lease payments) at the end of the reporting period are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Not later than 1 year	30,876	30,876	22,596	22,596

### (b) Operating lease commitments – as lessor

The future minimum lease payments receivables under non-cancellable operating leases are as follows:

	2024	2023
	RM	RM
Not later than one year	110,140	242,249
Between one to three years	-	121,125
	110,140	363,374

## 28. Segment information

### (a) Business segments

The Group and the Company are principally engaged in the investment holding. There is no other business component that is an operating segment with a distinct allocation of resources. As such, there are no separate reportable segments and segmental reporting.

### (b) Geographical segments

The Group operate in two main geographical areas, namely Malaysia (the Company's home country), and Japan.

	Group	
	2024 RM	2023 RM
Malaysia	3,308,564	5,636,116
Japan	787,093	689,506
	4,095,657	6,325,622

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 29. Financial instruments

### Categories of financial instruments

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

- (a) Financial assets measured at fair value through profit or loss (“FVTPL”); or
- (b) Financial assets measured at amortised cost (“AC”); and
- (c) Financial liabilities measured at amortised cost (“AC”).

Group	Carrying amount RM	AC RM	FVTPL RM
<b>2024</b>			
<b>Financial assets</b>			
Other investments	18,112,149	-	18,112,149
Trade and non-trade receivables	15,763,272	15,763,272	-
Short-term cash investments	40,939,153	-	40,939,153
Fixed deposit placed with licensed bank	51,671,343	51,671,343	-
Cash and bank balances	2,744,908	2,744,908	-
	<u>129,230,825</u>	<u>70,179,523</u>	<u>59,051,302</u>
<b>Financial liabilities</b>			
Non-trade payables	805,823	805,823	-
Borrowing	4,451,750	4,451,750	-
	<u>5,257,573</u>	<u>5,257,573</u>	<u>-</u>
<b>2023</b>			
<b>Financial assets</b>			
Other investments	13,326,708	-	13,326,708
Trade and non-trade receivables	15,718,872	15,718,872	-
Short-term cash investment	2,071,759	-	2,071,759
Fixed deposits placed with licensed banks	90,206,474	90,206,474	-
Cash and bank balances	603,585	603,585	-
	<u>121,927,398</u>	<u>106,528,931</u>	<u>15,398,467</u>
<b>Financial liabilities</b>			
Non-trade payables	2,181,257	2,181,257	-
Borrowing	4,885,140	4,885,140	-
	<u>7,066,397</u>	<u>7,066,397</u>	<u>-</u>
<b>Company</b>			
<b>2024</b>			
<b>Financial assets</b>			
Non-trade receivables	10,581,298	10,581,298	-
Short-term cash investments	27,330	-	27,330
Fixed deposits placed with licensed banks	20,642,607	20,642,607	-
Cash and bank balances	932,015	932,015	-
	<u>32,183,250</u>	<u>32,155,920</u>	<u>27,330</u>
<b>Financial liability</b>			
Non-trade payables	<u>3,246,481</u>	<u>3,246,481</u>	<u>-</u>



# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 29. Financial instruments (continued)

### Categories of financial instruments (continued)

Company 2023	Carrying amount RM	AC RM	FVTPL RM
<b>Financial assets</b>			
Non-trade receivables	11,460,247	11,460,247	-
Short-term cash investments	1,010,783	-	1,010,783
Fixed deposits placed with licensed banks	20,413,462	20,413,462	-
Cash and bank balances	95,946	95,946	-
	<u>32,980,438</u>	<u>31,969,655</u>	<u>1,010,783</u>
<b>Financial liability</b>			
Non-trade payables	3,316,644	3,316,644	-

### Net gains and losses arising from financial instruments

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>Net gains/(losses) arising on:</b>				
<b>Financial assets at FVTPL</b>				
Net fair value gain/(loss) on financial assets	4,226,517	(957,551)	(41,073)	(429,726)
Dividend income	106,745	249,437	-	-
Distribution income from unit trusts	250,131	39,792	3,718	19,083
Interest income from:				
- other investments	-	280	-	-
Gain/(Loss) on disposal/ redemption of:				
- other investment	(192,362)	2,018,990	-	-
- short-term cash investments	103,022	1,575,737	53,903	720,214
	<u>4,494,053</u>	<u>2,926,685</u>	<u>16,548</u>	<u>309,571</u>
<b>Financial assets measured at amortised cost</b>				
Impairment losses on amount due from subsidiaries	-	-	(10,047)	(9,658)
Interest income				
- fixed deposits placed with licensed banks	3,345,645	2,135,936	829,154	413,462
- others	1,103	1,285	312	534
Unrealised loss on foreign exchange	(52,719)	-	-	-
	<u>3,294,029</u>	<u>2,137,221</u>	<u>819,419</u>	<u>404,338</u>
<b>Financial liabilities measured at amortised cost</b>				
Interest expense	(41,031)	(43,810)	-	-
Unrealised gain on foreign exchange	443,356	15,449	-	-
	<u>402,325</u>	<u>(28,361)</u>	<u>-</u>	<u>-</u>

**29. Financial instruments (continued)****Financial risk management objectives and policies**

The Group and the Company are exposed to financial risks arising from its operations and the use of financial instruments. The key financial risks include credit risk, foreign currency risk, interest rate risk, liquidity risk and market price risk.

The Group's and the Company's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Group's and of the Company's businesses whilst managing its credit risk, foreign currency risk, interest rate risk, liquidity risk and market price risk.

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

**Credit risk**

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group and the Company's exposure to credit risk, or the risk of counterparties defaulting, arises mainly from trade and non-trade receivables and the maximum risk associated with recognised financial assets is the carrying amounts as presented in the statements of financial position. For other financial assets, the Company minimises credit risk by dealing exclusively with high credit rating counterparties.

Credit risk concentration profile

The Group and the Company have no major concentration of credit risk and manages these risks by monitoring credit ratings and limiting the aggregate financial exposure to any individual counterparty.

Exposure to credit risk

As the Group and the Company do not hold any collateral, the maximum exposure to credit risk is represented by the carrying amount of the financial assets as at the end of the reporting period.

Ageing analysis

The ageing analysis of the Group's trade receivables as at reporting date are as follows:

	Gross amount RM	Loss allowances RM	Carrying amount RM
<b>Group</b>			
<b>2024</b>			
Past due:			
- more than 3 months	2,581,047	(2,581,047)	-
<b>2023</b>			
Past due:			
- more than 3 months	2,581,047	(2,581,047)	-

**Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of a financial instruments will fluctuate because of changes in foreign exchange rates.

The Group has transactional foreign currency exposure arising from cash in hand, borrowings and deposits that are denominated in a currency other than its functional currency of the Group, Ringgit Malaysia ("RM"). The foreign currency in which these transactions are denominated in Japanese Yen ("JPY").

The Group's principal foreign currency exposure relates mainly to JPY.

## 29. Financial instruments (continued)

## Financial risk management objectives and policies (continued)

## Foreign currency risk (continued)

The Group's exposure to foreign currency is as follows:

	Group	
	JPY RM 2024	JPY RM 2023
<b>Financial asset</b>		
Fixed deposits placed with licensed banks	12,073,344	12,455,332
<b>Financial liability</b>		
Borrowing	(4,451,750)	(4,885,140)
	<u>7,621,594</u>	<u>7,570,192</u>

Sensitivity analysis of foreign currency risk

The following table details the sensitivity of Group's profit net of tax to a reasonably possible change in JPY exchange rates against the functional currency of the Group, with all other variables held constant.

	Group	
	2024 Increase/ (Decrease) RM	2023 Increase/ (Decrease) RM
<b>Effect on profit after tax</b>		
JPY/RM - Strengthened by 15%	(868,862)	(863,002)
- Weakened by 15%	868,862	863,002

**Interest rate risk**

Interest rate risk is the risk is that the fair value or future value cash flows of the Group's financial instruments will fluctuate because of changes in the market interest rates.

The Group's exposure to interest rate risk arises primarily from interest-bearing financial assets and liabilities. The Group's policies are to obtain the most favourable interest rates available. Any surplus funds of the Group will be placed with licensed financial institutions to generate interest income.

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 29. Financial instruments (continued)

### Financial risk management objectives and policies (continued)

#### Interest rate risk (continued)

In respect of interest-earning financial assets and interest-bearing financial liabilities, the following tables indicates its effective interest rates at the reporting date and the periods in which they reprice or mature, whichever is earlier:

	Effective interest rate per annum %	Within 1 year RM
<b>Group</b>		
<b>2024</b>		
<b>Financial asset</b>		
Fixed deposits placed with licensed banks	2.55 to 4.05	51,671,343
<b>Financial liability</b>		
Borrowing	0.85	(4,451,750)
		<u>47,219,593</u>
<b>2023</b>		
<b>Financial asset</b>		
Fixed deposits placed with licensed banks	2.20 to 4.20	90,206,474
<b>Financial liability</b>		
Borrowing	0.85	(4,885,140)
		<u>85,321,334</u>
<b>Company</b>		
<b>2024</b>		
<b>Financial asset</b>		
Fixed deposits placed with licensed banks	4.05	<u>20,642,607</u>
<b>2023</b>		
<b>Financial asset</b>		
Fixed deposits placed with licensed banks	4.10	<u>20,413,462</u>

#### Interest rate risk sensitivity analysis

The following table details the sensitivity analysis to a reasonably possible change in the interest rates as at the end of the reporting period, with all other variables held constant:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>Effect on profit after tax</b>				
Increase of 10 basis points	35,887	64,844	15,688	15,514
Decrease of 10 basis points	(35,887)	(64,844)	(15,688)	(15,514)
<b>Effect on equity</b>				
Increase of 10 basis points	35,887	64,844	15,688	15,514
Decrease of 10 basis points	(35,887)	(64,844)	(15,688)	(15,514)

**29. Financial instruments (continued)****Financial risk management objectives and policies (continued)****Liquidity risk**

Liquidity risk is the risk the Group and the Company will encounter difficulty in the meeting financial obligations associated with financial liabilities. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's objective is to maintain continuity of funding so as to ensure that all repayment and funding needs are met. As part of its liquidity management, the Group and the Company maintain sufficient levels of cash or cash convertible investments to meet their working capital requirements.

The Group's and the Company's financial liabilities at the end of the reporting period either mature within one year or are repayable on demand.

**Market price risk**

Market price risk is the risk that the fair value of future cash flows of the Group's and of the Company's financial instruments will fluctuate because of changes in market prices. The Group and the Company are exposed to market price risk arising from their investment as follows:

	Group		Company	
	2024	2023	2024	2023
	RM	RM	RM	RM
Other investments	18,122,149	13,326,708	-	-
Short-term cash investment	40,939,153	2,071,759	27,330	1,010,783
	59,061,302	15,398,467	27,330	1,010,783

**Market price risk sensitivity analysis**

The following table details the sensitivity analysis to a reasonably possible change in the market price as at the end of the reporting period, with all other variables held constant:

	Group		Company	
	2024	2023	2024	2023
	Increase/ (Decrease)	Increase/ (Decrease)	Increase/ (Decrease)	Increase/ (Decrease)
	RM	RM	RM	RM
<b>Effect on profit after tax</b>				
Higher of 5%	2,244,329	585,142	1,039	38,410
Lower of 5%	(2,244,329)	(585,142)	(1,039)	(38,410)
<b>Effect on equity</b>				
Higher of 5%	2,244,329	585,142	1,039	38,410
Lower of 5%	(2,244,329)	(585,142)	(1,039)	(38,410)

**Fair value**

The following summarise the methods used to determine the fair values of the financial instruments:

- (i) The financial assets and financial liabilities maturing within the next twelve (12) months approximated their fair values due to the relatively short-term maturity of the financial instruments.
- (ii) The fair values of the financial assets at FVTPL are determined by reference to the quoted closing bid price or redemption price at the end of the reporting period.

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 30. Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Group's and of the Company's assets and liabilities:

	Total RM	Fair value measurement using		
		Level 1 RM	Level 2 RM	Level 3 RM
<b>Group</b>				
<b>2024</b>				
<b>Financial assets measured at fair value</b>				
Financial assets measured at FVTPL				
- Other investment	18,122,149	18,122,149	-	-
- Short-term cash investment	40,939,153	40,939,153	-	-
<b>2023</b>				
Financial assets measured at FVTPL				
- Other investment	13,326,708	13,326,708	-	-
- Short-term cash investment	2,071,759	2,071,759	-	-
<b>Company</b>				
<b>2024</b>				
<b>Financial assets measured at fair value</b>				
Financial assets measured at FVTPL				
- Short-term cash investment	27,330	27,330	-	-
<b>2023</b>				
Financial assets measured at FVTPL				
- Short-term cash investment	1,010,783	1,010,783	-	-
<b>Group</b>				
<b>Non-financial assets for which fair value is disclosed</b>				
<b>2024</b>				
Investment properties (Note 12)	242,320,538	-	242,320,538	-
<b>2023</b>				
Investment properties (Note 12)	296,403,113	-	296,403,113	-

## 31. Capital management

The primary objective of the Group's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximise shareholder's value.

The Group manages its capital structure and makes adjustments to it, in light of changes in business and economic conditions.

No changes were made in the objectives, policies or processes during the financial years ended 30 June 2024 and 30 June 2023.

Under the requirements of Bursa Malaysia Practice Note 17, the Group is required to maintain a consolidated shareholders' equity to or not less than 25% of the issued and paid up capital (excluding treasury shares). The Group has complied with this requirement.

# Notes to the Financial Statements (Continued)

as at 30 June 2024

## 31. Capital management (continued)

The debt-to-equity ratio is calculated as net debt divided by total equity, and where net debt is calculated as borrowings less cash and cash equivalents. The debt-to-equity ratio of the Group as at the end of the reporting period were as follows:

	Group	
	2024	2023
	RM	RM
Borrowings	4,451,750	4,885,140
Less: Cash and cash equivalents	(2,810,012)	(2,118,312)
Net debt	1,641,738	2,766,828
Total equity	181,846,073	172,620,036
Gearing ratio (times)	0.01	0.02

## 32. Material litigation

### Suit 109 (“Case 1”) Suit No. 08(i)-467-10/2015(A) & 08(i)-469-10/2015(A)

On 5 April 2002, a wholly-owned subsidiary of the Company, Malpac Capital Sdn. Bhd. (“MCSB”) entered into a Conditional Sale and Purchase Agreement (“the Agreement”) to dispose of its subsidiary, Radiant Responses Sdn. Bhd. (“RRSB”) together with 2 parcels of leasehold land to Yong Toi Mee and Cheang Kim Leong (“the Purchasers”) for a consideration of RM2 and the repayment by the Purchasers of the shareholder’s loan of RRSB of RM30,600,000 (“Original Proposed Disposal of RRSB”), as part of a composite transaction and encompassing the palm oil mill situated on part of the plantation and owned by a third-party lessee for total consideration of RM53,000,002.

On 20 June 2002, Malpac Holdings Berhad obtained its shareholder’s approval for the Original Proposed Disposal of RRSB.

On 15 November 2002, a Subsequent Letter Agreement was executed by both parties recognising the Agreement had lapsed as not all approvals from the relevant authorities had been obtained and also negotiations to acquire the palm oil mill sited on the subject plantation had not been successful.

On 5 August 2003, the two (2) parcels of plantation land in Teluk Intan, Perak were transferred to RRSB (acting as nominee for MCSB) at a transfer price of RM47.40 million (after a revaluation was done at the request of the Securities Commission).

On 28 April 2004, an oil palm mill was bought and injected into RRSB (as a nominee of MCSB).

On 4 February 2005, the paid-up capital of RRSB was raised to RM100,000 through the issuance of 99,998 new shares of RM1.00 each.

On 21 April 2007, the Purchasers (“the Plaintiffs”) had filed a writ of summons and statements of the claim against MCSB and RRSB (together as “the Defendants”) seeking for specific performance of the Agreement.

On 5 May 2011, the Ipoh High Court (“High Court”) delivered an oral judgement in favour of the Purchasers and ordered specific performance of the Agreement whereby MCSB and RRSB were required to complete the sale within three (3) months from the date of receipt of the balance purchase price. Costs were ordered against the Defendants.

Effective 1 July 2011, MCSB had suspended the recognition of the income from oil palm plantation and palm oil mill since no income had been received from the oil palm plantation following the High Court’s decision given in favour of the Purchasers in the Civil Suit.

The Court of Appeal had on 17 January 2012 made a unanimous decision in MCSB’s and RRSB’s favour. The Court of Appeal concurrently ordered that MCSB’s counter claim be remitted back to the High Court for a decision.

On 4 September 2013, the Federal Court allowed the Purchasers’ appeal, set aside the decision of the Court of Appeal and affirmed the decision of the High Court.

On 4 March 2014, the Federal Court dismissed MCSB’s application for a judicial review.



**32. Material litigation (continued)****Suit 109 (“Case 1”) Suit No. 08(i)-467-10/2015(A) & 08(i)-469-10/2015(A) (continued)**

On 31 July 2014, the Board of Directors convened an Extraordinary General Meeting to seek shareholders' approval for the disposal of the additional 99,998 shares in RRSB issued in February 2005 and the plantation and palm oil mill. The proposal was rejected by the shareholders. The Group was served a copy of an Application for Supplementary Orders on 3 July 2014 by the Purchasers for the completion of the sale of the plantation and palm oil mill. On 17 February 2015, the High Court allowed the Purchasers' Application for Supplementary Orders and declined and dismissed the MCSB's cross application to determine certain threshold and/or related questions (including the payment by the Purchasers of the Plantation profits of RM36.7 million as at June 2014 as well as the implication of the Section 132C of the Companies Act, 2016 in Malaysia).

On 15 September 2015, the Court of Appeal dismissed MCSB's and RRSB's appeals against the decision of the High Court.

Subsequently, the Group's solicitors had filed application to the Federal Court for leave to appeal against the Court of Appeal's decision.

On 13 February 2017, the Federal Court dismissed the Group's applications for leave to appeal against the Court of Appeal's decision.

As all legal avenues have been exhausted, Suit 109 came to an end and the Board of Directors with regret accepts the Court's decision on this matter.

On 18 May 2021, Malpac Capital Sdn. Bhd. received a Notice of Direction (assessment of damages) from Mr Yong Toi Mee and Mr Cheang Kim Leong and the matter has been forwarded to the solicitors.

On 31 March 2023 formally received an Affidavit In Support (Assessment of Damages) from Mr Yong Toi Mee and Mr Cheang Kim Leong (“the Purchasers”) vide Ipoh High Court Civil Suit No. 22-109-2007 (“Suite 109”) dated 27 March 2023 seeking an assessment of damages against MCSB with reference to the following:-

- (a) Refund of the sums paid by the Purchasers to MCSB for the management of the Mill (“Management Fees”) in the sum of RM73,642,441.09; and
- (b) Legal Cost incurred pertaining to the Composite Agreement legal suits in the sum of RM4,914,791.38.

Ipoh High Court had fixed the oral clarification/hearing in person date for all the applications pertaining to the Consent Order (Enclosure 91) and the Plaintiff's Assessment of Damages Application (Enclosure 88) from 15 September 2023 to 16 November 2023.

On 3 July 2023, Mr Yong Toi Mee and Mr Cheang Kim Leong pursuant to the Ipoh High Court Judgement vide Ipoh High Court Civil Suit No. 22-109-2007 (“Suite 109”) that Ipoh High Court had fixed the oral clarification/hearing in person date for all the applications pertaining to the Consent Order (Enclosure 91) and the Plaintiff's Assessment of Damages Application (Enclosure 88) on 15 September 2023.

On 18 September 2023, Mr Yong Toi Mee and Mr Cheang Kim Leong pursuant to the Ipoh High Court Judgement vide Ipoh High Court Civil Suit No. 22-109-2007 (“Suite 109”) that the Ipoh High Court has adjourned the oral clarification/hearing in person date for all the applications pertaining to the Consent Order (Enclosure 91) and the Plaintiff's Assessment of Damages Application (Enclosure 88) from 15 September 2023 to 16 November 2023.

On 16 November 2023, Mr Yong Toi Mee and Mr Cheang Kim Leong pursuant to the Ipoh High Court Judgement vide Ipoh High Court Civil Suit No. 22-109-2007 (“Suite 109”) that the Ipoh High Court had fixed the oral clarification/hearing in person date for all the applications pertaining to the Consent Order (Enclosure 91) on 2 February 2024.

On 2 February 2024, Mr Yong Toi Mee and Mr Cheang Kim Leong pursuant to the Ipoh High Court Judgement vide Ipoh High Court Civil Suit No. 22-109-2007 (“Suit 109”) that the Ipoh High Court had adjourned the matter to 26 April 2024 to deliver the decision on the Company's application pertaining to the Notice of Application (Point of Law) (Enclosure 95).

On 18 April 2024, due to the unavailability of the Judge, the decision previously fixed on 26 April 2024 for the Notice of Application (Point of Law) (Enclosure 95) has been vacated. The decision was rescheduled to 30 April 2024 before the Judge.

On 30 April 2024, the Ipoh High Court dismissed MCSB's Notice of Application (Point of Law) (Enclosure 95) with costs (ie: the cost yet to be informed as at to date). The Judge thereafter fixed a case management on 6 June 2024 to address MCSB's intended stay application with Assessment of Damages Application (Enclosure 88) and Notice of Appointment of Assessment Damages (Enclosure 96).

## 32. Material litigation (continued)

### Suit 109 (“Case 1”) Suit No. 08(i)-467-10/2015(A) & 08(i)-469-10/2015(A) (continued)

On 6 June 2024, the Ipoh High Court had fixed a hearing on 19 August 2024 for MCSB’s Stay of Proceedings Pending Appeal (Enclosure 126) in respect of the High Court decision on 30 April 2024 against the Company. In the meantime, the High Court also granted an Interim Stay of Proceedings pending the disposal of Stay of Proceedings Pending Appeal (Enclosure 126).

On 19 August 2024, the High Court granted a stay of further proceedings in terms of the application for Stay of Proceedings Pending Appeal (Enclosure 126) basically meaning that there will be no proceedings towards assessment of damages pending the determination by the Court of Appeal on that legal issue of interpretation of the Judgement of the High Court dated 5 May 2011.

## 33. Significant events

On 17 February 2020, the Company announced Bursa Malaysia Securities Berhad (“Bursa Securities”) has written to the Company requiring the Company to make an announcement on the triggering of paragraph 8.03A of the Main Market Listing Requirements (“MMLR”) on the basis that, among others:

- (i) The Company has been recording zero revenue since financial year ended 31 December 2012 until the date of announcement.
- (ii) The Company has recorded the disposal of its investments, property plant and equipment and the prepaid land lease payment in its annual report for the financial year ended 30 June 2017 and recognised a gain on disposal of RM25,646,787.

Accordingly, the Company is now classified as an affected listed issuer. There is no major development and the Board of Directors continue in its efforts to source for suitable investment opportunities.

The Company has to submit its regularisation plan on or before 15 February 2025 to the regulatory authorities for approval.

## 34. Contingent liabilities

On 27 March 2023, the Group had received Affidavit In Support for seeking an assessment of damages amounted to the RM78mil (the damages amount subsequently revised to RM73.6 million by the Plaintiffs’ solicitor). On 19 August 2024, the Ipoh High Court judgment on the stay application, the Judge had allowed the Group request for the Stay of Proceedings Pending Appeal (Enclosure 126) until the disposal of Notice of Application (Point of Law) (Enclosure 95).

On 30 April 2024, the High Court had made a decision under Notice of Application (Point of Law) (Enclosure 95) whereby the High Court had interpreted the Judgement of the High Court dated 5 May 2011 in a manner contrary to the interpretation had by Group solicitors. That decision is now the subject matter of a pending appeal to the Court of Appeal (Civil Appeal No. A 02(IM)-823-05/2024). That appeal currently being case managed against hearing date to be assigned.

On 19 August 2024, the High Court granted a stay of further proceedings in terms of the application for Stay of Proceedings Pending Appeal (Enclosure 126) basically meaning that there will be no proceedings towards assessment of damages pending the determination by the Court of Appeal on that legal issue of interpretation of the Judgement of the High Court dated 5 May 2011.

As at the reporting date, the assessment of damages are pending the decisions of Court of Appeal on the legal issue interpretation.

**35. General information**

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

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are set out in Note 13 to the financial statements.

The registered office of the Company is located at D12, Tingkat 1, Plaza Pekeliling, No.2, Jalan Tun Razak, 50400 Kuala Lumpur, Wilayah Persekutuan, Malaysia.

The principal place of business of the Company is located at 2nd Floor, 23 Jalan Kong Sang, 70000 Seremban, Negeri Sembilan Darul Khusus, Malaysia.

The financial statements were approved and authorised for issue by the Board of Directors on 07 October 2024.

# FINANCIAL CALENDAR

FINANCIAL YEAR FROM 1 JULY 2023 TO 30 JUNE 2024

## FINANCIAL RESULTS

First Quarter ended 30 September 2023	Announced On	29 November 2023
Second Quarter ended 31 December 2023	Announced On	21 February 2024
Third Quarter ended 31 March 2024	Announced On	27 May 2024
Fourth Quarter ended 30 June 2024	Announced On	21 August 2024
Notice of Annual General Meeting		18 October 2024
34 <sup>th</sup> Annual General Meeting		18 November 2024

# ANALYSIS OF SHAREHOLDINGS

AS AT 25 SEPTEMBER 2024

## Share Capital

Issued and paid-up capital	:	RM75,000,000.00
Class of shares	:	Ordinary shares
Voting rights	:	One vote per ordinary share on a poll
No. of shareholders	:	1,423

## Distribution of Shareholdings

Size of Holdings	No. of Holders	% of Holders	No. of Shares	% of Issued Shares
Less than 100	14	0.98	538	0.00
100 - 1,000	505	35.49	471,177	0.63
1,001 - 10,000	755	53.06	2,850,033	3.80
10,001 - 100,000	114	8.01	3,395,100	4.53
100,001 to less than 5% of issued shares	30	2.11	26,038,148	34.72
5% and above of issued shares	5	0.35	42,245,004	56.32
Total	1,423	100	75,000,000	100

## Substantial Shareholders

Name	Direct Interest	% of Issued Shares	Indirect Interest	% of Issued Shares
Lim Hong Liang	15,739,008	20.99	3,691,900**	4.92
Tan Chon Sing @ Tan Kim Tieng	10,315,393	13.75	2,209,300*	2.95
Advance Synergy Capital Sdn. Bhd. (ASCSB)	8,037,500	10.72		
Advance Synergy Berhad (ASB)			8,037,500^	10.72
Dato'Ahmad Sebi Bakar			8,037,500^^	10.72
Gan Teck Chong @ Gan Kwan Chong	3,917,303	5.22	4,460,800*	5.95

### Notes:

\* Indirect interest through family members.

\*\* Deemed indirect interest by virtue of him being a director and shareholder in Wawasan Lembaran Sdn. Bhd. which in turn holds 4.92% in Malpac Holdings Berhad.

^ Deemed interested by virtue of its interest in ASCSB, a wholly-owned subsidiary, pursuant to Section 8 of the Companies Act 2016.

^^ Deemed interested by virtue of his substantial shareholdings in ASB, pursuant to Section 8 of the Companies Act 2016.

## Directors' and Chief Executive Officer's Shareholdings

Name	Direct Interest	% of Issued Shares	Indirect Interest	% of Issued Shares
Lim Hong Liang	15,739,008	20.99	3,691,900**	4.92
Tan Chon Sing @ Tan Kim Tieng	10,315,393	13.75	2,209,300*	2.95
Gan Teck Chong @ Gan Kwan Chong	3,917,303	5.22	4,460,800*	5.95
Kan Ah Chun	2,440,460	3.25	-	-
Noraini Binti Yaacob	-	-	-	-
Loo Pak Soon	-	-	-	-
Ang Poo Guan ^	-	-	168,500*	0.22

### Notes:

\* Indirect interest through family members.

\*\* Deemed indirect interest by virtue of him being a director and shareholder in Wawasan Lembaran Sdn. Bhd. which in turn holds 4.92% in Malpac Holdings Berhad.

^ Chief Executive Officer

## Analysis of Shareholdings (Continued) as at 25 September 2024

### THIRTY (30) LARGEST SECURITIES ACCOUNT HOLDERS ACCORDING TO THE RECORD OF DEPOSITORS AS AT 25 SEPTEMBER 2024

No.	Name of Shareholders	No. of Shares Held	% of Issued Shares
1.	Lim Hong Liang	15,514,008	20.69
2.	Tan Chon Sing @ Tan Kim Tieng	10,315,393	13.75
3.	Advance Synergy Capital Sdn Bhd	8,037,500	10.72
4.	Maybank Securities Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Mary Tan @ Tan Hui Ngoh (STF)	4,460,800	5.95
5.	Gan Teck Chong @ Gan Kwan Chong	3,917,303	5.22
6.	Wawasan Lembaran Sdn Bhd	3,691,900	4.92
7.	Chew Loy Chee	3,152,188	4.20
8.	UOB Kay Hian Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Teo Kwee Hock	3,044,000	4.06
9.	Teo Siew Lai	3,000,000	4.00
10.	Kan Ah Chun	2,440,460	3.25
11.	TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Garth Kevin Albuquerque	2,001,000	2.67
12.	Loh Siew Hooi	1,970,000	2.63
13.	Ng Faai @ Ng Yoke Pei	1,909,300	2.55
14.	Kenanga Nominees (Tempatan) Sdn Bhd Chin Kiam Hsung	380,000	0.51
15.	TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Soh Chee Wen	365,000	0.49
16.	Yap Ah Ngah @ Yap Neo Nya	360,000	0.48
17.	Teo Kwee Hock	357,800	0.48
18.	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Chin Kiam Hsung	344,000	0.46
19.	Public Nominees (Tempatan) Sdn Bhd Pledge Securities Account For Ng Faai @ Ng Yoke Pei (SRB/PMS)	300,000	0.40
20.	UOB Kay Hian Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Teo Siew Lai	258,600	0.34
21.	Maybank Nominees (Tempatan) Sdn Bhd Maybank Private Wealth Management For Lim Hong Liang (PW-MOOO56) (861262)	225,000	0.30
22.	Tong Seow Mei	216,100	0.29
23.	Tan Kim Tee	205,700	0.27
24.	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Chin Kiam Hsung	189,000	0.25
25.	Teh Boon Sing	181,000	0.24
26.	Tan Akuan	177,000	0.24
27.	Lim Yee Lin	175,000	0.23
28.	Yeap Lean Khim	168,500	0.22
29.	RHB Nominees (Tempatan) Sdn Bhd RHB Investment Bank Berhad For Omega Securities Sdn Bhd (Unpaid Shares)	158,000	0.21
30.	Chin Kiam Hsung	150,000	0.20
	<b>Total</b>	<b>67,664,552</b>	<b>90.22</b>

# LIST OF PROPERTIES HELD

AS AT 30 JUNE 2024

Location	Description (Building Age)/ Existing Use	Tenure	Land Area/ Built-up Area	Net Book Value (RM'000)	Date of Acquisition
Lot P.T.65571 Mukim Tebrau Daerah Johor Bahru Johor Darul Takzim	Vacant commercial land	Freehold	6.74 hectares	37,364	9.9.2003
PTD 58152-58177 HS(D) 216990-217015 PTD 58179-58211 HS(D) 217016-217048 PTD 58213-58331 HS(D) 217049-217167 Mukim of Tebrau Daerah of Johor Bahru Johor Darul Takzim	178 vacant bungalow lots	Freehold	113,369.85 sq. metres	15,162	9.9.2003
Lot 491 Mukim & Daerah Seremban Negeri Sembilan Darul Khusus	Vacant land	Freehold	6.481 acres	679	5.10.2004
Lot 5142 Bandar & Daerah Seremban Negeri Sembilan Darul Khusus	Vacant land	Freehold	34.50 poles	206	5.10.2004
B-6-10, B-9-10, B-12-3A West Wing 10 Semantan No. 10 Jalan Semantan 50490 Kuala Lumpur	3 units of 2-bedroom condominium (15 years) / 1 unit vacant 2 units tenanted	Leasehold (expiring 3.6.2108)	980 sq. feet per unit	923	27.6.2008
Unit 906 Unit 907 Unit 1607 Unit 1707 Of Branz Tower Wellith Shinsaibashi South, 1-45-1, 1-45-6 Higashi- Shinsaibashi, Chuo-ku, Osaka, Japan	Residential condominium	Freehold	430.77 685.12 685.12 685.12 sq. feet	951 1,447 1,500 1,506	22.12.2017



# PROXY FORM



**MALPAC HOLDINGS BERHAD**

199001005856 (197424-V)  
(Incorporated in Malaysia)

No. of Shares held

CDS Account No.

I/We, \_\_\_\_\_ NRIC/Passport/Company No.: \_\_\_\_\_  
(Full name in block and as per NRIC/Passport/Company Registration No.)

of \_\_\_\_\_  
(Address)

being a members of **Malpac Holdings Berhad**, hereby appoint:-

Full Name (in Block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address :			
Contact no. & Email Address:			

and / or ^ (^ delete as appropriate)

Full Name (in Block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address :			
Contact no. & Email Address:			

or failing him/her, the Chairperson of the Meeting as my/our proxy to vote for me/us and on my/our behalf, at the 34<sup>th</sup> Annual General Meeting ("34<sup>th</sup> AGM") of the Company to be held on Monday, 18 November 2024 at 2.30 p.m. or any adjournment thereof, and to vote as indicated below:-

Please indicate your vote with an "X" in the respective box of each resolution. If no specific direction as to voting is given, the proxy will vote or abstain from voting on the resolutions at his/her discretion.

ITEM	AGENDA	RESOLUTION	FOR	AGAINST
<b>ORDINARY BUSINESS</b>				
1	To approve the payment of Directors' fees of RM60,000.00 for the financial year ended 30 June 2024.	Ordinary 1		
2	To approve the payment of Directors' benefits of up to RM400,000.00 for the period immediately after the 34 <sup>th</sup> AGM until the next AGM of the Company to be held in 2025.	Ordinary 2		
3	To re-elect Mr. Gan Teck Chong @ Gan Kwan Chong, who retires pursuant to Clause 76(3) of the Company's Constitution, as Director.	Ordinary 3		
4	To re-elect Mr. Lim Hong Liang, who retires pursuant to Clause 76(3) of the Company's Constitution, as Director.	Ordinary 4		
5	To re-appoint Messrs PKF PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	Ordinary 5		
<b>SPECIAL BUSINESS</b>				
6	To waive pre-emptive rights.	Special		
7	To grant authority to Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.	Ordinary 6		
8	To approve the proposed renewal of authority for the Company to purchase its own shares.	Ordinary 7		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2024.

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:**

**IMPORTANT NOTES:**

The broadcast venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairperson of the meeting to be present at the main venue of the meeting.

Shareholders will not be allowed to attend this 34<sup>th</sup> AGM in person at the broadcast venue on the day of the meeting. Therefore, shareholders are strongly advised to participate and vote remotely at this AGM, through live streaming and online remote voting using the Remote Participation and Voting ("RPV") facilities provided by Dvote Services Sdn. Bhd. ("Dvote") via its Dvote Online website at <https://dvote.my>.

- For the purpose of determining who shall be entitled to attend this 34<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the Record of Depositors as at 7 November 2024. Only a member whose name appears on this Record of Depositors shall be entitled to attend this 34<sup>th</sup> AGM or appoint a proxy to attend, speak and vote on his/her behalf.
- A member entitled to attend and vote at this 34<sup>th</sup> AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorized representative to attend, participate, speak and vote in his/her 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 shall be in accordance with the Listing Requirements of the stock exchange.
- Where a member of the Company is an authorized nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities accounts.
- Where a member of the Company is an exempt authorized 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 authorized nominee may appoint in respect of each omnibus account it holds. An exempt authorized nominee refers to an authorized nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- 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.
- 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  
In the case of an appointment made in hard copy form, this proxy form must be deposited at the Share Registrar of the Company at Lot 9-7, Menara Sentral Vista, No. 150, Jalan Sultan Abdul Samad, Brickfields, 50470 Kuala Lumpur.
  - By electronic means via facsimile  
The Proxy Form shall be electronically lodged with the Poll Administrator of the Company via Dvote Online website at <https://www.dvote.my>  
For options (i), the Company may request any member to deposit original executed proxy form to its Share Registrar before or on the day of meeting for verification purpose.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company at Lot 9-7, Menara Sentral Vista, No. 150, Jalan Sultan Abdul Samad, Brickfields, 50470 Kuala Lumpur 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.
- Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
- Last date and time for lodging this proxy form is **Saturday, 16 November 2024 at 2.30 p.m.**
- Please bring an ORIGINAL of the following identification papers (where applicable) and present it to the registration staff for verification:
  - identity card (NRIC) (Malaysian), or
  - Police report (for loss of NRIC) / Temporary NRIC (Malaysian), or
  - Passport (Foreigner).
- For a corporate member who has appointed a representative instead of a proxy to attend this 34<sup>th</sup> AGM, please bring the ORIGINAL certificate of appointment executed in the manner as stated in this proxy form if this has not been lodged at the Company's Share Registrar office earlier.

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STAMP

THE SHARE REGISTRAR  
**MALPAC HOLDINGS BERHAD**

199001005856 (197424-V)

Lot 9-7, Menara Sentral Vista,  
No. 150, Jalan Sultan Abdul Samad,  
Brickfields  
50470 Kuala Lumpur

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**MALPAC**

**Malpac Holdings Berhad**

199001005856 (197424-V)

