



TRANSFORMING DREAMS INTO **REALITY**

Annual Report 2025





COVER RATIONALE

TRANSFORMING DREAMS INTO REALITY

Through every blueprint and beam, ACME turns aspirations into tangible spaces where communities flourish. Guided by vision and craftsmanship, each development reflects the dreams of its future inhabitants, from the first spark of inspiration to the final detail. We blend innovative design, quality materials, and community insight to shape environments that nurture well-being and growth. This journey, steered by expertise and care, ensures that what begins as a dream becomes a concrete reality. With every project, ACME reaffirms its commitment, and that is to transform hopes into certainty and to build futures as enduring as the structures we create.



INSIDE THIS REPORT

● Business Overview

Corporate Information	2
Profile of Directors	3
Profile of Key Senior Management	5

● Performance Review

Five Years Group Financial Highlights	6
Management Discussion and Analysis	7

● Sustainability Journey

Sustainability Statement	8
--------------------------	---

● Commitment to Governance

Corporate Governance Overview Statement	28
Audit Committee Report	43
Statement on Risk Management and Internal Control	45
Directors' Responsibility Statement	47
Additional Compliance Information	48

● Financial Statements

Directors' Report	49
Directors' Statement	54
Statutory Declaration	54
Independent Auditors' Report to the Members	55
Statements of Financial Position	59
Statements of Comprehensive Income	61
Consolidated Statement of Changes in Equity	62
Statement of Changes in Equity	63
Statements of Cash Flows	64
Notes to the Financial Statements	68

● Additional Information

Analysis of Shareholdings	112
List of Properties	114
Notice of Annual General Meeting	115
Proxy Form	Enclosed

Corporate Information

BOARD OF DIRECTORS

- **Lim Shiou Ghay**
Independent Non-Executive Chairman
- **Lee Thean Yew**
Executive Director
- **Lee Chiong Meng**
Independent Non-Executive Director
- **Tan Chee Keong**
Independent Non-Executive Director
- **Loh Keow Lin**
Independent Non-Executive Director

Audit Committee

Chairman
Tan Chee Keong

Members
Lee Chiong Meng
Loh Keow Lin

Nomination Committee

Chairman
Loh Keow Lin

Members
Lee Chiong Meng
Tan Chee Keong

Remuneration Committee

Chairman
Lee Chiong Meng

Members
Tan Chee Keong
Loh Keow Lin

Risk Management Committee

Chairman
Lee Chiong Meng

Members
Tan Chee Keong
Lee Thean Yew
Loh Keow Lin

Employee Share Option Scheme Committee

Chairman
Lee Thean Yew

Members
Lee Chiong Meng
Jennifer Yew Kar Kheng

Company Secretaries

Hing Poe Pyng
(MAICSA 7053526)
SSM PC NO. 202008001322

Wong Yee Lin
(MIA 15898)
SSM PC NO. 201908001793

Principal Place of Business

488A-16-1, Office Tower
Kompleks Midlands Park
Jalan Burma
10350 George Town
Penang, Malaysia
Tel: 04-2109911
Website: www.acmeholdings.com.my

Registered Office

51-8-A, Menara BHL Bank
Jalan Sultan Ahmad Shah
10050 George Town
Penang, Malaysia
Tel: 04-3736616
Email: enquiry@braxton.com.my

Auditors

Grant Thornton Malaysia PLT
(AF: 0737)
Level 5, Menara BHL
51 Jalan Sultan Ahmad Shah
10050 George Town
Penang, Malaysia
Tel: 04-2287828
Fax: 04-2279828

Principal Bankers

Affin Hwang Investment Bank Berhad
[197301000792 (14389-U)]
Malayan Banking Berhad
[196001000142 (3813-K)]
RHB Bank Berhad
[196501000373 (6171-M)]
United Overseas Bank (Malaysia) Berhad
[199301017069 (271809-K)]

Share Registrar

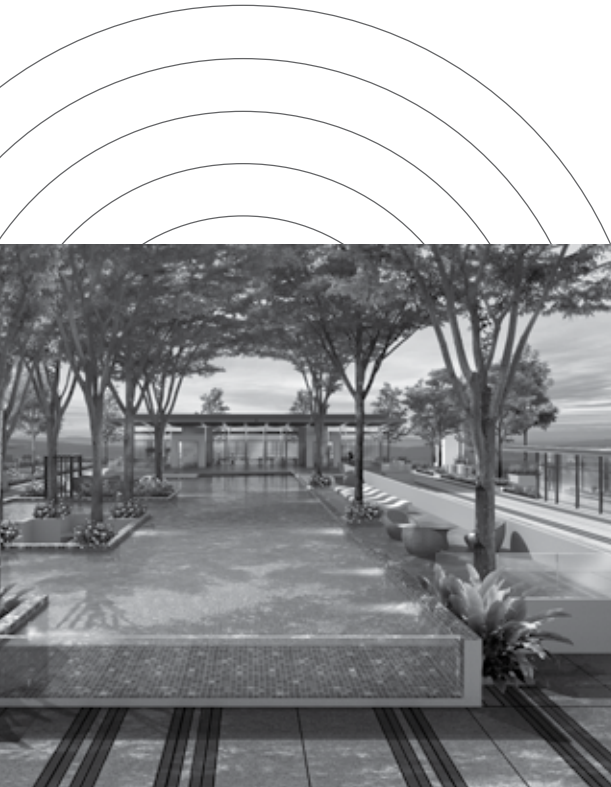
Braxton Consulting Sdn Bhd
[198501008643(141091-W)]
51-8-A, Menara BHL Bank
Jalan Sultan Ahmad Shah
10050 George Town
Penang, Malaysia
Tel: 04-3736616
Email: sharereg@braxton.com.my

Stock Exchange Listing

Main Market of the Bursa Malaysia
Securities Berhad
Stock Name : ACME
Stock Code : 7131

Profile of Directors

LEADERSHIP THROUGH INTEGRITY



○ **Lim Shiou Ghay**

Independent Non-Executive Chairman



Malaysian



Male



Aged 52

Mr. Lim Shiou Ghay was appointed as an Independent Non-Executive Director of the Company on 1 October 2018, and subsequently redesignated as Independent Non-Executive Chairman on 20 January 2020. He is an engineer by profession. He graduated with a Bachelor of Science (Mechanical Engineering) Degree from the Mississippi State University in 1997. He also sits on the board of several private limited companies. He does not hold any directorship in any other public companies and listed issuers.

● **Lee Thean Yew**

Executive Director



Malaysian



Male



Aged 61

Mr. Lee Thean Yew was appointed to the Board as an Executive Director on 30 December 2022. He is a qualified accountant who graduated with a Bachelor Degree of Accounting (with Honours) from University of Malaya in 1988. He has been a member of the Malaysian Institute of Accountants (MIA) since 1992. He has more than 30 years of working knowledge in accounting disciplines such as financial accounting, compliance reporting, budgeting, taxation and systems development. He is the Chairman of Employee Share Option Scheme Committee and a member of Risk Management Committee. Currently, he is an Independent Non-Executive Director of Asia File Corporation Bhd.

○ **Lee Chiong Meng**

Independent Non-Executive Director



Malaysian



Male



Aged 56

Mr. Lee Chiong Meng was appointed as an Independent Non-Executive Director of the Company on 27 November 2017. He is an architect by profession. He graduated with a Bachelor of Architecture Degree from the University Technology Malaysia (UTM) in 1994 and obtained 'The Best Designer' in Architecture Award during his final year thesis. He has developed a working experience in architecture practice, urban planning on real estate properties from various countries such as Abu Dhabi UAE, Vietnam, Thailand, Cambodia and Malaysia. He is currently leading a consortium team consisting of Architects, Civil & Structural Engineers, Landscape Architects, Interior Designers, Perspective & Graphic Illustrators and Model Making. He does not hold any directorship in any other public companies and listed issuers. He is the Chairman of Remuneration Committee and Risk Management Committee and a member of Audit Committee, Nomination Committee and Employee Share Option Scheme Committee.

● **Tan Chee Keong**

Independent Non-Executive Director



Malaysian



Male



Aged 45

Mr. Tan Chee Keong was appointed as an Independent Non-Executive Director on 14 May 2019. He is a chartered accountant by profession, graduated with BSc. (Hons) in Applied Accounting and Association of Chartered Certified Accountants (ACCA United Kingdom) qualification. He has more than 23 years of experience in corporate finance, investment banking, private equity, mergers & acquisitions, treasury, accounting and consulting with leading investment banks, conglomerates and consulting firms in South East Asia. He is the Chairman of Audit Committee and a member of Nomination Committee, Remuneration Committee and Risk Management Committee. Currently, he is an Independent Non-Executive Director of Taghill Holdings Berhad.

Profile of Directors

○ Loh Keow Lin

Independent Non-Executive Director



Malaysian



Female



Aged 51

Miss Loh Keow Lin was appointed as an Independent Non-Executive Director of the Company on 31 May 2023. She holds a law degree, LL.B (Hons) from the University of London and obtained her Certificate of Legal Practice from the Legal Profession Qualifying Board of Malaysia. She is an advocate and solicitor with the High Court of Malaya. She began her pupillage with Messrs. Presgrave and Mathews before joining Messrs. San & Associates, Penang in year 2003 as a legal assistant. She was promoted to the position of a partner of the firm in 2009, a position she currently still holds. Her areas of practice include corporate and commercial laws, focusing on banking and finance of property development sector as well as mergers and acquisitions. She is the Chairman of Nomination Committee and a member of Audit Committee, Remuneration Committee and Risk Management Committee. Currently, she is an Independent Non-Executive Director of Pensonic Holdings Berhad.

ADDITIONAL INFORMATION ON THE DIRECTORS

Family relationship with any director and/or major shareholder

None of the Directors have family relationship with any other Directors and/or major shareholders of ACME Holdings Berhad.

Other than traffic offences, the list of convictions for offences within the past 5 years and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year ("FY"), if any

- None of the Directors have any convictions for offences other than traffic offences within the past 5 years.
- None of the Directors were penalised or sanctioned by any regulatory bodies during the FY.

Conflict of Interest

None of the Directors has any conflict of interest with the Company except:

Mr. Tan Chee Keong is an Independent Non-Executive Director in Taghill Holdings Berhad ("Taghill"), which its subsidiaries are involved in building construction of residential and non-residential buildings.

Despite his involvement as an Independent Non-Executive Director in the Company potentially leading to a conflict of interest, such conflict is mitigated by the fact that he is not involved in the operation of Taghill Group and ACME Group.



Profile of Key Senior Management

Ooi Soon Hong

Corporate Development Officer/
Director of Welcome Properties Sdn Bhd



Malaysian



Male



Aged 65

Mr. Ooi Soon Hong was appointed as Corporate Development Officer on 30 December 2022. He previously served as an Executive Director of the Company until his resignation on 30 December 2022. He is a member of the Malaysian Institute of Accountants (MIA). He started his career under training with several reputable accounting firms where he qualified as a certified accountant with ACCA (United Kingdom). He has more than 30 years of working experience in public accounting firms, real estate development and construction businesses.

Roszalanhisham Bin Rosdi

Director of Ayana Bayu Sdn Bhd
and Lagenda Etika Sdn Bhd



Malaysian



Male



Aged 51

Mr. Roszalanisham Bin Rosdi was appointed as a Director of Ayana Bayu Sdn Bhd and Lagenda Etika Sdn Bhd on 5 October 2022. He graduated from Politeknik Sultan Haji Ahmad Shah, Kuantan, Pahang with a Diploma in Civil Engineering. He has more than 20 years of working experience in the construction industry, having started his career as a Project Manager at Perunding Teras Sdn Bhd (Civil & Structural Consulting Engineer) from 1996 to 2002. He was the Northern Region branch manager for Putra Konsult Sdn Bhd (Civil & Structural Consulting Engineer) from 2002 to 2008.

Dato' Tean Kok Pin @ Teng Kok Pin

Director of Focal Products Sdn Bhd



Malaysian



Male



Aged 78

Dato' Tean Kok Pin was appointed as a Director of Focal Products Sdn Bhd on 12 October 2020. He has extensive knowledge of property development planning, having been involved in this field since 1995. Dato' Tean was the Chief Reporter of Kwang Wah Yit Poh from 1974 to 1983 prior to joining Penang Chinese Town Hall as its Executive Secretary from 1983 to 1990. Currently, he is a Director of Air Itam Relief Berhad.

Ugene Ooi-U Jin

Director of Medan Tropika Sdn Bhd
and Pacific Horizon Sdn Bhd



Malaysian



Male



Aged 26

Mr. Ugene Ooi-U Jin was appointed as a Director of Medan Tropika Sdn Bhd and Pacific Horizon Sdn Bhd on 2 January 2022 and 18 June 2024 respectively. He graduated with a Bachelor of Commerce (Accounting) Degree from the University of Adelaide in 2019. Before returning to Malaysia, he had completed an accounting related internship which was part of his university curriculum. He had also previously worked as an assistant accountant for a reputable accounting firm and an intern for real estate development businesses before joining the company. He has 6 years of working knowledge in accounting disciplines such as financial accounting, accounting information systems, management accounting and also knowledge in real estate development and construction businesses.

ADDITIONAL INFORMATION ON THE KEY SENIOR MANAGEMENT

Any directorship in public companies and listed issuers
Save for Dato' Tean Kok Pin @ Teng Kok Pin's directorship in Air Itam Relief Berhad, none of the Key Senior Management hold any directorship in public companies and listed issuers.

Family relationship with any director and/or major shareholder

Save for Mr. Ugene Ooi-U Jin who is the son of Mr. Ooi Soon Hong, none of the Key Senior Management have any family relationship with the Directors and/or major shareholders of ACME Holdings Berhad.

Conflict of Interest

The Key Senior Management have not entered into any transaction, whether directly or indirectly, which has a conflict of interest with the Company.

Other than traffic offences, the list of convictions for offences within the past 5 years and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year ("FY"), if any

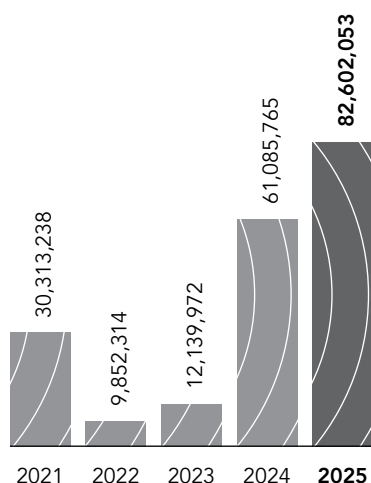
- None of the Key Senior Management have any convictions for offences other than traffic offences within the past 5 years.
- None of the Key Senior Management were penalised or public sanctioned by any relevant regulatory bodies during the FY.

Five Years Group Financial Highlights

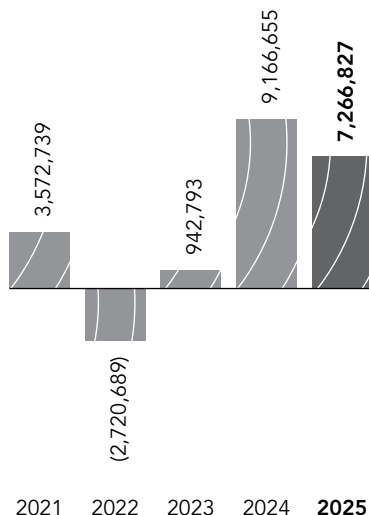
	2021 (RM)	2022 (RM)	2023 (RM)	2024 (RM)	2025 (RM)
Revenue	30,313,238	9,852,314	12,139,972	61,085,765	82,602,053
Profit/(Loss) before tax	3,572,739	(2,720,689)	942,793	9,166,655	7,266,827
Profit/(Loss) for the financial year	2,579,494	(2,589,801)	225,621	6,841,924	5,127,781
Basic earnings/(loss) per ordinary share (sen)	0.95	(0.82)	0.06	1.91	1.43
Equity attributable to owners of the Company	98,044,666	104,064,762	106,650,334	113,492,258	118,620,202
Net assets per share	0.33	0.29	0.30	0.32	0.33
No. of shares issued (in units)	298,965,500*	358,758,600*	358,758,600*	358,758,600*	358,758,600*

* Excluding 8,784,500 ordinary shares held as treasury shares

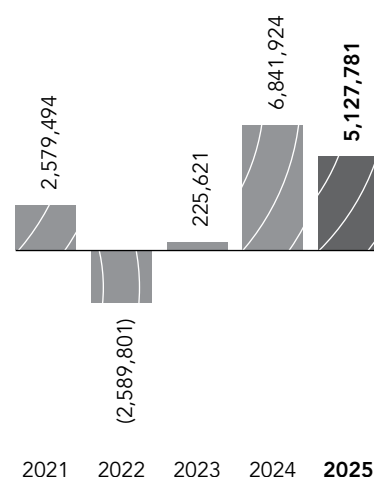
● Revenue



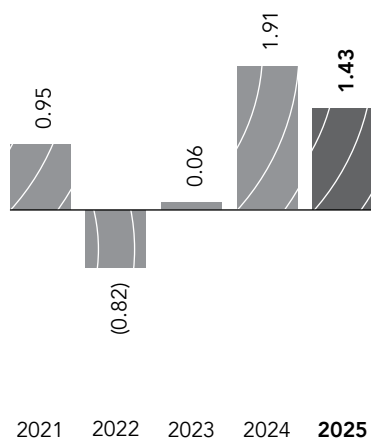
○ Profit/(Loss) before tax



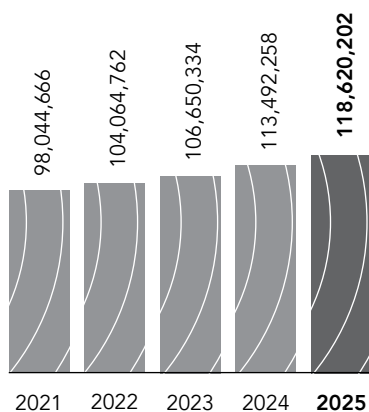
● Profit/(Loss) for the financial year



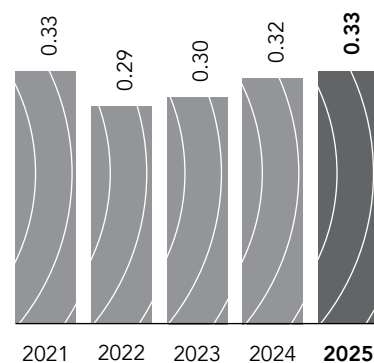
○ Basic earnings/(loss) per ordinary share (sen)



● Equity attributable to owners of the Company



○ Net assets per share



Management Discussion and Analysis

OVERVIEW

ACME Group has been involved in the property development business since 2008. The Group is principally involved in property development focusing on affordable and mid-range products in well-developed locations. Our flagship development project is a 47 acres mixed development known as Taman Bayu Aman, located at Teluk Air Tawar in Seberang Perai Utara, Penang. Focusing on Penang as our main market, we are able to tap into local property buyers' preference.

Building on the success of our two ongoing residential property development projects, we have launched the final phase of Marina Residence in July 2024 which has gross development value of approximately RM104.90 million.



FINANCIAL PERFORMANCE

Overall

For the financial year ended 31 March 2025 ("FYE2025"), we recorded revenue of RM82.60 million compared to revenue of RM61.09 million recorded in the financial year ended 31 March 2024 ("FYE2024").

Nevertheless, we recorded a drop in profit after taxation ("PAT") from a PAT of RM6.84 million achieved in the previous financial year to a PAT of RM5.13 million registered in FYE2025 due to higher property development costs being incurred.

Property Development Division

This division contributed RM81.42 million of revenue in FYE2025 compared to RM59.89 million in the previous financial year which represent an increase in revenue of approximately 35.95%. The increase in revenue was mainly derived from the well-received sales of our ongoing condominium development projects. As a result, this division has contributed a PAT of RM5.41 million in FYE2025 compared to a PAT of RM6.84 million in the previous financial year.

Investment Holding Division

For FYE2025, the investment holding division registered a revenue of RM1.18 million against a revenue of RM1.20 million achieved in FYE2024 due to termination of rental of the investment property located at Pekan Baru Sik, Kedah.

Working Capital, Liquidity and Capital Expenditure

The Group recorded net inflow of cash from operations of RM8.27 million in the FYE2025 as compared to net outflow of cash from operations of RM15.89 million in the FYE2024 which was mainly due to improved collection of receivables. Cash flow from investing activities reversed from net cash inflow of RM3.25 million in the FYE2024 to net cash outflow of RM24.55 million in the FYE2025 as a result of acquisition of a subsidiary. Cash flows from financing activities saw an increase from net cash inflow of RM3.39 million in the FYE2024 to net cash inflow of RM19.78 million in the FYE2025 due to drawdown of bank borrowings to partly finance ongoing project development projects.

Cash and cash equivalents increased from RM4.63 million as at 31 March 2024 to RM8.13 million as at 31 March 2025.

Dividends

Although we currently do not have any dividend distribution policy, we look forward to rewarding our shareholders in future for their continued support and faith in us.

OUTLOOK AND FOCUS

Penang's residential property market is expected to continue growing stronger for the remaining of this year, backed by major infrastructure developments such as the Penang Light Rail Transit (LRT), Penang Silicon Island project and the Ayer Itam-Lebuh Raya Tun Dr. Lim Chong Eu Bypass Road. Other favourable factors include the robust electrical and electronics sector as well as moderating inflation rates. The recent decision by Bank Negara Malaysia to reduce the overnight policy rate by 25 basis points is expected to further boost home buyer sentiment.

Capitalising on this encouraging property market, the Group intends to launch a mixed development project on a piece of development land located at Jalan Kia Peng, Wilayah Persekutuan Kuala Lumpur in first half of calendar year 2026. With a gross development value of about RM1.5 billion, this project is expected to improve the financial performance of the Group over the medium-term.

Sustainability Statement



ABOUT THIS STATEMENT

We at ACME Holdings Berhad ("ACME") believe that sustainable growth is a responsibility as well as an objective. As we navigate the challenges and opportunities of a rapidly changing world, our commitment to environmental stewardship, social progress, and ethical governance remains unwavering.

REPORTING SCOPE AND FRAMEWORKS

This report reflects our sustainability efforts from 1 April 2024 to 31 March 2025, in line with our financial year. We present our progress with humility, knowing we are on a continuous journey of learning and improvement in sustainability reporting.

Key
Frameworks

BURSA
MALAYSIA



Our reporting follows these key frameworks:

- Global Reporting Initiative GRI Standards
- Bursa Malaysia Sustainability Reporting Guidelines
- United Nations Sustainable Development Goals SDGs

The data presented represents our best efforts to accurately capture our operations during this period. We acknowledge that our data collection processes are still developing and we remain open to learning better ways to measure and report our impact.

This report represents our current understanding of sustainability performance. We are committed to growing in this area and value the guidance of our stakeholders as we work to enhance our reporting practices over time.

ASSURANCE

Though ACME has not engaged an independent third party to review select sustainability data and processes for this reporting period, we are considering third-party verification for future reports. While we strive for accuracy, we recognise reporting can always improve. The full assurance findings are available upon request. We welcome feedback as we continue strengthening our disclosures through ongoing learning and collaboration with stakeholders.

FEEDBACKS

We deeply value the perspectives and insights of all our stakeholders including investors, customers, employees, suppliers, and community partners. We recognize that meaningful dialogue is essential to understanding your evolving needs and concerns as we pursue sustainable growth.

As part of our ongoing commitment to transparency and accountability, we maintain open channels for stakeholder communication. We encourage you to share.

- Questions about our operations or sustainability initiatives.
- Suggestions for improvements.
- Feedback on this or previous report.

We will carefully review all submissions and respond to the best of our ability. Please direct your feedback to:

Website: acmeholdings.com.my

Sustainability Statement



OUR SUSTAINABILITY APPROACH

Sustainability sits at the heart of how ACME Holdings Berhad conducts business. We understand that true progress requires more than financial success. It demands responsible stewardship of our environment, positive social impact, and ethical governance. Our sustainability strategy reflects this holistic vision, ensuring we create lasting value for all stakeholders while safeguarding the planet for future generations.

OUR SUSTAINABILITY FRAMEWORKS

We have built our sustainability efforts around four interconnected pillars:

ENVIRONMENTAL RESPONSIBILITY

At ACME Holdings Berhad, we prioritise reducing our environmental impact through focused initiatives. We are actively working to lower our carbon footprint by implementing energy efficiency measures and sustainable resource management systems across our operations. Our efforts include minimising waste generation, promoting circular economy practices, and investing in cleaner technologies. We also ensure responsible supply chain practices to extend our sustainability commitment throughout our value chain.

SOCIAL COMMITMENT

We maintain a strong focus on creating positive social impact through our business activities. This begins with providing safe, fair, and inclusive workplaces for all our employees. Beyond our workforce, we support community development through targeted initiatives in education, health, and livelihood programs. We believe in transparent stakeholder engagement to better understand and address evolving societal needs and expectations.

ECONOMIC RESILIENCE

Our approach to sustainability is integrated with our core business strategy to ensure long-term value creation. We embed sustainability considerations into all business decisions while fostering innovation and maintaining ethical governance standards. By aligning with global frameworks like the UN Sustainable Development Goals (SDGs) and local requirements such as Bursa Malaysia’s ESG guidelines, we strengthen stakeholder trust and position our company for sustainable growth in a changing business landscape.

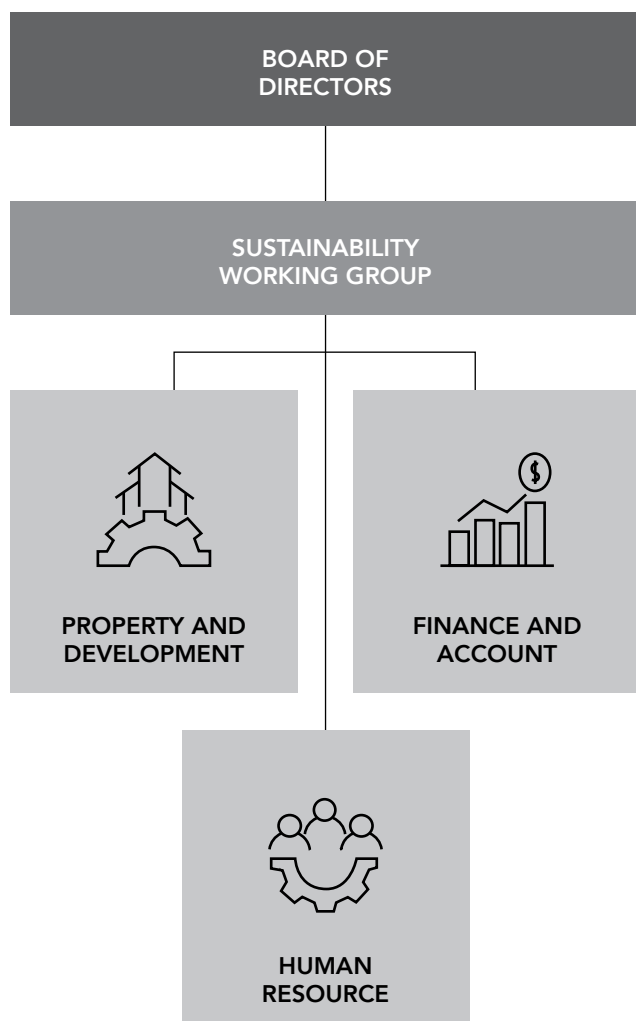
GOVERNANCE AND REPORTING

At ACME Holdings Berhad, sustainability governance is overseen by our Board of Directors, ensuring strategic alignment and accountability across all levels of our organisation. We adhere to internationally recognised Global Reporting Initiative (GRI) standards while fully complying with Bursa Malaysia’s reporting requirements, maintaining transparency in disclosing our sustainability performance and progress to stakeholders. This robust governance framework enables us to systematically measure, manage, and communicate our sustainability impacts while continuously improving our practices to meet evolving expectations and standards.

Sustainability Statement

GOVERNANCE MATTERS

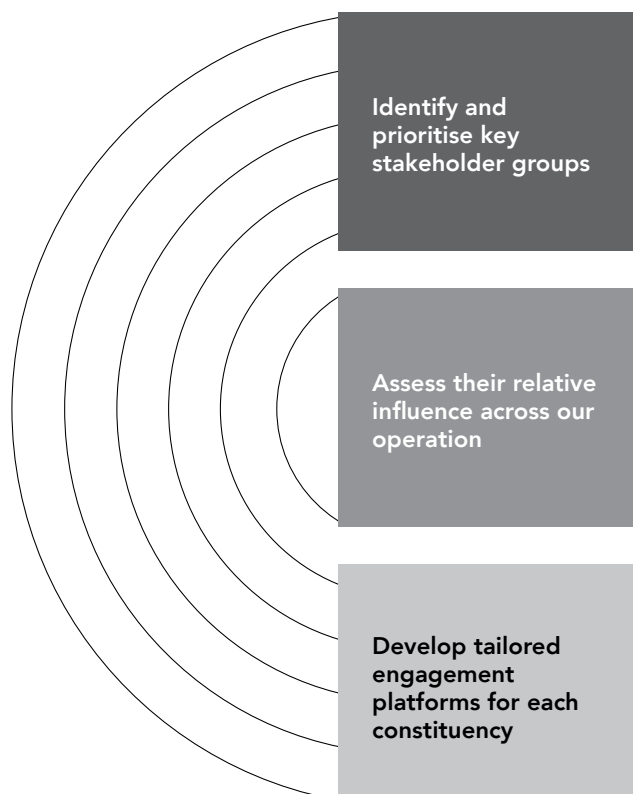
ACME Holdings Berhad maintains the firm conviction that robust governance and management structures constitute the essential foundation for the effective execution of our sustainability agenda. Accordingly, our Board of Directors ("the Board") exercises strategic oversight and leadership in corporate governance matters, establishing and upholding ethical principles that permeate throughout our sustainability-conscious organisation. Under the Board's authoritative guidance, the Sustainability Working Group ("SWG") whereby the comprising senior management representatives from all operational divisions diligently oversees the implementation and attainment of predetermined key performance indicators, as established at the commencement of each financial reporting period.



STAKEHOLDER ENGAGEMENT

ACME Holdings Berhad has consistently prioritised stakeholder feedback as fundamental to refining our sustainability practices. Our commitment to transparent and open dialogue enables us to comprehensively understand diverse stakeholder expectations, thereby enhancing our ability to deliver substantive value. We particularly welcome constructive input regarding the alignment of our business operations with sustainability objectives, as such engagement facilitates continuous improvement across environmental, economic, and social (EES) performance metrics.

To strengthen this critical function, we conducted a comprehensive stakeholder analysis in FYE 2025 through our senior management team. This systematic review enabled us to:



Sustainability Statement

STAKEHOLDER ENGAGEMENT (CONT'D)

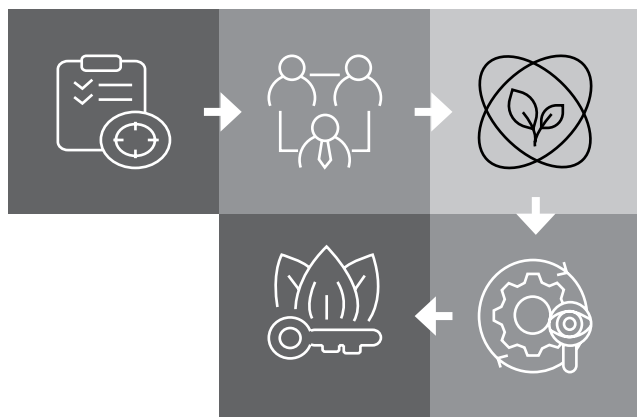
Key Stakeholders	Area of Interest	Engagement Methods	Frequency
Customers	<ul style="list-style-type: none"> • Good quality and design • Reliable delivery • Competitive prices • Good workmanship • Prompt rectification 	<ul style="list-style-type: none"> • Meeting/Discussion • Contract Negotiation • Customer Satisfaction Survey • After sales service 	<ul style="list-style-type: none"> • On-going • Ad-hoc • Ad-hoc • On-going
Employees	<ul style="list-style-type: none"> • Knowledge improvement • Competitive salary and benefits package • Conducive working environment • Occupational safety and health • Proper reporting and communication channel • Work-life balance • Career path 	<ul style="list-style-type: none"> • Internal training and development • Employee handbook • Meeting/Discussion • Employee Feedback Survey • Annual Performance Review • Engagement with employees • Sports and recreation programme • Occupational safety and health programme 	<ul style="list-style-type: none"> • On-going/Ad-hoc • On-going/Ad-hoc • On-going/Ad-hoc • Annually • Annually • On-going • On-going • On-going
Government and Regulatory Bodies	<ul style="list-style-type: none"> • Compliance with existing laws • Standards and certification • Responsible business practice 	<ul style="list-style-type: none"> • Announcements • Meeting/Discussion • Audit/Inspection Visit • Report Submission 	<ul style="list-style-type: none"> • Ad-hoc • Ad-hoc • Half Yearly • Annually
Suppliers and sub-contractors	<ul style="list-style-type: none"> • Procurement policy and procedures • Product cost • Industry standard and requirement • Prompt payments within credit period • Business prospects and financial stability 	<ul style="list-style-type: none"> • Vendor Registration • Contract Negotiation • Meeting/Discussion • Evaluation/Performance Review and Site Inspection 	<ul style="list-style-type: none"> • On-going • Ad-hoc • On-going • Annually • On-going
Shareholders	<ul style="list-style-type: none"> • Return on investment • Business prospects • Future roadmap • Corporate governance 	<ul style="list-style-type: none"> • Quarterly reporting • Company's announcements through Bursa Malaysia Securities Berhad • Engagement with shareholders during the Company's annual/extraordinary general meeting • Company's website • Annual Report 	<ul style="list-style-type: none"> • Quarterly • Ad-hoc/Quarterly • Annually/Ad-hoc • On-going • Annually
Community	<ul style="list-style-type: none"> • Supporting social development initiatives • Encouraging environmental sustainability • Creating job opportunities for the local community 	<ul style="list-style-type: none"> • Engagement with local communities • Provide job opportunities • Minimise noise, dust, vibration and other disruption such as traffic to the public. 	<ul style="list-style-type: none"> • Ad-hoc • Ad-hoc • On-going

ACME acknowledges the dynamic nature of stakeholder expectations in today's business environment. In response, we are committed to continuously enhancing our operational efficiency and sustainability performance through collaborative engagement with both internal and external stakeholders. This ongoing process ensures we meet our sustainability targets in a manner that is both responsible and aligned with stakeholder values.

Sustainability Statement

MATERIAL MATTERS AND ASSESSMENT PROCESSES

As an organisation, we acknowledge that the matters most relevant to our operations can significantly impact our ability to deliver long-term value to stakeholders. In FYE 2025, we undertook a comprehensive materiality assessment involving both internal and external stakeholders to better align our sustainability initiatives with their expectations and priorities. The process for identifying and assessing our key sustainability issues is detailed below.



Defining Objectives and Scope

The assessment commenced with setting clear objectives and establishing its scope. This included identifying sustainability and corporate responsibility factors most relevant to ACME's operations and stakeholder concerns. By aligning these factors with the Company's strategic direction, we ensured a focused and effective approach.

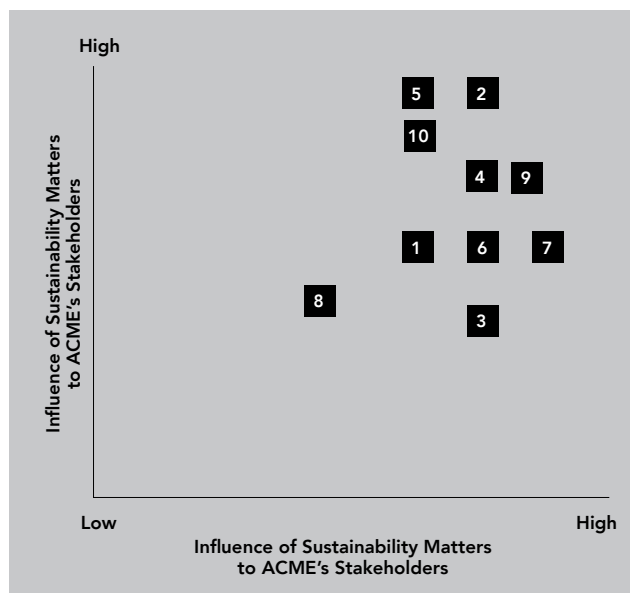
Stakeholder Identification and Engagement

Our stakeholders include individuals and groups impacted by our operations, as well as those who influence our business growth. We actively engage with them to gain insight into their expectations and concerns, integrating their input into our sustainability planning. Through diverse engagement platforms and consistent communication, we gather meaningful feedback that helps refine our sustainability initiatives. Strengthening these relationships contributes to improved ESG performance and long-term organisational success.

Identifying Significant Sustainability Issues

To ensure alignment with industry standards, stakeholder expectations, and corporate objectives, we conduct a thorough assessment of sustainability matters. This process involves analysing the evolving business landscape, sector-specific challenges, and global sustainability trends that impact our operations.

Our evaluation draws insights from various authoritative sources, including Bursa Securities' Sustainability Reporting Guide and Toolkits. By considering both internal operational dynamics and external market influences, we systematically identify the most relevant sustainability factors. The outcome of this assessment is a refined list of material sustainability matters, detailed below:



Legend:

Economic	Environmental	Social
1 Strategic Procurement Practice	5 Environmental Conservation Efforts	6 Health & Safety Efforts
2 Economic Performance		7 Training & Development
3 Product Quality & Design		8 Diversity & Equal Opportunity
4 Customer Engagement & Satisfaction		9 Ethical Conduct of Business
		10 Employee Welfare

Sustainability Statement

MATERIAL MATTERS AND
ASSESSMENT PROCESSES (CONT'D)

- Prioritising of Key Sustainability Issues

To drive sustainable business growth and long-term success, we have carefully evaluated the sustainability matters that hold the greatest relevance to both our organisation and our stakeholders. Through this assessment, we have identified and ranked these critical issues based on their impact on our business operations and stakeholder concerns. The outcome of this analysis is presented in the Materiality Matrix aforementioned.

- Monitoring and Reviewing Process

The Sustainability Committee maintains an active role in overseeing and refining the materiality assessment process to ensure its continued relevance. Regular reviews are conducted to align with evolving stakeholder expectations, shifts in business dynamics, and emerging sustainability trends. This periodic reassessment allows the Group to adapt and enhance its sustainability strategies in response to changing circumstances.

ALIGNMENT WITH UNITED NATIONS
SUSTAINABLE DEVELOPMENT GOALS ("UNSDGs")



ACME aligns its business practices with certain selected relevant UNSDGs through its 3 core pillars.

Pillars	UNSDGs		Achievements	Plans
Economic Stability	8	9	Modest improvements in operational efficiency through sustainable practices.	Strengthening partnerships with local suppliers to enhance shared value.
			Initial steps taken to support green innovation among local suppliers.	Exploring technology to better track sustainability compliance.

Sustainability Statement

ALIGNMENT WITH UNITED NATIONS
SUSTAINABLE DEVELOPMENT GOALS ("UNSDGs")
(CONT'D)

Pillars	UNSDGs	Achievements	Plans	
Sustainable Environment	<div><div>7</div><div>AFFORDABLE AND CLEAN ENERGY</div><div></div></div>	<div><div>12</div><div>RESPONSIBLE CONSUMPTION AND PRODUCTION</div><div></div></div>	<div>Gradual reduction in carbon emissions (20% since 2020).</div> <div>Progress toward waste reduction at select facilities/sites.</div>	<div>Increasing renewable energy adoption across operations.</div> <div>Testing water conservation methods to scale responsibly.</div>
	<div><div>13</div><div>CLIMATE ACTION</div><div></div></div>			
Sustainable Social	<div><div>3</div><div>GOOD HEALTH AND WELL-BEING</div><div></div></div>	<div><div>4</div><div>QUALITY EDUCATION</div><div></div></div>	<div>Ongoing efforts in employee training and development.</div> <div>Incremental progress toward gender balance in leadership.</div>	<div>Expanding community health initiatives.</div> <div>Enhancing educational support for local youth.</div>
	<div><div>5</div><div>GENDER EQUALITY</div><div></div></div>			



Sustainability Statement

ANTI-BRIBERY AND ANTI-CORRUPTION ("ABAC")

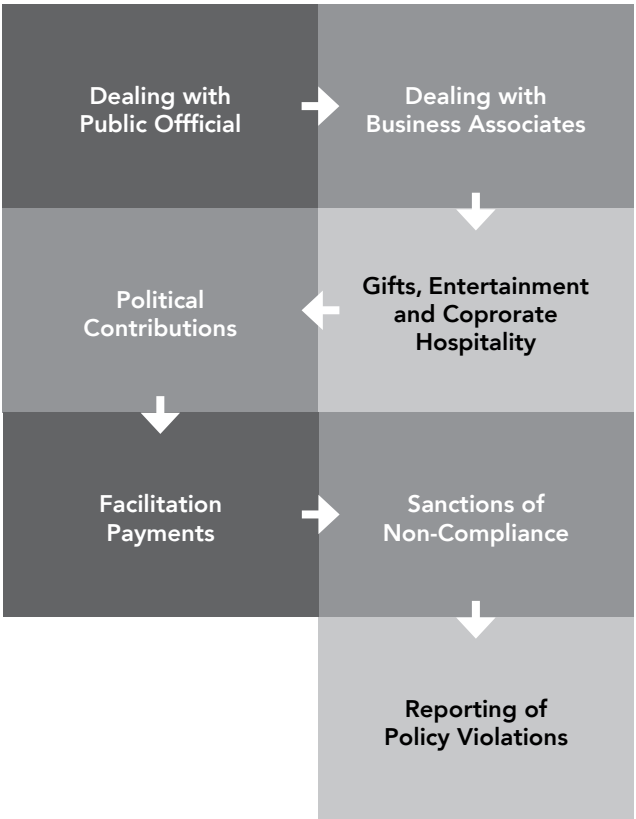
16

PEACE, JUSTICE AND STRONG INSTITUTIONS

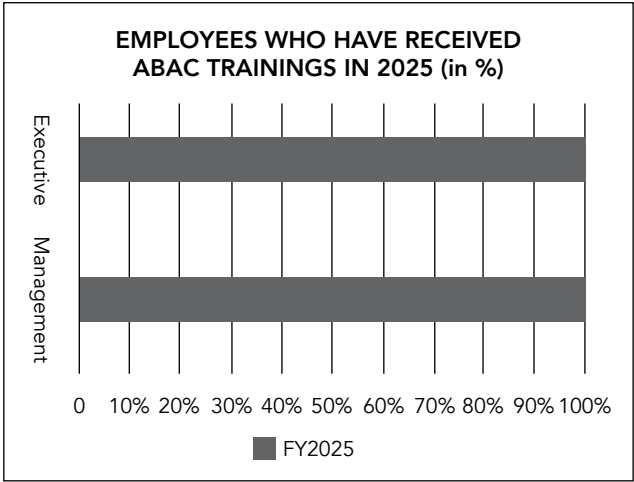
ACME HAS **ZERO** CASE OF SUBSTANTIATED COMPLAINTS PERTAINING TO ANTI-BRIBERY AND CORRUPTION INCIDENTS

A key pillar of our governance framework is our zero-tolerance approach to bribery and corruption, as detailed in our Anti-Bribery & Corruption ("ABAC") Policy. This policy is reviewed periodically to ensure alignment with the Malaysian Anti-Corruption Commission (MACC) Act 2009 and evolving regulatory expectations.

ACME's ABAC Policy as follows:



We have implemented a comprehensive ABAC framework that includes mandatory employee training, rigorous due diligence on third-party partners, and clear whistleblowing channels protected by a non-retaliation policy.



ANTI-BRIBERY AND ANTI-CORRUPTION ("ABAC")	FYE 2023	FYE 2024	FYE 2025	Target
Substantiated complaints pertaining to Anti-Bribery & Corruption and gift giving incidents.	0 case	0 case	0 case	0 case

Our Board oversees ABAC compliance through regular risk assessments and audits, while our Code of Conduct explicitly prohibits all forms of bribery, facilitation payments, or unethical inducements across all business operations. To ensure accountability, we maintain detailed gift/entertainment registers and require annual declarations from senior management, reinforcing our zero-tolerance stance. This systematic approach demonstrates ACME's unwavering commitment to ethical business practices and corporate integrity.

Sustainability Statement

WHISTLEBLOWING POLICY

ACME Holdings Berhad maintains a robust whistleblowing policy to uphold the highest standards of integrity and accountability across all operations. The policy provides secure, confidential channels for employees and external stakeholders to report any concerns regarding misconduct, including fraud, corruption, or ethical violations, without fear of retaliation. Managed by an independent oversight committee, all reports are investigated promptly and impartially, with protections in place to safeguard whistleblowers' identities. This framework reinforces our commitment to transparency and ethical business practices while fostering a culture of trust and responsibility.



CYBERSECURITY AND DATA PROTECTION

ACME recognises that protecting digital information is an ongoing responsibility that we take seriously, though we acknowledge there is always room for improvement. Our cybersecurity and data protection measures aim to safeguard our systems and stakeholder information while complying with Malaysia's PDPA regulations.

We have implemented basic but important security practices such as regular system updates, employee training on data handling, and monitoring for potential threats. These efforts connect to our broader ESG reporting through simple metrics we share annually about our progress in areas like reducing security incidents and improving response times.

We work hard to maintain these protections with oversight from company leadership. We know cybersecurity requires constant attention, and we remain committed to strengthening our capabilities while being transparent about both our successes and areas needing work.

HUMAN RIGHTS



At ACME Holdings Berhad, we understand that respecting human rights is fundamental to responsible business operations. We are committed to upholding these principles across our organisation and value chain, while recognising this is an ongoing journey requiring constant attention and improvement. Our approach aligns with international standards including the UN Guiding Principles on Business and Human Rights and complies with all applicable Malaysian labour laws and regulations.

While we are still developing our approach, we have taken initial steps to address human rights within our operations. Our efforts currently include basic but important measures such as implementing non-discrimination policies and ensuring compliance with wage regulations. We have introduced a simple supplier code outlining fundamental expectations, though we recognise its application across our entire value chain remains a work in progress.

We have made initial progress, we recognise meaningful human rights protection requires sustained effort and resources. ACME remains dedicated to continuous improvement in this critical area and welcomes dialogue with stakeholders as we work to strengthen our practices. We believe this commitment is essential to building a responsible, sustainable business that creates value for all stakeholders.

ECONOMIC MATTERS

As a responsible corporate entity, we have consistently prioritised engagement with domestic suppliers and service providers as part of our contribution to the nation's economic growth. This practice has enabled us to develop strong, mutually beneficial relationships with local businesses while maintaining our operational standards.

Our approach focuses on:

- Establishing long-term collaborations with Malaysian vendors.
- Supporting capability development and knowledge transfer.
- Maintaining rigorous quality standards while fostering local participation.
- Contributing to sustainable economic growth within our communities.

Sustainability Statement



ECONOMIC MATTERS
(CONT'D)

These efforts reflect our belief that responsible corporate practice involves nurturing the ecosystems in which we operate. We remain committed to identifying opportunities where local businesses can grow alongside our organisation, creating shared value for all stakeholders.

SUPPLY CHAIN
MANAGEMENT

ACME has reinforced its commitment to Malaysia’s economic growth by allocating 100% of its procurement spending to local vendors, ensuring that all materials, services, and manpower are sourced domestically.



Vendor	FYE 2023	FYE 2024	FYE 2025
Local	100%	100%	100%
International	0	0	0



Sustainability Statement

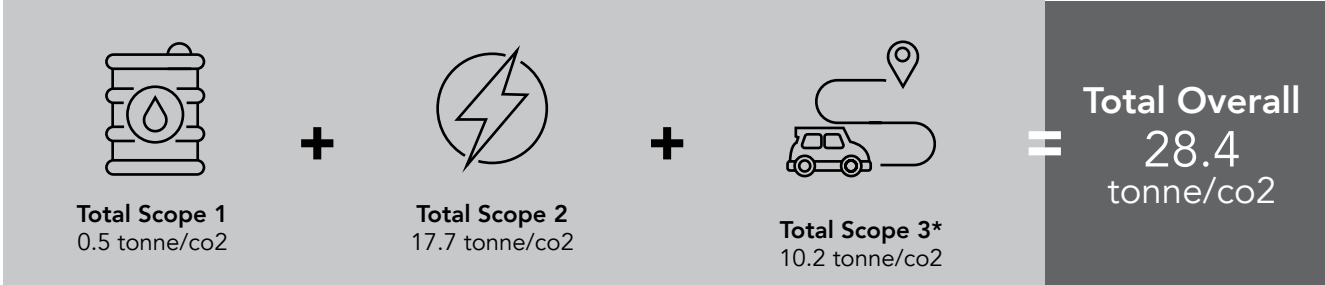
DIRECT ECONOMIC VALUE

ACME generates direct economic value by prioritising local suppliers, creating jobs, and supporting Malaysia's GDP growth. Our procurement spending circulates within the domestic economy, strengthening businesses and communities. Through fair wages, vendor development programmes, and responsible operations, we deliver measurable financial benefits while building a sustainable economic ecosystem for all stakeholders.

Metrics	Stakeholder	FY 2023	FY 2024	FY 2025
Revenue from the sale of goods	Customers	10,941,532	59,887,325	81,423,613
Revenue from providing services	Customers	1,198,400	1,198,400	1,178,440
Revenue from financial investments	Financial institutions and Business partners	581,038	254,798	103,587
Other Operating Income	Financial institutions, Business partners and Suppliers	2,996,729	534,464	675,791
Total Economic Value Generated		15,717,739	61,875,027	83,381,431
Less:				
Operating Expenses	Suppliers and Contractors	10,886,556	50,107,039	71,519,361
Wages and other payments to employees	Employees	1,056,678	1,544,103	1,624,446
Payments to Providers of Capital	Financial institutions and Lessor	-	246,123	1,121,928
Payments to Government	Government	334,607	2,039,699	2,648,293
Total Economic Value Distributed		12,277,841	53,936,964	76,914,028
Economic Value Retained		3,439,898	7,938,063	6,467,403

Sustainability Statement

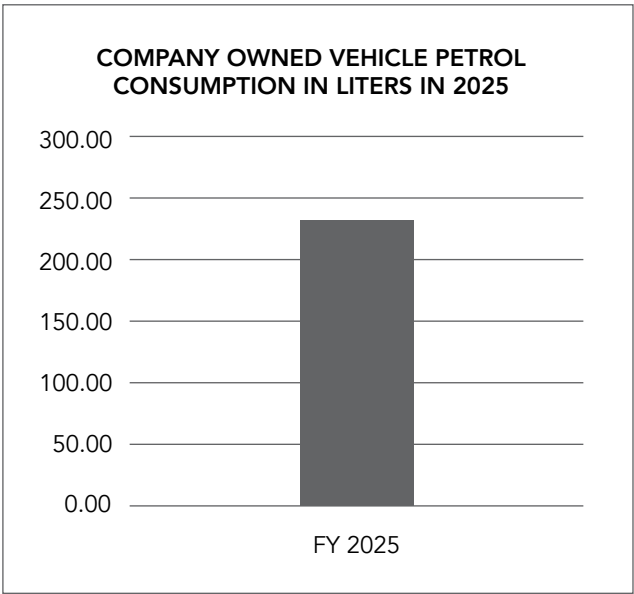
OVERALL GHG EMISSIONS



*Note: Scope 3 is for Employee Commuting

SCOPE 1

In 2025, ACME's own vehicle consumed a total of 230 liters of petrol, resulting in direct Scope 1 emissions of 539.53 kg of CO2.



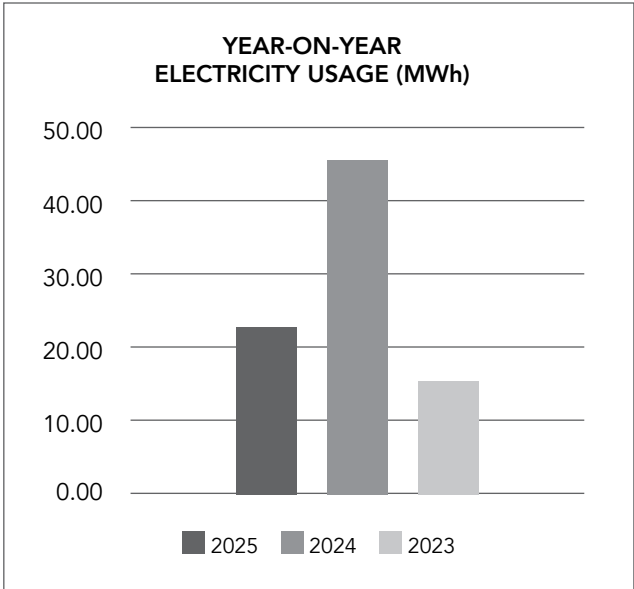
Total Petrol Consumption in Liters in 2025	Total kg/CO2
230.00	541

Conversion rate for petrol is based on UK Government GHG Conversion Factors for Company Reporting by DEFRA 2024.

SCOPE 2

ACME consumed a total of 22.83 MWh of electricity in the financial year 2025, resulting in 17,620 kg of CO2 emissions. This represents an approximate 51.20% decrease from financial year 2024, reflecting improved energy efficiency efforts. These improvements demonstrate ACME's strong focus on environmental sustainability

Note: Scope 2 Grid Emission Factors for Peninsular Malaysia is 0.774 and for East Malaysia is 0.525. Source: <https://meihs.gov.my/documents/10620/cdddb88f-aaa5-4e1a-9557-e5f4d779906b>



Year	2025 Electricity Usage (kWh)	Total kg/CO2
2025	22.83	17,670
2024	46.78	36,208
2023	15.72	12,167

Sustainability Statement

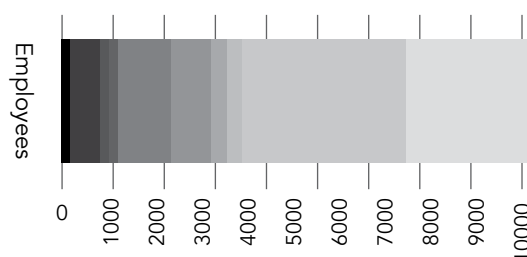
OVERALL GHG EMISSIONS (CONT'D)

SCOPE 3

In 2025, ACME Holding Berhad recorded a total of 61,975 km travelled for employee commuting, which generated 10,195 kg of CO₂ emissions. The primary mode of transport for ACME employees was their private cars.

Total distance travelled by employees (in km)	Total kg/CO ₂
61,975	10,195

Scope 3.7 : Employee Commuting in 2025 by employee (total CO₂ emission generated)



SOCIAL MATTERS

ACME take pride in making a positive difference through our core business activities, recognising that true corporate responsibility extends beyond financial performance to the meaningful contributions we make to society.

Our approach to social responsibility focuses on creating sustainable value by:

1. Providing stable, rewarding employment opportunities with competitive remuneration and professional development programmes for our Malaysian workforce.
2. Partnering with local suppliers and vendors to strengthen domestic supply chains and support small businesses.
3. Investing in continuous skills training and upskilling initiatives to enhance our employees' career prospects.
4. Maintaining ethical, inclusive workplaces that value diversity and equal opportunity for all staff members.
5. Operating responsibly in local communities through environmentally conscious practices and good governance.

We believe these practical, ongoing commitments create more meaningful long-term benefits than one-off charitable acts. By focusing on responsible business fundamentals, ACME aims to contribute to Malaysia's social and economic progress in a sustainable, measurable way.

HEALTH AND SAFETY

We prioritise the wellbeing of our employees through proactive health and safety measures. In FY2025, we conducted comprehensive fire drills across all our facilities, ensuring our team members are prepared for emergencies. These practical exercises form part of our ongoing commitment to maintaining safe working environments.

Our HSE approach focuses on:

- Regular safety training and awareness programs
- Compliance with all OSHA regulations
- Emergency preparedness drills
- Routine equipment and facility inspections
- Continuous improvement of safety protocols

We believe consistent attention to fundamental precautions creates genuine workplace protection. Our record of zero major incidents reflects this practical, vigilance-based approach to employee welfare.

Health and Safety	Unit	FY 2023	FY 2024	FY 2025
Bursa C5(a) Number of work-related fatalities	Number	0	0	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0	0	0
Bursa C5(c) Number of employees trained on health and safety standards	Number	N/A	1	17

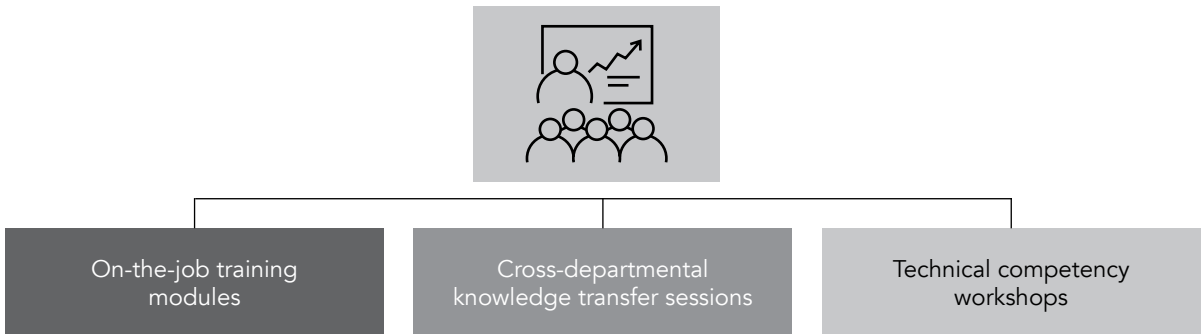
Sustainability Statement

EMPLOYEE TRAINING AND DEVELOPMENT

ACME maintains a commitment to the professional development of our workforce. We approach training and development with purposeful intent, focusing on initiatives that deliver tangible value to both our employees and the organisation.

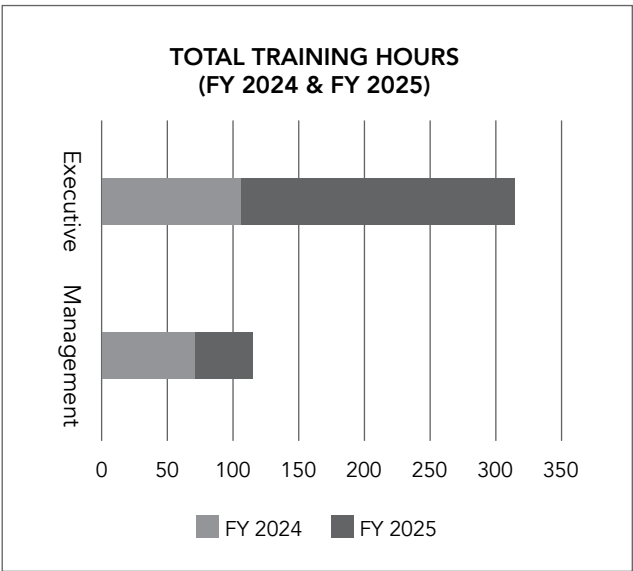
Our structured programmes begin with comprehensive compliance training, ensuring all staff members meet regulatory requirements for workplace safety, data protection, and professional conduct. These essential foundations underpin our operations and reflect our duty of care as a responsible employer.

For role-specific development, we implement practical skills enhancement through:

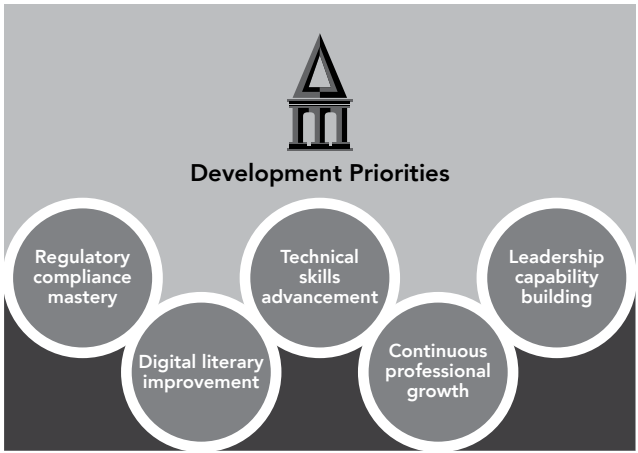


Our leadership development framework focuses on cultivating management capabilities through structured mentoring relationships and core leadership training. These initiatives are designed to prepare emerging leaders for increasing responsibilities.

In response to digital transformation needs, we have introduced targeted upskilling programmes to enhance technological proficiency across key operational functions.



Total Training Hours	FY 2023	FY 2024	FY 2025
Management	N/A	71	43
Executive	N/A	106	206



While we recognise there is always room for enhancement, we are committed to progressively developing our training offerings in line with both business requirements and employee aspirations.

Our measured approach ensures we deliver quality development opportunities that yield meaningful professional growth.

We view our investment in human capital development as both an organisational responsibility and a strategic imperative for sustainable business success.

Sustainability Statement

DIVERSITY, EQUITY AND INCLUSION (DEI)

At ACME, we are excited to be building a workplace where every team member can thrive. We are proud to have implemented fair hiring practices, created more accessible workspaces, and introduced programs that celebrate our rich cultural diversity. These important first steps are helping us create an environment where everyone feels welcomed and valued.

Why This Matters to Us

At heart, we believe that when people from different backgrounds feel valued and included:

- ✓ Our workplace becomes more welcoming
- ✓ We make better decisions by hearing diverse views
- ✓ We better represent the Malaysia we serve

We are particularly enthusiastic about our growing efforts to develop diverse leaders and form partnerships with suppliers from all backgrounds. Each year, we're discovering new ways to strengthen inclusion through employee feedback and by learning from best practices.



GENDER AND AGE DIVERSITY AMONG THE WORKFORCE

ACME has made meaningful steps in building a more diverse workforce, with several encouraging developments worth celebrating. The executive team shows particularly strong gender diversity, with women now comprising 75% of these roles which is a significant increase from 67% in FY 2024. This achievement demonstrates ACME's ability to cultivate female talent at this level.

Sustainability Statement

GENDER AND AGE DIVERSITY AMONG THE WORKFORCE (CONT'D)

Category	FY 2023	FY 2024	FY 2025
Management			
Male	100.0%	88.9%	100.0%
Female	0.0%	11.1%	0.0%
Below 30 years old	12.5%	11.1%	14.3%
30 to 50 years old	37.5%	33.3%	14.3%
Above 50 years old	50.0%	55.6%	71.4%
Executives			
Male	25.0%	33.3%	25.0%
Female	75.0%	66.7%	75.0%
Below 30 years old	00.0%	16.7%	12.5%
30 to 50 years old	75.0%	66.7%	75.0%
Above 50 years old	25.0%	16.7%	12.5%

The growth in female executives is especially promising as it creates a strong pipeline for future leadership roles. This shows ACME is moving in the right direction, with clear potential to build on these foundations.

ACME's diversity journey shows promising momentum, particularly in gender representation at executive level. With continued focus on developing talent across all groups, ACME are well positioned to build an even more inclusive and dynamic workforce in the years ahead.

GENDER AND AGE DIVERSITY AMONG THE BOARD OF DIRECTORS

Diversity within a company's Board of Directors plays a crucial role in fostering innovation, improving decision-making, and ensuring balanced governance. At ACME, the composition of the board over the past three fiscal years (2023 to 2025) reveals key trends in gender and age representation.

Category	FY 2023	FY 2024	FY 2025
Gender Diversity			
Male	100.0%	80.0%	80.0%
Female	0.0%	20.0%	20.0%
Age Diversity			
Below 30 years old	0.0%	0.0%	0.0%
30 to 50 years old	50.0%	40.0%	20.0%
Above 50 years old	50.0%	60.0%	80.0%

In FY 2023, the board was entirely male, with no female representation. By FY 2024 and FY 2025, women made up 20% of the board, while men continued to dominate at 80%. This indicates progress, but there is still a significant gap in gender balance.

In terms of age diversity, the board remains largely composed of older members. Directors above 50 years old account for 50% to 80% of the board across all three years. Those aged 30 to 50 years represent 50% to 20%, while there are no board members below 30 years old.

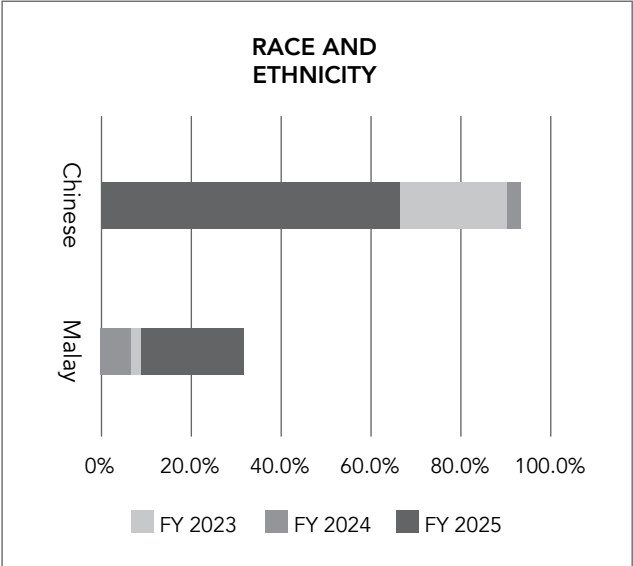
Sustainability Statement



RACE AND ETHNICITY IN ACME

The racial and ethnic composition of ACME’s workforce has seen gradual changes over the past three financial years.

The proportion of Malay employees increased from 8.3% in FY 2023 to 33.3% in FY 2025, indicating growing representation. Chinese employees accounted for 91.7% of the tracked workforce in FY 2023, decreasing to 66.7% by FY 2025 as other groups became more represented.



Ethnic Group	FY 2023	FY 2024	FY 2025
Malay	8.3%	6.7%	33.3%
Chinese	91.7%	93.3%	66.7%

ACME’S WORKFORCE OVERVIEW

ACME maintained full permanent employment across all three years, showing strong workforce stability. Turnover was minimal, with only one executive and one non-executive departure in 2023. Hiring focused on leadership roles, adding two executives and one manager in 2024.

The patterns show ACME prioritises long-term employment while selectively building its executive team.

Category	FY 2023	FY 2024	FY 2025
Turnover			
Management	0	0	0
Executive	-1	0	0
Non-Executive	-1	0	0
General Worker	0	0	0
New Hires			
Management	0	1	0
Executive	0	2	0
Non-Executive	0	0	0
General Worker	0	0	0
Permanent Employees	100%	100%	100%

ACME prioritises maintaining a stable core team while strategically strengthening its executive capabilities. The complete absence of temporary staff indicates a commitment to long-term employment relationships.



Sustainability Statement

SUSTAINABILITY PERFORMANCE REPORT

Indicator	Measurement Unit	2025
Bursa (Anti-corruption)		
Management	Percentage	100.0%
Executive	Percentage	100.0%
Non-executive/Technical Staff	Percentage	0
General Workers	Percentage	0
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	0
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0
Bursa (Community/Society)		
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	RM	0
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	0
Bursa (Diversity)		
Age Group by Employee Category		
Management Under 30	Percentage	14.3%
Management Between 30-50	Percentage	14.3%
Management Above 50	Percentage	71.4%
Executive Under 30	Percentage	12.5%
Executive Between 30-50	Percentage	75.0%
Executive Above 50	Percentage	12.5%
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	0
General Workers Above 50	Percentage	0
Gender Group by Employee Category		
Management Male	Percentage	100.0%
Management Female	Percentage	0
Executive Male	Percentage	25.0%
Executive Female	Percentage	75.0%
Non-executive/Technical Staff Male	Percentage	0
Non-executive/Technical Staff Female	Percentage	0
General Workers Male	Percentage	0
General Workers Female	Percentage	0

Sustainability Statement

Indicator	Measurement Unit	2025
Bursa C3(b) Percentage of directors by gender and age group		
Male	Percentage	80.0%
Female	Percentage	20.0%
Under 30	Percentage	0
Between 30-50	Percentage	20.0%
Above 50	Percentage	80.0%
Bursa (Energy management)		
Bursa C4(a) Total energy consumption	Megawatt	22.83
Bursa (Health and safety)		
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	17
Bursa (Labour practices and standards)		
Bursa C6(a) Total hours of training by employee category		
Management	Hours	43
Executive	Hours	206
Non-executive/Technical Staff	Hours	0
General Workers	Hours	0
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	0
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
Bursa (Supply chain management)		
Bursa C7(a) Proportion of spending on local suppliers	Percentage	100.0%
Bursa (Data privacy and security)		
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0
Bursa (Water)		
Bursa C9(a) Total volume of water used	Megalitres	0
Bursa (Waste management)		
Bursa C10(a) Total Waste Generated	Metric Tonnes	0
Bursa C10(a)(i) Total waste diverted from disposal	Metric Tonnes	0
Bursa C10(a)(ii) Total waste directed to disposal	Metric Tonnes	0

Sustainability Statement

Indicator	Measurement Unit	2025
Bursa (Emissions management)		
Bursa C11(a) Scope 1 emissions in tonnes of CO2e	Metric Tonnes	0.5
Bursa C11(b) Scope 2 emissions in tonnes of CO2e	Metric Tonnes	17.7
Bursa C11(c) Scope 3 emissions in tonnes of CO2e (at least for the categories of business travel and employee commuting)	Metric Tonnes	10.2
(*) Restated		

Corporate Governance Overview Statement

The Board of Directors ("the Board") of ACME Holdings Berhad ("ACME" or "the Company") recognises the importance of good corporate governance and is committed to ensure that good corporate governance is being practised by the Group in order to safeguard stakeholders' interests as well as enhancing shareholders' value.

The ensuing paragraphs in this Statement set out the manner in which the Group has applied and the extent of compliance with the principles and recommendations as set out in the Malaysian Code on Corporate Governance ("MCCG" or "the Code").

This Statement shall be read together with the Corporate Governance Report of the Company for the FYE 2025 published on the Company's website at www.acmeholdings.com.my and the website of Bursa Securities.

APPLICATION OF THE PRINCIPLES AS SET OUT IN THE MALAYSIAN CODE ON CORPORATE GOVERNANCE

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

I. BOARD RESPONSIBILITIES

1. Board's Leadership on Objectives and Goals

1.1 Strategic Aims, Values and Standards

The Board is responsible for formulating and reviewing the strategic plans and key policies of the Company, and charting the course of the Group's business operations whilst providing effective oversight of Management's performance, risk assessment and controls over business operations.

The Board delegates and confers some of its authorities and discretion on the Chairman, Executive Director, and Management as well as on properly constituted Board Committees comprising solely Independent Non-Executive Directors as at Financial Year Ended 31 March 2025 ("FYE 2025"). The role of Management is to support the Executive Director and implement the running of the general operations and financial business of the Group, in accordance with the delegated authority of the Board.

Notwithstanding the delegation of specific powers, the Board retains full responsibility for the direction and control of the Company and the Group.

The Board Committees are made up of the Audit Committee ("AC"), Nomination Committee ("NC"), Remuneration Committee ("RC") and Risk Management Committee ("RMC"); and are entrusted with specific responsibilities to oversee the Group's affairs, with authority to act on behalf of the Board in accordance with their respective Terms of Reference ("TOR").

The Chairman of the relevant Board Committees reports to the Board on key issues deliberated by the Board Committees at their respective meetings.

In general, the roles of Independent Non-Executive Directors are to constructively challenge Management and monitor the success of Management in delivering the approved targets and business plans within the risk appetite set by the Board. They have free and open contact with Management at all levels, and they engage with the external and internal auditors to address matters concerning Management and oversight of the Company's business and operations.

Key matters reserved for the Board's approval include the annual business plan and budget, capital management and investment policies, authority limits/levels, risk management policies, declaration of dividends, business continuity plan, issuance of new securities, business restructuring, expenditure above a certain limit, material acquisitions and disposition of assets.

In discharging its stewardship, the Board is constantly mindful of safeguarding the interests of the Group's stakeholders and is ultimately responsible for the performance of the Group. The Board assumes the following core responsibilities:

- (a) reviewing and adopting a strategic plan for the Group and to institute a regular and formal board strategy review to ensure that the strategic plan support long term value creation and includes strategies on economic, environmental and social considerations underpinning sustainability of its business and Group operations;
- (b) overseeing the conduct of the Group's Business, supervise and assess management's performance to evaluate whether the business is being properly managed and that the Group's performance is skewed towards achieving its strategy notwithstanding that some of the subsidiaries have separate Board of Directors;

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

1. Board's Leadership on Objectives and Goals (Cont'd)

1.1 Strategic Aims, Values and Standards (Cont'd)

In discharging its stewardship, the Board is constantly mindful of safeguarding the interests of the Group's stakeholders and is ultimately responsible for the performance of the Group. The Board assumes the following core responsibilities: (Cont'd)

- (c) anticipate changes in the market and ensuring that the Group's capabilities and resources are sufficient to manage uncertainties;
- (d) identifying principal risks and ensuring the implementation of appropriate internal controls and mitigation measures;
- (e) succession planning, including appointing, training, fixing the compensation of and where appropriate, replacing Board members and senior management;
- (f) developing and implementing an investor relations programme or shareholder communications policy for the Group;
- (g) reviewing the adequacy and the integrity of the Group's risk management, internal control systems and management information systems, including systems/reporting framework for compliance with applicable laws, regulations, rules, directives and guidelines;
- (h) ensuring that the Company's financial statements are true and fair and other conform with the laws; and
- (i) ensuring that the Company adheres to high standards of ethics and corporate behaviour.

In order for the Board to clearly execute its duties and responsibilities along with the roles played by the Board Committees and Management, the Board adopted a Board Charter which sets out the roles of the Board, Board Committees, Executive and Non-Executive Directors and Management, taking into consideration principal responsibilities.

The Board Charter is subject to periodic review to ensure that it continues to be relevant and applicable as a reference to enable Directors to carry out their stewardship role and discharge their fiduciary duties towards the Company. In addition, the Board Charter also contains formal schedule of matters reserved by the Board for deliberation and decision.

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 Board meetings.

The listing of the Board members and their attendance at Board and Board Committees' meetings held during the financial year under review are as tabulated below:

Name of director	Board	Audit Committee	Nomination Committee	Remuneration Committee	Risk Management Committee
Lim Shiou Ghay*	4/4	1/1	1/1	1/1	1/1
Lee Chiong Meng	4/4	4/4	1/1	1/1	1/1
Tan Chee Keong	4/4	4/4	1/1	1/1	1/1
Lee Thean Yew	4/4	-	-	-	1/1
Loh Keow Lin (appointed as Director on 18 July 2024)	3/3	3/3	-	-	-

* The Board had on 18 July 2024 restructured the Board Committees, in which the Chairman of the Board, Mr. Lim Shiou Ghay, is no longer a member or chairman of the Board Committees. Since then, the Chairman of the Board did not participate in any of our Board Committees' meetings throughout the FYE 2025.

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

1. Board's Leadership on Objectives and Goals (Cont'd)

1.1 Strategic Aims, Values and Standards (Cont'd)

To ensure that the Directors have the time to focus and fulfill their roles and responsibilities effectively and in line with the Listing Requirements ("LR"), a Director of the Company must not hold directorships of more than five (5) Public Listed Companies and must be able to commit sufficient time to the Company.

The Directors are required to submit an update on their other directorships from time to time for monitoring of the number of directorships held by the Directors of the Company and for notification to Companies Commission of Malaysia accordingly.

The Directors are mindful that they should continue to attend training programmes to enhance their skills and knowledge where relevant, as well as to keep abreast with the changing regulatory and corporate governance developments.

The details of training attended by the rest of the Directors during FYE 2025 are as follows:

Name of Director	Course Title	Date
Lim Shiou Ghay	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	24 – 25 February 2025
Lee Chiong Meng	Basic Occupational First Aid, CPR & AED Training	10 – 11 September 2024
	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	24 – 25 February 2025
Tan Chee Keong	Current and Deferred Taxation under MFRS and MPERS	23 September 2024
	Say No to Sexual Harassment	10 October 2024
	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	24 – 25 February 2025
Lee Thean Yew	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	24 – 25 February 2025
	Auditing of construction contracts & property development activities	6 – 7 March 2025
Loh Keow Lin	Islamic Finance Drafting for Debt and Equity Transactions in Crowdfunding, Joint Ventures, and Capital Investment	27 June 2024
	E-Invoicing for Law Firms	18 July 2024
	Webinar on Dawn Raid: Practical Aspects on How Law Firms Can Manage Dawn Raids	15 August 2024
	CPD Live - The Impact and Implications of Recent Federal Court Decisions and The Trends of Courts on Housing Development Issues	27 August 2024
	Penang Annual Conveyancing Conference (PACC) 2024	24 September 2024
	Orang Asli's Land Rights (Basics for Practitioners)	4 October 2024
	Income Tax Considerations for Practitioners in Small Law Firms	26 November 2024
	CPD Live and CPC Pocket Series: Common Mistakes in Loan Documentation	19 March 2025
	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	24 – 25 February 2025
	CPD Live - Recent Amendments to the Personal Data Protection Act 2010 & How It Impacts Personal Data Management, Security and Transfers	20 March 2025

The NC will continue to evaluate training needs amongst the Directors and recommend to the Directors as and when required.

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

1. Board's Leadership on Objectives and Goals (Cont'd)

1.2 Chairman of the Board

The Board is led by an Independent Non-Executive Chairman supported by an experienced Board, comprising members with wide ranging experience in relevant fields such as property development, general management, accounting and finance industry, legal and information technology. The Chairman is responsible for leading the Board and ensures that all Directors receive sufficient relevant information on financial and non-financial matters to enable them to participate actively in Board decisions.

He provides leadership and governance of the Board in order to create a conducive condition geared towards building and growing Directors' effectiveness and ensure that appropriate issues are discussed by the Board in a timely manner. As part of that role, Chairman ensures that no member dominates discussion and that appropriate discussions take place with relevant opinions among members forthcoming.

Other roles of the Chairman include leading the Board in the oversight of management, ensuring adequacy and integrity of the governance process and issues, maintain regular dialogue with top management over operational matters and seek opinion of fellow Board members over any matters that give cause for major concerns.

1.3 Separation of the position of Chairman and the Chief Executive Officer ("CEO")

The Chairman of the Board is Mr. Lim Shiou Ghay, the Independent Non-Executive Director of the Company, the role of the CEO is assumed by an Executive Director, Mr. Lee Thean Yew. There is clear division of responsibilities between the Chairman of the Board and the CEO. This division of responsibilities between the Chairman and the CEO ensures an appropriate balance of roles and responsibilities and accountability. The Chairman leads the Board to ensure its smooth and effective functioning.

1.4 The Chairman of the Board should not be a member of Audit Committee, Nomination Committee and/or Remuneration Committee

The Board had on 18 July 2024 restructured the Board Committees, in which the Chairman of the Board, Mr. Lim Shiou Ghay, is no longer a member or chairman of the Board Committees.

Since then, the Chairman of the Board did not participate in any of our Board Committees' meetings throughout the FYE 2025.

This arrangement ensures that the Board Committees can operate independently and make decisions without the influence or presence of the Chairman. The Committees are able to carry out their specific responsibilities and functions autonomously. This separation helps to maintain objectivity and promotes diversity of perspectives within the Committees.

1.5 Qualified and competent Company Secretary

The Company Secretaries play an advisory role to the Board in relation to the Company's constitution, Board's policies and procedures and compliance with the relevant regulatory requirements, codes or guidance and legislations. The Company Secretaries support the Board by ensuring that all Board meetings are properly conducted and deliberations at the Board and Board Committee meetings are well captured and recorded. The Company Secretaries also keep the Board updated on changes in the Bursa Malaysia Securities Berhad ("Bursa Securities") LR and directives issued by the regulatory authorities, and the resultant implications to the Company and the Directors in relation to their duties and responsibilities.

The Directors have individual and independent access to the advice and dedicated support services of the Company Secretaries in ensuring the effective functioning of the Board.

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

1. Board's Leadership on Objectives and Goals (Cont'd)

1.6 Access to information and advice

The Company Secretaries are competent, qualified and capable of providing the needful support to the Board in discharging its fiduciary duties.

The Company Secretaries, or their assistants, are present at all meetings to record deliberation, issues discussed and conclusions in discharging their duties and responsibilities and also provide advice in relation to relevant guides and legislations. Other roles of the Company Secretaries included coordinating the preparation of Board papers with Management, ensure Board procedures and applicable rules are observed and maintaining records of the Board as well as provide timely dissemination of information relevant to the Directors' roles and functions and keeping them updated on evolving regulatory requirements.

The Directors, whether as full Board in their formal capacity, may upon approval from the Board seek independent advice when required, in furtherance of their duty, at the Group's expense.

2. Demarcation of responsibilities

2.1 Board Charter

The Board has made available its Board Charter on the corporate website. The document clearly sets out the roles and responsibilities of the Board and Board Committees and the processes and procedures for convening their meetings. It serves as a reference and primary induction literature providing prospective and existing Board members and Management insights into the fiduciary and leadership functions of the Directors of the Company. The Board reviews its charter regularly, to keep it up to date with changes in regulations and best practices and ensure its effectiveness and relevance to the Board's objectives. The Board reviewed its Charter on 30 March 2024 and the Board Charter is available on its corporate website.

3. Good business conduct and corporate culture

3.1 Code of Conduct and Ethics

The core values of Quality, Branding, Social Obligations, Shareholders and Human Resource as observed by everyone from Directors down to employees and are integral in driving the Group's direction and sustainability. The Work Ethics of the Group and the Employee Handbook are available and serve as guide for the employees and Management on professional and ethical behavior to safeguard the reputation of the Group. The Collective Agreement and the Employee Handbook detailed, among others, general employment terms and conditions, compensation and benefits and discipline. There is a formalised Code of Ethics for Directors which reflects the Board's commitment to ethics and compliance with applicable laws and regulations. The Code of Ethics for Directors provides guidance to its Directors on ethical standards which the Directors shall adhere to in carrying out their fiduciary duties and responsibilities. It sets out the principles that Directors need to observe particularly in respect of conflict of interest and no improper use of assets. This is to ensure that high ethical standards are upheld, and that the interests of stakeholders are always taken into consideration. It is also a way of providing tangible evidence of their commitment to diligence, probity and fairness in exercising their duties and responsibilities to make informed decisions in the best interest of the Group.

3.2 Whistleblowing Policy

In line with good corporate governance practice, the Company has set out a Whistle Blower Policy which delineates whistleblowing procedures as an independent feedback avenue for the employees and stakeholders to raise genuine concern on unethical behaviour such as fraud, corruption, criminal offences and miscarriage of justice or endangerment of an individual's health and safety that is taken place to the Board. Multiple channels of reporting are set up to encourage stakeholders to report directly to the Head of Department or the Chairman of Audit Committee of the Company. Reports made shall be scrutinised promptly and appropriate course of action shall be implemented accordingly.

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

3. Good business conduct and corporate culture (Cont'd)

3.3 Anti-Bribery & Corruption Policy

The Anti-Bribery & Corruption Policy had been established to prevent the occurrence of bribery and corrupt practices in relation to the businesses of the Group. It is our policy to conduct all of our business in an honest and ethical manner, as well as complying with all applicable laws, which include compliance with the Malaysian Anti-Corruption Commission Act 2009 and the Malaysian Anti-Corruption Commission (Amendment) Act 2018 and any of its amendments or reenactments that may be made by the relevant authority from time to time. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and implementing and enforcing effective systems to counter bribery.

3.4 Directors' Fit and Proper Policy

The Company has adopted a Directors' Fit and Proper Policy to ensure that individual who possesses the right qualification, expertise, competence and integrity is appointed as Director in the Group. All candidates to be appointed and seeking for re-election as Directors in the Group, shall undergo a fit and proper review accordance with the Directors' Fit and Proper Policy. The policy is available on the Company's website.

II. BOARD COMPOSITION

4. Governing Sustainability

4.1 Setting the Company's sustainability strategies, priorities and targets

The Board is mindful to ensure sustainability is embedded in the strategic plan and operations of the Group.

4.2 Communicating the Company's sustainability strategies, priorities and targets to its internal and external stakeholders

The Board ensures the Group's sustainability strategies, priorities and targets as well as performance against these targets are properly communicated to its internal and external stakeholders through the Company's website and Annual Report.

4.3 Understand the sustainability issues relevant to the company and its business

The Board encourages their Directors and senior management to keep abreast with sustainability issues that are relevant to the Company's business and operations.

4.4 Board and Senior Management performance to link with capability to address the Company's material sustainability risks and opportunities

The Board and senior management effectiveness evaluation for FYE 2025 included an assessment on the Board's understanding and performance relating to the sustainability matters. Every Directors had completed a set of assessment questionnaire and submitted the results to the NC for review. Thereafter, the NC reported the results of the evaluation to the Board.

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

5. Board Objectivity

5.1 Board composition

As at FYE 2025, the Board comprise of five (5) Directors which consist of four (4) Independent Directors and one (1) Executive Director. In line with this, the Board composition complies with the LR of Bursa Malaysia that requires a minimum of two (2) Directors or one-third (1/3) of the Board, whichever is higher, to be Independent Directors.

The Board of the Company currently has majority of Independent Directors. Further, the current composition of all Board Committees, which made up of only Independent Directors affirmed the Board's commitment towards independence to provide strong check and balance in the Board's functioning.

With the Independent Directors, being 80% of the Board composition, the Board has exceeded the composition recommendation for Independent Directors to comprise half (50%) of the Board. The Board is of the view that the present Independent Directors, with the breadth of professional and business background, have enabled the Board to exercise objective judgement on various issues through their sharing of impartial, independent and unbiased opinion and viewpoints.

Brief profile of each Director is detailed under Profile of Directors in this Annual Report.

5.2 The tenure of an independent director

Pursuant to the Board Charter of the Company, the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. The nine (9) years can either be a consecutive service of nine years or a cumulative service of nine (9) years with intervals.

Upon completion of the nine (9) years, an Independent Director may continue to serve on the Board subject to the Director's re-designation as a Non-Independent Director. However, the shareholders may, in exceptional cases where the Board is of the opinion that the Independent Director can continue beyond the nine (9)-year tenure and subject to the assessment of the NC, decide that an Independent Director can remain as an Independent Director after serving a cumulative term of nine (9) years. The justification may be determined in the form of greater rigor and transparency in the evaluation process which accompanies any recommendation for renewal of a Director's appointment/election at the general meeting.

As at FYE 2025, all the four (4) Independent Directors have served on the Board for less than nine (9) years.

5.3 Diverse Board and Senior Management Team

The Board is supportive of diversity on the Board and in Senior Management team. Appointment of members of the Board and Senior Management team are based on objective criteria, merit and also due regard for diversity in experience, skills set, age and cultural background.

5.4 Diverse sources for new candidate(s) for Board appointment

The Company has in place, its procedures and criteria for identifying candidates for appointment of directors.

All candidates for appointment are first considered by the NC, taking into account the mix of skills, competencies, experience, professionalism and other relevant qualities to manage the Company.

5.5 Information of independent directors who stand for appointment or re-appointment

The information of the Independent Director who stands for re-appointment as Independent Director is stated in the notice of general meeting.

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

5. Board Objectivity (Cont'd)

5.6 Gender diversity

At present, the Company maintains a gender diversity policy which encapsulates the objectives, principles and measures of the Group's diversity culture. The Board is supportive in upholding gender diversity within the boardroom and the Management with due consideration on merited factors, such as, skills, experience, attitude and suitability of any potential candidates.

Hence, as part of the Company's succession planning, gender diversity objectives will constantly be observed as a key consideration by the Company even without any specific targets determined. Additionally, the Board will look into the scope and measures of the policy on a regular basis, in ensuring its on-going effectiveness and applicability.

The Board currently comprised of 20% woman director and the Group's female staff made up 44% of the total staff.

5.7 Diverse sources for new candidate(s) for Board appointment

The Company has in place, its procedures and criteria for identifying candidates for appointment of directors. All candidates for appointment are first considered by the NC, taking into account the mix of skills, competencies, experience, professionalism and other relevant qualities to manage the Company.

5.8 Nomination Committee

The NC comprised solely of Independent Directors and its present composition is as follows:

Chairman	: Loh Keow Lin, Independent Non-Executive Director
Members	: Lee Chiong Meng, Independent Non-Executive Director Tan Chee Keong, Independent Non-Executive Director

The NC would meet at least once annually with additional meetings convened on as and when needed basis.

The NC key duties encompassed the following:-

- To make recommendations to the Board with regard to any appointment of Directors considering their skills, knowledge, education, qualities, expertise and experience; professionalism; integrity, time commitment, contribution, Boardroom diversity including gender diversity and other factors that will best qualify a nominee to serve on the Board; and for the position of Independent Non-Executive Directors, the ability to discharge such responsibilities/functions as expected;
- To consider, in making its recommendations, candidates for Directorships proposed by the Group Managing Director/CEO and within the bounds of practicability, by any other senior executive or any other Director or shareholder;
- To assist the Board to review regularly the Board structure, size and composition and the required mix of skills and experience and other qualities including core competencies which Non-Executive Directors should bring to the Board;
- To assess the effectiveness of the Board, any other committees of the Board and the contributions of each individual Director, including the independence of Independent Non-Executive Directors, as well as the Group CEO and Group Chief Financial Officer (where these positions are not Board members), based on the process and procedures laid out by the Board; and to provide the necessary feedback to directors in respect of their performance;
- To ensure proper documentation of all assessments and evaluations so carried out;
- To recommend to the Board, the Directors to fill the seats on any committees of the Board;
- To propose to the Board the responsibilities of Non-Executive Directors, including membership and Chairmanship of Board Committees;

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

5. Board Objectivity (Cont'd)

5.8 Nomination Committee (Cont'd)

The NC key duties encompassed the following:- (Cont'd)

- h) To recommend to the Board for continuation or discontinuation in service of Directors as an Executive Director or Non-Executive Director;
- i) To recommend to the Board, Directors who are retiring by rotation to be put forward for re-election;
- j) To evaluate training needs for directors annually;
- k) To arrange induction programmes for newly appointed directors to familiarize themselves with the operations of the Group through briefings by the relevant management teams;
- l) To recommend to the Board the employment of the services of such advisers as it deems necessary to fulfil the Board's responsibilities; and
- m) To carry out other responsibilities, functions or assignments as may be defined by the Board from time to time.

During the year under review, key activities undertaken by the NC are summarised as follows:

- a) Reviewed the composition, mix of skills and experience and other qualities, including core competencies as well as contribution of each individual Director and the effectiveness of the Board as a whole and the Board Committees as well as contribution of each individual Director.
- b) Reviewed the level of independence of the Independent Directors.
- c) Discussed the character, experience, integrity and competency of the Directors, Chief Executive or Chief Financial Officer and ensured that they have the time to discharge their respective roles.
- d) Discussed and recommended the re-election of Directors, as applicable at AGM.
- e) Reviewed the term of office and performance of the AC and its members pursuant to para 15.20 of the LR of Bursa Securities.
- f) Conducted annual assessment on Board, Board Committees and individual Directors.

The TOR of the NC is published on the Company's website.

6. Board Assessment

6.1 Overall Effectiveness of the Board and Individual Director

It is the responsibility of the NC for the overall board effectiveness evaluation process, which includes an assessment of the Board, Board Committees and individual Directors. The appraisal which was carried out through documented questionnaires that comprises quantitative and qualitative performance criteria to evaluate the performance of each member of the Board as well as each Board Committee was being circulated at the Meeting for assessment.

The NC, upon conclusion of the exercise carried out on 27 May 2025, was satisfied that the Board and Board Committee composition had fulfilled the criteria required, possess a right blend of knowledge, experience and the appropriate mix of skills. Additionally, independent Directors were assessed to be objective in exercising their judgement.

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

III. REMUNERATION

7. Level and composition of Remuneration

7.1 Remuneration Policy

It is vital for the Group to attract and retain Directors of the necessary caliber to run the Group successfully. The Group has established RC to develop remuneration strategies that drive performance and provide levels of reward which reflect the performance of the Executive Directors and key Management personnel.

Procedures, such as establishing the remuneration framework of the Company, assessing and recommending the remuneration packages for Directors and Senior Management, and other relevant tasks are currently carried out by the RC prior to the necessary reporting to the Board. The RC recommends to the Board, the remuneration framework and package of the Executive Director, taking into consideration of the experience, level of responsibilities undertaken and the performance of each Executive Director. Directors' fees are recommended by the Board for approval by the shareholders of the Company at Annual General Meetings.

A remuneration policy in stipulating guidance over the administration of matters related to remuneration within the Company is in place.

The current remuneration policy of the Group is summarised as follows:

- a) The Directors' salary for Executive Directors are set at a competitive level for similar roles within comparable markets, reflects the performance of the director, skills and experience as well as responsibility undertaken.
- b) Fees and benefits payable to Non-Executive Directors are subject to approval by its shareholders at the AGM.
- c) Meeting allowance – All the Directors are entitled to a fixed amount of allowance paid in accordance with the number of meeting attended during the year.
- d) The RC may obtain independent professional advice in formulating the remuneration package of its Directors.

7.2 Remuneration Committee

At present, the RC consists solely of Independent Directors as below:

Chairman	: Lee Chiong Meng, Independent Non-Executive Director
Members	: Loh Keow Lin, Independent Non-Executive Director Tan Chee Keong, Independent Non-Executive Director

The RC reviews and recommends matters relating to the remuneration of Board and Senior Management. The RC has established a written TOR to encompass authorities and duties of the RC. The said TOR is published on the Company's website.

The key duties of the Remuneration Committee included the following:

- a) To determine and recommend to the Board the framework for the remuneration, in all forms, of the Executive Director and/or any other persons as the Committee is designated to consider by the Board, drawing from outside advice as necessary; and
- b) To implement/maintain a reward system for Executive Director based on individual performance and the Group's results. The following factors shall be taking into consideration in determining the quantum of remuneration: position and scope of work, long term objectives of the Group, complexities of Group activities, individual performance, length of service, experience and mark-to-market salary.

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

III. REMUNERATION (CONT'D)

8. Remuneration of Directors and Senior Management

8.1 Details of Directors' remuneration

In order to enable stakeholders to assess whether the remuneration of Directors commensurate with their individual performance, the detailed disclosure on named basis for the remuneration of Directors during FYE 2025 is as disclosed below:-

A. Detailed Remuneration

Directors	Remuneration					Benefit-in-kind (RM)	Total (RM)
	Fees (RM)	Salaries (RM)	Other Allowances (RM)	Bonus (RM)			
Received from Company & Group Level							
Mr. Lee Thean Yew	30,000	368,958	48,685	30,000		-	477,643
Received from Company Level							
Mr. Lim Shiou Ghay	30,000	-	-	-		-	30,000
Mr. Lee Chiong Meng	30,000	-	-	-		-	30,000
Mr. Tan Chee Keong	30,000	-	-	-		-	30,000
Ms. Loh Keow Lin	30,000	-	-	-		-	30,000
Total	150,000	368,958	48,685	30,000		-	597,643

8.2 Details of top five senior management's remuneration on name basis

Given the confidential and commercial sensitivities associated with remuneration matters and the highly competitive human resource environment and the importance of ensuring stability and continuity of business operations with a competent and experienced Management team in place, the Board takes the view that there is no necessity for the Group to disclose the remuneration of the Company's Senior Management personnel who are not Directors.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

I. AUDIT COMMITTEE

9. Effective and independent Audit Committee

9.1 The Chairman of the AC is not the Chairman of the Board

The Chairman of the AC is Mr. Tan Chee Keong who is an Independent Director whereas the Chairman of the Board is Mr. Lim Shiou Ghay. Presently, the AC is comprised solely of Independent Directors.

9.2 Policy requiring former key audit partner to observe 3-year cooling off period

As at to-date, the Company has not appointed any former audit partner as a member of the AC.

Nevertheless, the Board has updated within the AC TOR to stipulate that no former key audit partner shall be appointed as a member of the AC unless he/she has observed a cooling-off period of at least three (3) years before the appointment.

Corporate Governance Overview Statement

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

I. AUDIT COMMITTEE (CONT'D)

9. Effective and independent Audit Committee (Cont'd)

9.3 Policy and procedures to assess the suitability, objectivity and independence of the external auditor

The AC has formalised a policy which stipulates the procedures to assess the suitability, objectivity, and independence of external auditors which encompasses consideration of the nature and extent of non-audit services provided external auditors alongside the appropriateness of the level of fees.

During the year, the AC conducted an annual assessment of the external auditors based on the following conditions:-

- the quality of audit procedures and work provided;
- the adequacy of experience, technical support and resources;
- the independence and objectivity of external auditors;
- the internal communication quality of external auditors with the Board and/or AC; and
- any other criteria deemed fit by the AC and/or the Board.

Additionally, the said policy stipulated circumstances under which contracts for the provision of non-audit services could be entered into and procedures that must be followed by the external auditors. During the year, the external auditors reported the details of the non-audit services rendered which includes tax compliance and the review of the Statement on Risk Management and Internal Control.

Furthermore, the external auditors provided a confirmation to the AC that they are and have been independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

On 27 May 2025, an annual assessment on the suitability and independence of external auditors was conducted by the AC. The AC, having assessed the independence of external auditors as well as reviewed the level of non-audit services rendered by them for FYE 2025, was satisfied with their competency, suitability and independence. The AC has recommended their re-appointment to the Board, upon which shareholders' approval will be sought at the Thirty-Fifth AGM.

In addition to the above, the AC meets with external auditors at least twice a year to discuss their audit plans, audit findings and the Company's financial statements. At least one of these meetings is held without the presence of the Executive Directors and the Management. Also, the AC meets with the external auditors additionally whenever the need arises. Two discussion sessions between the AC and the external auditors were held on 26 February 2025 and 27 May 2025, respectively. Furthermore, the external auditor attends every annual general meeting whereby the financial statements of the company for a financial year are to be laid to respond according to his knowledge and ability to any question raised in regards to the financial statements' audit.

9.4 Composition of the Audit Committee

Although not required to observe this, the AC comprised solely of Independent Directors as the Board observes and values the independence of the AC.

9.5 Diversity in skills of the AC

The AC currently comprised of members with necessary financial, legal, commercial expertise and capital markets skills and experience required to meet their responsibilities and provide an effective level of challenge to the Management. On an ongoing basis, the AC members will participate in training and development sessions in order to ensure that they are updated with the latest developments in accounting and auditing standards, guidelines and practices.

Corporate Governance Overview Statement

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

II. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

10. Effective risk management and internal control framework

10.1 The board should establish an effective risk management and internal control framework.

In order to be effective in discharging these responsibilities, the Board is assisted by the AC which functions as an oversight body to review controls and systems in general and to carry out on-going assessment over the adequacy and effectiveness of the risk management and internal control practices within the organisation.

In addition to the abovementioned, the Board is supported by the Management in developing, implementing and monitoring practices for identifying and managing risks. This is added with the role of the Management to provide assurance that the necessary control practices are adhered and carried out accordingly based on stipulated policies and framework.

10.2 Disclosure on the features of its risk management and internal control framework

During the year, an assurance is provided by the Executive Director that the Group's risk management and internal controls have been operating adequately and effectively, in all material aspects, during the year under review and up to the date of this Statement to the Board. Taking into consideration this assurance during the Board's assessment of the Group's risk management and internal control, the Board is of the view that the systems of internal control and the risk management is considered adequate for the Group's business operations.

The key elements and overall state of the internal control and risk management framework of the Group have been disclosed accordingly within the Annual Report.

10.3 Establishment of a Risk Management Committee

The RMC comprises the following members:

Chairman	: Lee Chiong Meng, Independent Non-Executive Director
Members	: Loh Keow Lin, Independent Non-Executive Director Tan Chee Keong, Independent Non-Executive Director Lee Thean Yew, Executive Director

The RMC has the overall responsibility for overseeing the risk management activities of the Group, approving appropriate risk management procedures and measurement methodologies across the organisation as well as identification and management of strategic business risks of the Group. Its primary roles include ensuring the implementation of the objectives outlined in the Risk Management Policy and compliance with them, working with the Chief Financial Officer and Internal Auditor in the preparation of the Statement on Risk Management and Internal Control for inclusion in the Company's Annual Report and to recommend the same for the approval of the Audit Committee and Board.

Other ad hoc roles and responsibilities include proposing to the Board the monetary threshold and nature of proposed investments that require the RMC's evaluation and endorsement before submission to the Board and reviewing proposals/feasibility studies prepared by project sponsor which meet the requisite threshold before recommending to the Board for their final decision.

The TOR of RMC is published on the Company's corporate website.

Corporate Governance Overview Statement

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

II. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK (CONT'D)

11. Effective governance, risk management and internal control

11.1 Effective of internal audit function

As disclosed within the TOR of the AC, one of the primary responsibilities of the AC is to administer the review and assessment of the Company's internal audit function.

The internal audit function is currently outsourced to an external professional firm/service provider who reports directly to the AC by providing independent and objective reports on the state of internal control of the various operations within the Group and the extent of compliance on established policies and procedures.

On an annual basis, the AC carries out an assessment on the performance of the outsourced internal audit function and reports such assessment to the Board.

Details of the internal audit function and activities relevant to the discharge of the AC's responsibilities are set out in the Statement on Risk Management and Internal Control and the Audit Committee Report of the Company's Annual Report 2025.

11.2 Disclosure on the internal audit function

The internal audit function is independent of the operations of the Group and is outsourced to KFF Advisory Sdn Bhd, a competent consulting firm which is sufficiently resourced to provide the services that meet with the Group's required service level. The service provider has been able to provide reasonable assurance that the Group's system of internal control and risk management is satisfactory and operating effectively.

The internal auditors adopt a risk-based approach towards the planning and conduct of their audits, and this is consistent with the Group's approach in designing, implementing and monitoring its internal control system. The internal audit is carried out in accordance with the International Professional Practices framework issued by the Institute of Internal Auditors Inc.

The activities of the internal auditors during the financial year are set out in the AC Report in this Annual Report.

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

I. COMMUNICATION WITH STAKEHOLDERS

12. Continuous Communication between the Company and stakeholders

12.1 Effective, transparent and regular communication with its stakeholders.

The Board believes that effective communication fosters better understanding of the Group's objectives and financial performance. In order to promote effective communication with the Company's stakeholders, information/results are made available through timely announcements and disclosure, executed via the Bursa Securities website, the Company's webpage, press releases and annual reports in line with the disclosure requirements of LR.

In addition, the Company emphasises on providing a principal platform for dialogue and interactions with stakeholders, i.e. primarily its shareholders, through its Annual General Meeting. The Annual General Meeting serves as a principal forum for dialogues with individual shareholders as it provides shareholders the opportunity to ask questions about the proposed resolutions or about the Company's operations in general.

12.2 Integrated Reporting

Integrated Reporting is not applicable to the Group presently as the Company does not fall within the definition of "Large Company".

Corporate Governance Overview Statement

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (CONT'D)

II. CONDUCT OF GENERAL MEETINGS

13. Encourage Shareholder Participation at General Meetings

13.1 Notice for an Annual General Meeting

The notice to the upcoming AGM in 2025 will be provided with more than twenty-eight (28) days in advance to enable stockholders to make adequate preparation.

13.2 All directors to attend General Meetings

All the Directors of the Company attend General Meetings in order to engage directly with shareholders and to take up any relevant questions which are related to matters that fall under the purview of the Board Committees or Board, unless unforeseen circumstances preclude them from attending General Meetings.

All Directors attended the Thirty-Fourth AGM of the Company held on 30 August 2024.

The shareholders present at the AGM were invited to ask questions about the resolutions being proposed at the AGM before putting them to vote by poll.

13.3 Leveraging on technology for voting in absentia and remote shareholders' participation

The 2024 AGM of the Company was conducted on a fully virtual basis through live streaming and online remote voting via Remote Participation and Voting (RPV) Facilities either in person or by corporate representatives, proxies or attorneys.

Announcement of the detailed results of the poll voting had been made to the public via Bursa LINK on the same day for the benefit of all shareholders.

Following the amendments of the LR of Bursa Securities which requiring a listed issuer to hold its general meeting at a physical venue in Malaysia, the Company will convene its 35th AGM at a hotel. The hotel is easily accessible to all shareholders. Shareholders are entitled to appoint representatives or proxy/proxies/Chairman to vote on their behalf in their absence.

13.4 Engagement between Board, Senior Management and Shareholders

Questions for the 2024 AGM was submitted through the online portal at www.registrar-braxton.com.my before commencement of that AGM. A question and answer session was also held during that AGM. Shareholders used the query box to submit their questions during that meeting in real time.

13.5 Real-time interaction with Shareholders

The Management had tried to respond to all questions posed before and during 2024 AGM.

13.6 Circulation of minutes of AGM

The minutes of 2024 AGM (including the questions raised at the meeting and the answers thereto) were also made available on the Company's website.

Audit Committee Report

COMPOSITION

The present members of the Audit Committee ("AC" or "Committee") comprise:-

Chairman

Tan Chee Keong (*Independent Non-Executive Director*)

Members

Lee Chiong Meng (*Independent Non-Executive Director*)

Loh Keow Lin (*Independent Non-Executive Director*)

This composition meets the requirements of Paragraph 15.09(1)(a) and (b) of the Bursa Securities Main Market Listing Requirements ("Main LR"). Mr. Tan Chee Keong is a member of Association of Chartered Certified Accountants (ACCA United Kingdom). Accordingly, the Company complies with paragraph 15.09(1)(c)(i) of the Main LR.

ATTENDANCE OF MEETINGS

The detail of attendance of each member at the AC meetings held during the financial year ended 31 March 2025 ("FYE 2025") are as follows:

Name of director	Number of meetings	
	Held	Attended
Tan Chee Keong	4	4
Lee Chiong Meng	4	4
Loh Keow Lin	3	3

Summary of work of the Audit Committee

The summary of work carried out by the Committee during the FYE 2025 in the discharge of its duties and responsibilities are as follows:-

1. Financial Reporting

In overseeing the Company's financial reporting, the Committee reviewed the interim financial reports for the fourth quarter of FYE 2024 at its meeting on 27 May 2024.

The interim financial reports for the first, second and third quarters of FYE 2025, which were prepared in accordance with requirements of Financial Reporting Standard ("FRS") 134: "Interim Financial Reporting" and paragraph 9.22 of the Main LR, were reviewed at the Committee meetings on 30 August 2024, 26 November 2024 and 26 February 2025 respectively. On 27 May 2025, the Committee reviewed the interim financial reports for the fourth quarter of FYE 2025. The Committee's recommendations were presented for approval at the subsequent Board meeting.

2. External Audit

The Committee has on 26 February 2025 and 27 May 2025 respectively met with the External Auditors without the presence of the Executive Members.

During the meeting on 26 February 2025, the External Auditors tabled the Audit Planning Memorandum prior to the commencement of audit of financial statements for FYE 2025, more particularly outlined the audit timeline, key areas of audit focus, audit engagement team and financial reporting standards update to the Committee. The Committee took note on the key changes in the financial reporting standards and updates which are applicable to the Group.

Audit Committee Report

ATTENDANCE OF MEETINGS (CONT'D)

Summary of work of the Audit Committee (Cont'd)

2. External Audit (Cont'd)

During the meeting on 27 May 2025, the Committee reviewed the status of the audit for the FYE 2025 with the External Auditors. The External Auditors briefed the Committee on issues discussed with management and informed the Committee:-

- that they had substantially completed their audit and is at finalisation stage pending certain matters which were communicated to the Committee
- the External Auditors have not identified any non-compliance of laws and regulations and fraud related matter
- there were no significant changes to the scope or audit approach as compared to the audit plan
- review of other matters and points on internal control

The Committee reviewed the extent of assistance rendered by management in the course of the audit and based on feedback from the External Auditors, it was satisfied that management had co-operated fully and the External Auditors were able to obtain information requested to carry out their work.

Accordingly, the Committee recommended the re-appointment of the External Auditors at the forthcoming Annual General Meeting.

3. Internal Audit Function

The Group has engaged the services of an independent professional accounting and consulting firm, KFF Advisory Sdn Bhd ("KFF") to provide much of the assurance it requires regarding the effectiveness as well as the adequacy and integrity of the Group's systems of internal control. KFF reports directly to the Committee on its activities based on the approved annual Internal Audit Plan. Its principal role is to provide independent assurance on the adequacy and effectiveness of governance, risk management and internal control processes. The annual cost for the Group's internal audit function is RM24,500.

The Internal Auditors presented its findings together with recommendation and management action plan to the Committee for review on 26 November 2024 and 26 February 2025 respectively.

During the FYE 2025, the Internal Auditors have conducted review on internal control of two of its subsidiaries focusing on the following areas:-

Company	Audit Areas	Reporting Date
Welcome Properties Sdn Bhd and Focal Products Sdn Bhd	Marketing and Sales Administration	6 November 2024
Welcome Properties Sdn Bhd and Focal Products Sdn Bhd	Financial Accounting and Reporting	18 February 2025

Information pertaining to the Company's internal control is shown in the Statement on Risk Management and Internal Control set out on pages 45 to 46 of this Annual Report.

At the Meeting held on 26 February 2025, the Committee approved the Group Internal Audit Plan 2026 as tabled by KFF.

The Committee is pleased to report that neither Internal Auditors nor External Auditors have reported any significant weaknesses in internal control which resulted in material loss or potential material loss to the Group.

4. Conflict of Interest, Related Party Transactions ("RPT") and Recurrent Related Party Transactions ("RRPT")

- Reviewed any conflict of interest situation and RPT on quarterly basis. The summary of potential conflict of interest is stated in Profile of Directors.
- Reviewed RRPT on quarterly basis to ascertain of the transactions were at arm's length basis and in ordinary course of business.

5. Other Activities

- Reviewed and recommended the Audit and Risk Management Committee Report and Statement on Risk Management and Internal Control for inclusion in the Annual Report to the Board for approval.

Statement on Risk Management and Internal Control

INTRODUCTION

The Board of Directors of ACME Holdings Berhad ("Board") is pleased to provide the following Statement of Risk Management and Internal Control ("Statement"), which is made pursuant to the Main Market Listing Requirements and the Malaysian Code on Corporate Governance with regards to the nature and scope of risk management and internal control of the Group during the financial year.

RESPONSIBILITY FOR RISK MANAGEMENT

The Board recognises its overall responsibility for the Group's systems of internal control and for reviewing the adequacy and integrity of those systems. In view of the limitations that are inherent in any systems of internal control, the systems of internal control are designed to manage risk within tolerable levels rather than eliminate the risk of failure to achieve business objectives. Hence, such system by its nature can only provide reasonable and not absolute assurance against material misstatement, error or losses.

The Board has established an ongoing process for identifying, evaluating and managing the significant risks faced, or potentially exposed to, by the Group in pursuing its business objectives. This process has been in place throughout the financial year and up to the date of approval of the annual report. The adequacy and effectiveness of this process have been continually reviewed by the Board and are in accordance with the guidelines promulgated by the "Statement on Risk Management and Internal Control – A Guidance for Directors of Public Listed Companies" ("Internal Control Guidance").

The Board has received assurance from the Executive Director who also assumes the role of Chief Financial Officer that the Group's risk management and internal control system is operating adequately and effectively in all material aspects, based on the risk management and internal control system of the Group.

RISK MANAGEMENT FRAMEWORK

The Board together with the management practice proactive risks identification in the processes and activities of the Group, particularly in major proposed transactions, changes in nature of activities and/or operating environment which may entail different risks, and assess the appropriate risk response strategies and controls. Daily risk management of operations are delegated to assigned key management staff and head of departments.

Periodic meetings attended by key management staff and head of departments and are held to discuss key operational issues, business performance matters and appropriate mitigating controls, when necessary.

INTERNAL AUDIT

The Board acknowledges the importance of internal audit function and has outsourced its internal audit function to an independent professional consulting firm, KFF Advisory Sdn Bhd as part of its efforts to provide adequate and effective internal control systems. The performance of internal audit function is carried out in accordance with the annual audit plan approved by the Audit Committee.

The internal audit adopts a risk-based approach in developing its audit plan which addresses all the core auditable areas of the Group based on their risk profile. The audit focuses on high risk area to ensure that an adequate action plan has in place to improve the controls in place. The audit ascertains that the risks are effectively mitigated by the controls. On a quarterly basis or earlier as appropriate, the internal auditors' report to the Audit Committee on areas for improvement. The highlighted areas will be followed up closely to determine the extent of their recommendations that have been implemented by the management.

Based on the internal auditors' reports for the financial year ended 31 March 2025, there is reasonable assurance that the Group's systems of internal control are generally adequate and appear to be working satisfactorily. A number of minor weaknesses were identified during the financial year, all of which have been, or are being, addressed. None of the weaknesses have resulted in any material losses, contingencies or uncertainties that would require disclosure in the Group's annual report.

Statement on Risk Management and Internal Control

OTHER KEY ELEMENTS OF INTERNAL CONTROL

Apart from risk management and internal audit, the Group has put in place the following key elements of internal control:

- An organisation structure with well-defined scopes of responsibility, clear lines of accountability, and appropriate levels of delegated authority;
- A process of hierarchical reporting which provides a documented and auditable trail of accountability;
- A set of documented internal policies and procedures which is subject to regular review and improvement;
- Regular and comprehensive information provided to management, covering financial and operational performance and key business indicators, for effective monitoring and decision making;
- Regular visits to business units by members of the Board;
- Monitoring of the daily operations by the senior management.

REVIEW OF THIS STATEMENT BY EXTERNAL AUDITORS

As required by Paragraph 15.23 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the External Auditors have reviewed this Statement on Risk Management and Internal Control. Their limited assurance review was performed in accordance with Audit and Assurance Practice Guide 3 ("AAPG 3") issued by the Malaysian Institute of Accountants. The External Auditors have reported to the Board that nothing has come to their attention that causes them to believe that the statement is inconsistent with their understanding of the process adopted by the Board in reviewing the adequacy and integrity of the system of risk management and internal control.

CONCLUSION

The Board is of the view that there were no significant weaknesses in the current system of internal control of the Group that may have material impact on the operations of the Group for the financial year ended 31 March 2025. The Board and the management will continue to take necessary measures and ongoing commitment to strengthen and improve its risk management and internal control environment.

This statement is issued in accordance with a resolution of the Directors dated 25 July 2025.

Directors' Responsibility Statement

The Directors acknowledge their responsibility in ensuring that the financial statements of the Group and the Company give a true and fair view of the state of affairs of the Group and the Company at the end of the financial year and of their results and cash flows for the financial year then ended. The Directors have also ensured that the requirements of the Companies Act and those applicable approved accounting standards in Malaysia have been complied with. In preparing the financial statement, the Directors have:-

- applied consistently the appropriate accounting policies adopted;
- made reasonable and prudent judgments and estimates; and
- maintained proper accounting records to enable the preparation of the financial statements with reasonable accuracy.

In addition, the Directors are also responsible for keeping proper accounting records, which are disclosed with reasonable accuracy at any time the financial position of the Group and of the Company and taking reasonable steps to safeguard the assets of Group and of the Company and to prevent and detect frauds and other irregularities.

The Directors approved the financial statements for the year ended 31 March 2025 on 25 July 2025.

This statement was made in accordance with a Resolution of the Directors dated 25 July 2025.

Additional Compliance Information

The following information are provided in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad:-

1. UTILISATION OF PROCEEDS FROM CORPORATE PROPOSALS

During the financial year, there were no proceeds raised by the Company from any corporate proposal.

2. AUDIT AND NON-AUDIT FEES

The amount of audit and non-audit fees incurred for services rendered to the Company and its subsidiaries for the financial year ended 31 March 2025 by the Company's Auditors, or a firm or company affiliated to the Auditors' firm are as follow:-

Category	Audit Fees (RM)	Non-Audit Fees (RM)^
Company	42,000	10,000
Subsidiaries	91,000	25,500
Total	133,000	35,500

^ non-audit fees consist of reviewing of Statement on Risk Management and Internal Control and reviewing of Housing Development Accounts.

3. MATERIAL CONTRACTS INVOLVING DIRECTORS OR MAJOR SHAREHOLDERS' INTEREST

There were no material contracts entered into by the Company and its subsidiary companies involving the interests of the directors or major shareholders either still subsisting as at 31 March 2025 or entered into since the end of the previous financial year.

4. RECURRENT RELATED PARTY TRANSACTIONS

Other than as disclosed in Note 32 to the financial statements for the financial year ended 31 March 2025, there was no recurrent related party transaction of a revenue or trading nature entered into by the Group during the financial year ended 31 March 2025.

5. EMPLOYEES' SHARE OPTION SCHEME

The Employees' Share Option Scheme ("ESOS") of the Company was approved by shareholders at the Extraordinary General Meeting held on 10 November 2021. The effective date of implementation of the ESOS is on 24 November 2021 and will be in force for a period of five (5) years.

The maximum allocation of ESOS to Directors and employees of the Group shall not exceed 15% of the Company's total number of issued shares (excluding treasury shares, if any) at any point in time during the duration of the ESOS.

The details on the number of ESOS options granted, exercised, forfeited and outstanding since its commencement up to 31 March 2025 are as follows:-

	Total	Directors	Senior Management	Other Employees
Number of options granted	24,932,200	9,506,400	7,192,700	8,233,100
Number of options exercised	-	-	-	-
Number of options forfeited	-	-	-	-
Number of options outstanding	24,932,200	9,506,400	7,192,700	8,233,100

Directors' Report

For The Financial Year Ended 31 March 2025

The directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended **31 March 2025**.

PRINCIPAL ACTIVITIES

The principal activities of the Company in the course of the financial year remain unchanged and consist of investment holding and property letting.

The principal activities of the subsidiaries are disclosed in Note 7 to the financial statements.

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

RESULTS

	GROUP RM	COMPANY RM
Profit for the financial year	<u>5,127,781</u>	<u>1,524,826</u>
Attributable to:		
Owners of the Company	5,127,944	1,524,826
Non-controlling interest	<u>(163)</u>	<u>-</u>
	<u>5,127,781</u>	<u>1,524,826</u>

In the opinion of the directors, the results of the operations of the Group and of the Company for the financial year ended **31 March 2025** have not been substantially affected by any item, transaction or event of a material and unusual nature.

DIVIDENDS

There were no dividends declared or paid by the Company since the end of the previous financial year.

The directors do not recommend any final dividend payment for the financial year.

RESERVES AND PROVISIONS

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

SHARE CAPITAL AND DEBENTURE

During the financial year, the Company did not issue any share or debenture.

TREASURY SHARES

During the financial year, the Company did not repurchase or distribute any of its treasury shares.

As at 31 March 2025, the Company held 8,784,500 treasury shares out of the total 367,543,100 issued ordinary shares. Further relevant details are disclosed in Note 16 to the financial statements.

Directors' Report

For The Financial Year Ended 31 March 2025

WARRANTS

The salient features of the warrants are disclosed in Note 36 to the financial statements.

The details of the warrants issued to the directors are disclosed in the section of Directors' Interests in this report.

As at 21 November 2024, 57,493,372 unexercised warrants have lapsed upon the expiry of the warrants.

EMPLOYEES' SHARE OPTION SCHEME ("ESOS")

The ESOS is governed by the ESOS By-Laws and was approved by shareholders on 10 November 2021. The ESOS will be in force for a period of five years until 23 November 2026 and may be extended for a further period of up to five years, but will not in aggregate exceed 10 years from the implementation of the ESOS.

The salient features of the ESOS are disclosed in Note 37 to the financial statements.

The movement of the share options during the financial year is as follows:

Grant date	Exercise price RM	----- Number of share options over ordinary shares -----			
		Balance at 1.4.2024	Granted	Exercised	Balance at 31.3.2025
27.4.2022	0.2368	24,932,200	-	-	24,932,200

The details of the share options granted to the directors are disclosed in the section of Directors' Interests in this report.

DIRECTORS

The directors of the Company in office since the beginning of the financial year to the date of this report are:

Directors of the Company:

* Lee Thean Yew
 Lim Shiou Ghay
 Lee Chiong Meng
 Tan Chee Keong
 Loh Keow Lin

Directors of the subsidiaries:

Ooi Soon Hong
 Dato' Tean Kok Pin @ Teng Kok Pin
 Eugene Ooi-U Jin
 Roszalanhisham Bin Rosdi
 Ab Malik Bin Abdullah
 Mohammad Zubni Bin Ismail

* The director is also director of the Company's certain subsidiaries.

Directors' Report

For The Financial Year Ended 31 March 2025

DIRECTORS' INTERESTS IN SHARES

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

	----- Number of ordinary shares -----			
	Balance at 1.4.2024	Bought	Sold	Balance at 31.3.2025

The Company

Direct Interest:

Lee Thean Yew	1,561,400	-	-	1,561,400
Lim Shiou Ghay	5,098,000	-	-	5,098,000
Lee Chiong Meng	1,000,000	-	-	1,000,000

Deemed Interest:

¹ Lim Shiou Ghay	2,291,400	-	(2,291,400)	-
-----------------------------	-----------	---	-------------	---

	----- Number of warrants -----			
	Balance at 1.4.2024	Granted	Expired	Balance at 31.3.2025

The Company

Direct Interest:

Lee Thean Yew	15,350	-	(15,350)	-
Lim Shiou Ghay	974,500	-	(974,500)	-

Deemed Interest:

¹ Lim Shiou Ghay	1,534,000	-	(1,534,000)	-
-----------------------------	-----------	---	-------------	---

	----- Number of share options over ordinary shares -----			
	Balance at 1.4.2024	Granted	Exercised	Balance at 31.3.2025

The Company

Direct Interest:

Lee Thean Yew	2,376,600	-	-	2,376,600
Lim Shiou Ghay	2,376,600	-	-	2,376,600
Lee Chiong Meng	2,376,600	-	-	2,376,600
Tan Chee Keong	2,376,600	-	-	2,376,600

Note:

¹ Deemed interest pursuant to Section 8 of the Companies Act 2016 by virtue of his shareholdings in Epic Paradigm Sdn. Bhd.

Other than the above, none of the other directors holding office at the end of the financial year has any interests in shares, warrants and options in the Company and its related corporations during the financial year.

Directors' Report

For The Financial Year Ended 31 March 2025

DIRECTORS' REMUNERATION AND BENEFITS

During the financial year, the fees and other benefits received and receivable by the directors of the Company are as follows:

	COMPANY RM	SUBSIDIARIES RM	GROUP RM
Fees	150,000	-	150,000
Salaries, bonus and allowances	-	398,958	398,958
Defined contribution plan	-	47,880	47,880
Social security contribution	-	805	805
	150,000	447,643	597,643

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

During and at the end of the financial year, no arrangements subsisted to which the Company is a party, with the objects of enabling 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.

INDEMNITY AND INSURANCE FOR DIRECTORS AND OFFICERS

The amount of insurance premium paid for professional indemnity for the directors and officers of the Company during the financial year is RM23,770.

OTHER STATUTORY INFORMATION

Before the financial statements of the Group and of the Company were made out, the directors took reasonable steps:

- (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that there were no bad debts to be written off and no provision for doubtful debts was required; and
- (ii) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including their values as shown in the accounting records of the Group and of the Company 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 render it necessary to write off any bad debts or to make any provision for doubtful debts in the financial statements of the Group and of the Company; or
- (ii) which would render the values attributed to the current assets in the financial statements of the Group and of the Company misleading; or
- (iii) which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or
- (iv) not otherwise dealt with in this report or the financial statements which would render any amount stated in the financial statements misleading.

Directors' Report

For The Financial Year Ended 31 March 2025

OTHER STATUTORY INFORMATION (CONT'D)

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

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

In the opinion of the directors:

- (i) no contingent liability or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due; and
- (ii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the current financial year in which this report is made.

EVENT AFTER THE REPORTING PERIOD

The details of the event after the reporting period are disclosed in Note 38 to the financial statements.

AUDITORS

The auditors, **Grant Thornton Malaysia PLT**, have expressed their willingness to continue in office.

The total amount of fees paid to or receivable by the auditors and its affiliate as remuneration for their services to the Group and the Company for the financial year ended 31 March 2025 are as follows:

	GROUP RM	COMPANY RM
Statutory audit	131,500	42,000
Assurance related and non-audit services	35,000	10,000
Total	166,500	52,000

The Company has agreed to indemnify the auditors to the extent permissible under the provisions of the Companies Act 2016 in Malaysia. However, no payment has been made under this indemnity for the financial year.

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

.....
Lee Thean Yew

Penang,

Date: 25 July 2025

.....
Lim Shiou Ghay

Directors' Statement

In the opinion of the directors, the financial statements set out on pages 59 to 111 are properly 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 the financial position of the Group and of the Company as at **31 March 2025** and of their financial performance and cash flows for the financial year then ended.

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

.....
Lee Thean Yew

.....
Lim Shiou Ghay

Date: 25 July 2025

Statutory Declaration

I, **Lee Thean Yew**, the director primarily responsible for the financial management of **Acme Holdings Berhad**, do solemnly and sincerely declare that the financial statements set out on pages 59 to 111 are to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed at)
Penang, this 25th day of **July, 2025**)

.....
Lee Thean Yew
(MIA No. 6990)

Before me,

.....
Goh Suan Bee (P125)
Commissioner for Oaths

Independent Auditors' Report

To The Members of Acme Holdings Berhad

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Acme Holdings Berhad**, which comprise the statements of financial position as at **31 March 2025** of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 59 to 111.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at **31 March 2025** and of their financial performance and 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence and Other Ethical Responsibilities

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, 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.

Independent Auditors' Report

To The Members of Acme Holdings Berhad

Key Audit Matters (Cont'd)

Key Audit Matter	How Our Audit Addressed the Key Audit Matter
<p>Revenue and cost of sales in respect of property development activities <i>(Notes 3.2(ii), 21 and 22 to the financial statements)</i></p> <p>The Group's revenue mainly arises from the property development revenue (98% of total revenue) while the Group's cost of sales mainly arises from the property development costs (97% of total cost of sales).</p> <p>We identified revenue and cost of sales from property development activities as areas requiring audit focus as significant management's judgement and estimates are involved in estimating the stage of completion and the overall progress of the property development projects. For property development contracts where revenue is recognised over the time, the Group uses the input method which based on the property development costs ("PDC") incurred to-date as a proportion of the estimated total PDC to be incurred for the respective development projects in accounting for the progress toward complete satisfaction of the Group's performance obligation.</p>	<p>Our audit procedures in relation to the revenue and cost of sales in respect of property development activities included, amongst others, the following:</p> <ul style="list-style-type: none"> • Checked the reasonableness of the estimated total property development costs by agreeing to approved budgets, letter of awards, contracts and variation orders, if any, with contractors; • Examined the actual costs incurred to date, on a sampling basis, to the supporting evidences such as contractors' progress claims and architect certificates; • Corroborated the certified Percentage of Completion ("POC") with the level of completion based on actual costs incurred to date over the estimated total property development costs; • Reviewed the sale and purchase agreements entered into with the customers and obtained an understanding of the specific terms and conditions; • Assessed the timing of revenue recognition based on the understanding of the specific terms and conditions; • Performed test of details, on a sampling basis, on revenue from property development revenue to signed sale and purchase agreements; and • Checked the mathematical accuracy of POC and percentage of sales which will be applied to the revenue and cost of sales in respect of property development activities.

There is no key audit matter to be communicated in the audit of the separate financial statements of the Company.

Information Other than the Financial Statements and Auditors' Report Thereon

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

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, IFRS Accounting 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.

Independent Auditors' Report

To The Members of Acme Holdings Berhad

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.

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 scepticism 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.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the financial statements of the Group. We are responsible for the direction, supervision and review of the audit work performed for purposes 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 communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Independent Auditors' Report

To The Members of Acme Holdings Berhad

Other Matter

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

Grant Thornton Malaysia PLT
AF: 0737
201906003682 (LLP0022494-LCA)
Chartered Accountants

Yeap Bee Har
No. 03715/02/2027 J
Chartered Accountant

Penang

Date: 25 July 2025

Statements of Financial Position

As at 31 March 2025

		GROUP			COMPANY	
	NOTE	2025 RM	(Restated) 2024 RM	(Restated) 1.4.2023 RM	2025 RM	2024 RM
ASSETS						
Non-current assets						
Property, plant and equipment	4	2,277,321	1,457,089	638,041	1,945,386	-
Investment properties	5	67,433,581	5,707,715	5,985,234	5,430,197	5,707,715
Right-of-use asset	6	-	49,720	116,652	-	-
Investment in subsidiaries	7	-	-	-	96,638,224	48,777,660
Investment in a joint venture		-	-	82,734	-	-
Trade and other receivables	8	-	-	-	-	3,135,611
Deferred tax assets	9	13,000	-	-	-	-
		69,723,902	7,214,524	6,822,661	104,013,807	57,620,986
Current assets						
Inventory properties	10	45,423,165	45,129,834	73,208,495	-	-
Trade and other receivables	8	37,667,876	37,955,322	15,371,863	8,207,124	25,378,708
Contract assets	11	37,878,050	27,880,954	7,404,041	-	-
Contract costs	12	31,802,362	24,537,968	157,842	-	-
Other investment	13	183,200	175,050	162,850	183,200	175,050
Tax recoverable		653,717	161,445	196,306	255,268	-
Cash and bank balances	14	12,454,173	7,916,631	18,014,966	4,605,639	174,458
		166,062,543	143,757,204	114,516,363	13,251,231	25,728,216
TOTAL ASSETS		235,786,445	150,971,728	121,339,024	117,265,038	83,349,202

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

Statements of Financial Position

As at 31 March 2025

	NOTE	GROUP			COMPANY	
		2025 RM	(Restated) 2024 RM	(Restated) 1.4.2023 RM	2025 RM	2024 RM
EQUITY AND LIABILITIES						
Equity attributable to owners of the Company						
Share capital	15	91,448,465	91,448,465	91,448,465	91,448,465	91,448,465
Treasury shares	16	(13,873,523)	(13,873,523)	(13,873,523)	(13,873,523)	(13,873,523)
Share options reserve	17	2,302,039	2,302,039	2,302,039	2,302,039	2,302,039
Retained profits	18	38,743,221	33,615,277	26,773,353	3,824,371	2,299,545
		118,620,202	113,492,258	106,650,334	83,701,352	82,176,526
Non-controlling interests		33,893,723	-	-	-	-
Total equity		152,513,925	113,492,258	106,650,334	83,701,352	82,176,526
Non-current liabilities						
Borrowings	19	4,744,819	4,116,753	-	-	-
Lease liability	6	-	-	52,936	-	-
Deferred tax liabilities	9	1,161,221	1,362,513	1,555,213	478,748	411,836
		5,906,040	5,479,266	1,608,149	478,748	411,836
Current liabilities						
Trade and other payables	20	51,579,828	26,528,381	10,879,791	21,084,938	752,453
Borrowings	19	24,768,148	4,540,900	1,907,795	12,000,000	-
Lease liability	6	-	52,936	67,686	-	-
Contract liabilities	11	-	56,800	174,400	-	-
Tax payable		1,018,504	821,187	50,869	-	8,387
		77,366,480	32,000,204	13,080,541	33,084,938	760,840
Total liabilities		83,272,520	37,479,470	14,688,690	33,563,686	1,172,676
TOTAL EQUITY AND LIABILITIES		235,786,445	150,971,728	121,339,024	117,265,038	83,349,202

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

Statements of Comprehensive Income

For The Financial Year Ended 31 March 2025

	NOTE	GROUP		COMPANY	
		2025 RM	2024 RM	2025 RM	2024 RM
Revenue	21	82,602,053	61,085,765	1,178,440	1,198,440
Cost of sales	22	(69,443,179)	(48,239,716)	-	-
Gross profit		13,158,874	12,846,049	1,178,440	1,198,440
Other income	23	675,791	534,464	1,659,517	21,650
Administrative expenses		(5,491,430)	(4,132,736)	(1,175,297)	(980,098)
Operating profit		8,343,235	9,247,777	1,662,660	239,992
Finance costs	24	(1,179,995)	(300,497)	(183,252)	-
Finance income	25	103,587	254,798	151,891	1,290,926
Share of results of a joint venture		-	(35,423)	-	-
Profit before tax	26	7,266,827	9,166,655	1,631,299	1,530,918
Taxation	28	(2,139,046)	(2,324,731)	(106,473)	(435,869)
Total comprehensive income for the financial year		5,127,781	6,841,924	1,524,826	1,095,049
Total comprehensive income attributable to:					
Owners of the Company		5,127,944	6,841,924	1,524,826	1,095,049
Non-controlling interest		(163)	-	-	-
		5,127,781	6,841,924	1,524,826	1,095,049
Earnings per share attributable to owners of the Company (sen)	29				
- Basic		1.43	1.91		
- Diluted		1.43	1.91		

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

Consolidated Statement of Changes in Equity

For The Financial Year Ended 31 March 2025

Attributable to Owners of the Company -----						
	Share Capital RM	Treasury Shares RM	Non-distributable Share Options Reserve RM	Retained Profits RM	Total RM	Non-controlling Interests RM
2025						
Balance at beginning	91,448,465	(13,873,523)	2,302,039	33,615,277	113,492,258	-
Total comprehensive income for the financial year	-	-	-	5,127,944	5,127,944	(163)
Transactions with owners of the Company:						
Non-controlling interests arising from acquisition of subsidiary	-	-	-	-	-	33,893,886
Balance at end	91,448,465	(13,873,523)	2,302,039	38,743,221	118,620,202	33,893,723
2024						
Balance at beginning	91,448,465	(13,873,523)	2,302,039	26,773,353	106,650,334	-
Total comprehensive income for the financial year	-	-	-	6,841,924	6,841,924	-
Balance at end	91,448,465	(13,873,523)	2,302,039	33,615,277	113,492,258	-

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

Statement of Changes in Equity

For The Financial Year Ended 31 March 2025

	----- Attributable to Owners of the Company -----				
	Share Capital RM	Treasury Shares RM	Non- distributable Share Options Reserve RM	Retained Profits RM	Total Equity RM
2025					
Balance at beginning	91,448,465	(13,873,523)	2,302,039	2,299,545	82,176,526
Total comprehensive income for the financial year	-	-	-	1,524,826	1,524,826
Balance at end	91,448,465	(13,873,523)	2,302,039	3,824,371	83,701,352
2024					
Balance at beginning	91,448,465	(13,873,523)	2,302,039	1,204,496	81,081,477
Total comprehensive income for the financial year	-	-	-	1,095,049	1,095,049
Balance at end	91,448,465	(13,873,523)	2,302,039	2,299,545	82,176,526

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

Statements of Cash Flows

For The Financial Year Ended 31 March 2025

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax	7,266,827	9,166,655	1,631,299	1,530,918
Adjustments for:				
Accretion of interest on lease liability	921	4,314	-	-
Deposit forfeited	(4,969)	(3,900)	-	-
Depreciation of:				
- investment properties	277,518	277,519	277,518	277,519
- property, plant and equipment	406,767	372,545	54,614	-
- right-of-use asset	33,466	66,932	-	-
Dividend income	(9,350)	(8,700)	(1,648,750)	(8,700)
Fair value gain on other investment designated at fair value through profit or loss ("FVTPL")	(8,150)	(12,200)	(8,150)	(12,200)
Gain on disposal of investment in a joint venture	-	(102,689)	-	-
Gain on derecognition of right-of-use asset and lease liability	(1,603)	-	-	-
Interest expenses	1,121,928	246,123	183,252	-
Interest income	(103,587)	(254,798)	(151,891)	(1,290,926)
Property, plant and equipment written off	1,072,130	-	-	-
Share of results of a joint venture	-	35,423	-	-
Unwinding discount on retention sum payables	(630,645)	(387,593)	-	-
Operating profit before working capital changes	9,421,253	9,399,631	337,892	496,611
Changes in:				
Inventory properties	(293,331)	7,122,869	-	-
Receivables	6,522,903	(22,471,975)	(42,625)	2,813,774
Contract assets	(9,997,096)	(20,476,913)	-	-
Contract cost	(7,264,394)	(3,424,334)	-	-
Payables	13,710,014	16,040,083	(163,120)	136,683
Contract liabilities	(56,800)	(117,600)	-	-
Cash generated from/(used in) operations	12,042,549	(13,928,239)	132,147	3,447,068
Income tax paid	(2,648,293)	(2,039,699)	(303,216)	(474,487)
Income tax refunded	-	327,447	-	-
Interest paid	(1,121,928)	(246,123)	(183,252)	-
Net cash from/(used in) operating activities/ Balance carried forward	8,272,328	(15,886,614)	(354,321)	2,972,581

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

Statements of Cash Flows

For The Financial Year Ended 31 March 2025

	NOTE	GROUP		COMPANY	
		2025 RM	2024 RM	2025 RM	2024 RM
Balance brought forward		8,272,328	(15,886,614)	(354,321)	2,972,581
CASH FLOWS FROM INVESTING ACTIVITIES					
Cash outflows from acquisition of subsidiaries	(i)	(22,367,908)	-	-	-
Proceeds from disposal of investment in a joint venture		-	150,000	-	150,000
Dividend received		9,350	8,700	1,648,750	8,700
Interest received		103,587	143,314	3,735	15,143
Additions of investment in subsidiaries		-	-	(31,296,718)	-
Additions of property, plant and equipment		(2,299,129)	(1,191,593)	(2,000,000)	-
Withdrawal of fixed deposits with a licensed bank		-	4,143,885	-	-
Net cash (used in)/from investing activities		(24,554,100)	3,254,306	(31,644,233)	173,843
CASH FLOWS FROM FINANCING ACTIVITIES					
Net change in subsidiaries' balances		-	-	24,429,735	(5,066,775)
Drawdown of revolving credit	A	12,000,000	-	12,000,000	-
Drawdown of term loans	A	16,630,672	3,465,131	-	-
Repayment of term loans	A	(8,810,998)	-	-	-
Repayment of lease liability	A	(36,000)	(72,000)	-	-
Net cash from/(used in) financing activities		19,783,674	3,393,131	36,429,735	(5,066,775)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		3,501,902	(9,239,177)	4,431,181	(1,920,351)
CASH AND CASH EQUIVALENTS AT BEGINNING		4,631,904	13,871,081	174,458	2,094,809
CASH AND CASH EQUIVALENTS AT END		8,133,806	4,631,904	4,605,639	174,458

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

Statements of Cash Flows

For The Financial Year Ended 31 March 2025

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM

Represented by:

Fixed deposits with a licensed bank	162,996	-	162,996	-
Cash in hand and at banks	12,291,177	7,916,631	4,442,643	174,458
Bank overdraft	(4,320,367)	(3,284,727)	-	-
	<u>8,133,806</u>	<u>4,631,904</u>	<u>4,605,639</u>	<u>174,458</u>

(i) Cash outflows from acquisition of a subsidiary

Investment properties	62,003,384	-	-	-
Receivables	8,235,457	-	-	-
Cash and bank balances	9,371	-	-	-
Payables	(13,977,047)	-	-	-
Net tangible assets	56,271,165	-	-	-
Non-controlling interest	(33,893,886)	-	-	-
Total purchase consideration	22,377,279	-	-	-
Less: Cash and bank balances	(9,371)	-	-	-
Net cash outflows from acquisition	<u>22,367,908</u>	<u>-</u>	<u>-</u>	<u>-</u>

A. Liabilities arising from financing activities

Reconciliation between the opening and closing balances in the statements of financial position for liabilities arising from financing activities is as follows:

	Balance at beginning RM	Cash flows RM	Others ¹ RM	Balance at end RM
--	-------------------------------	------------------	---------------------------	-------------------------

GROUP

2025

Borrowings excluding bank overdraft	5,372,926	19,819,674	-	25,192,600
Lease liability	52,936	(36,000)	(16,936)	-
Total liabilities arising from financing activities	<u>5,425,862</u>	<u>19,783,674</u>	<u>(16,936)</u>	<u>25,192,600</u>

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

Statements of Cash Flows

For The Financial Year Ended 31 March 2025

A. Liabilities arising from financing activities (Cont'd)

Reconciliation between the opening and closing balances in the statements of financial position for liabilities arising from financing activities is as follows: (Cont'd)

	Balance at beginning RM	Cash flows RM	Others ¹ RM	Balance at end RM
--	-------------------------------	------------------	---------------------------	-------------------------

GROUP (CONT'D)

2024

Borrowings excluding bank overdraft	1,907,795	3,465,131	-	5,372,926
Lease liability	120,622	(72,000)	4,314	52,936
Total liabilities arising from financing activities	2,028,417	3,393,131	4,314	5,425,862

COMPANY

2025

Amount due (from)/to subsidiaries, net	(25,176,958)	24,429,735	16,415,690	15,668,467
--	--------------	------------	------------	------------

Note:

¹ The others consists of non-cash item represented by:

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Accretion of interest on lease liability	921	4,314	-	-
Derecognition on the lease liability	(17,857)	-	-	-
Interest income	-	-	(148,156)	-
Increase investment in subsidiaries	-	-	16,563,846	-
	(16,936)	4,314	16,415,690	-

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

Notes to The Financial Statements

31 March 2025

1. CORPORATE INFORMATION

General

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

The registered office of the Company is located at 51-8-A, Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 George Town, Penang.

The principal place of business of the Company is located at 488A-16-01, Office Tower, Kompleks Midlands Park, Jalan Burma, 10350 George Town, Penang.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 25 July 2025.

Principal Activities

The principal activities of the Company in the course of the financial year remain unchanged and consist of investment holding and property letting.

The principal activities of the subsidiaries are disclosed in Note 7 to the financial statements.

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

2. BASIS OF PREPARATION

2.1 Statement of Compliance

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

2.2 Basis of Measurement

The financial statements of the Group and of the Company are prepared under the historical cost convention, except for other investment that is measured at fair values.

The statement of financial position of the Company shows a deficiency in working capital of RM19,833,707 as at the end of the reporting period. The financial statements of the Company are prepared on going concern basis as the subsidiaries of the Company has agreed not to demand repayment in the next twelve months unless the funds of the Company permit repayment and such repayment will not adversely affect the ability of the Company to meet its liabilities as and when they fall due.

2.3 Functional and Presentation Currency

The financial statements are presented in Ringgit Malaysia ("RM") which is also the Company's functional currency.

2.4 Adoption of Amendments to MFRSs

The accounting policies adopted by the Group and by the Company are consistent with those of the previous financial years except for the adoption of the following amendments to MFRSs that are mandatory for the current financial year:

Effective for annual periods beginning on or after 1 January 2024

Amendments to MFRS 16 Leases: Lease Liability in a Sale and Leaseback

Amendments to MFRS 101 Presentation of Financial Statements: Non-Current Liabilities with Covenants

Amendments to MFRS 101 Presentation of Financial Statements: Classification of Liabilities as Current or Non-Current

Amendments to MFRS 107 Statement of Cash Flows and MFRS 7 Financial Instruments: Disclosures - Supplier Finance Arrangements

Initial application for the above amendments to MFRSs did not have any material impact to the financial statements of the Group and of the Company upon adoption.

Notes to The Financial Statements

31 March 2025

2. BASIS OF PREPARATION (CONT'D)

2.5 Standards/Amendments to MFRSs Issued But Not Yet Effective

The following are accounting standards/amendments to MFRSs that have been issued by the Malaysian Accounting Standards Board but are not yet effective for the Group and for the Company:

Effective for annual period beginning on or after 1 January 2025

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

Effective for annual period beginning on or after 1 January 2026

Amendments to MFRS 9 Financial Instruments and MFRS 7 Financial Instruments: Disclosures - Amendments to the Classification and Measurement of Financial Instruments

Annual Improvements to MFRS Accounting Standards - Volume 11

Amendments to MFRS 9 Financial Instruments and MFRS 7 Financial Instruments: Disclosures - Contracts Referencing Nature - dependent Electricity

Effective for annual period beginning on or after 1 January 2027

MFRS 18 Presentation and Disclosure in Financial Statements

MFRS 19 Subsidiaries without Public Accountability: Disclosures

Effective date yet to be confirmed

Amendments to MFRS 10 Consolidated Financial Statements and MFRS 128 Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The initial application of the above new standards/amendments to MFRSs is not expected to have any material impact to the financial statements of the Group and of the Company upon adoption, except for *MFRS 18 Presentation and Disclosure in Financial Statements*.

MFRS 18 introduces new requirements on presentation within the statements of profit or loss, including specified totals and subtotals. It also requires disclosure of management-defined performance measures and includes new requirements for aggregation and disaggregation of financial information based on the identified 'roles' of the primary financial statements and the notes. In addition, there are consequential amendments to *MFRS 107 Statement of Cash Flows* and *MFRS 134 Interim Financial Reporting*.

The amendments will have an impact on the Group's and on the Company's presentation of statements of comprehensive income, statements of cash flows and additional disclosures in the notes to the financial statements but not on the measurement or recognition of any items in the Group's and the Company's financial statements.

The Group is currently assessing the impact of *MFRS 18* and plans to adopt the new standard on the required effective date.

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

3.1 Judgements made in applying accounting policies

There is no significant areas of critical judgement in applying accounting policies that have any significant effect on the amount recognised in the financial statements.

Notes to The Financial Statements

31 March 2025

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

3.2 Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(i) Property development activities

As revenue from ongoing property development activities are recognised over time, the amount of revenue recognised at the reporting date depends on the extent to which the performance obligation has been satisfied. This is done by determining the stage of completion. The stage of completion is determined by the proportion that property development or contract costs incurred for work performed to date bear to the estimated total property development or contract costs.

Significant judgement is required in determining the stage of completion, the extent of the development and contract costs incurred, the estimated total revenue and total costs and the recoverability of the development project and contract cost. In making these judgements, management relies on past experience and, if necessary, the work of specialists.

(ii) Inventory properties

Inventory properties are stated at the lower of cost and net realisable value ("NRV").

NRV for completed development units is assessed by reference to market conditions and prices existing as at the end of the reporting period and is determined by the Group, based on comparable transactions identified by the Group for properties in the same geographical market serving the same real estate segment.

NRV in respect of property development costs is assessed with reference to market prices as at the end of the reporting period for similar completed property, less estimated costs to complete the development and the estimated costs necessary to make the sale, taking into account the time value of money, if material.

The carrying amount of the Group's inventory properties as at the end of the reporting period is disclosed in Note 10 to the financial statements.

(iii) Employees' share option

The Group and the Company measure the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

The assumptions and model used for estimating fair value for share-based payment transactions, sensitivity analysis and the carrying amounts are disclosed in Note 37 to the financial statements.

Notes to The Financial Statements

31 March 2025

4. PROPERTY, PLANT AND EQUIPMENT

GROUP

	Buildings RM	Office equipment, furniture and fittings RM	Motor vehicle RM	Capital work-in- progress RM	Total RM
2025					
At cost					
Balance at beginning	1,517,890	364,750	195,494	-	2,078,134
Additions	1,567,500	531,629	200,000	-	2,299,129
Written off	(1,496,320)	(207,444)	-	-	(1,703,764)
Balance at end	1,589,070	688,935	395,494	-	2,673,499
Accumulated depreciation					
Balance at beginning	315,025	110,526	195,494	-	621,045
Current charge	270,385	116,382	20,000	-	406,767
Written off	(559,893)	(71,741)	-	-	(631,634)
Balance at end	25,517	155,167	215,494	-	396,178
Carrying amount	1,563,553	533,768	180,000	-	2,277,321
2024					
At cost					
Balance at beginning	104,440	125,007	195,494	461,600	886,541
Additions	119,430	239,743	-	832,420	1,191,593
Reclassification	1,294,020	-	-	(1,294,020)	-
Balance at end	1,517,890	364,750	195,494	-	2,078,134
Accumulated depreciation					
Balance at beginning	5,802	52,370	190,328	-	248,500
Current charge	309,223	58,156	5,166	-	372,545
Balance at end	315,025	110,526	195,494	-	621,045
Carrying amount	1,202,865	254,224	-	-	1,457,089

Notes to The Financial Statements

31 March 2025

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

COMPANY

	Buildings RM	Office equipment, furniture and fittings RM	Total RM
2025			
At cost			
Addition/Balance at end	<u>1,567,500</u>	<u>432,500</u>	<u>2,000,000</u>
Accumulated depreciation			
Current charge/Balance at end	<u>11,364</u>	<u>43,250</u>	<u>54,614</u>
Carrying amount	<u>1,556,136</u>	<u>389,250</u>	<u>1,945,386</u>

Material accounting policy information

Property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses.

Property, plant and equipment are depreciated on the straight-line method to write off the cost of each asset to its residual value over its estimated useful life, at the following annual rates:

Buildings	1.45% - 33.33%
Office equipment, furniture and fittings	20% - 33.33%
Motor vehicle	20%

Capital work-in-progress represents assets under construction, and which is not ready for commercial use at the end of the reporting period. Capital work-in-progress is stated at cost and is transferred to the relevant category of assets and depreciated accordingly when the assets are completed and ready for commercial use. Capital work-in-progress is not depreciated until the assets are ready for their intended use.

Notes to The Financial Statements

31 March 2025

5. INVESTMENT PROPERTIES

GROUP

	Freehold land RM	Leasehold land RM	Buildings RM	Total RM
2025				
At cost				
Balance at beginning	-	1,063,509	12,987,888	14,051,397
Acquisition of subsidiaries	62,003,384	-	-	62,003,384
Balance at end	62,003,384	1,063,509	12,987,888	76,054,781
Accumulated depreciation				
Balance at beginning	-	605,134	7,738,548	8,343,682
Current charge	-	17,760	259,758	277,518
Balance at end	-	622,894	7,998,306	8,621,200
Carrying amount	62,003,384	440,615	4,989,582	67,433,581
2024				
At cost				
Balance at beginning/end	-	1,063,509	12,987,888	14,051,397
Accumulated depreciation				
Balance at beginning	-	587,373	7,478,790	8,066,163
Current charge	-	17,761	259,758	277,519
Balance at end	-	605,134	7,738,548	8,343,682
Carrying amount	-	458,375	5,249,340	5,707,715

Notes to The Financial Statements

31 March 2025

5. INVESTMENT PROPERTIES (CONT'D)

COMPANY

	Leasehold land RM	Buildings RM	Total RM
2025			
At cost			
Balance at beginning/end	<u>1,063,509</u>	<u>12,987,888</u>	<u>14,051,397</u>
Accumulated depreciation			
Balance at beginning	<u>605,134</u>	<u>7,738,548</u>	<u>8,343,682</u>
Current charge	<u>17,760</u>	<u>259,758</u>	<u>277,518</u>
Balance at end	<u>622,894</u>	<u>7,998,306</u>	<u>8,621,200</u>
Carrying amount	<u>440,615</u>	<u>4,989,582</u>	<u>5,430,197</u>
2024			
At cost			
Balance at beginning/end	<u>1,063,509</u>	<u>12,987,888</u>	<u>14,051,397</u>
Accumulated depreciation			
Balance at beginning	<u>587,373</u>	<u>7,478,790</u>	<u>8,066,163</u>
Current charge	<u>17,761</u>	<u>259,758</u>	<u>277,519</u>
Balance at end	<u>605,134</u>	<u>7,738,548</u>	<u>8,343,682</u>
Carrying amount	<u>458,375</u>	<u>5,249,340</u>	<u>5,707,715</u>

- (i) The investment properties of the Group and of the Company have an open market value of approximately **RM91,100,000** (2024: RM16,860,000). The valuations are performed by an independent professional valuer using the market comparison approach. The appraised values were derived from observable prices per square foot for comparable properties in similar locations (i.e., Level 3).
- (ii) The leasehold land amounting to **RM411,241** (2024: Nil) is pledged to licensed banks as securities for banking facilities granted to the Company as disclosed in Note 19 to the financial statements.

Notes to The Financial Statements

31 March 2025

5. INVESTMENT PROPERTIES (CONT'D)

COMPANY (CONT'D)

(iii) Company as lessor

The Company have entered into operating leases on its investment properties. These leases have terms of between one to three years.

The following are recognised in profit or loss in respect of investment properties:

	COMPANY	
	2025 RM	2024 RM
Rental income from income generating properties	1,178,440	1,198,440
Direct operating expenses arising from income generating properties	<u>(425,544)</u>	<u>(432,746)</u>

Future minimum rental receivables under non-cancellable operating leases as at the end of the reporting period are as follows:

	2025 RM	2024 RM
Within one year	<u>-</u>	<u>1,108,440</u>

Material accounting policy information

Investment properties are stated at cost less accumulated depreciation and any accumulated impairment losses.

Freehold land is not depreciated as it has an indefinite life.

Leasehold land and buildings are depreciated on the straight-line method to write off the cost to their residual values over their lease term of 60 years and estimated useful lives at 2% per annum respectively.

Notes to The Financial Statements

31 March 2025

6. RIGHT-OF-USE ASSET AND LEASE LIABILITY

Group as a lessee

The Group has a lease contract for office used in its operations that has lease terms of three years. The lease contract restricts the Group from assigning and subleasing the leased asset.

Right-of-use asset

Set out below are the carrying amount of right-of-use asset and the movements during the financial year:

GROUP

	2025 RM	Office 2024 RM
Balance at beginning	49,720	116,652
Depreciation	(33,466)	(66,932)
Derecognition	(16,254)	-
Balance at end	-	49,720

Lease liability

Set out below are the carrying amount of lease liability and the movements during the financial year:

GROUP

	2025 RM	Office 2024 RM
Balance at beginning	52,936	120,622
Accretion of interest	921	4,314
Payments	(36,000)	(72,000)
Derecognition	(17,857)	-
Balance at end	-	52,936

The maturity analysis of lease liability is disclosed in Note 33.4 to the financial statements.

Notes to The Financial Statements

31 March 2025

6. RIGHT-OF-USE ASSET AND LEASE LIABILITY (CONT'D)

The following are the amounts recognised in profit or loss:

	GROUP	
	2025 RM	2024 RM
Depreciation of right-of-use asset	33,466	66,932
Accretion of interest on lease liability	921	4,314
Gain on derecognition of right-of-use asset and lease liability	(1,603)	-
Total amount recognised in profit or loss	32,784	71,246

The total cash outflows for lease during the financial year is **RM36,000** (2024: RM72,000).

Material accounting policy information

Right-of-use asset

The Group applies a single recognition and measurement approach for the lease.

Right-of-use asset is depreciated on a straight-line basis over its lease term of 36 months.

7. INVESTMENT IN SUBSIDIARIES

	COMPANY	
	2025 RM	2024 RM
Unquoted shares, at cost		
Balance at beginning	47,133,930	47,133,930
Additions	47,860,564	-
Balance at end	94,994,494	47,133,930
Employees' share option scheme granted to employees of subsidiaries	1,643,730	1,643,730
	96,638,224	48,777,660

Notes to The Financial Statements

31 March 2025

7. INVESTMENT IN SUBSIDIARIES (CONT'D)

The details of the subsidiaries, all of which were incorporated and principal place of business in Malaysia, are as follows:

Name of entities	Effective equity interest		Principal activities
	2025 %	2024 %	
Direct subsidiaries			
Welcome Properties Sdn. Bhd. ("WPSB")	100	100	Property development.
Focal Products Sdn. Bhd. ("FPSB")	100	100	Property development.
Medan Tropika Sdn. Bhd. ("MTSB")	100	100	Property development.
Ayana Bayu Sdn. Bhd.	100	100	Property development.
Lagenda Etika Sdn. Bhd. ("LESB")	100	100	Property development.
Pacific Horizon Sdn. Bhd. ("PHSB")	100	-	Investment holding.
Pedoman Canggih Sdn. Bhd. ("PCSB")	50	-	Investment holding.
Indirect – held through PCSB			
Paya Trubong Estate Limited	50	-	Investment holding.

7.1 Acquisition of subsidiaries

2025

- (i) On 28 May 2024, the Company had subscribed to 1 ordinary share in PHSB, representing 100% equity interest in PHSB for total cash consideration of RM1.

Subsequently, the Company has subscribed additional 4,999 ordinary shares issued by PHSB by way of offsetting with the debts owing from PHSB amounting to RM3,671 and by way of cash consideration amounting to RM1,328. There is no changes in the percentage of effective equity interest in PHSB subsequent to the acquisition of ordinary shares.

- (ii) On 23 January 2025, the Company has entered into a Share Sale Agreement with Bon Holdings Sdn. Bhd. to acquire 1 ordinary share, representing 50% equity interest of PCSB, for a total purchase consideration of RM22,377,279. The acquisition had been completed during the financial year.

Although the Group owns only half of the equity interest and the voting power of PCSB, the directors have determined that the Group controls PCSB. The Group has the control over PCSB by virtue of the ability to manage the corporate matters, financial and operating policies and decisions. Consequently, the Group consolidates its investment in the PCSB.

7.2 Increased in investment in subsidiaries

2025

FPSB

In the current financial year, the Company has subscribed additional 4,034,890 ordinary shares issued by FPSB by way of offsetting with the debts owing from FPSB amounting to RM3,999,390 and by way of cash consideration amounting to RM35,500. There is no changes in the percentage of effective equity interest in FPSB subsequent to the acquisition of ordinary shares.

WPSB

In the current financial year, the Company has subscribed additional 16,412,157 ordinary shares issued by WPSB by way of offsetting with the debts owing from WPSB amounting to RM15,750,157 and by way of cash consideration amounting to RM662,000. There is no changes in the percentage of effective equity interest in WPSB subsequent to the acquisition of ordinary shares.

Notes to The Financial Statements

31 March 2025

7. INVESTMENT IN SUBSIDIARIES (CONT'D)

7.2 Increased in investment in subsidiaries (Cont'd)

MTSB

In the current financial year, the Company has subscribed additional 484,486 ordinary shares issued by MTSB by way of offsetting with the debts owing from MTSB amounting to RM205,878 and by way of cash consideration amounting to RM278,608. There is no changes in the percentage of effective equity interest in MTSB subsequent to the acquisition of ordinary shares.

LESB

In the current financial year, the Company has subscribed additional 4,546,750 ordinary shares issued by LESB by way of offsetting with the debts owing from LESB amounting to RM204,750 and by way of cash consideration amounting to RM4,342,000. There is no changes in the percentage of effective equity interest in LESB subsequent to the acquisition of ordinary shares.

7.3 Subsidiaries with material non-controlling interests ("NCI")

The Group's subsidiaries, namely PCSB and its subsidiary ("PCSB GROUP") that have material NCI are as follows:

	PCSB GROUP RM
2025	
Carrying amount of NCI (RM)	30,783,728
Loss allocated to NCI (RM)	<u>(163)</u>

The summary of financial information before intra-group elimination for the Group's subsidiaries that have material NCI is as below:

	PCSB GROUP RM
Financial position as at 31 March 2025	
Non-current assets	67,300,000
Current assets	8,244,503
Current liabilities	<u>(13,977,047)</u>
Net assets	<u>61,567,456</u>
Summary of financial performance for the financial year ended 31 March 2025	
Loss for the financial year, representing total comprehensive loss for the financial year	(325)
Summary of cash flows for the financial year ended 31 March 2025	
Net cash generated from:	
Operating activities	<u>3,402</u>
Net change in cash and cash equivalents	<u>3,402</u>

Material accounting policy information

Investment in subsidiaries are measured at cost less any impairment losses in the Company's separate financial statements.

Notes to The Financial Statements

31 March 2025

8. TRADE AND OTHER RECEIVABLES

		GROUP		COMPANY	
	NOTE	2025 RM	2024 RM	2025 RM	2024 RM
Non-current					
Other receivables					
Amount due from subsidiaries	8.1				
- Interest bearing at 4.97% (2024: 5.34%) per annum		-	-	-	2,724,982
- Non-interest bearing		-	-	-	410,629
		-	-	-	3,135,611
Current					
Trade receivables					
Third parties	8.1	5,093,704	4,767,685	-	-
Retention sum receivables		249,900	249,900	-	-
		5,343,604	5,017,585	-	-
Other receivables					
Sundry receivables		9,636,212	1,289,723	52,551	1,065
Amount due from subsidiaries	8.2				
- Interest bearing at 4.97% (2024: 5.34%) per annum		-	-	2,937,138	-
- Non-interest bearing		-	-	1,890,000	22,041,347
Deposits	8.3				
- Refundable		16,490,181	29,062,823	3,260,105	3,254,105
- Non-refundable		2,500,000	2,500,000	-	-
Prepayments		3,697,879	85,191	67,330	82,191
		32,324,272	32,937,737	8,207,124	25,378,708
Total current trade and other receivables		37,667,876	37,955,322	8,207,124	25,378,708
Total trade and other receivables		37,667,876	37,955,322	8,207,124	28,514,319

Notes to The Financial Statements

31 March 2025

8. TRADE AND OTHER RECEIVABLES (CONT'D)

8.1 Trade receivables

The trade receivables are non-interest bearing and generally on **30 days** (2024: 30 days) credit terms. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

8.2 Amount due from subsidiaries

The amount due from subsidiaries are unsecured and classified based on the expected timing of realisation.

8.3 Deposits

Included in the refundable deposits of the Group is an amount of **RM13,077,556** (2024: RM25,645,298) paid to Pelana Tenggara Sdn. Bhd. ("PTSB") in which major shareholder of PTSB is an immediate family member of a substantial shareholder of the Company. The amount is paid to PTSB who acts in the capacity of main-contractor.

Included in the refundable deposits of the Group and of the Company are deposits paid amounting to **RM3,240,000** (2024: RM3,240,000) pursuant to the Sale and Purchase Agreement dated 28 January 2022 entered between the Company and Ramsey Properties Sdn. Bhd. in relation to the acquisition of 6 units of properties for a total consideration of RM8,000,000.

Included in the non-refundable deposit of the Group is deposit paid amounting to **RM2,500,000** (2024: RM2,500,000) pursuant to the Joint Venture Agreement dated 7 November 2022 entered between the Company and Koperasi Kampung Melayu Balik Pulau Berhad to jointly develop seven (7) pieces of land located at Balik Pulau, Pulau Pinang into a multi-phased integrated development.

9. DEFERRED TAX (ASSETS)/LIABILITIES

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Balance at beginning	1,362,513	1,555,213	411,836	411,836
Recognised in profit or loss	(20,057)	(144,700)	66,147	-
	1,342,456	1,410,513	477,983	411,836
(Over)/Under provision in prior year	(194,235)	(48,000)	765	-
Balance at end	1,148,221	1,362,513	478,748	411,836

Notes to The Financial Statements

31 March 2025

9. DEFERRED TAX (ASSETS)/LIABILITIES (CONT'D)

The recognised deferred tax (assets)/liabilities, after appropriate offsetting, are as follows:

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Deferred tax assets	(13,000)	-	-	-
Deferred tax liabilities	<u>1,161,221</u>	<u>1,362,513</u>	<u>478,748</u>	<u>411,836</u>
	<u>1,148,221</u>	<u>1,362,513</u>	<u>478,748</u>	<u>411,836</u>

The deferred tax (assets)/liabilities at the end of the reporting period are made up of the temporary differences arising from:

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Property, plant and equipment	73,912	(1,000)	66,912	-
Investment properties	411,836	411,836	411,836	411,836
Right-of-use asset	-	12,000	-	-
Lease liability	-	(13,000)	-	-
Property development costs	682,473	896,677	-	-
Other deductible temporary differences	<u>(20,000)</u>	<u>56,000</u>	<u>-</u>	<u>-</u>
	<u>1,148,221</u>	<u>1,362,513</u>	<u>478,748</u>	<u>411,836</u>

The following deferred tax assets have not been recognised as at the end of the reporting period as it is not probable that future taxable profit will be available against which they may be utilised.

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Unused tax losses	160,319	-	160,319	-
Unabsorbed capital allowances	324,957	324,957	324,957	324,957
Unabsorbed reinvestment allowance	<u>70,291</u>	<u>70,291</u>	<u>70,291</u>	<u>70,291</u>
	<u>555,567</u>	<u>395,248</u>	<u>555,567</u>	<u>395,248</u>

Notes to The Financial Statements

31 March 2025

9. DEFERRED TAX (ASSETS)/LIABILITIES (CONT'D)

The gross amount and future availability of unused tax losses, unabsorbed capital allowances and unabsorbed reinvestment allowance which are available to be carried forward for set-off against future taxable income are estimated as follows:

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Unused tax losses	160,319	-	160,319	-
Unabsorbed capital allowances	324,957	324,957	324,957	324,957
Unabsorbed reinvestment allowance	<u>70,291</u>	<u>70,291</u>	<u>70,291</u>	<u>70,291</u>

Unabsorbed reinvestment allowance at the end of the qualifying reinvestment allowance period of fifteen years can be carried forward for seven consecutive YAs. However, unabsorbed capital allowances can be carried forward indefinitely.

The unabsorbed reinvestment allowance will be disregarded in YA 2026. The unused tax losses will be disregarded in YA 2036.

10. INVENTORY PROPERTIES

	NOTE	GROUP	
		2025 RM	(Restated) 2024 RM
Property development costs	10.1	45,423,165	44,967,135
Completed development units	10.2	-	162,699
		<u>45,423,165</u>	<u>45,129,834</u>

10.1 Property development costs

GROUP

	Freehold land RM	Development costs RM	Total RM
2025			
Balance at beginning	39,328,277	26,594,650	65,922,927
Costs capitalised during the financial year	-	73,676,932	73,676,932
Transfer to contract costs	(21,032,437)	(5,873,607)	(26,906,044)
Recognised during the financial year	<u>(11,325,338)</u>	<u>(55,945,312)</u>	<u>(67,270,650)</u>
Balance at end	<u>6,970,502</u>	<u>38,452,663</u>	<u>45,423,165</u>

Notes to The Financial Statements

31 March 2025

10. INVENTORY PROPERTIES (CONT'D)

10.1 Property development costs (Cont'd)

GROUP (CONT'D)

	Freehold land RM	Development costs RM	Total RM
2024			
Balance at beginning	46,294,402	25,166,985	71,461,387
Costs capitalised during the financial year	-	39,938,292	39,938,292
Transfer to contract costs	(20,955,792)	-	(20,955,792)
Recognised during the financial year	<u>(6,966,125)</u>	<u>(38,510,627)</u>	<u>(45,476,752)</u>
Balance at end	<u>18,372,485</u>	<u>26,594,650</u>	<u>44,967,135</u>

The entire freehold land are pledged to licensed banks as securities for banking facilities granted to certain subsidiaries as disclosed in Note 19 to the financial statements.

Included in property development costs incurred during the financial year are interest expense of **RM Nil** (2024: RM35,255).

10.2 Completed development units

GROUP

The inventories recognised in profit or loss as cost of sales during the financial year amounted to **RM223,458** (2024: RM1,584,409).

Material accounting policy information

Inventory properties are stated at the lower of cost and net realisable value.

Property development costs comprise the cost of land, related development costs common to the project and direct building costs less cumulative amounts recognised as expense in the profit or loss.

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

Completed development units represent completed residential properties. Cost is determined on the specific identification basis and includes costs of acquisition of land, related development costs to the project and direct building costs.

Notes to The Financial Statements

31 March 2025

11. CONTRACT ASSETS/(LIABILITIES)

		GROUP	
	NOTE	2025 RM	2024 RM
Contract assets			
- Accrued billings in respect of property development costs	11.1	<u>37,878,050</u>	<u>27,880,954</u>
Contract liabilities			
- Deposits received from customers	11.2	<u>-</u>	<u>(56,800)</u>

11.1 Contract assets - accrued billings in respect of property development costs

		GROUP	
		2025 RM	2024 RM
Balance at beginning		27,880,954	7,404,041
Revenue recognised during the financial year		81,262,613	58,417,325
Progress billings during the financial year		<u>(71,265,517)</u>	<u>(37,940,412)</u>
Balance at end		<u>37,878,050</u>	<u>27,880,954</u>

Contract assets primarily relate to the Group's rights to consideration for work completed but not yet billed at the end of the reporting period.

11.2 Contract liabilities - deposits received from customers

Contract liabilities of the Group represent deposits received from customers for the sale of completed development units.

12. CONTRACT COSTS

		GROUP	
		2025 RM	(Restated) 2024 RM
Cost to obtain contracts		4,896,318	3,582,176
Cost to fulfill contract with customers		<u>26,906,044</u>	<u>20,955,792</u>
		<u>31,802,362</u>	<u>24,537,968</u>

Cost to obtain contracts primarily comprises incremental incentives and commissions incurred to obtain contracts and they are recoverable.

During the financial year, the amount of contract cost recognised in profit or loss is **RM69,214,476** (2024: RM46,612,674).

Notes to The Financial Statements

31 March 2025

13. OTHER INVESTMENT

	GROUP AND COMPANY	
	2025 RM	2024 RM

At fair value through profit or loss ("FVTPL"):

Investment in shares quoted in Malaysia	<u>183,200</u>	<u>175,050</u>
---	----------------	----------------

Material accounting policy information

Other investment is carried in the statement of financial position at fair value with net changes in fair value recognised in profit or loss.

14. CASH AND BANK BALANCES

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Fixed deposit with a licensed bank	162,996	-	162,996	-
Cash in hand and at banks	4,742,315	4,170,442	4,442,643	174,458
Housing Development Accounts ("HDA")	7,548,862	3,746,189	-	-
	<u>12,454,173</u>	<u>7,916,631</u>	<u>4,605,639</u>	<u>174,458</u>

The effective interest rates per annum and maturity of the fixed deposits with a licensed bank of the Group and Company as at the end of the reporting period is **2.30%** (2024: Nil) per annum and **1 month** (2024: Nil) respectively.

The HDA is maintained in accordance with Section 7A of the Housing Development (Control and Licensing) Act, 1966 in Malaysia, as amended by the Housing Developers (Control and Licensing) (Amendment) Regulation, 2002 in Malaysia, which can only be used for property development activities.

15. SHARE CAPITAL

	Number of ordinary shares		Amount	
	2025	2024	2025 RM	2024 RM
Issued and fully paid with no par value	<u>367,543,100</u>	<u>367,543,100</u>	<u>91,448,465</u>	<u>91,448,465</u>

16. TREASURY SHARES

The Company's mandate relating to the share buyback of up to 10% of the existing total paid-up share capital, inclusive of all treasury shares that have been bought back, was approved by the shareholders of the Company at the Extraordinary General Meeting held on 29 July 2010.

Out of the total **367,543,100** (2024: 367,543,100) issued and fully paid ordinary shares as at the end of the reporting period, **8,784,500** (2024: 8,784,500) are held as treasury shares by the Company. As at the end of the reporting period, the number of outstanding ordinary shares in issue and fully paid is therefore **358,758,600** (2024: 358,758,600) ordinary shares.

Treasury shares have no rights to voting, dividends and participation in other distribution.

Notes to The Financial Statements

31 March 2025

17. SHARE OPTIONS RESERVE

Share options reserve represents the equity-settled share options granted to the employees. This reserve is made up of the cumulative value of services received from the employees recorded on the grant date of share options, and is reduced by the exercise or lapse of share options.

18. RETAINED PROFITS

The franking of dividends is under the single tier system and therefore, there is no restrictions to distribute dividends subject to the availability of retained profits.

19. BORROWINGS

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Non-current liabilities				
Secured:				
<u>Term loans</u>				
Total amount repayable	13,192,600	5,372,926	-	-
Amount due within one year included under current liabilities	(8,447,781)	(1,256,173)	-	-
	<u>4,744,819</u>	<u>4,116,753</u>	<u>-</u>	<u>-</u>
Current liabilities				
Secured:				
Bank overdraft	4,320,367	3,284,727	-	-
Revolving credit	12,000,000	-	12,000,000	-
Term loans	8,447,781	1,256,173	-	-
	<u>24,768,148</u>	<u>4,540,900</u>	<u>12,000,000</u>	<u>-</u>
Total borrowings	<u>29,512,967</u>	<u>8,657,653</u>	<u>12,000,000</u>	<u>-</u>

The borrowings are secured by way of:

- (i) Legal charges over the freehold land of certain subsidiaries as disclosed in Note 10.1 to the financial statements;
- (ii) Legal charges over the investment properties as disclosed in Note 5 to the financial statements;
- (iii) Corporate guarantee of the Company and a related company; and
- (iv) Sinking fund.

Notes to The Financial Statements

31 March 2025

19. BORROWINGS (CONT'D)

A summary of the effective interest rates per annum and the maturities of the borrowings is as follows:

	Effective interest rates per annum %	Total RM	Within one year RM	More than one year and less than two years RM	More than two years and less than five years RM
GROUP					
2025					
Bank overdraft	7.20	4,320,367	4,320,367	-	-
Revolving credit	5.25	12,000,000	12,000,000	-	-
Term loans	5.68 to 5.69	13,192,600	8,447,781	4,632,186	112,633
2024					
Bank overdraft	7.20	3,284,727	3,284,727	-	-
Term loans	5.68 to 6.02	5,372,926	1,256,173	2,599,530	1,517,223
COMPANY					
2025					
Revolving credit	5.25	12,000,000	12,000,000	-	-

20. TRADE AND OTHER PAYABLES

		GROUP			COMPANY	
	NOTE	2025 RM	(Restated) 2024 RM	(Restated) 1.4.2023 RM	2025 RM	2024 RM
Trade payables						
Third parties	20.1	1,923,633	543,453	625,364	-	-
Retention sum payables		7,118,152	3,224,452	1,077,586	-	-
		<u>9,041,785</u>	<u>3,767,905</u>	<u>1,702,950</u>	<u>-</u>	<u>-</u>
Other payables						
Sundry payables	20.2	23,064,282	7,357,356	4,548,015	65,533	196,952
Accruals		18,115,691	13,807,314	1,336,076	197,000	198,201
Amount due to subsidiaries	20.3	-	-	-	20,495,605	-
Deposits received		1,358,070	1,595,806	3,292,750	326,800	357,300
		<u>42,538,043</u>	<u>22,760,476</u>	<u>9,176,841</u>	<u>21,084,938</u>	<u>752,453</u>
Total trade and other payables		<u>51,579,828</u>	<u>26,528,381</u>	<u>10,879,791</u>	<u>21,084,938</u>	<u>752,453</u>

Notes to The Financial Statements

31 March 2025

20. TRADE AND OTHER PAYABLES (CONT'D)

20.1 Trade payables

The trade payables are non-interest bearing and normally settled on **30 days** (2024: 30 days) credit terms.

20.2 Sundry payables

Included in the sundry payables of the Group is:

- An amount of **RM83,826** (2024: RM73,538) due to a corporate shareholder of the Company. The amount is unsecured, non-interest bearing and repayable on demand.
- An amount of **RM13,895,642** (2024: Nil) owing to PTSB in which major shareholder of PTSB is an immediate family member of a substantial shareholder of the Company. The amount is paid to PTSB who acts in the capacity of main-contractor.
- An amount of **RM7,763** (2024: Nil) owing to companies in which major shareholder of the companies is an immediate family member of a substantial shareholder of the Company.
- An amount of **RM34,642** (2024: Nil) owing to companies in which a major shareholder is a substantial shareholder of the Company.

20.3 Amount due to subsidiaries

The amount due to subsidiaries are unsecured, non-interest bearing and repayable on demand.

21. REVENUE

21.1 Disaggregated revenue information

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Types of goods or services				
Property development revenue	81,262,613	58,417,325	-	-
Sale of completed development units	161,000	1,470,000	-	-
Total revenue from contracts with customers	81,423,613	59,887,325	-	-
Rental income, representing total other revenue	1,178,440	1,198,440	1,178,440	1,198,440
Total revenue	82,602,053	61,085,765	1,178,440	1,198,440
Timing of revenue recognition				
At a point in time	161,000	1,470,000	-	-
Over time	81,262,613	58,417,325	-	-
Total revenue from contracts with customers	81,423,613	59,887,325	-	-
Geographical markets				

The Group's revenue is derived from Malaysia only.

Notes to The Financial Statements

31 March 2025

21. REVENUE (CONT'D)

21.2 Contract balances

	GROUP	
	2025 RM	2024 RM
Trade receivables (Note 8)	5,343,604	5,017,585
Contract assets (Note 11)	37,878,050	27,880,954
Contract liabilities (Note 11)	-	(56,800)

21.3 Performance obligations

The performance obligations of the respective revenue are as follows:

(i) Property development revenue

The revenue from property development is measured at the fixed transaction price agreed under the sale and purchase agreement.

Revenue from property development is recognised as and when the control of the asset is transferred to the customer and it is probable that the Group will collect the consideration to which it will be entitled in exchange for the asset that will be transferred to the customer. Depending on the terms of the contract and the laws that apply to the contract, control of the asset may transfer over time or at a point in time. Control of the asset is transferred over time if the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

(ii) Sale of completed development units

The Group recognises sales at a point in time for the sale of completed properties, when the control of the properties has been transferred to the purchasers, being when the properties have been completed and delivered to the customers and it is probable that the Group will collect the considerations to which it will be entitled to in exchange for the assets sold.

Unsatisfied performance obligations

The transaction price allocated to the remaining performance obligations of the Group (unsatisfied or partially satisfied) under property development revenue to be fulfilled is as follows:

	GROUP	
	2025 RM	2024 RM
Within one year	169,014,608	134,286,922
More than one year and less than five years	137,655,357	150,953,264
	<u>306,669,965</u>	<u>285,240,186</u>

Notes to The Financial Statements

31 March 2025

22. COST OF SALES

	GROUP	
	2025 RM	2024 RM
Property development costs	67,209,892	45,476,752
Cost of completed development units	223,458	1,584,409
Post completion costs	5,245	42,633
Sales incentives and commissions	2,004,584	1,135,922
	69,443,179	48,239,716

23. OTHER INCOME

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Deposit forfeited	4,969	3,900	-	-
Dividend income from other investment	9,350	8,700	9,350	8,700
Dividend income from a subsidiary	-	-	1,639,400	-
Fair value gain on other investment designated at FVTPL	8,150	12,200	8,150	12,200
Gain on disposal of investment in a joint venture	-	102,689	-	-
Gain on derecognition of right-of-use asset and lease liability	1,603	-	-	-
Sundry income	21,074	19,382	2,617	750
Unwinding discount on retention sum payables	630,645	387,593	-	-
	675,791	534,464	1,659,517	21,650

Notes to The Financial Statements

31 March 2025

24. FINANCE COSTS

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Accretion of interest on lease liability	921	4,314	-	-
Commitment fee	57,146	50,060	-	-
Interest expenses on:				
- bank overdraft	238,621	119,603	-	-
- bridging loan	75,739	-	-	-
- revolving credit	183,252	-	183,252	-
- term loans	352,656	161,775	-	-
- transaction costs	271,660	-	-	-
Less: Capitalised in inventory properties (Note 10)	-	(35,255)	-	-
	<u>1,179,995</u>	<u>300,497</u>	<u>183,252</u>	<u>-</u>

25. FINANCE INCOME

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Interest income on:				
- current accounts	101,418	97,076	1,566	4,995
- fixed deposit with a licensed bank	2,169	46,238	2,169	10,148
- amount due from subsidiaries	-	-	148,156	1,164,299
- amount due from a joint venture	-	111,484	-	111,484
	<u>103,587</u>	<u>254,798</u>	<u>151,891</u>	<u>1,290,926</u>

Notes to The Financial Statements

31 March 2025

26. PROFIT BEFORE TAX

This is arrived at:

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
After charging:				
Auditors' remuneration				
- Statutory audit				
- Grant Thornton Malaysia PLT				
- Current year	131,500	114,000	42,000	36,000
- Under/(Over) provision in prior year	6,000	(6,500)	-	-
- Other auditor	1,500	-	-	-
- Assurance related and non-audit services				
- Grant Thornton Malaysia PLT				
- Current year	13,000	13,000	5,000	5,000
- Under provision in prior year	2,000	-	-	-
- Affiliate of Grant Thornton Malaysia PLT	22,000	14,400	5,000	5,000
- Other auditor	500	-	-	-
Depreciation of:				
- investment properties	277,518	277,519	277,518	277,519
- property, plant and equipment	406,767	372,545	54,614	-
- right-of-use asset	33,466	66,932	-	-
Directors' fees	198,000	185,000	150,000	145,000
Employee benefits expense (Note 27)	1,624,446	1,544,103	-	-
Property, plant and equipment written off	1,072,130	-	-	-

27. EMPLOYEE BENEFITS EXPENSE

	GROUP	
	2025 RM	2024 RM
Salaries, bonus, allowances, wages and angpow	1,449,742	1,386,352
Defined contribution plan ("EPF")	164,403	150,439
Social security contribution ("SOCSSO")	9,412	6,651
Employment insurance scheme ("EIS")	889	661
	1,624,446	1,544,103

Notes to The Financial Statements

31 March 2025

27. EMPLOYEE BENEFITS EXPENSE (CONT'D)

The aggregate amount of remuneration received and receivable by the directors of the Company and the subsidiaries are as follows:

	GROUP	
	2025 RM	2024 RM
Executive directors of the Company:		
- Salaries, bonus and allowances	398,958	450,000
- EPF	47,880	54,000
- SOCSO	805	990
- EIS	-	99
	447,643	505,089
Executive directors of the subsidiaries:		
- Salaries, bonus and allowances	325,000	450,000
- EPF	39,000	54,000
- SOCSO	805	743
	364,805	504,743
Total directors' remuneration	812,448	1,009,832

28. TAXATION

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Malaysian income tax:				
Based on results for the financial year				
- Current tax	(2,270,400)	(2,459,000)	(36,000)	(439,000)
- Deferred tax relating to the origination and reversal of temporary differences	20,057	144,700	(66,147)	-
	(2,250,343)	(2,314,300)	(102,147)	(439,000)
Over/(Under) provision in prior years				
- Current tax	(82,938)	(58,431)	(3,561)	3,131
- Deferred tax	194,235	48,000	(765)	-
	111,297	(10,431)	(4,326)	3,131
	(2,139,046)	(2,324,731)	(106,473)	(435,869)

Notes to The Financial Statements

31 March 2025

28. TAXATION (CONT'D)

The reconciliation of taxation of the Group and of the Company is as follows:

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Profit before tax	7,266,827	9,166,655	1,631,299	1,530,918
Add: Share of results of a joint venture	-	35,423	-	-
	7,266,827	9,202,078	1,631,299	1,530,918
Income tax at Malaysian statutory tax rate of 24%	(1,744,038)	(2,208,499)	(391,512)	(367,420)
Income not subject to tax	155,940	122,684	397,656	5,016
Expenses not deductible for tax purposes	(797,778)	(256,245)	(108,291)	(76,596)
Deferred tax assets not recognised	135,533	-	-	-
Utilisation of unrecognised unused tax losses and unabsorbed capital allowances	-	27,760	-	-
	(2,250,343)	(2,314,300)	(102,147)	(439,000)
Over/(Under) provision in prior years	111,297	(10,431)	(4,326)	3,131
	(2,139,046)	(2,324,731)	(106,473)	(435,869)

29. EARNINGS PER SHARE

Basic earnings per share of the Group is calculated by dividing the profit attributable to owners of the Company for the financial year by the weighted average number of ordinary shares in issue during the financial year excluding the treasury shares as follows:

	GROUP	
	2025	2024
Profit attributable to owners of the Company (RM)	5,127,944	6,841,924
Weighted average number of ordinary shares in issue	358,758,600	358,758,600
Basic earnings per share (sen)	1.43	1.91

The effect on the basic earnings per share arising from the assumed conversion of the employees' share option scheme is anti-dilutive. Accordingly, the diluted earnings per share is presented as equal to the basic earnings per share.

Notes to The Financial Statements

31 March 2025

30. SEGMENTAL INFORMATION

Operating segment is presented in respect of the Group's business segments. The business segments are based on the Group's management and internal reporting structure. Inter-segment pricing is determined based on negotiated terms.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

Business Segments

The Group comprises the following main business segments:

- (i) Property development Housing and property development activities.
- (ii) Investment holding Investment holding activities.

Segment assets exclude tax assets and unallocated assets.

Segment liabilities exclude tax liabilities and unallocated liabilities.

By business segments

	Property development RM	Investment holding RM	Elimination RM	Note	Total RM
2025					
Revenue	81,423,613	1,178,440	-		82,602,053
Results					
Segment results	8,319,977	23,258	-		8,343,235
Finance costs					(1,179,995)
Finance income					103,587
Profit before tax					7,266,827
Taxation					(2,139,046)
Profit for the financial year					5,127,781
Assets					
Segment assets	219,588,319	15,544,409	-		235,132,728
Tax recoverable					653,717
Total assets					235,786,445
Liabilities					
Segment liabilities	68,503,462	12,589,333	-		81,092,795
Deferred tax liabilities					1,161,221
Tax payable					1,018,504
Total liabilities					83,272,520
Other segment information					
Additions to non-current assets	299,129	2,000,000	-	A	2,299,129
Depreciation	385,619	332,132	-		717,751
Non-cash income other than depreciation	435,834	(8,150)	-	B	427,684

Notes to The Financial Statements

31 March 2025

30. SEGMENTAL INFORMATION (CONT'D)

By business segments (Cont'd)

	Property development RM	Investment holding RM	Elimination RM	Note	Total RM
2024					
Revenue	59,887,325	1,198,440	-		61,085,765
Results					
Segment results	8,905,097	342,680	-		9,247,777
Finance costs					(300,497)
Finance income					254,798
Share of results of a joint venture					(35,423)
Profit before tax					9,166,655
Taxation					(2,324,731)
Profit for the financial year					6,841,924
Assets					
Segment assets	141,415,699	9,394,584	-		150,810,283
Tax recoverable					161,445
Total assets					150,971,728
Liabilities					
Segment liabilities	34,543,317	752,453	-		35,295,770
Deferred tax liabilities					1,362,513
Tax payable					821,187
Total liabilities					37,479,470
Other segment information					
Additions to non-current assets	1,191,593	-	-	A	1,191,593
Depreciation	439,477	277,519	-		716,996
Non-cash income other than depreciation	(387,179)	(114,889)	-	B	(502,068)

Notes to The Financial Statements

31 March 2025

30. SEGMENTAL INFORMATION (CONT'D)

- A. Additions to non-current assets consist of total costs incurred to acquire property, plant and equipment.
- B. Other non-cash items consist of the following:

	GROUP	
	2025 RM	2024 RM
Accretion of interest on lease liability	921	4,314
Deposit forfeited	(4,969)	(3,900)
Fair value gain on other investment designated at FVTPL	(8,150)	(12,200)
Gain on derecognition of right-of-use asset and lease liability	(1,603)	-
Gain on disposal of investment in a joint venture	-	(102,689)
Property, plant and equipment written off	1,072,130	-
Unwinding discount on retention sum payables	(630,645)	(387,593)
	<u>427,684</u>	<u>(502,068)</u>

By geographical segments

No information on geographical segment is presented as the Group's business is operated solely in Malaysia.

31. CAPITAL COMMITMENTS

	GROUP AND COMPANY	
	2025 RM	2024 RM
Contracted but not provided for:		
- Shoplots	<u>4,760,000</u>	<u>4,760,000</u>

32. RELATED PARTY DISCLOSURES

(i) Identity of related parties

The Group has related party relationship with its subsidiaries, key management personnel and the following parties:

Related parties	Relationship
Nada Wangi Sdn. Bhd. ("NWSB")	A corporate shareholder of the Company.
Pelana Tenggara Sdn. Bhd. ("PTSB")	Major shareholder of PTSB is an immediate family member of a substantial shareholder of the Company.

Notes to The Financial Statements

31 March 2025

32. RELATED PARTY DISCLOSURES (CONT'D)

(ii) Related party transactions

Related party transactions have been entered into at terms agreed between the parties during the financial year.

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Gross dividend income from subsidiaries	-	-	1,639,400	-
Net advance to subsidiaries	-	-	(23,933,405)	5,066,775
Interest income received from subsidiaries	-	-	148,156	1,164,299
Interest income received from a joint venture	-	111,484	-	111,484
Progress claims received from PTSB	38,886,989	26,512,143	-	-
Deposit paid to PTSB who is acting in the capacity of main-contractor	2,548,721	26,198,737	-	-
Rental payable to NWSB	36,000	72,000	-	-
Purchase property, plant and equipment from a director	(200,000)	-	-	-

(iii) Compensation of key management personnel

Key management personnel are defined as those persons including directors having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company either directly or indirectly.

The Company has no other members of key management personnel apart from the directors which compensation is as follows:

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Fees	198,000	185,000	150,000	145,000
Salaries, bonus and allowances	723,958	900,000	-	-
EPF	86,880	108,000	-	-
SOCSSO	1,610	1,733	-	-
EIS	-	99	-	-
	1,010,448	1,194,832	150,000	145,000

Notes to The Financial Statements

31 March 2025

33. FINANCIAL INSTRUMENTS

33.1 Categories of financial instruments

The table below provides an analysis of financial instruments categorised as amortised cost ("AC") and fair value through profit or loss ("FVTPL").

	Carrying amount RM	AC RM	FVTPL RM
GROUP			
2025			
Financial assets			
Trade and other receivables (excluding non-refundable deposit and prepayments)	31,469,997	31,469,997	-
Other investment	183,200	-	183,200
Cash and bank balances	12,454,173	12,454,173	-
	<u>44,107,370</u>	<u>43,924,170</u>	<u>183,200</u>
Financial liabilities			
Trade and other payables	51,579,828	51,579,828	-
Borrowings	29,512,967	29,512,967	-
	<u>81,092,795</u>	<u>81,092,795</u>	<u>-</u>
2024			
Financial assets			
Trade and other receivables (excluding non-refundable deposit and prepayments)	35,370,131	35,370,131	-
Other investment	175,050	-	175,050
Cash and bank balances	7,916,631	7,916,631	-
	<u>43,461,812</u>	<u>43,286,762</u>	<u>175,050</u>
Financial liabilities			
Trade and other payables	26,528,381	26,528,381	-
Borrowings	8,657,653	8,657,653	-
	<u>35,186,034</u>	<u>35,186,034</u>	<u>-</u>

Notes to The Financial Statements

31 March 2025

33. FINANCIAL INSTRUMENTS (CONT'D)

33.1 Categories of financial instruments (Cont'd)

The table below provides an analysis of financial instruments categorised as amortised cost ("AC") and fair value through profit or loss ("FVTPL"). (Cont'd)

	Carrying amount RM	AC RM	FVTPL RM
COMPANY			
2025			
Financial assets			
Trade and other receivables (excluding prepayments)	8,139,794	8,139,794	-
Other investment	183,200	-	183,200
Cash and bank balances	4,605,639	4,605,639	-
	12,928,633	12,745,433	183,200
Financial liabilities			
Trade and other payables	21,084,938	21,084,938	-
Borrowings	12,000,000	12,000,000	-
	33,084,938	33,084,938	
2024			
Financial assets			
Trade and other receivables (excluding prepayments)	28,432,128	28,432,128	-
Other investment	175,050	-	175,050
Cash and bank balances	174,458	174,458	-
	28,781,636	28,606,586	175,050
Financial liability			
Trade and other payables	752,453	752,453	-

33.2 Financial risk management

The Group and the Company are exposed to a variety of financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk, interest rate risk and equity price risk. The Group and the Company operate within clearly defined guidelines that are approved by the Board and the Group's policy is not to engage in speculative activities.

33.3 Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group and the Company. The Group's exposure to credit risk arises principally from its trade receivables whilst the Company's exposure to credit risk arises principally from advances to subsidiaries and financial guarantees provided to financial institutions in respect of credit facilities granted to certain subsidiaries.

Notes to The Financial Statements

31 March 2025

33. FINANCIAL INSTRUMENTS (CONT'D)

33.3 Credit risk (Cont'd)

33.3.1 Trade receivables

The Group and the Company do not have any significant exposure to any individual customer. The maximum exposure to credit risk of trade receivables is represented by the carrying amount as disclosed in Note 8 to the financial statements.

Credit risk of the trade receivables is negligible as sales are normally to purchasers who have obtained financing from financial institutions. As such, the credit risk has been effectively transferred to the financial institutions as stipulated in the sale and purchase agreements. For those sales on a cash basis which only forms an insignificant portion of sales amount, credit risk is also negligible as titles will only be surrendered upon full payments. This is the normal industry practice.

The ageing analysis of trade receivables of the Group as at the end of the reporting period is as follows:

	GROUP	
	2025 RM	2024 RM
Not past due	3,402,751	2,209,440
1 to 60 days past due	1,641,490	1,961,953
61 to 120 days past due	299,363	841,478
More than 120 days past due	-	4,714
	<u>1,940,853</u>	<u>2,808,145</u>
Total	<u>5,343,604</u>	<u>5,017,585</u>

Trade receivables that are neither past due nor impaired are substantially property purchasers.

The Group has trade receivables amounting to **RM1,940,853** (2024: RM2,808,145) that are past due but not impaired at the end of the reporting period as the management is of the view that these debts will be collected in due course.

33.3.2 Intercompany balances

The Company provides advances to its subsidiaries and monitors their results regularly.

The maximum exposure to credit risk is represented by the carrying amount as disclosed in Note 8 to the financial statements.

As at the end of the reporting period, there was no indication that the advances to the subsidiaries are not recoverable. The Company does not specifically monitor the ageing of these advances.

Notes to The Financial Statements

31 March 2025

33. FINANCIAL INSTRUMENTS (CONT'D)

33.3 Credit risk (Cont'd)

33.3.3 Financial guarantees

The Company has issued financial guarantees to financial institutions for banking facilities granted to certain subsidiaries.

	COMPANY	
	2025 RM	2024 RM
Corporate guarantees issued to financial institutions for banking facilities granted to certain subsidiaries		
- Limit	108,000,000	95,000,000
- Maximum exposure	36,289,528	18,055,769

The Company monitors on an ongoing basis the results of the subsidiaries and repayments made by the subsidiaries. As at the end of the reporting period, there was no indication that the subsidiaries would default on repayment. The directors considered that the fair value of the financial guarantee contracts on initial recognition is insignificant.

33.4 Liquidity risk

Liquidity risk is the risk that the Group and the Company will not be able to meet their financial obligations as and when they fall due. The Group and the Company actively manage their debt maturity profile, operating cash flows and availability of funding so as to ensure that all repayment and funding needs are met. As part of their overall prudent liquidity management, the Group and the Company maintain sufficient levels of cash and cash equivalents to meet their working capital requirements.

The table below summarises the maturity profile of the Group's and the Company's financial liabilities as at the end of the reporting period based on the undiscounted contractual payments:

	Carrying amount RM	Contractual cash flows RM	Within one year RM	More than one year and less than five years RM
GROUP				
2025				
<i>Non-derivative financial liabilities</i>				
Borrowings	29,512,967	30,399,585	25,479,243	4,920,342
Trade and other payables	51,579,828	52,917,445	44,554,438	8,363,007
Total undiscounted financial liabilities	81,092,795	83,317,030	70,033,681	13,283,349
2024				
<i>Non-derivative financial liabilities</i>				
Borrowings	8,657,653	9,691,604	5,124,746	4,566,858
Trade and other payables	26,528,381	27,142,591	23,569,251	3,573,340
Lease liability	52,936	54,000	54,000	-
Total undiscounted financial liabilities	35,238,970	36,888,195	28,747,997	8,140,198

Notes to The Financial Statements

31 March 2025

33. FINANCIAL INSTRUMENTS (CONT'D)

33.4 Liquidity risk (Cont'd)

The table below summarises the maturity profile of the Group's and the Company's financial liabilities as at the end of the reporting period based on the undiscounted contractual payments: (Cont'd)

	Carrying amount RM	Contractual cash flows RM	Within one year RM
COMPANY			
2025			
<i>Non-derivative financial liabilities</i>			
Borrowings	12,000,000	12,000,000	12,000,000
Trade and other payables	21,084,938	21,084,938	21,084,938
* Financial guarantees	-	36,289,528	36,289,528
Total undiscounted financial liabilities	33,084,938	69,374,466	69,374,466
2024			
<i>Non-derivative financial liabilities</i>			
Trade and other payables	752,453	752,453	752,453
* Financial guarantees	-	18,055,769	18,055,769
Total undiscounted financial liabilities	752,453	18,808,222	18,808,222

* This has been included for illustration purpose only as the related financial guarantees have not crystallised as at the end of the reporting period.

33.5 Interest rate risk

The Group's and the Company's fixed rate instruments are exposed to a risk of change in its fair value due to changes in interest rates. The Group's and the Company's floating rate instruments are exposed to a risk of change in cash flows due to changes in interest rates.

The interest rate profile of the Group's and of the Company's interest-bearing financial instruments based on their carrying amounts as at the end of the reporting period are as follows:

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
Fixed rate instrument				
Financial asset	162,996	-	162,996	-
Financial liability	<u>12,000,000</u>	<u>-</u>	<u>12,000,000</u>	<u>-</u>
Floating rate instruments				
Financial asset	-	-	2,937,138	2,724,982
Financial liabilities	<u>17,512,967</u>	<u>8,657,653</u>	<u>-</u>	<u>-</u>

Notes to The Financial Statements

31 March 2025

33. FINANCIAL INSTRUMENTS (CONT'D)

33.5 Interest rate risk (Cont'd)

Sensitivity analysis for fixed rate instruments

The Group and the Company do not account for any fixed rate financial assets and liabilities at FVTPL, and the Group and the Company do not designate derivatives as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

Sensitivity analysis for variable rate instruments

An increase of 25 basis point at the end of the reporting period would have decreased the Group's and the Company's profit before tax and equity by the amount shown below, and a decrease would have an equal but opposite effect. These changes are considered to be reasonably possible based on observation of current market conditions. This analysis assumes that all other variables remain constant.

	GROUP		COMPANY	
	2025 RM	2024 RM	2025 RM	2024 RM
(Decrease)/Increase in profit before tax	<u>(43,782)</u>	<u>(21,644)</u>	<u>7,343</u>	<u>6,812</u>
(Decrease)/Increase in equity	<u>(33,274)</u>	<u>(16,450)</u>	<u>5,580</u>	<u>5,177</u>

33.6 Equity price risk

Market price risk is the risk that the fair value or future cash flows of the Group's and the Company's financial assets designated at FVTPL will fluctuate because of changes in market prices. Equity price risk arises from the Group's and the Company's other investment which are the equity securities quoted in Malaysia.

Management of the Group monitors the equity investments on a portfolio basis. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the Board of Directors of the Company.

Sensitivity analysis for equity price risk

As at the end of the reporting period, if the share prices of the quoted equity securities had been 5% higher/lower, with all other variables held constant, would have an insignificant impact to the Group's and the Company's profit before tax and equity.

Notes to The Financial Statements

31 March 2025

34. FAIR VALUE MEASUREMENT

The carrying amounts of the Group's and of the Company's financial assets (other than other investment) and financial liabilities as at the end of the reporting period approximate their fair values due to their short-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

34.1 Financial assets that are measured at fair value on a recurring basis

The table below analyses financial instruments measured at fair value at the end of the reporting period, by the level in the fair value hierarchy:

	Level 1 RM	Level 2 RM	Level 3 RM	Total fair value RM	Carrying amount RM
GROUP AND COMPANY					
2025					
Financial asset					
Other investment	183,200	-	-	183,200	183,200
2024					
Financial asset					
Other investment	175,050	-	-	175,050	175,050

Level 1 fair value

Level 1 fair value of the other investment is derived by reference to their quoted market prices in active markets at the end of reporting period.

Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as at the date of the event or change in circumstances that caused the transfer. There were no transfers between level 1, 2 and 3 during the financial year.

34.2 Non-financial assets that are measured at fair value

The directors determine the recurring fair values of the Group's and of the Company's investment properties based on the followings:

- With reference to valuation reports by an external independent professional valuer using the market comparison method, being comparison of current price in an active market for similar properties in the same location and condition and where necessary, adjusting for location, accessibility, visibility, time, size, present market trends and other differences; and
- Current market values with reference to the selling prices of similar properties.

Notes to The Financial Statements

31 March 2025

34. FAIR VALUE MEASUREMENT (CONT'D)

34.2 Non-financial assets that are measured at fair value (Cont'd)

Details of the Group's and of the Company's investment properties and information about the fair value hierarchy are as follows:

	Level 1 RM	Level 2 RM	Level 3 RM	Total fair value RM	Carrying amount RM
GROUP					
2025					
Investment properties					
- Leasehold land	-	-	77,570,000	77,570,000	62,443,999
- Buildings	-	-	13,530,000	13,530,000	4,989,582
2024					
Investment properties					
- Leasehold land	-	-	9,280,000	9,280,000	458,375
- Buildings	-	-	7,580,000	7,580,000	5,249,340
COMPANY					
2025					
Investment properties					
- Leasehold land	-	-	10,270,000	10,270,000	440,615
- Buildings	-	-	13,530,000	13,530,000	4,989,582
2024					
Investment properties					
- Leasehold land	-	-	9,280,000	9,280,000	458,375
- Buildings	-	-	7,580,000	7,580,000	5,249,340

Level 3 fair value

Level 3 fair value is estimated using unobservable inputs for the investment properties.

Level 3 fair value of investment properties have been generally derived using the market comparison approach. Selling price of comparable properties in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is price per square foot of comparable properties.

Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as at the date of the event or change in circumstances that caused the transfer. There were no transfers between level 1, 2 and 3 during the financial year.

Notes to The Financial Statements

31 March 2025

35. CAPITAL MANAGEMENT

The primary objective of the Group's capital management policy is to maintain a strong capital base to support its businesses and to maximise shareholders' value.

The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions or expansion of the Group. The Group may adjust the capital structure by issuing new shares, returning capital to shareholders or adjusting the amount of dividends to be paid to shareholders or sell assets to reduce debts. No changes were made in the objective, policy and process during the financial year under review as compared to the previous financial year.

The Group considers its total equity and total borrowings to be the key components of its capital structure and monitors capital using a debt-to-equity ratio, which is calculated as total borrowings divided by total equity as follows:

	GROUP	
	2025 RM	2024 RM
Total borrowings	29,512,967	8,657,653
Less: Cash and bank balances	(12,454,173)	(7,916,631)
Net debt	17,058,794	741,022
Total equity	152,513,925	113,492,258
Gearing ratio	0.11	0.01

36. WARRANTS

On 22 November 2019, the Company completed its bonus issue of 57,493,372 free warrants on the basis of one (1) warrant for every four (4) ordinary shares held.

The main features of the warrants are as follows:

- (i) The warrants may be exercised at any time during the tenure of the warrants of five (5) years including and commencing from 22 November 2019 and ending on 21 November 2024. Each warrant carries the entitlement to subscribe for one (1) new ordinary share in the Company at an exercise price of RM0.25 and shall be satisfied fully in cash and subjected to adjustments in accordance with the respective Deed Polls;
- (ii) The warrants are not entitled to any dividend, right, allotment or other distribution in the Company until and unless such warrant holders exercise their warrant; and
- (iii) At the expiry of the exercise period, any Warrants which have not been exercised will lapse and cease to be valid for any purpose.

As at 21 November 2024, 57,493,372 unexercised warrants has lapsed upon the expiry of the warrants.

Notes to The Financial Statements

31 March 2025

37. EMPLOYEES' SHARE OPTION SCHEME ("ESOS")

The ESOS is governed by the ESOS By-Laws and was approved by shareholders on 10 November 2021. The ESOS will be in force for a period of five years until 23 November 2026 and may be extended for a further period of up to five years, but will not in aggregate exceed 10 years from the implement of the ESOS.

The main features of the ESOS are as follows:

- (i) Eligible persons are full-time employees of the Group (including directors and employees under contract for a fixed duration of not less than one (1) year) who is at the age of eighteen (18) or above on the date offer and is not bankrupt or in bankruptcy proceedings. Any other eligibility criteria may be determined by the ESOS Committee at its sole discretion from time to time.
- (ii) The maximum number of new shares of the Company, which may be available under the ESOS, shall not exceed in aggregate 15% of the total issued and paid-up share capital of the Company at any point in time during the duration of the ESOS and includes any extension thereof.
- (iii) The option price shall be determined by the board of directors upon recommendation of ESOS Committee based on the 5-day volume weighted average market price of the Company's share immediately preceding the offer date of the option with a discount of not more than 10%.
- (iv) An offer shall be accepted by an eligible person within the offer period by written notice to the Company accompanied by a payment to the Company of a nominal non-refundable consideration of RM1 only for the acceptance of the offer. If an offer is not accepted within the offer period or in the event of death or cessation of employment of the eligible person, the offer shall automatically lapse upon the expiry of the offer period. The ESOS options comprised in such offer may, at the discretion of the ESOS Committee, be re-offered to other eligible person.
- (v) The ESOS options shall not carry any right to vote at any general meeting of the Company. A grantee shall not be entitled to any dividends, rights and/or other distributions on his/her unexercised ESOS options.
- (vi) The new shares to be allotted upon any exercise of the ESOS options will upon allotment and issuance, rank *pari passu* in all respects with the existing shares of the Company.
- (vii) The number of ESOS options and the option price may be adjusted as a result of any alteration in the capital structure of the Company by way of a rights issue, bonus issue or other capitalisation issue, consolidation or subdivision of shares or reduction of capital, if any, made by the Company while an option remains unexercised.
- (viii) The ESOS may be terminated by the ESOS Committee at any time before the date of expiry.

Movement of share options during the financial year

The following table illustrates the number and exercise price of, and movements in the share options during the financial year:

Grant date	Exercise price RM	Balance at beginning	Granted	Exercised	Balance at end
2025					
27 April 2022	0.2368	24,932,200	-	-	24,932,200
2024					
27 April 2022	0.2368	24,932,200	-	-	24,932,200

Notes to The Financial Statements

31 March 2025

37. EMPLOYEES' SHARE OPTION SCHEME ("ESOS") (CONT'D)

Fair value of share options granted

The fair value of the share options granted is estimated at the grant date using Black-Scholes model, taking into account the terms and conditions upon which the share options were granted.

The assumptions used to derive the fair value of the share options is as follows:

Grant date	27 April 2022
Fair value of share options at grant date (RM)	0.0923
Volume weighted average share price (RM)	0.2350
Exercise price (RM)	0.2368
Expected volatility (%)	40.47
Expected life of share option (years)	5.00
Risk free interest rate (% per annum)	3.91
Expected dividend yield (%)	-

The expected life of the share options is based on the historical data and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the share option is indicative of future trends, which may not necessarily be the actual outcome.

38. EVENT AFTER THE REPORTING PERIOD

On 16 May 2025, the Company has entered into a Sale and Purchase Agreement with Nation Robo Sdn. Bhd. to dispose the property located at No. 2504 Tingkat Perusahaan 4B, Kawasan Perusahaan Perai, 13600 Perai, Pulau Pinang for a total cash consideration of RM22 million. The transaction has yet to be completed as at the date of this report.

39. COMPARATIVE FIGURES

The following comparative figures were adjusted to conform to current year's presentation

- (i) Reclassification of the inventory properties cost to contract cost in relation to cost incurred to fulfill the contracts with customers for those units sold but yet to charge to profit or loss; and
- (ii) Reclassification of retention sum payable from non-current to current as the amounts are expected to be realised in a normal operating cycle;

Notes to The Financial Statements

31 March 2025

39. COMPARATIVE FIGURES (CONT'D)

The effects of the above reclassifications to the financial statements of the Group are as follows:

	Note	As previously stated RM	Adjustment RM	Restated RM
Consolidated statement of financial position				
GROUP				
As at 31 March 2024				
Current asset				
Inventory properties	(i)	66,085,626	(20,955,792)	45,129,834
Contract costs	(i)	3,582,176	20,955,792	24,537,968
Non-current liability				
Trade and other payables	(ii)	2,959,130	(2,959,130)	-
Current liability				
Trade and other payables	(ii)	23,569,251	2,959,130	26,528,381
As at 1 April 2023				
Non-current liability				
Trade and other payables	(ii)	1,063,545	(1,063,545)	-
Current liability				
Trade and other payables	(ii)	9,816,246	1,063,545	10,879,791

Analysis of Shareholdings

As at 30 June 2025

Total number of Issued shares : 358,758,600 Ordinary shares
Voting Rights : On show of hands, 1 vote for 1 person
: On a poll, 1 vote for 1 ordinary share

* Excluding 8,784,500 ordinary shares held as treasury shares

ANALYSIS OF SHAREHOLDINGS AS AT 30 JUNE 2025

Size of Shareholdings	Number of Shareholders	% of Total Shareholders	Number of Shares	% of Total Issues Capital
Less than 100 shares	8	0.40	412	0.00
100 to 1,000 shares	331	16.56	250,334	0.07
1,001 to 10,000 shares	654	33.70	4,048,800	1.13
10,001 to 100,000 shares	717	35.87	28,930,000	8.06
100,001 to less than 5% of issued shares	285	14.26	212,563,473	59.25
5% and above of issued shares	4	0.20	112,965,581	31.49
Total	1,999	100.00	358,758,600	100.00

SUBSTANTIAL SHAREHOLDERS AS AT 30 JUNE 2025

Name	Number of Shares Held			
	Direct	%	Deemed	%
WWT Wellness Solutions Sdn. Bhd.	35,831,100	9.99	-	-
Goh Choon Lye	-	-	35,831,100*	9.99
Nada Wangi Sdn. Bhd.	77,176,581	21.51	-	-
Ooi Soon Hong	-	-	77,176,581#	21.51

Note:

* Deemed interested by virtue of his shareholdings of not less than 20% in WWT Wellness Solutions Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.

Deemed interested by virtue of his shareholdings of not less than 20% in Nada Wangi Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.

DIRECTORS' SHAREHOLDINGS AS AT 30 JUNE 2025

Name	Number of Shares Held			
	Direct	%	Deemed	%
Lim Shiou Ghay	5,098,000	1.42	-	-
Tan Chee Keong	-	-	-	-
Lee Chiong Meng	1,000,000	0.28	-	-
Lee Thean Yew	1,561,400	0.44	-	-
Loh Keow Lin	-	-	-	-

Analysis of Shareholdings

As at 30 June 2025

THIRTY LARGEST SHAREHOLDERS AS AT 30 JUNE 2025

No.	Name	No. of Shares Held	%
1	WWT WELLNESS SOLUTIONS SDN BHD	35,789,000	9.98
2	NADA WANGI SDN BHD	26,393,104	7.36
3	NADA WANGI SSDN BHD	25,508,077	7.11
4	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR NADA WANGI SDN BHD (M01)	25,275,400	7.05
5	MAYBANK NOMINEES (ASING) SDN BHD PLEDGED SECURITIES ACCOUNT FOR SAN TUAN SAM	14,049,900	3.92
6	INSPIRE SENSE SDN BHD	13,463,700	3.75
7	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LOW KOK YEW	10,211,600	2.85
8	SUPPTECH HOLDINGS SDN BHD	9,072,973	2.53
9	MAYBANK SECURITIES NOMINEES (TEMPATAN) SDN BHD BON ESTATES SDN BHD	9,000,000	2.51
10	APEX NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TEOH WOOL HUAT (STA 2)	8,185,000	2.28
11	H.M. WEALTH MANAGEMENT SDN BHD	7,450,000	2.08
12	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LOW KOK YEW (MY3041)	6,013,400	1.68
13	LEE KUANG SHING	6,000,000	1.67
14	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LIM SHIOU GHAY (M01)	5,098,000	1.42
15	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LEE KIAN KAH	5,060,000	1.41
16	NUM SIEW YOKE	3,875,400	1.08
17	MOHAMED AZAM SHAH BIN AZIZ MOHAMMED	3,475,000	0.97
18	TEOH CHOO EE	3,113,500	0.87
19	AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TAN HWEE SZE	2,797,800	0.78
20	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR MOHAMED FAROZ BIN MOHAMED JAKEL	2,773,800	0.77
21	LEE KIAN KAH	2,501,000	0.70
22	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LAM SIEW MEE	2,424,900	0.68
23	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR YAP CHEE KEONG	2,198,400	0.61
24	KOO YEE FONG	2,000,000	0.56
25	OOI YONG PING	1,956,700	0.55
26	MAYBANK NOMINEES (TEMPATAN) SDN BHD MOHD TERMIZI BIN MAMAT @ MUHAMAD	1,800,000	0.50
27	LIM TUAN GUAN	1,780,000	0.50
28	WONG HUI LING	1,662,700	0.46
29	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR ENG TECK SIANG	1,601,000	0.45
30	ROSZALANHISHAM BIN ROSDI	1,600,000	0.45
Total		242,130,354	67.49

List of Properties

Title	Description/ Existing Use	Tenure	Total Land Area/ Floor area (square meter)	Approximate age of building	Net Book Value as at 31.03.2025 (RM'000)
Lot 5805 H.S. (D) 5828, Mukim 1, Daerah Seberang Perai Tengah, Pulau Pinang	Industrial Building	Leasehold for 60 years (Expiry on 7 Nov 2049)	23,708.50 (land) 10,231.65 (building)	36 years	411 (land) 3,158 (building)
Lot PT 3699, Mukim Sik, Pekan Sik, Kedah Darul Aman	Industrial Building	Leasehold for 60 years (Expiry on 24 Apr 2058)	2,394.67 (land)	34 years	29 (land) 1,831 (building)
Lot PT 3700, Mukim Sik, Pekan Sik, Kedah Darul Aman	Industrial Building	Leasehold for 60 years (Expiry on 24 Apr 2058)			
Lot PT 3701, Mukim Sik, Pekan Sik, Kedah Darul Aman	Industrial Building	Leasehold for 60 years (Expiry on 24 Apr 2058)			
Lot PT 3702, Mukim Sik, Pekan Sik, Kedah Darul Aman	Industrial Building	Leasehold for 60 years (Expiry on 24 Apr 2058)			
Lot PT 3723, Bandar Sik, Pekan Sik, Kedah Darul Aman	Industrial Building	Leasehold for 60 years (Expiry 23 Mar 2054)	2,394.67 (land)	34 years	29 (land) 1,831 (building)
Lot PT 3724, Bandar Sik, Pekan Sik, Kedah Darul Aman	Industrial Building	Leasehold for 60 years (Expiry on 23 Mar 2054)			
Lot PT 3725, Bandar Sik, Pekan Sik, Kedah Darul Aman	Industrial Building	Leasehold for 60 years (Expiry On 23 Mar 2054)			
Lot PT 3726, Mukim Sik, Pekan Sik, Kedah Darul Aman	Industrial Building	Leasehold for 60 years (Expiry On 23 Mar 2054)			
H.S. (D) 36411, Lot No. 10711, Mukim 7, Seberang Perai Utara, Pulau Pinang	Development Land	Freehold	44,471 (land)	-	11,192
H.S. (M) 3702, PT 4150 Lot No. 336, Tempat Thean Teik, Mukim 13, Daerah Timor Laut, Pulau Pinang	Development Land	Freehold	11,416 (land)	-	32,382
H.S. (M) 3703, PT 4151 Lot No. 337, Tempat Thean Teik, Mukim 13, Daerah Timor Laut, Pulau Pinang	Development Land	Freehold	399 (land)	-	
Lot No. 3441 held under Title No. Geran 11950, Mukim 13, District of Timor Laut, Penang	Development Land	Freehold	250,200 (land)	-	62,003

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the 35th Annual General Meeting ("AGM") of the Company will be held at Kelawai Room, Lobby Level, Gurney Bay Hotel, 53 Persiaran Gurney, 10250 Penang, Malaysia on Monday, 25 August 2025 at 2.30 p.m. for the following purposes:-

AGENDA

As Ordinary Business:

- | | |
|--|--|
| 1. To receive the Audited Financial Statements of the Company for the financial year ended 31 March 2025 and the Reports of the Directors and Auditors thereon. | Please refer to the Explanatory Notes |
| 2. To approve the payment of Directors' fees and Directors' benefits of up to RM220,000.00 for the financial year ending 31 March 2026. | Ordinary Resolution 1 |
| 3. To re-elect Mr Lee Thean Yew who retires in accordance with the Company's Constitution pursuant to Article 111 of the Company's Constitution. | Ordinary Resolution 2 |
| 4. To re-elect Mr Tan Chee Keong who retires in accordance with the Company's Constitution pursuant to Article 111 of the Company's Constitution. | Ordinary Resolution 3 |
| 5. To re-appoint Messrs. Grant Thornton Malaysia PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. | Ordinary Resolution 4 |

As Special Business :

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

- | | |
|--|------------------------------|
| 6. AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 | Ordinary Resolution 5 |
|--|------------------------------|

"THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 (the "Act"), Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") and subject always to the approval of all the relevant regulatory authorities, the Board of Directors of the Company be and is hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer ("New Shares") from time to time, at such price, to such persons and such purposes and upon such terms and conditions as the Directors may, in their absolute discretion, deem fit, PROVIDED ALWAYS THAT the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregate with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being ("Proposed General Mandate").

THAT such approval on the Proposed General Mandate shall be in force until:

- the conclusion of the next Annual General Meeting ("AGM") of the Company held after the approval was given;
- the expiration of the period within which the next AGM of the Company is required to be held after the approval was given; or
- revoked or varied by resolution passed by the shareholders of the Company in a general meeting; whichever is the earlier.

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation of such New Shares on the Main Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate."

Notice of Annual General Meeting

As Special Business : (Cont'd)

7. PROPOSED ALLOCATION OF EMPLOYEES' SHARE OPTION SCHEME ("ESOS") OPTION TO THE DIRECTORS ("PROPOSED ALLOCATION")

"THAT the Directors of the Company be and are hereby authorised, at any time and from time to time throughout the duration of the ESOS, to offer and grant such number of ESOS Options to subscribe for new Company's Ordinary Shares to be issued upon exercise of the ESOS Options ("ESOS Shares") (as adjusted or modified from time to time pursuant to the By-Laws) to the following Directors of the Company:-

(a) Lee Thean Yew, Executive Director of the Company

**Ordinary
Resolution 6**

(b) Loh Keow Lin, Independent Non-Executive Director of the Company

**Ordinary
Resolution 7**

provided always that:

- (i) he/she must not participate in the deliberation and/or discussion of his/her own allocation of ESOS Options as well as allocation to persons connected to him/her;
- (ii) the allocation to him/her who, either singly or collectively through person connected with him/her, holds 20% or more of the total number of issued ACME shares (excluding any treasury shares), does not exceed 10% of the total number of ESOS Shares; and
- (iii) subject always to such terms and conditions of the By-Laws and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), or any prevailing guidelines issued by Bursa Securities or any other relevant authorities, as amended from time to time;

AND THAT the Board be and is hereby authorised to allot and issue such number of ESOS Shares credited as fully paid-up to the Directors of the Company pursuant to the exercise of such ESOS Options as well as to take such steps as are necessary or expedient to implement, finalise or give full effect to the Proposed Allocation with full power to assent to any terms, conditions, modifications, variations and/or amendments as may be imposed and/or permitted by the relevant authorities or otherwise thought fit by the Board to be in the best interest of the Company; to execute, sign and deliver on behalf of the Company all such agreements, arrangements and documents as may be necessary to give full effect to complete and implement the Proposed Allocation; and to deal with all matters relating thereto and/or to do all such acts and things as the Board may deem fit and expedient in the best interest of the Company."

8. To transact any other business for which due notices shall have been given in accordance with the Companies Act 2016.

By Order of the Board,

WONG YEE LIN (MIA15898)

SSM Practicing No: 201908001793

HING POE PYNG (MAICSA 7053526)

SSM Practicing No: 202008001322

Joint Company Secretaries

Date: 25 July 2025

Notice of Annual General Meeting

Notes :

- (1) A member entitled to attend and vote is entitled to appoint one or more proxies to attend, vote and speak in his stead, and a proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. The proxy so appointed shall be entitled to vote on any matter which may properly come before the meeting.
- (2) A Member shall be entitled to appoint a maximum of two (2) proxies to attend and vote at the same meeting. Where a Member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
- (3) Where a Member 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.
- (4) Where a Member is an authorised nominee as defined under the Central Depositories Act, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds which is credited with the shares of the Company. The appointment of two (2) proxies in respect of a particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- (5) The instrument appointing the proxy shall be in writing, executed by or on behalf of the appointor. In the case of a corporate member, the instrument appointing a proxy must be either under its common seal or under the hand of its officer or attorney duly authorised.
- (6) The instrument appointing a proxy must be deposited at the Registered Office, 51-8-A, Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 Georgetown, Penang not less than 24 hours before the time for holding the Meeting or any adjournments thereof PROVIDED that in the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the Meeting as his/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy have been duly completed by the member(s). Proxy form via facsimile or electronic mail will not be accepted.
- (7) For the purpose of determining a Member who shall be entitled to attend the meeting, the Company shall be requesting the Depository to issue a General Meeting Record of Depositors ("ROD") as at 15 August 2025. Only Depositors whose name appears on the ROD shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his behalf.
- (8) All resolutions as set out in this notice of 35th AGM are to be voted by poll.

Explanatory Note on Ordinary Business

Item 1 of the Agenda

To receive the Audited Financial Statements for the financial year ended 31 March 2025 together with the Reports of the Directors and Auditors thereon.

This item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require shareholders' approval for the audited financial statements. Therefore, this item will not be put forward for voting.

Ordinary Resolution 1 – Payment of Directors' fees and Directors' benefits

The proposed Ordinary Resolution 1 is to facilitate payment of Directors' fees and Directors' benefits on current financial year basis, calculated based on the number of scheduled Board and Committee meetings for financial year ending 31 March 2026 and assuming that all Directors will hold office until the end of the financial year. In the event the Directors' fees and Directors' benefits proposed is insufficient (e.g. due to more meetings or enlarged Board size), approval will be sought at the next AGM for additional fees and benefits to meet the shortfall.

Explanatory Note on Special Business

Ordinary Resolution 5 – Authority to Allot and Issue Shares pursuant to Section 75 and 76 of the Companies Act 2016

The proposed Ordinary Resolution 5 is for the purpose of granting a new and renewed general mandate (the "Mandate"), if passed, will give authority to the Directors to issue and allot shares up to 10% of the total number of issued shares of the Company at any time in their absolute discretion and that such authority shall continue in force until the conclusion of the next AGM of the Company or the expiration of the period within which the next AGM is required by law to be held or revoked/ varied by resolution passed by the shareholders in general meeting whichever is the earlier.

Notice of Annual General Meeting

Explanatory Note on Special Business (Cont'd)

Ordinary Resolution 5 – Authority to Allot and Issue Shares pursuant to Section 75 and 76 of the Companies Act 2016 (Cont'd)

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

As at the date of this Notice, there were no new shares issued pursuant to the Mandate granted to the Directors at the 34th AGM held on 30 August 2024 and which will lapse at the conclusion of the 35th AGM.

Ordinary Resolution 6-7 – Proposed Allocation of Employees' Share Option Scheme ("ESOS") Option to the Directors

The ESOS of the Company of up to 15% of the total number of issued shares in the Company (excluding treasury shares) for the eligible Directors and employees of the Company and its non-dormant subsidiaries, who meets or fulfils the criteria of eligibility for participation in the ESOS as set out in the By-Laws was implemented on 24 November 2021.

Mr Lee Thean Yew and Ms Loh Keow Lin are persons eligible to participate in the ESOS and are deemed interested in the resolutions to the extent of their respective Proposed Allocation under ESOS and accordingly have abstained and shall continue to abstain from deliberation and voting in respect of their direct and indirect interest in the Company in the Proposed Allocation to them.

They shall also ensure that person connected with them will abstain from voting in respect of their direct and/or indirect shareholdings in the Company, if any, on the resolutions approving the Proposed Allocation to be tabled at this AGM.

PERSONAL DATA POLICY

By submitting the duly executed Form of Proxy, the member and his/her proxy consent to the Company (and/or its agents/ service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the AGM, and any adjournment thereof.

STATEMENT ACCOMPANYING NOTICE OF AGM

(Pursuant to Paragraph 8.27(2) of the Listing Requirements of Bursa Malaysia Securities Berhad)

As at date of this notice, there are no individuals who are standing for election as Directors (excluding the above Directors who are standing for re-election) at this forthcoming AGM.

The Company will seek shareholders' approval on the general mandate for issue of securities in accordance with Paragraph 6.03(3) of the Listing Requirements of Bursa Malaysia Securities Berhad. Please refer to the explanatory note on the proposed Ordinary Resolution 5 as stated in the Notice of AGM of the Company for details.

No. of ordinary shares held	
CDS Account No.	

*I / We *NRIC / Company No.
(Full Name in Block Letters)

of being a *Member / Members of
(Full Address)

ACME Holdings Berhad, hereby appoint (Proxy 1)
(Full Name in Block Letters)

*NRIC / Passport No. of
(Full Address)

and* / or failing him/ her *(Proxy 2),
(Full Name in Block Letters)

*NRIC / Passport No of
(Full Address)

..... and*/or failing him*, the Chairman of the Meeting, as *my / our proxy / proxies to attend and vote for *me/ us and on *my/ our behalf at the 35th Annual General Meeting ("AGM") of the Company to be held at Kelawai Room, Lobby Level, Gurney Bay Hotel, 53 Persiaran Gurney, 10250 Penang, Malaysia on Monday, 25 August 2025 at 2:30 p.m. and at any adjournment thereof to vote as indicated below :

AGENDA

To receive the Audited Financial Statements for the year ended 31 March 2025 together with the Reports of the Directors and Auditors thereon		
Ordinary Resolution	For	Against
1. Approval of payment of Directors' fees and Directors' benefits of up to RM220,000.00 for the financial year ending 31 March 2026		
2. Re-election of Mr Lee Thean Yew as Director		
3. Re-election of Mr Tan Chee Keong as Director		
4. Re-appointment of Messrs. Grant Thornton Malaysia PLT as Auditors and to authorise the Directors to fix the Auditors' remuneration		
5. Authorise Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016		
6. Proposed Allocation of Employees' Share Option Schemes ("ESOS") Options to Lee Thean Yew		
7. Proposed Allocation of Employees' Share Option Schemes ("ESOS") Options to Loh Keow Lin		

Please indicate with an "X" in the spaces provided above as to how you wish your vote to be cast. If you do not do so, the proxy will vote or abstain from voting at his/her discretion.

The proportion of *my/our holding to be represented by *my/our proxies are as follows:-

Proxy 1 %
Proxy 2 %
..... 100%

In the case of a vote taken by a show of hands, the First Proxy shall vote on *my/our behalf.

As witness my hand this day of , 2025.

* Strike out whichever is inapplicable

Signature of Member (s)/ Common Seal

Notes :

- A member entitled to attend and vote is entitled to appoint one or more proxies to attend and vote in his stead, and a proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.
- Where a member appoints more than one (1) proxy, he shall specify the proportion of his holdings to be represented by each proxy, failing which the appointment shall be invalid.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint at least one proxy in respect of each securities account it holds with 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 as defined under the Central Depositories Act which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("Omnibus Account"), there shall be no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
- The instrument appointing the proxy shall be in writing, executed by or on behalf of the appointor. In the case of a corporate member, the instrument appointing a proxy must be either under its common seal or under the hand of its officer or attorney duly authorised.
- The instrument appointing a proxy must be deposited at the Registered Office, 51-8-A, Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 Georgetown, Penang not less than 24 hours before the time for holding the Meeting or any adjournments thereof PROVIDED that in the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the Meeting as his/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy have been duly completed by the member(s).
- For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company pursuant to the Article 64(3) of the Company's Articles of Association (Constitution) and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors ("ROD") as at 15 August 2025 and only a Depositor whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy to attend and/or speak and/or vote in his/her behalf.
- All resolutions as set out in this notice of 35th AGM are to be voted by poll.

PERSONAL DATA POLICY

By submitting the duly executed Form of Proxy, the member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the AGM, and any adjournment thereof.



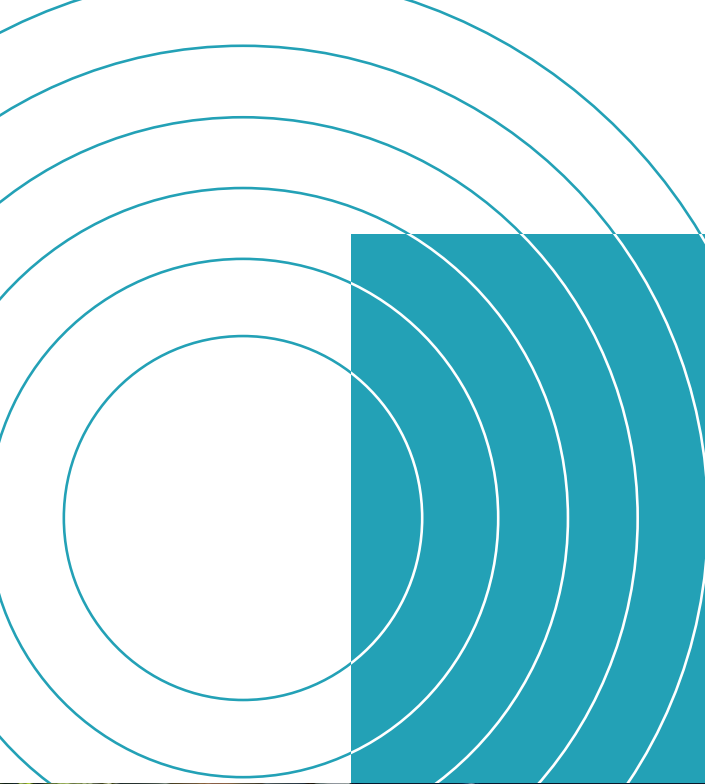
fold here

STAMP

The Secretaries
ACME HOLDINGS BERHAD
Registration No.: 198901012432 (189740-X)

Registered Office
51-8-A Menara BHL Bank
Jalan Sultan Ahmad Shah
10050 George Town
Pulau Pinang, Malaysia.

fold here



ACME HOLDINGS BERHAD

Registration No.: 198901012432 (189740-X)
(Incorporated in Malaysia)

488A-16-01 Office Tower, Kompleks Midlands Park,
Jalan Burma, 10350 George Town,
Penang, Malaysia.
Tel: (604) 210 9911

www.acmeholdings.com.my

