



馬譽環球集團

MAYU

GLOBAL GROUP BERHAD

Registration No.: 198101012950 (79082-V)
(Incorporated in Malaysia)



ADVANCING TOWARDS DURABLE SUSTAINABILITY

ANNUAL REPORT 2024





COVER RATIONALE

ADVANCING TOWARDS DURABLE SUSTAINABILITY

Mayu Global Group is ever committed to long-term success and stability. Coming to the fore as a future-oriented establishment, the Group will strive forward to obtain its vision of realising a durable, sustainable future, and subsequently translated into its diversified subsidiaries, Mayu Global Group will be embracing its significant foresight as a driving force. The Group will continuously progress with more strategic plans and projects towards everlasting betterment in the future.

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43rd Annual General Meeting



The Light Hotel,
Lebuh Tenggiri 2,
13700 Seberang Jaya,
Pulau Pinang



Thursday,
19 December 2024
11.30 a.m.

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Proxy Form **Enclosed**

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Forty-Third (43rd) Annual General Meeting ("43rd AGM and/or "AGM") of the Company will be held at The Light Hotel, Lebuhraya 2, 13700 Seberang Jaya, Pulau Pinang on **Thursday, 19 December 2024 at 11.30 a.m.**

AGENDA

AS ORDINARY BUSINESS:

	ORDINARY RESOLUTION
1 To receive the Audited Financial Statements for the year ended 30 June 2024, together with the Directors' and Auditors' Reports thereon.	(Please refer to Note 2)
2 To approve the payment of Directors' fees of RM277,500 for Non-Executive Director per annum in respect of the financial year ended 30 June 2024.	1
3 To approve the payment of Directors' benefits to Non-Executive Directors up to an amount of RM130,000 from the 43rd AGM until the next AGM of the Company.	2
4 To re-elect the following Directors retiring by rotation in accordance with the Company's Constitution:	
4.1 Mr. Tan Kim Hee	3
4.2 Ms. Loh Yee Sing	4
4.3 Mr. Ravi Chandran A/L Subash Chandran	5
5 To re-appoint Messrs Grant Thornton Malaysia PLT as Auditors of the Company to hold office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.	6

AS SPECIAL BUSINESS:

6 To consider and, if thought fit, pass the following Resolutions:	
6.1 Proposed Authority to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act, 2016	7

"THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 ("Act"), the Directors be and are hereby empowered to allot and issue shares in the Company at any time and from time to time until the conclusion of the next AGM and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being, subject always to the Constitution of the Company and approval of all relevant regulatory bodies being obtained for such allotment and issuance.

THAT pursuant to Section 85 of the Act, read together with Article 3.3 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares of the Company arising from issuance of new shares pursuant to this Mandate.

AND THAT the Directors of the Company be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad AND FURTHER THAT such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next AGM of the Company."

Notice of Annual General Meeting

6 To consider and, if thought fit, pass the following Resolutions: (Cont'd)

6.2 PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

8

"That, subject to the Companies Act, 2016 ("Act"), the provisions of the Company's Constitution, the Main Market Listing Requirements ("Main LR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interests of the Company ("the Proposed Share Buy-Back") provided that:

- (i) the aggregate number of ordinary shares which may be purchased and/or held by the Company as treasury shares does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase;
- (ii) the maximum amount of funds to be allocated by the Company pursuant to the Proposed Share Buy-Back shall not exceed the sum of the retained profits of the Company based on its latest audited financial statements available up to the date of a transaction pursuant to the Proposed Share Buy-Back. The retained profit of the Company based on its audited financial statements as at 30 June 2024 is RM9,734,847.
- (iii) upon completion of the purchase by the Company its own ordinary shares, the Directors of the Company be and are hereby authorized to deal with the ordinary shares purchased in their absolute discretion in the following manners:
 - (a) cancel all the ordinary shares so purchased; and/or
 - (b) retain the ordinary shares so purchased as treasury shares; and/or
 - (c) retain part thereof as treasury shares and cancel the remainder;
 - (d) in any other manner as may be prescribed by applicable law and/or the regulations and guidelines applied from time to time by Bursa Securities and/or any other relevant authority for the time being in force.

And that any authority conferred by this resolution may only continue to be in force until:

- (i) the conclusion of the next AGM of the Company following the general meeting at which such resolution was passed at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
- (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (iii) revoked or varied by ordinary resolution passed by the shareholders in general meeting,

whichever occurs first.

Notice of Annual General Meeting

6 To consider and, if thought fit, pass the following Resolutions: (Cont'd)

6.2 PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY (CONT'D)

8

And that authority be and is hereby given unconditionally and generally to the Directors of the Company to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository account(s) under the Securities Industry (Central Depositories) Act, 1991, and the entering into of all other agreements, arrangements and guarantee with any party or parties) to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities and with the fullest power to do all such acts and things thereafter (including without limitation, the cancellation or retention as treasury shares of all or any part of the purchased shares) in accordance with the Act, the provisions of the Constitution of the Company and the Main LR and/or guidelines of Bursa Securities and all other relevant governmental and/or regulatory authorities."

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

FURTHER NOTICE IS HEREBY GIVEN THAT only members whose names appear on the Record of Depositors as at 11 December 2024 shall be entitled to attend the AGM or appoint proxies in his/her stead or in the case of a corporation, a duly authorised representative to attend and to vote in his/her stead.

By Order of the Board
Chan May Yoke
(SSM PC No. 202008002012)
(MAICSA 7019010)

Chartered Secretary

Ipoh, Perak Darul Ridzuan, Malaysia
30 October 2024

NOTES:

1. Proxy

A member (other than an exempt authorized nominee) entitled to attend and vote at the Meeting is entitled to appoint one (1) or two (2) proxies to attend and vote instead of him. A proxy must be 18 years and above and need not be a member of the Company.

Where a member appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.

Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company in an 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 but the proportion of holdings to be represented by each proxy must be specified.

The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or if the appointer is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. If under the hand of attorney/authorised officer, the Power of Attorney or Letter of Authorisation must be attached.

The instrument appointing a proxy or proxies must be deposited at Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than 48 hours before the holding of the meeting or any adjournment thereof either by hand, post, courier or electronic mail to bsr.helpdesk@boardroomlimited.com before the Form of Proxy lodgement cut-off time as mentioned above.

Notice of Annual General Meeting

NOTES: (CONT'D)

1. Proxy (Cont'd)

Alternatively, the form of proxy can be submitted by electronic means through the Share Registrar's website, Boardroom Smart Investor Portal. Kindly follow the link at <https://investor.boardroomlimited.com> to login and deposit your form of proxy electronically, also forty-eight (48) hours before the meeting.

For verification purposes, members and proxies are required to produce their original identity cards at the registration counter. No person will be allowed to register on behalf of another person even with the original identity card of that other person.

Personal Data Privacy – By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company hereby agrees and consents that any of your personal data in our possession shall be processed by us in accordance with the Personal Data Protection Act 2010. Further, you hereby warrant that relevant consent has been obtained by you for us to process any third party's personal data in accordance with the said Act.

2. Audited Financial Statements For The Financial Year Ended 30 June 2024

Agenda 1 is meant for discussion only as Section 340(1) of the Companies Act, 2016 only requires the Audited Financial Statements to be laid before the Company at the AGM and not shareholders' approval. Hence, Agenda 1 will not be put forward for voting.

3. Directors' Fees and Benefits

Section 230(1) of the Companies Act, 2016 provides amongst others, that "fees" of the directors and "any benefits" payable to directors of a listed company and its subsidiaries shall be approved at a general meeting. Pursuant thereto, shareholders' approval is sought for these payments in two (2) separate resolutions as follows:

- Resolution 1: Payment of Directors' fees in respect of the financial year ended 30 June 2024
Resolution 2: Payment of Directors' benefits from the 43rd AGM until the next AGM of the Company

Summary of the Payment of Directors' Fees and Directors' Benefits to Directors from the 43rd AGM until the next AGM in year 2025:

Description	Non-Executive Chairman	Non-Executive Directors / Members
Directors' Fee	RM216,000 per annum	RM18,000 per annum

Description	Non-Executive Directors / Members
Meeting Allowance for Directors' Meeting	RM1,000 per meeting
Meeting Allowance for Board Committees	RM1,000 per meeting

Notes:

- The Executive Director of the Company shall not be entitled to any Director's Fees or any allowances in the Company and its subsidiaries.
- The Directors' benefits payable to the Non-Executive Directors would be calculated based on the current composition of the Board and Board Committees and the number of meetings scheduled for the Board and Board Committees and includes all benefits payable to the Directors, such as meeting allowances, etc.

Notice of Annual General Meeting

NOTES: (CONT'D)

4. Re-election of Directors

The following Directors who retire are standing for re-election as Directors of the Company and being eligible have offered themselves for re-election at this AGM:

- Mr. Tan Kim Hee
- Ms. Loh Yee Sing
- Mr. Ravi Chandran A/L Subash Chandran

The Board has via the Nomination and Remuneration Committee had conducted an assessment on their effectiveness and contributions of the said retiring Directors including their skills, experience, competency and strength in qualities and time commitment in accordance with the Fit and Proper Policy, has recommended for them to be re-elected to the Board. The profiles of the retiring Directors are set out in the Profile of Directors of the Annual Report 2024.

5. Re-appointment of External Auditor ("EA")

The Audit Committee ("AC") had on 29 August 2024 deliberated the outcome of the annual assessment of the EA, which included an assessment of the engagement teams' qualifications, credentials and experience, particularly in the financial services sector, their audit work approach, and their ability to provide value-added advice and services, as well as to perform the work within MAYU Group's timeline by completing an assessment questionnaire.

The AC in its assessment found Messrs Grant Thornton Malaysia PLT to be sufficiently objective and independent and was satisfied with the suitability based on the quality of audit, performance and resources in terms of their audit team provided to the Group.

The Board, therefore, approved the AC's recommendation that the re-appointment of Messrs Grant Thornton Malaysia PLT as External Auditors of the Company for the financial year ending 30 June 2025 be put forward for shareholders' approval at the AGM.

6. Proposed Authority to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act, 2016

The proposed Resolution 7, if passed, will empower the Directors of the Company, from the date of the above AGM until the next AGM to allot and issue shares in the Company up to an amount not exceeding in total ten per centum (10%) of the total issued shares of the Company for the time being for such purposes as the Directors consider would be in the interests of the Company. This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.

The general mandate sought for allotment and issue of shares is a renewal of the general mandate sought in the preceding year. As at the date of Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the 42nd AGM held on 15 December 2023 and hence no proceeds were raised therefrom. The general mandate will provide flexibility to the Company for any possible fundraising activities, including but not limited to placing of shares for purpose of funding future investment project(s), working capital and/or acquisitions.

At this juncture, there is no decision to issue new shares but the Directors consider it desirable to have the flexibility permitted to respond to market developments and to enable allotments to take place to finance business opportunities without making a pre-emptive offer to existing shareholders. If there should be a decision to issue new shares after the general mandate is obtained, the Company will make announcement in respect thereof.

7. Proposed Renewal of Share Buy-Back Authority

The proposed Resolution 8, if passed, will empower the Directors to purchase the Company's own shares through Bursa Malaysia Securities Berhad up to 10% of the issued shares of the Company. This authority will expire at the next AGM of the Company unless earlier revoked or varied by ordinary resolution of the Company at a general meeting.

Further information on the above Ordinary Resolution is set out in the Statement to Shareholders of the Company, which is sent out together with the Company's 2024 Annual Report.

Annual Report 2024 and Corporate Governance Report 2024

The Annual Report 2024 and Corporate Governance Report 2024 may be downloaded at www.mayuglobal.com.

Corporate Information

BOARD OF DIRECTORS

Dato' Sri Tajudin Bin Md Isa

S.S.A.P, D.P.S.K, D.P.N.S, P.G.P.P, J.S.M, P.S.P.P, J.P.N
Chairman | Independent Non-Executive Director

Tan Kim Hee

Executive Director

Goh Chin Heng

Executive Director

Chow Choon Hoong

Executive Director

Tan Qian Hui

Executive Director

Loh Yee Sing

Independent Non-Executive Director

Ravi Chandran A/L Subash Chandran

Independent Non-Executive Director

Leong Wai Kuan

Independent Non-Executive Director

AUDIT COMMITTEE

Loh Yee Sing | *Chairman*
Ravi Chandran A/L Subash Chandran
Leong Wai Kuan

NOMINATION AND REMUNERATION COMMITTEE

Loh Yee Sing | *Chairman*
Ravi Chandran A/L Subash Chandran
Leong Wai Kuan

RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE

Chow Choon Hoong | *Chairman*
Loh Yee Sing
Mathavan Pillay A/L Kanasi

CORPORATE / OPERATIONAL OFFICE

MAYU Global Group Berhad
[198101012950 (79082-V)]

No. 17, Jalan Perusahaan Sungai Lokan 3
Taman Industri Sungai Lokan
13800 Butterworth, Malaysia
Tel No. : 604-5189999
Fax No. : 604-6857306

SHARE REGISTRARS

Boardroom Share Registrars Sdn. Bhd.
[199601006647 (378993-D)]

11th Floor, Menara Symphony
No. 5, Jalan Professor Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan, Malaysia

Tel No. : 603-78904700 (Helpdesk)
Fax No. : 603-78904670
Website: www.boardroomlimited.com
Email: bsr.helpdesk@boardroomlimited.com

REGISTERED OFFICE

MAYU Global Group Berhad
[198101012950 (79082-V)]

No. 17, Jalan Perusahaan Sungai Lokan 3
Taman Industri Sungai Lokan
13800 Butterworth, Malaysia
Tel No. : 604-5189999
Fax No. : 604-6857306
Email: enquiry@mayuglobal.com

COMPANY SECRETARY

Chan May Yoke
(SSM PC No. 202008002012)
(MAICSA 7019010)

AUDITORS

Grant Thornton Malaysia PLT (AF:0737)
Chartered Accountants

Level 5, Menara BHL
51, Jalan Sultan Ahmad Shah
10050 Penang, Malaysia
Tel No. : 604-2287828
Fax No. : 604-2279828

PRINCIPAL BANKERS

Affin Bank Berhad
AmBank (M) Berhad
Amlslamic Bank Berhad
CIMB Bank Berhad
Hong Leong Bank Berhad
Malayan Banking Berhad
Maybank Islamic Berhad
Public Bank Berhad
RHB Bank Berhad
UOB Bank Berhad

STOCK EXCHANGE LISTING

Main Market of Bursa
Malaysia Securities Berhad
Stock Name : MAYU
Stock Code : 7099

Corporate Structure



馬譽環球集團

MAYU

GLOBAL GROUP BERHAD

Registration No.: 198101012950 (79082-V)
(Incorporated in Malaysia)

100%

SMPC INDUSTRIES SDN. BHD.

- Shearing
- Slitted Flat Bars
- Reshearing
- Trading
- Slitting

SANTRO MATCH SDN. BHD.

- Property Investment

MPSB VENTURE SDN. BHD

- Property Investment

MAYU FURNITURE SDN. BHD.

- (Formerly known as SMPC Dexon Sdn. Bhd.)
- Dormant

CLIMATE ATTITUDE SDN. BHD.

- Property Investment

KEMBANG KARTIKA SDN. BHD.

- Property Development

METAL PERFORATORS (MALAYSIA) SDN. BHD

- Manufacturing & Marketing of Perforated Metal, Cables Support
- Systems & Screen Plates
- Hardware items

DURO METAL INDUSTRIAL (M) SDN. BHD.

- Steel Roofing
- Wall Cladding
- Structural Floor Decking

SYARIKAT PERKILANGAN BESI GAYA SDN. BHD.

- Dormant

SMPC MARKETING SDN. BHD.

- Dormant

100%

PROGEREX SDN. BHD.

- Investment Holding
- Shredding, processing and trading of ferrous and nonferrous scrap metals

PARK AVENUE CONSTRUCTION SDN. BHD.

- Investment Holding

100%

SUNGGUH GEMILANG DEVELOPMENT SDN. BHD.

- Property Development

100%

SPARKLE GATEWAY SDN. BHD.

80%

MUTIARA BIOPOLIS PROPERTIES SDN. BHD.

- Property Development

MAYU PROPERTIES SDN. BHD.

- Property Investment
- Investment Holding

100%

EMINENT POTENTIAL SDN. BHD.

- Property Development

100%

SCANRITE SDN. BHD.

- Property Development

80%

SUNRISE MANNER SDN. BHD

- Property Investment

100%

SUNRISE CONCEPT SDN. BHD.

- Dormant

Chairman's Statement

“

My fellow shareholders and friends of MAYU Global Group Berhad,

”

The financial year ended June 2024 has been a year of both challenges and opportunities for MAYU Global Group Berhad. While global uncertainties and market volatility persisted, our manufacturing and property development divisions continued to demonstrate resilience and adaptability, leading to stable growth in revenue.

The increased demand in the iron and steel market, driven by renewed activity in residential construction, has bolstered our performance. This sector remains a key pillar of our business, and we are committed to maintaining the highest standards of service and product quality as we navigate this competitive landscape.

However, we recognise that the global economic environment is still fraught with complexities. Inflationary pressures, geopolitical tensions and ongoing supply chain disruptions have created an unpredictable backdrop. Despite these challenges, we remain cautiously optimistic about our prospects, knowing that careful planning and strategic decision-making are critical in managing risks and seizing emerging opportunities.

To further solidify our position, we will continue focusing on prudent financial management. Our disciplined approach to cost control, capital expenditure, and operational efficiency will enable us to protect our margins while reinforcing our balance sheet for future growth. At the same time, we are proactively exploring new opportunities, ensuring that MAYU is well-prepared to capitalise on favourable market shifts.

As we look towards 2025, the global landscape will continue to evolve, with sustainability and digital transformation at the forefront of industry developments. Our focus remains on ensuring that MAYU Global Group is well-positioned to thrive in this changing environment. We are enhancing our property development strategies to meet the rising demand for green and energy-efficient infrastructure, while also integrating more advanced technologies into our operations. These steps will help us align with the growing emphasis on environmental responsibility, smart construction, and the need for more sustainable solutions in the marketplace. By staying attuned to these emerging trends, we aim to not only meet future market demands but also to lead the industry with innovative and forward-thinking products and services.

On behalf of the Board, I would like to extend my heartfelt thanks to our shareholders, bankers, business partners and suppliers for your unwavering trust and support. I am also deeply grateful to the entire team at MAYU Global Group for their dedication, which has allowed us to rise above challenges and set new benchmarks for excellence.

Together, we will continue to chart a path of sustainable growth, adapting to the changing global landscape while staying focused on delivering value to our stakeholders.

Dato' Sri Tajudin Bin Md Isa
Chairman

Profile of Directors

Dato' Sri Tajudin Bin Md Isa S.S.A.P, D.P.S.K, D.P.N.S, P.G.P.P, J.S.M, P.S.P.P, J.P.N

Chairman | Independent Non-Executive Director

Nationality	Gender	Age
Malaysian	Male	65

Dato' Sri Tajudin Bin Md Isa was appointed to the Board of MAYU on 1 October 2020 as the Chairman of the Board.

Dato' Sri graduated with a Bachelor's Degree in Business Administration from the University of Oklahoma, United States of America and a Master in Police Studies from the University Kebangsaan Malaysia. He started his career as a Junior Executive in Bank Bumiputra Malaysia Berhad in 1981. He then joined the Royal Malaysia Police in 1987. He has holistic and extensive experience in Royal Malaysia Police ("RMP") for 33 years until his retirement on 24 December 2019. During his service in the RMP, he holds the following various positions:

- Officer in Charge of Police District ("OCPD") in Kota Tinggi, Johor
- Officer in Charge of Commercial Crime Investigation Department in Penang
- Officer in Charge of Criminal Investigation ("OCCI") in Selangor
- Chief Police Officer ("CPO") in Perlis and Kuala Lumpur
- Deputy Director of Commercial Crime Investigation Department
- Director of Crime Prevention and Community Safety Department
- Director of Logistics and Technology Department

Other Directorship(s)
in Public Companies
and Listed Issuers:

Currently, he holds directorship in a private limited company.

YB Ventures Berhad

Tan Kim Hee

Executive Director

Nationality	Gender	Age
Malaysian	Male	60

Mr. Tan Kim Hee was appointed to the Board of MAYU as a Non-Independent Non-Executive Director on 28 March 2018. He was re-designated as an Executive Director on 18 February 2020.

After graduated from University Kebangsaan Malaysia (UKM), Mr. Tan involved in the telecommunication industry by joining Sapura Group. He builds up his customer network and maintained good relationships with most of the major suppliers during this period. After gaining enough experience, he decided to venture into the telecommunication business on his own strength establishing One Touch Mobile Sdn. Bhd. in year 1998, has over eighteen (18) years of experience in the telecommunication industry. Through his commitment and effort, he has successfully gained a foothold in the telecommunication industry. After a few years of determined effort and hard work, he gained his reputation as a reliable and efficient businessman in the market and the company is expanding rapidly under his leadership.

Other Directorship(s)
in Public Companies
and Listed Issuers:

He is also a substantial shareholder of MAYU. Ms. Tan Qian Hui, the Executive Director of MAYU is his daughter.

Nil

Profile of Directors

Goh Chin Heng

Executive Director

Nationality	Gender	Age
Malaysian	Male	47

Mr. Goh Chin Heng was appointed to the Board of MAYU as a Non-Independent Non-Executive Director on 1 October 2020. He was re-designated as an Executive Director on 18 March 2021. He was appointed as a member of the Remuneration Committee on 18 March 2021 and relinquished his position on 1 March 2023 after the establishment of the Nomination and Remuneration Committee on 1 March 2023.

Mr. Goh founded G Reka Management Sdn. Bhd. ("GRMSB") which is a Grade 7 contractor registered with the Construction Industry Development Board ("CIDB") in year 2017 with his solid industrial knowledge. He has been appointed as the Managing Director of GRMSB and he is primarily responsible for the overall business strategy towards the profitable growth of GRMSB as dictated by the Boards strategy. He creates the blueprint for GRMSB, executing the comprehensive business plans and ventures, overseeing GRMSB's financial performance and implementing operating plans and policies which are paralleled with GRMSB's objectives and visions. He was formerly an Executive Director of Jade Marvel Group Berhad. Back in his early career days, Mr. Goh practiced as a design and project engineer with Arup Jururunding Sdn. Bhd. and was often involved in large scale development projects undertaken by both public and private sectors.

His quality of being agile coupled with his adequate exposure diversity landed him a position as Senior Engineer with Ivory Properties Group Berhad ("IPGB"), a Malaysian Public Listed Company. He was promoted multiple times throughout his tenure with IPGB and his diligence, dedication, leadership skills and traits led him to the position of Chief Operating Officer. While holding the Chief Operating Officer's office, he administered the day-to-day overall quality management of IPGB and collaborated with the Chief Executive Officer in driving all businesses and investments of IPGB.

His holistic experience in the real estate industry propelled him into the Directors' office of Tropicana Ivory Sdn. Bhd. which was then the joint venture company incorporated between IPGB and Tropicana Corporation Berhad.

He is deemed interested through G Reka Management Sdn. Bhd., a substantial shareholder of MAYU.

Other Directorship(s)
in Public Companies
and Listed Issuers:

Nil

Chow Choon Hoong

Executive Director

Nationality	Gender	Age
Malaysian	Male	60

Mr. Chow Choon Hoong is an Executive Director of MAYU. He was appointed to the Board of MAYU on 29 June 2015 and also the Chairman of the Risk Management Committee. On 2 March 2023, the Risk Management Committee had been re-designated and known as "Risk Management and Sustainability Committee ("RMSC").

Mr. Chow graduated with a Bachelor of Science Degree in Civil Engineering and Specialized in Structural and Transportation Engineering. He served as a Civil Engineer of Tokyu Construction Sdn. Bhd. from year 1992 to 1993. Then, he served as an Assistant Resident Engineer of Wing Tai Development Sdn. Bhd. from year 1993 to 1994. After that, he worked as a Project Coordinator and Structural Detailed Design Engineer of Sepakat Setia Perunding Sdn. Bhd. in year 1994 until 1997. Thereafter, he worked as a Project Manager of MUI Properties Sdn. Bhd. from year 1997 to 1998. Presently, he is a Director of Duro Metal Industrial (M) Sdn. Bhd. and Metal Perforators (Malaysia) Sdn. Bhd., the subsidiaries of MAYU.

Other Directorship(s)
in Public Companies
and Listed Issuers:

Nil

Profile of Directors

Tan Qian Hui

Executive Director

Nationality	Gender	Age
Malaysian	Female	26

Ms. Tan Qian Hui was appointed to the Board of MAYU as a Non-Independent Non-Executive Director on 1 March 2023. She was then re-designated to Executive Director on 1 December 2023.

Ms. Tan graduated with a Bachelor's Degree in Commerce from the University College of Dublin, Dublin, Ireland and a Bachelor of Commerce Exchange Programme from Queen's University Kingston, Canada.

She started with her working experience as Marketing Executive at Poet Living Sdn Bhd in November 2019 until March 2020 and she then moved to One Touch Mobile Sdn Bhd until August 2020. Subsequently, she joined Masco Agriculture Sdn Bhd as a Project Leader from September 2020 until January 2022 and finally as a Managing Director of Chubby Chef Creative Agency Sdn Bhd from March 2022 until present.

Other Directorship(s)
in Public Companies
and Listed Issuers:

Ms. Tan is the daughter of the Executive Director of the Company, Mr. Tan Kim Hee who is also a major Shareholder of the Company.

Nil

Loh Yee Sing

Independent Non-Executive Director

Nationality	Gender	Age
Malaysian	Female	48

Ms. Loh Yee Sing is an Independent Non-Executive Director of MAYU. She was appointed to the Board of MAYU on 28 November 2016. She was appointed as the Chairman of the Audit Committee on 24 June 2021. She was appointed as a member of the Nomination Committee and Remuneration Committee and Risk Management and Sustainability Committee on 1 March 2023 and 2 March 2023 respectively.

Ms. Loh graduated with a Bachelor of Commerce (Accounting), Nelson Polytechnic at New Zealand. She is also a member of the Malaysian Institute of Accountants, Institute of Chartered Accountants New Zealand.

She has more than 15 years of experience in the field of Finance and Accounting. Presently, she is a Senior Finance Manager of Zhulian Group of Companies.

Other Directorship(s)
in Public Companies
and Listed Issuers:

Nil

Profile of Directors

Ravi Chandran A/L Subash Chandran

Independent Non-Executive Director

Nationality	Gender	Age
Malaysian	Male	61

Mr. Ravi Chandran A/L Subash Chandran was appointed to the Board of MAYU as an Independent Non-Executive Director on 13 April 2021. Subsequently, he was appointed as a member of the Audit Committee, Nomination Committee and Remuneration Committee on 24 June 2021. However, the Nomination Committee and Remuneration Committee ("NRC") has been combined into one single committee and Mr. Ravi was appointed as a Chairman of the NRC on 1 March 2023.

Mr. Ravi graduated with a law degree from the University of London. He began his career in 1991 by joining Solectron Technologies Sdn Bhd as a Senior Manager until 1998 when he joined G-Technologies Inc to hold a leadership position as a Regional Manager (SE Asia). In 2003, he was admitted to the High Court of Malaya as an advocate and solicitor. At the same year, he served as a legal assistant in Mohd Imtiaz Choong & Partners for 2 years. Following that he joined K. Mano & Associates as a partner between 2005 to 2008.

He then continued his career as a sole proprietor of SC Ravi & Associates in 2008 and has since remained the same.

Other Directorship(s)
in Public Companies
and Listed Issuers:

Nil

Leong Wai Kuan

Independent Non-Executive Director

Nationality	Gender	Age
Malaysian	Female	48

Ms. Leong Wai Kuan was appointed to the Board of MAYU as an Independent Non-Executive Director on 1 March 2023 and appointed as a member of the Audit Committee and Nomination Committee and Remuneration Committee on 1 March 2023.

Ms. Leong holds a Bachelor of Laws from the University of Wales, Cardiff, United Kingdom and subsequently, she obtained the Certificate in Legal Practice and admitted to the Malaysian Bar in year 2003. She practised in several firms prior to joining Messrs Lio & Partners as a partner in 2010.

She has over 19 years of experience practicing as an Advocate and Solicitor specializing in conveyancing and corporate matters. She has a good working relationship with various corporate entities and has been appointed as legal advisor to handle their legal related portfolios.

Other Directorship(s)
in Public Companies
and Listed Issuers:

Nil

Notes:

- (i) **Family relationships with any Directors and/or Major Shareholders**
None of the Directors has any family relationship with the other Directors and/or Major Shareholders of the Company except for Ms. Tan Qian Hui as she is the daughter of Mr. Tan Kim Hee, the Executive Director and Major Shareholder of the Company.
- (ii) **Conflict of Interest/Potential Conflict of Interest**
None of the Directors has any conflict of interest/potential conflict of interest with the Company.
- (iii) **Non-conviction of Offences**
None of the Directors has been convicted of any offences within the past 5 years and there were no public sanctions or penalties imposed by the relevant regulatory bodies during the financial period.

Profile of Key Senior Management

Tan Kim Hee

Executive Director
Refer to the Profile of the Board of Directors on page 10

Nationality	Gender	Age
Malaysian	Male	60

Goh Chin Heng

Executive Director
Refer to the Profile of the Board of Directors on page 11

Nationality	Gender	Age
Malaysian	Male	47

Chow Choon Hoong

Executive Director
Refer to the Profile of the Board of Directors on page 11

Nationality	Gender	Age
Malaysian	Male	60

Tan Qian Hui

Executive Director
Refer to the Profile of the Board of Directors on page 12

Nationality	Gender	Age
Malaysian	Female	26

Siva Raman A/L S. Ramasamy Pattar

Group Financial Controller

Nationality	Gender	Age
Malaysian	Male	61

Siva Raman A/L S. Ramasamy Pattar, joined the Group formerly known as SMPC in 1985 in the Accounts Department after completing his Diploma in Accounting from the London Chamber of Commerce and Industries. He graduated with a Master of Business Administration ("MBA") specialized in Finance from the University of Southern Queensland, Australia. He was promoted to the position of Group Financial Controller in 2010. He has more than 30 years of experience in the fields of accounting, costing and corporate finance.

He is responsible for the Group's financial reporting, corporate finance, financial planning and management, treasury, investor relation, tax planning and compliance.

He does not have any directorship in public companies and listed issuers.

He does not have any family relationship with any Directors and/or Major Shareholders of the Company. He has no conflict of interest or potential conflict of interest, including interest in any competing business with the Company or its subsidiaries, has no conviction for offences within the past 5 years nor public sanction or penalty imposed by the relevant regulatory bodies during the financial period.

Financial Highlights



**RM105.1
 Million**

Revenue
 (RM Million)



**RM18.3
 Million**

Profit / (Loss)
 Before Tax
 (RM Million)



**RM446.8
 Million**

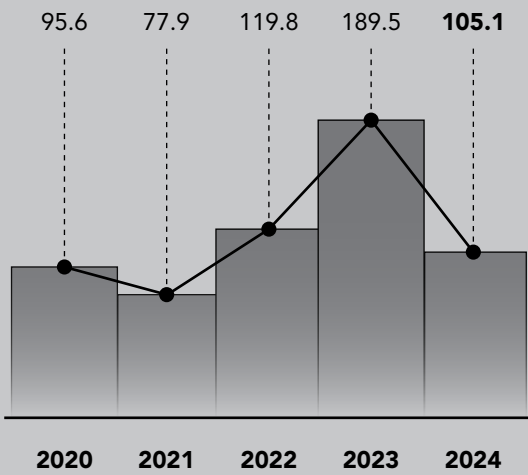
Total Assets
 (RM Million)



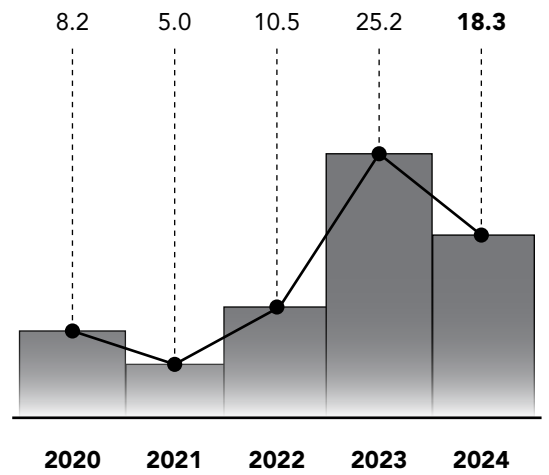
**3.3
 Sen**

Earnings / (Loss)
 Per Share
 (Sen)

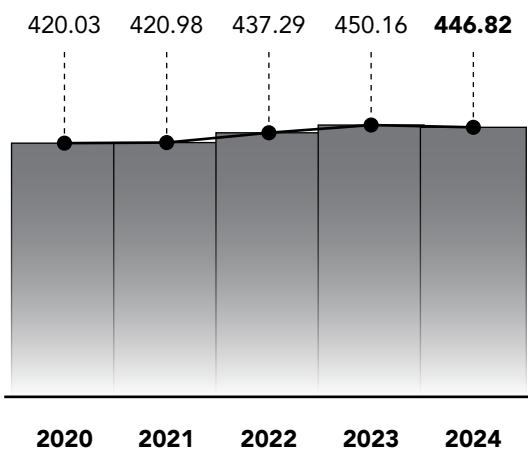
Revenue
 (RM Million)



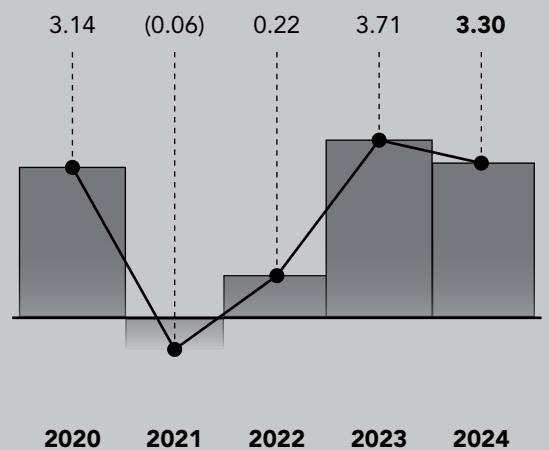
Profit Before Tax
 (RM Million)



Total Assets
 (RM Million)



Earnings / (Loss) Per Share
 (Sen)



Management Discussion and Analysis

OVERVIEW

BUSINESS AND OPERATIONS

Mayu Global Group Berhad (“MAYU”) and its subsidiaries (collectively referred to as “the Group”) are involved in the iron and steel industry, with subsidiaries operating in Prai, Kapar, Klang and Shah Alam, involving in Upstream and Downstream sectors which are principally involved in the process of shearing, re-shearing, slitting of steel coil, slitted flat bars, steel roofing, wall cladding structural floor decking, manufacturing and marketing of perforated metal, cables support, systems and screen plate and the industrial recycling of scrap metal.

Other businesses, Property Development, Construction, and Property Investment sector including letting of industrial and commercial assets, and provision of management consultancy. The business has also been involved in the reclamation business and looking forward to a positive result.

VISION AND MISSION

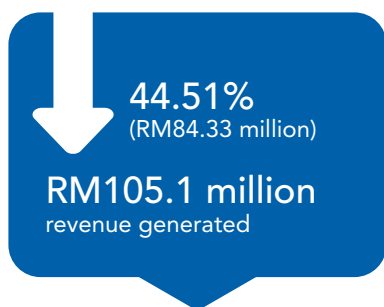
VISION

To delivered top quality steel products and property development services that prioritize innovation, sustainability and customer satisfaction, we are committed to competitive pricing and excellence, while aligning our operations with ESG principles to foster responsible growth and long-term value for our customer and communities.

MISSION

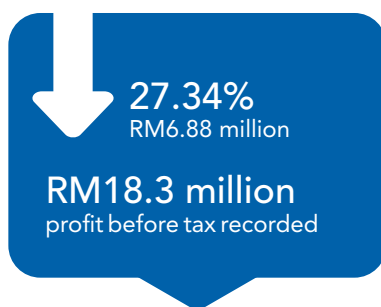
Both steel manufacturing and property development, continuously innovating to meet global market needs. We aim to shape sustainable futures by integrating environmentally conscious practices and architectural excellence, while upholding the higher standards of social responsibility and governance.

REVIEW OF FINANCIAL PERFORMANCE



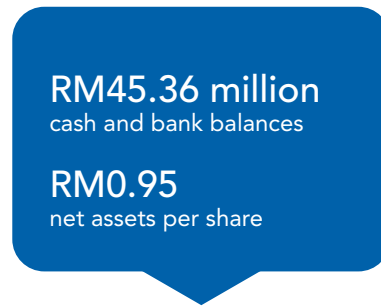
Sales Revenue

For the financial year ended (“FYE”) on 30 June 2024, MAYU generated revenue of approximately RM105.14 million which contracted by approximately RM84.33 million or 44.51% as compared with revenue generated for the preceding FYE of approximately RM189.47 million. The decline in revenue was mainly contributed by lower revenue recognised by the property development segment as one of the project (SKY TRIPARK) at Alma, Bukit Mertajam, Penang which reached completion stage.



Earnings

The Group recorded profit before tax of RM18.28 million for the FYE 30 June 2024 which is decreased by RM6.88 million or 27.34% compared to the profit before tax made for the preceding FYE of approximately RM25.16 million. The lower profit is mainly contributed by the property development segment in line with the lower revenue generated by the property development segment.



Financial Position & Liquidity

The Group has sufficient working capital to sustain its business operation and to continue as a going concern. The Group maintains healthy statements of financial position and strong cash position as at 30 June 2024. The Group’s net assets per share stood at RM0.95 whilst cash and bank balances stood at RM45.36 million.

Management Discussion and Analysis

REVIEW OF OPERATIONS



Duro Metal Industrial (M) Sdn. Bhd. ("DURO") is an ISO 9001:2008 accredited company involved in the manufacturing of metal roofing and wall cladding sheets. DURO's range of roofing and wall cladding profiles includes Skydek II, Crimp Curve, Durospan, V-Clad, 3 Pan Klip System 700 MM and Ecodek. As a complement to the roofing and walling systems we provide accessories, such as standard flashings, capping and clips, and manufacture non-standard items based on customer requirements.

DURO offers a complete range of product materials, in terms of materials grade, colour, thickness and profile. Our materials are procured from local suppliers namely Blue Scope Steel (M) Sdn Bhd, Yong Kong Industries Bhd and CSC Steel Sdn Bhd. Some of the materials are imported from Japan and Taiwan and Vietnam.

At DURO, we manufacture high-tensile galvanized C-purlins and Z-purlins together with Durodek metal floor decking systems for structural and composite concrete floor design requirements. We cater to engineer's specifications and design requirements and provide technical assistance in the design and calculation for the application of our products.

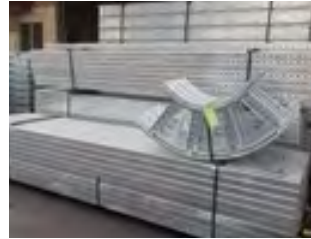
DURO's products are manufactured in accordance with international standards, such as ASTM, AS and BS. All the products are tested and verified by independent third-party test labs in accordance with the required local and international standards.

Products and services bearing the DURO name are well-accepted in the industry and have been time-tested in the local industry for the past 25 years. In the international scene, our products have an established market in China, Singapore, Bangladesh, Maldives, India, and Hong Kong.



Steel Product Manufacturing and Service Centre

- **Duro Metal Industrial (M) Sdn. Bhd.**
- **Metal Perforators (Malaysia) Sdn. Bhd.**
- **SMPC Industries Sdn. Bhd.**
- **Progerex Sdn. Bhd.**



Metal Perforators (Malaysia) Sdn. Bhd. ("MPM") was incorporated in 1972 and is situated at Lot 5 & 7, Jalan Tukang 16/4, Shah Alam, Selangor, Malaysia with a total built-up area of 3,800 meter square. MPM is equipped with modern machinery and a skilled workforce.

MPM's Core Business deals with Cable Support Systems like Cable Ladders, Cable Tray, Cable Trunking, Cable Ducting, Unistrut Channels, Screen Plates using Stainless Steel, Mild Steel Galvanized and EPOXY Power Coating and Perforation of Metals. MPM's business is closely related to the national growth sector in oil and gas, construction, infrastructure projects, mining and major manufacturing sectors.

MPM commits its customers with high-quality products, prompt delivery and efficient service which has become the contributory factor to commanding a major local market share and establishing a strong international export market position.

Progerex Sdn. Bhd. ("PROGEREX") was incorporated in 1993, It has two branches one located northern region at Prai and another one central region at Kapar, Klang. Its business is mainly involved in processing and trading of Ferrous and Non-Ferrous scrap metals and letting of property.

Progerex is mainly involved in the metal processing business. Metal scrap is collected from various sources, such as manufacturing facilities, construction sites, automotive salvage yards and individual households. Once collected the scrap metal is sorted into different categories based on the grade of metal, then the sorted scrap metals will be compressed into metal bales or blocks. The process typically involves shredding, sorting and then baling the metal using hydraulic presses. The pressed metal blocks will be sold to the local Mill. The Mill will melt down the blocks and reuse in manufacturing new products.

SMPC Industries Sdn. Bhd. ("SISB") is an enterprise based in Malaysia. Its main office is in Klang. The company operates in the Architectural and Structural Metals Manufacturing industry. SISB was incorporated on October 9, 1990.

SISB is a steel processor and it has state-of-the-art metal coil processing centres in Klang, Malaysia. The processing centre core operation comprises the shearing, re-shearing and slitting of metal coil.

Management Discussion and Analysis

REVIEW OF OPERATIONS (Cont'd)

Property Development

COMPLETED PROJECTS

Sunrise Manner Sdn. Bhd. | *The Sky – Tripark*

The Sky Urban Condominium, the flagship component of Tripark is strategically located along Jalan Seladang in Alma, Bukit Mertajam. Gracing the Alma Skylines with 3 aesthetically designed high-rise towers of varying heights. The Sky captures the eyes and imagination even from afar. Featuring a tastefully clean and minimalist architecture. Launched in 2018, The Sky comprises 560 units with a wide selection of layouts with build-ups ranging from 1054 sq. ft. to 1,399 sq. ft. with Gross Development Value ("GDV") of approximately RM257 Million. The project was completed during the financial year.

Sungguh Gemilang Development Sdn. Bhd. | *Marminton Homes*

The Condominium is nestled in the heart of business precinct Raja Uda, Butterworth, Penang. Marminton Homes is gated and guarded with complete amenities and facilities for the comfort of the homeowner to unwind and relax at their own pace. It comprises 112 Units of condominium units with a wide selection of layouts with build-ups ranging from 1130 sq. ft. to 1323 sq. ft. and 8 units of 3-storey link house with 2700 sq. ft. with a total GDV of approximately RM70 million which was completed in October 2022.



NEW PROJECT

Ongoing property developments are undertaken by the division during the current financial period.

The Tripark shop lots is located next to the Sky Urban Condominium and is strategically located along Jalan Seladang in Alma, Bukit Mertajam. The Tripark comprises 12 units with a wide selection of layouts with build-ups ranging from 3,732 sq. ft. to 6,227 sq. ft. with GDV of approximately RM24 Million with 10% completion which is estimated to be completed by March 2026.



RISK AND MANAGEMENT

The Group and the Company are exposed to a variety of financial risks arising from their operation and the use of financial instruments. The key financial risks include credit risk, liquidity risk, interest rate risk and foreign currency risk. The Group and the Company operate within clearly defined guidelines that are approved by the Board and Group Policy is not to engage in speculative activities. With a sound Risk Management System, the Group had in place a proper mitigation plan to minimise the risk.

Credit Risk

The Group and its subsidiaries are exposed to various financial risks such as credit, liquidity, interest rate, foreign currency exchange rates, metal commodity price risks as well and capital adequacy risks. Based on the type of financial risk, the Group applied several methodologies to identify impacts on its financial resilience based on certain parameters related to financial risks prior to decision-making.

Liquidity Risk

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 prudent liquidity management.

Market Risk

Firstly, these focus on the Property development segment whereby the property market is expected to face challenges due to supply chain disruptions, volatile steel prices, and a rise in the Overnight Policy Rate (OPR) which concurrently will affect the interest rate of the property market. At the same time, the manufacturing and trading of steel products are also facing challenges due to weakening steel demand globally and geopolitical events.

Management Discussion and Analysis



STRATEGIES AND EXPANSION PLANS

The Board has explored and considered various options to ensure its current business continuity are intact and sustainable and concurrently magnifies future business prospects as part of its endeavors to bring value to the Group and maximise the shareholders' return.

ECONOMIC AND INDUSTRY OUTLOOK

Economic Outlook

Malaysia's economic and industry outlook for 2024 shows a combination of challenges and opportunities, shaped by both global and domestic factors. The Malaysian economy is expected to grow at a moderate pace in 2024, with GDP growth forecasted to range between 4.0% to 5.0%, this is supported by stronger private expenditure and positive turnaround in exports, higher household spending, particularly in private and public sectors consumption continued growth in employment and wages and better investments.

Inflation is expected to remain moderate, hovering around 2.0% to 3.0%. These broadly reflect stabilising demand commodity prices and contained cost pressures, coupled with some potential upside that could arise from the implementation of fuel subsidy rationalisation.

Industry Outlook

Manufacturing sector particularly electronics and electrical (E&E) will continue to play a dominant role. However, there might be pressure due to global semiconductor supply chain issues. Green manufacturing is likely to gain more traction as industries transition to sustainable practices, encouraged by government incentives. The push for green and sustainable industries offers Malaysia an opportunity to attract investment in renewable energy and low-carbon technologies.

The construction sector is poised for growth driven by public sector infrastructure projects like the East Coast Rail Link (ECRL) and other major developments under the government's urbanisation plans. There is also a growing focus on affordable housing and urban renewal projects, which could drive more activity in residential construction.

DIVIDEND

The Board does not recommend any dividend for the FYE 30 June 2024.

Prospects of MAYU Group

MAYU Group is principally involved in the iron and steel industry in upstream and downstream sectors of the process of shearing, re-shearing, slitting of steel coil, slitted flat bars, steel roofing, wall cladding structural floor decking, manufacturing and marketing of perforated metal, cables support, systems and screen plate, steel furniture and the industrial recycling of scrap metal. Other businesses include the letting of industrial and commercial assets, provision of management consultancy, property development, construction, and property investment sector.

The Board of Directors is of the view that the business environment for the manufacturing and trading of steel products remains challenging, with volatile steel prices and external environment uncertainties, average steel demand and average selling price is expected to remain lacklustre in 2025.

As for the property market, the Penang Property market has demonstrated solid growth since the country's recovery from the pandemic and moving forward it is expected to maintain this positive trajectory. The Group will continue to capitalise on contemporary customers' preferences whilst having attractive campaigns to stay competitive.

MAYU Group will closely monitor developments to ascertain the magnitude of the impact of the current challenging economic environment and has taken proactive measures to mitigate the impact such as by adopting stricter cost control measures, improving asset utilisation and aligning MAYU Group's cost structure with current operation levels. MAYU Group is cautiously optimistic that it will be able to navigate through these headwinds. We are optimistic that we are well-positioned to deliver positive results.

Sustainability Statement

ABOUT THIS STATEMENT

This statement focuses on business operations of MAYU Global Group Berhad ("MAYU" or "the Group") in Malaysia and its principal business in the iron and steel industry and property segment. The statement contains sustainability data from 1 July 2023 to 30 June 2024, with one year of comparative historical data wherever applicable. This Sustainability Statement has been prepared in adherence to Bursa Malaysia Securities Berhad Main Market Listing Requirements ("MMLR") relating to Sustainability Statements in Annual Reports. Through this report, we aim to provide our stakeholders with updated environmental, social and governance ("ESG") information about the Group to mitigate business risk, apply new and innovative technologies, manage our resources and environment as well as support Corporate Social Responsibility ("CSR") sustainability in the long term. We assure our stakeholders that we are reporting fully, honestly and transparently. Our data collection and management processes are continuously reviewed and will include external assurances in the future. Stakeholders are welcome to submit queries or comments on this report, or suggestions to improve future reports at rpsiva@mayuglobal.com.



SUSTAINABILITY POLICY

The Group explores and implements sustainable practices across the business whilst attempting to achieve the right balance between economic success, the requirements of our stakeholders and larger society. The Group Sustainability Policy Framework ("GSPF") was approved in FY2023 which aims to integrate the principles of sustainability into the Group's strategies, policies and procedures. Additionally, we strive to cultivate a culture of sustainability within the Group and the wider community, with an emphasis on incorporating economic, environmental, social, and governance considerations into decision-making and in the delivery of outcomes.

MAYU is an investment holding company whilst its subsidiaries are principally involved in the processing and manufacturing of steel coil, tube, strapping, steel furniture, metal roofing, floor decking, perforated metal and the industrial recycling of scrap metal. We have also diversified the business into property development.

As our business continues to expand, we shall continue to evaluate the impact of economic, environmental and social risks and present respective opportunities in ensuring long-term growth whilst charting sustainability for the Group.

OUR SUSTAINABILITY APPROACH

We are committed to driving responsible business practices throughout the organisation by instilling the principles of sustainability into our strategies, policies and procedures, whilst integrating three (3) sustainability pillars - environmental, social and governance considerations into our decision-making.

We aim to provide our stakeholders with updated ESG information to mitigate business risk, apply new and innovative technologies, managing the resources effectively, environment preservation and supporting the CSR sustainability in the long run. We adopt the UN Sustainable Development Goals ("UN SDGs") as a guide to our approach, as we implement our sustainability agenda based on the sustainability pillars.

Sustainability Statement



OUR SUSTAINABILITY GOVERNANCE

We uphold the belief that commitment to high standards of corporate governance is essential to ensure the sustainability of the Company and its subsidiaries, charting the way forward through local and global challenges and risks of now and the future apart from safeguarding the interests of shareholders and delivering long-term value.

This is reflected in our sustainability governance structure which permeates across key levels of the Group, as illustrated in Figure 1.

Figure 1: Sustainability Governance Structure in MAYU

Structure	Roles and Responsibilities
Board of Directors	The Board of Directors undertakes an oversight role over the Group’s sustainability efforts, including setting key elements of the sustainability strategies and management of material sustainability issues through the Risk Management and Sustainability Committee (“RMSC”). Chaired by the Chairman of RMSC, the board meets on a quarterly basis to discuss material issues and strategies pertaining to the Group, including sustainability-related matters.
Risk Management and Sustainability Committee	The Risk Management and Sustainability Committee reviews the Sustainability Statement, oversees the implementation of sustainability strategy, evaluates overall sustainability risks and opportunities, and makes recommendations to the Board for approval.
Head of Department	The Heads of Department form the working group that focuses on driving engagement on the sustainability agenda and proposes ideas on sustainability-focused activities for continuous improvement. While this working group reports and monitors the implementation of ongoing projects and initiatives on sustainability, each department manages its own set of sustainability initiatives and data collection.
Sustainability Officer	Sustainability officers were appointed by the Group from each subsidiary to assist their Heads of Department in managing the sustainability efforts within their department in terms of data collection and data analysis. They will also communicate with other stakeholders to gather feedback on existing programs, encouraging participation in new initiatives and monitoring performance and outcomes related to their programs.

Sustainability Statement

STAKEHOLDER MANAGEMENT

One of the core principles in driving sustainability is effective stakeholder engagement. Our stakeholders consist of groups who are impacted by or have a vested interest in our business operations and performance. The Board of Directors recognises that the Directors can make better progress in their sustainability journey by collaborating with the stakeholders.

Continuous engagement with our stakeholder groups is vital for us to better understand and manage their expectations as well as appreciate how our actions impact them. This in turn allows us to align our business objectives, social goals, and conduct in a more effective manner. We continuously strive to improve our engagement with stakeholders so as to be better equipped to manage emerging issues and drive change on the ground.

A summary of engagement activities with our stakeholders is shown here (Figure 2).

Figure 2: Summary of Engagement with Stakeholders

STAKEHOLDER ENGAGEMENT	METHOD	FREQUENCY OF ENGAGEMENT	STAKEHOLDERS' EXPECTATIONS AND CONCERNS	OUR RESPONSE
Regulatory Authorities and Local Governments	<ul style="list-style-type: none"> Regular consultation and meetings Reporting 	<ul style="list-style-type: none"> Regular and Ad-hoc 	<ul style="list-style-type: none"> Regulatory compliance Local community/public interests 	<ul style="list-style-type: none"> We maintain close consultations with and provide regular updates to the regulatory authorities and local governments. In doing so, we ensure that we are continuously in compliance with the law and are supporting the broader State and National objectives.
Financiers / Investors / Shareholders	<ul style="list-style-type: none"> Annual General Meetings ("AGMs") Analyst briefings Corporate announcements Dedicated Investor Relations team Corporate website Periodic site visit Annual report 	<ul style="list-style-type: none"> Scheduled and Regular 	<ul style="list-style-type: none"> Financial performance Business risks Corporate governance 	<ul style="list-style-type: none"> We assist in making informed investment decisions by providing timely updates on financial performance and corporate developments. We ensure that our financial statements are duly reviewed and audited as an assurance that we provide reliable disclosures.
Customers (existing and potential)	<ul style="list-style-type: none"> Marketing materials Marketing events and roadshows Sales galleries Corporate announcements and publications Written communications Corporate website 	<ul style="list-style-type: none"> Regular and Ad-hoc 	<ul style="list-style-type: none"> Operational concerns Customer satisfaction 	<ul style="list-style-type: none"> We aim to create stronger market integrity by upholding our proven track record of delivering products of high quality and standards whilst ensuring our responsiveness to the concerns of our customers in an efficient and timely manner.

Sustainability Statement

STAKEHOLDER MANAGEMENT (Cont'd)

A summary of engagement activities with our stakeholders is shown here (Figure 2). (Cont'd)

Figure 2: Summary of Engagement with Stakeholders (Cont'd)

STAKEHOLDER ENGAGEMENT	METHOD	FREQUENCY OF ENGAGEMENT	STAKEHOLDERS' EXPECTATIONS AND CONCERNS	OUR RESPONSE
Suppliers / Vendors	<ul style="list-style-type: none"> Meetings and discussions 	<ul style="list-style-type: none"> Regular and Ad-hoc 	<ul style="list-style-type: none"> Payment Compliance issues 	<ul style="list-style-type: none"> We engage closely with our suppliers and vendors to facilitate compliance with the relevant requirements, including regulatory requirements. We have established standard operating procedures to ensure timely disbursement of payments.
Board of Directors and Employees	<ul style="list-style-type: none"> Internal emails and memo Departmental briefing Internal discussions and meeting Board Meetings Conference Calls 	<ul style="list-style-type: none"> Scheduled and Regular 	<ul style="list-style-type: none"> Training and development Work-life balance Employee benefits and welfare 	<ul style="list-style-type: none"> The Board expects the Group to uphold the highest principles of transparency and accountability in full compliance with all applicable laws. We engage with our employees to understand their interests and needs. Through our HR initiatives, we strive to create a safe and healthy workplace with relevant training to address their specific needs in increasing work process efficiencies.
Local Communities	<ul style="list-style-type: none"> Engagement sessions Volunteering 	<ul style="list-style-type: none"> Regular and Ad-hoc 	<ul style="list-style-type: none"> Livelihood Personal well-being 	<ul style="list-style-type: none"> We are committed to achieving long-term meaningful community engagement, including providing meaningful support in the aspects of economic, environmental and social development.

Sustainability Statement

SUSTAINABLE DEVELOPMENT GOALS

SUSTAINABLE DEVELOPMENT GOALS

The United Nations Sustainable Development Goals (“UN SDGs”) are the roadmap for building a sustainable and inclusive future. Hence, to maximise our UN SDGs contributions, we set our goals that are relevant to our business strategies and objectives. We compared the 17 UN SDGs with our existing initiatives and have identified a total of eight (8) UN SDGs that we are aligned to.

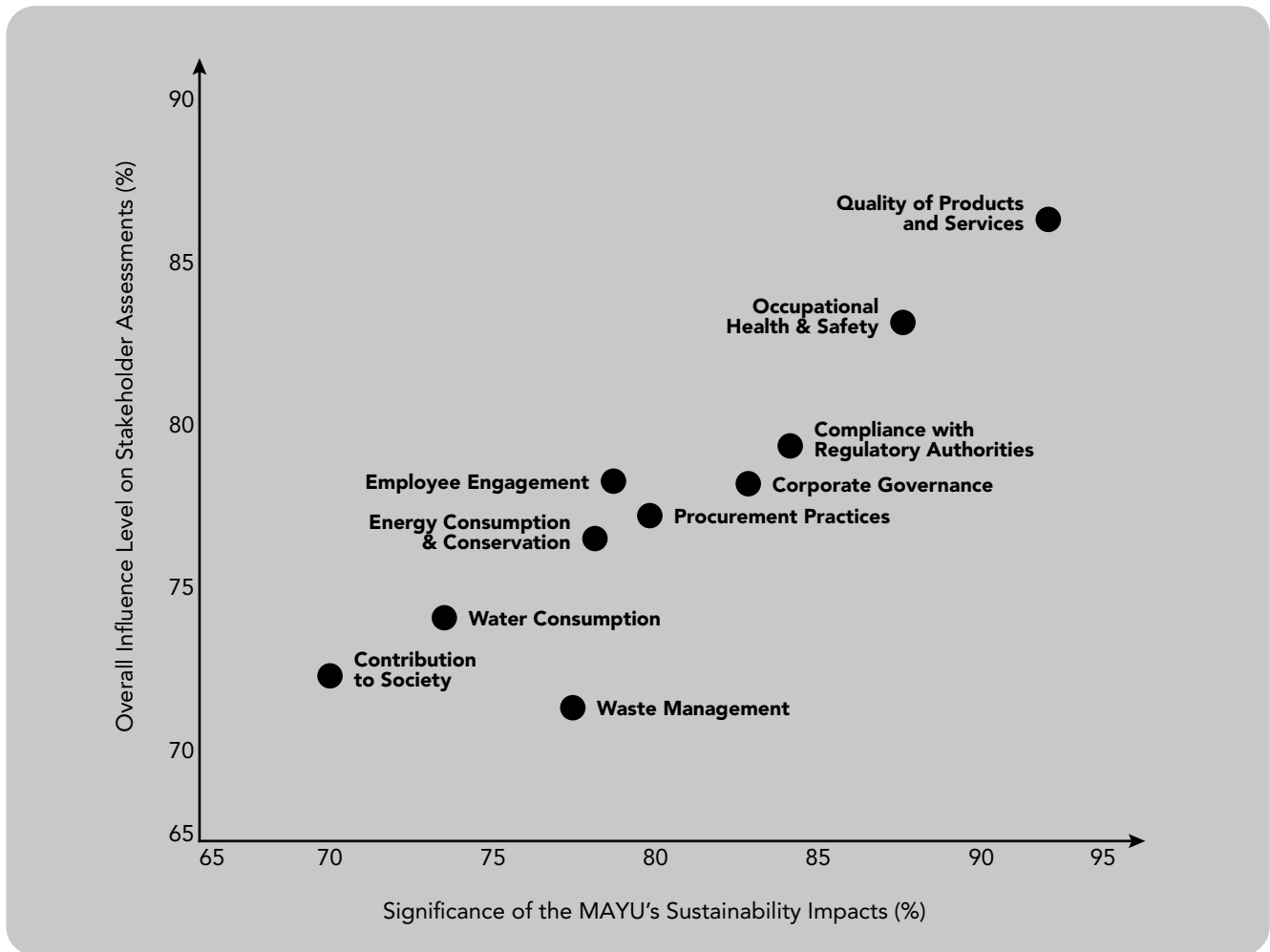


SUSTAINABILITY MATTERS

We recognise the importance of understanding our ESG priority areas. It forms the basis of our sustainability initiatives, the impact of which is aligned to the Group’s strategies. We identified our material sustainability matters by conducting a materiality assessment exercise and continued to focus on managing these material sustainability matters as they remain as our priority/prioritised areas.

MATERIALITY ASSESSMENT & OUTCOME

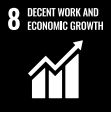







Diagram below illustrates our Materiality Assessment Matrix. The matrix assists us in visualising and establishing the strategy guidelines and drawing out our initiatives while integrating our stakeholders’ requirements. Our material topics are grouped into three (3) ESG pillars.



Sustainability Statement

MATERIALITY ASSESSMENT & OUTCOME (Cont'd)

We have mapped these material topics or sustainability matters to the UN SDGs to align our sustainability initiatives with global sustainable goals.

SDGs	Material Topics / Sustainability Matters	Initiative Implemented
Economic		
	<ul style="list-style-type: none"> Corporate Governance Procurement Practices 	<ul style="list-style-type: none"> Revision of Group policies and procedures to align with the latest regulatory and best practices. Development of Group Delegation and Limit of Financial Authority. Development of a 3-year business plan for every subsidiary. Promote peaceful and inclusive societies for sustainable development, provide access to justice for all and build effective, accountable and inclusive institutions at all levels. Upholding anti-competition practices and contributing to economic growth.
Environment		
	<ul style="list-style-type: none"> Waste Management Energy Management Water Consumption Occupational Health and Safety 	<ul style="list-style-type: none"> Identification of quantitative indicators and measurement for waste management. Waste generated is first considered whether it can be reused or recycled before resorting to disposal as a final option. Identification of quantitative indicators and measurement for energy management. The Sustainability Committee oversees these efforts through innovation, technology utilisation and resource conservation Inception on data collection for water management by respective departments. We engage and communicate with employees to consume water efficiently. Training on health and safety standards and ensure factory staffs always wear protective gears in the factory. Enhancing our health and safety controls to safeguard health and safety at the workplace. Implementing more wellness programmes and initiatives.
		
		
		
Social		
	<ul style="list-style-type: none"> Compliance with Regulatory Authorities Employee Engagement Contribution to Society Quality of Products and Services 	<ul style="list-style-type: none"> Incidents recovery and resolution of issues within the Group and subsidiaries. To build a strong rapport with government and regulatory authorities to gain support and access to the latest information on regulatory issues relevant to the Group's activities. Conduct and provide training to Management and employees of the Group. The Group recognises the significance of human capital development in driving business growth, thus placing considerable emphasis on equipping and developing employees with essential skills over time. Dissemination of survey form to the Group's stakeholder to obtain feedback and their level of satisfaction when dealing with the Group and its subsidiaries. The Group commits to delivering long-term sustainable value and growth to our stakeholders. Provide internships to students from public and private institutions of higher learning. We aim to nurture local talent to provide them with opportunities to reach their full potential, while helping to form a high-quality talent pool for the nation. Provide manufactures such as furniture and roofing to schools and other charitable organisations.
		
		

Sustainability Statement



RISK MANAGEMENT

The Group understands that risk management has perhaps never been more important than it is now. Risks that the Group faces have grown more complex, fuelled by the rapid pace of globalisation, pandemic, war, use of digital technology and climate change. Risk management helps to caution the Group on the uncertainties and predict their impact, thus providing the Group with a basis for decision-making. Risk management also provides the Group with the opportunities to proactively manage the unexpected by mitigating or minimising the impacts of risk rather than reactively. This effective management of risk is vital for our long-term sustainability.

Our risk management is a continual process, which comprises the identification and examination of risks, including materiality risks and the potential impact on our business operation and strategies. We rate the risks according to a metric that consists of likelihood and consequences, and then, take necessary measures to address and monitor the risks.

We identify, manage and monitor the risks and opportunities that could impact the achievement of long-term sustainability goals in relation to ethics and integrity, cyber security, quality, environmental, occupational safety and health.

CORPORATE GOVERNANCE

Apart from prudent financial management, we believe that full commitment to high standards of corporate governance is essential to ensure the sustainability of the Group, as well as to safeguard shareholders' interests and maximise long-term shareholder value.

The Group has adopted, where appropriate, the principles and practices as set out in the Malaysian Code of Corporate Governance 2017 ("MCCG"). These standards include having clear policies, best practices, and sound internal controls as well as a system of continuous improvement. The overview of the Company's application of the principles as set out in the MCCG is disclosed in the Corporate Governance Overview Statement in this Annual Report.

The Group aims to achieve the highest level of business ethics and prevent any occurrence of corruption activities. As MAYU strives for good governance, several policies have been revised and newly developed in accordance with the latest regulations and best practices.

Existing policies were revised and new policies were established to commensurate with the renaming of the Company. The total number of revised policies and newly developed policies in FY2023 is 11.

ANTI-CORRUPTION

The Group embraced zero tolerance in bribery and corruption. Hence, the Anti-Bribery and Corruption Policy was revised comprising key policies and procedures that, together with general internal controls of the Group, are aimed at mitigating overall corruption risks, abuse of power and malpractice. This policy sets out the Group's expectations for internal and external parties working with and for the Group in upholding the Group's zero-tolerance stance against corruption. This policy, together with the Whistleblowing Policy, are accessible by all employees via the company intranet and by the external stakeholders through the corporate website. Training has been provided to internal and external stakeholders to reinforce their understanding of the Group's stance on anti-corruption, as well as relevant policies and procedures.

We believe that by fostering a strong ethical foundation and robust governance practices, we not only enhance our reputation but also contribute to sustained business success and stakeholder trust. Through ESG risk assessment, commitment to anti-corruption practices, and robust supply chain management, we prioritise ensuring that good governance remains as the core of our business conduct.

Employee Category	2023
Number of Confirmed Corruption Incidents	0

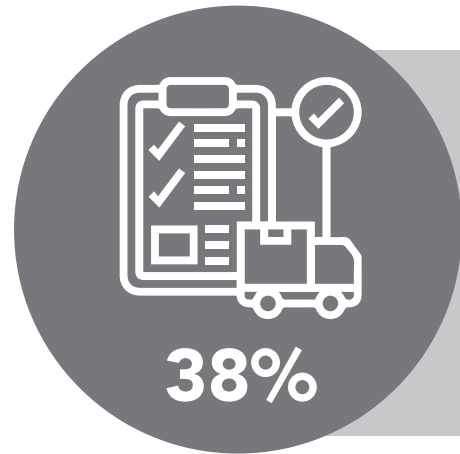
Sustainability Statement

PROCUREMENT PRACTICES

MAYU and its subsidiaries are involved in manufacturing, steel trading and metal perforating. We are deeply committed to creating value for our stakeholders and supporting local communities by utilising local supply chain opportunities wherever feasible. We define “local” as Malaysia-based suppliers. By operating in the community, we create significant growth opportunities for local suppliers of our products, goods and services.

Products, goods and services may arrive to us in defected state yet we strive to foster long-term relationships and maintain quality with our suppliers and monitor any defect made by suppliers. Moreover, our proportion of spending on local suppliers is calculated based on invoices or commitments made during the reporting period.

MAYU consistently endeavours to source materials from local suppliers whenever feasible, showcasing a strong commitment to supporting local sources.



Group Proportion of Spending on Local Suppliers

HUMAN RIGHTS

The Group is committed to protecting and respecting human rights across its business operations. We believe that strong human rights practices coupled with fair and ethical treatment improve productivity and promote a healthy working culture.

Our Code of Conduct (“COC”) also outlines our expectations to all our employees and external stakeholders in approaching human rights matters while conducting business with the Group. This includes principles relating to fair dealings, confidentiality of information, conflict of interest, compliance with laws and regulations and sexual harassment.

As for our annual target for complaints concerning human rights violations, we endeavour to achieve zero substantiated complaints.

For the financial year ended 30 June 2024, the Group did not receive any complaints concerning human rights violations.

	2023
Number of Substantiated Human Rights Complaints	0

DATA PRIVACY AND CYBER-SECURITY

Harnessing digitalisation and technological innovation are essential for elevating the Group’s product and service standards, while also streamlining operations to uphold competitiveness in today’s dynamic market.

As the business landscape shifts towards a more digital future, the Group has made strides to protect the privacy of its customers, employees and suppliers’ data.

Cyber security is important to protect the data and information of the company, business associates and stakeholders. Cyber threats can originate anywhere, either from the inside or outside of the Group. One single security breach aimed at disrupting normal business operations can lead to a disaster which has a strong financial impact to the Group and also loss of the trust of our customers.



Sustainability Statement

CONTRIBUTION TO COMMUNITY

Community engagement and development play a pivotal role in the success and sustainability of a company. By actively participating in and contributing to the local community, this not only fosters positive relationships but also establishes itself as a responsible corporate citizen.

As a responsible manufacturer, the Group is committed to fulfilling its Corporate Social Responsibility (“CSR”) by integrating it into the Group’s business operations. The Group’s CSR initiatives have also moved in tandem to focus on safeguarding the well-being of our community. We continue to find opportunities to contribute to society in a variety of ways guided by the pillars of Education, Community, and Environment.

For the year under review, MAYU continued to provide assistance to charitable organisations and schools by providing products manufactured by the Group such as furniture and roofing. The Group also provides practical industrial training to students from public and private institutions of higher learning to give them on-the-job exposure before they enter the corporate world.



**RM5,200 FOR
3 BENEFICIARIES**

Total Amount Invested in the Community

WASTE MANAGEMENT

The Group continues to place great importance on the need to protect our environment, maintain good manufacturing practices and always adhere to the government environmental policies. We endeavour to consume material responsibly and reduce wastage in our operations by employing the 3R concept – Reduce, Reuse and Recycle. Employees and contractors are encouraged to reduce waste generation and to ensure the proper handling of unavoidable waste.

Waste generated is first considered whether it can be reused or recycled before resorting to disposal as a final option.



2023

Total Energy Consumption

952,279 Megawatt

ENERGY MANAGEMENT

A considerable amount of energy in the form of electricity and the use of generators are required for the running of our manufacturing facilities and investment properties. In line with Malaysia’s commitment to reduce 45% of its greenhouse gas intensity by 2030, we strive to manage our energy usage by improving efficiency, reducing emissions and conserving resources through energy management and data collection policies.

The Group’s efforts to promote energy optimisation and increase resource efficiency have allowed us to minimise our dependence on natural resources while improving overall operational performance. At the same time, our commitment to fair labour practices and stakeholder engagement has fostered a motivated workforce and built trust with our investors and stakeholders.

The Group recognises the importance of good environmental management/preservation practices in minimising operational impact to the environment, while improving energy efficiency and costs reduction.

The Group’s carbon emissions include direct emissions from fuel and loss of refrigerant in air conditioning systems, indirect emissions due to purchased electricity consumed at investment properties and manufacturing facilities, as well as other indirect emissions arising from employees’ daily activities.

Sustainability Statement

WATER CONSUMPTION

Quality water is not only essential to our industry and operations, but also to every aspect of life. While some countries and regions are rich in water, others are affected by water constraint. It is predicted that approximately 5 billion people will face water shortages in 2050 due to urbanisation and climate change.

Water is a vital element of global and environmental sustainability. It is part of sustaining our business operations and we take good care in conserving our water usage. We are working to reduce water consumption at all our factories.

The Group believes that communication can change people’s behaviour in consuming water, from being unaware of water security issues to consuming water more efficiently. The Group engages and communicates the commitment on the conservation and use of water efficiently along with a reclaim, recycle and retreat approach.



OCCUPATIONAL SAFETY AND HEALTH

MAYU adheres to its established Safety, Health, and Environment (“SHE”) Policy, dedicated to fostering a secure and healthy workplace for both employees and independent contractors. The Group places utmost importance on safeguarding its workforce, contractors, and visitors.

Through its Safety, Health and Environment (“SHE”) department, MAYU conducts comprehensive health and safety training sessions. These sessions are designed to equip employees with essential knowledge regarding safety protocols, compliance measures, and the proper use of personal protective equipment. The following initiatives have been implemented to ensure the safety and well-being of all our employees.

By ensuring a healthy, safe and conducive workplace, we aim to prevent injuries among those working within our premises, which ultimately leads to increased efficiency and output.

	2023
Workplace Accident Cases	0
Work-Related Fatalities	0
Lost Time Incident Rate (“LTIR”)	0
Number of Employees Trained on Safety and Health Standards	1



Sustainability Statement

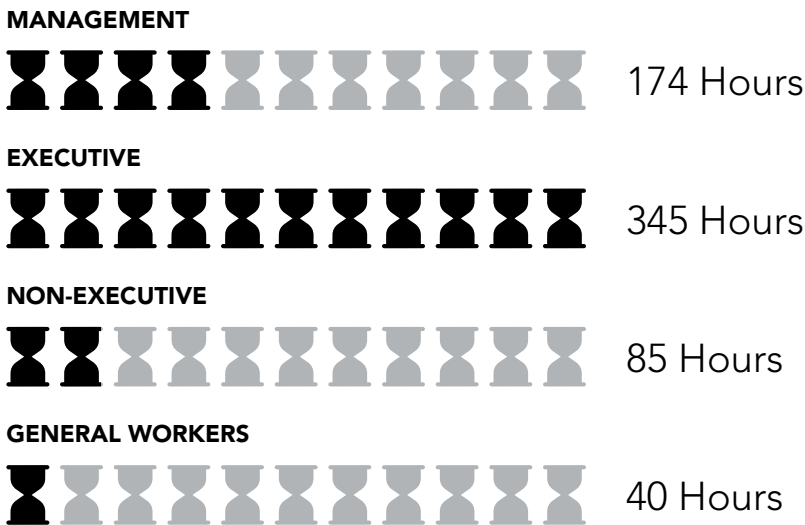
TRAINING AND DEVELOPMENT

The Group recognises that systematic and continued training and development of employees are essential to ensure the continued efficiency, effectiveness and growth of the company. Thus, our training policy aligns training and development programs with the larger organisational goals while giving due consideration to the development needs of the employees.

The Group also conducts development analysis to understand the development needs of the employees. This allows the identification of knowledge and skill gaps within the organisation against external factors, such as industry and regulatory changes, employees' expectations and the latest innovation and technological advancements.

We believe that providing training and development programs to our employees would assist them to manage their tasks individually or in teams, which would rely on a greater understanding of their work processes and objectives. Therefore, we encourage our employees to participate in internal and external trainings for their interpersonal and intrapersonal development. Taking a holistic view of the current and future goals of the Company, the Group will ensure proper succession planning in the long-term.

Total Training Hours by Employee Category



EMPLOYEE MANAGEMENT

The Group understands that its employees are its most valuable asset organisation wide. Our hiring practices are based on capability and suitability and there is no discrimination in our hiring policies. We are committed to recruiting, developing and retaining high-performing employees, while providing a work environment that is both conducive and empowering. The Group also adheres to local labour and employment-related laws in all our human resources practices. The well-being of our employees remains a priority as their strengths and contributions are the Group's results.

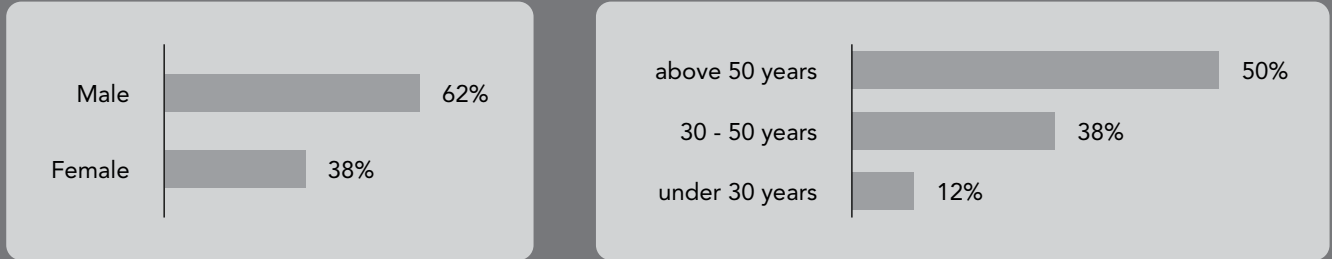
Diversity gives the Group a competitive edge through the accumulation of, and ability to tap into a wide range of knowledge, perspectives and ideas. In line with this, we strive to promote equal and fair employment opportunities by actively encouraging diversity of gender, race, religion, age and nationality. The Group also does not tolerate discrimination towards its employees, nor discriminate against any individual based on their gender, age or ethnicity.

We achieve equity through policies and actions that are underpinned by both fairness and inclusiveness. Guided by our Diversity Policy, we promote a culture that respects and values differences, advocates for equality, and encourages growth and development to help individuals reach their full potential. All decisions regarding career advancement, recognition, and rewards are approached in a fair and unbiased manner, strictly based on employees' performance and merit.

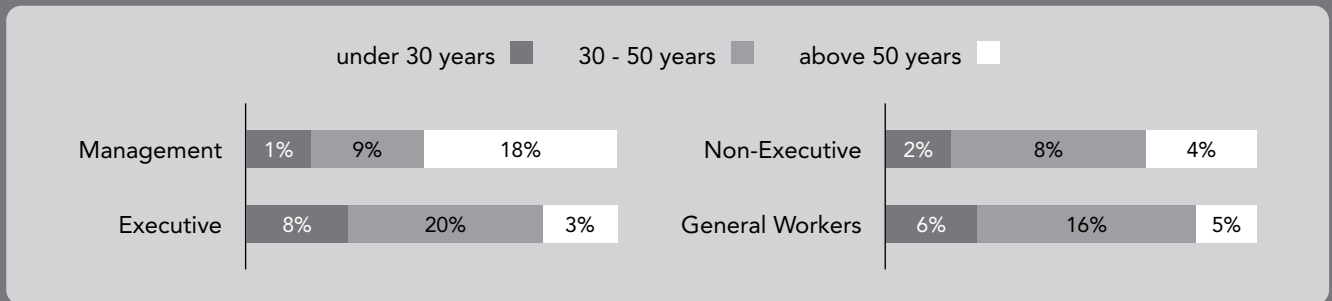


Sustainability Statement

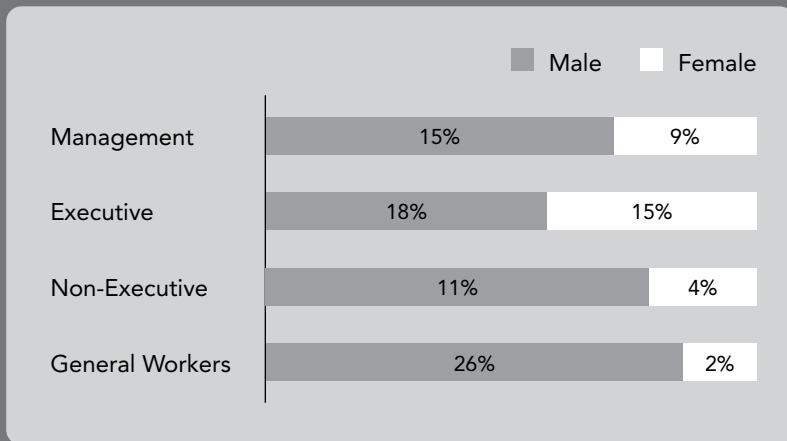
Percentage of Directors by Gender and Age Group



Percentage of Employees by Age Group for each Employee Category



Percentage of Employees by Gender Group for each Employee Category



Number of Employee Turnover by Category



LOOKING FORWARD

As we reflect on our sustainability journey and the strides we have made thus far, we are filled with immense pride and gratitude for the collective efforts that have brought us to this point. However, we recognise that our commitment to sustainability is not a destination but an ongoing expedition towards a brighter and greener future.

With unwavering determination, we look forward to continuing with our missions, setting new targets and embracing innovative approaches to shape a world that is sustainable for generations to come. Continuous improvement will be our guiding principle, as we actively seek ways to minimise our ecological footprint and promote circular practices.

Sustainability Statement

Sustainability Performance Report

Indicator	Measurement Unit	2023
Bursa (Community/Society)		
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	5,200.00
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	3
Percentage of global staff with a disability	Percentage	25.00
Percentage of women in the global workforce	Percentage	30.00
Number of Board Directors	Number	8
Number of independent Directors on the board	Number	4
Number of women on the board	Number	3
Annual General Meeting: Number of days between the date of notice and date of meeting	Number	21
Percentage of women on the Executive committee or equivalent	Percentage	0.00
Percentage of executive remuneration that is variable (to be calculated for CEO/highest paid executive)	Percentage	11.00
Maximum number of years executive remuneration is deferred	Number	0
Percentage of salary of executives to which bonuses are restricted	Percentage	0.00
Percentage of salary of other high paid staff to which bonuses are restricted	Percentage	0.00
Bursa (Labour practices and standards)		
Bursa C6(a) Total hours of training by employee category		
Management	Hours	174
Executive	Hours	345
Non-executive/Technical Staff	Hours	85
General Workers	Hours	40
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	10.00
Bursa C6(c) Total number of employee turnover by employee category		
Management	Number	8
Executive	Number	20
Non-executive/Technical Staff	Number	5
General Workers	Number	26
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0
Bursa (Diversity)		
Bursa C3(a) Percentage of employees by gender and age group, for each employee category		
Age Group by Employee Category		
Management Under 30	Percentage	1.00
Management Between 30-50	Percentage	9.00
Management Above 50	Percentage	18.00
Executive Under 30	Percentage	8.00
Executive Between 30-50	Percentage	20.00
Executive Above 50	Percentage	3.00
Non-executive/Technical Staff Under 30	Percentage	2.00
Non-executive/Technical Staff Between 30-50	Percentage	8.00
Non-executive/Technical Staff Above 50	Percentage	4.00
General Workers Under 30	Percentage	8.00
General Workers Between 30-50	Percentage	16.00
General Workers Above 50	Percentage	5.00
Gender Group by Employee Category		
Management Male	Percentage	13.00
Management Female	Percentage	9.00
Executive Male	Percentage	16.00
Executive Female	Percentage	15.00
Non-executive/Technical Staff Male	Percentage	11.00
Non-executive/Technical Staff Female	Percentage	4.00
General Workers Male	Percentage	26.00
General Workers Female	Percentage	3.00

Internal assurance

External assurance

No assurance

(*) Restated

Sustainability Statement

Sustainability Performance Report

Indicator	Measurement Unit	2023
Bursa C3(b) Percentage of directors by gender and age group		
Male	Percentage	62.00
Female	Percentage	38.00
Under 30	Percentage	12.00
Between 30-50	Percentage	38.00
Above 50	Percentage	50.00
Buraa (Anti-corruption)		
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category		
Management	Percentage	0.00
Executive	Percentage	0.00
Non-executive/Technical Staff	Percentage	0.00
General Workers	Percentage	0.00
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	0.00
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0
Disclosure of total amount of political contributions made	MYR	0.00
Disclosure of number of staff disciplined or dismissed due to non-compliance with anti-corruption policy/policies	Number	0
Disclosure of cost of fines, penalties or settlements in relation to corruption	MYR	0.00
Burasa (Health and safety)		
Bursa C5(a) Number of work-related fatalities	Number	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0.00
Bursa C5(c) Number of employees trained on health and safety standards	Number	1
Percentage of sites with OHSAS 18001 certification	Percentage	0.00
Number of work-related employee fatalities, over last 3 years	Number	0
Number of work-related contractor fatalities, over last 3 years	Number	0
Burasa (Supply chain management)		
Bursa C7(a) Proportion of spending on local suppliers	Percentage	38.00
Burasa (Data privacy and security)		
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0
Burasa (Water)		
Bursa C9(a) Total volume of water used	Megalitre	10,651,000,000
Company discloses the number and/or proportion of sites with a water management plan	Number	0
Company discloses the number and/or proportion of facilities, assets, production, revenue in water-stressed regions	Number	0
Water withdrawals/consumption in water stressed regions	Number	0
Does the company disclose the number of incidents of non-compliance with water quality/quantity permits, standards and regulations	Number	0
Burasa (Energy management)		
Bursa C4(a) Total energy consumption	Megawatt	952,279.00
Burasa (Emissions management)		
Percentage of the company's total property portfolio certified to a recognized building management standard for property such as LEED, BREEAM, etc.	Percentage	0.00
Three years of total GHG emissions data on properties disclosed	Metric tonnes	0.00
Three years of total energy usage data on properties disclosed	Megawatt	0.00
Three years of total water usage data from property portfolio disclosed	Cubic meters	0.00
Provisions for fines and settlements specified for ESG issues in audited accounts	MYR	0.00

Internal assurance External assurance No assurance (*) Restated

Sustainability Statement

Sustainability Performance Report

Indicator	Measurement Unit	2023
Number of fines/settlements over the previous 3 years where each is valued > US \$100 million	Number	0
Combined total value of fines/settlements over the previous 3 years where each is valued > US \$100 million	MYR	0.00
Percentage of annual revenue invested in research and development of low-carbon products/services	Percentage	0.00
Investment in research and development of low-carbon products/services	MYR	0.00
Investment in climate adaptation measures	MYR	0.00
Bursa (Waste management)		
Bursa C10(a) Total waste generated	Metric tonnes	0.00
Bursa C10(a)(i) Total waste diverted from disposal	Metric tonnes	0.00
Bursa C10(a)(ii) Total waste directed to disposal	Metric tonnes	0.00
Disclosure of three years of hazardous waste generation (tonnes)	Metric tonnes	0.00
Disclosure of three years of non-recycled waste generation (tonnes)	Metric tonnes	0.00
Disclosure of three years of waste recycled (tonnes)	Metric tonnes	0.00
Total costs of environmental fines and penalties during financial year	MYR	0.00
Percentage of sites covered by recognized environmental management systems such as ISO 14001 or EMAS	Percentage	0.00

Internal assurance

External assurance

No assurance

(*) Restated

Corporate Governance Overview Statement

The Board of Directors (“the Board”) of MAYU Global Group Berhad recognises the importance of good corporate governance. The Board is committed to ensure that the Principles and Best Practices of the Malaysian Code on Corporate Governance (“MCCG”) are practised throughout the Company and its subsidiaries (“the Group”) as a fundamental part of discharging its responsibilities to protect and enhance long term shareholders’ value and the financial performance of the Group, whilst considering the interests of other stakeholders.

This overview statement sets out the Group’s application of the principles of the MCCG and extent of compliance with the best practices throughout the financial year ended 30 June 2024. Furthermore, it also provides investors with an insight into the corporate governance practices of the Company under the leadership of the Board.

This statement is prepared by the Board on 21 October 2024 and in accordance with Bursa Malaysia Securities Berhad’s (“Bursa Malaysia”) Main Market Listing Requirements (“Main LR”) and it is to be read in conjunction with the Corporate Governance Report (“CG Report”) which is published on Bursa Malaysia’s website and also Company’s website at www.mayuglobal.com.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

The Principal Responsibilities of the Board

The Board assumes full responsibilities to the shareholders for the Group’s overall performance with its objectives, strategic planning, development and implementation, decision making, business performance, succession planning, risk management, investor relations, internal control, financial and management information systems for the purpose of achieving the goals of the Company. The day-to-day management of the Group is delegated to the management but key matters are reserved for the Board. All Board members bring an independent judgment to bear on issues of strategy, performance, resources and standards of conduct for the assurance of the corporate goals; and objectives are being made towards the Group’s governance assurance framework.

The Board Committees operate within clearly defined Terms of Reference (“TOR”), which sets out matters relevant to the composition, responsibilities and administration of these committees. The Board regularly reviews the TORs of the Board Committees to ensure they are consistent with the rules and regulations prescribed under the Main LR and MCCG.

Board Charter and Code of Ethics and Business Conduct

The Board has established clear functions reserved for the Board and those delegated to Management in the Board Charter (the “Charter”) which serves as a reference point for Board’s activities. The Charter provides guidance for Directors and Management on the responsibilities of the Board, its Committees and requirements of Directors which are subject to periodical review to ensure consistency with the Board’s strategic intent as well as relevant standards of corporate governance. The Charter is available at the Company’s website at www.mayuglobal.com.

In promoting good governance practices and in order to enhance transparency and accountability, the Board has established and put in place the following policies and procedures, full details of which will be available on the Company’s website:

- Board Charter (revised on 29 August 2023)
- Code of Business Conduct and Ethics
- Terms of Reference of Audit Committee (revised on 29 August 2023)
- Terms of Reference of Nomination and Remuneration Committee (adopted on 29 August 2023)
- Terms of Reference of Risk Management and Sustainability Committee (adopted on 29 August 2023)
- Whistleblowing Policy (revised on 29 August 2023)
- Anti-Bribery and Corruption Policy (revised on 29 August 2023)
- Diversity Policy (adopted on 29 August 2023)
- Fit and Proper Policy (revised on 29 August 2023)
- Related Party Transaction Policy (adopted on 29 August 2023)
- Gift, Entertainment, Hospitality, Donation and Sponsorship Policy (Adopted on 28 August 2023)

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

Board Charter and Code of Ethics and Business Conduct (Cont'd)

In addition to the above, the Board has also adopted the following policies to foster and promote better governance practices:

- Enterprise Risk Management Framework (ERMF)
- Financial Risk Management Framework (FRMF)
- Group Sustainability Policy Framework (GSPF)
- Group Compliance Management Framework (GCMF)

Board Composition and Independence

The Board of the Company consists of eight (8) Directors comprising four (4) Executive Directors and four (4) Independent Non-Executive Directors. This complies with the Main LR of Bursa Malaysia to have at least one-third (1/3) of the Board consisting of Independent Directors. The Board is appropriately balanced to reflect the interests of the substantial shareholders and at the same time fairly represents and protects the interests of the minority shareholders of the Company. The presence of four (4) Independent Directors fulfills an important role in corporate accountability and is particularly important as they provide independent and unbiased views, advice, and judgment.

The size and composition of the Board is well-balanced taking into account that the Directors come from differing backgrounds with commercial, financial, and technical experience. With their wide range of functional knowledge and skills, the Board is able to bring a broader perspective and depth to its decision-making process thereby ensuring efficiency and effectiveness in its management of the Group. In addition, the Independent Non-Executive Directors bring impartiality to the Board's discussion and decisions. The Independent Non-Executive Directors ensure that all issues are properly addressed taking into account the interests of all stakeholders.

In adherence to Practice 1.4 of the Code, whereby the Board Chairman should not be a member of any Board Committees, i.e. the Audit Committee, Nomination Committee and Remuneration Committee, the Chairman, Dato' Sri Tajudin Bin Md Isa is not a member of any other Board Committee, neither he was invited to attend any of the Board Committee held in FY 2024.

There were no changes to the Board's composition during the FY 2024 except for the redesignation of Ms. Tan Qian Hui from Non-Independent Non-Executive Director to Executive Director on 1 December 2023.

Based on the Board's annual review of its size and composition, it was concluded that the Board of 8 members as at 30 June 2024 comprised a mixture of businessmen and professionals with wide financial and commercial experience, hence, appropriate and adequate to effectively govern the organisation.

Board Meetings

The Board meets 5 times a year on a scheduled basis with additional meetings held when specific urgent or important matters are required to be considered and decided between the scheduled meetings.

There were 5 Board Meetings held during the financial year ended 30 June 2024.

Name of Directors		No. of Meetings Attended
Dato' Sri Tajudin Md Isa	- Chairman/Independent Non-Executive Director	5/5
Tan Kim Hee	- Executive Director	5/5
Goh Chin Heng	- Executive Director	5/5
Chow Choon Hoong	- Executive Director	5/5
Tan Qian Hui	- Executive Director	5/5
Loh Yee Sing	- Independent Non-Executive Director	5/5
Ravi Chandran A/L Subash Chandran	- Independent Non-Executive Director	5/5
Leong Wai Kuan	- Independent Non-Executive Director	5/5

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

Gender Diversity Policy

The Board has no immediate plan to implement a gender diversity policy as the Board views that any new appointment to the Board shall be based on the candidate's capability, skills, experience, core competencies, and integrity regardless of gender or ethnicity. However, the Board has three female Directors, Ms. Loh Yee Sing, Ms. Leong Wai Kuan and Ms. Tan Qian Hui.

Recruitment or Appointment of Directors

The Board has adopted the Fit & Proper Policy on 28 June 2022 for the appointment and re-election of Directors as required by the Main Market Listing Requirements of Bursa Securities, with the aim of strengthening board independence, quality and diversity.

In the process of recruitment or appointment of new Directors, the Nomination and Remuneration Committee ("NRC") has its own review criteria as well as the Board's Fit and Proper requirements that needs to be met before making recommendations to the Board. These include the review of skills, experience and strength in the qualities necessary for the discharge of responsibilities in an effective and competent manner. Other factors considered by the Committee include the candidates' ability to satisfy the test of independence taking into account the candidates' character, integrity, professionalism, time and commitment. Diversity of the Board's composition is also important to facilitate optimal decision-making by harnessing different insights and perspectives.

With regards to identifying candidates for appointment as Directors, the Board and NRC does not solely rely on recommendations from existing Board members, Management or major shareholders but also relies on other sources to identify suitably qualified candidates.

Re-appointment and Re-election of Directors

Pursuant to the Company's Constitution, an election of Directors shall take place each year at the Annual General Meeting ("AGM") of the Company where one-third (1/3) of the Directors are subject to retirement by rotation provided always that all Directors shall retire from office once in every three (3) years and shall be eligible for re-election. The NRC annually assesses the Directors standing for re-appointment and re-election and recommends the re-appointment and re-election of Directors to the Board for a decision prior to the AGM.

The NRC has established the procedures and processes for an annual assessment of the effectiveness of the Board as a whole and the contribution of each individual Director. The areas/criteria of assessment for individual Directors include fit and proper, contribution and performance as well as caliber and personality.

Pursuant to the Fit & Proper Policy adopted, all retiring Directors seeking re-election as Directors at the forthcoming AGM of the Company have also undertaken the fit and proper assessment, via self-declaration and peer assessment at the NRC Meeting held on 23 May 2024. Based on the results of the assessment, the NRC and the Board have affirmed that all the retiring Directors listed below have satisfied the fit and proper criteria and be recommended to the Board for approval prior to the shareholders' approval at the forthcoming AGM.

- Mr. Tan Kim Hee (retiring by rotation)
- Ms. Loh Yee sing (retiring by rotation)
- Mr. Ravi Chandran A/L Subash Chandran (retiring by rotation)

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

Training for Directors

The Directors recognize the need to develop and update themselves and the Company provides a dedicated training budget for Directors' continuing education. The following courses were attended by the Directors during the financial year ended 30 June 2024:

Name of Course

Name of Directors	Training or Seminars Attended
Dato' Sri Tajudin Bin Md Isa	<ul style="list-style-type: none"> • Sustainability Awareness for Board Members
Tan Kim Hee	<ul style="list-style-type: none"> • Sustainability Awareness for Board Members
Goh Chin Heng	<ul style="list-style-type: none"> • Sustainability Awareness for Board Members
Chow Choon Hoong	<ul style="list-style-type: none"> • Sustainability Awareness for Board Members
Loh Yee Sing	<ul style="list-style-type: none"> • The Impact of the new IIA Global Standards on Good Governance • The Business Case for Integrated Thinking • MS1514:2022 GMP for food awareness & internal auditors training • 2024 Budget Seminar • ISO 9001:2015 QMS Requirements Training • ISO 9001:2015 QMS Strategic Planning • ISO 9001:2015 Internal Auditors Training • Deloitte Africa's Governance Academy • Sustainability Awareness for Board Members
Ravi Chandran A/L Subash Chandran	<ul style="list-style-type: none"> • Sustainability Awareness for Board Members
Leong Wai Kuan	<ul style="list-style-type: none"> • Advocacy Sessions for Directors and CEOs of Main Market Listed Issuers Confirmation • Finance for Non-Finance Manager • Sustainability Awareness for Board Members
Tan Qian Hui	<ul style="list-style-type: none"> • Sustainability Awareness for Board Members

However, every Director is encouraged to evaluate their own training needs and undergo continuous training to equip themselves with enhanced knowledge and effectively contribute their duties to the Board. The Company Secretary circulated from time to time the relevant guidelines on statutory and regulatory requirements to the Directors.

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

Board Committees

The Board delegates some of its authority to Board Committees. The Board entrusts the Committees with specific duties and responsibilities to oversee the Group's affairs and act on behalf of the Board in accordance with their respective TOR. Key issues and decisions arising from Board Committees are referred to the Board for deliberation and decision.

The Board Committees are as follows:

(a) Audit Committee

The Audit Committee comprises all Independent Non-Executive Directors and is chaired by Ms. Loh Yee Sing.

A full report of the Audit Committee with details of its membership and a summary of the work performed during the financial year are set out in the Audit Committee Report of this annual report.

(b) Nomination and Remuneration Committee ("NRC")

The Nomination Committee was established on 18 January 2002.

On 1 March 2023, the Nomination Committee and Remuneration Committee were combined into a single committee known as "Nomination and Remuneration Committee". The rationale for the combination of the two (2) Board Committees is to lessen administrative work and to enhance the efficiency of the Board Committees in discharging their duties and responsibilities.

The NRC comprises exclusively Non-Executive Directors as follows:

Ravi Chandran A/I Subash Chandran	- Independent Non-Executive Director	(Chairman)
Loh Yee Sing	- Independent Non-Executive Director	(Member)
Leong Wai Kuan	- Independent Non-Executive Director	(Member)

The role of the NRC is set out in its TOR and available for reference on the Company's website at www.mayuglobal.com

There were a total of two (2) meetings held in the financial year under review and all the members attended the meetings and undertook the following activities during the financial year ended 30 June 2024:

- Assessed and proposed the re-designation of Ms. Tan Qian Hui from Non-Independent Non-Executive Executive to Executive Director with a remuneration package to the Board for approval.
- Reviewed the performance of the Directors who will be retiring at the forthcoming AGM in Year 2024 prior to recommending them for the Board's approval.
- Reviewed and assessed the Board balance and composition of the Directors, the Directors' contribution, and the effectiveness of the Board as a whole.
- Reviewed the performance of the Audit Committee and each of its members, the Nomination Committee, and the Remuneration Committee.
- Assessed the Independence of the Independent Directors.

The results of the self-assessment by the Directors and the Board's effectiveness as a whole and the same would be tabled to the Board for review and deliberation. The NRC upon its assessment carried out for the financial year ended 30 June 2024 was satisfied:

- with its current board size and the effectiveness of the Board/Board Committee and sufficient with appropriate mix of knowledge, wide and varied technical, financial and commercial experience.
- the Board has been able to discharge its duties professionally and effectively.
- the Independent Non-Executive Directors comply with the definition of Independent Non-Executive Directors as defined by the Main LR.
- the Directors are able to devote sufficient time commitment to their roles and responsibilities as Directors of the Company, as none of them holds more than 5 directorships in public listed companies.

All assessments and evaluations carried out by the NRC in discharging its functions have been properly documented.

Corporate Governance Overview Statement

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

Remuneration of Directors

The remuneration of Directors is reviewed periodically giving due recognition to performance, industry norms, and competitive pressures so as to ensure that the Group can attract and retain executives of the necessary quality. The details of the Remuneration of Directors are as follows:

Executive Directors' Remuneration

Company

Name of Directors	Salary RM	Fee RM	Other Emoluments RM	Defined Contribution RM	Benefit in Kind RM
Executive Directors					
Tan Kim Hee	300,000	-	1,050	32,000	-
Goh Chin Heng	300,000	-	1,120	36,000	-
Chow Choon Hoong	-	-	-	-	-
Tan Qian Hui	175,000	7,500	1,676	21,000	-
Non-Executive Directors					
Dato' Sri Tajuddin Bin Md Isa	-	216,000	108,000	-	-
Loh Yee Sing	-	18,000	5,000	-	-
Ravi Chandran a/l Subash Chandran	-	18,000	5,000	-	-
Leong Wai Kuan	-	18,000	1,000	-	-

Group

Name of Directors	Salary RM	Fee RM	Other Emoluments RM	Defined Contribution RM	Benefit in Kind RM
Executive Directors					
Tan Kim Hee	300,000	-	1,050	32,000	-
Goh Chin Heng	300,000	-	1,120	36,000	-
Chow Choon Hoong	300,000	-	1,159	36,000	-
Tan Qian Hui	175,000	7,500	1,676	21,000	-
Non-Executive Directors					
Dato' Sri Tajuddin Bin Md Isa	-	216,000	108,000	-	-
Loh Yee Sing	-	18,000	5,000	-	-
Ravi Chandran a/l Subash Chandran	-	18,000	5,000	-	-
Leong Wai Kuan	-	18,000	1,000	-	-

The fees payable to the Directors by the Company will be recommended by the Board for approval by shareholders at the forthcoming AGM scheduled to be held on 19 December 2024.

Corporate Governance Overview Statement

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

Risk Management and Internal Control

The Company continues to maintain and review its internal control procedures to ensure, as far as possible, the protection of its assets and its shareholders' investments. The Statement on Risk Management and Internal Control is set out in this Annual Report.

In accordance with the MCCG and the Main Market Listing Requirements of Bursa Securities, the Board has established an internal audit function that reports directly to the Audit Committee. The function is currently outsourced to an independent professional firm. The Audit Committee had also undertaken an annual assessment of the quality of the internal auditor based on an assessment questionnaire, and no material issue and major deficiency had been noted that posed a high risk to the overall system of internal control under review.

Financial Reporting

The Board aims to present a balanced and meaningful assessment of the Group's financial performance and prospects in presenting the annual financial statements and the quarterly announcement of results to shareholders. The Board is assisted by the Audit Committee to oversee the Group's financial reporting processes and the quality of its financial reporting. The Audit Committee reviews the Group's annual and quarterly financial statements and the Group accounting policies to ensure that the Group's financial reporting comply with accounting standards and regulatory requirements.

Audit Committee

The Board is assisted by the Audit Committee in overseeing the Group's financial reporting, risk management and internal control system. The composition, TOR and summary of the activities of the Audit Committee during the financial year are disclosed in the Audit Committee Report of this Annual Report.

Assessment of Suitability and Independence of External Auditors ("EA")

The Audit Committee ("AC") had on 29 August 2023 deliberated the outcome of the annual assessment of the EA, which included an assessment of the engagement teams' qualifications, credentials, and experience, their audit work approach, and their ability to provide value-added advice and services, as well as to perform the work within the Group's timeline. The AC then decided to recommend for the Board's approval the re-appointment of Messrs Grant Thornton Malaysia PLT ("Grant Thornton") as EA of the Company for the financial year ended 30 June 2024. At the same time, the AC further undertook an annual assessment of the quality of the audit, which encompassed the performance of the EA, Grant Thornton, and the quality of their communications with the AC and the Group, based on the feedback obtained via assessment questionnaires from the company's personnel who had regular contact with the EA team, Grant Thornton throughout the year. The AC also took into account the openness in communication and interaction with the lead audit engagement team through discussion at private meetings, which demonstrated their independence, objectivity and professionalism. Grant Thornton had also confirmed their independence throughout the conduct of their audit engagement with MAYU Group in accordance with the independence criteria set.

The AC was satisfied with the suitability of Grant Thornton based on their quality of service and sufficiency of resources. Having regard to the outcome of the evaluations and the annual assessment of EA which supported the AC's recommendation on the suitability and independence of the EA, the Board approved the AC's recommendation for the shareholders' approval to be sought at the AGM on the appointment of Grant Thornton as EA of the company for the financial year ended 30 June 2024.

A statement by the directors on their responsibilities in preparing the financial statements is set out in this Annual Report.

Corporate Governance Overview Statement

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (Cont'd)

Relationship with Auditors

The Board has established a formal and transparent arrangement to meet the EA's professional requirements. The EA have continued to highlight to the AC and Board of Directors matters that require the Board's attention. The AC will have a private session with the EA without the presence of any executive of the Group at least twice a year. Liaison and unrestricted communication exist between the AC and the EA. The AC obtains reasonable assurance on the effectiveness of the internal control system through annual independent appraisal by the EA. The EA are invited to attend the Company's AGM.

Further details on the AC in relation to the EA are set out in the AC report in this Annual report.

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

Investor Relations and Communication

The Board believes that shareholders should be informed of all material business matters which influence the Group. Besides the key channels of communication through the Annual Report, general meetings and announcements to Bursa Securities, there is also a continuous effort to enhance the Group's website at www.mayuglobal.com as a channel of communication and information dissemination.

The Group welcomes dialogue with investors and financial analysts from time to time as a means of effective communication that enables the Board and Management to convey permissible information about the Group's performance, corporate strategy and major development plans.

The AGM remains the principal forum for communication and dialogue with shareholders. The AGM provides the opportunity for interaction amongst shareholders, Directors and Management, where the shareholders are at liberty to raise questions on the AGM agenda. They will be given the opportunity to seek clarification on any matters pertaining to the Company's affairs and performance as the Directors and the representatives of the external auditors will be present to answer any questions that they may have.

Poll Voting

In line with the Listing Requirements, all resolutions set out in the Notice of AGM will be voted by poll and a scrutineer will be appointed to validate the votes cast. Poll voting more accurately and fairly reflects shareholders' views as every vote is recognised thus enforcing greater shareholder's rights.

Corporate Social Responsibility

The Group believes that a good management of Corporate Social Responsibility (“CSR”) is considered as a requirement to meet the evolving needs in a fast-paced business environment. The Group is committed to fulfilling its CSR by integrating it into the Group’s business operations. In navigating the impact of the ongoing pandemic, the Group’s CSR initiatives have also moved in tandem to focus on safeguarding the well-being of our community.

The rising expectations for a sustainable business practice from our stakeholders always drive us to ensure social responsibilities are not being ignored in the course of pursuing business growth.

CSR principles are shared with our employees to ensure their duties are performed with an awareness of social responsibilities. As part of our commitment to staff development, we encourage our employees to upgrade and join various learning and development programs throughout the year.

We also encourage our employees to be environmentally friendly by using recycled paper and switching off lights and air-conditioning during office breaks and/or when not in use to save energy.

For the year under review, MAYU continued to provide assistance to charitable organisations and schools by providing products manufactured by the Group such as furniture and roofing. The Group also provides practical industrial training to students from public and private institutions of higher learning to give them on-the-job exposure before they enter the corporate world.

From an environmental point of view, the Group always maintain good manufacturing practices and adhere to government environmental policies at all times whereby all our manufacturing units maintain their own waste reduction plans.

Statement Of Directors' Responsibility

The Directors are required by the Companies Act, 2016 to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Group and of the Company at the end of the financial year and of their results and cash flows for the financial year then ended.

In preparing the financial statements, the Directors have:

- selected appropriate accounting policies and applied them consistently;
- made judgments and estimates that are reasonable and prudent;
- stated whether applicable accounting standards have been followed and made a statement to that effect in the financial statements, subject to any material departures being disclosed and explained in the financial statements; and
- prepared the financial statements on the going concern basis.

The Directors are responsible for ensuring that proper accounting records are kept which disclose with reasonable accuracy at any time the financial position of the Group and the Company and to enable them to ensure that the financial statements comply with the provisions of the Companies Act, 2016 and the applicable approved accounting standards in Malaysia. They are responsible for taking reasonable steps in safeguarding the assets of the Group and Company for the prevention and detection of fraud and other irregularities.

Statement on Risk Management and Internal Control

INTRODUCTION

Pursuant to paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and as guided by the Statement on Risk Management & Internal Control: Guidelines for Directors of Listed Issuers (“the Guidelines”), the Board of Directors of MAYU Global Group Berhad (“MAYU” or “the Group”) is pleased to include the following Statement of Risk Management & Internal Control (“the Statement”) in this annual report.

BOARD’S RESPONSIBILITIES AND ACCOUNTABILITY

The Board of Directors (“the Board”) recognises the importance of good risk management practices and sound internal controls as a platform for good corporate governance. The Board acknowledges its overall responsibility for maintaining a sound system of risk management and internal control, and for reviewing its adequacy and integrity. This requires the Board to identify top risks and ensure adequate implementation of appropriate systems to manage and mitigate the risks in full integrity.

In addition, the Board also received assurance from the Executive Directors and Group Financial Controller who are primarily responsible for the management of the Group’s financial affairs; while the respective Risk Management Department is responsible for the risk management and internal control system to operate adequately and effectively, in all material aspects.

Due to the inherent limitations in any risk management and internal control system, such system put into effect by Management is designed to manage rather than eliminate risks that may impede the achievement of the Group’s business objectives. Therefore, such a system can only provide reasonable and not absolute assurance against material misstatement or loss.

RISK MANAGEMENT GOVERNANCE

The Board has formed a Risk Management and Sustainability Committee (“RMSC”) to assist in the oversight of risk management and internal control structure. The RMSC deliberated at its meeting primarily to create a high-level risk strategy/policy aligned with the Group strategic objectives; communicate the Board’s vision, strategy, policy, responsibilities, and reporting lines to all employees across the Group. The RMSC also responsible to review and recommend for Board approval, the risk appetite, business plans and other initiatives which would, singularly or cumulatively, have a material impact on the Group’s risk profile.

The members of RMSC, comprising of an Executive Director as Chairman of RMSC, an Independent Non-Executive Director, Managements and at least one representative from each subsidiary.

KEY FEATURES OF THE GROUP’S RISK MANAGEMENT AND INTERNAL CONTROL SYSTEM

Key elements of the Group’s risk management and internal control system that facilitates the proper conduct of the Group’s businesses are described below:

1. Enterprise Risk Management System

The Group’s Enterprise Risk Management Framework was established in accordance to ISO 31000 Risk Management Principles and Guidelines. The Group with limitless potential aims to expand greater despite challenging times in the iron and steel industry by continuously identified and quantified the major risks.

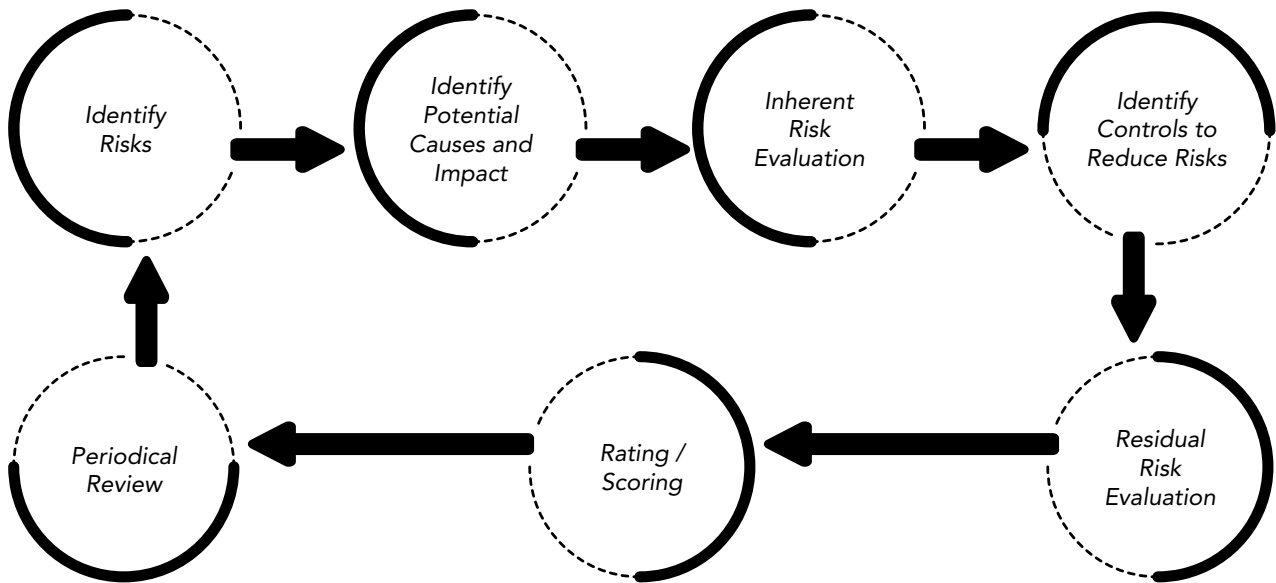
The risks are collated into a risk register and are assessed to determine if the risk rating is Extreme, High, Medium or Low. The rating process is guided by a matrix of possibility of occurrence and the associated impacts, of which both financial and non-financial consequences are rightly considered.

Statement on Risk Management and Internal Control

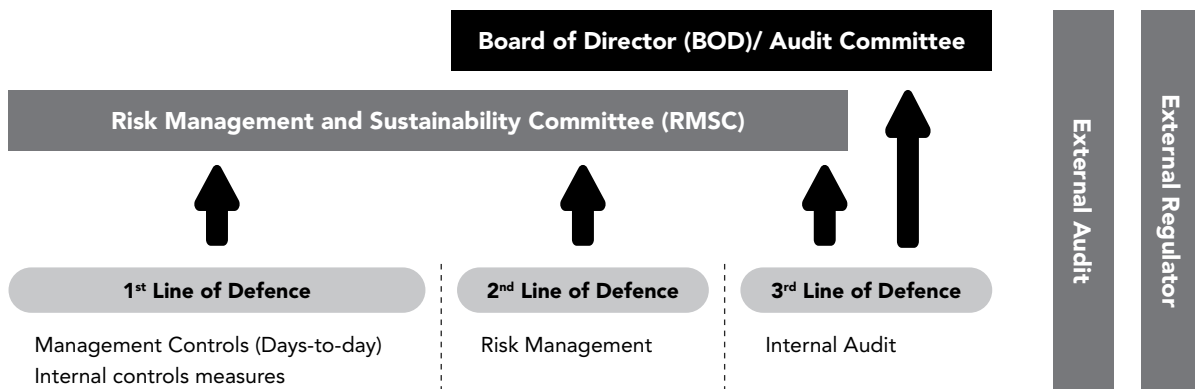
KEY FEATURES OF THE GROUP'S RISK MANAGEMENT AND INTERNAL CONTROL SYSTEM (Cont'd)

1. Enterprise Risk Management System (Cont'd)

The diagram below summarises the risk assurance process described in the Enterprise Risk Management ("ERM") Framework which serves to inform and provide guidance to the Board, Managements and staff on managing risks in the Group:



The Group adopts the Three Lines of Defence model to ensure a structured governance practise and represents the delegation structure in which the Board of Directors allocates risk management responsibilities across the Group as depicted below:



RMSC was tasked with the responsibility of identifying, evaluating, monitoring and managing key risk areas including emerging risks which could potentially affect the achievement of the Group's business objectives and strategies. The RMSC will subsequently report the major risks including emerging risks to the Board to ensure the risk exposures are acceptable and appropriate level of risk mitigation are being implemented. Furthermore, the RMSC was responsible to establish and monitor the Group's risk appetite and prepare a management action plan should risk be triggered beyond the tolerance levels.

The Board acknowledged the importance of effective ERM in enhancing shareholder's value while upholding a high standard of corporate governance. An amalgamation of a sturdy and sustained commitment from the Board and Management with a clear direction and oversight from all levels of leadership, the Group embraces a holistic risk management approach to achieve its business targets with minimal abruptness.

Statement on Risk Management and Internal Control

KEY FEATURES OF THE GROUP'S RISK MANAGEMENT AND INTERNAL CONTROL SYSTEM (Cont'd)

2. Financial Risk Management

The Financial Risk Management Framework ("FRMF") was established in accordance with the Group context of business to integrate between ERM and Financial Risk Management to ensure the Group derive better decisions, meeting objectives and improving performance, and achieving maximum sustainable value to the operations of the Group and subsidiaries.

The Group and its subsidiaries are exposed to various financial risks such as credit, liquidity, interest rate, foreign currency exchange rates, metal commodity price risk as well as capital adequacy risks. Based on the type of financial risk, the Group applied several methodologies to identify impacts on its financial resilience based on certain parameters related to financial risks prior to decision-making.

3. Organisation Structure & Authorisation Procedures

The Group maintains a formal organisational structure with clear delegation of responsibilities and accountabilities. It sets out the roles and responsibilities, appropriate authority limits, review and approval procedures to enhance the internal control system of the Group's various business units.

4. Group Compliance Management Framework

The Group further enhances its pillar by establishing the Group Compliance Management Framework ("GCMF"); where the function of compliance, principles, governance and responsibilities, processes and control methodologies are embedded in the framework. The GCMF was developed in accordance with ISO 37301:2021 Compliance Management Systems. The compliance structure in the GCMF defines the authorities and responsibilities throughout the organisation to ensure accountability and ownership. It sets out the principles of sound corporate governance to assess and managing the compliance risk to ensure the Group and its subsidiaries adhere to both internal policies and procedures, along with governmental laws.

Documented policies and procedures are in place and are regularly reviewed and updated so as to ensure that they maintain their effectiveness and continue to support the Group's business activities as the Group continues to grow.

Certain subsidiaries within the Group are ISO 9001 certified. With this certification, reviews are conducted by independent ISO auditors particularly to ensure compliance with terms and conditions of the respective certifications.

5. Anti-Bribery and Corruption Policy

The Group is committed to conducting business dealings with high integrity and embraced zero-tolerance to all forms of bribery and corruption. This means avoiding practices of bribery and corruption of all forms in the daily operations of the Group. For that, the Group has developed Anti-Bribery Management System ("ABMS") in accordance with MS ISO 37001:2016 to ensure a structured approach to build trust and transparency, managing risks and safeguarding the Group's reputation.

6. Group Delegation and Limit of Financial Authority

The Group Delegation and Limit of Financial Authority ("GDLOFA") is intended to recognise the scope of responsibility of the Group's personnel; to control the creation of unauthorised or unwanted liabilities; and maintain the orderly conduct of the Group's business affairs.

The financial and administrative responsibilities and authorities are delegated to the incumbents in charge of approving the decisions and transactions within business entities. This would crystalline between the authority and responsibility; and empower accountability by employees of the Group.

Statement on Risk Management and Internal Control

KEY FEATURES OF THE GROUP'S RISK MANAGEMENT AND INTERNAL CONTROL SYSTEM (Cont'd)

7. Occupational Safety and Health

The culture of safe and healthy work need to be cultivated and continually strengthened and attitudes toward the development of safe and healthy working conditions need to constantly evolve for the better. The Group understands the importance of worker safety, health and well-being, in terms of productivity and competition, needs to be better understood and taken into account. Therefore, the Group would constantly monitor, address the hazards and implement safety measurement in accordance with the requirements of the Occupational Safety and Health Act 1994.

8. Information and Communication

Information critical to the achievement of the Group's business objectives are communicated through established reporting lines across the Group. This is to ensure matters that require the Board's and Management's attention are highlighted for review, deliberation and decision on a timely basis.

9. Data Governance Policy

Mayu Global Group Berhad Data Governance Policy provides the framework and guidelines in managing data across the Group. The objective of this policy is to manage data with the purpose of delivering timely, trustworthy, and relevant information that enables informed business decisions. The policy also establishes clear ownership with roles and responsibilities to accommodate Mayu Global business needs and compliance to Malaysian regulatory requirements, inclusive of the Malaysian Personal Data Protection Act (PDPA) to ensure the privacy of data is protected and well-maintained.

10. Whistle-Blowing Policy

The Whistle-Blowing Policy enables any employee or supplier to report actual or suspected malpractices, misconducts or violations of the Group's policies and regulations in a safe and confidential manner through the 'Ethics Line'.

11. Management Visit

Directors and Senior Management, where necessary conduct visits to subsidiaries offices, project sites, customers and business offices to review the Group's operations and gain a better understanding to facilitate cognisance of decision-making capability.

12. Monitoring and Review

The Executive Directors are closely involved in the daily operations and are responsible for the business performances of the respective business units. Daily operations of the Group are monitored through attendance at management meetings and informal discussions. Significant issues are brought to the attention of the Board, where necessary.

The quarterly financial statements are presented to the Board for their review, consideration and approval. The Board also plays an active role in discussing and reviewing the business plans, strategies, performance and risks faced by the Group.

Statement on Risk Management and Internal Control

KEY FEATURES OF THE GROUP'S RISK MANAGEMENT AND INTERNAL CONTROL SYSTEM (Cont'd)

13. Loss Event, Accident Incident Management and Insurance Renewal

Incidents may lead to the loss and/or damage to properties and staff of the Group which may have direct impact on reputation and/or financial impact to the Group. Hence, data of internal and external loss events are continuously collected to predict the outcome of the future operational risk. The data provides a tangible source of information on the probability and impact of operational risks, helping to reduce the subjectivity of operational risk assessments and reports. Over time, these data will become more reliable and accurate to the Group in assessing and modelling its required annual insurance renewal coverage in the future.

Management reviews the cover based on the fixed-asset inventory and the respective net book values and 'replacement value' i.e. the prevailing market price for the same or similar item, where applicable. The combination of internal and external loss events with the Group' fixed-asset, property and manpower would greatly determine the optimal insurance coverage. The underwriter or insurance broker would also assist in conducting their risk assessments, which also helps the Group in assessing the adequacy of intended cover.

14. Internal Audit Function

The Group's Internal Audit function was outsourced to Baker Tilly MH (Penang) Sdn. Bhd. ("BT"), a chartered accounting firm. The outsourced Internal Auditors reports directly to AC and assist the Board via the AC in providing independent assessment on the adequacy, efficiency and effectiveness of the Group's risk management and internal control system.

The summary of work conducted by the Internal Auditors and to be reported at the next scheduled Audit Committee Meeting are as follows:

- Assessment of the effectiveness of the control in place in sales and servicing management process on one of the Group's subsidiaries – SMPC Industries Sdn. Bhd..
- Assessment of the effectiveness of the control in place in property project management on one of the Group's subsidiaries – Sungguh Gemilang Development Sdn. Bhd..
- Review of past issues highlighted in Internal Audit Report on supply chain management for one of the Group's subsidiaries – Metal Perforators (Malaysia) Sdn. Bhd..
- Review of past issues highlighted in Internal Audit Report on property project management for one of the Group's subsidiaries – Sunrise Manner Sdn. Bhd..
- Proposal of a strategic Internal Audit plan to the AC. The fee for Internal Audit function of the Group for the financial year ended 30 June 2024 was RM30,000 .

REVIEW OF THIS STATEMENT

Pursuant to paragraph 15.23 of the Main Market Listing Requirements, the external auditors have reviewed this statement for inclusion in the 2024 Annual Report. This statement is reviewed in accordance with recommended Audit and Assurance Practice Guide 3 ("AAPG 3") - Guidance for Auditors on Engagement and Internal Control included in the Annual Report 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 the Group's risk management and internal control system is adequate to safeguard shareholders' investments and the group's assets. However, the Board is also cognizant of the fact that the Group's system of internal control and risk management practices must continuously evolve to meet the changing and challenging business environment. Therefore, the Board will, when necessary, put in place appropriate action plans to further enhance the system of internal control and risk management framework.

This statement is made in accordance with the resolution of the Board dated 21 October 2024.

Audit Committee Report

The Board of Directors (“the Board”) of MAYU Global Group Berhad (“MAYU” or “the Company”) is pleased to present the Audit Committee (“AC”) Report for the financial year ended 30 June 2024 in compliance with Paragraph 15.15 of the Main Market Listing Requirements (“Main LR”) of Bursa Malaysia Securities Berhad (“Bursa Malaysia”).

In performing their duties and discharging their responsibilities, the AC is guided by its Board Charter and also its Terms of Reference (“TOR”) which are available on the Company’s website at www.mayuglobal.com

Compositions and Meetings

The AC comprises three (3) members, all of whom are Independent Non-Executive Directors; and has complied with the Main LR of Bursa Malaysia which requires the AC to have no fewer than three (3) members, all members to be Non-Executive Directors which complies with Paragraph 15.09(1) of the Main LR of Bursa Malaysia.

The Chairman of the AC, Ms. Loh Yee Sing is a member of the Malaysian Institute of Accountants and accordingly, the Company also meets the requirement of Paragraph 15.09(c)(i) of the Main LR of Bursa Malaysia. Ms. Loh Yee Sing is not the Chairman of the Board which is in line with Practice 9.1 under the Malaysian Code of Corporate Governance (“the Code”). No Alternate Director is appointed as a member of the AC.

All members of the AC are financially literate and are able to analyze and interpret financial statements in order to effectively discharge their duties and responsibilities as members of AC.

A total of five (5) AC Meetings were held during the financial year ended 30 June 2024 and the details of the attendance were as follows:

Name of Members	Designation	No. of Meetings Attended
Loh Yee Sing	- Independent Non-Executive Director (Chairman)	5/5
Ravi Chandran A/L Subash Chandran	- Independent Non-Executive Director (Member)	5/5
Leong Wai Kuan	- Independent Non-Executive Director (Member)	5/5

Representatives of the external and internal auditors were present by invitation at the meetings. The detailed profiles of all the members of the AC are shown in the Board of Directors’ profile.

The AC Chairman meets regularly with Senior Management to be kept informed of matters affecting the Group. Discussions between the AC and the External Auditors (“EA”) were held in two (2) of the said meetings without the presence of any Group executives.

The Company Secretary shall be the Secretary of the AC. The Secretary shall maintain minutes of the proceedings of the meetings of the AC and circulate such minutes to all members of the Board. Other Board members, the Group Financial Controller (“GFC”) and employees were invited to facilitate direct communication and also to provide clarification on financial/ audit issues and the Group’s operation matters and the GFC will brief the AC on specific issues arising from the audit reports or any matters of interest.

The Chairman of the AC reported the main findings and deliberations of the AC meetings to the Board. The AC Chairman also presented to the Board the Committee’s recommendations to approve the annual and quarterly financial statements. The AC Chairman also conveyed to the Board matters of significant concern as and when raised by the EA or Internal Auditors in their respective presentations.

The Nomination and Remuneration Committee (“NRC”) reviews the terms of office of the AC members and assesses the performance of the AC and its members through an annual effectiveness evaluation. The NRC is satisfied that the AC and its members discharged their functions, duties and responsibilities in accordance with the AC’s TOR, supporting the Board in ensuring the Group upholds appropriate corporate governance standards.

Audit Committee Report

SUMMARY OF ACTIVITIES OF AUDIT COMMITTEE

In line with the TOR of the AC, the following activities were carried out by the AC during the financial year ended 30 June 2024 in the discharge of its duties and responsibilities:

(a) External Audit

- (i) Reviewed the scope of work and the Audit Planning Memorandum of the EA which includes reporting responsibilities and deliverables, audit approach, scope and audit and non-audit fees for statutory audits of the Group account and their proposed fees for the statutory audit in respect of the audit for financial ended 30 June 2024 prior to recommending to the Board for approval.
- (ii) Reviewed and discussed the results of their audit report and management letter together with management's responses to their audit findings, including corrective actions taken by the management on outstanding audit issues highlighted in the previous audit.
- (iii) Met with the EA three (3) at the AC Meeting held on 29 August 2023, 16 October 2023 and 23 May 2024 to discuss issues requiring attention/significant matters arising from the audit. EA has received full co-operation from the management.
- (iv) Reviewed and evaluated the performance of the EA and their independence, objectivity and professionalism and assessment questionnaires were used as a tool for the assessment and made recommendations to the Board on their re-appointment. The EA provided assurance that they were and had been independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

(b) Financial Reporting

- (i) Reviewed the Group's unaudited quarterly financial statements, ensure compliance with the Companies Act, 2016, Main LR, applicable accounting standards and other legal and regulatory requirements before recommending them to the Board for approval for the announcement to Bursa Malaysia. In discharging this role, the AC deliberated with the officers of the Group and EA on the following matters:
 - revenue and cost recognition from property development segment;
 - net valuation for inventories;
 - valuation of investment properties;
 - recoverability of inter-company balance;
 - impairment of cost of investments in subsidiaries;
 - transfer pricing
- (ii) Reviewed the audited financial statements of the Company and Group with EA to ensure compliance with the provisions of the Companies Act, 2016 and the applicable accounting standards prior to submission to the Board for approval.
- (iii) To safeguard the integrity of information, the GFC had given assurance to the AC that:
 - appropriate accounting policies had been adopted and applied consistently;
 - the going concern basis applied in the annual financial statement was appropriate;
 - prudent judgements and reasonable estimates had been made in accordance with the Malaysian Financial Reporting Standards ("MFRS"); and
 - the audited financial statement and quarterly consolidated financial statements did not contain material misstatements and gave a true and fair view of the financial position of the Group and its subsidiaries for the financial year ended 2024.

Audit Committee Report

SUMMARY OF ACTIVITIES OF AUDIT COMMITTEE (Cont'd)

(c) Internal Audit ("IA")

- (i) Reviewed and approved the internal audit plan, including the scope and audit approach.
- (ii) Reviewed and deliberated on the internal audit reports from the Internal Auditor and management's response to the recommendations and reported to the Board. The IA reports also provided status updates on the implementation of management action plans on the audit findings reported in the IA Reports presented to the AC. The AC was satisfied with the Internal Auditors' performance for the financial year ended 30 June 2024 covering the business processes/audit areas as detailed in the Statement on Risk Management and Internal Control.
- (iii) Carried out an annual review of the performance of the Internal Auditors, including assessment of their suitability and independence in performing their obligations, which is performed via a formal evaluation form. In its assessment, the AC considered several factors, which include the caliber, reputation and resources of the firm, staff experience and professionalism.
- (iv) Reviewed the Due Diligence Report conducted by Baker Tilly MH, the IA on the Proposed Acquisition Assessment of Duro Metal Industrial (M) Sdn. Bhd. where no exception points were noted.

(d) Related Party Transactions

Reviewed the related party transactions to ensure they were transacted within the limit prescribed under the Main Market Listing Requirement of Bursa Malaysia.

(e) Annual Report

- (i) Reviewed the Statement on Risk Management and Internal Control and recommended to the Board for approval and inclusion in the Annual Report.
- (ii) Presented the AC Report to the Board for approval and inclusion in the Annual Report.

(f) Whistleblowing Policy/Anti-Bribery and Corruption("ABC") cases

Ensured that the Group's Whistleblowing policy and ABC policy are actively implemented with appropriate actions taken whenever reports are received. To note that for the year 2024, there was no reporting of whistleblowing nor bribery and corruption cases.

SUMMARY OF CONFLICT OF INTEREST OR POTENTIAL CONFLICT OF INTEREST

There were no conflict of interest nor potential conflict of interest situation which arose during the year that required the AC to resolve, eliminate or mitigate such conflicts.

INTERNAL AUDIT FUNCTION

The Internal Audit Function of the Group was outsourced to a professional internal audit service provider firm which undertakes independent, objective and systematic reviews of the risk management, internal controls system and corporate governance. The outsourced internal auditors report directly to the AC and assist the Board in reviewing the adequacy and integrity of the internal control systems to manage risk exposures over key processes within the Group. The functions and responsibilities of the Internal Audit Function are embodied in the Internal Audit Board Charter. The costs incurred by the Group in relation to the outsourced Internal Audit Function for the financial year ended 30 June 2024 amounted to approximately RM35,000.

During the financial year under review, the Internal Auditors conducted audits on business entities of the Group based on the internal audit plan approved by the AC. The Audit findings and reports are presented to the AC members at the AC meeting held during the financial year. The Internal Audit Reports cover the status and progress of their assignments, follow-up on the outstanding issues that arose from the previous audit, audit recommendations and management response.

Additional Compliance Information

DETAILS OF THE RECURRENT RELATED PARTY TRANSACTIONS

There was no related party transaction during the financial year.

UTILISATION OF PROCEEDS RAISED FROM CORPORATE PROPOSALS

ISSUANCE OF IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES

The Company received proceeds amounting to RM97.794 million from the issuance of 1,222,426,720 Irredeemable Convertible Preference Shares ("ICPS") at an issue price of RM0.08 per ICPS in December 2017. The ICPS has matured on 28 November 2022, Monday at 5.00 p.m. ("Maturity Date").

The proceeds have been utilized in the following manner as at 30 June 2024:

Purpose	Approved Utilisation RM'000	Amount Utilised RM'000	Balance Unutilised RM'000
Purchase of new equipment/machineries	6,550	4,258	2,292
Investment in new business	30,000	30,000	-
Upgrading of building	10,000	10,000	-
Working capital	50,244	50,244	-
Expenses in relation to the Proposal (ICPS)	1,000	763	237
Total	97,794	95,265	2,529

SANCTIONS AND/OR PENALTIES

There were no material public sanctions and/or penalties imposed on the Company and its subsidiaries, Directors or management by the relevant regulatory bodies during the financial year.

AUDIT AND NON-AUDIT FEES

During the financial year ended 30 June 2024, the amount of audit fees and non-audit fees payable to the External Auditors and its affiliates are as follows:

	Audit Fees (RM)	Non-Audit Fees (RM)
Company	85,000	31,000
Group	273,200	83,900

MATERIAL CONTRACTS AND CONTRACTS RELATING TO LOANS AWARDED TO DIRECTORS, CHIEF EXECUTIVE AND SUBSTANTIAL SHAREHOLDERS

There were no material contracts and contracts relating to loans entered into by the Company and its subsidiaries which involve the Directors, Chief Executive who is not a Director and substantial shareholders entered into since the end of the previous financial year.

Properties Owned by the Group

as at 30 June 2024

Location	Description	Tenure	Area	No. of Years Held	Age of Building	Carrying Amount RM	Year of Valuation
MAYU Global Group Berhad							
Lot 10140, Mukim 15, Daerah Seberang Perai Utara, Pulau Pinang	1 ½ Storey Semi Detached Light Industrial Building	Freehold	756 sf	4	4	2,349,950	2021
Lot 10141, Mukim 15, Daerah Seberang Perai Utara, Pulau Pinang	1 ½ Storey Semi Detached Light Industrial Building	Freehold	874 sf	4	4	2,584,950	2021
MAYU Global Group Berhad							
P.T. No. 1451 H.S. (D) No. 4696 Mukim 1, Province Wellesley Central, Penang	Factory	60 years lease to 2044	6.23074 Acres	40	40	31,000,000	2024
MAYU Global Group Berhad							
SMPC Industries Sdn Bhd							
P.T. Nos. 1460 & 1444 H.S. (D) Nos. 2719 & 2706 Mukim 1, Province Wellesley Central, Penang	Factor Office	60 years lease to 2045	4.01126 acres	28	33	15,500,000	2024
SMPC Industries Sdn Bhd							
Lot 717, 5 1/2 Miles Jalan Kapar, Klang, Selangor Darul Ehsan	Factory Office	Freehold	8.16875 acres	27	26	24,342,448	2009
Progerex Sdn Bhd Lot							
10707, 10708, 10709, 10710, Mukim 14, Kampung To' suboh, Bukit Minyak, Simpang Ampat Seberang Perai Selatan, Penang	Land / Rented	Freehold	2.259 acres	30	27	5,500,000	2024
Lot No. 4661, Mukim 07, Daerah Seberang Perai Utara, Pulau Pinang	Vacant Land	Freehold	0.5708 Hectares	9	-	350,000	2024
Lot No. 4707, Mukim 03, Daerah Seberang Perai Utara, Pulau Pinang	Vacant Land	Freehold	0.5837 Hectares	9	-	265,000	2024
Lot No. 1242, Seksyen 13, Bandar George Town, Daerah Timor Laut, Pulau Pinang	Office Space	Freehold	289 m2	5	-	1,500,000	2023
SMPC Marketing Sdn Bhd							
Lot 176, Tempat Macang Kudung Mukim Jabi, Daerah Pokok Sena, Kedah	Vacant Land	Freehold	2.257 acres	23	-	128,000	2001
Duro Metal Industries Sdn Bhd							
2nd Floor Unit of 4 storey shop office in Taman Kinrara, Puchong, H.S. (M) 22709, PT 19499 Mukim Petaling, Selangor	Office	99 years lease to 2098	1,114 sf	24	24	116,262	1999
Zone 5A, Parcel 2, Lot 5418, Mukim Senai-Kulai, Johor Darul Takzim	Apartment	Freehold	885 sf	24	24	42,268	2001
Metal Perforators (Malaysia) Sdn Bhd							
Lot 5 & 7, Jalan Tukang 16/4, P.O. Box 7045, 40700 Shah Alam, Selangor	Leasehold Land Factory Office	99 years lease to 2071 & 2069	32,000sf 24,500sf	52 & 54	42	2,180,557	2005

Properties Owned by the Group

as at 30 June 2024

Location	Description	Tenure	Area	No. of Years Held	Age of Building	Carrying Amount RM	Year of Valuation
Kembang Kartika Sdn Bhd							
Lot No. 228 & 1697 Mukim Of Pekula, District of Kuala Muda, State of Kedah	Vacant Land	Freehold	10.4444 4.444 hectares	11	-	16,000,000	2020
Park Avenue Construction (M) Sdn Bhd							
Lot No. 410, Mukim 2, Daerah Barat Daya, Penang	Vacant Land	Freehold	23,725 sf	11	-	1,650,000	2010
Lot No. 5785, Mukim 12, Daerah Barat Daya, Penang	Vacant Land	Freehold	45,908 sf	1	-	7,500,000	2024
Lot No. 6602, Mukim 12, Daerah Barat Daya, Penang	Vacant Land	99 years lease	87,119 sf	1	-	11,000,000	2024
Sunrise Manner Sdn Bhd							
Lot 1146, Jalan Seladang Alma 14000 Bukit Mertajam, Pulau Pinang	Property Development	Freehold	53,443.14 sm	6	-	26,883,113	2018
Lot 1136, Mukim 15, Daerah SPT, Pulau Pinang	Land Held for Development	Freehold	23.8969 acres	1	-	45,808,643	2023
Climate Attitude Sdn Bhd							
Lot 7, Lot 165 Section 3, Jalan Raja Uda, 12300 Butterworth, Pulau Pinang	Land Held for Development	Freehold	18,790,00 sm	5	-	37,306,467	2019
Eminent Potential Sdn Bhd							
Lot No. 576, Mukim 12, Daerah Barat Daya, Pulau Pinang	Property Development	Freehold	3,065,488 sm	6	-	2,566,704	2017
Scanrite Sdn Bhd							
Lot No. 3018 & 3019 Seksyen 42, Bandar Kulim, Daerah Kulim, Kedah	Property Development	Freehold	8,907,000 sm	6	-	1,925,280	2015
Santro Match Sdn Bhd							
Lot 1585,1587 Section 12, Bandar Georgetown, Pulau Pinang	Properties Investment	Freehold	1,759.3402 sm	5	-	15,100,000	2024
Lot 2238, 1012 Section 12, Bandar Georgetown, Pulau Pinang	Properties Investment	Freehold	1,280.2441 sm	1	-	12,000,000	2024
MPSB Venture Sdn Bhd							
Lot 20354, Mukim 13, Bukit Gambier North East District Penang	Properties Investment	Freehold	13,492 sm	5	-	34,880,411	2023

Statistics on Shareholdings

as at 30 September 2024

Total Number of Shares Issued	: 482,489,874 (Excluding 774 Treasury Shares)
Class of Shares	: Ordinary Shares
Voting Rights	: One vote per Ordinary Shares

ANALYSIS OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	% of Shareholders	No. of Shares	% of Issued Share Capital
Less than 100	360	11.74	11,618	0.00
100 - 1,000	984	32.09	324,260	0.07
1,001 - 10,000	961	31.35	4,715,149	0.98
10,001 - 100,000	622	20.29	20,281,192	4.20
100,001 to 24,124,493 (*)	135	4.40	250,352,055	51.89
24,124,494 and above (**)	4	0.13	206,805,600	42.86
Total	3,066	100.00	482,489,874	100.00

Notes:

- * - Less than 5% of issued holdings
- ** - 5% and above of issued holdings

DIRECTORS' SHAREHOLDINGS

According to the Register of Directors' Shareholdings required to be kept under Section 59 of the Companies Act, 2016, the Directors' interests in the ordinary shares capital of the Company and its related companies are as follows:

No.	Name of Directors	No. of Shares					
		Direct Interest (A)	%	Deemed Interest (B)	%	Total Interest (A+B)	%
1	DATO' SRI TAJUDIN BIN MD ISA	50,000	0.010	-	0.000	50,000	0.010
2	TAN KIM HEE	53,500,000	11.088	35,000 ⁽¹⁾	0.007	53,535,000	11.095
3	GOH CHIN HENG	-	0.000	50,020,000 ⁽²⁾	10.367	50,020,000	10.367
4	CHOW CHOON HOONG	-	0.000	-	0.000	-	0.000
5	TAN QIAN HUI	35,000	0.007	-	0.000	35,000	0.007
6	LOH YEE SING	-	0.000	-	0.000	-	0.000
7	RAVI CHANDRAN A/L SUBASH CHANDRAN	-	0.000	-	0.000	-	0.000
8	LEONG WAI KUAN	-	0.000	-	0.000	-	0.000

None of the Directors had any interest in shares in the Company or its related companies.

Notes:

- Deemed interested by virtue of his daughter, Ms. Tan Qian Hui.
- Deemed interested by virtue of his interest in G Reka Management Sdn. Bhd. pursuant to Section 8 of the Companies Act, 2016.

Statistics on Shareholdings

as at 30 September 2024

SUBSTANTIAL SHAREHOLDERS

According to the Register of Substantial Shareholders required to be kept under Section 144 of the Companies Act 2016, the following are the substantial shareholders of the Company:

No.	Name of Directors	Direct Interest (A)		No. of Shares Deemed Interest (B)		Total Interest (A+B)	
			%		%		%
1	G REKA MANAGEMENT SDN. BHD.	50,020,000	10.367	-	-	50,020,000	10.367
2	UTOPIA SPAN SDN. BHD.	44,897,900	9.305	69,387,700 ⁽¹⁾	14.381	114,285,600	23.686
3	LIMBONGAN BATU MAUNG SDN. BHD.	69,387,700	14.381	-	-	69,387,700	14.381
4	DATO' LIO CHEE YEONG	2,070,000	0.429	114,317,600 ⁽²⁾⁽³⁾	23.693	116,387,600	24.122
5	LIM YEOW TEOH	-	-	114,285,600 ⁽³⁾	23.687	114,285,600	23.687
6	TAN KIM HEE	53,500,000	11.088	35,000 ⁽⁴⁾	0.007	53,535,000	11.095
7	GOH CHIN HENG	-	-	50,020,000 ⁽⁵⁾	11.270	50,020,000	11.270

Notes:

- Deemed interested by virtue of its shareholding in Limbongan Batu Maung Sdn. Bhd. pursuant to Section 8 of the Companies Act, 2016.
- Deemed interested through the shares held by his spouse, Datin Chuah Wan Lay.
- Deemed interested by virtue of their substantial shareholdings in Limbongan Batu Maung Sdn. Bhd. (through Utopia Sdn. Bhd.) and their substantial shareholdings in Utopia Sdn. Bhd. pursuant to Section 8 of the Companies Act, 2016.
- Deemed interested by virtue of his daughter, Ms. Tan Qian Hui.
- Deemed interested by virtue of his interest in G Reka Management Sdn. Bhd. pursuant to Section 8 of the Companies Act, 2016.

30 LARGEST SHAREHOLDERS

No.	Name of Holders	Holdings	%
1	LIMBONGAN BATU MAUNG SDN. BHD.	69,387,700	14.381
2	G REKA MANAGEMENT SDN. BHD.	50,020,000	10.367
3	UTOPIA SPAN SDN. BHD.	44,897,900	9.305
4	TAN KIM HEE	42,500,000	8.808
5	OOI CHIENG SIM	21,647,168	4.487
6	TAC WIND SDN. BHD.	21,500,000	4.456
7	LIM SEOW CHIN	17,763,045	3.682
8	GAINFACTOR SDN. BHD.	13,526,500	2.803
9	A1 CAPITAL SDN. BHD.	13,047,602	2.704
10	SKYLITECH RESOURCES SDN. BHD.	12,000,000	2.487
11	TAN KIM HEE	11,000,000	2.280
12	LAGENDA PERDANA SDN. BHD.	10,821,897	2.243
13	HLS PROPERTIES SDN. BHD.	10,765,900	2.231
14	MONT PRISTINE DEVELOPMENT SDN. BHD.	9,980,000	2.068
15	HLS PROPERTIES SDN. BHD.	9,656,230	2.001

Statistics on Shareholdings

as at 30 September 2024

30 LARGEST SHAREHOLDERS (Cont'd)

No.	Name of Holders	Holdings	%
16	KANG KHOON SENG	6,962,812	1.443
17	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. MERLVIN TAN CHYE HWA	6,802,850	1.410
18	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. TAN SOON TANG	6,169,571	1.279
19	EA DUTAS SDN. BHD.	6,000,000	1.244
20	LIM KEAN WAH	5,550,000	1.150
21	A1 CAPITAL SDN. BHD.	4,834,352	1.002
22	SKYLITECH RESOURCES SDN. BHD.	4,200,000	0.870
23	KHOON WENG REALTY SDN. BHD.	3,261,350	0.676
24	TAN BOON LING	2,822,000	0.585
25	LIM CHIN PO	2,126,790	0.441
26	UOB KAY HIAN NOMINEES (ASING) SDN. BHD. EXEMPT AN FOR UOB KAY HIAN PTE LTD	2,125,000	0.440
27	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. KELVIN TAN CHYE HOCK	2,075,991	0.430
28	TA NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR TAN SUN PING	1,764,505	0.366
29	NG KWENG CHAN	1,752,100	0.363
30	TAWAKAR ENTERPRISE SDN. BHD.	1,666,300	0.345
TOTAL		416,627,563	86.349

Analysis of Warrants C Holdings

as at 30 September 2024

Class of Securities : Warrant C 2014/2024
No. of Outstanding Warrant C : 4,837,053
Voting Rights : 1 vote per Warrant C in respect of a meeting of Warrant C Holders

ANALYSIS OF WARRANTS C HOLDINGS

Size of Warrantholdings	No. of Warrant C Holders	% of Warrant C Holders	No. of Warrants C	% of Warrant C Issued
Less than 100	65	32.34	2,747	0.06
100 - 1,000	40	19.90	16,833	0.35
1,001 - 10,000	40	19.90	176,220	3.64
10,001 - 100,000	44	21.89	1,837,622	37.99
100,001 to 241,852 (*)	8	3.98	1,357,818	28.07
241,853 and above (**)	4	1.99	1,445,813	29.89
Total	201	100.00	4,837,053	100.00

Notes:

- * - Less than 5% of issued holdings
- ** - 5% and above of issued holdings

DIRECTORS' INTERESTS

No.	Name of Directors	Direct No. of Warrant C	%	Deemed No. of Warrant C	%
1	DATO' SRI TAJUDIN BIN MD ISA	-	-	-	-
2	TAN KIM HEE	-	-	-	-
3	GOH CHIN HENG	-	-	-	-
4	CHOW CHOON HOONG	-	-	-	-
5	TAN QIAN HUI	-	-	-	-
6	LOH YEE SING	-	-	-	-
7	RAVI CHANDRAN A/L SUBASH CHANDRAN	-	-	-	-
8	LEONG WAI KUAN	-	-	-	-

Analysis of Warrants C Holdings

as at 30 September 2024

30 LARGEST WARRANT C HOLDERS

No.	Name of Holders	Holdings	%
1	NG SOOK KIN	489,600	10.122
2	LIEW JIEW CHOO	368,102	7.610
3	KWAN YEW CHIN	301,000	6.223
4	WU SONG SEE @ GOH SONG SEE	287,111	5.936
5	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. KUA SONG TUCK	237,000	4.900
6	TUAN MOHD ARRIJAL AMIN BIN TUAN YAHAYA	220,700	4.563
7	TEH YEE LIANG	217,797	4.503
8	TA NOMINEES (ASING) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR CHARLES ROSS MCKINNON	180,000	3.721
9	EWE HONG KHOON	157,750	3.261
10	Wael Abdulrahim Barmo	122,600	2.535
11	OOI HUNG HOCK	115,138	2.380
12	LOH CHEE KONG	106,833	2.209
13	KENANGA NOMINEES (TEMPATAN) SDN. BHD. RAKUTEN TRADE SDN. BHD. FOR MONG SWEE SONG	95,300	1.970
14	Zailelawati Binti Md Akhir	89,600	1.852
15	MOHD FAIRUZ BIN AZMI	83,200	1.720
16	TEY CHAI SENG	80,300	1.660
17	ABDUL RASHID CHIA BIN ABDULLAH	80,000	1.654
18	NUR AL AMIN BIN YACOB	80,000	1.654
19	SOO SEE GANG	77,900	1.610
20	HISYAM FAREES BIN MOHD YAZIZ	73,000	1.509
21	CITIGROUP NOMINEES (ASING) SDN. BHD. EXEMPT AN FOR OCBC SECURITIES PRIVATE LIMITED	70,000	1.447
22	HOO SENG JOO	68,252	1.411
23	TEE HOCK SENG	60,068	1.242
24	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR KHOO AH KHOW	57,569	1.190
25	CHAI SAD LIAN	56,000	1.158
26	PUBLIC NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR NG YOOK KIM	51,600	1.067
27	LOH KIAN JOO	50,270	1.039
28	HLS PROPERTIES SDN. BHD.	50,000	1.034
29	ALLIANCE GROUP NOMINEES (TEMPATAN) SDN. BHD. CHEONG CHUNG WAI	48,128	0.995
30	LOH CHEE KONG	47,897	0.990
	TOTAL	4,022,715	83.165

Directors' Report

for the financial year ended 30 June 2024

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 **30 June 2024**.

PRINCIPAL ACTIVITIES

The Company is principally engaged in investment holding, letting of industrial and commercial properties and management consultancy.

The principal activities of the subsidiaries are disclosed in Note 8 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>15,924,910</u>	<u>42,678,510</u>
Attributable to:		
Owners of the Company	14,753,065	42,678,510
Non-controlling interests	<u>1,171,845</u>	<u>-</u>
	<u>15,924,910</u>	<u>42,678,510</u>

In the opinion of the directors, the results of the operations of the Group and of the Company for the financial year ended **30 June 2024** have not been substantially affected by any item, transaction or event of a material and unusual nature.

DIVIDENDS

No dividends have been declared or paid by the Company since the end of previous financial year.

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

RESERVES AND PROVISIONS

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

SHARE CAPITAL AND DEBENTURE

During the financial year, the Company has increased its issued and fully paid-up ordinary share capital by way of issuance of 75,510,100 new ordinary shares at an issue price of RM0.245 per ordinary shares as partial purchase consideration for the acquisition of a parcel of land by a subsidiary as disclosed in Note 37 to the financial statement.

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

TREASURY SHARES

During the financial year, the Company did not repurchase any of its issued ordinary shares from the open market.

As at 30 June 2024, the Company held a total of 774 treasury shares out of its 443,715,148 issued ordinary shares. Further relevant details are disclosed in Note 18.1 to the financial statements.

Directors' Report

for the financial year ended 30 June 2024

WARRANTS

During the financial year, no Warrants C were exercised. As at 30 June 2024, there was a total of 4,837,053 unexercised Warrants C.

The salient features of the Warrants are disclosed in Notes 18 to the financial statements.

Details of Warrants issued to directors are disclosed in the section on 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:

Dato' Sri Tajudin Bin Md Isa

* **Tan Kim Hee**

* **Goh Chin Heng**

* **Chow Choon Hoong**

Tan Qian Hui

Loh Yee Sing

Ravi Chandran A/L Subash Chandran

Leong Wai Kuan

Directors of the subsidiaries:

The directors of the subsidiaries of the Company since the beginning of the financial year to the date of this report, not including those directors listed above, are:

Tang Tiam Hok

Siva Raman A/L S. Ramasamy Pattar

Dhanabalan A/L M. Pitchai Chetty (resigned on 8.12.23)

Mahendrakumar A/L Dhanabalan (resigned on 8.12.23)

* *Also director of subsidiaries.*

Directors' Report

for the financial year ended 30 June 2024

DIRECTORS' INTERESTS

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 in the Company and or its related corporations during the financial year are as follows:

	Number of ordinary shares			Balance at 30.6.2024
	Balance at 1.7.2023	Bought	Sold	
The Company				
Direct Interest:				
Tan Kim Hee	53,500,000	-	-	53,500,000
Dato' Sri Tajudin Bin Md Isa	40,000	5,000	-	45,000
Tan Qian Hui	-	35,000	-	35,000
Deemed Interest:				
¹ Goh Chin Heng	50,020,000	-	-	50,020,000
² Tan Kim Hee	-	35,000	-	35,000

¹ Deemed interest pursuant to Section 8 of the Companies Act 2016 by virtue of shares held through G Reka Management Sdn Bhd.

² Deemed interest pursuant to Section 59(11)(c) of the Companies Act 2016 by virtue of shares held by his children.

DIRECTORS' REMUNERATION AND BENEFITS

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

	GROUP RM	COMPANY RM
Fees	277,500	277,500
Salaries, allowances and other emoluments	1,195,000	895,000
Defined contribution plans	125,000	89,000
	1,597,500	1,261,500

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.

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 RM35,650.

Directors' Report

for the financial year ended 30 June 2024

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 provision for doubtful debts and satisfied themselves that adequate provision had been made for doubtful debts and there were no bad debts to be written off; and
- (ii) to ensure that any current assets which were unlikely to realise their value as shown in the accounting records in the ordinary course of business had 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 the amount of the provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; 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 methods 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 of the Group and of the Company which would render any amount stated in the financial statements misleading.

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 person; and
- (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 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 substantially 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.

SIGNIFICANT EVENT DURING AND AFTER THE REPORTING PERIOD

The details of the event during and after the reporting period are disclosed in Note 37 to the financial statements.

Directors' Report

for the financial year ended 30 June 2024

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 30 June 2024 are as follows:

	GROUP RM	COMPANY RM
Statutory audit	273,200	85,000
Assurance related and non-audit services	83,900	31,000
Total	357,100	116,000

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:

.....
Tan Kim Hee

.....
Goh Chin Heng

Penang,

Date: 21 October 2024

Directors' Statement

In the opinion of the directors, the financial statements set out on pages 72 to 142 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 **30 June 2024** 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:

.....
Tan Kim Hee

.....
Goh Chin Heng

Date: 21 October 2024

Statutory Declaration

I, **Siva Raman A/L S. Ramasamy Pattar**, the officer primarily responsible for the financial management of **Mayu Global Group Berhad**, do solemnly and sincerely declare that the financial statements set out on pages 72 to 142 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 in Penang,)
this **21st** day of **October 2024**.)

.....
Siva Raman A/L S. Ramasamy Pattar
(Group Financial Controller)

Before me,

.....
Liew Juan Leng (P162)
Commissioner for Oaths

Independent Auditors' Report

to the members of Mayu Global Group Berhad

Report on the Audit of Financial Statements

Opinion

We have audited the financial statements of **Mayu Global Group Berhad**, which comprise the statements of financial position as at **30 June 2024** 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 72 to 142.

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 **30 June 2024** 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 Mayu Global Group Berhad

Key Audit Matters (Cont'd)

Key Audit Matters	How our audit addressed the Key Audit Matters
<p>Revenue recognition (Notes 3(vi) and 21 to the financial statements)</p> <p>The Group's revenue is mainly derived from the sales of metal products and revenue recognised from properties development activities. Revenue from sales of metal products and revenue recognised from properties development activities amounted to RM49.47 million and RM46.48 million respectively during the financial year, which representing 48.69% and 45.75% of the Group's total revenue during the financial year.</p> <p>Sales of metal products - We focus on this area due to the magnitude and voluminous transactions which may give rise to a higher risk of material misstatements in respect of the timing and amount of revenue recognised.</p> <p>Revenue recognised from properties development activities - We focus on this area 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 sales of metal products included, amongst others, the following:</p> <ul style="list-style-type: none"> • Obtained an understanding of the Group's revenue recognition process; • Performed analytical procedures on the trend of revenue recognised to identify for any abnormalities; • Performed substantive testing on a sampling basis to verify that revenue recognition criteria was properly applied by checking to the documents which evidenced the delivery of goods to the customers; • Assessed whether revenue was recognised in the correct period by testing cut-off through assessing sales transactions taking place at either side of the reporting date as well as reviewing credit notes and sales returns issued after the reporting date; and • Reviewed the sales ledger to identify any sales transactions that were entered using journals or non-sales invoices references and evaluated the nature of the transactions to determine whether they were <i>bona fide</i> transactions. <p>Our audit procedures in relation to the revenue recognised from properties development activities, amongst others, the following:</p> <ul style="list-style-type: none"> • Obtained an understanding of the Group's procedures over the measurement and recognition of revenue in respect of property development activities; • Evaluated the assumptions applied in estimating the PDC on a sampling basis by examining documentary evidence such as letter of award issued to contractors and for amount not contracted for to consider the historical accuracy of management's forecasts for the similar property development projects to support the budgeted costs; • Performed test of details on a sampling basis on property development revenue by substantiating revenue recognised against supporting documents and reconciliations, including stamped sales and purchase agreements, approved loan agreements and progress billings issued; and • Performed test of details on actual PDC cost incurred to date to the supporting documents such as contractors' progress claims and architect certificates.

Independent Auditors' Report

to the members of Mayu Global Group Berhad

Key Audit Matters (Cont'd)

Key Audit Matters	How our audit addressed the Key Audit Matters
<p>Impairment of cost of investment in subsidiaries (Notes 3(vi) and 8 to the financial statements)</p> <p>The carrying amount of the Company's investment in the subsidiaries as at 30 June 2024 is RM256.37 million which accounted for approximately 70.56% of the Company's total assets.</p> <p>Certain subsidiaries are either in negative shareholder's fund position or suffering continuous losses indicating that the carrying amount of the investment in subsidiaries may be impaired. Accordingly, the Company had performed an impairment assessment on the investment in the subsidiary by estimating the recoverable amount which is the higher of value-in use ("VIU") method or fair value less cost to sales. Estimating the VIU involves estimating the future cash inflows and outflows and the terminal value that will be derived from the cash generating unit and discounting them using an appropriate rate. Due to the significance of the amount and the subjectivity involved in estimating the VIU, we identified this as our area of audit focus as the impairment assessment involves determining the recoverable amounts using a discounted cash flow approach which is complex and highly judgmental. Judgement was also applied in determining the appropriate rate to discount the future cash flows to its present value.</p>	<p>Our audit procedures included amongst others:</p> <ul style="list-style-type: none"> • Evaluated the model used in determining the value in use of the cash generating units ("CGU") as well as assessed the discount rate used; • Assessed the appropriateness of the discount rate used to determine the present value of the cash flows and whether the rate used reflects the return that investors would require if they were to choose an investment that would generate cash flows of amounts, timing and risk profile equivalent to those that the entity expects to derive; and • Analysed the sensitivity of the key assumptions by assessing the impact of changes to the key assumptions on the recoverable amount.

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 the 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 Mayu Global Group 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 the 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current 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.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors, are disclosed in Note 8 to the financial statements.

Independent Auditors' Report

to the members of Mayu Global Group 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. 03715/02/2025 J
Chartered Accountant

Penang

Date: 21 October 2024

Statement of Financial Position

as at 30 June 2024

	NOTE	GROUP		COMPANY	
		2024 RM	(Restated) 2023 RM	2024 RM	2023 RM
ASSETS					
Non-current assets					
Property, plant and equipment	4	81,080,968	60,622,932	9,429,793	7,667,657
Right-of-use assets	5	488,373	165,943	-	-
Inventories	6	153,493,091	106,579,627	-	-
Investment properties	7	81,215,000	69,241,000	31,000,000	27,500,000
Investment in subsidiaries	8	-	-	256,369,588	71,575,888
Deferred tax assets	9	138,603	371,972	-	-
Trade and other receivables	10	5,874,698	-	52,476,117	42,051,465
		322,290,733	236,981,474	349,275,498	148,795,010
Current assets					
Inventories	6	41,529,735	61,772,150	-	-
Trade and other receivables	10	14,122,651	29,797,454	12,643,083	136,408,748
Contract assets	11	-	53,434,263	-	-
Contract costs	12	-	3,313,892	-	-
Current tax assets		2,378,568	1,707,460	645,781	272,396
Other investments	13	17,529,642	19,942,891	119,374	679,119
Fixed deposits with licensed banks	14	158,416	154,535	158,416	154,535
Cash and bank balances	15	45,206,280	43,052,358	487,734	18,218,112
		120,925,292	213,175,003	14,054,388	155,732,910
Non-current asset held for sales	16	3,600,000	-	-	-
		124,525,292	213,175,003	14,054,388	155,732,910
TOTAL ASSETS		446,816,025	450,156,477	363,329,886	304,527,920
EQUITY AND LIABILITIES					
Equity attributable to owners of the Company					
Share capital	17	343,459,254	324,959,254	343,459,254	324,959,254
Other reserves	18	895,723	895,723	8,461,719	8,461,719
Retained profits/(Accumulated losses)		58,640,955	46,388,517	9,734,847	(32,943,663)
		402,995,932	372,243,494	361,655,820	300,477,310
Non-controlling interests		18,363,760	27,651,288	-	-
Total equity		421,359,692	399,894,782	361,655,820	300,477,310

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

Statement of Financial Position

as at 30 June 2024

	NOTE	GROUP		COMPANY	
		2024 RM	(Restated) 2023 RM	2024 RM	2023 RM
Non-current liabilities					
Borrowings	19	742,044	947,991	-	-
Lease liabilities	5	364,805	25,804	-	-
Deferred tax liabilities	9	4,964,710	6,803,931	853,158	2,546,538
Trade, other payables and provision	20	3,535,771	4,205,955	-	-
		<u>9,607,330</u>	<u>11,983,681</u>	<u>853,158</u>	<u>2,546,538</u>
Current liabilities					
Trade, other payables and provision	20	12,807,497	33,939,208	820,908	1,504,072
Contract liabilities	11	1,716,699	2,642,371	-	-
Borrowings	19	393,575	372,227	-	-
Lease liabilities	5	138,397	149,443	-	-
Current tax liabilities		792,835	1,174,765	-	-
		<u>15,849,003</u>	<u>38,278,014</u>	<u>820,908</u>	<u>1,504,072</u>
Total liabilities		<u>25,456,333</u>	<u>50,261,695</u>	<u>1,674,066</u>	<u>4,050,610</u>
TOTAL EQUITY AND LIABILITIES		<u>446,816,025</u>	<u>450,156,477</u>	<u>363,329,886</u>	<u>304,527,920</u>

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

Statement of Comprehensive Income

for the financial year ended 30 June 2024

	NOTE	GROUP		COMPANY	
		2024 RM	2023 RM	2024 RM	2023 RM
Revenue	21	105,137,646	189,470,686	4,378,112	4,140,192
Other income	22	8,021,976	4,844,447	41,714,168	-
Changes in inventories of finished goods and trading goods		(6,078,327)	162,402	-	-
Raw materials and consumables used		(34,810,339)	(29,969,521)	-	-
Property development costs		(25,592,927)	(109,135,511)	-	-
Employee benefits expenses	23	(13,745,478)	(12,198,528)	(2,417,651)	(2,145,261)
Depreciation	24	(2,497,910)	(3,114,347)	(280,775)	(197,952)
Allowance for expected credit losses on receivables					
- Addition		(242,775)	(339,245)	(451,000)	(850,000)
- Reversal		415,078	263,120	-	500,000
Other operating expenses		(12,572,894)	(14,739,850)	(2,047,467)	(8,248,305)
Operating profit/(loss)		18,034,050	25,243,653	40,895,387	(6,801,326)
Finance costs	25	(306,188)	(326,175)	-	-
Finance income		554,784	243,541	66,358	18,803
Profit/(Loss) before tax	26	18,282,646	25,161,019	40,961,745	(6,782,523)
Taxation	27	(2,357,736)	(7,578,844)	1,716,765	(657,636)
Profit/(Loss) for the financial year		15,924,910	17,582,175	42,678,510	(7,440,159)
Other comprehensive income, net of tax					
Items that will not be classified subsequently to profit or loss:					
- Revaluation surplus on building		-	141,750	-	-
Total comprehensive income/(loss) for the financial year		15,924,910	17,723,925	42,678,510	(7,440,159)

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

Statement of Comprehensive Income

for the financial year ended 30 June 2024

	NOTE	GROUP		COMPANY	
		2024 RM	2023 RM	2024 RM	2023 RM
Profit/(Loss) attributable to:					
Owners of the Company		14,753,065	14,537,782	42,678,510	(7,440,159)
Non-controlling interests		1,171,845	3,044,393	-	-
		15,924,910	17,582,175	42,678,510	(7,440,159)
Total comprehensive income/(loss) attributable to:					
Owners of the Company		14,753,065	14,679,532	42,678,510	(7,440,159)
Non-controlling interests		1,171,845	3,044,393	-	-
		15,924,910	17,723,925	42,678,510	(7,440,159)
Earnings per share attributable to owners of the Company (sen)					
- Basic	28	3.30	3.71		
- Diluted	28	3.30	3.71		

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

Consolidated Statement of Changes in Equity

for the financial year ended 30 June 2024

	Attributable to Owners of the Company						Total Equity RM
	Share Capital RM	Irredeemable Convertible Preference Shares ("ICPS") RM	Other Reserves RM	Retained Profits RM	Non- controlling Interests RM	Total RM	
2024							
Balance at beginning	324,959,254	-	895,723	46,388,517	27,651,288	372,243,494	399,894,782
Total comprehensive income for financial year	-	-	-	14,753,065	1,171,845	14,753,065	15,924,910
Transactions with owners:							
- Acquisition from non-controlling interest	-	-	-	(2,500,627)	(10,459,373)	(2,500,627)	(12,960,000)
- Allotment of shares pursuant to acquisition of land by a subsidiary	18,500,000	-	-	-	-	18,500,000	18,500,000
	18,500,000	-	-	(2,500,627)	(10,459,373)	15,999,373	5,540,000
Balance at end	343,459,254	-	895,723	58,640,955	18,363,760	402,995,932	421,359,692

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

Consolidated Statement of Changes in Equity

for the financial year ended 30 June 2024

	Attributable to Owners of the Company						Total Equity RM
	Share Capital RM	ICPS RM	Other Reserves RM	Retained Profits RM	Total RM	Non- controlling Interests RM	
2023							
Balance at beginning	226,568,852	93,728,218	861,444	31,743,264	352,901,778	24,606,895	377,508,673
Total comprehensive income for financial year	-	-	141,750	14,537,782	14,679,532	3,044,393	17,723,925
Transactions with owners:							
- Issuance of shares pursuant to conversion of ICPS	93,728,218	(93,728,218)	-	-	-	-	-
- Private placement	4,662,184	-	-	-	4,662,184	-	4,662,184
- Share option lapsed	-	-	(107,471)	107,471	-	-	-
Total transactions with owners	98,390,402	(93,728,218)	(107,471)	107,471	4,662,184	-	4,662,184
Balance at end	324,959,254	-	895,723	46,388,517	372,243,494	27,651,288	399,894,782

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

Statement of Changes in Equity

for the financial year ended 30 June 2024

	Share Capital RM	ICPS RM	Other Reserves RM	(Accumulated losses)/ Retained Profits RM	Total Equity RM
2024					
Balance at beginning	324,959,254	-	8,461,719	(32,943,663)	300,477,310
Total comprehensive income for the financial year	-	-	-	42,678,510	42,678,510
Transactions with owners:					
- Allotment of shares pursuant to acquisition of land by a subsidiary	18,500,000	-	-	-	18,500,000
Balance at end	343,459,254	-	8,461,719	9,734,847	361,655,820
2023					
Balance at beginning	226,568,852	93,728,218	8,569,190	(25,610,975)	303,255,285
Total comprehensive loss for the financial year	-	-	-	(7,440,159)	(7,440,159)
Transactions with owners:					
- Issuance of shares pursuant to conversion of ICPS	93,728,218	(93,728,218)	-	-	-
- Private placement	4,662,184	-	-	-	4,662,184
- Share option lapsed	-	-	(107,471)	107,471	-
Balance at end	324,959,254	-	8,461,719	(32,943,663)	300,477,310

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

Statement of Cash Flows

for the financial year ended 30 June 2024

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit/(Loss) before tax	18,282,646	25,161,019	40,961,745	(6,782,523)
Adjustments for:				
Accretion of interest on lease liabilities	30,609	15,381	-	-
Allowance for expected credit losses on receivables	242,775	339,245	451,000	850,000
Depreciation of:				
- property, plant and equipment	2,349,647	2,972,123	280,775	197,952
- right-of-use assets	148,263	142,224	-	-
Deposits forfeited	(46,600)	(115,520)	-	-
Dividend income	(323,064)	(325,584)	-	-
Fair value (gain)/loss on investment properties, net	(6,858,507)	(2,720,179)	(4,031,007)	3,963,118
Fair value loss on other investments, net	1,853,502	268,143	-	-
Gain on disposal of property, plant and equipment, net	(145,098)	(46,998)	(23,600)	-
Gain on termination of right-of-use assets and lease liabilities	(8,347)	-	-	-
Impairment loss on investment in subsidiaries, net	-	-	-	2,380,233
Impairment loss on property, plant and equipment	67,198	1,042,738	-	-
Interest expense	275,579	310,794	-	-
Interest income	(554,784)	(243,541)	(66,358)	(18,803)
Inventories written down	24,134	573,665	-	-
Property, plant and equipment written off	1	255,077	-	-
Provision of liquidated ascertained damages	373,961	772,142	-	-
Reversal of allowance for expected credit losses on receivables	(415,078)	(263,120)	-	(500,000)
Reversal of impairment loss on investment in subsidiaries	-	-	(37,659,561)	-
Reversal of inventories written down	(835,016)	(33,636)	-	-
Unwinding of discounts, net	869,740	88,980	-	-
Operating profit/(loss) before working capital changes carried forward	15,331,561	28,192,953	(87,006)	89,977

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

Statement of Cash Flows

for the financial year ended 30 June 2024

	NOTE	GROUP		COMPANY	
		2024 RM	2023 RM	2024 RM	2023 RM
Operating profit/(loss) before working capital changes brought forward		15,331,561	28,192,953	(87,006)	89,977
Changes in:					
Inventories		(25,860,167)	48,634,234	-	-
Receivables		9,432,219	470,397	70,086	(59,235)
Contract assets		53,434,263	(35,245,488)	-	-
Contract costs		3,313,892	19,183	-	-
Payables		(22,283,750)	(12,079,892)	(683,164)	55,021
Contract liabilities		(1,299,633)	55,141	-	-
Cash generated from/(used in) operations		32,068,385	30,046,528	(700,084)	85,763
Income tax paid		(5,016,626)	(7,852,359)	(350,000)	(355,948)
Income tax refunded		-	298,660	-	-
Real property gains tax paid		-	(1,800)	-	-
Interest paid		(76,675)	(310,794)	-	-
Net cash from/(used in) operating activities		26,975,084	22,180,235	(1,050,084)	(270,185)
CASH FLOWS FROM INVESTING ACTIVITIES					
Acquisition from non-controlling interest		(12,960,000)	-	-	-
Dividends received		323,064	325,584	-	-
Interest received		554,784	243,541	66,358	18,803
Additional investment in subsidiaries		-	-	(12,960,000)	-
Withdrawal/(Placement) of other investments		559,747	(114,053)	559,745	(114,053)
Proceeds from disposal of property, plant and equipment		146,502	46,998	25,000	-
Addition of investment properties		(10,707,939)	(359,821)	(1,461,439)	(359,821)
Purchase of property, plant and equipment	(i)	(1,947,840)	(2,262,118)	(51,865)	(1,760,161)
Net cash used in investing activities		(24,031,682)	(2,119,869)	(13,822,201)	(2,215,232)
Balance carried forward		2,943,402	20,060,366	(14,872,285)	(2,485,417)

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

Statement of Cash Flows

for the financial year ended 30 June 2024

	NOTE	GROUP		COMPANY	
		2024 RM	2023 RM	2024 RM	2023 RM
Balance brought forward		2,943,402	20,060,366	(14,872,285)	(2,485,417)
CASH FLOWS FROM FINANCING ACTIVITIES					
Net change in subsidiaries' balances		-	-	(2,854,212)	15,105,231
Net proceeds from issuances of ordinary shares		-	4,662,184	-	4,662,184
Repayment of lease liabilities	(ii)	(165,000)	(156,000)	-	-
Repayment of hire purchase loans	(ii)	(620,599)	(220,957)	-	-
Withdrawal of fixed deposits		-	3,946,670	-	189,197
Net cash (used in)/from financing activities		(785,599)	8,231,897	(2,854,212)	19,956,612
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		2,157,803	28,292,263	(17,726,497)	17,471,195
CASH AND CASH EQUIVALENTS AT BEGINNING		43,206,893	14,914,630	18,372,647	901,452
CASH AND CASH EQUIVALENTS AT END		45,364,696	43,206,893	646,150	18,372,647
Represented by:					
Fixed deposits with licensed banks		158,416	154,535	158,416	154,535
Cash and bank balances		45,206,280	43,052,358	487,734	18,218,112
		45,364,696	43,206,893	646,150	18,372,647

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

Statement of Cash Flows

for the financial year ended 30 June 2024

	NOTE	GROUP		COMPANY	
		2024 RM	2023 RM	2024 RM	2023 RM
(i) Purchase of property, plant and equipment					
Total acquisition cost		20,883,840	3,144,018	51,865	1,760,161
Acquired under hire purchase loan	(ii)	(436,000)	(881,900)	-	-
Acquired by issuance of shares		(18,500,000)	-	-	-
Total cash acquisition		1,947,840	2,262,118	51,865	1,760,161

(ii) 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	Addition ¹ RM	Others ² RM	Net cash flows RM	Balance at end RM
GROUP					
2024					
Hire purchase loans	1,320,218	436,000	-	(620,599)	1,135,619
Lease liabilities	175,247	601,080	(108,125)	(165,000)	503,202
<i>Total liabilities from financing activities</i>	1,495,465	1,037,080	(108,125)	(785,599)	1,638,821
2023					
Hire purchase loans	659,275	881,900	-	(220,957)	1,320,218
Lease liabilities	315,866	-	15,381	(156,000)	175,247
<i>Total liabilities from financing activities</i>	975,141	881,900	15,381	(376,957)	1,495,465

Notes:

¹ The amount represents the additions of hire purchase loans and lease liabilities.

² The amount represents the accretion of interest on lease liabilities and the derecognition of right-of-use assets and lease liabilities during the year.

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

Notes to The Financial Statements

30 June 2024

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 and principal place of business of the Company is located at No. 17, Jalan Perusahaan Sungai Lokan 3, Taman Industri Sungai Lokan, 13800 Butterworth, Pulau Pinang, Malaysia.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 21 October 2024.

Principal Activities

The Company is principally engaged in investment holding, letting of industrial and commercial properties and management consultancy.

The principal activities of the subsidiaries are disclosed in Note 8 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 ("MFRS"), 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 unless otherwise indicated in the summary of accounting policies below.

2.3 Functional and Presentation Currency

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

2.4 Adoption of Standard/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 standard/amendments to MFRSs that are mandatory for the current financial year:

Effective for annual periods beginning on or after 1 January 2023

MFRS 17 Insurance Contracts and Amendments to MFRS 17 Insurance Contracts

Amendments to MFRS 17 Insurance Contracts - Initial Application of MFRS 17 and MFRS 9 - Comparative Information

Amendments to MFRS 101 Presentation of Financial Statements - Disclosure of Accounting Policies

Amendments to MFRS 108 Accounting Policies, Changes in Accounting Estimates and Errors - Definition of Accounting Estimates

Amendments to MFRS 112 Income Taxes - Deferred Tax related to Assets and Liabilities arising from a Single Transaction

Amendments to MFRS 112 Income Taxes - International Tax Reform - Pillar Two Model Rules

Notes to The Financial Statements

30 June 2024

2. BASIS OF PREPARATION (Cont'd)

2.4 Adoption of Standard/Amendments to MFRSs (Cont'd)

Initial application of the above new standard/amendments to MFRSs did not have material impact to the financial statements upon adoption, except for Amendments to MFRS 101 Presentation of Financial Statements: Disclosure of Accounting Policies. The amendments change the requirements in MFRS 101 with regard to disclosure of accounting policies. The amendments replace all instances of the term 'significant' with 'material'. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of the financial statements.

The supporting paragraphs in MFRS 101 are also amended to clarify that accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed. Accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material. The Malaysian Accounting Standards Board ("MASB") has also developed guidance and examples to explain and demonstrate the application of the 'four-step materiality process' described in MFRS Practice Statement 2.

The amendments had an impact on the Group's and the Company's disclosures of accounting policies but not on the measurement, recognition or presentation of any items in the Group's and the Company's financial statements.

2.5 Standards Issued But Not Yet Effective

The following are accounting standards that have been issued by MASB but are not yet effective for the Group and for the Company:

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

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 - Classification and Measurement of Financial Instruments

Annual Improvements to MFRS Accounting Standards - Volume 11

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*.

Notes to The Financial Statements

30 June 2024

2. BASIS OF PREPARATION (Cont'd)

2.5 Standards Issued But Not Yet Effective (Cont'd)

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.

Key sources of estimation uncertainty and judgements made

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 and critical judgement in applying accounting policies are discussed below:

(i) Impairment of plant and machinery

The Group performs an impairment review as and when there are impairment indicators to ensure that the carrying value of the plant and machinery do not exceed their recoverable amount. The management exercise judgement in estimating the recoverable amount.

The carrying amount of the Group's plant and equipment is disclosed in Note 4 to the financial statements.

(ii) Inventories

Inventories are measured at the lower of cost and net realisable value ("NRV"). In estimating NRV, management takes into account the most reliable evidence available at the times the estimates are made.

Land held for property development

NRV in respect of land held for property development is assessed with reference to market prices as at the end of the reporting period for similar land, less estimated costs necessary to make the sale or where applicable, engaging a firm of independent valuers to estimate the fair value of these land.

The carrying amount of the Group's land held for property development is disclosed in Note 6.1 to the financial statements.

Completed development units

The management determines the NRV of unsold completed development units based on estimated selling prices by reference to recent sales transactions of similar properties or comparable properties in similar or nearby locations. The estimation of the selling price in particular is subject to significant inherent uncertainties, in particular the volatility of the demand and supply in the property market.

The carrying amount of the Group's completed development units is disclosed in Note 6.3 to the financial statements.

Notes to The Financial Statements

30 June 2024

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

(ii) Inventories (Cont'd)

Other inventories

The management reviews for damage, slow-moving and obsolete inventories. This review requires judgements and estimates. Possible changes in these estimates could result in revision to the valuation of inventories.

The carrying amount of the Group's other inventories is disclosed in Note 6.4 to the financial statements.

(iii) Investment properties at fair value

The Group and the Company measure their investment properties at fair value with changes in fair value being recognised in profit or loss. Fair value of certain investment properties was determined based on independent professional valuation or updates as appropriate. For those without valuation updates, the Group and the Company determine the fair value of such investment properties by reference to the selling prices of recent transacted and asking prices of similar properties premised on the factors of location, accessibility, visibility, time, size and present market trends. The management believes that the chosen valuation techniques and assumptions used are appropriate in determining the fair value of the investment properties.

The carrying amount of the Group's and the Company's investment properties is disclosed in Note 7 to the financial statements.

(iv) Impairment on investment in subsidiaries

Investment in subsidiaries is tested for impairment whenever there is objective evidence or indication that these assets may be impaired. Judgement is required to determine if any such indication exists, based on the evaluation of both internal and external sources of information. If any such indication exists, management assesses the recoverable amount of the investment in subsidiaries based on the higher of fair value less cost to sell, which approximates the extent of the net assets held by the subsidiaries at the end of the reporting period, and value in use. If the recoverable amount of the investment in subsidiaries is less than its carrying amount, an impairment loss is recognised in profit or loss to reduce the carrying amount of the investment in subsidiaries. A reversal of impairment loss of **RM37,659,561** (2023: net impairment loss of RM2,380,233) was recognised in profit or loss to write down the subsidiaries to their recoverable amount.

(v) Provision for expected credit losses ("ECL") of trade and other receivables

The Group and the Company assess the credit risk at each reporting date, whether there have been significant increases in credit risk since initial recognition on an individual basis. To determine whether there is a significant increase in credit risks, the Group considers factors such as the probability of insolvency or significant financial difficulties of the debtors and default or significant delay in payments.

Whether there is a significant increase in credit risk, the Group and the Company determine the lifetime ECL by considering the loss given default and the probability of default assigned to each counterparty customer. The financial assets are written off either partially or in full when there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor do not have assets or sources of income that could generate sufficient cash flows to repay the amount subject to the write-offs.

The information about the ECL on the Group's and the Company's trade and other receivables is disclosed in Note 32.3 to the financial statements.

Notes to The Financial Statements

30 June 2024

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

(vi) Property development

The Group applied the following judgements that significantly affect the determination of the amount and timing of revenue from contracts with customers from property development activities.

The Group enters into contracts with customers to sell properties that are either completed or under development. For the sale of development properties, the Group is required to assess each of its contracts with customers to determine whether performance obligations are satisfied over time or at a point in time in order to determine the appropriate method for recognising revenue. In making the assessment, the Group considered the terms of the contracts entered into with customers and the provisions of relevant laws and regulations applicable to the contracts. The assessment of whether the Group has an enforceable right to payment for performance completed to date involves judgement made in determining the enforceability of the right to payment under the legal environment of the jurisdictions where the contracts are subject to.

For contracts that meet the over time recognition criteria, the Group determined that the input method is the best method in measuring progress of the development because there is direct relationship between the Group's effort (i.e., resources consumed and costs incurred) and the transfer control of goods to the customer. Revenue is recognised over the period of the contract by reference to the stage of completion of the development activity at the end of the reporting period. The stage of completion is determined based on the proportion that the property development cost incurred to-date bear to the estimated total cost for the property development.

Significant judgement is also required in the determination of the completeness and accuracy of the estimated total cost for the property development as future property development costs are inherently uncertain, which involve management's estimation of future cost to completion of the development. Substantial changes in cost estimations in future periods may affect the profitability of the respective property development projects. Where the actual total property development costs are different from the estimated total property development cost, such differences will impact the property development profit/(loss) recognised.

Notes to The Financial Statements

30 June 2024

4. PROPERTY, PLANT AND EQUIPMENT

GROUP

	Land and building* RM	Plant and machineries RM	Fittings and equipment RM	Motor vehicles RM	Capital work-in-progress RM	Total RM
2024						
At cost						
Balance at beginning	66,220,040	58,866,093	10,368,662	7,036,894	-	142,491,689
Additions	19,621,535	541,149	117,348	603,808	-	20,883,840
Disposals	-	(199,033)	-	(752,699)	-	(951,732)
Transfer from investment properties	-	-	1,750,955	-	241,491	1,992,446
Written off	-	(999,710)	(4,100)	-	-	(1,003,810)
Balance at end	<u>85,841,575</u>	<u>58,208,499</u>	<u>12,232,865</u>	<u>6,888,003</u>	<u>241,491</u>	<u>163,412,433</u>
Accumulated depreciation						
Balance at beginning	14,229,526	48,423,373	9,078,141	5,267,087	-	76,998,127
Current charge	716,620	739,199	282,912	610,916	-	2,349,647
Disposals	-	(94,209)	-	(751,295)	-	(845,504)
Written off	-	(449,697)	(4,099)	-	-	(453,796)
Balance at end	<u>14,946,146</u>	<u>48,618,666</u>	<u>9,356,954</u>	<u>5,126,708</u>	-	<u>78,048,474</u>
Accumulated impairment loss						
Balance at beginning	-	4,870,630	-	-	-	4,870,630
Current year	-	65,707	1,491	-	-	67,198
Disposals	-	(104,824)	-	-	-	(104,824)
Written off	-	(550,013)	-	-	-	(550,013)
Balance at end	-	<u>4,281,500</u>	<u>1,491</u>	-	-	<u>4,282,991</u>
Carrying amount	<u>70,895,429</u>	<u>5,308,333</u>	<u>2,874,420</u>	<u>1,761,295</u>	<u>241,491</u>	<u>81,080,968</u>

Notes to The Financial Statements

30 June 2024

4. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

GROUP (Cont'd)

	Land and building* RM	Plant and machineries RM	Fittings and equipment RM	Motor vehicles RM	Capital work-in-progress RM	Total RM
2023						
At cost						
Balance at beginning	65,689,517	58,807,743	9,831,483	5,953,362	988,461	141,270,566
Additions	1,470,045	81,350	392,565	1,200,058	-	3,144,018
Transfer to investment properties	(1,500,000)	-	-	-	-	(1,500,000)
Disposals	-	(23,000)	-	(116,526)	-	(139,526)
Reclassification	835,070	-	153,391	-	(988,461)	-
Written off	(274,592)	-	(8,777)	-	-	(283,369)
Balance at end	<u>66,220,040</u>	<u>58,866,093</u>	<u>10,368,662</u>	<u>7,036,894</u>	<u>-</u>	<u>142,491,689</u>
Accumulated depreciation						
Balance at beginning	13,674,427	47,170,527	8,792,374	4,713,994	-	74,351,322
Current charge	734,566	1,275,846	292,092	669,619	-	2,972,123
Transfer to investment properties	(157,500)	-	-	-	-	(157,500)
Disposal	-	(23,000)	-	(116,526)	-	(139,526)
Written off	(21,967)	-	(6,325)	-	-	(28,292)
Balance at end	<u>14,229,526</u>	<u>48,423,373</u>	<u>9,078,141</u>	<u>5,267,087</u>	<u>-</u>	<u>76,998,127</u>
Accumulated impairment loss						
Balance at beginning	-	3,827,892	-	-	-	3,827,892
Current year	-	1,042,738	-	-	-	1,042,738
Balance at end	<u>-</u>	<u>4,870,630</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>4,870,630</u>
Carrying amount	<u>51,990,514</u>	<u>5,572,090</u>	<u>1,290,521</u>	<u>1,769,807</u>	<u>-</u>	<u>60,622,932</u>

Notes to The Financial Statements

30 June 2024

4. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

GROUP (Cont'd)

* Included in the land and building are the following assets:

	Freehold land RM	Leasehold land RM	Buildings RM	Apartments RM	Renovation RM	Total RM
2024						
At cost						
Balance at beginning	28,496,772	2,100,000	30,730,341	300,100	4,592,827	66,220,040
Additions	19,621,535	-	-	-	-	19,621,535
Balance at end	48,118,307	2,100,000	30,730,341	300,100	4,592,827	85,841,575
Accumulated depreciation						
Balance at beginning	-	444,781	11,710,309	135,568	1,938,868	14,229,526
Current charge	-	26,211	590,090	6,002	94,317	716,620
Balance at end	-	470,992	12,300,399	141,570	2,033,185	14,946,146
Carrying amount	48,118,307	1,629,008	18,429,942	158,530	2,559,642	70,895,429
2023						
At cost						
Balance at beginning	28,496,772	2,100,000	32,469,933	300,100	2,322,712	65,689,517
Additions	-	-	35,000	-	1,435,045	1,470,045
Transfer to investment properties	-	-	(1,500,000)	-	-	(1,500,000)
Reclassification	-	-	-	-	835,070	835,070
Written off	-	-	(274,592)	-	-	(274,592)
Balance at end	28,496,772	2,100,000	30,730,341	300,100	4,592,827	66,220,040
Accumulated depreciation						
Balance at beginning	-	418,570	11,264,194	129,566	1,862,097	13,674,427
Current charge	-	26,211	625,582	6,002	76,771	734,566
Transfer to investment properties	-	-	(157,500)	-	-	(157,500)
Written off	-	-	(21,967)	-	-	(21,967)
Balance at end	-	444,781	11,710,309	135,568	1,938,868	14,229,526
Carrying amount	28,496,772	1,655,219	19,020,032	164,532	2,653,959	51,990,514

Notes to The Financial Statements

30 June 2024

4. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

COMPANY

	Land and building* RM	Fittings and equipment RM	Motor vehicles RM	Capital work-in-progress RM	Total RM
2024					
At cost					
Balance at beginning	7,305,115	4,461,274	522,496	-	12,288,885
Additions	-	51,865	-	-	51,865
Disposal	-	-	(3,000)	-	(3,000)
Transfer from investment properties	-	1,750,955	-	241,491	1,992,446
Balance at end	<u>7,305,115</u>	<u>6,264,094</u>	<u>519,496</u>	<u>241,491</u>	<u>14,330,196</u>
Accumulated depreciation					
Balance at beginning	88,218	4,011,963	521,047	-	4,621,228
Current charge	76,202	204,524	49	-	280,775
Disposal	-	-	(1,600)	-	(1,600)
Balance at end	<u>164,420</u>	<u>4,216,487</u>	<u>519,496</u>	<u>-</u>	<u>4,900,403</u>
Carrying amount	<u>7,140,695</u>	<u>2,047,607</u>	<u>-</u>	<u>241,491</u>	<u>9,429,793</u>
2023					
At cost					
Balance at beginning	5,000,000	4,017,767	522,496	988,461	10,528,724
Additions	1,470,045	290,116	-	-	1,760,161
Reclassification	835,070	153,391	-	(988,461)	-
Balance at end	<u>7,305,115</u>	<u>4,461,274</u>	<u>522,496</u>	<u>-</u>	<u>12,288,885</u>
Accumulated depreciation					
Balance at beginning	38,500	3,923,545	461,231	-	4,423,276
Current charge	49,718	88,418	59,816	-	197,952
Balance at end	<u>88,218</u>	<u>4,011,963</u>	<u>521,047</u>	<u>-</u>	<u>4,621,228</u>
Carrying amount	<u>7,216,897</u>	<u>449,311</u>	<u>1,449</u>	<u>-</u>	<u>7,667,657</u>

Notes to The Financial Statements

30 June 2024

4. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

COMPANY (Cont'd)

* Included in the land and building are the following assets:

	Freehold land RM	Buildings RM	Renovation RM	Total RM
2024				
At cost				
Balance at beginning/end	<u>3,460,000</u>	<u>1,575,000</u>	<u>2,270,115</u>	<u>7,305,115</u>
Accumulated depreciation				
Balance at beginning	-	69,300	18,918	88,218
Current charge	-	<u>30,800</u>	<u>45,402</u>	<u>76,202</u>
Balance at end	<u>-</u>	<u>100,100</u>	<u>64,320</u>	<u>164,420</u>
Carrying amount	<u>3,460,000</u>	<u>1,474,900</u>	<u>2,205,795</u>	<u>7,140,695</u>
2023				
At cost				
Balance at beginning	3,460,000	1,540,000	-	5,000,000
Additions	-	35,000	1,435,045	1,470,045
Reclassification	-	-	<u>835,070</u>	<u>835,070</u>
Balance at end	<u>3,460,000</u>	<u>1,575,000</u>	<u>2,270,115</u>	<u>7,305,115</u>
Accumulated depreciation				
Balance at beginning	-	38,500	-	38,500
Current charge	-	<u>30,800</u>	<u>18,918</u>	<u>49,718</u>
Balance at end	<u>-</u>	<u>69,300</u>	<u>18,918</u>	<u>88,218</u>
Carrying amount	<u>3,460,000</u>	<u>1,505,700</u>	<u>2,251,197</u>	<u>7,216,897</u>

Notes to The Financial Statements

30 June 2024

4. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

- (i) Included in the carrying amount of leased assets which are pledged as securities for the hire purchase loans as disclosed in Note 19 to the financial statements are as follows:

	GROUP	
	2024 RM	2023 RM
Plant and machinery	-	334,900
Motor vehicles	<u>1,289,578</u>	<u>1,706,471</u>
	<u>1,289,578</u>	<u>2,041,371</u>

- (ii) The carrying amount of the Group's leasehold land and buildings which are pledged as securities for banking facilities granted to a subsidiary is **RM2,180,555** (2023: RM2,228,766).

- (iii) The information of right-of-use assets which are included in the property, plant and equipment is as follow:

	GROUP	
	2024 RM	2023 RM
Leasehold land	<u>1,629,008</u>	<u>1,655,219</u>

- (iv) During the financial year, certain subsidiaries of the Group within the manufacturing segment carried out a review of the recoverable amount of its production equipment as those subsidiaries are making loss continuously. An impairment loss of **RM67,198** (2023: RM1,042,738), representing the write down of the equipment to the recoverable amount, was recognised as other operating expenses in the statement of comprehensive income during the financial year. The recoverable amount was based on its fair value less cost to sell.

Material accounting policy information

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

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:

Leasehold land	Amortise over lease period of 99 years
Buildings	2%
Apartments	2%
Renovation	2% to 20%
Plant and machineries	5% to 15%
Fittings and equipment	10% to 40%
Motor vehicles	10% to 20%

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

Depreciation on capital work-in-progress commences when the assets are ready for its intended use.

Notes to The Financial Statements

30 June 2024

5. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

Group as a lease

The Group entered into lease contracts for rental of premises used in its operations for lease terms of 3 to 4 years.

The Group also has short term leases of 12 months and below for premises and leases of machinery and office equipment with low value. The lease payments are charged to profit or loss as lease rental on the straight-line basis over the lease term.

GROUP

	Premises	
	2024	2023
	RM	RM
Right-of-use assets		
Balance at beginning	165,943	308,167
Addition	601,080	-
Depreciation	(148,263)	(142,224)
Derecognition	(130,387)	-
	488,373	165,943
	2024	2023
	RM	RM
Lease liabilities		
Balance at beginning	175,247	315,866
Addition	601,080	-
Accretion of interest	30,609	15,381
Payment	(165,000)	(156,000)
Derecognition	(138,734)	-
	503,202	175,247
Represented by:		
Non-current liabilities	364,805	25,804
Current liabilities	138,397	149,443
	503,202	175,247

The maturity analysis of lease liabilities is disclosed in Note 32.4 to the financial statements.

Notes to The Financial Statements

30 June 2024

5. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (Cont'd)

The following are the amounts recognised in profit or loss:

	2024 RM	2023 RM
Depreciation of right-of-use assets	148,263	142,224
Gain on derecognition of right-of-use asset and lease liability	(8,347)	-
Interest expense on lease liabilities	30,609	15,381
Expenses relating to short term leases	148,950	111,400
Expenses relating to lease of low value assets	44,864	83,348
Total amount recognised in profit or loss	<u>364,339</u>	<u>352,353</u>

The Group's total cash outflows for leases during the financial year is **RM358,814** (2023: RM350,748).

Material accounting policy information

The Group applies the short-term lease recognition exemption to its short-term leases of premises (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of machinery and office equipment that are considered to be low value. Lease payments on short term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

Premises 3 to 4 years

6. INVENTORIES

	NOTE	2024 RM	GROUP (Restated) 2023 RM
Non-current asset			
Land held for development	6.1	153,493,091	106,579,627
Current assets			
Property development costs	6.2	522,036	28,090,313
Completed development units	6.3	24,059,825	16,684,470
Other inventories	6.4	16,947,874	16,997,367
Balance at end		<u>41,529,735</u>	<u>61,772,150</u>
Total inventories		<u>195,022,826</u>	<u>168,351,777</u>
Recognised in profit or loss during the financial year:			
- Inventories recognised as cost of sales		41,699,548	29,267,090
- Inventories recognised as property development cost		25,592,927	109,135,511
- Inventories written down		24,134	573,665
- Reversal of inventories written down		<u>(835,016)</u>	<u>(33,636)</u>

The reversal of inventories written down was made during the financial year when the related inventories were sold above their carrying amounts.

Notes to The Financial Statements

30 June 2024

6. INVENTORIES

6.1 Land held for development

The movements of land held for development are as follows:

	2024 RM	GROUP (Restated) 2023 RM
Balance at beginning	106,579,627	105,287,896
Addition	47,435,500	1,825,613
Transferred to property development costs	(522,036)	(533,882)
Balance at end	<u>153,493,091</u>	<u>106,579,627</u>
Represented by:		
Freehold land	144,274,066	98,597,924
Development costs	<u>9,219,025</u>	<u>7,981,703</u>
	<u>153,493,091</u>	<u>106,579,627</u>

6.2 Property development costs

The movements of property development costs are as follows:

	2024 RM	GROUP (Restated) 2023 RM
Balance at beginning	28,090,313	91,612,411
Development costs incurred during the financial year	5,171,076	57,979,646
Transferred from land held for development	522,036	533,882
Cost transferred to contract costs	(9,008,478)	(98,058,541)
Cost transferred to completed development units	(24,252,911)	(23,977,085)
Balance at end	<u>522,036</u>	<u>28,090,313</u>
Represented by:		
Freehold land	225,300	1,699,754
Development costs	<u>296,736</u>	<u>26,390,559</u>
	<u>522,036</u>	<u>28,090,313</u>

Notes to The Financial Statements

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6. INVENTORIES (Cont'd)

6.3 Completed development units

	GROUP	
	2024	(Restated) 2023
	RM	RM

At cost:	24,059,825	16,684,470
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During the financial year, the amount of completed development units recognised as property development costs in profit or loss is **RM16,577,106** (2023: RM9,447,288).

6.4 Other inventories

	GROUP	
	2024	2023
	RM	RM

At cost:

Raw materials	12,312,356	14,578,524
Finished goods	2,102,370	1,417,563
Scrap metal	2,184,363	593,392
	16,599,089	16,589,479

At NRV:

Raw materials	348,785	407,888
	16,947,874	16,997,367

Material accounting policy information

Inventories are valued at the lower of cost and NRV.

(i) Land held for development

Land held for development consists of land where no significant development activities have been carried out or where development activities are not expected to be completed within the normal operating cycle. Such land is classified within non-current assets and is measured at the lower of cost and NRV.

Land held for development is reclassified to property development costs at the point when development activities have commenced and where it can be demonstrated that the development activities can be completed within the normal operating cycle.

(ii) Property development costs

Property acquired or being constructed for sale in the ordinary course of business, rather than to be held for rental or capital appreciation, is held as inventory properties and is measured at the lower of cost and NRV.

(iii) Completed development units

Cost is determined on the specific identification basis and includes costs of acquisition of land, direct building costs and related development costs to the project.

Notes to The Financial Statements

30 June 2024

6. INVENTORIES (Cont'd)

Material accounting policy information (Cont'd)

(iv) Other inventories

Costs incurred in bringing the inventories to their present location and condition are accounted for as follows:

- Cost of raw materials is determined on a first-in, first-out except for scrap metal which is determined on weighted average cost basis.
- Cost of finished goods comprises cost of raw materials, direct labour, other direct cost and appropriate proportion of manufacturing overheads based on normal operating capacity and is determined on a weighted average cost basis.
- Cost of trading goods is determined on a weighted average cost basis.

7. INVESTMENT PROPERTIES

The reconciliation of the fair value of investment properties is shown below:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
At fair value:				
Balance at beginning	69,241,000	64,661,000	27,500,000	31,103,297
Additions	10,707,939	359,821	1,461,439	359,821
Transfer (to)/from property, plant and equipment	(1,992,446)	1,500,000	(1,992,446)	-
Reclassified to non-current asset held for sale (Note 16)	(3,600,000)	-	-	-
Fair value gain/(loss) adjustment, net	6,858,507	2,720,179	4,031,007	(3,963,118)
Balance at end	81,215,000	69,241,000	31,000,000	27,500,000

The investment properties consist of the following:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
At fair value:				
Freehold land	25,515,000	20,741,000	-	-
Leasehold land	31,000,000	27,500,000	31,000,000	27,500,000
Buildings	24,700,000	21,000,000	-	-
	81,215,000	69,241,000	31,000,000	27,500,000

Notes to The Financial Statements

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7. INVESTMENT PROPERTIES (Cont'd)

(i) Included in the carrying amount of the investment properties are right-of-use assets as follows:

	GROUP AND COMPANY	
	2024 RM	2023 RM
Leasehold land	31,000,000	27,500,000

(ii) The following amounts are recognised in profit or loss in respect of the investment properties:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Rental income from rental generating properties	3,587,460	3,482,572	3,370,112	3,216,192
Direct operating expenses arising from:				
- Rental generating properties	275,028	254,631	244,204	225,890
- Non-rental generating properties	22,608	28,361	-	-

(iii) Fair value measurement of the investment properties is disclosed in Note 33 to the financial statements.

Material accounting policy information

Investment properties are measured at fair value with any changes therein recognised in profit or loss for the period which they arise.

8. INVESTMENT IN SUBSIDIARIES

	NOTE	COMPANY	
		2024 RM	2023 RM
Unquoted shares, at cost			
Balance at beginning		134,660,736	134,660,736
Addition	8.1	12,960,000	-
		147,620,736	134,660,736
Unquoted redeemable preference shares ("RPS"), at cost	8.2	120,256,178	-
Loans to a subsidiary	8.3	13,917,961	-
Less: Accumulated impairment losses	8.4		
Balance at beginning		63,084,848	60,704,615
Current year		-	7,598,158
Reversal		(37,659,561)	(5,217,925)
		(25,425,287)	(63,084,848)
		256,369,588	71,575,888

Notes to The Financial Statements

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8. INVESTMENT IN SUBSIDIARIES (Cont'd)

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
	2024 %	2023 %	
Direct subsidiaries			
SMPC Industries Sdn. Bhd. ("SMPC Industries")	100	100	Metal sheet and coil processing centre with main services in shearing and reshearing.
SMPC Marketing Sdn. Bhd. ("SMPC Marketing")	100	100	Dormant.
Syarikat Perkilangan Besi Gaya Sdn. Bhd.	100	100	Shredding, shearing, processing and trading of ferrous and non-ferrous scrap metals. The company has become dormant during the financial year.
Duro Metal Industrial (M) Sdn. Bhd. ("DMI")	100	60	Manufacturing of steel roofing, wall cladding sheets and other steel related products and provision of related services.
Park Avenue Construction Sdn. Bhd. ("PAC")	100	100	Investment holding.
Mayu Furniture Sdn. Bhd. (formerly known as SMPC Dexon Sdn. Bhd.) ("Mayu Furniture")	100	100	Manufacturing and trading of steel and other types of furniture and provision of related services. The company has become dormant during the financial year.
Metal Perforators (Malaysia) Sdn. Bhd. ("MPM")	100	60	Manufacturing and marketing of perforated metals, cable support systems and screen plates.
Kembang Kartika Sdn. Bhd.	100	100	Property development.
Mayu Properties Sdn. Bhd. (formerly known as Atta Properties Sdn. Bhd.) ("Mayu Properties")	100	100	Investment holding and property development.
Sunrise Manner Sdn. Bhd. ("SMSB")	80	80	Property development.
* MPSB Venture Sdn. Bhd.	100	100	Property development.
Climate Attitude Sdn. Bhd. ("CASB")	100	100	Property investment.
* Santro Match Sdn. Bhd.	100	100	Property investment.

Notes to The Financial Statements

30 June 2024

8. INVESTMENT IN SUBSIDIARIES (Cont'd)

Details of the subsidiaries, all of which were incorporated and principal place of business in Malaysia, are as follows:
(Cont'd)

Name of Entities	Effective Equity Interest		Principal Activities
	2024 %	2023 %	
Indirect - held through SMPC Marketing			
Progerex Sdn. Bhd. ("Progerex")	100	100	Shredding, processing and trading of ferrous and non-ferrous scrap metals.
Indirect - held through PAC			
Sungguh Gemilang Development Sdn. Bhd.	100	100	Property development.
* Sparkle Gateway Sdn. Bhd.	100	100	Investment holding.
Indirect - held through Mayu Properties			
* Eminent Potential Sdn. Bhd.	100	100	Property development.
* Scanrite Sdn. Bhd.	100	100	Property development.
Indirect - held through SMSB			
Sunrise Concept Sdn. Bhd.	80	80	Dormant.
Indirect - held through Sparkle Gateway Sdn. Bhd.			
Mutiara Biopolis Properties Sdn. Bhd. ("MBPSB")	80	80	Property development.

* Not audited by Grant Thornton Malaysia PLT.

8.1 Subscription of remaining equity interest in subsidiaries

On 6 September 2023, the Company has entered into a Share Sale Agreement with a non-controlling interest ("NCI") to acquire the remaining equity interests of 40% in both DMI and MPM for a total cash consideration of RM12,960,000. The transaction was completed during the financial year.

Notes to The Financial Statements

30 June 2024

8. INVESTMENT IN SUBSIDIARIES (Cont'd)

8.2 Subscription of RPS issued by subsidiaries

The Company has subscribed the RPS issued by its subsidiaries by way of offsetting with the debts owing from its subsidiaries as shown follows:

Subsidiaries	Number of RPS	Amount of RPS RM
SMPC Industries	35,130,075	35,130,075
PAC	34,068,211	34,068,211
CASB	24,896,641	24,896,641
SMPC Marketing	18,743,738	18,743,738
Mayu Properties	7,417,513	7,417,513
	<u>120,256,178</u>	<u>120,256,178</u>

8.3 Loans to a subsidiary

The loans to a subsidiary are regarded as net interest in a subsidiary as the Company recognised these amounts as a long-term source of capital to the subsidiary.

8.4 Impairment of investment in subsidiaries

During the financial year, the Company has carried out a review of recoverable amount of its investment in subsidiaries as certain subsidiaries with the Group are making losses during the financial year and to assess whether there is any indication that previously recognised impairment losses still exist as at the end of the financial year. In current financial year, the Company recorded a reversal of impairment loss of **RM37,659,561** on investment in subsidiaries as other income in the Company's statement of comprehensive income after assessing the estimated recoverable amount which were determined based on the fair value less cost to sell.

In previous financial year, the Company recorded an impairment loss of RM7,598,158 and a reversal of impairment loss of RM5,217,925 on investment in subsidiaries as other operating expenses in the Company's statement of comprehensive income. The recoverable amount was determined based on higher of fair value less cost to sell and its value-in-use. Recoverable amount of investment in MPM, Mayu Furniture and SMPC Marketing were determined based on fair value less cost to sell, while the recoverable amount of investment in DMI is determined based on its value-in-use.

8.5 Subsidiaries with material NCI

The Group's subsidiaries, namely DMI, MPM, and SMSB have material non-controlling interests which are set out below. The equity interests held by non-controlling interests are as follows:

	Carrying amount of NCI RM	Profit/(Loss) allocated to NCI RM	Equity interest held by NCI %
2024			
SMSB	<u>17,981,397</u>	<u>1,509,323</u>	20

Notes to The Financial Statements

30 June 2024

8. INVESTMENT IN SUBSIDIARIES (Cont'd)

8.5 Subsidiaries with material NCI (Cont'd)

The Group's subsidiaries, namely DMI, MPM, and SMSB have material non-controlling interests which are set out below. The equity interests held by non-controlling interests are as follows: (Cont'd)

	Carrying amount of NCI RM	Profit/(Loss) allocated to NCI RM	Equity interest held by NCI %
2023			
DMI	5,235,352	96,518	40
MPM	5,636,895	(395,234)	40
SMSB	16,472,074	3,379,606	20
	<u>27,344,321</u>	<u>3,080,890</u>	

Summarised financial information of subsidiaries which have NCI that are material to the Group is set out below. The summarised financial information presented below is the amount before intercompany elimination.

GROUP

	SMSB RM
2024	
Assets and liabilities	
Non-current assets	66,294,903
Non-current liabilities	(3,956,229)
Current assets	41,709,652
Current liabilities	(14,141,341)
Net assets	89,906,985
Results	
Revenue	35,208,909
Net profit for the financial year, representing total comprehensive income for the financial year	7,546,616
Net cash generated from/(used in):	
Operating activities	26,743,426
Investing activities	(2,026)
Financing activities	(8,654,960)
Net change in cash and cash equivalents	18,086,440

Notes to The Financial Statements

30 June 2024

8. INVESTMENT IN SUBSIDIARIES (Cont'd)

8.5 Subsidiaries with material NCI (Cont'd)

GROUP (Cont'd)

	DMI RM	MPM RM	SMSB RM	Total RM
2023				
Assets and liabilities				
Non-current assets	2,897,394	4,834,241	14,691,489	22,423,124
Non-current liabilities	(199,210)	(882,296)	(3,937,038)	(5,018,544)
Current assets	22,020,197	12,627,239	109,556,579	144,204,015
Current liabilities	(11,630,000)	(2,486,947)	(37,950,661)	(52,067,608)
Net assets	13,088,381	14,092,237	82,360,369	109,540,987
Results				
Revenue	29,017,616	6,709,395	118,074,208	153,801,219
Net profit/(loss) for the financial year, representing total comprehensive income/(loss) for the financial year	241,295	(988,084)	16,898,032	16,151,242
Net cash generated from/(used in):				
Operating activities	1,262,261	(36,388)	5,973,193	7,199,066
Investing activities	(16,553)	2,220	(24,325)	(38,658)
Financing activities	(118,124)	(27,496)	296,114	150,494
Net change in cash and cash equivalents	1,127,584	(61,664)	6,244,982	7,310,902

Material accounting policy information

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

Notes to The Financial Statements

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9. DEFERRED TAX ASSETS/(LIABILITIES)

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Balance at beginning	(6,431,959)	(6,689,915)	(2,546,538)	(2,148,471)
Recognised in other comprehensive income	-	(15,750)	-	-
Recognised in profit or loss	(21,261)	(186,606)	(187,439)	(274,067)
	(6,453,220)	(6,892,271)	(2,733,977)	(2,422,538)
Over/(Under) provision in prior year	1,627,113	460,312	1,880,819	(124,000)
Balance at end	(4,826,107)	(6,431,959)	(853,158)	(2,546,538)

Presented as:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Deferred tax assets	138,603	371,972	-	-
Deferred tax liabilities	(4,964,710)	(6,803,931)	(853,158)	(2,546,538)
	(4,826,107)	(6,431,959)	(853,158)	(2,546,538)

The components and movements of deferred tax assets and liabilities during the financial year prior to offsetting are as follows:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Property, plant and equipment	(8,355,484)	(10,866,271)	(236,000)	(1,880,819)
Revaluation surplus	(1,379,087)	(1,472,099)	(617,158)	(665,719)
Surplus on fair value of investment properties	(1,149,954)	(1,142,454)	-	-
Unused tax losses	2,742,770	2,971,033	-	-
Unabsorbed capital allowances	2,615,555	3,040,791	-	-
Others	700,093	1,037,041	-	-
	(4,826,107)	(6,431,959)	(853,158)	(2,546,538)

Notes to The Financial Statements

30 June 2024

9. DEFERRED TAX ASSETS/(LIABILITIES) (Cont'd)

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. As at the end of the reporting period, the deferred tax assets not recognised are as follows:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Deferred tax assets not recognised:				
Property, plant and equipment	67,949	44,370	-	-
Unused tax losses	58,350,342	55,945,325	-	-
Unabsorbed capital allowances	7,903,215	3,937,262	4,317,159	3,634,826
Unabsorbed reinvestment allowance	8,838,146	8,838,146	-	-
Other deductible temporary differences	9,221,045	9,279,536	-	-
	84,380,697	78,044,639	4,317,159	3,634,826

The amount and future availability of unused tax losses and unabsorbed allowances of the Group and of the Company which are available to be carried forward for set-off against future taxable income are as follows:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Unused tax losses	69,778,551	68,324,629	-	-
Unabsorbed capital allowances	18,801,359	16,607,225	4,317,159	3,634,826
Unabsorbed reinvestment allowance	8,838,146	8,838,146	-	-

Unabsorbed reinvestment allowance at the end of the qualifying reinvestment allowance period of fifteen years can be carried forward for seven consecutive years of assessment.

The unused tax losses can be carried forward for ten (10) consecutive years of assessment immediately following that year of assessment ("YA") of which tax losses was incurred and this is effective from YA 2019. However, the unabsorbed capital allowances can be carried forward indefinitely.

The unabsorbed reinvestment allowance will be disregarded in YA 2026.

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9. DEFERRED TAX ASSETS/(LIABILITIES) (Cont'd)

The unused tax losses will be disregarded in the following YAs:

	GROUP	
	2024 RM	2023 RM
YA 2029	61,007,752	61,007,752
YA 2030	413,811	413,811
YA 2031	4,097,033	4,097,033
YA 2032	307,866	307,866
YA 2033	301,318	301,318
YA 2034	2,196,849	2,196,849
YA 2035	1,453,922	-
	69,778,551	68,324,629

10. TRADE AND OTHER RECEIVABLES

	NOTE	GROUP		COMPANY	
		2024 RM	2023 RM	2024 RM	2023 RM
Non-current assets:					
Trade receivable:					
Retention sum receivables	10.1	5,874,698	-	-	-
Other receivables					
Amount due from subsidiaries	10.2				
Gross amount		-	-	71,263,612	60,387,960
Less: Allowance for expected credit losses		-	-	(18,787,495)	(18,336,495)
Amount due from subsidiaries, net		-	-	52,476,117	42,051,465
		5,874,698	-	52,476,117	42,051,465
Current assets:					
Trade receivables					
Retention sum receivables	10.1	-	1,040,155	-	-
Third parties	10.3				
Gross amount		15,053,811	26,611,793	-	-
Less: Allowance for expected credit losses		(3,394,064)	(3,610,395)	-	-
Third parties, net		11,659,747	23,001,398	-	-
		11,659,747	24,041,553	-	-

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10. TRADE AND OTHER RECEIVABLES (Cont'd)

	NOTE	GROUP		COMPANY	
		2024 RM	2023 RM	2024 RM	2023 RM
Other receivables					
Third parties					
Gross amount		1,270,309	2,425,592	65,466	54,000
Less: Allowance for expected credit losses	10.4	(774,175)	(771,937)	-	-
Third parties, net		496,134	1,653,655	65,466	54,000
Deposits	10.5	1,069,386	2,345,614	68,921	71,421
Prepayments		897,384	1,756,632	149,248	228,300
Amount due from subsidiaries	10.2	-	-	12,359,448	136,055,027
		<u>2,462,904</u>	<u>5,755,901</u>	<u>12,643,083</u>	<u>136,408,748</u>
		<u>14,122,651</u>	<u>29,797,454</u>	<u>12,643,083</u>	<u>136,408,748</u>
Total trade and other receivables		<u>19,997,349</u>	<u>29,797,454</u>	<u>65,119,200</u>	<u>178,460,213</u>

10.1 Retention sum receivables

	GROUP	
	2024 RM	2023 RM
The amount represented by:		
Property development segment	5,874,698	847,614
Manufacturing segment	-	192,541
	<u>5,874,698</u>	<u>1,040,155</u>

10.2 Amount due from subsidiaries

The amount due from subsidiaries is non-trade related, unsecured, non-interest bearing and classified based on the expected timing of realisation.

The movements of allowance for expected credit losses are as follows:

	COMPANY	
	2024 RM	2023 RM
Balance at beginning	18,336,495	17,986,495
Current year	451,000	850,000
Reversal	-	(500,000)
Balance at end	<u>18,787,495</u>	<u>18,336,495</u>

Notes to The Financial Statements

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10. TRADE AND OTHER RECEIVABLES (Cont'd)

10.3 Trade receivables - third parties

- (i) Trade receivables of the Group are non-interest bearing and are generally given **14 to 90 days** (2023: 14 to 120 days) credit terms. They are recognised at their original invoice amounts which represent their fair values on initial recognition.
- (ii) The movements of allowance for expected credit losses are as follows:

	GROUP	
	2024 RM	2023 RM
Balance at beginning	3,610,395	4,038,400
Current year	240,537	39,245
Reversal	(415,078)	(203,120)
Written off	(41,790)	(264,130)
Balance at end	3,394,064	3,610,395

10.4 Other receivables - third parties

The movements of allowance for expected credit losses are as follows:

	GROUP	
	2024 RM	2023 RM
Balance at beginning	771,937	531,937
Current year	2,238	300,000
Reversal	-	(60,000)
Balance at end	774,175	771,937

10.5 Deposits

Included in the deposits were:

- (i) an amount of **RM Nil** (2023: RM880,000) paid to a third party for the acquisition of 2 parcels of freehold land by a subsidiary.
- (ii) an amount of **RM Nil** (2023: RM1,311,596) paid to a third party for the acquisition of land held for development by a subsidiary.

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11. CONTRACT ASSETS/(LIABILITIES)

	NOTE	2024 RM	GROUP 2023 RM
Contract assets			
- Property development segment	11.1	-	53,434,263
Contract liabilities			
- Deposits received from customers:			
- Manufacturing segment	11.2	197,506	1,679,369
- Property development segment	11.3	415,090	190,860
- Provision for liquidated ascertained damages	11.4	1,104,103	772,142
		<u>1,716,699</u>	<u>2,642,371</u>

11.1 Contract assets from property development

The Group issues progress billings to its property buyers when the billing milestones are attained and recognises revenue when the performance obligations are satisfied.

	2024 RM	GROUP 2023 RM
Revenue recognised to-date	233,170,508	215,219,026
Progress billings to-date	<u>(233,170,508)</u>	<u>(161,784,763)</u>
	<u>-</u>	<u>53,434,263</u>

The contract assets primarily relate to the Group's rights to consideration for work completed on property development contracts but not yet billed at the reporting date.

The unsatisfied performance obligations at the reporting date are expected to be realised within one year as follows:

	2024 RM	GROUP 2023 RM
Within one year	<u>-</u>	<u>13,724,130</u>

11.2 Contract liabilities from deposits received from customers - Manufacturing segment

Deposits received from customers represent deposits received for sales orders before the commencement of production activity. The deposits will be reversed and recognised as revenue upon satisfying the performance obligation pursuant to the sales contract.

All deposits received are expected to be recognised as revenue within one year from date of receipt.

Notes to The Financial Statements

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11. CONTRACT ASSETS/(LIABILITIES) (Cont'd)

11.2 Contract liabilities from deposits received from customers - Manufacturing segment (Cont'd)

The movements of contract liabilities from deposits received from customers are as follows:

	GROUP	
	2024 RM	2023 RM
Balance at beginning	1,679,369	1,815,088
Decrease on recognition of revenue	(1,679,369)	(1,815,088)
Increase on receiving deposits	197,506	1,679,369
Balance at end	197,506	1,679,369

11.3 Contract liabilities from deposits received from customers - Property development segment

	GROUP	
	2024 RM	2023 RM
Balance at beginning	190,860	-
Decrease on recognition of revenue	(190,860)	-
Increase on receiving deposits	415,090	190,860
Balance at end	415,090	190,860

11.4 Contract liabilities from provision for liquidated ascertained damages

	GROUP	
	2024 RM	2023 RM
Balance at beginning	772,142	-
Addition	373,961	772,142
Payment	(42,000)	-
Balance at end	1,104,103	772,142

12. CONTRACT COSTS

	GROUP	
	2024 RM	2023 RM
Costs to fulfil contracts with customers	-	3,313,892

During the financial year, the amount of contract cost recognised in profit or loss is **RM9,015,821** (2023: RM99,688,223).

Notes to The Financial Statements

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13. OTHER INVESTMENTS

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Financial assets at fair value through profit or loss ("FVTPL")				
Securities quoted in Malaysia	13,990,268	16,203,772	-	-
Loan stocks quoted in Malaysia	3,420,000	3,060,000	-	-
Short term investment	119,374	679,119	119,374	679,119
	17,529,642	19,942,891	119,374	679,119

The short-term investment represents investment in unit trusts and can be redeemed at any time upon notice given to the financial institution. The unit trusts invest in a mixture of money market instruments with different maturity period.

14. FIXED DEPOSITS WITH LICENSED BANKS

The effective interest rates and maturity of fixed deposits are **2.30%** (2023: 1.50%) per annum and **1 month** (2023: 1 month) respectively.

15. CASH AND BANK BALANCES

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Housing Development Account	16,109,104	12,847,633	-	-
Cash and bank balances	29,097,176	30,204,725	487,734	18,218,112
	45,206,280	43,052,358	487,734	18,218,112

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

The currency profile of cash and bank balances is as follows:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Ringgit Malaysia	45,206,210	43,052,288	487,734	18,218,112
United States Dollar	70	70	-	-
	45,206,280	43,052,358	487,734	18,218,112

Notes to The Financial Statements

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16. NON-CURRENT ASSET HELD FOR SALE

	GROUP	
	2024 RM	2023 RM
Investment properties (Note 7)	<u>3,600,000</u>	-

During the financial year, Progerex, a wholly-owned subsidiary of the Company has entered into a Sale and Purchase Agreement ("SPA") to dispose off a parcel of land together with a 2-storey factory for a total cash consideration of RM3,600,000. The disposal transaction was completed subsequent to the financial year end.

17. SHARE CAPITAL

	Number of ordinary shares		Amount	
	2024	2023	2024 RM	2023 RM
Issued and fully paid with no par value:				
Balance at beginning	368,205,048	234,968,311	324,959,254	226,568,852
Allotment of shares pursuant to acquisition of land in a subsidiary	75,510,100	-	18,500,000	-
Arising from conversion of ICPS	-	117,160,237	-	93,728,218
Private placement	-	16,076,500	-	4,662,184
Balance at end	<u>443,715,148</u>	<u>368,205,048</u>	<u>343,459,254</u>	<u>324,959,254</u>

During the financial year, the Company has increased its issued and fully paid-up ordinary share capital by way of issuance of 75,510,100 new ordinary shares at an issue price of RM0.245 per ordinary shares as partial purchase consideration for the acquisition of a parcel of land by PAC as disclosed in Note 37 to the financial statement. The amount of share capital is determined by way of reference to the fair value of the land acquired by the subsidiary, which have been arrived at on the basis of a valuation carried out by an independence professional valuer at the measurement date.

In the prior financial year, the Company had increased its issued and fully paid-up ordinary share capital by way of issuance of:

- (i) 117,160,237 new ordinary shares pursuant to the conversion of 1,171,602,720 ICPS at a conversion price of RM0.80 each amounted to RM93,728,218; and
- (ii) 16,076,500 new ordinary shares through a private placement at an issue price of RM0.29 per ordinary share for cash amounted to RM4,662,184 on 15 August 2022.

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

Notes to The Financial Statements

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18. OTHER RESERVES

	NOTE	GROUP		COMPANY	
		2024 RM	2023 RM	2024 RM	2023 RM
Non-distributable:					
Treasury shares	18.1	(406)	(406)	(406)	(406)
Warrants reserve	18.2	1,017,125	1,017,125	1,017,125	1,017,125
Revaluation reserve	18.3	141,750	141,750	-	-
Capital reserve	18.4	(262,746)	(262,746)	7,445,000	7,445,000
		<u>895,723</u>	<u>895,723</u>	<u>8,461,719</u>	<u>8,461,719</u>

18.1 Treasury shares

Of the total **443,715,148** (2023: 368,205,048) issued ordinary shares as at 30 June 2024, **774** (2023: 774) are held as treasury shares by the Company. The number of outstanding ordinary shares in issue is therefore **443,714,374** (2023: 368,204,274) ordinary shares.

18.2 Warrants reserve

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Balance at beginning/end	<u>1,017,125</u>	<u>1,017,125</u>	<u>1,017,125</u>	<u>1,017,125</u>

Warrants C

On 18 November 2014, the Company issued 10,711,565 10-year free detachable warrants 2014/2024 ("Warrants C"). The Warrants C are constituted by a deed poll dated 9 October 2014 and are listed on Bursa Malaysia on 25 November 2014. The Warrants will expire on 18 November 2024.

On 6 December 2017, 635,888 additional Warrants C are issued pursuant to the adjustment made to the outstanding Warrants C consequent to a rights issue exercise of ICPS.

During the financial year, no Warrants C were exercised. As at 30 June 2024, there was a total of 4,837,053 unexercised Warrants C.

The main features of the Warrants are as follows:

- Each Warrant entitles the registered holder at any time during the exercise period to subscribe for one new ordinary share each in the Company at an exercise price of RM1 per ordinary share.
- The exercise price and the number of Warrants are subject to adjustment in the event of alteration to the share capital of the Company in accordance with the provisions set out in the deed poll.
- The Warrants shall be exercisable at any time within the period commencing on and including the date of issue of the Warrants until the last market day prior to the tenth anniversary of the date of issue of the Warrants.
- Upon exercise of the Warrants into new ordinary shares, such shares shall rank *pari passu* in all respects with the ordinary shares of the Company in issue at the time of exercise except that they shall not be entitled to any dividends, rights, allotments and other distributions on or prior to the date of allotment of the new ordinary shares arising from the exercise of the Warrants.

Notes to The Financial Statements

30 June 2024

18. OTHER RESERVES (Cont'd)

18.2 Warrants reserve (Cont'd)

The main features of the Warrants are as follows: (Cont'd)

- The Warrants holders are not entitled to any voting right or to participate in any distribution and/or offer of further securities in the Company until and unless such Warrants holders exercise their Warrants for new ordinary shares.
- At the expiry of the exercise period, any Warrants which have not been exercised will lapse and cease to be valid for any purpose.

18.3 Revaluation reserve

GROUP

Revaluation reserve represents increase in the fair value of property, plant and equipment, net of tax, as a result of change in use of the Group's owner-occupied property to investment property that was carried at fair value at the date of change in use.

18.4 Capital reserve

GROUP

Capital reserve represents the premium paid for the acquisition from its non-controlling interest of a subsidiary and the Group's share of net assets before and after the change in its ownership interest in prior year.

COMPANY

Capital reserve represents the excess of sales consideration over the carrying amount of the net assets transferred to a subsidiary.

19. BORROWINGS

	GROUP	
	2024 RM	2023 RM
Non-current liabilities:		
Hire purchase loans		
Minimum payment:		
Within 1 year	438,968	424,732
Later than 1 year but not later than 2 years	404,392	370,340
Later than 2 years but not later than 5 years	376,971	645,295
	1,220,331	1,440,367
Future finance charges	(84,712)	(120,149)
	1,135,619	1,320,218
Amount due within 1 year included under current liabilities	(393,575)	(372,227)
	742,044	947,991
Current liabilities		
Hire purchase loans	393,575	372,227
Total borrowings	1,135,619	1,320,218

The borrowings of the Group are secured by way of leased assets as disclosed in Note 4(i) to financial statements.

Notes to The Financial Statements

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19. BORROWINGS (Cont'd)

A summary of the effective interest rates and the maturities of the borrowings at the reporting date are as follows:

	Effective interest rates per annum (%)	Total RM	Within 1 year RM	More than 1 year and less than 2 years RM	More than 2 years and less than 5 years RM
GROUP					
2024					
Hire purchase loans	2.77 to 3.66	1,135,619	393,575	378,672	363,372
2023					
Hire purchase loans	2.76 to 4.67	1,320,218	372,227	333,113	614,878

20. TRADE, OTHER PAYABLES AND PROVISION

	NOTE	GROUP		COMPANY	
		2024 RM	2023 RM	2024 RM	2023 RM
Non-current liabilities:					
Trade payables					
Retention sum payable		3,535,771	4,205,955	-	-
Current liabilities:					
Trade payables					
Third parties	20.1	4,552,002	10,946,799	-	-
Retention sum payable		900,000	3,836,595	-	-
		5,452,002	14,783,394	-	-
Other payables					
Third parties		997,901	3,447,373	53,256	1,027,480
Accruals		4,214,450	4,914,060	157,500	132,000
Prepayments and deposits received for letting of properties		735,702	1,085,582	610,152	344,592
Amount due to directors of subsidiaries	20.2	1,407,442	6,208,538	-	-
		7,355,495	15,655,553	820,908	1,504,072
Provision for foreseeable losses		-	3,500,261	-	-
		12,807,497	33,939,208	820,908	1,504,072
Total trade, other payables and provision		16,343,268	38,145,163	820,908	1,504,072

Notes to The Financial Statements

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20. TRADE, OTHER PAYABLES AND PROVISION (Cont'd)

20.1 Trade payables

GROUP

The trade payables are non-interest bearing and are normally settled within **30 to 90 days** (2023: 30 to 90 days) credit terms.

20.2 Amount due to directors of subsidiaries

GROUP

Included in the amount due to directors of subsidiaries is an amount of **RM198,904** (2023: RM5,000,000) which is non-trade related, unsecured, repayable on demand and interest bearing at **5%** (2023: 5%) per annum which calculated based on the monthly outstanding balance.

The remaining balance is non-trade related, unsecured and repayable on demand.

21. REVENUE

21.1 Disaggregated revenue information

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Types of goods or services:				
Sale of metal products	49,470,633	38,982,023	-	-
Shearing services	5,655,692	6,146,655	-	-
Property development	17,343,288	130,411,816	-	-
Completed development units	29,140,921	10,568,000	-	-
Management fee from subsidiaries	-	-	1,008,000	924,000
Total revenue from contracts with customers	101,610,534	186,108,494	1,008,000	924,000
Rental income, representing other revenue	3,527,112	3,362,192	3,370,112	3,216,192
Total revenue	105,137,646	189,470,686	4,378,112	4,140,192
Timing of revenue recognition				
Revenue recognised at a point in time	84,267,246	55,696,678	-	-
Revenue recognised over time	17,343,288	130,411,816	1,008,000	924,000
	101,610,534	186,108,494	1,008,000	924,000
Geographical segments				
Malaysia	100,914,944	185,336,965	1,008,000	924,000
Others	695,590	771,529	-	-
	101,610,534	186,108,494	1,008,000	924,000

Notes to The Financial Statements

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21. REVENUE (Cont'd)

21.2 Contract balances

	GROUP	
	2024 RM	2023 RM
Trade receivables		
- Retention sum receivables (Note 10.1)	5,874,698	1,040,155
- Third parties (Note 10.3)	11,659,747	23,001,398
Contract assets (Note 11)	-	53,434,263
Contract liabilities (Note 11)	1,716,699	2,642,371

21.3 Performance obligation

The performance obligations of the Group and of the Company for each type of goods or service have been disclosed in the material accounting policy information below.

Material accounting policy information

(i) Revenue from sale of metal products

Revenue from sale of metal products is recognised at a point in time when the control is transferred to the customer, generally on the delivery of the goods.

(ii) Revenue from shearing services

Revenue is recognised at a point in time when the shearing services have been rendered and related performance obligation has been satisfied, generally on the delivery of the final products to the customers.

(iii) Property development revenue

The revenue from property development is measured at the fixed transaction price agreed net of expected liquidated ascertained damages payment under the sale and purchase agreement. Liquidated ascertained damages is determined based on the expected value method.

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, net of rebates, discounts and liquidate ascertained damages. 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 has an enforceable right to payment for performance completed to date.

(iv) Rental income

Rental income is accounted for on a straight-line basis over the lease terms. The aggregate costs of incentives provided to lessees are recognised as a reduction of rental income over the lease term on a straight-line basis.

(v) Management fee

Management fee is recognised when services are rendered.

Notes to The Financial Statements

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22. OTHER INCOME

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Bad debt recovered	-	500,002	-	-
Deposit forfeited	46,600	115,520	-	-
Dividend income	323,064	325,584	-	-
Fair value gain on other investments	307,763	324,145	-	-
Fair value gain on investment properties	6,858,507	2,720,179	4,031,007	-
Gain on disposal of property, plant and equipment	145,098	46,998	23,600	-
Gain on lease termination	8,347	-	-	-
Realised gain on foreign exchange	3,652	95,653	-	-
Rental income from rental generating properties	60,348	120,380	-	-
Reversal of impairment loss on investment in subsidiaries	-	-	37,659,561	-
Others	268,597	523,813	-	-
Unwinding of discounts	-	72,173	-	-
	8,021,976	4,844,447	41,714,168	-

Material accounting policy information

(i) **Dividend income**

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

(ii) **Interest income**

Interest is recognised on time proportion basis using the applicable effective interest rate.

23. EMPLOYEE BENEFITS EXPENSES

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Wages, salaries and bonus	12,314,039	10,911,907	2,121,047	1,864,053
Contributions to defined contribution plans ("EPF")	996,957	944,293	196,564	189,921
Social security contributions ("SOCSO")	108,640	100,111	14,725	13,043
Employment insurance scheme ("EIS")	10,290	10,728	1,233	2,009
Other benefits	315,552	231,489	84,082	76,235
	13,745,478	12,198,528	2,417,651	2,145,261

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23. EMPLOYEE BENEFITS EXPENSES (Cont'd)

Included in employee benefits expense of the Group and of the Company are executive directors' remuneration as disclosed below.

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Executive directors:				
Directors of the Company				
Salaries and other emoluments	1,075,000	987,500	775,000	650,000
EPF	125,000	118,500	89,000	78,000
	1,200,000	1,106,000	864,000	728,000
Directors of subsidiaries				
Salaries and other emoluments	413,000	772,000	-	-
EPF	51,720	79,545	-	-
	464,720	851,545	-	-
Total executive directors' remuneration	1,664,720	1,957,545	864,000	728,000

The remuneration of non-executive directors of the Group and of the Company are disclosed below:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Non-executive directors:				
Directors of the Company				
Directors' fee	277,500	273,000	277,500	273,000
Allowances	120,000	122,000	120,000	122,000
Total non-executive directors' remuneration	397,500	395,000	397,500	395,000
Total executive and non-executive directors' remuneration	2,093,420	2,352,545	1,261,500	1,123,000
Represented by:				
Present directors	1,991,820	2,337,545	1,261,500	1,108,000
Past directors	101,600	15,000	-	15,000
	2,093,420	2,352,545	1,261,500	1,123,000

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24. DEPRECIATION

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Depreciation on:				
- property, plant and equipment	2,349,647	2,972,123	280,775	197,952
- right-of-use assets	148,263	142,224	-	-
	<u>2,497,910</u>	<u>3,114,347</u>	<u>280,775</u>	<u>197,952</u>

25. FINANCE COSTS

	GROUP	
	2024 RM	2023 RM
Interest expenses on:		
- accretion of interest on lease liabilities	30,609	15,381
- hire purchase loans	76,433	60,104
- interest charged on loan from a subsidiary's director	198,904	250,685
- others	242	5
	<u>306,188</u>	<u>326,175</u>

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26. PROFIT/(LOSS) BEFORE TAX

This is arrived at:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
After charging:				
Auditors' remuneration				
- Statutory audit				
- Grant Thornton Malaysia PLT				
- current year	273,200	252,200	85,000	73,000
- under provision in prior year	-	1,000	-	-
- Other auditors				
- current year	12,000	13,200	-	-
- under provision in prior year	400	600	-	-
- Assurance related and non-audit services				
- Grant Thornton Malaysia PLT				
- current year	34,000	13,500	25,000	5,000
- under provision in prior year	3,000	-	-	-
- Affiliate of Grant Thornton Malaysia PLT	49,900	49,900	6,000	6,000
Expenses relating to short term leases	148,950	111,400	5,000	-
Expenses relating to lease of low value assets	44,864	83,348	-	-
Fair value loss on other investments	2,161,265	592,288	-	-
Fair value loss on investment properties	-	-	-	3,963,118
Impairment losses on investment in subsidiaries, net	-	-	-	2,380,233
Impairment losses on property, plant and equipment	67,198	1,042,738	-	-
Inventories written down	24,134	573,665	-	-
Property, plant and equipment written off	1	255,077	-	-
Reversal of inventories written down	(835,016)	(33,636)	-	-
Unwinding of discount	869,740	161,153	-	-
And crediting:				
Interest income	554,784	243,541	66,358	18,803

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27. TAXATION

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Income tax expenses recognised in profit or loss:				
Malaysian income tax:				
Based on results for the financial year				
- Current tax	(4,283,340)	(7,573,665)	(76,000)	(245,000)
- Deferred tax relating to the origination and reversal of temporary differences	(21,261)	(186,606)	(187,439)	(274,067)
	(4,304,601)	(7,760,271)	(263,439)	(519,067)
Over/(Under) provision in prior years				
- Current tax	319,752	(277,085)	99,385	(14,569)
- Deferred tax	1,627,113	460,312	1,880,819	(124,000)
	1,946,865	183,227	1,980,204	(138,569)
Real property gains tax	-	(1,800)	-	-
	(2,357,736)	(7,578,844)	1,716,765	(657,636)
Deferred tax related to items recognised in other comprehensive income				
- Revaluation surplus on building	-	15,750	-	-

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

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Profit/(Loss) before tax	18,282,646	25,161,019	40,961,745	(6,782,523)
Income tax at Malaysian statutory tax rate of 24%	(4,387,835)	(6,038,645)	(9,830,819)	1,627,806
Income not subject to tax	1,842,115	1,899,141	10,005,737	-
Expenses not deductible for tax purposes	(331,240)	(2,170,521)	(323,158)	(2,195,434)
Movement of deferred tax assets not recognised	(1,520,653)	(1,543,258)	(163,760)	-
Annual crystallisation of deferred tax on revaluation	93,012	93,012	48,561	48,561
	(4,304,601)	(7,760,271)	(263,439)	(519,067)
Over/(Under) provision in prior years	1,946,865	183,227	1,980,204	(138,569)
Real property gains tax	-	(1,800)	-	-
	(2,357,736)	(7,578,844)	1,716,765	(657,636)

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28. EARNINGS PER SHARE

28.1 Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to owners of the Company and on the weighted average number of shares in issue during the financial year, excluding treasury shares.

	GROUP	
	2024 RM	2023 RM
Profit for the financial year (RM)	<u>14,753,065</u>	14,537,782
Weighted average number of shares*	<u>447,230,080</u>	391,872,735
Basic earnings per share (sen)	<u>3.30</u>	3.71

* The calculation of weighted average number of ordinary shares has taken into account the followings:

- (i) issued share capital;
- (ii) treasury shares held by the Company;
- (iii) mandatorily convertible instruments arising from ICPS as disclosed in Note 35 to the financial statements; and
- (iv) contingently issuable shares arising from acquisition of 3 parcels of adjoining land as disclosed in Note 37 to the financial statements.

28.2 Diluted earnings per share

	GROUP	
	2024 RM	2023 RM
Profit for the financial year (RM)	<u>14,753,065</u>	14,537,782
Weighted average number of shares	<u>447,230,080</u>	391,872,735
Diluted earnings per share (sen)	<u>3.30</u>	3.71

The calculation of diluted earnings per share for the financial year ended 30 June 2024 and 2023 did not take into account the convertible instruments arising from warrants and ESOS as these instruments had anti-dilutive effect.

29. SEGMENTAL INFORMATION

Reporting format

The primary segment reporting format is determined to be the business segments as the Group's risks and rates of return are affected predominantly by differences in the products and services produced. Secondary information is reported geographically. The operating businesses are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

Business segments

The Group comprises the following main business segments:

- (i) Manufacturing Manufacturing and processing of metal related products;
- (ii) Trading Trading of metal related products;
- (iii) Property development Property developer; and
- (iv) Others Property investment, letting of industrial and commercial assets, sales of scrap metals and investment holding.

The directors are of the opinion that all inter-segment transactions have been entered into in the normal course of business and have been established on terms and conditions that are not materially different from that obtainable in transactions with unrelated parties.

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29. SEGMENTAL INFORMATION (Cont'd)

By business segments

	Manufacturing RM	Trading RM	Property development RM	Others RM	Elimination RM	NOTE	Total RM
2024							
Revenue							
External sales	47,395,651	1,287,126	46,484,209	9,970,660	-		105,137,646
Inter-segment sales	153,050	-	-	1,268,475	(1,421,525)	A	-
Total revenue	47,548,701	1,287,126	46,484,209	11,239,135	(1,421,525)		105,137,646
Results							
Segment results	(2,049,493)	(381,059)	15,504,315	4,085,640	874,647		18,034,050
Interest income	59,775	3,840	420,953	70,216	-		554,784
Interest expense	(56,394)	(13,214)	(232,169)	(4,411)	-		(306,188)
Tax income/(expense)	73,366	(4,886)	(4,020,246)	1,673,080	(79,050)		(2,357,736)
(Loss)/Profit for the financial year	(1,972,746)	(395,319)	11,672,853	5,824,525	795,597		15,924,910
Assets							
Segment assets	70,006,003	44,079,823	138,994,266	491,710,310	(345,856,244)		398,934,158
Deferred tax assets	-	-	138,603	-	-		138,603
Current tax assets	1,347,424	1,202	222,388	807,554	-		2,378,568
Fixed deposits with licensed banks	-	-	-	158,416	-		158,416
Cash and bank balances	6,945,835	922,185	36,041,168	1,297,092	-		45,206,280
Total assets	78,299,262	45,003,210	175,396,425	493,973,372	(345,856,244)		446,816,025

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29. SEGMENTAL INFORMATION (Cont'd)

By business segments (Cont'd)

	Manufacturing RM	Trading RM	Property development RM	Others RM	Elimination RM	NOTE	Total RM
Liabilities							
Segment liabilities	38,842,262	7,060,853	62,955,605	62,741,318	(153,036,869)		18,563,169
Deferred tax liabilities	761,929	709,939	15,059	1,293,173	2,184,610		4,964,710
Current tax liabilities	-	-	692,052	100,783	-		792,835
Borrowings	125,927	205,541	629,920	174,231	-		1,135,619
Total liabilities	39,730,118	7,976,333	64,292,636	64,309,505	(150,852,259)		25,456,333
Other information							
Additions to non-current assets	585,394	-	144,116	30,862,269	-	B	31,591,779
Depreciation	1,681,126	256,502	242,974	317,308	-		2,497,910
Non-cash income other than depreciation	(1,018,913)	(33,759)	823,141	(5,021,765)	-	C	(5,251,296)

Notes to The Financial Statements

30 June 2024

29. SEGMENTAL INFORMATION (Cont'd)

By business segments (Cont'd)

	Manufacturing RM	Trading RM	Property development RM	Others RM	Elimination RM	NOTE	Total RM
2023							
Revenue							
External sales	43,903,438	1,152,110	140,979,816	3,435,322	-		189,470,686
Inter-segment sales	157,017	-	-	924,000	(1,081,017)	A	-
Total revenue	44,060,455	1,152,110	140,979,816	4,359,322	(1,081,017)		189,470,686
Results							
Segment results	(5,523,720)	2,716,303	29,233,721	(4,520,522)	3,337,871		25,243,653
Interest income	30,612	20,359	165,146	27,424	-		243,541
Interest expense	(40,913)	(15,307)	(269,955)	-	-		(326,175)
Tax income/(expense)	430,478	(510,698)	(6,836,391)	(914,327)	252,094		(7,578,844)
(Loss)/Profit for the financial year	(5,103,543)	2,210,657	22,292,521	(5,407,425)	3,589,965		17,582,175
Assets							
Segment assets	67,862,879	47,541,587	177,441,954	425,737,404	(313,713,672)		404,870,152
Deferred tax assets	-	-	371,972	-	-		371,972
Current tax assets	984,204	1,289	260,183	324,784	137,000		1,707,460
Fixed deposits with licensed banks	-	-	-	154,535	-		154,535
Cash and bank balances	7,634,954	275,873	15,822,554	19,318,977	-		43,052,358
Total assets	76,482,037	47,818,749	193,896,663	445,535,700	(313,576,672)		450,156,477

Notes to The Financial Statements

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29. SEGMENTAL INFORMATION (Cont'd)

By business segments (Cont'd)

	Manufacturing RM	Trading RM	Property development RM	Others RM	Elimination RM	NOTE	Total RM
Liabilities							
Segment liabilities	73,842,172	24,170,862	92,588,099	122,329,720	(271,968,072)		40,962,781
Deferred tax liabilities	872,380	709,939	-	2,979,053	2,242,559		6,803,931
Current tax liabilities	-	-	1,172,570	2,195	-		1,174,765
Borrowings	283,988	331,172	705,058	-	-		1,320,218
Total liabilities	74,998,540	25,211,973	94,465,727	125,310,968	(269,725,513)		50,261,695
Other information							
Additions to non-current assets	441,305	208,000	734,552	2,119,982	-	B	3,503,839
Depreciation	2,234,570	277,583	142,213	379,766	80,215		3,114,347
Non-cash expenses/(income) other than depreciation	1,676,266	629	(21,089)	(2,767,411)	500,000	C	(611,605)

Notes to The Financial Statements

30 June 2024

29. SEGMENTAL INFORMATION (Cont'd)

Notes to segment information:

- A Inter-segment revenues are eliminated on consolidation.
- B Additions to non-current assets consist of property, plant and equipment and investment properties.
- C Other non-cash expenses/(income) consist of the following items:

	GROUP	
	2024 RM	2023 RM
Allowance for expected credit losses on receivables	242,775	339,245
Deposits forfeited	(46,600)	(115,520)
Fair value gain on investment properties, net	(6,858,507)	(2,720,179)
Fair value loss on other investments, net	1,853,502	268,143
Gain on disposal of property, plant and equipment, net	(145,098)	(46,998)
Gain on termination of right-of-use asset and lease liability	(8,347)	-
Impairment losses on property, plant and equipment	67,198	1,042,738
Inventories written down	24,134	573,665
Property, plant and equipment written off	1	255,077
Reversal of allowance of expected credit losses on receivables	(415,078)	(263,120)
Reversal of inventories written down	(835,016)	(33,636)
Unwinding of discounts, net	869,740	88,980
	<u>(5,251,296)</u>	<u>(611,605)</u>

Geographical segments

The Group's geographical segments are based on the location of the Group's assets. Sales to external customers disclosed in geographical segments are based on geographical location of its customers. In Malaysia, its home country, the Group's areas of operation are principally manufacturing, trading of metal related products and property development.

	Revenue	
	2024 RM	2023 RM
Malaysia	104,442,056	188,699,157
Others	695,590	771,529
	<u>105,137,646</u>	<u>189,470,686</u>

	Non-current assets	
	2024 RM	2023 RM
Malaysia	<u>316,416,035</u>	<u>202,104,061</u>

Notes to The Financial Statements

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29. SEGMENTAL INFORMATION (Cont'd)

- C Other non-cash expenses/(income) consist of the following items: (Cont'd)

Geographical segments (Cont'd)

Non-current assets information presented above which excludes financial assets, consist of the following items as presented in the Group's statement of financial position:

	2024 RM	2023 RM
Property, plant and equipment	81,080,968	60,622,932
Right-of-use assets	488,373	165,943
Inventories	153,493,091	71,702,214
Investment properties	81,215,000	69,241,000
Deferred tax assets	138,603	371,972
	<u>316,416,035</u>	<u>202,104,061</u>

Information about major customers

There is no major customer which contributed more than 10% of the Group revenue during the financial year.

30. RELATED PARTY DISCLOSURES

(i) Identity of related parties

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

(ii) Related party transactions

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

	GROUP	
	2024 RM	2023 RM
Transactions with a director of a subsidiary		
- Interest charged	<u>198,904</u>	<u>250,685</u>

	COMPANY	
	2024 RM	2023 RM
Management fee received from subsidiaries	1,008,000	924,000
Advances to subsidiaries	<u>(99,909,966)</u>	<u>(16,029,231)</u>

Notes to The Financial Statements

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30. RELATED PARTY DISCLOSURES (Cont'd)

(iii) Compensation of key management personnel

The remuneration of the directors and other key management personnel during the financial year are as follows:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Executive directors (Note 23)	1,664,720	1,957,545	864,000	728,000
Non-executive directors (Note 23)	397,500	395,000	397,500	395,000
Other key management personnel:				
- Salaries and allowances	216,000	186,000	186,000	186,000
- EPF	8,768	14,880	7,568	14,880
	224,768	200,880	193,568	200,880
	2,286,988	2,553,425	1,455,068	1,323,880

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

31. COMMITMENTS

(i) Capital commitment

	GROUP	
	2024 RM	2023 RM
Contracted but not provided for:		
- Property, plant and equipment	9,769,000	28,000,000
- Investment properties	-	7,920,000
	9,769,000	35,920,000

(ii) Operating lease commitments - as lessor

The Company has entered into a non-cancellable operating lease agreement for an investment property. Future minimum rentals receivable under non-cancellable operating leases as at the end of the reporting period is as follows:

	COMPANY	
	2024 RM	2023 RM
Within 1 year	1,926,816	1,608,096
More than 1 year and less than 2 years	181,600	-
	2,108,416	1,608,096

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32. FINANCIAL INSTRUMENTS

32.1 Categories of financial instruments

The table below provides an analysis of financial instruments categorised as amortised cost ("AC") and FVTPL.

	Carrying amount RM	AC RM	FVTPL RM
GROUP			
2024			
Financial assets			
Trade and other receivables*	19,099,965	19,099,965	-
Other investments	17,529,642	-	17,529,642
Fixed deposits with licensed banks	158,416	158,416	-
Cash and bank balances	45,206,280	45,206,280	-
	81,994,303	64,464,661	17,529,642
Financial liabilities			
Trade and other payables	16,343,268	16,343,268	-
Borrowings	1,135,619	1,135,619	-
	17,478,887	17,478,887	-
COMPANY			
2024			
Financial assets			
Other receivables*	64,969,952	64,969,952	-
Other investments	119,374	-	119,374
Fixed deposits with licensed banks	158,416	158,416	-
Cash and bank balances	487,734	487,734	-
	65,735,476	65,616,102	119,374
Financial liability			
Other payables	820,908	820,908	-

Notes to The Financial Statements

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32. FINANCIAL INSTRUMENTS (Cont'd)

32.1 Categories of financial instruments (Cont'd)

The table below provides an analysis of financial instruments categorised as amortised cost ("AC") and FVTPL (Cont'd)

	Carrying amount RM	AC RM	FVTPL RM
GROUP			
2023			
Financial assets			
Trade and other receivables*	28,040,822	28,040,822	-
Other investments	19,942,891	-	19,942,891
Fixed deposits with licensed banks	154,535	154,535	-
Cash and bank balances	43,052,358	43,052,358	-
	<u>91,190,606</u>	<u>71,247,715</u>	<u>19,942,891</u>
Financial liabilities			
Trade and other payables	34,644,902	34,644,902	-
Borrowings	1,320,218	1,320,218	-
	<u>35,965,120</u>	<u>35,965,120</u>	<u>-</u>
COMPANY			
2023			
Financial assets			
Other receivables*	178,231,913	178,231,913	-
Other investments	679,119	-	679,119
Fixed deposits with licensed banks	154,535	154,535	-
Cash and bank balances	18,218,112	18,218,112	-
	<u>197,283,679</u>	<u>196,604,560</u>	<u>679,119</u>
Financial liability			
Other payables	1,504,072	1,504,072	-

* The trade and other receivables presented above are excluding prepayment.

Notes to The Financial Statements

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32. FINANCIAL INSTRUMENTS (Cont'd)

32.2 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, foreign currency risk and equity 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.

32.3 Credit risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial loss to the Group and to 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 financial guarantees given and advances to its subsidiaries.

(i) Trade receivables

The Group generally extends to existing customers credit terms that range between **14 to 90 days** (2023: 14 to 90 days). In deciding whether credit shall be extended, the Group will take into consideration factors such as the relationship with the customer, its payment history and creditworthiness. The Group subject new customers to credit verification procedures. In addition, debt monitoring procedures are performed on an on-going basis to early identify problematic receivables for action.

Credit risk in the property development activity 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 Group measures the allowance for expected credit losses of trade receivables at an amount equal to lifetime ECL using a simplified approach. The ECL on trade receivables are estimated based on past default experience and an analysis of the trade receivables' current financial position, adjusted for factors that are specific to the trade receivables such as liquidation and bankruptcy. Forward-looking information such as gross domestic product rate has been incorporated in determining the expected credit losses. The ECL calculated by the Group is not material under MFRS 9 and hence it is not provided for.

The ageing of trade receivables of the Group is as follows:

	Gross RM	Expected credit losses RM	Net RM
2024			
Not past due	13,225,429	-	13,225,429
Past due 1 - 30 days	2,662,374	-	2,662,374
Past due 31 - 60 days	1,098,189	-	1,098,189
Past due 61 - 90 days	181,208	-	181,208
Past due more than 90 days	367,245	-	367,245
	4,309,016		4,309,016
Individually impaired	3,394,064	(3,394,064)	-
	20,928,509	(3,394,064)	17,534,445

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32. FINANCIAL INSTRUMENTS (Cont'd)

32.3 Credit risk (Cont'd)

(i) Trade receivables (Cont'd)

The ageing of trade receivables of the Group is as follows: (Cont'd)

	Gross RM	Expected credit losses RM	Net RM
2023			
Not past due	7,970,255	-	7,970,255
Past due 1 - 30 days	9,687,948	-	9,687,948
Past due 31 - 60 days	2,218,756	-	2,218,756
Past due 61 - 90 days	221,385	-	221,385
Past due more than 90 days	3,943,209	-	3,943,209
	16,071,298		16,071,298
Individually impaired	3,610,395	(3,610,395)	-
	<u>27,651,948</u>	<u>(3,610,395)</u>	<u>24,041,553</u>

Trade receivables that are neither past due nor impaired are creditworthy customers with good payment record with the Group. None of the Group's trade receivables that are neither past due nor impaired has been renegotiated during the financial year.

The Group has trade receivables amounting to **RM4,309,016** (2023: RM16,071,298) that are past due but not impaired as these customers have no recent history of default and the management is of the view that these debts will be recovered in due course.

The Group does not have any significant concentration of credit risk in the form of outstanding balance due from specific customers as at the end of the financial year.

(ii) Intercompany balances

The Company provides advances to its subsidiaries and monitors its financial performance regularly.

The maximum exposure to credit risk is represented by their carrying amounts in the Company's statement of financial position.

As at the end of the reporting period, there was indication that the amount due from its subsidiaries is not recoverable. Hence, an allowance for expected credit losses has been provided for as disclosed in Note 10 to the financial statements.

Notes to The Financial Statements

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32. FINANCIAL INSTRUMENTS (Cont'd)

32.3 Credit risk (Cont'd)

(iii) Financial guarantees

The Company provides unsecured financial guarantees to banks in respect of banking facilities granted to certain subsidiaries. The maximum exposure to credit risk is as follows, representing the outstanding amount due as at the end of the reporting period:

	COMPANY	
	2024 RM	2023 RM
Guarantees given to financial institutions for credit facilities granted to certain subsidiaries	-	60,731

The Company monitors on an ongoing basis the financial performance 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 fair value of financial guarantees has not been recognised since the fair value on initial recognition was not material.

32.4 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 level of cash and cash equivalents to meet their working capital requirements.

The table below summarises the maturity profile of the Group's and of 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 1 year RM	More than 1 year and less than 2 years RM	More than 2 years and less than 5 years RM
GROUP					
2024					
<i>Non-derivative financial liabilities</i>					
Borrowings	1,135,619	1,220,331	438,968	404,392	376,971
Lease liabilities	503,202	562,800	168,000	168,000	226,800
Trade and other payables	16,343,268	16,626,167	12,807,497	-	3,818,670
	17,982,089	18,409,298	13,414,465	572,392	4,422,441

Notes to The Financial Statements

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32. FINANCIAL INSTRUMENTS (Cont'd)

32.4 Liquidity risk (Cont'd)

	Carrying amount RM	Contractual cash flows RM	Within 1 year RM	More than 1 year and less than 2 years RM	More than 2 years and less than 5 years RM
GROUP (Cont'd)					
2023					
<i>Non-derivative financial liabilities</i>					
Borrowings	1,320,218	1,440,367	424,732	370,340	645,295
Lease liabilities	175,247	182,000	156,000	26,000	-
Trade and other payables	34,644,902	35,150,212	30,372,712	900,000	3,877,500
	<u>36,140,367</u>	<u>36,772,579</u>	<u>30,953,444</u>	<u>1,296,340</u>	<u>4,522,795</u>

	Carrying amount RM	Contractual cash flows RM	Within 1 year RM
COMPANY			
2024			
<i>Non-derivative financial liabilities</i>			
Other payables		<u>820,908</u>	<u>820,908</u>
			<u>820,908</u>
2023			
<i>Non-derivative financial liabilities</i>			
Other payables	1,504,072	1,504,072	1,504,072
Financial guarantees *	-	60,731	60,731
	<u>1,504,072</u>	<u>1,564,803</u>	<u>1,564,803</u>

* This liquidity risk exposure is included for illustration purpose only as the related financial guarantees have not crystallised.

Notes to The Financial Statements

30 June 2024

32. FINANCIAL INSTRUMENTS (Cont'd)

32.5 Interest rate risk

The Group's and the Company's fixed rate borrowings are exposed to a risk of change in their fair value due to changes in interest rates. The Group does not have any floating rate instruments.

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

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Fixed rate instruments				
Financial assets	158,416	154,535	158,416	154,535
Financial liabilities	1,334,523	6,320,218	-	-

Sensitivity analysis for fixed rate instruments

The Group and the Company do not account for any fixed rate financial assets and financial liabilities at fair value through profit or loss, 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.

32.6 Foreign currency risk

The Group is exposed to foreign currency risk on sales and purchases that are denominated in currencies other than the respective functional currencies of the Group entities. The currency giving rise to this risk is Singapore Dollar.

Sensitivity analysis for foreign currency risk

The sensitivity to a reasonably possible change in the foreign currencies exchange rates against Ringgit Malaysia, with all other variables held constant, of the Group's profit before tax and equity. A 10% strengthening of the RM against the following currencies at the end of the reporting period would have insignificant impact to the profit before tax and equity.

32.7 Equity price risk

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

Sensitivity analysis for equity price risk

As at the end of the reporting period, if the share price of the investment in securities and loan stocks had been 5% higher/lower, with all other variables held constant, the Group's profit before tax and equity would have been **RM870,513** (2023: RM963,189) higher/lower, arising as a result of higher/lower fair value gain on investment in securities and loan stocks.

33. FAIR VALUE MEASUREMENT

33.1 Fair value measurement of financial instruments

The carrying amounts of cash at bank, short term receivables and payables approximate their fair values due to the relative short-term nature of these financial instruments. The carrying amount of the non-current portion of the finance lease liabilities are reasonable approximation of their fair values due to the insignificant impact of discounting.

Notes to The Financial Statements

30 June 2024

33. FAIR VALUE MEASUREMENT (Cont'd)

33.1 Fair value measurement of financial instruments (Cont'd)

(a) Non-financial assets that are measured at fair value

The fair value of the Group's and the Company's investment properties have been arrived at on the basis of a valuation carried out by an independent professional valuer and assessments made by the management.

Details of the Group's and 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					
2024					
Investment properties	-	-	81,215,000	81,215,000	81,215,000
2023					
Investment properties	-	-	69,241,000	69,241,000	69,241,000
COMPANY					
2024					
Investment properties	-	-	31,000,000	31,000,000	31,000,000
2023					
Investment properties	-	-	27,500,000	27,500,000	27,500,000

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. Recent selling prices and asking prices of comparable properties in close proximity are adjusted for differences in key attributes such as size, location, accessibility, visibility, time and present market trends. The most significant input in this valuation approach is price per square foot of comparable properties.

Description of valuation techniques used and key inputs to valuation of investment properties:

Valuation techniques	Significant unobservable inputs	Range
2024		
Market comparison method	Difference in location, time factor, size, floor, building condition, property type and tenure	RM3.60 per square feet ("psf") to RM828 psf
2023		
Market comparison method	Difference in location, time factor, size, floor, building condition, property type and tenure	RM3.60 psf to RM828 psf

Significant changes in any of the above inputs in isolation would result in significant changes in the fair value of investment properties.

Notes to The Financial Statements

30 June 2024

33. FAIR VALUE MEASUREMENT (Cont'd)

33.1 Fair value measurement of financial instruments (Cont'd)

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

Market comparison method

Under the market comparison method, the land and buildings are valued by reference to transactions of similar land and buildings in the surrounding with adjustments made for differences in size, accessibility, frontage, site improvement, tenure if any and other relevant characteristics.

(b) Financial assets that are measured at fair value

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					
2024					
Financial asset					
Other investments	17,529,642	-	-	17,529,642	17,529,642
2023					
Financial asset					
Other investments	19,942,891	-	-	19,942,891	19,942,891
COMPANY					
2024					
Financial asset					
Short-term investment	119,374	-	-	119,374	119,374
2023					
Financial asset					
Short-term investment	679,119	-	-	679,119	679,119

Level 1 fair value

Level 1 fair value of the other investments is derived by reference to their quoted market prices in active markets at the end of the 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 and Level 2 during the financial year.

Notes to The Financial Statements

30 June 2024

34. 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 manages its capital by regularly monitoring its liquidity requirements and modifies the combination of equity and borrowings from time to time to meet the needs. Shareholders' equity and gearing ratio of the Group and of the Company are as follows:

	GROUP		COMPANY	
	2024 RM	2023 RM	2024 RM	2023 RM
Total equity	421,359,692	399,894,782	361,655,820	300,477,310
Borrowings	1,135,619	1,320,218	-	-
Debt-to-equity ratio	*	0.01	-	-

* less than 0.01

There were no gearing covenants imposed on the Group and the Company as at the end of the reporting period.

35. IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES ("ICPS")

	Number of ICPS		Amount	
	2024	2023	2024 RM	2023 RM
Balance at beginning	-	1,171,602,720	-	93,728,218
Converted to ordinary shares	-	(1,171,602,720)	-	(93,728,218)
Balance at end	-	-	-	-

The salient features of the ICPS were as follows:

- (i) Each registered holder of the ICPS shall have the right at any time during the conversion period of five years commencing from and including the date of issue of the ICPS up to the maturity date of 28 November 2022 which is the date immediately preceding the fifth anniversary of the issue date of the ICPS.
- (ii) Based on the conversion price of RM0.80, ICPS can be converted by way of surrendering ten (10) ICPS of RM0.08 each for one (1) new ordinary share or by surrendering for cancellation of one ICPS and paying the difference between the issue price of ICPS and conversion price of RM0.80.
- (iii) The ICPS have a tenure period of 5 years from the date of issue and will not be redeemable in cash. All outstanding ICPS will be mandatorily converted by the Company into new ordinary shares at the conversion price of RM0.80 each on the maturity date, with any fractional new shares arising from the mandatory conversion of the ICPS and the maturity date shall be disregarded.
- (iv) A cumulative preference dividend rate of RM0.40 per hundred ICPS per annum if declared, shall be payable annually in arrears out of post taxation profits.
- (v) Upon conversion of the ICPS into new ordinary shares, such shares would rank *pari passu* in all respects with the existing ordinary shares of the Company in issue except that they shall not be entitled to any dividends, rights, allotments and/or other distributions, that may be declared, made or paid prior to the date of the new shares allotment.

Notes to The Financial Statements

30 June 2024

35. IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES ("ICPS") (Cont'd)

The details of conversion of ICPS during the financial year are as follows:

	Number of ICPS Unit	Amount RM	Number of ordinary shares converted Unit	Amount RM
2023				
- Conversion by unit holders	4,188,200	335,056	418,820	335,056
- Mandatory conversion upon expiry	<u>1,167,414,520</u>	<u>93,393,162</u>	<u>116,741,417</u>	<u>93,393,162</u>
	<u>1,171,602,720</u>	<u>93,728,218</u>	<u>117,160,237</u>	<u>93,728,218</u>

36. ESOS RESERVE

	GROUP AND COMPANY	
	2024 RM	2023 RM
Balance at beginning	-	107,471
Share options lapsed	-	(107,471)
	<u>-</u>	<u>-</u>

37. SIGNIFICANT EVENT DURING AND AFTER THE REPORTING PERIOD

On 9 November 2022, PAC, a wholly-owned subsidiary of the Company, has entered into 3 separate conditional Sales and Purchases Agreements with Limbongan Batu Maung Sdn. Bhd. and Utopia Span Sdn. Bhd. to acquire a parcel of land which is formed by 3 adjoining land for a total purchase consideration of RM28,000,000. The consideration is to be satisfied via the issuance of 114,285,600 new ordinary shares of the Company at an issue price of RM0.245 per ordinary share.

During the financial year, the Company has issued 75,510,100 ordinary shares pursuant to the fulfilment of the terms and conditions outlined in the agreement for 2 parcels of adjoining land by PAC.

For the remaining parcel of adjoining land, the terms and conditions are fulfilled during the financial year and the Company has issued 38,775,500 ordinary shares on 2 August 2024.

38. COMPARATIVE FIGURES

The comparative figures have been reclassified to conform with current year's presentation.

Reclassification of the property development costs to land held for development as those development projects are not expected to commence its construction for the next 12 months.

	As previously stated RM	Reclassification RM	Restated RM
GROUP			
2023			
Consolidated sStatements of financial position			
Non-current assets			
Inventories	<u>71,702,214</u>	<u>34,877,413</u>	<u>106,579,627</u>
Current assets			
Inventories	<u>96,649,563</u>	<u>(34,877,413)</u>	<u>61,772,150</u>

FORM OF PROXY



馬譽環球集團

MAYU

GLOBAL GROUP BERHAD

Registration No.: 198101012950 (79082-V)
(Incorporated in Malaysia)

No. of Shares held	
CDS Account No.	
Telephone No.	

I/We _____ (FULL NAME IN BLOCK CAPITALS)

NRIC No./Company No. _____ of _____
_____ (FULL ADDRESS)

being a member of MAYU GLOBAL GROUP BERHAD hereby appoint the following person(s):

Name of Proxy & NRIC No.	Email Address	No. of Shares	%
1. _____	_____	_____	_____
2. _____	_____	_____	_____

or failing him/her, the Chairman of the Meeting as my/our proxy, to vote for me/us and on my/our behalf at the Forty-Third (43rd) Annual General Meeting of the Company to be held on 19 December 2024 and at any adjournment thereof in the manner indicated below in respect of the following Resolutions:

Ordinary Resolution No.	Ordinary Business	For	Against
1	The payment of Directors' Fees		
2	The payment of Non-Executive Directors' Benefits		
	The re-election of Directors:		
3	Mr. Tan Kim Hee		
4	Ms. Loh Yee Sing		
5	Mr. Ravi Chandran A/L Subash Chandran		
6	The re-appointment of Messrs Grant Thornton Malaysia PLT as Auditors and authority to Directors to fix their remuneration		
	Special Business		
7	Authority to allot and issue shares in general pursuant to Sections 75 and 76 of the Companies Act, 2016		
8	Proposed Renewal of Share Buy-Back Authority		

Please indicate with (✓) or (X) how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on any resolution, the proxy shall vote as he thinks fit, or at his discretion, abstain from voting.

Date:

Signature of Shareholder
(Common Seal & Signatures)

NOTES:

- Only members whose names appear on the Record of Depositors as at 11 December 2024 shall be entitled to attend the AGM or appoint proxies in his/her stead or in the case of a corporation, a duly authorised representative to attend and to vote in his/her stead.
- A member (other than an exempt authorized nominee) entitled to attend and vote at the Meeting is entitled to appoint one (1) or two (2) proxies to attend and vote instead of him. A proxy must be 18 years and above and need not be a member of the Company.
- Where a member appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
- Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company in an 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 but the proportion of holdings to be represented by each proxy must be specified.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or if the appointer is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. If under the hand of attorney/authorised officer, the Power of Attorney or Letter of Authorisation must be attached.
- The instrument appointing a proxy must be deposited at the office of the Share Registrar of our Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia not less than 48 hours before the time appointed for holding the Meeting or adjourned Meeting either by hand, post, courier or electronic mail to bsr.helpdesk@boardroomlimited.com or fax (603)78904670, otherwise the instrument of proxy should not be treated as valid. Alternatively, the form of proxy can be submitted by electronic means through the Share Registrar's website, Boardroom Smart Investor Portal. Kindly follow the link at <https://investor.boardroomlimited.com> to login and deposit your form of proxy electronically, also forty-eight (48) hours before the meeting.
- For verification purposes, members and proxies are required to produce their original identity card at the registration counter. No person will be allowed to register on behalf of another person even with the original identity card of that other person.
- Personal Data Privacy – By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company hereby agrees and consents that any of your personal data in our possession shall be processed by us in accordance with the Personal Data Protection Act 2010. Further, you hereby warrant that relevant consent has been obtained by you for us to process any third party's personal data in accordance with the said Act.



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AFFIX STAMP
(Within Malaysia)

The Share Registrar
MAYU GLOBAL GROUP BERHAD
[198101012950 (79082-V)]
11th Floor, Menara Symphony
No. 5, Jalan Professor Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan

Please fold across the line and close



馬譽環球集團

MAYU

GLOBAL GROUP BERHAD

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