



Y&G 集團  
CORPORATION BHD

196501000612 (6403-X)

ANNUAL REPORT

2025

*Be Still Like A Mountain  
and Flow Like A Great River*

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Form of Proxy

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Sixtieth Annual General Meeting (“**60<sup>th</sup> AGM**” or “**Meeting**”) of **Y&G CORPORATION BHD.** (“**the Company**”) will be held at the Company’s corporate office, located at Lot G-01, Ground Floor, Tower B, PJ City Development, 15A, Jalan 219 Seksyen 51A, 46100 Petaling Jaya, Selangor Darul Ehsan, Malaysia on **Thursday, 28 May 2026 at 11.00 a.m.** for the following purposes:

## AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon. *(Please refer to Note B)*
2. To approve the payment of Directors’ fees of up to RM320,000 for the financial year ended 31 December 2025. **Ordinary Resolution 1**  
*(Please refer to Note C)*
3. To re-elect the following Directors who retire by rotation pursuant to Clause 137 of the Company’s Constitution
  - (i) Lee Boon Hong @ Lee Boon Keong;
  - (ii) Mohd Shafizan bin Shahbudin; and
  - (iii) Tan Kak Teck.**Ordinary Resolution 2**  
**Ordinary Resolution 3**  
**Ordinary Resolution 4**  
*(Please refer to Note D)*
4. To re-appoint Messrs. T. H. Kuan & Co. as Auditors of the Company until the conclusion of the next annual general meeting and to authorise the Directors to fix their remuneration. **Ordinary Resolution 5**  
*(Please refer to Note E)*

## AS SPECIAL BUSINESS

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

5. **Payment of Directors’ Allowances to Non-Executive Directors**

“**THAT** the payment of Directors’ allowances of up to RM12,500 per month to Non-Executive Directors of the Company for the period commencing 1 June 2026 to the date of the next annual general meeting be and is hereby approved.” **Ordinary Resolution 6**  
*(Please refer to Note F)*
6. **Proposed Retention of Independent Non-Executive Director**

“**THAT** subject to the passing of Ordinary Resolution 4, Mr. Tan Kak Teck, who has served the Board as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, shall continue to act as Independent Non-Executive Director of the Company.” **Ordinary Resolution 7**  
*(Please refer to Note G)*

## NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

### 7. Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016

“**THAT** pursuant to Sections 75 and 76 of the Companies Act 2016 (“**the Act**”), and subject to the approvals of the relevant governmental and/or regulatory authorities, the Directors of the Company be and are hereby empowered to allot and issue shares in the Company from time to time at such price, upon such terms and conditions, for such purposes and to such person or persons whomsoever as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this Resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) for the time being and that the Directors be and are also empowered to obtain approval from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued and that such authority shall continue in force until the conclusion of the next annual general meeting of the Company after the approval was given or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is earlier unless revoked or varied by an ordinary resolution of the Company at a general meeting (“**Mandate**”);

**Ordinary Resolution 8**  
*(Please refer to Note H)*

**THAT** approval be and is hereby given for the waiver of the pre-emptive rights of the existing shareholders of the Company to be offered new shares in proportion to their shareholdings ranking equally to the existing issued shares of the Company pursuant to Section 85 of the Act and Clause 68 of the Constitution of the Company arising from any issuance of new shares pursuant to the Mandate.”

### 8. Proposed Renewal of Existing Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

“**THAT** approval be and is hereby given to the Company and its subsidiaries (“**the Group**”) to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.5 of the Circular/Statement issue to the Shareholders dated 3 December 2025, provided that such arrangements and/or transactions which are necessary for the Group’s day-to-day operations are undertaken in the ordinary course of business, at arm’s length basis, on normal commercial terms and transaction prices which are not more favourable to the related parties than those generally available to the public and not detrimental to the minority shareholders of the Company (hereinafter referred to as the “**Proposed Renewal of Existing Shareholders’ Mandate**”).

**Ordinary Resolution 9**  
*(Please refer to Note I)*

**THAT** such approval shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting (“**AGM**”) of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or

## NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

### 8. Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature (Cont'd)

- (b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340 (2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by a resolution passed by the shareholders in a general meeting.

whichever is earlier.

**AND THAT** the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed Renewal of Existing Shareholders' Mandate."

- 9. To transact any other business of the Company of which due notice shall have been given in accordance with the Act and the Company's Constitution.

By Order of the Board  
**Y&G CORPORATION BHD.**

**JEREMY TAI YUNG WEI (MAICSA 7065447) (SSM PC NO. 202308000580)**  
**THONG PUI YEE (MAICSA 7067416) (SSM PC NO. 202008000510)**  
Company Secretaries  
Kuala Lumpur  
28 April 2026

# NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

## Notes:

### A. Appointment of Proxy(ies)

- (i) A member of the Company entitled to attend and vote is entitled to appoint another person as his/her/its proxy to exercise all or any of his/her/its rights to attend, participate (including to pose questions to the Board of Directors ("**Board**") of the Company) and vote in his/her/its stead.

A member who wishes to appoint proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote at the 60<sup>th</sup> AGM must request his/her/its proxy(ies)/corporate representative(s)/attorney(s) to register himself/herself/themselves. Please read and follow the procedures as set out in the Administrative Guide of the 60<sup>th</sup> AGM which can be downloaded from Company's announcement on Bursa Malaysia Berhad's website at [www.bursamalaysia.com](http://www.bursamalaysia.com) in order to register, participate and vote.

- (ii) A member of the Company may appoint not more than two (2) proxies to attend the Meeting, provided that the member specifies the proportion of his/her/its shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
- (iii) A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.
- (iv) Where a member is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member of the Company is an Exempt Authorised Nominee who holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**"), there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- (v) The instrument appointing a proxy shall be in writing, and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, shall be deposited at the share registrar office of the Company, ShareWorks Sdn. Bhd. at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan (KL), Malaysia not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting at which the person named in such instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.
- (vi) Subject to the Constitution, members may deposit the instrument appointing the proxy(ies) by electronics means by way of submitting the instrument to the e-mail address [ir@shareworks.com.my](mailto:ir@shareworks.com.my) not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting at which the person named in such instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.

# NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

## A. Appointment of Proxy(ies) (Cont'd)

- (vii) An instrument appointing a proxy shall in the case of an individual, be signed by the appointor or by his attorney duly authorised in writing, and in the case of a corporation, be either under its common seal or signed by its attorney or in accordance with the provision of its constitution or by an officer duly authorised on behalf of the corporation.
- (viii) For the purpose of determining a member who shall be entitled to attend the 60<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 80(b) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 19 May 2026. Only a depositor whose name appears on the General Meeting Record of Depositors as at 19 May 2026 shall be eligible to attend, participate and vote at the Meeting or appoint proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote on his/her/its behalf.
- (ix) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), all resolutions set out in this Notice will be put to a vote by way of poll.

## Explanatory Note on Ordinary Business

### B. Audited Financial Statements for the Financial Year Ended 31 December 2025

The audited financial statements are laid in accordance with Section 340(1)(a) of the Act for discussion only under Agenda 1. They do not require shareholders' approval and hence, will not be put for voting.

### C. Ordinary Resolution 1: Payment of Directors' Fees

Section 230(1) of the Companies Act 2016 provides that the Directors' fees and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved by the shareholders at a general meeting. This resolution is to facilitate payment of Directors' fees for the financial year ended 31 December 2025.

### D. Ordinary Resolutions 2 to 4: Re-election of Directors

Lee Boon Hong @ Lee Boon Keong, Mohd Shafizan bin Shahbudin, and Tan Kak Teck ("**Retiring Directors**"), who retire by rotation in accordance with Clause 137 of the Company's Constitution, are eligible and have offered themselves for re-election as Directors at the 60<sup>th</sup> AGM of the Company.

For the purpose of determining the eligibility of the Retiring Directors to stand for re-election at the 60<sup>th</sup> AGM, the Board through its Nomination Committee had assessed the Retiring Directors, and considered the following:

- (a) The Directors' performance and contribution;
- (b) The Directors' skills, experience and strengths in qualities;
  - (i) The Directors' ability to act in the best interest of the Company in decision-making; and
  - (ii) The Directors' fitness and propriety with reference to the Directors' Fit and Proper Policy.

## NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

### D. Ordinary Resolutions 2 to 4: Re-election of Directors (Cont'd)

The Retiring Directors had abstained themselves from all deliberations and decisions on their own respective proposed re-election as Directors at the Board of Directors' Meeting.

### E. Ordinary Resolution 5: Re-appointment of Auditors

The Audit and Risk Committee ("ARC") has assessed the objectivity, suitability and independence of the External Auditors and recommended the re-appointment of Messrs. T. H. Kuan & Co. as External Auditors of the Company for the financial year ending 31 December 2026. The Board has reviewed the recommendation of the ARC and recommended the same for the shareholders' approval at the 60<sup>th</sup> AGM of the Company.

### Explanatory Notes on Special Business

### F. Ordinary Resolution 6: Payment of Directors' Allowances to Non-Executive Directors

Ordinary Resolution 6 is to approve the payment of Directors' allowances to the five (5) Non-Executive Directors of the Company of up to RM12,500 per month for the period commencing 1 June 2026 to the date of the next annual general meeting. The Board is of the view that it is just and equitable for the Directors to be paid the allowances for them to discharge their responsibilities and render their services to the Company.

### G. Ordinary Resolution 7: Proposed Retention of Independent Non-Executive Director

The proposed Ordinary Resolution 7, if passed, will allow Mr. Tan Kak Teck to continue to act as Independent Non-Executive Directors to fulfil the requirement of Paragraph 15.02 of Bursa Securities' Main Market Listing Requirements. The full details of the Board's justification and recommendations for the retention of Mr. Tan Kak Teck as Independent Non-Executive Directors are set out on page 53 and 54 of the Corporate Governance Overview Statement in the Annual Report 2025.

Pursuant to Practice 5.3 of the Malaysian Code on Corporate Governance 2021, the tenure of an independent director should not exceed a cumulative term limit of nine (9) years. Upon completion of the nine (9) years, an independent director may continue to serve on the Board as a non-independent director. If the Board intends to retain an independent director beyond nine (9) years, it should provide justification and seek annual shareholders' approval through a two-tier voting process.

Under the two-tier voting process, shareholders' votes will be cast in the following manner at the Meeting:

- Tier 1: Only the \*Large Shareholder(s) of the Company votes; and
- Tier 2: Shareholders other than \*Large Shareholders votes

\*Large Shareholder means a person who –

- is entitled to exercise, or control the exercise of, not less than 33% of the voting shares in the Company;
  - is the largest shareholder of voting shares in the Company;
  - has the power to appoint or cause to be appointed a majority of the Directors of the Company;
- or

## NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

### G. **Ordinary Resolution 7: Proposed Retention of Independent Non-Executive Director (Cont'd)**

- has the power to make or cause to be made, decisions in respect of the business or administration of the Company, and to give effect to such decisions or cause them to be given effect to.

The decisions for the Ordinary Resolution 7 are determined based on the vote of Tier 1 and a simple majority of Tier 2. If there is more than one (1) Large Shareholder, a simple majority of votes determine the outcome of Tier 1 vote. A resolution is deemed successful if both Tier 1 and Tier 2 votes support the resolution. However, the resolution is deemed to be defeated where the vote between the 2 tiers differs or where Tier 1 voter(s) abstained from voting.

### H. **Ordinary Resolution 8: Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Act**

The Ordinary Resolution 8 is proposed pursuant to Sections 75 and 76 of the Act for the purpose of obtaining a renewed general mandate ("**Renewed General Mandate**"), which if passed, will empower the Directors of the Company to allot and issue new ordinary shares in the Company at any time provided that the aggregate number of ordinary shares issued pursuant to the Renewed General Mandate does not exceed ten per centum (10%) of the total number of issued ordinary shares (excluding treasury shares, if any) of the Company for the time being for such purposes as the Directors deem fit and in the best interest of the Company. This would avoid any delay and cost involved in convening a general meeting to approve such an issue of shares. This Renewed General Mandate will, unless revoked or varied by the Company at a general meeting, expire after the next annual general meeting after the approval was given or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is the earlier. This Renewed General Mandate, if granted, will provide flexibility to the Company for any possible fundraising activities, including but not limited to further placing of shares, to fund future investment project(s), working capital and/or acquisition(s).

The Ordinary Resolution 8, if passed, would be tantamount to shareholders of the Company agreeing to waive their pre-emptive rights in respect of the allotment and issuance of the new ordinary shares pursuant to the Renewed General Mandate, which will result in a dilution to the shareholders' shareholdings in the Company.

As of the date of this Notice, no new ordinary shares in the Company were issued pursuant to the general mandate granted to the Directors at the Fifty-Ninth Annual General Meeting held on 29 May 2025 which will lapse after this 60<sup>th</sup> AGM.

### I. **Ordinary Resolution 9: Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

The Proposed Ordinary Resolution 9, if passed, will enable the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Company and/or its subsidiaries, subject to the transactions being carried out in the ordinary course of business of the Company and/or its subsidiaries and on normal commercial terms which are generally available to the public and not detrimental to the minority shareholders of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

# NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

## Personal Data Privacy:

By lodging of a completed Form of Proxy with the share registrar office of the Company for appointing proxy(ies) or corporate representative(s) or attorney(s) to attend, participate and vote at the 60<sup>th</sup> AGM and any adjournment thereof, a member of the Company is hereby: (i) consenting to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxy(ies) or corporate representative(s) or attorney(s) appointed for the 60<sup>th</sup> AGM (including any adjournment thereof) and the preparation and compilation of the attendance list, minutes and other documents relating to the 60<sup>th</sup> AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"); (ii) warranting that where the member discloses the personal data of the member's proxy(ies) or corporate representative(s) or attorney(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) or corporate representative(s) or attorney(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) or corporate representative(s) or attorney(s) for the Purposes ("**Warranty**"); and (iii) agreeing that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of the Warranty.

## STATEMENT ACCOMPANYING NOTICE OF SIXTIETH ANNUAL GENERAL MEETING ("60<sup>TH</sup> AGM")

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

1. No individual is seeking election as a Director of the Company at the 60<sup>th</sup> AGM.
2. Details of the general mandate to allot and issue shares in the Company pursuant to Sections 75 and 76 of the Companies Act 2016 are set out in Explanatory Note H of the Notice of 60<sup>th</sup> AGM.

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

<b>Lee Boon Hong @ Lee Boon Keong</b>	Non-Independent Non-Executive Chairman
<b>Dato' Sri Yap Seng Yew</b>	Managing Director
<b>Datin Sri Gan Li Li</b>	Deputy Managing Director
<b>Dato' Yap Jun Jien</b>	Executive Director
<b>Mohd Shafizan bin Shahbudin</b>	Non-Independent Non-Executive Director
<b>Tan Kak Teck</b>	Independent Non-Executive Director
<b>Lee Szed Kee</b>	Independent Non-Executive Director
<b>Amy Chan Chen Chen</b>	Independent Non-Executive Director

## AUDIT AND RISK COMMITTEE

Tan Kak Teck (Chairman)  
Lee Szed Kee  
Amy Chan Chen Chen

## REMUNERATION COMMITTEE

Dato' Yap Jun Jien (Chairman)  
Lee Boon Hong @ Lee Boon Keong  
Mohd Shafizan bin Shahbudin  
Lee Szed Kee  
Amy Chan Chen Chen

## REGISTERED OFFICE

No. 2-1, Jalan Sri Hartamas 8  
Sri Hartamas, 50480 Kuala Lumpur  
Wilayah Persekutuan (KL)  
Email : cosec@shareworks.com.my  
Tel : 03 - 6201 1120  
Fax : 03 - 6201 3121

## AUDITORS

T. H. Kuan & Co. (AF : 1216)  
Chartered Accountants  
No. 26A, Jalan 21/19, SEA Park,  
46300 Petaling Jaya,  
Selangor Darul Ehsan.  
Tel : 03 - 7875 8200 Fax: 03 - 78771820

## PRINCIPAL BANKERS

AmBank (M) Berhad  
Maybank Islamic Berhad  
Alliance Bank Malaysia Berhad  
RHB Bank Berhad  
Hong Leong Bank Berhad

## NOMINATION COMMITTEE

Lee Szed Kee (Chairman)  
Tan Kak Teck  
Amy Chan Chen Chen

## COMPANY SECRETARIES

Jeremy Tai Yung Wei (MAICSA 7065447)  
SSM PC No. 202308000580  
Thong Pui Yee (MAICSA 7067416)  
SSM PC No. 202008000510

## SHARE REGISTRAR

ShareWorks Sdn. Bhd.  
No. 2-1, Jalan Sri Hartamas 8  
Sri Hartamas, 50480 Kuala Lumpur  
Wilayah Persekutuan (KL)  
Email : ir@shareworks.com.my  
Tel : 03 - 6201 1120 Fax : 03 - 6201 3121

## STOCK EXCHANGE LISTING

BURSA MALAYSIA SECURITIES BERHAD  
(Main Market)  
Stock Code : 7003  
Stock Name : Y&G

## WEBSITE

[www.ygcorp.com.my](http://www.ygcorp.com.my)

## DIRECTORS' PROFILE

### **LEE BOON HONG @ LEE BOON KEONG**

aged 73 Male, Malaysia

Non-Independent Non-Executive Chairman

Mr. Lee was appointed to the Board on 11 March 2005 and re-designated as an Independent Non-Executive Chairman on 12 May 2008. He was further re-designated to Non-Independent Non-Executive Chairman on 1 June 2023. He holds a BA (Hons) in Interior Architecture from the University of Teesside (formerly Teesside Polytechnic), United Kingdom. He currently serves on the Board of Directors of an oil palm plantation company. Mr. Lee serves as a member of the Remuneration Committee of the Company. He has no conflicts of interest with the Company and no family relationships with any Directors and/or major shareholders of the Company.

### **DATO' SRI YAP SENG YEW**

aged 67, Male, Malaysia

Managing Director/Key Senior Management

Dato' Sri Yap was appointed as the Executive Director of the Company on 20 December 2004 and re-designated as Managing Director on 11 March 2005. Upon completing his studies, he ventured into the property development, building construction, and civil engineering industries. Over the past 30 years, he has been actively involved in managing various developments, gaining extensive experience and expertise, particularly in the housing and property development sectors. Dato' Sri Yap is a major shareholder of the Company. He is the spouse of the Deputy Managing Director, Datin Sri Gan Li Li and father of the Executive Director, Dato' Yap Jun Jien and father of a major shareholder, Mr. Yap Jun Wei. He has no conflicts of interest with the Company.

### **DATIN SRI GAN LI LI**

aged 65, Female, Malaysia

Deputy Managing Director/Key Senior Management

Datin Sri Gan was appointed as the Executive Director of the Company on 20 December 2004 and then re-designated as Deputy Managing Director on 11 March 2005. She has been actively involved in the Company's operations over the years and has extensive experience in the housing and property development sectors. Datin Sri Gan is a major shareholder of the Company, and she is the spouse of Dato' Sri Yap Seng Yew and the mother of Dato' Yap Jun Jien and Mr. Yap Jun Wei. She has no conflicts of interest with the Company.

### **DATO' YAP JUN JIEN**

aged 44, Male, Malaysia

Executive Director/Key Senior Management

Dato' Yap was appointed as the Executive Director of the Company on 1 December 2007. He has also served as the Chairman of the Company's Remuneration Committee since 1 December 2007. He holds a Civil Engineering degree from the University of Nottingham, United Kingdom. Dato' Yap is a major shareholder in the Company, and he is the son of Dato' Sri Yap Seng Yew and Datin Sri Gan Li Li. He is also the brother of Mr. Yap Jun Wei. He does not have any conflict of interest with the Company.

## DIRECTORS' PROFILE (Cont'd)

**MOHD SHAFIZAN BIN SHAHBUDIN**  
Non-Independent Non-Executive Director

aged 52, Male, Malaysia

Encik Mohd Shafizan was appointed to the Board on 11 March 2005. He was re-designated to Non-Independent Non-Executive on 1 June 2023. An advocate and solicitor by profession, he graduated from the University of Malaya with a LLB (Hons) degree. He is a member of the Company's Remuneration Committee. He has no conflicts of interest with the Company and no family relationships with any Directors and/or major shareholders of the Company.

**TAN KAK TECK**  
Independent Non-Executive Director

aged 67, Male, Malaysia

Mr. Tan was appointed to the Board on 3 October 2014. A Chartered Accountant by profession, he is a member of the Malaysian Institute of Accountants and a Fellow Member of the Association of Chartered Certified Accountants. He is the Chairman of the Audit and Risk Committee and a member of the Company's Nomination Committee. Currently, he is a partner of a Chartered Accountant firm in Kuala Lumpur. Mr Tan has no conflicts of interest with the Company and no family relationships with any directors or major shareholders of the Company.

**LEE SZED KEE**  
Independent Non-Executive Director

aged 65, Male, Malaysia

Mr. Lee was appointed to the Board on 29 August 2023. A Chartered Accountant by profession, he graduated from the University of Malaya with a bachelor's degree in accounting (HONS) and is a member of the Malaysian Institute of Accountants. He is the Chairman of the Company's Nomination Committee, and a member of the Audit and Risk and Remuneration Committees. Mr Lee has no conflicts of interest with the Company and no family relationships with any directors or major shareholders of the Company.

**AMY CHAN CHEN CHEN**  
Independent Non-Executive Director

aged 41, Female, Malaysia

Ms. Amy was appointed to the Board on 29 August 2023. She holds a bachelor's degree (Hons) in Mass Communication from the University of Sains Malaysia. She is a member of the Company's Audit and Risk, Remuneration, and Nomination Committees. Ms Amy has no conflicts of interest with the Company and no family relationships with any directors or major shareholders of the Company.

## KEY SENIOR MANAGEMENT'S PROFILE

### YAP JUN WEI

Key Senior Management

aged 42, Male, Malaysia

Mr Yap was appointed as the Corporate cum Project Planning Manager of the Company and its subsidiaries on 2 January 2009. He graduated with a B.Sc in Actuarial Science from the London School of Economics and a Master of Philosophy from the University of Cambridge, United Kingdom. He is responsible for the corporate affairs, project development planning and marketing of the Group. He is a major shareholder of the Company. He is the son of Dato' Sri Yap Seng Yew and Datin Sri Gan Li Li and the brother of Dato' Yap Jun Jien. He does not have any conflict of interest with the Company.

## OTHER INFORMATION

### Directorship in other Public Companies and Listed Companies

None of the Directors/Key Senior Management holds any directorship in other public companies and listed companies.

### Conviction of Offences

Other than traffic offences, if any, the Directors/Key Senior Management have not been convicted of any offences within the past five (5) years and have not been imposed with any public sanction or penalty by the relevant regulatory bodies during the financial year 2025.

### Attendance of Board Meetings

The Directors' attendance at the Board of Directors' Meetings for the financial year 2025 is presented on page 49 of the Annual Report.

# MANAGEMENT DISCUSSION AND ANALYSIS

In the financial year ended 31 December 2025 (“FY2025”), the Group was principally involved in property development activities.

## ECONOMIC OVERVIEW

In 2025, Malaysia achieved Gross Domestic Product (“GDP”) growth of 5.2%, exceeding the official forecast of 4.0% to 4.8%, mainly due to a surge in the final quarter of 2025, when GDP grew by 6.3%, the fastest pace in three years. This performance was driven by strong domestic demand, favourable exports, high-value investment projects, and positive labour market conditions.

The unemployment rate fell marginally to 2.9% (2024: 3.3%).

For 2025, the inflation declined to 1.4%. (2024: 1.8%)

*(Source: Bank Negara Malaysia & Department of Statistics Malaysia)*

## OVERVIEW OF PROPERTY MARKET

The real estate industry had an eventful year in 2025, marked by notable highs and lows.

Despite the challenging global economic uncertainty, the Malaysian property market in 2025 remains resilient. Transaction values continued to expand despite a slight contraction in transaction volume. A total of 416,413 property transactions were recorded, representing a slight 1% decline, while the total transaction value increased by 4.1% to RM241.87 billion compared to 2024.

Property market activity remained resilient, underpinned by domestic residential demand, while market participants continued to adopt a more cautious and selective approach

The growth in the 2025 property market is strongly supported by the implementation of various government initiatives to drive Malaysia’s economy and stimulate nationwide property market expansion.

Several initiatives which were outlined under Budget 2025 by the government have become a catalyst for sustainable property market activities, among others:

- i.) Allocation of RM405 million to continue 48 Program Residensi Rakyat (PRR), including two new PRR in Port Dickson, Negeri Sembilan and Seberang Perai Tengah, Pulau Pinang.
- ii.) Allocation of RM452 million to provide 14 Rumah Mesra Rakyat (RMR), which involves the construction of 5,410 new housing units.
- iii.) Provide Government Guarantees of up to RM10 billion under the Housing Credit Guarantee Scheme (SJKP) on housing financing for the benefit of 20,000 home buyers.
- iv.) Provide individual income tax relief on housing loan interest payments to encourage home ownership among first-time buyers. Tax relief of up to RM7,000 for residential homes priced up to RM500,000 and tax relief of up to RM5,000 for residential homes priced from RM500,000 ringgit to RM750,000.

# MANAGEMENT DISCUSSION AND ANALYSIS (Cont'd)

## OVERVIEW OF PROPERTY MARKET (Cont'd)

- v.) The Step-Up Financing Scheme under SJKP was introduced as a government guarantee of up to RM5 billion specifically for youngsters seeking to purchase their first home, with a lower instalment rate for the first five years.
- vi.) Funding RM200 million through UDA for the development of affordable housing for rakyat on waqf lands.
- vii.) Forest City has been approved as a Duty-Free Island to boost tourism and local economic activities. In addition, an incentive package for the Forest City Special Financial Zone was announced in September 2024 to boost financial services, including global business and fintech.

(Source: NAPIC 2025 Property Report)

## OVERVIEW OF BUSINESS OPERATION

### Property Investment

The Group's property investment segment continues to provide recurring rental income and long-term value appreciation

The investment properties comprise two retail units and a purpose-built hypermarket building located in Jenjarom town, Selangor, with a total lettable area of 86,412 sq ft ("the Properties"), at a market value of RM26.38 million (Note: As per valuations conducted in 2023 and 2024). The Properties were fully tenanted in FY2025 by reputable convenience store and hypermarket operators through long-term lease agreements

### Property Development

#### Ongoing Projects



#### Trifolia @ Port Dickson, Negeri Sembilan

The Trifolia @ Port Dickson ("the Project") was launched in 2024 and comprises 558 affordable townhouses catering to low- to middle-income homebuyers. The Project is in a well-connected area, with convenient access to Seremban Town, Lukut Town, and Port Dickson Town via the Seremban-Port Dickson Expressway. With a strategic location, the Project is conveniently served by schools, hospitals, clinics, shops, and a hypermarket.

# MANAGEMENT DISCUSSION AND ANALYSIS (Cont'd)

## OVERVIEW OF BUSINESS OPERATION (Cont'd)

### Property Development (Cont'd)

#### Ongoing Projects (Cont'd)



artist impression



artist impression

### Trifolia @ Port Dickson (Phase 1), Negeri Sembilan

The Project comprises 2 phases and has a Gross Development Value of approximately RM173 mil. As of FY2025, 129 units in Phase 1 were launched, achieving a take-up rate of 86%. The piling works were completed, followed by the commencement of building and infrastructure works in the first quarter of FY2025. At the end of FY2025, the progressive completion of Phase 1 is 38%.



artist impression

### Hamlet @ The Meadows, Kuala Selangor, Selangor

The Group launched Hamlet @ the Meadows at Kuala Selangor, Selangor (“**the Project**”) in 2024. The Project comprises 460 single-storey terrace houses, with a gross development value of approximately RM180 million. The project infuses the concept of meadow living with meticulous modern design and a fresh wave of vitality into the vicinity

The Project is strategically located in a well-connected area and provides seamless connectivity to Tanjung Karang, Sekinchan, and Kuala Selangor towns via Jalan Kuala Selangor-Teluk Intan, the WCE Interchange, and the LATAR Interchange. Hence, it provides convenient access to a range of amenities, including education, healthcare, recreation, a hypermarket, and retail shops.

# MANAGEMENT DISCUSSION AND ANALYSIS (Cont'd)

## OVERVIEW OF BUSINESS OPERATION (Cont'd)

### Property Development (Cont'd)

#### Ongoing Projects (Cont'd)



**Hamlet @ The Meadows @ Kuala Selangor, Selangor**

In FY2025, the take-up rates for Phase 1A (219 units), Phase 1B (167 units), and Phase 1C (74 units) were 97%, 76%, and 58%, respectively. The project has progressed well and achieved completion rates of 50% for Phase 1A and approximately 20% for Phases 1B and 1C. The roofing work on Phase 1A units was almost complete at the end of FY2025. For Phase 1B and 1C, the foundation works were near completion at the end of FY2025.

#### New Project

##### **The Kindle Estate, Rawang, Selangor**

In the fourth quarter of 2025, the Group unveiled the show units of The Kindle Estate in Rawang ('the Project'), offering an early preview of the upcoming townhouse project. The Project is situated in a well-connected area, with easy access to the North-South, LATAR, and Guthrie Corridor Expressways. With its strategic location, the Project is well served by healthcare facilities, schools, recreational facilities, and hypermarkets.

The Project comprises two phases, offering 690 units on a 41-acre leasehold land with an estimated gross development value of RM347.4 million, and has been launched for sale in the first quarter of 2026. The development will enable the Group to leverage its land bank and development expertise, thereby enhancing profitability.

The Project is a provisional GreenRE Bronze development that features rainwater harvesting, solar-powered living, and new paving technology that allows water to permeate through the surface to the underlying soil. Moisture within the ground evaporates, drawing heat and cooling the surroundings, thereby maintaining a cooler home. In addition, using green concrete reduces the carbon footprint.

# MANAGEMENT DISCUSSION AND ANALYSIS (Cont'd)

## OVERVIEW OF BUSINESS OPERATION (Cont'd)

### Property Development (Cont'd)

#### New Project (Cont'd)



artist impression



artist impression

### The Kindle Estate, Rawang, Selangor

#### Moving Forward

In addition to operating performance, FY2025 was also a year of deliberate landbank expansion. During the year, the Group secured the acquisition of several parcels of strategic land at Kuala Selangor and Sepang (“the Acquisition”). The Acquisition is subject to the shareholders’ approval and the conditions precedent in the agreements. On 7<sup>th</sup> January 2026, the Acquisition was duly passed by the non-interested shareholders at an Extraordinary General Meeting. On 24<sup>th</sup> February 2026, the Sales & Purchase Agreements for the Acquisitions became unconditional. The Acquisitions align with the Group’s strategy to expand the landbank and bolster the property development portfolio.

Taken together, these acquisitions add an estimated RM2 billion in gross development value to the Group’s medium to long-term pipeline, which is expected to be progressively launched from 2026 onwards.

In FY2025, the Group’s landbank stands at approximately 202 acres, sufficient to meet both near- and medium-term development requirements.

Nevertheless, moving forward, the Group remains committed to sourcing potential and strategic landbanks, in line with its objective of sustaining its core property development business. In addition, the Group will continue with its prudent strategy regarding new property development projects, plans, and launches.

#### REVIEW OF FINANCIAL RESULTS

In FY2025, the Group reported revenue of RM56.0 million, surged 188% from RM19.5 million in FY2024, representing an increase of RM36.6 million. The substantial increase in revenue was mainly due to higher revenue recognised arising from the higher sales achieved and a higher percentage of completion of the ongoing projects.

# MANAGEMENT DISCUSSION AND ANALYSIS (Cont'd)

## REVIEW OF FINANCIAL RESULTS (Cont'd)

Despite the increase in revenue, the Group's profit after tax decreased by RM0.08 million to RM0.23 million due to additional income tax incurred arising from under-recognition in previous financial years.

The Group's financial position remains healthy.

Land Held for Property Development ("**LHFPD**"), Property Development Expenditures ("**PDE**"), Other Receivables, and Cash and Bank remain the major components of the Group's assets.

The reduction in cash and bank balances was to fund expenditures for the LHFPD and PDE projects, as well as overhead.

On the liabilities side, the Group's gearing remains low, with Bank Borrowing decreasing by RM7 million in FY2025 compared to FY2024.

Compared with FY2024, except for the higher incidence of tax charge as mentioned above, there were no significant changes to the Group's income and expenses for FY2025.

Notwithstanding the above, the shareholders' equity has increased to RM319.5 million (FY2024: RM319.3 million), with net tangible assets of RM1.46 per share (FY2024: RM1.46 per share). However, the market capitalisation was lower at RM87.4 million compared with FY2024 (FY2024: RM115.8 million), based on its closing market price of RM0.40 per share on the last trading day of FY2025.

For further information about our financial results, please kindly refer to our past Five (5) Years' Financial Highlights on page 75 of this Annual Report.

## DIVIDEND

The Board of Directors ("**Board**") acknowledges the importance of rewarding shareholders and providing an annual return on their investment through dividend payments. However, in light of near-to medium-term global macroeconomic uncertainties, the Board is of the view that conserving cash and retaining financial flexibility for upcoming new launches, ongoing projects, and acquisition of strategic landbanks remain the prevailing priorities. As such, the Board does not recommend the payment of any dividend at the forthcoming 60<sup>th</sup> AGM.

The Board remains committed to achieving long-term growth and delivering sustainable returns for shareholders. The Board endeavours to balance meeting shareholders' expectations with prudent capital management, ensuring that shareholders can participate in the Group's future profits.

## OUTLOOK AND FUTURE PROSPECTS

The Group adopts a cautious optimism view for 2026.

Malaysia's real estate market in 2026 is expected to record a stable, positive trajectory, underpinned by economic and political stability, policy reforms, sustained investment activity, and robust tourism (Visit Malaysia 2026).

While demand for properties is expected to remain stable, we believe the property development sector is transitioning toward stricter sustainability, affordability, and regulatory compliance, moving away from speculative and high-end growth.

# MANAGEMENT DISCUSSION AND ANALYSIS (Cont'd)

## OUTLOOK AND FUTURE PROSPECTS (Cont'd)

The Group is aware of these risks and challenges and will continue to adopt the necessary measures to ensure the effective execution of its business model, thereby achieving its financial and business objectives and sustaining value creation for stakeholders.

The growth hinges on embracing sustainability and adapting to evolving market dynamics. These will cumulatively enable the Group to remain resilient and maintain a growth trajectory in the face of potential challenges. Underpinned by unbilled sales of RM110.65 million in FY2025, the Group remains positive, though cautious about the outlook for 2026.

In the 2026 Government Budget, the Group welcomed the government's aid in extending the full stamp duty exemption for first-time buyers for properties up to RM500,000 until December 2027. Such incentives are expected to drive demand in the low- and mid-tier segments.

The expansion of the Housing Credit Guarantee Scheme to RM20 billion for gig and self-employed workers is expected to significantly boost the property sector by unlocking demand from underserved segments by providing easier financing access, stimulating affordable housing sales, and encouraging bank participation and increasing homeownership rates, especially for the growing gig and self-employed economy workforce.

In addition, extending the Youth Housing Financing Scheme to a higher limit of RM1 million is expected to boost demand for mid-range properties in suburban areas, thereby increasing young civil servants' purchasing power.

Considering the above, in 2026, the Group targets launching at least two new projects.

In addition, in 2026, the Group is committed to leveraging and monetising its existing inventory and ongoing projects to further enhance its financial position. Concurrently, the Group will continue to drive sales momentum and intensify its marketing strategies by utilising digital marketing and virtual technologies, and by participating in various digital events to increase the visibility and awareness of its projects, thereby generating new leads and boosting sales. In addition, the Group strives to work closely with end financiers and potential homebuyers to address and overcome stringent financing requirements and loan rejections.

Moving ahead, the Group will continue to actively monitor its liquidity and cash flow whilst adopting prudent risk management and rigorous cost-optimisation measures to ensure business sustainability.

The Group will continue to leverage its strategic objectives and enhance its business processes and corporate governance while focusing on building quality and value engineering. These objectives include investing in land banking opportunities for creating long-term value for our stakeholders.

This Management Discussion and Analysis was approved by the Board on 2<sup>nd</sup> April 2026.

# SUSTAINABILITY STATEMENT

## ABOUT THIS STATEMENT

Y&G Corporation Bhd. and its subsidiaries (“the Group”) are pleased to disclose our Sustainability Statement, which covers our sustainability journey. The Group remained resilient and committed to embedding sustainability in its business.

This statement extensively covers the Group’s ongoing strategic initiatives, endeavours, and accomplishments in managing its Economic, Environmental and Social (“EES”) impacts.

It also discloses our EES practices and approaches for embedding sustainability throughout our operations in Malaysia for the financial year ended 31 December 2025 (“FY2025”). It has been prepared in accordance with the Global Reporting Initiative Sustainability Reporting Guidelines (“GRISRG”), Bursa Malaysia Securities Berhad’s Sustainability Reporting Guidelines, and United Nations Sustainable Development Goals (“UNSDG”).

In our efforts to adapt our EES reporting and strategies, we welcome and value your suggestions and comments that can be directed to: -

Head of Finance and Accounts : Mr. Yap Yoon Sin  
Email : [yoonsin.yap@ygcorp.com.my](mailto:yoonsin.yap@ygcorp.com.my)  
Mail Address : Lot G-01, Ground Floor,  
Tower B, PJ City Development,  
No.15A, Jalan 219, Seksyen 51A,  
46100 Petaling Jaya,  
Selangor Darul Ehsan.

While pursuing our business goals, we are committed to developing and publishing an overarching Sustainability Policy which consists of three guiding pillars as follows: -



### ECONOMIC

- Realising greater value for stakeholders
- Upholding competitive financial performance through progressive integration of sustainable business practices



### ENVIRONMENTAL

- Minimising environmental footprint by adopting green practises and supporting conservation efforts



### SOCIAL

- \* Upholding good business ethics and integrity
- \* Providing a safe, equal, inclusive and conducive workplace
- \* Creating communities for lasting positive impact in all aspects through a variety of initiatives

# SUSTAINABILITY STATEMENT (Cont'd)

## ABOUT THIS STATEMENT (Cont'd)

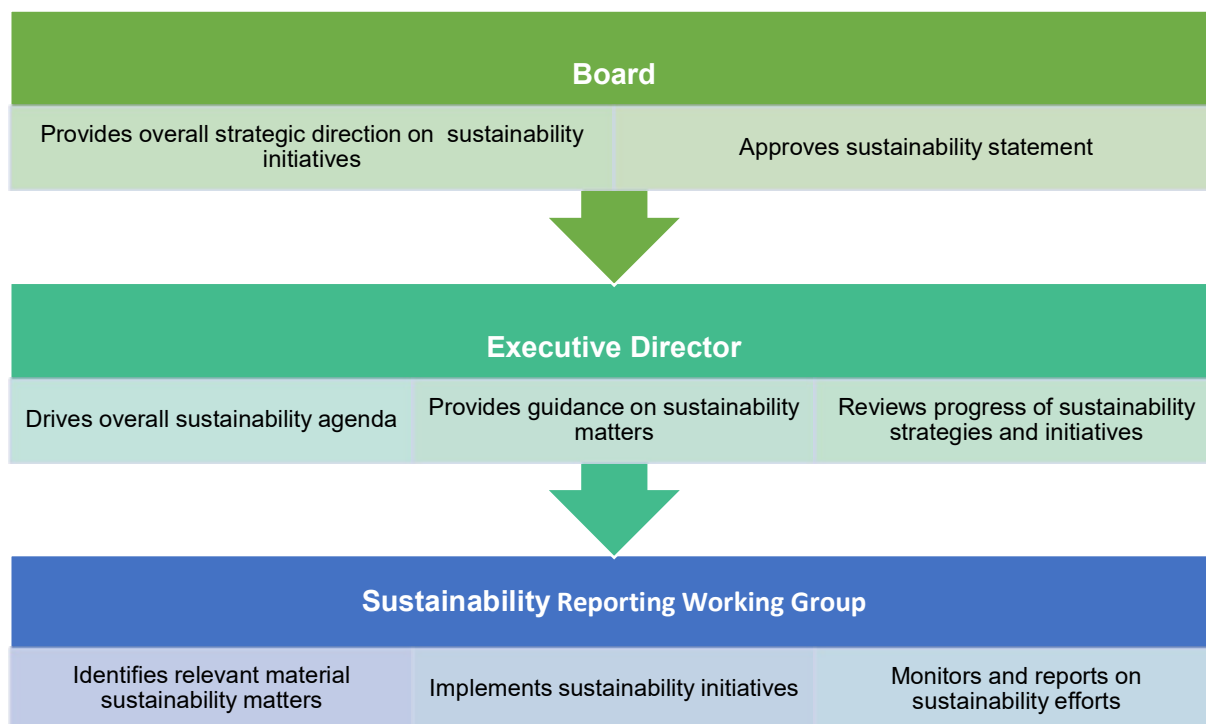
Our sustainability goals and efforts align with our commitment to sustainable practices that benefit people, communities, stakeholders, and the environment. Sustainability practices underline our operations and are integrated into our organisational culture, stakeholder engagement, governance, and processes.

## SUSTAINABILITY GOVERNANCE STRUCTURE

Strong corporate governance is essential to sustainable business operations. The Board of Directors (“**the Board**”) strives to uphold high standards of ethical behaviour in all aspects of our business. The Board abides by all relevant laws, regulations, and industry best practices in the jurisdictions in which we operate.

The Board has streamlined the governance structure by consolidating the Sustainability Committee's responsibilities under the Sustainability Reporting Working Group (“**SRWG**”). The SRWG comprises several key management personnel from finance, project, sales & marketing, human resources & internal quantity surveyor, and corporate planning, who oversee the identification, implementation, monitoring, and reporting on the Group's sustainability strategies and practices. The SRWG works with the Executive Director and reports directly to the Board to drive the Group's sustainability strategy.

The sustainability governance structure is illustrated below:



# SUSTAINABILITY STATEMENT (Cont'd)

## SUSTAINABILITY POLICY (“the Policy”)

The Group adopted a sustainability policy as a guiding principle to improve sustainability performance.

To ensure the Policy remains relevant to our operations, we commit to reviewing it periodically.


The Policy endeavours to:

- Continuously assess and address significant EES concerns on our operations and incorporate these considerations into our business planning, decision-making and execution processes to ensure sustainability;
- Ensure compliance with relevant legislation, standards, policies and procedures;
- Ensure business activities are conducted ethically and transparently;
- Define targets and track sustainability performance;
- Improve efficiency in our operations;
- Maintain relationships with our stakeholders as we drive our sustainability journey; and
- Attract, develop, and retain talents by committing to fair employment practices, provision of career training and competitive remuneration packages.

## STAKEHOLDERS’ ENGAGEMENT






Effective, continuous engagement with our stakeholders enables us to support the Group in determining our sustainability approach. We continue to align and adapt the Group’s focus to the changing priorities of our stakeholders. Through constant engagement with all stakeholders, we build mutual trust and gain deeper insight into the community’s needs and market trends, enabling us to effectively formulate the Group’s sustainability strategies and practices.

The table below outlines the stakeholder groups, their area of interest and our methods of engagement during the reporting period:

Stakeholder	Area of interests	Methods of communication
<b>Shareholders and Investors</b> 	<ul style="list-style-type: none"> <li>❖ Return on investment</li> <li>❖ Financial performance</li> <li>❖ Branding</li> <li>❖ Company’s strategies and updates</li> <li>❖ Corporate governance</li> <li>❖ Risk management</li> </ul>	<p><b>Quarterly and as needed</b></p> <ul style="list-style-type: none"> <li>• Corporate announcements</li> </ul> <p><b>Annually</b></p> <ul style="list-style-type: none"> <li>• Annual reports</li> <li>• Annual general meeting</li> </ul> <p><b>Ongoing</b></p> <ul style="list-style-type: none"> <li>• Company’s website</li> </ul> <p><b>As needed</b></p> <ul style="list-style-type: none"> <li>• Investor relations</li> <li>• One-to-one or group meetings</li> <li>• Site visits</li> </ul>

# SUSTAINABILITY STATEMENT (Cont'd)

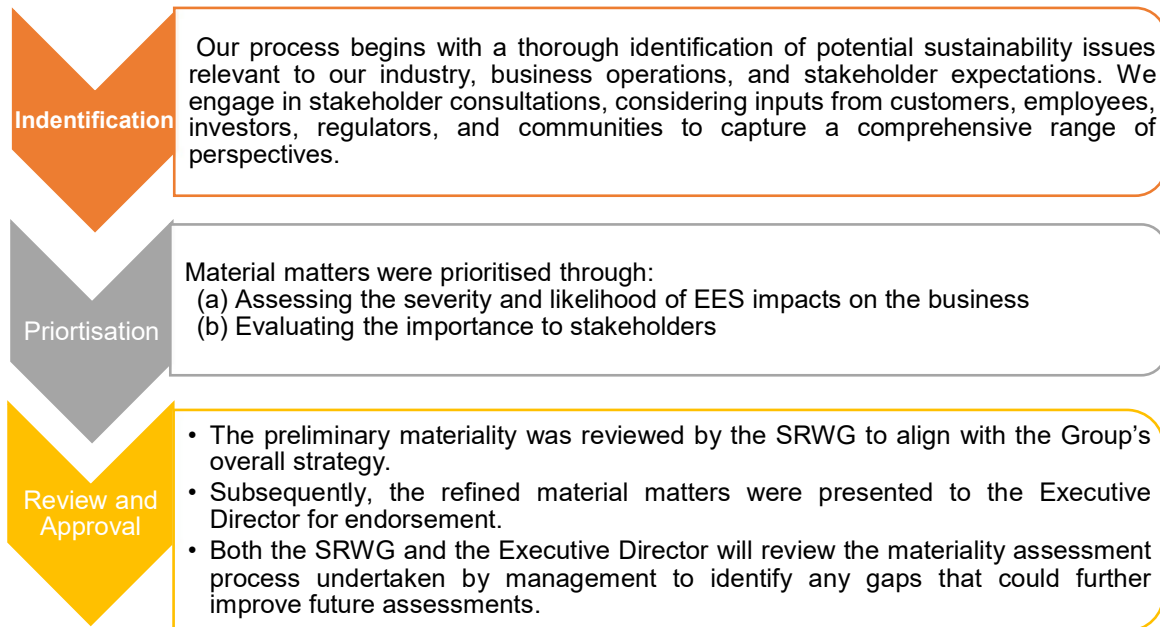
## STAKEHOLDERS' ENGAGEMENT (Cont'd)

Stakeholder	Area of interests	Methods of communication
<b>Customers (existing and potential)</b> 	<ul style="list-style-type: none"> <li>❖ Community activities and programmes</li> <li>❖ Company's development and updates</li> <li>❖ Project launches</li> <li>❖ Customer engagements</li> <li>❖ Quality of products</li> </ul>	<b>Ongoing</b> <ul style="list-style-type: none"> <li>• Company's website</li> <li>• Events and engagement sessions</li> <li>• Social media</li> <li>• Customer care services</li> <li>• Marketing materials</li> <li>• Sales galleries</li> </ul>
<b>Employees</b> 	<ul style="list-style-type: none"> <li>❖ Career development and opportunities</li> <li>❖ Remuneration, welfare and benefits</li> <li>❖ Training and skills enhancement</li> <li>❖ Workplace health and safety</li> <li>❖ Work-life balance</li> </ul>	<b>Ongoing</b> <ul style="list-style-type: none"> <li>• Regular meetings</li> <li>• Sports &amp; Social Club's activities</li> <li>• Festive Lunch &amp; Dinner</li> <li>• Training &amp; development</li> </ul>
<b>Government/Regulatory Authorities</b> 	<ul style="list-style-type: none"> <li>❖ Compliance with the latest laws and regulations</li> <li>❖ Approvals and permit</li> <li>❖ Labour practices, environmental and health issues</li> </ul>	<b>Ongoing</b> <ul style="list-style-type: none"> <li>• Updates from regulators</li> <li>• Regular consultations</li> <li>• Site inspections/audits</li> </ul> <b>As needed</b> <ul style="list-style-type: none"> <li>• Formal meetings</li> </ul>
<b>Suppliers and contractors</b> 	<ul style="list-style-type: none"> <li>❖ Fair procurement</li> <li>❖ Sustainable partnerships</li> <li>❖ Quality &amp; timely delivery</li> <li>❖ Legal compliance</li> <li>❖ Occupational health &amp; safety</li> </ul>	<b>Ongoing</b> <ul style="list-style-type: none"> <li>• Trainings and briefings</li> <li>• Meetings and discussions</li> <li>• Tendering and procurement process</li> <li>• Suppliers/contractors audit and performance evaluation</li> </ul>
<b>Community and the Public</b> 	<ul style="list-style-type: none"> <li>❖ Societal contributions</li> <li>❖ Socio-environmental impact from operations</li> <li>❖ Local community support</li> <li>❖ Corporate social responsibility initiatives</li> </ul>	<b>Ongoing</b> <ul style="list-style-type: none"> <li>• Community engagement programs</li> <li>• Social media</li> </ul>

# SUSTAINABILITY STATEMENT (Cont'd)

## MATERIALITY ASSESSMENT

Our materiality assessment process comprises three (3) phases:



## MATERIAL SUSTAINABILITY MATTERS

In our pursuit of integrating sustainability into our business operations and practices, we regularly review and assess the relevance of our material sustainability matters. For FY2025, the following eleven (11) material sustainability matters from the previous reporting period were deemed to be still relevant to our businesses and stakeholders.

Sustainability Matters	UNSGDs
<b>Economic</b>	
Financial Performance	8 DECENT WORK AND ECONOMIC GROWTH
Sustainable Procurement and Supply Chain Management	8 DECENT WORK AND ECONOMIC GROWTH 12 RESPONSIBLE CONSUMPTION AND PRODUCTION
Corporate Governance and Business Ethics - Anti-Corruption	16 PEACE, JUSTICE AND STRONG INSTITUTIONS

# SUSTAINABILITY STATEMENT (Cont'd)

## MATERIAL SUSTAINABILITY MATTERS (Cont'd)

Sustainability Matters	UNSGDs
<b>Environmental</b>	
Pollution and Waste Management	  
Energy and Water Management	  
<b>Social</b>	
Data Privacy and Security	
Community/ Society Support	 
Human Capital – Diversity and Equal Opportunity	  
Labour Practice and Standards - Talent Management, and Employee Development and Engagement	 
Health and Safety	 
Product and Service Responsibility	 

## 1. ECONOMIC

### Financial Performance

An astute financial performance is one of the key factors in maintaining the Group's long-term continuity. The Group is committed to improving sustainable, responsible corporate performance to ensure the needs and expectations of all stakeholders are met.

Financial performance sustainability is a foundational element for Y&G's overall success. It not only supports the day-to-day operations but also enables the pursuit of long-term goals related to economic, environmental, social, and governance considerations. The Group regularly review our performance to identify gaps and further evolve our strategies to enhance our business operations.

Our strategy for maintaining and achieving strong economic performance is to implement our business strategy. This strategy encompasses staying informed about market trends, maintaining a healthy balance sheet and robust cash flow, embracing technological advancements, addressing identified business risks, and pursuing market expansion.

# SUSTAINABILITY STATEMENT (Cont'd)

## 1. ECONOMIC (Cont'd)

### Financial Performance (Cont'd)

Despite the challenging year, our Group remained profitable in FY2025.

During FY2025, the business landscape was affected by a hike in material costs and sales and service tax, which impacted development costs. In the face of these challenging market conditions, we remain resilient and adaptable through our prudent resource management such as cost control, risk management and accountability.

The Group's financial indicators have largely remained stable as we continued to prioritise driving sustainable growth and creating long-term value for stakeholders while remaining resilient amid challenging market conditions.

The Group generated revenue of RM56 million and a profit after tax of RM0.23 million in FY2025. We remain positive about the future of the property market and will continue to be prudent in maintaining stable financials as the base for sustainable long-term growth, enabling us to execute our objectives of creating value over the coming years.

The Group is always aware of the importance of replenishing our land bank in strategic areas, and the proposed acquisitions of development land will add 548.35 acres to ensure the continuity of our business and sustainable growth. In this regard, we continuously conduct feasibility studies and assess market demand to acquire land and/or enter into joint ventures with other landowners at strategic locations to ensure an adequate long-term landbank supply.

Regarding project launches, the Group has several projects in the pipeline to capture targeted market segments. In this regard, the Group will continue to closely monitor market demand and conditions to ensure launches are conducted promptly in line with market conditions.

For further information on our financial performance, it can be found in:

- Management Discussion and Analysis : Page 13 to 19
- Audited Financial Statements : Page 76 to 162

### Sustainable Procurement and Supply Chain Management

As we strive to become a sustainable property developer, we manage our supply chain across the entire life cycle of the project from its initiation and development stages to subsequent construction and operation stages, to ensure alignment with our business standards. Supply chain management is key to the Group's economic performance and competitiveness. Hence, designing sustainability into our procurement and supply chain enables us to manage risks of business disruption and minimise rising costs.

# SUSTAINABILITY STATEMENT (Cont'd)

## 1. ECONOMIC (Cont'd)

### Sustainable Procurement and Supply Chain Management (Cont'd)

Our projects' main contractors are selected by our Contract Department ("CD") via tender and/or selection process. The CD has a formalised standard operating procedure ("SOP") in place for tender and/or selection processes, as well as for prioritising local businesses.

To ensure the delivery of high-quality products and services, we evaluate, monitor, and assess supplier and contractor service quality based on their work progress.

The Group is committed to promoting business opportunities and building the capacity of local contractors, suppliers and consultants across operations and throughout the supply chain to ensure that we effectively contribute to the local economy. The Group ensures compliance with applicable regulations issued by the Department of the Environment and the Department of Occupational Safety and Health.

In FY2025, all contractors, suppliers and consultants engaged by our Group adhered to the Group's product quality expectations, cost-effectiveness and business ethics standards. The Group recognises that engaging with local suppliers and supporting local businesses is fundamental to creating economic value and growth for the Malaysian economy.

For FY2025, all construction material procurement and related spending were with local contractors and suppliers.

### Corporate Governance and Business Ethics – Anti-Corruption

The Group acknowledges the importance of transparency and integrity throughout its operations. The Group is committed to the principles and best practices of corporate governance to ensure that these standards are observed throughout the Group, with the ultimate objective of enhancing long-term shareholder value and returns to our stakeholders.

At Y&G, we unwaveringly uphold a zero-tolerance policy on bribery and corruption across our organisation and supply chain. Aligned with industry standards and regulatory amendments, our Anti-Bribery and Corruption Policy ("**ABC Policy**") delineates clear expectations on the solicitation, offering, or acceptance of gifts and gratuities.

Violators of the ABC Policy, or those involved in prohibited acts, will face stringent disciplinary action, including potential suspension or termination, and may be subject to legal recourse if necessary. Remarkably, our diligent efforts resulted in zero recorded instances of bribery and corruption throughout FY2025.

In addition, our Code of Conduct and Ethics identifies and emphasises the areas of ethical risk, providing a framework to guide the actions and behaviours of all our directors and employees.

# SUSTAINABILITY STATEMENT (Cont'd)

## 1. ECONOMIC (Cont'd)

### Corporate Governance and Business Ethics – Anti-Corruption (Cont'd)

The Group has various policies in place that establish the rules of conduct and governance within the organisation can be found at the Company's website, [www.ygcorp.com.my](http://www.ygcorp.com.my):

- a. Board Charter;
- b. Code of Conduct and Ethics;
- c. Investor Relations Disclosure Policy;
- d. Remuneration Policy;
- e. Whistle Blowing Policy; and
- f. Anti-Bribery and Corruption Policy.

Our commitment to combating corruption involves educating our employees on its negative consequences. Through awareness campaigns, we strive to foster a deep understanding of the importance of ethical behaviour and the adverse effects of corruption on our organisation and society.

Our Group is committed to ensuring the integrity of its operations through systematic bribery and corruption risk assessments. We oversee an internal corruption monitoring system that incorporates operating guidelines covering record-keeping, relevant policies, procedures, and expected behaviours. Additionally, our internal audit helps ensure compliance with our internal policies and procedures.

We initiated discreet observations at the top management level to prevent manipulation of power for personal gain through bribery and corruption.

Our commitment endures as we actively identify and mitigate corruption risks across our operations, ensuring the ongoing integrity and transparency of our business practices.

## 2. ENVIRONMENTAL

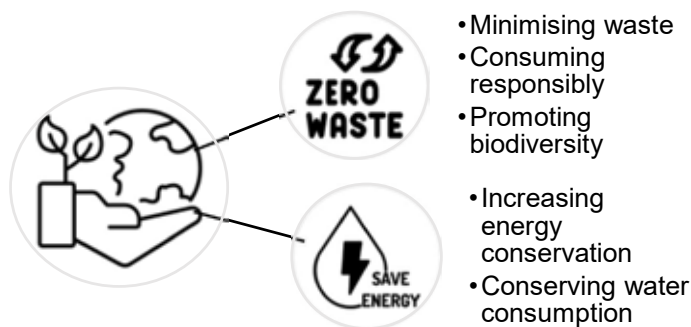
We understand that our business value chain contributes to the environmental footprint through the consumption of energy and water and the generation of waste. We aim to strike a balance between development and conservation. Through our pollution and waste management as well as energy and water conservation efforts, we are committed to reducing the environmental impact of our business and operations.

In the property development segment, there is a growing trend toward eco-friendly projects, with sustainability as a key decision criterion. This includes homes and buildings designed with environmentally friendly features to prevent global warming, as well as increased provisions for adequate green spaces that promote a healthier, more sustainable lifestyle. In this regard, we strive to incorporate more green initiatives into our projects to reflect our commitment to sustainability.

# SUSTAINABILITY STATEMENT (Cont'd)

## 2. ENVIRONMENTAL (Cont'd)

Going forward, we will continue to monitor our environmental impact and evaluate our operations to identify opportunities to implement practical sustainability initiatives and enhance our environmental conservation efforts.



### Pollution and Waste Management

In FY2025, our Group promoted Reduce, Reuse, Recycle, Repair, and Refuse across project sites and offices, fostering environmental awareness among our employees.

In today's environmentally conscious world, fostering workplace sustainability is critical. At our corporate office, we continue to encourage employees to think before printing to reduce paper use and promote a culture of recycling. Waste papers, newspapers, boxes and other recyclable materials were packed separately in the waste bin for collection. Employees are also encouraged to reuse envelopes, paper, and boxes, and to print double-sided whenever possible. Other simple green habits are encouraged, such as using electronic copies to reduce paper use, going digital for meetings and presentations, switching off lights during lunch and after hours, and reducing the use of plastic items for lunch takeaways. These actions are a good starting point for instilling environmentally friendly values among employees and collectively making a substantial impact on waste reduction and energy conservation. Moving forward, the Group will seek additional ways to reduce its paper usage as it systematically digitises more aspects of its organisation to enhance workflow and productivity.



Wall Signages at Corporate Office

# SUSTAINABILITY STATEMENT (Cont'd)

## 2. ENVIRONMENTAL (Cont'd)

### Pollution and Waste Management (Cont'd)

Office recycling programs contribute to environmental conservation and showcase a company's commitment to reducing its carbon footprint. Establishing an efficient recycling system in an office requires planning, education, and ongoing maintenance. Following the launch of our office recycling campaign in 2023, our group continues to promote waste reduction, resource conservation, and a green workplace.

As responsible property developers, we encourage our contractors to dispose of all scheduled and non-hazardous solid waste at approved disposal facilities and regulated landfills, respectively.

Regarding our projects, the Group:

- ✓ Comply with all relevant laws, in particular the Environmental Quality Act 1974 and the Environmental Impact Assessment (“EIA”) Report, if required. The EIA Report includes pollution, control and discharge of effluent and satisfies the noise, visual impact, aerial pollution and vibration parameters required with respect to our projects;
- ✓ Ensures the incorporation of appropriate mitigative, rehabilitative, restoration and enhancement measures in its planning, design and implementation works;
- ✓ Gives due consideration to the preservation and social implications of water, noise and air quality, soil, flora and fauna within the site of our project land; and
- ✓ Ensures that our project land is appropriately landscaped to enhance visual amenity.

We are pleased to note that the relevant authority imposed no fines or penalties in FY2025.

### Energy and Water Management

#### Energy Conservation

Reducing energy consumption can mitigate negative environmental impacts, such as greenhouse gas emissions, whether direct or indirect, that contribute to global warming. As the climate crisis continues to take its toll, we recognise the need to be responsible in how we consume energy. Monitoring water, electricity, and fuel consumption helps us identify where energy can be conserved and take the necessary steps to do so.

To further enhance energy efficiency, we continue to replace traditional lighting with LED and turn off all air conditioners after working hours.

#### Water Conservation

As a socially and environmentally responsible company, we recognise the critical importance of water in sustaining life and the environment, and we continue to emphasise water conservation. Responsible water use is essential to mitigate environmental impact, support biodiversity, and ensure community well-being. By prioritising water conservation, we aim to contribute to community well-being and ensure a sustainable, equitable water supply for present and future generations. This commitment helps maintain the delicate balance of ecosystems, sustain aquatic habitats, and preserve biodiversity.

# SUSTAINABILITY STATEMENT (Cont'd)

## 2. ENVIRONMENTAL (Cont'd)

### Energy and Water Management (Cont'd)

At Y&G, we have implemented a comprehensive approach to water conservation that encompasses the following key initiatives:

- Fostering a culture of awareness and responsibility among our employees in adopting water-conscious behaviours, enhancing our collective impact on water conservation.
- Minimising water wastage through regular inspections.

Furthermore, the Group is exploring a rainwater harvesting system for our construction sites. This initiative has the potential to reduce long-term costs, prevent soil erosion, and mitigate flooding risk by controlling runoff.

A summary of the water and electricity consumptions in FY2025, compared to the financial year ended 31 December 2024 ("FY2024"), is provided below:

#### i) Water & Electricity Consumption

	<b>FY2025</b>	<b>FY2024</b>	<b>Change</b>
<b>Water Consumption (m<sup>3</sup>)</b>	53,747	73,151	(19,404)
<b>Electricity Consumption (kwh)</b>	149,004	356,851	(207,847)

The decrease in consumption was mainly due to the reduction in the property portfolio in FY2025, resulting from the handover of the Joint Management Body of Trifolia @ Klang (Blocks B & C) to the Management Corporation.

## 3. SOCIAL

### Data Privacy and Security

In an era of digital transformation, ensuring data security and privacy, and maintaining our customers' trust are paramount. Our commitment to protecting sensitive information aligns with the principles set out in Malaysia's Personal Data Protection Act 2010 ("PDPA"). This legislation serves as the cornerstone for the responsible and ethical handling of personal data.

All companies within the Y&G Group and their employees strictly comply with data privacy laws and may not disclose data without prior consent from the relevant parties.

The PDPA underscores the importance of obtaining clear and Informed consent before collecting and processing personal data. We continue to prioritise transparency by providing individuals with clear information on how their data will be used, enabling them to make informed decisions. Consent is sought clearly and transparently, and individuals are kept informed of any changes to data processing activities. For example, a clear note regarding personal data protection is included in our notice of general meeting, proxy form and other documents. User access and activities are regularly reviewed to prevent unauthorised access or misuse of authority.

# SUSTAINABILITY STATEMENT (Cont'd)

## 3. SOCIAL (Cont'd)

### Data Privacy and Security (Cont'd)

We respect individuals' rights to access and correct their data, as outlined in the PDPA. Our procedures facilitate easy access to personal information, and we have mechanisms in place to promptly address requests for corrections. This commitment ensures that the data in our possession is accurate and up to date.

In the event of a data breach, our incident response plan is activated swiftly with immediate containment, thorough investigation, and transparent communication with affected parties and relevant authorities. This proactive stance not only mitigates potential risks but also upholds our commitment to accountability.

Our commitment to data security and privacy is not static; it's an ongoing process. We continuously monitor changes in the regulatory landscape, ensuring that our practices evolve in tandem with emerging threats and legal requirements. This commitment to continuous compliance underscores our dedication to safeguarding the privacy of personal data entrusted to us.

By embracing these principles, we not only protect our stakeholders' interests but also help build a trustworthy digital ecosystem in Malaysia.

As of 31 December 2025, there were no substantiated complaints of customer privacy breaches or data loss.

### Community/ Society Support

We strongly believe that cultivating a positive relationship between businesses and communities enhances social inclusion and yields tangible, favourable long-term outcomes. The Group is committed to fostering open communication with its community.

Our commitment to sustainability extends beyond our business operations to the communities we serve. Recognising the integral role of communities in our broader ecosystem, we prioritise initiatives that support their well-being and development. This commitment not only aligns with our values but also supports our company's sustainability.

Community support is a cornerstone of our sustainability strategy. Engaging with and uplifting the communities around us not only fulfils our corporate social responsibility but also creates a positive and reciprocal relationship that enhances the long-term viability of our business. By addressing societal needs and investing in community well-being, we foster goodwill, strengthen our brand, and help build resilient, thriving societies.

#### (a) Total Amount Contributed to the Community:

Our financial commitment to community development is a tangible demonstration of our dedication to sustainability. For FY2025, we contributed RM2,468.00 to communities with external target beneficiaries.

# SUSTAINABILITY STATEMENT (Cont'd)

## 3. SOCIAL (Cont'd)

### Community/ Society Support (Cont'd)

#### (b) Total Number of Beneficiaries:

The impact of our community investments is measured not just in dollars but in the lives positively affected. Over the past year, our efforts have directly benefited many individuals within these communities. We collaborate with local stakeholders to ensure our initiatives address specific needs and create a meaningful, lasting impact.

We believe in the power of sustainable partnerships. By engaging with local organisations, NGOs, and community leaders, we ensure our initiatives align with the real needs of the people we aim to support. This collaborative approach not only enhances the effectiveness of our programs but also empowers communities to actively participate in their development.

In December 2025, the Group's employees visited a nursing home and an orphanage, Persatuan Kebajikan Warga Tua & Pusat Penjagaan Kanak-Kanak Wilayah Persekutuan. ("The Donee"). As part of the visit, the Group's employees and the Sport Club donated groceries and electrical appliances to the nursing and orphan home. The visit was deeply fulfilling for both the employees and the Donee. Employees noted that engaging with the Donee fostered a stronger sense of empathy and community.



*Visit at Nursing and Orphan House*

### Human Capital

The Group recognise that our employees are the main driving force behind our success and continued growth. Promoting diversity and inclusivity in the workplace gives us a competitive advantage by enabling us to draw on and harness a broad spectrum of knowledge, perspectives, and ideas. Consistent with this commitment, we actively promote equal employment opportunities and non-discrimination, encouraging diversity across gender, race, religion, age, and nationality.

# SUSTAINABILITY STATEMENT (Cont'd)

## 3. SOCIAL (Cont'd)

### Human Capital (Cont'd)

We believe in harnessing the collective strength and diversity of our workforce to drive sustainability in our business. The Group is committed to fostering innovative ideas, recognising and rewarding performance, and supporting our people in achieving their professional development goals through continuous investment in their career development. We also advocate for workforce diversity, equality and inclusivity.

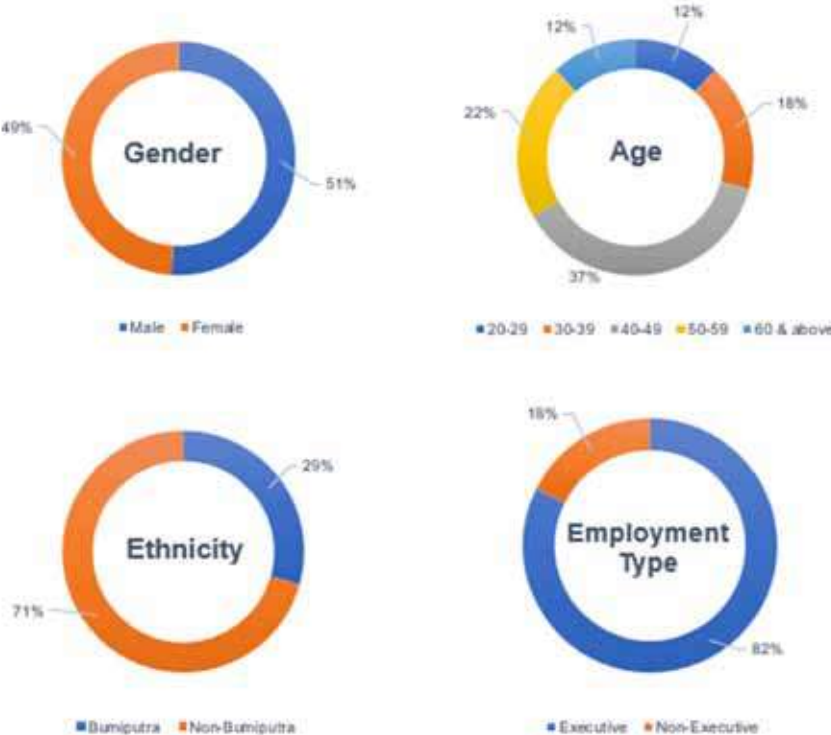
#### Diversity and Equal Opportunity

The Group adopts a meritocracy policy under which all employees are rewarded based on annual performance reviews. This performance-based reward system motivates the employees to strive for excellence and prioritise the Group's interests.

While the Group does not set specific numerical targets for diversity by gender, race, or age, we are dedicated to enhancing workplace diversity at all levels. Our recruitment and career development practices uphold the principles of equal opportunity and focus on competence and experience when selecting candidates for new positions, particularly given the technical nature of the tasks.

As of 31 December 2025, our group workforce comprises 51 employees.

The charts below show our employee demographics by gender, ethnicity, age, and employment type as at 31 December 2025.



Our Group maintains a zero-tolerance policy towards all forms of harassment & discrimination in terms of race, ethnicity, religion, gender, nationality, age and disability.

# SUSTAINABILITY STATEMENT (Cont'd)

## 3. SOCIAL (Cont'd)

### Labour Practice and Standards

#### Talent Recruitment, Retention and Development

We are dedicated to the recruitment, retention and development of high-performing individuals, fostering a work environment that is both conducive and empowering. Moreover, we invest in training programs to ensure our employees remain competitive, progressive, and well-prepared for the future.

We implement a forward-looking appraisal system that provides continuous feedback and guidance throughout the year, keeping employees challenged and focused on their career paths. The mid-year annual review is used to set the target for the following year. This dynamic appraisal approach, conducted more frequently, aligns with employees' preferences for real-time feedback to support self-improvement.

The ongoing development of our employees is paramount to the Group's continued success. We place great value on mentoring to provide support, nurture talent, and advance our employees' career development. Our goal is to invest in learning and development programs that equip them with the necessary skills and capabilities to build and empower a future-ready workforce. We firmly believe that by investing in our employees' skills, the Group will enhance its adaptability and resourcefulness in today's digital age, with our employees serving as the driving force behind the necessary changes. Additionally, developing our employees' interpersonal and communication skills will improve our customers' experience.

Investing in our employees' development is crucial to their well-being and supports overall business growth. Talent development within the organisation helps retain high-quality, valued workers.

During FY2025, the Group continues to offer a range of external training and development programmes to help our employees upskill, stay current with developments, and remain agile.

To keep our business sustainable, we instil the highest ethical standards in our employees and across all our practices, as reflected in the Code of Conduct and Ethics and the Whistle Blowing Policy, to foster a corporate culture of professionalism and ethical conduct. This, in turn, provides our stakeholders with confidence when conducting any dealings with the Group. In FY2025, the Group reported no non-compliance issues.

# SUSTAINABILITY STATEMENT (Cont'd)

## 3. SOCIAL (Cont'd)

### Labour Practice and Standards (Cont'd)

#### Employee Engagement

In FY2025, the Group organised a range of engagement activities through its Sports Club to enhance employee interaction.



*Chinese New Year Celebration at Corporate Office*



*Hari Raya Aidilfitri Celebration at Corporate Office*

# SUSTAINABILITY STATEMENT (Cont'd)

## 3. SOCIAL (Cont'd)

### Labour Practice and Standards (Cont'd)

#### Employee Engagement (Cont'd)



*Pickle Ball Game*



*Christmas Party at Corporate Office*

# SUSTAINABILITY STATEMENT (Cont'd)

### 3. SOCIAL (Cont'd)

#### Labour Practice and Standards (Cont'd)

##### Employee Development (Cont'd)

Our Group support the training and career growth of all employees by offering comprehensive development opportunities, including on-the-job training.

The training provided to the employees during FY2025 is summarised below:

Percentage of Employee Training	Total Hours of Training
22%	103

In FY2025, only 6 employees chose to pursue new opportunities outside our organisation. While employee turnover is a natural part of a dynamic workforce, we continually strive to understand the factors driving these transitions. As part of our commitment to continuous improvement, we conduct exit interviews to gather valuable insights from departing employees, enabling us to identify areas for improvement and ensuring their departure is a positive, mutually beneficial experience.

In our commitment to upholding human rights and fostering a positive workplace environment, we are pleased to report that there were no substantiated human rights violations complaints within the Group for FY2025. This reflects our ongoing commitment to upholding ethical standards and respecting our employees' rights.

#### Health and Safety

The Group recognises the importance of resilience in addressing occupational safety and health challenges, making it a key component of our sustainability framework. The Group has implemented SOPs in accordance with the Department of Occupational Safety and Health to safeguard the well-being, safety, and health of our employees, contractors, and the public at large. By establishing a healthy, safe, and favourable workplace environment, we aim to reduce or eliminate the incidence of injuries and illnesses among individuals working on our premises. This, in turn, contributes to heightened efficiency and increased productivity.

The Group ensures that appropriate safety and health measures and controls are in place to support safe business operations. We expect all levels of our workforce, business partners, suppliers, and subcontractors to adhere to necessary safety and health measures to minimise risk within our workplace.

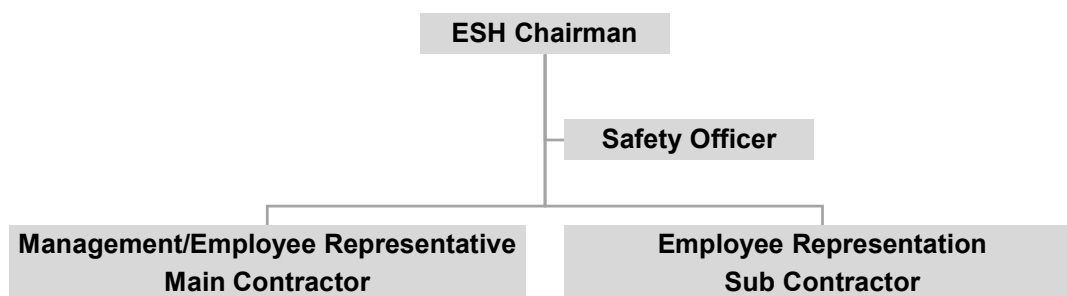
Our primary goal is to achieve zero fatalities, and our Group ensures that safety and health procedures and processes comply with statutory requirements.

Additionally, safety, health and environmental aspects are integrated into our procurement processes. Our contractors must comply with our site and safety requirements as well as the Department of Occupational Safety and Health's requirements regarding environmental safety and health. Failure to comply may result in penalties imposed on the main contractor for the duration of the contract with us. The Environmental, Safety and Health ("ESH") Committee chart for our projects is as follows:

# SUSTAINABILITY STATEMENT (Cont'd)

## 3. SOCIAL (Cont'd)

### Health and Safety (Cont'd)



To promote safety and health, and compliance with relevant authorities, the Group maintains insurance policies for its projects throughout the construction period as well as during the defects liability period as follows:

- (a) a contractor's all-risk policy against loss or damage to its projects from fire, flood, storm, tempest, lightning, explosion, aircraft or anything dropped therefrom, aerial objects bursting, overflowing water tanks, apparatus or pipes, earthquake, riot, civil commotion, etc.
- (b) a workmanship compensation policy against poor workmanship, defects, and/or damages caused by contractors'.

Our training initiatives encompass both knowledge- and skills-based programs that address crucial topics such as emergency response, hazard and risk management, and health awareness. Periodical reviews are conducted to ensure the ongoing relevance of these programs.

During FY2025, no material incidents related to work-related injuries or fatalities were recorded at the site.

Below is a summary of trainings, lost-time incidents and fatalities at our construction sites during FY2025:

	Employee/Contractor Workers	Contractor
<b>Number of employees and contractors trained on health and safety standards</b>	Average 100/month	Terrajaya Plus
<b>Lost Time Incident Rate</b>	0	Terrajaya Plus
<b>Number of work-related fatalities</b>	0	Terrajaya Plus

# SUSTAINABILITY STATEMENT (Cont'd)

## 3. SOCIAL (Cont'd)

### Products and Services Responsibility

Maintaining and improving the quality of products and services is essential to strengthening our market positioning and contributing to an organisation's success. We ensure our customers' needs are met, enabling our property sales to continue to grow.

#### Products

As a responsible developer, the Group recognises that the quality, on-time delivery, and innovation of its property products are vital to its sustainable growth and continuously seeks to improve its business approaches and processes in this area.

The construction quality of the appointed Main Contractors for each of our projects is closely monitored. The Group has appointed an in-house Quality Assurance/Quality Control team to conduct quality inspections during construction and issue non-conformance reports as and when necessary. Our appointed project consultants will also conduct periodic site visits/inspections.

#### Services

We maintain close relationships with our customers on social media, where we post our latest projects, promotional packages, and upcoming events at our sales galleries. To ensure our customers' satisfaction with our products and services, we work closely with them to gather feedback. Any inquiries from customers shall be promptly dealt.

#### Responsible Marketing

The Group is committed to delivering high-quality products and services to our customers and to conducting responsible customer engagement and communication to understand their concerns and expectations and meet their needs.

We regularly review and update our marketing materials and social media content to ensure the information and promotions presented are accurate and up to date.

We continually update, support, and assist our sales agents so that our customers have confidence in our products, and transactions can be concluded seamlessly. We expect our sales agents to market our products responsibly and ensure that information is properly presented to our house buyers.

During FY2025, the support/engagement provided to our sales agent includes (but is not limited) to the following:

- a) Regular briefings to share project information and receive feedback from sales agents;
- b) Providing digital brochures for sales agents to do marketing;
- c) Providing project models and 3D visual show units for sales agents to do marketing; and
- d) Tier-commission structure to incentivise sales agents.

In FY2025, the Group received no significant complaints from our sales agents or customers.

# SUSTAINABILITY STATEMENT (Cont'd)

## INDEPENDENT ASSURANCE

To enhance the credibility of this Sustainability Statement, it has been reviewed by our internal auditor.

## MOVING FORWARD

Sustainability is an integral part of our business strategy. We believe in strengthening corporate sustainability while safeguarding the longevity and success of our business.

The Group recognises that embedding sustainability in the business is a continuous, evolving practice. The Group will strive to achieve long-term, sustainable growth and make its brand synonymous with strength, reliability, and value creation.

As we embark on our path to improve our sustainability performance, we look forward to achieving more milestones for the Group. We remain steadfast in our commitment to sustainability strategies and goals.

This Sustainability Statement was approved by the Board on 2 April 2026.

# SUSTAINABILITY STATEMENT (Cont'd)

The Sustainability Table originates from Bursa Malaysia ESG Reporting Platform which is outlined in the Main Market Listing Requirement and adhering to the stipulated enhanced sustainability reporting criteria.

Y&G CORPORATION BHD BMLR Transition Period		Date & Time: 2026-04-06_10:25:30 FYE 31/12/2025			
Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Bursa (Health and safety)	Bursa C5(c) Number of employees trained on health and safety standards	Number	100	0	External (Limited)
Bursa (Labour practices and standards)	Bursa C6(a) Total hours of training by employee category : Management	Hours	58	0	Internal
Bursa (Labour practices and standards)	Bursa C6(a) Total hours of training by employee category : Executive	Hours	41	0	Internal
Bursa (Labour practices and standards)	Bursa C6(a) Total hours of training by employee category : Non-executive/Technical Staff	Hours	4	0	Internal
Bursa (Labour practices and standards)	Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	0	0	Internal
Bursa (Labour practices and standards)	Bursa C6(c) Total number of employee turnover by employee category : Management	Number	2	0	Internal
Bursa (Labour practices and standards)	Bursa C6(c) Total number of employee turnover by employee category : Executive	Number	3	0	Internal
Bursa (Labour practices and standards)	Bursa C6(c) Total number of employee turnover by employee category : Non-executive /Technical Staff	Number	1	0	Internal
Bursa (Labour practices and standards)	Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0	0	Internal
Bursa (Supply chain management)	Bursa C7(a) Proportion of spending on local suppliers	Percentage	100	0	Internal
Bursa (Data privacy and security)	Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0	Internal

# SUSTAINABILITY STATEMENT (Cont'd)

The Sustainability Table originates from Bursa Malaysia ESG Reporting Platform which is outlined in the Main Market Listing Requirement and adhering to the stipulated enhanced sustainability reporting criteria.

Y&G CORPORATION BHD BMLR Transition Period		Date & Time: 2026-04-06_10:25:30 FYE 31/12/2025			
Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category : Management Above 50	Percentage	45	0	Internal
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category : Executive Under 30	Percentage	23	0	Internal
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category : Executive Between 30-50	Percentage	69	0	Internal
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category : Executive Above 50	Percentage	8	0	Internal
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category : Non-executive / Technical Staff Under 30	Percentage	0	0	Internal
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category : Non-executive / Technical Staff Between 30-50	Percentage	33	0	Internal
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category : Non-executive / Technical Staff Above 50	Percentage	67	0	Internal
Bursa (Diversity)	Gender Group by Employee Category : Management Male	Percentage	57	0	Internal

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# SUSTAINABILITY STATEMENT (Cont'd)

The Sustainability Table originates from Bursa Malaysia ESG Reporting Platform which is outlined in the Main Market Listing Requirement and adhering to the stipulated enhanced sustainability reporting criteria.

Y&G CORPORATION BHD BMLR Transition Period		Date & Time: 2026-04-06_10:25:30 FYE 31/12/2025			
Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Bursa (Diversity)	Gender Group by Employee Category : Management Female	Percentage	43	0	Internal
Bursa (Diversity)	Gender Group by Employee Category : Executive Male	Percentage	42	0	Internal
Bursa (Diversity)	Gender Group by Employee Category : Executive Female	Percentage	58	0	Internal
Bursa (Diversity)	Gender Group by Employee Category : Non-executive / Technical Staff Male	Percentage	75	0	Internal
Bursa (Diversity)	Gender Group by Employee Category : Non-executive / Technical Staff Female	Percentage	25	0	Internal
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group : Male	Percentage	75	0	Internal
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group : Female	Percentage	25	0	Internal
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group : Under 30	Percentage	0	0	Internal
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group : Between 30-50	Percentage	25	0	Internal
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group : Above 50	Percentage	75	0	Internal
Bursa (Energy management)	Bursa C4(a) Total energy consumption	Megawatt	149,004	0	External (Limited)
Bursa (Health and safety)	Bursa C5(a) Number of work-related fatalities	Number	0	0	Internal
Bursa (Health and safety)	Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0	0	Internal

# SUSTAINABILITY STATEMENT (Cont'd)

The Sustainability Table originates from Bursa Malaysia ESG Reporting Platform which is outlined in the Main Market Listing Requirement and adhering to the stipulated enhanced sustainability reporting criteria.

Y&G CORPORATION BHD BMLR Transition Period		Date & Time: 2026-04-06_10:25:30 FYE 31/12/2025			
Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Bursa (Health and safety)	Bursa C5(c) Number of employees trained on health and safety standards	Number	100	0	External (Limited)
Bursa (Labour practices and standards)	Bursa C6(a) Total hours of training by employee category : Management	Hours	58	0	Internal
Bursa (Labour practices and standards)	Bursa C6(a) Total hours of training by employee category : Executive	Hours	41	0	Internal
Bursa (Labour practices and standards)	Bursa C6(a) Total hours of training by employee category : Non-executive/Technical Staff	Hours	4	0	Internal
Bursa (Labour practices and standards)	Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	0	0	Internal
Bursa (Labour practices and standards)	Bursa C6(c) Total number of employee turnover by employee category : Management	Number	2	0	Internal
Bursa (Labour practices and standards)	Bursa C6(c) Total number of employee turnover by employee category : Executive	Number	3	0	Internal
Bursa (Labour practices and standards)	Bursa C6(c) Total number of employee turnover by employee category : Non-executive /Technical Staff	Number	1	0	Internal
Bursa (Labour practices and standards)	Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0	0	Internal
Bursa (Supply chain management)	Bursa C7(a) Proportion of spending on local suppliers	Percentage	100	0	Internal
Bursa (Data privacy and security)	Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0	Internal

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# SUSTAINABILITY STATEMENT (Cont'd)

The Sustainability Table originates from Bursa Malaysia ESG Reporting Platform which is outlined in the Main Market Listing Requirement and adhering to the stipulated enhanced sustainability reporting criteria.

Y&G CORPORATION BHD BMLR Transition Period		Date & Time: 2026-04-06_10:25:30 FYE 31/12/2025			
Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Bursa (Water)	Bursa C9(a) Total volume of water used	Megalitres	53,747	0	Extrema (Limited)
Bursa (Waste management)	Bursa C10(a) Total waste generated	Metric tonnes	0	0	No assurance
Bursa (Waste management)	Bursa C10(a)(i) Total waste diverted from disposal	Metric tonnes	0	0	No assurance
Bursa (Waste management)	Bursa C10(a)(ii) Total waste directed to disposal	Metric tonnes	0	0	No assurance
Bursa (Emissions management)	Bursa C11(a) Scope 1 emissions in tonnes of CO2e	Metric tonnes	0	0	No assurance
Bursa (Emissions management)	Bursa C11(b) Scope 2 emissions in tonnes of CO2e	Metric tonnes	0	0	No assurance
Bursa (Emissions management)	Bursa C11(c) Scope 3 emissions in tonnes of CO2e (at least for the categories of business travel and employee commuting)	Metric tonnes	0	0	No assurance

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (“**Board**”) of Y&G Corporation Bhd. (“**the Group**” or “**the Company**”) presents this Corporate Governance (“**CG**”) Overview Statement (“**CG Statement**”) to provide shareholders and stakeholders with an overview of the CG practices of the Company under the leadership of the Board during the financial year ended 31 December 2025 (“**FY2025**”). This overview is guided by the key CG principles set out in the Malaysian Code on Corporate Governance 2021 (“**MCCG**”). Good corporate governance is a vital ingredient in the cultural and operational transformation that has occurred and continues to unfold within the Group. The Board continually strives to ensure that good corporate practices are upheld throughout the Group, as this is fundamental to fulfilling its responsibilities, including protecting and enhancing shareholder value and the Group’s financial performance.

This CG Overview Statement is prepared in compliance with the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), and it is to be read together with the CG Report 2025 of the Company (“**CG Report**”), which is available at the Company’s website, [www.ygcorp.com.my](http://www.ygcorp.com.my).

The CG Report outlines how the Company has applied the principles set out in the MCCG during FY2025.

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

### A1. Board’s Responsibilities

The Board collectively takes full responsibility for leading, governing, guiding, and monitoring the Group’s performance and long-term success, and, hence, for delivering sustainable value to its shareholders and stakeholders, including by practising high levels of good governance. All Board members are expected to demonstrate good stewardship, act in a professional manner, and uphold the core values of integrity and enterprise, with due regard for their fiduciary duties and responsibilities.

In fostering a strong CG culture in the Group, the Board has formalised and adopted the following policies, which the public can refer to on the Company’s website at [www.ygcorp.com.my](http://www.ygcorp.com.my) :

- a. Board Charter;
- b. Terms of Reference of the Board Committees;
- c. Directors’ Fit and Proper Policy;
- d. Code of Conduct and Ethics;
- e. Investor Relations Disclosure Policy;
- f. Remuneration Policy;
- g. Grievance Procedure;
- h. Whistle Blowing Policy; and
- i. Anti-Bribery and Corruption Policy.

To enhance the Group’s business and CG efficiency and effectiveness, the Board has established and delegated three (3) Board Committees namely, Audit and Risk Committee (“**ARC**”), Nomination Committee (“**NC**”) and Remuneration Committee (“**RC**”) to assist in its oversight function on specific responsibility areas; the details of which are set out in the Board Charter and this Annual Report. Each Committee operates under its respective terms of reference and reports to the Board with its recommendations. The ultimate responsibility for decisions on all important matters, however, lies entirely with the Board.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

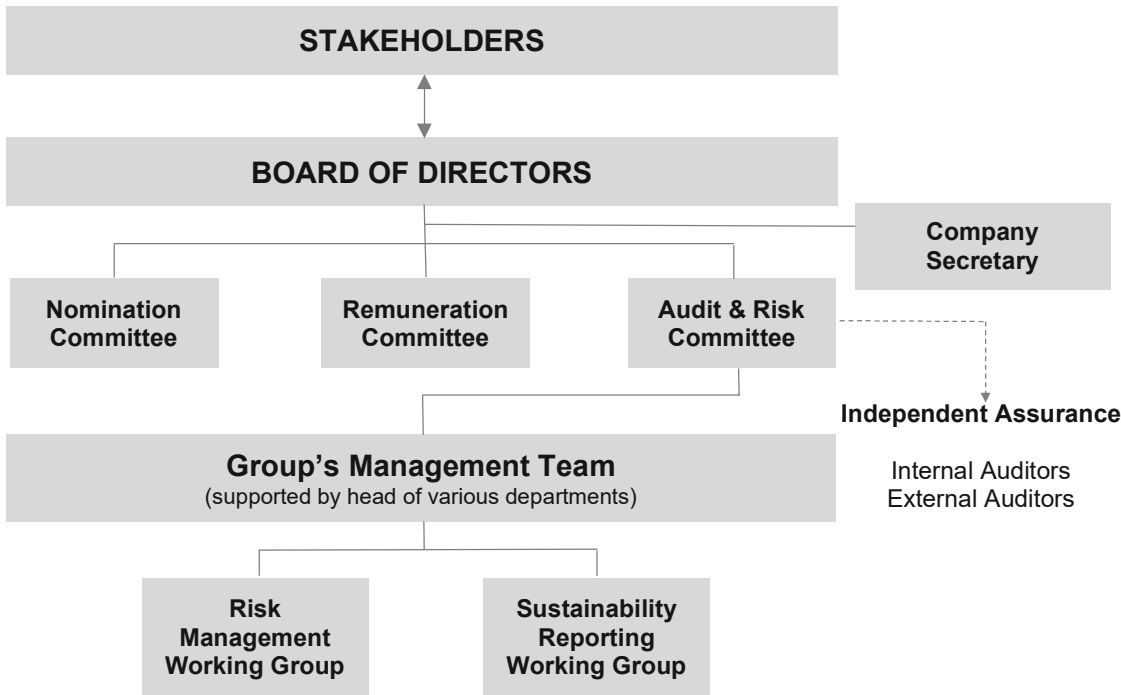
**A1. Board’s Responsibilities (Cont'd)**

The Board delegates specific powers to the Board Committees, the Group’s Non-Independent Non-Executive Chairman, Managing Director (“**MD**”), Deputy Managing Director (“**Deputy MD**”), Executive Director (“**ED**”), Non-Independent Non-Executive Director and Independent Non-Executive Directors. The day-to-day management of the Group’s business operations is headed by the Senior Management team, under the leadership of the MD, Deputy MD, and ED.

The Board is assisted by an experienced, competent, knowledgeable, and qualified Company Secretary who provides clear and sound advice on new regulations, current developments in the regulatory framework, and governance practices. The Company Secretary also ensures the timely and appropriate flow of information within the Board.

**Group Governance Framework**

The governance framework of the Group is illustrated below:



# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

### A1. Board's Responsibilities (Cont'd)

#### Board of Directors' Meetings ("Board Meetings")

The Board met every quarter during FY2025 to deliberate and approve, amongst others, the development of various ongoing and future projects, unaudited quarterly results, audited financial statements, regulatory updates, corporate governance and compliance. All proceedings of the Board Meetings were minuted and presented in the next meeting by the Company Secretary for confirmation and signed by the Chairman of the Meeting. At Board Meetings, the invited Management Team Member presented papers on the issue raised for discussion or as supplementary information, and consultants (including the Internal and External Auditors) were invited to provide further insight and/or share advice and opinions on matters related to governance, internal controls, and risk management. The Chairman consistently promotes constructive, healthy debate, and the Directors are free to express their views.

To facilitate the Directors' time planning, an annual meeting calendar is prepared and circulated to them before the start of each year. It provides the scheduled dates for Board meetings, Board Committee meetings, and the annual general meeting. The Directors and Principal Officers are also regularly advised of the closed periods for dealing in securities, based on the targeted dates for the announcement of the Group's quarterly and annual financial results.

During FY2025, the Board met seven (7) times, and the attendance record for each Director at the meetings of the Board and Board Committees is tabulated below:

Board of Directors	Meeting Attendance
<b>Mr. Lee Boon Hong @ Lee Boon Keong</b> <i>Non-Independent Non-Executive Chairman</i>	7/7 meetings
<b>Dato' Sri Yap Seng Yew</b> <i>Managing Director, Executive Director</i>	6/7 meetings
<b>Datin Sri Gan Li Li</b> <i>Deputy Managing Director, Executive Director</i>	6/7 meetings
<b>Dato' Yap Jun Jien</b> <i>Executive Director</i>	7/7 meetings
<b>Encik Mohd Shafizan bin Shahbudin</b> <i>Non-Independent Non-Executive Director</i>	7/7 meetings
<b>Mr. Tan Kak Teck</b> <i>Independent Non-Executive Director</i>	7/7 meetings
<b>Mr. Lee Szed Kee</b> <i>Independent Non-Executive Director</i>	7/7 meetings
<b>Ms. Amy Chan Chen Chen</b> <i>Independent Non-Executive Director</i>	6/7 meetings

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

### A1. Board's Responsibilities (Cont'd)

#### Board of Directors' Meetings ("Board Meetings") (Cont'd)

Audit and Risk Committee		Nomination Committee		Remuneration Committee	
<b><u>Chairman</u></b>		<b><u>Chairman</u></b>		<b><u>Chairman</u></b>	
Mr. Tan Kak Teck	7/7	Mr. Lee Szed Kee	2/2	Dato' Yap Jun Jien	1/1
<b><u>Member</u></b>		<b><u>Member</u></b>		<b><u>Member</u></b>	
Mr. Lee Szed Kee	7/7	Mr. Tan Kak Teck	2/2	Mr. Lee Szed Kee	1/1
Ms. Amy Chan Chen Chen	6/7	Ms. Amy Chan Chen Chen	2/2	Mr. Lee Boon Hong @ Lee Boon Keong	1/1
				Ms. Amy Chan Chen Chen	1/1
				Encik Mohd Shafizan bin Shahbudin	1/1

As part of the annual assessment of Directors, the Board was satisfied with the level of time commitment the Directors made to fulfilling their roles and responsibilities, as evidenced by their attendance record.

#### **Directors' Training**

Directors' training is important to equip Directors with the knowledge to discharge their duties more effectively.

The Directors are encouraged to continuously evaluate their training needs and to participate in relevant training programmes/seminars/webinars to further enhance their knowledge and expertise.

The Directors acknowledge that continuing education is vital for Board members to gain insight into the state of the economy, technological advances, regulatory updates, and management strategies, equipping them with the skills and knowledge to discharge their duties effectively.

During FY2025, all the Directors continuously received briefings and updates on the new regulations and statutory requirements, particularly on the changes or amendments made to the MMLR, application and adoption of best practices as recommended under the MCCG, circulars/directives/guidelines/consultation papers issued by Bursa Securities, Securities Commission Malaysia and Companies Commission of Malaysia respectively.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

### A1. Board's Responsibilities (Cont'd)

#### Directors' Training (Cont'd)

The training programmes/seminars/webinars attended by Directors during FY2025 are as follows:

Name of Directors	Training Programmes/Seminars/Webinars
Mr. Lee Boon Hong @ Lee Boon Keong	● IFRS Sustainability Disclosure Standard s IFRS S2
Dato' Sri Yap Seng Yew	● Applying MFRS 15 and MPERS S34 Construction Contracts and Property Development Activities
Datin Sri Gan Li Li	● Seminar Percukaian Kebangsaan 2025
Dato' Yap Jun Jien	● Taxation of Property Developers and Contractors
Encik Mohd Shafizan bin Shahbudin	● The Basic of Tax Treatment of Inter Company Transaction
Mr. Tan Kak Teck	● Seminar Belanjawan 2026
Mr. Lee Szed Kee	● Navigating Tariff and Opportunities ● Implementing Strategies with Skills Matrix ● E-Invoicing and Its Impact on Directors ● Key Highlights & Conversation with Datuk Johan Mahmood Merican
Ms. Amy Chan Chen Chen	● Seminar Percukaian Kebangsaan 2025

### A2. Board's Composition

Recognising that diversity enhances board effectiveness, we prioritise selecting an Independent Director with relevant expertise and experience.

During FY2025, the Group is led and managed by an experienced Board comprising eight (8) members with a wide range of business, legal, accounting, property development, mass communication, architectural and civil engineering backgrounds necessary for the effective stewardship of the Group.

The Board is supported by three (3) Board Committees: ARC, NC, and RC. The list of members is shown on page 9 of this Annual Report under Corporate Information.

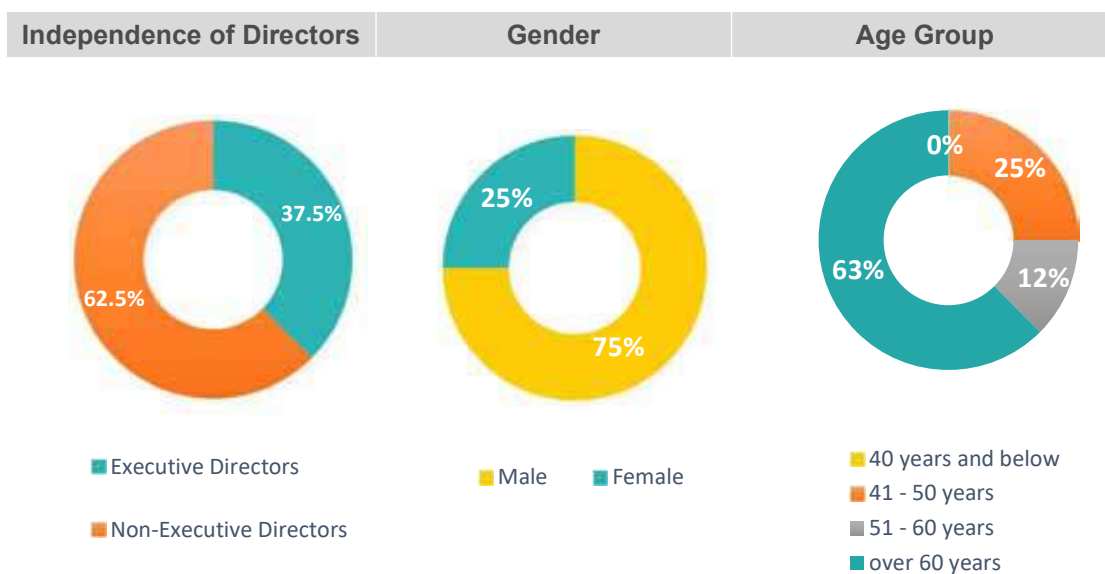
# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

### A2. Board's Composition (Cont'd)

The Board composition balances Executive, Non-Executive, and Independent Directors, adopts most MCCG best practices, and fulfils Paragraph 15.02(1) of the MMLR. As part of the process to ensure a balanced board, as prescribed in the Board Charter, and to meet the needs of the Group, the Independent Non-Executive Directors have accounting and mass communication backgrounds. The profile of the Board members is provided on pages 10 and 11 of this Annual Report.

A detailed view of the Board composition is illustrated below:



### Chairman and Managing Director

Mr Lee Boon Hong @ Lee Boon Keong is the Non-Independent Non-Executive Chairman, while Dato' Sri Yap Seng Yew is the MD of the Company. The roles of the Chairman and the MD are separated to ensure an appropriate balance of power, greater accountability, and a stronger Board capacity for independent decision-making.

The Non-Independent Non-Executive Chairman provides leadership to the Board, and the Group ensures that the Board functions effectively and is entrusted with managing the interface between the Board and Management.

The MD, on the other hand, leads the Group's management and oversees and monitors its business and operations.

The separate functions and responsibilities of the Chairman and the MD are set out in the Board Charter, available on the Company's website at [www.ygcorp.com.my](http://www.ygcorp.com.my).

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

### A2. Board's Composition (Cont'd)

#### Independence of Directors

The Board is mindful of the MCCG's prescribed practice regarding Board independence. The Board recognises that tenure of directorship is not an absolute indicator of a director's independence and objectivity, and that the spirit, intention, purpose, and attitude should also be considered.

The NC takes cognisance of MCCG Practice 5.3, which states that the tenure of an independent director should not exceed a cumulative term of nine (9) years. After nine (9) years, an independent director may continue to serve on the Board as a non-independent director. If the Board intends to retain an independent director beyond nine (9) years, it should justify the retention and seek annual shareholder approval through a two-tier voting process.

After ten (10) years as an Independent Non-Executive Director, on 29 May 2025, Mr Tan Kak Teck was approved to continue to act as an Independent Non-Executive Director via two-tier voting at the 59<sup>th</sup> AGM.

During FY2025, the Board, through its NC, assessed the independence of all its Independent Non-Executive Directors. Based on the Board's assessment, the Board is recommending that a resolution be put forward at the forthcoming 60<sup>th</sup> AGM to retain Mr Tan Kak Teck as an Independent Non-Executive Director via a two-tier voting process.

The NC's and Board's justification to retain Mr. Tan Kak Teck is premised on the followings: -

- a) He continues to fulfil the criteria and definition of Independent Director as set out under Paragraph 1.01 of the MMLR;
- b) During his tenure in office, he has not developed, established or maintained any significant personal or social relationship, whether direct or indirect, with the ED, major shareholders or Management of the Company (including their family members), other than normal engagements and interactions on a professional level consistent with and expected of him to carry out his respective duties;
- c) During his tenure in office, he has never transacted or entered into any transactions with, nor provided any services to the Group, the ED, major shareholders or Management of the Company (including their family members) within the scope and meaning as set forth under Paragraph 5 of Practice Note 13 of the MMLR;
- d) During his tenure in office, he has not been offered or granted any options by the Company. Other than director's allowances paid, which have been the norms and been duly disclosed in the annual reports, no other incentives or benefits of whatsoever nature have been paid to him by the Company;
- e) During his tenure in office, he has demonstrated his integrity, commitment and contributed effectively to the Board's decision-making process; and

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

### A2. Board's Composition (Cont'd)

#### Independence of Directors (Cont'd)

f.) During his tenure in office, he has gained a significant and detailed understanding and insights into the business operations and industry sectors in which the Group operates. This includes an understanding of the peculiarities, strengths, and weaknesses of the industry sectors, thereby enabling them to offer a different perspective during the decision-making process that a fresh appointee or a director holding office for a short time would not be able to offer.

The other Independent Non-Executive Directors, namely Mr. Lee Szed Kee and Ms. Amy Chan Chen Chen have fulfilled the criteria under the definition of Independent Director as stated in the MMLR and can provide objective and independent judgment in deliberation of the Board's agenda.

#### Nomination Committee

The NC comprises three (3) members, who are exclusively Independent Non-Executive Directors, as follows:

- Mr. Lee Szed Kee (*Chairman*)
- Mr. Tan Kak Teck
- Ms Amy Chan Chen Chen

The NC is responsible for identifying, evaluating, and nominating suitable candidates with the necessary mix of skills, experience, and competencies to be appointed to the Board and its Committees, ensuring the effectiveness of the Board and its Committees. The NC may also consider sourcing suitable candidates from independent sources as needed. The NC annually reviews and assesses the effectiveness of the Board and the Board Committees, as well as individual Directors, based on the criteria set out by the Board and according to the fulfilment of the respective Board Committee's Terms of Reference. The evaluation process is a constructive mechanism for improving the Board's effectiveness.

During FY2025, the activities carried out by the NC were as follows:

- Carried out an assessment and rating of the performance of the Board, Board Committees and individual Directors against the criteria as set out in the evaluation forms, such as ability to critically challenge and ask the right questions, fit and properness, calibre and personality, contribution and performance, competency and capability, commitment to serve the Company, due diligence and integrity.
- Assessed and evaluated the independence of all Independent Non-Executive Directors.
- Reviewed and recommended the re-election of Directors pursuant to the Company's Constitution.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

### A2. Board's Composition (Cont'd)

#### Nomination Committee (Cont'd)

To determine the eligibility of the Directors to stand for re-election at the 60<sup>th</sup> AGM, the Board, through its NC assessed the retiring Directors, and considered the following:

- (i) The Directors' performance and contribution;
- (ii) The Directors' skills, experience and strengths in qualities; and
- (iii) The level of independence demonstrated by the Independent Non-Executive Director, and his ability to act in the best interest of the Company in decision-making.

Each Director is provided with the assessment forms to complete before the meeting. The results of all assessments and the Directors' comments are summarised and deliberated at the NC meeting. Thereafter, the NC Chairman will report the assessment results to the Board for further deliberation. The Board will make a final decision on whether to recommend a Director for re-election as a Director or for retention as an Independent Non-Executive Director at the next AGM.

In assessing and recommending to the Board suitable candidature of Directors, the NC shall have regard to:

- a) size, age, composition, mix of skills, independence, diversity (including gender diversity), experience, competencies, cultural background and other qualities of the existing Board, level of commitment, resources and time that the recommended candidate can contribute to the existing Board and Group.
- b) the appropriate number of Independent Directors to fairly reflect the interests of minority shareholders to ensure a balance of power and authority on the Board; and
- c) the calibre, credibility, fit and properness, and necessary skills and experience of the candidate to bring an independent judgement on issues to be considered by the Board.

The Board has not set a gender diversity target, but it is moving towards more gender equality. The Board will focus on increasing the representation of women and people from diverse ethnic backgrounds on its Board and within Senior Management, and the person selected must be able to contribute positively to the Group's development.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

### A2. Board's Composition (Cont'd)

#### Remuneration Committee

The RC comprises five (5) members, all of whom are in the composition of Independent Non-Executive and Non-Independent Non-Executive Directors, as follows:

- Dato' Yap Jun Jien (*Chairman*)
- Mr. Lee Szed Kee
- Ms. Amy Chan Chen Chen
- Mr. Lee Boon Hong @ Lee Boon Keong
- Encik Mohd Shafizan bin Shahbudin

The RC's main responsibility is to review and recommend to the Board remuneration packages for all Directors and Senior Management that are commensurate with their respective levels of responsibility and individual performance.

The Board has adopted the principle recommended by the MCCG, whereby the level of remuneration for Directors is sufficient to attract and retain the right calibre of Directors and Senior Management for the successful performance of the Group. The Company has established a policy and procedure for the remuneration structure of its MD, Deputy MD, and ED, as well as the Non-Executive Directors. Due to the sensitive nature of the information, it shall only be disclosed to those with legal authority.

The remuneration of the MD, Deputy MD, and ED comprises fees, salaries, bonuses, allowances, Employees Provident Fund, and Social Security Contributions, and is structured to link rewards to corporate and individual performance. For Non-Executive Directors, the level of remuneration shall reflect the responsibilities undertaken by the Non-Executive Director concerned.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

### A2. Board's Composition (Cont'd)

#### Remuneration Committee (Cont'd)

The aggregate Directors' remuneration paid or payable to all Directors of the Company by the Group for the FY2025 is as follows:

NAME OF DIRECTORS	COMPANY				SUBSIDIARIES				GROUP RM'000
	Fees RM'000	Salary <sup>1</sup> RM'000	Others <sup>2</sup> RM'000	Total RM'000	Fees RM'000	Salary <sup>1</sup> RM'000	Others <sup>2</sup> RM'000	Total RM'000	
<b>MD, Deputy MD and ED</b>									
Dato' Sri Yap Seng Yew	105	180	23	308	-	540	65	605	913
Datin Sri Gan Li Li	105	180	23	308	-	480	58	538	846
Dato' Yap Jun Jien	-	90	13	103	110	360	44	514	617
<b>Total MD, Deputy MD and ED's Remuneration</b>	<b>210</b>	<b>450</b>	<b>59</b>	<b>719</b>	<b>110</b>	<b>1,380</b>	<b>167</b>	<b>1,657</b>	<b>2,376</b>
<b>Non-Executive Directors:</b>									
Lee Boon Hong @ Lee Boon Keong	-	-	36	36	-	-	-	-	36
Mohd Shafizan Bin Shahbudin	-	-	24	24	-	-	-	-	24
Tan Kak Teck	-	-	30	30	-	-	-	-	30
Lee Szed Kee	-	-	30	30	-	-	-	-	30
Amy Chan Chen Chen	-	-	30	30	-	-	-	-	30
<b>Total Non-Executive Directors' Remuneration</b>	<b>-</b>	<b>-</b>	<b>150</b>	<b>150</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>150</b>
<b>Total Directors' Remuneration</b>	<b>210</b>	<b>450</b>	<b>209</b>	<b>869</b>	<b>110</b>	<b>1,380</b>	<b>167</b>	<b>1,657</b>	<b>2,526</b>

1. Salary – Comprises salaries and bonuses

2. Others – Comprises emoluments and benefits such as allowances, EPF, SOCSO and HRDF.

Given below is the number of Directors of the Company whose total remuneration during the FY2025 falls within the following bands:

Band (RM)	Number of Directors		Total
	Executive	Non-Executive	
Below RM50,000	-	5	5
RM50,001 to RM100,000	-	-	-
RM100,001 to RM200,000	-	-	-
RM200,001 to RM400,000	-	-	-
RM400,001 to RM600,000	-	-	-
RM600,001 to RM800,000	1	-	1
RM800,001 and above	2	-	2

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

## PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

### B1. Audit and Risk Committee

The ARC comprises three (3) members, all of whom are Independent Non-Executive Directors, and its Chairman is not the Chairman of the Board, as follows:

- Mr. Tan Kak Teck (*Chairman*)
- Mr. Lee Szed Kee
- Ms. Amy Chan Chen Chen

The Board established the ARC to provide independent oversight of the Group's internal and external audit functions, financial reporting, risk management, and internal control systems, including reviewing the integrity of financial reporting and overseeing the independence of the Internal Auditors and External Auditors. The Terms of Reference of the ARC are available at the Company's website at [www.ygcorp.com.my](http://www.ygcorp.com.my).

The ARC sat seven (7) times during the year and discussed, amongst others, the draft audited financial statements, unaudited quarterly results, annual report, risk management report, the internal audit report, related party acquisitions and transactions. The ARC also evaluated the External Auditor and Internal Auditor on their independence, suitability, objectivity, competency, skill set, resources, and time commitment. A private meeting with the External Auditors was also held. No material matters of concern were reported by the External Auditors.

The details of the key activities carried out by the ARC during FY2025 are set out in the ARC Report of this Annual Report.

### B2. Risk Management and Internal Control Framework

The Board acknowledges the importance of risk management and internal control systems as integral to effective management practice and strives to safeguard shareholders' investments and the Group's assets. The ARC ensures that the principal risks in the Group are identified, assessed, and mitigated through the appropriate internal control system.

The Risk Management Working Group ("**RMWG**"), comprising the Group's Departmental Heads, was formed to assist the ARC in overseeing the risk management system, practices, and processes. The RMWG is responsible for continuously monitoring and managing the Group's risks through risk identification, assessment, and control.

The risk management review is conducted annually to assess and manage the Group's risks. The review is conducted to identify and address major risk areas, if any, across environmental, regulatory and legal governance, operational controls, financial, customers, products and services, consultants, contractors, human capital, and sustainability risks.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

### B2. Risk Management and Internal Control Framework (Cont'd)

The Group has outsourced internal audit services to an independent professional services provider (“**Outsourced IA**”), which reports directly to the ARC. Further details of the activities of the internal audit function carried out by the Outsourced IA during FY2025 are set out in the ARC Report on page 63 of this Annual Report.

The risk management framework and internal control system are disclosed in the Statement on Risk Management and Internal Control, pages 64 to 66 of this Annual Report.

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

### C1. Communication with Stakeholders

The Board acknowledges the importance of establishing a direct line of communication with shareholders and investors by timely disseminating information on the Group's performance and operations, including the distribution of annual reports and relevant circulars, and the release of quarterly financial results, press releases, and announcements.

The Company has in place policies and procedures governing the roles and responsibilities of Directors, Management, and employees, as well as the levels of authority for corporate disclosure requirements. The Company recognises the need to adopt high standards for the disclosure of relevant and material information regarding the Group's development. In addition, the Company emphasises the need for timely disclosures to shareholders, acknowledging the importance of keeping shareholders and the investment community informed about the Company's business and corporate developments to enable them to make informed judgments when valuing the Company's shares. Such information is disseminated via the Company's Annual Reports, quarterly financial results and the various announcements made from time to time to Bursa Securities, which are accessible via Bursa Securities' website at [www.bursamalaysia.com](http://www.bursamalaysia.com). The Group also maintains a website at [www.ygcorp.com.my](http://www.ygcorp.com.my), which provides all shareholders and investors with information about the Group.

The Company has provided a communication channel on its website through which enquiries and feedback may be submitted to the Company's Management.

### C2. Conduct of General Meetings

The Board also acknowledges that general meetings are important avenues for engaging with shareholders.

The annual general meeting of the Company represents the principal forum for dialogue with shareholders, where they may seek clarification on the Company's business. Shareholders are encouraged to participate in the question-and-answer session, and the Board will respond to any questions raised during the meeting to the best of its ability and knowledge.

To encourage shareholder participation at the annual general meeting, the Company sends the notice at least 28 clear days before the meeting to allow sufficient time for shareholders to arrange to attend either in person, by a corporate representative, proxy, or attorney.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

## PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (Cont'd)

### C2. Conduct of General Meetings (Cont'd)

The 59<sup>th</sup> AGM of the Company was held on 29 May 2025. All resolutions set out in the Notice of 59<sup>th</sup> AGM were put to a vote by poll via electronic voting, and an independent scrutineer was appointed to validate the poll results. All Directors, selected Management members and External Auditors were present at the 59<sup>th</sup> AGM to respond to the shareholders' and proxies' questions. There were no questions from shareholders or proxies at the 59<sup>th</sup> AGM.

In addition, on 29 December 2025, an Extraordinary General Meeting ("**EGM**") was held to seek shareholders' approval of the proposed new shareholders' mandate for recurrent related-party transactions ("**the Proposal**"). The Proposal was duly passed by the shareholders at the EGM.

This Corporate Governance Overview Statement was approved by the Board on 2 April 2026.

# AUDIT AND RISK COMMITTEE REPORT

The Audit and Risk Committee (“**ARC**”) assists the Board of Directors (“**Board**”) in overseeing the integrity of the Group’s financial reporting process, reviewing the results of internal and external audit activities and ensuring that audit findings are brought up to the highest level for consideration, on matters on accounting policies, the external audit reporting, risk management and the internal audit function.

## A. Authorities, Duties and Responsibilities

The authorities, duties, and responsibilities of the ARC are set out in the ARC’s Terms of Reference, which are included in the Board Charter.

## B. Composition

The ARC consists of three (3) members, who are exclusively the Independent Non-Executive Directors, as follows:

- Mr. Tan Kak Teck (*Chairman*)
- Mr. Lee Szed Kee
- Mr. Amy Chan Chen Chen

The Chairman of the ARC, Mr. Tan Kak Teck, meets the requirements of Paragraph 15.09(1)(c)(i) of the Main Market Listing Requirements (“**MMLR**”) as he is a Chartered Accountant and a member of the Malaysian Institute of Accountants.

## C. Meetings and Minutes

The ARC will meet at least four (4) times a year, with additional meetings held if necessary. If needed, meetings will be attended by Management, Internal, and/or External Auditors.

During the financial year ended 31 December 2025 (“**FY2025**”), the ARC held seven (7) meetings, and the records of attendance of each ARC member are as follows:

Name of ARC Members	Total number of meetings attended
Mr. Tan Kak Teck (Chairman)	7/7
Mr. Lee Szed Kee	7/7
Ms. Amy Chan Chen Chen	6/7

ARC members also met the External Auditors in one (1) private session without the presence of Managing Director, Deputy Managing Director, Executive Director and Management to discuss audit related matters that the External Auditors wish to raise directly with the ARC during FY2025.

The ARC Meetings are scheduled in advance and held just before the Board of Directors Meetings. The agenda includes items to be deliberated, reviewed, or decided, with further reporting to the Board. Notices and meeting papers are circulated to all members in due course before each meeting, with sufficient preparation time for deliberation on matters tabled.

Where necessary, the ARC will deliberate and vote on the written resolutions, accompanied by detailed explanations. Ample time will be provided to all ARC members to make informed, constructive decisions.

## AUDIT AND RISK COMMITTEE REPORT (Cont'd)

### C. Meetings and Minutes (Cont'd)

The Company Secretary is the secretary of the ARC and, in conjunction with the Chairman, is responsible for preparing the agenda and circulating it, together with explanatory documentation, to ARC members before each meeting. The Company Secretary is also responsible for keeping the minutes of meetings and circulating them to the ARC members for comment and confirmation. The signed minutes of the meeting are also circulated to the Board for notation.

### D. Summary of Activities of the ARC

The ARC carried out the following activities during FY2025:

- a) Reviewed the unaudited quarterly results announcements for each quarter of the Company and its subsidiaries (collectively referred to as “**Group**”) before the Board’s approval, focusing particularly on:
  - the overall performance of the Group;
  - the prospects of the Group;
  - the changes in or implementation of major accounting policy changes; and
  - compliance with accounting standards and other legal requirements.
- b) Reviewed with the outsourced Internal Auditors (“**Outsourced IA**”), the internal audit plan to ensure the adequacy of the scope, functions and resources to carry out their work;
- c) Reviewed internal audit reports and monitored/followed up on remedial actions with the Outsourced IA;
- d) Reviewed the audit planning memorandum, which lists out the audit programme undertaken by the External Auditors;
- e) Reviewed the results of the annual audit and audit report, including the key audit matters raised by the External Auditors;
- f) Reviewed related party transactions within the Group and conflict of interest situations that may arise within the Group, including any transaction, procedure or course of conduct that raises questions of management integrity;
- g) Reviewed the Corporate Governance Overview Statement, ARC Report, Additional Compliance Information, Statement on Risk Management and Internal Control and subsequently submitted the said documents to the Board for its consideration and approval for inclusion in the Annual Report for the financial year ended 31 December 2025;
- h) Reviewed the Corporate Governance Report for the financial year ended 31 December 2025 and recommended the same to the Board for its consideration and approval;
- i) Undertook an annual assessment of the suitability, objectivity, independence and performance of the External Auditors before recommending their re-appointment to the Board, upon which shareholders’ approval is sought at the Sixty Annual General Meeting held on 28 May 2026; and
- j) Assessed the suitability, objectivity, independence and performance of the Outsourced IA.

# AUDIT AND RISK COMMITTEE REPORT (Cont'd)

## E. Internal Audit Function

The Group has been outsourcing its internal audit functions to an Outsourced IA who acts independently with proficiency and, due to professional care, reports directly to the ARC. The Group's cost for the Outsourced IA amounted to RM26,400 in FY2025.

The principal roles of the Outsourced IA are:

- a) Maintaining a sound system of internal control to safeguard shareholders' investment and the Group's assets;
- b) Overseeing the conduct of the business to evaluate whether the business is being properly managed;
- c) Evaluating the system of internal control based upon the standard operating manual and put forward recommendations to the Management and ARC;
- d) Establishing an overview of the adequacy and effectiveness of the system of internal control in order to provide reasonable assurance regarding the achievement of the objectives in the following areas:
  - Effectiveness and efficiency of operations;
  - Suitability, reliability and integrity of financial and other management information; and
  - Compliance with the established policies, procedures, applicable laws and regulations;
- e) Addressing issues or concerns as requested by the Management or ARC;
- f) Reviewing any new system of internal control implemented; and
- g) Following up on actions taken in previous internal audit findings to determine if the issues and control deficiencies highlighted are subsequently rectified.

The Outsourced IA performed the audit on the Contract Department in FY2025.

No significant irregularity or deficiency in the internal control mechanism was brought to the ARC's attention by the Outsourced IA during FY2025.

This ARC report was approved by the Board on 2 April 2026.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

The Board of Directors ("**Board**") is aware of the importance of establishing and maintaining a sound risk management framework and internal control of the Y&G Corporation Bhd and its subsidiaries ("**the Group**") and pleased to present its Statement on Risk Management and Internal Control ("**Statement**") for the financial year ended 31 December 2025 ("**FY2025**"). This Statement is made in accordance with Paragraph 15.26(b) of the Main Market Listing Requirements ("**MMLR**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and as guided by the Bursa Securities' guidelines, Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers.

## A. Board's Responsibility

The Board acknowledges the importance of sound internal control and risk management systems in safeguarding shareholders' investments and other stakeholders' interests. However, such a system is designed to manage rather than eliminate the business risk, given the inherent limitations of any system. As such, the system could provide reasonable, but not absolute, assurance against material misstatement, operational failures, fraud, or loss.

The Group has implemented an ongoing process for identifying, evaluating, monitoring and managing significant risks that may affect the achievement of objectives throughout the year under review.

## B. Risk Management and Internal Control Process

The Board acknowledges that a sound framework for risk management and internal control is fundamental to good corporate governance. The Group's business activities and operations have been in operation for many years, with continuous improvements made by Management based on recommendations from External and Internal Auditors. Management's in-depth knowledge of the business and operations helped the Group identify the key risk areas.

The Board delegates the oversight of risk management and internal control to the Audit and Risk Committee ("**ARC**"). The ARC is assisted by the Risk Management Working Group ("**RMWG**"), which consists primarily of the Group's Departmental Heads.

The Management is responsible to implement and maintaining the following risk management framework:

- Establish a framework to systematically identify, evaluate, manage, control and monitor risks;
- Create risk awareness across the business by having accountability for risks and continuous monitoring;
- Emphasise reviewing risks at meetings to improve risk management; and
- Centralise the systematic gathering of risk profile data for risk mitigation action to be initiated under their degree of significance.

The risk management framework will be implemented and maintained to achieve the following objectives:

- The Group's operational plans and overall risks are to be communicated to all levels appropriately;
- Effectively identify, evaluate, manage, control and monitor significant risks;
- Systematically review and report on significant risks and take appropriate actions; and ensure timely response to risks by all levels of management.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (Cont'd)

## B. Risk Management and Internal Control Process (Cont'd)

The risk management framework is illustrated below:



Key risks which may impact the Group's business include:

### a) Operational Risks

- risks from insufficient or slacked internal processes, employees and systems;
- risks of not foreseeing and responding to changes in the operating environment, or executing strategies unsuccessfully; and
- risks from inappropriate product launching and marketing.
- slow property market

### b) Financial Risks

- Risks of loss from movements in financial markets and changes in financial variables; and
- Risks involving credit, liquidity, interest rates and exchange rates.

While pursuing strategic plans and ensuring continued growth, the Group will continue to emphasise sound risk management and internal controls to better position itself to address the challenges posed by a dynamic, competitive business environment.

## C. Key Elements of the Internal Control System

Key elements of the internal control system embedded in the Group's operations are as follows:

- An organisation structure with defined scopes of responsibilities, clear lines of accountability, and appropriate levels of delegated authority;
- A process of hierarchical reporting which provides for a documented and auditable trail of accountability;
- Regular and comprehensive information provided to Management, covering financial and operational performance and key business indicators, for effective monitoring and decision-making;
- A Code of Conduct and Ethics established for all employees, which defines the ethical standards and conduct of work required;
- Quarterly meetings for the Board are held to discuss the quarterly financial statements and issues that require the Board's attention.
- Operating policies and procedures are subject to regular review and improvement;
- Strategic planning, target setting and detailed budgeting process for each of the projects that have been approved by the Senior Management team.
- ARC's reviews of the internal control issues highlighted by the RMWG, Internal Auditors and External Auditors; and ARC's reviews of the adequacy and effectiveness of the internal control system of the Group.

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (Cont'd)

### **D. Review on the Adequacy and Effectiveness of Risk Management and Internal Control System**

The review of the adequacy and effectiveness of the risk management and internal control system involves the following:

- Annual assurance by the Managing Director, Deputy Managing Director and Executive Director on the adequacy and effectiveness of the risk management and internal control system, highlighting any weaknesses; and
- Periodical internal control review carried out regarding the approved internal audit plan by the outsourced Internal Auditors. The review reports will be presented to the ARC.

The risk management and internal control processes in place provide reasonable assurance that the internal control system structure is appropriate to the Group's business. However, the processes do not eliminate the possibility of poor judgment, human error, or unforeseen circumstances. The Board believes that the internal control system in place is adequate to safeguard the Group's assets and shareholders' investments for the year under review.

### **E. No Weakness in Internal Control That Result in Material Losses**

There were no material losses incurred during FY2025 arising from weaknesses in the Group's internal control system. Management will continue to implement appropriate measures to strengthen control activities, considering the evolving business environment.

### **F. Review of Statement by External Auditors**

As required by Paragraph 15.23 of the MMLR of Bursa Securities, the External Auditors have reviewed this Statement for inclusion in the Annual Report for FY2025. Their limited assurance review was performed in accordance with Audit and Assurance Practice Guide 3 ("AAPG 3") issued by the Malaysian Institute of Accountants.

AAPG 3 does not require the External Auditors to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system.

The External Auditors have reported to the Board that nothing has come to their attention that causes them to believe that the Statement is not prepared, in all material aspects, under the disclosures required by paragraphs 44 and 45 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, nor is the Statement factually inaccurate.

### **G. Conclusion**

To the best of our knowledge, no material losses were incurred during the year under review that were caused by weaknesses in internal control. Our Board has received assurance from the Executive Directors that our Group's risk management and internal control systems are operating effectively and adequately in all material respects. The Management continues to take measures to improve and strengthen the internal control environment.

This Statement was approved by the Board on 2 April 2026.

## ADDITIONAL COMPLIANCE INFORMATION

The following additional compliance information is provided in accordance with Paragraph 9.25 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

### 1. **Audit and Non-Audit Fees**

The amounts of audit fees payable by the Company and the Group to the External Auditors for the financial year ended 31 December 2025 were RM36,750 and RM121,450, respectively.

The non-audit fees payable by the Company and the Group to the External Auditors during the financial year ended 31 December 2025 amounted to RM4,000 and RM30,500, respectively.

### 2. **Material Contracts**

Other than those contracts disclosed as material events in Note 34 to the Financial Statements on pages 160 and 161, there were no material contracts entered into by the Company and its subsidiaries involving the interests of Directors or major shareholders either still subsisting at the end of the financial year ended 31 December 2025 or entered into since the end of the previous financial year.

### 3. **Utilisation of Proceeds Raised from Corporate Proposals**

The Company has no corporate proposals during the financial year ended 31 December 2025.

### 4. **RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE (“RRPT”)**

The shareholders of the Company had approved the RRPT at an Extraordinary General Meeting (“**EGM**”) held on 29 December 2025, to enable the Company to enter into such RRPTs.

The Proposed Renewal of Existing Shareholders’ Mandate will apply to the following transactions with the Related Party:

# ADDITIONAL COMPLIANCE INFORMATION (Cont'd)

## 4. RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE (“RRPT”) (Cont'd)

No.	Related Party	Transacting entity within the Group	Nature of RRPT	Estimated value of transactions disclosed in the Circulars to Shareholders dated 3 December 2025	Actual value transacted (from the date of the EGM held on 29 December 2025 to LPD) (RM' 000)	Estimated value from the date of the forthcoming 60th AGM up to the date of the next AGM <sup>(1)</sup> (RM' 000)	Interested Major Shareholders and/or Persons Connected to them
1.	TPSB	DASB	Provision of construction related services by TPSB.	45,500	3,021	42,479	<ul style="list-style-type: none"> <li>Dato' Yap is the Executive Director and indirect major shareholder of Y&amp;G through his interests in KASB, and he is a Director of DASB. He is also a Director and indirect major shareholder of TPSB through his interests in IPSB.</li> <li>Yap Jun Wei, being the sibling of Dato' Yap, is an indirect major shareholder of Y&amp;G through his interests in KASB, and a Director of DASB.</li> </ul>

# ADDITIONAL COMPLIANCE INFORMATION (Cont'd)

## 4. RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE ("RRPT") (Cont'd)

No.	Related Party	Transacting entity within the Group	Nature of RRPT	Estimated value of transactions disclosed in the Circulars to Shareholders dated 3 December 2025	Actual value transacted (from the date of the EGM held on 29 December 2025 to LPD) (RM' 000)	Estimated value from the date of the forthcoming 60th AGM up to the date of the next AGM <sup>(1)</sup> (RM' 000)	Interested Major Shareholders and/or Directors, Persons Connected to them
2.	TPSB	MPSB	Provision of construction related services by TPSB.	47,150	7,279	39,871	<ul style="list-style-type: none"> <li>Dato' Sri Yap Seng Yew is the Managing Director and indirect major shareholder of Y&amp;G through his interests in KASB, and he is a Director of MPSB.</li> <li>Datin Sri Gan Li Li is the Deputy Managing Director and indirect major shareholder of Y&amp;G through her interest in KASB, and she is a Director of MPSB.</li> <li>Dato' Sri Yap Seng Yew and his wife, Datin Sri Gan Li Li are parents of Dato' Yap and Yap Jun Wei.</li> </ul>

# ADDITIONAL COMPLIANCE INFORMATION (Cont'd)

## 4. RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE (“RRPT”) (Cont'd)

No.	Related Party	Transacting entity within the Group	Nature of RRPT	Estimated value of transactions disclosed in the Circulars to Shareholders dated 3 December 2025	Actual value transacted (from the date of the EGM held on 29 December 2025 to LPD) (RM' 000)	Estimated value from the date of the 60th AGM up to the date of the next AGM <sup>(1)</sup> (RM' 000)	Interested Major Shareholders and/or Persons Connected to them
3.	TPSB	MHSB	Provision of construction related services by TPSB.	9,060	352	8,708	<ul style="list-style-type: none"> <li>Dato' Yap is the Executive Director and indirect major shareholder of Y&amp;G through his interests in KASB, and he is a Director of MHSB. He is also a Director and indirect major shareholder of TPSB through his interests in IPSB.</li> <li>Yap Jun Wei, being the sibling of Dato' Yap, is an indirect major shareholder of Y&amp;G through his interests in KASB, and a Director of MHSB.</li> </ul>

## ADDITIONAL COMPLIANCE INFORMATION (Cont'd)

### 4. RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE (“RRPT”) (Cont'd)

**Note:**

The estimated values as set out above are based on management’s estimates of the value of transactions to be undertaken for the period from the forthcoming 60th AGM to the next AGM. However, the value of transactions may be subject to changes. Disclosure will be made in the Annual Report of the Company for FYE 31 December 2025 of the actual breakdown of the aggregate value of transactions contemplated as required under Paragraph 3.1.5 of Practice Note 12 of the Listing Requirements

There is no deviation of 10% or more between the aggregated actual value and the aggregated estimated value pursuant to Paragraph 10.12 of the MMLR

The details of the Group’s projects involving the RRPTs mentioned above are as follows:

No.	Project name & Location	Type of development	Commencement date	Expected completion date	Gross development value RM'000	Gross development cost RM'000
1.	Project Hamlet, The Meadows, Kuala Selangor, Selangor	Housing	2024	2027	158,000	113,000
2.	Project Trifolia, Port Dickson, Negeri Sembilan	Housing	2024	2027	145,000	123,000
3.	Project Kindle Estate, Rawang, Selangor	Housing	2026	2029	347,403	289,012

## ADDITIONAL COMPLIANCE INFORMATION (Cont'd)

### 5. DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Pursuant of Paragraph 9.25A of the MAIN Market Listing Requirements, below are the financial data that are relevant for purpose of Shariah screening by the Shariah Advisory Council of the Securities Commission Malaysia. These include financial data on Shariah non-permissible income arising from the Group's business activities and interest-based financial position.

#### A. Group Total Income and Total Assets

Total Income	Remark	Group	
		2025 (RM)	2024 (RM)
Revenue		56,045,455	19,472,721
Other Income		1,052,126	3,977,280
Interest Income		378,825	1,527,951
<b>Total</b>		<b>57,476,406</b>	<b>24,977,952</b>
<b>Total Assets</b>		<b>403,852,763</b>	<b>392,906,117</b>

#### B. Business Activities

Shariah Non-Compliant Activities	Remark	Group	
		2025 (RM)	2024 (RM)
Interest Income		378,825	1,527,951
<b>Total</b>		<b>378,825</b>	<b>1,527,951</b>

#### C. Component of Financial Position

##### (i) Cash Component

Islamic Account/ Instruments	Remark	Group	
		2025 (RM)	2024 (RM)
<b>Total</b>		<b>0</b>	<b>0</b>

Conventional Account/ Instruments	Remark	Group	
		2025 (RM)	2024 (RM)
Deposit with licensed bank		7,609,000	18,501,000
Cash at bank (exclude cash in hand)		17,490,000	26,289,000
<b>Total</b>		<b>25,099,000</b>	<b>44,790,000</b>

## ADDITIONAL COMPLIANCE INFORMATION (Cont'd)

### 5. DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING (Cont'd)

#### C. Component of Financial Position (Cont'd)

(ii) Debt Component		Group	
Islamic Financing	Remark	2025 (RM)	2024 (RM)
<b>Current</b>			
<b>Non-Current</b>			
<b>Total</b>		<b>0</b>	<b>0</b>
Conventional Borrowing		Group	
	Remark	2025 (RM)	2024 (RM)
<b>Current</b>			
Hire purchase payables		50,000	139,000
Bank overdrafts		3,943,000	-
Term loans		8,613,000	12,066,000
<b>Non-Current</b>			
Hire purchase payables		57,000	108,000
Bank overdrafts		-	-
Term loans		27,358,000	35,069,000
<b>Total</b>		<b>40,021,000</b>	<b>47,382,000</b>

This information was approved by the Board on 2 April 2026.

## STATEMENT OF DIRECTORS' RESPONSIBILITY IN RELATION TO THE FINANCIAL STATEMENTS

The Directors are responsible for preparing financial statements for each financial year which have been made out in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the provisions of the Act to give a true and fair view of the financial position of the Group and the Company as at the end of the financial year and of the financial performance and cash flows of the Group and the Company for the financial year then ended.

In preparing the financial statements for the year ended 31 December 2025, the Directors ensured that the Management had:

- adopted appropriate accounting policies and applied them consistently;
- made judgements and estimates that are reasonable and prudent; and
- prepared the financial statements on a going-concern basis.

The Directors are responsible for ensuring that the Group and the Company maintain accounting records that disclose the financial position of the Group and the Company with reasonable accuracy, thereby enabling the Directors to ensure that the financial statements comply with the Act.

The Directors are also responsible for taking reasonable steps to safeguard the assets of the Group and of the Company, and to prevent and detect fraud and other irregularities.

This Statement was approved by the Board on 2 April 2026.

# FIVE-YEAR FINANCIAL HIGHLIGHTS

FINANCIAL YEAR ENDED 31 DECEMBER

RM'000	2025	2024	2023	2022	2021
Revenue	56,045	19,473	38,734	64,839	75,420
Profit before tax	3,045	1,598	9,916	13,954	14,836
Profit after tax	229	313	6,319	9,722	8,175
Profit attributable to equity holders	226	306	6,347	9,714	8,166
Share capital	218,478	218,478	218,478	218,478	218,478
Equity attributable to equity holders	318,998	318,772	318,466	312,119	302,405
Total assets	403,852	392,905	399,018	386,060	389,927
Total borrowings	40,021	47,382	54,405	36,343	46,096
Net tangible assets (NTA)	319,489	319,260	318,947	312,628	302,906
NTA per share (RM)	1.46	1.46	1.46	1.43	1.38
Gearing ratio	12.55%	14.86%	17.08%	11.64%	15.24%
Earnings per share (sen)	0.10	0.14	2.91	4.45	3.74
Dividend per share (sen)	-	-	-	-	-
Return on equity	0.07%	0.10%	1.98%	3.11%	2.70%
Share Price – High (RM)	0.65	0.78	0.935	1.35	1.95
Share Price – Low (RM)	0.40	0.53	0.60	0.66	0.55
Share Price – Year Close (RM)	0.40	0.53	0.84	0.705	1.28
Market Capitalisation (RM' million)	87.39	115.79	183.52	154.03	279.65

# DIRECTORS' REPORT

The Directors submit their report and the financial statements of the Group and of the Company for the year ended 31 December 2025.

## PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding, property construction and management services. 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.

## SUBSIDIARIES

The details of the subsidiaries are disclosed in Note 8 to the financial statements.

## RESULTS FOR THE FINANCIAL YEAR

	<b>Group</b> <b>RM'000</b>	<b>Company</b> <b>RM'000</b>
Profit for the year	229	11,042
Profit for the year attributable to :		
Owners of the parent	226	11,042
Non-controlling interest	3	-
	<u>229</u>	<u>11,042</u>

## DIVIDENDS

No dividend has been paid or declared by the Company since the end of the previous financial year and the Directors do not recommend any dividend payment in respect of the current financial year ended 31 December 2025.

## RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year except for those provisions made within the ordinary course of business which have been disclosed in the financial statements.

# **DIRECTORS' REPORT** (Cont'd)

## **DIRECTORS' REPORT (Cont'd)**

### **ISSUE OF SHARES, DEBENTURES AND WARRANTS**

There were no new shares, debentures or warrants issued during the financial year.

### **BAD AND DOUBTFUL DEBTS**

Before the statements of financial position and statements of comprehensive income of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for impairment losses on receivables and satisfied themselves that all known bad debts had been written off and that allowance for impairment losses on receivables was not necessary.

At the date of this report, the Directors advise that they are not aware of any circumstances which would render it necessary to provide allowance for impairment losses on receivables or the amount written off for bad debts inadequate to any substantial extent.

### **CURRENT ASSETS**

Before the statements of financial position and statements of comprehensive income of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that any current assets other than debts, which were unlikely to be realised in the ordinary course of business, including their value as shown in the accounting records of the Group and of the Company, have been written down to an amount which they might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements of the Group and of the Company misleading.

### **VALUATION METHODS**

At the date of this report, the Directors are not aware of any circumstances which have arisen which render adherence to the existing methods of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

# DIRECTORS' REPORT (Cont'd)

## CONTINGENT AND OTHER LIABILITIES

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

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

No contingent or other liability of the Group and of the Company has become enforceable or is likely to become enforceable within the period of twelve (12) months after the end of the financial year (save and except for as disclosed below) ,which in the opinion of the Directors, will or may substantially affect the ability of the Group and of the Company to meet their obligations as and when they fall due.

Y&G Corporation Bhd as a holding company has provided corporate guarantee ("CG") amounting to RM265.30 million in respect of general banking facilities ("the Facilities") granted to its subsidiary companies, and such CG shall take effect upon the drawdown of the Facilities.

## CHANGE OF CIRCUMSTANCES

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

## ITEMS OF AN UNUSUAL NATURE

In the opinion of the Directors, the results of the Group and of the Company during the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature.

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, in the opinion of the Directors, affect substantially the results of the operations of the Group and of the Company for the financial year.

# DIRECTORS' REPORT (Cont'd)

## DIRECTORS' REPORT (Cont'd)

### DIRECTORS OF THE COMPANY

The Directors of the Company in office since the end of the last financial year to the date of this report are as follows :-

DATO' SRI YAP SENG YEW  
DATIN SRI GAN LI LI  
DATO' YAP JUN JIEN  
LEE BOON HONG @ LEE BOON KEONG  
MOHD SHAFIZAN BIN SHAHBUDIN  
TAN KAK TECK  
LEE SZED KEE  
AMY CHAN CHEN CHEN

### DIRECTORS OF THE SUBSIDIARIES

Pursuant to Section 253(2) of the Companies Act 2016, the Directors who served in the subsidiaries since the end of the last financial year to the date of this report are as follows :

DATO' SRI YAP SENG YEW  
DATIN SRI GAN LI LI  
DATO' YAP JUN JIEN  
YAP JUN WEI  
DATIN TEH MI MI  
GAN LI CHING  
ZURAI DI BIN AZIZ

### DIRECTORS' INTERESTS

The Directors holding office at the end of the financial year and their beneficial interests in the ordinary shares of the Company and of its related corporations during the financial year ended 31 December 2025, as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016, are as follows :-

# DIRECTORS' REPORT

(Cont'd)

## DIRECTORS' INTERESTS (Cont'd)

THE COMPANY	No. of Ordinary Shares			As at 31.12.2025
	As at 01.01.2025	Bought	Sold	
<b>Direct Interests :</b>				
DATO' SRI YAP SENG YEW	6,621,600	-	-	6,621,600
DATIN SRI GAN LI LI	6,687,383	-	-	6,687,383
DATO' YAP JUN JIEN	16,693,302	-	-	16,693,302
TAN KAK TECK	22,050	-	-	22,050
<b>Indirect Interests :</b>				
DATO' SRI YAP SENG YEW	134,853,033	-	-	134,853,033
DATIN SRI GAN LI LI	134,787,250	-	-	134,787,250
DATO' YAP JUN JIEN	113,112,208	-	-	113,112,208

HOLDING COMPANY	No. of Ordinary Shares			As at 31.12.2025
	As at 01.01.2025	Bought	Sold	
<b>Direct Interests :</b>				
DATO' SRI YAP SENG YEW	350,000	-	-	350,000
DATIN SRI GAN LI LI	350,000	-	-	350,000
DATO' YAP JUN JIEN	150,000	-	-	150,000

By virtue of their interest in the shares of the Company, the above-mentioned Directors, except for Mr. Tan Kak Teck, are also deemed interested in the shares of the subsidiaries during the financial year to the extent the Company has an interest pursuant to Section 8(4) of the Companies Act 2016.

Other than as disclosed above, none of the other Directors holding office at the end of the financial year held any interest in the shares of the Company or of its related corporations during the financial year.

## DIRECTORS' BENEFITS

Since the end of the previous financial year, no Director has received or has become entitled to receive a benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by the Directors or the fixed salary of a full-time employee of the Company disclosed below) 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.

# DIRECTORS' REPORT (Cont'd)

## DIRECTORS' BENEFITS (Cont'd)

The aggregate amount of emoluments and other benefits paid to or receivable by the Directors during the financial year are as follows:

	<b>Group RM'000</b>	<b>Company RM'000</b>
Directors' fee	320	210
Directors' salaries and allowance	1,980	600
Defined contribution plan	226	60
	2,526	870

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

Except as reported specifically in this report, no other services have been rendered or provided by the Directors or past Directors.

## INDEMNITY TO DIRECTORS AND OFFICERS

The Group and the Company have not indemnified directly or indirectly or effected any insurance for any Director and officer of the Group and of the Company.

## HOLDING COMPANY

The holding company is Kinta Aroma Sdn. Bhd., a company incorporated and domiciled in Malaysia.

## SIGNIFICANT AND SUBSEQUENT EVENTS

Except as disclosed in Note 34 to the financial statements, there have been no other significant events or subsequent events occurred during and after the end of the financial year.

# **DIRECTORS' REPORT** (Cont'd)

## **DIRECTORS' REPORT (Cont'd)**

### **INDEMNITY TO AUDITORS**

The Company has agreed to indemnify its auditors, T. H. KUAN & CO., the cost provided and permitted under Section 289 of the Companies Act 2016 in Malaysia. No payment has been made to indemnify T. H. KUAN & CO. during the financial year or since the end of financial year.

### **AUDITORS' REMUNERATIONS**

The auditors' remunerations of the Group and of the Company for the financial year ended 31 December 2025 is RM121,450 and RM36,750 respectively.

### **AUDITORS**

Messrs. T. H. KUAN & CO., Chartered Accountants, have expressed their willingness to accept re-appointment.

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

DATO' SRI YAP SENG YEW  
DIRECTOR

DATIN SRI GAN LI LI  
DIRECTOR

Petaling Jaya, Selangor Darul Ehsan

Dated : 2 April 2026

## STATEMENT BY DIRECTORS

PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT 2016

We, DATO' SRI YAP SENG YEW and DATIN SRI GAN LI LI, being two of the Directors of Y&G CORPORATION BHD., do hereby state that, in the opinion of the Directors, the accompanying financial statements set out on Pages 83 to 156 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the provisions of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025 and of their financial performance and cash flows of the Group and of the Company for the financial year then ended.

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

DATO' SRI YAP SENG YEW  
DIRECTOR

DATIN SRI GAN LI LI  
DIRECTOR

Petaling Jaya, Selangor Darul Ehsan

Dated : 2 April 2026

## STATUTORY DECLARATION

PURSUANT TO SECTION 251(1)(B) OF THE COMPANIES ACT 2016

I, YAP YOON SIN (NRIC No. : 731110-14-5147) (MIA Membership No. : CA20025), being the Officer primarily responsible for the financial management of Y&G CORPORATION BHD., do solemnly and sincerely declare that the accompanying financial statements set out on Pages 83 to 156 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 )  
YAP YOON SIN )  
NRIC No. : 731110-14-5147 )  
at Petaling Jaya, )  
in the State of Selangor Darul Ehsan )  
this day of 2 April 2026 )

Before me,  
WONG CHOY YIN  
No. B508  
Commissioner of Oaths

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF Y&G CORPORATION BHD. (196501000612 (6403-X))  
(Incorporated in Malaysia)

## Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of Y&G CORPORATION BHD., which comprise the statements of financial position as at 31 December 2025 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including a summary of material accounting policy information, as set out on page 83 to 156.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025, and of their financial performance and their cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting 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 matters included further hereunder within this report with no separate opinion given on the matters and key matters primarily involved significant matters where our professional judgement is required together with other audit procedures performed by us to form an overall audit opinion of the truth and fairness of the Group's financial statements.

# INDEPENDENT AUDITORS' REPORT (Cont'd)

TO THE MEMBERS OF Y&G CORPORATION BHD. (196501000612 (6403-X))  
(Incorporated in Malaysia)

## Key Audit Matters (Cont'd)

### 1. Property development revenue and profit recognition

Within the revenue and cost reported in the Group's financial statements, the recognition of the revenue and cost for the construction and sale of development properties is based on the stage of completion achieved by each development phase at each material time, of which include the reporting date reported herein.

The stage of completion at each material time is determined and calculated based on the actual property development costs incurred over the estimated total development cost for completing a development phase.

With the above determinants, the recognition of revenue is hence dependent on the estimated total cost of development, which has the inclusion of estimates and judgement made by the Directors on the cost to be incurred for the development.

In view of the above, there is a risk of deviation between the estimated cost and the actual cost of development incurred resulting in material variance in the amount of profit or loss recognised for the period reported herein.

Along with other audit procedures, the above matter is further addressed by us with the following audit procedures:-

- Procedures which ensure the estimated and actual cost incurred for each development phase were duly approved.
- Procedures which ensure the estimated and actual cost incurred for each development phase were duly monitored with deviation reported promptly.
- Procedures which ensure the stage of completion determined for the recognition of revenue and cost is supported by architect certification.
- Procedures which challenge the estimates provided within the feasibility study report of each development phase.

We also considered the adequacy of the disclosure on revenue recognition included in the material accounting policy information in Note 3.15(c), Note 3.16 and Note 3.21 as well as in the significant accounting estimate and judgements accounting policies of Note 4.1(c) to the financial statements.

### 2. Impairment of trade receivables

As at 31 December 2025, the respective credit risk of trade receivables of the Group, including past due but not impaired receivables of RM13.14 million together with other amounts of receivables of trade in nature have been respectively disclosed in Note 13 and Note 30(b)(i) of the financial statements.

In determining whether a provision for expected credit losses on receivables is required for the foregoing-mentioned amount of receivables past due and not impaired and the other receivables which are within the credit period of the Group, an on-going review and evaluation of the creditworthiness, trend of payments, including delinquent and/or default payment, subsequent receipts and payment terms of the receivables are performed by the management and Directors.

# INDEPENDENT AUDITORS' REPORT (Cont'd)

TO THE MEMBERS OF Y&G CORPORATION BHD. (196501000612 (6403-X))  
(Incorporated in Malaysia)

## Key Audit Matters (Cont'd)

### 2. Impairment of trade receivables (Cont'd)

In view of the review and evaluation performed by the management and Directors involves certain extent of judgement, there is a risk of inherent change in circumstances in which judgement was made, resulting a variation in the balance of receivables reported herein and the consequence effect to the results reported in the statement of comprehensive income.

Along with other audit procedures, the above matter of provision for expected credit losses on receivables is further addressed by us with the following audit procedures:-

- Procedures which ensure the design of credit control system is adequate and the implementation thereof in assessing creditworthiness of receivables is complied.
- Procedures which ensure the sales made to receivables are properly and adequately supported by legally enforceable documents of sale for recovery of debts.
- Procedures which ensure receivables are with adequate subsequent receipts and/or adequate subsequent support of financing arrangement.
- Procedures which ensure the adequacy of measures taken to recover the receivables.

### 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.

# INDEPENDENT AUDITORS' REPORT (Cont'd)

TO THE MEMBERS OF Y&G CORPORATION BHD. (196501000612 (6403-X))  
(Incorporated in Malaysia)

## **Responsibilities of the Directors for the Financial Statements**

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

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

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

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

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 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 or 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 and the Company to cease to continue as a going concern.

# INDEPENDENT AUDITORS' REPORT (Cont'd)

TO THE MEMBERS OF Y&G CORPORATION BHD. (196501000612 (6403-X))  
(Incorporated in Malaysia)

## **Auditors' Responsibilities for the Audit of the Financial Statements (Cont'd)**

- 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 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.

## **Other Matters**

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

T. H. KUAN & CO.  
AF 1216  
CHARTERED ACCOUNTANTS

YEAN WAI NYE  
No. 02970/02/2027 J  
CHARTERED ACCOUNTANT

Petaling Jaya, Selangor Darul Ehsan

# STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2025

	Note	GROUP		COMPANY	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>ASSETS</b>					
<b>Non-Current Assets</b>					
Property, plant and equipment	5	936	1,014	270	168
Investment properties	6	19,423	19,703	-	-
Land held for property development	7	238,643	224,144	-	-
Investment in subsidiaries	8	-	-	124,152	127,949
<b>Total Non-Current Assets</b>		<b>259,002</b>	<b>244,861</b>	<b>124,422</b>	<b>128,117</b>
<b>Current Assets</b>					
Inventories	9	6,240	6,629	-	-
Property development expenditure	10	24,771	27,034	-	-
Contract assets	11	5,436	10,457	-	-
Trade receivables	12	13,141	6,510	-	-
Other receivables and deposits	13	69,752	52,434	283,176	241,082
Current tax assets		411	190	-	-
Cash and cash equivalents	14	25,099	44,790	533	8,502
<b>Total Current Assets</b>		<b>144,850</b>	<b>148,044</b>	<b>283,709</b>	<b>249,584</b>
<b>TOTAL ASSETS</b>		<b>403,852</b>	<b>392,905</b>	<b>408,131</b>	<b>377,701</b>

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

# STATEMENTS OF FINANCIAL POSITION (Cont'd)

AS AT 31 DECEMBER 2025

	Note	GROUP		COMPANY	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>EQUITY AND LIABILITIES</b>					
<b>Equity</b>					
Share capital	15	218,478	218,478	218,478	218,478
Retained earnings	16	100,520	100,294	57,356	46,314
		<u>318,998</u>	<u>318,772</u>	<u>275,834</u>	<u>264,792</u>
Non-controlling interest		491	488	-	-
<b>Total Equity</b>		<u>319,489</u>	<u>319,260</u>	<u>275,834</u>	<u>264,792</u>
<b>Non-Current Liabilities</b>					
Obligation under finance leases	17	57	108	-	-
Bank borrowings	18	27,358	35,069	-	-
Deferred tax liabilities	19	8,034	8,038	-	-
<b>Total Non-Current Liabilities</b>		<u>35,449</u>	<u>43,215</u>	<u>-</u>	<u>-</u>
<b>Current Liabilities</b>					
Trade payables	20	27,686	13,253	-	-
Other payables and accruals	21	6,095	4,401	130,232	112,909
Obligation under finance leases	17	50	139	-	-
Bank borrowings	18	12,556	12,066	-	-
Current tax liabilities		2,527	571	2,065	-
<b>Total Current Liabilities</b>		<u>48,914</u>	<u>30,430</u>	<u>132,297</u>	<u>112,909</u>
<b>Total Liabilities</b>		<u>84,363</u>	<u>73,645</u>	<u>132,297</u>	<u>112,909</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u>403,852</u>	<u>392,905</u>	<u>408,131</u>	<u>377,701</u>

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

# STATEMENTS OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	GROUP		COMPANY	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Revenue	22	56,045	19,473	6,693	2,172
Cost of revenue	23	(42,267)	(12,764)	-	-
Gross profit		13,778	6,709	6,693	2,172
Other income		1,596	5,685	19,960	3,194
Administration expenses		(9,400)	(8,242)	(6,360)	(5,167)
Selling and distribution expenses		(584)	(1,092)	-	-
Other operating expenses		(1,942)	(1,128)	(4,895)	(859)
Profit/(Loss) from operations		3,448	1,932	15,398	(660)
Finance costs	24	(403)	(334)	(1,999)	(1,722)
<b>Profit/(Loss) before tax</b>	25	3,045	1,598	13,399	(2,382)
Income tax expenses	28	(2,816)	(1,285)	(2,357)	-
<b>Profit/(Loss) for the financial year</b>		229	313	11,042	(2,382)
Other comprehensive income		-	-	-	-
<b>Total comprehensive income/(loss)</b>		<b>229</b>	<b>313</b>	<b>11,042</b>	<b>(2,382)</b>
<b>Profit/(Loss) for the financial year / Total comprehensive income/(loss) attributable to :-</b>					
Owners of the parent		226	306	11,042	(2,382)
Non-controlling interest		3	7	-	-
		<b>229</b>	<b>313</b>	<b>11,042</b>	<b>(2,382)</b>
<b>Earnings per share attributable to owners of the parent (Sen per share)</b>					
Basic	29	0.10	0.14		

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

# STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

GROUP	Non-distributable		Distributable		Non-controlling interest RM'000	Total equity RM'000
	Share capital RM'000	Retained earnings RM'000	Share capital RM'000	Retained earnings RM'000		
As at 1 January 2024	218,478	99,988	318,466	481	318,947	
Transactions with owners :-						
Profit for the financial year	-	306	306	7	313	
Other comprehensive income	-	-	-	-	-	
<b>Total Comprehensive Income</b>	-	306	306	7	313	
<b>As at 31 December 2024</b>	218,478	100,294	318,772	488	319,260	
Transactions with owners :-						
Profit for the financial year	-	226	226	3	229	
Other comprehensive income	-	-	-	-	-	
<b>Total Comprehensive Income</b>	-	226	226	3	229	
<b>As at 31 December 2025</b>	218,478	100,520	318,998	491	319,489	

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

# STATEMENTS OF CHANGES IN EQUITY (Cont'd)

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	----- Non-distributable -----	Distributable	Total equity RM'000
	Share capital RM'000	Retained earnings RM'000	
<b>COMPANY</b>			
As at 1 January 2024	218,478	48,696	267,174
Loss for the financial year	-	(2,382)	(2,382)
Other comprehensive income	-	-	-
<b>Total Comprehensive Loss</b>	-	(2,382)	(2,382)
<b>As at 31 December 2024</b>	218,478	46,314	264,792
Profit for the financial year	-	11,042	11,042
Other comprehensive income	-	-	-
<b>Total Comprehensive Income</b>	-	11,042	11,042
<b>As at 31 December 2025</b>	218,478	57,356	275,834

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	----- GROUP -----		----- COMPANY -----	
		<u>2025</u> RM'000	<u>2024</u> RM'000	<u>2025</u> RM'000	<u>2024</u> RM'000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>					
Profit/(Loss) before tax		3,045	1,598	13,399	(2,382)
Adjustments for :					
Depreciation of property, plant and equipment	5, 25	222	266	42	33
Amortisation of investment property	6, 25	280	280	-	-
Impairment of investment in subsidiary	25	-	-	3,797	683
Property, plant and equipment written off	25	-	1	-	-
Interest on obligation under finance leases	24, 25	9	17	-	-
Term loan interest	24, 25	394	318	-	-
Unsecured cost of fund, net	25	-	-	(17,955)	(1,058)
Interest income	25	(379)	(1,528)	(6)	(414)
Gain on disposal of land	25	-	(3,385)	-	-
Unrealised foreign exchange loss	25	671	361	206	85
Operating profit/(loss) before changes in working capital		4,242	(2,072)	(517)	(3,053)
<b>Changes in working capital</b>					
Inventories		389	7,395	-	-
Property development expenditure		2,263	2,803	-	-
Contract assets		5,021	(10,457)	-	-
Trade and other receivables		(23,950)	6,844	(42,094)	(59,870)
Trade and other payables		16,127	1,539	17,323	28,653
Cash from/(used in) operation		4,092	6,052	(25,288)	(34,270)
Tax paid		(1,084)	(2,226)	(292)	-
<b>Net cash from/(used in) operating activities</b>		<b>3,008</b>	<b>3,826</b>	<b>(25,580)</b>	<b>(34,270)</b>

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

# STATEMENTS OF CASH FLOWS

(Cont'd)

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	GROUP		COMPANY	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>					
Acquisition of property, plant and equipment	5(a)	(144)	(63)	(144)	(63)
Addition of land held for property development	7	(14,499)	(27,012)	-	-
Proceeds from disposal of land held for property development		-	5,543	-	-
Additional shares investment in subsidiary		-	-	-	(150)
Interest income	25	379	1,528	6	414
<b>Net cash (used in)/from investing activities</b>		<b>(14,264)</b>	<b>(20,004)</b>	<b>(138)</b>	<b>201</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>					
Repayment of bank borrowings	37	(7,221)	(6,802)	-	-
Repayment of obligation under finance leases	37	(140)	(221)	-	-
Interest paid	24, 25	(403)	(334)	-	-
Unsecured cost of fund, net	25	-	-	17,955	1,058
Placement of deposits pledged to licensed banks	14	518	(1,299)	-	-
<b>Net cash (used in)/from financing activities</b>		<b>(7,246)</b>	<b>(8,656)</b>	<b>17,955</b>	<b>1,058</b>
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>		<b>(18,502)</b>	<b>(24,834)</b>	<b>(7,763)</b>	<b>(33,011)</b>
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR</b>		<b>36,714</b>	<b>61,909</b>	<b>8,502</b>	<b>41,598</b>
Effects of exchange rate changes on cash and cash equivalents		(671)	(361)	(206)	(85)
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>	14	<b>17,541</b>	<b>36,714</b>	<b>533</b>	<b>8,502</b>

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2025

## 1. CORPORATE INFORMATION

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

The principal place of business of the Company is located at Lot G-01, Ground Floor, Tower B, PJ City Development, No. 15A, Jalan 219, Seksyen 51A, 46100 Petaling Jaya, Selangor Darul Ehsan.

The registered office of the Company is located at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan.

The principal activities of the Company are investment holding, property construction and management services. 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.

The holding company is Kinta Aroma Sdn. Bhd., a company incorporated and domiciled in Malaysia.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 2 April 2026.

## 2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

### 2.1 Basis of Preparation

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

These financial statements are presented in Ringgit Malaysia ("RM"), which is the Group's and the Company's functional currency. All financial information is presented in RM and has been rounded to the nearest thousand, unless otherwise stated.

### 2.2 Amendments to MFRSs and New MFRSs Adopted

The accounting policies adopted are consistent with those of the previous financial year except as described below. The following new and amended MFRSs and Issues Committee ("IC") Interpretations issued by the Malaysian Accounting Standards Board ("MASB") became mandatory for current financial year of the Group and of the Company :

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS (Cont'd)

### 2.2 Amendments to MFRSs and New MFRSs Adopted (Cont'd)

#### Effective for the financial periods beginning on or after 1 January 2025

Amendment to MFRS 121	Lack of Exchangeability
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The adoption of the above standards and interpretations did not have any material effect on the financial performance or position of the Group and the Company.

### 2.3 Standards Issued But Have Not Been Effective

As at the date of authorisation of these financial statements, the following Standards, Amendments and IC Interpretations have been issued by the MASB but have not been effective and have not been adopted by the Group and the Company:-

#### Effective for the financial periods beginning on or after 1 January 2026

MFRS 1, MFRS 7, MFRS 9, MFRS 10 and MFRS 107	Annual Improvements to MFRS Accounting Standards -Volume 11
Amendments to MFRS 7 and MFRS 9	Amendments to the Classification and Measurement of Financial Instruments
Amendments to MFRS 7 and MFRS 9	Contracts Referencing Nature-dependent Electricity

#### Effective for the financial periods beginning on or after 1 January 2027

MFRS 18	Presentation and Disclosure in Financial Statements
MFRS 19	Subsidiaries without Public Accountabilities: Disclosures
Amendments to MFRS 121	Translation to a Hyperinflationary Presentation Currency

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS (Cont'd)

### 2.3 Standards Issued But Have Not Been Effective (Cont'd)

#### Effective date to be announced

Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
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The Group and the Company will adopt the above pronouncements when they become effective in the respective financial periods. These pronouncements are not expected to have any significant effect to the financial statements of the Group and the Company upon their initial application.

## 3. MATERIAL ACCOUNTING POLICY INFORMATION

### 3.1 Basis of Accounting

The financial statements of the Group and of the Company have been prepared under the historical cost convention, unless otherwise indicated in the accounting policies stated below.

### 3.2 Investment in Subsidiaries

A subsidiary is an entity over which the Group has the following:-

- (i) Power over the investee;
- (ii) Exposure, or rights, to variable returns from its involvement with the investee; and
- (iii) The ability to use power over the investee to affect the amount of the Company's returns.

In the Company's separate financial statements, investment in subsidiaries is stated at cost less impairment losses. On disposal of an investment, the difference between net disposal proceeds and its carrying amount is charged or credited to the profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.3 Basis of Consolidation

#### (a) Subsidiaries

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the reporting date. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Accounting policies are consistently applied for transactions and events in similar circumstances.

The Company controls an investee if and only if the Company has all the following:-

- (i) Power over the investee;
- (ii) Exposure, or rights, to variable returns from its involvement with the investee;
- (iii) The ability to use power over the investee to affect the amount of the Company's returns.

Subsidiaries are consolidated when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiaries. All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions are eliminated in full.

Losses of subsidiaries are attributed to the non-controlling interests even if that results in a deficit balance.

Changes in the Group's ownership interest in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interest and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. The resulting difference is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, a gain or loss calculated as the difference between the aggregate of the fair value of the consideration received and the fair value of any retained interest and the previous carrying amount of the assets and liabilities of the subsidiary and any non-controlling interest, is recognised in statements of comprehensive income. The subsidiary's cumulative gain or loss which has been recognised in other comprehensive income and accumulated in equity are reclassified to statements of comprehensive income or where applicable, transferred directly to retained earnings. The fair value of any investment retained in the former subsidiary at the date control is lost is regarded as cost on initial recognition of the investment.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.3 Basis of Consolidation (Cont'd)

#### (b) Business Combinations

Acquisitions of subsidiaries are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition-date fair value and the amount of any non-controlling interests in the acquiree. The Group elects on a transaction-by-transaction basis whether to measure the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Transaction costs incurred are expensed and included in administration expenses.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes in the fair value of the contingent consideration which is deemed to be an asset or liability, is recognised in accordance with MFRS 9 in profit or loss. If the contingent consideration is classified as equity, it will not be remeasured. Subsequent settlement is accounted for within equity. In instance where the contingent consideration does not fall within the scope of MFRS 9, it is measured at fair value at each reporting date with changes in fair value recognised in profit or loss.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition-date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition-date through profit or loss.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than fair value of the net assets of the subsidiary acquired, the difference is recognised in profit or loss. The accounting policy for goodwill is set out in Note 3.4.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.3 Basis of Consolidation (Cont'd)

#### (c) Transactions with Non-controlling Interests

Non-controlling interest represents the portion of profit or loss and net assets in subsidiaries not held by the Group and are presented separately in profit or loss of the Group and within equity in the consolidated statements of financial position, separately from the equity of the owners of the Company. Transactions with non-controlling interest are accounted for as transactions with owners. On acquisition of non-controlling interest, the difference between the consideration and fair value of the share of the net assets acquired is recognised directly in equity. Gain or loss on disposal to non-controlling interest is recognised directly in equity.

### 3.4 Intangible Assets

Goodwill is initially measured at cost. Following initial recognition, goodwill is measured at cost less accumulated impairment losses. Goodwill is not amortised but tested for impairment annually or more frequently when indications of impairment are identified.

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

The cash-generating unit to which goodwill has been allocated is tested for impairment annually and whenever there is an indication that the cash-generating unit may be impaired, by comparing the carrying amount of the cash-generating unit, including the allocated goodwill, with the recoverable amount of the cash-generating unit. Where the recoverable amount of cash-generating unit is less than the carrying amount, an impairment loss is recognised in the profit or loss. Impairment losses recognised for goodwill are not reversed in subsequent periods.

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

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.5 Property, Plant and Equipment

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

Subsequent to the initial recognition, costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are recognised in profit or loss as incurred.

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.6.

Depreciation on property, plant and equipment is calculated on the straight-line method so as to write off the cost of the property, plant and equipment net of impairment losses over their estimated useful lives. The principal annual rates used are as follows:-

Motor vehicles	10%
Renovation	10%
Furniture and fittings	10%
Plant, machinery and equipment	10% - 20%

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

Upon the disposal of an item of property, plant and equipment, the difference between the net disposal proceeds and the net carrying amount is recognised in the profit or loss.

### 3.6 Impairment of Non-Financial Assets

The Group and the Company assess at each reporting date whether there is an indication that non-financial assets (except for inventories, land held for property development, property development expenditure, contract assets, deferred tax assets and investment property measured at fair value) may be impaired. If any such indication exists, or when an annual impairment assessment for an asset is required, the Group and the Company make an estimate of the asset's recoverable amount.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.6 Impairment of Non-Financial Assets (Cont'd)

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

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

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

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

### 3.7 Investment Property

Investment property consists of investment in land and building that is not substantially occupied for use by, or in the operations of the Group and of the Company.

Investment property is treated as long term investment and is stated at cost less accumulated amortisation and accumulated impairment losses.

Amortisation is charged to profit or loss on the straight-line method over the estimated useful lives of the investment properties. The estimated useful lives of the freehold building are 50 years. Freehold land is not amortised.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.7 Investment Property (Cont'd)

Upon the disposal of an investment property, the difference between the net disposal proceeds and the carrying amount is charged or credited to the profit or loss.

### 3.8 Financial Instruments

#### (a) Financial Assets

Financial assets are recognised in the statements of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the financial instrument.

The Group and the Company determine the classification of financial assets upon initial recognition. The measurement for each classification of financial assets under MFRS 9 *Financial Instruments* are as below:-

#### (i) Financial Assets Measured at Amortised Cost

Financial assets that are debt instruments are measured at amortised cost if they are held within a business model whose objective is to collect contractual cash flows and have contractual terms which give rise on specific dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Subsequent to initial recognition, financial assets are measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss through the amortisation process and when the financial assets are impaired or derecognised.

#### (ii) Financial Assets Measured at Fair Value

Financial assets that are debt instruments are measured at fair value through other comprehensive income if they are held within a business model whose objectives are to collect contractual cash flows and selling the financial assets, and have contractual terms which give rise on specific dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.8 Financial Instruments (Cont'd)

#### (a) Financial Assets (Cont'd)

##### (ii) Financial Assets Measured at Fair Value (Cont'd)

Subsequent to initial recognition, financial assets that are debt instruments are measured at fair value. Any gains or losses arising from the changes in fair value of these financial assets are recognised in other comprehensive income, except impairment losses, exchange differences and interest income which are recognised in profit or loss. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is derecognised.

Financial assets that are debt instruments which do not satisfy the requirements to be measured at amortised cost or fair value through other comprehensive income are measured at fair value through profit or loss. The Group and the Company do not have any financial assets measured at fair value through profit or loss as at the current and previous financial year ends.

Equity instruments are classified as financial assets measured at fair value through profit or loss if they are held for trading or are designated as such upon initial recognition. Financial assets are classified as held for trading if they are acquired principally for sale in the near term or are derivatives that do not meet the hedge accounting criteria (including separated embedded derivatives). The Group and the Company can elect an irrevocable option to designate its equity financial instruments at initial recognition as financial assets measured at fair value through other comprehensive income if the equity instruments are not held for trading. The classification is determined on an instrument-by-instrument basis.

Subsequent to initial recognition, financial assets that are equity instruments are measured at fair value. Any gains or losses arising from the changes in fair value of these financial assets are recognised in other comprehensive income and are not subsequently transferred to profit or loss. Dividends on equity instruments are recognised in profit or loss when the Group's and the Company's right to receive payment is established.

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in the other comprehensive income is recognised in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.8 Financial Instruments (Cont'd)

#### (a) Financial Assets (Cont'd)

Regular way purchases or sales are purchase or sale of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned. All regular way purchases and sales of financial assets are recognised or derecognised on the settlement date, i.e. the date that the asset is delivered to or by the Group and the Company.

#### (b) Financial Liabilities

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

Financial liabilities are recognised in the statements of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the financial instrument. Financial liabilities are classified as either financial liabilities at fair value through profit or loss or other financial liabilities.

##### (i) Financial Liabilities at Fair Value through Profit or Loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are acquired for the purpose of selling in the near term. This includes derivatives entered into by the Group and the Company that do not meet the hedge accounting criteria. Derivative liabilities are initially measured at fair value and subsequently stated at fair value, with any resultant gains or losses recognised in profit or loss. Net gains or losses on derivatives include exchange differences.

The Group and the Company do not have any financial liabilities measured at fair value through profit or loss as at the current and previous financial year ends.

##### (ii) Other Financial Liabilities

Other financial liabilities are recognised initially at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.8 Financial Instruments (Cont'd)

#### (b) Financial Liabilities (Cont'd)

##### (ii) Other Financial Liabilities (Cont'd)

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

A financial liability is derecognised when the obligation under the liability is extinguished.

When an existing financial liability is replaced by another instrument from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amount is recognised in profit or loss.

#### (c) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### 3.9 Impairment of Financial Assets

At each financial year end, the Group and the Company assess whether there has been a significant increase in credit risk for financial assets by comparing the risk of default occurring over the expected life with the risk of default since initial recognition.

In determining whether credit risk on a financial asset has increased significantly since initial recognition, the Group and the Company use external credit rating and other supportive information to assess deterioration in credit quality of a financial asset. The Group and the Company assess whether the credit risk on a financial asset has increased significantly on an individual or collective basis. For collective basis evaluation, financial assets are grouped on the basis of similar risk characteristics.

The Group and the Company consider past loss experience and observable data such as current changes and future forecasts in economic conditions to estimate the amount of expected impairment loss. The methodology and assumptions including any forecasts of future economic conditions are reviewed regularly.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.9 Impairment of Financial Assets (Cont'd)

The amount of impairment loss is measured as the probability-weighted present value of all cash shortfalls over the expected life of the financial asset discounted at its original effective interest rate. The cash shortfall is the difference between all contractual cash flows that are due to the Group and the Company and all the cash flows that the Group and the Company expect to receive.

The Group and the Company recognise expected credit loss on the two-step approach as follows:

#### (a) 12-months expected credit loss

For a financial asset for which there is no significant increase in credit risk since initial recognition, the Group and the Company measure the allowance for impairment loss for that financial asset at an amount based on the probability of default occurring within the next 12 months considering the loss given default of that financial asset.

#### (b) Lifetime expected credit loss

For a financial asset for which there is a significant increase in credit risk since initial recognition, a lifetime expected credit loss for that financial asset is recognised as the allowance for impairment loss by the Group and the Company. If in a subsequent period the significant increase in credit risk since initial recognition is no longer evident, the Group and the Company revert the allowance for impairment loss measurement from lifetime expected credit loss to 12-months expected credit loss.

For trade receivables and contract assets, the Group and the Company apply the simplified approach in accordance with MFRS 9 *Financial Instruments* and measure the allowance for impairment loss based on a lifetime expected credit loss from initial recognition.

The carrying amount of the financial asset is reduced through the use of an allowance for impairment loss account and the amount of impairment loss is recognised in profit or loss. When a financial asset becomes uncollectible, it is written off against the allowance for impairment loss account.

### 3.10 Contingencies

A contingent liability or asset is a possible obligation or asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of uncertain future event(s) not wholly within the control of the Group and the Company.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.10 Contingencies (Cont'd)

Contingent liabilities and assets are not recognised in the statements of financial position of the Group and the Company.

### 3.11 Cash and Cash Equivalents

Cash and cash equivalents comprise cash in hand, bank balances and deposits and other short-term, highly liquid investments with a maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of statements of cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits.

### 3.12 Equity Instrument

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Ordinary shares are equity instruments.

Ordinary shares are recorded at the proceeds received. Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

### 3.13 Provision

Provisions are recognised when the Group and the Company have a present obligation as a result of past events, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and when a reliable estimate of the amount can be made.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. Where the effect of the time value of money is material, the provision is the present value of the estimated expenditure required to settle the obligation.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.14 Lease

#### (a) The Group and the Company as Lessee

The Group and the Company recognise a right-of-use asset and lease liability at the lease commencement date of the contract for all leases excluding short-term leases or leases for which the underlying asset is low value, conveying the right to control the use of an identified asset for a period of time.

The right-of-use asset is initially measured at cost, which comprise the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimated of costs to dismantle and remove the underlying assets or to restore the underlying assets or site on which it is located.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of the right-of-use asset are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurement of the lease liability.

If the lease transfers ownership to the Group and the Company by end of the lease term or if the cost of the right-of-use asset reflects that the Group and the Company will exercise a purchase option, the Group and the Company depreciate the right-of-use asset from the commencement date to the end of the useful life of the underlying assets. Otherwise, the Group and the Company depreciate the right-of-use asset from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the Group's and the Company's incremental borrowing rate. Subsequent to the initial recognition, the Group and the Company measure the lease liability by increasing the carrying amount reflect interest on the lease liability, reducing the carrying amount to reflect lease payments made, and re-measuring the carrying amount to reflect any reassessment or lease modifications.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.14 Lease (Cont'd)

#### (b) The Group and the Company as Lessor

The Group and the Company classified its leases as either operating leases or finance leases. Leases where the Group and the Company retain substantially all the risks and rewards of ownership of the leased assets are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

If the Group and the Company transfer substantially all the risks and rewards incidental to ownership of the leased assets, leases are classified as finance leases and are capitalised at an amount equal to the net investment in the lease.

### 3.15 Inventories

#### (a) Completed development properties

Inventories represent completed residential and commercial properties.

Inventories of completed residential and commercial properties are stated at the lower of cost and net realisable value. Cost is determined on the specified identification basis and includes costs of land, construction and appropriate development overheads.

Net realisable value is the estimated selling price in the ordinary course of business less estimated costs necessary to make the sale.

#### (b) Land Held for Property Development

Land held for property development consists of land on which no significant development work has been undertaken or where development activities are not expected to be completed with the normal operating cycle and such land is classified as non-current inventory and is stated at the lower of cost and net realisable value. Cost includes the purchase price of the land, conversion cost and other incidental costs incurred in bringing the land to the condition for development. When property development commences and it can be completed within the normal operating cycle, the carrying amount of the land, or a portion thereof, is transferred to property development costs using the specific identification method if it is specifically identifiable.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.15 Inventories (Cont'd)

#### (c) Property Development Expenditure

Property development expenditures are classified as current inventory and measured at lower of cost and net realisable value. Costs comprise land cost, development costs, including infrastructure costs and other directly attributable costs of property development. The property development costs are accounted for on a project-by-project basis. Land costs, infrastructure cost and other common cost are allocated to development projects by reference to land area used or by reference to relative development value of the project, depending on which basis better reflects a fair allocation of the costs incurred. When the development units are sold to customers, a portion of the development costs is transferred to contract asset account. The balance in the property development costs not transferred to contract assets represents costs of unsold units in progress.

### 3.16 Contract Assets and Contract Liabilities

Contract asset is the right to consideration for goods or services transferred to the customers. In the case of property development, contract asset is the excess of cumulative revenue earned over the billings to-date, for which the billings to customers are based on progress milestones set out in sale and purchase agreement with the customers. Contract asset is stated at cost less accumulated impairment losses. The amount of impairment losses is determined by comparing the contract asset's carrying amount and the present value of estimated future cash flows to be generated by the contract asset.

Contract liability is the obligation to transfer goods and services to customer for which the Group and the Company have received the consideration or have billed the customer. In the case of property development, contract liability is the excess of the billings to-date over the cumulative revenue earned.

### 3.17 Borrowing Costs

Borrowing costs are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditure and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period they are incurred. Borrowing costs consist of interest and other costs that the Group and the Company incurred in connection with the borrowing of funds.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.18 Non-Current Asset Held For Sale

Non-current assets, or disposal group comprising assets and liabilities that are expected to be recovered primarily through sale rather than through continuing use, are classified as held for sale.

Immediately before classification as held for sale, the assets, or components of a disposal group are remeasured in accordance with the Group's accounting policies. Thereafter, generally the assets, or disposal group are measured at the lower of their carrying amount and fair value less costs to sell.

Any impairment loss on a disposal group is first allocated to goodwill, and then to remaining assets and liabilities on a pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, employee benefit assets and investment property, which continue to be measured in accordance with the Group's accounting policies. Impairment losses on initial classification as held for sale and subsequent gains or losses on remeasurement are recognised in profit or loss. Gains are not recognised in excess of any cumulative impairment loss.

Intangible assets and property, plant and equipment once classified as held for sale or distribution are not amortised or depreciated. In addition, equity accounting of equity accounted investees ceases once classified as held for sale or distribution.

### 3.19 Employee Benefits

#### (a) Short Term Benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the year in which the associated services are rendered by employees of the Group and the Company.

#### (b) Defined Contribution Plans

As required by law, companies in Malaysia make contributions to Employee Provident Fund ("EPF"). This contribution is recognised as an expense in the profit or loss as incurred. Once contributions have been paid, the Group and the Company have no further payment obligations.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.20 Income Tax

Income tax on the profit or loss for the year comprises current and deferred tax. Current tax is the expected amount of income taxes payable in respect of the taxable profit for the year, using tax rates enacted or substantively enacted by at the end of the reporting period, and any adjustments recognised in the year for current tax of prior years.

Deferred tax is recognised on all temporary differences between the carrying amounts of the assets and liabilities and their tax bases except where the temporary difference arises from goodwill or negative goodwill or from the initial recognition of an asset or liability in a transaction, which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable income.

Deferred tax assets are recognised only to the extent that there are sufficient taxable temporary differences relating to the same taxation authority to offset or when it is probable that future taxable income will be available against which the assets can be realisable. Deferred tax assets are reviewed at the end of each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realisable.

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

Deferred tax assets and deferred tax liabilities are offset, if and only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

### 3.21 Revenue

The Group and the Company recognise revenue from contracts with customers for the provision of services and sale of properties based on the five-step model as set out below:

(a) Identify contract(s) with a customer

A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria that must be met.

(b) Identify performance obligations in the contract

A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.21 Revenue (Cont'd)

(c) Determine the transaction price

The transaction price is the amount of consideration to which the Group and the Company expect to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

(d) Allocate the transaction price to the performance obligations in the contract

For a contract that has more than one performance obligation, the Group and the Company allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Group and the Company expect to be entitled in exchange for satisfying each performance obligation.

(e) Recognise revenue when the Group and the Company satisfy a performance

The Group and the Company satisfy a performance obligation and recognise revenue over time if the Group's and the Company's performance:-

- (i) Do not create an asset with an alternative use to the Group and the Company and have an enforceable right to payment for performance completed to-date; or
- (ii) Create or enhance an asset that the customer controls as the asset is created or enhanced; or
- (iii) Provide benefits that the customer simultaneously receives and consumes as the Group and the Company perform.

For performance obligations where any of the above conditions is not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

When the Group and the Company satisfy a performance obligation by delivering the promised goods or services, it creates a contract based asset on the amount of consideration earned by the performance. Where the amount of consideration received from a customer exceeds the amount of revenue recognised, this gives rise to a contract liability.

Revenue is measured at the fair value of consideration received or receivable. The following describes the performance obligations in contracts with customers:-

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.21 Revenue (Cont'd)

#### (a) Property Development

Revenue from contract with customers of property development activities is measured at the fair value of the consideration received and receivable. This is normally the contracted price in the sale and purchase agreement. Any variable consideration, including penalty for late delivery, is included in the measurement of the transaction price using either the expected value method or the most likely outcome method, depending on which method better predicts the consideration receivable.

If the performance obligation in a contract with customer is satisfied over time by transferring control of the assets to the customer over time, revenue is recognised in profit or loss using percentage of completion method. Control is transferred over time if the Group has no alternative use to the units sold to customers and the Group has enforceable right for payments for the work completed to date. For contracts with customers that do not meet any of these two conditions, revenue is recognised in profit or loss at the point in time when the development of the units is completed and the units delivered to customers.

The stage of completion is measured using an input method by reference to the costs incurred to date over the estimated total costs for completion. If the outcome of a project is uncertain, revenue in respect of units sold is recognised in profit or loss to the extent of the recoverable costs incurred.

The Group recognised sales at a point in time for the sale of completed properties, when control of the properties has been transferred to the purchasers, being when the properties have been completed and delivered to the customers.

#### (b) Management Fee

Management fee is recognised on an accrual basis in accordance with the substance of the relevant agreement.

#### (c) Dividend Income

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

#### (d) Rental Income

Rental income is recognised on a straight-line basis over the term of the lease.

#### (e) Interest Income

Interest income is recognised using the effective interest method.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.22 Related Parties

A related party is a person or entity that is related to the Company.

A related party is:

- (a) a person or a close member of that person's family is related to the Company if that person:
  - (i) has control or joint control of the Company;
  - (ii) has significant influence over the Company; or
  - (iii) is a member of the key management personnel of the Company or of the holding company of the Company.
  
- (b) an entity is related to the Company if any of the following conditions applies:
  - (i) the entity and the Company are members of the same group (which means that each holding company, subsidiary and fellow subsidiary is related to the others).
  - (ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
  - (iii) both entities are joint ventures of the same third party.
  - (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity.
  - (v) the entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company;
  - (vi) the entity is controlled or jointly controlled by a person identified in (a).
  - (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of the holding company of the entity).
  - (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Company or to the holding company of the Company.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.23 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker is responsible for allocating resources and assessing performance of the operating segments and make overall strategic decisions. The Group's operating segments 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.

### 3.24 Warrants

The issues of ordinary shares upon exercise of the warrants are treated as new subscriptions of ordinary shares for the consideration equivalent to the warrants exercise price.

### 3.25 Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (a) In the principal market for the asset or liability; or
- (b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 3. MATERIAL ACCOUNTING POLICY INFORMATION (Cont'd)

### 3.25 Fair Value Measurement (Cont'd)

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:-

- (a) Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- (b) Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- (c) Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

## 4. SIGNIFICANT JUDGEMENTS AND ACCOUNTING ESTIMATES

The preparation of the Group's and the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

### 4.1 Judgements Made In Applying Accounting Policies

In the process of applying the Group's and the Company's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements:-

#### (a) Impairment of Non-Financial Assets

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

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 4. SIGNIFICANT JUDGEMENTS AND ACCOUNTING ESTIMATES (Cont'd)

### 4.1 Judgements Made In Applying Accounting Policies (Cont'd)

#### (b) Provision for expected credit losses of trade receivables, other receivables and contract assets

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 and the Company consider factors such as the probability of insolvency or significant financial difficulties of the debtors and default or significant delay in payments.

Where there is a significant increase in credit risk, the Group and the Company determine the lifetime expected credit losses 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 full when there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amount subject to the write-offs.

The carrying amounts of the contract assets and receivables are disclosed in Note 11, Note 12 and Note 13 respectively.

#### (c) Property Development Revenue

The Group recognises property development revenue and expenses in statements of comprehensive income by using the stage of completion method. The stage of completion method is described in Note 3.21.

Significant judgement is required in determining the stage of completion, the extent of the property development costs incurred, the estimated total property development revenue and costs, as well as the recoverability of the development projects. In making the judgement, the Group evaluates based on past experience and by relying on the work of professionals.

### 4.2 Key Sources of Estimation Uncertainty

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

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 4. SIGNIFICANT JUDGEMENTS AND ACCOUNTING ESTIMATES (Cont'd)

### 4.2 Key Sources of Estimation Uncertainty (Cont'd)

#### (a) Useful Lives of Property, Plant and Equipment

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

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

The carrying amount of the Group's and the Company's property, plant and equipment as at reporting date is disclosed in Note 5 to the financial statements.

#### (b) Provision for Income Tax

Significant estimation is involved in determining the provision for income taxes. There are many transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group estimated the tax liabilities based on the understanding of prevailing tax laws and estimates of whether additional tax will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

#### (c) Deferred Tax Assets

Deferred tax assets are recognised for all unutilised tax losses, unabsorbed capital allowances and other deductible temporary differences to the extent that it is probable that taxable profit will be available against which the losses, capital allowances and other deductible temporary differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 5. PROPERTY, PLANT AND EQUIPMENT

### GROUP

	Motor vehicles	Renovation	Furniture and fittings	Plant, machinery and equipment	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
<b>2025</b>					
<u>Cost</u>					
At 1 January 2025	3,672	783	319	713	5,487
Addition	-	-	5	139	144
At 31 December 2025	3,672	783	324	852	5,631
<u>Accumulated Depreciation</u>					
At 1 January 2025	2,826	783	316	548	4,473
Charge for the year	180	-	1	41	222
At 31 December 2025	3,006	783	317	589	4,695
<u>Net Carrying Amount</u>					
At 31 December 2025	666	-	7	263	936
<b>2024</b>					
<u>Cost</u>					
At 1 January 2024	3,672	783	325	779	5,559
Addition	-	-	2	61	63
Disposal	-	-	(8)	(127)	(135)
At 31 December 2024	3,672	783	319	713	5,487
<u>Accumulated Depreciation</u>					
At 1 January 2024	2,595	783	322	641	4,341
Charge for the year	231	-	2	33	266
Disposal	-	-	(8)	(126)	(134)
At 31 December 2024	2,826	783	316	548	4,473
<u>Net Carrying Amount</u>					
At 31 December 2024	846	-	3	165	1,014

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

### COMPANY

	Motor vehicles	Renovation	Furniture and fittings	Plant, machinery and equipment	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
<b>2025</b>					
<u>Cost</u>					
At 1 January 2025	673	74	75	433	1,255
Addition	-	-	5	139	144
At 31 December 2025	673	74	80	572	1,399
<u>Accumulated Depreciation</u>					
At 1 January 2025	673	74	72	268	1,087
Charge for the year	-	-	1	41	42
At 31 December 2025	673	74	73	309	1,129
<u>Net Carrying Amount</u>					
At 31 December 2025	-	-	7	263	270
<b>2024</b>					
<u>Cost</u>					
At 1 January 2024	673	74	73	372	1,192
Addition	-	-	2	61	63
At 31 December 2024	673	74	75	433	1,255
<u>Accumulated Depreciation</u>					
At 1 January 2024	672	74	71	237	1,054
Charge for the year	1	-	1	31	33
At 31 December 2024	673	74	72	268	1,087
<u>Net Carrying Amount</u>					
At 31 December 2024	-	-	3	165	168

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

- (a) During the financial year, the Group and the Company acquired property, plant and equipment through the following arrangements:-

	----- GROUP -----		----- COMPANY -----	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
	RM'000	RM'000	RM'000	RM'000
Payment by cash consideration of property, plant and equipment acquired	144	63	144	63

- (b) The Group's and the Company's carrying amount of motor vehicles acquired under finance lease which still have outstanding instalments at the reporting date was as follows:-

	----- GROUP -----		----- COMPANY -----	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
	RM'000	RM'000	RM'000	RM'000
Carrying amount of motor vehicles acquired under finance leases which still have outstanding instalments at the reporting date	197	754	-	-

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

- (c) Included in property, plant and equipment of the Group and Company are fully depreciated assets are as follows:-

	----- GROUP -----		----- COMPANY -----	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
	RM'000	RM'000	RM'000	RM'000
<b>Cost</b>				
Motor vehicles	1,676	1,500	673	673
Renovation	783	783	74	74
Furniture and fittings	314	302	70	58
Plant, machinery and equipment	495	458	214	177
	<u>3,268</u>	<u>3,043</u>	<u>1,031</u>	<u>982</u>

- (d) Motor vehicles of the Group and Company with carrying amount of RM197,404 (2024 : RM225,604) and RM1 (2024 : RM1) respectively are registered in the name of corporations in which certain Directors have interest which hold the assets in trust.
- (e) Motor vehicles of the Group and Company with carrying amount of RM23,766 (2024 : RM58,364) and RM2 (2024 : RM2) respectively are registered in the name of a Director who holds the assets in trust.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 6. INVESTMENT PROPERTIES

GROUP	Freehold land RM'000	Freehold building RM'000	Total RM'000
<u>Cost</u>			
At 1 January 2025/31 December 2025	7,103	14,389	21,492
<u>Accumulated Amortisation</u>			
At 1 January 2025	-	(1,789)	(1,789)
Amortisation for the year	-	(280)	(280)
At 31 December 2025	-	(2,069)	(2,069)
<u>Net Carrying Amount</u>			
At 31 December 2025	7,103	12,320	19,423
<u>Cost</u>			
At 1 January 2024/31 December 2024	7,103	14,389	21,492
<u>Accumulated Amortisation</u>			
At 1 January 2024	-	(1,508)	(1,508)
Amortisation for the year	-	(281)	(281)
At 31 December 2024	-	(1,789)	(1,789)
<u>Net Carrying Amount</u>			
At 31 December 2024	7,103	12,600	19,703

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 6. INVESTMENT PROPERTIES (Cont'd)

- (a) The above investment property has been pledged to a licensed bank as security for bank borrowings granted to the subsidiary as disclosed in Note 18 to the financial statements.
- (b) Investment property of the Group measured at Level 2 fair value is RM25 million (2024 : RM25 million), is determined based on the market comparison approach that reflects the recent transacted prices of comparable properties in close proximity with adjustment on differences in key attributes such as property size. The valuation of fair value of the investment property is performed by a registered independent valuer having appropriate recognised professional qualification and recent experience in the location and category of property being valued.
- (c) The surplus of the fair value over carrying amount for the investment property was not recognised in the financial statements as the Group adopts the historical cost basis in accounting for its investment property.

## 7. LAND HELD FOR PROPERTY DEVELOPMENT

GROUP	Long-term leasehold land, at cost RM'000	Freehold land, at cost RM'000	Development expenditure, at cost RM'000	Total RM'000
At 1 January 2025	127,901	19,157	77,086	224,144
Additions during the year	-	-	14,499	14,499
At 31 December 2025	<u>127,901</u>	<u>19,157</u>	<u>91,585</u>	<u>238,643</u>
At 1 January 2024	140,476	32,577	56,074	229,127
Additions during the year	-	-	27,012	27,012
Reclassification from property development expenditure (Note 10)	(10,417)	(13,420)	(6,000)	(29,837)
Disposal during the year	(2,158)	-	-	(2,158)
At 31 December 2024	<u>127,901</u>	<u>19,157</u>	<u>77,086</u>	<u>224,144</u>

Land held for property development with carrying amount of RM136,953,549 (2024 : RM127,992,497) is pledged as securities for bank borrowings as disclosed in Note 18 to the financial statements.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 8. INVESTMENT IN SUBSIDIARIES

	----- COMPANY -----	
	<u>2025</u> RM'000	<u>2024</u> RM'000
Unquoted shares, at cost	129,082	129,082
Less : Accumulated impairment losses	(4,930)	(1,133)
	<u>124,152</u>	<u>127,949</u>

The subsidiaries are incorporated and domiciled in Malaysia, and the details of the subsidiaries are as follows :-

Name of subsidiaries	Principal activities	% of ownership interest held by			
		Group		Non-controlling interest	
		<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
<b><u>Direct subsidiaries</u></b>					
Bumida Engineering & Construction Sdn. Bhd.	Property development and construction work	98	98	2	2
Beta Fame Sdn. Bhd.	Property investment and investment holding	100	100	-	-
Duta Asiana Sdn. Bhd.	Property development	100	100	-	-
Hala Kota Development Sdn. Bhd.	Property development and investment holding	100	100	-	-
Kualiti Kinta Sdn. Bhd.	Property development and investment holding	100	100	-	-
Magna Rembang Sdn. Bhd.	Property development and investment holding	100	100	-	-
Maha Harapan Sdn. Bhd.	Property development and investment holding	100	100	-	-
Nusa Wibawa Sdn. Bhd.	Dormant	100	100	-	-

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 8. INVESTMENT IN SUBSIDIARIES (Cont'd)

Name of subsidiaries	Principal activities	% of ownership interest held by			
		Group		Non-controlling interest	
		2025	2024	2025	2024
<b><u>Direct subsidiaries (Cont'd)</u></b>					
Sentosa Teliti Sdn. Bhd.	Construction work and investment holding	100	100	-	-
Tunas Temasek Sdn. Bhd.	Dormant	100	100	-	-
<b><u>Indirect subsidiaries</u></b>					
<b>Subsidiaries of Beta Fame Sdn. Bhd.</b>					
Beta Fame Development Sdn. Bhd.	Property development	100	100	-	-
Dataran Majujaya Sdn. Bhd.	Investment holding	100	100	-	-
<b>Subsidiaries of Hala Kota Development Sdn. Bhd.</b>					
Melia Aktif Sdn. Bhd.	Property development	100	100	-	-
Solid Spectra Sdn. Bhd.	Dormant	100	100	-	-
<b>Subsidiary of Kualiti Kinta Sdn. Bhd.</b>					
Cosmic Harmony Sdn. Bhd.	Investment holding	100	100	-	-

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 8. INVESTMENT IN SUBSIDIARIES (Cont'd)

Name of subsidiaries	Principal activities	% of ownership interest held by			
		Group		Non-controlling interest	
		2025	2024	2025	2024
<b><u>Indirect subsidiaries (Cont'd)</u></b>					
<b>Subsidiaries of Sentosa Teliti Sdn. Bhd.</b>					
Melati Purnama Sdn. Bhd.	Property development	100	100	-	-
Mentari Jelas Sdn. Bhd.	Construction work and general trading	100	100	-	-
Sempurna Rampai Sdn. Bhd.	Construction work and general trading	100	100	-	-
<b>Subsidiaries of Magna Rembang Sdn. Bhd.</b>					
Rukun Warisan Sdn. Bhd.	Investment holding	100	100	-	-
Sempena Klasik Sdn. Bhd.	Investment holding	100	100	-	-
<b>Subsidiaries of Rukun Warisan Sdn. Bhd.</b>					
Elemen Cekap Sdn. Bhd.	Dormant	100	100	-	-
Ikramin Sdn. Bhd.	Property development	100	100	-	-
<b>Subsidiaries of Sempena Klasik Sdn. Bhd.</b>					
Teras Zaman Sdn. Bhd.	Property development	100	100	-	-
Bayu Kemuning Sdn. Bhd.	Dormant	100	100	-	-

All subsidiary undertakings are included in the consolidation. The proportion of the voting rights in the subsidiary undertakings held directly by the parent company do not differ from the proportion of ordinary shares held.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 8. INVESTMENT IN SUBSIDIARIES (Cont'd)

Financial information of Bumida Engineering & Construction Sdn. Bhd., a subsidiary that have material non-controlling interest are provided below:-

### (a) Summarised statement of financial position

	<u>2025</u> RM'000	<u>2024</u> RM'000
Non-current assets	1	1
Current assets	26,315	26,502
Total assets	<u>26,316</u>	<u>26,503</u>
Current liabilities	(1,742)	(2,092)
Total liabilities	<u>(1,742)</u>	<u>(2,092)</u>
Net assets	<u>24,574</u>	<u>24,411</u>
Equity attributable to equity holders of the Company	<u>24,083</u>	<u>23,923</u>
Non-controlling interests	<u>491</u>	<u>488</u>

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 8. INVESTMENT IN SUBSIDIARIES (Cont'd)

### (b) Summarised statement of comprehensive income

	<u>2025</u> RM'000	<u>2024</u> RM'000
Revenue	-	-
Profit/(loss) for the year	172	458
Profit/(loss) attributable to equity holders of the Company	169	449
Profit/(loss) attributable to non-controlling interest	3	9
Total comprehensive income	172	458

### (c) Summarised statement of cash flows

	<u>2025</u> RM'000	<u>2024</u> RM'000
Net cash used in operating activities	(362)	(559)
Net cash from investing activities	34	130
Net cash (used in)/from financing activities	(4,406)	435
Net (decrease)/increase in cash and cash equivalents	(4,734)	6
Cash and cash equivalents at the beginning of the year	4,871	4,865
Cash and cash equivalents at the end of the year	137	4,871

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 9. INVENTORIES

	----- GROUP -----	
	<u>2025</u>	<u>2024</u>
	RM'000	RM'000
Completed properties held for sale, at cost	6,240	6,629

## 10. PROPERTY DEVELOPMENT EXPENDITURE

	----- GROUP -----	
	<u>2025</u>	<u>2024</u>
	RM'000	RM'000
At 1 January		
Land costs	23,837	-
Development costs	3,197	-
	<u>27,034</u>	<u>-</u>
Cost incurred during the year:-		
Land costs (Note 7)	-	23,837
Development costs	42,297	16,034
	<u>69,331</u>	<u>39,871</u>
Transferred to contract assets for unit sold (Note 11)	<u>(44,560)</u>	<u>(12,837)</u>
At 31 December	<u>24,771</u>	<u>27,034</u>

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 11. CONTRACT ASSETS

	----- GROUP -----	
	<u>2025</u>	<u>2024</u>
	RM'000	RM'000
<u>Contract Assets</u>		
At 1 January	2,356	-
Revenue recognised for performance obligations partially and fully satisfied during the year	54,738	5,723
Progress billings for the year	(62,568)	(3,367)
At 31 December	<u>(5,474)</u>	<u>2,356</u>
<u>Contract Cost Assets</u>		
At 1 January	8,101	-
Development costs incurred transferred from property development costs (Note 10)	44,560	12,837
Amortisation of contract assets	(41,751)	(4,736)
At 31 December	<u>10,910</u>	<u>8,101</u>
	<u>5,436</u>	<u>10,457</u>

The contract assets primarily relate to the Group's rights to consideration for work performed but not yet billed at the reporting date for its property development. The contract assets will be transferred to trade receivables when the rights become unconditional. The contract liabilities represent the excess of the billings to-date over the cumulative revenue recognised.

The Group capitalises costs to obtain or fulfil a contract which include sales commission when they are incremental and expected to be recovered over more than a year. These costs are amortised on a systematic basis that is consistent with the pattern of revenue recognition to which the assets relates.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 12. TRADE RECEIVABLES

	GROUP		COMPANY	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
	RM'000	RM'000	RM'000	RM'000
Gross progress billings receivables	13,141	6,510	-	-

The progress billings are due within 21 days (2024 : 21 days). Other credit terms are assessed and approved on a case-to-case basis.

## 13. OTHER RECEIVABLES AND DEPOSITS

	GROUP		COMPANY	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
	RM'000	RM'000	RM'000	RM'000
Amount owing by subsidiaries	-	-	267,984	240,890
Other receivables	35,259	15,958	15,000	-
Deposits	33,052	36,216	174	174
Prepayments	1,441	260	18	18
	69,752	52,434	283,176	241,082

The amount owing by subsidiaries is unsecured and is repayable on demand.

Included in the amount owing by subsidiaries, part of the balance owing is subject to cost of fund at the rate of 2.63% (2024 : 3.00%) per annum.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 14. CASH AND CASH EQUIVALENTS

	----- GROUP -----		----- COMPANY -----	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
	RM'000	RM'000	RM'000	RM'000
Deposits with licensed banks	7,609	18,501	-	-
Cash in hand and at banks	17,490	26,289	533	8,502
Cash and bank balances	25,099	44,790	533	8,502
Less : Deposits pledged with licensed banks	(7,558)	(8,076)	-	-
Cash and cash equivalents	<u>17,541</u>	<u>36,714</u>	<u>533</u>	<u>8,502</u>

The interest rates of fixed deposits with licensed banks of the Group at the reporting date ranged from 2.05% to 2.10% (2024 : 2.50% to 2.85%) per annum. The maturities of deposits as at the end of the financial year is 30 days (2024 : 30 days).

Included in the bank balances of the Group are amounts of RM14,228,288 (2024 : RM4,214,731) held pursuant to Section 7A of the Housing Development (Control and Licensing) Act, 1966 and the balances thereon are restricted for use in other operation of the Group.

The interest rates for the deposits maintained in the Housing Development Accounts ranged from 0.75% to 0.85% (2024 : 1.00% to 1.50%) per annum.

The deposits that are not eligible for use by the Group are as follows:

- (i) Deposit amounting to RM4,669,025 (2024 : RM4,962,940) which is pledged as securities for banking facilities granted to the Group;
- (ii) Deposit amounting to RM1,237,709 (2024 : RM1,461,730) held in trust by a Director who served in a subsidiary which is pledged as securities for bank guarantee granted to the Group; and
- (iii) Placement of debt service reserve account of the Group amounting to RM1,651,125 (2024 : RM1,651,125 ) which is pledged as securities for bank borrowings granted to the Group.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 14. CASH AND CASH EQUIVALENTS (Cont'd)

The currency exposure profile of cash and cash equivalents is as follows:

		----- GROUP -----		----- COMPANY -----	
		<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
		RM'000	RM'000	RM'000	RM'000
Malaysian Ringgit	(MYR)	20,427	29,309	533	8,502
United States Dollar	(USD)	4,672	15,481	-	-
		<u>25,099</u>	<u>44,790</u>	<u>533</u>	<u>8,502</u>

## 15. SHARE CAPITAL

		----- Number of shares -----		----- Amount -----	
		<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
		'000	'000	RM'000	RM'000
<u>Ordinary shares</u>					
At 1 January /31 December		218,478	218,478	218,478	218,478

## 16. RETAINED EARNINGS

Retained earnings is available for distributions by way of dividends. Under the single tier tax system, tax on the Company's profit is a final tax in Malaysia, and any dividends distributed are not taxable in the hands of the shareholders.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 17. OBLIGATION UNDER FINANCE LEASES

	GROUP		COMPANY	
	<u>2025</u> RM'000	<u>2024</u> RM'000	<u>2025</u> RM'000	<u>2024</u> RM'000
<b>Minimum finance lease payments :</b>				
Not later than one (1) year	55	148	-	-
Later than one (1) year but not later than	58	113	-	-
	113	261	-	-
Less : Future finance charges	(6)	(14)	-	-
Present value of minimum lease payments	107	247	-	-
<b>Repayable as follows :</b>				
Not later than one (1) year	50	139	-	-
Later than one (1) year but not later than	57	108	-	-
	107	247	-	-

The effective interest rate of the finance lease during the year was 5.15% (2024 : 4.07% to 5.15%) per annum.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 18. BANK BORROWINGS

	GROUP		COMPANY	
	<u>2025</u> RM'000	<u>2024</u> RM'000	<u>2025</u> RM'000	<u>2024</u> RM'000
<b>Secured:</b>				
Term loans	39,914	47,135	-	-
<b>Repayable as follows :</b>				
Not later than one (1) year	12,556	12,066	-	-
Later than one (1) year but not later than	27,358	35,069	-	-
After five (5) years	-	-	-	-
	27,358	35,069	-	-
	39,914	47,135	-	-

The effective interest rate of the bank borrowings during the year were as follows:-

Term loans 5.83% to 7.17% (2024 : 6.17% to 7.17%)

The bank borrowings are secured by the following:-

- (i) Legal charge on the investment property as disclosed in Note 6 to the financial statements;
- (ii) Legal charge on land held for property development as disclosed in Note 7 to the financial statements;
- (iii) Absolute legal assignment of rental proceeds under Tenancy Agreement;
- (iv) Specific debenture creating fixed and floating charge over a charged asset in relation to certain project developed by a subsidiary;
- (v) Legal assignment of surplus from sale proceeds and all monies available in the Housing Development Account in relation to certain project developed by a subsidiary;
- (vi) Corporate guarantee by the Company given to subsidiaries; and
- (vii) An irrevocable standby letter of credit in favour of the bank.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 19. DEFERRED TAX LIABILITIES

	GROUP		COMPANY	
	<u>2025</u> RM'000	<u>2024</u> RM'000	<u>2025</u> RM'000	<u>2024</u> RM'000
At 1 January	8,038	8,163	-	-
Reversal for the year (Note 28)	(4)	(125)	-	-
At 31 December	<u>8,034</u>	<u>8,038</u>	<u>-</u>	<u>-</u>

The components and movements of deferred tax liabilities are as follows:-

	Land held for development RM'000	Inventories and property development expenditure RM'000	Property, plant and equipment and investment property RM'000	Total RM'000
At 1 January 2025	7,187	150	701	8,038
Reversal for the year (Note 28)	-	(4)	-	(4)
At 31 December 2025	<u>7,187</u>	<u>146</u>	<u>701</u>	<u>8,034</u>
At 1 January 2024	7,187	275	701	8,163
Reversal for the year (Note 28)	-	(125)	-	(125)
At 31 December 2024	<u>7,187</u>	<u>150</u>	<u>701</u>	<u>8,038</u>

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 20. TRADE PAYABLES

	----- GROUP -----	
	<u>2025</u> RM'000	<u>2024</u> RM'000
Trade payables	19,496	8,529
Retention sums	8,190	4,724
	<u>27,686</u>	<u>13,253</u>

The normal credit terms extended by contractors and suppliers range from 30 to 90 days (2024 : 30 to 90 days). The retention sums are payable upon the expiry of the defect liability period of 12 to 24 months (2024 : 12 to 24 months).

Trade payables amounting to RM7.68 million (2024 : RM nil), of which a director has financial interest, as disclosed in Note 32 (a) to the financial statements.

## 21. OTHER PAYABLES AND ACCRUALS

	----- GROUP -----		----- COMPANY -----	
	<u>2025</u> RM'000	<u>2024</u> RM'000	<u>2025</u> RM'000	<u>2024</u> RM'000
Amount owing to subsidiaries	-	-	129,353	112,563
Other payables	5,414	3,571	528	-
Accruals	681	677	351	346
Provision for liquidated ascertained damages	-	153	-	-
	<u>6,095</u>	<u>4,401</u>	<u>130,232</u>	<u>112,909</u>

The amount owing to subsidiaries is unsecured and is repayable on demand.

Included in the amount owing to subsidiaries, part of the balance owing is subject to cost of fund at the rate of 2.63% (2024 : 3.00%) per annum.

Other payables are non-interest bearing and normally are settled on an average term of 90 days (2024 : 90 days).

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 22. REVENUE

	GROUP		COMPANY	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Property development	55,413	18,536	-	-
Management fee	-	-	6,693	2,172
Rental income	784	784	-	-
	56,197	19,320	6,693	2,172
Less : Transaction costs	(152)	153	-	-
	56,045	19,473	6,693	2,172

### Disaggregation of revenue

Set out below is the disaggregation of the Group's and the Company's revenue.

<u>Segments</u>	GROUP		COMPANY	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
- Property investment and others	784	784	6,693	2,172
- Property development	55,261	18,689	-	-
	56,045	19,473	6,693	2,172

### Timing of revenue recognition

	GROUP		
	Property Investment and others RM'000	Property development RM'000	Total RM'000
As at 31 December 2025			
- At a point in time		784	1,571
- Over time		54,474	54,474
	784	55,261	56,045
As at 31 December 2024			
- At a point in time	784	5,876	6,660
- Over time		12,813	12,813
	784	18,689	19,473

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 22. REVENUE (Cont'd)

<u>Geographical markets</u>	----- GROUP -----		
	Property Investment and others RM'000	Property development RM'000	Total RM'000
<b>As at 31 December 2025</b>			
- Malaysia	784	55,261	56,045
<b>As at 31 December 2024</b>			
- Malaysia	784	18,689	19,473

## 23. COST OF REVENUE

	----- GROUP -----		----- COMPANY -----	
	<u>2025</u> RM'000	<u>2024</u> RM'000	<u>2025</u> RM'000	<u>2024</u> RM'000
Property development	42,200	12,708	-	-
Rental	67	56	-	-
	42,267	12,764	-	-

## 24. FINANCE COSTS

	----- GROUP -----		----- COMPANY -----	
	<u>2025</u> RM'000	<u>2024</u> RM'000	<u>2025</u> RM'000	<u>2024</u> RM'000
Interest expenses on :-				
Obligation under finance leases	9	17	-	-
Term loans	394	317	-	-
	403	334	-	-
Unsecured cost of fund	-	-	1,999	1,722
	403	334	1,999	1,722

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 25. PROFIT/(LOSS) BEFORE TAX

The following amounts have been included in arriving at profit/(loss) before tax :-

	Note	----- GROUP -----		----- COMPANY -----	
		<u>2025</u> RM'000	<u>2024</u> RM'000	<u>2025</u> RM'000	<u>2024</u> RM'000
<b>After charging :-</b>					
Directors' remuneration *	26				
- Salaries and bonuses		2,280	2,224	450	450
- Allowances		150	150	150	150
- Fee		400	400	210	210
- Other emoluments		281	274	60	60
Auditors' remunerations					
- Current year		121	114	37	37
- Other services		34	36	5	4
Rental of office premises		572	476	572	473
Compensation to purchasers					
- Current year		-	1	-	-
- Over provision in previous year		(153)	-	-	-
Depreciation of property, plant and equipment	5	222	266	42	33
Amortisation of investment property	6	280	280	-	-
Impairment of investment in subsidiary		-	-	3,797	683
Property, plant and equipment written off		-	1	-	-
Written off - Others		3	-	-	-
Interest on obligation under finance leases	24	9	17	-	-
Term loan interest	24	394	318	-	-
Unsecured cost of fund	24	-	-	1,999	1,722
Loss on unrealised foreign exchange		671	361	206	85

\* The Directors' remuneration includes remuneration of RM584,300 (2024 : RM575,340) paid to Directors of subsidiaries not within the Board of Directors of the Company.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 25. PROFIT/(LOSS) BEFORE TAX (Cont'd)

The following amounts have been included in arriving at profit/(loss) before tax (Cont'd) :-

	Note	----- GROUP -----		----- COMPANY -----	
		<u>2025</u> RM'000	<u>2024</u> RM'000	<u>2025</u> RM'000	<u>2024</u> RM'000
<b>And crediting :-</b>					
Management fee charged to subsidiaries	32(a)				
- Current year		-	-	4,305	2,172
- Prior year		-	-	2,388	-
Rental charged to a corporation in which a Director has financial interest	32(a)	-	22	-	22
Rental Income					
- Investment property	22	784	784	-	-
- Other		141	132	-	-
Interest income		379	1,528	6	414
Unsecured cost of fund					
- Current year		-	-	1,969	2,780
- Prior year		-	-	17,985	-
Gain on disposal of land		-	3,385	-	-

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 26. DIRECTORS' REMUNERATION

	GROUP		COMPANY	
	<u>2025</u> RM'000	<u>2024</u> RM'000	<u>2025</u> RM'000	<u>2024</u> RM'000
<b>Directors</b>				
<b>Executive :-</b>				
Fee	400	400	210	210
Salaries, bonuses, allowances and other emoluments	2,561	2,498	510	510
<b>Total Executive Directors' remuneration</b>	<b>2,961</b>	<b>2,898</b>	<b>720</b>	<b>720</b>
<b>Non-Executive :-</b>				
Allowances	150	150	150	150
<b>Total Non-Executive Directors' remuneration</b>	<b>150</b>	<b>150</b>	<b>150</b>	<b>150</b>
	<b>3,111</b>	<b>3,048</b>	<b>870</b>	<b>870</b>

The number of Directors of the Group and of the Company whose total remuneration paid during the financial year falling within the following bands are analysed as below :-

	GROUP		COMPANY	
	<u>2025</u> Number of Directors	<u>2024</u> Number of Directors	<u>2025</u> Number of Directors	<u>2024</u> Number of Directors
<b>Executive Directors :-</b>				
Below RM50,000	-	-	-	-
RM50,001 to RM100,000	-	-	-	-
RM100,001 to RM200,000	1	1	1	1
RM200,001 to RM400,000	-	-	2	2
RM400,001 to RM600,000	1	1	-	-
RM600,001 to RM800,000	1	1	-	-
RM800,001 to RM1,000,000	2	2	-	-
<b>Non-Executive Directors :-</b>				
Below RM50,000	5	5	5	5

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 27. STAFF COST

	GROUP		COMPANY	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
	RM'000	RM'000	RM'000	RM'000
Salaries, bonuses and allowances	4,118	3,703	3,567	3,154
EPF, SOCSO and EIS contributions	566	509	496	438
Other employee benefits	100	111	91	110
	<u>4,784</u>	<u>4,323</u>	<u>4,154</u>	<u>3,702</u>

Number of employees of the Group and the Company at the end of the financial year (excluding Directors) are 43 and 36 (2024 : 40 and 33) respectively.

## 28. INCOME TAX EXPENSES

		GROUP		COMPANY	
		<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
		RM'000	RM'000	RM'000	RM'000
<b>Income tax expense:-</b>					
Estimated current year tax		808	1,397	-	-
Under provision in previous year		2,012	13	2,357	-
		<u>2,820</u>	<u>1,410</u>	<u>2,357</u>	<u>-</u>
<b>Deferred tax :-</b>					
	<b>Note</b>				
Reversal of temporary difference of deferred tax liabilities	19	(4)	(125)	-	-
		<u>2,816</u>	<u>1,285</u>	<u>2,357</u>	<u>-</u>
Income tax expenses for the financial year					

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 28. INCOME TAX EXPENSES (Cont'd)

The reconciliation between tax expense and the product of accounting profit/(loss) multiplied by the applicable corporate tax rate for the financial years ended 31 December 2025 and 31 December 2024 are as follows:-

	GROUP		COMPANY	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Profit/(Loss) before tax	3,045	1,598	13,399	(2,382)
Tax at Malaysian statutory tax rate of 24% (2024 : 24%)	731	384	3,216	(572)
Adjustments:-				
Non-deductible expenses	5,763	1,371	1,138	212
Tax saving on utilisation of previously unutilised tax losses	(5,679)	(136)	(4,353)	-
Income not subject to tax	(15)	(856)	(1)	(40)
Deferred tax (liabilities)/asset not recognised in respect of current year tax losses	-	242	-	133
Deferred tax assets reversal in respect of previously unutilised tax losses	4	-	-	267
Deferred tax assets not recognised during the year	-	267	-	-
Under provision in previous year	2,012	13	2,357	-
Income tax expenses for the financial year	2,816	1,285	2,357	-

The Group's effective tax rate is higher than the Malaysian statutory tax rate of 24% primarily due to the progressive amortisation (through development cost) of the on-going development projects' revaluation surplus of the Group, which is not deductible for tax purposes and the impact from application of MFRS 15 and under provision of previous years taxation resulting from additional taxes imposed by Inland Revenue Board from tax audit conducted.

Deferred tax assets have not been recognised in respect of the following items:-

	GROUP		COMPANY	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Unutilised tax losses and unabsorbed capital allowances	11,471	19,173	6,783	15,906
Potential tax benefits calculated at 24% (2024 : 24%) tax rate	2,753	4,602	1,628	3,817

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 28. INCOME TAX EXPENSES (Cont'd)

Deferred tax assets have not been recognised in respect of the above items as it is not probable that taxable profit will be available against which the deductible temporary differences can be utilised.

## 29. EARNINGS PER SHARE

Basic earnings per share amounts are calculated by dividing profit for the financial year, net of tax, attributable to owners of the parent by the number of ordinary shares in issue during the financial year.

	----- GROUP -----	
	<u>2025</u>	<u>2024</u>
	RM'000	RM'000
Profit net of tax attributable to owners of the parent	226	306
	=====	=====
	----- Number of shares -----	
	'000	'000
Number of ordinary shares (Weighted average)	218,478	218,478
	=====	=====
	Sen	Sen
	per share	per share
Basic earnings per share	0.10	0.14
	=====	=====

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 30. FINANCIAL INSTRUMENTS

### (a) Classification, Fair Value and Other Disclosures (except for risks disclosures)

The following table analysed the financial assets and liabilities in the statements of financial position by class of financial instrument to which they are assigned:-

	Note	----- GROUP -----		----- COMPANY -----	
		<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Financial assets measured at amortised cost:		RM'000	RM'000	RM'000	RM'000
Trade receivables	12	13,141	6,510	-	-
Other receivables and deposits (*)	13	68,311	52,174	283,158	241,049
Cash and cash equivalents	14	25,099	44,790	533	8,502
		<u>106,551</u>	<u>103,474</u>	<u>283,691</u>	<u>249,551</u>

	Note	----- GROUP -----		----- COMPANY -----	
		<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
Financial liabilities measured at amortised cost:		RM'000	RM'000	RM'000	RM'000
Trade payables	20	27,686	13,253	-	-
Other payables and accruals	21	6,095	4,401	130,232	112,909
Obligation under finance leases	17	107	247	-	-
Bank borrowings	18	39,914	47,135	-	-
		<u>73,802</u>	<u>65,036</u>	<u>130,232</u>	<u>112,909</u>

\* Exclude prepayment

None of the financial assets were pledged as collateral for any liability or contingent liability. The income, expenses, gains or losses arising from the financial instruments of the Group and of the Company for the year are disclosed in Note 24 and 25 to the financial statements.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 30. FINANCIAL INSTRUMENTS (Cont'd)

### (a) Classification, Fair Value and Other Disclosures (except for risks disclosures)

#### Determination of fair value

The management has determined that the carrying amounts of the above categories of financial instruments based on their notional amounts, reasonably approximate their fair values because these are mostly short-term in nature or that they are floating rate instruments that are re-priced to market interest rates on or near the reporting date.

The carrying amount of non-current portion of borrowings reasonably approximate their fair value due to the insignificant impact of discounting.

#### Fair value hierarchy

As the financial assets and liabilities of the Group and the Company are not carried at fair value by any valuation method, the fair value hierarchy analysis is not presented.

### (b) Risks Disclosure

The Group and the Company are exposed to financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk, foreign currency risk, market price risk and interest rate risk. The Group does not hold or issue derivative financial instruments for trading purposes.

The following sections provide details regarding the Group's and the Company's exposure to the above-mentioned financial risks together with objectives and policies in managing these risks.

#### (i) Credit risk

The Group's and the Company's exposure to credit risks, or the risk of counterparties defaulting, arises mainly from trade receivables and other receivables as well as cash and cash equivalents.

The Group and the Company manage its exposure to credit risk by the application of credits approvals, credit limits and monitoring procedures on an ongoing basis. For other financial assets (including cash and bank balances), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

At the reporting date, the Group's and the Company's maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 30. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Risks Disclosure (Cont'd)

#### (i) Credit risk (Cont'd)

The Group and the Company measure the loss allowance for trade receivables at an amount equal to lifetime expected credit losses ("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 trade receivables under financial distress, including but not limited to receivables under bankruptcy or under other financial reorganisation. Trade receivables are written off if the receivables are deemed by the Group and the Company not collectible.

The aging of trade receivables is as follows :

	Gross RM'000	Individual impairment RM'000	Collective impairment RM'000	Net RM'000
<b><u>2025</u></b>				
Not past due	-	-	-	-
<u>Past due but not impaired</u>				
1 to 30 days	6,320	-	-	6,320
31 to 60 days	1,464	-	-	1,464
61 to 120 days	1,062	-	-	1,062
Past due more than 121 days	4,295	-	-	4,295
	13,141	-	-	13,141
Gross receivables (Note 12)	13,141	-	-	13,141

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 30. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Risks Disclosure (Cont'd)

#### (i) Credit risk (Cont'd)

<u>2024</u>	Gross RM'000	Individual impairment RM'000	Collective impairment RM'000	Net RM'000
Not past due	-	-	-	-
<u>Past due but not impaired</u>				
1 to 30 days	2,575	-	-	2,575
31 to 60 days	1,434	-	-	1,434
61 to 120 days	909	-	-	909
Past due more than 121 days	1,592	-	-	1,592
	6,510	-	-	6,510
Gross receivables (Note 12)	6,510	-	-	6,510

#### Trade receivables that are past due but not impaired

The Group has trade receivables amounting to RM13.14 million (2024 : RM6.51 million) that are past due at the reporting date but not impaired, amongst which mainly consist of trade receivables that have obtained end financing or in the process of obtaining end financing to fund their purchase of the Group's development properties. The mitigations of credit risk on these receivables are the same with all the receivables arising from the purchase of properties where each and every purchaser is bound by the legally enforceable terms and conditions under an agreement to ensure adherence of payment against credit given.

#### Inter-company balances

The Company monitors the results of the subsidiaries on a regular basis for mitigating the credit risk on balances owing by related companies.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 30. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Risks Disclosure (Cont'd)

#### (i) Credit risk (Cont'd)

The Group manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that all refinancing, repayment and funding needs are met. As part of its overall liquidity management, the Group maintains sufficient levels of cash or cash convertible investments to meet its working capital requirement.

#### Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the Group's and the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations.

	On demand or within one (1) year RM'000	Between two (2) to five (5) years RM'000	More than five (5) years RM'000	Total RM'000
<b>2025</b>				
<b>Group</b>				
<b>Financial Liabilities :</b>				
Trade payables	27,686	-	-	27,686
Other payables and accruals	6,095	-	-	6,095
Obligation under finance leases	50	57	-	107
Bank borrowings	12,556	27,358	-	39,914
	<u>46,387</u>	<u>27,415</u>	<u>-</u>	<u>73,802</u>
<b>Company</b>				
<b>Financial Liabilities :</b>				
Other payables and accruals	130,232	-	-	130,232
	<u>130,232</u>	<u>-</u>	<u>-</u>	<u>130,232</u>

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 30. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Risks Disclosure (Cont'd)

#### (ii) Liquidity risk (Cont'd)

<u>2024</u>	On demand or within one (1) year RM'000	Between two (2) to five (5) years RM'000	More than five (5) years RM'000	Total RM'000
<b>Group</b>				
<b>Financial Liabilities :</b>				
Trade payables	13,253	-	-	13,253
Other payables and accruals	4,401	-	-	4,401
Obligation under finance leases	139	108	-	247
Bank borrowings	12,066	35,069	-	47,135
	<u>29,859</u>	<u>35,177</u>	<u>-</u>	<u>65,036</u>
<b>Company</b>				
<b>Financial Liabilities :</b>				
Other payables and accruals	112,909	-	-	112,909

#### (iii) Foreign currency risk

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

The Group's exposure to foreign exchange rate risk is minimal and mainly through its placement of deposits which is pledged as securities for banking facilities granted to the Group.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 30. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Risks Disclosure (Cont'd)

#### (iv) Market price risk

Market price risk is the risk that fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market prices (other than interest or exchange rates).

The Group and the Company are not exposed to market price risk.

#### (v) Interest rate risk

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

The Group's exposure to interest rate risk for the financial year only arises primarily from their borrowings from obligation under finance leases and term loans.

The Group manages the net exposure to interest rate risk by maintaining sufficient lines of credit to obtain acceptable lending costs and by monitoring the exposure to such risk on an ongoing basis.

Management does not enter into interest rate hedging transactions since it considers that the cost of such instrument outweighs the potential risk of interest rate fluctuation.

The interest rate profile of the Group's interest-bearing financial instruments based on the carrying amount as at the reporting date is as follows:-

Group	Note	-----2025-----		-----2024-----	
		Effective interest rate (%)	RM'000	Effective interest rate (%)	RM'000
<b>Financial liabilities</b>					
<b>Fixed rate instruments</b>					
Obligation under finance leases	17	5.15	107	4.07 to 5.15	247
<b>Floating rate instruments</b>					
Term loans	18	5.83 to 7.17	39,914	6.17 to 7.17	47,135

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 30. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Risks Disclosure (Cont'd)

#### (v) Interest rate risk (Cont'd)

##### Sensitivity analysis for interest rate risk

The following table demonstrates the sensitivity analysis of the Group if interest rates at the end of each reporting period changed by one hundred (100) basis points with all other variables held constant:

	----- GROUP -----	
	<u>2025</u>	<u>2024</u>
	RM'000	RM'000
Profit after tax		
- Increase by 1%	(399)	(471)
- Decrease by 1%	399	471

## 31. CAPITAL MANAGEMENT

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

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the financial years ended 31 December 2025 and 31 December 2024.

The Group monitors capital using a gearing ratio, which is net debts divided by total equity. The Group includes within net debts are trade and other payables, obligation under finance leases and bank borrowings less cash and cash equivalents.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

**31. CAPITAL MANAGEMENT (Cont'd)**

	----- GROUP -----		----- COMPANY -----	
	<u>2025</u>	<u>2024</u>	<u>2025</u>	<u>2024</u>
	RM'000	RM'000	RM'000	RM'000
Trade payables	27,686	13,253	-	-
Other payables and accruals	6,095	4,401	130,232	112,909
Obligation under finance leases	107	247	-	-
Bank borrowings	39,914	47,135	-	-
	73,802	65,036	130,232	112,909
Less : Cash and cash equivalents	(25,099)	(44,790)	(533)	(8,502)
Net debts	48,703	20,246	129,699	104,407
Total equity	318,998	318,772	275,834	264,792
<b>Gearing ratio</b>	15%	6%	47%	39%

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 32. SIGNIFICANT RELATED PARTY TRANSACTIONS

### (a) Related Party Transactions

In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions between the Group and the Company and related parties took place at terms and conditions mutually agreed between the parties during the financial year:-

	Note	GROUP		COMPANY	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Management fees charged to subsidiaries	25	-	-	(6,693)	(2,172)
Office rental charged to a corporation in which a Director, Dato' Yap Jun Jien has financial interest	25	-	(22)	-	(22)
Unsecured cost of fund					
- Charged to related corporations	25	-	-	(19,954)	(2,780)
- Charged by related corporations	25	-	-	1,999	1,722
Acquisition of Properties (As per Note 34(i) and (ii))		11,850	-	-	-
Construction Services charged by Corporation in which a director has financial interest		29,336	-	-	-

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 32. SIGNIFICANT RELATED PARTY TRANSACTIONS (Cont'd)

### (b) Compensation of Key Management Personnel

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

The remuneration of key management personnel during the financial year is as follows:

	----- GROUP -----		----- COMPANY -----	
	<u>2025</u> RM'000	<u>2024</u> RM'000	<u>2025</u> RM'000	<u>2024</u> RM'000
Short-term employee benefits	5,160	4,727	2,958	2,612
Defined contribution plan	586	530	343	298
Estimated monetary value of benefit-in-kind	-	-	-	-
	<u>5,746</u>	<u>5,257</u>	<u>3,301</u>	<u>2,910</u>
Comprised amounts paid to :				
Directors (Note 25 and 26)	3,111	3,048	870	870
Other key management personnel	2,635	2,209	2,431	2,040
	<u>5,746</u>	<u>5,257</u>	<u>3,301</u>	<u>2,910</u>

## 33. MATERIAL LITIGATIONS

The Group and the Company are not involved in any material litigation.

## 34. MATERIAL EVENTS

On 11 August 2025, the Group announced the proposals to undertake the followings which were subject to the approval by shareholders and relevant authority :

- (i) acquisition by Nusa Wibawa Sdn Bhd, a wholly-owned subsidiary of Y&G Corporation Bhd, of three (3) parcels of leasehold land held under the following land titles : -

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 34. MATERIAL EVENTS (Cont'd)

- (a) PN113876, Lot No. 38082;
- (b) PN113877, Lot No. 38081; and
- (c) PN113878, Lot No. 7414.

where all located in Mukim of Labu, District of Sepang, Selangor, measuring in aggregate approximately 38.45 hectares (95.02 acres) from Nurani Saujana Sdn Bhd for a total cash consideration of RM206.0 million;

- (ii) acquisition by Duta Asiana Sdn Bhd, a wholly-owned subsidiary of Y&G Corporation Bhd of a parcel of land measuring approximately 148.52 hectares (367 acres) held under master title of GRN 339968, Lot No. 22124, located in Mukim of Ujong Permatang, District of Kuala Selangor, Selangor, from Asian Regal Holdings Sdn Bhd for a total cash consideration of RM189.0 million; and
- (iii) acquisition by Y&G Corporation Bhd of 1,000,000 ordinary shares in Konsep Wawasan Sdn Bhd ("KWSB"), representing 100% equity interest in KWSB, for a total cash consideration of RM82.0 million.

On 7 January 2026, the Company announced that the above proposal were duly approved by the Shareholders in the Extraordinary General Meeting ("EGM") held on 7 January 2026. As a result, the Sale & Purchase Agreement of Item (i) and (iii) had become unconditional on 7 January 2026.

On 24 February 2026, the Company announced that the Sale & Purchase Agreement of Item 34 (ii) had become unconditional on 24 February 2026.

## 35. CAPITAL COMMITMENTS

There was no other material capital commitments which are not authorised or provided for in the Financial Statements, except for the acquisitions as provided in note 34.

# NOTES TO THE FINANCIAL STATEMENTS (Cont'd)

31 DECEMBER 2025

## 36. CONTINGENT LIABILITIES

	----- COMPANY -----	
	<u>2025</u>	<u>2024</u>
	RM'000	RM'000
Corporate guarantee given to financial institutions to secure banking facility granted to subsidiaries	305,214	47,135
Corporate guarantee given to a financial institution to secure finance leases granted to a subsidiary	-	74
	305,214	47,209
	305,214	47,209

The Directors do not anticipate any loss from the above transactions.

## 37. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Group	Obligation under finance lease RM'000	Bank Borrowing term loans RM'000	Total RM'000
1 January 2025	247	47,135	47,382
Interest charged (Note 24)	9	394	403
Repayment	(140)	(7,221)	(7,361)
Interest paid (Note 24)	(9)	(394)	(403)
31 December 2025	107	39,914	40,021
1 January 2024	468	53,937	54,405
Interest charged (Note 24)	17	317	334
Repayment	(221)	(6,802)	(7,023)
Interest paid (Note 24)	(17)	(317)	(334)
31 December 2024	247	47,135	47,382
	247	47,135	47,382

# PROPERTIES LIST

AS AT 31 DECEMBER 2025

No.	Land Title / Location	Tenure	Land Area <sup>1</sup> (Acres)	Year of Acquisition	Net Carrying Amount (RM'000)	Market Value Amount (RM'000)
<b>Investment Property</b>						
1.	Lot PT 1506, Pekan Jenjarom, District of Kuala Langat, Selangor.	Freehold <sup>2</sup>	4.348	2010	16,731	25,000
2.	Lot 35402, Pekan Jenjarom, District of Kuala Langat, Selangor.	Freehold <sup>3</sup>	0.041	2010	284	880
3.	Lot 35411, Pekan Jenjarom, District of Kuala Langat, Selangor.	Freehold <sup>4</sup>	0.060	2010	2,456	2,500
<b>Land Held For Development</b>						
4.	Lot 1213, Mukim Cheras, Daerah Ulu Langat, Selangor.	Freehold	5.067	2008	17,401	
5.	Lot PT 141919, Mukim Klang, Bukit Kemuning, Selangor.	Leasehold (17.06.2092)	0.117	2009	566	
6.	Lot PT 2503 & 2498, Pekan Jenjarom, District of Kuala Langat, Selangor.	Freehold	8.325	2010	4,024	
7.	Lot 44095, Mukim Dengkil, District of Sepang, Selangor.	Leasehold (05.03.2091)	13.494	2015	20,737	
8.	Lot 103532, Mukim Dengkil, District of Sepang, Selangor.	Leasehold (05.03.2091)	10.828	2015	19,023	
9.	Lot PT 10316, Mukim Rawang, Daerah Gombak, Selangor.	Leasehold (24.11.2093)	41.500	2015	82,045	

# PROPERTIES LIST

(Cont'd)

AS AT 31 DECEMBER 2025

No.	Land Title / Location	Tenure	Land Area <sup>1</sup> (Acres)	Year of Acquisition	Net Carrying Amount (RM'000)	Market Value Amount (RM'000)
<b>Land Held For Development</b>						
10.	Lot 183195 PN115447, Mukim Klang, Daerah Klang, Selangor.	Leasehold (21.04.2107)	117.975	2019	54,909	
11.	Geran Mukim 1941 & 1274, Lot No.1793 & 1794, Tempat Batu 17 ½ Jalan Reko, Mukim Kajang, Daerah Hulu Langat, Selangor.	Freehold	3.263	2020	38,200	
12.	Geran Mukim 1319, Lot No.686, Tempat Sungei Trap, Mukim of Hujung Permatang, Daerah Kuala Selangor, Selangor.	Freehold	5.000	2021	1,738	

Note :

<sup>1</sup> Approximate area<sup>2</sup> Approximate age of the building is 19-year. The building is a 1 ½ storey and tenanted to a hypermarket.<sup>3</sup> The building is a 2-storey and only Ground floor is tenanted to a convenience store.<sup>4</sup> The building is a 3-storey and tenanted to a convenience store.

# ANALYSIS OF SHAREHOLDINGS

AS AT 19 MARCH 2026

## SHARE CAPITAL

Total Issued Capital : 218,478,320 Ordinary Shares  
 Class of Shares : Ordinary Shares  
 Voting Rights : One vote per Ordinary Share

## SHAREHOLDING DISTRIBUTION SCHEDULE

(As per the Record of Depositors)

Size of Shareholdings	No. of Shareholders	No. of Shares	% of Shares
Less than 100	169	5,573	^
100 – 1,000	1,114	511,188	0.23
1,001 – 10,000	409	1,286,464	0.59
10,001 – 100,000	82	2,583,857	1.18
100,001 to less than 5% of issued shares	32	79,232,286	36.27
5% and above of the issued shares	5	134,858,952	61.73
<b>Total</b>	<b>1,811</b>	<b>218,478,320</b>	<b>100.00</b>

^: Less than 0.01%

## SUBSTANTIAL SHAREHOLDERS

(As per the Register of Substantial Shareholders)

Name of Substantial Shareholders	No. of Shares			
	Direct	%	Indirect	%
Kinta Aroma Sdn. Bhd.	110,902,200	50.76	-	-
Dato' Sri Yap Seng Yew	6,621,600	3.03	117,589,583~	53.82
Datin Sri Gan Li Li	6,687,383	3.06	117,523,800~	53.79
Dato' Yap Jun Jien	16,693,302	7.64	110,902,200+	50.76
Yap Jun Wei	17,263,450	7.90	110,902,200+	50.76

Notes:

- ~ Deemed interest by virtue of his/her direct shareholding in Kinta Aroma Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016 and by virtue of his/her spouse's direct shareholding in the Company.
- + Deemed interest by virtue of his direct shareholding in Kinta Aroma Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.

# ANALYSIS OF SHAREHOLDINGS (Cont'd)

AS AT 19 MARCH 2026

## DIRECTORS' SHAREHOLDINGS (As per the Register of Directors' Shareholdings)

Name of Directors	No. of Shares			
	Direct	%	Indirect	%
Dato' Sri Yap Seng Yew	6,621,600	3.03	134,853,033@	61.72
Datin Sri Gan Li Li	6,687,383	3.06	134,787,250@	61.69
Dato' Yap Jun Jien	16,693,302	7.64	113,112,208 #	51.77
Lee Boon Hong @ Lee Boon Keong	-	-	-	-
Mohd Shafizan bin Shahbudin	-	-	-	-
Tan Kak Teck	22,050	0.01	-	-
Lee Szed Kee	-	-	-	-
Amy Chan Chen Chen	-	-	-	-

## Notes:

@ Deemed interest by virtue of his/her direct shareholding in Kinta Aroma Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016 and by virtue of his/her spouse's and child's direct shareholdings in the Company.

# Deemed interest by virtue of his direct shareholding in Kinta Aroma Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016 and by virtue of his spouse's direct shareholding in the Company.

# ANALYSIS OF SHAREHOLDINGS (Cont'd)

AS AT 19 MARCH 2026

## LIST OF 30 LARGEST SECURITIES ACCOUNT HOLDERS

(As per the Record of Depositors)

No.	Name of Shareholders	No. of Shares	%
1.	Kinta Aroma Sdn. Bhd.	40,912,200	18.73
2.	AMSEC Nominees (Tempatan) Sdn. Bhd. - Pledged Securities Account - AmBank (M) Berhad for Kinta Aroma Sdn. Bhd.	36,000,000	16.48
3.	Kinta Aroma Sdn. Bhd.	23,990,000	10.98
4.	Yap Jun Wei	17,263,450	7.90
5.	Dato' Yap Jun Jien	16,693,302	7.64
6.	AMSEC Nominees (Tempatan) Sdn. Bhd. - Pledged Securities Account for Kinta Aroma Sdn. Bhd.	10,000,000	4.58
7.	HLIB Nominees (Tempatan) Sdn. Bhd. - Nyew Heng Chuan	9,900,000	4.53
8.	Dato' Muthanna bin Abdullah	9,000,000	4.12
9.	Gan Chee Wah	8,000,000	3.66
10.	HLIB Nominees (Tempatan) Sdn. Bhd. - Seo Eng Lean	4,793,450	2.19
11.	HLIB Nominees (Tempatan) Sdn. Bhd. - Teo Cheng Chuan	4,793,450	2.19
12.	Gan Kee Den	4,540,900	2.08
13.	Datin Sri Gan Li Li	4,098,683	1.88
14.	Dato' Sri Yap Seng Yew	4,098,600	1.88
15.	HLIB Nominees (Tempatan) Sdn. Bhd. - Cham Chean Fong @ Sian Chean Fong	2,700,000	1.24
16.	Datin Sri Gan Li Li	2,588,700	1.18
17.	Dato' Sri Yap Seng Yew	2,523,000	1.15
18.	Datin Teh Mi Mi	2,210,008	1.01
19.	Gan Li Ching	1,772,650	0.81
20.	Ang Kok Thye	1,061,400	0.49
21.	Ang Ah Buay	774,590	0.35
22.	Rigap Capaian Sdn Bhd	732,350	0.33
23.	Bakal Sempurna Sdn Bhd	650,900	0.30
24.	LRC Tech (M) Sdn. Bhd.	650,000	0.30
25.	Saham Megah Sdn. Bhd.	601,900	0.28
26.	Phuar Sok Khim	529,900	0.24
27.	Lai Thiam Poh	529,000	0.24
28.	Tan Wah Kok	498,000	0.23
29.	Gan Li Ching	457,600	0.21
30.	Empayar Padu Sdn. Bhd.	358,280	0.16
<b>TOTAL</b>		<b>212,722,313</b>	<b>97.36</b>

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**Notes:**

- (i) The 60<sup>th</sup> AGM will be held at Lot G-01, Ground Floor, Tower B, PJ City Development, 15A, Jalan 219 Seksyen 51A, 46100 Petaling Jaya, Selangor Darul Ehsan, Malaysia ("**Venue**").
- (ii) Member(s) or proxy(ies)/corporate representative(s)/attorney(s) shall be physically present or allowed to enter the Venue on the day of the 60<sup>th</sup> AGM.
- (iii) A member of the Company is entitled to attend, and vote and is entitled to appoint another person as his/her/its proxy to exercise all or any of his/her/its rights to attend, participate (including to pose questions to the Board of Directors of the Company) and vote in his/her/its stead.  
  
Please read and follow the procedures as set out in the Administrative Guide of the 60<sup>th</sup> AGM which can be downloaded from the Company's announcement on Bursa Malaysia Berhad's website at [www.bursamalaysia.com](http://www.bursamalaysia.com).
- (iv) A member of the Company may appoint not more than two (2) proxies to attend the Meeting, provided that the member specifies the proportion of his/her/its shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
- (v) A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.
- (vi) Where a member is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**"), there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- (vii) The instrument appointing a proxy shall be in writing, and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, shall be deposited at the share registrar office of the Company, ShareWorks Sdn. Bhd. at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan (KL), Malaysia not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting at which the person named in such instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.
- (viii) Subject to the Constitution, members may deposit the instrument appointing the proxy(ies) by electronic means by way of submitting the instrument to the e-mail address [ir@shareworks.com.my](mailto:ir@shareworks.com.my) not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting at which the person named in such instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.
- (ix) An instrument appointing a proxy shall in the case of an individual, be signed by the appointor or by his attorney duly authorised in writing and in the case of a corporation, be either under its common seal or signed by its attorney or in accordance with the provision of its constitution or by an officer duly authorised on behalf of the corporation.
- (x) For the purpose of determining a member who shall be entitled to attend the 60<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 80(b) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 19 May 2026. Only a depositor whose name appears on the General Meeting Record of Depositors as at 19 May 2026 shall be eligible to attend, participate and vote at the Meeting or appoint proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote on his/her/its behalf.
- (xi) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by way of poll.

**Personal Data Privacy:**

By lodging of a completed Form of Proxy to the share registrar office of the Company for appointing proxy(ies) or corporate representative(s) or attorney(s) to attend, participate and vote at the 60<sup>th</sup> AGM or any adjournment thereof, the member accepts and agrees to the personal data privacy terms as set out in the Notice of 60<sup>th</sup> AGM dated 28 April 2026.

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AFFIX  
STAMP

The Share Registrar  
**Y&G CORPORATION BHD.**  
Registration No. 196501000612 (6403-X)  
SHAREWORKS SDN. BHD.  
NO. 2-1, JALAN SRI HARTAMAS 8  
SRI HARTAMAS  
50480 KUALA LUMPUR  
WILAYAH PERSEKUTUAN (KL)  
MALAYSIA

1st fold here





**Y&G CORPORATION BHD** 196501000612 (6403-X)

Lot G-01 Ground Floor Tower B, PJ City Development  
No.15A, Jalan 219, Seksyen 51A, 46100 Petaling Jaya, Selangor

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