



PRINCIPLE

3

# COMMITMENT TO CORPORATE RESPONSIBILITIES



## MATERIALITY

- Climate Change
- Energy Management
- Water Management
- Waste Management
- GHG Emission
- Community & Society Investment

## GRI Standards

- 203 : Indirect Economic Impacts
- 301 : Materials
- 302 : Energy
- 303 : Water and Effluents
- 305 : Emission
- 306 : Waste

## CLIMATE CHANGE

Addressing climate change is an urgent global imperative which, if left unaddressed, is projected to cause severe economic disruption, more frequent extreme weather events, and other serious consequences. The Paris Agreement, established by the United Nations, provides a vital framework for coordinated action. Accordingly, Awantec recognises the impact of climate change on our business and views it both as a risk and opportunity to drive innovation and value creation. We are actively engaged in advancing climate-related policies and regulatory frameworks in Malaysia to support a sustainable future.

To align our business practices and disclosures with global standards for climate action, Awantec adheres to a range of policies, international guidelines, and regulatory requirements. These frameworks guide our efforts to embed sustainability into our operations and reporting, ensuring transparency and accountability in our response to climate-related challenges. This year, in line with Malaysia's National Sustainability Reporting Framework ("NSRF"), we are enhancing our sustainability disclosures by adopting the international standards set by the International Sustainability Standards Board ("ISSB"). Specifically, we are incorporating IFRS S1 and IFRS S2, providing a framework to disclose material sustainability-related financial information.

### AWANTEC'S CLIMATE CHANGE INITIATIVES AND PROJECTS

Awantec is committed to fulfilling our role as a responsible and ethical business entity. We fully recognise and actively address the challenges posed by climate change and its impact, risks, and opportunities on the environment and our business operations. As a listed supporter of the TCFD, we base our initiatives on our commitment to reduce or avoid environmental impact and improve the efficiency of our operations that contribute to the emission of GHG. Our efforts are guided by sustainable frameworks aligned with the TCFD recommendations.

The following initiatives have been developed in alignment with the aforementioned principles.

- **Measuring and Reporting Carbon Footprint**  
Since 2023, Awantec has systematically measured and reported Scope 1, 2, and 3 emissions across all operations to identify reduction opportunities and improve efficiency; by FPE2025, we have maintained carbon consumption reduction target into each department's ESG KPIs, ensuring climate action is embedded throughout the organisation.

- **Assessing Climate-Related Risks**  
To assess the impact of climate change on our operations, finances, and strategic outlook, we use Representative Concentration Pathways ("RCP") analysis, continuously updating our assessments with the latest RCP data. This allows us to evaluate various climate scenarios, identify risks and opportunities, strengthen resilience, and meet evolving regulatory requirements.
- **Setting Sustainability Goals**  
Our sustainability objectives, embedded within our KPIs, encompass essential ESG components such as lowering greenhouse gas emissions, regularly updating relevant policies, organising CSR initiatives, promoting health and wellness activities, and more.
- **Implementing Decarbonisation Strategies**  
We implement active controls on electricity, water, and paper consumption, integrating green fittings and sustainable infrastructure, and providing regular trainings and awareness programs to promote a culture of environmental responsibility.



## PRINCIPLE 3: COMMITMENT TO CORPORATE RESPONSIBILITIES

### ENVIRONMENT: CLIMATE CHANGE

In FPE2025, the Board of Directors approved a change in the Company's financial year end from 30 June to 31 December. This shift aims to better align our reporting cycles with current business operations. Consequently, the current reporting period spans 18 months, creating a non-standard baseline for year-on-year comparisons. While the extended timeframe may appear to dilute certain growth metrics on paper, our operational reality tells a different story: we have made steady progress in our sustainability agenda. We remain fully confident in hitting our targets in the upcoming cycle. Our dedication is further reflected in our newly enhanced Sustainability Policy and Sustainability Practices Policy, which was previously known as the Green ICT Policy. Both documents are available for review on our website at [www.awantec.my](http://www.awantec.my).

Goal	Baseline by FYE2022	Short-Term Targets by FPE2025	Long-Term Target by FYE2030	Progress by FPE2025
Reduction in total GHG Emission per employee, derived from scope 1, 2 and 3	Total GHG emission intensity stand at 3.83 tCO <sub>2</sub> e/employee	Reduce 15% of total GHG emission intensity to 3.02 tCO <sub>2</sub> e/employee	Reduce 25% of total GHG emission intensity to 2.52 tCO <sub>2</sub> e/employee	Total GHG emission intensity stands at 5.35 tCO <sub>2</sub> e per employee
TCFD Integration	Partial Integration to TCFD Framework	Full integration to TCFD Framework. Encompass the 4 thematic areas of Governance, Strategy, Risk Management, Metrics and Targets	Continuous improvement and alignment to the TCFD framework. To carry out 10 initiatives in relation to combat climate change	TCFD is integrated with all thematic areas completed. In addition, Cloud migration and green screening for our supply chain have been completed
Energy Intensity reduction	2,246 kWh per employee	Reduce to 2,000 kWh/employee (10% reduction)	Reduce to 1,800 kWh/employee (20% reduction)	2,530 kWh per employee

## SOCIAL: LABOUR STANDARDS, HUMAN RIGHTS & COMMUNITY

Our commitment to advancing the social aspects of Awantec’s business is reflected in the steady progress we have made towards our short-term targets. While overall performance has been positive, there remains room for improvement in training hours. As detailed below, we have successfully exceeded our short-term targets in average turnover rate, employee compensation, and succession planning. This demonstrates our dedication to cultivating a positive workplace that emphasises fairness and stability, with a strong focus on capacity building to support our ongoing success.

Goal	Baseline By FYE2022	Short-Term Targets By FPE2025	Long-Term Target By FYE2030	Progress By FPE2025
Stable Work Environment	Average turnover rate of 11% for all industries in 2022	Maintain a low average turnover rate of less than 5% per financial period	Further reduce the average turnover rate to 3% or less per financial period	2% average turnover rate
Decent Work and Fair Income	Malaysia’s minimum monthly wage of RM1,700 and industry benchmark	Ensure employees are paid above minimum wage and equal to industry benchmark	Ensure employees are paid above industry benchmark	Employees are paid well above minimum wage and equal to industry benchmark
Training & Development	Average 5.37 training man days in FYE2022	Fulfil or exceed baseline average training man days	Individual development programme	Average 8.36 training man days
Succession Planning	Initiate establishing first tier successors for all positions	Complete the first tier successors for all positions	Establish the second tier of successors for all positions	First tier successors are established for all positions. Second Tier successors are currently being established

## PRINCIPLE 3: COMMITMENT TO CORPORATE RESPONSIBILITIES

### GOVERNANCE: CORPORATE GOVERNANCE

Corporate governance at Awantec is fundamental to ensuring transparency, accountability, and ethical conduct throughout our operations. As we approach FPE2025, we are proud to have met all our short-term targets, demonstrating strong performance in our ESG rating, anti-corruption and bribery measures, and the maintenance of a robust cybersecurity framework. These achievements underscore our unwavering commitment to upholding the highest standards of governance, which are essential to sustaining trust and driving enduring excellence.

Goal	Baseline By FYE2022	Short-Term Targets By FPE2025	Long-Term Target By FYE2030	Progress By FPE2025
Strong Sustainability Performances	FTSE4Good Rating average of 2.4 within the technology industry	Maintain above average rating of 2.4 for technology industry	Be on par or exceed the rating of top technology industrial peers	ESG rating of 4.3 with grading band of four out of four star
Anti Corruption & Bribery	Initiatives and controls in place to mitigate incidents of corruption	Establishment of related policy, whistle blowing mechanism, risk assessment, procedures etc to adequately protect Awantec from identified risk	Group-wide training on Anti-corruption, bribery and usage of whistleblowing channels. To assess risk of corruption across Awantec	We have implemented anti-corruption and bribery measures, including a whistleblowing channel, policy, procedures, and training programs. These measures are subject to continuous review to ensure their effectiveness in mitigating bribery and corruption risks
Robust Cybersecurity	Existing cybersecurity controls and recorded incidents	Assessment and establishment of cybersecurity readiness plan	ISO 27001 (Information Security Management) certified & additional cybersecurity assessment	Remediation has been done to cover weaknesses identified from Vulnerability Assessment & Penetration Test ("VAPT") conducted

### AWANTEC'S CLIMATE RISK ASSESSMENT

Awantec's commitment to addressing climate change involves proactive efforts to prepare for and manage the risks and opportunities associated with the transition to a low-carbon economy. Climate change is regarded by our Board of Directors and Sustainability Committee as a significant risk that could disrupt operations, while also presenting opportunities to drive innovation and initiatives.

Using the 2-degree Celsius scenario as a reference point, our climate scenario analysis considers the projected common climate-related impacts on Malaysia, as indicated by the Representative Concentration Pathway ("RCP"). This risk assessment exercise enabled us to identify key climate change-related risks and opportunities affecting our business operations and strategic planning, including operational expenditure ("OPEX"), capital expenditure ("CAPEX"), mergers and acquisitions ("M&A"), and debt management. These insights have been incorporated into our multi-disciplinary company-wide risk management framework, ensuring a comprehensive and coordinated approach to addressing climate-related challenges and opportunities.

Additionally, we have aligned our assessment with relevant sustainability frameworks, particularly the TCFD and IFRS, to ensure it covers key metrics such as risk identification by type, causes, impacts, controls, treatments, and time horizons. In response to these risk, we have developed a comprehensive set of strategies and initiatives designed to enhance our resilience to climate-related risks while capitalising on emerging opportunities within the low-carbon economy. These strategies align closely with our sustainability goals as outlined previously. Our progress will be subject to active oversight, monitoring, and benchmarking against clearly defined metrics and targets, which will be reviewed and updated annually. Furthermore, these analyses will be integrated into our financial planning and reporting processes to ensure transparent communication with our stakeholders. A summary of our climate-related risk assessment can be viewed on our website: [www.awantec.my](http://www.awantec.my).

## SUSTAINABLE CAPITAL ALLOCATION

We undergo an annual review to ensure that our future capital expenditures, particularly our ESG-related budget, support both our short- and long-term GHG emission reduction targets and overall decarbonisation goals. A key component of this effort is our newly implemented Sustainability Practices Policy. This policy integrates our decarbonisation objectives and guides the budgeting framework to ensure the effective implementation of measures aimed at phasing out investments in carbon-intensive assets and production.

## KEY ELEMENTS OF AWANTEC'S DECARBONISATION STRATEGY

Awantec is intensifying its efforts to reduce GHG emission intensity through an enhanced, multi-pronged decarbonisation strategy. Building on last year's foundation, these initiatives have been strengthened and expanded, reflecting a more rigorous and ambitious approach. Collectively, they form the core of our FPE2025 strategy, enabling Awantec to achieve greater measurable progress in lowering overall GHG emissions. This continued commitment underscores our leadership in environmental responsibility and demonstrates our dedication to advancing sustainability with improved and more challenging targets.

Action	Key Element	Quantified Contribution
Reduction of electrical usage through company-wide climate-related KPI	The base KPI aims to reduce electricity usage by 12% compared to the FYE2022 baseline	Estimate reduction of 10% of electricity usage from scope 2, includes reduction of active usage. This would be quantified to a total contribution of an 2% reduction to the total GHG emission
Reduction of water usage through company wide climate-related KPI	The base KPI aims to reduce water usage by 5% compared to the FYE2023 baseline	Estimate reduction of 3% of water usage from scope 2, includes reduction of active usage. This would be quantified to a total contribution of less than 1% reduction to the total GHG emission intensity
Reduction of paper usage through company wide climate-related KPI	The base KPI aims to reduce paper usage by 20% compared to the FYE2022 baseline	Estimate reduction of 20% of paper usage emission from scope 3, includes reduction of paper usage due to digitalisation. This would be quantified to a total contribution of less than 1% reduction to the total GHG emission
Reduction of electrical and paper usage by gradual replacement of existing items such as printers, fridge, lightings to energy-efficient alternatives	Gradual change in accordance to Sustainability Practice Policy	Gradual change in accordance to Sustainability Practice Policy

## PRINCIPLE 3: COMMITMENT TO CORPORATE RESPONSIBILITIES

### WASTE MANAGEMENT

We recognise waste management as a fundamental aspect of our environmental stewardship, identifying it as one of our material issues. This commitment drives us to embrace the principles of the circular economy, with the goal of reducing waste and conserving resources. To support this, we have implemented several initiatives, including placing recycling bins on every floor, providing guidance and raising awareness during new employee induction, and rolling out our Sustainability Practice Policy to encourage consistent participation across Awantec.

In FPE2025, our recycling target of over 10% total waste generated was impacted by storage limitations encountered during the consolidation of our operational area. To rectify this, a monthly recycling schedule was implemented that significantly minimises waste storage. We remain committed to improving our waste management practices and reducing our ecological footprint moving forward.

	Unit	FYE2023	FYE2024	FPE2025
Total Waste Generated	kg	-	2,131.72	2,969.13
General Waste	kg	-	1,908.04	2,505.90
Recycled Waste	kg	194.25	223.68	463.23
Total Waste Recycled	%	-	10.49	15.60

### AWANTEC'S GREENHOUSE GAS EMISSION

As part of our effort to address climate change, we demonstrate our commitment to transparency, accountability and environmental responsibility by disclosing our total operational GHG emissions data. This disclosure covers Scope 1, 2, and 3 GHG emissions associated with all aspects of our business operations and premises.

Our disclosure is verified through assessments conducted by both internal and external auditors to ensure accuracy and build stakeholder trust. Emissions calculations are maintained in accordance with the Greenhouse Gas Protocol Corporate Accounting and Reporting Standard, wherever applicable, to uphold consistency and transparency in our reporting. Furthermore, our emissions data are directly obtained from our electricity and water suppliers, providing reliable and verifiable information. These measures reflect our commitment to responsible environmental management and support our broader goals of reducing our carbon footprint and enhancing sustainability performance.



Description	Unit	FYE2023	FYE2024	FPE2025
<b>Total GHG Emissions</b>	tCO <sub>2</sub> e	465.84	445.90	599.70
GHG Emissions Intensity	tCO <sub>2</sub> e/employee	3.56	3.43	5.35
Internal Carbon Pricing	RM	209,143.94	209,276.75	259,770.45
Internal Carbon Pricing	USD	46,584.22	44,590.22	59,970.09
Total number of employee	Nos	131	130	112
<b>Scope 1 Emissions</b>	tCO <sub>2</sub> e	82.25	69.78	83.77
Scope 1 Emissions Intensity	tCO <sub>2</sub> e/employee	0.63	0.54	0.75
Scope 1	USD	8,225.32	6,977.81	8,377.08
Fugitive Emissions - Refrigerants	tCO <sub>2</sub> e	79.36	67.73	79.46
Fugitive Emissions - Fire Suppressants	tCO <sub>2</sub> e	0.04	0.04	0.06
Mobile Combustion Emissions - Company Vehicle	tCO <sub>2</sub> e	2.85	2.01	4.25
<b>Scope 2 Emissions</b>	tCO <sub>2</sub> e	132.52	121.70	159.48
Scope 2 Emissions Intensity	tCO <sub>2</sub> e/employee	1.01	0.94	1.42
Scope 2	USD	13,251.83	12,170.40	15,948.31
Total Electricity consumption	kWh	240,078.51	220,192.43	283,392.56
Energy Intensity	kWh/employee	1,832.66	1,693.79	2,530.29
Total water consumption	m <sup>3</sup>	1,079.83	1,064.28	1,439.76
Water Intensity	m <sup>3</sup> /employee	8.24	8.19	12.86
<b>Scope 3 Emissions</b>	tCO <sub>2</sub> e	251.07	254.42	356.45
Scope 3 Emissions Intensity	tCO <sub>2</sub> e/employee	1.92	1.96	3.18
Scope 3	USD	25,107.06	25,442.01	35,644.70
Purchased Goods and Services	tCO <sub>2</sub> e	2.28	3.61	3.14
Paper	ream	136	215	187
Business Travel & Commute	tCO <sub>2</sub> e	248.79	250.81	353.31
Employee Commute	km	1,443,600.00	1,432,855.50	1,855,405.50
Business Travel: Road-Bound	km	98,929.15	145,087.69	195,588.30
Business Travel: Air	km	1,414.19	27,387.20	8,063.00

Description	Unit	FPE2025	% of Em
<b>Total GHG Emissions</b>	tCO <sub>2</sub> e	599.70	100.0
Scope 1 Emissions	tCO <sub>2</sub> e	83.77	13.97
Scope 2 Emissions	tCO <sub>2</sub> e	159.48	26.59
Scope 3 Emissions	tCO <sub>2</sub> e	356.45	59.44



PRINCIPLE

4

# ENGAGING WORKPLACE



## MATERIALITY

- Diversity, Equity & Inclusion
- Human Rights & Labour Standard
- Community & Society Investment
- Talent Attraction, Growth and Retention

## GRI Standards

- 405 : Diversity and Equal Opportunity
- 406 : Equal Opportunity
- 404 : Training and Education
- 409 : Forced or Compulsory Labour
- 407 : Freedom of Association & Collective Bargaining



## EMPOWERING TALENT, EMBRACING INCLUSION

Awantec is committed to upholding human rights and fostering a fair, inclusive, and supportive workplace. This commitment is reflected in our comprehensive policies, transparent communication, and upholding human rights and labor standards throughout FPE2025. We actively support youth employment, ensuring equal opportunities for disadvantaged groups, and through inclusive internship programs and the PROTÉGÉ initiative.

Our dedication to employee development is demonstrated by tailored training programs aligned with performance, averaging 66.92 training hours per employee in FPE2025. Awantec also prioritises fair compensation, work-life balance, diversity, equity, and inclusion, fostering a culture where every employee is valued and empowered. Beyond the workplace, we engage in meaningful corporate social responsibility initiatives that benefit our communities and the environment, reinforcing our role as a responsible and ethical employer.

## EMPOWERING PEOPLE THROUGH PRINCIPLES AND PRACTICE

At Awantec, our commitment to human rights is firmly grounded in the foundational principles of the International Bill of Human Rights and the UN Guiding Principles on Business and Human Rights. These principles are fully integrated into every aspect of our operations, fostering ethical conduct and accountability as outlined in our Human Rights Statement and HRLS Policy, both of which are available on our website. Central to this commitment is our comprehensive Employee Handbook, written in clear English, which sets out employment terms, benefits, policies, and guidelines. This handbook is thoroughly explained to all new employees during onboarding and is readily accessible via our employee portal.

Throughout FPE2025, We take pride in achieving our goal of zero breaches related to HRLS, underscoring our dedication to valuing our workforce and maintaining a secure, fair working environment. Through fostering transparent communication and upholding principled practices, Awantec establishes a supportive environment for employee well-being and growth.

## AWANTEC'S DRIVE FOR YOUTH EMPLOYMENT

Our dedication to supporting youth employment is demonstrated through both internship placements and involvement in the PROTÉGÉ programme, a year-long training scheme managed by the Ministry of Entrepreneur Development and Cooperatives ("MEDAC"). These initiatives offer graduates, unemployed, and young individuals hands-on experience and professional growth opportunities, helping to boost their job readiness. We maintain an inclusive internship policy that guarantees fair access for disadvantaged groups, including those from low-income backgrounds, marginalised communities, and is open to individuals from a broad range of backgrounds and experiences. By utilising our training expertise, we ensure interns acquire essential skills and knowledge that prepare them for future career success.

## EMPOWERING GROWTH THROUGH TRAINING

Awantec recognises the importance and is dedicated to provide our workforce personal development training to enhance their abilities or individual skills. We aligned our training to our employees's individual performances and developments via semi-annual Employee Performance Management ("EPM") sessions. Complimented by our Competencies Assessment ("COMPASS") as well as Performance and Potential Matrix for our employees to identify their strengths and performance gaps toward successful career development. Through these evaluations, we select appropriate programmes that address skill and knowledge gaps at the individual, group, and organisational level. In the fiscal period 2025, we achieved an average of 66.92 training hours per employee, empowering our team through continuous learning and development.

To support our goals, we offer various learning initiatives tailored to employees' needs. Our main platform is Skillsoft Percipio, providing flexible, self-paced digital courses. We also hold brown bag sessions to share industry updates and invite expert trainers for specialised workshops. As a Google Cloud partner, we provide focused training on cloud technologies to equip staff for client cloud adoption.

Customer Satisfaction Performance	Unit	FYE2023	FYE2024	FPE2025
Number of substantiated complaints concerning human rights violation or labour standards.	Nos	-	-	-

## PRINCIPLE 4: ENGAGING WORKPLACE

For this fiscal period, we have provided training on the following subjects:



### FAIR COMPENSATION

At Awantec, our employees are our most valuable asset. We are committed to fair compensation and consistently pay above the RM1,700 minimum wage mandated by the Malaysian Minimum Wages Order 2024 under the National Wages Consultative Council Act 2011 (Act 732), in full alignment with our HRLS policy. We ensure that staff remuneration remains well above the legal minimum at all times. Furthermore, we regularly benchmark our salaries against market standards to reinforce our standing as an employer of choice.

### FREEDOM OF ASSOCIATION & COLLECTIVE BARGAINING

In alignment with our HRLS Policy and Human Rights Statement, we are committed to fostering an environment that supports and respects Freedom of Association, Collective Bargaining, and Freedom of Expression in accordance with the Malaysian Constitution and the Trade Unions Act 1959. These frameworks guide our policies and protect employee rights. We strive to create a workplace where everyone feels valued, heard, and empowered to contribute, fostering a culture of mutual respect and collaboration throughout Awantec. As of 31 December 2025, no trade unions or collective bargaining activities exist within Awantec.

### AWANTEC'S APPROACH TO EMPLOYEE WELL-BEING

We prioritise a healthy work-life balance by offering a 37.5-hour workweek, well below the 45-hour national standard set by the Employment (Amendment) Act 1955. We provide flexible working arrangements and additional leave benefits to support our employees' diverse needs.

Alongside these measures, our numerous CSR and ESG activities, and Sports & Recreation club foster a strong sense of community and purpose. These programmes promote mental well-being, reduce stress, and encourage employee engagement, all of which contribute positively to work-life balance.

### FROSTERING DIVERSITY, EQUITY & INCLUSION

DEI is one of our key material matters, recognised as an integral strength that provides us with a competitive edge. We are committed to fostering an inclusive workplace that offers equal opportunities and prohibits discrimination based on race, religion, gender, age, sexual orientation, disability, or nationality. This commitment is realised through a competency-based hiring process in accordance with our Equality, Diversity, and Inclusion policy.

We remain firmly committed to advancing board diversity, with a strategic focus on increasing female representation to at least 30%, in alignment with our Board's Diversity policy and the Malaysia Code on Corporate Governance ("MCCG"). Through these measures, Awantec not only upholds its commitment to diversity and inclusion but also fosters a workplace culture where every individual is valued and empowered. We believe that embracing diverse perspectives and ensuring equitable opportunities are essential to driving innovation, resilience, and long-term success for Awantec.

## PEOPLE PERFORMANCE INDICATORS

Description	Unit	FYE2023	FYE2024	FPE2025
<b>Total Board Member By Gender</b>				
Total Board Members	px	9	8	8
Female	%	33.3	25.0	25.0
Male	%	66.6	75.0	75.0
<b>Total Board Member By Age Group</b>				
Below 30 Years Old	%	-	-	-
30-49 Years Old	%	22.2	25.0	25.0
50 Years Old and Above	%	77.7	75.0	75.0
<b>Total Employees By Gender</b>				
Total Employees	px	131	130	112
Female	%	54	53	52
Male	%	46	47	48
<b>Total Employees By Age Group</b>				
Below 30 Years Old	%	30.9	24.6	18.8
30-49 Years Old	%	61.1	65.4	70.5
50 Years Old and Above	%	8.0	10.0	10.7
<b>Total Employee's Age by Category</b>				
Grade A – Senior Leadership Team				
Below 30 Years Old	%	-	-	-
30-49 Years Old	%	-	33.3	22.2
50 Years Old and Above	%	-	66.7	66.7
Grade B – Managers				
Below 30 Years Old	%	-	-	2.1
30-49 Years Old	%	-	89.4	87.5
50 Years Old and Above	%	-	10.6	10.4
Grade C – Executives				
Below 30 Years Old	%	-	43.2	35.7
30-49 Years Old	%	-	54.1	62.5
50 Years Old and Above	%	-	2.7	1.8
<b>Total Employees by Employment Contract</b>				
Permanent employees	%	22	20	25
Contract employees	%	78	80	75

## PRINCIPLE 4: ENGAGING WORKPLACE

### PEOPLE PERFORMANCE INDICATORS (CONT'D)

Description	Unit	FYE2023	FYE2024	FPE2025
<b>Staff Turnover Rate</b>				
Average Voluntary turnover	%	2.4	3.0	2.0
Average Involuntary turnover	%	0.0	1.0	0.0
Grade A – Senior Leadership Team	px	3	1	3
Grade B – Managers	px	16	18	19
Grade C – Executives	px	19	42	15
<b>Training Hours</b>				
Total training hours	hr	8,806.50	5,076.08	7,494.84
Average training hours per employee	hr	67.20	39.00	66.92
Average training days per employee	d	8.96	4.90	8.36
Grade A – Senior Leadership Team	hr	792.60	316.00	478.66
Grade B – Managers	hr	3,566.70	1,922.85	3,013.13
Grade C – Executives	hr	4,447.20	2,837.23	4,003.04
<b>Special Provision</b>				
Employees with disabilities	%	-	-	-

### BUILDING A COLLABORATIVE AND INCLUSIVE CULTURE AT AWANTEC

We believe that celebrating diverse traditions is not only a reflection of our rich cultural tapestry but also a vital way to unite and inspire our team. This period, our festival activities beautifully embodied this spirit of inclusivity and joy. During Ramadan, we shared the warmth of the season by distributing Buah Kurma, fostering a sense of community and reflection. Our Chinese New Year celebrations were marked by the exchange of traditional gifts, symbolising goodwill and prosperity.



*Celebrating the spirit of Ramadan by sharing Buah Kurma with our Awantec team to foster warmth and togetherness*



*Spreading luck and prosperity this Chinese New Year with mandarin oranges and biscuits for our Awantec team*

A standout moment this year was our lively Riang Ria Raya event, held to commemorate another successful year, where both staff and clients came together to share in the festive cheer. Alongside these, we continued to honour our employees' special moments with heartfelt birthday celebrations. Through these meaningful festivities, Awantec not only embraces the diversity of our workforce but also motivates and strengthens bonds, nurturing a workplace culture where everyone feels valued and inspired to contribute to our collective success.



Awantec staff and partners gathered to celebrate the success and achievements of the past year during the Riang Ria Raya event



Celebrating our employees' birthdays and their valuable contributions to Awantec

### AWANTEC SPORT AND RECREATION CLUB

This period, Awantec proudly launched the Awantec Sport and Recreation Club ("SPORTEC"), an initiative designed to foster teamwork, promote well-being, and encourage engagement among our colleagues. Members of the SPORTEC club are elected annually and are responsible for organising a minimum of one activity each month, with a focus on delivering maximum impact and benefit. SPORTEC has organised bowling and e-sports tournaments, as well as pickleball and badminton days for leisure activities.



Awantec staff enjoying friendly competition and camaraderie at the annual bowling tournament



Staff members engaged in the Sportec pickleball event, combining skill, teamwork, and a shared commitment to well-being

## PRINCIPLE 4: ENGAGING WORKPLACE

### CREATING POSITIVE CHANGE: AWANTEC'S FPE2025 CSR AND SUSTAINABILITY IMPACT

In FPE2025, Awantec undertook several CSR initiatives in line with our CSR commitments, materiality considerations, and the Sustainable Development Goals. During Ramadan, we launched the Awantec Ramadan Light programme to extend our support to the residents of Pusat Jagaan dan Rawatan Orang Tua Al-Ikhlas, a local elderly care home housing 40 senior citizens. We contributed a total of RM18,633 in financial donations, alongside clothing and daily necessities valued at approximately RM2,748, sufficient to cover three months' worth of supplies.



Awantec proudly supports Pusat Jagaan dan Rawatan Orang Tua Al-Ikhlas through our Ramadan Light programme

Awantec proudly donated a funeral van valued at RM119,208 to support the congregation members of Masjid Kampung Tengkadang in Kuala Berang, Terengganu. This generous contribution is part of our commitment to support welfare and enhancing essential services for the less fortunate.

In a separate CSR initiative, the Program Latihan Madani Elevator Skills for Life, we provided training and job placement for 24 persons with disabilities from UiTM, under the auspices of the Human Resource Development Corporation. Supported by their funding, Awantec contributed monetary donations, facilitated an appropriate training programme through Percipio, and supplied food and beverages throughout the course. This initiative aligned with our youth unemployment initiative focused on uplifting under-privileged groups.

Awantec proudly engaged in a meaningful CSR initiative in Langkawi, held in collaboration with Langkawi Trash Hero, a local NGO dedicated to environmental preservation through beach clean-ups and educational outreach. They provided valuable guidance to Awantec's team on the impact and identification on hidden pollutants such as microplastics, straws and styrofoam. Awantec successfully removed 35kg of waste in just 45 minutes, reinforcing our commitment to environmental stewardship and minimising threats to marine life and the island's ecosystems.



Datuk Seri Dr. Yusof Bin Ismail (most left) handing over the funeral van to Masjid Kampung Tengkadang's congregation members



Awantec, supported by HRDcorp, trained and placed 24 persons with disabilities from UiTM through the Program Latihan Madani



Awantec partners with Langkawi Trash Hero to remove 35kg of waste in 45 minutes



Awantec team comes together for a day of teamwork and sustainability at MP Sepang Urban Farm

By June, 2025. Awantec came together for a rewarding afternoon at MP Sepang Urban Farm, just 3 km from our office. Over two hours, we rolled up our sleeves to plant trees, participate in gotong-royong activities like weeding and cleaning, and contribute to the farm’s sustainability. The event was a perfect blend of teamwork, environmental stewardship, and fun, allowing us to connect outside the office while making a positive impact. We wrapped up with refreshments, feeling proud of our efforts to support Awantec’s commitment to sustainability and community engagement.

We sincerely thank all employees who generously contributed their time, skills, and resources to make these initiatives successful. Awantec remains deeply committed to Corporate Social Responsibility, continuously striving to create meaningful and lasting benefits for the communities we serve and the environment in which we operate.



Awantec team is getting our hands dirty and planting some trees for a greener day

	Unit	FYE2023	FYE2024	FPE2025
Quantifiable financial contributions	RM	7,410	10,650	140,589
Quantifiable number of beneficiaries	Pax	-	706	114
Number of employees participation across our Corporate Social Responsibility event	Pax	-	120	113
Total hours spent across our Corporate Social Responsibility event	hr	-	144	413



PRINCIPLE

5

# GOVERNANCE TO DRIVE COMPLIANCE AND BEST PRACTICES



## MATERIALITY

- Occupational Health and Safety
- Anti-Corruption
- Local Sourcing
- Data Privacy & Security
- Supply Chain Management

## GRI Standards

- 204 : Procurement Practices
- 205 : Anti-Corruption
- 308 : Supplier Environmental Assessment
- 403 : Occupational Health and Safety

## AWANTEC: INTEGRITY, COMPLIANCE, AND RESPONSIBILITY

Awantec is firmly committed to conducting business with integrity, transparency, and accountability, fully adhering to the Malaysian Anti-Corruption Commission (Amendment) Act 2018. This commitment is reflected in our Code of Ethics and Anti-Bribery and Corruption Manual, which guide all employees and partners. Ongoing training and initiatives, such as Integrity Week, further reinforce these standards across the organisation.

In parallel, we prioritise occupational health and safety through a dedicated committee and programmes like Awantec Safety Day, fostering a safe and secure work environment. Equally important is our focus on protecting stakeholder data, achieved through strict compliance with the Personal Data Protection Act 2010 and enhanced cybersecurity training aligned with the Cyber Security Act 2024. Lastly, our procurement practices incorporate ESG criteria, enabling us to categorise vendors based on their sustainability performance and encourage continuous improvement.

Together, these efforts enable Awantec to uphold the highest standards of ethical business conduct, workplace safety, data protection, and sustainable growth, ensuring we contribute responsibly to the communities and industries we serve.

### STRENGTHENING INTEGRITY: AWANTEC'S ANTI-BRIBERY AND CORRUPTION MEASURES

Awantec is committed to conducting all business with integrity, honesty, and accountability. As an organisation deeply devoted to ethical conduct, we fully embrace the principles set out in the Malaysian Anti-Corruption Commission (Amendment) Act 2018, demonstrating an unwavering refusal to tolerate bribery or corruption in any form.

This commitment is clearly embodied in our comprehensive Code of Ethics and Anti-Bribery and Corruption ("ABAC") Manual. All employees, directors, subsidiaries, contractors, subcontractors, consultants, agents, and representatives are

required to read, understand, and comply fully with the ABAC Manual, with no waivers or exceptions permitted. The Manual provides clear guidance on recognising, preventing, and reporting unethical behaviour, including bribery, facilitation payments, conflicts of interest, and inappropriate gifts or hospitality. It also sets out detailed whistleblowing procedures, ensuring that individuals can raise concerns confidentially and without fear of retaliation.

Our Board of Directors holds the ultimate responsibility for ensuring compliance with the MACCA, while oversight is delegated to the Risk Management Committee ("RMC") to enforce our ABAC Manual. By 2025, we maintained robust controls to mitigate the risk of bribery and corruption in Awantec's daily operations by conducting regular reviews of these risks across the organisation. We thoroughly examined various related elements, focusing on their relevance, areas for enhancement, updates, and other pertinent factors.

### AWANTEC'S ABAC PERFORMANCE INDICATORS

Annually, Awantec reaffirms our commitment to ethical governance through a range of proactive initiatives. In FPE2025 we marks our third annual Integrity Week, which highlights key topics such as the Code of Conduct, Conflict of Interest ("COI"), ABAC, Gift and Benefits procedures, and whistleblowing. During this week, staff are invited to sign an Integrity Pledge, reinforcing our dedication to upholding the highest standards of integrity.

Integrity Week also serves to familiarise Awantec employees with our comprehensive policies from which these topics are drawn, made available on our website. These include the Code of Conduct Policy, COI Policy, ABAC Policy, Whistleblowing Policy, and others. Furthermore, we take this opportunity to remind staff of our confidential whistleblowing channels, which include dedicated forms, email, and postal mail. Facilitating any legitimate concerns such as corruption, bribery, harassment and etc. All reports are directed exclusively to the independent Chairman of the Audit Committee, ensuring impartiality and confidentiality.

Bribery & Corruption Risk Assessment	Unit	FYE2023	FYE2024	FPE2025
Percentage of operations that underwent corruption risk assessments	%	100%	100%	100%
<b>Bribery &amp; Corruption-Related Training</b>				
Senior Leadership Team	%	100%	100%	100%
Managers	%	100%	100%	100%
Executives	%	100%	100%	100%
<b>Bribery &amp; Corruption Incidents</b>				
Number of confirmed bribery or corruption incidents	Nos	-	-	-

## PRINCIPLE 5: GOVERNANCE TO DRIVE COMPLIANCE AND BEST PRACTICES

### ABC TRAINING: CULTIVATING A CULTURE OF INTEGRITY

In FPE2025, we held a company-wide ABAC refresher session led by the MACC to strengthen awareness and ensure strict compliance with our ABAC policies. Complementing this, a tailored course developed by our training provider was delivered to our board of directors and senior management, revisiting fundamental concepts, the TRUST principles, and their alignment with the company's COI policies. This comprehensive approach guarantees that every level of our organisation remains vigilant and steadfast in upholding the highest standards of integrity.



Senior management revisiting core principles, including the TRUST framework, and how these integrate with the company's COI policies



Company-wide ABAC refresher session led by MACC, reinforcing ABAC awareness

### OCCUPATIONAL HEALTH & SAFETY ("OHS")

By FPE2025, we made significant strides in enhancing our compliance with OHS standards across Awantec. We continue to uphold comprehensive onboarding safety training and ensure the readiness of our Floor Wardens and Emergency Response Team in accordance with the regulations set forth by the Department of Occupational Safety and Health ("DOSH"), our Code of Conduct and our Sustainability Policy.

Our most notable achievement this year is the formal establishment of the OSH Committee at Awantec. This committee, scheduled to be held every quarter, is chaired by the CEO and supported by four Heads of Department representing the employer, alongside four employee representatives. The committee is scheduled to convene quarterly, or as necessary, to address pertinent safety matters.

The primary objective of this committee is to ensure full compliance with the OHS Act 2022. Its roles and responsibilities include:

01

Establish safety and health guidelines and a safe work system.

02

Review of the effectiveness of safety and health programs.

03

Conduct studies as needed on accidents, near-misses, dangerous incidents, work poisoning, or work disease, and report any unsafe condition or practice with a proposal for improvement.

04

Workplace inspection.

05

Investigate any accidents, work diseases, and work poisoning.

Through the diligent efforts of the Occupational Safety and Health Committee, Awantec is committed to fostering a safe and healthy work environment for all employees.

This year, Awantec partnered with CERT Academy to organise the Awantec Safety Day programme. During the event, safety professionals delivered informative talks covering essential topics such as basic occupational first aid, cardiopulmonary resuscitation, the use of automated external defibrillators, and fundamental fire-fighting skills. The session also included practical demonstrations of safety equipment, followed by an engaging Q&A segment.

In FPE2025, Awantec recorded no work-related fatalities or lost-time incidents, underscoring our steadfast commitment to employee safety. This achievement exemplifies our ongoing objective to maintain a zero-incident record in occupational health and safety.



OSH Performance Indicator	Unit	FYE2023	FYE2024	FPE2025
Number of work-related fatalities	Nos	-	-	-
Number of Lost Time Incident	Nos	-	-	-
Lost Time Incident Rate	%	-	-	-
Employees trained in basic health and safety	%	100	100	100

## AWANTEC'S COMMITMENT TO DATA PRIVACY AND CYBERSECURITY

Awantec recognises data as a valuable asset and is committed to protecting the privacy and security of all stakeholder information, including that of tenants, staff, consultants, and contractors. We comply fully with the Personal Data Protection Act ("PDPA") 2010 and implement robust technical, physical, and administrative safeguards to prevent unauthorised access or misuse. Our procedure ensures data is collected, used, and disclosed only for legitimate business purposes. Details on how we handle personal data are outlined in our Personal Data Protection ("PDP") Notice, available on our website and included in service agreements.

We remain committed to providing continuous awareness training and education for all Awantec staff. This year, our cybersecurity bulletins place particular emphasis on strengthening browser and endpoint security, promoting the use of two-step verification for enhanced account protection, and encouraging timely reporting of any suspicious activities or incidents. These initiatives are part of our broader effort to foster a security-conscious culture and ensure that our team is well-equipped to recognise and respond to emerging cyber threats effectively.



This year, Awantec's Board of Directors and Senior Management Team underwent compliance training on the Cyber Security Act 2024. The sessions covered key requirements such as risk assessments, incident reporting, and licensing of cybersecurity providers. This training ensures Awantec's leadership is equipped to meet regulatory obligations and strengthen cybersecurity. The Act is vital for protecting Malaysia's critical sectors from growing cyber threats, enhancing national security, and supporting the digital economy. Awantec's commitment reflects its proactive approach to governance and safeguarding its operations under this new law.

## PRINCIPLE 5: GOVERNANCE TO DRIVE COMPLIANCE AND BEST PRACTICES

In FPE2025, Awantec upheld a strong commitment to data privacy and security, successfully avoiding any data breaches, complaints, highlighting our ongoing efforts to protect confidential information.

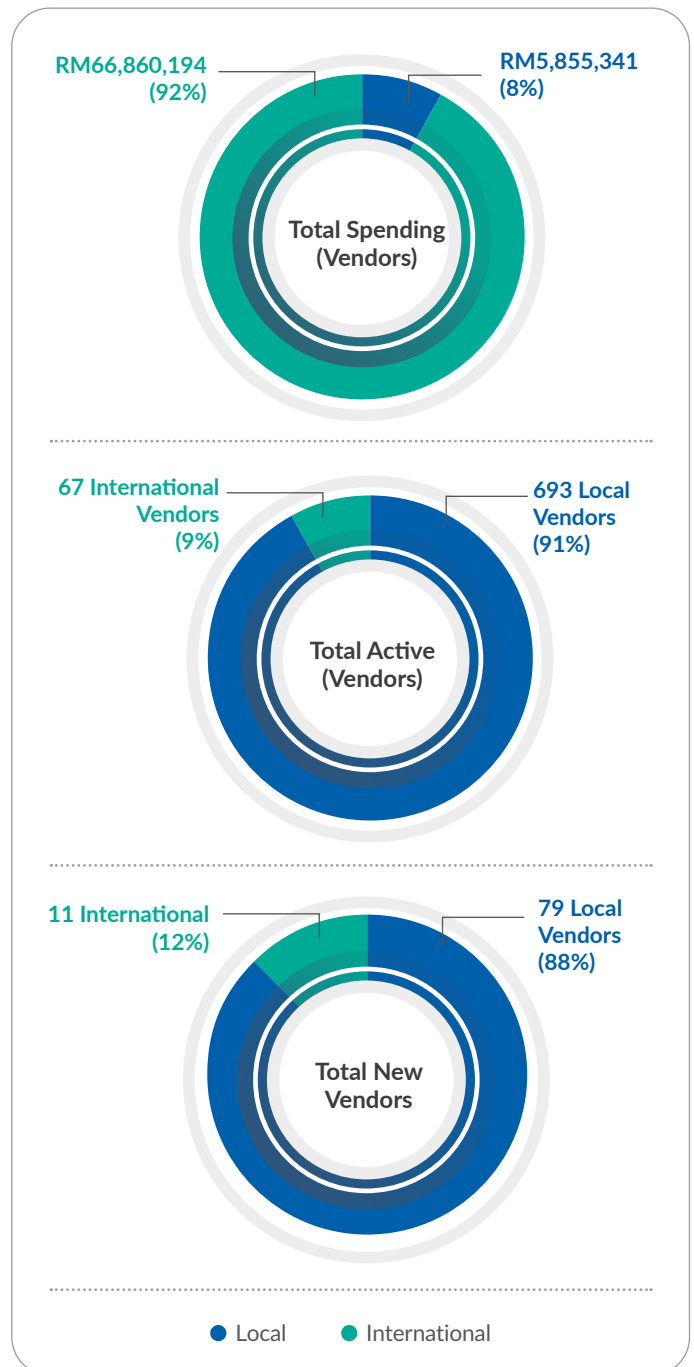
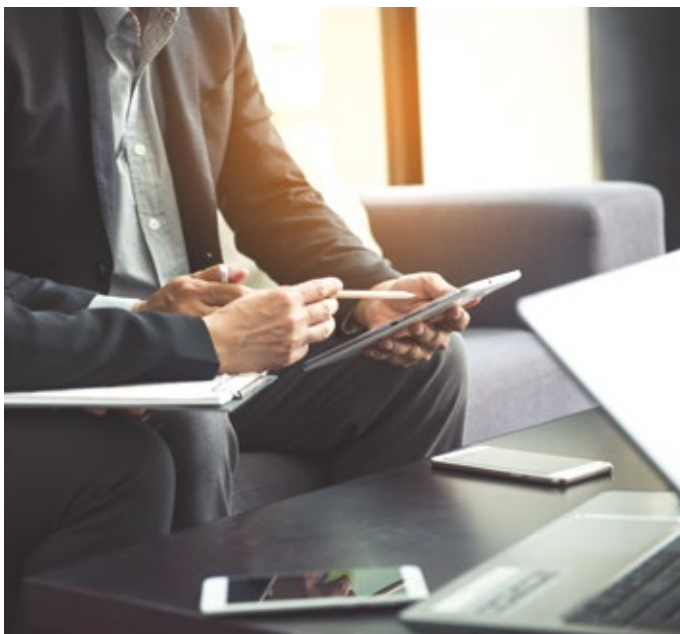
Data Privacy & Security Indicator	Unit	FYE2023	FYE2024	FPE2025
Number of substantiated complaints concerning breaches in customer privacy or data loss	Nos	-	-	-

### LOCAL VENDORS AND SUSTAINABLE PROCUREMENT

Awantec, based in Cyberjaya, Malaysia’s digital hub, works with a network of 760 vendors to source cloud solutions, software, infrastructure, and expert services. This supports our daily operations and projects while also helping to strengthen the local economy and promote growth within the digital sector.

Demonstrating our dedication to boosting the local economy, we have consistently prioritised local vendors as our preferred suppliers throughout the fiscal year. Of our total active vendors, 693, accounting for 91%, are sourced locally, while the remaining 67 vendors or 9%, are international sourced. Awantec is committed to supporting the local business community by favouring local vendors in our procurement activities.

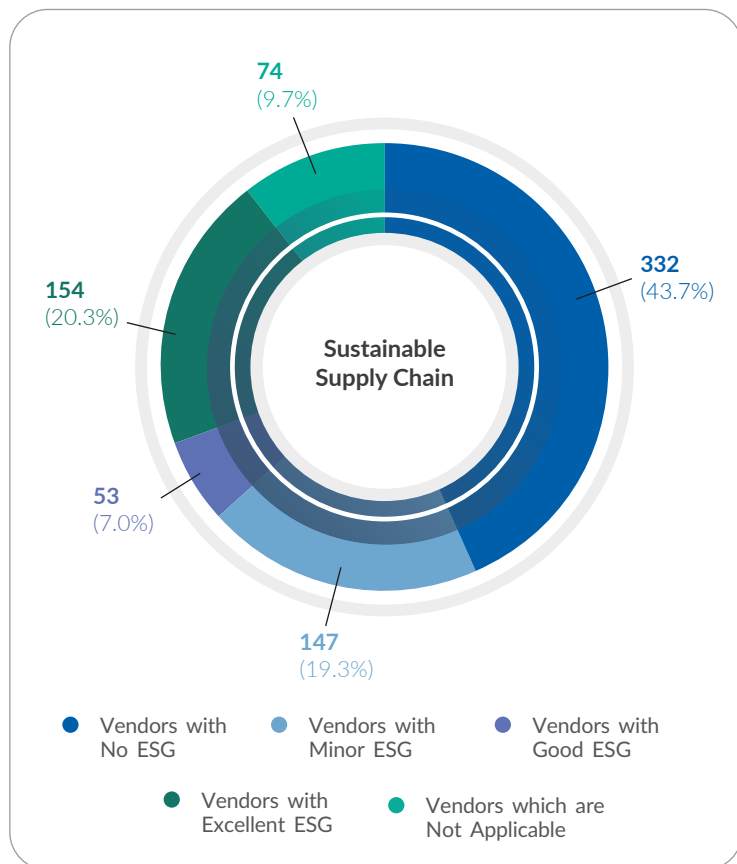
Over the course of the year, we welcomed 79 new local vendors, making up 88% of all newly engaged suppliers, with the other 12% comprising 11 new international vendors. Reflecting our ongoing focus on sustainability, the table below outlines Awantec’s total expenditure on vendors for fiscal period 2025.



We continue to assess our vendors using sustainability criteria that incorporate Environmental, Social, and Governance (“ESG”) factors. This ensures our suppliers not only uphold our high standards of quality, integrity, service delivery, and product value but also show a genuine commitment to sustainable practices.

Our established Vendor Code of Conduct and Procurement Policy remain the cornerstone of our ethical sourcing efforts. The Vendor Performance Review (“VPR”) process is ongoing for FPE2025, targeting active vendors with purchase values above RM2,000. This evaluation continued to include the new ESG criteria, reinforcing our commitment to fostering partnerships that promote a responsible and environmentally sustainable future.

Data Privacy & Security Indicator	Unit	FYE2023	FYE2024	FPE2025
Percentage of new suppliers that were screened using sustainability criteria	%	100%	100%	100%
Number of suppliers that were assessed using sustainability criteria	%	100%	100%	100%
Proportion of spending on local suppliers	%	65%	1%	8%



We classify vendors into five categories based on their sustainability performance, ensuring we collaborate with those who align with our environmental values.

By prioritising these vendors, we strengthen our supply chain and encourage others to raise their sustainability standards. Our assessments, derived from reports, websites, and projects, demonstrate our commitment to a sustainable future and our progressive approach.

Our assessment process included analysing annual reports, websites, project details, and email correspondence. This thorough evaluation enables us to recognise and collaborate with partners who excel in sustainable practices. In doing so, we actively encourage our suppliers to implement tangible improvements in their environmental impact, helping to drive meaningful progress towards a more sustainable industry.

# GLOBAL REPORTING INITIATIVE CONTENT INDEX

GRI Standards	Disclosure Requirements		Page Number
General Disclosures 2021	2-2	Entities included in the organisation's sustainability reporting	80
	2-3	Reporting period, frequency and contact point	
	2-9	Governance structure and composition	81
	2-12	Role of the highest governance body in overseeing the management of impacts	
	2-14	Role of the highest governance body in sustainability reporting	
		2-29	Approach to stakeholder engagement
Material Topics 2021	3-1	Process to determine material topics	41
	3-2	List of material topics	
Anti-Corruption 2016	205-1	Operations assessed for risks related to corruption	107
	205-2	Communication and training about anti-corruption policies and procedures	
	205-3	Confirmed incidents of corruption and actions taken	
Occupational Health & Safety 2018	403-1	Occupational health and safety management system	45
	403-4	Worker participation, consultation, and communication on occupational health and safety	
	403-5	Worker training on occupational health and safety	108, 109
	403-9	Work-related injuries	
Customer Privacy 2016	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	110
Energy 2016	302-1	Energy consumption within the organisation	94
	302-4	Reduction of energy consumption	
Emissions 2016	305-1	Direct (Scope 1) GHG emissions	97
	305-2	Energy indirect (Scope 2) GHG emissions	
	305-3	Other indirect (Scope 3) GHG emissions	
	305-5	Reduction of GHG emissions	95
Training & Education	404-1	Average hours of training per year per employee	102
	404-2	Programs for upgrading employee skills and transition assistance programs	99
Diversity and Equal Opportunity, 2016	405-1	Diversity of governance bodies and employees	101
Forced or Compulsory Labour 2016	409-1	Operations and suppliers at significant risk for incidents of forced or compulsory labour	47
Supplier Environment Assessment 2016	308-1	New suppliers that were screened using environmental criteria	110
Supplier Social Assessment 2016	414-1	New suppliers that were screened using social criteria	
Procurement Practices 2016	204-1	Proportion of spending on local suppliers	
Waste 2020	306-3	Waste generated	96
	306-4	Waste diverted from disposal	
	306-5	Waste directed to disposal	
Water & Effluents 2018	305-5	Water Consumption	97

# TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES CONTENT INDEX

TCFD Standards	Disclosure Requirements		Page Number
Governance	1a	Describe the board's oversight of climate-related risks and opportunities	81
	1b	Describe management's role in assessing and managing climate-related risks and opportunities	
Strategy	2a	Describe the climate-related risks and opportunities the organisation has identified over the short, medium, and long term	94
	2b	Describe the impact of climate-related risks and opportunities on the organisation's businesses, strategy, and financial planning	
	2c	Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario	
Risk Management	3a	Describe the organisation's processes for identifying and assessing climate-related risks	97
	3b	Describe the organisation's processes for managing climate-related risks	
	3c	Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organisation's overall risk management	
Metrics and Targets	4a	Disclose the metrics used by the organisation assess climate related risks and opportunities line with its strategy and risk management process	92
	4b	Disclose Scope 1, Scope 2, and, if appropriate, Scope 3 greenhouse gas (GHG) emissions, and the related risks	
	4c	(c): Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets	

Leadership Insights

Overview of AWANTEC

Value Creation

Management Discussion & Analysis



Together Towards A Sustainable Future

Leadership

Responsible Governance

Financial Statements

Other Information

# BURSA MALAYSIA LISTING REQUIREMENTS CONTENT INDEX

Bm Standards	Disclosure Requirements		Page Number
Governance	3.1	The governance structure in place to manage the economic, environmental and social risks and opportunities ("sustainability matters");	81
Material Matters	5.1	Material sustainability matters and how they are identified	43
	10.1	Disclosure on sustainability matters which:	
		(a) reflect the listed issuer's significant economic, environmental and social impacts; or	
		(b) substantively influence the assessments and decisions of stakeholders; and (c) fall under the common material sustainability matters as set out in Annexure PN9-A	
Anti-Corruption	6.1	Material sustainability matters and why they are important to the listed issuer; how they are managed, including details on-	107-108
	6.2.1	Policies to manage these sustainability matters;	
	6.2.2	Measures or actions taken to deal with these sustainability matters; and	
	6.2.3	Indicators relevant to these sustainability matters, which demonstrate how the listed issuer has performed in managing these sustainability matters together with the data for the last 3 financial years, and performance target(s) in relation to the indicators (if such targets are set);	
	11.1	3-year of reporting the indicator	
Occupational Health and Safety	6.1	Refer to above	108-109
	6.2.1		
	6.2.2		
	6.2.3		
	11.1		
Data Privacy & Security	6.1	Refer to above	109-110
	6.2.1		
	6.2.2		
	6.2.3		
	11.1		
Climate Change	6.1	Refer to above	91-92, 96
	6.2.1		
	6.2.2		
	6.2.3		
	11.1		
Customer Satisfaction	6.1	Refer to above	87-88
	6.2.1		
	6.2.2		
	6.2.3		
	11.1		

Bm Standards	Disclosure Requirements		Page Number
Talent Attraction, Growth and Retention	6.1	Refer to above	99-101
	6.2.1		
	6.2.2		
	6.2.3		
	11.1		
Diversity, Equity & Inclusion	6.1	Refer to above	101
	6.2.1		
	6.2.2		
	6.2.3		
	11.1		
Human Rights & Labour Standard	6.1	Refer to above	99
	6.2.1		
	6.2.2		
	6.2.3		
	11.1		
Supply Chain Management	6.1	Refer to above	110
	6.2.1		
	6.2.2		
	6.2.3		
	11.1		
Community & Society Investment	6.1	Refer to above	104
	6.2.1		
	6.2.2		
	6.2.3		
	11.1		
Waste Management	6.1	Refer to above	96
	6.2.1		
	6.2.2		
	6.2.3		
	11.1		
Water Management	6.1	Refer to above	44
	6.2.1		
	6.2.2		
Climate Change	7.1	The climate-related disclosures which are aligned with the Recommendations of the Task Force on Climate-Related Financial Disclosures (“TCFD Recommendations”), covering all four pillars: governance, strategy, risk management, and metrics and targets, in a dedicated section within the Sustainability Statement;	94



# BURSA MALAYSIA SUSTAINABILITY REPORTING GUIDE (3<sup>rd</sup> EDITION) CONTENT INDEX

SRG	Disclosure Requirements		Page Number
C4: Scope and Basis of Scope	2.1a	Disclosed the scope of its Sustainability Statement showing clearly which aspects of its operations are included or excluded (be it described by geographical location or business segments, etc.)	80
	2.2a	Provide a basis of scope for its Sustainability Statement	
	2.2b	Provide a clear explanation on whether there are any changes in scope	
C3: Sustainability Governance	1.1a	Responsible personnel for oversight of the company's material sustainability matters	81
	1.2a	Responsible personnel for the strategic management of the company's material sustainability matters	
	1.3a	Responsible personnel to perform/implement sustainability-related tasks and initiatives on a day-to-day basis	
	1.1b	The nature of the oversight performed	
C8: Performance Targets	5.3a	Are sustainability-related performance targets set by the company linked to the remuneration of the following:	81
		a) Those charged with the oversight of sustainability within the company	
		b) Those charged with strategic management of sustainability within the company	
C5: Materiality Assessment	3.1b	As part of the company's process for identification of sustainability matters, the company disclosed the stakeholder groups (both internal and external) engaged for the identification of sustainability matters	41
	3.5a	The company disclosed the nature of assessment undertaken for the reporting year (full or limited scale) as well as underlying justifications	
	3.5b	The company disclosed the frequency of undertaking materiality assessment	
	3.4a	The company's senior management reviewed and/or approved the process and outcome of the materiality assessment undertaken	
	3.4b	Has the company's board approved/validated/endorsed the outcome of the materiality assessment undertaken	
	3.3a	The company provided an illustration of its prioritised material sustainability matters via a materiality matrix, clearly showing the relative importance of each matter	
C6: Management Approach: Anti-Corruption	4.1b	For each reported sustainability matter, the company provide an explanation of why such a matter is material/important	
	4.1c	For each reported sustainability matter, does the company provide clear and comprehensive disclosures of the management approach taken	
	4.2a	The company reported, at a minimum, all the Common Indicators identified by the Exchange in its Sustainability Statement	
	4.3a	The company provides 3 financial years' worth of data for each reported indicator	
C6: Management Approach: Occupational Health & Safety	4.1b	Refer to above	108
	4.1c		
	4.2a		
	4.3a		
	4.2d	The company disclose performance targets set in relation to reported indicators (where applicable)	109

SRG	Disclosure Requirements		Page Number
C8: Performance Targets: Occupational Health & Safety	5.1a	Disclose the performance targets set for the company's reported indicators	109
	5.2a	Disclose the company's performance or progress against set targets	
C6: Management Approach: Data Privacy & Security	4.1b	Refer to above	109
	4.1c		
	4.2a		
	4.3a		
C6: Management Approach: Climate Change	4.1b	Refer to above	91-92
	4.1c		
	4.2a		
	4.3a		
C8: Performance Targets: Climate Change	5.1a	Refer to above	91-92
	5.2a		
C6: Management Approach: Customer Satisfaction	4.1b	Refer to above	87-88
	4.1c		
	4.2a		
	4.3a		
C8: Performance Targets: Customer Satisfaction	5.1a	Refer to above	87-88
	5.2a		
C6: Management Approach: Diversity and Inclusion	4.1b	Refer to above	101
	4.1c		
	4.2a		
	4.3a		
C8: Performance Targets: Diversity and Inclusion	5.1a	Refer to above	99-100
	5.2a		
C6: Management Approach: Human Rights & Labour Standard	4.1b	Refer to above	99-100
	4.1c		
	4.2a		
	4.3a		
C8: Performance Targets: Human Rights & Labour Standard	5.1a	Disclose the performance targets set for the company's reported indicators	99-100
	5.2a	Disclose the company's performance or progress against set targets	
	5.2b	To disclose in the event of setbacks, what are the actions taken by the company to get back on track	

## BURSA MALAYSIA SUSTAINABILITY REPORTING GUIDE (3<sup>rd</sup> EDITION) CONTENT INDEX

SRG	Disclosure Requirements		Page Number
C6: Management Approach: Supply Chain Management	4.1b	Refer to above	109-110
	4.1c		
	4.2a		
	4.3a		
	4.3b		
C6: Management Approach: Waste Management	4.1b	Refer to above	96
	4.1c		
	4.2a		
	4.2d		
	4.3a		
C8: Performance Targets: Waste Management	5.1a		
	5.2a		
	5.2b		
C6: Management Approach: Community & Society Investment	4.1b	Refer to above	102
	4.1c		
	4.2a		
	4.3a		
	4.3b		
C6: Management Approach: Water Management	4.1b	Refer to above	94
	4.1c		
	4.2a		
	4.2d		
	4.3a		
	4.3d		
C8: Performance Targets: Water Management	5.1a	Refer to above	
	5.2a		

# IFRS S1 & S2 INDEX

SRG	Disclosure Requirements	Page Number
<b>Paragraph 27</b>		
IFRS S1 1.1	a) 1)	The governance body(s) (which can include a board, committee or equivalent body charged with (governance) or individual(s) responsible for oversight of sustainability-related risks and opportunities. Specifically, the entity shall identify that body(s) or individual(s) and disclose information about:
	a) 2)	How responsibilities for sustainability-related risks and opportunities are reflected in the terms of reference, mandates, role descriptions and other related policies applicable to that body(s) or individual(s);
IFRS S1: 1.2	a) 3)	How the body(s) or individual(s) determines whether appropriate skills and competencies are available or will be developed to oversee strategies designed to respond to sustainability-related risks and opportunities;
IFRS S1: 1.3	a) 4)	How and how often the body(s) or individual(s) is informed about sustainability-related risks and opportunities;
IFRS S1: 1.5	a) 5)	How the body(s) or individual(s) oversees the setting of targets related to sustainability-related risks and opportunities, and monitors progress towards those targets (see paragraph 51), including whether and how related performance metrics are included in remuneration policies
IFRS S1: 2.2	iii)	Whether management uses controls and procedures to support the oversight of sustainability-related risks and opportunities and, if so, how these controls and procedures are integrated with other internal functions
IFRS S1: 2.1	b)	Management's role in the governance processes, controls and procedures used to monitor, manage and oversee sustainability-related risks and opportunities, including information about:
	i)	Whether the role is delegated to a specific management-level position or management-level committee and how oversight is exercised over that position or committee; and
IFRS S1: 2.2	ii)	Whether management uses controls and procedures to support the oversight of sustainability-related risks and opportunities and, if so, how these controls and procedures are integrated with other internal functions
<b>Paragraph 51 : An entity shall disclose information about the targets it has set to monitor progress towards achieving its strategic goals, and any targets it is required to meet by law or regulation. For each target, the entity shall disclose:</b>		
IFRS S1: 3.1	a)	The metric used to set the target and to monitor progress towards reaching the target;
IFRS S1: 3.2	b)	The specific quantitative or qualitative target the entity has set or is required to meet;
IFRS S1: 3.3	c)	The period over which the target applies;
IFRS S1: 3.4	d)	The base period from which progress is measured;
IFRS S1: 3.6	d)	Performance against each target and an analysis of trends or changes in the entity's performance; and
IFRS S1: 3.7	d)	Any revisions to the target and an explanation for those revisions
<b>GOVERNANCE: Enable users of general purpose financial reports to understand the governance processes, controls and procedures an entity uses to monitor, manage and oversee climate-related risks and opportunities</b>		
IFRS S2: 6	a)	An entity must disclose who oversees climate-related risks and opportunities, their responsibilities, skills evaluation, communication, integration into strategy, and oversight of targets and progress, including links to remuneration
	b)	Management must disclose its role in overseeing climate-related risks and opportunities, including delegation of oversight and integration of controls with other internal functions

## IFRS S1 & S2 INDEX

SRG	Disclosure Requirements	Page Number
<b>STRATEGY: The objective of climate-related financial disclosures on strategy is to enable users of general purpose financial reports to understand an entity's strategy for managing climate-related risks and opportunities.</b>		
IFRS S2: 9	a)-e)	An entity must disclose climate-related risks and opportunities, their impacts on business, strategy, financials, and resilience to climate changes
IFRS S2: 10	a)-d)	An entity must disclose climate risks and opportunities, their type, timing, and how timeframes relate to its strategic planning
IFRS S2: 13	a), b)	An entity must disclose current and expected effects of climate-related risks and opportunities on its business model and value chain, including their concentration
IFRS S2: 14	a)-c)	An entity shall disclose information that enables users of general purpose financial reports to understand the effects of climate-related risks and opportunities on its strategy and decision-making
IFRS S2: 16	a)-d)	An entity must disclose how climate risks and opportunities impacted its financials
IFRS S2: 22	a), b)	An entity must disclose how resilient its strategy and business model are to climate risks through scenario analysis, including key uncertainties, adaptation methods, and scenario details like types, assumptions, timeframes, and scope
<b>RISK MANAGEMENT: An entity must disclose its climate-related risk management to help users understand how it identifies, assesses, prioritises, monitors risks and opportunities, and integrates these into its overall risk management</b>		
IFRS S2: 25	a)-c)	An entity must disclose processes and policies to identify, assess, prioritise, and monitor climate risks and opportunities, including scenario analysis, evaluation methods, changes, and integration into risk management
<b>METRICS &amp; TARGETS: An entity must disclose metrics and targets to help users understand its performance on climate risks and opportunities, progress toward set climate targets, and any legally or regulatory required targets</b>		
IFRS S2: 28	a)-c)	An entity must disclose processes and policies to identify, assess, prioritise, and monitor climate risks and opportunities, including scenario analysis, evaluation methods, changes, and integration into risk management
IFRS S2: 29	a)-g)	An entity must disclose absolute Scope 1, 2, and 3 greenhouse gas emissions, measurement methods, vulnerable assets, capital spent on climate actions, internal carbon pricing and use, and climate-related executive pay details
IFRS S2: 33	a)-h)	An entity must disclose its climate targets, including metrics, objectives, scope, periods, milestones, type (absolute or intensity), and influence of international climate agreements
IFRS S2: 34	a)-d)	An entity must disclose its approach to setting and reviewing each target, including third-party validation, review processes, progress metrics, and any revisions made with explanations
IFRS S2: 35		An entity shall disclose information about its performance against each climate-related target and an analysis of trends or changes in the entity's performance
IFRS S2: 36	a)-e)	An entity must disclose each greenhouse gas target's covered gases, scopes (1, 2, 3), if it's gross or net (with gross also shown if net), use of decarbonisation methods, and carbon credit plans including reliance, verification, type, and credibility

# BURSA MALAYSIA ESG PLATFORM: SUSTAINABILITY PERFORMANCE TABLE

Awanbiru Technology Berhad  
BMLR Transition Period

Date & Time: 2026-03-03 15:53:17

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Anti-Corruption	Percentage of employees who have received training on anti-corruption by employee category	%	100	100	External Reasonable
Anti-Corruption	Percentage of operations assessed for corruption-related risks	%	100	100	External Reasonable
Anti-Corruption	Confirmed incidents of corruption and action taken	Nos	0	0	External Reasonable
Community/Society	Total amount invested in the community where the target beneficiaries are external to the listed issuer	RM	140,509	-	External Reasonable
Community/Society	Total number of beneficiaries of the investment in communities	Nos	114	-	External Reasonable
Diversity	Percentage of employees by gender and age group, for each employee category	%	Covered in Principle 4	-	External Reasonable
Diversity	Percentage of directors by gender and age group	%	Covered in Principle 4	-	External Reasonable
Energy Management	Total Energy Consumption	kWh	283,393	Targeted energy intensity target covered in Principle 3	External Reasonable
Health and Safety	Number of work-related fatalities	Nos	0	0	External Reasonable
Health and Safety	Last time incident rate	%	0	0	External Reasonable
Health and Safety	Number of employees trained on health and safety standards	%	100	100	External Reasonable
Labour Practices and Standards	Total hours of training by employee category	hr	2,406	Targeted average training man days covered in Principle 3	External Reasonable

This report was generated on the Bursa Malaysia CSI Platform on 2026-03-03 15:53:17

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Leadership Insights

Overview of AWANTEC

Value Creation

Management Discussion & Analysis



Together Towards A Sustainable Future

Leadership

Responsible Governance

Financial Statements

Other Information

## BURSA MALAYSIA ESG PLATFORM: SUSTAINABILITY PERFORMANCE TABLE

Awanbiru Technology Berhad BMLR Transition Period			Date & Time: 2026-03-03_15:53:17		
Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Labour Practices and Standards	Percentage of employees that are contractors or temporary staff	%	Permanent 25%, Temporary 75%	-	External (Reasonable)
Labour Practices and Standards	Total number of employee turnover by employee category	px	cover in principle 4	11%	External (Reasonable)
Labour Practices and Standards	Number of substantiated complaints concerning human rights violations	Nics	0	0	External (Reasonable)
Supply Chain and Management	Proportion of spending on local suppliers	%	8	-	External (Reasonable)
Data Privacy and Security	Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Nics	0	0	External (Reasonable)
Water	Total volume of water used	m <sup>3</sup>	1,440	Targeted total GHG emission covered in Principle 3	External (Reasonable)
Waste Management	Total waste diverted from disposal	%	96	90% of total waste	External (Reasonable)
Waste Management	Total waste directed to disposal	kg	2,506	-	External (Reasonable)
Emission Management	Scope 1 emission in tonnes of CO2e	tCO <sub>2</sub> e	83.77	Targeted total GHG emission covered in Principle 3	External (Reasonable)
Emission Management	Scope 2 emission in tonnes of CO2e	tCO <sub>2</sub> e	159.48	Targeted total GHG emission covered in Principle 3	External (Reasonable)
Emission Management	Scope 3 emission in tonnes of CO2e	tCO <sub>2</sub> e	356.45	Targeted total GHG emission covered in Principle 3	External (Reasonable)

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# Awanbiru Technology Berhad

BMLR Transition Period

Date & Time: 2026-03-03\_15:53:17

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Labour Practices and Standards	Percentage of employees that are contractors or temporary staff	%	Permanent 25%, Temporary 75%	-	External (Reasonable)
Labour Practices and Standards	Total number of employee turnover by employee category	px	cover in principle 4	71%	External (Reasonable)
Labour Practices and Standards	Number of substantiated complaints concerning human rights violations	Nos	0	0	External (Reasonable)
Supply Chain and Management	Proportion of spending on local suppliers	%	8	-	External (Reasonable)
Data Privacy and Security	Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Nos	0	0	External (Reasonable)
Water	Total volume of water used	m <sup>3</sup>	1,440	Targeted total GHG emission covered in Principle 3	External (Reasonable)
Waste Management	Total waste diverted from disposal	%	16	70% of total waste	External (Reasonable)
Waste Management	Total waste directed to disposal	kg	2,508	-	External (Reasonable)
Emission Management	Scope 1 emission in tonnes of CO2e	tCO2e	83.77	Targeted total GHG emission covered in Principle 3	External (Reasonable)
Emission Management	Scope 2 emission in tonnes of CO2e	tCO2e	159.48	Targeted total GHG emission covered in Principle 3	External (Reasonable)
Emission Management	Scope 3 emission in tonnes of CO2e	tCO2e	356.45	Targeted total GHG emission covered in Principle 3	External (Reasonable)

## BURSA MALAYSIA ESG PLATFORM: SUSTAINABILITY PERFORMANCE TABLE

Awanbiru Technology Berhad		Date & Time: 2026-03-03_15:53:17				
IFRS S1						
Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	
Anti Corruption	Percentage of operations that underwent corruption risk assessments	%	100	100	External (Reasonable)	

This report was generated on the Bursa Malaysia CSI Platform on 2026-03-03\_15:53:17

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Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Water Management	Water Consumption	m <sup>3</sup>	1,440	Total GHG Emission intensity	External Reasonable
Waste Management	Percentage of Recycled Waste	%	18	10	External Reasonable
Energy Management	Electrical Consumption	kWh	283,393	Total GHG Emission intensity	External Reasonable
Total Greenhouse Gas Emission Intensity	GHG Emission	tCO <sub>2</sub> e	600	Total GHG Emission intensity	External Reasonable



# CORPORATE INFORMATION

## BOARD OF DIRECTORS

DATO' SYED NAQIZ SHAHABUDDIN BIN SYED  
ABDUL JABBAR  
Independent Non-Executive Chairman

LIM SAW IMM  
Independent Non-Executive Director

GINNY YEOW MEI YING  
Independent Non-Executive Director

PROFESSOR EMERITUS DATO' DR. HASSAN  
BIN SAID  
Independent Non-Executive Director

YM TUNKU ABANG FAISAL AMIR BIN ABANG  
ABU BAKAR  
Independent Non-Executive Director

DATUK SERI DR. YUSOF BIN ISMAIL  
Independent Non-Executive Director

DR. ABU HASAN BIN ISMAIL  
Founder and Strategic Advisor  
Non-Independent Non-Executive Director

## BOARD COMMITTEES

### AUDIT COMMITTEE

- LIM SAW IMM (CHAIRPERSON)
- PROFESSOR EMERITUS DATO' DR. HASSAN BIN SAID
- DATUK SERI DR. YUSOF BIN ISMAIL
- GINNY YEOW MEI YING

### RISK MANAGEMENT COMMITTEE

- DATUK SERI DR. YUSOF BIN ISMAIL (CHAIRMAN)
- DR. ABU HASAN BIN ISMAIL
- GINNY YEOW MEI YING
- LIM SAW IMM

### NOMINATION AND REMUNERATION COMMITTEE

- PROFESSOR EMERITUS DATO' DR. HASSAN BIN SAID (CHAIRMAN)
- GINNY YEOW MEI YING
- YM TUNKU ABANG FAISAL AMIR BIN ABANG ABU BAKAR

### FINANCE AND INVESTMENT COMMITTEE

- YM TUNKU ABANG FAISAL AMIR BIN ABANG ABU BAKAR (CHAIRMAN)
- DR. ABU HASAN BIN ISMAIL
- LIM SAW IMM
- GINNY YEOW MEI YING

## COMPANY SECRETARIES

Chua Siew Chuan  
(MAICSA 0777689 Practitioner)  
(SSM PC No. : 201908002648)

Lim Lih Chau  
(LS 0010105)  
(SSM PC No. : 201908001454)

## BUSINESS ADDRESS

Block 11B, Star Central,  
Lingkar Cyber Point Timur,  
Cyber 12, 63000 Cyberjaya,  
Selangor Darul Ehsan, Malaysia  
Tel : +603 8689 7000  
Fax : +603 8689 7009  
Email : inquiry@awantec.my  
Website : www.awantec.my

## REGISTERED OFFICE

Level 7, Menara Milenium,  
Jalan Damanlela,  
Pusat Bandar Damansara,  
Damansara Heights,  
50490 Kuala Lumpur, Malaysia  
Tel : +603 2084 9000  
Fax : +603 2094 9940  
Email : info@sshsb.com.my

## SHARE REGISTRAR

Boardroom Share Registrars  
Sdn. Bhd.  
Level 11, Menara Symphony,  
No. 5, Jalan Prof. Khoo Kay Kim,  
Seksyen 13, 46200 Petaling Jaya,  
Selangor Darul Ehsan, Malaysia  
Tel : +603 7890 4700  
Fax : +603 7890 4670  
Email : BSR.Helpdesk@boardroomlimited.com  
Website : www.boardroomlimited.com/my

## STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad  
(Listed since 27 July 2011)  
Stock Code : 5204  
Stock Name : AWANTEC

## INVESTOR RELATIONS

Sherliza Samantha binti Asli  
Block 11B, Star Central,  
Lingkar Cyber Point Timur,  
Cyber 12, 63000 Cyberjaya,  
Selangor Darul Ehsan, Malaysia  
Tel : +603 8689 7000  
Fax : +603 8689 7009  
Email : ir@awantec.my

## SOLICITOR

Lim Chee Wee Partnership  
12-1, Lorong Dungun, Damansara Heights,  
50490 Kuala Lumpur, Malaysia  
Tel : +603 2011 3332  
Fax : +603 2011 6616  
Email : info@lcwpartnership.com  
Website : www.lcwpartnership.com

## EXTERNAL AUDITOR

Crowe Malaysia PLT  
201906000005 (LLP0018817-LCA) & AF 1018  
Level 16, Tower C, Megan Avenue II,  
12, Jalan Yap Kwan Seng,  
50450 Kuala Lumpur, Malaysia  
Tel : +603 2788 9999

## INTERNAL AUDITOR

KPMG Management and Risk Consulting Sdn. Bhd.  
Level 10, KPMG Tower,  
8, First Avenue, Bandar Utama,  
47800 Petaling Jaya, Selangor Darul Ehsan, Malaysia  
Tel : +603-7721 3388  
Fax : +603-7721 3399

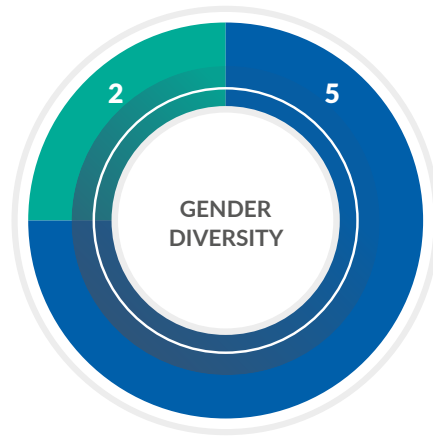
## PRINCIPAL BANKERS

Ambank Islamic Bank Berhad  
Maybank Islamic Bank Berhad  
Bank Muamalat Malaysia Berhad

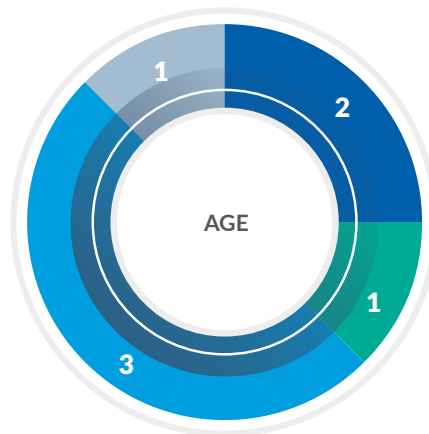
# BOARD AT A GLANCE



■ Malaysian ■ Non-Malaysian



■ Male ■ Female



■ 40-49 ■ 50-59 ■ 60-69 ■ 70 and above

## BOARD COMPOSITION

Non-Independent Non-Executive Directors		1
Independent Non-Executive Directors		6

■ Male ■ Female

## BOARD SKILLS MATRIX

Information and Communication Technology ("ICT")/Digital	4
Corporate Governance	1
International Business/Relations	4
Finance	3
Legal	2

# BOARD OF DIRECTORS' PROFILE



**DATO' SYED NAQIZ SHAHABUDDIN  
BIN SYED ABDUL JABBAR**  
Independent Non-Executive Chairman

Board  
Meetings  
Attended in the  
Financial Period  
**14/14**

<b>Nationality</b> Malaysian	<b>Gender</b> Male	<b>Age</b> 54
<b>Date of Appointment: 20 January 2021</b> <b>Length of Tenure: 5 years</b>		

### BOARD COMMITTEE MEMBERSHIP(S)

- None

### QUALIFICATION(S)

- Graduate Diploma in Legal Practice, Australian National University, Canberra, Australia
- Literally Legum Baccalaureus, Australian National University, Canberra, Australia
- Advocate and Solicitor, High Court of Malaya
- Solicitor, High Court of Australia
- Barrister and Solicitor, Supreme Court of the Australian Capital Territory

### PRESENT APPOINTMENT(S)

- Consultant, Naqiz & Partners
- Member of the Bar Council Malaysia

### PAST EXPERIENCE(S)

- Senior Partner, Naqiz & Partners
- Senior Associate, Wong & Partners
- Senior Associate, Skrine

### DIRECTORSHIPS OF OTHER PUBLIC COMPANIES AND LISTED ISSUERS

- Lianson Fleet Group Berhad (formerly known as Icon Offshore Berhad)
- MMC Corporation Berhad
- Yayasan DRB-HICOM
- UOB Asset Management (M) Berhad



**DR. ABU HASAN BIN ISMAIL**  
 Non-Independent Non-Executive  
 Director  
 Founder and Strategic Advisor

Board  
 Meetings  
 Attended in the  
 Financial Period  
**13/14**

Nationality	Gender	Age
Malaysian	Male	65
Date of Appointment: 18 November 2010		
Length of Tenure: 16 years		

**BOARD COMMITTEE MEMBERSHIP(S)**

- Member of the Risk Management Committee and Finance & Investment Committee

**QUALIFICATION(S)**

- Doctor of Philosophy, University of Sheffield, England
- Master of Philosophy, University of Sheffield, England
- Bachelor of Architecture, University of Strathclyde, Scotland
- Bachelor of Science, University of Strathclyde, Scotland
- Diploma in Architecture, Universiti Teknologi Malaysia

**PRESENT APPOINTMENT(S)**

- Board of Trustees, Taylors University, Malaysia

**PAST EXPERIENCE(S)**

- Executive Director, FSBM Holdings Berhad
- Senior Research Fellow, La Trobe Business School of La Trobe University, Melbourne, Australia
- CEO Faculty, Ministry of Higher Education, Malaysia
- Council Member, Taylors University, Malaysia
- Advisory Panel, International Business School, Universiti Teknologi Malaysia
- Adjunct Professor, Universiti Teknologi Malaysia and Universiti Sultan Zainal Abidin
- Professor and Dean, Faculty of Creative Multimedia, Cyberjaya, Malaysia
- Associate Professor, School of Architecture, Universiti Teknologi Malaysia
- Assistant Lecturer A, School of Architecture, Universiti Teknologi Malaysia
- Assistant Lecturer B, School of Architecture, Universiti Teknologi Malaysia

**DIRECTORSHIPS OF OTHER PUBLIC COMPANIES AND LISTED ISSUERS**

- None



**LIM SAW IMM**  
 Independent Non-Executive  
 Director

Board  
 Meetings  
 Attended in the  
 Financial Period  
**14/14**

Nationality	Gender	Age
Malaysian	Female	70
Date of Appointment: 25 May 2023		
Length of Tenure: 3 years		

**BOARD COMMITTEE MEMBERSHIP(S)**

- Chairperson of the Audit Committee
- Member of the Risk Management Committee and Finance & Investment Committee

**QUALIFICATION(S)**

- Fellow of the Association of Chartered Certified Accountants
- Member of Chartered Tax Institute of Malaysian
- Member of Malaysian Institute of Accountants

**PRESENT APPOINTMENT(S)**

- Senior Independent Director, Golden Land Berhad

**PAST EXPERIENCE(S)**

- Partner, PricewaterhouseCoopers Taxation Services Sdn. Bhd.
- Tax Manager, Robson Rhodes, United Kingdom

**DIRECTORSHIPS OF OTHER PUBLIC COMPANIES AND LISTED ISSUERS**

- Golden Land Berhad

## BOARD OF DIRECTORS' PROFILE



**GINNY YEOW MEI YING**  
Independent Non-Executive  
Director

Board  
Meetings  
Attended in the  
Financial Period  
**13/14**

Nationality	Gender	Age
Malaysian	Female	44

**Date of Appointment: 28 February 2019**  
**Length of Tenure: 7 years**

### BOARD COMMITTEE MEMBERSHIP(S)

- Member of the Audit Committee, Nomination & Remuneration Committee, Risk Management Committee and Finance & Investment Committee

### QUALIFICATION(S)

- Bachelor of Art, English Literature (American and Spanish literature), University of Warwick, Coventry, England
- Graduate Diploma in Marketing, Marketing Institute of Singapore

### PRESENT APPOINTMENT(S)

- Director, Lianson Fleet Group Berhad (formerly known as Icon Offshore Berhad)
- Director, Kaginic Corporation Sdn. Bhd.

### PAST EXPERIENCE(S)

- Investment Manager, Kencana Capital Sdn. Bhd.
- Senior Marketing Executive, Kuala Lumpur Regional Centre for Arbitration
- Corporate Communications Executive, F3 Strategies (Foundation for the Future)
- Media Planner, Zenith Media Malaysia

### DIRECTORSHIPS OF OTHER PUBLIC COMPANIES AND LISTED ISSUERS

- Lianson Fleet Group Berhad (formerly known as Icon Offshore Berhad)



**PROFESSOR EMERITUS  
DATO' DR. HASSAN BIN  
SAID**

Independent Non-Executive  
Director

Board  
Meetings  
Attended in the  
Financial Period  
**14/14**

Nationality	Gender	Age
Malaysian	Male	71

**Date of Appointment: 25 February 2020**  
**Length of Tenure: 6 years**

### BOARD COMMITTEE MEMBERSHIP(S)

- Chairman of the Nomination & Remuneration Committee
- Member of the Audit Committee

### QUALIFICATION(S)

- Doctor of Engineering (Honorary), Brunel University, United Kingdom
- Doctor in Law (Honorary), University of Nottingham, United Kingdom
- Doctor Honoris Causa, University of Toulouse Jean Jaurès, France
- Doctor of Human Resource Management (Honorary) Universiti Sains Islam Malaysia
- Doctor of Educational Leadership (Honorary) Asia e-University, Malaysia
- Doctor of Business Administration (Honorary), University of West England, England
- Doctor of Engineering (Honorary), Birmingham University, England
- Doctor of Science (Honorary), Multimedia University Malaysia
- Doctor of Science (Honorary), Universiti Malaysia Perlis
- Ph.D. (Computer Aided Geographic Design) Brunel University, England
- Master of Science (Numerical Analysis) Brunel University, England
- Bachelor of Science (Maths) Manchester University, England

### PRESENT APPOINTMENT(S)

- Chairman, Board of Governors, Universiti Tenaga Nasional Berhad (UNITEN)
- Member, Board of Governors, Universiti Sains Malaysia
- Pro Chancellor, Universiti Teknologi MARA
- Fellow, Institute of Mathematics and Application, United Kingdom
- Emeritus Professor, Universiti Sains Malaysia
- Fellow, Malaysian Mathematical Society
- Fellow, Academy Science of Malaysia

### PAST EXPERIENCE(S)

- Vice Chancellor and President, Taylor's University
- Vice Chancellor, Universiti Teknologi MARA
- Director General, Department of Higher Education, Ministry of Higher Education Malaysia
- Director, Department of Higher Education, Ministry of Education Malaysia
- Deputy Vice Chancellor, Universiti Sains Malaysia
- Dean, Universiti Sains Malaysia
- Professor, Universiti Sains Malaysia
- Board Member, CMDF, Securities Commission
- Board Member, Securities Commission

### DIRECTORSHIPS OF OTHER PUBLIC COMPANIES AND LISTED ISSUERS

- None



**YM TUNKU ABANG FAISAL  
AMIR BIN ABANG ABU  
BAKAR**  
Independent Non-Executive  
Director

Board  
Meetings  
Attended in the  
Financial Period  
**13/14**

Nationality	Gender	Age
Malaysian	Male	49
<b>Date of Appointment: 20 January 2021</b>		
<b>Length of Tenure: 5 years</b>		

**BOARD COMMITTEE MEMBERSHIP(S)**

- Chairman of the Finance and Investment Committee
- Member of the Nomination and Remuneration Committee

**QUALIFICATION(S)**

- Bachelor of Science, Business Management, King's College, London, United Kingdom

**PRESENT APPOINTMENT(S)**

- Chairman, Howden Insurance Brokers Sdn. Bhd.
- Director, Malene Insurance Brokers Sdn. Bhd.

**PAST EXPERIENCE(S)**

- Chief Executive Officer, Malene Insurance Brokers Sdn. Bhd.
- Executive Director, Malene Insurance Brokers Sdn. Bhd.

**DIRECTORSHIPS OF OTHER PUBLIC COMPANIES  
AND LISTED ISSUERS**

- None



**DATUK SERI DR. YUSOF  
BIN ISMAIL**  
Independent Non-Executive  
Director

Board  
Meetings  
Attended in the  
Financial Period  
**13/14**

Nationality	Gender	Age
Malaysian	Male	64
<b>Date of Appointment: 7 May 2024</b>		
<b>Length of Tenure: 2 years</b>		

**BOARD COMMITTEE MEMBERSHIP(S)**

- Chairman of the Risk Management Committee
- Member of the Audit Committee

**QUALIFICATION(S)**

- Bachelor of Economics (Hons), Universiti Malaya
- Diploma in Public Administration, Institut Tadbiran Awam Negara ("INTAN")
- Masters in Economic Development, Williams College, Massachusetts, United States of America
- Ph.D. in Community Development, Universiti Putra Malaysia

**PRESENT APPOINTMENT(S)**

- Commissioner, Enforcement Agency Integrity Commission (EAIC)
- Member, Federal Territory Islamic Religious Council (MAIWP)
- Chairman, Green Packet Berhad
- Director, Ranhill Utilities Berhad
- Member, Terengganu State Service Commission
- Member, Advisory Board of Malaysian Anti-Corruption Commission (MACC)
- Member of the Board of Trustees, Yayasan Taqwa Wilayah Persekutuan

**PAST EXPERIENCE(S)**

- Director General, Malaysian Administrative Modernisation and Management Planning Unit (MAMPU), Prime Minister's Department
- Deputy Director General (Transformation and Modernisation of Management), MAMPU, Prime Minister's Department
- Under Secretary, Strategic Investment Division, Ministry of Finance
- Deputy Under Secretary, Government Investment Companies Division (Commercial), Ministry of Finance
- Deputy Chief Executive Officer (Planning and Development Sector), Langkawi Development Authority (LADA)
- Deputy Director, Science and Technology Manufacturing Industry Section, Economic Planning Unit
- Deputy Director, Energy Section, Economic Planning Unit, Prime Minister's Department
- Principal Assistant Secretary, Ministry of Rural and Regional Development
- Special Officer to the Secretary General of The Treasury, Ministry of Finance
- Assistant Secretary, Finance Division, Investment Section, Ministry of Finance
- Appointment To P.T.D., Assistant Secretary, Economics Division, Ministry of Finance

**DIRECTORSHIPS OF OTHER PUBLIC COMPANIES  
AND LISTED ISSUERS**

- Green Packet Berhad
- Ranhill Utilities Berhad

## PROFILE OF SENIOR MANAGEMENT TEAM



Sitting from left to right:

**CHOK JOON HENG**  
Chief Operating Officer

**PUAN AZIZAH BINTI ALI**  
Group CEO

**YASMIN BINTI ABDULLAH**  
Director of Human Resource &  
Administration

Standing from left to right:

**AHMAD REZAL BIN IBRAHIM**  
Director of Technology

**AINUN MARDZIAH BINTI  
HASHIM**  
Group Financial Controller

**SHERLIZA SAMANTHA ASLI**  
Head of Legal and Corporate  
Governance Division

**WONG CHEE CHEONG**  
Head of Corporate Marketing  
and Communication

## AZIZAH BINTI ALI

Group Chief Executive Officer (GCEO)

<p><b>Nationality</b> Malaysian</p> <hr/> <p><b>Gender</b> Female</p> <hr/> <p><b>Age</b> 57</p>	<p><b>QUALIFICATION(S)</b></p> <ul style="list-style-type: none"> <li>• Masters in Business Administration - Aston University</li> <li>• Bachelor of Science in Business Administration - Washington University, St Louis, USA</li> </ul> <p><b>PAST EXPERIENCE(S)</b></p> <ul style="list-style-type: none"> <li>• Chief Operations Officer - Microsoft Malaysia</li> <li>• Chief Marketing &amp; Operations Officer - Microsoft Malaysia</li> <li>• Enterprise Channel Director - Microsoft Asia Pacific</li> </ul>	<ul style="list-style-type: none"> <li>• General Manager, SME Solutions and Partner Group - Microsoft Malaysia</li> <li>• Country Manager - Microsoft Brunei</li> <li>• General Manager, Public Sector - Microsoft Malaysia</li> </ul> <p><b>DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS</b></p> <ul style="list-style-type: none"> <li>• Independent Non Executive Director - Syarikat Takaful Malaysia Keluarga Berhad</li> </ul>
<p><b>Date of Appointment:</b> 12 January 2026</p>		

## CHOK JOON HENG

Chief Operating Officer

<p><b>Nationality</b> Malaysian</p> <hr/> <p><b>Gender</b> Male</p> <hr/> <p><b>Age</b> 52</p>	<p><b>QUALIFICATION(S)</b></p> <ul style="list-style-type: none"> <li>• Chartered Accountant, Association of Chartered Certified Accountants</li> <li>• Chartered Accountant, Malaysian Institute of Accountants</li> </ul> <p><b>PAST EXPERIENCE(S)</b></p> <ul style="list-style-type: none"> <li>• Lead Consultant, Awantec TalentXchange Sdn. Bhd. and Prestariang SKIN Sdn. Bhd.</li> <li>• Director, Crave Capital Sdn. Bhd.</li> <li>• Financial Consultant, Innovation Associates Outsource Sdn. Bhd.</li> </ul>	<ul style="list-style-type: none"> <li>• Group Accountant, DPS Resources Berhad</li> <li>• Head of Internal Audit, TA Enterprise Berhad</li> <li>• Senior Auditor, TH Law and Co.</li> </ul> <p><b>DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS</b></p> <ul style="list-style-type: none"> <li>• None</li> </ul>
<p><b>Date of Appointment:</b> October 2022</p>		

**Notes:**

The chief executive's share and warrant holdings in the Company are disclosed in the Analysis of Shareholdings and Analysis of Warrant A Holdings sections of this Annual Report.

## PROFILE OF SENIOR MANAGEMENT TEAM

### AHMAD REZAL BIN IBRAHIM

Director of Technology

<p><b>Nationality</b> Malaysian</p> <hr/> <p><b>Gender</b> Male</p> <hr/> <p><b>Age</b> 54</p>	<p><b>QUALIFICATION(S)</b></p> <ul style="list-style-type: none"> <li>Asia eUniversity, Malaysia, Executive master's in management</li> <li>NCC, UK, NCC Post Graduate Diploma in Strategic Business Information Technology</li> <li>University of Technology Mara ("UiTM"), Diploma in Business Studies, Mara Institute of Technology</li> <li>SAP Academy, SAP Financial and Accounting Certified Consultant</li> </ul> <p><b>PAST EXPERIENCE(S)</b></p> <ul style="list-style-type: none"> <li>General Manager – Head of Application, Project Delivery, Strategy Digitalization and Innovation, Sapura Secured Technologies Sdn. Bhd.</li> <li>Head of IT Applications, Sapura Energy Berhad</li> <li>Director of Consulting, Synergy Log-In System Sdn. Bhd.</li> <li>General Manager, Head of Architecture and Solutions, Felda Global Ventures ("FGV") Holding Berhad (Formerly Head IT Planning, Strategy &amp; Delivery Management)</li> </ul>	<ul style="list-style-type: none"> <li>SAP ERP Professional Service at Middle East, Malaysia GLC, MNC and Private Firms (Senior Consultant/Project Manager/Cut-Over Data Manager/Integration Manager/Delivery Manager/Project Director)</li> <li>Head of Application &amp; SAP Support, PSC IT Sdn. Bhd.</li> <li>Head of Application &amp; SAP, Puncak Niaga Sdn. Bhd.</li> <li>Head of Application &amp; SAP, Microcorp Technology</li> <li>Senior Software Engineer, Xybase MSC Sdn. Bhd.</li> <li>Head of Software Division, Elkasa Sdn. Bhd.</li> <li>IT Officer, Information System Unit, Southern Finance Company Berhad</li> </ul> <p><b>DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS</b></p> <ul style="list-style-type: none"> <li>None</li> </ul>
<p><b>Date of Appointment:</b> January 2024</p>		

### YASMIN BINTI ABDULLAH

Director of Human Resource & Administration

<p><b>Nationality</b> Malaysian</p> <hr/> <p><b>Gender</b> Female</p> <hr/> <p><b>Age</b> 58</p>	<p><b>QUALIFICATION(S)</b></p> <ul style="list-style-type: none"> <li>Bachelor of Economics, Universiti Malaya</li> <li>Certified Facilitator ("HRDF"), DISC Profiling, Forte Profiling, Career Transition and SHL Practitioner</li> </ul> <p><b>PAST EXPERIENCE(S)</b></p> <ul style="list-style-type: none"> <li>Senior Vice President, Human Resource &amp; Learning and Development, AwanBiru Technology Berhad</li> <li>Consulting Director, Talent Management and Leadership Development, Integrated Hospitality Consulting Sdn. Bhd.</li> </ul>	<ul style="list-style-type: none"> <li>Consulting Director, Talent Management and Leadership Development, BTI Consultants Sdn. Bhd.</li> <li>Director of Human Resource, Pelangi Beach Resort and Burau Bay Resort</li> <li>Human Resource and Training Manager, Sheraton Imperial Kuala Lumpur</li> </ul> <p><b>DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS</b></p> <ul style="list-style-type: none"> <li>None</li> </ul>
<p><b>Date of Appointment:</b> January 2018</p>		

**AINUN MARDZIAH BINTI HASHIM**

Group Financial Controller

<b>Nationality</b> Malaysian	<b>QUALIFICATION(S)</b> <ul style="list-style-type: none"> <li>Chartered Global Management Accountant, Chartered Institute of Management Accountants, United Kingdom</li> <li>Bachelor's Degree, Accounting, Universiti Utara Malaysia</li> <li>Chartered Accountant, Malaysian Institute of Accountants</li> </ul>	<ul style="list-style-type: none"> <li>Head of Accounting, Sapura Resources Berhad</li> <li>Head of Credit Control, Koperasi Kakitangan Petronas Berhad</li> <li>Accounts Executive, Kopetro Travel &amp; Tours Sdn. Bhd.</li> <li>Audit Officer, Anuarul, Azizan, Chew &amp; Co.</li> </ul>
<b>Gender</b> Female		
<b>Age</b> 50		
<b>Date of Appointment:</b> May 2021	<b>PAST EXPERIENCE(S)</b> <ul style="list-style-type: none"> <li>Acting Chief Financial Officer, Sapura Resources Berhad</li> </ul>	<b>DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS</b> <ul style="list-style-type: none"> <li>None</li> </ul>

**WONG CHEE CHEONG**

Head of Corporate Marketing and Communication

<b>Nationality</b> Malaysian	<b>QUALIFICATION(S)</b> <ul style="list-style-type: none"> <li>Master of Business Administration (Finance), University of Southern Queensland, Australia</li> <li>Bachelor of Banking and Finance, Tamkang University, Taiwan</li> </ul>	<ul style="list-style-type: none"> <li>Manager, National Marketing, Taylor's University</li> <li>Head, International Office &amp; Student Services Centre, PRIME College, USJ</li> <li>Head, Continuing Education Centre, Southern College</li> </ul>
<b>Gender</b> Male		
<b>Age</b> 49		
<b>Date of Appointment:</b> June 2021	<b>PAST EXPERIENCE(S)</b> <ul style="list-style-type: none"> <li>Director, Admissions and Marketing, University Malaysia</li> <li>Director, Sales and Marketing, IACT College (BAC Group)</li> </ul>	<b>DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS</b> <ul style="list-style-type: none"> <li>None</li> </ul>

**SHERLIZA SAMANTHA ASLI**

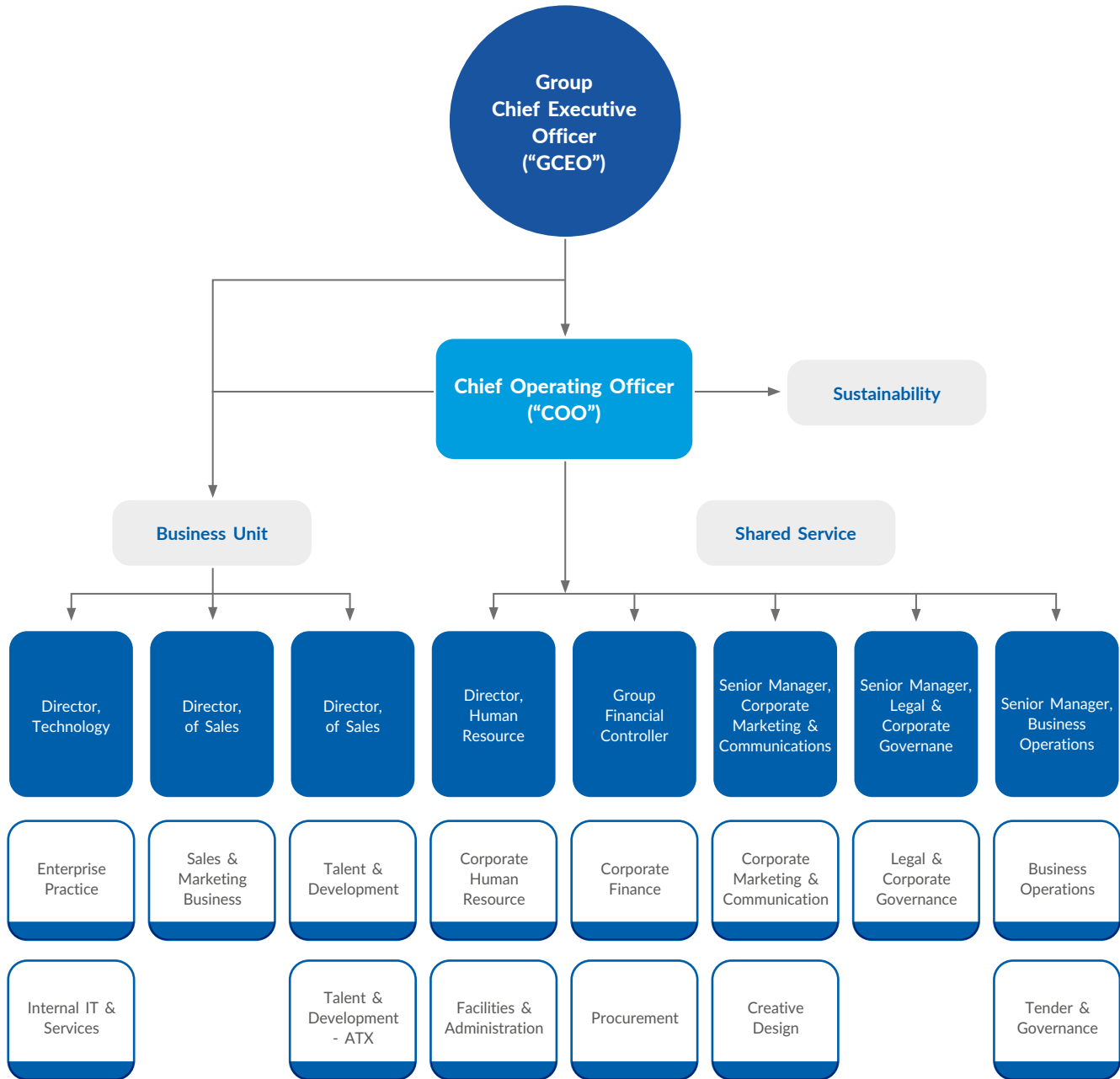
Head of Legal and Corporate Governance Division

<b>Nationality</b> Malaysian	<b>QUALIFICATION(S)</b> <ul style="list-style-type: none"> <li>LLB, Coventry University, UK</li> <li>Certificate in Legal Practice</li> <li>Admitted as Advocate and Solicitor in the High Court of Malaya, October 2008</li> </ul>	<ul style="list-style-type: none"> <li>Legal Associate (Litigation), Messrs Cheah Teh &amp; Su</li> <li>Legal Associate (Litigation), Messrs Bodipalar Ponnudurai De Silva</li> </ul>
<b>Gender</b> Female		
<b>Age</b> 45		
<b>Date of Appointment:</b> December 2019	<b>PAST EXPERIENCE(S)</b> <ul style="list-style-type: none"> <li>Legal Manager, Naza Corporation Holdings Sdn. Bhd.</li> <li>Legal Counsel, HSBC Electronic Data Processing (Malaysia) Sdn Bhd</li> </ul>	<b>DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS</b> <ul style="list-style-type: none"> <li>None</li> </ul>

**NOTES:**

- None of the Senior Management have any family relationship with any director and/or major shareholder of the Company.
- None of the Senior Management have any conflict of interest or potential conflict of interest with the Company or its subsidiaries.
- None of the Senior Management have been convicted of any offence within the last five (5) years other than traffic offences, if any, or any public sanction or penalty imposed by the relevant regulatory bodies during the financial period.

# ORGANISATION STRUCTURE





# RESPONSIBLE GOVERNANCE

- 138 Corporate Governance Overview Statement
- 160 Audit Committee Report
- 163 Nomination and Remuneration Committee Report
- 165 Risk Management Committee
- 167 Finance and Investment Committee
- 169 Statement on Risk Management and Internal Control
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- 175 Statement of Responsibility by Directors

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors ("**Board**") of AwanBiru Technology Berhad ("**Awantec**" or "**Company**") is dedicated to maintaining high standards of corporate governance and integrity throughout our organisation. These practices enable the Company and its subsidiaries ("**Group**") to operate efficiently and achieve our vision. The Board is fully committed to upholding best practices in corporate governance and sustainability, ensuring that we act transparently, ethically, and prudently. This commitment is in line with our fiduciary responsibility as a business to **Doing Well by Doing Good**; thereby safeguarding the interests of all stakeholders and enhancing shareholder value.

This Corporate Governance Overview Statement ("**Statement**") summarises the Board's responsibilities and activities in ensuring that the Group remains at the forefront of good governance for the financial period of eighteen (18) months from 1 July 2024 to 31 December 2025 ("**Financial Period**"). The Board has focused on key strategic priorities: enhancing capabilities, digitalising operations, and integrating sustainability. These efforts are integral to our commitment to high standards of corporate governance.

For more detailed information, please refer to our Value Creation Strategy on page 30. The Group adheres to, and reports based on, the following statutory requirements, best practices, and guidelines:

- Companies Act 2016 ("**CA 2016**")
- Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements ("**MMLR**")
- Malaysian Code on Corporate Governance 2021 ("**MCCG 2021**")
- Corporate Governance Guide 4th Edition issued by Bursa Malaysia Berhad ("**CG Guide**")

This Statement focuses on the following three (3) key corporate governance principles of MCCG 2021:

- A. Board Leadership and Effectiveness
- B. Effective Audit and Risk Management
- C. Integrity in Corporate Reporting and Meaningful Relationship with Stakeholders

This Statement should be read in conjunction with the Company's Corporate Governance Report ("**CG Report**"), available on the Company's website at: <https://ir.awantec.my/ar.html>.

## CORPORATE GOVERNANCE PRACTICES

The Company has complied with the practices set out in MCCG 2021, save for the three (3) non-adoptions/departure below. The explanation for the non-adoption/departure of practice can be read in the CG Report.

### Practice 5.4 Step Up (Not adopted)

The Board has a policy that limits the tenure of its independent directors to nine years without further extension.

### Practice 5.9 (Departure)

The board comprises at least 30% women directors.

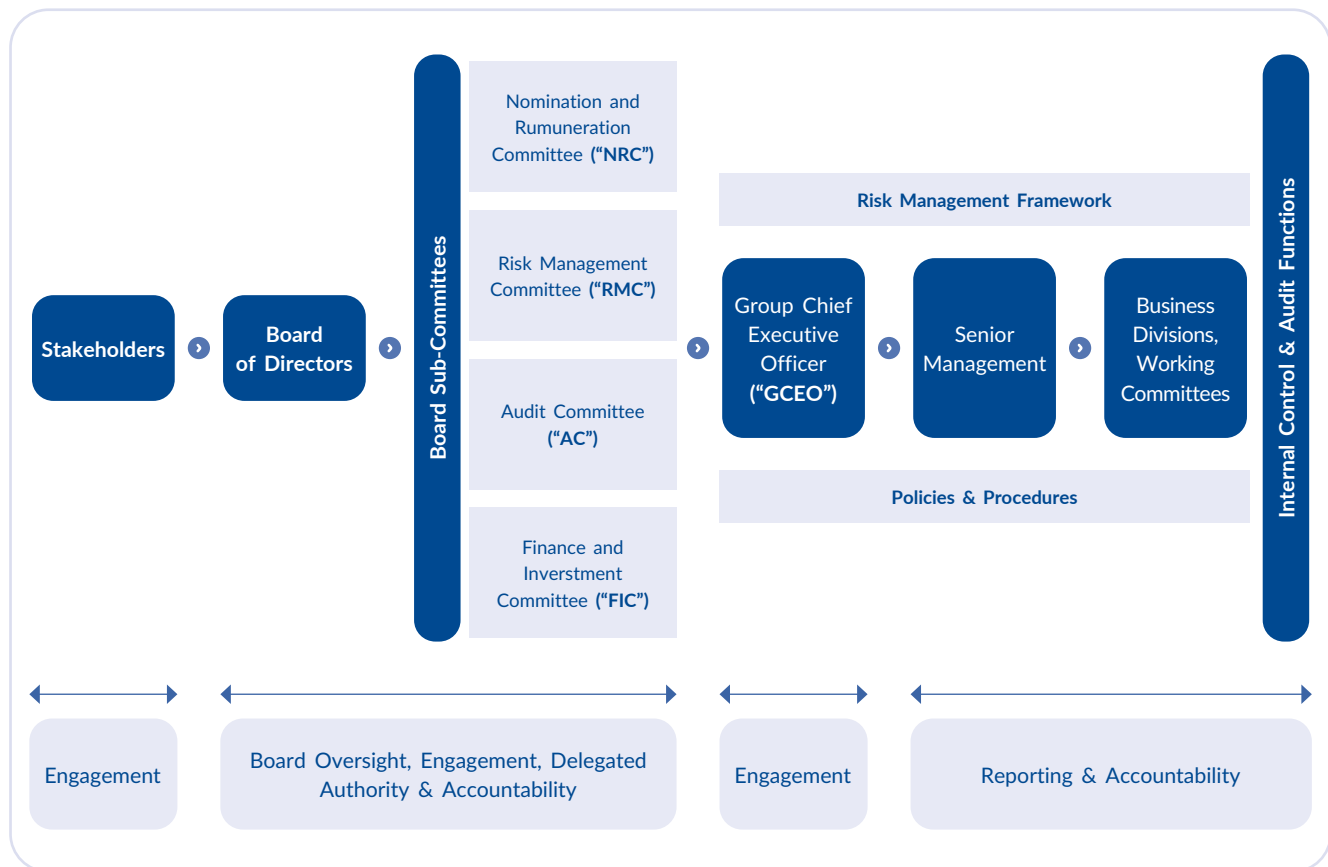
### Practice 8.3 Step Up (Not-adopted)

Companies are encouraged to fully disclose the detailed remuneration of senior management on a named basis.

## GOVERNANCE FRAMEWORK

The Board is committed to a robust governance framework that drives strategic execution and delivers long-term shareholder value. By delegating authority while maintaining clear accountability, the Board empowers management to make informed decisions and respond effectively to market opportunities.

The Group’s governance structure, illustrated in the diagram below, outlines the clear lines of responsibility between the Board, its committees, and management. This framework ensures effective oversight and efficient decision-making.



# CORPORATE GOVERNANCE OVERVIEW STATEMENT



## BOARD LEADERSHIP AND EFFECTIVENESS

### THE ROLE OF THE BOARD

The Board's primary commitment is to oversee the Company's business and ensure that the Group's operations promote sustainability, integrity, and compliance with relevant laws, rules, and regulations. The Board is also dedicated to ensuring that the Company's strategic plan supports long-term value creation and incorporates strategies for economic, environmental, and social considerations, with a particular focus on green investments.

To facilitate effective oversight, the Board has established a robust governance framework that includes the delegation of authority to management while maintaining clear accountability.

The Board is led by Dato' Syed Naqiz Shahabuddin bin Syed Abdul Jabbar ("Dato' Syed Naqiz"), the Independent Non-Executive Chairman (the "Chairman"). The roles of Chairman and Group CEO are distinctly separate, ensuring a balance of power within the Company. While the Group CEO operates under the delegated authority of the Board, the Chairman provides leadership and manages the interface between the Board and Senior Management. This separation enhances both leadership effectiveness and decision-making processes.

Further, the Board members have full access to the two (2) Company Secretaries who are qualified company secretaries to advise the Board on governance matters as well as to ensure full compliance with the laws and regulations.

### OVERVIEW OF THE BOARD COMMITTEES

During the Financial Period, the FIC was re-established on 13 March 2025 to reinforce its oversight of the Group's financial strategies and investment activities. The FIC was chaired by Mr. Ramanathan a/l Sathiamutty, and comprised a total of five (5) members, including four (4) other Board members with diverse expertise.

Including the FIC, the Board has established the following committees to enhance its oversight responsibilities:

**AC**

1. Lim Saw Imm
2. Ramanathan a/l Sathiamutty<sup>(a)</sup>
3. Professor Emeritus Dato' Dr. Hassan bin Said
4. Datuk Seri Dr. Yusof bin Ismail<sup>(b)</sup>
5. Ginny Yeow Mei Ying<sup>(c)</sup>

Details of the role and activities of AC are found on page 160 of this Annual Report.

**NRC**

1. Professor Emeritus Dato' Dr. Hassan bin Said
2. Ramanathan a/l Sathiamutty<sup>(a)</sup>
3. Ginny Yeow Mei Ying
4. YM Tunku Abang Faisal Amir bin Abang Abu Bakar<sup>(d)</sup>

Details of the role and activities of NRC are found on page 163 of this Annual Report.

**RMC**

1. Ramanathan a/l Sathiamutty<sup>(a)</sup>
2. Ginny Yeow Mei Ying
3. Lim Saw Imm<sup>(e)</sup>
4. Datuk Seri Dr. Yusof bin Ismail<sup>(b)</sup>
5. Dr. Abu Hasan bin Ismail

Details of the role and activities of RMC are found on page 165 of this Annual Report.

**FIC**

1. YM Tunku Abang Faisal Amir bin Abang Abu Bakar<sup>(d)</sup>
2. Ramanathan a/l Sathiamutty<sup>(a)</sup>
3. Lim Saw Imm
4. Ginny Yeow Mei Ying
5. Dr. Abu Hasan bin Ismail

Details of the role and activities of FIC are found on page 167 of this Annual Report.

(a) Mr. Ramanathan a/l Sathiamutty had resigned on 16 April 2026.  
 (b) Datuk Seri Dr. Yusof bin Ismail was appointed as a member of the AC and RMC as a Chairman effective from 27 November 2024.  
 (c) Madam Ginny Yeow Mei Ying was appointed as a member of the AC effective from 16 April 2026.  
 (d) YM Tunku Abang Faisal Amir bin Abang Abu Bakar was appointed as a member of the NRC and FIC as a Chairman effective from 27 November 2024 and 16 April 2026 respectively.  
 (e) Madam Lim Saw Imm was appointed as a member of the RMC and LTIPC effective from 27 November 2024.

Each committee within the Board has clearly defined roles and responsibilities outlined in its respective Terms of Reference ("TOR"). To ensure independent oversight, the Chair of each committee is distinct from the Board Chair. The TOR of each Committee can be downloaded from <https://www.awantec.my/governance/>.

## OVERVIEW OF THE BOARD RESPONSIBILITIES

### Chairman

- Provides strategic leadership to the Board.
- Fosters a culture of good corporate governance and high performance.
- Encourages open and constructive dialogue among Directors.
- Ensures timely and relevant information is accessible to all Directors.

### Individual Directors


- Act in good faith and in the best interests of the Group.
- Exercise due care, skill, and diligence in fulfilling their duties.
- Avoid conflicts of interest and misuse of confidential information.

### Group Chief Executive Officer

- Executes the Group's strategy in alignment with the Board's directives.
- Cultivates a corporate culture that reflects the Group's values.
- Facilitates effective communication between the Board and management.
- Leads and manages the Group's operations to achieve strategic objectives.

### Company Secretary

- Advises the Board on corporate disclosures and ensures compliance with the CA 2016, MCGG 2021, and Bursa Securities MMLR.
- Conducts regular reviews of the Company's and Board's governance effectiveness in collaboration with the Chairman.
- Provides strategic advice on corporate governance best practices.
- Monitors governance trends and recommends appropriate actions to meet the Board's and stakeholders' expectations.

 Detailed information on the roles and responsibilities governing the Board, Board Committees, Individual Directors, and Management can be found in the Board Charter at <https://www.awantec.my/governance/>.

## BOARD RESERVED MATTERS

Matters that are reserved for the Board are also stated in the Board Charter which is subject to review from time to time. They are summarised as follows:

Appointment and removal of Board members, Senior Management, and Auditors

Approval of major expenditure, the Company's annual business plan, and scorecard

Calling of shareholders' meeting

TORs of Board Committees

Matters relating to corporate governance and whistleblowing

Dividends

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### SUPPLY OF INFORMATION

Board papers are circulated to directors at least five (5) working days prior to each meeting to allow sufficient time for review. Meeting minutes, which accurately record the deliberations and decisions made, are distributed promptly after each meeting.

### BOARD DELIBERATIONS

The Board meets on a quarterly basis, with meetings scheduled in advance of each financial year to facilitate effective planning and time management. These meetings are held separately from Board committee meetings to allow sufficient time for in-depth discussions on all relevant and pertinent matters.

In addition to the scheduled quarterly meetings, special Board meetings are convened as needed to address urgent issues that require prompt attention. During the Financial Period, the Board convened fourteen (14) occasions to review and deliberate on significant issues requiring detailed discussion and approval.

All Directors have adhered to the Bursa Securities MMLR by meeting the minimum attendance requirement of 50% for Board Meetings.

NON-INDEPENDENT NON-EXECUTIVE DIRECTOR ("NINED")							
	Board	AC	NRC	RMC	LTIPC	FIC	Annual General Meeting ("AGM")
Dr. Abu Hasan bin Ismail	13/14	-	-	3/3	-	1/1	1/1
INDEPENDENT NON-EXECUTIVE DIRECTOR ("INED")							
(Chairman)							
Dato' Syed Naqiz Shahabuddin bin Syed Abdul Jabbar	14/14	-	-	-	-	-	1/1
Lim Saw Imm	14/14	10/10	-	2/2	-	1/1	1/1
Ramanathan a/l Sathiamutty (resigned on 16 April 2026)	14/14	10/10	7/7	3/3	-	1/1	1/1
Ginny Yeow Mei Ying	13/14	-	7/7	3/3	-	1/1	1/1
Professor Emeritus Dato' Dr. Hassan bin Said	14/14	10/10	7/7	-	-	-	1/1
YM Tunku Abang Faisal Amir bin Abang Abu Bakar	13/14	-	5/5	-	-	1/1	1/1
Datuk Seri Dr. Yusof bin Ismail	13/14	5/6	-	-	-	-	1/1



# 96.43%

The overall percentage of the Board Meetings attended by the Directors

## BOARD ACTIVITIES

The discussed topics and agendas for the meetings held during the Financial Period are summarised as follows:-

### Strategy & Finance

- Approved the proposed budget for the financial year/period ending 30 June 2025 and 30 June 2026
- Reviewed and deliberated Messrs. Crowe Malaysia PLT's Audit Review Memorandum for the financial year ended 30 June 2024 and 30 June 2025
- Approved the Audit Planning Memorandum for the financial year ending 30 June 2025 and financial period ending 31 December 2025
- Approved the unaudited quarterly report on consolidated results
- Reviewed the related party transactions ("RPTs")
- Reviewed conflicts of interest ("COI") or potential COI
- Deliberated on business segment reporting and revenue recognition
- Deliberated on the Company's investment strategy
- Approved the interim Limits of Authority for adoption
- Deliberated and approved the proposed change of financial year end from 30 June to 31 December
- Approved the Audited Financial Statements for the financial year ended 30 June 2024

### Risk & Internal Control

- Reviewed and deliberated the Internal Audit Report (Cycle 2) for the financial year ended 30 June 2024
- Reviewed and deliberated the Internal Audit Report (Cycle 1) for the financial year ending 30 June 2025
- Evaluated the risk management status and key risk areas of business units
- Approved the revised TOR for the RMC
- Reviewed and deliberated the Internal Audit Report (Cycle 2) for the financial year ended 30 June 2025
- Reviewed and deliberated the Internal Audit Plan for the financial period covering 1 July 2025 to 30 June 2027

### Governance

- Approved the Annual Report
- Approved the revised Anti-Bribery and Anti-Corruption ("ABAC") Policy
- Approved the revised Whistleblowing Policy
- Approved the revised Sustainability Policy
- Approved the revised Nomination Policy
- Approved the revised Remuneration Policy
- Approved the revised Fit and Proper Policy
- Approved the revised Diversity Policy
- Approved the revised Directors' Code of Conduct and Ethics
- Approved the revised TOR for the NRC
- Noted on the Board Annual Assessments
- Approved the composition of the AC, RMC, NRC, and LTIPC

### Sustainability

- Reviewed and discussed the sustainability framework in place
- Reviewed the timeline for the necessity of assurance by auditors for the Sustainability Statement
- Noted on the actions required to further improve the Company's environmental, social, and governance ("ESG") Risk Rating
- Noted on Chairman's suggestion to focus on workplace diversity, inclusivity, mental health, staff welfare and community activities
- Established Sustainability Committee with the Board's oversight

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### CORPORATE INTEGRITY

#### Code of Conduct and Whistleblowing Policy

Awantec is committed to fostering a culture of integrity and ethical behaviour across all levels of the organisation. The Company has adopted a comprehensive Code of Conduct and Whistleblowing Policy to promote integrity and foster ethical behaviour among employees.

##### Code of Conduct

This document outlines the ethical standards and behavioural expectations for all employees throughout their tenure. It serves as a foundational framework for ensuring and maintaining professionalism and integrity in all business dealings.

##### Whistleblowing Policy

This policy underscores the Group's commitment to transparency and honesty. It encourages employees and stakeholders who become aware of potential malpractice or misconduct to report their concerns in good faith. Importantly, it offers protection to whistleblowers from any form of retaliation.

For the Financial Period, no reports of non-compliance were received through our whistleblowing channels. This reflects the continued effectiveness of our preventive measures and the strength of its ethical culture.

On 21 February 2025, the Company and its employees took an Integrity Pledge to reaffirm their commitment to high ethical standards.

As part of its continuous reinforcement efforts, Awantec provides regular communications and reminders to employees and stakeholders. These include periodic email communications highlighting key aspects of the Code of Conduct and Whistleblowing Policy, as well as any updates or clarifications. These proactive measures ensure that stakeholders remain informed, aligned, and engaged with the Company's integrity framework.

Copies of the Code of Conduct and Whistleblowing Policy are available on the Company's website at <https://www.awantec.my/governance/>.

#### Anti-Bribery and Anti-Corruption (ABAC) Policy

In alignment with Section 17A of the Malaysian Anti-Corruption Commission ("MACC") Act 2009, the Company has adopted an ABAC Policy. This policy regulates the conduct of the Company, its subsidiaries, directors, employees, contractors, subcontractors, consultants, agents, and representatives in their dealings with the Company and its stakeholders. The Company remains firmly committed to upholding the highest standards of integrity, transparency, and compliance with all applicable anti-corruption laws and regulations.

During the Financial Period, Awantec conducted a refresher talk on ABAC on 10 March 2025 for all employees, led by an officer from the MACC. This initiative was part of the ongoing efforts of the Group to reinforce a culture of zero tolerance for bribery and corruption. The session focused on enhancing employees' understanding of anti-corruption principles, with specific emphasis on the corporate liability provisions under Section 17A of the MACC Act 2009.

The Company maintains a zero-tolerance policy towards all forms of bribery and corruption. The ABAC Policy is intended to be read in tandem with the Code of Conduct and Whistleblowing Policy.

The ABAC Policy is available on the Company's website at <https://www.awantec.my/governance/>.

#### Conflict of Interest (COI)

Awantec is dedicated to upholding the highest standards of integrity, transparency, and ethical conduct in all business operations. To ensure that the interests of the Group are always prioritised, the Company has adopted a comprehensive COI Policy.

##### Policy Overview

The COI Policy is designed to prevent any personal, financial, non-financial, or other conflicts that could compromise the judgment or impartiality of the Board, Key Senior Management, and employees. By adhering to this policy, the Group ensures that all decisions and actions are made in the best interests of the Group.

##### Policy Integration

This policy is to be read in conjunction with the Board Charter, the Company's Directors' Code of Conduct and Ethics, the ABAC Policy, and the RPT Policies and Procedures. It also aligns with the CA 2016, Bursa Securities MMLR, and Capital Markets and Services Act 2007.

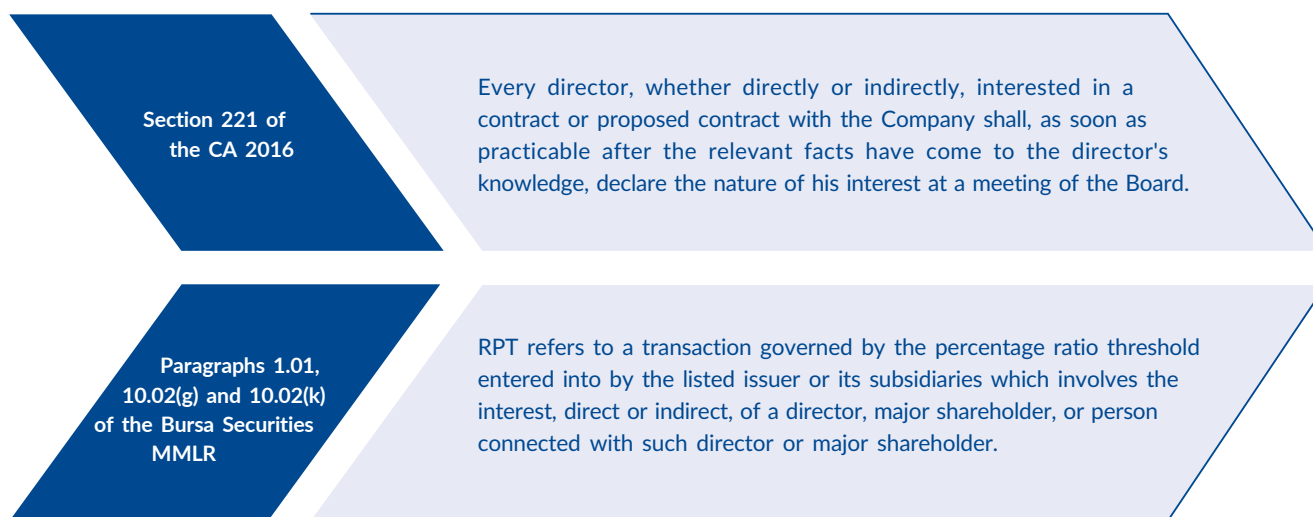
Awantec requires that all employees declare any COI on a quarterly basis by completing the declaration form as outlined in the COI Policy. Any identified COI must be immediately reported to the employee's supervisor, the Corporate Human Resource Department (CHRD), or the Legal and Corporate Governance Department. The declaration process requires the conflicted party to forward the completed form to the appropriate departments, and reasonable steps must be taken to manage the conflict, including limiting the individual's participation in relevant discussions and decisions.

For Directors and Key Senior Management, any direct or indirect interests, actual or potential, that could lead to a conflict must be promptly disclosed to the AC and the Board. This disclosure should be made via written notice or electronic means and subsequently recorded by the Company Secretary or the Legal and Corporate Governance Department. Directors are required to declare any relevant interests at the start of meetings and must abstain from participating in discussions or voting on matters where a conflict exists. The AC evaluates these declarations and proposes action plans to manage the conflicts, ensuring compliance and maintaining transparency.

During the Financial Period, the Company engaged the Malaysian Integrity Academy to conduct a dedicated training session on COI for the directors and senior management of Awantec. This initiative underscores the Company's proactive stance in upholding integrity and good governance at the leadership level. The training served to deepen the participants' understanding of their ethical and fiduciary responsibilities, with a specific focus on recognising, disclosing, and appropriately managing situations involving potential or actual COI.

By equipping key decision-makers with the necessary tools to identify and respond to COI scenarios, Awantec reinforces a culture of transparency, accountability, and ethical leadership. These continuous education efforts are integral to ensuring that our leadership remains vigilant and well-prepared to safeguard the Company's interests and maintain stakeholder trust. Through such initiatives, Awantec reaffirms its unwavering commitment to the highest standards of ethical conduct and corporate governance.

### Related Party Transaction (RPT)



To foster ethical and independent decision-making, the Company requires any Director with a direct or indirect interest in a proposal or transaction being considered by the Board or its Committees ("**Interested Director**") to declare that interest and recuse themselves from all related deliberations and decisions. The Company Secretaries issue quarterly reminders to all Board members regarding the declaration of RPT. All such disclosures must be properly recorded in the minutes of the relevant meeting at which the declaration is made.

An Interested Director shall not participate in, influence, or be present during deliberations to ensure objectivity and preserve the independence of the Board's decision-making process.

The RPT Policies & Procedures are available on the Company's website at <https://www.awantec.my/governance/>.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### FINANCIAL REPORTING

The Board is committed to providing a balanced and meaningful assessment of the Group's financial performance and prospects through annual audited financial statements, quarterly results announcements, and the Management Discussion and Analysis in the Annual Report. The AC leads this effort. Details of the AC's activities are presented in the AC Report on pages 159 to 161 of this Annual Report. The Statement of Responsibility by Directors for the preparation of the annual audited financial statements is set out on page 175 of this 2025 Annual Report.

### SUSTAINABILITY AND THE BOARD

The Board recognises the critical importance of integrating sustainability into the Group's overall strategy and operations to drive long-term value creation and enhance business resilience. In pursuit of this objective, the Board has adopted a comprehensive Sustainability Framework that aligns ESG considerations with the Group's strategic priorities.

To ensure effective execution and oversight, the Sustainability Committee was established on 20 March 2025. Chaired by the Group CEO and comprising key members of senior management, the Committee is responsible for identifying material ESG risks and opportunities, implementing sustainability initiatives, and monitoring progress against defined targets. Oversight of the Committee's work is provided by a designated member of the Board.

The Board receives regular updates on sustainability matters through briefings at Board meetings, presented by Datuk Seri Dr. Yusof bin Ismail, the Board member assigned to oversee the Sustainability Committee. This reporting structure ensures that the Board remains fully informed and engaged in guiding the Group's sustainability journey, in line with its commitment to responsible corporate citizenship and stakeholder value creation.

For detailed information on the Company's sustainability practices, please refer to pages 79 to 125 of the 2025 Annual Report.

### BOARD INDEPENDENCE

The Board, guided by the NRC, evaluates the independence of Directors upon their appointment and on an annual basis through annual declarations made prior to their re-election. Each Independent Director ("ID") is required to proactively notify the NRC of any changes in circumstances that could affect their independence status.

Upon the NRC's recommendation, the Board is satisfied with the continued independence and objectivity of all IDs and their commitment to acting in the best interests of the Company. The Board ensures compliance with the independence criteria set forth in Paragraph 1.01 of Bursa Securities MMLR.

In accordance with the Board Charter, an ID's tenure is capped at a cumulative maximum of nine (9) years. Upon completion of the nine (9)-year term, the ID may continue to serve on the Board only if re-designated as a Non-Independent Director. If the Board wishes to retain as an ID beyond this term, it must provide a detailed justification and obtain shareholders' approval through a two (2)-tier voting process at the AGM.

### BOARD COMPOSITION & DIVERSITY

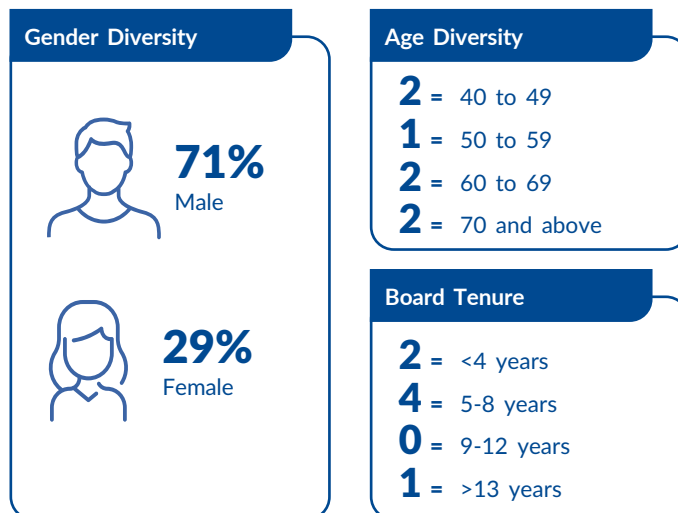
The Company adheres to Bursa Securities MMLR as stipulated in Paragraph 15.02, which mandates that the Board must include at least two (2) IDs or one-third (1/3) of the Board, whichever is greater.

During the Financial Period, the Board was composed of seven (7) INEDs and one (1) NINED. The table below provides a detailed summary of the Board composition during the Financial Period:



The Board is committed to promoting diversity and inclusion within its composition, recognising that these values contribute to a broad range of perspectives and challenge conventional thinking, leading to more effective decision-making. The Board operates under a Diversity Policy, which outlines our commitment to achieving and sustaining diversity and inclusivity. The Diversity Policy can be accessed on the Company's website at <https://www.awantec.my/governance/>.

As at the date of this Statement, the current Board reflects this commitment to diversity. An overview of the Board's composition in terms of skills, expertise, experience, age, tenure, and gender diversity is provided below.



### Board Skills and Expertise

- Strategic Leadership
- Investment and Strategic planning
- Taxation and Finance
- Accounting, Auditing, and Investment
- Legal and Economics
- Corporate Governance and Regulatory Compliance
- Risk Management and Internal Controls
- International Business and Business Operations
- Information Technology
- Technology/Digital Transformation/Cybersecurity
- ESG and Sustainability

The Board remains fully committed to promoting gender diversity in the boardroom, recognising it as a key driver of broader and balanced perspectives, improved governance outcomes, and more effective decision-making.

During the Financial Period, the Board comprises two (2) female directors out of eight (8) members, representing 25% of the Board composition. While this falls short of the 30% target, the Board acknowledges the importance of this benchmark and remains committed to achieving full alignment with the MCCG 2021's guidelines.

The Diversity Policy, which guides Board composition, emphasises merit-based selection while recognising the need to maintain a balanced and diverse Board. The NRC continues to proactively identify, assess, and recommend suitably qualified female candidates for future Board appointments as part of its succession planning strategy.

Beyond the Boardroom, the Company is committed to promoting diversity and inclusion across all levels of the organisation. Our Equality, Diversity and Inclusion Policy reflects this commitment, fostering a work environment based on respect, equity, and opportunity. As at the date of this Statement, women make up 54% of our employees.

The said policies can be accessed on the Company's website at <https://www.awantec.my/governance/>.

## BOARD APPOINTMENT

The NRC is responsible for the recruitment and appointment of new Directors. The NRC ensures that the processes for selecting, nominating, appointing, and re-electing Directors to the Board and its subsidiaries adhere to the following guiding documents:

- Nomination Policy
- Fit and Proper Policy
- Diversity Policy
- TOR of NRC

(collectively referred to as the "Policies")

Candidates must meet the following criteria:

- **Character and Integrity:** Demonstrated probity, personal integrity, financial integrity, and a strong reputation.
- **Experience and Competence:** Relevant qualifications, training, skills, experience, and a proven track record.
- **Time and Commitment:** Adequate availability to fulfil Board responsibilities, considering other commitments, and demonstrated participation and contribution in previous roles.
- **Alignment with Board Skills Matrix:** Candidates are assessed against a Board-approved skills matrix to ensure a balanced mix of skills, experience, and perspectives required for effective governance.

All the above Policies are accessible on the Company's website at: <https://www.awantec.my/governance/>.

The NRC is tasked with evaluating and recommending candidates for directorship positions based on their capabilities, commitment, qualities, and potential conflicts of interest. This process ensures that only the most suitable candidates are put forward for Board's consideration.

To identify experienced, qualified, and fit-for-purpose candidates, the NRC employs a multifaceted approach, including:

- **Advertising:** Utilising platforms such as LinkedIn to reach a broad audience.
- **Direct Sourcing:** Proactively identifying candidates through direct outreach.
- **Recommendations:** Consider referrals from shareholders and the Board's network.
- **Due Diligence:** Conducting thorough background checks and due diligence to verify candidates' qualifications and suitability.
- **Succession Planning:** The NRC ensures an effective and orderly succession plan is in place for the Board and senior management in line with Practice 5.6 of the MCCG 2021.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

Should the NRC rely on a particular method for candidate identification, it will provide a detailed justification to explain why this approach was deemed sufficient.

The Company Secretaries are responsible for ensuring that all appointments comply with Bursa Securities MMLR regulations. They will gather necessary information from newly appointed Directors for the Company's records and regulatory compliance. Once endorsed by the Board, the Company Secretaries will announce the appointment to Bursa Securities.

The following table outlines the detailed process for appointing a new Director to the Company:



Each newly appointed director will receive a briefing on their appointment terms, duties, obligations, and the Group's operations.

### PROTOCOL FOR ACCEPTING NEW DIRECTORSHIPS AND TIME COMMITMENT

Directors must notify the Chairman before accepting any new directorships and provide an estimate of the time commitment required for the new role. Directors are expected to allocate sufficient time to fulfil their responsibilities as Directors of the Group.

In line with Bursa Securities MMLR, no Director shall hold more than five (5) directorships in listed issuers.

### SUCCESSION PLANNING

The NRC is tasked with overseeing the succession planning for both the Board and Senior Management. This ensures a balanced mix of skills, knowledge, experience, professional background, accomplishments, expertise, and diversity on the Board and in Senior Management, aligning with the Company's growth and strategic objectives.

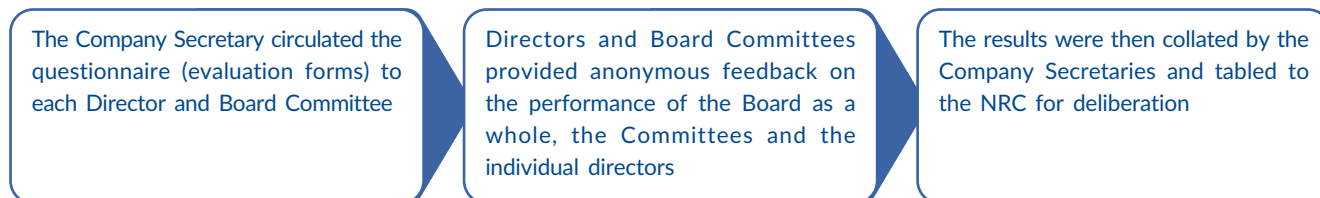
The succession plan must identify potential successors for key positions, establish development plans for internal talent, and ensure business continuity in the event of unexpected departures.

### BOARD EFFECTIVENESS EVALUATION ("BEE")

The NRC is responsible for conducting an annual assessment of both individual director performance and the collective performance of the Board and its Committees. The Board recognises that this annual evaluation is crucial for enhancing Board effectiveness, identifying strengths, and addressing areas for improvement.

In accordance with Practice 6.1 of MCCG 2021, Large Companies are required to engage independent experts every three (3) years to conduct objective and candid board evaluations. While the Company does not qualify as a Large Company, the NRC and the Board agree that appointing independent experts at periodic intervals or when deemed appropriate should be considered as needed to ensure thorough and impartial assessments. This will also serve to strengthen stakeholder confidence in the Board's oversight function.

The typical process for BEE at the Company is outlined below:



The NRC conducts an annual evaluation of the Board's overall effectiveness and the individual contributions of each Director. This assessment is facilitated using an online system, specifically Google Forms. Directors receive questionnaires assessing their competencies, capabilities, time commitments, ability to critically challenge and provide independent judgment, integrity, participation, and contributions to the Board and its Committees.

Completed questionnaires are sent directly to the Company Secretaries, without any intermediation by the Board or the Management. The results (including a summary) are compiled and reviewed by the NRC before being presented to the Board for notation. The assessment criteria include the required mix of skills and experience and the overall effectiveness of the Board and its Committees.

During the Financial Period, the Company assigned the Company Secretaries to oversee the performance evaluation process, including the distribution and collection of questionnaires. Where appropriate, the NRC will consider engaging independent experts to conduct the BEE, especially to provide objective insights and enhance transparency. The criteria used for the performance evaluations are outlined below:

#### a. Board of Directors and Board Committees

- **Board Composition and Mix:** Evaluate the diversity and balance of skills, experience, and perspectives among Board members in line with Practice 5.1 of the MCCG 2021.
- **Quality of Information and Decision-Making:** Assess the adequacy and accuracy of the information provided to the Board and the effectiveness of decision-making processes.
- **Boardroom Activities:** Review the efficiency and effectiveness of Board meetings and activities, including participation, quality of debate, and timeliness of materials.
- **Board's Relationship with Management:** Examine the dynamics and communication between the Board and Senior Management.
- **ESG and Sustainability:** Evaluate the Board's approach to environmental, social, and governance issues, and its effectiveness in overseeing the integration of sustainability into the Company's strategy, risk management and operations.
- **Roles and Responsibilities of Board Committees:** Ensure that each Committee's roles and responsibilities are clearly defined, regularly reviewed and fulfilled in accordance with their TOR.

#### b. Individual Directors

- **Fit and Proper:** Assess the qualifications, experience, and suitability of each Director for their role, including alignment with the Company's Fit and Proper Policy as recommended under MCCG 2021's Practice 5.6.
- **Contribution and Performance:** Review each Director's contributions to Board discussions and their overall performance, including the ability to provide independent judgment and challenge Management constructively.
- **Calibre and Personality:** Evaluate the personal attributes and effectiveness of each Director in contributing to the Board's success, including integrity and commitment.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### c. AC and Individual AC member

- **Quality and Composition:** Assess the skills, experience, financial literacy and diversity of the AC members.
- **Skills and Competencies:** Evaluate the technical and professional competencies of the AC and its members, including understanding of accounting, auditing, and risk management principles.
- **Meeting Administration and Conduct:** Review the efficiency and effectiveness of AC meetings and the conduct of its members, including engagement with internal and external auditors and oversight of financial reporting.

### d. Independence of the Independent Non-Executive Director

- **Declaration of Independence:** Ensure that all INEDs provide timely and accurate declarations of their independence.

Below are the results of the evaluation assessment during the Financial Period:-

### a. Effectiveness of the Board and Board Committees

- Board Performance:** The assessment results show that the Board effectively fulfils its roles and responsibilities. The Board is actively involved in decision-making and provides robust governance, supported strongly by Management. Additionally, the Board ensures the Company's integrity aligns with regulatory requirements. The evaluation also highlighted areas for enhancement, which the Board is addressing through continuous training and strategic engagement initiatives.
- Board Committees' Performance:** The evaluation indicates that the Board Committees provide valuable support and fulfil their duties effectively. The Committees assist the Board in making informed decisions and carrying out their functions as intended.

### b. Contribution and Performance of Individual Directors

The overall assessment suggests that the Board, as a whole, successfully oversees Awantec and the Group. Each Director demonstrates effective contribution, professionalism, and dedication. Directors are also noted for their objectivity and clear thinking during deliberations.

### c. Contribution and Performance of the AC and Individual AC Members

- AC Performance:**  
The NRC evaluates the AC's terms of office and performance annually. The results show that the AC effectively provides sound advice and fulfils its responsibilities.
- AC Members' Performance:**  
The assessment indicates that AC members understand and effectively discharge their functions and duties.

### d. Independence of Independent Non-Executive Directors

The NRC is of the view that all INEDs meet the independence criteria established by Bursa Securities MMLR. The INEDs have actively raised concerns and shared their perspectives on various issues concerning the performance and operations of the Group, ensuring robust oversight and governance. The independence of long-serving INEDs was reviewed with enhanced scrutiny, consistent with Practice 5.3 of MCCG 2021.

Based on the recent BEE results, the Board is satisfied with the performance and effectiveness of its members, as well as the Board Committees, in providing valuable guidance and sound advice for the Company's growth.

## DIRECTOR'S RETIREMENT AND RE-ELECTION

### Clause 118 of the Company's Constitution

Any director so appointed shall hold office only until the conclusion of the next AGM and shall be eligible for re-election. Directors who are appointed by the Board are subject to re-election by the shareholders at the AGM held following their appointments.

### Clause 119 of the Company's Constitution

One-third (1/3) of the Directors are subject to retirement by rotation at every AGM and provided always that all Directors shall retire from office at least once every three (3) years but shall be eligible for re-election.

### Clause 120 of the Company's Constitution

Directors who have been in office the longest must retire each year. If multiple directors were appointed on the same day, those who will retire will be decided by drawing lots, unless they agree otherwise. Retired directors can be re-elected.

In accordance with Clauses 119 and 120 of the Company's Constitution, Professor Emeritus Dato' Dr. Hassan bin Said and Ginny Yeow Mei Ying will retire at the Fifteenth AGM of the Company. YM Tunku Abang Faisal Amir bin Abang Abu Bakar and Lim Saw Imm will retire at the Sixteenth AGM of the Company. Being eligible, these Directors have offered themselves for re-election to the Board.

The eligibility of these Directors for re-election has been reviewed by the Board through the NRC. The assessment considered the following:

- **Performance Evaluation:** Based on the annual BEE, the retiring Directors have demonstrated satisfactory performance, professionalism, and active participation, necessary for an effective Board. They have met the Board's expectations and contributed meaningfully to the Board deliberations.
- **Independence Compliance:** For IDs, the NRC has confirmed compliance with the independence criteria as outlined in the Bursa Securities MMLR. The Directors have continued to exercise objective and independent judgment in discharging their duties.
- **Fit and Proper Declaration:** Each Director standing for re-election has completed a fit and proper declaration form, confirming their integrity, competence, and commitment to uphold the Company's values.

The NRC, having considered the above, recommended the re-election of these Directors. The Board concurred with the recommendation. A summary of the assessment and a review of the Board's composition, skills matrix, and balance were shared with the Board.

## DIRECTORS' TRAINING

The Board recognises the importance of continuous professional development to ensure that the Directors remain equipped with the necessary skills and knowledge to discharge their duties effectively and support the Company's strategic objectives. Below is a summary of the training courses attended by the Directors during the Financial Period:

Name of Director	Training Programmes/Seminars/Forum Attended	Organiser	Date
Dato' Syed Naqiz Shahabuddin bin Syed Abdul Jabbar	Understanding the Cybersecurity Act 2024	Halim, Hong & Quek	21 January 2025
	Empowering Growth with AI: A Vision for the Future at My Company	TH Group Summit 2025	17 February 2025
	The Future of the Coffee Industries in Southeast Asia	PERNAS International Franchise Festival 2025	8 February 2025
	Dialog Industri Bersama YB Menteri Pelaburan Perdagangan dan Industri	Ministry of Investment, Trade and Industry	8 April 2025
	Gemini AI Training	AwanBiru Technology Berhad	14 May 2025
	BRO Industrial Talk	Bumiputera Retailers Organisation	5 June 2025
	TRUST Principles with a Focus on Conflict of Interest	Malaysian Integrity Academy	5 May 2025

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

Name of Director	Training Programmes/Seminars/Forum Attended	Organiser	Date
<b>Lim Saw Imm</b>	Briefing on Cybersecurity Act 2024	Golden Land Berhad	25 September 2024
	PwC Budget Seminar 2025	PwC Malaysia	5 November 2024
	Audit Oversight Board Conversation with Audit Committees	Securities Commission Malaysia	19 November 2024
	Navigating Sustainability Reporting: Insights on National Sustainability Reporting Framework (NSRF) IFRS S1 & S2	Association of Chartered Certified Accountants (ACCA)	5 December 2024
	Understanding the Cybersecurity Act 2024	Halim Hong & Quek	21 January 2025
	ESG Matters @ ACCA - Carbon Trading: Navigating Opportunities in Malaysia's Low Carbon Future	Association of Chartered Certified Accountants (ACCA)	11 March 2025
	Ensuring Real impact in ESG: Sustainability and Social Impacts on the Ground	Association of Chartered Certified Accountants (ACCA)	28 April 2025
	TRUST principles with a focus on Conflict of Interest	Malaysian Integrity Academy	5 May 2025
<b>Ramanathan a/l Sathiamutty</b> <i>(Resigned on 16 April 2026)</i>	Understanding the Cybersecurity Act 2024	Halim Hong & Quek	21 January 2025
	TRUST principles with a focus on Conflict of Interest	Malaysian Integrity Academy	5 May 2025
<b>Ginny Yeow Mei Ying</b>	Understanding the Cybersecurity Act 2024	Halim Hong & Quek	21 January 2025
	Tax Corporate Governance Leadership Forum	PwC Malaysia	16 April 2025
	TRUST principles with a focus on Conflict of Interest	Malaysian Integrity Academy	5 May 2025
<b>Professor Emeritus Dato' Dr. Hassan bin Said</b>	Conflict of Interest Seminar	Asia Business School	4 October 2024
	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	Institute of Corporate Directors Malaysia	28-29 October 2024
	Understanding the Cybersecurity Act 2024	Halim Hong & Quek	21 January 2025
	TRUST principles with a focus on Conflict of Interest	Malaysian Integrity Academy	5 May 2025
<b>YM Tunku Abang Faisal Amir bin Abang Abu Bakar</b>	Howden Business Strategy Conference	Howden London	16-17 October 2024
	Understanding the Cybersecurity Act 2024	Halim Hong & Quek	21 January 2025
	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	Institute of Corporate Directors Malaysia	12-13 February 2025
	Emerging Markets Family Office Forum	Deutsche Bank, Wealth Management, Hong Kong	15 April 2025
	TRUST principles with a focus on Conflict of Interest	Malaysian Integrity Academy	5 May 2025
	2025 KnowBe4 Security Awareness Training, Phish & Treat Training	Howden, KnowBe4	30 June 2025

Name of Director	Training Programmes/Seminars/Forum Attended	Organiser	Date
Datuk Seri Dr. Yusof bin Ismail	Strategic Data and Frameworks in Board Governance	Institute of Corporate Directors Malaysia	2 December 2024
	Compliance With Listing Requirements – Reporting of Financial Statements and Recent Amendments to LR – Enhanced Conflict of Interest Framework	CKM Advisory	14 January 2025
	Understanding the Cybersecurity Act 2024	Halim Hong & Quek	21 January 2025
	TRUST principles with a focus on Conflict of Interest	Malaysian Integrity Academy	5 May 2025
	Trust on Trial: Fiduciary Duties in the Modern Boardroom	Institute of Corporate Directors Malaysia	17 December 2025
Dr. Abu Hasan bin Ismail	Understanding the Cybersecurity Act 2024	Halim Hong & Quek	21 January 2025
	TRUST principles with a focus on Conflict of Interest	Malaysian Integrity Academy	5 May 2025

The Board remains committed to dedicating sufficient time to continuous training sessions organised by both external and internal facilitators to enhance their knowledge and skills. This commitment ensures they are well-equipped to engage meaningfully in Board deliberations.

Additionally, the Directors receive regular briefings and updates from the Company Secretary on regulatory matters, as well as insights from Management on the Group's businesses, operations, risk management activities, and key initiatives.

With the assistance of the NRC, the Board will continue to identify and implement ongoing education programmes to further strengthen the Directors' contributions to the Board.

## REMUNERATION OF THE DIRECTORS AND SENIOR MANAGEMENT

The NRC aims to ensure that the Board and its subsidiaries offer a competitive remuneration package to attract, reward, retain, and motivate Directors and Senior Management. These packages are vital to the Company's ability to drive long-term value creation and business sustainability.

In recommending remuneration packages, the NRC considers data prepared by Management and/or independent consultants, benchmarked against peer companies to ensure relevance and competitiveness.

As part of its talent retention strategy, the Company established a Long-Term Incentive Plan ("LTIP") on 25 January 2021 to recognise and reward the contributions of eligible Directors and

employees. The first grant under the LTIP was made on 20 June 2022, with vesting in three (3) tranches on 30 June 2022, 30 June 2023, and 30 June 2024, in accordance with the LTIP By-Laws.

The LTIP has since expired on 25 January 2026 and is no longer in force. Accordingly, no further grants may be made under the LTIP. As at the date of this report, there are no outstanding Employee Share Option Scheme (ESOS) options or Share Grant Plan (SGP) awards under the LTIP.

Awantec's Remuneration Policy, last updated on 9 October 2024, outlines a clear framework for fair and competitive compensation, aligned with the Group's long-term goals and shareholder interests.

- **Non-Executive Directors** receive fixed fees and meeting allowances, without performance-linked incentives. These fees are subject to annual shareholders' approval.
- **Executive Directors and Senior Management** are rewarded through a mix of fixed salary, performance-based bonuses, key performance indicator ("KPI")-linked incentives, and benefits. The structure is benchmarked to market standards and linked to both financial outcomes and ESG performance indicators.

The Remuneration Policy also incorporates Malus and Clawback provisions, allowing for adjustment or recovery of variable pay in cases involving misconduct, material financial misstatements, or underperformance. The policy is reviewed periodically to remain aligned with evolving regulatory requirements, best practices, and the Company's strategic direction.

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The full Remuneration Policy is available on the Company's website at <https://www.awantec.my/governance/>.

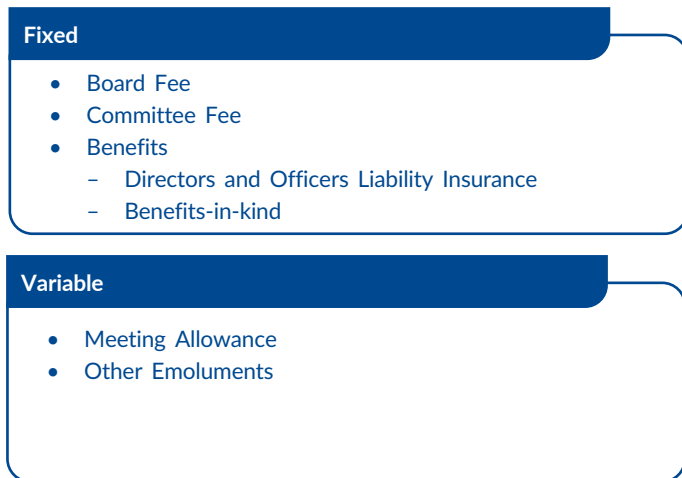
### Remuneration of Independent Non-Executive Director

All INEDs receive an annual fee. The level of remuneration is based on their experience, skills, competencies, knowledge, and the scope of responsibilities undertaken. Additionally, the Group's overall business performance is also taken into consideration when determining the appropriate level of remuneration.

The NRC benchmarks the remuneration of Non-Executive Directors against comparable companies to ensure competitiveness and fairness. From time to time, the NRC may recommend changes to the total fee structure, which are subject to shareholders' approval at general meetings.

The remuneration of INEDs is approved collectively by the Board and subsequently presented to shareholders for approval at the AGM, in line with statutory requirements and best governance practices.

The remuneration package for INEDs includes the following components:-



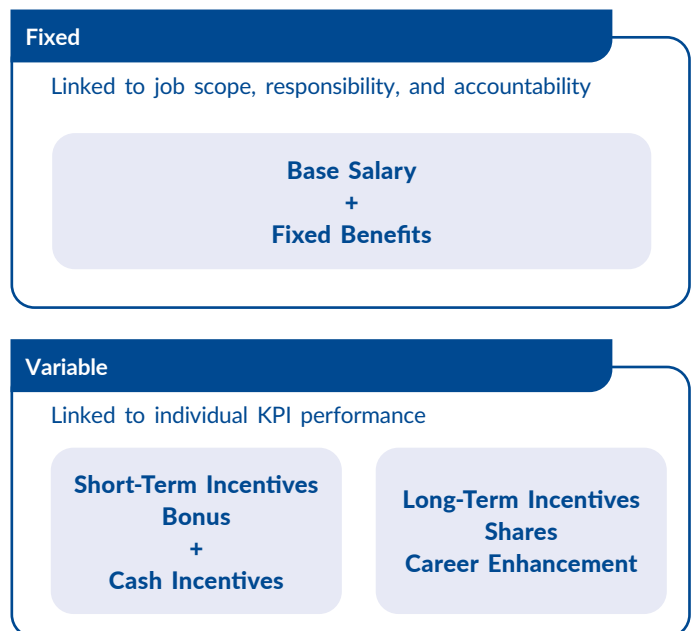
Dr. Abu Hasan bin Ismail was re-designated as a NINED cum Founder and Strategic Advisor of the Company on 29 March 2024. His remuneration package includes a monthly salary along with various benefits, such as travel allowance, utilities, contributions to the Employees' Provident Fund (EPF) and Social Security Organisation (SOCSO), medical benefits, and life insurance.

### Remuneration of Executive Directors and Senior Management

The remuneration of Executive Directors and Senior Management is structured to align with the Group's overall remuneration framework and is guided by the principles of performance-based rewards and long-term value creation. The components of the

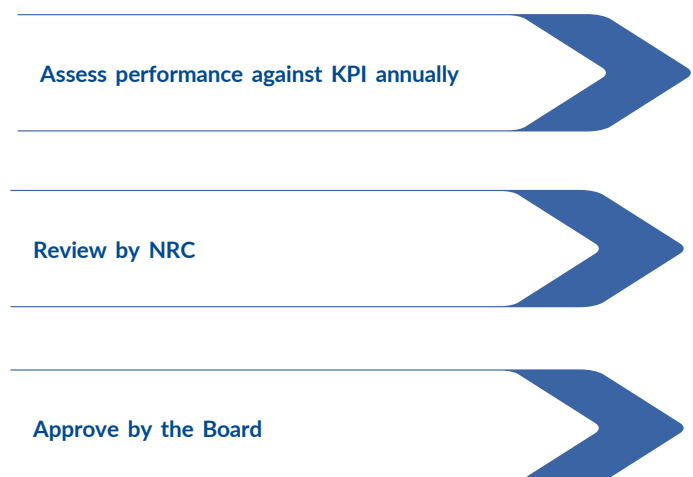
remuneration package are designed to link rewards to both corporate and individual performance. Notably, Executive Directors do not receive any additional remuneration for holding directorships within the Group.

The competitive remuneration package for Executive Directors and Senior Management includes the following components:



The performance of the Executive Directors and Senior Management is evaluated based on the achievement of their annual KPIs as well as the overall performance of the Group throughout the year.

Below is the summary of the procedures for determining the remuneration of Executive Directors and Senior Management:



The procedures governing the remuneration of Executive Directors and Senior Management are outlined in the Remuneration Policy, which includes "malus and clawback" provisions. These provisions allow the Company to withhold or recover bonuses and/or cash incentives that were awarded or paid out based on erroneous financial information or misconduct, in alignment with good governance and accountability standards.

The Board has approved and adopted the Subsidiary Companies Board of Directors Remuneration Policy on 27 June 2022. This policy sets out the remuneration guiding principles in relation to the appointment of directors for subsidiaries of the Company. The details of this remuneration are disclosed in table B below.

In line with Practice 8.2 of the MCCG 2021, Awantec discloses the remuneration of Senior Management in the CG Report, which is available on the Company's website at <https://ir.awantec.my/ar.html>.

## Disclosure of Directors' Remuneration

Details of the remuneration received by the Directors for the Financial Period were as follows:-

### A. Received from Awantec

	Directors' fee (RM)	Salary (RM)	Bonus (RM)	Statutory Contribution (RM)	Benefit-In-Kind (RM)	Other Emoluments (RM)	LTIP Expenses (RM)	Total (RM)
<b>Independent Non-Executive Directors</b>								
Dato' Syed Naqiz Shahabuddin bin Syed Abdul Jabbar	162,000	-	-	-	-	18,000	-	180,000
Lim Saw Imm	135,000	-	-	-	-	33,600	-	168,600
Ramanathan a/l Sathiamutty (resigned on 16 April 2026)	126,000	-	-	-	-	43,200	-	169,200
Ginny Yeow Mei Ying	108,000	-	-	-	-	30,000	-	138,000
Professor Emeritus Dato' Dr. Hassan bin Said	126,000	-	-	-	-	38,400	-	164,400
YM Tunku Abang Faisal Amir bin Abang Abu Bakar	108,000	-	-	-	-	24,000	-	132,000
Datuk Seri Dr. Yusof bin Ismail	121,133	-	-	-	-	22,800	-	143,933
<b>Subtotal</b>	<b>886,133</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>210,000</b>	<b>-</b>	<b>1,096,133</b>
<b>Non-Independent Non-Executive Director</b>								
Dr. Abu Hasan bin Ismail	-	720,000	-	87,701.70	-	-	-	807,701.70
<b>Subtotal</b>	<b>-</b>	<b>720,000</b>	<b>-</b>	<b>87,701.70</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>807,701.70</b>
<b>Grand Total</b>	<b>886,133</b>	<b>720,000</b>	<b>-</b>	<b>87,701.70</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>807,701.70</b>

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### B. Received from the Group

Subsidiary Companies	Directors' fee (RM)
<b>Azlan bin Zainal Abidin<sup>1</sup></b>	
1) Awantec Systems Sdn. Bhd.	13,666.67
<b>Subtotal</b>	<b>13,666.67</b>
<b>Chok Joon Heng</b>	
1) Prestariang SKIN Sdn. Bhd.	9,000.00
<b>Subtotal</b>	<b>9,000.00</b>
<b>Ainun Mardziah binti Hashim</b>	
1) Awantec Systems Sdn. Bhd.	18,000.00
2) Agensi Pekerjaan Prestariang TalentXchange Sdn. Bhd.	9,000.00
3) Awantec Services Sdn. Bhd.	5,400.00
4) Awantec TalentXChange Sdn. Bhd.	11,596.77
5) Agensi Pekerjaan Awantec Sdn. Bhd.	10,100.00
<b>Subtotal</b>	<b>54,096.77</b>
<b>Grand Total</b>	<b>76,763.44</b>

<sup>1</sup> Appointed as Director of Awantec Systems Sdn. Bhd. effective from 11 November 2024 and resigned on 2 January 2026.

### Disclosure of Chief Executive Officer's and Chief Operating Officer's Remuneration

Details of the remuneration received for the Financial Period were as follows:-

	Salary (RM)	Bonus (RM)	Statutory Contribution (RM)	Benefit- In-Kind (RM)	Other Emoluments (RM)	LTIP Expenses (RM)	Total (RM)
<b>Chief Executive Officer</b>							
Azlan bin Zainal Abidin	1,108,196.63	-	150,967.74	-	196,468.84		1,455,633.21
<b>Chief Operating Officer</b>							
Chok Joon Heng	887,400.00	-	124,548.39	-	265,240.66		1,277,189.05



## EFFECTIVE AUDIT AND RISK MANAGEMENT

### AUDIT COMMITTEE (AC)

Details about the composition and activities of the AC during the financial period are provided in the AC Report within this Annual Report.

### RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

#### Internal Control

The Board is responsible for establishing and overseeing the Group's risk management and internal control system, which is designed to ensure sound operations, effective risk mitigation, and compliance with applicable laws, regulations, and internal policies. The Board is of the view that the system in place during the

financial period was robust and adequate to protect the Group's assets and the interests of shareholders, customers, regulators, employees, and other stakeholders.

An overview of the internal control system is available in the Statement on Risk Management and Internal Control on pages 169 to 172 of this Annual Report.

#### Internal Audit

To uphold independence and objectivity, the internal audit function was outsourced to KPMG Management and Risk Consulting Sdn. Bhd. during the financial period. The AC Report on pages 160 to 162 of this Annual Report provides a summary of the activities conducted by the AC and the Internal Auditors.



## INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

### COMMUNICATION WITH STAKEHOLDERS

The Board has established and adopted a Corporate Disclosure Policy and Procedures ("CDP") to ensure the Company provides accurate, clear, timely, and complete disclosure of material information regarding its performance and operations. This policy ensures compliance with all applicable legal and regulatory requirements and is published on the Company's website at <https://www.awantec.my/governance/>.

The CDP applies to all Directors, officers, employees of the Group, and those authorised to speak on behalf of the Company. It underscores the importance of effective communication with shareholders and stakeholders through comprehensive, timely, and continuous information disclosure. This practice not only meets the Bursa Securities MMLR requirements for ongoing disclosure but also integrates best practices to enhance shareholder engagement. Where feasible, the Company also provides additional voluntary disclosures to further support informed decision-making by shareholders and investors.

The Company ensures timely announcements through Bursa Securities, including quarterly results released within two (2) months of each quarter's end. Summaries and full announcements are accessible on both the Company's website and Bursa Securities' website.

The Company also engages in regular dialogue with shareholders and stakeholders through regular briefings, investor engagements, and media coverage to foster a deeper understanding of the

Group's business. Additionally, the Group also actively uses social media platforms such as Twitter, Facebook, Instagram, and LinkedIn to share key updates, promote transparency, and enhance engagement with a wider audience.

### INVESTOR RELATIONS (IR)

The Annual Report remains one (1) of the Company's main channels of communication between the Company and its shareholders and stakeholders. It provides a **comprehensive overview** of the Group's financial performance, key activities, strategic direction, and corporate governance initiatives during the Financial Period. As a public listed company, the content and disclosure of the annual report comply with the regulations set by Bursa Securities.

To promote accessibility and shareholder engagement, the Company distributes its Annual Report together with an Executive Summary in both hard copy and digital PDF formats. The executive summary highlights the Group's and the Company's key financial and corporate information.

In alignment with best corporate governance practices, the Company adheres to robust corporate disclosure policies to ensure transparency, accuracy, and timeliness in its communications with shareholders, investors, and the public. A dedicated section on the Company's website focuses on Corporate Disclosure matters. This section includes announcements to regulators, financial results, press releases, analyst briefing presentations, and Annual Reports.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Group maintains the following website that allows all shareholders and investors access to information about the Group: <https://ir.awantec.my/home.html>.

Any further information regarding the Group may also be obtained from the following communication channels:

### Corporate Governance

Telephone : 03-8689 7000  
Facsimile : 03-8689 7009  
Email : [ir@awantec.my](mailto:ir@awantec.my)

### CONDUCT OF GENERAL MEETINGS

Another key avenue of communication with its shareholders is the Company's AGM, which provides a useful forum for shareholders to engage directly with the Directors and Senior Management.

For the 14<sup>th</sup> AGM, the Company provided shareholders with at least twenty-eight (28) days' notice, in line with Practice 13.1 of the MCCG 2021, thereby allowing ample time for shareholders to make arrangements to attend. The Notice of AGM was issued on 25 October 2024, with the meeting held on 27 November 2024.

To facilitate wider shareholder participation and ensure safety and convenience, the AGM was conducted virtually from Block 11B, Level 3A, Star Central, Lingkaran Cyber Point Timur, Cyber 12, 63000 Cyberjaya, Selangor Darul Ehsan, Malaysia. The Company appointed its share registrar to provide Remote Participation and Voting ("RPV") services, enabling shareholders and proxies to attend the meeting from their own locations.

The virtual AGM allowed the Company to manage the AGM effectively. During the meeting, the Company's CEO at that time, Encik Azlan bin Zainal Abidin, delivered a detailed presentation on the Group's financial performance, supplemented by visual and graphical data. The Board and Senior Management were available throughout the AGM to address shareholder inquiries. Unanswered questions during the session were subsequently responded to via email, ensuring that shareholder engagement was maintained.

This virtual format ensured equitable access to all shareholders, regardless of geographic location, in alignment with MCCG 2021's Practice 13.5, which advocates the use of technology to facilitate participation and voting.

The Company's AGM was attended by all its Board members and Senior Management.

In the interest of transparency and accountability, the minutes of the AGM were uploaded to the Company's website on 26 December 2024, providing shareholders access to the official record of proceedings and decisions made during the meeting.

### SHAREHOLDERS' REGISTRATION

During the 14<sup>th</sup> AGM held on 27 November 2024, shareholders whose names appeared in Awantec's Record of Depositors as of 20 November 2024 were entitled to participate in the meeting remotely. Eligible shareholders could attend the AGM virtually or appoint a proxy to act on their behalf.

Registration for the RPV platform opened on 25 October 2024, the same day the Notice of AGM was advertised, and closed at 10:00 a.m. on 25 November 2024, i.e., forty-eight (48) hours prior to the commencement of the AGM.

To access the RPV platform, available at <https://investor.boardroomlimited.com>, shareholders and proxies were required to complete the following steps:-

1. Upload a soft copy of their identification card (front and back) or passport.
2. Enter a valid mobile number and email address.
3. Verify their email address via a verification email sent by the portal, which will direct them back to complete mobile number verification.
4. Request an OTP Code from the portal, which will be sent to the registered mobile number, enter the code, and click 'Enter'.
5. Complete registration upon receiving a confirmation email. The registration process will be verified and approved within one (1) business day.

This process ensured a secure and seamless registration experience, in line with the Company's commitment to facilitating shareholder engagement through digital means.

### POLL VOTING

At the 14<sup>th</sup> AGM, the resolutions were voted on by way of electronic poll voting, in full compliance with Paragraph 8.29A of the Bursa Securities MMLR. This regulation mandates the adoption of the one-share, one-vote principle for all resolutions at general meetings held on or after 1 July 2016.

To uphold transparency, fairness, and accuracy, the Company appointed an independent scrutineer to validate the polling results. The implementation of electronic poll voting also ensured a streamlined, efficient, and secure voting process, enabling shareholders and proxies to cast their votes remotely and confidently.

This approach is consistent with the Company's commitment to best practices in corporate governance and shareholder engagement.

**This Statement was approved by the Board on 16 April 2026.**



# AUDIT COMMITTEE REPORT

## CHAIRPERSON



**Lim Saw Imm**  
Independent  
Non-Executive Director

Attendance rate:

10/10

## NUMBER OF AC MEETINGS HELD



10

## MEMBERS



**Ramanathan a/l Sathiamutty**  
Independent  
Non-Executive Director  
(Resigned on 16 April 2026)

Attendance rate:

10/10



**Professor Emeritus Dato'  
Dr. Hassan bin Said**  
Independent  
Non-Executive Director

Attendance rate:

10/10



**Datuk Seri Dr. Yusof bin  
Ismail**  
Independent  
Non-Executive Director  
(Appointed on 27 November  
2025)

Attendance rate:

5/6



**Ginny Yeow Mei Ying**  
Independent  
Non-Executive Director  
(Appointed on 16 April  
2026)

Attendance rate:

0/0

## ATTENDANCE



97%

## AC MEETINGS HELD ON



27 August 2024	22 May 2025
30 August 2024	25 August 2025
9 October 2024	29 September 2025
20 November 2024	8 October 2025
26 February 2025	24 November 2025

## 1. ROLE

The Audit Committee ("AC") was established by the Board on 30 November 2010 to support the Board in fulfilling its oversight responsibilities. The AC provides independent oversight of the Company's financial reporting, internal control systems, compliance with the applicable legal and regulatory requirements, and the audit function, ensuring transparency, accountability, and integrity in the Company's governance processes.

The AC is formally constituted within the AC Terms of Reference, which sets out its key roles and responsibilities.

## 2. TERMS OF REFERENCE

The AC operates under a Terms of Reference ("TOR"), updated on 28 May 2024, which defines its authority, duties, and responsibilities, in accordance with the Main Market Listing Requirements ("MMLR").

The TOR is available on the Company's website at [www.awantec.my/governance](http://www.awantec.my/governance).

## 3. MEMBERSHIP

The AC is currently chaired by Madam Lim Saw Imm and comprises three (3) other Independent Non-Executive Directors, in compliance with the Bursa Securities MMLR. All members possess a working knowledge of fundamental finance and accounting practices, enabling the Committee to effectively discharge its responsibilities.

On 27 November 2024, Datuk Seri Dr. Yusof bin Ismail was appointed as a new member of the AC, given his extensive background and experience. Since his appointment, he has attended AC meetings held on 26 February 2025, 22 May 2025, 25 August 2025, 29 September 2025, and 8 October 2025 respectively.

The AC's membership and composition adhere to paragraph 15.09 of the MMLR regarding size, independence, and expertise.

\* Detailed profiles of each of the AC members can be found in the Directors' Profiles section of this Annual Report, starting on pages 128-131

## 4. MEETINGS

While the AC TOR requires the Committee to meet at least four (4) times annually, ten (10) meetings were held during the financial period. The Chief Executive Officer, Chief Operating Officer, and the Group Financial Controller attended these meetings to enable direct communication and to support the deliberation of the financial results of the Company and its subsidiaries (“Group”). This arrangement facilitated direct engagement between the AC and the Senior Management. Discussions were thorough, with a strong focus on strengthening internal controls, risk management, governance, and addressing audit-related matters and operational issues.

The AC engaged with the Group’s external auditors to review the external audit plan, and subsequently, to discuss their findings and observations. Two (2) meetings were held with the external auditor without the presence of Senior Management, providing the external auditor opportunities to raise any matters directly with the AC.

Notices, reports, and documents for AC meetings are generally distributed to members at least five (5) working days in advance, allowing the Committee to review relevant information and conduct effective discussions and decision-making. At the meetings, the AC examines risk management, internal controls, financial reporting, and both internal and external audit functions within the Group and subsequently presented its findings to the Board for notation.

### SUMMARY OF ACTIVITIES OF THE AC DURING THE FINANCIAL PERIOD UNDER REVIEW

During the financial period ended 31 December 2025 (“FPE2025”), the AC engaged in the following activities:

#### Financial Reporting

- Reviewed and discussed the Group’s unaudited quarterly consolidated financial results, annual audited consolidated financial statements, and performance, along with the related announcements to Bursa, before recommending them for the Board’s approval.
- Discussions included topics on accounting policies, significant issues raised by Senior Management or external auditors, and compliance with accounting standards and other legal or regulatory requirements.

#### External Auditor

- Reviewed and approved the Audit Plan, which outlines the audit strategy and approach, scope, and proposed fees for FPE2025, prior to the commencement of their audit.
- Confirmed that Messrs. Crowe Malaysia PLT and all members of its engagement team maintained their independence in accordance with the By-Laws (on Professional Ethics,

Conduct, and Practice) of the Malaysian Institute of Accountants.

- Deliberated the external auditors’ reports on significant audit and accounting issues that arose from its audits, including the Senior Management’s responses to these findings.
- Discussed with the external auditors the significant impact of any proposed or new developments in accounting standards and regulatory requirements applicable to the Group.
- Evaluated the performance of the external auditors and provided a recommendation for their reappointment and remuneration to the Board.

#### Internal Audit

- Reviewed and approved the annual internal audit plan to ascertain and ensure the adequacy of the scope and coverage of major risk areas of the Group.
- As at the date of this Annual Report, the AC reviewed and deliberated on internal audit reports for the Group covering:-
  - (i) key risks and internal controls in key business areas, including operational, financial, regulatory, and reputational risks;
  - (ii) frequency, accuracy, and timeliness of risk reporting to senior management and the Board;
  - (iii) adequacy and effectiveness of controls and on the Business Impact Analysis (“BIA”) process, including but not limited to:-
    - Alignment of the BIA process with organisational goals and Business Continuity Management (“BCM”) objectives;
    - Methodology for identifying critical business functions and assessing financial and operational impacts; and
    - Risk management practices for mitigating risks identified during the BIA process within the broader BCM framework.

These matters were discussed with the Senior Management including the Group Financial Controller and the respective Heads of Department including the Senior Manager, Legal and Corporate Governance, Head of Project Management Office, Director of Human Resources and Administration, and Director of Technology.

- Reviewed the status of implementation, effectiveness, and adequacy of Management’s corrective actions on previous audit findings through follow-up audit reports to ensure all action plans were adequately implemented to address the key risks.

## AUDIT COMMITTEE REPORT

### Related Party Transactions (“RPTs”) and Recurrent Related Party Transactions (“RRPTs”)

- Reviewed the RPTs/RRPTs of the Group to ensure compliance with MMLR and are conducted at arm's length, fairly, reasonably, and on standard commercial terms. The transactions should not be more favourable to the related party than what is typically available to the public, should not harm minority shareholders, and must be in the best interest of the Group.
- The RPTs/RRPTs of the Group were reviewed every quarter at its meetings held on 27 August 2024, 20 November 2024, 26 February 2025, 22 May 2025, 25 August 2025 and 24 November 2025 for identifying, monitoring, and disclosing RPTs for the Group, in line with the Group's RPT Policy.

### Annual Report

- Reviewed and endorsed the AC Report and Statement on Risk and Internal Control of the Group prior to recommending the same for consideration and approval of the Board for inclusion in the Annual Report for the FPE2025.

Following the change in financial year end to 31 December, the Company has applied for an Extension of Time (EOT) to hold its Annual General Meeting in 2026. Accordingly, the forthcoming Annual Report will be issued in 2026 and will cover an 18-month financial period.

### Other matters

- Reviewed and endorsed the proposed revision to the Anti-Bribery and Anti-Corruption Policy, and Whistleblowing Policy.
- Reviewed potential conflict of interest situations, including those that are actual, potential, or perceived in nature within the Group, including any transactions, procedures, or actions that could raise concerns about Management's integrity.
- Reviewed and recommend to the Board the interim Limits of Authority following the Chief Executive Officer's absence.

### INTERNAL AUDIT FUNCTION

The Group's Internal Audit function is outsourced to KPMG Management and Risk Consulting Sdn. Bhd. (“KPMG”) which operates independently of the Group's operations. The AC recognises that having an independent and well-resourced Internal Audit function is essential for gaining assurance on the effectiveness of the internal control system.

The Internal Auditor reports directly to the AC and are primarily responsible for enhancing and improving the Group's activities. It actively supports the Group in achieving its objectives by employing a systematic and disciplined approach to assess and strengthen risk management, controls, and governance processes within the Group.

The Internal Auditor assists the AC in its duties and responsibilities and is free from any relationships or conflicts of interest, thus retaining its objectivity and independence. To this end, the functions of the Internal Auditor are to:-

- (i) perform audit work in accordance with the pre-approved internal audit plan;
- (ii) carry out reviews on the internal control systems of the Group;
- (iii) review and comment on the effectiveness and adequacy of the existing control policies and procedures; and
- (iv) provide recommendations, if any, for the improvement of the control policies and procedures.

The Management ensures that corrective actions are taken within the required timeframe, and all findings identified by the Internal Auditor are tracked and followed up quarterly, with the status of the implementation reported to the AC accordingly.

The cost of services provided by the Internal Audit function decreased in FPE2025 compared to the financial year ended 30 June 2024 (“FYE2024”). In FYE2024, Internal Auditor supported the Company's waiver application for exemption from Paragraph 8.04(3) (a) of the MMLR, which required submission of a regularisation plan to Bursa Securities. No similar exercise was undertaken in FPE2025, resulting in lower fees.

**This report was made in accordance with the approval of the Board on 16 April 2026.**

# NOMINATION AND REMUNERATION COMMITTEE REPORT

## CHAIRMAN



**Professor Emeritus Dato' Dr. Hassan bin Said**  
Independent Non-Executive Director

Attendance rate:

7/7

## NUMBER OF NRC MEETINGS HELD



7

## MEMBERS



**Ramanathan a/l Sathiamutty**  
Independent Non-Executive Director  
(Resigned on 16 April 2026)

Attendance rate:

7/7



**Ginny Yeow Mei Ying**  
Independent Non-Executive Director

Attendance rate:

7/7



**YM Tunku Abang Faisal Amir bin Abang Abu Bakar**  
Independent Non-Executive Director  
(Appointed on 27 November 2024)

Attendance rate:

5/5

## ATTENDANCE



100%

## NRC MEETINGS HELD ON



1 October 2024	12 September 2025
14 November 2024	23 September 2025
13 May 2025	9 December 2025
20 May 2025	

## 1. ROLE

The Nomination and Remuneration Committee ("NRC") composes exclusively of Independent Non-Executive Directors ("INEDs").

The main roles and responsibilities of the NRC include, but are not limited to:

- ensure the Board has the appropriate composition to fulfill its responsibilities, including adequate non-executive participation.
- recommend, nominate, and review potential Board candidates to establish a strong succession plan and selection process, following the Company's Fit and Proper Policy.
- recommend the Board on the remuneration, compensation, and benefits for Executive Directors, Non-Executive Directors, and Senior Management.

## 2. TERMS OF REFERENCE

The NRC's Terms of Reference ("TOR") outline the Board's composition, roles, responsibilities, authority, and meeting requirements. It is responsible for conducting the annual Board assessment, evaluating Board member independence and diversity, and determining the remuneration packages for Executive Directors, Non-Executive Directors, and Senior Management of the Company and its subsidiaries.

The updated NRC TOR can be found on the Company's website at [www.awantec.my/governance](http://www.awantec.my/governance).

## 3. MEMBERSHIP

During the financial period ended 31 December 2025 ("FPE2025"), The NRC is chaired by Professor Emeritus Dato' Dr. Hassan bin Said, supported by two (2) other INEDs. YM Tunku Abang Faisal Amir bin Abang Abu Bakar joined the NRC on 27 November 2024, bringing the total membership to four (4). Following his appointment, he attended all meetings held during the financial period.

Mr. Ramanathan a/l Sathiamutty had resigned on 16 April 2026.

## NOMINATION AND REMUNERATION COMMITTEE REPORT

### 4. MEETINGS

The NRC may invite other Directors and members of Management to attend meetings when their attendance is needed for specific agenda items. The Company Secretary or another designated senior official will act as Secretary of the NRC.

Meeting notices, reports, and documents are distributed to NRC members at least five (5) working days prior to the meetings.

### THE NRC'S MAIN ACTIVITIES IN 2025 ARE SUMMARISED AS FOLLOWS:-

#### A) Nomination matters

- Assessed the performance of the Board and Board Committees;
- Assessed the performance of each Director;
- Assessed the performance of the Audit Committee ("AC") and each AC member;
- Assessed the independence of the Independent Directors of the Company;
- Reviewed the Directors who are subject to retirement by rotation pursuant to the Company's Constitution;
- Reviewed and recommended to the Board on retaining Mr. Ramanathan a/I Sathiamutty, who has served as an INED for a cumulative term of ten (10) years, to continue to act as an INED of the Company;
- Reviewed and recommended to the Board the appointment of Datuk Seri Dr. Yusof bin Ismail as an AC Member;
- Reviewed and recommended to the Board the appointment of Madam Lim Saw Imm as a member of both Risk Management Committee and Long-Term Incentive Plan Committee;
- Reviewed and recommended to the Board the appointment of YM Tunku Abang Faisal Amir bin Abang Abu Bakar as an NRC Member;
- Reviewed and restructured the composition of the Company's Board to enhance its effectiveness;
- Reviewed the composition of the NRC;
- Reviewed and recommended to the Board the appointment of each Finance and Investment Committee ("FIC") member;
- Reviewed and recommended to the Board the resignation of the Chief Executive Officer;

- Reviewed and recommended to the Board the appointment of Mr. Chok Joon Heng, Chief Operating Officer as the Officer-in-charge during the absence of the Group Chief Executive Officer;
- Reviewed and recommended to the Board the appointment of Puan Azizah binti Ali as Group Chief Executive Officer.

#### B) Remuneration matters

- Reviewed and recommended to the Board on the payment of Directors' fees of the Company;
- Reviewed and recommended to the Board on the payment of Directors' benefits of the Company;
- Reviewed and recommended to the Board the additional payment of Directors' fees for the FIC;
- Reviewed and recommended to the Board the ex-gratia payment relating to the Sistem Kawalan Imigresen Nasional (SKIN) settlement;
- Reviewed and recommended to the Board on the proposed key performance indicators for the Company's Chief Operating Officer and Chief Executive Officer;
- Reviewed and recommended to the Board the proposed Compensation and Benefits package for Mr. Chok Joon Heng in his capacity as Officer-in-charge, on an interim basis until the appointment of a new Chief Executive Office;
- Reviewed and recommended to the Board the proposed remuneration package for Puan Azizah binti Ali as Group Chief Executive Officer of the Company; and
- Reviewed and recommended to the Board the proposed renewal contract of service for Dr. Abu Hasan bin Ismail as the Founder & Strategic Advisor of the Company.

**This report was made in accordance with the approval of the Board on 16 April 2026.**

# RISK MANAGEMENT COMMITTEE

## CHAIRMAN



**Datuk Seri Dr. Yusof bin Ismail**  
Independent  
Non-Executive Director  
(Appointed on 16 April 2026)

Attendance rate:

0/0



**Ramanathan a/l Sathiamutty**  
Independent  
Non-Executive Director  
(Resigned on 16 April 2026)

Attendance rate:

2/2

## MEMBERS



**Dr. Abu Hasan bin Ismail**  
Non-Independent  
Non-Executive Director,  
Founder and Strategic Advisor

Attendance rate:

2/2



**Ginny Yeow Mei Ying**  
Independent  
Non-Executive Director

Attendance rate:

2/2



**Lim Saw Imm**  
Independent  
Non-Executive Director  
(Appointed on 27 November 2024)

Attendance rate:

1/1

## NUMBER OF RMC MEETINGS HELD



2

## ATTENDANCE



100%

## RMC MEETINGS HELD ON



7 August 2025  
19 February 2025

## 1. ROLE

The Risk Management Committee (“RMC”) was established on 30 November 2010 by the Company’s Board of Directors to oversee and enhance the risk management framework of the Company and its subsidiaries (“Group”). The RMC assists the Board in fulfilling its corporate governance and statutory responsibilities by reviewing and approving risk management strategies, policies, and procedures. The Committee also monitors the effectiveness of internal control systems to mitigate overall risk exposure.

## 2. TERMS OF REFERENCE (“TOR”)

The RMC operates under a TOR, approved and updated on 27 August 2024, which is publicly available on the Company’s website at [www.awantec.my/governance](http://www.awantec.my/governance).

The TOR sets out the composition, roles and responsibilities, authority, and meeting requirements of the RMC.

## 3. MEMBERSHIP

As of 31 December 2025, the RMC was led by Mr. Ramanathan a/l Sathiamutty and comprises of two (2) other Independent Non-Executive Directors and one (1) Non-Independent Non-Executive Director.

On 27 November 2024, Madam Lim Saw Imm joined the RMC as an additional director. Her role as Chairperson of the Audit Committee complements her appointment to the RMC, enabling her to provide valuable insights into risk matters.

Mr. Ramanathan a/l Sathiamutty had resigned on 16 April 2026 and in his place, Datuk Seri Dr. Yusof bin Ismail was appointed as Chairman.

Leveraging a diverse range of expertise and industry knowledge, the RMC members effectively identify and monitor emerging corporate and strategic risks. They collaborate closely with Management to develop and implement strategies to manage, mitigate and, where possible, eliminate potential risks that may impact the Group.

## RISK MANAGEMENT COMMITTEE

### 4. OVERVIEW

The RMC is responsible for:

- Evaluating the risk profile and risk tolerance of the Group.
- Conducting regular reviews of the consolidated risk register for major subsidiaries to identify and assess significant risks.
- Ensuring the implementation of appropriate risk management policies, guidelines, and processes.
- Continuously assessing the adequacy and effectiveness of the risk management process.
- Driving a risk-aware culture across the organisation at both strategic and operational levels.
- Providing the Board and Audit Committee with comprehensive and timely risk information, including the annual Risk Report, to support decision-making and oversight.
- Establishing and maintaining business continuity plans aligned with the company's strategic objectives.
- Initiating special projects as needed to investigate specific risk areas and improve risk management practices.

The RMC collaborates closely with the Chief Operating Officer and Group Financial Controller to enhance risk monitoring and management across the Group. Through proactive identification and assessment of corporate and strategic risks, the committee provides valuable insights and recommendations to management to mitigate potential impacts.

### 5. MEETINGS

The RMC held two (2) meetings during the financial period ended 31 December 2025, which were attended by all members.

The Group Chief Executive Officer, Chief Operating Officer, and Group Financial Controller regularly attend RMC meetings to provide insights and updates on strategic and business risks. These meetings also include other relevant internal and external stakeholders who are invited to discuss matters within their purview.

To ensure thorough preparation and effective deliberation, meeting notices, reports, and papers are distributed to RMC members at least five (5) working days prior to each meeting.

### THE RMC'S MAIN ACTIVITIES IN 2025 ARE SUMMARISED AS FOLLOWS:-

- Reviewed and assessed the Group's and Divisional risk profiles, managing significant financial and non-financial risks identified;
- Deliberated on the Group's key operational risks and the key controls in place to manage these risks. Additional mitigations were recommended to strengthen the management of both existing and emerging risks; and
- Reviewed and recommended to the Board the RMC Report and Statement on Risk Management and Internal Controls for inclusion in the Annual Report for the financial period 2025.

### 6. RMC EFFECTIVENESS REVIEW AND PERFORMANCE

The RMC remains committed to its risk oversight responsibilities, ensuring that risk management is embedded in the strategic planning and decision-making process of the Group. This integration is essential for achieving the Group's strategic outcomes and long-term goals.

The RMC's structured and proactive approach, supported by regular assessments and continuous refinement of risk mitigation strategies, reflects its effectiveness in ensuring that risks are systematically identified, evaluated, and addressed in alignment with the Group's overall objectives and regulatory requirements.

This report was made in accordance with the approval of the Board on 16 April 2026.

# FINANCE AND INVESTMENT COMMITTEE

## CHAIRMAN



**YM Tunku Abang Faisal Amir bin Abang Abu Bakar**  
Independent  
Non-Executive Director  
(Appointed on 16 April 2026)

Attendance rate:

1/1



**Ramanathan a/l Sathiamutty**  
Independent  
Non-Executive Director  
(Resigned on 16 April 2026)

Attendance rate:

1/1

## MEMBERS



**Dr. Abu Hasan bin Ismail**  
Non-Independent  
Non-Executive Director,  
Founder and Strategic  
Advisor

Attendance rate:

1/1



**Lim Saw Imm**  
Independent  
Non-Executive Director

Attendance rate:

1/1



**Ginny Yeow Mei Ying**  
Independent  
Non-Executive Director

Attendance rate:

1/1

## NUMBER OF FIC MEETING HELD



1

## ATTENDANCE



100%

## FIC MEETING HELD ON



29 April 2025

## 1. ROLE

The Finance and Investment Committee (“FIC”) was established by the Board on 13 March 2025 to support the Board in fulfilling its investment and financial oversight responsibilities, ensuring alignment with the Company’s business strategy and long-term financial sustainability.

This includes providing recommendations on potential investments, acquisitions, and divestments, while assessing the risks and aiming to optimise financial returns.

## 2. TERMS OF REFERENCE

The FIC operates under a Terms of Reference (“TOR”) established on 13 March 2025, which defines its authority, duties, and responsibilities. The TOR is accessible on the Company’s website at [www.awantec.my/governance](http://www.awantec.my/governance).

## 3. MEMBERSHIP

During the financial period ended 31 December 2025 (“FPE2025”), The FIC was chaired by Mr. Ramanathan a/l Sathiamutty, and comprises four (4) other members, who bring extensive experience, influence, and a strong grounding in finance and accounting practices. This collective expertise enhances the Committee’s oversight capacity and supports the effective execution of its responsibilities.

Mr. Ramanathan a/l Sathiamutty had resigned on 16 April 2026 and in his place, YM Tunku Abang Faisal Amir bin Abang Abu Bakar was appointed as Chairman.

*\*Detailed profiles of each of the FIC members can be found in the Directors’ Profiles section of this Annual Report, starting on pages 128-131.*

## FINANCE AND INVESTMENT COMMITTEE

### 4. OVERVIEW

The FIC is responsible for:

- Reviewing and recommending investment policies, strategies, and portfolio management frameworks to the Board.
- Evaluating and recommending potential investment and divestment opportunities, including mergers and acquisitions, joint ventures, and large capital expenditure projects.
- Assessing and recommending strategic investment opportunities, partnerships, and procurement exercises.
- Overseeing the Group's capital allocation strategies.

### 5. MEETINGS

During FPE2025, the FIC held one (1) meeting, attended in full by all members.

The meeting was also joined by the Group Chief Executive Officer, Chief Operating Officer, and Group Financial Controller, who provided updates and insights on investment types and strategic opportunities. Deliberations were conducted thoroughly, with a clear focus on diversifying potential investments and optimising financial returns, underscoring the Committee's commitment to prudent investment management and effective stewardship of resources.

### THE FIC'S MAIN ACTIVITIES IN 2025 ARE SUMMARISED AS FOLLOWS:-

- Reviewed and evaluated potential investment portfolios and cash deposit placement to optimise financial returns and strengthen capital efficiency;
- Deliberated on strategic investment opportunities to broaden the Group's service offerings and enhance market competitiveness; and
- Considered expansion initiatives and collaboration opportunities with strategic partners to drive sustainable growth and long-term value creation for stakeholders.

### 6. FIC EFFECTIVENESS REVIEW AND PERFORMANCE

The FIC remains committed to its investment and financial oversight responsibilities, upholding stability through the assessment of the Group's financial strategies, investment proposals and capital allocation decisions. These responsibilities are carried out within its TOR and are embedded in the Group's strategic planning and decision-making processes. Such integration is vital to supporting the Group's strategic priorities and long-term objectives.

**This report was made in accordance with the approval of the Board on 16 April 2026.**

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## INTRODUCTION

This Statement on Risk Management and Internal Control has been prepared in accordance with Paragraph 15.26(b) of Bursa Malaysia Securities Berhad (“Bursa Securities”)’s Main Market Listing Requirements (“MMLR”) and Principle B, Chapter II, Intended Outcome 10.0, Practice 10.1 and 10.2 and Guidance 10.1 and 10.2 as set out in the Malaysian Code on Corporate Governance (“MCCG2021”), with guidance from Bursa Securities ‘Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers’ (“SORMIC Guide 2025”). Accordingly, the Board is pleased to provide the statement outlining key features of the risk management and internal control framework and system within AwanBiru Technology Berhad (“Awantec”, or “Company” or “Group”) during the financial period under review and up to the date of approval of this Statement for inclusion in the annual report.

## BOARD RESPONSIBILITY

The Board of Directors (“Board”) maintains overall accountability for the Group’s risk management and internal control systems, which encompass strategic, financial, operational, and compliance matters. By setting the corporate tone and culture, the Board establishes the Group’s risk appetite, strategies, and policies to ensure that business plans remain within acceptable risk thresholds. The Board is aware that these systems provide reasonable rather than absolute assurance, the Board is assisted by the Audit Committee (“AC”) in evaluating the effectiveness of governance and financial disclosures, and by the Risk Management Committee (“RMC”) in identifying and monitoring key business risks through a robust Enterprise Risk Management (“ERM”) Framework. Furthermore, the Board ensures operational resilience by overseeing the Business Continuity Management Systems (“BCMS”), which is designed to minimise the impact of potential disruptions.

Notwithstanding the delegated responsibilities, the Board acknowledges its overall responsibility in the establishment and oversight of the Group’s risk management and internal control.

## MANAGEMENT RESPONSIBILITY

The Management is accountable to the Board to ensure effective implementation of risk management and internal controls. The Management formulates and oversees the risk management policy, frameworks and guidelines, including their implementation across the Group. The risks are reviewed and actions to mitigate the identified risks are then recommended.

The Management also assigns accountabilities and responsibilities at appropriate levels within the Group as well as ensuring that all the necessary resources are allocated to manage those risks.

## MANAGING RISK

The Board acknowledges that risk management is fundamental in protecting and safeguarding the interests of the Group and its shareholders to ensure sustainable growth for the Group. The Group’s risk management process is guided by the Enterprise Risk Management Framework and ISO 31000:2018 Risk Management guidelines.

The ERM Framework sets out the Group’s risk strategy, objectives, risk governance, structure, practices, tools, reporting requirements and the roles and responsibilities in managing the Group’s current and emerging material risks.

The RMC will identify and deliberate on key risks and mitigation plans to ensure risks are properly managed and mitigated before subsequently communicating these to the Board. The RMC is assisted and supported by the Group Risk Management Working Committee (“GRMC”). The GRMC continuously monitors and reviews the adequacy and effectiveness of the Group’s risk management, internal control and governance processes on a quarterly basis and reports to the RMC twice yearly. The Board retains overall accountability of the Group’s risk profiles within the various operating units with the aim of strengthening the risk management functions across Awantec.

A key feature of the Group ERM framework is the “three lines of defense” model, which integrates risk, control, and assurance to drive operational excellence by establishing clear functional accountability across the Group’s governance. In this structure, the first line consists of management and support functions responsible for day-to-day operational risk management; the second line is comprised of the GRMC and its supporting functions; and the third line is the Internal Audit function, which provides independent validation of the adequacy and effectiveness of risk frameworks, policies, and internal controls. At the same time, the ERM Framework facilitates the Management in making sound business decisions with the aspiration to lead the Group towards a more proactive and inclusive risk management approach to mitigate threats and to capitalise on opportunities. Accordingly, the ERM Framework provides the foundations, components and arrangements that embed an effective risk management process within the Group.

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

The overview and interrelation of the ERM Framework components are illustrated in the following diagram:



*Diagram 1: Risk Management Framework Diagram*

The risk management process begins by establishing strategic objectives and policies aligned with the Company's business goals and environmental context, followed by the identification of internal and external factors that could impact performance. Identified risks are categorised into Strategic, Operational, Financial, Technology & Information and Compliance & ESG.

Once identified, risks are analysed to determine their causes, potential consequences (Insignificant, Minor, Moderate, Major and Catastrophic) and the likelihood of occurrence, allowing the Company to prioritise them through a cost-benefit evaluation of existing controls. Risk analysis may be undertaken using quantitative, qualitative, or a combination of both assessment methods. Each identified risk is also evaluated for the effectiveness of controls in mitigating the risk within the Group's approved risk appetite. Control effectiveness is classified as Satisfactory, Some Weakness, or Weak with results reported to the Risk Management Committee to ensure ongoing operational resilience.

Finally, the Company implements proactive and responsive treatment measures to keep risks within acceptable thresholds while maintaining a continuous monitoring cycle to track effectiveness, extract key learnings, and ensure organisational agility in response to evolving threats.

### SUSTAINABILITY

The Group introduced the Sustainability Governance Framework in 2024 to ensure that sustainability-related risks are effectively managed and reported to promote accountability. Building upon our established TCFD-aligned disclosures, the Group has enhanced its forward-looking risk assessments to meet the integrated requirements of IFRS S1 and IFRS S2 requirements, more deeply embedding material ESG risks into our strategic planning and internal control design. Management remains accountable for implementing risk mitigation strategies, supported by a robust system of metrics and KPIs to monitor control effectiveness.

The Group will progressively align its assurance approach with standards endorsed under the National Sustainability Reporting Framework ("NSRF"). Climate-related assessments will be periodically reviewed and updated ensuring continued relevance and resilience in the Group's long-term strategy.

## INTERNAL AUDIT FUNCTION

The Group's internal audit function serves as an essential pillar in delivering independent and objective assurance, advice, and insights into the Group's governance, risk management, and internal control systems.

- **Independence and Objectivity:** To maintain total independence, the Company has outsourced its internal audit function to KPMG Management and Risk Consulting Sdn. Bhd. ("KPMG MRC"). All KPMG MRC personnel involved are required to be independent of Awantec, a policy reinforced by seeking active affirmation of independence from each team member.
- **Team Structure and Competency:** The internal audit team comprises an Executive Director, a Manager, and two to three team members. The function is led by Mr. Darren Lee Siet Loon, a Certified Internal Auditor, a member of the Malaysian Institute of Accountants, and a fellow member of the Association of Chartered Certified Accountants.
- **Methodology and Standards:** Internal audits are delivered according to the KPMG Internal Audit Methodology, which is strictly aligned with the Global Internal Audit Standards and the International Professional Practices Framework ("IPPF") issued by the Institute of Internal Auditors. This ensures that results are supported by sufficient, reliable, and relevant information.
- **Oversight and Accountability:** KPMG MRC reports directly to the AC. While Management is responsible for resolving audit findings, the AC and Board provide oversight by reviewing audit plans, findings, and business improvement recommendations to ensure the continuous development of an efficient control environment.

A summary of the activities of the internal audit function can be found in the AC Report at pages 160 to 162 of this Annual Report.

## SYSTEM OF INTERNAL CONTROL AND CONTROL ENVIRONMENT

The Board and Management are committed to maintaining a robust control environment centered on integrity, ethical values, and effective checks and balances to support governance oversight and human capital management. While acknowledging that no system can provide absolute assurance, these internal controls are integrated into the Group's operations to manage the likelihood and impact of risks - including financial, operational, environmental, and compliance-related threats - to acceptable levels. By continuously enhancing the design of these systems through the adoption of various policies and procedures, the Group aims to safeguard against material misstatements and fraud while ensuring

the attainment of its strategic goals. The Board regularly reviews the evaluation of the adequacy and operating effectiveness of the Company's internal control system.

Key elements of the Group's internal control system that provide effective governance and oversight of internal controls include:

### i. Board Committees

To fulfil its fiduciary duties and enhance operational oversight, the Board delegates specific authorities to the AC, RMC, and Nomination and Remuneration Committee ("NRC"), all of which operate under Board-approved Terms of Reference ("TOR") to promote transparency and accountability. The AC focuses on reviewing internal control issues with Management and auditors, while the RMC recommends risk strategies and oversees principal risk areas like capital and operational management. Concurrently, the NRC manages Board composition, evaluates the effectiveness of Directors and committees, and reviews Senior Management performance to ensure robust governance across the Group.

### ii. Control Environment and Control Activities

The Group's internal control framework is built upon a risk-based process that integrates a robust control environment with targeted control activities. Key elements of this framework include:

- **Organisational Structure and Authority:** A well-defined structure ensures clear lines of accountability and segregation of duties, supported by a comprehensive Limits of Authority ("LoA") that governs consistent and timely business decision-making.
- **Ethical Conduct and Reporting:** Formal Codes of Conduct for Directors and employees establish professional standards, while a safe, confidential Whistleblowing Policy allows stakeholders to report misconduct without fear of retaliation. The Whistleblowing Policy ensures that whistleblowers are afforded confidentiality of identity, to the extent reasonably practicable, and protection against retaliation or adverse actions, provided the disclosure is made in good faith.
- **Operational Oversight:** All departments maintain documented policies and procedures that are periodically reviewed to ensure operational efficiency, financial reliability, and regulatory compliance.
- **Risk and Vendor Management:** The Group continuously monitors consolidated risk registers to assess impacts on the risk appetite and enforces a Vendor Code of Conduct to ensure third-party alignment with Awantec's values of integrity and transparency.

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

- **Compliance and Anti-Corruption:** The Anti-Bribery and Anti-Corruption policy was established to provide guidance on preventing, addressing, and combating Bribery and Corruption. Regular audits, such as the assessment of compliance with Section 17A of the Malaysian Anti-Corruption Commission (MACC) (Amendment) Act 2018, ensure that anti-bribery measures are effectively implemented across all organisational levels.
  - **Data Protection and Privacy:** The Group adheres to the Personal Data Protection Act 2010 ("PDPA") to safeguard the personal data of all stakeholders, including clients, employees, and vendors. We have implemented comprehensive safeguards – such as access controls, data encryption, and regular staff training, to prevent unauthorised access, data breaches, and accidental loss.
  - **Data Retention and Disposal:** In February 2026, the Group established a formal Data Retention and Disposal Policy to govern the systematic storage and secure destruction of corporate records. Data is retained only for as long as necessary to fulfil statutory, regulatory, or business requirements, after which it is securely disposed of.
  - **Performance Monitoring:** Management maintains oversight through monthly Group Management Meetings, while the Board reviews quarterly performance against the Annual Budget and Business Plan to address variances and provide strategic direction.
  - **Operational Resilience:** The Group has established a BCMS, structured according to ISO 22301, to ensure a systematic and consistent approach to managing prolonged business disruptions. This framework provides the governing mechanisms necessary to minimise risks and mitigate the impacts of potential crises, disruptions, and incidents.
- iii. The Board meets at least quarterly to review the Company's operational and financial performance against approved budgets, approves the quarterly report to Bursa Securities and deliberates on issues that require the Board's approval. In addition, the Board is also updated on the changes in the business environment that may adversely affect the business performance, the action plans to improve business efficiency and strategic initiatives for business development and growth.

### NO SIGNIFICANT WEAKNESS IN RISK MANAGEMENT AND INTERNAL CONTROL RESULTING IN MATERIAL LOSS

The Board has concluded that there are no significant weaknesses, contingencies, or uncertainties within the risk management and internal control systems that could result in material loss to the Group. This opinion is supported by formal assurances from the Chief Executive Officer ("CEO"), Chief Operating Officer ("COO"), and Group Financial

Controller ("GFC"), confirming that the existing systems are operating adequately and effectively in all material aspects. Consequently, the Board is of the view that the framework remains efficient and effective in safeguarding shareholder interests and Group assets for the financial period under review. Moving forward, Management remains committed to the continuous monitoring and strengthening of these controls to ensure long-term robustness and alignment with strategic objectives.

### REVIEW OF THE STATEMENT BY THE EXTERNAL AUDITORS

The external auditors have reviewed this Statement Risk and Internal Control in accordance with Audit and Assurance Practice Guide ("AAPG") 3 Guidance or Auditors on Engagements to Report on the Statement on Risk Management and Internal Control Included in the Annual Report issued by the Malaysian Institute of Accountants and International Standard on Assurance Engagements 3000 (Revised) ("ISAE 3000 (Revised)") Assurance Engagement Other than Audits or Reviews of Historical Financial Information issued by International Auditing and Assurance Standards Board ("IAASB"). Based on the procedures performed and evidence obtained, nothing has come to their attention that causes them to believe that the Statement on Risk Management and Internal Control intended to be included in the annual report is not prepared, in all material respects, in accordance with the disclosures required by Section 7 of the SORMIC Guide 2025, nor is the Statement on Risk Management and Internal Control factually inaccurate.

It should be noted that under AAPG 3, the auditors are not required to form an opinion on the overall adequacy and effectiveness of the Group's risk management and internal control systems, nor are they required to consider whether the Statement covers all potential risks or if the described remedial processes will successfully resolve any disclosed problems.

### CONCLUSION

Based on the above, the Board is of the view that the risk management and internal control system instituted throughout the Group is sound and provides a level of confidence on which the Board relies for assurance. In the year under review, there was no significant control failure or weakness that would result in material losses, contingencies or uncertainties requiring separate disclosures in this Annual Report.

The Board and Management will continue to review and strengthen the Group's risk management and internal control to ensure ongoing adequacy and effectiveness of the system of internal control and risk management practices to meet the changing and challenging operating environment.

This Statement on Risk Management and Internal Control was made in accordance with the resolution of the Board dated 16 April 2026.

# ADDITIONAL COMPLIANCE INFORMATION

(In accordance with Appendix 9C of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

## 1. UTILISATION OF PROCEEDS FROM CORPORATE PROPOSALS

The Company did not undertake any fund-raising corporate exercises during the financial period from 1 July 2024 to 31 December 2025 ("Financial Period").

## 2. AUDIT AND NON-AUDIT FEES

The amount of audit and non-audit (including assurance related services) fees paid or payable to Messrs. Crowe Malaysia PLT, the auditors of the Company and its subsidiaries ("Group"), for work performed during the Financial Period are as follows, with a breakdown for the Company and the Group:

	Group RM'000	Company RM'000
Audit Fees	444	140
Non-Audit Fees	14	14
<b>Total</b>	<b>458</b>	<b>154</b>

## 3. MATERIAL CONTRACTS INVOLVING INTERESTS OF DIRECTORS AND MAJOR SHAREHOLDERS

There were no material contracts entered into by the Company and/or its subsidiaries involving interests of Directors, chief executive who is not a director, and major shareholders during the Financial Period.

## 4. MATERIAL LITIGATION

Prestariang SKIN Sdn. Bhd. ("PSKIN") commenced legal proceedings via an Originating Summons dated 15 April 2019 against the Government of Malaysia ("GOM"), seeking RM733 million in connection with the termination of the Sistem Kawalan Imigresen Nasional (SKIN) concession due to expropriation.

On 14 March 2024, the Kuala Lumpur High Court ruled in favour of PSKIN and ordered the GOM to:

- compensate PSKIN RM231,549,002.90 for the termination of the Concession Agreement; and
- Pay interest on the judgment sum at 5% per annum from the date of judgment until full settlement.

On 24 March 2025, PSKIN and GOM recorded a Consent Order at the Court of Appeal in Putrajaya for a settlement sum of RM201,447,632.52 ("Settlement Sum"). The full Settlement Sum was received from the GOM on 14 May 2025.

The receipt of the Settlement Sum marks the conclusion of all legal proceedings relating to this matter.

## 5. SHARE BUY-BACK

The Company did not buy back any of its issued shares from the open market during the Financial Period.

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## ADDITIONAL COMPLIANCE INFORMATION

(In accordance with Appendix 9C of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

### 6. LONG TERM INCENTIVE PLAN ("LTIP")

The Company had vide its Extraordinary General Meeting held on 15 September 2020 obtained its shareholders' approval on the LTIP and implemented the same on 25 January 2021. The LTIP comprises the establishment of an Employees' Share Option Scheme ("ESOS") and Share Grant Plan ("SGP") of up to fifteen percent (15%) of the issued share capital of the Company at any point in time during the duration of the LTIP for eligible Directors and employees of the Company and its subsidiaries.

The LTIP is governed by the By-Laws and under the administration of the LTIP Committee of the Board. The LTIP shall be in force for a period of five (5) years from the effective date and extendable which not in aggregate exceed ten (10) years from the effective date or such longer period as may be permitted by Bursa Malaysia Securities Berhad or any other relevant authorities.

During the Financial Period, the Company has:-

- A) One (1) subsisting ESOS. There was no grant of new ESOS options during the financial period ended 31 December 2025. Since commencement, the Company has granted 3,700,100 ESOS options, of which 130,000 were exercised, and the remaining 3,570,100 expired.
- B) One (1) subsisting SGP. There was no grant of new shares during the financial period ended 31 December 2025. Since commencement, the Company has granted 922,500 shares, of which 733,100 shares were vested in three (3) tranches, specifically on 30 June 2022, 30 June 2023 and 30 June 2024, with the remaining 189,400 shares lapsing.

In accordance with the Company's By-Laws, not more than fifty percent (50%) of the Company's ordinary shares available under the LTIP shall be allocated, in aggregate to the Directors and Senior Management of the Group.

The LTIP had expired on 25 January 2026 and, accordingly, no further grants may be made under the LTIP. As at the date of this report, there are no outstanding ESOS options or SGP shares under the LTIP.

- A) The percentage of ESOS options granted to the Directors and Senior Management are as set out in the table below:-

<b>Options Granted to Directors and Senior Management</b>	<b>During the financial period</b>	<b>Since commencement up to 31 December 2025</b>
Aggregate maximum allocation in percentage	0%	50%
Actual percentage granted	0%	0.43%

- B) The percentage of SGP shares granted to the Directors and Senior Management are as set out in the table below:-

<b>Shares Granted to Directors and Senior Management</b>	<b>During the financial year</b>	<b>Since commencement up to 31 December 2025</b>
Aggregate maximum allocation in percentage	0%	50%
Actual percentage granted	0%	0.42%

No shares have been granted to and vested in Non-Executive Directors during the financial period under review.

# STATEMENT OF RESPONSIBILITY BY DIRECTORS

The Board of Directors ("**the Board**") is fully accountable for the preparation, integrity and fair presentation of the annual financial statements of the Group.

As required by the Companies Act 2016 ("**CA 2016**") and the Bursa Malaysia Securities Berhad Main Market Listing Requirements, the financial statements for the financial period ended 31 December 2025, as presented on pages 177 to 259, have been prepared in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the CA 2016.

In preparing the audited financial statements, the Board is satisfied that the applicable approved accounting standards in Malaysia have been complied with and reasonable and prudent judgements and estimates have been made. The audited financial statements are also prepared on a going concern basis as the Board has a reasonable expectation, after having made enquiries, that the Group has adequate resources to continue its operational existence for the foreseeable future.

## BOARD APPROVAL OF FINANCIAL STATEMENTS

The annual financial statements for the financial period ended 31 December 2025 are set out on pages 177 to 259. The preparation thereof was supervised by the Group Financial Controller and approved by the Board of Directors on 16 April 2026.

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# FINANCIAL STATEMENTS

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# DIRECTORS' REPORT

The directors hereby submit their report and the audited financial statements of the Group and of the Company for the financial period ended 31 December 2025.

## PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding. The principal activities of the subsidiaries are set out in "Subsidiaries" section in Directors' Report. There have been no significant changes in the nature of these activities during the financial period.

## CHANGE OF FINANCIAL YEAR END

During the current financial period, the Company has changed its financial year end from 30 June to 31 December.

## RESULTS

	The Group RM'000	The Company RM'000
Loss after taxation for the financial period	(13,464)	(7,255)
Attributable to:-		
Owners of the Company	(10,882)	(7,255)
Non-controlling interests	(2,582)	-
	(13,464)	(7,255)

## DIVIDENDS

No dividend was recommended by the directors for the financial period.

## RESERVES AND PROVISIONS

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

## ISSUES OF SHARES AND DEBENTURES

During the financial period:-

- (a) the Company increased its issued and paid-up capital from RM177,036,237 to RM177,040,366 from the exercise of warrants at the exercise price of RM0.385 which amounted to RM4,629.

The new ordinary shares issued rank pari passu in all respects with the existing ordinary shares of the Company; and

- (b) there were no issues of debentures by the Company.

## TREASURY SHARES

As at 31 December 2025, the Company held as treasury shares a total of 1,698,500 of its 789,996,711 issued and fully paid-up ordinary shares. The treasury shares are held at a carrying amount of RM3,366,345. None of the treasury shares were resold or cancelled during the financial period.

## DIRECTORS' REPORT

### OPTIONS GRANTED OVER UNISSUED SHARES

During the financial period, no options were granted by the Company to any person to take up any unissued shares in the Company except for the warrants granted pursuant to the Company's Warrants Scheme below.

### WARRANTS

The movement in warrants of the Company during the financial period is as follows:-

	<b>31.12.2025</b>
	<b>Number of</b>
	<b>shares'000</b>
At 1 July 2024	<b>255,950</b>
Exercise of warrants	<b>(10)</b>
Lapsed upon expiry	<b>(255,940)</b>
At 31 December 2025	<b>-</b>

The warrants had expired on 24 November 2025.

### BAD AND DOUBTFUL DEBTS

Before the financial statements 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 adequate allowance had been made for impairment losses on receivables.

At the date of this report, the directors are not aware of any circumstances that would require further writing off of bad debts, or the additional allowance for impairment losses on receivables in the financial statements of the Group and of the Company.

### CURRENT ASSETS

Before the financial statements of the Group and of the Company were made out, the directors took reasonable steps to ensure that any current assets, 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 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

## CONTINGENT AND OTHER LIABILITIES

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

- (a) any charge on the assets of the Group and of the Company that has arisen since the end of the financial period which secures the liabilities of any other person; or
- (b) any contingent liability of the Group and of the Company which has arisen since the end of the financial period.

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 months after the end of the financial period 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 when they fall due.

## 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

The results of the operations of the Group and of the Company during the financial period were not, in the opinion of the directors, 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 period and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors, to affect substantially the results of the operations of the Group and of the Company for the financial period in which the report is made.

## DIRECTORS

The names of directors of the Company who served during the financial period and up to the date of this report are as follows:-

Dato' Syed Naqiz Shahabuddin Bin Syed Abdul Jabbar  
Dr. Abu Hasan Bin Ismail  
Ginny Yeow Mei Ying  
Professor Emeritus Dato' Dr. Hassan Bin Said  
YM Tunku Abang Faisal Amir Bin Abang Abu Bakar  
Lim Saw Imm  
Datuk Seri Dr. Yusof Bin Ismail  
Ramanathan A/L Sathiamutty (Resigned on 16.4.2026)

The names of directors of the Company's subsidiaries who served during the financial period and up to the date of this report, not including those directors mentioned above, are as follows:-

Chok Joon Heng  
Ainun Mardziah Binti Hashim  
Ahmad Omar Bin Arbain (Appointed on 2.1.2026)  
Azlan Bin Zainal Abidin (Appointed on 11.11.2024 and resigned on 2.1.2026)

## DIRECTORS' REPORT

### DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of the directors holding office at the end of the financial period in shares or options over unissued shares of the Company and its related corporations during the financial period are as follows:-

The Company	Number of Ordinary Shares			
	At 1.7.2024	Bought	Sold	At 31.12.2025
<i>Indirect Interest</i>				
Dr. Abu Hasan Bin Ismail <sup>#</sup>	79,579,740	-	-	79,579,740
<b>Awantec Services Sdn. Bhd., a 70% owned subsidiary of the Company</b>				
<i>Direct Interest</i>				
Dr. Abu Hasan Bin Ismail	76,356	-	-	76,356
<i>Indirect Interest</i>				
Dr. Abu Hasan Bin Ismail <sup>*</sup>	122,170	-	-	122,170

Awantec Services Sdn. Bhd., a 70% owned subsidiary of the Company	Number of Redeemable Preference Shares "A"			
	At 1.7.2024	Bought	Sold	At 31.12.2025
<i>Indirect Interest</i>				
Dr. Abu Hasan Bin Ismail <sup>*</sup>	151,601	-	-	151,601

Notes:-

# - Deemed interested by virtue of his direct shareholdings in Eco Cloud Assets Sdn. Bhd.

\* - Deemed interested by virtue of his direct shareholdings in Halaman Kapital Sdn. Bhd.

The other directors holding office at the end of the financial period had no interest in shares or options over unissued shares of the Company or its related corporations during the financial period.

### DIRECTORS' BENEFITS

Since the end of the previous financial year, no director has received or become entitled to receive any benefit (other than directors' remuneration as disclosed in the "Directors' Remuneration" section of this report) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest.

Neither during nor at the end of the financial period was the Group or the Company a party to any arrangements whose object is to enable the directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

# DIRECTORS' REPORT

## DIRECTORS' REMUNERATION

The details of the directors' remuneration paid or payable to the directors of the Company during the financial period are as follows:-

	<b>From the Company RM'000</b>
Fees	886
Salaries, allowances and other benefits	931
Defined contribution benefits	87
	<b>1,904</b>

## INDEMNITY AND INSURANCE COSTS

During the financial period, the amount of insurance effected for the directors of the Company and its subsidiaries was RM10,000,000. No indemnity was given to or insurance effected for the auditors of the Company.

## SUBSIDIARIES

All subsidiaries are incorporated and having principal place of business in Malaysia.

The details of the subsidiaries are as follows:-

<b>Name of Subsidiary</b>	<b>Percentage of Issued Share Capital Held By Parent %</b>	<b>Principal Activities</b>
<i>Subsidiaries of the Company</i>		
Awantec Systems Sdn. Bhd. ("ASSB")	100	Providing Information and Communication Technology ("ICT") training and certification, and software license distribution and management.
Agensi Pekerjaan Prestariang Talentxchange Sdn. Bhd.	100	To carry on the business as private employment agency, to recruit and place a worker to another employer.
Agensi Pekerjaan Awantec Sdn. Bhd. ("APASB")	49 <sup>#</sup>	A private employment agency, to recruit and place a worker to another employer.
Awantec Talentxchange Sdn. Bhd. ("ATX")	100	Business services on human resources ("HR") related matters which include but are not limited to business consultancy, supply of contingent workforce, outsourcing and training.
Awantec Services Sdn. Bhd. ("ASV")	70	Investment holding.
<i>Subsidiary of ATX</i>		
Total Leap Sdn. Bhd.	100	Other services activities as general traders and provide advisory, consultancy and management services for relevant industries. The company has not commenced its business operations during the financial period.

## DIRECTORS' REPORT

### SUBSIDIARIES (CONT'D)

The details of the subsidiaries are as follows (Cont'd):-

Name of Subsidiary	Percentage of Issued Share Capital Held By Parent %	Principal Activities
<u>Subsidiary of ASSB</u>		
Logisys Sdn. Bhd.	100	Other information technology service activities.
<u>Subsidiaries of ASV</u>		
Prestariang Skin Sdn. Bhd.	100	Providing a special purpose vehicle solely for the purpose to study, design, develop, customise, supply, deliver, install, configure, integrate, interface, test, commission support and maintain the immigration system known as Sistem Kawalan Imigresen Nasional ("SKIN"). The company has ceased its business operations in prior years.
Prestariang Tech Services Sdn. Bhd. ("PTSSB")	*	Commenced Creditors' Voluntary Winding Up proceedings on 1 April 2021.

Notes:-

\*- The Group held 70% indirect equity interests in PTSSB. PTSSB has been deconsolidated from the Group in the prior years as the Group is deemed to have lost control over the subsidiary as a result of the liquidation of PTSSB.

#- Although the Company holds a 49% equity interest in APASB, it exercises control over APASB by virtue of the terms set out in the Shareholders Agreement.

### SIGNIFICANT EVENTS DURING THE FINANCIAL PERIOD

#### (i) Legal proceedings by Prestariang Skin Sdn. Bhd. ("PSKIN") against the Government of Malaysia ("GOM")

Following the recording of a Consent Order on 24 March 2025 in the Court of Appeal of Malaysia at Putrajaya ("Consent Order"), PSKIN received the full and final payment of RM201,447,632.52 ("Settlement Sum") from the GOM on 14 May 2025, pursuant to the Consent Order.

The receipt of the Settlement Sum marks the conclusion of the legal proceedings in relation to this matter, enabling the Company to move forward with full focus on driving future growth and continuing to deliver value to our stakeholders.

#### (ii) Disposal of properties by Awantec Systems Sdn. Bhd. ("ASSB"), a wholly-owned subsidiary of the Company

On 31 January 2025, ASSB entered into 8 separate Sale and Purchase Agreements (the "SPAs") with Puncak Hartanah Intelek Sdn. Bhd., for the disposal of an 8-storey office semi-detached signature corporate office/retail known as Block 12, Corporate Park, Star Central at Cyberjaya ("the Property") together with its attached fixtures and fittings, as listed in the SPAs for a total cash consideration of RM25 million.

# DIRECTORS' REPORT

## AUDITORS

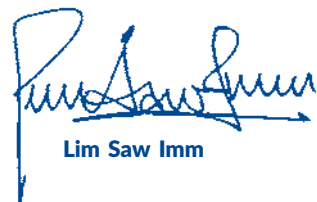
The auditors, Crowe Malaysia PLT, have expressed their willingness to continue in office.

The details of the auditors' remuneration for the financial period are as follows:-

	The Group RM'000	The Company RM'000
Audit fees	444	140
Non-audit fees	14	14
	458	154

Signed in accordance with a resolution of the dated 16 April 2026

  
Dato' Syed Naqiz Shahabuddin Bin Syed Abdul Jabbar

  
Lim Saw Imm

# STATEMENT BY DIRECTORS

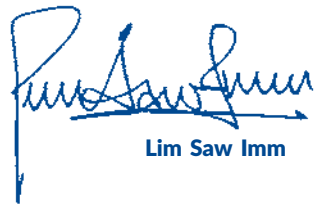
PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT 2016

We, Dato' Syed Naqiz Shahabuddin Bin Syed Abdul Jabbar and Lim Saw Imm, being two of the directors of AwanBiru Technology Berhad, state that, in the opinion of the directors, the financial statements set out on pages 191 to 259 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 December 2025 and of their financial performance and cash flows for the financial period ended on that date.

Signed in accordance with a resolution of the directors dated 16 April 2026



Dato' Syed Naqiz Shahabuddin Bin Syed Abdul Jabbar



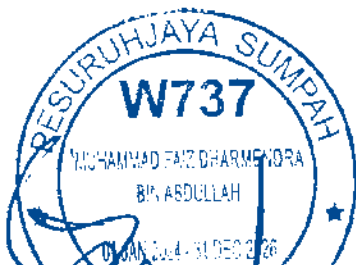
Lim Saw Imm

# STATUTORY DECLARATION

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

I, Ainun Mardziah Binti Hashim, MIA Membership Number: 24445, being the officer primarily responsible for the financial management of AwanBiru Technology Berhad, do solemnly and sincerely declare that the financial statements set out on pages 191 to 259 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the abovementioned  
Ainun Mardziah Binti Hashim at Kuala Lumpur  
in the Federal Territory on this 16 April 2026



Before me



No. 30, Tingkat Bawah, Blok B,  
Flat PKNS, Jalan Raja Muda Musa,  
50300 Kg. Baru, Kuala Lumpur



Ainun Mardziah Binti Hashim

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF AWANBIRU TECHNOLOGY BERHAD

(Incorporated in Malaysia)

Registration No: 201001038336 (922260-K)

## REPORT ON THE AUDIT OF FINANCIAL STATEMENTS

### Opinion

We have audited the financial statements of AwanBiru Technology Berhad, which comprise the statements of financial position of the Group and of the Company as at 31 December 2025, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial period then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 191 to 259.

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 financial period then ended in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

### Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### *Independence and Other Ethical Responsibilities*

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

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current financial period. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

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## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AWANBIRU TECHNOLOGY BERHAD (Incorporated in Malaysia) Registration No: 201001038336 (922260-K)

### Key Audit Matters (Cont'd)

#### Impairment assessment of trade receivables and contract assets

Refer to Notes 12, 14 and 41.1(b)(iii) to the financial statements

Key Audit Matters	How our audit addressed the key audit matters
<p>As at 31 December 2025, trade receivables and contract assets amounted to approximately RM8.0 million and RM24.8 million respectively. The details of trade receivables and its credit risks are disclosed in Note 41.1(b)(iii) to the financial statements.</p> <p>The management applied assumptions in assessing the level of allowance for impairment losses on trade receivables and contract asset based on the following:-</p> <ul style="list-style-type: none"><li>customers' payment profiles of past sales and corresponding historical credit losses;</li><li>specific known facts or circumstances on customers' ability to pay; or</li><li>by reference to past default experience.</li></ul> <p>The impairment assessment involves significant judgements and there is inherent uncertainty in the assumptions applied by the management to determine the level of allowance.</p> <p>This is considered a key audit matter due to the inherent subjectivity that is involved in making judgement in relation to the recoverability of trade receivables and contract asset.</p>	<p>Our procedures included, amongst others:-</p> <ul style="list-style-type: none"><li>Obtained an understanding of:-<ul style="list-style-type: none"><li>the Group's control over the receivables collection process;</li><li>how the Group identifies and assesses the impairment of receivables; and</li><li>how the Group makes the accounting estimates for impairment;</li></ul></li><li>Reviewed the aging analysis of trade receivables and testing the reliability thereof;</li><li>Reviewed subsequent cash collections for major receivables and overdue amounts;</li><li>Made inquiries of management regarding the action plans to recover overdue amounts; and</li><li>Evaluated the reasonableness and adequacy of the allowance for impairment loss recognised.</li></ul>

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF AWANBIRU TECHNOLOGY BERHAD

(Incorporated in Malaysia)  
Registration No: 201001038336 (922260-K)

### Key Audit Matters (Cont'd)

#### Revenue recognition from contracts with customers

Refer to Notes 5.1(d), 14 and 27 to the financial statements

#### Key Audit Matters

During the financial period ended 31 December 2025, the Group recognised revenue amounting to RM119.1 million.

We focused on this area as there are judgements involved in arriving at the quantum and timing of revenue recognised. Certain contracts with customers with multi element arrangements may include sales of software, maintenance and support services. Judgement is exercised in determining the number of distinct performance obligations included within these contracts with customers. The allocation of transaction price to the identified performance obligations is estimated based on the standalone selling prices. Judgement is exercised in determining the appropriate estimation of fair values of the identified performance obligations.

The timing of revenue recognition may differ from the timing of billing to customers. When the services rendered by the Group exceed the payment, a contract asset is recognised; or when the considerations received from customers exceed the services rendered by the Group, a contract liability is recognised. Judgement is exercised in anticipating the timing between recognition of revenue and billings to the customers which may subsequently change due to specific risks and performance of the actual contract terms. As at 31 December 2025, the Group had recognised contract assets amounting to RM24.8 million and contract liabilities amounting to RM5.3 million respectively.

As a result of the above conditions, we regard revenue recognition from contracts with customers as a key audit matter for the Group.

There are no key audit matters to report for the Company.

#### How our audit addressed the key audit matters

Our audit procedures included, amongst others:

- Reviewed contracts with customers containing multiple performance obligations and assessed the appropriateness of revenue recognition under MFRS 15;
- Reviewed management's assessment on the identification of separate performance obligations over material customer contracts with bundling arrangements and sighted to the customer contracts on a sampling basis;
- Reviewed management's assessment of the allocation of transaction price between various performance obligations;
- Evaluated the effectiveness of the Group's internal controls over revenue recognition for sales of goods and services on a sampling basis;
- Inspected evidence for delivery of goods and services and sales invoices in respect of samples selected from sales of goods and services transacted immediately before and after the end of the reporting period to assess whether the revenue were recorded in the correct financial period; and
- Inspected samples of credit notes issued by the Group subsequent to period end to ascertain whether they relate to return of goods or sales cancellation in respect of revenue recognised before the period end.

## **INDEPENDENT AUDITORS' REPORT**

### **TO THE MEMBERS OF AWANBIRU TECHNOLOGY BERHAD**

**(Incorporated in Malaysia)**  
**Registration No: 201001038336 (922260-K)**

#### **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 on in this regard.

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

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

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

#### **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 skepticism throughout the audit. We also:-

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF AWANBIRU TECHNOLOGY BERHAD

(Incorporated in Malaysia)  
Registration No: 201001038336 (922260-K)

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

- 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 or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current financial period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**INDEPENDENT AUDITORS' REPORT**  
**TO THE MEMBERS OF AWANBIRU TECHNOLOGY BERHAD**  
**(Incorporated in Malaysia)**  
**Registration No: 201001038336 (922260-K)**

**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.



**Crowe Malaysia PLT**  
201906000005 (LLP0018817-LCA) & AF 1018  
Chartered Accountants

Kuala Lumpur



**Leong Pooi Kuan**  
03732/04/2027 J  
Chartered Accountant

16 APR 2026

# STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2025

	Note	The Group		The Company	
		31.12.2025 RM'000	30.6.2024 RM'000	31.12.2025 RM'000	30.6.2024 RM'000
<b>ASSETS</b>					
NON-CURRENT ASSETS					
Investments in subsidiaries	6	-	-	20,879	20,460
Property, plant and equipment	7	17,242	22,439	305	426
Investment properties	8	-	21,630	-	-
Development costs	9	-	-	-	-
Intangible asset	10	32	-	32	-
		<b>17,274</b>	44,069	<b>21,216</b>	20,886
CURRENT ASSETS					
Contract costs	11	675	65	-	-
Trade receivables	12	8,017	195,860	-	-
Other receivables, deposits and prepayments	13	2,511	126,986	353	337
Contract assets	14	24,778	45,633	-	-
Amount owing by subsidiaries	15	-	-	7,623	87,268
Short-term investments	16	142,862	300	137,767	300
Current tax assets		1,332	1,162	-	12
Cash and bank balances	17	18,967	19,147	565	849
		<b>199,142</b>	389,153	<b>146,308</b>	88,766
<b>TOTAL ASSETS</b>		<b>216,416</b>	433,222	<b>167,524</b>	109,652
<b>EQUITY AND LIABILITIES</b>					
EQUITY					
Share capital	18	177,041	177,036	177,041	177,036
Treasury shares	19	(3,366)	(3,366)	(3,366)	(3,366)
Redeemable preference shares "A"	20	152	-	-	-
Warrant reserve	21	-	19,812	-	19,812
Accumulated losses		(5,394)	(14,323)	(73,276)	(85,832)
Equity attributable to owners of the Company		<b>168,433</b>	179,159	<b>100,399</b>	107,650
Non-controlling interests	6	(20,253)	11,133	-	-
<b>TOTAL EQUITY</b>		<b>148,180</b>	190,292	<b>100,399</b>	107,650

The annexed notes form an integral part of these financial statements.

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## STATEMENTS OF FINANCIAL POSITION (CONT'D) AS AT 31 DECEMBER 2025

	Note	The Group		The Company	
		31.12.2025 RM'000	30.6.2024 RM'000	31.12.2025 RM'000	30.6.2024 RM'000
<b>NON-CURRENT LIABILITIES</b>					
Redeemable preference shares "A"	22	-	152	-	-
Term loans	23	<b>1,749</b>	6,784	-	-
Deferred tax liabilities	24	-	16,869	-	-
		<b>1,749</b>	23,805	-	-
<b>CURRENT LIABILITIES</b>					
Trade payables	25	<b>56,839</b>	207,029	-	-
Contract liabilities	14	<b>5,285</b>	2,185	-	-
Other payables and accruals	26	<b>3,062</b>	6,198	<b>730</b>	2,002
Amount owing to subsidiaries	15	-	-	<b>66,395</b>	-
Term loans	23	<b>1,078</b>	3,707	-	-
Current tax liabilities		<b>223</b>	6	-	-
		<b>66,487</b>	219,125	<b>67,125</b>	2,002
<b>TOTAL LIABILITIES</b>		<b>68,236</b>	242,930	<b>67,125</b>	2,002
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>216,416</b>	433,222	<b>167,524</b>	109,652

The annexed notes form an integral part of these financial statements.

# STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL PERIOD FROM 1 JULY 2024 TO 31 DECEMBER 2025

	Note	The Group		The Company	
		1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
REVENUE	27	119,137	95,082	11,300	11,300
COST OF SALES		(93,322)	(66,314)	-	-
GROSS PROFIT		25,815	28,768	11,300	11,300
OTHER INCOME	28	42,884	3,725	1,830	25
ADMINISTRATIVE EXPENSES		68,699	32,493	13,130	11,325
OTHER EXPENSES		(37,486)	(25,442)	(18,088)	(11,986)
FINANCE COSTS	29	(2,346)	(1,572)	(307)	(161)
FINANCE COSTS	29	(765)	(963)	(518)	(1)
NET LOSSES ARISING FROM THE SETTLEMENT OF LEGAL PROCEEDINGS	31	(57,914)	-	-	-
NET REVERSAL OF IMPAIRMENT LOSSES/(IMPAIRMENT LOSSES) ON FINANCIAL ASSETS	30	1,858	(395)	(1,472)	-
(LOSS)/PROFIT BEFORE TAXATION	31	(27,954)	4,121	(7,255)	(823)
TAX INCOME/(EXPENSE)	33	14,490	(1,696)	-	-
(LOSS)/PROFIT AFTER TAXATION		(13,464)	2,425	(7,255)	(823)
OTHER COMPREHENSIVE INCOME		-	-	-	-
TOTAL COMPREHENSIVE (EXPENSES)/ INCOME FOR THE FINANCIAL PERIOD/YEAR		(13,464)	2,425	(7,255)	(823)
<b>(LOSS)/PROFIT AFTER TAXATION ATTRIBUTABLE TO:-</b>					
Owners of the Company		(10,882)	2,706	(7,255)	(823)
Non-controlling interests		(2,582)	(281)	-	-
		(13,464)	2,425	(7,255)	(823)
<b>TOTAL COMPREHENSIVE (EXPENSES)/ INCOME ATTRIBUTABLE TO:-</b>					
Owners of the Company		(10,882)	2,706	(7,255)	(823)
Non-controlling interests		(2,582)	(281)	-	-
		(13,464)	2,425	(7,255)	(823)
<b>(LOSS)/EARNINGS PER SHARE (SEN)</b>					
Basic	34	(1.38)	0.34		
Diluted		(1.45)	0.35		

The annexed notes form an integral part of these financial statements.

# STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

	← Non-Distributable →			Distributable				
	Share Capital RM'000	Treasury Shares RM'000	Warrant Reserve RM'000	Long Term Incentive Plan ("LTIP") Reserve		Attributable to Owners of the Company RM'000	Non-controlling Interests RM'000	Total Equity RM'000
				RM'000	RM'000			
<b>The Group</b>								
Balance at 1.7.2023	176,997	(3,366)	19,812	25	(17,029)	176,439	11,414	187,853
Profit/(Loss) after taxation/Total comprehensive income/(expenses) for the financial year	-	-	-	-	2,706	2,706	(281)	2,425
LTIIP:								
- Share options and LTIP shares granted	-	-	-	14	-	14	-	14
- Shares issued under SGP	39	-	-	(39)	-	-	-	-
Total contributions by and distributions to owners	39	-	-	(25)	-	14	-	14
Balance at 30.6.2024	177,036	(3,366)	19,812	-	(14,323)	179,159	11,133	190,292
<b>The Group</b>								
Balance at 1.7.2024	177,036	(3,366)	-	19,812	(14,323)	(179,159)	11,133	190,292
Loss after taxation/Total comprehensive expenses for the financial period	-	-	-	-	(10,882)	(10,882)	(2,582)	(13,464)
Exercise of warrants	5	-	-	(1)	-	4	-	4
Dividends paid by a subsidiary to redeemable preference shares "A" shareholder	-	-	-	-	-	-	(28,804)	(28,804)
Total contributions by and distributions to owners	5	-	-	(1)	-	4	(28,804)	(28,800)
Warrants lapsed upon expiry	-	-	-	(19,811)	19,811	-	-	-
Reclassification of redeemable preference shares "A"	-	-	152	-	-	152	-	152
Balance at 31.12.2025	177,041	(3,366)	152	-	(5,394)	168,433	(20,253)	148,180

The annexed notes form an integral part of these financial statements.

## STATEMENTS OF CHANGES IN EQUITY (CONT'D)

### FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

The Company	← Non-Distributable →				Distributable	
	Share Capital RM'000	Treasury Shares RM'000	Warrant Reserve RM'000	LTIP Reserve RM'000	Accumulated Losses RM'000	Total Equity RM'000
Balance at 1.7.2023	176,997	(3,366)	19,812	25	(85,009)	108,459
Loss after taxation/Total comprehensive expenses for the financial year	-	-	-	-	(823)	(823)
LTIP:						
- Share options and LTIP shares granted	-	-	-	14	-	14
- Shares issued under SGP	39	-	-	(39)	-	-
Total contributions by and distributions to owners	39	-	-	(25)	-	14
Balance at 30.6.2024/1.7.2024	177,036	(3,366)	19,812	-	(85,832)	107,650
Loss after taxation/Total comprehensive expenses for the financial period	-	-	-	-	(7,255)	(7,255)
Exercise of warrants	5	-	(1)	-	-	4
Warrants lapsed upon expiry	-	-	(19,811)	-	19,811	-
Balance at 31.12.2025	177,041	(3,366)	-	-	(73,276)	100,399

The annexed notes form an integral part of these financial statements.

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# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
<b>CASH FLOWS FROM/(FOR) OPERATING ACTIVITIES</b>				
(Loss)/Profit before taxation	(27,954)	4,121	(7,255)	(823)
Adjustments for:-				
Amortisation of intangible asset	1	-	1	-
Depreciation of property, plant and equipment	2,031	1,571	192	124
Impairment losses:				
- amount owing by a subsidiary	-	-	1,472	-
- trade receivables	739	55	-	-
- other receivables	14	360	-	-
Imputed interest expense	-	159	-	-
Interest expense:				
- amount owing to subsidiaries	-	-	517	-
- term loans	567	660	-	-
- cash line financing	-	97	-	-
Loss/(Gain) on disposal of:				
- property, plant and equipment	185	-	-	-
- investment properties	(90)	-	-	-
LTIP expenses	-	14	-	17
Net losses arising from the settlement of legal proceedings	50,620	-	-	-
Written off:				
- amount owing by subsidiaries	-	-	-	38
- property, plant and equipment	123	-	114	-
Termination of service agreement	(2,600)	-	-	-
Imputed interest income	-	(128)	-	-
Interim distribution of surplus assets from a subsidiary under creditors' voluntary winding up	(35,000)	-	-	-
Profit income	(2,173)	(130)	(1,380)	(10)
Reversal of impairment losses:				
- investments in subsidiaries	-	-	(411)	-
- trade receivables	(552)	(20)	-	-
- other receivables	(2,000)	-	-	-
Unrealised (gain)/loss on foreign exchange	(7)	8	-	-
Write back of impairment losses on trade receivables	(45)	-	-	-
Operating (loss)/profit before working capital changes	(16,141)	6,767	(6,750)	(654)

The annexed notes form an integral part of these financial statements.

# STATEMENTS OF CASH FLOWS (CONT'D)

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

	The Group		The Company		
	1.7.2024 to 31.12.2025	1.7.2023 to 30.6.2024	1.7.2024 to 31.12.2025	1.7.2023 to 30.6.2024	
	Note	RM'000	RM'000	RM'000	
Operating (loss)/profit before working capital changes		(16,141)	6,767	(6,750)	(654)
(Increase)/Decrease in contract costs		(610)	6,202	-	-
Decrease/(Increase) in trade and other receivables		263,542	1,428	(16)	(101)
Decrease/(Increase) in contract assets		20,855	(16,877)	-	-
(Decrease)/Increase in trade and other payables		(150,708)	14,863	(1,260)	779
Increase/(Decrease) in contract liabilities		3,100	(450)	-	-
Net increase/(decrease) in amount owing (to)/by subsidiaries		-	-	85,801	(5,251)
<b>CASH FLOW FROM/(FOR) OPERATIONS</b>		<b>120,038</b>	<b>11,933</b>	<b>77,775</b>	<b>(5,227)</b>
Interest paid		-	(97)	-	-
Net income tax paid		(2,343)	(1,365)	-	-
<b>NET CASH FROM/(FOR) OPERATING ACTIVITIES</b>		<b>117,695</b>	<b>10,471</b>	<b>77,775</b>	<b>(5,227)</b>
<b>CASH FLOWS (FOR)/FROM INVESTING ACTIVITIES</b>					
Additional investment in an existing subsidiary		-	-	(8)	-
Subscription of shares in a newly incorporated subsidiary		-	-	-	(50)
Interim distribution of surplus assets from a subsidiary under creditors' voluntary winding up		35,000	-	-	-
Net additions of short-term investments		(142,862)	-	(137,767)	-
Proceeds from disposal of:					
- property, plant and equipment		3,302	-	-	-
- investment properties		21,720	-	-	-
Profit income received		2,173	130	1,380	10
Purchase of property, plant and equipment	35(a)	(444)	(238)	(185)	(53)
Purchase of intangible asset		(33)	-	(33)	-
(Placement)/Withdrawal of deposits pledged with licensed banks		(43)	235	-	-
<b>NET CASH (FOR)/FROM INVESTING ACTIVITIES</b>		<b>(81,187)</b>	<b>127</b>	<b>(136,613)</b>	<b>(93)</b>

The annexed notes form an integral part of these financial statements.

## STATEMENTS OF CASH FLOWS (CONT'D) FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

	Note	The Group		The Company	
		1.7.2024 to 31.12.2025	1.7.2023 to 30.6.2024	1.7.2024 to 31.12.2025	1.7.2023 to 30.6.2024
		RM'000	RM'000	RM'000	RM'000
<b>CASH FLOWS (FOR)/FROM FINANCING ACTIVITIES</b>					
Advances from a subsidiary	35(b)	-	-	<b>58,250</b>	-
Dividends paid to redeemable preference "A" shareholder		<b>(28,804)</b>	-	-	-
Drawdown of cash line financing	35(b)	-	5,000	-	-
Interest paid	35(b)	<b>(567)</b>	(660)	-	-
Proceeds from exercise of warrants		<b>4</b>	-	<b>4</b>	-
Repayment of cash line financing	35(b)	-	(5,000)	-	-
Repayment of term loans	35(b)	<b>(7,664)</b>	(3,661)	-	-
<b>NET CASH (FOR)/FROM FINANCING ACTIVITIES</b>		<b>(37,031)</b>	(4,321)	<b>58,254</b>	-
<b>NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS</b>		<b>(523)</b>	6,277	<b>(584)</b>	(5,320)
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL PERIOD/ YEAR</b>		<b>18,149</b>	11,872	<b>1,149</b>	6,469
<b>CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL PERIOD/YEAR</b>	35(d)	<b>17,626</b>	18,149	<b>565</b>	1,149

The annexed notes form an integral part of these financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

## 1. GENERAL INFORMATION

The Company is a public limited liability company, incorporated, domiciled in Malaysia and listed on the Main Board of Bursa Malaysia Securities Berhad. The registered office and principal place of business are as follows:-

Registered office : Level 7, Menara Milenium,  
Jalan Damanlela,  
Pusat Bandar Damansara,  
Damansara Heights,  
50490 Kuala Lumpur.

Principal place of business : Star Central, Block 11B,  
Lingkaran Cyber Point Timur, Cyber 12,  
63000 Cyberjaya, Selangor Darul Ehsan.

These financial statements comprise both separate and consolidated financial statements. The financial statements of the Company are separate financial statements, while the financial statements of the Group are consolidated financial statements that include those of the Company and its subsidiaries as of the end of the reporting period. The Company and its subsidiaries are collectively referred to as "the Group".

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

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors dated 16 April 2026.

## 2. CHANGE OF FINANCIAL YEAR END

During the current financial period, the Company has changed its financial year end from 30 June to 31 December.

## 3. PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding. The principal activities of the subsidiaries are set out in Note 6 to the financial statements. There have been no significant changes in the nature of these activities during the financial period.

## 4. BASIS OF PREPARATION

The financial statements of the Group and of the Company are prepared under the historical cost convention and modified to include other bases of valuation as disclosed in other sections under material accounting policy information, and in compliance with Malaysian Financial Reporting Standards ("MFRSs"), IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 4. BASIS OF PREPARATION (CONT'D)

- 4.1 During the current financial period, the Group and the Company have adopted the following new accounting standards and/or interpretations (including the consequential amendments, if any):-

**MFRSs and/or IC Interpretations (Including The Consequential Amendments)**

Amendments to MFRS 121: Lack of Exchangeability

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) did not have any material impact on the financial statement of the Group and of the Company.

- 4.2 The Group and the Company have not applied in advance the following accounting standards and/or interpretations (including the consequential amendments, if any) that have been issued by the Malaysian Accounting Standards Board (“MASB”) but are not yet effective for the current financial period:-

**MFRSs and/or IC Interpretations (Including The Consequential Amendments)**

	<b>Effective Date</b>
MFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 9 and MFRS 7: Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 9 and MFRS 7: Contracts Referencing Nature-dependent Electricity	1 January 2026
Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred
Amendments to MFRS 19: Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 121: Translation to a Hyperinflationary Presentation Currency	1 January 2027
Annual Improvements to MFRS Accounting Standards – Volume 11	1 January 2026

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) is expected to have no material impact on the financial statements of the Group and of the Company upon their initial application except as follows:-

MFRS 18 Presentation and Disclosure of Financial Statements

MFRS 18 ‘Presentation and Disclosure in Financial Statements’ will replace MFRS 101 ‘Presentation of Financial Statements’ upon its adoption. This new standard aims to enhance the transparency and comparability of financial information by introducing new disclosure requirements. Specifically, it requires that income and expenses be classified into 3 defined categories: “operating”, “investing” and “financing” and introduces 2 new subtotals: “operating profit or loss” and “profit or loss before financing and income tax”. In addition, MFRS 18 requires the disclosure of management-defined performance measures and sets out principles for the aggregation and disaggregation of information, which will apply to all primary financial statements and their accompanying notes. The statement of financial position and the statement of cash flows will also be affected. The potential impact of the new standard on the financial statements of the Group and of the Company has yet to be assessed.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 5. MATERIAL ACCOUNTING POLICY INFORMATION

#### 5.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

##### *Key Sources of Estimation Uncertainty*

Management believes that there are no key assumptions made 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 other than as disclosed below:-

##### **(a) Impairment of Property, Plant and Equipment**

The Group and the Company determine whether an item of their property, plant and equipment are impaired by evaluating the extent to which the recoverable amount of the asset is less than its carrying amount. This evaluation is subject to changes such as market performance, economic and political situation of the country. A variety of methods is used to determine the recoverable amount, such as valuation reports and discounted cash flows. The carrying amount of property, plant and equipment as at the reporting date is disclosed in Note 7 to the financial statements.

##### **(b) Impairment of Trade Receivables and Contract Assets**

The Group uses the simplified approach to estimate a lifetime expected credit loss allowance for all trade receivables and contract assets. The contract assets are grouped with trade receivables for impairment assessment because they have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group develops the expected loss rates based on the payment profiles of past sales and the corresponding historical credit losses, and adjusts them for qualitative and quantitative, reasonable and supportable, forward-looking information where applicable. If the expectation is different from the estimation, such a difference will impact the carrying values of trade receivables and contract assets. The carrying amounts of trade receivables and contract assets as at the reporting date are disclosed in Notes 12 and 14 to the financial statements respectively.

##### **(c) Impairment of Non-Trade Receivables (including amount owing by subsidiaries)**

The loss allowances for non-trade financial assets are based on assumptions about risk of default (probability of default) and expected loss if a default happens (loss given default). It also requires the Group to assess whether there is a significant increase in credit risk of the non-trade financial asset at the reporting date. The Group uses judgement in making these assumptions and selecting appropriate inputs to the impairment calculation, based on the past payment trends, existing market conditions and forward-looking information. The carrying amounts of other receivables and amount owing by subsidiaries as at the reporting date are disclosed in Notes 13 and 15 to the financial statements respectively.

##### **(d) Revenue Recognition**

Certain contracts with customers are bundled packages that may include sales of solution services, hardware, software and maintenance and support services. The Group accounts for products and services as separate performance obligations if they are distinct promises of goods and services, i.e. if a product or service is separately identifiable from other item in the bundled package and if a customer can benefit from it separately. The Group exercises judgement to identify if products and services within the bundled package are distinct performance obligations.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 5. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

#### 5.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

*Key Sources of Estimation Uncertainty (Cont'd)*

##### (d) Revenue Recognition (Cont'd)

The Group uses estimates and judgements in determining the amount and timing of revenue recognised, particularly for the allocation of transaction price to the performance obligations identified under the contract by referring to their stand-alone selling prices. Revenue for solution services are recognised over time based on cost plus expected margin under the input method. This method is dependent on the estimated cost of each performance obligation in the contract. The Group exercises judgement when determining the appropriate estimation of costs that best reflects the progress of completion and are aligned with key acceptance stages identified within the contracts.

The timing of revenue recognition may differ from the timing of billing to customers. When the services rendered by the Group exceeds the payment, a contract asset is recognised. In determining the impact of significant financing component for the contract balances, the Group had used judgement to anticipate the expected timing between revenue recognition and billing. The billings milestones vary between customers based on the contract terms. The actual timing for the billing may differ due to subsequent changes in specific risk and performance of the actual contract terms. The carrying amounts of contract assets and contract liabilities as at the reporting date are disclosed in Note 14 to the financial statements.

##### (e) Income Taxes

There are certain transactions and computations for which the ultimate tax determination may be different from the initial estimate. The Group and the Company recognises tax liabilities based on its understanding of the prevailing tax laws and estimates of whether such taxes will be due in the ordinary course of business. Where the final outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax expense and deferred tax balances in the period in which such determination is made. The carrying amounts of net current tax assets of the Group and of the Company as at the reporting date are RM1,108,409 and Nil (30.6.2024 - RM1,155,871 and RM11,938) respectively.

*Critical Judgements Made in Applying Accounting Policies*

Management believes that there are no instances of application of critical judgement in applying the accounting policies of the Group and of the Company which will have a significant effect on the amounts recognised in the financial statements.

#### 5.2 FINANCIAL INSTRUMENTS

##### (a) Financial Assets

Financial Assets Through Profit or Loss

The financial assets are initially measured at fair value. Subsequent to the initial recognition, the financial assets are remeasured to their fair values at the reporting date with fair value changes recognised in profit or loss. The fair value changes do not include interest and dividend income.

Financial Assets at Amortised Cost

The financial assets are initially measured at fair value plus transaction costs except for trade receivables without significant financing component which are measured at transaction price only. Subsequent to the initial recognition, all financial assets are measured at amortised cost less any impairment losses.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 5. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

#### 5.2 FINANCIAL INSTRUMENTS (CONT'D)

##### (b) Financial Liabilities

###### Financial Liabilities at Amortised Cost

The financial liabilities are initially measured at fair value less transaction costs. Subsequent to the initial recognition, the financial liabilities are measured at amortised cost.

##### (c) Equity

###### Ordinary Shares

Ordinary shares are recorded on initial recognition at the proceeds received less directly attributable transaction costs incurred. The ordinary shares are not remeasured subsequently.

###### Treasury Shares

Treasury shares are recorded on initial recognition at the consideration paid less directly attributable transaction costs incurred. The treasury shares are not remeasured subsequently.

No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the treasury shares. If such shares are issued by resale, any difference between the sales consideration received and the carrying amount of the treasury shares is recognised in equity. Where treasury shares are cancelled, their carrying amounts are shown as a movement in retained profits.

###### Redeemable Preference Shares

Redeemable preference shares are classified as equity if they are non-redeemable, or are redeemable but only at the Company's option, and any dividends are discretionary.

Redeemable preference shares are classified as equity in accordance with the substance of the contractual arrangement of the instruments. Dividends on redeemable preference shares are recognised as distribution within equity.

##### (d) Financial Guarantee Contracts

Financial guarantee contracts are recognised initially as liabilities at fair value, net of transaction costs. Subsequent to the initial recognition, the financial guarantee contracts are recognised as income in profit or loss over the period of the guarantee or, when there is no specific contractual period, upon discharge of the guarantee. If the debtor fails to make payment relating to a financial guarantee contract when it is due and the Company, as the issuer, is required to reimburse the holder for the associated loss, the reimbursement is recognised as a liability and measured at the higher of the amount of loss allowance determined using the expected credit loss model and the amount of financial guarantee initially recognised less cumulative amortisation.

#### 5.3 INVESTMENTS IN SUBSIDIARIES

Investments in subsidiaries (including the share options granted to employees of the subsidiaries), which are eliminated on consolidation, are stated in the financial statements of the Company at cost less impairment losses, if any.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 5. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

#### 5.4 PROPERTY, PLANT AND EQUIPMENT

All items of property, plant and equipment are initially measured at cost.

Subsequent to initial recognition, all property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their depreciable amounts over the estimated useful lives. The principal annual estimated useful lives are:-

Freehold buildings	50 years
Computer systems and equipment	5 years
Furniture and fittings	10 years
Office equipment	10 years
Office renovation	10 years
Motor vehicles	5 years

Capital work-in-progress represent computer systems and equipment under installation. They are not depreciated until such time when the assets are available for use.

#### 5.5 INVESTMENT PROPERTIES

Investment properties are initially measured at cost. Subsequent to the initial recognition, the investment properties are measured at fair value with changes in fair value recognised in profit or loss.

#### 5.6 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

##### Leases of Low-value Assets

The Group and the Company apply the "lease of low-value assets" recognition exemption. For these leases, the Group and the Company recognise the lease payments as an operating expense on a straight-line method over the term of the lease unless another systematic basis is more appropriate.

#### 5.7 RESEARCH AND DEVELOPMENT COSTS

Research and development costs that do not meet criteria for capitalisation are recognised as an expense when they are incurred.

Capitalised development costs are initially measured at cost. Subsequent to the initial recognition, the development costs are stated at cost less accumulated amortisation and any accumulated impairment losses. Development costs previously recognised as an expense are not recognised as an asset in the subsequent period.

Capitalised development costs are amortised from the point at which the asset is available for use using the straight-line method over a period of 3 years when the products are ready for sale or use. Prior to that, the capitalised development costs are tested for impairment annually and whenever there is an indication that they may be impaired.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 5. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

#### 5.8 INTANGIBLE ASSETS

Intangible assets are initially measured at cost. Subsequent to the initial recognition, the intangible assets are measured at cost less accumulated amortisation and any accumulated impairment losses.

##### Intangible Assets with Definite Useful Lives

The intangible assets are amortised using the straight-line method to allocate their depreciable amounts over the following periods:-

Trademark 10 years

### 6. INVESTMENTS IN SUBSIDIARIES

	The Company	
	31.12.2025 RM'000	30.6.2024 RM'000
<b>Unquoted shares, at cost:-</b>		
At 1 July 2024/2023	20,887	20,837
Subscription of shares in a newly incorporated subsidiary	-	50
Subscription of shares in an existing subsidiary	8	-
At 31 December/30 June	20,895	20,887
<b>LTIP vested to the employees of subsidiaries:-</b>		
At 1 July 2024/2023	73	76
Adjustments during the financial period/year	-	(3)
At 31 December/30 June	73	73
<b>Less: Accumulated impairment losses:-</b>		
At 1 July 2024/2023	(500)	(500)
Reversals during the financial period/year	411	-
At 31 December/30 June	(89)	(500)
	<b>20,879</b>	<b>20,460</b>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 6. INVESTMENTS IN SUBSIDIARIES (CONT'D)

All subsidiaries are incorporated and having principal place of business in Malaysia.

The details of the subsidiaries are as follows:-

Name of Subsidiary	Percentage of Issued Share Capital Held by Parent		Principal Activities
	31.12.2025 %	30.6.2024 %	
<i>Subsidiaries of the Company</i>			
Awantec Systems Sdn. Bhd. ("ASSB")	100	100	Providing Information and Communication Technology ("ICT") training and certification, and software license distribution and management.
Agensi Pekerjaan Prestariang Talentxchange Sdn. Bhd.	100	100	To carry on the business as private employment agency, to recruit and place a worker to another employer.
Agensi Pekerjaan Awantec Sdn. Bhd. ("APASB")	49 <sup>#</sup>	49 <sup>#</sup>	A private employment agency, to recruit and place a worker to another employer.
Awantec Talentxchange Sdn. Bhd. ("ATX")	100	100	Business services on human resources ("HR") related matters which include but are not limited to business consultancy, supply of contingent workforce, outsourcing and training.
Awantec Services Sdn. Bhd. ("ASV")	70	70	Investment holding.
<i>Subsidiary of ATX</i>			
Total Leap Sdn. Bhd.	100	100	Other services activities as general traders and provide advisory, consultancy and management services for relevant industries. The company has not commenced its business operations during the financial period.
<i>Subsidiary of ASSB</i>			
Logisys Sdn. Bhd.	100	100	Other information technology service activities.
<i>Subsidiaries of ASV</i>			
Prestariang Skin Sdn. Bhd.	100	100	Providing a special purpose vehicle solely for the purpose to study, design, develop, customise, supply, deliver, install, configure, integrate, interface, test, commission, support and maintain the immigration system known as Sistem Kawalan Imigresen Nasional ("SKIN"). The company has ceased its business operations in prior years.
Prestariang Tech Services Sdn. Bhd. ("PTSSB")	*	*	Commenced Creditors' Voluntary Winding Up proceedings on 1 April 2021.

Notes:-

\*- The Group held 70% indirect equity interests in PTSSB. PTSSB has been deconsolidated from the Group in the prior years as the Group is deemed to have lost control over the subsidiary as a result of the liquidation of PTSSB.

<sup>#</sup>- Although the Company holds a 49% equity interest in APASB, it exercises control over APASB by virtue of the terms set out in the Shareholders Agreement.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 6. INVESTMENTS IN SUBSIDIARIES (CONT'D)

(a) In the previous financial year, the Company subscribed 49% equity interests in APASB for a cash consideration of RM24,500.

(b) The non-controlling interests at the end of the reporting period comprise the following:-

	Effective Equity Interest		The Group	
	31.12.2025	30.6.2024	31.12.2025	30.6.2024
	%	%	RM'000	RM'000
ASV	30	30	8,551	11,133
Dividends paid to redeemable preference "A" shareholder	-	-	(28,804)	-
			<b>(20,253)</b>	11,133

(c) The summarised financial information (before intra-group elimination) for the subsidiary that has non-controlling interests that are material to the Group is as follows:-

	ASV and its subsidiaries	
	31.12.2025	30.6.2024
	RM'000	RM'000
<u>At 31 December/30 June</u>		
Non-current assets	-	-
Current assets	19,094	304,128
Non-current liabilities	-	(17,020)
Current liabilities	(19,325)	(250,080)
Net (liabilities)/assets	<b>(231)</b>	37,028
<u>Financial Period Ended 31 December/Financial Year Ended 30 June</u>		
Revenue	-	-
Loss for the financial period/year	(8,605)	(929)
Total comprehensive expenses	(8,605)	(929)
Total comprehensive expenses attributable to non-controlling interests	<b>(2,582)</b>	(281)
Dividends paid to non-controlling interests	<b>(28,804)</b>	-
Net cash flows for operating activities	<b>(5,259)</b>	(4)
Net cash flows from investing activity	35,000	-
Net cash flows for financing activity	<b>(28,804)</b>	-

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 7. PROPERTY, PLANT AND EQUIPMENT

The Group	Freehold buildings RM'000	Computer systems and equipment RM'000	Furniture and fittings RM'000	Office equipment RM'000	Office renovation RM'000	Motor vehicles RM'000	Capital work-in-progress RM'000	Total RM'000
<b>Cost</b>								
At 1 July 2023	19,234	5,699	3,031	3,697	5,768	176	47	37,652
Additions (Note 35(a))	-	124	10	15	40	-	49	238
Write-offs	-	(210)	-	(146)	-	-	-	(356)
Transfers	-	-	22	-	25	-	(47)	-
At 30 June 2024/1 July 2024	19,234	5,613	3,063	3,566	5,833	176	49	37,534
Additions (Note 35(a))	-	265	-	21	77	73	8	444
Transfer	-	49	-	-	-	-	(49)	-
Write-offs	-	(280)	(8)	(25)	-	-	-	(313)
Disposal	(2,550)	(1,485)	(1,576)	(1,362)	(65)	(176)	-	(7,214)
At 31 December 2025	16,684	4,162	1,479	2,200	5,845	73	8	30,451
<b>Accumulated Depreciation</b>								
At 1 July 2023	(1,729)	(4,459)	(2,003)	(2,043)	(3,470)	(176)	-	(13,880)
Charge for the financial year	(327)	(349)	(237)	(299)	(359)	-	-	(1,571)
Write-offs	-	210	-	146	-	-	-	356
At 30 June 2024/1 July 2024	(2,056)	(4,598)	(2,240)	(2,196)	(3,829)	(176)	-	(15,095)
Charge for the financial year (Note 31)	(543)	(561)	(189)	(293)	(438)	(7)	-	(2,031)
Write-offs	-	163	5	22	-	-	-	190
Disposal	51	1,484	1,059	947	10	176	-	3,727
At 31 December 2025	(2,548)	(3,512)	(1,365)	(1,520)	(4,257)	(7)	-	(13,209)
<b>Carrying Amount</b>								
At 30 June 2024	17,178	1,015	823	1,370	2,004	-	49	22,439
At 31 December 2025	14,136	650	114	680	1,588	66	8	17,242

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 7. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

The Company	Computer systems and equipment RM'000	Furniture and fittings RM'000	Office equipment RM'000	Motor Vehicle RM'000	Capital Work-in-progress RM'000	Total RM'000
<b>Cost</b>						
At 1 July 2023	612	-	8	-	-	620
Additions (Note 35(a))	-	4	-	-	49	53
At 30 June 2024/1 July 2024	612	4	8	-	49	673
Additions (Note 35(a))	103	-	9	73	-	185
Transfer	49	-	-	-	(49)	-
Write-offs	(276)	-	-	-	-	(276)
At 31 December 2025	488	4	17	73	-	582
<b>Accumulated Depreciation</b>						
At 1 July 2023	(123)	-	-	-	-	(123)
Charge for the financial year (Note 31)	(123)	-	(1)	-	-	(124)
At 30 June 2024/1 July 2024	(246)	-	(1)	-	-	(247)
Charge for the financial period (Note 31)	(182)	(1)	(2)	(7)	-	(192)
Write-offs	162	-	-	-	-	162
At 31 December 2025	(266)	(1)	(3)	(7)	-	(277)
<b>Carrying Amount</b>						
At 30 June 2024	366	4	7	-	49	426
At 31 December 2025	222	3	14	66	-	305

The freehold buildings of the Group amounted to RM10,496,549 (30.6.2024 – RM13,389,449) have been pledged to licensed banks as security for banking facilities granted to the Group as disclosed in Notes 23(b) and 23(c) to the financial statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 8. INVESTMENT PROPERTIES

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
<i>Carrying Amount</i>		
Freehold commercial buildings, at fair value		
At 1 July 2024/2023	21,630	21,630
Disposal	(21,630)	-
At 31 December/30 June	-	21,630

In the previous financial year:-

- (a) The investment properties of the Group were leased to customers under operating leases with rentals payable monthly. The leases contained initial non-cancellable periods of 3 years and an option that is exercisable by the customers to extend their leases of 2 years.

As at the reporting date, the future minimum rentals receivable under the non-cancellable operating leases are as follows:-

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
Within 1 year	-	1,496
Between 1 and 2 years	-	1,496
Between 2 and 3 years	-	324
	-	3,316

- (b) The freehold buildings amounted to RM21,630,000 had been pledged to a licensed bank as security for banking facilities granted to the Group as disclosed in Note 23(b) to the financial statements.
- (c) The fair value of the investment properties had been determined based on valuations performed by independent professional valuers at the end of the reporting date using the sales comparison approach. Sales price of comparable properties in close proximity are adjusted for differences in key attributes such as property size, location and market trends. The most significant input into this valuation approach is price per square foot of comparable properties. There had been no change to the valuation technique during the financial year.

The fair values of the investment properties are within level 2 of the fair value hierarchy.

There were no transfers between the level 1 and level 2 during the financial year.

The fair value measurements of the investment properties were based on the highest and best use which did not differ from their actual use.

- (d) The titles of the freehold buildings were in the process of being issued to the Group's name by the relevant authority.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 9. DEVELOPMENT COSTS

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
<b>Cost</b>		
At 1 July 2024/2023	14,037	14,037
Written off	(14,037)	-
At 31 December/30 June	-	14,037
<b>Accumulated amortisation:-</b>		
At 1 July 2024/2023	(1,390)	(1,390)
Written off	1,390	-
At 31 December/30 June	-	(1,390)
<b>Accumulated impairment losses:-</b>		
At 1 July 2024/2023	(12,647)	(12,647)
Written off	12,647	-
At 31 December/30 June	-	(12,647)
<b>Carrying amount</b>	-	-

### 10. INTANGIBLE ASSET

	The Group/The Company	
	31.12.2025 RM'000	30.6.2024 RM'000
<b>Trademark, at cost:-</b>		
At 1 July 2024/2023	-	-
Addition during the financial period/year	33	-
At 31 December/30 June	33	-
<b>Accumulated amortisation:-</b>		
At 1 July 2024/2023	-	-
Amortisation during the financial period/year (Note 31)	(1)	-
At 31 December/30 June	(1)	-
<b>Carrying amount</b>	32	-

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 11. CONTRACT COSTS

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
<b>Costs to fulfil a contract:-</b>		
At 1 July 2024/2023	843	7,045
Additions	675	40
Recognised as cost of sales	(65)	(6,242)
Written off	(778)	-
At 31 December/30 June	675	843
<b>Allowance for impairment losses:-</b>		
At 1 July 2024/2023	(778)	(778)
Written off	778	-
At 31 December/30 June	-	(778)
<b>Carrying amount</b>	<b>675</b>	<b>65</b>

The costs to fulfil a contract represent cost incurred for software and services which are used to fulfil the contract in future. The costs are to be amortised over the period when the related revenue is recognised.

### 12. TRADE RECEIVABLES

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
Trade receivables	8,951	205,226
Unbilled receivables	44	25
	<b>8,995</b>	205,251
Allowance for impairment losses (Note 41.1(b)(iii))	(978)	(9,391)
	<b>8,017</b>	195,860

- (a) The Group's normal trade credit terms ranging from 30 to 60 (30.6.2024 - 30 to 60) days. No late interest is charged on the balance.
- (b) In the previous financial year, included in the trade receivables of the Group was an amount of RM182,797,518 owing by the Government of Malaysia ("GOM") in relation to the development of SKIN Solution, which was fully settled in May 2025 as disclosed in Note 42 to the financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 13. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	The Group		The Company	
	31.12.2025 RM'000	30.6.2024 RM'000	31.12.2025 RM'000	30.6.2024 RM'000
Other receivables (Note 13(a))	2,686	61,792	99	2,701
Allowance for impairment losses (Note 41.1(b)(iii))	(1,509)	(6,468)	-	(2,599)
	1,177	55,324	99	102
Deferred costs (Note 13(b))	-	69,321	-	-
Sales and services tax receivable	-	123	-	-
Deposits	542	150	40	40
Prepayments	792	2,068	214	195
	2,511	126,986	353	337

- (a) Included in other receivables of the Group was an amount of RM54,783,969 owing by PTSSB, a subsidiary which had been deconsolidated as explained in Note 6 to the financial statements. The Group, via PSKIN, in turn owes PTSSB a total of RM19,138,954 (30.6.2024 - RM149,416,009) as explained in Note 25. The debt owed by PSKIN to PTSSB shall be settled in accordance with the scheme of arrangement with the creditors. The amount owing by PTSSB to the Group was settled during the financial period.
- (b) The deferred costs represent advance billings issued in accordance with the project milestone set out in the Master Development Agreement entered with PTSSB, a subcontractor of SKIN project.

The Group has written off the deferred costs to profit or loss upon settlement of the legal case with the GOM as disclosed in Note 31 to the financial statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 14. CONTRACT ASSETS/(LIABILITIES)

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
Contract assets	24,778	45,633
Contract liabilities	(5,285)	(2,185)
	<b>19,493</b>	43,448
<b>Contract Assets/(liabilities)</b>		
At 1 July 2024/2023	43,448	26,121
Performance obligations performed	119,137	95,082
Transfer to trade receivables	(106,509)	(75,667)
Amounts billed for unfulfilled performance obligations	(36,583)	(2,668)
Advances refunded to customers	-	580
At 31 December/30 June	<b>19,493</b>	43,448
Represented by:-		
Software and services	19,493	43,286
Training fees	-	162
	<b>19,493</b>	43,448

- (a) The contract assets primarily relate to the Group's right to consideration for work completed but not yet billed as at the reporting date. The amount will be transferred to trade receivables when the Group issues billing in the manner as established in the contracts with customers.
- (b) The contract liabilities primarily relate to advances received from customers for software and services not yet rendered. The amount will be recognised as revenue when the performance obligations are satisfied.
- (c) The transaction price allocated to unsatisfied and/or partially unsatisfied performance obligations as at the reporting date are as below:-

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
<u>Software and services</u>		
Within 1 year	78,073	73,916
More than 1 year	134,024	202,228
	<b>212,097</b>	276,144

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 15. AMOUNTS OWING BY/TO SUBSIDIARIES

	The Company	
	31.12.2025 RM'000	30.6.2024 RM'000
<b>Amount Owing By</b>		
Trade balances	7,470	13,910
Non-trade balances	1,921	73,654
	<b>9,391</b>	87,564
Allowance for impairment losses (Note 41.1(b)(iii))	<b>(1,768)</b>	(296)
	<b>7,623</b>	87,268

	The Company	
	31.12.2025 RM'000	30.6.2024 RM'000
<b>Amount Owing To</b>		
Non-trade balances:		
– interest bearing	(58,767)	–
– non-interest bearing	(7,628)	–
	<b>(66,395)</b>	–

(a) The following table provides information on the amounts owing by subsidiaries prior to their offsetting:-

The Company	Gross Amount RM'000	Amount Offset RM'000	Net Carrying Amount RM'000
<b>31.12.2025</b>			
Amounts owing by	7,623	–	7,623
Amounts owing to	(66,395)	–	(66,395)
<b>30.6.2024</b>			
Amounts owing by	172,409	(85,141)	87,268
Amounts owing to	(85,141)	85,141	–

- (b) The trade balances are subject to credit term of 30 (30.6.2024 – 30) days.
- (c) The non-trade balances (non-interest bearing) represent unsecured interest-free advances and payments made on behalf. The amounts owing are repayable on demand and are to be settled in cash.
- (d) The non-trade balance (interest bearing) represents unsecured advances with an interest rate of ranging from 3.45% to 3.50% (30.6.2024 – Nil). The amount owing is repayable on demand and is to be settled in cash.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 16. SHORT-TERM INVESTMENTS

	The Group		The Company	
	31.12.2025 RM'000	30.6.2024 RM'000	31.12.2025 RM'000	30.6.2024 RM'000
<i>At fair value</i>				
Money market funds	-	300	-	300
Fixed income funds	<b>142,862</b>	-	<b>137,767</b>	-
	<b>142,862</b>	300	<b>137,767</b>	300

### 17. CASH AND BANK BALANCES

	The Group		The Company	
	31.12.2025 RM'000	30.6.2024 RM'000	31.12.2025 RM'000	30.6.2024 RM'000
Fixed deposits with licensed banks	<b>3,341</b>	4,298	-	-
Cash and bank balances	<b>15,626</b>	14,849	<b>565</b>	849
	<b>18,967</b>	19,147	<b>565</b>	849

- (a) The fixed deposits with licensed banks of the Group at the end of the reporting period bore effective interest rates ranging from 2.10% to 3.50% (30.6.2024 - 2.60% to 3.50%) per annum. The fixed deposits have maturity periods ranging from 30 to 365 (30.6.2024 - 30 to 366) days.
- (b) Included in the fixed deposits with licensed banks of the Group at the end of the reporting period was an amount of RM1,340,942 (30.6.2024 - RM1,298,079) which has been pledged to a licensed banks as security for banking facilities granted to the Group.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 18. SHARE CAPITAL

	The Group/The Company			
	31.12.2025 Number Of Shares '000	30.6.2024	31.12.2025 RM'000	30.6.2024 RM'000
<b>Issued and Fully Paid-Up</b>				
Ordinary Shares				
At 1 July 2024/2023				
Issuance of shares through:	<b>789,987</b>	789,892	<b>177,036</b>	176,997
- Shares granted to employees	-	95	-	39
- Exercise of warrants	<b>10</b>	-	<b>5</b>	-
At 31 December/30 June	<b>789,997</b>	789,987	<b>177,041</b>	177,036

(a) The holders of ordinary shares (except treasury shares) are entitled to receive dividends as and when declared by the Company and are entitled to one vote per ordinary share at meetings of the Company. The ordinary shares have no par value.

(b) During the financial period, the Company increased its issued and paid-up capital from RM177,036,237 to RM177,040,366 from the exercise of warrants at the exercise price of RM0.385 which amounted to RM4,629.

The new ordinary shares issued rank equally in all respects with the existing ordinary shares of the Company.

(c) In the previous financial year, the Company increased its issued and paid-up share capital from RM176,997,451 to RM177,040,866 by issuance of 94,600 new ordinary shares under the Share Grant Plan pursuant to the Company's Long Term Incentive Plan for total fair value of RM38,786.

The new ordinary shares issued rank equally in all respects with the existing ordinary shares of the Company.

### 19. TREASURY SHARES

During the financial period, the Company has not purchased any ordinary shares from the open market. At the end of the reporting period, 1,698,500 (30.6.2024 - 1,698,500) ordinary shares are held as treasury shares by the Company. None of the treasury shares were resold or cancelled during the financial period.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 20. REDEEMABLE PREFERENCE SHARES "A"

	The Group			
	31.12.2025 Number Of Shares '000	30.6.2024	31.12.2025 RM'000	30.6.2024 RM'000
<u>Equity</u>				
At 1 July 2024/2023	-	-	-	-
Reclassified from non-current liabilities (Note 22)	<b>152</b>	-	<b>152</b>	-
At 31 December/30 June	<b>152</b>	-	<b>152</b>	-

On 6 January 2025, ASV, a 70%-owned subsidiary of the Company, passed a members' written resolution to amend the terms and condition of its Redeemable Preference Shares ("RPS") "A".

Following the amendment, RPS "A" no longer meets the definition of a financial liability. Accordingly, it has been derecognised as a financial liability and a new equity instrument has been recognised in the financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 20. REDEEMABLE PREFERENCE SHARES "A" (CONT'D)

The new salient features of RPS "A" are as follows:-

Terms	Details
Dividend	<p>Each RPS "A" shall carry a non-cumulative dividend at such rate or in such amount to be determined by the Board of Directors of ASV.</p> <p>The payment of the Dividend is subject to availability of distributable profits, as and when such dividend is declared by ASV.</p>
Redemption sum	The total redemption sum of the RPS "A" shall be determined by the Board of Directors of ASV.
Redemption	ASV may at any time give not less than 30 days' redemption notice ("Redemption Notice") to the Holder of its intention to redeem all the RPS "A" in issue on a date as specified in the Redemption Notice ("Redemption Date"). Upon redemption on the Redemption Date, all RPS "A" in issue will be redeemed and cancelled.
Voting rights	<p>RPS "A" does not carry any right to vote at any general meeting of ASV except for the right to vote in person or by proxy at such meeting in each of the following circumstances:-</p> <ul style="list-style-type: none"> <li>(i) in respect of any resolution which varies the rights and privileges attaching to the RPS "A";</li> <li>(ii) in respect of any resolution to reduce the share capital of ASV;</li> <li>(iii) in respect of any resolution for the winding-up, compromise, scheme of arrangement and/or other repayment of capital (other than on redemption) of ASV;</li> <li>(iv) in respect of a disposal of the whole or a substantial portion of ASV's assets; and</li> <li>(v) any other circumstances as may be provided under the law.</li> </ul>
Conversion	The RPS "A" may be converted into Shares ("Conversion Shares") in part or in full at any time after the date of issue of the RPS "A" at a conversion price of RM1.00 per Conversion Share ("Conversion Price"). The conversion is at the option of the holder.
Ranking	The RPS "A" shall rank equally amongst themselves and shall rank in priority to RCPS "B" and any other preference shares (if any).

Dividend paid or declared by the Group since 30 June 2024 are as follows:-

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
In respect of the financial period ended 31 December 2025		
Interim dividend of RM112 per RPS "A", paid on 23 May 2025	17,000	-
Interim dividend of RM78 per RPS "A", paid on 20 November 2025	11,804	-
	<b>28,804</b>	-

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 21. WARRANT RESERVE

The warrant reserve relates to the portion of proceeds from the private placement and rights shares issue ascribed to the attached warrants. As and when the warrants are exercised, the related balance in the warrant reserve will be transferred to the share capital account. Each warrant carries the right to subscribe for one (1) new ordinary share in the capital of the Company at an exercise price of RM0.385. The warrants had been expired on 24 November 2025. Upon expiry of the warrants, the balance in the warrant reserve had transferred to accumulated losses during the financial period.

### 22. REDEEMABLE PREFERENCE SHARES "A"

	The Group			
	31.12.2025 Number of Shares '000	30.6.2024	31.12.2025 RM'000	30.6.2024 RM'000
<u>Non-current liabilities</u>				
At 1 July 2024/ 2023	152	152	152	152
Reclassified to equity (Note 20)	(152)	-	(152)	-
At 31 December/30 June	-	152	-	152

The salient features of RPS "A" are as follows:-

Terms	Details
Dividend	<p>Each RPS "A" shall carry the right to receive fixed cumulative dividend at such rate or in such amount to be mutually agreed between ASV and the holder.</p> <p>The Board shall not declare and pay dividends to the holders of the ordinary shares without declaring and paying the cumulative dividend to the holders of RPS "A". For avoidance of doubt, the Board may declare and pay the cumulative dividend to the RPS "A" holder without declaring or paying dividends to holders of the ordinary shares.</p>
Redemption sum	The redemption sum per RPS "A" shall be equivalent to the Issue Price.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 22. REDEEMABLE PREFERENCE SHARES "A" (CONT'D)

The salient features of RPS "A" are as follows:- (Cont'd)

Terms	Details
Redemption	The RPS "A" shall be redeemed:- (i) on a date falling on the 13th anniversary of the effective date; (ii) in the event of the Proposed Listing Exercise, at such time as may be determined by the Board and notified in writing to the holder, prior to the date of Listing approved by the relevant authorities; or (iii) on a date as may be mutually agreed between the holder and ASV; whichever is the earlier ("Redemption Date").
Voting rights	RPS "A" does not carry any right to vote at any general meeting of ASV except for the right to vote in person or by proxy at such meeting in each of the following circumstances:- (i) in respect of any resolution which varies the rights and privileges attaching to the RPS "A"; (ii) in respect of any resolution to reduce the share capital of ASV; (iii) in respect of any resolution for the winding-up of ASV; and (iv) any other circumstances as may be provided under the law.
Conversion	The RPS "A" is not convertible into ordinary shares and the RPS "A" holder shall not have any convertible rights whatsoever in respect of the RPS "A".
Ranking	The RPS "A" shall rank equally amongst themselves and shall rank in priority to RCPS "B" and any other preference shares (if any). The RPS "A" shall rank in priority to the shares, but shall rank behind all secured and unsecured obligations of ASV.

On 27 November 2024, ASV has rescinded the declaration of a single-tier dividend of RM28,804,190 on RPS "A" which had been declared on 23 April 2019, and was payable contingent upon the following events:-

- (i) PSKIN receiving the contractual payment for the legal claim amounting to RM733 million from the GOM; or
- (ii) Approval by the directors of ASV in the event the payment received by PSKIN is less than the contractual payment; or
- (iii) The reinstatement of the SKIN project by the GOM to PSKIN, with the project value and scope agreed by the parties.

### 23. TERM LOANS (SECURED)

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
Current liabilities	1,078	3,707
Non-current liabilities	1,749	6,784
	<b>2,827</b>	<b>10,491</b>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 23. TERM LOANS (SECURED) (CONT'D)

- (a) The interest rate profile of the term loans is summarised below:-

	Effective Interest Rate		The Group	
	31.12.2025 %	30.6.2024 %	31.12.2025 RM'000	30.6.2024 RM'000
Floating rate term loans				
I	-	6.11	-	6,135
II	4.05	4.30	2,827	4,356
			2,827	10,491

- (b) In the previous financial year, term loan I was secured by:-
- a general facility agreement;
  - a deed of assignment over its rights, title and intent as contained in the Sale and Purchase Agreement in respect of the buildings as disclosed in Notes 7 and 8(b) to the financial statements;
  - a charge over FPRA;
  - letter of support from the Company in form and substance acceptable to the bank; and
  - deed of assignment of takaful/insurance proceeds in relation to the buildings as disclosed in Notes 7 and 8(b) to the financial statements.
- (c) Term loan II is secured by:-
- open all monies facility agreement;
  - open all monies first party deed of assignment over the rights, benefits, titles and interests as contained in the Sale and Purchase Agreement in respect of the buildings as disclosed in Note 7 to the financial statements; and
  - a corporate guarantee of the Company.
- (d) In the previous financial year, term loan I was secured by negative pledge that imposed certain covenants on the subsidiary that received the loan. The significant covenants of the term loan are as follows:-
- the subsidiary shall obtain the bank's prior written consent for changing its shareholding;
  - the subsidiary shall not declare any dividend in the event of default; and
  - the Group shall grant the bank the right to bid for any Shariah-compliant cash management, treasury products, debt capital market fund raisings and corporate exercise.
- (e) The major covenants of the term loan II are as follows:-
- the Group shall maintain a consolidated Total Debt to Equity ratio of not more than 1 time throughout the tenure of the facility, failing which, the bank reserves the absolute right to withdraw, revise, restructure or cancel the facility as it deems fit;
  - the subsidiary shall not declare any dividend in the event of default has occurred under the term loan or if such declaration would result in an event of default; and
  - the subsidiary shall obtain the bank's prior written consent for changing its shareholding structure and its key management personnel.

The covenants are tested yearly. The Group has complied with the covenants throughout the reporting periods.

There are no indicators that the Group would have difficulties complying with the upcoming covenant assessments.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 24. DEFERRED TAX LIABILITIES

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
At 1 July 2024/2023	16,869	16,869
Recognised in profit or loss (Note 33)	(16,869)	-
At 31 December/30 June	-	16,869
Deferred tax liabilities:-		
Temporarily difference on consession	-	16,869

At the end of the reporting period, the amounts of deferred tax assets not recognised (stated at gross) due to uncertainty of their realisation are as follows:-

	The Group		The Company	
	31.12.2025 RM'000	30.6.2024 RM'000	31.12.2025 RM'000	30.6.2024 RM'000
Unutilised tax losses:				
- expires in year of assessment ("YA") 2031	4,681	4,681	4,681	4,681
- expires in YA 2032	4,957	4,957	4,957	4,957
- expires in YA 2033	2,270	2,270	2,106	2,106
- expires in YA 2034	6,912	6,912	6,912	6,912
- expires in YA 2035	5,791	-	4,278	-
Unabsorbed capital allowances	216	-	216	-
Contract liabilities	5,285	1,825	-	-
Provisions	2,566	11,649	325	840
Accelerated of capital allowances over depreciation on property, plant and equipment	(2,180)	(6,243)	(140)	(230)
Temporary difference on rental income	(1,896)	(1,896)	-	-
	<b>28,602</b>	24,155	<b>23,335</b>	19,266

Certain comparative figures have been restated to reflect the revised tax losses carry-forward and other temporary differences available to the Group.

Based on the current legislation, the unutilised tax losses are allowed to be utilised for 10 (30.6.2024 - 10) consecutive years of assessment immediately following that year of assessment; whereas, the unabsorbed capital allowances are allowed to be carried forward indefinitely.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 25. TRADE PAYABLES

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
Trade payables	32,047	165,184
Accrued costs	24,792	41,845
	<b>56,839</b>	<b>207,029</b>

- (a) The normal trade credit term granted to the Group is 60 (30.6.2024 – 60) days. Other credit terms are granted on a case-by-case basis.
- (b) Included in trade payables is an amount of RM19,138,954 (30.6.2024 – RM149,416,000) owing by PSKIN to PTSSB, the repayment of which is subject to the proposed scheme of arrangement with the creditors.

### 26. OTHER PAYABLES AND ACCRUALS

	The Group		The Company	
	31.12.2025 RM'000	30.6.2024 RM'000	31.12.2025 RM'000	30.6.2024 RM'000
Other payables:-				
Third parties	412	2,869	24	596
Sales and services tax payable	590	260	-	-
	<b>1,002</b>	<b>3,129</b>	<b>24</b>	<b>596</b>
Accruals	<b>2,060</b>	<b>3,069</b>	<b>706</b>	<b>1,406</b>
	<b>3,062</b>	<b>6,198</b>	<b>730</b>	<b>2,002</b>

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 27. REVENUE

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
<b>Revenue from Contracts with Customers</b>				
<u>Recognised at a point in time</u>				
Sales of hardware and software licences	101,571	82,225	-	-
Training fees	384	2,001	-	-
Job placement services	11	3,311	-	-
	<b>101,966</b>	<b>87,537</b>	-	-
<u>Recognised over time</u>				
Software and services:-				
a) Deployment and implementation services	475	397	-	-
b) Operation, management and support services	6,695	3,354	-	-
c) Cloud Platform Services	7,071	3,209	-	-
d) Other services	1,753	438	-	-
e) Resource augmentation	1,177	147	-	-
	<b>17,171</b>	<b>7,545</b>	-	-
<b>Revenue from Other Sources</b>				
Management fee	-	-	11,300	11,300
	<b>119,137</b>	<b>95,082</b>	<b>11,300</b>	<b>11,300</b>

- (a) The revenue of the Group and of the Company are derived entirely in Malaysia.
- (b) The information on transaction price allocated to unsatisfied and/or partially unsatisfied performance obligations as at the reporting date is disclosed in Note 14 to the financial statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 27. REVENUE (CONT'D)

(c) The information about the performance obligations in contracts with customers is summarised below:-

<b>Nature of Goods or Services</b>	<b>Timing and Method of Revenue Recognition</b>	<b>Significant Payment Terms</b>	<b>Variable Considerations</b>	<b>Warranty and Obligation for Returns or Refunds</b>
Sales of hardware and software licenses	When hardware and software licenses have been delivered and loaded to customers.	Credit period of 30 days from the invoice date.	Not applicable.	Not applicable.
Training fees	When trainings have been conducted.	Credit period of 30 days from the invoice date.	Not applicable.	Not applicable.
Job placement services	When the candidate has received letter of appointment and secure a job.	Credit period ranging from 30 to 45 days from the invoice date.	Not applicable.	Not applicable.
Deployment and implementation services	Over time revenue recognition on a straight-line basis over the term of the contract.	Credit period ranging from 30 to 60 days from the invoice date.	Not applicable.	Not applicable.
Operation, management and support services	Over time revenue recognition on a straight-line basis over the term of the contract.	Credit period ranging from 30 to 60 days from the invoice date.	Not applicable.	Not applicable.
Cloud platform services	Over time revenue recognition on a straight-line basis over the term of the contract.	Credit period of 30 days from the invoice date.	Not applicable.	Not applicable.
Other services	When services are rendered and accepted by customers.	Credit period of 30 days from the invoice date.	Not applicable.	Not applicable.
Resource augmentation	When services are rendered and accepted by customers.	Credit period of 30 days from the invoice date.	Not applicable.	Not applicable.

(d) The information of the revenue from other sources is summarised below:-

#### Management fees

Management fees are recognised in the period in which the services are rendered.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 28. OTHER INCOME

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
Profit income (Note 28(a))	2,173	130	1,380	10
Imputed interest income	-	128	-	-
Interim distribution of surplus assets from a subsidiary under creditors' voluntary winding up	35,000	-	-	-
Rental income (Note 28(b))	1,262	1,127	-	-
Reversal of impairment losses on investment in subsidiaries	-	-	411	-
Gain on foreign exchange:				
- realised	70	98	-	-
- unrealised	7	-	-	-
Termination of service agreement	2,600	-	-	-
Gain on disposal of investment properties	90	-	-	-
Others	1,682	2,242	39	15
	<b>42,884</b>	<b>3,725</b>	<b>1,830</b>	<b>25</b>

The information of the other income is summarised below:-

- (a) Profit income  
Profit income is recognised on an accrual basis using the effective interest method.
- (b) Rental income  
Rental income is recognised on a straight-line basis over the lease term.

### 29. FINANCE COSTS

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
Bank charges	51	44	1	1
Other finance charges	147	3	-	-
Imputed interest expense	-	159	-	-
Interest expense:				
- amount owing to subsidiaries	-	-	517	-
- term loans	567	660	-	-
- cash line financing	-	97	-	-
	<b>765</b>	<b>963</b>	<b>518</b>	<b>1</b>

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

#### 30. NET (REVERSAL OF IMPAIRMENT LOSSES)/IMPAIRMENT LOSSES ON FINANCIAL ASSETS

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
Impairment losses (Note 41.1(b)(iii)):				
- amount owing by a subsidiary	-	-	1,472	-
- trade receivables	739	55	-	-
- other receivables	-	360	-	-
Reversal of impairment losses (Note 41.1(b)(iii)):				
- trade receivables	(552)	(20)	-	-
- other receivables	(2,000)	-	-	-
Write back of impairment losses (Note 41.1(b)(iii)):				
- trade receivables	(45)	-	-	-
	<b>(1,858)</b>	395	<b>1,472</b>	-

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 31. (LOSS)/PROFIT BEFORE TAXATION

In addition to those disclosed in Notes 28, 29 and 30 to the financial statements, (loss)/profit before taxation is arrived at after charging:-

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
Amortisation of intangible asset (Note 10)	1	-	1	-
Auditors' remuneration:				
- audit fees:				
- for the financial period/year	444	211	140	70
- underprovision in the previous financial year	-	7	-	-
- non-audit fees:				
- for the financial period/year	14	297	14	297
Depreciation of property, plant and equipment (Note 7)	2,031	1,571	192	124
Direct operating expenses on investment properties	127	184	-	-
Net loss on disposal of property, plant and equipment	185	-	-	-
Leases expenses:				
- low value assets	92	63	-	1
Loss on foreign exchange:				
- realised	2	328	-	1
- unrealised	-	8	-	-
Net losses arising from the settlement of legal proceedings #	57,914	-	-	-
Penalty	64	1	-	-
Staff costs (including directors' remuneration and other key management personnel as disclosed in Note 32)	30,532	19,106	14,320	9,099
Written off:				
- property, plant and equipment (Note 7)	123	-	114	-
- amount owing by related companies	-	-	-	38
- other receivables	14	-	-	-

Note:-

# - Net losses arising from the settlement of legal proceedings represented by:-

	The Group	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
Settlement sum from GOM (Note 42)	201,448	-
Amount owing by GOM (Note 12)	(182,798)	-
Deferred costs written off to profit or loss (Note 13(b))	(69,270)	-
	(50,620)	-
Interest and legal expenses in relation to the settlement of legal dispute with a subcontractor of SKIN project	(7,294)	-
	(57,914)	-

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

#### 32. STAFF COSTS

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
Salaries, bonuses and other benefits	25,764	16,586	11,833	8,043
Defined contribution benefits	2,622	1,711	1,181	784
Social security costs	289	131	161	47
LTIP expenses	(2)	(2)	(2)	19
Other staff related expenses	1,859	680	1,147	206
	<b>30,532</b>	19,106	<b>14,320</b>	9,099

- (a) Included in the staff costs of the Group and of the Company are directors' fees and non-fee emoluments amounting to RM1,980,599 and RM1,903,835 (30.6.2024 - RM1,290,788 and RM1,253,588) respectively, as further disclosed in Note 36 to the financial statements.
- (b) In the previous financial year, termination costs incurred on the Voluntary Separation Scheme paid to staff amounted to RM42,536.

#### 33. TAX (INCOME)/EXPENSE

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
Current tax:				
- for the financial period/year	2,545	1,600	-	-
- (over)/underprovision in the previous financial year	(166)	96	-	-
	2,379	1,696	-	-
Deferred tax (Note 24):				
- overprovision in the previous financial year	(16,869)	-	-	-
	<b>(14,490)</b>	1,696	-	-

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 33. TAX (INCOME)/EXPENSE (CONT'D)

A reconciliation of tax (income)/expense applicable to the (loss)/profit before taxation at the statutory tax rate to income tax expense at the effective tax rate of the Group and of the Company is as follows:-

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
(Loss)/Profit before taxation	(27,954)	4,121	(7,255)	(823)
Tax at the statutory rate of 24% (30.6.2024 - 24%)	(6,709)	989	(1,741)	(197)
Tax effects of:-				
Non-taxable income	(21,421)	(117)	-	(4)
Non-deductible expenses	29,608	973	765	462
Deferred tax assets not recognised during the financial period/year	1,331	53	976	-
Utilisation of deferred tax assets previously not recognised	(264)	(298)	-	(261)
(Over)/Underprovision in the previous financial year:				
- current tax	(166)	96	-	-
- deferred tax	(16,869)	-	-	-
Tax (income)/expense for the financial period/year	(14,490)	1,696	-	-

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (30.6.2024 - 24%) of the estimated assessable profit for the financial period.

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
Income tax savings during the financial period/ year arising from:-				
Unused tax losses:				
- current financial period/year	-	-	663	-
- previously not recognised	664	2,002	-	1,764
Capital allowances:				
- for the current financial period/year	403	733	-	125
- previously not recognised	-	857	-	318
	1,067	3,592	663	2,207

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 34. (LOSS)/EARNINGS PER SHARE

#### (a) Basic (Loss)/Earnings Per Share

The basic (loss)/earnings per share is calculated by dividing the consolidated (loss)/profit attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial period/year after deducting treasury shares.

	The Group	
	1.7.2024 to 31.12.2025	1.7.2023 to 30.6.2024
(Loss)/Profit after taxation attributable to owners of the Company (RM'000)	(10,882)	2,706
Weighted average number of ordinary shares ('000):-		
Ordinary shares at 1 July 2024/2023	789,987	789,892
Effect of treasury shares held (Note 19)	(1,699)	(1,699)
Exercise of warrants	10	-
Weighted average number of ordinary shares at 31 December/30 June ('000)	788,298	788,193
Basic (loss)/earnings per share (sen)	(1.38)	0.34

#### (b) Dilutive (Loss)/Earnings Per Share

The diluted (loss)/earnings per share is calculated by dividing the consolidated (loss)/profit attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial period/year after deducting for treasury shares and adjusted for the effects of dilutive potential ordinary shares.

	The Group	
	1.7.2024 to 31.12.2025	1.7.2023 to 30.6.2024
(Loss)/Profit after taxation attributable to owners of the Company (RM'000)	(10,882)	2,706
Weighted average number of ordinary shares at 31 December/30 June ('000)	788,298	788,193
Weighted average number of shares under warrants and LTIP option ('000)	238,691	255,950
Weighted average number of shares that would have been issued at average market price ('000)	(278,190)	(280,282)
Weighted average number of ordinary shares used in the calculation of diluted earnings per share ('000)	748,799	763,861
Diluted (loss)/earnings per share (sen)	(1.45)	0.35

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 35. CASH FLOW INFORMATION

(a) The cash disbursed for the purchase of property, plant and equipment is as follows:-

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
<b>Property, Plant and Equipment</b>				
Cost of property, plant and equipment purchased (Note 7)	444	238	185	53

(b) The reconciliation of liabilities arising from financing activities are as follows:-

The Group	Term Loans RM'000
<b>31 December 2025</b>	
At 1 July 2024	10,491
<u>Changes in Financing Cash Flows</u>	
Repayment of principal	(7,664)
Repayment of interests	(567)
	(8,231)
<u>Other Change</u>	
Interest expense recognised in profit or loss (Note 29)	567
At 31 December 2025	2,827

The Group	Term Loans RM'000	Cashline Financing RM'000	Total RM'000
<b>30 June 2024</b>			
At 1 July 2023	14,152	-	14,152
<u>Changes in Financing Cash Flows</u>			
Drawdown of principal	-	5,000	5,000
Repayment of principal	(3,661)	(5,000)	(8,661)
Repayment of interests	(660)	-	(660)
	(4,321)	-	(4,321)
<u>Other Changes</u>			
Interest expense recognised in profit or loss (Note 29)	660	97	757
Repayment of interests	-	(97)	(97)
	660	-	660
At 30 June 2024	10,491	-	10,491

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 35. CASH FLOW INFORMATION (CONT'D)

(b) The reconciliation of liabilities arising from financing activities are as follows (Cont'd):-

	Amount Owing To Subsidiaries (Note 15)	
	31.12.2025 RM'000	30.6.2024 RM'000
<b>The Company</b>		
At 1 July 2024/2023	-	-
<u>Change in Financing Cash Flows</u>		
Advance received from a subsidiary	58,250	-
<u>Other Change</u>		
Interest expense recognised in profit or loss (Note 29)	517	-
At 31 December/30 June	58,767	-

(c) Total cash outflows for leases as a lessee are as follows:-

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
Payment of low-value assets	92	63	-	1

(d) The cash and cash equivalents comprise the following:-

	The Group		The Company	
	31.12.2025 RM'000	30.6.2024 RM'000	31.12.2025 RM'000	30.6.2024 RM'000
Short-term investments (Note 16)	-	300	-	300
Fixed deposits with licensed banks (Note 17)	3,341	4,298	-	-
Cash and bank balances (Note 17)	15,626	14,849	565	849
	18,967	19,447	565	1,149
Less:-				
Fixed deposits pledged with licensed banks (Note 17(b))	(1,341)	(1,298)	-	-
	17,626	18,149	565	1,149

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 36. KEY MANAGEMENT PERSONNEL COMPENSATION

The key management personnel of the Group and of the Company include executive directors and non-executive directors of the Company and certain members of senior management of the Group and of the Company.

The key management personnel compensation during the financial period/year are as follows:-

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
<b>(a) Directors</b>				
<u>Directors of the Company</u>				
<i>Independent Non-Executive Directors</i>				
Short-term employee benefits:				
- fees	886	585	886	585
- allowances	210	130	210	130
	<b>1,096</b>	715	<b>1,096</b>	715
<i>Non-Independent Non-Executive Directors</i>				
Short-term employee benefits:				
- salaries and other benefits	721	481	721	481
Defined contribution benefits	87	58	87	58
	<b>808</b>	539	<b>808</b>	539
	<b>1,904</b>	1,254	<b>1,904</b>	1,254
<u>Directors of the Subsidiaries</u>				
Short-term employee benefit:				
- fees	77	37	-	-
<b>Total directors' remuneration (Note 32(a))</b>	<b>1,981</b>	1,291	<b>1,904</b>	1,254
<b>(b) Other Key Management Personnel</b>				
Short-term employee benefits	5,374	3,275	4,740	2,749
Defined contribution benefits	637	392	568	329
LTIP expenses	-	83	-	83
<b>Total compensation for other key management personnel (Note 31)</b>	<b>6,011</b>	3,750	<b>5,308</b>	3,161

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 37. RELATED PARTY DISCLOSURES

#### (a) Subsidiaries

The subsidiaries are disclosed in Note 6 to the financial statements.

#### (b) Significant Related Party Transactions and Balances

The Group and the Company carried out the following significant transactions with the related parties during the financial period/year:-

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
<b>Subsidiaries</b>				
Advances from	-	-	<b>64,610</b>	2,650
Advances to	-	-	<b>4,332</b>	10
Interest expense	-	-	<b>517</b>	-
Management fee	-	-	<b>11,300</b>	11,300
Payment on behalf of	-	-	<b>16,270</b>	9,361
Payment on behalf by	-	-	<b>1,788</b>	273
Software purchase	-	-	<b>44</b>	-

The significant outstanding balances of the related parties (including the allowance for impairment loss made) together with their terms and conditions are disclosed in the respective notes to the financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 38. OPERATING SEGMENTS

Operating segments are prepared in a manner consistent with the internal reporting provided to the Group Chief Executive Officer as its chief operating decision maker in order to allocate resources to segments and to assess their performance. For management purposes, the Group is organised into business units based on their products and services provided.

The Group is organised into 4 main business reportable segments as follows:-

- Software and services – license distribution, implementation, system integration, managed services, application development, other cloud related solutions and services (IaaS, SaaS, PaaS, XaaS).
  - Talent – provision of career placement, talent upskilling, reskilling, e-learning software, training and certification.
  - Concession – delivery of total solution for the integrated and comprehensive core immigration system includes design, customise, install, configure, test, commission and maintain throughout the concession period in relation to the development of SKIN solution with GOM.
  - Others – investment holding and other inactive subsidiaries.
- (a) Management assesses the performance of the reportable segments based on their profit before interest expense and taxation. The accounting policies of the reportable segments are the same as the Group's accounting policies.

Borrowings and investment-related activities are managed on a group basis by the central treasury function and are not allocated to reportable segments.

- (b) Each reportable segment assets is measured based on all assets of the segment other than tax-related assets.
- (c) Each reportable segment liabilities is measured based on all liabilities of the segment other than borrowings and tax-related liabilities.
- (d) Assets, liabilities and expenses which are common and cannot be meaningfully allocated to the reportable segments are presented under unallocated items. Unallocated items comprise mainly corporate assets (primarily the Company's headquarters) and head office expenses.

Transactions between reportable segments are carried out on agreed terms between both parties. The effects of such inter-segment transactions are eliminated on consolidation.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 38. OPERATING SEGMENTS (CONT'D)

#### 38.1 BUSINESS SEGMENTS

The Group	Software and Services RM'000	Talent RM'000	Concession RM'000	Others RM'000	Consolidation Adjustments and Eliminations RM'000	Total RM'000
<b>1.7.2024 to 31.12.2025</b>						
<b>Revenue</b>						
External revenue	110,883	8,254	-	-	-	119,137
Inter-segment revenue	-	42	-	13,297	(13,339)	-
<b>Total revenue</b>	<b>110,883</b>	<b>8,296</b>	<b>-</b>	<b>13,297</b>	<b>(13,339)</b>	<b>119,137</b>
<b>Results</b>						
Segment profit/(loss) before interest and taxation	7,000	(1,286)	(25,401)	(8,560)	1,050	(27,197)
Finance costs	(181)	(90)	-	(733)	517	(487)
	<b>6,819</b>	<b>(1,376)</b>	<b>(25,401)</b>	<b>(9,293)</b>	<b>1,567</b>	<b>(27,684)</b>
Unallocated expenses						(270)
<b>Loss before taxation</b>						<b>(27,954)</b>
<b>Other Information</b>						
Depreciation of property, plant and equipment	664	329	-	987	51	2,031
Interest expense:						
- term loans	107	53	-	129	-	289
Impairment losses:						
- trade receivables	739	-	-	-	-	739
Penalty	-	47	-	17	-	64
Written off:						
- property, plant and equipment	-	-	-	123	-	123
- other receivables	-	14	-	-	-	14
Net gain on foreign exchange:						
- realised	(70)	-	-	-	-	(70)
- unrealised	(7)	-	-	-	-	(7)
Profit income	-	-	(328)	(2,362)	517	(2,173)
Reversal of impairment losses:						
- trade receivables	(552)	-	-	-	-	(552)
- other receivables	-	-	-	(2,000)	-	(2,000)
Write back of impairment losses on trade receivables	(45)	-	-	-	-	(45)

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 38. OPERATING SEGMENTS (CONT'D)

#### 38.1 BUSINESS SEGMENTS (CONT'D)

The Group	Software and Services RM'000	Talent RM'000	Concession RM'000	Others RM'000	Consolidation Adjustments and Eliminations RM'000	The Group RM'000
<b>31.12.2025</b>						
<b>Assets</b>						
Segment assets	111,803	7,917	19,095	169,527	(93,258)	215,084
Unallocated assets:						
- Current tax assets						1,332
Consolidated total assets						216,416
Additions to non-current assets other than financial instrument is:						
- property, plant and equipment	259	-	-	185	-	444
- intangible asset	33	-	-	-	-	33
<b>Liabilities</b>						
Segment liabilities	51,041	2,632	19,246	62,308	(67,214)	68,013
Unallocated liabilities:						
- Current tax liabilities						223
Consolidated total liabilities						68,236

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 38. OPERATING SEGMENTS (CONT'D)

#### 38.1 BUSINESS SEGMENTS (CONT'D)

The Group	Software and Services RM'000	Talent RM'000	Concession RM'000	Others RM'000	Consolidation Adjustments and Eliminations RM'000	The Group RM'000
<b>1.7.2023 to 30.6.2024</b>						
<b>Revenue</b>						
External revenue	79,583	15,499	-	-	-	95,082
Inter-segment revenue	-	248	-	11,300	(11,548)	-
<b>Total revenue</b>	<b>79,583</b>	<b>15,747</b>	<b>-</b>	<b>11,300</b>	<b>(11,548)</b>	<b>95,082</b>
<b>Results</b>						
Segment profit/(loss) before interest and taxation	10,456	593	(928)	(3,484)	(1,369)	5,268
Finance costs	(358)	(87)	-	(135)	15	(565)
	10,098	506	(928)	(3,619)	(1,354)	4,703
Unallocated expenses						(582)
<b>Profit before taxation</b>						<b>4,121</b>
<b>Other Information</b>						
Depreciation of property, plant and equipment	713	406	-	601	(149)	1,571
Imputed interest expense	159	-	-	-	-	159
Interest expense:						
- term loans	130	46	-	86	-	262
- cash line financing	97	-	-	-	-	97
Impairment losses:						
- trade receivables	55	-	-	-	-	55
- other receivables	360	-	-	-	-	360
Net loss on foreign exchange:						
- realised	229	-	-	1	-	230
- unrealised	8	-	-	-	-	8
Penalty	-	-	1	-	-	1
LTIP expenses	2	(13)	-	9	-	(2)
Realised gain on foreign exchange	(98)	-	-	-	-	(98)
<b>Profit income</b>	<b>-</b>	<b>-</b>	<b>(3)</b>	<b>(127)</b>	<b>-</b>	<b>(130)</b>
Reversal of impairment losses on trade receivables	(20)	-	-	-	-	(20)

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 38. OPERATING SEGMENTS (CONT'D)

#### 38.1 BUSINESS SEGMENTS (CONT'D)

The Group	Software and Services RM'000	Talent RM'000	Concession RM'000	Others RM'000	Consolidation Adjustments and Eliminations RM'000	The Group RM'000
<b>30.6.2024</b>						
<b>Assets</b>						
Segment assets	143,721	22,935	304,129	110,831	(171,186)	410,430
Unallocated assets:						
- Investment properties						21,630
- Current tax assets						1,162
Consolidated total assets						433,222
Additions to non-current assets other than financial instrument is:						
- property, plant and equipment	185	-	-	53	-	238
<b>Liabilities</b>						
Segment liabilities	99,689	17,662	250,226	3,848	(151,505)	219,920
Unallocated liabilities:						
- Term loans						6,135
- Deferred tax liabilities						16,869
- Current tax liabilities						6
Consolidated total liabilities						242,930

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 38. OPERATING SEGMENTS (CONT'D)

#### 38.2 GEOGRAPHICAL INFORMATION

The Group operates predominantly all business segments in Malaysia. Accordingly, the information by geographical segments is not presented.

#### 38.3 MAJOR CUSTOMERS

The following are major customers with revenue equal to or more than 10% of the Group's total revenue.

	Revenue		Business Segment
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	
Customer A	60,635	50,000	Software and services
Customer B	20,078	#	Software and services
Customer C	12,085	#	Software and services

Note:-

# - Contributed less than 10% of the Group's total revenue.

### 39. CAPITAL COMMITMENTS

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
Purchase of property, plant and equipment	79	39

### 40. CONTINGENT LIABILITIES

No provisions are recognised on the following matters as it is not probable that a future sacrifice of economic benefits will be required or the amount is not capable of reliable measurement:-

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
Dividend payable on RPS "A" (Note 20)	-	28,804

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS

The activities of the Group and the Company are exposed to a variety of market risk (including foreign currency risk, interest rate risk and equity price risk), credit risk and liquidity risk. The overall financial risk management policy focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group and the Company.

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES

The policies in respect of the major areas of treasury activity are as follows:-

##### (a) Market Risk

###### (i) Foreign Currency Risk

The Group is exposed to foreign currency risk on transactions and balances that are denominated in currency other than the respective functional currency of entities within the Group. The currencies giving rise to the risk are primarily United States Dollar ("USD"). Foreign currency risk is monitored closely on an ongoing basis to ensure that the net exposure is at an acceptable level. The Group also holds bank balance denominated in foreign currencies for working capital purposes.

The exposure to foreign currency risk (a currency which is other than the functional currency of the entities within the Group) based on the carrying amounts of the financial instruments at the end of the reporting period is summarised below:-

##### Foreign Currency Exposure

	USD	
	31.12.2025 RM'000	30.6.2024 RM'000
<b>The Group</b>		
<u>Financial Assets</u>		
Bank balance	116	96
Other receivables	60	30
	<b>176</b>	126
<u>Financial Liabilities</u>		
Trade payables	(18)	(1,034)
Net financial assets/(liability)	<b>158</b>	(908)

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (a) Market Risk (Cont'd)

##### (i) Foreign Currency Risk (Cont'd)

The Company does not have any transactions or balances denominated in foreign currencies exposure and hence, is not exposed to foreign currency risk.

##### *Foreign Currency Risk Sensitivity Analysis*

Any reasonably possible change in the foreign currency exchange rates at the end of the reporting period against the respective functional currencies of the entities within the Group does not have a material impact on the (loss)/profit after taxation and equity of the Group and hence, no sensitivity analysis is presented.

##### (ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The exposure to interest rate risk arises mainly from long-term borrowings with variable rates. The Group and the Company adopts a policy of obtaining the most favourable interest rates available and by maintaining a balanced portfolio mix of fixed and floating rate borrowings.

The fixed rate debt instruments of the Group and the Company are not subject to interest rate risk since neither carrying amounts nor the future cash flows will fluctuate because of a change in market interest rates.

The exposure to interest rate risk based on the carrying amounts of the financial instruments at the end of the reporting period is disclosed in Note 23 to the financial statements.

##### *Interest Rate Risk Sensitivity Analysis*

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

	<b>The Group</b>	
	<b>31.12.2025</b>	<b>30.6.2024</b>
	<b>RM'000</b>	<b>RM'000</b>
<b>Effects on (Loss)/Profit After Taxation</b>		
Increase of 100 basis points	<b>21</b>	(80)
Decrease of 100 basis points	<b>(21)</b>	80

There is no impact on the Group's equity.

The Company does not have any floating rate borrowings and hence, no sensitivity analysis is presented.

##### (iii) Equity Price Risk

The Group and the Company do not have any quoted investments and hence, is not exposed to equity price risk.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk

The exposure to credit risk, or the risk of counterparties defaulting, arises mainly from trade and other receivables. The Group manages its exposure to credit risk by the application of credit approvals, credit limits and monitoring procedures on an ongoing basis. For other financial assets (including cash and bank balances and short-term investments), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

Also, the Company's exposure to credit risk includes loans and advances to subsidiaries, and corporate guarantee given to financial institutions for credit facilities granted to certain subsidiaries. The Company monitors the ability of the subsidiaries to serve their loans on an individual basis.

##### (i) Credit Risk Concentration Profile

At the end of reporting period, the Group's major concentration of credit risk relates to the amounts owing by 2 (30.6.2024 - 2) customers which constituted approximately 70% (30.6.2024 - 89%) of its total trade receivables and contract assets, net of loss allowance.

##### (ii) Maximum Exposure to Credit Risk

At the end of the reporting period, the maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statement of financial position of the Group and of the Company after deducting any allowance for impairment losses (where applicable).

In addition, the Company's maximum exposure to credit risk also includes corporate guarantees provided to its subsidiaries of RM2,827,319 (30.6.2024 - RM10,491,191), representing the outstanding banking facilities of the subsidiaries as at the end of the reporting period. These corporate guarantees have not been recognised in the Company's financial statements since their fair values on initial recognition were not material.

##### (iii) Assessment of Impairment Losses

The Group and the Company have an informal credit policy in place and the exposure to credit risk is monitored on an on-going basis through periodic review of the ageing of the receivables. The Group and the Company closely monitor the receivables' financial strength to reduce the risk of loss.

At each reporting date, the Group and the Company evaluate whether any of the financial assets at amortised cost and contract assets are credit impaired.

The gross carrying amounts of financial assets are written off against the associated impairment, if any, when there is no reasonable expectation of recovery despite the fact that they are still subject to enforcement activities.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

A financial asset is credit impaired when any of following events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred:

- Significant financial difficult of the receivable;
- A breach of contract, such as a default or past due event;
- Restructuring of a debt in relation to the receivable's financial difficulty; or
- It is becoming probable that the receivable will enter bankruptcy or other financial reorganisation.

The Group and the Company consider a receivable to be in default when the receivable is unlikely to repay its debt to the Group and the Company in full or is more than 360 days past due unless the Group and the Company have reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate. The Group uses a more lagging past due criterion for certain trade receivables when it is more appropriate to reflect their loss patterns.

##### Trade Receivables, Contract Assets and Amount Owing by Subsidiaries (Trade Balance)

The Group applies the simplified approach to measure expected credit losses using a lifetime expected loss allowance for all trade receivables (including related parties) and contract assets.

##### *Inputs, Assumptions and Techniques used for Estimating Impairment Losses*

To measure the expected credit losses, trade receivables (including related parties) and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. Therefore, the Group concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The Group measures the expected credit losses of certain major customers, trade receivables that are credit impaired and trade receivables with a high risk of default on individual basis.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Trade Receivables, Contract Assets and Amount Owing by Subsidiaries (Trade Balance) (Cont'd)

##### Inputs, Assumptions and Techniques used for Estimating Impairment Losses (Cont'd)

The expected loss rates are based on the payment profiles of sales over 12 months (30.6.2024 – 12 months) before the reporting date and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the trade receivables to settle their debts.

There are no significant changes in the estimation techniques and assumptions as compared to the previous financial year.

##### *Allowance for Impairment Losses*

The reconciliations of allowance for impairment losses are as follows:-

<b>The Group</b>	<b>Non-credit Impaired RM'000</b>	<b>Credit Impaired RM'000</b>	<b>Total RM'000</b>
Trade Receivables			
Balance at 1.7.2023	(519)	(9,194)	(9,713)
Additions (Note 30)	(55)	-	(55)
Reversals (Note 30)	-	20	20
Written off	-	357	357
Balance at 30.6.2024/1.7.2024 (Note 12)	(574)	(8,817)	(9,391)
Additions (Note 30)	-	(739)	(739)
Reversals (Note 30)	552	-	552
Write back (Note 30)	-	45	45
Written off	-	8,555	8,555
Balance at 31.12.2025 (Note 12)	(22)	(956)	(978)

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Trade Receivables, Contract Assets and Amount Owing by Subsidiaries (Trade Balance) (Cont'd)

##### Allowance for Impairment Losses (Cont'd)

The information about the credit exposure and loss allowances recognised for trade receivables and contract assets are as follows:-

The Group	Gross Amount RM'000	Lifetime Individual Allowance RM'000	Lifetime Collective Allowance RM'000	Carrying Amount RM'000
<b>31.12.2025</b>				
Current (not past due)	7,957	-	(5)	7,952
1 to 30 days past due	26	-	-	26
31 to 60 days past due	25	-	-	25
61 to 90 days past due	-	-	-	-
Past due more than 90 days	31	-	(17)	14
Credit impaired	956	(956)	-	-
Trade receivables	8,995	(956)	(22)	8,017
Contract assets	24,778	-	-	24,778
	<b>33,773</b>	<b>(956)</b>	<b>(22)</b>	<b>32,795</b>
<b>30.6.2024</b>				
Current (not past due)	11,694	-	(69)	11,625
1 to 30 days past due	664	-	-	664
31 to 60 days past due	239	-	-	239
61 to 90 days past due	101	-	-	101
Past due more than 90 days	183,736	-	(505)	183,231
Credit impaired	8,817	(8,817)	-	-
Trade receivables	205,251	(8,817)	(574)	195,860
Contract assets	45,633	-	-	45,633
	<b>250,884</b>	<b>(8,817)</b>	<b>(574)</b>	<b>241,493</b>

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Trade Receivables, Contract Assets and Amount Owing by Subsidiaries (Trade Balance) (Cont'd)

##### Allowance for Impairment Losses (Cont'd)

The Company	Gross Amount RM'000	Lifetime Individual Allowance RM'000	Lifetime Collective Allowance RM'000	Carrying Amount RM'000
<b>31.12.2025</b>				
<u>Amount owing by subsidiaries</u>				
<u>(trade)</u>				
Current (not past due)	4,680	-	-	4,680
Past due more than 90 days	2,790	-	-	2,790
	<b>7,470</b>	<b>-</b>	<b>-</b>	<b>7,470</b>
<b>30.6.2024</b>				
<u>Amount owing by subsidiaries</u>				
<u>(trade)</u>				
Current (not past due)	11,300	-	-	11,300
Past due more than 90 days	2,610	-	-	2,610
	<b>13,910</b>	<b>-</b>	<b>-</b>	<b>13,910</b>

Trade receivables and contract assets that are individually determined to be impaired relate to debtors who are in significant financial difficulties and have defaulted on payments. These debtors are not secured by any collateral or credit enhancements.

Trade receivables and contract assets that are collectively determined to be impaired relate to expected credit losses measured based on the Group's observed default rates.

There has not been any significant change in the gross amounts of trade receivables and contract assets that impacted the allowance for impairment losses.

##### Other Receivables

The Group and the Company apply the 3-stage general approach to measure expected credit losses for its other receivables.

##### Inputs, Assumptions and Techniques used for Estimating Impairment Losses

Under this approach, the Group and the Company assess whether there is a significant increase in credit risk for receivables by comparing the risk of a default as at the reporting date with the risk of default as at the date of initial recognition. The Group and the Company consider there has been a significant increase in credit risk when contractual terms change or payments are delayed.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Other Receivables (Cont'd)

The Group and the Company use 3 categories to reflect their credit risk and how the loss allowance is determined for each category:-

Category	Definition of Category	Loss Allowance
Performing:	Receivables have a low risk of default and a strong capacity to meet contractual cash flows	12-months expected credit losses
Underperforming:	Receivables for which there is a significant increase in credit risk	Lifetime expected credit losses
Non-performing:	There is evidence indicating the receivable is credit impaired or more than 90 days past due	Lifetime expected credit losses

The Group and the Company measure the expected credit losses of receivables having significant balances, receivables that are credit impaired and receivables with a high risk of default on individual basis. The remaining receivables are grouped by shared credit risk characteristics and assessed on collective basis.

Loss allowance is measured on either 12-month expected credit losses or lifetime expected credit losses, by considering the likelihood that the receivable would not be able to repay during the contractual period (probability of default, PD), the percentage of contractual cash flows that will not be collected if default happens (loss given default, LGD) and the outstanding amount that is exposed to default risk (exposure at default, EAD).

In deriving the PD and LGD, the Group and the Company consider the receivable's past payment status and its financial condition as at the reporting date. The PD is adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the receivable to settle its debts.

There are no significant changes in the estimation techniques and assumptions as compared to the previous financial year.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Other Receivables (Cont'd)

##### *Allowance for Impairment Losses*

The reconciliations of allowance for impairment losses are as follows:-

	The Group		The Company	
	31.12.2025 RM'000	30.6.2024 RM'000	31.12.2025 RM'000	30.6.2024 RM'000
At 1 July 2024/2023	(6,468)	(6,109)	(2,599)	(2,599)
Addition (Note 30)	-	(360)	-	-
Reversal (Note 30)	2,000	-	-	-
Written off	2,959	1	2,599	-
At 31 December/ 30 June (Note 13)	(1,509)	(6,468)	-	(2,599)

The allowance for impairment losses (determined on an individual basis) relates to credit impaired other receivables who are in significant financial difficulties and have defaulted on payments. No impairment losses are provided for the remaining other receivables because there have been no significant changes in their credit quality and the amounts are considered recoverable but with slower repayment records.

There has not been any significant change in the gross amounts of other receivables that impacted the allowance for impairment losses.

##### Fixed Deposits with Licensed Banks, Cash and Bank Balances

The Group and the Company consider the licensed banks to be of low credit risks. In addition, some of the bank balances are insured by Government agencies. Therefore, the Group and the Company are of the view that the loss allowance is immaterial and therefore not provided for.

##### Amount Owing By Subsidiaries (Non-trade Balances)

The Company also applies the 3-stage general approach (see information in other receivables above) to measure expected credit losses for all inter-company balances.

##### *Inputs, Assumptions and Techniques used for Estimating Impairment Losses*

The Company measures the expected credit losses on individual basis, which is aligns with its credit risk management practices on the inter-company balances.

The Company considers loans and advances to subsidiaries to be of low credit risks. The Company assumes that there is a significant increase in credit risk when a subsidiary's financial position deteriorates significantly. This is because the Company is able to determine the timing of payments and the loans and advances when they are payable, the Company considers the loans and advances are to be in default when the subsidiaries are not able to pay when demanded.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Amount Owing By Subsidiaries (Non-trade Balances) (Cont'd)

##### *Inputs, Assumptions and Techniques used for Estimating Impairment Losses (Cont'd)*

For loans and advances that are repayable on demand, impairment losses are assessed on the assumption that repayment of the outstanding balances is demanded at the reporting date. If the subsidiary does not have sufficient highly liquid resources when the loans and advances are demanded, the Company will consider the expected manner of recovery to measure the impairment loss; the recovery manner could be either through 'repayable over time' or a fire sale of less liquid assets by the subsidiary.

There are no significant changes in the estimation techniques and assumptions as compared to the previous financial year.

##### *Allowance for Impairment Losses*

The reconciliations of allowance for impairment losses are as follows:-

	<b>The Company</b>	
	<b>31.12.2025</b>	<b>30.6.2024</b>
	<b>RM'000</b>	<b>RM'000</b>
At 1 July 2024/2023	<b>(296)</b>	(296)
Additions (Note 30)	<b>(1,472)</b>	-
At 31 December/30 June (Note 15)	<b>(1,768)</b>	(296)

The allowance for impairment losses (determined on an individual basis) relates to credit impaired subsidiaries who are in significant financial difficulties and have defaulted on payments.

There has not been any significant change in the gross amounts of amount owing by subsidiaries that impacted the allowance for impairment losses.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

###### (iii) Assessment of Impairment Losses (Cont'd)

###### Financial Guarantee Contracts

Corporate guarantees for borrowing facilities granted to subsidiaries are financial guarantee contract.

###### *Inputs, Assumptions and Techniques used for Estimating Impairment Losses*

The Company closely monitors the subsidiaries' financial strength to reduce the risk of loss.

The Company considers there is a significant increase in credit risk when a subsidiary's financial position deteriorates significantly. A financial guarantee contract is credit impaired when:

- The subsidiary is unlikely to repay its obligation to the bank in full; or
- The subsidiary is having a deficit in equity and is continuously loss making.

The Company determines the probability of default of the guaranteed amounts individually using internal information available.

###### *Allowance for Impairment Losses*

All of the financial guarantee contracts are considered to be performing, have low risks of default and historically there were no instances where these financial guarantee contracts were called upon by the parties of which the financial guarantee contracts were issued to. Accordingly, no loss allowances were identified based on 12-month expected credit losses.

##### (c) Liquidity Risk

Liquidity risk arises mainly from general funding and business activities. The Group and the Company practise prudent risk management by maintaining sufficient cash balances and the availability of funding through certain committed credit facilities.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (c) Liquidity Risk (Cont'd)

###### Maturity Analysis

The following table sets out the maturity profile of the financial liabilities at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period):-

The Group	Effective Interest Rate %	Carrying Amount RM'000	Contractual Undiscounted Cash Flows RM'000	Within 1 Year RM'000	1 - 5 Years RM'000	Over 5 Years RM'000
<b>31.12.2025</b>						
<u>Non-derivative Financial Liabilities</u>						
Term loans	4.05	2,827	2,980	1,173	1,807	-
Trade payables	-	56,839	56,839	56,839	-	-
Other payables and accruals	-	2,472	2,472	2,472	-	-
		<b>62,138</b>	<b>62,291</b>	<b>60,484</b>	<b>1,807</b>	<b>-</b>
<b>30.6.2024</b>						
<u>Non-derivative Financial Liabilities</u>						
RPS "A"	4.60	152	152	-	152	-
Term loans	4.30 - 6.11	10,491	11,331	4,172	7,159	-
Trade payables	-	207,029	207,029	207,029	-	-
Other payables and accruals	-	5,938	5,938	5,938	-	-
		<b>223,610</b>	<b>224,450</b>	<b>217,139</b>	<b>7,311</b>	<b>-</b>

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (c) Liquidity Risk (Cont'd)

Maturity Analysis (Cont'd)

The Company	Effective Interest Rate %	Carrying Amount RM'000	Contractual Undiscounted Cash Flows RM'000	Within 1 Year RM'000	1 - 5 Years RM'000	Over 5 Years RM'000
<b>31.12.2025</b>						
<u>Non-derivative Financial</u>						
<u>Liabilities</u>						
Other payables and accruals	-	730	730	730	-	-
Amount owing to a subsidiary:						
- interest bearing	3.45 - 3.50	58,767	58,767	58,767	-	-
- non-interest bearing	-	7,628	7,628	7,628	-	-
Financial guarantee contracts in relation to corporate guarantee given to certain subsidiaries	-	-	2,827 <sup>#</sup>	1,078	1,749	-
		67,125	69,952	68,203	1,749	-
<b>30.6.2024</b>						
<u>Non-derivative Financial</u>						
<u>Liabilities</u>						
Other payables and accruals	-	2,002	2,002	2,002	-	-
Financial guarantee contracts in relation to corporate guarantee given to certain subsidiaries	-	-	10,491 <sup>#</sup>	3,707	6,784	-
		2,002	12,493	5,709	6,784	-

Note:-

# The potential exposure of the financial guarantee contracts is equivalent to the outstanding amount of the credit facilities of the said subsidiaries at the end of the reporting period. The financial guarantees have not been recognised in the financial statements because their fair value on initial recognition were not material.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.2 CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that entities within the Group will be able to maintain an optimal capital structure so as to support its businesses and maximise shareholders value. To achieve this objective, the Group may make adjustments to the capital structure in view of changes in economic conditions, such as adjusting the amount of dividend payment, returning of capital to shareholders or issuing new shares.

The Group manages its capital based on debt-to-equity ratio that complies with debt covenants and regulatory, if any. The debt-to-equity ratio is calculated as net debt divided by total equity. The Group includes within net debt, loans and borrowings from financial institutions less cash and cash equivalents. Capital includes equity attributable to the owners of the parent and non-controlling interest. The debt-to-equity ratio of the Group at the end of the reporting period is as follows:-

	The Group	
	31.12.2025 RM'000	30.6.2024 RM'000
RPS "A" (Note 22)	-	152
Term loans (Note 23)	<b>2,827</b>	10,491
	<b>2,827</b>	10,643
Less: Cash and cash equivalents (Note 35(d))	<b>(17,626)</b>	(18,149)
Net cash	<b>(14,799)</b>	(7,506)
Total equity	<b>148,180</b>	190,292
Debt-to-equity ratio	*	*

Note:-

\* - Not applicable. as the Group's cash and cash equivalents exceed its borrowings.

There was no change in the approach to capital management during the financial period.

The Group is also required to maintain a debt-to-equity of not more than 1 time as disclosed in Note 23 to the financial statements, failing which, the bank may call an event of default. The Group has complied with this requirement.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.3 CLASSIFICATION OF FINANCIAL INSTRUMENTS

	The Group		The Company	
	31.12.2025 RM'000	30.6.2024 RM'000	31.12.2025 RM'000	30.6.2024 RM'000
<b>Financial Assets</b>				
<u>Fair Value Through Profit or Loss</u>				
Short-term investments (Note 16)	142,862	300	137,767	300
<u>Amortised Cost</u>				
Trade receivables (Note 12)	8,017	195,860	-	-
Other receivables (Note 13)	1,177	55,324	99	102
Amount owing by subsidiaries (Note 15)	-	-	7,623	87,268
Cash and bank balances (Note 17)	18,967	19,147	565	849
	<b>28,161</b>	<b>270,331</b>	<b>8,287</b>	<b>88,219</b>
<b>Financial Liability</b>				
<u>Amortised Cost</u>				
RPS "A" (Note 22)	-	152	-	-
Term loans (Note 23)	2,827	10,491	-	-
Trade payables (Note 25)	56,839	207,029	-	-
Other payables and accruals (Note 26)	2,472	5,938	730	2,002
Amount owing to subsidiaries (Note 15)	-	-	66,395	-
	<b>62,138</b>	<b>223,610</b>	<b>67,125</b>	<b>2,002</b>

#### 41.4 GAINS OR LOSSES ARISING FROM FINANCIAL INSTRUMENTS

	The Group		The Company	
	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000	1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
<b>Financial Assets</b>				
<u>Fair Value Through Profit or Loss</u>				
Net gains recognised in profit or loss	1,475	10	1,380	10
<u>Amortised Cost</u>				
Net gains/(losses) recognised in profit or loss	2,472	(123)	(1,472)	-
<b>Financial Liability</b>				
<u>Amortised Cost</u>				
Net losses recognised in profit or loss	(667)	(1,177)	(517)	(1)

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.5 FAIR VALUE INFORMATION

The fair values of the financial assets and financial liabilities of the Group and of the Company which are maturing within the next 12 months approximated their carrying amounts due to the relatively short-term maturity of the financial instruments or repayable on demand terms.

The following table sets out the fair value profile of financial instruments that are carried at fair value and those not carried at fair value at the end of the reporting period:-

	Fair Value of Financial Instruments Carried at Fair Value			Fair Value of Financial Instruments not Carried at Fair Value			Total Fair Value RM'000	Carrying Amount RM'000
	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000		
<b>The Group</b>								
<b>31.12.2025</b>								
<u>Financial Asset</u>								
Short-term investments:								
- fixed income funds	-	142,862	-	-	-	-	142,862	142,862
<u>Financial Liability</u>								
Term loans:								
- floating rate	-	-	-	-	2,827	-	2,827	2,827
<b>30.6.2024</b>								
<u>Financial Asset</u>								
Short-term investments:								
- money market funds	-	300	-	-	-	-	300	300
<u>Financial Liabilities</u>								
RPS "A"	-	-	-	-	152	-	152	152
Term loans:								
- floating rate	-	-	-	-	10,491	-	10,491	10,491
<b>The Company</b>								
<b>31.12.2025</b>								
<u>Financial Asset</u>								
Short-term investments:								
- fixed income funds	-	137,767	-	-	-	-	137,767	137,767
<b>30.6.2024</b>								
<u>Financial Asset</u>								
Short-term investments:								
- money market funds	-	300	-	-	-	-	300	300

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025

### 41. FINANCIAL INSTRUMENTS (CONT'D)

#### 41.5 FAIR VALUE INFORMATION (CONT'D)

##### (a) Fair Value of Financial Instruments Carried at Fair Value

- (i) The fair value of short-term investments is determined by reference to statements provided by the respective financial institutions, with which the investments were entered into.
- (ii) There were no transfer between level 1 and level 2 during the financial period.

##### (b) Fair Value of Financial Instruments not Carried at Fair Value

The fair values, which are for disclosure purposes, have been determined using the following basis:-

- (i) The fair values of the term loans that carry floating interest rates approximated their carrying amounts as they are repriced to market interest rates on or near the reporting date.
- (ii) The fair values of RPS "A" that carry fixed interest rate are determined by discounting the relevant future contractual cash flows using current market interest rates for similar instruments at the end of the reporting period. The interest rate used to discount the estimated cash flows are as follows:-

	The Group	
	31.12.2025	30.6.2024
	%	%
<b>RPS "A"</b>	-	4.60

### 42. SIGNIFICANT EVENTS DURING THE FINANCIAL PERIOD

#### (i) Legal proceedings by Prestariang Skin Sdn. Bhd. ("PSKIN") against the Government of Malaysia ("GOM")

Following the recording of a Consent Order on 24 March 2025 in the Court of Appeal of Malaysia at Putrajaya ("Consent Order"), PSKIN received the full and final payment of RM201,447,632.52 ("Settlement Sum") from the GOM on 14 May 2025, pursuant to the Consent Order.

The receipt of the Settlement Sum marks the conclusion of the legal proceedings in relation to this matter, enabling the Company to move forward with full focus on driving future growth and continuing to deliver value to our stakeholders.

#### (ii) Disposal of properties by Awantec Systems Sdn. Bhd. ("ASSB"), a wholly-owned subsidiary of the Company

On 31 January 2025, ASSB entered into 8 separate Sale and Purchase Agreements (the "SPAs") with Puncak Hartanah Intelek Sdn. Bhd., for the disposal of an 8-storey office semi-detached signature corporate office/retail known as Block 12, Corporate Park, Star Central at Cyberjaya ("the Property") together with its attached fixtures and fittings, as listed in the SPAs for a total cash consideration of RM25 million.

### 43. COMPARATIVE FIGURES

The Company has changed its financial year end from 30 June to 31 December. Consequently, the comparative figures are for the previous 12 months period from 1 July 2023 to 30 June 2024. The current financial statements are for a period of 18 months from 1 July 2024. Due to the change in the financial year end, the amounts presented in the financial statements are not entirely comparable.

# LIST OF PROPERTIES

No.	Location	Registered Owner	Tenure	Built-up Area (sq ft)	Description/ Existing Use	Approximate Age of Building (Years)	Net Book Value as at 31/12/2025	Date of Acquisition
1	Unit No. 70-1, Lingkaran Cyber Point Barat, NeoCyber, 63000 Cyberjaya, Selangor Darul Ehsan	ASSB	Freehold	1,710	Office Building	16	182,000	4 September 2007
2	Unit No. 71-1, Lingkaran Cyber Point Barat, NeoCyber, 63000 Cyberjaya, Selangor Darul Ehsan	ASSB	Freehold	1,710	Office Building	16	182,000	4 September 2007
3	Unit No. 72-1, Lingkaran Cyber Point Barat, NeoCyber, 63000 Cyberjaya, Selangor Darul Ehsan	ASSB	Freehold	1,710	Office Building	16	182,000	4 September 2007
4	Unit No. 73-1, Lingkaran Cyber Point Barat, NeoCyber, 63000 Cyberjaya, Selangor Darul Ehsan	ASSB	Freehold	1,847	Office Building	16	219,000	4 September 2007
5	Unit No. 72-G, Lingkaran Cyber Point Barat, NeoCyber, 63000 Cyberjaya, Selangor Darul Ehsan	ASSB	Freehold	1,446	Office Building	16	346,000	4 September 2007
6	Unit No. 73-G, Lingkaran Cyber Point Barat, NeoCyber, 63000 Cyberjaya, Selangor Darul Ehsan	ASSB	Freehold	2,440	Office Building	16	546,000	15 September 2007
7	Unit No. 71-G, Lingkaran Cyber Point Barat, NeoCyber, 63000 Cyberjaya, Selangor Darul Ehsan	ASSB	Freehold	1,446	Office Building	16	357,000	1 July 2009
8	Unit No. 70-G, Lingkaran Cyber Point Barat, NeoCyber, 63000 Cyberjaya, Selangor Darul Ehsan	ASSB	Freehold	1,446	Office Building	16	356,000	1 July 2009
9	Unit No. 73A-G, Lingkaran Cyber Point Barat, NeoCyber, 63000 Cyberjaya, Selangor Darul Ehsan	ASSB	Freehold	2,440	Office Building	16	722,000	3 September 2010
10	Unit No. 73A-1, Lingkaran Cyber Point Barat, NeoCyber, 63000 Cyberjaya, Selangor Darul Ehsan	ASSB	Freehold	1,847	Office Building	16.5	547,000	3 September 2010
11	Block 11-2 (11B) Corporate Park Star Central @ Cyberjaya, 63000 Cyberjaya, Selangor Darul Ehsan	ASSB	Freehold	17,999	Office Building	7	10,497,000	19 October 2017

# ANALYSIS OF SHAREHOLDINGS

As at 2 April 2026

## SHARE CAPITAL

Total number of issued shares	: 789,996,711 Ordinary Shares (Including 1,698,500 treasury shares)
Class of shares	: Ordinary Shares
Voting rights	: One (1) vote per Ordinary Share
Number of shareholders	: 5,303

## DISTRIBUTION OF SHAREHOLDINGS

SIZE OF HOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 - 99	156	2.94	5,146	0.00
100 - 1,000	861	16.24	476,241	0.06
1,001 - 10,000	2,350	44.32	12,589,054	1.59
10,001 - 100,000	1,515	28.57	53,742,375	6.80
100,001 - 39,499,835*	416	7.85	399,853,555	50.62
39,499,836 and above**	5	0.09	323,330,340	40.93
<b>Total</b>	<b>5,303</b>	<b>100.00</b>	<b>789,996,711</b>	<b>100.00</b>

Notes:-

(\*) Less than 5% of issued holdings

(\*\*) 5% and above of issued holdings

## SUBSTANTIAL SHAREHOLDERS AS AT 2 APRIL 2026

NO.	NAME OF SUBSTANTIAL SHAREHOLDER	DIRECT		INDIRECT	
		NO. OF SHARES HELD	%	NO. OF SHARES HELD	%
1.	Maybank Trustees Berhad for Areca Dynamic Growth Fund	102,929,400	13.06	-	-
2.	Eco Cloud Assets Sdn. Bhd.	79,579,740	10.10	-	-
3.	CIMB Islamic Trustee Berhad	55,301,700	7.02	-	-
4.	CIMB Commerce Trustee Berhad	43,086,800	5.47	-	-
5.	Lembaga Tabung Amanah Warisan Negeri Terengganu	45,941,500	5.83	-	-
6.	Dr. Abu Hasan bin Ismail	-	-	79,579,740 <sup>(a)</sup>	10.10
7.	Eco Cloud Ventures Sdn. Bhd.	-	-	79,579,740 <sup>(a)</sup>	10.10

Note:-

<sup>(a)</sup> Deemed interested in the shares held by Eco Cloud Assets Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.

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## ANALYSIS OF SHAREHOLDINGS

As at 2 April 2026

### DIRECTORS' SHAREHOLDINGS AS AT 2 APRIL 2026

NO.	NAME OF DIRECTORS	DIRECT		INDIRECT	
		NO. OF SHARES HELD	%	NO. OF SHARES HELD	%
1.	Dato' Syed Naqiz Shahabuddin bin Syed Abdul Jabbar	-	-	-	-
2.	Dr. Abu Hasan bin Ismail	-	-	79,579,740 <sup>(a)</sup>	10.10
3.	Ramanathan a/l Sathiamutty	-	-	-	-
4.	Professor Emeritus Dato' Dr. Hassan bin Said	-	-	-	-
5.	Ginny Yeow Mei Ying	-	-	-	-
6.	YM Tunku Abang Faisal Amir bin Abang Abu Bakar	-	-	-	-
7.	Lim Saw Imm	-	-	-	-
8.	Datuk Seri Dr. Yusof bin Ismail	-	-	-	-

Note:-

<sup>(a)</sup> Deemed interested in the shares held by Eco Cloud Assets Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.

### THIRTY (30) LARGEST SHAREHOLDERS AS AT 2 APRIL 2026

NO.	NAME	NO. OF SHARES	%
1.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. MAYBANK TRUSTEES BERHAD FOR ARECA DYNAMIC GROWTH FUND	102,929,400	13.06
2.	ECO CLOUD ASSETS SDN. BHD.	79,579,740	10.10
3.	CIMB GROUP NOMINEES (TEMPATAN) SDN. BHD. CIMB ISLAMIC TRUSTEE BERHAD FOR AHAM MULTI-ASSET FUND	55,301,700	7.02
4.	CIMB GROUP NOMINEES (TEMPATAN) SDN. BHD. CIMB COMMERCE TRUSTEE BERHAD FOR AHAM MULTI-ASSET FUND 3	43,086,800	5.47
5.	LEMBAGA TABUNG AMANAH WARISAN NEGERI TERENGGANU	42,432,700	5.38
6.	ONG JOO THEAM	27,800,000	3.53
7.	HLB NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR YEOH POH CHOO	25,218,700	3.20
8.	CIMSEC NOMINEES (ASING) SDN. BHD. EXEMPT AN FOR CIMB INVESTMENT BANK BERHAD (88008208-PB)	18,000,000	2.28
9.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. EXEMPT AN FOR KENSINGTON TRUST LABUAN (AMAT CLASS-E)	16,388,000	2.08
10.	CIMSEC NOMINEES (TEMPATAN) SDN. BHD. CIMB FOR YEOH ENG HUA (PB)	14,386,000	1.83
11.	HLIB NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR YEOH ENG HUA	11,835,900	1.50
12.	CHIN CHIN SEONG	9,198,266	1.17
13.	MERCSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR HO LIH MENG	9,000,000	1.14

**THIRTY (30) LARGEST SHAREHOLDERS AS AT 2 APRIL 2026 (CONT'D)**

NO.	NAME	NO. OF SHARES	%
14.	HLIB NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES FOR YEOH POH CHOO	8,270,000	1.05
15.	KENANGA NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR YEOH ENG HUA	8,138,000	1.03
16.	LIANNEX CORPORATION (S) PTE. LTD.	7,800,100	0.99
17.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. RHB TRUSTEES BERHAD FOR ARECA PROGRESSIVE INCOME FUND 2.0	6,666,000	0.85
18.	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LIM SIN SEONG (6000461)	5,340,000	0.68
19.	LAI HOONG WYE	5,240,900	0.67
20.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR LIM HAN WENG	5,000,000	0.63
21.	MERCSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR SIOW WONG YEN @ SIOW KWANG HWA	4,704,500	0.60
22.	CHIN CHIN SEONG	4,600,000	0.58
23.	LIM SOO KIOW	4,230,000	0.54
24.	LOW CHU MOOI	4,100,000	0.52
25.	JESSIE LIM ME XIAN	4,086,900	0.52
26.	TAN SOO LEE	4,057,000	0.52
27.	LIM KOK HAN	3,998,800	0.51
28.	ONG SIEW LENG	3,700,000	0.47
29.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. EXEMPT AN FOR ARECA CAPITAL SDN. BHD. (CLIENTS' ACCOUNT)	3,629,000	0.46
30.	LEMBAGA TABUNG AMANAH WARISAN NEGERI TERENGGANU	3,500,000	0.44
	<b>TOTAL</b>	<b>542,218,406</b>	<b>68.78</b>

# DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Pursuant to 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

	Remarks	The Group	
		1.7.2024 to 31.12.2025 RM'000	1.7.2023 to 30.6.2024 RM'000
<b>Total Income</b>			
Revenue		119,137	95,082
Other income		42,884	3,725
<b>Total</b>		<b>162,021</b>	<b>98,807</b>
<b>Total Assets</b>		<b>216,416</b>	<b>433,222</b>

## (B) BUSINESS ACTIVITIES

Shariah Non-Compliant Activities	Remarks	The Group	
		31.12.2025 RM'000	31.12.2024 RM'000
Other Shariah non-compliant activities		N/A	N/A
<b>Total</b>		<b>N/A</b>	<b>N/A</b>

## (C) COMPONENT OF FINANCIAL POSITION

### (i) Cash Component

	Remarks	The Group	
		31.12.2025 RM'000	31.12.2024 RM'000
<b>Islamic Account/Instruments</b>			
Cash in hand		5	-
Cash at bank (exclude cash in hand)		15,621	14,849
Deposits with licensed bank		3,341	4,298
Money market funds		-	300
Fixed income funds		142,862	-
<b>Total</b>		<b>161,829</b>	<b>19,447</b>
<b>Conventional Account/Instruments</b>			
Conventional accounts		N/A	N/A
<b>Total</b>		<b>N/A</b>	<b>N/A</b>

## (C) COMPONENT OF FINANCIAL POSITION (CONT'D)

### (ii) Debt Component

	Remarks	The Group	
		31.12.2025 RM'000	31.12.2024 RM'000
<b>Islamic Financing</b>			
<b>Current</b>			
Bank borrowings		1,078	3,707
<b>Non-Current</b>			
Bank borrowings		1,749	6,784
<b>Total</b>		<b>2,827</b>	<b>10,491</b>
<b>Conventional Borrowing</b>			
<b>Current</b>		N/A	N/A
<b>Non-Current</b>		N/A	N/A
<b>Total</b>		<b>N/A</b>	<b>N/A</b>

# NOTICE OF 15<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Fifteenth Annual General Meeting (“15<sup>th</sup> AGM”) of AwanBiru Technology Berhad (“Company”) will be held physically at Garden Ballroom, Level 1, Putrajaya Marriott Hotel, IOI Resort City, 62502 Sepang, Wilayah Persekutuan Putrajaya on Thursday, 21 May 2026 at 10:00 a.m. for the following purposes:-

## AGENDA

1. To receive the Audited Financial Statements for the financial period ended 31 December 2025 together with the Reports of the Directors and the Auditors thereon. (Please refer to Explanatory Note No. (i))
2. To approve the payment of Directors’ fees up to an amount of RM276,500.00 for the period from 1 January 2026 until the 15<sup>th</sup> AGM of the Company. (Resolution 1)
3. To approve the payment of Directors’ benefits up to an amount of RM137,700.00 from 1 January 2026 until the 15<sup>th</sup> AGM of the Company. (Resolution 2)
4. To re-elect the following Directors who are retiring pursuant to Clause 119 of the Company’s Constitution and being eligible, have offered themselves for re-election:-
  - (a) Professor Emeritus Dato’ Dr. Hassan bin Said; (Resolution 3)
  - (b) Ginny Yeow Mei Ying. (Resolution 4)
5. To re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. (Resolution 5)

### As Special Business

To consider and if thought fit, with or without any modification, to pass the following Ordinary Resolutions:-

6. **ORDINARY RESOLUTION NO. 1**  
**- AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016** (Resolution 6)

“THAT subject always to the Companies Act 2016 (“Act”), the Constitution of the Company and approvals from Bursa Malaysia Securities Berhad (“Bursa Securities”) and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit, provided always that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being.

THAT pursuant to Section 85 of the Act to be read together with Clause 15 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to Sections 75 and 76 of the Act.

AND THAT the Directors be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities;

AND FURTHER THAT such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

7. **ORDINARY RESOLUTION NO. 2**

**- PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")**

(Resolution 7)

"**THAT** subject always to the Companies Act 2016, the Constitution of the Company, the Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements and all other applicable laws, guidelines, rules and regulations, if applicable, the Company be and is hereby authorised to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities as the Directors may deem fit and expedient in the interest of the Company, provided that:-

- (i) the aggregate number of shares purchased does not exceed ten percent (10%) of the total number of issued shares of the Company including the shares previously purchased and retained as Treasury Shares (if any);
- (ii) the maximum amount of funds to be allocated for the Proposed Renewal of Share Buy-Back shall not exceed the aggregate of the retained profits of the Company, based on the latest audited financial statements and/or latest management accounts of the Company (where applicable); and
- (iii) the Directors of the Company may decide in their absolute discretion either to retain the shares purchased as treasury shares or cancel the shares or retain part of the shares so purchased as treasury shares and cancel the remainder or to resell the shares or distribute the shares as dividends;

**THAT** authority conferred by this Resolution shall commence immediately upon the passing of this Resolution and will only continue to be in force until:-

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

whichever occurs first;

**AND THAT** authority be and is hereby given to the Directors of the Company to act and take all such steps and do all things as are necessary or expedient to implement, finalise and give full effect to the aforesaid purchase."

8. To transact any other ordinary business of which due notice shall have been given.

By Order of the Board

**CHUA SIEW CHUAN (SSM PC NO. 201908002648) (MAICSA 0777689)**

**LIM LIH CHAU (SSM PC NO. 201908001454) (LS 0010105)**

Company Secretaries

Kuala Lumpur

Dated: 22 April 2026

## NOTICE OF 15<sup>TH</sup> ANNUAL GENERAL MEETING

### NOTES:

1. The Company has changed its financial year end from 30 June to 31 December, and an announcement in relation thereto was made to Bursa Malaysia Securities Berhad on 16 October 2025. Pursuant to Section 340(1) of the Companies Act 2016, every public company is required to hold an Annual General Meeting ("AGM") in each calendar year. The Companies Commission of Malaysia had granted the Company an extension of time until 30 June 2026 to hold its AGM in respect of the calendar year 2025. As no AGM was held during the calendar year 2025, the Company's 15<sup>th</sup> AGM will be convened to table the Audited Financial Statements for the eighteen (18)-month financial period from 1 July 2024 to 31 December 2025, together with the other ordinary business to be transacted thereat, and such AGM shall be deemed to be the AGM for the calendar year 2025.
2. In respect of deposited securities, only members whose names appear in the Record of Depositors on 14 May 2026 shall be eligible to attend the Meeting.
3. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his stead. A member may appoint more than one (1) proxy in relation to the Meeting, provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy.
4. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to attend, participate, speak and vote at the Meeting.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
6. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA) which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
7. The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd., at Level 11, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Alternatively, the Form of Proxy may also be lodged electronically via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> or email to [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof, i.e., Tuesday, 19 May 2026 at 10:00 a.m. A member is not precluded from attending the meeting in person after lodging the instrument of appointing the proxy; however, such attendance shall automatically revoke the authority granted to that Member's proxy. All resolutions set out in this notice of meeting are to be voted by poll.
8. Explanatory Notes:-
  - (i) **Audited Financial Statements for the financial period ended 31 December 2025**  
This Agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act 2016 does not require formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward for voting.
  - (ii) **Approval for the payment of Directors' benefits**  
The proposed Directors' benefits payable comprises allowances and other benefits. The total estimated amount of Directors' benefits payable is calculated based on the number of scheduled Board and Board Committees meetings for the period from 1 January 2026 until the 15<sup>th</sup> AGM and other benefits.
  - (iii) **Re-election of Directors who retire pursuant to Clause 119 of the Company's Constitution**  
Clause 119 of the Company's Constitution expressly states that at the subsequent AGM after the first AGM held, at least one-third (1/3<sup>rd</sup>) or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3<sup>rd</sup>) of the Directors for the time being shall retire from office, provided always that all Directors including Managing Director shall retire from office at least once every three (3) years. A Director retiring at a meeting shall retain office until the conclusion of the meeting. A retiring Director shall be eligible for re-election.

Professor Emeritus Dato' Dr. Hassan bin Said and Madam Ginny Yeow Mei Ying (each referred to as "retiring Director"), being eligible, have offered themselves for re-election at the 15<sup>th</sup> AGM pursuant to Clause 119 of the Company's Constitution.

For the purpose of determining the eligibility of the Directors to stand for re-election at the 15<sup>th</sup> AGM of the Company, the Board had through its Nomination and Remuneration Committee, undertaken a formal evaluation to determine the eligibility of each retiring Director in line with the Malaysian Code on Corporate Governance, which includes the following:

- (i) Performance and effectiveness of the Board as a whole, Board Committees and individual Directors;
- (ii) Independence of the Independent Non-Executive Director; and
- (iii) Fit and proper assessment.

Based on the results of the above-mentioned evaluations, the Board considered the performance of the retiring Directors to be effective. The retiring Directors were able to meet the Board's expectations in terms of experience, expertise, integrity, competency, participation and contribution. Each retiring Director demonstrates a commitment to the role and has sufficient time to meet his/her commitments to the Company. The retiring Directors had abstained from deliberations and decisions on their own eligibility to stand for re-election at the meetings of the Board.

The details of the retiring Directors are available in the Directors' Profile of the Annual Report 2025.

#### (iv) Authority to issue shares pursuant to the Companies Act 2016

The Company wishes to renew the mandate on the authority to issue shares pursuant to the Companies Act 2016 at the 15<sup>th</sup> AGM of the Company (hereinafter referred to as the "General Mandate").

The Company had been granted a general mandate by its shareholders at the 14<sup>th</sup> AGM of the Company held on 27 November 2024 (hereinafter referred to as the "Previous Mandate").

The Previous Mandate granted by the shareholders had not been utilised and hence no proceed was raised therefrom.

The purpose to seek the General Mandate is to enable the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 10% of the total number of issued shares of the Company for the time being. The General Mandate, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.

The General Mandate will enable the Directors to take swift action for allotment of shares for any possible fundraising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisition(s) and to avoid delay and cost in convening general meetings to approve such issue of shares.

#### (v) Proposed Renewal of Share Buy-Back Authority

The Proposed Renewal of Share Buy-back Authority is to renew the authority granted by the shareholders of the Company at the 14<sup>th</sup> AGM of the Company held on 27 November 2024. The proposed renewal will allow the Company to purchase its own shares up to 10% of the total number of issued shares of the Company at any time within the time period stipulated in Bursa Malaysia Securities Berhad Main Market Listing Requirements.

Please refer to the Statement to Shareholders dated 22 April 2026 for further information.

# NOTICE OF 16<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Sixteenth Annual General Meeting (“16<sup>th</sup> AGM”) of AwanBiru Technology Berhad (“Company”) will be held physically at Garden Ballroom, Level 1, Putrajaya Marriott Hotel, IOI Resort City, 62502 Sepang, Wilayah Persekutuan Putrajaya on Thursday, 21 May 2026 at 11:00 a.m., or immediately following the conclusion or adjournment (as the case may be) of the Fifteenth AGM (“15<sup>th</sup> AGM”) which will be held at 10:00 a.m. on the same day and at the same venue, whichever is later, for the following purposes:-

## AGENDA

- |  |  |
|--|--|
| 1. To approve the payment of Directors’ fees up to an amount of RM663,600.00 for the period from the 16 <sup>th</sup> AGM until the next Annual General Meeting of the Company to be held in year 2027.  | (Please refer to Explanatory Note No. (i)) |
| 2. To approve the payment of Directors’ benefits up to an amount of RM278,400.00 from the 16 <sup>th</sup> AGM until the next Annual General Meeting of the Company to be held in year 2027.   | (Resolution 1)                             |
| 3. To re-elect the following Directors who are retiring pursuant to Clause 119 of the Company’s Constitution and being eligible, have offered themselves for re-election:-<br>(a) Tunku Abang Faisal Amir bin Abang Abu Bakar; and<br>(b) Lim Saw Imm. | (Resolution 2)<br>(Resolution 3)           |
| 4. To re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.   | (Resolution 4)                             |

### As Special Business

To consider and if thought fit, with or without any modification, to pass the following Ordinary Resolutions:-

- |  |                |
|--|----------------|
| 5. <b>ORDINARY RESOLUTION NO. 1</b><br><b>– AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016</b> | (Resolution 5) |
|--|----------------|

“**THAT** subject always to the Companies Act 2016 (“Act”), the Constitution of the Company and approvals from Bursa Malaysia Securities Berhad (“Bursa Securities”) and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit, provided always that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being.

**THAT** pursuant to Section 85 of the Act to be read together with Clause 15 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to Sections 75 and 76 of the Act.

**AND THAT** the Directors be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities;

**AND FURTHER THAT** such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

## NOTICE OF 16<sup>TH</sup> ANNUAL GENERAL MEETING

6. **ORDINARY RESOLUTION NO. 2**

- **PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")**

(Resolution 6)

"**THAT** subject always to the Companies Act 2016, the Constitution of the Company, the Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements and all other applicable laws, guidelines, rules and regulations, if applicable, the Company be and is hereby authorised to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities as the Directors may deem fit and expedient in the interest of the Company, provided that:-

- (i) the aggregate number of shares purchased does not exceed ten percent (10%) of the total number of issued shares of the Company including the shares previously purchased and retained as Treasury Shares (if any);
- (ii) the maximum amount of funds to be allocated for the Proposed Renewal of Share Buy-Back shall not exceed the aggregate of the retained profits of the Company, based on the latest audited financial statements and/or latest management accounts of the Company (where applicable); and
- (iii) the Directors of the Company may decide in their absolute discretion either to retain the shares purchased as treasury shares or cancel the shares or retain part of the shares so purchased as treasury shares and cancel the remainder or to resell the shares or distribute the shares as dividends;

**THAT** authority conferred by this Resolution shall commence immediately upon the passing of this Resolution and will only continue to be in force until:-

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

whichever occurs first;

**AND THAT** authority be and is hereby given to the Directors of the Company to act and take all such steps and do all things as are necessary or expedient to implement, finalise and give full effect to the aforesaid purchase."

7. To transact any other ordinary business of which due notice shall have been given.

By Order of the Board

**CHUA SIEW CHUAN (SSM PC NO. 201908002648) (MAICSA 0777689)**

**LIM LIH CHAU (SSM PC NO. 201908001454) (LS 0010105)**

Company Secretaries

Kuala Lumpur

Dated: 22 April 2026

**NOTES:**

1. Section 340(1) of the Companies Act 2016 provides that every public company shall hold an Annual General Meeting ("AGM") in each calendar year. Accordingly, the Company's 16<sup>th</sup> AGM will be held in respect of the calendar year 2026. No Audited Financial Statements will be tabled at the 16<sup>th</sup> AGM. Instead, the Audited Financial Statements for the eighteen (18)-month financial period from 1 July 2024 to 31 December 2025 will be tabled at the 15<sup>th</sup> AGM, which will be held on the same day.
2. In respect of deposited securities, only members whose names appear in the Record of Depositors on 14 May 2026 shall be eligible to attend the Meeting.
3. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his stead. A member may appoint more than one (1) proxy in relation to the Meeting, provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy.
4. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to attend, participate, speak and vote at the Meeting.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
6. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA) which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
7. The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd., at Level 11, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Alternatively, the Form of Proxy may also be lodged electronically via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> or email to [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof, i.e., Tuesday, 19 May 2026 at 11:00 a.m. A member is not precluded from attending the meeting in person after lodging the instrument of appointing the proxy; however, such attendance shall automatically revoke the authority granted to that Member's proxy. All resolutions set out in this notice of meeting are to be voted by poll.
8. Explanatory Notes:-
  - (i) **Approval for the payment of Directors' benefits**  
The proposed Directors' benefits payable comprises allowances and other benefits. The total estimated amount of Directors' benefits payable is calculated based on the number of scheduled Board and Board Committees meetings for the period from the 16<sup>th</sup> AGM until the next AGM and other benefits. This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.
  - (ii) **Re-election of Directors who retire pursuant to Clause 119 of the Company's Constitution**  
Clause 119 of the Company's Constitution expressly states that at the subsequent AGM after the first AGM held, at least one-third (1/3<sup>rd</sup>) or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3<sup>rd</sup>) of the Directors for the time being shall retire from office, provided always that all Directors including Managing Director shall retire from office at least once every three (3) years. A Director retiring at a meeting shall retain office until the conclusion of the meeting. A retiring Director shall be eligible for re-election.

YM Tunku Abang Faisal Amir bin Abang Abu Bakar and Madam Lim Saw Imm (each referred to as "retiring Director"), being eligible, have offered themselves for re-election at the 16<sup>th</sup> AGM pursuant to Clause 119 of the Company's Constitution.

For the purpose of determining the eligibility of the Directors to stand for re-election at the 16<sup>th</sup> AGM of the Company, the Board had through its Nomination and Remuneration Committee, undertaken a formal evaluation to determine the eligibility of each retiring Director in line with the Malaysian Code on Corporate Governance, which includes the following:

- (i) Performance and effectiveness of the Board as a whole, Board Committees and individual Directors;
- (ii) Independence of the Independent Non-Executive Director; and
- (iii) Fit and proper assessment.

Based on the results of the above-mentioned evaluations, the Board considered the performance of the retiring Directors to be effective. The retiring Directors were able to meet the Board's expectations in terms of experience, expertise, integrity, competency, participation and contribution. Each retiring Director demonstrates a commitment to the role and has sufficient time to meet his/her commitments to the Company. The retiring Directors had abstained from deliberations and decisions on their own eligibility to stand for re-election at the meetings of the Board.

The details of the retiring Directors are available in the Directors' Profile of the Annual Report 2025.

**(iii) Authority to issue shares pursuant to the Companies Act 2016**

The Company wishes to renew the mandate on the authority to issue shares pursuant to the Companies Act 2016 at the 16<sup>th</sup> AGM of the Company (hereinafter referred to as the "General Mandate").

The Company had been granted a general mandate by its shareholders at the 15<sup>th</sup> AGM of the Company held on 21 May 2026 (hereinafter referred to as the "Previous Mandate").

The Previous Mandate granted by the shareholders had not been utilised and hence no proceed was raised therefrom.

The purpose to seek the General Mandate is to enable the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 10% of the total number of issued shares of the Company for the time being. The General Mandate, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.

The General Mandate will enable the Directors to take swift action for allotment of shares for any possible fundraising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisition(s) and to avoid delay and cost in convening general meetings to approve such issue of shares.

**(iv) Proposed Renewal of Share Buy-Back Authority**

The Proposed Renewal of Share Buy-back Authority is to renew the authority granted by the shareholders of the Company at the 15<sup>th</sup> and 16<sup>th</sup> AGM of the Company held on 21 May 2026. The proposed renewal will allow the Company to purchase its own shares up to 10% of the total number of issued shares of the Company at any time within the time period stipulated in Bursa Malaysia Securities Berhad Main Market Listing Requirements.

Please refer to the Statement to Shareholders dated 22 April 2026 for further information.

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**AWANBIRU TECHNOLOGY BERHAD**  
 [Registration No. 201001038336 (922260-K)]  
 (Incorporated in Malaysia)

# FORM OF PROXY

CDS Account No.	
Number of ordinary shares	

\*I/We (full name), \_\_\_\_\_

E-mail: \_\_\_\_\_ Telephone no.: \_\_\_\_\_

bearing \*NRIC No./Passport No./Company No.: \_\_\_\_\_

of (full address) \_\_\_\_\_

being \*member/members to AwanBiru Technology Berhad ("**Company**") hereby appoint:

First Proxy "A"

Full Name:	NRIC No./Passport No.:	Proportion of Shareholdings Represented	
		No. of Shares	%
Full Address:			
Telephone No.:			
Email Address:			

and/or failing \*him/her,

Second Proxy "B"

Full Name:	NRIC No./Passport No.:	Proportion of Shareholdings Represented	
		No. of Shares	%
Full Address:			
Telephone No.:			
Email Address:			

100%

or failing \*him/her, the Chairman of the Meeting as \*my/our proxy to vote for \*me/us and on \*my/our behalf at the Fifteenth Annual General Meeting ("**15<sup>th</sup> AGM**") of the Company to be held physically at Garden Ballroom, Level 1, Putrajaya Marriott Hotel, IOI Resort City, 62502 Sepang, Wilayah Persekutuan Putrajaya on Thursday, 21 May 2026 at 10:00 a.m. and at any adjournment thereof.

# to put on a separate sheet where there are more than two (2) proxies.

(Please indicate with an "X" in the spaces provided below as to how you wish your votes to be casted. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her discretion.)

Items	Agendas	Resolutions	For	Against
1.	To receive the Audited Financial Statements for the financial period ended 31 December 2025 together with the Reports of the Directors and the Auditors thereon.			
2.	To approve the payment of Directors' fees up to an amount of RM276,500.00 for the period from 1 January 2026 until the 15 <sup>th</sup> AGM of the Company.	1		
3.	To approve the payment of Directors' benefits up to an amount of RM137,700.00 from 1 January 2026 until the 15 <sup>th</sup> AGM of the Company.	2		
4(a).	To re-elect Professor Emeritus Dato' Dr. Hassan bin Said as Director.	3		
4(b).	To re-elect Ginny Yeow Mei Ying as Director.	4		
5.	To re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	5		
<b>Special Business</b>				
6.	Authority to issue shares pursuant to the Companies Act 2016.	6		
7.	Proposed Renewal of Share buy-back authority.	7		

As witness \*my/our hand(s) this day \_\_\_\_\_ of \_\_\_\_\_ 2026.

\*Strike out whichever not applicable

\_\_\_\_\_  
 \*Signature of Member/Common Seal

**NOTES:**

1. The Company has changed its financial year end from 30 June to 31 December, and an announcement in relation thereto was made to Bursa Malaysia Securities Berhad on 16 October 2025. Pursuant to Section 340(1) of the Companies Act 2016, every public company is required to hold an Annual General Meeting ("AGM") in each calendar year. The Companies Commission of Malaysia had granted the Company an extension of time until 30 June 2026 to hold its AGM in respect of the calendar year 2025. As no AGM was held during the calendar year 2025, the Company's 15<sup>th</sup> AGM will be convened to table the Audited Financial Statements for the eighteen (18)-month financial period from 1 July 2024 to 31 December 2025, together with the other ordinary business to be transacted thereat, and such AGM shall be deemed to be the AGM for the calendar year 2025.
2. In respect of deposited securities, only members whose names appear in the Record of Depositors on 14 May 2026 shall be eligible to attend the Meeting.
3. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his stead. A member may appoint more than one (1) proxy in relation to the Meeting, provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy.
4. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to attend, participate, speak and vote at the Meeting.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
6. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA) which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
7. The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd., at Level 11, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Alternatively, the Form of Proxy may also be lodged electronically via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> or email to [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof, i.e., Tuesday, 19 May 2026 at 10:00 a.m. A member is not precluded from attending the meeting in person after lodging the instrument of appointing the proxy; however, such attendance shall automatically revoke the authority granted to that Member's proxy. All resolutions set out in this notice of meeting are to be voted by poll.

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To:

**Boardroom Share Registrars Sdn. Bhd.**

Level 11, Menara Symphony

No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13

46200 Petaling Jaya, Selangor Darul Ehsan

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**AWANBIRU TECHNOLOGY BERHAD**  
 [Registration No. 201001038336 (922260-K)]  
 (Incorporated in Malaysia)

# FORM OF PROXY

CDS Account No.	
Number of ordinary shares	

\*I/We (full name), \_\_\_\_\_

E-mail: \_\_\_\_\_ Telephone no.: \_\_\_\_\_

bearing \*NRIC No./Passport No./Company No.: \_\_\_\_\_

of (full address) \_\_\_\_\_

being \*member/members to AwanBiru Technology Berhad ("**Company**") hereby appoint:

First Proxy "A"

Full Name:	NRIC No./Passport No.:	Proportion of Shareholdings Represented	
		No. of Shares	%
Full Address:			
Telephone No.:			
Email Address:			

and/or failing \*him/her,

Second Proxy "B"

Full Name:	NRIC No./Passport No.:	Proportion of Shareholdings Represented	
		No. of Shares	%
Full Address:			
Telephone No.:			
Email Address:			

100%

or failing \*him/her, the Chairman of the Meeting as \*my/our proxy to vote for \*me/us and on \*my/our behalf at the Sixteenth Annual General Meeting ("**16<sup>th</sup> AGM**") of the Company to be held physically at Garden Ballroom, Level 1, Putrajaya Marriott Hotel, IOI Resort City, 62502 Sepang, Wilayah Persekutuan Putrajaya on Thursday, 21 May 2026 at 11:00 a.m., or immediately following the conclusion or adjournment (as the case may be) of the Fifteenth AGM ("**15<sup>th</sup> AGM**") which will be held at 10:00 a.m. on the same day and at the same venue, whichever is later.

# to put on a separate sheet where there are more than two (2) proxies.

(Please indicate with an "X" in the spaces provided below as to how you wish your votes to be casted. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her discretion.)

Items	Agendas	Resolutions	For	Against
1.	To approve the payment of Directors' fees up to an amount of RM663,600.00 for the period from the 16 <sup>th</sup> AGM until the next Annual General Meeting of the Company to be held in year 2027.	1		
2.	To approve the payment of Directors' benefits up to an amount of RM278,400.00 from the 16 <sup>th</sup> AGM until the next Annual General Meeting of the Company to be held in year 2027.	2		
3(a).	To re-elect Tunku Abang Faisal Amir bin Abang Abu Bakar as Director.	3		
3(b).	To re-elect Lim Saw Imm as Director.	4		
4.	To re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	5		
<b>Special Business</b>				
5.	Authority to issue shares pursuant to the Companies Act 2016.	6		
6.	Proposed Renewal of Share buy-back authority.	7		

As witness \*my/our hand(s) this day \_\_\_\_\_ of \_\_\_\_\_ 2026.

*\*Strike out whichever not applicable*

\_\_\_\_\_  
 \*Signature of Member/Common Seal

**NOTES:**

1. Section 340(1) of the Companies Act 2016 provides that every public company shall hold an Annual General Meeting ("AGM") in each calendar year. Accordingly, the Company's 16<sup>th</sup> AGM will be held in respect of the calendar year 2026. No Audited Financial Statements will be tabled at the 16<sup>th</sup> AGM. Instead, the Audited Financial Statements for the eighteen (18)-month financial period from 1 July 2024 to 31 December 2025 will be tabled at the 15<sup>th</sup> AGM, which will be held on the same day.
2. In respect of deposited securities, only members whose names appear in the Record of Depositors on 14 May 2026 shall be eligible to attend the Meeting.
3. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his stead. A member may appoint more than one (1) proxy in relation to the Meeting, provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy.
4. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to attend, participate, speak and vote at the Meeting.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
6. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA) which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
7. The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd., at Level 11, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Alternatively, the Form of Proxy may also be lodged electronically via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> or email to [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof, i.e., Tuesday, 19 May 2026 at 11:00 a.m. A member is not precluded from attending the meeting in person after lodging the instrument of appointing the proxy; however, such attendance shall automatically revoke the authority granted to that Member's proxy. All resolutions set out in this notice of meeting are to be voted by poll.

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To:

**Boardroom Share Registrars Sdn. Bhd.**

Level 11, Menara Symphony

No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13

46200 Petaling Jaya, Selangor Darul Ehsan

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