



大穩控股有限公司

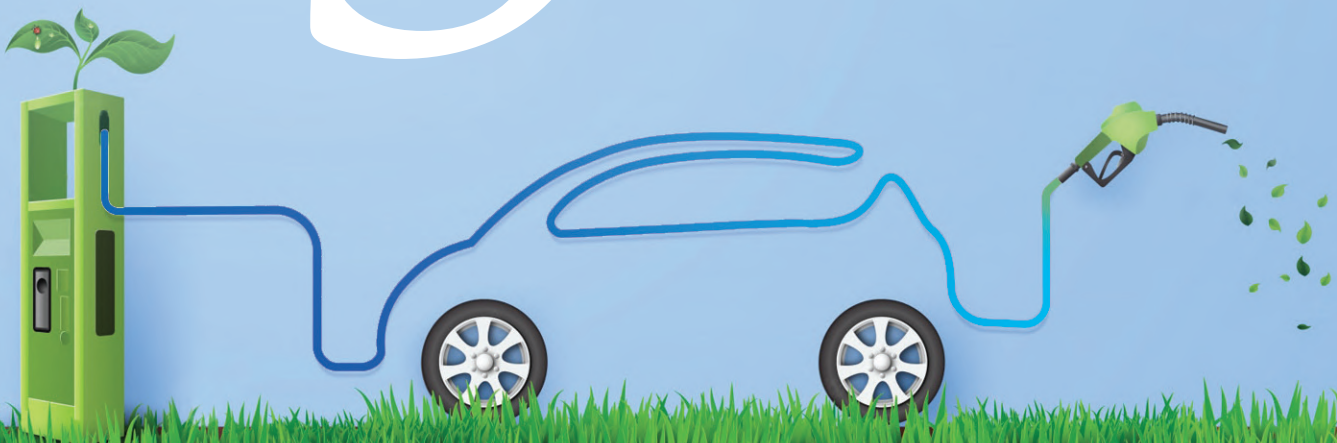
**TA WIN HOLDINGS BERHAD**

(Registration No.: 199401005913 (291592-U))  
(Incorporated in Malaysia)

# 2023

ANNUAL REPORT

POWERING LIVES AND  
BUSINESSES FOR  
A BETTER TOMORROW



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# CORPORATE INFORMATION

## BOARD OF DIRECTORS

### Dato' Yeo Boon Leong, JP

Chairman,  
Non-Independent Non-Executive Director

### Dato' Sri Ngu Tieng Ung, JP

Executive Director

### Datuk Tan Poo Chuan

Executive Director

### Mr. Lim Boon Shen

Non-Independent Non-Executive Director

### Datuk Zakaria Bin Sharif

Independent Non-Executive Director

### Dato' Paduka Dr. Hii King Hiong

Independent Non-Executive Director

### Datin Seri Azreen Binti Abu Noh

Independent Non-Executive Director

## AUDIT COMMITTEE

Datuk Zakaria Bin Sharif  
(Chairman)  
Dato' Paduka Dr. Hii King Hiong  
Datin Seri Azreen Binti Abu Noh  
Mr. Lim Boon Shen

## NOMINATION COMMITTEE

Datuk Zakaria Bin Sharif  
(Chairman)  
Datin Seri Azreen Binti Abu Noh  
Mr. Lim Boon Shen

## RISK MANAGEMENT COMMITTEE

Dato' Paduka Dr. Hii King Hiong  
(Chairman)  
Datin Seri Azreen Binti Abu Noh  
Datuk Zakaria Bin Sharif

## REMUNERATION COMMITTEE

Datin Seri Azreen Binti Abu Noh  
(Chairman)  
Dato' Paduka Dr. Hii King Hiong  
Datuk Zakaria Bin Sharif

## COMPANY SECRETARY

Ms. Kimberly Ong Sweet Ee  
(SSM Practicing Certificate No.  
201908000841) (LS0009852)

## AUDITORS

Messrs. UHY (AF 1411)  
Chartered Accountants  
Suite 11.05, Level 11,  
The Gardens South Tower,  
Mid Valley City,  
Lingkaran Syed Putra,  
59200 Kuala Lumpur,  
Wilayah Persekutuan, Malaysia.  
Tel No. : +603 2279 3088  
Fax No. : +603 2279 3099

## REGISTERED OFFICE AND CORPORATE OFFICE

Unit 26-11 & 26-12,  
Level 26, Q Sentral,  
Jalan Stesen Sentral 2,  
50470 Kuala Lumpur,  
Wilayah Persekutuan, Malaysia  
Tel No. : +603 2276 6522  
Fax No. : +603 2276 6511  
Email : info@ta-win.com  
Website : www.ta-win.com

## PRINCIPAL BANKERS

CIMB Bank Berhad  
Malayan Banking Berhad  
AmBank (M) Berhad  
Public Bank Berhad  
Hong Leong Bank Berhad  
Maybank Islamic Berhad  
MBSB Bank Berhad

## SHARE REGISTRARS

Securities Services (Holdings) Sdn. Bhd.  
Level 7, Menara Milenium,  
Jalan Damanlela,  
Pusat Bandar Damansara,  
Damansara Heights,  
50490 Kuala Lumpur,  
Wilayah Persekutuan, Malaysia.  
Tel No. : +603 2084 9000  
Fax No. : +603 2094 9940

## INVESTOR RELATIONS

Mr. Tan Seng Pang  
Email : tansengpang@ta-win.com  
Tel No. : +603-2276 6522  
Fax No. : +603-2276 6511

Mr. Hing Poh Hin  
Email : ph.hing@ta-win.com  
Tel No. : +603-2276 6522  
Fax No. : +603-2276 6511

## STOCK EXCHANGE LISTING

Main Market of  
Bursa Malaysia Securities Berhad

Stock Name	TAWIN	TAWIN-PA
Stock Code	7097	7097PA

Stock Name	TAWIN-WB
Stock Code	7097WB



# CORPORATE PROFILE & STRUCTURE

## Powering Lives and Businesses for a Better Tomorrow

Ta Win Holdings Berhad (“Ta Win” or “the Company”) was incorporated in Malaysia under the Companies Act, 1965 (deemed registered under the Companies Act, 2016) on 7 March 1994 under the name Sinmah Holdings Berhad. Subsequently, on 15 November 1994, the Company changed its name to Medan Perdana Berhad. The Company assumed its present name on 27 June 1998.

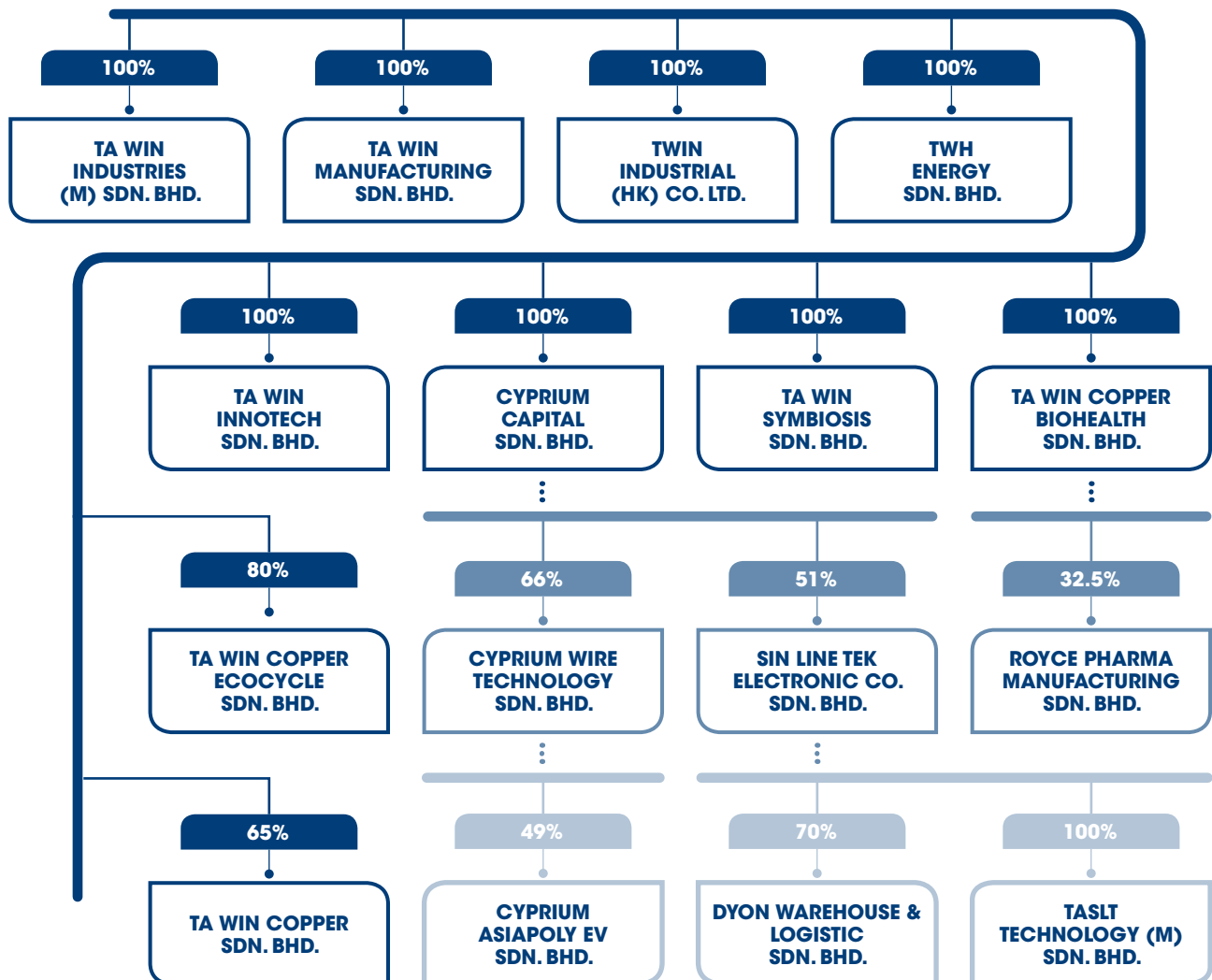
Ta Win’s shares were offered to the public on 15 August 2000 in conjunction with its listing on Bursa Malaysia Securities Berhad. Ta Win is currently listed under the “Industrial Products & Services” Sector of the Main Market of Bursa Malaysia Securities Berhad.

The principal activities of Ta Win are investment holding and provision of management services while the principal activities of its subsidiaries are stated under notes to the financial statements, page 105 of this Annual Report.



## TA WIN HOLDINGS BERHAD

199401005913 (291592-U)



# CORPORATE EVENTS

**DATE**  
29 November 2022

**EVENT**

Ta Win Holdings Berhad  
Twenty Eighth ("28<sup>th</sup>") Annual General Meeting

**DATE**  
10 April 2023

**EVENT**

Sin Line Tek Electronic Co. Sdn. Bhd.  
Fire Drill Evacuation Training

**DATE**  
16 May 2023

**EVENT**

Cyprium Wire Technology Sdn. Bhd.  
Safe Handling of Forklift Truck Training

**DATE**  
24 June 2023

**EVENT**

Ta Win Holdings Berhad  
Charity Event "Loving Care"

## 28<sup>th</sup> Annual General Meeting



Seated from Left: Dato' Paduka Dr. Hii King Hiong (Independent Non-Executive Director), Datuk Zakaria Bin Sharif (Independent Non-Executive Director), Ms. Kimberly Ong Sweet Ee (Company Secretary), Dato' Yeo Boon Leong, JP (Chairman, Non-Independent Non-Executive Director), Dato' Sri Ngu Tieng Ung, JP (Executive Director), Datuk Tan Poo Chuan (Executive Director), Mr. Lim Boon Shen (Non-Independent Non-Executive Director) and Mr. Tan Seng Pang (Chief Operating Officer).



## CORPORATE EVENTS (CONTINUED)

### Charity Event “Loving Care”



The Company places a high priority on corporate social responsibility and has organised a Charity Event “Loving Care” for a orphanages and disabled homes. The Company donated some basic necessities and cash during the event.

## AWARD & RECOGNITIONS



Awarded by : Asia Pacific Enterprise (APEA) 2022 under Corporate Excellence

# 5-YEARS GROUP FINANCIAL SUMMARY

YEAR/ PERIOD ENDED	GROUP				
	2023	2022	2021	2020	2019 <sup>(1)</sup>
<b>KEY COMPREHENSIVE INCOME STATEMENT DATA (RM'000)</b>					
Revenue	613,151	543,542	491,488	251,779	563,130
Gross (loss) / profit	(8,791)	21,725	14,246	459	(271)
Operating (loss) / profit	(39,429)	85	(9,826)	(11,698)	6,874
(Loss) / Earnings before interest, tax, depreciation and amortisation	(31,193)	5,533	(6,363)	(9,046)	8,182
(Loss) / Profit before taxation	(44,153)	(2,276)	(12,888)	(14,156)	1,984
(Loss) / Profit for the year	(43,293)	(3,093)	(13,194)	(14,457)	888
Net (loss) / profit attributable to equity holders	(37,394)	(2,790)	(11,957)	(13,721)	1,156
<b>KEY FINANCIAL POSITION STATEMENT DATA (RM'000)</b>					
Total assets	410,065	431,328	433,912	181,018	177,733
Total borrowings (Include lease liabilities)	117,359	92,020	86,458	57,408	80,948
Net (cash) / debt <sup>(2)</sup>	102,173	7,081	(80,284)	16,041	47,164
Total equity	252,303	301,120	303,619	110,635	87,153
<b>SHARE INFORMATION</b>					
Per share (sen)					
Basic (loss) / earnings	(1.09)	(0.08)	(1.67)	(4.24)	1.45
Net assets per share (RM)	0.07	0.09	0.09	0.31	1.09
<b>FINANCIAL RATIOS (%)</b>					
Gross profit / (loss) margin	(1.43)	3.90	2.90	0.18	(0.05)
Net (loss) / profit margin	(7.06)	(0.57)	(2.68)	(5.74)	0.16
Return on equity	(17.16)	(1.03)	(4.35)	(13.07)	1.02
Debt-to-equity ratio (times)	0.47	0.31	0.28	0.52	0.93

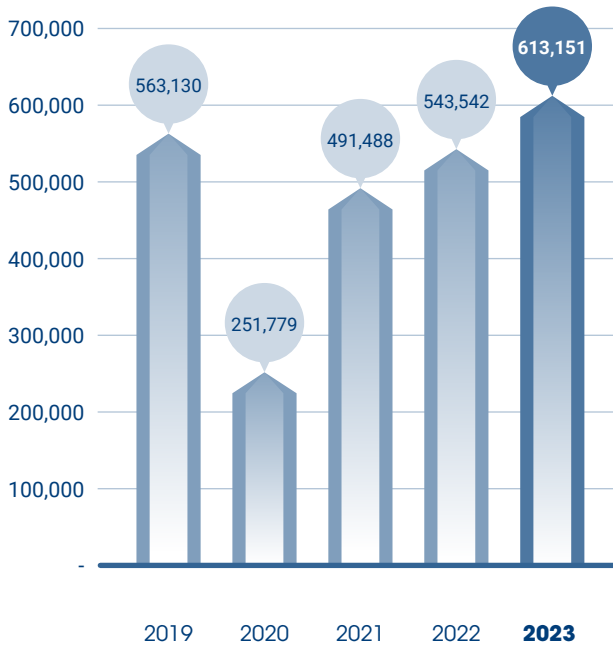
(1) Referring to the 18-month financial period ended 30 June

(2) Computed based on the total borrowings (include lease liabilities) and trade and other payables, less any cash and bank balances

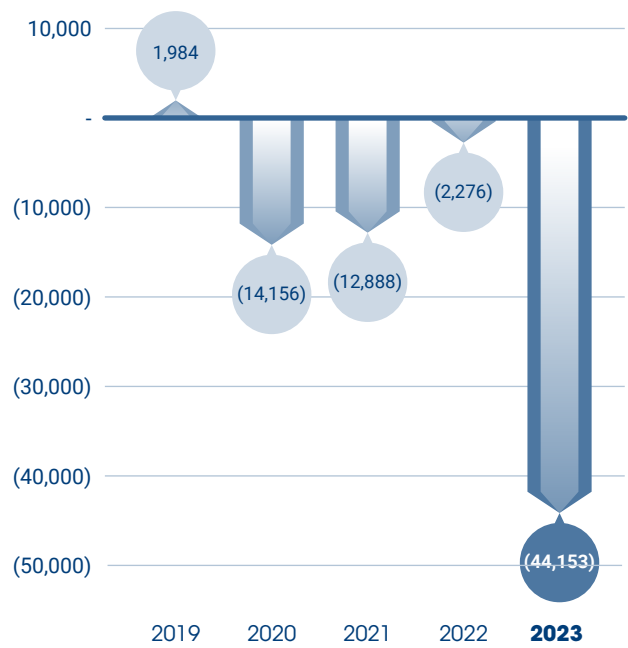


## 5-YEARS GROUP FINANCIAL SUMMARY (CONTINUED)

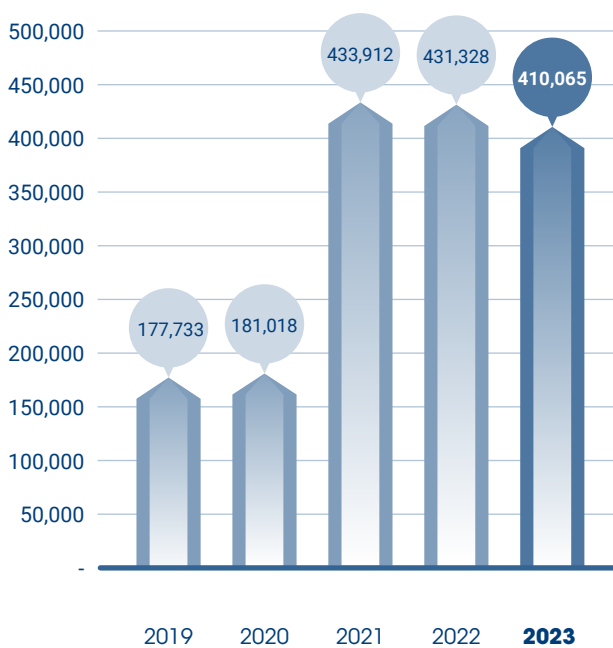
### REVENUE (RM'000)



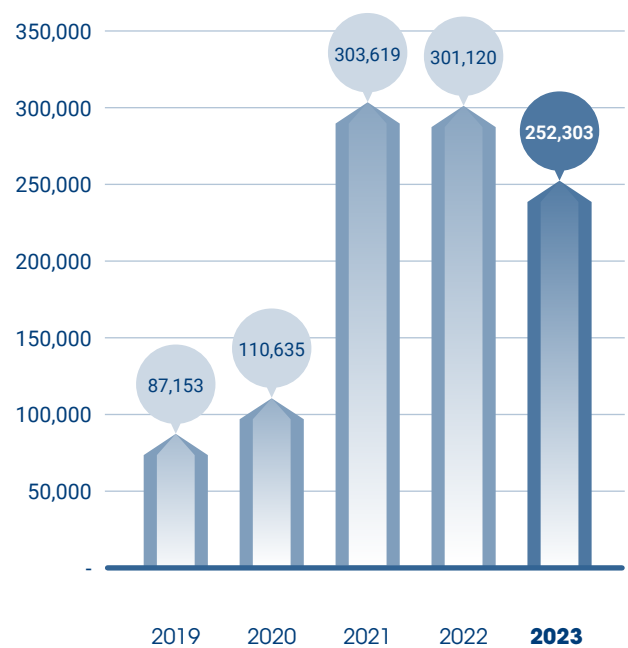
### PROFIT / (LOSS) BEFORE TAXATION (RM'000)



### TOTAL ASSETS (RM'000)



### SHAREHOLDERS EQUITY (RM'000)







# MANAGEMENT DISCUSSION AND ANALYSIS

## MANAGEMENT DISCUSSION & ANALYSIS

On behalf of the Board of Directors (“the Board”) of the Company and its subsidiaries (“the Group”), it is my pleasure to present to you the management discussion and analysis (“MD&A”) of the Group. The objective of this MD&A is to provide shareholders with an overview of the Group’s business, operations, and financial position in the year 2023 and outlook for the year 2024.

## STRATEGIC REVIEW

On a strategic level, the Company has made a priority to transform the current business into a modern integrated copper-related manufacturing business serving both multinational and domestic customers. The Group aim is to enhance value created by expanding value chain by venturing both downstream and upstream and focusing on optimising resources.

The Group continues to strengthen its core businesses with its three major subsidiaries Ta Win Industries (M) Sdn. Bhd. (“TWI”), Cyprium Wire Technology Sdn. Bhd. (“CWT”) and Sin Line Tek Electronics Co. Sdn. Bhd (“SLTEC”).

To strengthen the existing core copper rod, wire, cable and wire harness manufacturing business, the Group had undertaken numerous strategic initiatives such as (i) building a new copper-rod manufacturing plant for TWI at Kawasan Perindustrian Pulau Indah, Selangor; (ii) building a new e-beam plant for CWT at our current plant at Alor Gajah Industrial Estate, Melaka; (iii) increasing our equity stake in CWT from 51% to 66% in March 2023; and (iv) disposal of entire 51% equity stake in Superteam (M) International Sdn. Bhd. (“Superteam”) by SLTEC in June 2023.

The completion of the new environmental friendly copper rod manufacturing plant for TWI is expected to increase the existing annual production capacity to cater TWI supplies to both local and international customers.

Furthermore, with the completion of the new e-beam plant, CWT is expected to broaden its product offerings to be the sought after premium wires and cables manufacturer in South East Asia and targeting. Through the increased ownership stake in CWT, the Group will be better positioned to capitalise on the expansion of CWT’s business, resulting in enhanced benefits.

The divestment of a 51% equity stake in Superteam allows SLTEC to exit the loss-making logistic business and bolster its profitability, all without the needs to allocate additional resources to Superteam and focus on securing new projects from both local and overseas customers and other existing projects. This strategic move allows the Group to concentrate on its core business and channel resources more effectively.

## OPERATIONAL REVIEW

Despite the prolonged Ukraine-Russia war, disruption in supply chain. Persistently high inflation and interest rate environment which have impacted directly and indirectly to the Group’s performance and growth this year, the Group has remained focused to continue the improvement of its business. The Risk Management Committee (“RMC”) has addressed and assessed all possible risks faced by the Group. The RMC has recommended appropriate and relevant actions to be taken to overcome adversities and to mitigate operating risks. The official management meetings were actively held this year to address the ongoing risk management challenges to the business.



## MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

### FINANCIAL REVIEW

The Group has recorded its revenue at RM613.15 million for the for financial year ended 30 June 2023 as compared to RM543.54 million in the financial year ended 30 June 2022, shown an increase of RM69.61 million or 12.81%. The improvement in revenue was mainly due to increasing production capacity and capability to meet global demand and continued efforts in strengthening our downstream copper business in manufacturing of cable and wires. The Group has recorded a loss before tax of RM44.15 million as compared to RM2.28 million in the financial year ended 30 June 2022, representing an increase of RM41.87 million. The gross profit margin has reduced from 3.90% for financial year ended 30 June 2022 to -1.43% for financial year ended 30 June 2023. The deterioration of results was mainly due to fluctuation in raw material costs and foreign currency exchange rate and also higher operating costs to attributed new additional factory operations.

The Group has a strong net current assets position of RM77.40 million with a current ratio of 1.63 times as at 30 June 2023. Our cash and bank balances has remained robust, which stood at RM47.44 million as at 30 June 2023, proving the adequacy of our Group's working capital which will result in substantial improvement to the profitability of the Group.

### BUSINESS RISKS

#### (a) Foreign exchange and commodity price risks

Fluctuation in foreign exchange and copper commodity prices may affect the Group's margin and profitability from the product sales and the purchases of raw materials. The difference in foreign exchange and copper price will result in currency gains or losses that would affect the Group's financial performance.

To mitigate the foreign exchange risk, the Group uses FX hedging facilities with its banks. Besides, payments received from its international customers are in USD and we are using USD for international remittance as well without having to convert the currency. To mitigate the commodity price risk, the Group attempts to pass through the cost of increment from its suppliers to its customers by locking in the copper prices via the back-to-back arrangements.

#### (b) Competition Risk

The Group faces stiff competition from existing competitors and new entrants. Any stiff competition may impact the Group's market share, revenue, and profitability. The Group's ability to compete depends on many factors, amongst others, the principal elements of competition include quality, innovation in products and technologies, expertise, pricing, reliability, reputation, brand name, and customer service. There can be no assurance that the Group would be able to sustain its competitiveness against current and future competitors.

#### (c) Investment Risks

There are risks that any anticipated benefits from the Group's existing or other future new ventures will not be realized or that the Group will not be able to generate sufficient returns to offset the associated cost of investments. Nevertheless, the Group has exercised due care in considering the potential risks and benefits associated with such investments and believes that the investment will be valued accretive to the Group.

#### (d) Business and Operation Risks

The new electron beam plant in Alor Gajah may expose the Group to risks inherent to the wire and cable manufacturing industries. These may include, amongst others, plummeting demand or disruption in the supply chain for cross-linked wire and cable within the automotive industries, an increase in the cost of copper related raw materials, shortage of skilled workers, and changes in the legal and environmental framework within which the cable and wire manufacturing industries. Although the Group seeks to limit these risks through, inter-alia, leverage on its key management's expertise in the wire and cable manufacturing industries, engage the services of professionals and contractors with proven track records, and careful planning and allocation of resources, no assurance can be given that any changes to these factors will not have a material adverse effect on the Group's business and earnings in the future.



## MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

### BUSINESS RISKS (CONT'D)

#### (e) Licensing Risks

If the Group fails to comply with all applicable regulations, to renew or retains any of these licenses, permits or certificates this will have the effect on the manufacturing progress of its business operations will be parallelly affected. There may even be restrictions imposed on licenses, approvals/ permits, limitations on foreign workers imposed by the Ministry of Home Affairs, restrictions/ ceiling on import of certain building/ raw materials, or any other unfavourable laws introduced or amended from time to time. Nevertheless, the Group will use its best endeavours to obtain and retain those licenses and ensure full compliance with the requirements in obtaining such licenses.

#### (f) Economic, Political, and Regulatory Risks

The prospect and profitability level of the Group's manufacturing business operations could indirectly be affected in the changes in economic, political and regulatory environment of Malaysia. Political and economic uncertainties which includes changes in the economic scenarios such as the possibility of global recession, business and credit conditions, government legislation and policies affecting its investors, suppliers, and customers, inflation, interest rates, political or social welfare development, renegotiation or nullification of existing contracts and methods of taxation.

The Group will constantly review its business operations to adapt to the prevailing economic, political, regulatory environment, practice prudent financial risk management, and efficient operating procedures to control its business operating cost. However, there is no assurance that adverse economic and political developments, which are beyond the control of the Group, will not materially affect the Group.

### FORWARD-LOOKING

Malaysian economy growth momentum is expected to moderate in 2023 due to inflation, slowdown of exports, tightening monetary policy, and ongoing geopolitical conflicts.

Ta Win Group conduct its business through three main subsidiaries - TWI, CWT and SLTEC by focusing on (i) copper rod and wire manufacturing; (ii) wire and cable harness (with electron beam or cross-linking technology application) for clients in automotive industry and (iii) AC & DC power cords equipment and appliances for clients in electrical and electronic ("E&E") industry. These segments are highly dependent on the performance of the E&E industry and automotive industry.

Demand conditions for the global E&E industry have remained weak in early 2023. Despite this, the medium-term economic prospects for Malaysia's E&E industry are favourable. The outlook for E&E demand is underpinned by major technological developments, i.e., increased adoption of Electric Vehicle ("EV"), 5G rollout, Industry 4.0, industrial automation and the Internet of Things. Malaysia's competitiveness in global E&E market is expected to strengthen further in 2024 with the estimated completion of multi-billions-dollar projects by leading global semiconductor players. These projects are anticipated to enhance Malaysia's semiconductor sector manufacturing capacity.

Malaysia's Low Carbon Mobility Blueprint 2021-2030 sets ambitious targets, aiming for EVs to constitute 15% to 38% of the total industry volume by 2030 and 2040, alongside establishing 10,000 charging facilities by 2025. The Malaysian Investment Development Authority ("MIDA") has already approved 58 projects valued at RM26.2 billion from 2018 to March 2023. Spanning EV assembly, parts manufacturing and charging infrastructure this proactive support from MIDA not only advances the EV sector but also fuels economic growth, job creation, and environmental sustainability. Further optimism surrounds Malaysia's automotive market, with major multinational EV players increasing their investments in Malaysia, promising a brighter future for the Automotive and EV industry.

Ta Win Group is aligning our expertise in wire and cable solutions to leverage on these new growths and plays a pivotal role in the EV boom. Our innovative copper wires and cables serve as essential components of EV charging networks, wiring in EV and EV batteries, enabling efficient charging and power transmission.



## MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

### FORWARD-LOOKING (CONT'D)

Journey ahead, Ta Win is resolute in seeking vertical integration within the copper industry. Exploring both upstream and downstream opportunities, we pave the way for a more streamlined and sustainable supply chain. By harnessing expertise from raw materials to end products, we're poised to drive operational efficiency and minimise environmental impact. Notwithstanding this, we remain open to exploring new opportunities that can bring positive returns to our group.

Our strategic alignment with the burgeoning EV sector and our dedication to excellence in wire and cable solutions position us as a dynamic player in this transformative times. We are excited about the opportunities that lie ahead and with a steadfast focus on vertical integration, environmental responsibility and technological advancement, we are confident in our ability to not only adapt but thrive.

### ACKNOWLEDGEMENT

On behalf of the Board, I would like to take this opportunity to thank all the Management and the staff for their commitment, contribution, and loyalty to the Group and during the year 2022 and 2023 have been difficult years, involving a major business reposition efforts to set up the Group for continued sustainable success in its existing markets as well as new markets. All of this hard works is expected to pay off in year 2024 when our efforts start to cascade into improvements in financial results.

I would like to convey our deepest appreciation and thanks to our valued customers, suppliers, bankers, business associates and advisers for their contribution towards the Group's growth and success as well as their unwavering confidence and endorsement and I sincerely hope that our relationships will continue to flourish for many years to come.

I would also like to express gratitude to various government and statutory organizations and our shareholders for their ongoing assistance and continued support, trust, and confidence in the Group.

Finally, I would like to thank the Board members for their untiring efforts, professional advice, continuous support, and invaluable contribution to the growth and success of the Group, and I hope that the Board continues to be committed to achieve the Group's objectives as we move forward.

**DATO' SRI NGU TIENG UNG, JP**

Executive Director

## PROFILE OF BOARD OF DIRECTORS

### DATO' YEO BOON LEONG, JP

Chairman,  
Non-Independent  
Non-Executive Director

Malaysian | Male | Age 57

**Dato' Yeo Boon Leong, JP** ("Dato' Yeo") joined the Board as a Chairman and a Non-Independent Non-Executive Director on 23 November 2017.

Dato' Yeo graduated with a Bachelor of Commerce Degree from Victoria University of Wellington, New Zealand. He is the Executive Chairman and a substantial shareholder of Asia Poly Holdings Bhd. He is also currently a substantial shareholder of Ta Win Holdings Berhad.

With close to 25 years' experience under his belt, Dato' Yeo is an entrepreneur where he started as a Sales Manager in Denko Industrial Bhd. From there, he ventured into industries which involve the retailing, distributing and manufacturing of household and industrial products,

logistics and warehouse management, property development and construction, energy & power plant concessionaire and multimedia technology programmes.

Dato' Yeo is also the Managing Director in various other private companies in Malaysia such as Gere Industries (M) Sdn. Bhd. ("Gere") which is renowned for manufacturing, assembly and packaging of door lock & handle and other household DIY hardware based in Puchong, High Reserve Marketing Sdn. Bhd., an exclusive marketer for Gere's products for export across Asia countries, and Dian Be Hardware Co. Sdn. Bhd., a specialised retailer for all household hardware products based across the Peninsular States of Malaysia.

### DATO' SRI NGU TIENG UNG, JP

Executive Director

Malaysian | Male | Age 56

**Dato' Sri Ngu Tieng Ung, JP** ("Dato' Sri Ngu") joined the Board as a Non-Independent Executive Director on 9 November 2018. He was appointed as the Managing Director of the Company on 1 July 2020 and was redesignated as an Executive Director on 30 November 2022. Currently, he is a substantial shareholder of Ta Win Holdings Berhad.

Dato' Sri Ngu graduated with a Honours UK Degree in Accountancy and a Member of the Association International Accountants.

He is equipped with close to two decades of experience as an accountant-turned entrepreneur and a venture capitalist with specialisation in corporate finance, business consultancy, investment banking and venture capital.

Dato' Sri Ngu diverted his business ventures beyond Malaysia frontiers and participated in several public and private investments as chief investment strategist and investor in Mongolia, Kazakhstan, China, Hong Kong, Indo-China, Australia, PNG, New Zealand, USA, Canada, UK and Indonesia. These investments span across a broad spectrum of business sectors including oil & gas, mineralisation, commodities & non ferrous metals, info technology, manufacturing, financial services, plantation and real-estate development. The broad-based business set-up has created for him a wealth of business experience and valuable business networking from the Asia to Europe and the North America business community.

### DATUK TAN POO CHUAN

Executive Director

Malaysian | Male | Age 66

**Datuk Tan Poo Chuan** ("Datuk Tan") joined the Board as a Non-Independent Non-Executive Director on 5 December 2017 and was re-designated as a Non-Independent Executive Director of the Company on 20 April 2018.

Datuk Tan has more than 40 years of experience in the industrial business dealing with the export and import of motor vehicle parts, commercial machinery & equipment, property investment and development in Malaysia.



## PROFILE OF BOARD OF DIRECTORS (CONTINUED)

### MR. LIM BOON SHEN

Non-Independent  
Non-Executive Director

Malaysian | Male | Age 35

**Mr. Lim Boon Shen** (“Mr. Lim”) joined the Board as a Non-Independent Non-Executive Director on 30 March 2021. He is a member of the Audit Committee and Nomination Committee of the Company.

Mr. Lim graduated from Tunku Abdul Rahman College with a Diploma in Business Accounting in year 2008.

Mr. Lim has over 10 years’ corporate experience in finance, auditing, accounting in the respective industrial dealing with manufacturing, construction and

development, logistic and transportation, food and beverages and etc. He is also experienced in the finance managerial position in a public listed company in local and overseas which involved in group of companies’ investment activities, accounting and finance, initial public offering activities and internal control related matters. Currently, Mr. Lim is the Finance and Account Manager overseeing the accounting and finance activities of Asia Poly Industrial Sdn. Bhd.

### DATUK ZAKARIA BIN SHARIF

Independent  
Non-Executive Director

Malaysian | Male | Age 66

**Datuk Zakaria Bin Sharif** (“Datuk Zakaria”) joined the Board as an Independent Non-Executive Director on 7 August 2020. He is the Chairman of the Audit Committee and Nomination Committee. Currently, he is also a member of the Remuneration Committee and Risk Management Committee.

He is a Fellow of the Australian Society of Certified Practising Accountants, Associate of the Malaysian Institute of Certified Public Accountants and Member of Malaysian Institute of Accountants. He holds a Bachelor Degree in Economics

majoring in Accountancy from Monash University, Australia.

Datuk Zakaria has vast experience in the corporate sector involving auditing, property development, re-insurance and fund management. He served in Lembaga Tabung Angkatan Tentera Group since 1988 to 2019 where he retired as Deputy Chief Executive. Datuk Zakaria served on the Board of public listed and private companies not only as a Board member but also as Chairman and member of Investment and Audit subcommittees of the Board.

### DATO’ PADUKA DR. HII KING HIONG

Independent  
Non-Executive Director

Malaysian | Male | Age 78

**Dato’ Paduka Dr. Hii King Hiong** (“Dato’ Paduka Dr. Hii”) joined the Board as an Independent Non-Executive Director on 22 February 2018. He is a Chairman of the Risk Management Committee, a member of the Audit Committee and Remuneration Committee.

He holds a Bachelor of Commerce from Singapore and University of Otago, New Zealand. He also has a PHD in Economics from the United States of America.

Dato’ Paduka Dr. Hii has been a Founder and Managing Partner of Hii King Hiong & Co with branches span across Malaysia

in Miri, Bintulu, Kuching, Sibul, Sarikei, Bintangor and Kuala Lumpur. He also sits on the board of various private companies mostly in plantation, agricultural, property development, oil & gas exploration, mineral mining, tour and traveling sector.

Dato’ Paduka Dr. Hii is a Member of the Malaysian Institute of Accountants, Malaysian Institute of Certified Public Accountants, Chartered Tax Institute of Malaysia, Institute of Cooperative Auditors Malaysia, New Zealand Institute of Chartered Accountants and an Associate Member of the Institute of Cooperative & Management Accountants.



## PROFILE OF BOARD OF DIRECTORS (CONTINUED)

### DATIN SERI AZREEN BINTI ABU NOH

Independent  
Non-Executive Director

Malaysian | Female | Age 54

**Datin Seri Azreen Binti Abu Noh** (“Datin Seri Azreen”) joined the Board as an Independent Non-Executive Director on 22 February 2018. She is also a Chairman of the Remuneration Committee and a member of the Audit Committee, Risk Management Committee and Nomination Committees of the Company.

She is a graduate in The National University of Malaysia (University Kebangsaan Malaysia) with a Bachelor of Law LLB (Hons).

Datin Seri Azreen was admitted as an Advocate and Solicitor of the High Court of Malaya in 1996. In addition, she is a senior professional lawyer specialised in construction, corporate litigation, arbitration and commercial matters. Since 2003, she is the Managing Partner of Messrs Firuz Jaffril, Aidil & Zarina where she built her reputation on managing legal aspects of Tenaga Nasional Berhad (TNB), Kuala Lumpur International Airport (KLIA) and other government’s construction related joint venture projects.

Besides her solid legal background, Datin Seri Azreen is also a Managing Director for various private companies where she accumulated vast entrepreneurial experience such as organizing annual food feast, mountain biking and children

with learning disability charity event for her Black Forest Golf Club in 2015, business setup and franchise expansion of Deluxe Merchant Sdn. Bhd.’s branded F&B cafe business in 2016 which involved Petronas Dagangan Berhad as its new franchise partner. She was awarded by Niaga Times the Personaliti Industri Usahawan Malaysia in 2017 for her immense contribution to expand the F&B cafe franchise business. Currently, she has created the idea and conceptualization of DMmart Convenience Store in Malacca. This product has been acknowledged by the state of Malacca in their budget 2021 as “Produk Pelancong Baru” in the state.

In 2022 she has been appointed as Chairman of the Economic Bureau of the Malay and Islamic World (“DMDI”). On 23 September 2023, she has been conferred the award “TUN FATIMAH”; the highest award given to woman for her immense contributions to the Malay and Islamic world. The award was presented by the Deputy Prime Minister of Kingdom of Cambodia.

She is currently an Independent Non-Executive Director of Amway (Malaysia) Holdings Berhad and Asia Poly Holdings Bhd.

Notes:

#### **Family Relationships**

None of the Directors has any family relationship with any other Director and/ or major shareholder of the Company.

#### **Conflict of Interest**

None of the Directors has any conflict of interest with the Company.

#### **Conviction for Offences**

None of the Directors has been convicted for any offences (excluding traffic offences) in the past 5 years and there were no public sanctions or penalties imposed by the relevant regulatory bodies during the financial year ended 30 June 2023.

#### **Attendance at Board Meetings**

The attendance of the Directors at Board of Directors’ meetings for the financial year ended 30 June 2023 is disclosed in the Corporate Governance Overview Statement.



## PROFILE OF KEY SENIOR MANAGEMENT

### MR. TAN SENG PANG

Chief Operating Officer  
- Ta Win Holdings Berhad Group  
—  
Malaysian | Male | Age 53

**Mr. Tan Seng Pang** (“Mr. Seng Pang”) joined as the Chief Operating Officer of the Company on 7 December 2021. He holds a Master of Business Administration from Henley Business School, University of Reading, United Kingdom. He also has a Bachelor of Business Degree majoring in Banking and Finance from Monash University, Melbourne, Australia.

Mr. Seng Pang is equipped with more than 20 years of corporate experience in strategic planning, corporate performance management, business ventures execution, corporate integration and change management. His experience was gained from working with leading industrial conglomerates in automotive, technology research and development, oil and gas and service providers.

### MS. VIVIAN SO CHEAU WEI

Finance Manager  
- Ta Win Holdings Berhad Group  
—  
Malaysian | Female | Age 30

**Mr. Vivian So Cheau Wei** (“Ms. CW So”) joined the Company as a Finance Manager on 3 October 2022. She graduated with a Bachelor Degree of Business (Accounting) from HELP University. She is a member of the Malaysian Institute of Accountants (MIA) and Association of Chartered Certified Accountants (ACCA).

In September 2018, she joined Grant Thornton Malaysia PLT as an Audit Associate. She was promoted to Audit Senior in April 2019, where she was involved in statutory audit assignments.

Ms. CW So has more than 6 years of experience in the field of audit and advisory work. In March 2016, she began her career as an Audit Assistant in a auditing firm, where she was mainly responsible for handling the auditing of SMEs, computing draft tax computation and providing accounting services.

She was promoted to Assistant Manager in September 2019 and then promoted to Audit Manager in October 2021, where she was extended to leading and managing a team of senior and audit associates for both local and international companies covering a broad spectrum of industries like manufacturing, trading, education, plantation, services, as well as companies listed on Bursa Malaysia Securities Berhad.

### MR. TAN KANG SHU

General Manager  
- Ta Win Industries (M)  
Sdn. Bhd.  
—  
Malaysian | Male | Age 38

**Mr. Tan Kang Shu** (“Mr. KS Tan”) joined Ta Win Industries (M) Sdn. Bhd., a wholly-owned subsidiary of the Company as a General Manager on 1 February 2018. He holds a Bachelor of Degree in Finance and Accounting from Sheffield Hallam University, UK.

extensive experience as General Manager dealing with the import and export of car parts and commercial vehicles for approximately five years. Well equipped with his involvements and experiences in import and export businesses, Mr. KS Tan thereafter joined Ta Win Industrial (M) Sdn. Bhd. as a General Manager and is currently involved in the factory management and business development of the Company.

Mr. KS Tan has more than 7 years’ experience in finance, accounting and also banking market research. He has also



## PROFILE OF KEY SENIOR MANAGEMENT (CONTINUED)

### MR. LU, SHUO-LIANG

Chief Executive Officer  
- Cyprium Wire Technology  
Sdn. Bhd.

Taiwanese | Male | Age 69

**Mr. Lu, Shuo-Liang** ("Mr. SL Lu") joined Cyprium Wire Technology Sdn. Bhd., a subsidiary of Cyprium Capital Sdn. Bhd., which in turn is the subsidiary of the Company as a Chief Executive Officer on 1 August 2023. He graduated with a Bachelor Degree in Science from Taipei Medical University, Taiwan.

Mr. SL Lu began his career as a Medical Officer in the Marine Corps from 1976 to 1978. He next, served as a Chairman of Yengfeng Yu Paper Company Associate from 1979 to 1988.

In 1989 he started his career in Malaysia as the Managing Director of Taiwan Wire and Cable Company which is Advance Wire & Cable Sdn. Bhd. He continued his career journey in Malaysia by taking on the role of Managing Director at Ho Wah Genting Wire Cable Sdn. Bhd. from 1994 to 2012.

He worked as a Secretary General of the Taiwan Chamber of Commerce in China 2013 and continued his career in wire and cable at ABC Cable Sdn. Bhd. as Managing Director from 2018 to 2020. Prior joining Cyprium Wire Technology Sdn. Bhd., he worked as a Senior Consultant at Blue Tech Electrical Sdn. Bhd. from 2021 to 2023.

### MR. ANG THIAM TECK

Head of E-Beam  
- Cyprium Wire Technology  
Sdn. Bhd.

Malaysian | Male | Age 38

**Mr. Ang Thiam Teck** ("Mr. TT Ang") joined Cyprium Wire Technology Sdn. Bhd., a subsidiary of Cyprium Capital Sdn. Bhd., which in turn is the subsidiary of the Company, as a Head of E-Beam in E-Beam Curing Service Division on 1 September 2021. Mr. TT Ang holds a Bachelor Degree of Mechanical & Manufacturing Engineering from Sheffield Hallam University, United Kingdom.

Mr. TT Ang started his career with Tan Chong Ekspress Auto Servis Sdn. Bhd. in 2009. From 2010 to 2015, he had worked

in numerous automotive companies in Malaysia, i.e. in Hong Leong Yamaha Motor Sdn. Bhd. as a procurement and vendor development engineer, UMW Toyota Motor Sdn. Bhd. as a production and logistic engineer and Tan Chong Nissan as a mechanical engineer.

From 2015 to 2021, Mr. TT Ang was employed by Cycle & Carriage Industries Pte Ltd (Mercedes-Benz) as an operation executive and XMH Pte Ltd as a procurement engineer in Singapore.

### MS. GAN CHIUW HUNG

Finance Manager  
- Cyprium Wire Technology  
Sdn. Bhd.

Malaysian | Female | Age 32

**Ms. Gan Chiuw Hung** ("Ms. CH Gan") joined the Company as a Finance Manager on 21 November 2022. She graduated with a Bachelor of Accounting (Hons) from INTI International University. She is a member of the Malaysian Institute of Accountants (MIA) and the Association of Chartered Certified Accountants (ACCA), United Kingdom.

Ms. CH Gan started her career as an audit associate in a medium international audit firm and was subsequently promoted to management level in a large international

audit firm. Her clientele includes both local and international companies covering broad spectrum of industries. Apart from audit, she has wide range of experience in due diligence review and corporate exercise engagement (i.e. Initial Public Offerings).

Prior to joining Ta Win Holdings Berhad, she was an Assistant Finance Manager in a Multinational Group of Companies. She was incharge of overseeing the account and finance division for companies in Malaysian region.



## PROFILE OF KEY SENIOR MANAGEMENT (CONTINUED)

### MR. LIM AIK GEE

Managing Director  
- Sin Line Tek Electronic Co.  
Sdn. Bhd.

Malaysian | Male | Age 56

**Mr. Lim Aik Gee** (“Mr. AG Lim”) is a founder of Sin Line Tek Electronic Co. Sdn. Bhd. (“Sin Line Tek”) in 13 August 1999. The Company had acquired Sin Line Tek on 8 March 2021 via its subsidiary Cyprium Capital Sdn. Bhd. Upon the acquisition, he remains as the Managing Director of Sin Line Tek. Mr. AG Lim graduated with a Diploma in Business Administration from Feng Chia University, Taiwan.

Mr. AG Lim commenced his career as a Purchasing Officer in Capetronic (M) Sdn. Bhd. in 1990. Between 1993 and 1994, he served as a Marketing Manager with Taiwan Linetek, in Malaysia. He was also attached to Longwell Electronic (M) Sdn. Bhd., a subsidiary of Longwell Company (a listed company in Taiwan) from 2003

to 2009. His roles were to manage and expand the South East Asia Market as well as to set up Longwell Electronic India Pvt Ltd from 2006 to 2012 to manage the India market.

He is one of the founders of Sin Line Tek and was its first director since its inception on 13 August 1999. He has more than 20 years of experience in global marketing and the manufacturing and trading of cable, wire harness, AC & DC power cords for equipments and appliance. He is actively involve in the research and development, management and generation of value of Sin Line Tek products to achieve higher customer satisfaction. He is also in charge of Sin Line Tek sales and marketing.

### MR. LIM WAI KEONG

Executive Director  
- Sin Line Tek Electronic Co.  
Sdn. Bhd.

Malaysian | Male | Age 28

**Mr. Lim Wai Keong** (“Mr. WK Lim”) joined Sin Line Tek Electronic Co. Sdn. Bhd. (“Sin Line Tek”) in 1 July 2020 as an Executive Director. The Company had acquired Sin Line Tek on 8 March 2021 via its subsidiary Cyprium Capital Sdn. Bhd. Upon the acquisition, he remains as an Executive Director of Sin Line Tek. Mr. WK Lim graduated with a Bachelor of Science in Life Science (Biomedical Science) from Tunghai University in 2018. He also graduated in Medicine Institute of Molecular Medicine from the National

Taiwan University in 2020. He received an Honor of Phi Tau Phi Scholastic Honor Membership in 2018 and an Academic Honor from 2016 to 2018.

Upon graduation, Mr. WK Lim joined Sin Line Tek to oversee the day to day business activities, conduct performance review, prepare comprehensive budgets and financial accounts, report on revenue and expenditure as well as direct and develop organizational strategies.

### MR. CHEONG CHEE HOE

Finance Manager  
- Sin Line Tek Electronic Co.  
Sdn. Bhd.

Malaysian | Male | Age 38

**Mr. Cheong Chee Hoe** (“Mr. CH Cheong”) joined the Company as a Finance Manager on 4 January 2023. He graduated with a Bachelor Degree of Commerce (Accounting) from University Tunku Abdul Rahman. He is a member of the Malaysian Institute of Accountants (MIA) and the Association of Chartered Certified Accountants (ACCA), United Kingdom.

Mr. CH Cheong is well-versed in the audit and commercial industry. He began his career at WF Yong as an audit assistant. In 2009, he joined Cheng & Co as a Semi Audit Senior and left in 2012 as an Audit Senior.

He started working in commercial lines since 2013 in several industries such as publishing, services and Multi-Level Marketing.

## PROFILE OF KEY SENIOR MANAGEMENT (CONTINUED)

### **DATO' SR. DR. KAMARUL RASHDAN BIN SALLEH**

Project Associate Director  
- Ta Win Holdings Berhad Group

Malaysian | Male | Age 51

**Dato' Sr. Dr. Kamarul Rashdan Bin Salleh** ("Dato' Kamarul") joined the Company as an Associate Director - Project of Ta Win Holdings Berhad Group on 2 January 2020. Dato' Kamarul graduated with Bachelor of Science (Honours) in Quantity Surveying from Glasgow Caledonian University, United Kingdom ("UK"). Subsequently, he obtained his Master of Philosophy majoring in Facilities Management from University of Strathclyde, UK. He also obtained his Doctor of Philosophy in Construction Economics from University of Salford, UK. Dato' Kamarul is a member of Royal Institution of Chartered Surveyors United Kingdom and Royal Institution of Surveyors Malaysia.

With close to 20 years' experience under his belt, Dato' Kamarul delivering property development, project management, cost management and facilities management in a wide range of sectors particularly in industrial, commercial, residential, education and healthcare both in UK and Malaysia.

He began his career in EC Harris (now Arcadis) in UK in 1999 as a Quantity Surveyor providing cost consultancy and contract administration services. Then in 2002, he joined Balfour Beatty in United Kingdom as a Commercial Manager providing cost advice, contractual compliance and consultancy services.

He was an Associate Director of CM Parker Browne (now Synergy), Davis Langdon (now Aecom) and Mace Group (UK) from 2004 to 2009, in providing cost consultancy, project management, technical risk advisory and contract administration services.

In 2009, he was appointed as a Managing Director of Syarikat Perumahan Negara Berhad ("SPNB") to lead and oversee the Malaysian government's affordable homes initiative. He was also appointed as a Director of Felcrabina Sdn. Bhd. to oversee the construction of Malaysian Anti-Corruption Commission (MACC) State Headquarter Building.

In 2016, Dato' Kamarul was appointed as a Chief Operating Officer of Syarikat Pembinaan BLT Sdn. Bhd. to lead and manage the construction of 74 projects under Polis Di Raja Malaysia (PDRM). He was also appointed as a Director of Aman Sukuk Berhad to work on Islamic Medium-Term Notes (IMTN).

Following that, he joined Kampong Bharu City Centre Sdn. Bhd. as the Non-Executive Director in 2018 to oversee the mixed development and capital investment of 221 acres land of Kampong Bharu.

Presently, he joined Ta Win Holdings Berhad as an Associate Director - Project of the Group to initiate the sustainable industrial development of Terengganu Ecocycle – the first South East Asian One Stop Non-Ferrous Metal Industrial Ecosystem on 500 acres land in Jabor, Terengganu.



## PROFILE OF KEY SENIOR MANAGEMENT (CONTINUED)

### MR. CHONG MING KONG

Director  
- Ta Win Copper Ecocycle  
Sdn. Bhd.

Malaysian | Male | Age 60

**Mr. Chong Ming Kong** (“Mr. MK Chong”) joined the Ta Win Copper Ecocycle Sdn. Bhd., a subsidiary of the Company as a director on 15 August 2020. Mr. MK Chong graduated with a Bachelor of Building Science from the University of Science, Malaysia. Subsequently, he perused a Master of Business Administration from University of Malaya.

Mr. MK Chong has more than 30 years of working experience in the construction and property development industry. He started as a Development Officer in Bandar Raya Development Bhd, and subsequently became the Senior Manager at Bolton Bhd (known as Symphony Life Bhd) at the year 1997 and F&N Holdings in 2003. Mr. MK Chong was a Senior Vice President at Property at Genting Plantations Bhd and held the position of directors in few of its subsidiaries.

With more than 30 years in the property development industry, he started his career as a Development Officer in Bandar Raya Development Bhd in 1988. He was involved in the project management and sub-contract works for the development of a housing scheme in Serdang and Tivoli Villas, a high-end luxury condominium in Bangsar, Kuala Lumpur with a gross development value of approximately RM200 million.

In 1990, he joined MBF Property Services Sdn. Bhd. as an Assistant Project Manager. He was later employed by Mulpha International Bhd as a Development Manager in 1994.

Subsequently, he joined Bolton Berhad, now known as Symphony Life Berhad in 1997 as a Senior Manager, Development. During his employment with Bolton Berhad, he was involved in the project management and sub-contract works for the development of Tijani 1 and Tijani 2 in Bukit Tunku, Kuala Lumpur.

In 2003, he left Bolton Berhad and joined Fraser & Neave Holdings Berhad as a Senior Manager, Property. He was involved in the project management and sub-contract works for the development of Fraser Business Park in Jalan Loke Yew, Kuala Lumpur with a gross development value of RM690 million.

He later joined Genting Plantation Berhad as a Vice President, Property in 2008 and was promoted to Senior Vice President in 2016 as the Head of Property Division, overseeing the functions of Sale and Marketing, Procurement, Contract Administration, Project Management & Customer Service in 2 integrated township projects in Johor. He was also acted as director in a few of its subsidiaries. He left Genting Plantations Berhad in 2019 to pursue his own business interest in property development before joining Ta Win Holdings Berhad Group.

#### Notes:-

- (a) Except Mr. Tan Kang Shu is a son of Datuk Tan Poo Chuan, a director of the group and of the company, none of the other Key Senior Management have any family relationship with any other directors/major shareholders of the Company.
- (b) None of the Key Senior Management have any conflict of interest with the Group.
- (c) None of the Key Senior Management have been convicted of any offenses (excluding traffic offences) in past five (5) years and there were no public sanctions or penalties imposed by any regulatory bodies during the financial year ended 30 June 2023.
- (d) None of the Key Senior Management have directorship in any public company or listed public companies.



# CORPORATE SOCIAL RESPONSIBILITY STATEMENT

Ta Win Holdings Berhad (“Ta Win” or “the Company”) and its subsidiaries (“the Group”) made a commitment to support and contribute to the well-being of communities, society, and the welfare of employees through corporate social responsibility (“CSR”) initiatives. The Company will make an effort to instill CSR in all of our businesses and contribute to sustainable development by delivering economic, social, and environmental benefits to all stakeholders. Ta Win Group constantly strives to improve its corporate values, adopt ethical business practices, and create a better and sustainable society that provides equal opportunities for all.

## THE SOCIAL AND COMMUNITY

During the financial year ended 30 June 2023, the Company aimed to enhance CSR in the community by organizing a charitable event with the theme of “Loving Care”. The charity’s objective is to improve relationships and spend a day with orphans and disabled children in collaboration with Ta Win Management and employees. The Company has a close relationship with Social Welfare and provides assistance to support the orphanage through donations.



A group photo of Ta Win Management and employees, orphans and disabled children was taken during the loving care event



## CORPORATE SOCIAL RESPONSIBILITY STATEMENT (CONTINUED)

### THE SOCIAL (CONT'D)



*Presentation of cheque by our Executive Director, Dato' Sri Ngu Tieng Ung, JP*



*Prize-giving ceremony.*



*Both Ta Win Employees and the orphans were having so much fun with the activities.*

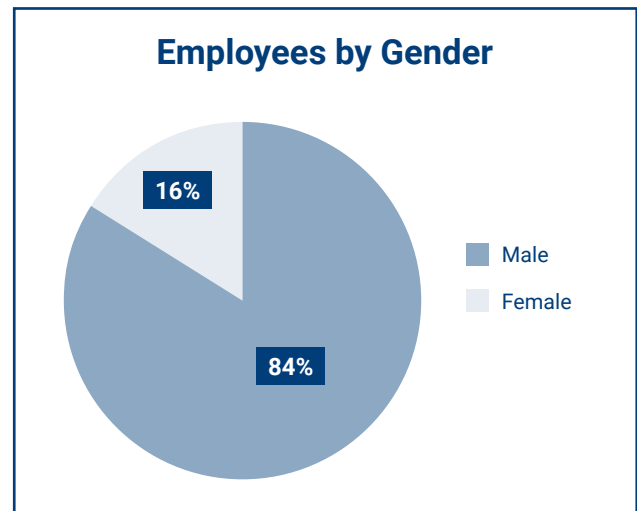
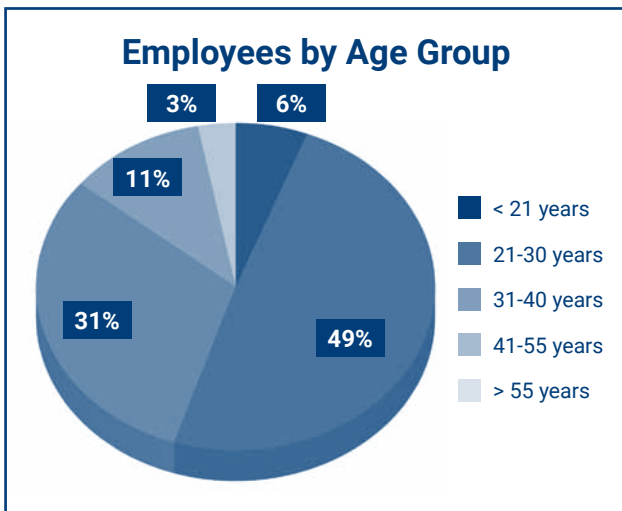


## CORPORATE SOCIAL RESPONSIBILITY STATEMENT (CONTINUED)

### THE WORKPLACE

Ta Win Group holds the belief that a quality and conducive work environment would improve efficiency and productivity of employees. Meanwhile, the Company constantly strive to promote diversity and equal opportunity for all of our employees, while also ensuring their safety and well-being. Ta Win is also dedicated in protecting human right and committed to equal opportunity to employee and will abide all fair labour practices.

The Group’s workforce composition based on gender and age are summarized as below:



### THE TRAINING AND DEVELOPMENT

Ta Win Group has consistently provided employees with opportunities to enhance their competence, job skills, knowledge and performance through a variety of training programs. The Group aim to create and maintain a workforce that is capable of handling the rapidly changing business climate.



The Human Resource training by employees of Ta Win Industries (M) Sdn. Bhd.



## CORPORATE SOCIAL RESPONSIBILITY STATEMENT (CONTINUED)

### THE TRAINING AND DEVELOPMENT (CONT'D)



*The Safe Handling of Forklift Truck Training by employees of Cyprium Wire Technology Sdn. Bhd.*



*The Fire Drill Evacuation Training by employees of Sin Line Tek Electronic Co. Sdn. Bhd.*





## CORPORATE SOCIAL RESPONSIBILITY STATEMENT (CONTINUED)

### THE HEALTH & SAFETY

Ta Win Group places a high priority on the health and safety of the employees. The Group is committed providing and maintaining a workplace that is both healthy and safe, with a focus on continuous improvement. The Group provides proper protection to all relevant employees to ensure work safety. The group has a process for reviewing incidents and injuries, where the document and analyze then to determine if controls need to be enhanced to prevent future occurrences. The highlights of the safety performance for the financial year ended 30 June 2023 are stated under the Sustainability Statement at this Annual Report.

#### Conclusion

Moving forward, Ta Win Group continued to strengthen the focus on implementing more sustainable practices across its business operations in order to achieve and fulfill our core responsibilities to our shareholders and stakeholders, as well as the economic success of the Group.



# SUSTAINABILITY STATEMENT

## INTRODUCTION

Ta Win Holdings Berhad (“Ta Win” or “the Company”), through its subsidiaries, is engaged in the manufacturing of copper rods and wires, power and signal distribution systems, high tension cable, battery cable, and other automotive components/parts for automobile and electric vehicles and other copper-related products, which include wire harness, AC & DC power cords for electrical and electronic equipment and appliances.

Ta Win’s sustainability leadership is led by the Company’s Board of Directors (“Board”). The Board oversees and ensures that Ta Win pursues its commercial objectives while remaining a responsible and sustainable organisation. The Company is committed to enhancing long-term shareholders’ value regarding the stakeholders’ economic, social, and environmental responsibility. These stakeholders include its customers, employees, shareholders, government and regulatory bodies, local communities, and the natural environment. In this Sustainability Statement, the Company aims to provide greater insight into sustainability practices based on Economic, Environmental and Social considerations in line with Bursa Malaysia Sustainability Reporting Guidelines.

## SCOPE OF REPORT

The reporting period captured the sustainability performance of Ta Win and its group of companies (“Group”) is from 1 July 2022 to 30 June 2023.

## COVERAGE

The scope of reporting covers the entire operations of Ta Win and the subsidiaries in Malaysia, of which the Group has direct control and holds a majority stake. Accordingly, activities and operations of the associate company are excluded unless mentioned otherwise. This Sustainability Statement is to be read in conjunction with the rest of the Company’s Annual Report, highlighting other financial and non-financial aspects of the Group’s business.

## STAKEHOLDER ENGAGEMENT

Although the Group has not formally engaged with all stakeholders, the Group has in place the following channels of engagement with various stakeholders:

Stakeholders	Mode of engagement
Customers	<ul style="list-style-type: none"> <li>Customers’ feedback</li> <li>Customers’ meetings</li> </ul>
Employees	<ul style="list-style-type: none"> <li>Management meetings</li> <li>Learning and development programmes</li> <li>Staff appraisals</li> </ul>
Shareholders	Annual General Meetings
Suppliers	<ul style="list-style-type: none"> <li>Suppliers’ feedback</li> <li>Suppliers’ meetings</li> </ul>
Government and regulators	Regulatory requirements
Local communities	Community programmes



## SUSTAINABILITY STATEMENT (CONTINUED)

### MATERIALITY AND AREAS OF FOCUS

Ta Win has conducted a series of materiality assessments to identify topics prioritised by the stakeholders to provide a framework for the Company's annual disclosure and alignment with the Group's strategic objectives. The stakeholders' feedback, combined with an assessment of industry trends and research, forms the key areas on which the Company's sustainability focus lies. These areas are:

- Business Ethics & Anti-Corruption
- Health and Safety
- Developing Human Capital
- Product Quality and Innovation
- Energy consumption

#### **Business Ethics & Anti-Corruption**

The Group strives to undertake all its business operations with integrity. A successful company seeks to gain stakeholders' confidence in the management of the business and ensure the company's reputation remains unblemished in the public eye. Corruption and fraudulent practices are some of the main causes of inefficiency for any business. These actions can result in serious ramifications, from criminal sanctions to the halting of further business activities and reputational damage in the areas the Group operates. As such, the Group takes strict measures to avoid any corruption and unethical business behaviour.

In compliance with Section 17A of the Malaysian Anti-Corruption Commission Act 2009 (MACC Act) on corporate liability for corruption offences, the Company had adopted its Anti-Bribery and Anti-Corruption Policy to conduct its business in ethical manner. Ta Win believes the Anti-Bribery and Anti-Corruption Policy is key to making all employees equally responsible for preventing, detecting, and reporting bribery and other forms of corruption. As such, the Company has made the following policies available on Ta Win's corporate website at <https://www.ta-win.com/investor-relations/corporate-governance> and consistently informs stakeholders, including employees and business partners, about the principles of business conduct:

- (i) Code of Conduct and Ethics;
- (ii) Anti-Bribery and Anti-Corruption Policy; and
- (iii) Whistleblowing Policy.

Ta Win also encourages the employees to report any suspicious activities through Ta Win's whistleblowing channels. The reporting employee's identity will remain confidential without fear of being harassed, demoted, or experiencing any victimisation. Reported cases will be investigated thoroughly. If found to be of any merit, appropriate actions will be taken on the individual responsible for the wrongdoing, including a verbal reprimand, supervisory intervention, suspension, termination or even legal proceedings.

There has not been any incidence of conduct violation or breach during the reporting period.

#### **Health and Safety**

Health and safety procedures in the workplace are essential for the well-being of the Group's employees. Therefore, the Group does not compromise on the wellness and welfare of the Group's workforce, and risk mitigation strategies have been designed to reduce and prevent major accidents from happening.

Ta Win has structured internal safety and health programmes based on specific operation sites and work areas requirements. The orientation and job training on health and safety education aim to instil proper knowledge and eliminate unsafe working habits and attitudes that may result in possible accidents in the workplace. Employees are required to wear protective equipment such as safety shoes, masks and gloves at all times during work hours to minimise workplace hazards and prevent serious injuries.

Safety awareness and safety at workplace is continuously been improved. The Group will continuously raise awareness on health and safety measures among employees towards the potential risks in the operations to prevent workplace incidents.



## SUSTAINABILITY STATEMENT (CONTINUED)

### MATERIALITY AND AREAS OF FOCUS (CONT'D)

#### Health and Safety

The indicators relating to occupational safety and health of the Group are provided as below:

	<b>As at 30 June 2022</b>	<b>As at 30 June 2023</b>
Number of work-related injuries	3	3
Number of work related fatalities	Nil	Nil

#### Developing Human Capital

Ta Win strives to be a fair and equitable employer that genuinely cares for the growth and future of its employees. Employees' performance, commitment and loyalty to the job are critical not only in achieving the Company's goal and objectives but, more importantly, for the Group's long-term survival and sustainability. For these reasons, Ta Win devotes special attention to these issues as part of the Company's human resource strategy.

Ta Win provides an industry-competitive remuneration package and staff benefits to attract talents. Besides appropriately scaled wages, Ta Win also offers numerous benefits for its permanent employees, including annual leave, sick leave, compassionate leave, disaster leave, maternity and paternity leave, marriage leave, and examination leave. The Company believes there is strength in diversity. It is privileged to draw on the talents of a varied workforce that is well-represented in terms of age, educational qualification, gender, and ethnicity.

The numbers and range of the Group's full-time employees are provided as below:

<b>Employees by Gender</b>	<b>As at 30 June 2022</b>	<b>As at 30 June 2023</b>
Male	524	591
Female	110	109
	634	700
 Employees by Ethnicity		
Local		
Malay	173	173
Chinese	68	57
Indian	28	21
	269	251
Non-local	365	449
	634	700

During the reporting period, the Group has employed additional 220 new employees and 154 resigned employees.



## SUSTAINABILITY STATEMENT (CONTINUED)

### MATERIALITY AND AREAS OF FOCUS (CONT'D)

#### Developing Human Capital (Cont'd)

In enhancing the learning and retention of local talents, the Group's practice is to offer on-the-job practical training required for new employees to help them gain insight into the Group's corporate culture, processes and operations. The Group is also constantly nurturing the skills and knowledge of its employees. Employees are encouraged to participate in in-house or external training to enhance their skills and productivity.

With a long-term view to scale mindfully and maximise the Group's value, the Company has also incentivised the workforce to pursue long-term rewards. Accordingly, the Company had offered 252,730,000 options over new shares to Directors and employees of Ta Win group of companies under its Share Issuance Scheme on 11 January 2023, where eligible employees are rewarded based on, amongst other considerations, their performance and the duration of their service, as well as to encourage the retention of the employees.

#### Product Quality and Innovation

Ta Win recognises that product quality and innovation are fundamental to improve the Group's sales and maintains the Company's position as a market leader. The Group works closely with the customers and implements continuous improvement strategies that will meet their expectations at every product development process to deliver the best experience to the customer.

In pursuit of our commitment to excellence, the Group has made significant investments aimed at scaling up production volumes, expanding capacity, and enhancing operational efficiency. Firstly, the completion of the construction of the first privately owned Electron Beam Irradiation Plant in Malaysia marks a remarkable achievement. This milestone empowers the Group to leverage its proprietary technology, facilitating the manufacture and supply of cross-linked wire and cable products of exceptional quality to valued customers. Additionally, the construction of a state-of-the-art manufacturing plant in Pulau Indah, equipped with a modern Reverberatory Furnace and a Continuous Casting & Rolling machine (CCR), has been completed. This facility is an attestation to the Group's unwavering commitment to excellence in copper manufacturing.

Furthermore, to exemplify our unwavering dedication to quality and innovation in manufacturing, the Group proudly uphold compliance with a selection of paramount international standards, namely ISO 9001:2015, ISO 14001:2015 and IATF 16949:2016.

#### Energy Consumption

Ta Win recognises the need for and importance of environmental conservation. The Group believes it can manage its internal environment through waste management, energy savings, and water conservation. As an integrated copper manufacturer, the Group's energy consumption primarily arose from production machinery and facility equipment. The Group is committed to properly managing energy consumption by undertaking several energy-saving initiatives to reduce operational costs and minimise the impact on the environment such as the installation of LNG-based furnace in our new Pulau Indah factor. The furnace is expected to generate 30% less carbon dioxide (CO<sub>2</sub>) than fuel oil and 45% less than coal, with a twofold reduction in nitrogen oxide (NO<sub>x</sub>) emissions and almost no environmentally-damaging sulphur dioxide (SO<sub>2</sub>) emissions.

To minimise our carbon footprint, one such initiative involves the utilisation of secondary or recycled copper in the manufacturing of our copper rods and wires. This choice is environmentally beneficial, as recycled copper emits significantly less carbon when compared to primary copper. According to an article by Reuters, recycling copper reduces carbon emissions by over 63%, emitting less than 1.5 tonnes of carbon per tonne compared to the 4.15 tonnes emitted by copper mining and smelting. The creation of copper products from recycled sources not only curtails wastage but also reduces dependence on primary raw materials, thereby contributing to a decrease in overall carbon emissions.

In addition, the implemented solar PV system on the roof of Ta Win's Telok Panglima Garang factory which generated 335 MWH has achieved a remarkable reduction of approximately 58% in total electricity consumption during the reporting period.



## SUSTAINABILITY STATEMENT (CONTINUED)

### THE GROUP'S COMMITMENT

Ta Win believes that the improvement in the conditions surrounding its stakeholders, employees, society and the environment is vital to the growth of the Group. Therefore, as a responsible organisation that aims to enhance shareholder value further, the Group undertakes the above sustainable and responsible practices to continue adding value to sustainable business growth, environmental stewardship, and social responsibility.

This Sustainability Statement is made in accordance with the approval of the Board of Directors on 23 October 2023.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (“the Board”) of Ta Win Holdings Berhad (“Ta Win” or “the Company”) recognises the importance of good Corporate Governance and is committed to uphold and implement a high standard of Corporate Governance throughout the Group as a fundamental part of discharging its responsibilities to protect and enhance shareholders’ value and the financial performance of Ta Win and its group of companies (“Group”).

The Board takes note of the updates on the Malaysian Code on Corporate Governance (“MCCG”) issued by the Securities Commission Malaysia which took effect on 28 April 2021. The MCCG introduces new practices and additional guidance to strengthen the corporate governance culture of public listed companies.

The Board is pleased to present this Statement which outlines the key aspects of how the Group has applied the principles and best practices of the MCCG 2021 (“the Code”) during the financial year ended 30 June 2023. This statement is prepared in compliance with the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and takes guidance from the key CG principles as set out in the MCCG 2021. It is to be read together with the Corporate Governance Report of the Company which is available on the Company’s website at [www.ta-win.com/investor-relations/corporate-governance/](http://www.ta-win.com/investor-relations/corporate-governance/)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

### (I) BOARD RESPONSIBILITIES

#### Board’s Roles and Responsibilities

The Board is responsible to ensure long term success and delivering of sustainable value to its stakeholders through its leadership and management of the Group’s businesses. For the foregoing, the Board sets the strategic direction of the Group while exercising oversight on day-to-day management and operation delegated to Executive Directors and the Senior Management to ensure that the conduct of the business of the Group is in compliance with relevant laws, practices, standards and guidelines applicable to the Group. The Board sets the appropriate tone at the top, providing leadership and managing good governance and practices throughout the Group.

To ensure orderly and effective discharge of the Board’s function and responsibilities, the Board has in place an internal governance model for the Group where specific powers of the Board is delegated to the relevant Board Committees and the Senior Management. The respective Chairman of the Board Committees will report to the Board with their recommendation on key issues deliberated by the Board Committees in order to develop effective communication. The ultimate responsibility for decision making lies with the Board.

#### Internal Governance Model

<p><b>Board of Directors</b></p> <p>Leadership and oversight</p>	<p><b>Board Committees</b></p> <p>Respective core oversight areas:-</p> <ol style="list-style-type: none"> <li>1. Audit Committee – Oversees Financial Reporting, Internal Audit, External Audit, Internal Control and Related Party Transaction</li> <li>2. Risk Management Committee – Managing Risk</li> <li>3. Nomination Committee – Selection and Appointment of Directors, Composition and Size of the Board, Board Evaluation, Directors’ Training and Succession Planning</li> <li>4. Remuneration Committee – Review of Remuneration of Directors and Key Senior Management (Top 5) and Remuneration Policy</li> </ol> <p>Entrusted by the Board with specific responsibilities to oversee the Group’s affairs</p>	<p><b>Executive Directors &amp; Senior Management</b></p> <p>Day to day operations and management decisions</p>
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## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

#### (I) BOARD RESPONSIBILITIES (CONTINUED)

##### Key Responsibilities of the Chairman

Dato' Yeo Boon Leong, JP ("Dato' Yeo") is the Non-Independent Non-Executive Chairman of the Board was appointed on 23 November 2017. As Chairman of the Board, Dato' Yeo carries out a leadership role in guiding the conduct of the Board and its relationships with shareholders and other stakeholders. He is able to provide strong leadership and leading the Board in adoption and implementation of good corporate governance practices. The Chairman is primarily responsible for running the Board and leading discussions thus enhancing effectiveness at the Board level.

##### Separation of Responsibilities of the Chairman and Chief Executive Officer

The role of Chief Executive Officer ("CEO") is assumed by Dato' Sri Ngu Tieng Ung, JP, the Executive Director. The roles of the Chairman and the CEO are separate with clear distinction of responsibilities between them to provide effective leadership of the Board and the Group. Dato' Yeo is responsible for the leadership, effectiveness, conduct and governance of the Board, while the CEO is responsible for the effective running of the business and implementation of the Board's policies and decisions. The details of the responsibilities of the Chairman and CEO are clearly set out in the Board Charter. This segregation ensures there is a balance of power and authority so that no one individual can influence or dominate the Board's decision.

The Chairman is primarily responsible for ensuring that the Board meets regularly throughout the year and the meetings are conducted in an orderly manner. The Chairman also plays a pivotal role in ensuring that the Directors are effectively apprised on the business and operations of the Group and encourages healthy debate on issues arising at the Board meetings to ensure that decisions are arrived after taking into consideration the interests of shareholders, employees, customers and other stakeholders. The Chairman also bears the responsibility of ensuring the integrity and effectiveness of the Non-Executive Directors. The CEO is focus on the business and day-to-day management of the Group's businesses, overseeing the operations to ensure organizational effectiveness, and managing the development and implementation of the Company's business and corporate strategies.

##### The Chairman of the Board should not be a member of the Board Committees

The Board took note on the recommendation Practice 1.4 of the MCCG 2021 which states that the Chairman of the Board should not be a member of the Audit Committee, Nomination Committee or Remuneration Committee.

Dato' Yeo is the Non-Independent Non-Executive Chairman of the Board also sits as a Member of the Remuneration Committee of the Company and resigned as a member on 1 June 2022. This is to promote check and balance as well as objective review by the Board on deliberations and decisions from the Board Committees, Dato' Yeo is not a member of any of our Board Committees.

##### Qualified and Competent Company Secretary

Ms. Kimberly Ong Sweet Ee ("Ms. Kimberly Ong") was appointed as the Company Secretary on 3 March 2020. Ms. Kimberly Ong is qualified to act as Company Secretary under Section 235 of the Companies Act 2016.

The key role of the Company Secretary is to provide advice and services for the Directors as and when the need arises, to enhance the effective functioning of the Board and to ensure regulatory compliance.

The Board is supported by suitably qualified and competent Company Secretary in every role and responsibilities and the Board has unrestricted access to the advice of the Company Secretary in ensuring the effective functioning of the Board. The Company Secretary plays an advisory role to the Board in advising on its roles and responsibilities, governance matters and ensuring the Company is complied with its own Constitution and all the laws and regulations prescribed by the Companies Act, 2016 and MMLR of Bursa Securities.





## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

#### (I) BOARD RESPONSIBILITIES (CONTINUED)

##### Qualified and Competent Company Secretary (continued)

The Company Secretary also ensures that all meetings of the Board and Board Committees are properly convened, and that accurate and proper records of the proceedings and resolutions passed are taken and maintained in the statutory records of the Company. The Company Secretary has an oversight on overall corporate secretarial functions.

##### Access to Information and Advice

The Board has access to the information and advices, from the Senior Management and the Company Secretary as well as to independent professional advisers including the External Auditors, which facilitate Directors to oversee the Company's business affairs and performance. The Board is regularly updated and advised by the Company Secretary, who is qualified, experienced and competent on the new statutory requirements and the implications to the Company and Directors in discharging their duties and responsibilities.

A set of Board papers on the matters to be deliberated are made available to Directors prior to each Board Meeting to enable the Directors to obtain further information. The deliberations and decisions at Board and Board Committee meetings are well documented in the minutes, including matters where Directors abstained from voting. Minutes of each Board meeting are circulated to all Directors in advance for their perusal prior to confirmation of these minutes at the commencement of the Board Meeting. The Directors are allowed to make comments before the minutes were tabled for confirmation as a correct record of the proceedings.

##### Board Charter

The Board Charter which sets out the roles, composition, responsibilities, operations and processes of the Board and also outlines the matters and decisions reserved for the Board. It serves as a reference and primary induction literature providing insights to prospective Board members and senior management. In addition, it would assist the Board in the assessment of its own performance and that of its individual Directors.

The Board Charter is subject to periodic review and update to meet the requirements and regulations, statutory provisions, guidelines, principles, and best practices of the authorities. The Board Charter is available on the Company's website at <https://www.ta-win.com/investor-relations/corporate-governance/>

##### Code of Conduct and Ethics

The Group has in place a Code of Conduct and Ethics which sets out the rules or standard for all who is participating in the Group and represent themselves outside the Group. Its covers among others, all aspect affecting the business operations such as standards of conduct, conflicts of interest, other business opportunity, bribes, gifts, gratuities, hospitality, confidentiality and sensitive information, insider dealing, accuracy of information, compliance with laws & regulations, health & safety, protection of assets, corruption and money laundering.

The employees are made aware that relevant disciplinary actions will be taken for unethical behaviour and gross misconduct that is in contravention with the ethos of the said Code of Conduct and Ethics. Heads of Departments play an important role to oversee the culture of the Group to ensure it engenders ethical conduct.

The Code of Conduct and Ethics is available at the Company's website at <https://www.ta-win.com/investor-relations/corporate-governance/>



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

#### (I) BOARD RESPONSIBILITIES (CONTINUED)

##### **Whistle Blowing Policy**

The Group has in place a Whistle Blowing Policy to provide an avenue for all employees of the Group and the members of the public to voice their grievances and raise concerns on any improper conduct and irregularities through an established channel without fear of reprisal.

The policy also sets out the steps the Company will take in respect of the report received from the employees and members of the public with the strict enforcement of this policy. It will reduce the risk to the Group's reputation from fraudulent acts.

The Whistle Blowing Policy is available at the Company's website at <https://www.ta-win.com/investor-relations/corporate-governance/>

##### **Anti-Bribery Anti-Corruption Policy**

The Board has adopted an Anti-Bribery Anti-Corruption Policy which sets out parameters to prevent the occurrence of bribery and corrupt practices in the conduct of the Group's business. This policy is to provide information and guidelines to all Directors and employees of the Group on the standard of behaviour which they must adhere to and how to recognise and deal with bribery and corruption.

The Anti Bribery Anti-Corruption Policy is available at the Company's website at <https://www.ta-win.com/investor-relations/corporate-governance/>

##### **Fit and Proper Policy**

The Board has adopted a Fit and Proper Policy which sets out parameters to serve as a guidance and to provide a systematic, rigorous and transparent procedure for the appointment of directors and key senior management as well as re-election of directors of the Group to carry out their duties and responsibilities with full competence, character, diligence, integrity and judgement related to the key roles they are appointed to.

The Fit and Proper Policy is subject to periodic review and update to meet the requirements and regulations, statutory provisions, guidelines, principles and best practices of the authorities. The Fit and Proper Policy is available at the Company's website at <https://www.ta-win.com/investor-relations/corporate-governance/>

##### **Sustainability Strategies**

The Board is aware of the vital importance of sustainable business practices in fostering long-term value creation and firmly believes that responsible business conduct is a fundamental cornerstone of achieving operational excellence.

The Board believes that promoting sustainability strategies in all related aspects is a part of its overall responsibility towards all its various stakeholders and the communities in which it operates.

The Group aims to maintain a balance of long-term sustainability by achieving its business objectives, protecting the environment to support the ecosystem, and improving the well-being of its employees and the communities in which it operates. The Board reiterates its determination to create lasting value for all stakeholders, including employees, customers, investors, communities, and the environment. The Sustainability Statement of this Annual Report contains the details of such initiatives. The Company will be led towards a future of responsible growth and positive impact due to our collective efforts and unwavering commitment to sustainability.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

#### (II) BOARD COMPOSITION

##### Board Balance and Independence

The Company's diverse Board includes and leverages differences in skills, industry experience, background, gender and other attributes. Board members have a wide range of relevant experiences in accounting, law, economics, investment, and business operations, to bear on the governance, strategies, resources and performance of the Group.

The Board comprises seven (7) directors, three (3) of whom are independent directors and one female director. This complies with Paragraph 15.02 (1) of the MMLR of Bursa Securities which requires at least two (2) or one third (1/3) of the Board of the Company, whichever is higher, to be independent directors and (1) women director.

Members of the Board are as follows:-

Name of Directors	Designation	Directorship
Dato' Yeo Boon Leong, JP	Chairman	Non-Independent Non-Executive Director
Dato' Sri Ngu Tieng Ung, JP	Member	Executive Director
Datuk Tan Poo Chuan	Member	Executive Director
Mr. Lim Boon Shen	Member	Non-Independent Non-Executive Director
Datuk Zakaria Bin Sharif	Member	Independent Non-Executive Director
Dato' Paduka Dr. Hii King Hiong	Member	Independent Non-Executive Director
Datin Seri Azreen Binti Abu Noh	Member	Independent Non-Executive Director

##### Tenure of Independent Directors

The MCCG 2021 recommends that the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. Upon completion of the nine (9) years, an Independent Director may continue to serve on the Board subject to the Director's re-designation as a Non-Independent Director. If the Board intends to retain an Independent Director beyond nine (9) years, it should justify and seek annual shareholders' approval through a two-tier voting process.

During the financial year ended 30 June 2023, none of the Independent Directors have served on the Board for more than nine (9) years.

The Board recognizes the importance of independence and objectivity in its decision-making process. In order to ensure independent and objective judgment is brought to the Board's deliberation by genuine independence of the independent directors and to ensure conflict of interest or undue influence from interested parties is well taken care of, the Board is committed to ensure the independence of the independent directors are assessed by the Nomination Committee prior to their appointment based on formal nomination and selection process with the results of the review reported to the Board for consideration and decision.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

#### (II) BOARD COMPOSITION (CONTINUED)

##### Diverse Board and Senior Management Team

The Board acknowledges the importance of fostering diversity to enhance effectiveness of the Board and Senior Management. Having a range of diverse dimensions brings different perspectives to the boardroom and to various levels of Management within the Group.

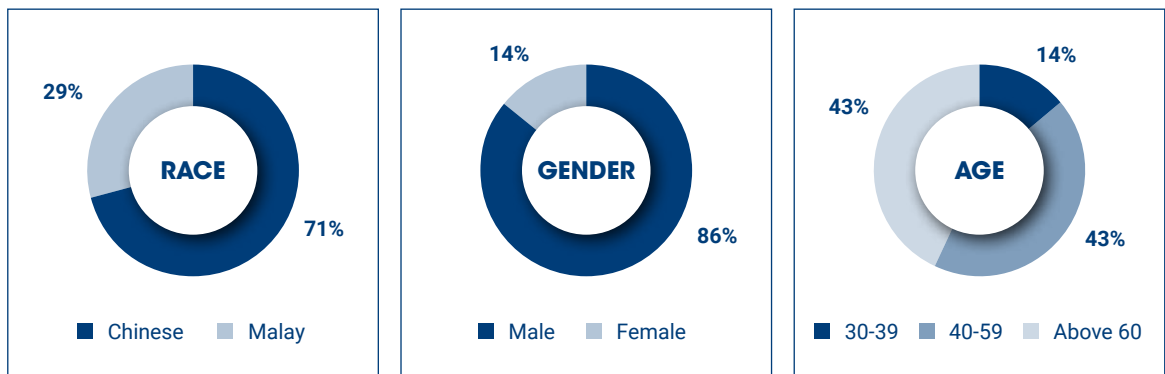
Nomination Committee is responsible to identify and select potential candidate(s) and to make recommendations to the Board for the appointment of Director(s) based on a set of selection criteria in order to ensure the Board has the right mix of skill to meet its objectives.

The Executive Directors are responsible for selecting and appointing candidates for Senior Management positions based on selection criteria that best match the requirements of the open position. Thereafter, the Executive Directors will keep the Board informed and update them accordingly. However, the key senior management will need the Board's approval upon selection by the Executive Directors.

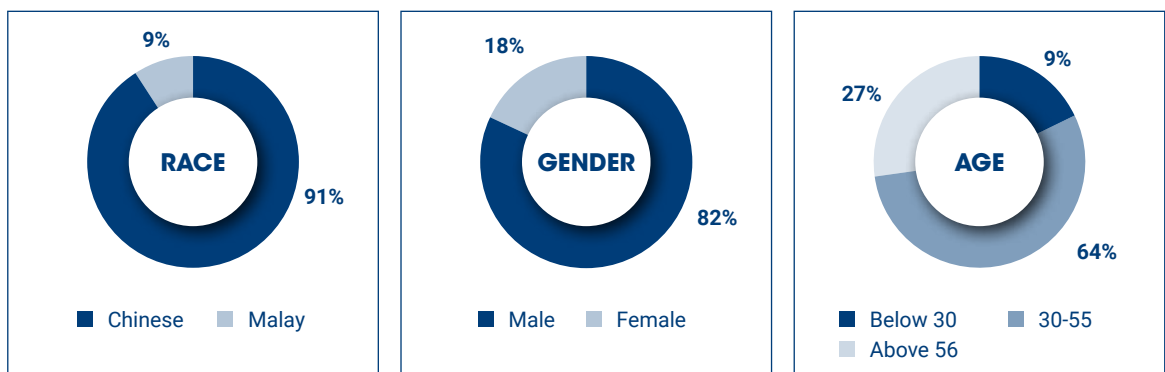
All appointments and employment are based on objective criteria, merit and with due regards for diversity in skills, experience, age, cultural background and gender.

The Group is committed to maintaining an environment of respect for people in all business dealings and achieving a workplace environment free of harassment and discrimination on the basis of gender, physical or mental state, ethnicity, nationality, religion or age.

##### (a) Gender, Ethnicity and Age diversity in the Board



##### (b) Gender, Ethnicity and Age diversity in the Senior Management





## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

#### (II) BOARD COMPOSITION (CONTINUED)

##### Gender Diversity

The Board is judicious of the gender diversity recommendation promoted by the Code in order to offer greater depth and breadth for discussions and constructive debates in Board and Senior Management level.

The Board practices gender diversity and has one (1) female Director which represents 14% of seats at Board level, out of a total of seven (7) Directors, even though it does not have a formalised policy on setting targets for female candidates. The Group will continue to identify suitable candidates for appointment to the Board based on merit and competence and the contribution that each potential candidate can bring to further strengthen the Board.

Appointment of additional women to the Board in order to meet the target will be made when a suitable candidate who can add value to the Board is identified.

##### New Candidates for Board Appointment

The Company has in place its procedures and criteria for appointment of new directors. Selection of candidates to be considered for appointment as Directors is facilitated through recommendations from the Directors, management, major shareholders or external parties including the Company's contacts in related industries. The Nomination Committee will assess candidate's suitability based on a set of criteria for Selection of Directors to be established and approved by the Board.

In identifying suitable candidates, the Board does not solely rely on recommendations from existing Board members, management and major shareholders. It is also open to referrals from external independent sources available, such as industry and professional associations and also independent search firms to identify suitably qualified candidates, when necessary.

##### Nomination Committee

The Board through its Nomination Committee conducts an annual review of its size and composition, to determine if the Board has the right size and sufficient diversity with independence elements that fit the Company's objectives and strategic goals. The tenure of each director should be reviewed by the Nomination Committee and annual re-election of a director should be contingent on satisfactory evaluation of the directors' performance and contribution to the Board.

The Board through the Nomination Committee considers gender diversity as part of its selection of candidates for the Board and Senior Management positions.

Presently, the Nomination Committee is chaired by Datuk Zakaria Bin Sharif. The members of Nomination Committee comprising of Non-Executive Directors, a majority of whom are Independent Directors, whose membership is:-

Name of Directors	Designation	Directorship
Datuk Zakaria Bin Sharif	Chairman	Independent Non-Executive Director
Datin Seri Azreen Binti Abu Noh	Member	Independent Non-Executive Director
Mr. Lim Boon Shen	Member	Non-Independent Non-Executive Director

The Chairman ensures that the Board's decisions are reached by consensus or failing this, by the will of the majority, and any concern or dissenting view expressed by any Director on any matter deliberated at meetings of the Board or any of its Board Committees will be addressed and the meetings decisions duly recorded in the minutes of the meeting.

The Terms of Reference of the Nomination Committee is subject to periodic review and update to meet the requirements and regulations, statutory provisions, guidelines, principles, and best practices of the authorities. The Terms of Reference of the Nomination Committee is available at the Company's website at <https://www.ta-win.com/investor-relations/corporate-governance/>



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

#### (II) BOARD COMPOSITION (CONTINUED)

##### Activities of the Nomination Committee

During the financial year ended 30 June 2023, the Nomination Committee carried out the following mentioned activities, in accordance with its Terms of Reference and in compliance with MMLR of Bursa Securities:-

- (a) assessed the size and composition of the Board, board balance and contribution of each Director and the effectiveness of the Board Committees;
- (b) assessed the independence of each Independent Director by taking into their self-assessments/declarations and based on the guidelines as set out in the MMLR of Bursa Securities and other criteria such as, tenure, relationship between the Independent Directors and the Company and their involvement in any significant transaction with the Company;
- (c) deliberated on the re-election of the affected Directors retiring pursuant to the Company's Constitution before making recommendations to the Board for its consideration;
- (d) conducted an evaluation and assessment of the compliance status of the Company in respect of the Code;
- (e) assessed the training needs for Directors; and
- (f) reviewed the succession planning programme.

##### Annual Evaluation

The Board has adopted a formal and objective annual evaluation of the Board, Board Committees and Directors' performance.

During financial period ended 30 June 2023, the Company Secretary assisted in the preparation of documents and facilitation of the annual evaluation.

The evaluation process was led by the Chairman of the Nomination Committee with the assistance of the Company Secretary. Each Director participated in the evaluation by answering a set of questionnaires.

The evaluation process was based on self-assessments whereby the Directors assessed each other and themselves, the Board as a whole and the performance of each Board Committee. The results of all assessments and comments were collated by the Company Secretary and were deliberated at the Nomination Committee meeting and thereafter the Nomination Committee's Chairman reported the results and deliberation to the Board.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

#### (II) BOARD COMPOSITION (CONTINUED)

##### Time Commitment

The Board meets on a quarterly basis with additional meetings convened as and when required.

Details of the attendance of Board and Board Committees who were in office during the financial year ended 30 June 2023 are set out below. All Directors in office during the said period have complied with the minimum 50% attendance requirement under the MMLR of Bursa Securities.

Name of Directors	Board Meeting	Audit Committee Meeting	Risk Management Committee Meeting	Nomination Committee Meeting	Remuneration Committee Meeting
Dato' Yeo Boon Leong, JP	5/5	–	–	–	–
Dato' Sri Ngu Tieng Ung, JP	5/5	–	–	–	–
Datuk Tan Poo Chuan	4/5	–	–	–	–
Mr. Lim Boon Shen	5/5	6/6	–	1/1	–
Datuk Zakaria Bin Sharif	5/5	6/6	2/2	1/1	2/2
Dato' Paduka Dr. Hii King Hiong	5/5	6/6	2/2	–	2/2
Datin Seri Azreen Binti Abu Noh	4/5	5/6	2/2	1/1	2/2

The Board is satisfied with the level of commitment given by the Directors in fulfilling their roles and responsibilities as Directors of the Company. To ensure that the Directors devote sufficient time to carry out their roles and responsibilities and in line with the MMLR of Bursa Securities, a Director of the Company must not hold directorships of more than five (5) Public Listed Companies.

In the intervals between Board Meetings, any matters requiring urgent Board decisions and/or approvals can be sought via circular resolutions which are supported with all the relevant information and explanations required for informed decisions to be made.

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

To facilitate the work of the Board, the Board has approved a formal schedule of matters reserved specifically for its decision to ensure the overall control of the Group is firmly in its hands.

##### Meeting of the Board and Board Committees

Meeting notices, agendas and board papers are circulated to the Board with sufficient time for members to prepare for Board and Board Committee meetings. All Board and Board Committee meetings held during the year were conducted in an open atmosphere which allowed for constructive challenge and debate, and all Directors were able to exert their independent judgement to bear on issues discussed. The Directors and Management continue to be in frequent contact between meetings.

The Board has unrestricted access to independent and expert advice at the Company's expense in performing its duties.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

#### (II) BOARD COMPOSITION (CONTINUED)

##### Directors' Training

Directors will receive further training from time to time on various aspects of their responsibilities as Directors of the Company such as new laws and regulations, to further enhance their skills and knowledge, where relevant. All the Directors have attended the educational training and seminars to keep abreast with new regulatory developments, the business environment and assisted them in the discharge of their duties. The seminars attended by the Directors during the financial year ended 30 June 2023 are listed below:-

Name of Directors	Course Attended
Dato' Yeo Boon Leong, JP	In-house training – Sustainability ESG by Cambridge Management Sdn. Bhd. on 29 May 2023.
Dato' Sri Ngu Tieng Ung, JP	In-house training – Sustainability ESG by Cambridge Management Sdn. Bhd. on 29 May 2023.
Datuk Tan Poo Chuan	In-house training – Sustainability ESG by Cambridge Management Sdn. Bhd. on 29 May 2023.
Mr. Lim Boon Shen	In-house training – Sustainability ESG by Cambridge Management Sdn. Bhd. on 29 May 2023.
Datuk Zakaria Bin Sharif	In-house training – Sustainability ESG by Cambridge Management Sdn. Bhd. on 29 May 2023.
Dato' Paduka Dr. Hii King Hiong	In-house training – Sustainability ESG by Cambridge Management Sdn. Bhd. on 29 May 2023.
Datin Seri Azreen Binti Abu Noh	In-house training – Sustainability ESG by Cambridge Management Sdn. Bhd. on 29 May 2023.

In addition, Directors' education also includes briefings by the Internal Auditors, External Auditors and the Company Secretary on the relevant updates on statutory and regulatory requirements from time to time during the Audit Committee and Board meetings.

#### (III) REMUNERATION

##### Remuneration Committee

A Remuneration Committee was established by the Board comprising of Non-Executive Directors, a majority of whom are Independent Directors. The memberships of the Remuneration Committee are as follows:-

Name of Directors	Designation	Directorship
Datin Seri Azreen Binti Abu Noh	Chairman	Independent Non-Executive Director
Dato' Paduka Dr. Hii King Hiong	Member	Independent Non-Executive Director
Datuk Zakaria Bin Sharif	Member	Independent Non-Executive Director

Remuneration Committee's primary responsibilities involve establishing, reviewing annually and recommending to the Board the remuneration packages of each individual Directors and Key Senior Management to ensure that their remuneration is commensurate with that of their responsibilities and commitment.

The Chairman of the Committee may request for a meeting as and when deemed necessary. The remuneration of Directors shall be the ultimate responsibility of the full Board after considering the recommendation of the Committee.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

#### (III) REMUNERATION (CONTINUED)

##### Remuneration Committee (continued)

The Terms of Reference of the Remuneration Committee is subject to periodic review and update to meet the requirements and regulations, statutory provisions, guidelines, principles, and best practices of the authorities. The Terms of Reference of the Remuneration Committee is available at the Company's website at <https://www.ta-win.com/investor-relations/corporate-governance/>

##### Remuneration policy

The Board has in place a set policies and procedures for remuneration of Directors and Key Senior Management. The objective of Remuneration Policy of the Company is to attract, retain and motivate Directors and Key Senior Management of the quality required to manage the business of the Group. The remuneration of Executive Director and Key Senior Management comprises basic salary, allowances, bonuses and other customary benefits as appropriate. In the case of the Non-Executive Directors, a basic fee as ordinary remuneration and meeting allowances will be paid.

The Executive Directors play no part in deciding their own remuneration. It is the ultimate responsibility of the Board to approve the remuneration package of Executive Directors. The Directors' Fee payable and other benefits payable to Directors are subject to the members' approval at the Annual General Meeting ("AGM") in accordance with Section 230(1) of the Companies Act 2016.

The Remuneration Policy and Procedures for Directors and Key Senior Management have been implemented by the Company to make sure the relevant and appropriate for the current structure of the Group. The Remuneration Policy and Procedures for Directors and Key Senior Management is available on the Company's website at <https://www.ta-win.com/investor-relations/corporate-governance/>

##### Details of Directors' Remuneration

Details of Directors' remuneration of the Company and of the Group for the financial period ended 30 June 2023 are as follows:-

#### (i) Company

	Salaries (RM)	Bonuses (RM)	Fees (RM)	<sup>(1)</sup> Other Remuneration (RM)	Total (RM)
<b>Executive Directors</b>					
Dato' Sri Ngu Tieng Ung, JP	1,360,000	240,000	–	234,918	1,834,918
Datuk Tan Poo Chuan	1,360,000	240,000	–	233,919	1,833,919
<b>Non-Executive Directors</b>					
Dato' Yeo Boon Leong, JP	–	–	120,000	1,687,800	1,807,800
Dato' Paduka Dr. Hii King Hiong	–	–	108,000	16,600	124,600
Datin Seri Azreen Binti Abu Noh	–	–	108,000	14,600	122,600
Datuk Zakaria Bin Sharif	–	–	108,000	19,100	127,100
Mr. Lim Boon Shen	–	–	108,000	13,000	121,000
<b>Total</b>	<b>2,720,000</b>	<b>480,000</b>	<b>552,000</b>	<b>2,219,937</b>	<b>5,971,937</b>

Notes:

(1) Other remuneration includes amongst others, the allowance and consultation fees payable to the Directors.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

#### (III) REMUNERATION (CONTINUED)

##### Details of Directors' Remuneration (Continued)

##### (ii) Group

	Salaries (RM)	Bonuses (RM)	Fees (RM)	<sup>(1)</sup> Other Remuneration (RM)	Total (RM)
<b>Executive Directors</b>					
Dato' Sri Ngu Tieng Ung, JP	1,360,000	240,000	120,000	234,918	1,954,919
Datuk Tan Poo Chuan	1,360,000	240,000	–	233,919	1,833,919
<b>Non-Executive Directors</b>					
Dato' Yeo Boon Leong, JP	–	–	120,000	1,687,800	1,807,800
Dato' Paduka Dr. Hii King Hiong	–	–	108,000	16,600	124,600
Datin Seri Azreen Binti Abu Noh	–	–	108,000	14,600	122,600
Datuk Zakaria Bin Sharif	–	–	108,000	19,100	127,100
Mr. Lim Boon Shen	–	–	108,000	13,000	121,000
<b>Total</b>	<b>2,720,000</b>	<b>480,000</b>	<b>672,000</b>	<b>2,219,937</b>	<b>6,091,937</b>

Notes:

(1) Other remuneration includes amongst others, the allowance and consultation fees payable to the Directors.

##### Remuneration of Top Five Senior Management

The top five (5) Senior Management's remuneration for the financial period ended 30 June 2023 are as follows:-

Range of Remuneration (RM)	Top Five Senior Management
250,000-500,000	2
200,000-250,000	2
150,000-200,000	1
100,000-150,000	–
Total	5

The Board is of the opinion that the disclosure of the Senior Management Personnel names and the various remuneration component (salary, bonus, benefits in-kind, other emoluments) would not be in the best interest of the Group due to the confidentiality and sensitivity of each remuneration package.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

#### (I) AUDIT COMMITTEE

##### **Audit Committee Composition and Chairman**

The present Chairman of the Audit Committee is Datuk Zakaria Bin Sharif. He was re-designated as Chairman of Audit Committee on 25 May 2021. The Chairman of the Board is Dato' Yeo Boon Leong, JP.

Having the positions of Board Chairman and Audit Committee Chairman assumed by different individuals allows the Board to objectively review the Audit Committee's findings and recommendations.

The Chairman of the Audit Committee is responsible to ensure the overall effectiveness and independence of the Audit Committee. The roles and responsibilities of the Committee as well as the rights are set out in the Terms of Reference of the Audit Committee, which is published on the Company's website.

Details of activities carried out by the Audit Committee during the financial period ended 30 June 2023 are set out in the Audit Committee Report of this Annual Report.

##### **Policy on Appointment of a Former Key Audit Partner as Audit Committee Member**

As a measure to safeguard the independence and objectivity of the audit process, the Company has incorporated a policy stipulation that governs the appointment of a former key audit partner to the Audit Committee.

The policy, which is codified in the Audit Committee's Terms of Reference, requires a former partner of the external audit firm of the listed company to observe a cooling-off period of at least three (3) years before he can be considered for appointment as an Audit Committee member.

##### **Assessment on the Suitability, Objectivity and Independence of the External Auditors**

The Board maintains a transparent and professional relationship with the External Auditors through the Audit Committee. Based on the current practice, the Audit Committee invites External Auditors to attend its meetings at least twice a year to discuss their audit plan and their audit findings on the Group's audited financial statements. In addition, the Audit Committee also has private meetings with the External Auditors without the presence of the Senior Management to enable exchange of views on issues requiring attention. The Board has delegated to the Audit Committee to perform an annual assessment on the quality of the audit which encompassed the performance and calibre of the External Auditors and their independence, objectivity and professionalism. The assessment process involves identifying the areas of assessment and devising tools to obtain the relevant data. Upon completion of the assessment, the Audit Committee will make recommendation for re-appointment of the External Auditors to the Board. The proposed appointment will be subject to shareholders' approval at the AGM.

The policies and procedures to assess the suitability, objectivity and independence of the external auditors are in place. The said policies and procedures is available at the Company's website <https://www.ta-win.com/investor-relations/corporate-governance/>

In the annual assessment on the suitability, objectivity and independence of the auditors, the Audit Committee is guided by the factors as prescribed under MMLR of Bursa Malaysia Securities Berhad as well as the policies and procedures which were adopted by the Board.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (CONTINUED)

#### (I) AUDIT COMMITTEE (CONTINUED)

##### All Audit Committee Members are Financially Literate

The Audit Committee consists of three (3) Independent Non-Executive Directors and one (1) Non-Independent Non-Executive Director, which is in compliance with the MMLR of the Bursa Securities.

The Chairman and member of the Audit Committee, Datuk Zakaria Bin Sharif and Dato' Paduka Dr. Hii King Hiong are member of Malaysian Institute of Accountants (MIA). All members of the Audit Committee are financially literate and are able to understand matters under the purview of the Audit Committee including the financial reporting process. They possess sufficient financial knowledge to provide satisfactory input on financial matters. The Audit Committee members possess the necessary knowledge, experience, expertise and skills which contributed to the overall effectiveness of the Audit Committee.

#### (II) RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

##### Effective Risk Management and Internal Control Framework

The Board affirms its overall responsibility for maintaining a sound internal control system and risk management as well as reviewing its adequacy and integrity of the system.

The Risk Management Committee assessed and monitored the efficacy and effectiveness of the risk management controls and measures taken whilst the adequacy and effectiveness of the internal controls were reviewed by the Audit Committee in conjunction with the activities and reports of the outsourced Internal Auditors.

##### Effective Governance, Risk Management and Internal Control Framework

The Risk Management Committee comprises of three (3) Independent Non-Executive Directors. The present Chairman of the Risk Management Committee is Dato' Paduka Dr. Hii King Hiong. The Risk Management Committee was entrusted by the Board to oversee the adequacy and effectiveness of the risk management framework and internal control systems.

The roles and responsibilities of the Risk Management Committee are set out in Terms of Reference of Risk Management Committee, which is published on the Company's website <https://www.ta-win.com/investor-relations/corporate-governance/>

The Senior Management will present the Risk Management Report to the Risk Management Committee at least twice a year to provide an overview of the Group's significant risks and action plans to mitigate the risks. The Risk Management Committee provides its views which are then communicated to the respective risk owners. The significant risks are then escalated to the Board upon deliberation by Risk Management Committee.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

### PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (CONTINUED)

#### (II) RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK (CONTINUED)

##### Internal Audit Function

The Group's Internal Audit function is outsourced to a professional service firm, Messrs. Ivan Law & Co, to provide the Audit Committee with an independent assessment on the adequacy and effectiveness of the Group's system of internal controls.

During the financial year ended 30 June 2023, the outsourced internal audit function carried out audits in accordance with the risk-based internal audit plan reviewed and approved by the Audit Committee. The results of their review presented in the Internal Audit Report, which include a summary of internal audit findings and management's responses, were discussed with the Senior Management and subsequently presented to the Audit Committee. Follow up visits were also conducted by Internal Auditors to ensure that management's action plans in respect of the matters highlighted in the Internal Audit Reports have been adequately addressed. None of the internal control weaknesses have resulted in any material losses, contingencies or uncertainties that would require disclosure in the Annual Report.

To ensure effectiveness of the Group's Internal Audit function, the Audit Committee assesses the following:-

- (a) the adequacy of the scope, functions, competency and resources of the internal audit function and that it has the necessary authority to carry out its work; and
- (b) the internal audit plan, processes, the results of the internal audit assessment and whether appropriate actions have been taken on the recommendations of the internal audit function.

The engagement partner of the outsourced internal audit function, Mr. Ivan Law, has diverse professional experience in internal audits, risk management and corporate governance advisory and possesses relevant qualification.

The internal audit staff on the engagement are free from any family relationship with any Directors and/or major shareholders and do not have any conflict of interest with the Group.

The internal audit was conducted using a risk-based approach and was guided by a recognised framework.

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

#### (I) COMMUNICATION WITH STAKEHOLDERS

##### Continuous Communication between the Company and Stakeholders

The Board leverages on a number of formal channels for effective dissemination of information to shareholders and other stakeholders, particularly through Annual Reports, Circular to Shareholders, announcements to Bursa Securities, media releases, AGM, Extraordinary General Meeting ("EGM") and the Company's website, [www.ta-win.com](http://www.ta-win.com).

##### Integrated Reporting

The Company is not a Large Company as defined by the Code. The Company will consider adopting integrated reporting if the Board is of the view that the benefits of the adoption outweigh the costs.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

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

#### (II) CONDUCT OF GENERAL MEETINGS

The AGM and other general meetings of the Company are the primary forum for dialogue with its shareholders. All notices of general meetings and accompanying explanatory materials are published on the company website ([www.ta-win.com](http://www.ta-win.com)), advertised in a leading mainstream local newspaper, and the necessary announcement made to Bursa Securities. In addition, the notice of AGM, which forms part of the Annual Report, and the CD-ROM, is circulated to its shareholders. The form and content of the notices of the general meetings comply with the Companies Act 2016 and any other applicable regulatory requirements under Bursa Securities and the Securities Commission Malaysia.

The Board's members had attended the following general meetings held during the financial period ended 30 June 2023 except for Datin Seri Azreen Bin Abu Noh of whom has extended her apologies to the shareholders for not attending the Company's Twenty Eighth AGM held on 29 November 2022:-

Date	Meeting
29 November 2022	Twenty Eighth AGM

Shareholders are provided with the sufficient notices of general meetings and accompanying explanatory material such as notes, circular and Annual Report in order for the shareholders to make arrangements to attend the general meetings and exercise their rights. Shareholders are encouraged to appoint proxy/proxies to vote on their behalf if they are unable to attend the meeting. In line with the recommendations of the Code, the Notice of Twenty Eighth AGM of the Company was issued 28 days before the AGM date. The copies of the proxy forms are available in the Company's website and in the Company's Annual Report.

The Company had conducted a virtual Twenty Eighth AGM on 29 November 2022 to ensure that all Directors and shareholders are able to participate in the AGM under a safe condition.

The Company has leveraged on technology to convene the virtual Twenty Eighth AGM through live streaming where shareholders participated and voted remotely during the AGM, as guided by the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia. Voting at the AGM was conducted using remote participation and voting facilities. The Company will continue to utilise the technology to conduct the forthcoming AGM on a virtual basis as part of our safety measures and to contain the spread of Covid-19.

This Corporate Governance Overview Statement was approved by the Board of Directors on 23 October 2023.

# AUDIT COMMITTEE REPORT

## MEMBERSHIP AND AUTHORITY

The Board of Directors (“the Board”) is pleased to present the following Audit Committee Report and its activities for the financial year ended 30 June 2023.

The Audit Committee was established with the objective to assist the Board in the area of corporate governance, systems of internal control and management and financial practices Ta Win Holdings Berhad and its group of companies (“Group”).

The Audit Committee comprises three (3) Independent Non-Executive Directors and one (1) Non-Independent Non-Executive Directors. The present members of the Audit Committee are as follows:-

Name of Directors	Designation	Directorship
Datuk Zakaria Bin Sharif	Chairman	Independent Non-Executive Director
Dato’ Paduka Dr. Hii King Hiong	Member	Independent Non-Executive Director
Datin Seri Azreen Binti Abu Noh	Member	Independent Non-Executive Director
Mr. Lim Boon Shen	Member	Non-Independent Non-Executive Director

The composition of the Audit Committee meets the requirements of paragraph 15.09 (1)(a) and (b) and 15.10 of Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad. The Audit Committee consists of members with a broad spectrum of skills, professional experience, and backgrounds with high integrity. Alternate directors cannot be appointed as a member of the Audit Committee.

The Audit Committee is chaired by Datuk Zakaria Bin Sharif. He is a Fellow of the Australian Society of Certified Practising Accountants, Associate of the Malaysian Institute of Certified Public Accountants and Member of Malaysian Institute of Accountants and fulfills the requirement of paragraph 15.09 (1)(c) of the MMLR.

The Board has entrusted the Nomination Committee to review the terms of office of the Audit Committee members and the performance of the Audit Committee and its members through an annual evaluation. The Board is satisfied with the members of the Audit Committee in discharging their functions, duties and responsibilities in accordance with the Terms of Reference of the Audit Committee. The Terms of Reference of the Audit Committee is available at the Company’s website, <https://www.ta-win.com/investor-relations/corporate-governance/>

During the financial year ended 30 June 2023, the Chairman of the Audit Committee has engaged on a continuous basis with the Management, Internal Auditors and the External Auditors, in order to keep abreast of matters and issues affecting the Company.

## ATTENDANCE OF MEETINGS

During the financial year ended 30 June 2023, the Audit Committee held a total of six (6) meetings. The details of attendance of the Audit Committee members are as follows:-

Members	Attendance
Datuk Zakaria Bin Sharif	6/6
Dato’ Paduka Dr. Hii King Hiong	6/6
Datin Seri Azreen Binti Abu Noh	5/6
Mr. Lim Boon Shen	6/6

The Audit Committee meetings were convened with proper notices and agenda. The Chairman of the Audit Committee reported the key issues discussed at each meeting to the Board. The Management was invited to all the Audit Committee meetings to facilitate direct communication and to provide clarification on audit issues and the Group’s operations.

All deliberations during the Audit Committee meetings were duly minuted. Minutes of the Audit Committee meetings were tabled for confirmation at every succeeding Audit Committee meeting and the Minutes were circulated to each Board member for their notation.



## AUDIT COMMITTEE REPORT (CONTINUED)

### SUMMARY OF WORKS PERFORMED BY THE AUDIT COMMITTEE DURING THE FINANCIAL YEAR ENDED 30 JUNE 2023

During the year under review, the Audit Committee carried out the following work in the discharge of its functions and duties:-

#### (1) Financial Reporting

Reviewed the unaudited interim consolidated financial statements to ensure that the financial reporting and disclosure requirements of relevant authorities had been complied with, focusing particularly on:-

- the going concern assumption;
- compliance with accounting standards and regulatory requirements;
- any changes in accounting policies and practices;
- significant issues and unusual event; and
- significant adjustment arising from the audit, if any.

In fulfilling its oversight responsibilities, the Audit Committee reviewed and discussed with the Management and External Auditors on the salient accounting and audit issues, significant risks and audit focus areas, any deficiency on internal control, reasonableness of significant judgements, amendments to the reporting standards and other legal requirements.

#### (2) External Audit

- (a) Reviewed, evaluated and approved the Messrs. UHY's Audit Planning Memorandum for the financial year ended 30 June 2023. The statutory responsibilities of the Auditors, audit approach, areas of audit emphasis, engagement team, the timing of audit, accounting standards updates and other updates were discussed and brought to the attention of Audit Committee;
- (b) Reviewed the Audit Review Memorandum presented by the External Auditors which serves to provide the Audit Committee a status update of the key findings and issues arising from the audit. A summary of key findings was presented to the Audit Committee;
- (c) Reviewed with the External Auditors the approved accounting standards applicable to the financial statements of the Group;
- (d) Reviewed the assistance given by the Company's employees to the External Auditors;
- (e) Reviewed the annual audited financial statements of the Company and the Group prior to the submission to the Board for approval;
- (f) Reviewed and discussed the audit and accounting matters highlighted by the External Auditors and recommendations made by them and the Management's responses;
- (g) Reviewed and assessed the independence and performance of the External Auditors;
- (h) Assessed the fee chargeable by the External Auditors to ensure that the policies governing the provision of non-audit fees are observed; and
- (i) Conducted independent meetings (without the presence of Management) with the External Auditors.





## AUDIT COMMITTEE REPORT (CONTINUED)

### SUMMARY OF WORKS PERFORMED BY THE AUDIT COMMITTEE DURING THE FINANCIAL YEAR ENDED 30 JUNE 2023 (CONTINUED)

During the year under review, the Audit Committee carried out the following work in the discharge of its functions and duties (continued):-

#### (3) Internal Audit

- (a) Reviewed the letter of engagement of Messrs. Ivan Law & Co. as Internal Auditors of the Group;
- (b) Reviewed and approved the Internal Audit Plan to ensure that the scope and coverage of the internal audit on the Group's operations is adequate and that all the risk areas are audited by Internal Auditors;
- (c) Reviewed and deliberated internal audit reports containing approaches of internal audit reviews, findings, the recommendation action plans, and the management's response and the status of implementation of the action plans; and
- (d) Reviewed the effectiveness of internal audit processes as well as the adequacy of the scope, functions, competency, and resources of the internal audit function and whether it has the necessary authority to carry out its works.

#### (4) Other activities

- (a) Reviewed the related party transactions (if any), entered by the Company or its subsidiaries to ensure that the related party transactions (if any), are in the best interest of the Company, fair, reasonable and on normal commercial terms and are not detrimental to the interest of the non-interested shareholders of the Company;
- (b) Reviewed the Statement on Risk Management and Internal Control for inclusion in the Annual Report;
- (c) Reviewed the Audit Committee Report for inclusion in the Annual Report;
- (d) Reviewed employee share option scheme to ensure that it had been carried out according to the criteria and procedures as contained in the By-Laws;
- (e) Reviewed and recommended to the Board the Anti-Bribery and Anti-Corruption Policy of the Company in compliance with the MMLR of Bursa Malaysia Securities Berhad and Malaysian Anti-Corruption Commission Act;
- (f) Reviewed the Policies and Procedures to assess the suitability and independence of External Auditors; and



## AUDIT COMMITTEE REPORT (CONTINUED)

### SUMMARY OF ACTIVITIES OF THE INTERNAL AUDIT FUNCTION DURING THE FINANCIAL YEAR ENDED 30 JUNE 2023

The Group outsourced its internal audit function to Messrs. Ivan Law & Co. as Internal Auditors of the Group to assist the Audit Committee in discharging its duties and responsibility more effectively. Messrs. Ivan Law & Co. acted independently and with due professional care. The Internal Auditors has presented the findings and recommendations in the internal audit reports to the Audit Committee.

The internal audit reviews were performed in accordance with accepted auditing practices. The internal audit reviews involved walk through the process and procedures, discussion with key staffs, review documentation as well as observation of the current practices. The Internal Auditors also reviewed and considered the six broad control components ie. Control Activities, Segregation of Duties, Authorization, Access to Assets, Assets Accountability and Recording in the respective functional areas.

The Audit Committee has full and direct access to the outsourced Internal Auditors, reviews its internal audit plan and reports on audits performed and monitors its performance. The Audit Committee also reviews the adequacy of the scope, functions, competency and resources of outsourced internal audit functions from time to time.

In respect of the financial year ended 30 June 2023, the Internal Auditors had carried out internal audit reviews on Cyprium Wire Technology Sdn. Bhd. and Sin Line Tek Electronic Co. Sdn. Bhd., the subsidiaries of the Company, in the following functional areas:-

#### Inventory Management, Production Cycle and Quality Control

- Receiving and Inspection Process and Procedures
- Material Storage and Handling
- Store Management
- Material Issuing
- Physical Stock Handling
- Inventory System Updating and Recording
- Physical Stock Count Procedures
- Stock Variances Justification and Verification
- Receiving and Delivery Monitoring
- Stock Return Handling
- Production and Resources Planning
- Job Order and Production
- Production Output Monitoring
- Rework and Reject
- Material Quality Assurance
- Production Quality Control
- Finished Goods Quality Assurance
- Document Control, Recording and Reporting
- Customer Complaints Handling

They also had carried out follow-up audit visits to review the implementation status of Management's action plans that were reported in the previous Internal Audit Reports.

The internal audit findings and recommendations for improvement and the implementation status of management's action plans were presented at the Audit Committee meetings.

The fees incurred in maintaining the outsourced internal audit function for the financial year ended 30 June 2023 amounted to RM22,000.00.

This Audit Committee Report was approved by the Board of Directors on 23 October 2023.



# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## INTRODUCTION

The Malaysian Code on Corporate Governance requires the Board of Directors (the “Board”) to maintain a sound risk management framework and internal control system. Pursuant to Paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad requires the Board of public listed companies to include in the Annual Report a “statement about the state of risk management and internal control of the listed corporation as a group”. The Board and Management are committed to maintain a sound system of risk management and internal control in Ta Win and its group of companies (“Group”) and are pleased to provide the following statement, which outlines the nature and scope of risk management and internal control of the Group. As a responsible corporate entity, the Group recognise the significance of these practices in safeguarding interests of shareholders, maintaining operational efficiency, ensuring compliance with regulatory requirements and ensuring the trust and confidence of our stakeholders.

## BOARD RESPONSIBILITY

The Board acknowledges and is committed to its overall responsibility for maintaining a sound internal control system and for reviewing its adequacy and integrity on financial, operational, environmental, and compliance controls, and risk management procedures. Its responsibilities also include embedding the risk management framework in all aspects of the Group’s activities and approving the Board’s acceptable risk appetite after assessing whether the risks are managed within tolerable ranges. The Board believes that an integrated and effective system of governance, risk management, and internal control is desirable to sustain the Group’s success. The Board considers that it is in the public’s interest that the Group is well managed, act ethically, be transparent, and more responsive to the shareholders.

The Board recognises that the review of the Group’s system of internal control involves a concerted and continuing process where the system is designed to manage rather than eliminate the risks of failures to achieve all business goals and objectives. However, in pursuing this objective, the Group’s internal control system is designed to only provide a reasonable but not absolute assurance against material misstatement, operational failure, fraud or loss. The concept of reasonable assurance recognises that the cost of control procedures shall not exceed the expected benefits. Furthermore, because of the changing business environment, the effectiveness of an internal control system may vary over time. The rationale of implementing the internal control system is to assist the Group in achieving its corporate objectives within acceptable risk, including the likelihood of a significant adverse impact arising from a future event or situation. The Board has also acknowledged that the Group’s risk management and internal control system are operating adequately and effectively in all material aspects concerned.

The Board is assisted by the Risk Management Committee in reviewing and assessing the risk governance framework and the risk management processes of the Group with respect to their adequacy and effectiveness. The Board will receive formal feedback on the adequacy of risk management and internal control from the Internal Auditors on a half-yearly basis.

## MANAGEMENT RESPONSIBILITY

The Management is responsible for establishing, implementing, and maintaining the processes of identifying, evaluating, monitoring, and reporting of risks and internal control, taking appropriate and timely corrective actions as needed, and for assuring the Board that the processes have been carried out.

The Board assigned these responsibilities to the key senior management including the Executive Directors, Directors of subsidiary company, General Manager and Chief Operating Officer, who will provide the Board with an annual report on the adequacy and efficacy of the Group’s risk management and internal control process in all material aspects, based on the Group’s risk management template. Upon taking the appropriate steps to resolve the risks, the Management shall inform and bring to the Board’s attention continuously an adjustment to the risks or emerging risks.



## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONTINUED)

### RISK MANAGEMENT

The Board and Management recognise that effective risk management is an integral part of business management practice. The Board also acknowledges that all areas of the Group's activities involve some degree of risk and is committed to ensuring that the Group has an effective risk management framework that allows the Group to identify, evaluate and manage risks within defined risk parameters to achieve the Group's business objectives. The Board will continue to identify, assess, and manage a key business, operational, and financial risks.

During the financial year ended 30 June 2023, the Risk Management Committee highlighted and reported to the Board on the processes, findings, and actions taken by the Management. The Risk Management Committee will continuously identify new risks by taking into consideration the Group's business objectives, strategies, targets, and external environmental factors. This covers matters such as responses to significant risks identified, the output from monitoring processes, and changes made to the internal control systems. The Audit Committee or Risk Management Committee then reports any significant changes in the business and the external environment to the Board. This is to ensure that all high risks are adequately addressed at various levels within the Group. The Group will continue to foster a risk-awareness culture in all decision-making and manage all risks in a proactive and effective manner. This is to enable the Group to respond effectively to the changing business and competitive environment.

### INTERNAL CONTROL

The Board entrusts the Executive Directors and the Management team with the day-to-day running of the business. The Executive Director and the Management team would receive regular financial information consisting of quantitative and qualitative trends and analyses.

The Executive Directors have a crucial role in communicating with the Management of the Board's requirements on the internal control process. This is accomplished by their frequent engagements in business operations and their participation at numerous scheduled meetings of the Management Committee. The Management Committee, which includes department heads, meets weekly to discuss production, operational, sales, and human resources issues. These meetings represent the platform for the Group to monitor the critical issues which have been identified and ensure those issues are resolved on time. The Executive Directors track the progress of these issues through regular management meetings and minutes of the Management Committee updates.

The Board monitors the Group's performance, operations, and business development through Board papers which are tabled at quarterly meetings. In addition, the Executive Directors and Chief Operating Officer brief the Board on the Group's activities while highlighting significant matters that require further discussion and decision making.



## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONTINUED)

### OTHER KEY ELEMENTS OF INTERNAL CONTROL

The Board has implemented an internal control system, which comprises underlying control environment, control processes and, communication and monitoring system such as the following: -

- Organisational structure with well-defined lines of responsibility, a delegation of authority, segregation of duties, and the flow of information which are effectively communicated to all levels. Besides the predominantly non-executive standing committees, such as the Audit, the Remuneration, and the Nomination Committees, the Executive Director and Management Committees will support the Board. These Committees convene at the Board and Management meetings to assess performance and controls in all areas of operations to ensure that the risk management and control framework is embedded into the culture, processes, and structures of the Company;
- Document internal policies and procedures for the Group including those set out in the
  - Quality Management Systems Automotive under IATF 16949:2016;
  - Quality Management Systems under ISO 9001: 2000; and
  - Various overseas' product certification awarded from Underswriters Laboratories.
- Provide continuous training and developmental programs for all employees to maintain their competency and efficiency;
- Prepare timely public releases of quarterly reports upon review by the Audit Committee and the approval of the Board; and
- Monitor mechanisms in the form of financial and operational reports and operational review meetings which are responsive to changes in the business environment.

### INTERNAL AUDIT

The objective of the Audit Committee is to monitor and review all pertinent systems on controls, procedures, and operations to ensure that the overall internal control system is adequate and satisfactory. The Internal Auditors report directly to the Audit Committee. Their role is to provide the Audit Committee with independent and objective reports on the effectiveness of the internal control systems within the Group.

The Internal Auditors assist the Audit Committee in monitoring the effectiveness of policies, processes, and activities that should manage internal controls and maintain risk management and corporate governance processes during the year. The assessment of the adequacy and effectiveness of internal controls established in mitigating risks is carried out through interviews and discussion with the Management team, review of relevant established policies and procedures and authority limits, and observing and testing of the internal controls on a sample basis. The Internal Auditors assist the Audit Committee to identify any internal control weaknesses. The internal audit reviews have resulted in an action plan to be taken by the Group to address the weaknesses noted. In addition, the Audit Committee also plays a key role in reviewing and deliberating on any matters relating to internal controls highlighted by the External Auditors when preparing the audit for the Group's financial statements.

During the year under review, the Internal Auditors carried out various internal audit tests. Several minor internal control weaknesses were identified during the year, all of which have been, or are being, addressed. All highlighted issues will be followed up closely to determine the extent of the recommendation that has been implemented by the Senior Management. All reports from the internal audit reviews carried out were submitted and presented to the Audit Committee with the feedback and agreed corrective actions to be undertaken by Management. Subsequently, the progress of these corrective actions was monitored and verified by Internal Auditors on a regular basis and submitted to the Audit Committee.

Besides, as required by the ISO 9001:2000 where certification is accredited to the Group, scheduled internal ISO audits are conducted once a year. The results of these audits were reported to the Executive Directors.



## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONTINUED)

### REVIEW OF STATEMENT BY EXTERNAL AUDITORS

Pursuant to Paragraph 15.23 of the Listing Requirement of Bursa Malaysia Securities Berhad, the External Auditors have reviewed this Statement for inclusion in the Annual Report for financial year ended 30 June 2023. The review was performed pursuant to the scope set out in Audit and Assurance Practice Guide (“AAPG”) 3, Guidance for Auditors on Engagement to Report on the Statement on Risk Management and Internal Control. The External Auditors reported that nothing has come to their attention that caused them to believe that the Statement on Risk Management and Internal Control, in all material respects, has not been prepared in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, or is factually inaccurate. AAPG3 does not require the External Auditors to form an opinion on the adequacy on risk management and effectiveness of the risk management and internal control system of the Group.

### THE BOARD’S COMMITMENT

The Board believes that there is no significant deficiencies or weaknesses in the internal control system of the Group and the existing Group’s system of risk management and internal control is adequate to safeguard shareholders’ investments and the Group’s assets. The Group continues to take the necessary measures to strengthen its internal controls and risk management framework.

This Statement of Risk Management and Internal Control was approved by the Board of Directors on 23 October 2023.



# STATEMENT OF DIRECTORS' RESPONSIBILITIES

## IN RESPECT OF AUDITED FINANCIAL STATEMENTS

The Directors are responsible to ensure that the financial statements are drawn up in accordance with Malaysia Financial Reporting Standards, International Financial Reporting Standards, and the requirements of the Companies Act, 2016 in Malaysia and so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2023 and of their financial performance and cash flows for the financial year then ended.

In preparing these financial statements for the year ended 30 June 2023, the Directors have:-

- selected suitable accounting policies and then applied them consistently;
- made estimates and judgements that are reasonable and prudent;
- prepared the financial statements on and on going concern basis unless it is inappropriate to presume that the Group will continue its business; and
- ensured that applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements.

This Statement of Directors' Responsibilities was approved by the Board of Directors on 23 October 2023.



## ADDITIONAL COMPLIANCE INFORMATION

### (1) Utilization of Proceeds

#### (a) Rights Issue

During the financial year ended 30 June 2023, the Company has undertaken the renounceable rights issue of up to 3,106,101,171 new ordinary shares in the Company ("Shares") ("Right Shares") at an issue price of RM0.06 per Rights Share on the basis of 3 Rights Shares for every 1 existing Share held on 6 May 2021 ("Rights Issue"). The Rights Issue has been completed on 9 June 2021 following the listing of and quotation for 2,556,501,561 Rights Shares. Ta Win has successfully raised RM153,390,093.66 from the Rights Issue and the status of utilization of proceeds as at 23 October 2023 is as follows:-

Purpose	Approved Utilisation RM' million	Actual Utilisation RM' million	Balance Utilisation RM' million	Estimated time Frame for utilisation of proceeds from date of listing of the Rights Shares
Working Capital	64.1	(64.1)	–	Within 24 months
Repayment of Bank Borrowings	40.2	(40.2)	–	Within 12 months
Purchase of Machineries and Equipment	35.1	(35.1)	–	Within 24 months
Investment in Sin Line Tek	12.7	(12.7)	–	Within 1 months
Estimated Expenses	1.3	(1.3)	–	Within 1 months
<b>Total</b>	<b>153.4</b>	<b>(153.4)</b>	<b>–</b>	

### (2) Non-Audit Fees

The amount of non-audit fees paid or payable to the External Auditors or a firm or corporation affiliated to the Auditors' firm for the financial year ended 30 June 2023 are as follows:-

For the Financial Year Ended 30 June 2023	The Company	The Group
Non-Audit Fees paid or payable to External Auditors	RM5,000.00	RM5,000.00
<b>TOTAL</b>	<b>RM5,000.00</b>	<b>RM5,000.00</b>

### (3) Material Contracts

On 23 March 2023, Cyprium Capital Sdn. Bhd., a wholly-owned subsidiary of the Company entered into a sale share agreement with Asia Poly Holdings Berhad to acquire a total of 705,892 ordinary shares in Cyprium Wire Technology Sdn. Bhd., representing 15% equity interest in CWT for a cash consideration of RM12,000,000.00.

On 22 June 2023, Sin Line Tek Electronic Co. Sdn. Bhd., 51% owned subsidiary of the Company entered into a sale share agreement with Mr. Lim Aik Gee to dispose a total of 850,000 ordinary shares in Superteam International (M) Sdn. Bhd. ("Superteam"), representing 51% equity interest in Superteam for a cash consideration of RM1,031,900.





## ADDITIONAL COMPLIANCE INFORMATION (CONTINUED)

### (4) Recurrent Related Party Transaction of Revenue Nature

At the AGM held on 29 November 2022, the Company had obtained a shareholders' mandate to allow the Company and/or its subsidiaries to enter into recurrent related party transactions ("RRPTs") of a revenue or trading nature from 29 November 2022 to 29 November 2023.

Pursuant to Paragraph 10.09(2)(b) of the MMLR and Paragraph 3.1.5 of Practice Note 12 of the MMLR of Bursa Securities, the details of the RRPTs entered into by the Group during the financial year ended 30 June 2023 are as follows:

Transacting parties	Related party(ies)	Nature of transaction	Name of interested related party(ies)	Actual value transacted from the date on which the existing mandate was obtained up to the LPD (RM'000)
Ta Win Industries (M) Sdn. Bhd. ("TWI") and Cyprium Wire Technology Sdn. Bhd. ("CWT")	CWT	Purchase of copper rods and wires by CWT from TWI.	(i) Dato' Yeo Boon Leong, JP; (ii) Asia Poly Holdings Berhad; (iii) Dato' Sri Ngu Tieng Ung, JP; (iv) Datuk Tan Poo Chuan; and (v) Mr. Lim Boon Shen	30,008
TWI and CWT	CWT	Factory and hostel rental charged by TWI to CWT.		397
Ta Win Group and CWT	CWT	Provision of financial assistance as follows:- (i) Pooling of funds within the Ta Win Group via a centralized treasury management function on a short or medium term basis (i.e. for a duration not exceeding 3 years); and (ii) Provision of guarantee, indemnity or such other collateral to or in favour of another person which is necessary in order for CWT to procure a contract or secure work from the other person to commence and/or complete a contract or work for CWT.		7,647
<b>TOTAL</b>				<b>38,052</b>

There is no RRPTs after the completion of the acquisition of CWT from Asia Poly Holdings Berhad. Therefore, there is no new renewal RRPTs required.



## ADDITIONAL COMPLIANCE INFORMATION (CONTINUED)

### (5) Workforce Diversity

The Company did not discriminate staffs based on age, gender, physical disability, race or religion. Diversity enriched the work environment. The experience and perspectives of staffs helped the company form relationships with a wider spectrum of customers. The Company had made it its policy to hire talented people from diverse backgrounds from Malaysia and abroad. The Company encouraged workforce diversity and provided equal opportunity for all team members regardless of age, gender, race, religion, nationality and education to work in harmony and to have equal opportunity to succeed.

The Total workforce by gender, age and race as at 30 June 2023 were as follows:

Gender	Number of Employees
Male	600
Female	110
<b>Total</b>	<b>710</b>

Age Group/Race	Malay (M)	Chinese (C)	Indian (I)	Foreigner	Total
Below 21	15	0	0	27	42
21 - 30	92	14	8	229	343
31 - 40	39	13	4	163	219
41 - 55	25	23	6	27	81
Above 55	6	15	1	3	25
<b>Total Workforce</b>	<b>177</b>	<b>65</b>	<b>19</b>	<b>449</b>	<b>710</b>

Category	Malaysian									Foreign National			Total
	Degree			Diploma/ Technical			Others			Degree	Diploma/ Technical	Others	
	M	C	I	M	C	I	M	C	I				
Board of Directors	2	2	0	0	1	0	0	2	0	0	0	0	7
Managerial Staff	3	15	0	2	9	0	4	6	1	0	0	0	40
Executive	5	8	0	4	8	0	4	4	2	0	0	21	56
Technical Staff	6	1	0	6	0	0	13	0	1	0	0	7	34
Operators	2	0	0	16	0	0	66	0	7	0	0	409	500
Clerical Staff	7	0	0	12	1	2	8	6	3	0	0	6	45
General Staff	0	0	0	0	0	0	15	2	5	0	0	6	28
<b>Total</b>	<b>25</b>	<b>26</b>	<b>0</b>	<b>40</b>	<b>19</b>	<b>2</b>	<b>110</b>	<b>20</b>	<b>19</b>	<b>0</b>	<b>0</b>	<b>449</b>	<b>710</b>



## ADDITIONAL COMPLIANCE INFORMATION (CONTINUED)

### (6) Share Issuance Scheme ("SIS")

There is one SIS in existence during the financial year ended 30 June 2023. The total number of options granted, exercised, lapsed and outstanding under the SIS are set out below: -

Description	Number of Options (Since commencement of SIS to 30 June 2023)	
	All Eligible Employees including Directors and Chief Executive	Directors and Chief Executive
Total options granted	252,730,000	179,200,000
Total options exercised	11,270,000	-
Total options lapsed	30,937,876	6,000,000
Total options outstanding	210,522,124	173,200,000

In accordance with the Company's SIS By-Laws, not more than 80% of the Company's ordinary shares available under the SIS shall be allocated, in aggregate, to Directors and senior management of the Group. Since the commencement of the SIS up to the financial year ended 30 June 2023, the Company has granted approximately 40.97% of the options to the Directors and senior management. There was no option granted during the financial year ended 30 June 2022. No options were vested or exercised by the Non-Executive Directors during the financial year ended 30 June 2023. For information purposes, the Company had on 26 August 2021, terminate the Employees' Share Option Scheme and replaced it with a SIS.



# FINANCIAL STATEMENTS



## FINANCIAL STATEMENTS

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# DIRECTORS' REPORT

The Directors hereby present their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 June 2023.

## PRINCIPAL ACTIVITIES

The principal activities of the Company are those of investment holding and provision of management services. The principal activities of its subsidiaries are disclosed in Note 7 to the Financial Statements.

## FINANCIAL RESULTS

	Group RM'000	Company RM'000
Loss for the financial year	(43,293)	(10,935)
Attributable to:		
- Owners of the parent	(37,394)	(10,935)
- Non-controlling interests	(5,899)	-
	(43,293)	(10,935)

## RESERVES AND PROVISIONS

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

## DIVIDENDS

There were no dividends proposed, declared or paid by the Company since the end of the previous financial year. The Board of Directors does not recommend any dividend in respect of the current financial year.

## ISSUE OF SHARES AND DEBENTURES

During the financial year, the Company increased its issued and paid-up ordinary share capital by the issuance of:

- (i) 599,800 new ordinary shares arising from the conversion of irredeemable convertible preference shares at the conversion price of RM0.025 per ordinary share;
- (ii) 1,201,513 new ordinary shares arising from the exercise of Warrant-A at the exercise price of RM0.10 per ordinary share; and
- (iii) 11,270,000 new ordinary shares pursuant to the Share Issuance Scheme at the exercise price of RM0.0452 per ordinary share, for working capital purposes.

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

There was no issuance of debentures during the financial year.



## DIRECTORS' REPORT (CONTINUED)

### OPTIONS GRANTED OVER UNISSUED SHARES

#### Share Issuance Scheme ("SIS")

The Company's SIS is governed by the By-Laws which was approved by the shareholders on 30 July 2021 and is administered by the SIS Committee which is appointed by the Board of Directors, in accordance with the By-Laws of SIS. The effective date for the implementation of the SIS was 26 August 2021 and shall be in force for a period of 5 years. The options were granted to eligible Directors and employees of the Company and its subsidiaries.

The salient features of the SIS are disclosed in Note 18 to the Financial Statements.

The options granted and exercised during the financial year are as follows:

Date of grant	Number of share options				Balance as at 30.06.2023 '000 units	Exercise price per share RM	Exercise period
	Balance as at 01.07.2022 '000 units	Granted '000 units	Exercised '000 units	Cancelled/ Lapsed '000 units			
11.01.2023	–	252,730	(11,270)	(30,938)	210,522	0.0452	11.01.2023 to 25.08.2026

### WARRANTS

#### Warrant-A 2019/2022

On 8 August 2019, the Company issued 159,227,757 new Warrant-A pursuant to its rights issue of ordinary shares and irredeemable convertible preference shares. On 4 June 2021, additional 144,969,824 Warrant-A were issued pursuant to the renounceable rights issue of ordinary shares and adjustment was performed to the exercise price.

The Warrant-A were constituted under the Deed Poll dated 17 April 2019. During the financial year, 1,201,513 units of Warrant-A are exercised and the total number of Warrant-A that remain unexercised is 294,907,291, has expired on 5 August 2022.

Warrant-A has been removed from the official list of Bursa Malaysia Securities Berhad on 8 August 2022. The warrant reserve in relation to unexercised Warrant-A that have been expired were transferred to retained earnings.

#### Warrant-B 2021/2024

On 20 August 2021, the Company issued 1,365,365,814 new Warrant-B via a bonus issue on the basis of two (2) free Warrant-B for every five (5) existing ordinary shares.

The Warrant-B were constituted under the Deed Poll dated 16 August 2021. As at the financial year ended, 1,365,365,814 Warrant-B remained unexercised.

The salient features of warrants and further information are disclosed in Note 18 to the Financial Statements.



## DIRECTORS' REPORT (CONTINUED)

### DIRECTORS

The Directors of the Company in office since the beginning of the financial year until the date of this report are:

Dato' Yeo Boon Leong, JP \*  
 Dato' Sri Ngu Tieng Ung, JP \*  
 Datuk Tan Poo Chuan \*  
 Dato' Paduka Dr. Hii King Hiong  
 Datin Seri Azreen Binti Abu Noh  
 Datuk Zakaria Bin Sharif  
 Lim Boon Shen

\* Director of the Company and of its subsidiary companies

The Directors who held office in the subsidiary companies (excluding Directors who are also Director of the Company) since the beginning of the financial year until the date of this report are:

Chong Ming Kong  
 Lim Aik Gee  
 Lim Wai Keong  
 Liu Kim Chiu Danny  
 Mohamed Saleh Bin Ahamed Samion  
 Ngu Tieng Lung  
 Tan, Yongtao  
 Tengku Hassan Bin Tengku Omar  
 Fazrul Isham Bin Mohd (Appointed on 15 January 2023)  
 Tan Seng Pang (Appointed on 30 June 2023)  
 Wong Ah Piaw (Resigned on 31 October 2022)  
 Haji Wan Adnan Bin Wan Derahman (Resigned on 15 January 2023)  
 Wong Chen Feng (Resigned on 31 July 2023)  
 Wong Weng Keong (Resigned on 31 May 2023)

The information required to be disclosed pursuant to Section 253 of the Companies Act, 2016 in Malaysia is deemed incorporated herein by such reference to the financial statements of the respective subsidiary companies and made a part hereof.

### DIRECTORS' INTERESTS IN SHARES

The interests and deemed interests in the shares of the Company (other than wholly-owned subsidiary companies) of those who were Directors at financial year end (including their children) according to Register of Directors' Shareholdings are as follows:

	Number of ordinary shares			As at 30.06.2023
	As at 01.07.2022	Bought	Sold	
<b>Interests in the Company</b>				
<b>Direct Interests</b>				
Dato' Yeo Boon Leong, JP	203,000,000	–	–	203,000,000
Dato' Sri Ngu Tieng Ung, JP	14,250,000	5,000,000	–	19,250,000
Datuk Tan Poo Chuan	42,020,000	–	–	42,020,000
<b>Indirect Interests</b>				
Dato' Yeo Boon Leong, JP <sup>\$%+</sup>	277,641,331	–	–	277,641,331
Dato' Sri Ngu Tieng Ung, JP <sup>+@&amp;</sup>	465,799,008	–	–	465,799,008
Datuk Tan Poo Chuan <sup>#+</sup>	90,941,331	14,400,000	(4,300,000)	101,041,331



## DIRECTORS' REPORT (CONTINUED)

### DIRECTORS' INTERESTS IN SHARES (CONTINUED)

The interests and deemed interests in the shares of the Company (other than wholly-owned subsidiary companies) of those who were Directors at financial year end (including their children) according to Register of Directors' Shareholdings are as follows (continued):

	As at 01.07.2022	Number of Warrant-B		As at 30.06.2023
		Bought	Expired	
<b>Interests in the Company</b>				
<b>Direct interests</b>				
Dato' Yeo Boon Leong, JP	3,500,000	–	–	3,500,000
Dato' Sri Ngu Tieng Ung, JP	–	–	–	–
Datuk Tan Poo Chuan	23,608,000	–	–	23,608,000
<b>Indirect Interests</b>				
Dato' Yeo Boon Leong, JP #	34,656,532	–	–	34,656,532
Dato' Sri Ngu Tieng Ung, JP +@&	182,719,602	–	–	182,719,602
Datuk Tan Poo Chuan #+	39,656,532	–	–	39,656,532

- # by virtue of shares held by children  
 \$ held through Asia Poly Holdings Berhad  
 % held through Asia Poly Ventures Sdn. Bhd.  
 + held through Triad Capital Sdn. Bhd.  
 @ held through Heritage Winners Sdn. Bhd.  
 & held through Timur Enterprise Sdn. Bhd.

In addition to the above, the following Directors have an interest in the shares of the Company, by virtue of the options granted pursuant to the SIS of the Company.

	As at 01.07.2022	Number of SIS		As at 30.06.2023
		Granted	Exercised	
Dato' Yeo Boon Leong, JP	–	51,000,000	–	51,000,000
Dato' Sri Ngu Tieng Ung, JP	–	51,000,000	–	51,000,000
Datuk Tan Poo Chuan	–	51,000,000	–	51,000,000
Dato' Paduka Dr. Hii King Hiong	–	6,000,000	–	6,000,000
Datin Seri Azreen Binti Abu Noh	–	6,000,000	–	6,000,000
Datuk Zakaria Bin Sharif	–	6,000,000	–	6,000,000
Lim Boon Shen	–	6,000,000	–	6,000,000

By virtue of their interests in the shares of the Company, Dato' Yeo Boon Leong, JP, Dato' Sri Ngu Tieng Ung, JP and Datuk Tan Poo Chuan are also deemed interested in the shares of all the subsidiaries during the financial year to the extent that the Company has an interest under Section 8 of the Companies Act, 2016 in Malaysia.

None of the other Directors in office at the end of the financial year had any interest in ordinary shares in the Company or its related corporations during the financial year.





## DIRECTORS' REPORT (CONTINUED)

### DIRECTORS' BENEFITS

Since the end of the previous financial year, none of the Directors of the Company has received or become entitled to receive a benefit (other than a benefit included in the aggregate amount of remuneration received or due and receivable by Directors or the fixed salary of a full-time employee of the Company as shown below) by reason of a contract made by the Company or a related corporations 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.

	Group RM'000	Company RM'000
<b>Executive Directors</b>		
Fees	465	–
Salaries, bonus and other emoluments	3,833	3,398
Social security contributions	2	2
Defined contribution plans	285	269
Share-based payment expense	3,323	2,468
	7,908	6,137
<b>Non-executive Directors</b>		
Fees	552	552
Allowances and other emoluments	1,751	1,751
	2,303	2,303
	10,211	8,440

Neither during nor at the end of the financial year, was the Company a party to any arrangement whose object was 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 except for the options granted to Directors pursuant to the Company's SIS and Warrant-B as disclosed above.

### INDEMNITY AND INSURANCE COSTS

During the financial year, the total amount of indemnity coverage for the Directors and officers of the Company were RM41,350. No indemnity was given to or insurance effected for auditors of the Company.

### OTHER STATUTORY INFORMATION

- (a) Before the financial statements of the Group and of the Company were prepared, the Directors took reasonable steps:
- (i) to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that adequate allowance had been made for doubtful debts and there were no bad debts to be written off; and
  - (ii) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including the value of current assets as shown in the accounting records of the Group and of the Company have been written down to an amount which the current asset might be expected so to realise.

**DIRECTORS' REPORT  
(CONTINUED)****OTHER STATUTORY INFORMATION (CONTINUED)**

- (b) At the date of this report, the Directors are not aware of any circumstances:
- (i) which would require the writing off of bad debts or render the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
  - (ii) which would render the values attributed to the current assets in the financial statements of the Group and of the Company misleading; or
  - (iii) 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; or
  - (iv) which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (c) At the date of this report, there does not exist:
- (i) any charge on the assets of the Group and of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; and
  - (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.
- (d) In the opinion of the Directors:
- (i) no contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due;
  - (ii) the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and
  - (iii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

**SUBSIDIARIES**

The details of the subsidiaries are disclosed in Note 7 to the Financial Statements.

**SUBSEQUENT EVENT**

The details of the subsequent event are disclosed in Note 43 to the Financial Statements.



## DIRECTORS' REPORT (CONTINUED)

### AUDITORS' REMUNERATION

The details of auditors' remuneration of the Group and of the Company for the financial year ended 30 June 2023 are as follows:

	Group RM'000	Company RM'000
Auditors' remuneration:		
- Statutory audits	252	80
- Non-statutory audits	5	5
	257	85

### AUDITORS

The Auditors, Messrs. UHY, have expressed their willingness to continue in office.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 23 October 2023.

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**DATO' SRI NGU TIENG UNG, JP**

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**DATUK TAN POO CHUAN**

KUALA LUMPUR



## STATEMENT BY DIRECTORS

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

We, the undersigned, being two of the Directors of the Company, do hereby state that, in the opinion of the Directors, the accompanying financial statements of the Group and of the Company are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2023 and of their financial performance and the cash flows for the financial year then ended.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 23 October 2023

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**DATO' SRI NGU TIENG UNG, JP**

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**DATUK TAN POO CHUAN**

KUALA LUMPUR



# STATUTORY DECLARATION

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

I, DATO' SRI NGU TIENG UNG, JP, being the Director primarily responsible for the financial management of TA WIN HOLDINGS BERHAD, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements of the Group and of the Company are correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the )  
abovenamed at Kuala Lumpur in the Federal )  
Territory on 23 October 2023 )

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**DATO' SRI NGU TIENG UNG, JP**

Before me,

**No. W790**  
**ZAINUL ABIDIN BIN AHMAD**  
Commissioner for Oaths



# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF TA WIN HOLDINGS BERHAD

## REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

### Opinion

We have audited the financial statements of TA WIN HOLDINGS BERHAD, which comprise the statements of financial position as at 30 June 2023 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 72 to 149.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 June 2023, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia.

### Basis for Opinion

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

#### *Independence and Other Ethical Responsibilities*

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

### Key Audit Matter

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

We have determined that there were no key audit matter in the audit of the separate financial statements of the Company to communicate in our auditors' report.

Key Audit Matter	How we addressed the key audit matter
<p><b>Net realisable value of inventories</b></p> <p>As at 30 June 2023, the Group's inventories amounting to RM72,918,237, represent approximately 18% of the Group's total assets. Inventories are carried at lower of cost and net realisable value.</p> <p>The cost of inventories is highly dependent on the market prices of copper which are subject to volatility, and this resulted in risk of the carrying amount of inventories exceed its net realisable value. Therefore, we have identified net realisable value of inventories as the key audit matter.</p>	<p>We have obtained an understanding of the relevant controls put in place by the Group in respect of management's assessment of net realisable value and performed procedures to evaluate design and implementation of such controls.</p> <p>We have evaluated management's assessment of net realisable value of the inventories by comparing the unit cost to selling price for sales transacted subsequent to financial year end and taking into consideration the estimated selling costs.</p> <p>We have evaluated the reasonableness and tested the adequacy of inventories write-down recognised.</p>



## INDEPENDENT AUDITORS' REPORT (CONTINUED)

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

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

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

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

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

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

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

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

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

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

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



## INDEPENDENT AUDITORS' REPORT (CONTINUED)

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

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

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

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

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

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

### REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In accordance with the requirements of the Companies Act, 2016 in Malaysia, we report that the subsidiary company of which we have not acted as auditors, are disclosed in Note 7 to the Financial Statements.

### OTHER MATTERS

- (a) The financial statements of the Company for the financial year ended 30 June 2022 were audited by another auditors and are presented here merely for comparative purposes. The report issued by the predecessor auditors, which was dated 20 October 2022, expressed an unmodified opinion.
- (b) 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.

#### UHY

Firm Number: AF 1411  
Chartered Accountants

KUALA LUMPUR  
23 October 2023

#### LIM YANG YUE

Approved Number: 03544/12/2024 J  
Chartered Accountant





# STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2023

	Note	Group		Company	
		2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>ASSETS</b>					
<b>Non-current assets</b>					
Property, plant and equipment	4	170,588	129,219	531	750
Intangible assets	5	2,563	2,712	–	–
Goodwill on consolidation	6	11,171	11,534	–	–
Investment in subsidiaries	7	–	–	103,942	102,132
Investment in associate	8	–	–	–	–
Other investments	9	4,000	4,000	–	–
		188,322	147,465	104,473	102,882
<b>Current assets</b>					
Inventories	11	72,918	74,480	–	–
Trade receivables	12	53,191	49,590	–	–
Other receivables	13	22,284	22,991	5,890	5,057
Property development costs	14	2,721	2,583	–	–
Amount due by subsidiaries	15	–	–	183,842	133,153
Current tax assets		1,402	343	–	–
Derivative financial assets	26	937	–	–	–
Cash and bank balances	16	47,440	113,098	8,667	67,828
		200,893	263,085	198,399	206,038
Assets held for sale	10	20,850	20,850	–	–
<b>Total assets</b>		410,065	431,400	302,872	308,920
<b>EQUITY</b>					
Share capital	17	299,416	298,323	299,416	298,323
Reserves	18	46,143	47,199	32,460	34,784
Accumulated losses		(100,519)	(56,322)	(35,087)	(30,552)
		245,040	289,200	296,789	302,555
Non-controlling interests		7,263	11,920	–	–
<b>Total equity</b>		252,303	301,120	296,789	302,555



## STATEMENTS OF FINANCIAL POSITION (CONTINUED)

	Note	Group		Company	
		2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>LIABILITIES</b>					
<b>Non-current liabilities</b>					
Loans and borrowings	19	22,059	2,534	–	–
Deferred tax liabilities	20	5,611	6,477	–	–
Lease liabilities	21	6,602	7,746	245	366
		34,272	16,757	245	366
<b>Current liabilities</b>					
Trade payables	22	16,948	11,046	–	–
Other payables	23	14,847	14,855	3,177	3,336
Amount due to Directors	24	459	884	–	–
Amount due to shareholders	25	–	1,374	–	–
Derivative financial liabilities	26	–	370	–	–
Provision	27	2,474	3,182	–	–
Amount due to subsidiaries	15	–	–	2,476	2,482
Loans and borrowings	19	85,436	78,999	–	–
Lease liabilities	21	3,262	2,741	121	109
Current tax liabilities		64	72	64	72
		123,490	113,523	5,838	5,999
<b>Total liabilities</b>		157,762	130,280	6,083	6,365
<b>Total equity and liabilities</b>		410,065	431,400	302,872	308,920

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

# STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	Note	Group		Company	
		2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Revenue	28	613,151	543,542	1,518	2,268
Cost of sales		(621,942)	(521,817)	-	-
Gross (loss)/profit		(8,791)	21,725	1,518	2,268
Other income	29	3,953	4,136	3	325
Distribution expenses		(3,821)	(2,667)	-	-
Administrative expenses		(27,689)	(20,741)	(12,391)	(7,761)
Other operating expenses		(1,929)	(2,162)	(38)	-
Net loss on impairment of financial instruments		(1,152)	(206)	-	-
<b>(Loss)/Profit from operations</b>		<b>(39,429)</b>	<b>85</b>	<b>(10,908)</b>	<b>(5,168)</b>
Finance costs	30	(4,724)	(2,493)	(27)	(7)
Share of results of associate		-	132	-	-
<b>Loss before tax</b>	31	<b>(44,153)</b>	<b>(2,276)</b>	<b>(10,935)</b>	<b>(5,175)</b>
Taxation	34	860	(817)	-	-
<b>Loss for the financial year</b>		<b>(43,293)</b>	<b>(3,093)</b>	<b>(10,935)</b>	<b>(5,175)</b>
Other comprehensive income, net of tax					
<i>Items that may be reclassified subsequently to profit or loss:</i>					
Foreign currency translation differences for foreign operations		(39)	(55)	-	-
Cash flow hedge					
- income/(loss) during the year		1,307	(921)	-	-
- reclassified to profit or loss		-	551	-	-
<b>Other comprehensive income/(loss) for the financial year, net of tax</b>		<b>1,268</b>	<b>(425)</b>	<b>-</b>	<b>-</b>
<b>Total comprehensive loss for the financial year</b>		<b>(42,025)</b>	<b>(3,518)</b>	<b>(10,935)</b>	<b>(5,175)</b>
<b>Loss for the financial year attributable to:</b>					
Owners of the parent		(37,394)	(2,790)	(10,935)	(5,175)
Non-controlling interests		(5,899)	(303)	-	-
		(43,293)	(3,093)	(10,935)	(5,175)
<b>Total comprehensive loss attributable to:</b>					
Owners of the parent		(36,126)	(3,215)	(10,935)	(5,175)
Non-controlling interests		(5,899)	(303)	-	-
		(42,025)	(3,518)	(10,935)	(5,175)
<b>Loss per share (cent)</b>					
Basic	35	(1.09)	(0.08)		
Diluted	35	(1.08)	(0.08)		

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



# STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	Irredeemable		Attributable to owners of the parent				Distributable		Non-controlling Interests RM'000	Total Equity RM'000	
	Share Capital RM'000	Preference Shares RM'000	Warrant Reserve RM'000	Translation Reserve RM'000	Revaluation Reserve RM'000	Hedging Reserve RM'000	SIS Reserve RM'000	Accumulated Losses RM'000			Total RM'000
<b>Group</b>											
<b>As at 1 July 2022</b>	297,860	463	34,784	(434)	13,219	(370)	-	(56,322)	289,200	11,920	301,120
Loss for the financial year	-	-	-	-	-	-	-	(37,394)	(37,394)	(5,899)	(43,293)
Cash flow hedge	-	-	-	-	-	1,307	-	-	1,307	-	1,307
Foreign exchange translation reserve	-	-	-	(39)	-	-	-	-	(39)	-	(39)
Total comprehensive loss for the financial year	-	-	-	(39)	-	1,307	-	(37,394)	(36,126)	(5,899)	(42,025)
<b>Transactions with owner:</b>											
Share-based payment Warrant expired	-	-	(6,151)	-	-	-	4,525	-	4,525	-	4,525
Conversion of irredeemable convertible preference shares	29	(15)	-	-	-	-	-	-	14	-	14
Conversion of Warrant	168	-	(48)	-	-	-	-	-	120	-	120
Exercise of SIS	911	-	-	-	-	-	(401)	-	510	-	510
Lapse of SIS	-	-	-	-	-	-	(249)	249	-	-	-
	1,108	(15)	(6,199)	-	-	-	3,875	6,400	5,169	-	5,169
Change in ownership interest in a subsidiary	-	-	-	-	-	-	-	(13,203)	(13,203)	1,203	(12,000)
Disposal of a subsidiary	-	-	-	-	-	-	-	-	-	39	39
Total transactions with owners	1,108	(15)	(6,199)	-	-	-	3,875	(6,803)	(8,034)	1,242	(6,792)
<b>As at 30 June 2023</b>	298,968	448	28,585	(473)	13,219	937	3,875	(100,519)	245,040	7,263	252,303

## STATEMENTS OF CHANGES IN EQUITY (CONTINUED)

Group	Irredeemable		Attributable to owners of the parent				Non-Distributable		Distributable		Total Equity RM'000
	Share Capital RM'000	Convertible Preference Shares RM'000	Warrant Reserve RM'000	Translation Reserve RM'000	Revaluation Reserve RM'000	Hedging Reserve RM'000	Accumulated Losses RM'000	Total RM'000	Non-controlling Interests RM'000		
<b>As at 1 July 2021</b>	296,689	561	6,368	(379)	13,219	-	(24,947)	291,511	12,108	303,619	
Loss for the financial year	-	-	-	-	-	-	(2,790)	(2,790)	(303)	(3,093)	
Cash flow hedge	-	-	-	-	-	(370)	-	(370)	-	(370)	
Foreign exchange translation reserve	-	-	-	(55)	-	-	-	(55)	-	(55)	
<b>Total comprehensive income for the financial year</b>	-	-	-	(55)	-	(370)	(2,790)	(3,215)	(303)	(3,518)	
<b>Transactions with owner:</b>											
Conversion of irredeemable convertible preference shares	196	(98)	-	-	-	-	-	98	-	98	
Conversion of Warrant	975	-	(169)	-	-	-	-	806	-	806	
Bonus issue of Warrant-B	-	-	28,585	-	-	-	(28,585)	-	-	-	
	1,171	(98)	28,416	-	-	-	(28,585)	904	-	904	
Arising from business combination	-	-	-	-	-	-	-	-	500	500	
Finalisation of purchase price allocation	-	-	-	-	-	-	-	-	(385)	(385)	
<b>Total transactions with owners</b>	1,171	(98)	28,416	-	-	-	(28,585)	904	115	1,019	
<b>As at 30 June 2022</b>	297,860	463	34,784	(434)	13,219	(370)	(56,322)	289,200	11,920	301,120	



## STATEMENTS OF CHANGES IN EQUITY (CONTINUED)

Note	← Non-Distributable →			→ Distributable		Total Equity RM'000
	Share Capital RM'000	Irredeemable Convertible Preference Shares RM'000	Warrant Reserve RM'000	SIS Reserve RM'000	Accumulated Losses RM'000	
<b>Company</b>						
<b>As at 1 July 2022</b>	297,860	463	34,784	–	(30,552)	302,555
Loss for the financial year, representing total comprehensive loss for the financial year	–	–	–	–	(10,935)	(10,935)
	297,860	463	34,784	–	(41,487)	291,620
<b>Transactions with owners:</b>						
Share based payment	–	–	–	4,525	–	4,525
Conversion of irredeemable convertible preference shares	29	(15)	–	–	–	14
Warrant expired	–	–	(6,151)	–	6,151	–
Conversion of Warrant	168	–	(48)	–	–	120
Exercise of SIS	911	–	–	(401)	–	510
Lapse of SIS	–	–	–	(249)	249	–
	1,108	(15)	(6,199)	3,875	6,400	5,169
<b>As at 30 June 2023</b>	298,968	448	28,585	3,875	(35,087)	296,789

Note	← Non-Distributable →			→ Distributable		Total Equity RM'000
	Share Capital RM'000	Irredeemable Convertible Preference Shares RM'000	Warrant Reserve RM'000	Accumulated Losses RM'000		
<b>Company</b>						
<b>As at 1 July 2021</b>		296,689	561	6,368	3,208	306,826
Loss for the financial year, representing total comprehensive loss for the financial year		–	–	–	(5,175)	(5,175)
		296,689	561	6,368	(1,967)	301,651
<b>Transactions with owners:</b>						
Conversion of irredeemable convertible preference shares	196	(98)	–	–	–	98
Conversion of Warrant	975	–	(169)	–	–	806
Bonus issue of Warrant-B	–	–	28,585	(28,585)	–	–
	1,171	(98)	28,416	(28,585)	–	904
<b>As at 30 June 2022</b>		297,860	463	34,784	(30,552)	302,555

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

# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>Cash flows used in operating activities</b>				
Loss before tax	(44,153)	(2,276)	(10,935)	(5,175)
Adjustments for:				
Allowance for impairment loss on trade receivables	1,152	206	–	–
Amortisation of intangible assets	449	469	–	–
Inventories written down	1,280	2,420	–	–
Depreciation of property, plant and equipment	7,779	4,999	245	158
Share-based payment expense	4,525	–	2,715	–
Gain on disposal of property, plant and equipment	(122)	(304)	–	–
Gain on disposal of a subsidiary	(704)	–	–	–
Fair value loss/(gain) on derivative financial instruments	1,994	(551)	–	–
Impairment loss in assets held for sale	–	177	–	–
Interest expenses	4,724	2,493	27	7
Interest income	(543)	(406)	–	–
Reversal of write-down on inventories	(2,420)	(75)	–	–
Reversal of slow moving inventories	–	(233)	–	–
Rental income	–	(23)	–	–
Share of profit of associates	–	(132)	–	–
Unrealised gain on foreign exchange	(721)	(542)	(3)	–
Operating profit/(loss) before working capital changes	(26,760)	6,222	(7,951)	(5,010)
Changes in working capital:				
Inventories	2,702	(28,649)	–	–
Trade receivables	(4,769)	(7,555)	–	–
Other receivables	827	13,035	(830)	268
Amount due by subsidiaries	–	–	1,010	(956)
Trade payables	6,282	(5,616)	–	–
Other payables	1,146	(844)	(159)	102
Amount due to Directors	(425)	425	–	–
Amount due to shareholders	(1,374)	–	–	–
Provisions	(708)	(1,731)	–	–
Cash used in operations	(23,079)	(24,713)	(7,930)	(5,596)
Interest paid	(4,403)	(2,493)	(27)	(7)
Interest received	543	406	–	–
Tax paid	(1,073)	(960)	(8)	(7)
Net cash used in operating activities	(28,012)	(27,760)	(7,965)	(5,610)



## STATEMENTS OF CASH FLOWS (CONTINUED)

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>Cash flows used in investing activities</b>				
Acquisition of subsidiaries, net of cash	(12,000)	925	–	–
Advances to subsidiaries	–	–	(51,699)	(70,811)
Purchase of property, plant and equipment	(24,206)	(56,136)	(26)	(206)
Proceeds from disposal of property, plant and equipment	352	1,049	–	–
Purchase of intangible assets	(300)	–	–	–
Procurement of development expenditure	(138)	–	–	–
Placement of pledged fixed deposit	(1,032)	(3,888)	–	–
Other investments	–	(4,000)	–	–
Rental received	–	23	–	–
Proceeds from disposal of a subsidiary	926	–	–	–
Net settlement of derivative financial instruments	(1,994)	551	–	–
<b>Net cash used in investing activities</b>	<b>(38,392)</b>	<b>(61,476)</b>	<b>(51,725)</b>	<b>(71,017)</b>
<b>Cash flows (used in)/from financing activities</b>				
Proceeds from issuance of ordinary shares	644	904	644	904
Advances to subsidiaries	–	–	(6)	(7,678)
Drawdown of loans and borrowings	357,520	317,270	–	–
Repayment of loans and borrowings	(355,298)	(318,214)	–	–
Repayment of lease liabilities	(3,403)	(1,705)	(109)	(27)
<b>Net cash (used in)/from financing activities</b>	<b>(537)</b>	<b>(1,745)</b>	<b>529</b>	<b>(6,801)</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(66,941)</b>	<b>(90,981)</b>	<b>(59,161)</b>	<b>(83,428)</b>
<b>Foreign exchange differences</b>	<b>(39)</b>	<b>(55)</b>	<b>–</b>	<b>–</b>
<b>Cash and cash equivalents at beginning of the financial year</b>	<b>89,024</b>	<b>180,060</b>	<b>67,828</b>	<b>151,256</b>
<b>Cash and cash equivalents at end of the financial year</b>	<b>22,044</b>	<b>89,024</b>	<b>8,667</b>	<b>67,828</b>
<b>Cash and cash equivalents at end of the financial year comprises:</b>				
Deposits pledged with licensed banks	24,078	23,046	–	–
Money market funds	1,392	66,535	1,392	66,535
Cash and bank balances	21,970	23,517	7,275	1,293
Bank overdrafts	(1,318)	(1,028)	–	–
<b>Less: Deposits pledged with licensed banks</b>	<b>46,122</b>	<b>112,070</b>	<b>8,667</b>	<b>67,828</b>
	<b>(24,078)</b>	<b>(23,046)</b>	<b>–</b>	<b>–</b>
	<b>22,044</b>	<b>89,024</b>	<b>8,667</b>	<b>67,828</b>

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





# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

## 1. CORPORATE INFORMATION

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

The principal place of business of the Company is at Unit 26-11 & 26-12, Level 26, Q Sentral, Jalan Stesen Sentral 2, 50470 Kuala Lumpur, Wilayah Persekutuan, Malaysia.

The registered office of the Company is located at Unit 26-11 & 26-12, Level 26, Q Sentral, Jalan Stesen Sentral 2, 50470 Kuala Lumpur, Wilayah Persekutuan, Malaysia.

The principal activities of the Company are those of investment holding and provision of management services. The principal activities of its subsidiaries and associate are disclosed in Notes 7 and 8.

## 2. BASIS OF PREPARATION

### (a) Statement of compliance

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

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

#### Adoption of amended standards

During the financial year, the Group and the Company have adopted the following amendments to MFRSs issued by the Malaysian Accounting Standards Board ("MASB") that are mandatory for current financial year:

Amendments to MFRS 3	Reference to the Conceptual Framework
Amendments to MFRS 116	Property, Plant and Equipment - Proceeds before Intended Use
Amendments to MFRS 137	Onerous Contracts - Cost of Fulfilling a Contract
Amendments to MFRSs	Annual Improvements to MFRS Standards 2018 - 2020

The adoption of the amendments to MFRSs did not have any significant impact on the financial statements of the Group and of the Company.

#### Standards issued but not yet effective

The Group and the Company have not applied the following new and amendments to MFRSs that have been issued by the MASB but are not yet effective:

		<b>Effective dates for financial periods beginning on or after</b>
MFRS 17	Insurance Contracts	1 January 2023
Amendments to MFRS 17	Insurance Contracts	1 January 2023
Amendments to MFRS 17	Initial Application of MFRS 9 and MFRS 17 - Comparative Information	1 January 2023
Amendments to MFRS 101 and MFRS Practice Statement 2	Disclosure of Accounting Policies	1 January 2023
Amendments to MFRS 108	Definition of Accounting Estimates	1 January 2023
Amendments to MFRS 112	Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to MFRS 112	International Tax Reform-Pillar Two Model Rules	1 January 2023



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 2. BASIS OF PREPARATION (CONTINUED)

#### (a) Statement of compliance (continued)

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

The Group and the Company have not applied the following new and amendments to MFRSs that have been issued by the MASB but are not yet effective: (continued)

		<b>Effective dates for financial periods beginning on or after</b>
Amendments to MFRS 16	Lease Liability in a Sale and Leaseback	1 January 2024
Amendments to MFRS 101	Non-current Liabilities with Covenants	1 January 2024
Amendments to MFRS 101	Classification of Liabilities as Current or Non-current	1 January 2024
Amendments to MFRS 107 and MFRS 7	Supplier Financial Arrangements	1 January 2024
Amendments to MFRS 121	The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability	1 January 2025
Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred until further noticed

The Group and the Company intend to adopt the above new and amendments to MFRSs, if applicable, when they become effective.

The initial application of the above-mentioned new and amendments to MFRSs are not expected to have any significant impacts on the financial statements of the Group and of the Company.

#### (b) Functional and presentation currency

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

#### (c) Significant accounting judgements, estimates and assumptions

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

##### Judgements

The following are the judgements made by management in the process of applying the Group's and the Company's accounting policies that have the most significant effect on the amounts recognised in the financial statements:

##### Valuation of inventories

Reviews are made periodically by management on inventories for excess inventories, obsolescence and decline in net realisable value below cost. The reviews require the use of judgements and estimates. Possible changes in these estimates may result in revision to the valuation of inventories. The carrying amount of inventories are disclosed in Note 11.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 2. BASIS OF PREPARATION (CONTINUED)

#### (c) Significant accounting judgements, estimates and assumptions (continued)

##### **Key sources of estimation uncertainty**

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

##### Useful lives of property, plant and equipment

The Group and the Company regularly review the estimated useful lives of property, plant and equipment based on factors such as business plan and strategies, expected level of usage and future technological developments. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction in the estimated useful lives of property, plant and equipment would increase the recorded depreciation and decrease the value of property, plant and equipment. The carrying amount at the reporting date for property, plant and equipment is disclosed in Note 4.

##### Impairment of goodwill on consolidation

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value-in-use of the cash-generating units to which the goodwill is allocated. Estimating the value-in-use amount requires the Group to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The key assumptions used to determine the value-in-use is disclosed in Note 6.

##### Impairment of investment in subsidiaries

The Company reviews its investment in subsidiaries when there are indicators of impairment. Impairment is measured by comparing the carrying amount of an investment with its recoverable amount. Significant judgement is required in determining the recoverable amount. Estimating the recoverable amount requires the Company to make an estimate of the expected future cash flows from the cash generating units and also to determine a suitable discount rate in order to calculate the present value of those cash flows.

The carrying amount at the reporting date for investment in subsidiaries is disclosed in Note 7.

##### Income taxes

Judgement is involved in determining the provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business.

The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these tax matters is different from the amounts that were initially recognised, such differences will impact the income tax and/or deferred tax provisions in the period in which such determination is made.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES

The Group and the Company apply the significant policies set put below, consistently throughout all periods presented in the financial statements unless otherwise stated.

#### (a) Basis of consolidation

##### (i) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree, and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interests in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of acquiree's identifiable net assets.

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

If the business combination is achieved in stages, the acquirer's previously held equity interest in the acquiree is re-measured at its acquisition date fair value and the resulting gain or loss is recognised in profit or loss.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (which cannot exceed one year from the acquisition date), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date, if known, would have affected the amounts recognised at that date.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of MFRS 9 *Financial Instruments* is measured at fair value with the changes in fair value recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Inter-company transactions, balances and unrealised gains or losses on transactions between Group companies are eliminated. Unrealised losses are eliminated only if there is no indication of impairment. Where necessary, accounting policies of subsidiary companies have been changed to ensure consistency with the policies adopted by the Group.

In the Company's separate financial statements, investment in subsidiaries are stated at cost less accumulated impairment losses. On disposal of such investment, the difference between net disposal proceeds and their carrying amounts are recognised in profit or loss. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. See accounting policy Note 3(p)(i) on impairment of non-financial assets.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (a) Basis of consolidation (continued)

##### (ii) Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions - that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

##### (iii) Disposal of subsidiaries

If the Group loses control of a subsidiary, the assets and liabilities of the subsidiary, including any goodwill, and non-controlling interests are derecognised at their carrying value on the date that control is lost. Any remaining investment in the entity is recognised at fair value. The difference between the fair value of consideration received and the amounts derecognised and the remaining fair value of the investment is recognised as a gain or loss on disposal in profit or loss. Any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities.

##### (iv) Goodwill on consolidation

The excess of the aggregate of the consideration transferred, the amount of any non-controlling interests in the acquiree and the acquisition date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total consideration transferred, non-controlling interests recognised and previously held interest measured at fair value is less than the fair value of the net assets of the subsidiary acquired (ie. a bargain purchase), the gain is recognised in profit or loss.

Following the initial recognition, goodwill is measured at cost less accumulated impairment losses. Goodwill is not amortised but instead, it is reviewed for impairment annually or more frequent when there is objective evidence that the carrying value may be impaired. See accounting policy Note 3(p)(i) on impairment of non-financial assets.

#### (b) Investment in associate

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

On acquisition of an investment in an associate, any excess of the cost of investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill and included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities of the investee over the cost of investment is excluded from the carrying amount of the investment and is instead included as income in the determination of the Group's share of associate's profit or loss for the period in which the investment is acquired.

An associate is accounted for either at cost or equity method as described in MFRS 128 *Investment in Associates* from the date on which the investee becomes an associate. Under the equity method, on initial recognition the investment in an associate is recognised at cost, and the carrying amount is increased or decreased to recognise the Group's share of profit or loss and other comprehensive income of the associate after the date of acquisition. When the Group's share of losses in an associate equal or exceeds its interest in the associate, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (b) Investment in associates (continued)

Profits or losses resulting from upstream and downstream transactions between the Group and its associate are recognised in the Group's consolidated financial statements only to the extent of unrelated investors' interests in the associate. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the assets transferred.

The requirements of MFRS 136 *Impairment of Assets* are applied to determine whether it is necessary to recognise any additional impairment loss with respect to its net investment in the associate. When necessary, the entire carrying amount of the investment is tested for impairment in accordance with MFRS 136 as a single asset, by comparing its recoverable amount (higher of value-in-use and fair value less costs to sell) with its carrying amount. Any impairment loss is recognised in profit or loss. Reversal of an impairment loss is recognised to the extent that the recoverable amount of the investment subsequently increases.

Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

In the Company's separate financial statements, investment in associate is stated at cost less accumulated impairment losses. On disposal of such investment, the difference between net disposal proceeds and their carrying amounts are recognised in profit or loss. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. See accounting policy Note 3(p)(i) on impairment of non-financial assets.

#### (c) Foreign currency translation

##### (i) Foreign currency transactions and balances

Transactions in foreign currency are recorded in the functional currency of the respective Group entities using the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are retranslated at the rates prevailing on that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting date are included in profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation. These are initially taken directly to the foreign currency translation reserve within equity until the disposal of the foreign operations, at which time they are recognised in profit or loss. Exchange differences arising on monetary items that form part of the Company's net investment in foreign operation are recognised in profit or loss in the Company's financial statements or the individual financial statements of the foreign operation, as appropriate.

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



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (c) Foreign currency translation (continued)

##### (ii) Foreign operations

The assets and liabilities of foreign operations denominated in functional currencies other than RM, are translated to RM at the rate of exchange prevailing at the reporting date. The income and expenses of foreign operations, excluding foreign operations in hyperinflationary economies, are translated to RM at exchange rates at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve ("FCTR") in equity. However, if the operation is a non-wholly-owned subsidiary, then the relevant proportionate share of the translation difference is allocated to the non-controlling interests. When a foreign operation is disposed off such that control, significant influence or joint control is lost, the cumulative amount in the FCTR related that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal.

When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in an associate that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

#### (d) Property, plant and equipment

Property, plant and equipment are stated at cost or valuation less accumulated depreciation and accumulated impairment losses. The policy of recognition and measurement of impairment losses is in accordance with Note 3(p)(i).

##### (i) Recognition and measurement

Cost includes expenditures that are directly attributable to the acquisition of the assets and any other costs directly attributable to bringing the asset to working condition for its intended use, cost of replacing component parts of the assets, and the present value of the expected cost for the decommissioning of the assets after their use. The cost of self-constructed assets also includes the cost of materials and direct labour. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs. All other repair and maintenance costs are recognised in profit or loss as incurred.

The cost of property, plant and equipment recognised as a result of a business combination is based on fair value at acquisition date. The fair value of property is the estimated amount for which a property could be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. The fair value of other items of plant and equipment is based on the quoted market prices for similar items.

When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Property, plant and equipment are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (d) Property, plant and equipment (continued)

##### (i) Recognition and measurement (continued)

Land and buildings are measured at fair value less accumulated depreciation on buildings and impairment losses recognised after the date of the revaluation. Valuations are performed with sufficient regularity, usually every five years, to ensure that the carrying amount does not differ materially from the fair value of the land and buildings at the end of the reporting period.

As at the date of revaluation, accumulated depreciation, if any, is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Any revaluation surplus arising upon appraisal of property is recognised in other comprehensive income and credited to the revaluation reserve in equity. To the extent that any revaluation decrease or impairment loss has previously been recognised in profit or loss, a revaluation increase is credited to profit or loss with the remaining part of the increase recognised in other comprehensive income. Downward revaluations of property are recognised upon appraisal or impairment testing, with the decrease being charged to other comprehensive income to the extent of any revaluation surplus in equity relating to this asset and any remaining decrease recognised in profit or loss. Any revaluation surplus remaining in equity on disposal of the asset is transferred to other comprehensive income.

##### (ii) Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in the profit or loss as incurred.

##### (iii) Depreciation

Depreciation is recognised in the profit or loss on straight line basis to write off the cost or valuation of each asset to its residual value over its estimated useful life. Freehold land is not depreciated. Property, plant and equipment under construction is not depreciated until the assets are ready for their intended use.

Except for freehold land, property, plant and equipment are depreciated based on the estimated useful lives of the assets as follows:

Leasehold land	50 - 99 years
Buildings	33 - 50 years
Plant and machinery	10%
Furniture and equipment	10% - 30%
Motor vehicles	20%
Renovation	10% - 20%
Right-of-use assets	33% - 50%

The residual values, useful lives and depreciation method are reviewed at the end of each reporting period to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the property, plant and equipment.





## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (e) Leases

##### As lessee

The Group and the Company recognise a ROU asset and a lease liability at the lease commencement date. The ROU asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or site on which it is located, less any lease incentives received.

The ROU asset is subsequently measured at cost less any accumulated depreciation, accumulated impairment loss and, if applicable, adjusted for any remeasurement of lease liabilities. The policy of recognition and measurement of impairment losses is in accordance with Note 3(p)(i) on impairment of non-financial assets.

The ROU asset under cost model is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. The estimated useful lives of the ROU assets are determined on the same basis as those of property, plant and equipment.

The Group's ROU assets consist of motor vehicles (included in property, plant and equipment) as disclosed in Note 4.

The ROU assets are subject to impairment.

The lease liability is initially measured at the present value of future lease payments at the commencement date, discounted using the respective Group entities' incremental borrowing rates. Lease payments included in the measurement of the lease liability include fixed payments, any variable lease payments, amount expected to be payable under a residual value guarantee, and exercise price under an extension option that the Group and the Company are reasonably certain to exercise.

Variable lease payments that do not depend on an index or a rate and are dependent on a future activity are recognised as expenses in profit or loss in the period in which the event or condition that triggers the payment occurs.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in rate, or if the Group or the Company changes its assessment of whether it will exercise an extension or termination option.

Lease payments associated with short term leases and leases of low value assets are recognised on a straight-line basis as an expense in profit or loss. Short term leases are leases with a lease term of 12 months or less and do not contain a purchase option. Low value assets are those assets valued at less than RM20,000 each when purchased new.

##### As lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. Leases in which the Group or the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases.

If the lease arrangement contains lease and non-lease components, the Group applies MFRS 15 *Revenue from Contracts with Customers* to allocate the consideration in the contract based on the stand-alone selling price.

The Group recognises assets held under a finance lease in its statements of financial position and presents them as a receivable at an amount equal to the net investment in the lease. The Group uses the interest rate implicit in the lease to measure the net investment in the lease.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (e) Leases (continued)

##### As lessor (continued)

The Group recognises lease payments under operating leases as income on a straight-line basis over the lease term unless another systematic basis is more representative of the pattern in which benefit from the use of the underlying asset is diminished. The lease payment recognised is included as part of "Other income". Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date, whether fulfilment of the arrangement is dependent on the use of a specific asset or asset and the arrangement conveys a right to use the asset, even if that right is not explicitly specific in an arrangement.

#### (f) Intangible assets

##### (i) Intangible assets acquired in a business combination

Intangible assets acquired in a business combination and recognised separately from goodwill are initially recognised at their fair values at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

##### (ii) Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

See accounting policy Note 3(p)(i) on impairment of non-financial assets for intangible assets.

#### (g) Financial assets

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

When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss ("FVTPL"), directly attributable transaction costs.

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



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (g) Financial assets (continued)

##### (a) Financial assets at amortised cost

The Group and the Company measure financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group's and the Company's financial assets at amortised cost include trade and other receivables, amount due by subsidiaries and cash and bank balances.

##### (b) Fair value through other comprehensive income

###### (i) Debt instruments

A debt security is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The debt security is not designated as at fair value through profit or loss. Interest income calculated using effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in other comprehensive income.

On derecognition, gains and losses accumulated in other comprehensive income are reclassified to profit or loss.

###### (ii) Equity instruments

On initial recognition of an equity investment that is not held for trading, the Group and the Company may irrevocably elect to present subsequent changes in fair value in other comprehensive income ("OCI") on an investment-by-investment basis.

Financial assets categorised as fair value through other comprehensive income ("FVOCI") are subsequently measured at fair value, with unrealised gains and losses recognised directly in OCI and accumulated under fair value adjustment reserve in equity. For equity instruments, the gains or losses are never reclassified to profit or loss.

The Group's financial assets designated as fair value through other comprehensive income include other investments and derivative financial assets.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (g) Financial assets (continued)

##### (c) Financial assets at fair value through profit or loss

All financial assets not classified as measured at amortised cost or FVOCI, as described above, are measured at FVTPL. This includes derivative financial assets (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument). On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets categorised as FVTPL are subsequently measured at their fair value with gains or losses recognised in the profit or loss.

All financial assets, except for those measured at FVTPL and equity investments measured at FVOCI, are subject to impairment.

The Group and the Company have designated cash and bank balances at FVTPL.

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

A financial asset is derecognised where the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received for financial instrument is recognised in profit or loss.

#### (h) Financial liabilities

Financial liabilities are recognised when, and only when, the Group and the Company become a party to the contractual provisions of the financial instruments. All financial liabilities are recognised initially at fair value plus, in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

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

#### (i) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs when the guaranteed debtor fails to make payment when due.

Financial guarantee contracts are recognised initially as financial liabilities at fair value, net of transaction costs. Subsequently, the liability is measured at the higher of:

- the amount of the loss allowance; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of MFRS 15 Revenue from Contracts with Customers.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (j) Offsetting of financial instruments

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

#### (k) Inventories

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

Cost of raw materials, consumables, packaging and spare parts comprise cost of purchase and other costs incurred in bringing it to their present location and condition are determined on a weighted average basis. Cost of finished goods and work-in-progress consists of direct material, direct labour and an appropriate proportion of production overheads are stated on a weighted average basis (which approximates average actual cost).

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

#### (l) Property development cost

Property development cost are properties being constructed for sale in the ordinary course of business and are stated at the lower of costs and net realisable value. The cost of land, related development costs common to whole projects and direct building costs less cumulative amounts recognised as expense in the profit or loss for property under development are carried in the statement of financial position as property development costs.

The property development cost is subsequently recognised as an expense in profit or loss as and when the control of the inventory is transferred to the customer. Property development cost of unsold unit is transferred to completed development unit once the development is completed.

#### (m) Cash and cash equivalents

Cash and cash equivalents consist of cash in hand, bank balances, demand deposits, bank overdrafts that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. For the purpose of the statements of cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits.

#### (n) Assets held for sale

Assets classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell.

Assets are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition. Management must be committed to the sale which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

When the Group is committed to a sale plan involving loss of control of a subsidiary, all of the assets and liabilities of that subsidiary are classified as held for sale when the criteria described above are met, regardless of whether the Group will retain a non-controlling interest in its former subsidiary after the sale.

When the Group is committed to a sale plan involving disposal of an investment in an associate or, a portion of an investment in an associate, the investment, or the portion of the investment in the associate, that will be disposed of is classified as held for sale when the criteria described above are met. The Group then ceases to apply the equity method in relation to the portion that is classified as held for sale. Any retained portion of an investment in an associate that has not been classified as held for sale continues to be accounted for using the equity method.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (o) Derivative financial instruments

Derivatives are recognised initially at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset whereas a derivative with a negative fair value is recognised as a financial liability. Derivatives are not offset in the financial statements unless the Group has both a legally enforceable right and intention to offset. A derivative is presented as a non-current asset or a non-current liability if the remaining maturity of the instrument is more than 12 months and it is not due to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

#### (p) Impairment of assets

##### (i) Non-financial assets

The carrying amounts of non-financial assets (except for inventories and asset held for sale) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. For goodwill, the recoverable amount is estimated each period at the same time.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units. Subject to operating segment ceiling test, for the purpose of goodwill impairment testing, cash-generating units to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to a cash-generating unit or a group of cash-generating units that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or cash-generating unit is the greater of its value-in-use and its fair value less costs of disposal. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or cash-generating unit.

An impairment loss is recognised if the carrying amount of an asset or cash-generating unit exceeds its estimated recoverable amount. Impairment loss is recognised in profit or loss, unless the asset is carried at a revalued amount, in which such impairment loss is recognised directly against any revaluation surplus for the asset to the extent that the impairment loss does not exceed the amount in the revaluation surplus for that same asset. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (group of cash-generating units) and then to reduce the carrying amounts of the other assets in the cash-generating unit (group of cash-generating units) on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at the end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed only if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation or amortisation, had no impairment loss been recognised for asset in prior years. Such reversal is recognised in the profit or loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (p) Impairment of assets (continued)

##### (ii) Financial assets

The Group and the Company recognise an allowance for expected credit losses (“ECLs”) for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group and the Company expect to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (“a 12-month ECL”). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (“a lifetime ECL”).

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

#### (q) Provisions

Provisions are recognised when there is a present legal or constructive obligation as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

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

Any reimbursement that the Group or the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision. The expense relating to any provision is presented in the statements of profit or loss and other comprehensive income net of any reimbursement.

#### (r) Share capital

##### (i) Ordinary shares

An equity instrument is any contract that evidences a residual interest in the assets of the Group and of the Company after deducting all of its liabilities. Ordinary shares are equity instruments. Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Ordinary shares are classified as equity.

Dividend distribution to the Company’s shareholders is recognised as a liability in the period they are approved by the Board of Directors except for the final dividend which is subject to approval by the Company’s shareholders.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (r) Share capital (continued)

##### (ii) Preference share capital

Preference share capital is classified as equity if it is non-redeemable, or is redeemable but only the Company's option, and any dividends are discretionary. Dividends thereon are recognised as distribution within equity.

Preference share capital is classified as financial liability if it is redeemable on a specific date or at the option of the equity holders, or if the dividend payments are not discretionary. Dividends thereon are recognised as interest expense in profit or loss accrued.

#### (s) Revenue recognition

##### (i) Revenue from contracts with customers

Revenue is recognised when the Group or the Company satisfied a performance obligation ("PO") by transferring a promised goods or services to the customer, which is when the customer obtains control of the good or service. A PO may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied PO.

The Group and the Company recognise revenue from the following major sources:

##### (a) Sale of goods

The Group manufactures and sells in the market. Revenue from sale of goods is recognised when control of the products has transferred, being the products are delivered to the customer.

Following delivery of the goods to the customer's specific location, the customers have full discretion over the manner of distribution and price to sell the goods, and bears the risks of obsolescence and loss in relation to the goods.

Revenue is recognised based on the price specified in the contract, net of the rebates, discounts and taxes.

A receivable is recognised by the Group when the goods are delivered as this represents the point in time at which the right to consideration is unconditional, because only the passage of time is required before payment is due. No element of financing is deemed present as the revenue recognised with a credit term of 30 to 120 days, which is consistent with market practice.

##### (b) Rendering of services

Revenue from services is recognised in the reporting period in which the services are rendered, which simultaneously received and consumes the benefits provided by the Group and the Company, and the Group and the Company have a present right to payment for the services.

##### (ii) Management fees

Management fee is recognised on accrual basis when services are rendered.





## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (s) Revenue recognition (continued)

##### (iii) Rental income

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

##### (iv) Dividend income

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

##### (v) Interest income

Interest income is recognised on accruals basis using the effective interest method.

#### (t) Government grants

Government grants are recognised initially as deferred income at fair value when there is reasonable assurance that they will be received and that the Group will comply with the conditions associated with the grant; they are then recognised in profit or loss as other income on a systematic basis in the useful life of the asset.

Grants that compensate the Group for expenses incurred are recognised in profit or loss as other income on a systematic basis in the same period in which the expenses are recognised.

#### (u) Employee benefits

##### (i) Short term employee benefits

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

The expected cost of accumulating compensated absences is measured as additional amount expected to be paid as a result of the unused entitlement that has accumulated at the end of the reporting period.

##### (ii) Defined contribution plans

As required by law, companies in Malaysia contribute to the state pension scheme, the Employee Provident Fund ("EPF"). Some of the Group's foreign subsidiaries also make contributions to their respective countries' statutory pension schemes. Such contributions are recognised as an expense in the profit or loss as incurred. Once the contributions have been paid, the Group and the Company have no further payment obligations.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (u) Employee benefits (continued)

##### (iii) Share-based payments transactions

##### Equity-settled share-based payment transaction

The Company operates an equity-settled, share-based compensation plan for the employees of the Company. Employee services received in exchange for the grant of the share options is recognised as an expense in the profit or loss over the vesting periods of the grant with a corresponding increase in equity.

For options granted to the employees of the subsidiaries, the fair value of the options granted is recognised as cost of investment in the subsidiaries over the vesting period with a corresponding adjustment to equity in the Company's financial statements.

The total amount to be expensed over the vesting period is determined by reference to the fair value of the share options granted, excluding the impact of any non-market vesting conditions (for example, profitability and sales growth targets). Non-market vesting conditions are included in assumptions about the number of options that are expected to be vested. At the end of each reporting date, the Company revises its estimates of the number of share options that are expected to be vested. It recognises the impact of the revision of original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

When the options are exercised, the Company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital when the options are exercised. When options are not exercised and lapsed, the share option reserve is transferred to retained earnings.

#### (v) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of the assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in profit or loss in the period in which they are incurred. Borrowing costs consist of interest and other costs that the Group incurred in connection with the borrowing of funds.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or completed.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (w) Income taxes

Tax expense in profit or loss comprises current and deferred tax. Current tax and deferred tax is recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the financial year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous financial years.

Deferred tax is recognised using the liability method for all temporary differences between the carrying amounts of assets and liabilities in the statements of financial position and their tax bases. Deferred tax is not recognised for the temporary differences arising from the initial recognition of goodwill, the initial recognition of assets and liabilities in a transaction which is not a business combination and that affects neither accounting nor taxable profit or loss. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax is based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, at the end of the reporting period. Deferred tax assets and liabilities are not discounted.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at the end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

#### (x) Segments reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-makers are responsible for allocating resources and assessing performance of the operating segments and make overall strategic decisions. The Group's operating segments are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 4. PROPERTY, PLANT AND EQUIPMENT

Group 2023	Freehold land RM'000	Leasehold land RM'000	Buildings RM'000	Plant and machinery RM'000	Furniture and equipment RM'000	Motor vehicles RM'000	Renovation RM'000	Capital-in- progress RM'000	Right-of -use assets RM'000	Total RM'000
<b>Cost/Valuation</b>										
As at 1 July	5,700	6,175	33,219	51,494	3,679	6,934	1,689	59,819	—	168,709
Additions	—	—	27	2,061	247	39	101	47,721	240	50,436
Disposal	—	—	—	—	—	(697)	—	—	—	(697)
Disposal of a subsidiary	—	—	—	(254)	(212)	(892)	(441)	—	—	(1,799)
Reclassification	—	—	—	44,877	—	—	—	(44,877)	—	—
As at 30 June	5,700	6,175	33,246	98,178	3,714	5,384	1,349	62,663	240	216,649
<b>Representing:</b>										
At cost	—	—	—	98,178	3,714	5,384	1,349	62,663	240	171,528
At valuation	5,700	6,175	33,246	—	—	—	—	—	—	45,121
As at 30 June	5,700	6,175	33,246	98,178	3,714	5,384	1,349	62,663	240	216,649
<b>Accumulated depreciation</b>										
As at 1 July	—	957	5,416	27,774	1,720	3,004	619	—	—	39,490
Charge for the financial year	—	86	667	4,915	495	1,301	242	—	73	7,779
Disposal of a subsidiary	—	—	—	(114)	(108)	(444)	(75)	—	—	(741)
Disposal	—	—	—	—	—	(467)	—	—	—	(467)
As at 30 June	—	1,043	6,083	32,575	2,107	3,394	786	—	73	46,061
<b>Carrying amount</b>										
At cost	—	—	—	65,603	1,607	1,990	563	62,663	167	132,593
At valuation	5,700	5,132	27,163	—	—	—	—	—	—	37,995
As at 30 June	5,700	5,132	27,163	65,603	1,607	1,990	563	62,663	167	170,588

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 4. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Group 2022	Freehold land RM'000	Leasehold land RM'000	Buildings RM'000	Plant and machinery RM'000	Furniture and equipment RM'000	Motor vehicles RM'000	Renovation RM'000	Capital-in- progress RM'000	Right-of -use assets RM'000	Total RM'000
<b>Cost/Valuation</b>										
As at 1 July	5,700	6,175	33,219	45,415	2,482	3,565	762	7,309	636	105,263
Additions	-	-	-	5,829	1,073	2,438	519	53,255	-	63,114
Acquisition of subsidiary	-	-	-	250	196	1,062	408	-	-	1,916
Disposals	-	-	-	-	(72)	(131)	-	(745)	-	(948)
Write off	-	-	-	-	-	-	-	-	(636)	(636)
As at 30 June	5,700	6,175	33,219	51,494	3,679	6,934	1,689	59,819	-	168,709
<b>Representing:</b>										
At cost	-	-	-	51,494	3,679	6,934	1,689	59,819	-	123,615
At valuation	5,700	6,175	33,219	-	-	-	-	-	-	45,094
As at 30 June	5,700	6,175	33,219	51,494	3,679	6,934	1,689	59,819	-	168,709
<b>Accumulated depreciation</b>										
As at 1 July	-	870	4,710	24,709	1,424	2,276	342	-	636	34,967
Charge for the financial year	-	87	706	3,016	321	632	237	-	-	4,999
Acquisition of subsidiary	-	-	-	49	47	227	40	-	-	363
Disposals	-	-	-	-	(72)	(131)	-	-	-	(203)
Write off	-	-	-	-	-	-	-	-	(636)	(636)
As at 30 June	-	957	5,416	27,774	1,720	3,004	619	-	-	39,490
<b>Carrying amount</b>										
At cost	-	-	-	23,720	1,959	3,930	1,070	59,819	-	90,498
At valuation	5,700	5,218	27,803	-	-	-	-	-	-	38,721
As at 30 June	5,700	5,218	27,803	23,720	1,959	3,930	1,070	59,819	-	129,219



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 4. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Company	Furniture and equipment RM'000	Motor vehicles RM'000	Renovation RM'000	Right-of-use assets RM'000	Total RM'000
<b>2023</b>					
<b>Cost</b>					
As at 1 July	359	414	452	–	1,225
Addition	26	–	–	–	26
As at 30 June	385	414	452	–	1,251
<b>Accumulated depreciation</b>					
As at 1 July	68	37	370	–	475
Charge for the financial year	101	83	61	–	245
As at 30 June	169	120	431	–	720
<b>Carrying amount</b>					
As at 30 June	216	294	21	–	531
<b>2022</b>					
<b>Cost</b>					
As at 1 July	95	–	422	636	1,153
Additions	264	414	30	–	708
Write off	–	–	–	(636)	(636)
As at 30 June	359	414	452	–	1,225
<b>Accumulated depreciation</b>					
As at 1 July	36	–	281	636	953
Charge for the financial year	32	37	89	–	158
Write off	–	–	–	(636)	(636)
As at 30 June	68	37	370	–	475
<b>Carrying amount</b>					
As at 30 June	291	377	82	–	750



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 4. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

#### (a) Assets pledged as securities to financial institutions

The carrying amount of property, plant and equipment of the Group pledged as securities for loans and borrowings as disclosed in Note 19 are:

	2023 RM'000	2022 RM'000
Leasehold land	5,132	5,218
Freehold land	5,700	5,700
Buildings	27,163	27,803
Capital-in-progress	37,931	–
	75,926	38,721

#### (b) Assets held under finance leases

The carrying amounts of property, plant and equipment of the Group and of the Company held under finance leases are as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Plant and machinery	39,144	6,728	–	–
Furniture and equipment	137	208	137	208
Motor vehicles	1,898	2,987	294	377
Capital-in-progress	1,961	4,677	–	–
	43,140	14,600	431	585

Leased assets are pledged as security for the related finance lease liabilities.

#### (c) Revaluation of land and buildings

The Group's land and buildings were revalued on 5 July 2018 and 24 December 2020, by Messrs. Henry Butcher Malaysia (Malacca) Sdn. Bhd. and Messrs. Asiacap Valuer & Property Consultants Sdn. Bhd. respectively, an independent professional valuer.

The fair value of land and buildings is within level 2 of the fair value hierarchy. The fair value was determined by based on market comparable approach that reflects recent transaction price for similar properties.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 4. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

#### (c) Revaluation of land and buildings (continued)

Had the land and buildings been carried at historical cost less accumulated depreciation, their carrying amount would have been as follows:

	Freehold land RM'000	Leasehold land RM'000	Buildings RM'000
<b>Group</b>			
<b>30 June 2023</b>			
Carrying amount	3,411	2,000	9,650
<hr/>			
<b>30 June 2022</b>			
Carrying amount	3,411	2,037	9,895

#### (d) Leasehold land

The remaining lease term of the leasehold land is 34 years (2022: 35 years).

#### (e) Acquisition of property, plant and equipment

The aggregate cost for the property, plant and equipment of the Group and of the Company during the financial year under finance lease, term loans and cash payment are as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Aggregate costs	50,436	63,114	26	708
Less: Finance lease financing	(2,780)	(6,978)	-	(502)
Less: Term loans	(23,450)	-	-	-
<hr/>				
Cash payments	24,206	56,136	26	206

#### (f) Asset held in trust

As at the end of the financial year, the Group has property, plant and equipment with net carrying amount of RM Nil (2022: RM453,951) registered in the name of third party trustees through trust arrangement.





## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 5. INTANGIBLE ASSETS

	Group	
	2023 RM'000	2022 RM'000
<b>Intellectual property</b>		
<b>Cost</b>		
As at 1 July	3,928	3,428
Addition	300	–
Finalisation of purchase price allocation	–	500
As at 30 June	4,228	3,928
<b>Accumulated amortisation</b>		
As at 1 July	1,216	747
Charge for the financial year	449	469
As at 30 June	1,665	1,216
<b>Carrying amount</b>		
As at 30 June	2,563	2,712

The Group entered into Consulting and Service Agreement (“CSA”) as well as Technology Transfer and Sales Agreement (“TTSA”) for the right to use the intellectual property (“IP”) in relation to the production of copper and irradiation PVC compound material. These would allow the Group the rights to use IP exclusively for a period of three years for CSA and a period of ten years with an automatic extension of another five years at the end of the tenth years for TTSA.

During the financial year ended 30 June 2022, fair value of RM500,000 has been allocated to public bonded warehouse license of a subsidiary arising from business combination. The amortisation of the intangible assets is recognised as administrative expenses in profit or loss.

### 6. GOODWILL ON CONSOLIDATION

	2023 RM'000	2022 RM'000
<b>Cost</b>		
As at 1 July	11,534	11,123
Arising from business combination	–	511
Disposal of a subsidiary	(363)	–
Finalisation of purchase price allocation	–	(100)
As at 30 June	11,171	11,534

For impairment testing, goodwill acquired through business combinations are allocated to the wire harness and power cord and the warehousing and logistic cash generating unit (“CGU”). The aggregate carrying amount of goodwill allocated to each unit as follows:

	2023 RM'000	2022 RM'000
Wire harness and power cord	10,895	10,895
Warehousing and logistic	276	639
	11,171	11,534



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 6. GOODWILL ON CONSOLIDATION (CONTINUED)

Goodwill is tested for impairment on an annual basis by comparing the carrying amount with the recoverable amount of the CGUs based on value-in-use. Value-in-use is determined by discounting the cash flows projections based on past experience, actual operating results and the 5-year business plan. The revenue growth rate use is 5% (2022: 3% to 5%) and the discount rate used is 9.22% (2022: 8.5% to 9.5%).

There is no reasonably possible change in any of the key assumptions used that would cause material impairment loss on goodwill.

### 7. INVESTMENT IN SUBSIDIARIES

	Company	
	2023 RM'000	2022 RM'000
<b>In Malaysia</b>		
Unquoted shares, at cost		
At beginning of the financial year	114,841	114,841
Share options granted to subsidiaries pursuant to SIS	1,810	–
At end of the financial year	116,651	114,841
Less: Accumulated impairment losses	(12,709)	(12,709)
	103,942	102,132

Details of the subsidiaries are as follows:

Name of Company	Place of business/ Country of incorporation	Effective interest (%)		Principal activities
		2023	2022	
Ta Win Industries (M) Sdn. Bhd.	Malaysia	100	100	Manufacturing of enamelled copper wires, copper rods and trading of copper products
Twin Industrial (HK) Co. Ltd. ^	Hong Kong, SAR	100	100	Trading of copper wire and copper rods to overseas market
TWH Energy Sdn. Bhd.	Malaysia	100	100	Electric power generation, distribution of all energy, power, fuel and its related infrastructure provider and project management, R&D on energy related products, in the EV charging industrial, and/or products with electric beam irradiation technology
Ta Win Manufacturing Sdn. Bhd.	Malaysia	100	100	Manufacturing of copper wires and copper rods
Ta Win Copper Sdn. Bhd.	Malaysia	65	65	Manufacturing of copper wires, copper rods and dealing in all kinds of copper products



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 7. INVESTMENT IN SUBSIDIARIES (CONTINUED)

Details of the subsidiaries are as follows (continued):

Name of Company	Place of business/ Country of incorporation	Effective interest (%)		Principal activities
		2023	2022	
Cyprium Capital Sdn. Bhd.	Malaysia	100	100	Investment holdings and venture capital for metal and copper related products and industries, manufacturing and trading of non-ferrous metals including copper power cables and other copper related products
Ta Win Copper Ecocycle Sdn. Bhd.	Malaysia	80	80	Investment and management company which specially setup to undertake the design, development, financing, build to operate, sell and market the industrial park called "Terengganu Ecocycle Park"
Ta Win Copper Biohealth. Sdn. Bhd.	Malaysia	100	100	Design, R&D, production, marketing, investment and venture capital of healthcare and pharmaceutical products, devices and services which include application of antimicrobial copper, copper additives, biochemistry and chemistry of copper and copper proteins
Ta Win Symbiosis Sdn. Bhd.	Malaysia	100	100	Provisions of property development, property management services, property facilities services, renting and operating, construction, non-ferrous metals waste management services and recycling
<b>Held through a subsidiary, Cyprium Capital Sdn. Bhd.</b>				
Cyprium Wire. Technology Sdn. Bhd.	Malaysia	66	51	Manufacturing wire and/or cable products, including but not limited to using Electron Beam Irradiation Technology which utilise proprietary cross-linking/ionizing radiation treatment
<b>Held through a subsidiary, Cyprium Capital Sdn. Bhd.</b>				
Sin Line Tek Electronic Co. Sdn. Bhd. ("SLT")	Malaysia	51	51	Manufacturing, assembling, supplier, trading of electrical and electronic products



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 7. INVESTMENT IN SUBSIDIARIES (CONTINUED)

Details of the subsidiaries are as follows (continued):

Name of Company	Place of business/ Country of incorporation	Effective interest (%)		Principal activities
		2023	2022	
<b>Held through a subsidiary, Sin Line Tek Electronic Co. Sdn. Bhd.</b>				
Dyon Warehouse & Logistics Sdn. Bhd.	Malaysia	70	70	Provide transport and logistics services and bonded warehouses
TASLT Technology (M) Sdn. Bhd.	Malaysia	100	100	Manufacture of AC power cord, DC cord, wire harness assembly, electronic and electrical assembly product and trading of all types of electronic and electrical products
Superteam International (M) Sdn. Bhd. <sup>^#</sup>	Malaysia	–	51	Provide logistic service in relation to brokering the freight, insurance, and act as transport agent, shippers and other related activities
<b>Held through a subsidiary, Ta Win Industries (M) Sdn. Bhd.</b>				
Ta Win Innotech Sdn. Bhd.	Malaysia	100	100	Manufacture of copper wires, sopper rods, cable and trading of copper products

<sup>^</sup> Subsidiary not audited by UHY.

<sup>#</sup> Subsidiary deconsolidated during the financial year.

#### (a) Material partly owned subsidiaries

Set out below are the Group's subsidiaries that has material non-controlling interests:

Name of Company	Proportion of ownership interests and voting rights held by non-controlling interest		(Loss)/Profit allocated to non-controlling interests		Accumulated non-controlling interests	
	2023	2022	2023	2022	2023	2022
	%	%	RM'000	RM'000	RM'000	RM'000
SLT	49	49	(275)	1,458	9,134	9,409
Individually immaterial subsidiaries with non-controlling interests			(5,624)	(1,761)	(1,871)	2,511
<b>Total non-controlling interests</b>			<b>(5,899)</b>	<b>(303)</b>	<b>7,263</b>	<b>11,920</b>



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 7. INVESTMENT IN SUBSIDIARIES (CONTINUED)

#### (a) Material partly owned subsidiaries (continued)

Summarised financial information for subsidiary that has non-controlling interests that is material to the Group is set out below. The summarised financial information below represents amounts before inter-company eliminations.

##### (i) Summarised statement of financial position

	<b>2023</b> <b>RM'000</b>	<b>2022</b> <b>RM'000</b>
Non-current assets	18,209	19,716
Current assets	24,671	24,985
Non-current liabilities	(4,141)	(5,094)
Current liabilities	(16,646)	(17,430)
<b>Net assets</b>	<b>22,093</b>	<b>22,177</b>

##### (ii) Summarised statement of profit or loss and other comprehensive income

	<b>2023</b> <b>RM'000</b>	<b>2022</b> <b>RM'000</b>
Revenue	56,831	62,105
(Loss)/Profit for the financial year	(561)	2,975

##### (iii) Summarised statement of cash flows

	<b>2023</b> <b>RM'000</b>	<b>2022</b> <b>RM'000</b>
Net cash (used in)/from operating activities	(326)	828
Net cash used in investing activities	(347)	(1,924)
Net cash used in financing activities	(88)	(692)
<b>Net decrease in cash and cash equivalents</b>	<b>(761)</b>	<b>(1,788)</b>



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 7. INVESTMENT IN SUBSIDIARIES (CONTINUED)

#### (b) Disposal of a subsidiary

On 22 June 2023, Sin Line Tek Electronic Co. Sdn. Bhd. entered into a shares sale and purchase agreement for disposed of 51% equity interest in Superteam International (M) Sdn. Bhd. ("STI") for a total cash consideration of RM1,031,900. The disposal was completed on 27 June 2023.

The effect of the disposal of STI on the financial position of the Group as at the date of disposal was as follows:

	<b>2023 RM'000</b>
Property, plant and equipment	1,058
Trade receivables	204
Other receivables	460
Cash and bank balances	106
Trade payables	(380)
Other payables	(84)
Lease liabilities	(321)
Amount due to holding company	(200)
Amount due to Director	(917)
<hr/>	
Total net liabilities	(74)
Less: Non-controlling interests	39
Less: Goodwill on consolidation	363
<hr/>	
Total net assets disposed	328
Gain on disposal	704
<hr/>	
Proceeds from disposal	1,032
Less: Cash and bank balances disposal	(106)
<hr/>	
Net cash inflows from disposal	926

#### (c) Increase of equity interest in a subsidiary

On 1 June 2023, the Group increased its stake in Cyprium Wire Technology Sdn. Bhd. ("CWT") by way of acquisition of non-controlling interests.

Cyprium Capital Sdn. Bhd., the wholly-owned subsidiary of the Company, accepted an offer to acquire 705,892 ordinary shares, representing 15% of the ordinary share capital in CWT, from a minority shareholder of CWT for a cash consideration of RM12,000,000. Upon the completion of the acquisition on 1 June 2023, the shareholding in CWT increased from 51% to 66%.

There are no significant restrictions on the ability of the subsidiaries to transfer funds to the Group in the form of cash dividends or repayment of loans and advances. Generally, for all subsidiaries which are not wholly-owned by the Company, non-controlling shareholders hold protective rights restricting the Company's ability to use the assets of the subsidiaries and settle the liabilities of the Group, unless approval is obtained from non-controlling shareholders.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 8. INVESTMENT IN ASSOCIATE

	2023 RM'000	2022 RM'000
<b>At cost:</b>		
Quoted shares in Malaysia	–	20,895
Share of post-acquisition reserve	–	132
Less: Transferred to assets held for sale (Note 10)	–	(21,027)
	–*	–

\* Included is an amount of RM49 (2022: RM49) for investment in an associate.

Details of the associate are as follows:

Name of Company	Place of business/ Country of incorporation	Effective interest (%)		Principal activities
		2023	2022	
<b>Held through subsidiary, Cyprium Wire Technology Sdn. Bhd.</b>				
Cyprium Asiapoly EV Sdn. Bhd. ^	Malaysia	49	49	Manufacturing and distribution of power and signal distribution system, high intension cable, battery cable, cast acrylic products and other automotive parts or components for electric vehicles

^ Associate not audited by UHY.

### 9. OTHER INVESTMENTS

	2023 RM'000	Group 2022 RM'000
<b>Financial assets at fair value through other comprehensive income</b>		
Unquoted preference shares in Malaysia	4,000	4,000

On 21 July 2021, the Group purchased redeemable convertible preference shares of Royce Pharma Manufacturing Sdn. Bhd. of 1,078,167 units at a price of RM3.71 each for cash. The preference shares is mature in year 2024 and convertible into ordinary shares at the option of the holder between year 2023 and 2024, and entitled for annual interest of 8% on each year.

The Group designated the investment as fair value through other comprehensive income because this investment in equity securities represents investment that Group intends to hold for long-term strategic purposes.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 10. ASSETS HELD FOR SALE

	2023 RM'000	2022 RM'000
Investment in Royce Pharma Manufacturing Sdn. Bhd.	21,027	21,027
Less: Impairment	(177)	(177)
	20,850	20,850

On 16 June 2022, the Group had entered into a Share Sale Agreement with Poly Laboratories Sdn. Bhd. and Jelita Serbaneka Sdn. Bhd. for the disposal of 3,897,197 ordinary shares in its associate company, Royce Pharma Manufacturing Sdn. Bhd., representing approximately 32.5% of the total issued and paid-up ordinary shares of the associate company, for a total disposal consideration of RM20,850,000.

On 14 December 2022 and 14 June 2023, the Group has entered into Supplemental Agreements to Share Sale Agreement to vary the terms of the Share Sale Agreement on the completion date. The disposal is expected to complete by 14 December 2023.

### 11. INVENTORIES

	Group	
	2023 RM'000	2022 RM'000
<b>At cost:</b>		
Raw materials	34,380	37,662
Work-in progress	10,865	10,299
Finished goods	12,271	4,430
Consumables	10,031	9,033
Packing materials	44	177
Spare parts	709	558
	68,300	62,159
<b>At net realisable value:</b>		
Finished goods	4,618	12,321
	72,918	74,480
<b>Recognised in profit or loss:</b>		
Inventories recognised as cost of sales	607,410	519,210
Write-down to net realisable value	1,280	2,420
Reversal of write-down	(2,420)	(75)
Reversal of allowance for slow moving	-	(233)





## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 12. TRADE RECEIVABLES

	Group	
	2023 RM'000	2022 RM'000
Trade receivables	55,096	50,343
Less: Accumulated impairment losses	(1,905)	(753)
	53,191	49,590

Trade receivables are non-interest bearing and are generally on 30 to 120 days (2022: 30 to 120 days). Other credit terms are assessed and approved on a case-by-case basis. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

Movements in the accumulated impairment losses are as follows:

	Group	
	2023 RM'000	2022 RM'000
As at 1 July	753	547
Impairment losses recognised	1,152	206
As at 30 June	1,905	753

The loss allowance account in respect of trade receivables is used to record loss allowance. Unless the Group is satisfied that recovery of the amount is possible, the amount considered irrecoverable is written off against the receivable directly.

The aged analysis of trade receivables as at the end of the reporting period:

	Gross amount RM'000	Loss allowance RM'000	Net amount RM'000
<b>Group</b>			
<b>2023</b>			
Neither past due nor impaired	31,764	–	31,764
Past due but not impaired:			
1 to 30 days	8,178	–	8,178
31 to 60 days	3,434	–	3,434
More than 60 days	8,675	–	8,675
Total past due but not impaired	20,287	–	20,287
Individually assessed	52,051	–	52,051
	3,045	(1,905)	1,140
	55,096	(1,905)	53,191



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 12. TRADE RECEIVABLES (CONTINUED)

The aged analysis of trade receivables as at the end of the reporting period (continued):

	Gross amount RM'000	Loss allowance RM'000	Net amount RM'000
<b>Group</b>			
<b>2022</b>			
Neither past due nor impaired	29,866	–	29,866
Past due but not impaired:			
1 to 30 days	8,180	–	8,180
31 to 60 days	2,304	–	2,304
More than 60 days	9,240	–	9,240
Total past due but not impaired	19,724	–	19,724
	49,590	–	49,590
Individually assessed	753	(753)	–
	50,343	(753)	49,590

Trade receivables that are neither past due nor impaired are creditworthy receivables with good payment records with the Group.

As at 30 June 2023, trade receivables of RM20,286,377 (2022: RM19,724,347) were past due but not impaired. These relate to a number of independent customers for whom there is no history of default.

### 13. OTHER RECEIVABLES

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Other receivables	12,149	12,420	5,707	4,863
Sundry deposits	1,664	2,234	91	134
Prepayments	2,716	1,604	92	60
Advance payment to suppliers	5,755	6,733	–	–
	22,284	22,991	5,890	5,057

Included in sundry deposits of the Group is an amount of RMNil (2022: RM300,000) being pledged for bank guarantee issued in favor of Public Bonded Warehouse.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 14. PROPERTY DEVELOPMENT COSTS

	Group	
	2023 RM'000	2022 RM'000
Property development costs	2,721	2,583

The development costs include preliminary surveyor costs and project consultancy fees incurred in relation to the development of the Terengganu Ecocycle Park.

### 15. AMOUNTS DUE BY/(TO) SUBSIDIARIES

		Company	
		2023 RM'000	2022 RM'000
<b>Amount due by subsidiaries</b>			
Trade	(a)	97	1,107
Non-trade	(b)	183,745	132,046
		183,842	133,153
<b>Amount due to subsidiaries</b>			
Non-trade	(c)	2,476	2,482

(a) Amount due by subsidiaries are unsecured, non-interest bearing and receivable on demand.

(b) Amount due by subsidiaries are unsecured, bears interests at 7% (2022: 7%) per annum and receivable on demand.

(c) Amount due to subsidiaries are unsecured, non-interest bearing and repayable on demand.

### 16. Cash and Bank Balances

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Cash and bank balances	21,970	23,517	7,275	1,293
Deposits with licensed banks	24,078	23,046	–	–
Money market funds	1,392	66,535	1,392	66,535
Total cash and bank balances	47,440	113,098	8,667	67,828

Deposits with licensed banks of the Group amounting to RM24,078,080 (2022: RM23,045,754) are pledged as securities for loans and borrowings as disclosed in Note 19.

Deposits with licensed banks of the Group earn effective interest at rates ranging from 1.80% to 2.55% (2022: 1.80% to 3.35%) per annum and have a maturity period of 12 months (2022: 12 months).

Money market funds represent investments in highly liquid money market instruments which are readily convertible to known amount of cash and are subject to an insignificant risk of change in value.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 17. SHARE CAPITAL

	Group and Company			
	Number of ordinary shares		Amount	
	2023	2022	2023	2022
	Units'000	Units'000	RM'000	RM'000
<b>Ordinary shares</b>				
<b>Issued and fully paid:</b>				
As at 1 July	3,422,194	3,410,236	297,860	296,689
Conversion of warrant	1,201	8,064	168	975
Conversion of irredeemable convertible preference shares	600	3,894	29	196
Exercise of SIS	11,270	–	911	–
As at 30 June	3,435,265	3,422,194	298,968	297,860
<b>Irredeemable convertible preference shares</b>				
As at 1 July	18,536	22,430	463	561
Conversion to ordinary shares	(600)	(3,894)	(15)	(98)
As at 30 June	17,936	18,536	448	463
<b>Total</b>	<b>3,453,201</b>	<b>3,440,730</b>	<b>299,416</b>	<b>298,323</b>

During the financial year, the Company issued:

- (i) 599,800 new ordinary shares arising from the conversion of irredeemable convertible preference shares at the conversion price of RM0.025 per ordinary share;
- (ii) 1,201,513 new ordinary shares arising from the exercise of Warrant-A at the exercise price of RM0.10 per ordinary share; and
- (iii) 11,270,000 new ordinary shares pursuant to the SIS at the exercise price of RM0.0452 per ordinary share, for working capital purposes.

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

#### Ordinary shares

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

#### Irredeemable convertible preference shares ("ICPS")

The Company has the sole discretion to decide whether to declare any non-cumulative dividend to the holders of ICPS. The ICPS holders do not have the rights to participate in any additional distributions declared for ordinary shareholders. They do not carry the rights to vote at any general meeting of the Company except for variation of holders' rights to the class of shares.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 18. RESERVES

		Group		Company	
		2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>Non-distributable</b>					
Cash flow hedge	(a)	937	(370)	–	–
Foreign currency translation reserve	(b)	(473)	(434)	–	–
Revaluation reserve	(c)	13,219	13,219	–	–
Warrants reserve	(d)	28,585	34,784	28,585	34,784
SIS reserve	(e)	3,875	–	3,875	–
		46,143	47,199	32,460	34,784

#### (a) Cash flow hedge

The cash flow reserve comprises the effective portion of the cumulative net change in the fair value of cash flow hedges related to hedged transactions that have not yet occurred.

#### (b) Foreign currency translation reserve

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

#### (c) Revaluation reserve

The revaluation reserve represents increases in the fair value of land and buildings, net of tax, and decreases to the extent that such decreases relate to an increase on the same asset previously recognised in other comprehensive income.

#### (d) Warrants reserve

	Group and Company			
	2023 Units'000	2022 Units'000	2023 RM'000	2022 RM'000
As at 1 July	1,661,475	304,173	34,784	6,368
Exercise of warrants	(1,201)	(8,064)	(48)	(169)
Issuance of warrants	–	1,365,366	–	28,585
Expiry of warrants	(294,908)	–	(6,151)	–
As at 30 June	1,365,366	1,661,475	28,585	34,784



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 18. RESERVES (CONTINUED)

#### (d) Warrants reserve (continued)

##### Warrant-A 2019/2022

On 8 August 2019, the Company issued 159,227,757 new Warrant-A pursuant to its rights issue of ordinary shares and Irredeemable Convertible Preference Shares. On 4 June 2021, additional 144,969,824 Warrant-A were issued pursuant to the renounceable rights issue of ordinary shares and adjustment was performed to the exercise price.

The Warrant-A were constituted under the Deed Poll dated 17 April 2019. During the financial year, 1,201,513 (2022: 8,063,777) units of Warrant-A are exercised and the total number of Warrant-A that remain unexercised is 294,907,291 (2022: 296,108,804). During the financial year, the unexercised units have expired on 5 August 2022.

Warrant-A has been removed from the official list of Bursa Malaysia Securities Berhad on 8 August 2022. The warrant reserve in relation to unexercised Warrant-A that have been expired were transferred to retained earnings.

##### Warrant-B 2021/2024

On 20 August 2021, the Company issued 1,365,365,814 new Warrant-B by bonus issue on the basis of two (2) free Warrant-B for every five (5) existing ordinary shares.

The Warrant-B were constituted under the Deed Poll dated 16 August 2021. As at the financial year ended, 1,365,365,814 (2022: 1,365,365,814) Warrant-B remained unexercised.

The main features of the warrants are as follows:

- (i) Each warrant entitles the registered holder to subscribe for one new ordinary share of the Company at the exercise price of RM0.10 for Warrant-A and RM0.135 for Warrant-B during exercise period, subject to the adjustments in accordance with the Deed Poll constituting the warrants;
- (ii) The warrants may be exercised at any time on or after 17 April 2019 for Warrant-A and 20 August 2021 for Warrant-B until the end of the tenure of the warrants. The tenure of the warrants is for a period of three years. The warrants not exercised during the exercise period shall thereafter lapse and become void;
- (iii) The new shares to be issued upon the exercise of the warrants shall, on allotment and issue, rank pari passu in all respects with the existing shares of the Company except that they will not be entitled to any dividends, rights, allotments and/or distributions declared, made or paid by the Company prior to the relevant date of allotment of the new shares to be issued pursuant to the exercise of the warrants;
- (iv) For purpose of trading on Bursa Securities, a board lot for the warrants shall comprise one hundred (100) warrants carrying rights to subscribe for 100 new shares at any time during the exercise period or such denomination as determined by Bursa Securities; and
- (v) The Deed Poll and accordingly the warrants are governed by and shall be construed in accordance with the laws of Malaysia.

Any warrants not exercised during the exercise period will lapse and cease to be valid. The warrants reserve was arising from the allocation of fair value of warrants. These reserves are not available for distribution as dividends.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 18. RESERVES (CONTINUED)

#### (e) SIS reserve

The share option comprises the SIS and cumulative value of employee services received for the issue of share options. The reserve is recorded over the vesting period commencing from the grant date and is reduced by the expiry or exercise of the share options. When the option is exercised, the amount from the share option is transferred to share capital. When the share options expire, the amount from the share option is transferred to retained earnings.

At the Extraordinary General Meeting held on 30 July 2021, the Company's shareholders approved the establishment of an SIS. The SIS was implemented on 26 August 2021 and will be in force for a maximum period of 5 years from the effective date.

The maximum number of the Company's shares under SIS should not exceed 15% of the issued and paid-up share capital of the Company at any point in time during the duration of the scheme.

Salient features of the SIS are as follows:

- in respect of an employee of the Group, the employee must fulfil the following criteria as at the Date of Offer:-
  - o he/she is at least 18 years of age and he/she is not an undischarged bankrupt or subject to any bankruptcy proceedings;
  - o he/she is employed on the Date of Offer:-
    - i. on a full-time basis and is on the payroll of any company in the Group (which are not dormant) and his/her employment has been confirmed by any company in the Group (which are not dormant) on the Date of Offer; or
    - ii. under an employment contract for a fixed duration and has been in the employment of any company in the Group (which are not dormant) for such period as may be determined by the SIS Committee.
- in respect of an Eligible Director, the Eligible Director must fulfil the following criteria as at the Date of Offer:-
  - o he/she is at least 18 years of age and he/she is not an undischarged bankrupt or subject to any bankruptcy proceedings;
  - o he/she has been appointed as a director to the board of directors of any member of the Group which is not dormant.
- The price of which the grantee is entitled to subscribe for shares under SIS is the volume weighted average market price for the 5 market days preceding the date of offer, subject to a discount of not more than 10% which the Company may at its discretion decide to give.
- The shares to be allotted upon the exercise of the option shall, upon issue and allotment, rank pari passu in all respects with the existing issued and paid up capital of the Company, except that such shares will not be entitled for any dividend, rights, transfer, allotment or distribution declared, made or paid to shareholders prior to the date of allotment and issuance of the new holding company's shares.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 18. RESERVES (CONTINUED)

#### (e) SIS reserve (continued)

##### Movement of SIS during the financial year

The following table illustrates the share options granted and exercised during the financial year:

Option shares	Exercise price RM	At 1 July	Number of share options ('000 units)			At 30 June
			Granted	Exercised	Cancelled/ Lapsed	
<b>2023</b>						
11 January	0.0452	–	252,730	(11,270)	(30,938)	210,522

Out of 252,730,000 options granted on 11 January 2023, 24,000,000 options granted to the Non-Executive Directors are subject to vesting period on a staggered basis of over 24 months' period respectively from the date of offer.

The fair value of share options granted during the financial year was estimated by an independent professional valuer using the Black-Scholes-Merton option pricing model, taking into account the terms and conditions upon which the options were granted. The risk-free rate is based on Malaysian Government Securities ("MGs").

##### Fair value of share option granted during the financial period

Fair value of the share options granted during the financial period are as follows:

	<b>11.01.2023</b>
Fair value of share options at the grant date (RM)	0.0242 - 0.0356
Share price at grant date (RM)	0.0550
Exercise price (RM)	0.0452
Dividend yield (%)	0
Expected life (years)	3.65
Risk-free interest rate (%)	3.67
Volatility (%)	82.46

The expected life of the share options is based on historical data, has been adjusted according to management's best estimate for the effects of non-transferability, exercise restrictions (including the probability of meeting the market conditions attached to the option), and behavioural considerations. The expected volatility is based on the historical share price volatility over the past 3 years, adjusted for unusual or extraordinary volatility arising from certain economic or business occurrences which is not reflective of its long-term average level. While the expected volatility is assumed to be indicative of future trends, it may not necessarily be the actual outcome. No other features of the option grant were incorporated into the measurement of fair value.

Total expenses recognised in profit or loss for share options granted to Directors and employees is in Notes 32 and 33.





## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 19. LOANS AND BORROWINGS

	Group	
	2023 RM'000	2022 RM'000
<b>Secured</b>		
Bankers' acceptance	81,784	77,473
Bank overdrafts	1,318	1,028
Term loans	24,393	3,032
	107,495	81,533
<b>Non-current</b>		
Term loans	22,059	2,534
<b>Current</b>		
Term loans	2,334	498
Bankers' acceptance	81,784	77,473
Bank overdrafts	1,318	1,028
	85,436	78,999
	107,495	81,533

The average effective interest rates per annum at the end of the reporting period for loans and borrowings were as follows:

	Group	
	2023 %	2022 %
Bankers' acceptance	5.16	4.50
Bank overdrafts	6.14	5.05
Term loans	3.70	3.50

Loans and borrowings are secured by the following:

- (i) Fixed charge over certain property, plant and equipment of the Group as disclosed in Note 4;
- (ii) Deposits placed with licensed banks as disclosed to in Note 16;
- (iii) Guarantee under Credit Guarantee Corporation Malaysia Berhad;
- (iv) Corporate guarantee by the Company; and
- (v) Jointly and severally guaranteed by certain Directors of subsidiaries.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 20. DEFERRED TAX LIABILITIES

	Group	
	2023 RM'000	2022 RM'000
As at 1 July	6,477	5,475
Recognised in profit or loss (Note 34)		
- Relating to origination and reversal of temporary differences	(71)	217
- Over provision in prior years	(795)	-
Finalisation of purchase price allocation	-	785
As at 30 June	5,611	6,477

The net deferred tax liabilities and assets shown on the statements of financial position after appropriate offsetting are as follows:

	Group	
	2023 RM'000	2022 RM'000
Deferred tax liabilities	5,646	6,512
Deferred tax assets	(35)	(35)
	5,611	6,477

The components and movements of deferred tax liabilities and assets are as follows:

Group	Property, plant and equipment and intangible assets RM'000
<b>Deferred tax liabilities</b>	
As at 1 July 2022	6,512
Recognised in profit or loss	(866)
As at 30 June 2023	5,646
Set-off against tax assets	(35)
	5,611
As at 1 July 2021	5,510
Recognised in profit or loss	217
Finalisation of purchase price allocation	785
As at 30 June 2022	6,512
Set-off against tax assets	(35)
	6,477



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 20. DEFERRED TAX LIABILITIES (CONTINUED)

The components and movements of deferred tax liabilities and assets are as follows (continued):

<b>Group</b>	<b>Foreign exchange RM'000</b>
<b>Deferred tax assets</b>	
As at 1 July 2022	(35)
Recognised in profit or loss	–
<hr/>	
As at 30 June 2023	(35)
Set-off against deferred tax liabilities	35
<hr/>	
	–
<hr/>	
As at 1 July 2021	(35)
Recognised in profit or loss	–
<hr/>	
As at 30 June 2022	(35)
Set-off against deferred tax liabilities	35
<hr/>	
	–

The amounts of temporary differences for which no deferred tax assets have been recognised are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2023 RM'000</b>	<b>2022 RM'000</b>	<b>2023 RM'000</b>	<b>2022 RM'000</b>
Unutilised capital allowances	24,695	10,076	257	166
Unutilised tax losses	49,950	19,571	14,588	9,598
Others	(15,595)	(8,768)	–	–
<hr/>				
	59,050	20,879	14,845	9,764

Deferred tax asset has not been recognised in respect of this item as they may not have sufficient taxable profits to be used to offset or they have arisen in subsidiary companies that have a recent history of losses.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 21. LEASE LIABILITIES

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
As at 1 July	10,487	4,576	475	–
Additions	2,780	6,978	–	502
Interest expenses	637	362	27	7
Payment of interest	(637)	(362)	(27)	(7)
Payment of principal	(3,403)	(1,067)	(109)	(27)
As at 30 June	9,864	10,487	366	475
<b>Minimum lease payments:</b>				
Repayable within one year	3,627	2,945	138	138
Repayable within one to two years	3,146	2,556	133	133
Repayable within two to five years	4,051	5,132	126	259
Repayable more than five years	144	1,186	–	–
	10,968	11,819	397	530
Less: Future finance charges	(1,104)	(1,332)	(31)	(55)
Present value of minimum lease payments	9,864	10,487	366	475
<b>Representing minimum lease payments:</b>				
Current portion	3,262	2,741	121	109
Non-current portion	6,602	7,746	245	366
	9,864	10,487	366	475

The lease liabilities bear interest at an average effective rate of 3.45% (2022: 4.00%) per annum.

The Group and the Company lease plant and machinery, furniture and equipment, motor vehicles and capital-in-progress under finance lease. At the end of the lease term, the Group has the option to acquire the assets at a nominal price deemed to be a bargain purchase option. There are no restrictive covenants imposed by the lease agreement and no arrangements have been entered into for contingent rental payments.

### 22. TRADE PAYABLES

Credit terms of trade payables of the Group ranged from 30 to 90 days (2022: 30 to 90 days) depending on the terms of the contracts.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 23. OTHER PAYABLES

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Other payables	12,287	12,491	2,900	3,167
Deposits received	130	127	–	–
Accruals	2,430	2,237	277	169
	14,847	14,855	3,177	3,336

### 24. AMOUNT DUE TO DIRECTORS

Amount due to Directors is unsecured, interest free, non-trade in nature and repayable on demand.

### 25. AMOUNT DUE TO SHAREHOLDERS

Amount due to shareholders is unsecured, interest free, non-trade in nature and repayable on demand.

### 26. DERIVATIVE FINANCIAL ASSETS/(LIABILITIES)

	Group	
	2023 RM'000	2022 RM'000
<b>Derivatives that are designated and effective as hedging instruments carried at fair value:</b>		
Forward contracts	937	(370)

Forward contracts are used to manage the commodity copper price risk arising from the Group's sales and purchases. Most of the forward contracts have maturities of less than one year after the end of the reporting period.

### 27. PROVISIONS

	Group	
	2023 RM'000	2022 RM'000
<b>Cost</b>		
As at 1 July	3,182	4,913
Repayment	(708)	(1,731)
As at 30 June	2,474	3,182

The provision represents the additional custom duty and sales tax raised by Royal Malaysia Customs Department.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 28. REVENUE

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Revenue from contracts with customers	612,397	541,639	579	500
Revenue with other sources:				
Dividend income	–	320	–	–
Interest income	754	1,583	939	1,768
	613,151	543,542	1,518	2,268
<b>Disaggregation of the revenue from contract with customers</b>				
Sales of goods	607,611	539,596	–	–
Services rendered	4,786	2,043	–	–
Management fee	–	–	579	500
	612,397	541,639	579	500
<b>Timing of revenue recognition:</b>				
At point of time	612,397	541,639	–	–
Over time	–	–	579	500
	612,397	541,639	579	500

### 29. OTHER INCOME

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Government grants	–	236	–	4
Insurance claim	–	598	–	–
Interest income	543	406	–	–
Dividend income	–	–	–	320
Rental income	27	23	–	–
Gain on disposal of property, plant and equipment	122	304	–	–
Gain on disposal of a subsidiary	704	–	–	–
Gain/(Loss) on foreign exchange:				
- Realised	7	1,219	–	(5)
- Unrealised	–	997	–	(2)
Reversal of written down on inventories	2,420	75	–	–
Reversal of slow-moving inventories	–	233	–	–
Sundry income	130	45	3	8
	3,953	4,136	3	325



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 30. FINANCE COSTS

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>Interest expense on:</b>				
Loans and borrowings	4,087	2,131	–	–
Lease liabilities	637	362	27	7
	4,724	2,493	27	7

### 31. LOSS BEFORE TAX

Loss before tax is determined after charging/(crediting) amongst other, the following items:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Allowance for impairment loss on trade receivables	1,152	206	–	–
Amortisation of intangible assets	449	469	–	–
Auditors' remuneration				
- Current year	252	217	80	77
- (Over)/Under provision in prior financial year	–	(5)	1	–
- Non-statutory audit	5	4	5	4
Depreciation of property, plant and equipment	7,779	4,999	245	158
Impairment loss on asset held for sale	–	177	–	–
Inventory written down	1,280	2,420	–	–
Loss/(Gain) on fair value of derivative	1,994	(551)	–	–
Loss/(Gain) on foreign exchange:				
- Realised	–	617	3	–
- Unrealised	(721)	(542)	(3)	–
Rental expenses:				
- Low value	16	20	–	–
- Short-term	295	248	–	–



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 32. STAFF COSTS

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Salaries, wages and other emoluments	27,873	23,953	7,381	3,201
Social security contributions	123	52	19	10
Defined contribution plans	1,339	1,054	466	298
Share-based payment expense	4,525	–	2,715	–
	33,860	25,059	10,581	3,509

Included in staff cost is aggregate amount of remuneration received and receivable by the Executive Directors of the Group and of the Company as disclosed in Note 33.

### 33. DIRECTORS' REMUNERATION

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>Executive Directors</b>				
Fees	465	689	–	–
Salaries, bonus and other emoluments	3,833	2,997	3,398	2,111
Social security contributions	2	2	2	2
Defined contribution plans	285	166	269	166
Share-based payment expense	3,323	–	2,468	–
	7,908	3,854	6,137	2,279
<b>Non-executive Directors</b>				
Fees	552	324	552	324
Allowances and other emoluments	1,751	1,039	1,751	1,039
	2,303	1,363	2,303	1,363
	10,211	5,217	8,440	3,643





## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 34. TAXATION

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<b>Tax expense recognised in profit or loss</b>				
Current tax:				
Current year provision	164	644	-	-
Over provision in prior years	(158)	(44)	-	-
	6	600	-	-
Deferred tax (Note 20):				
Relating to origination and reversal of temporary differences	(71)	217	-	-
Over provision in prior years	(795)	-	-	-
	(866)	217	-	-
	(860)	817	-	-

Malaysian income tax is calculated at the statutory tax rate of 24% (2022: 24%) of the estimated assessable profits for the financial year. Taxation for other jurisdiction is calculated at the rates prevailing in the respective jurisdictions.

A reconciliation of income tax credit applicable to loss before tax at the statutory tax rate to income tax (credit)/expense at the effective income tax rate of the Group and of the Company are as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Loss before tax	(44,153)	(2,276)	(10,935)	(5,175)
At Malaysian statutory tax rate of 24%	(10,597)	(546)	(2,624)	(1,242)
Expenses not deductible for tax purposes	1,565	2,008	1,405	1,122
Income not subject to tax	(36)	(61)	-	-
Share of profit from associate	-	31	-	-
Deferred tax assets not recognised	9,161	1,432	1,219	120
Utilisation of unrecognised unutilised tax losses	-	(2,003)	-	-
Over provision of tax expenses in prior years	(158)	(44)	-	-
Over provision of deferred tax in prior years	(795)	-	-	-
	(860)	817	-	-



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 34. TAXATION (CONTINUED)

The Group has estimated unutilised capital allowances and unutilised tax losses carried forward, available to off-set against future taxable profits as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Unabsorbed capital allowances	24,695	10,076	257	166
Unutilised tax losses	49,950	19,571	14,588	9,598
	74,645	29,647	14,845	9,764

The unutilised capital allowances of the Group and of the Company are available indefinitely for offsetting against future taxable profits of the Group and of the Company, subjects to no substantial changes in shareholdings of the Group entities under the Income Tax Act 1967 and guidelines issued by the tax authority.

Pursuant to Section 8 of the Finance Act 2021 (Act 833), the amendments to Section 44(5F) of Income Tax Act 1967, the time limit of the carried forward unutilised tax losses has been extended to maximum of 10 consecutive years of assessment. This amendment is deemed to have effect from the year of assessment 2019 and subsequent years of assessment.

Any unutilised business losses brought forward from year of assessment 2018 can be carried forward for another 10 consecutive years of assessment (i.e. from year of assessments 2019 to 2028).

The unused tax losses are available for offset against future taxable profits of the Group and of the Company up to the following years of assessment.

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Unutilised tax losses to be carried forward until year of assessment:				
- 2028	1,239	1,239	501	501
- 2029	1,349	1,349	698	698
- 2030	5,711	5,711	2,490	2,490
- 2031	5,556	5,556	3,501	3,501
- 2032	5,893	5,716	2,408	2,408
- 2033	30,202	-	4,990	-
	49,950	19,571	14,588	9,598



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 35. LOSS PER SHARE

#### (a) Basic loss per share

The basic loss per share are calculated based on the consolidated loss for the financial year attributable to the owners of the parent and the weighted average number of ordinary shares in issue during the financial year as follows:

	Group	
	2023 RM'000	2022 RM'000
Loss attributable to owners of the parent	(37,394)	(2,790)
Weighted average number of ordinary shares as at 30 June (in '000 unit)	3,426,993	3,415,107
Basic loss per ordinary shares (in cent)	(1.09)	(0.08)

#### (b) Diluted loss per share

Diluted loss per share is calculated based on the adjusted consolidated loss for the financial year attributable to the owners of the parent and the weighted average number of ordinary shares in issue during the financial year have been adjusted for the dilutive effects of all potential shares as follows:

	Group	
	2023 RM'000	2022 RM'000
Loss attributable to owners of the parent	(37,394)	(2,790)
Weighted average number of ordinary shares as at 30 June (diluted) (in '000 unit)	3,444,929	3,433,643
Diluted loss per ordinary shares (in cent)	(1.08)	(0.08)



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 36. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the liabilities of the Group and of the Company arising from financing activities, including both cash and non-cash changes:

	At 1 July RM	Financing cash flows (i) RM	Non-cash changes (ii) RM	At 30 June RM
<b>Group</b>				
<b>2023</b>				
Loans and borrowings (Note 19)	80,505	2,222	23,450	106,177
Lease liabilities	10,487	(3,403)	2,780	9,864
<b>2022</b>				
Loans and borrowings (Note 19)	81,449	(944)	–	80,505
Lease liabilities	4,576	(1,067)	6,978	10,487
<b>Company</b>				
<b>2023</b>				
Amount due to subsidiaries	2,482	(6)	–	2,476
Lease liabilities	475	(109)	–	366
<b>2022</b>				
Amount due to subsidiaries	10,160	(7,678)	–	2,482
Lease liabilities	–	(27)	502	475

(i) The cash flows from lease liabilities, loans and borrowings and amount owing to subsidiary companies make up the net amount of proceeds from or repayments in the statements of cash flows.

(ii) Other changes include acquisition of new lease liabilities and property, plant and equipment.

### 37. FINANCIAL GUARANTEE

	Company	
	2023 RM'000	2022 RM'000
<b>Unsecured</b>		
Corporate guarantee given to financial institutions for credit facilities companies	104,626	75,413



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 38. RELATED PARTY DISCLOSURES

#### (a) Identifying related parties

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

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly. The key management personnel comprise the Directors and management personnel of the Group, having authority and responsibility for planning, directing and controlling the activities of the Group entities directly or indirectly.

#### (b) Significant related party transactions

Related party transactions have been entered into in the normal course of business under negotiated terms. In addition to the related party balances disclosed elsewhere in the financial statements, the significant related party transactions of the Company are as follows:

	<b>Company</b>	
	<b>2023</b>	<b>2022</b>
	<b>RM'000</b>	<b>RM'000</b>
Transaction with subsidiaries:		
Interest income	185	185
Management fee	579	500

#### (c) Compensation of key management personnel

There are no other transactions with the key management personnel of the Group and of the Company other than as disclosed in Note 33.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 39. SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services, and has four reportable segments as follows:

Investment holding	Investment holding
Copper product	The sales of copper wire and rod
Cable and wire	Manufacturing of cable and wire using irradiation technology and ionising treatment
Wire harness and power cord	Manufacture and supplies of electronic and electrical products
Warehouse and logistic	Providing public bonded warehousing and logistic services

Except as indicated above, no other operating segment has been aggregated to form the above reportable operating segments.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements.

Transactions between segments are carried out on agreed terms between both parties. The effects of such inter-segment transactions are eliminated on consolidation. The measurement basis and classification are consistent with those adopted in the previous financial year.

#### Segment assets

The total of segment assets is measured based on all assets of a segment, as included in the internal management reports that are reviewed by the Management. The total of segment assets is used to measure the return of assets of each segment.

#### Segment liabilities

Segment liabilities information is also included in the internal management reports provided to the Management.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 39. SEGMENT INFORMATION (CONTINUED)

#### (a) Business segments

Information regarding the Group's reportable segments as provided to the Group's chief operating decision makers is set out below:

Group 2023	Investment holding RM'000	Copper product RM'000	Cable and wire RM'000	Wire harness and power cord RM'000	Warehouse and logistic RM'000	Others RM'000	Adjustments and eliminations RM'000	Consolidated RM'000
External revenue	1,518	550,048	33,260	56,899	4,786	–	(33,360)	613,151
<b>Results</b>								
Interest income	–	475	57	11	–	–	–	543
Finance costs	27	4,238	241	332	62	9	(185)	4,724
Depreciation of property, plant and equipment	245	4,314	1,788	1,036	358	38	–	7,779
Amortisation of intangible assets	–	335	81	–	33	–	–	449
Segment loss	(10,935)	(22,448)	(8,797)	(539)	(1,225)	(939)	730	(44,153)
Taxation	–	937	–	(102)	–	–	25	860
<b>Segment assets</b>	302,872	251,132	78,400	43,189	366	65,768	(331,662)	410,065
<b>Segment liabilities</b>	6,083	180,422	88,980	20,793	922	63,795	(203,233)	157,762
Capital expenditure	26	46,182	4,451	560	–	11	(794)	50,436



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 39. SEGMENT INFORMATION (CONTINUED)

#### (a) Business segments (continued)

Group 2022	Investment holding RM'000	Copper product RM'000	Cable and wire RM'000	Wire harness and power cord RM'000	Warehouse and logistic RM'000	Others RM'000	Adjustments and eliminations RM'000	Consolidated RM'000
External revenue	2,268	480,915	21,617	62,191	2,043	-	(25,492)	543,542
<b>Results</b>								
Interest income	-	351	27	28	-	-	-	406
Finance costs	7	2,319	122	254	-	321	(185)	2,838
Depreciation of property, plant and equipment	158	1,849	1,783	959	96	154	-	4,999
Amortisation of intangible assets	-	335	134	-	-	-	-	469
Share of results of an associate	-	-	-	-	-	132	-	132
Segment (loss)/profit	(5,175)	3,473	(3,931)	2,975	97	(465)	(67)	(3,093)
Taxation	-	(194)	-	(623)	-	-	-	(817)
<b>Segment assets</b>	308,920	233,147	64,835	44,701	3,147	178,863	(402,213)	431,400
<b>Segment liabilities</b>	6,365	142,845	66,885	22,254	2,055	52,582	(162,706)	130,280
Capital expenditure	708	25,117	35,091	1,816	192	190	-	63,114





## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 39. SEGMENT INFORMATION (CONTINUED)

#### (a) Business segments (continued)

##### Adjustments and eliminations

Inter-segment revenues and balances are eliminated on consolidation.

Other material non-cash items consist of the following items as presented in the respective notes to the financial statements:

	Group	
	2023	2022
	RM'000	RM'000
Allowance for impairment loss on trade receivables	1,152	206
Gain on disposal of property, plant and equipment	(122)	(304)
Gain on disposal of a subsidiary	(704)	–
Inventories written down	1,280	2,420
Impairment loss on assets held for sale	–	177
Loss/(Gain) on fair value of derivative	1,994	(551)
Share-based payment expenses	4,525	–
Reversal of written down on inventories	(2,420)	(75)
Reversal of slow-moving inventories	–	(233)
Unrealised gain on foreign exchange	(721)	(542)
	4,984	1,098

#### (b) Geographical segments

The revenue information based on the geographical location of customers are presented as below:

	Group	
	2023	2022
	RM'000	RM'000
Malaysia	437,992	397,497
Korea	148,031	121,107
Brunei	7,071	5,216
China	3,524	12,936
Vietnam	8,505	6,402
Others	8,028	384
	613,151	543,542

#### (c) Major customers

Revenue from 2 (2022: 1) major customers amounted to RM281,463,168 (2022: RM121,568,000), arising from copper product segment.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 40. FINANCIAL INSTRUMENTS

#### (a) Classification of financial instruments

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost. The principal accounting policies in Note 3 describe how the classes of the financial instruments are measured and how income and expense including fair values gains or losses are recognised.

The following table analyses the financial assets and liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

Group	Amortised cost RM'000	Fair value through other comprehensive income RM'000	Fair value through profit or loss RM'000	Total RM'000
<b>2023</b>				
<b>Financial assets</b>				
Trade receivables	53,191	–	–	53,191
Other investments	–	4,000	–	4,000
Other receivables (excluded prepayments and advances to suppliers)	13,813	–	–	13,813
Derivative financial assets	–	937	–	937
Cash and bank balances	46,048	–	1,392	47,440
<b>Financial liabilities</b>				
Trade payables	16,948	–	–	16,948
Other payables (excluded deposits received)	14,717	–	–	14,717
Loans and borrowings	107,495	–	–	107,495
Lease liabilities	9,864	–	–	9,864
Amount due to Directors	459	–	–	459
<b>2022</b>				
<b>Financial assets</b>				
Trade receivables	49,590	–	–	49,590
Other investments	–	4,000	–	4,000
Other receivables (excluded prepayments and advances to suppliers)	14,654	–	–	14,654
Cash and bank balances	46,563	–	66,535	113,098
<b>Financial liabilities</b>				
Trade payables	11,046	–	–	11,046
Other payables (excluded deposits received)	14,728	–	–	14,728
Loans and borrowings	81,533	–	–	81,533
Lease liabilities	10,487	–	–	10,487
Amount due to Directors	884	–	–	884
Amount due to shareholders	1,374	–	–	1,374
Derivative financial liabilities	–	370	–	370



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 40. FINANCIAL INSTRUMENTS (CONTINUED)

#### (a) Classification of financial instruments (continued)

The following table analyses the financial assets and liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis (continued):

Company	Amortised cost RM'000	Fair value through profit or loss RM'000	Total RM'000
<b>2023</b>			
<b>Financial assets</b>			
Other receivables	5,798	–	5,798
Amount due by subsidiaries	183,842	–	183,842
Cash and bank balances	7,275	1,392	8,667
<hr/>			
<b>Financial liabilities</b>			
Other payables (excluded deposits received)	3,177	–	3,177
Lease liabilities	366	–	366
Amount due to subsidiaries	2,476	–	2,476
<hr/>			
<b>2022</b>			
<b>Financial assets</b>			
Other receivables	4,997	–	4,997
Amount due by subsidiaries	133,153	–	133,153
Cash and bank balances	1,293	66,535	67,828
<hr/>			
<b>Financial liabilities</b>			
Other payables (excluded deposits received)	3,336	–	3,336
Lease liabilities	475	–	475
Amount due to subsidiaries	2,482	–	2,482

#### (b) Net gains/(losses) arising from financial instruments

	2023 RM'000	Group 2022 RM'000
Derivative instruments at fair value:		
- Recognised in profit or loss	(1,994)	551
- Recognised in other comprehensive income	1,307	(921)
Net loss on impairment of financial instruments		
- Financial assets at amortised cost	(1,152)	(206)
	(1,839)	(576)



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 40. FINANCIAL INSTRUMENTS (CONTINUED)

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

The Group's financial risk management policy is to ensure that adequate financial resources are available for the development of the Group's operations whilst managing its credit, liquidity and market risks. The Group operates within clearly defined guidelines that are approved by the Board and the Group's policy is not to engage in speculative transactions.

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

##### (i) Credit risk

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from its receivables from customers and deposits with banks and financial institutions. The Company's exposure to credit risk arises principally from advances to subsidiaries and financial guarantees given to banks for credit facilities granted to subsidiaries. There are no significant changes as compared to prior periods.

The Group has adopted a policy of only dealing with creditworthy counterparties. Management has a credit policy in place to control credit risk by dealing with creditworthy counterparties and deposit with banks and financial institutions with good credit rating. The exposure to credit risk is monitored on an ongoing basis and action will be taken for long outstanding debts.

The Company provides unsecured advances to its subsidiaries. It also provides unsecured financial guarantees to banks for banking facilities granted to certain subsidiaries. The Company monitors on an ongoing basis the results of the subsidiaries and repayments made by the subsidiaries.

At each reporting date, the Group and the Company assess whether any of the receivables are credit impaired.

The gross carrying amounts of credit impaired trade receivables are written off (either partial or full) when there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. Nevertheless, trade receivables that are written off could still be subject to enforcement activities.

The carrying amounts of the financial assets recorded on the statements of financial position at the end of the financial year represents the Group's and the Company's maximum exposure to credit risk except for financial guarantees provided to banks for banking facilities granted to certain subsidiaries. The Company's maximum exposure in this respect are approximately RM104,626,000 (2022: RM75,413,000), representing the outstanding banking facilities of the subsidiaries as at the end of the reporting period. There was no indication that any subsidiaries would default on repayment as at the end of the reporting period.

There are no significant changes as compared to previous financial year.

##### Credit risk concentration profile

The Group's credit exposures are concentrated mainly on 1 (2022: Nil) customer, which accounted for 13% (2022: Nil) of total trade receivables balance at the end of the reporting period. There are no other customers which individually represents more than 10% of the total trade receivables balance.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 40. FINANCIAL INSTRUMENTS (CONTINUED)

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

##### (i) Credit risk (continued)

###### Exposure to credit risk

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

The exposure of credit risk for trade receivables by geographical region is as follows:

	Group	
	2023 RM'000	2022 RM'000
Malaysia	45,069	42,316
China	3,544	3,994
Vietnam	3,097	2,828
Australia	634	362
Others	847	90
	53,191	49,590

##### (ii) Liquidity risk

Liquidity risk refers to the risk that the Group or the Company will encounter difficulty in meeting its financial obligations as they fall due. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities.

The Group's and the Company's funding requirements and liquidity risk are managed with the objective of meeting business obligations on a timely basis. The Group finances its liquidity through internally generated cash flows and minimises liquidity risk by keeping committed credit lines available.

The following table analyses the remaining contractual maturity for financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and the Company can be required to pay.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 40. FINANCIAL INSTRUMENTS (CONTINUED)

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

##### (ii) Liquidity risk (continued)

Group	Interest rate %	On demand or within 1 year RM'000	1-2 years RM'000	2-5 years RM'000	After 5 years RM'000	Total contractual cash flows RM'000	Total carrying amount RM'000
<b>2023</b>							
<b>Non-derivative financial instruments</b>							
Trade payables		16,948	-	-	-	16,948	16,948
Other payables (excluded deposits received)		14,717	-	-	-	14,717	14,717
Amount due to Directors		459	-	-	-	459	459
Bankers' acceptance	5.16	81,784	-	-	-	81,784	81,784
Bank overdrafts	6.14	1,318	-	-	-	1,318	1,318
Term loans	3.70	3,439	3,439	7,149	14,815	28,842	24,393
Lease liabilities	3.45	3,627	3,146	4,051	144	10,968	9,864
		122,292	6,585	11,200	14,959	155,036	149,483
<b>2022</b>							
<b>Non-derivative financial instruments</b>							
Trade payables		11,046	-	-	-	11,046	11,046
Other payables (excluded deposits received)		14,728	-	-	-	14,728	14,728
Amount due to Directors		884	-	-	-	884	884
Amount due to shareholders		1,374	-	-	-	1,374	1,374
Derivative financial liabilities		7,639	-	-	-	7,639	370
Bankers' acceptance	4.50	77,473	-	-	-	77,473	77,473
Bank overdrafts	5.05	1,028	-	-	-	1,028	1,028
Term loans	3.50	604	604	1,160	985	3,353	3,032
Lease liabilities	4.00	2,945	2,556	5,132	1,186	11,819	10,487
		117,721	3,160	6,292	2,171	129,344	120,422



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 40. FINANCIAL INSTRUMENTS (CONTINUED)

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

##### (ii) Liquidity risk (continued)

	On demand or within 1 year RM'000	1-2 years RM'000	2-5 years RM'000	Total contractual cash flows RM'000	Total carrying amount RM'000
<b>Company</b>					
<b>2023</b>					
<b>Non-derivative financial liabilities</b>					
Other payables	3,177	–	–	3,177	3,177
Amounts due to subsidiaries	2,476	–	–	2,476	2,476
Lease liabilities	138	133	126	397	366
Financial guarantee liabilities *	81,468	23,158	–	104,626	–
	87,259	23,291	126	110,676	6,019
<b>2022</b>					
<b>Non-derivative financial liabilities</b>					
Other payables	3,336	–	–	3,336	3,336
Amounts due to subsidiaries	10,160	–	–	10,160	10,160
Lease liabilities	138	133	259	530	475
Financial guarantee liabilities *	75,413	–	–	75,413	–
	89,047	133	259	89,439	13,971

\* Based on the maximum amount that can be called for under the financial guarantee contract.

The maximum amount of the financial guarantees issued to the banks for subsidiaries' borrowings is limited to the amount utilised by the subsidiaries, amounting to approximately RM104,626,000 as at 30 June 2023 (2022: RM75,413,000). The earliest period any of the financial guarantees can be called upon by the financial institutions is within the next 12 months. At end of the financial year, there was no indication that the subsidiaries would default on repayment.

Financial guarantee has not been recognised since the fair value on initial recognition was deemed not material and the probability of the subsidiaries defaulting on their credit facilities is remote.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 40. FINANCIAL INSTRUMENTS (CONTINUED)

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

##### (iii) Market risk

##### (i) Foreign currency risk

The Group is exposed to foreign currency risk on transactions that are denominated in currencies other than respective functional currencies of Group entities. The currencies giving rise to this risk are primarily United States Dollar ("USD").

The Group has not entered into any derivative instruments for hedging or trading purposes. Where possible, the Group will apply natural hedging by selling and purchasing in the same currency. However, the exposure to foreign currency risk is monitored from time to time by management.

The carrying amounts of the Group's foreign currency denominated financial assets and financial liabilities at the end of the reporting period are as follows:

	<b>Denominated USD RM'000</b>
<b>Group</b>	
<b>2023</b>	
Trade receivables	7,274
Other receivables	2,508
Cash and bank balances	3,043
Trade payables	(7,220)
Other payables	(30)
	5,575
<b>Group</b>	
<b>2022</b>	
Trade receivables	8,013
Other receivables	2,508
Cash and bank balances	2,569
Trade payables	(9,287)
Other payables	(266)
	3,537





## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 40. FINANCIAL INSTRUMENTS (CONTINUED)

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

##### (iii) Market risk (continued)

##### (i) Foreign currency risk (continued)

##### Foreign currency sensitivity analysis

The following table demonstrates the sensitivity of the Group's profit before tax to a reasonably possible change in the USD exchange rates against RM, with all other variables held constant.

		<b>2023</b>	<b>2022</b>
	<b>Change in currency rate</b>	<b>Effect on</b>	<b>Effect on</b>
		<b>profit</b>	<b>profit</b>
		<b>before tax</b>	<b>before tax</b>
		<b>RM'000</b>	<b>RM'000</b>
USD	Strengthened 10% (2022: 10%)	558	354
	Weakened 10% (2022: 10%)	(558)	(354)

##### (ii) Interest rate risk

The Group's and the Company's fixed rate deposits placed with licensed banks and borrowings are exposed to a risk of change in their fair value due to changes in interest rates. The Group's and the Company's variable rate borrowings are exposed to a risk of change in cash flows due to changes in interest rates.

The Group manages the interest rate risk of its deposits with licensed financial institutions by placing them at the most competitive interest rates obtainable, which yield better returns than cash at bank and maintaining a prudent mix of short-term and long-term deposits.

The Group manages its interest rate risk exposure from interest bearing borrowings by obtaining financing with the most favourable interest rates in the market. The Group constantly monitors its interest rate risk by reviewing its debts portfolio to ensure favourable rates are obtained. The Group does not utilise interest swap contracts or other derivative instruments for trading or speculative purposes.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 40. FINANCIAL INSTRUMENTS (CONTINUED)

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

(iii) Market risk (continued)

(ii) Interest rate risk (continued)

The interest rate profile of the Group's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was:

	2023 RM'000	2022 RM'000
<b>Group</b>		
<b>Floating rate instruments</b>		
Financial asset	1,392	66,535
Financial liabilities	(107,495)	(81,533)
	(106,103)	(14,998)
<b>Company</b>		
<b>Floating rate instrument</b>		
Financial asset	1,392	66,535

#### Cash flow sensitivity analysis for floating rate instruments

A change in 1% interest rate at the end of the reporting period would have decreased the Group's profit before tax by RM1,061,030 (2022: RM149,980), arising mainly as a result of lower/higher interest expense on floating rate loans and borrowings. This analysis assumes that all other variables remain constant. The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment.

(iv) Commodity price risk

The Group is affected by the price volatility of copper as its manufacturing activities of copper wires and copper rods require a continuous supply of copper. The Group monitors the material price fluctuation closely and purchase forward contracts when necessary in order to reduce the impact of material price risk.

#### Commodity price sensitivity analysis

If the commodity prices of the hedged commodity had been 1% higher as of 30 June 2023, profit after tax would have been RM9,360 higher (2022: RM13,740 lower).

#### (d) Fair values of financial instruments

The carrying amounts of short-term receivables and payables, cash and cash equivalents and short-term borrowings approximate their fair value due to the relatively short term nature of these financial instruments and insignificant impact of discounting.

The table below analyses financial instruments not carried at fair value for which fair value is disclosed, together with their fair values and carrying amounts shown in the statements of financial position.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 40. FINANCIAL INSTRUMENTS (CONTINUED)

#### (d) Fair values of financial instruments (continued)

Group	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	Total RM'000	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000		
<b>2023</b>										
<b>Financial assets</b>										
Other investments	-	-	4,000	4,000	-	-	-	-	4,000	4,000
Cash and bank balances	-	1,392	-	1,392	-	-	-	-	1,392	1,392
Derivative financial assets	-	937	-	937	-	-	-	-	937	937
<b>Financial liabilities</b>										
Lease liabilities	-	-	-	-	-	6,348	-	6,348	6,348	6,602
Loans and borrowings	-	-	-	-	-	21,140	-	21,140	21,140	22,059
<b>2022</b>										
<b>Financial assets</b>										
Other investments	-	-	4,000	4,000	-	-	-	-	4,000	4,000
Cash and bank balances	-	66,535	-	66,535	-	-	-	-	66,535	66,535
<b>Financial liabilities</b>										
Lease liabilities	-	-	-	-	-	7,448	-	7,448	7,448	7,746
Loans and borrowings	-	-	-	-	-	2,428	-	2,428	2,428	2,534
Derivative financial liabilities	-	370	-	370	-	-	-	-	370	370



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 40. FINANCIAL INSTRUMENTS (CONTINUED)

#### (d) Fair values of financial instruments (continued)

##### (i) Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as of the date of the event or change in circumstances that caused the transfer.

There were no transfers between levels during current and previous financial years.

##### (ii) Level 1 fair value

Level 1 fair value is derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.

##### (iii) Level 2 fair value

Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

#### Derivatives

The fair value of forward exchange contracts is estimated by discounting the difference between the contractual forward price and the current forward price for the residual maturity of the contract using a risk-free interest rate (based on government bond).

#### Non-derivative financial instruments

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the end of the reporting period.

##### (iv) Level 3 fair value

Level 3 fair values for the financial assets and liabilities are estimated using unobservable inputs.

### 41. CAPITAL MANAGEMENT

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 41. CAPITAL MANAGEMENT (CONTINUED)

The Group monitors capital using a gearing ratio. The Group's policy is to maintain a prudent level of gearing ratio that complies with debt covenants and regulatory requirements. The gearing ratios at end of the reporting period are as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Loans and borrowings	107,495	81,533	–	–
Lease liabilities	9,864	10,487	366	475
	117,359	92,020	366	475
Less: Cash and bank balances	(47,440)	(113,098)	(8,667)	(67,828)
Net debts	69,919	(21,078)	(8,301)	(67,353)
Total equity	252,303	301,120	296,789	302,555
Gearing ratio (times)	0.28	NA	NA	NA

NA - The gearing ratio is not applicable as the Group has sufficient cash and bank balances to settle the liabilities as at the financial year end.

There were no changes in the Group's approach to capital management during the financial year.

### 42. CAPITAL COMMITMENT

As of the end of the financial year, the Group has capital commitment in respect of the property, plant and equipment as follow:

	Group	
	2023 RM'000	2022 RM'000
Approved and contracted for - Property, plant and equipment	645	35,941

### 43. SUBSEQUENT EVENT

Subsequent to the financial year, the Company increased its issued and paid up share capital through the issuance of 3,880 new ordinary shares arising from the conversion of Warrant-B at the exercise price of RM0.135 per ordinary share.



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 44. COMPARATIVE FIGURES

The following comparative items in the statements of financial position and statements of profit or loss and other comprehensive income have been reclassified to conform to current year's presentation.

	As previously stated RM'000	Reclassification RM'000	As reclassified RM'000
<b>Statements of Financial Position</b>			
<b>as at 30 June 2022</b>			
<b>Group</b>			
<b>Current assets</b>			
Tax recoverable	271	72	343
<b>Current liabilities</b>			
Current tax liabilities	-	(72)	(72)
<b>Company</b>			
<b>Current assets</b>			
Trade receivables	1,107	(1,107)	-
Amount due by subsidiaries	132,046	1,107	133,153
<b>Statements of Profit or Loss and</b>			
<b>Other Comprehensive Income</b>			
<b>for the Financial Year Ended 30 June 2022</b>			
<b>Group</b>			
Cost of sales	(522,368)	551	(521,817)
Other income	6,774	(2,638)	4,136
Other operating expenses	(4,249)	2,087	(2,162)

### 45. DATE OF AUTHORISATION FOR ISSUE

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 23 October 2023.

## LIST OF GROUP PROPERTIES

Location	Tenure/ Expiry Date	* Existing Use	Age of Building (year/month)	Land area (m <sup>2</sup> )/ (Built-up area) (m <sup>2</sup> )	Carrying Amount @ 30.06.2023 RM ('000)	Year of Valuation
Lot Nos. 7699 to 7706 (Formerly known as PT 1234 to 1237 and Lot PT 1287 to 1290) Mukim of Kelemak, Alor Gajah, Melaka	99 years leasehold expiring on 26/6/2089 for Lot Nos. 7699 to 7706 (Formerly known as PT 1234 to 1237), leaving unexpired terms of about 66 years  99 years leasehold expiring on 25/6/2089 or Lot PT 1287 to 1290 leaving unexpired terms of about 66 years	* Industrial land, factory building & office	18,19,22, 25 years (4 factories)	31,791/ (18,735)	24,330	2018
PT 1513 & 1516, Mukim of Kelemak, Alor Gajah, Melaka	99 years leasehold expiring on 24/9/2091, leaving unexpired terms of about 68 years	* Apartments	24 years	N/A/ (728)	351	2015
PT 464, Jalan Kasawari, Kawasan Perindustrian Kebun Baru, 42500 Telok Panglima Garang, Selangor Darul Ehsan	Grant in perpetuity (Freehold land and building)	# Office, factory & warehouse	11 years	6,616/ (6,014)	13,314	2020
Lot 162725 (P.T. 136844), Jalan Perigi Nanas 7/2 KS 11, Kawasan Perindustrian Pulau Indah, 42920 Pulau Indah, Selangor Darul Ehsan	99 years leasehold expiring on 24/2/2097, leaving unexpired terms of about 74 years	* Industrial land, factory building & office	3 years	16,187.00 square meters (approximately 174,236.87 square feet)	37,931	2021

**Note:**

\* All land and buildings are presently owned by Ta Win Industries (M) Sdn. Bhd.

# Land and office build are presently owned by Sin Line Tek Electronic (M) Sdn. Bhd.



## LIST OF OFFICE / FACTORIES

### (1) TA WIN HOLDINGS BERHAD (HEADQUARTERS)

Address: Unit 26-11 & 26-12, Level 26, Q Sentral,  
Jalan Stesen Sentral 2, 50470 Kuala Lumpur,  
Wilayah Persekutuan, Malaysia.

Tel. No.: 03-2276 6522  
Email: [info@ta-win.com](mailto:info@ta-win.com)  
Website: [www.ta-win.com](http://www.ta-win.com)



### (2) TA WIN INDUSTRIES (M) SDN. BHD. (MELAKA)

Address: Lot 63-70, Alor Gajah Industrial Estate,  
78000 Alor Gajah, Melaka, Malaysia.

Tel. No.: 06-5564 784  
Email: [info@ta-win.com](mailto:info@ta-win.com)



### (3) TA WIN INDUSTRIES (M) SDN. BHD. (PULAU INDAH)

Address: Lot 162725 (PT 136844),  
Jalan Perigi Nenas 7/2/KS11,  
Kawasan Perindustrian Pulau Indah,  
42920 Pulau Indah,  
Selangor Darul Ehsan, Malaysia.

Tel. No.: 012-665 3230  
Email: [info@ta-win.com](mailto:info@ta-win.com)







## LIST OF OFFICE / FACTORIES (CONTINUED)

### (4) CYPRIUM WIRE TECHNOLOGY SDN. BHD.

Address: Lot 63-70, Alor Gajah Industrial Estate,  
78000 Alor Gajah, Melaka, Malaysia.  
Tel. No.: 06-5401 080  
Email: [info@twcyprium.com](mailto:info@twcyprium.com)  
Website: [www.twcyprium.com.my](http://www.twcyprium.com.my)



### (5) SIN LINE TEK ELECTRONIC CO. SDN. BHD.

Address: PT 464, Jalan Kasawari,  
Kawasan Perusahaan Kebun Baru,  
42500 Telok Panglima Garang,  
Selangor Darul Ehsan, Malaysia.  
Tel. No.: 03-3123 1090  
Email: [sales@sinlinetek.com](mailto:sales@sinlinetek.com)



### (6) ROYCE PHARMA MANUFACTURING SDN. BHD.

Address: PT 1663, Nilai Industrial Estate,  
71800 Nilai, Negeri Sembilan,  
Malaysia.  
Tel. No.: 06-799 5999  
Email: [syed@royce-pharma.com](mailto:syed@royce-pharma.com)





# ANALYSIS OF SHAREHOLDINGS

AS AT 10 OCTOBER 2023

## ORDINARY SHARES

Number of Issued Shares Capital : 3,435,268,918 Ordinary Shares  
 Voting Rights : One (1) vote per ordinary share

## DISTRIBUTION TABLE ACCORDING TO THE NUMBER OF SECURITIES HELD IN RESPECT OF ORDINARY SHARES

Size of Holdings	No. of Holders	%	Total Holdings	%
Less than 100	36	0.34	1,361	0.00
100 – 1,000	448	4.29	258,772	0.01
1,001 – 10,000	2,290	21.94	14,685,170	0.43
10,001 – 100,000	4,719	45.22	223,694,579	6.51
100,001 – to less than 5% of issued shares	2,943	28.20	3,196,629,036	93.05
5% and above of issued shares	0	0.00	0	0.00
<b>Total</b>	<b>10,436</b>	<b>100.00</b>	<b>3,435,268,918</b>	<b>100.00</b>

## DIRECTORS' SHAREHOLDINGS

As per the Register of Directors' Shareholdings, save for the Directors named below, no other Directors of the Company has any interest in shares, direct or indirect, in the Company.

No.	Name of Directors	Direct		Indirect		Note
		No. of Shares held	%	No. of Shares held	%	
1.	Dato' Yeo Boon Leong, JP	203,000,000	5.91	277,641,331	8.08	(i)
2.	Dato' Sri Ngu Tieng Ung, JP	19,250,000	0.56	465,799,008	13.56	(ii)
3.	Datuk Tan Poo Chuan	42,020,000	1.22	101,041,331	2.94	(iii)

### Notes:-

- (i) Deemed interest by virtue of his interest via Triad Capital Sdn. Bhd., Asia Poly Holdings Berhad and Asia Poly Venture Sdn. Bhd.
- (ii) Deemed interest by virtue of his interest via Triad Capital Sdn. Bhd., Heritage Winners Sdn. Bhd. and Timur Enterprise Sdn. Bhd.
- (iii) Deemed interest by virtue of his interest via Triad Capital Sdn. Bhd., E Chuan Management Sdn. Bhd. and his son, Tan Kang Shu.



## ANALYSIS OF SHAREHOLDINGS (CONTINUED)

### SUBSTANTIAL SHAREHOLDERS

No.	Name of Substantial Shareholders	Direct		Indirect		Note
		No. of Shares held	%	No. of Shares held	%	
1.	Dato' Yeo Boon Leong, JP	203,000,000	5.91	277,641,331	8.08	(i)
2.	Dato' Sri Ngu Tieng Ung, JP	19,250,000	0.56	465,799,008	13.56	(ii)
3.	Timur Enterprise Sdn. Bhd.	304,959,277	8.88	–	–	–
4.	Asia Capital Assets Limited	–	–	304,959,277	8.88	(iii)
5.	Asia Poly Holdings Berhad	147,000,000	4.28	44,000,000	1.28	(iv)

#### Notes:-

- (i) Deemed interest by virtue of his interest via Triad Capital Sdn. Bhd., Asia Poly Holdings Berhad and Asia Poly Venture Sdn. Bhd.
- (ii) Deemed interest by virtue of his interest via Triad Capital Sdn. Bhd., Heritage Winners Sdn. Bhd. and Timur Enterprise Sdn. Bhd.
- (iii) Deemed interest by virtue of the interest via Timur Enterprise Sdn. Bhd.
- (iv) Deemed interest by virtue of the interest via Asia Poly Venture Sdn. Bhd.

### THIRTY (30) LARGEST SECURITIES HOLDERS

No.	Registered Holders	No. of Shareholdings	%
1.	ASIA POLY HOLDINGS BERHAD	130,600,000	3.80
2.	TA NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR TIMUR ENTERPRISE SDN. BHD.	120,000,000	3.49
3.	TRIAD CAPITAL SDN. BHD.	86,641,331	2.52
4.	CITIGROUP NOMINEES (ASING) SDN. BHD., EXEMPT AN FOR CITIBANK NEW YORK (NORGES BANK 22)	75,300,000	2.19
5.	CGS-CIMB NOMINEES (TEMPATAN) SDN. BHD., TIMES FINE CHEMICAL SDN. BHD. FOR HERITAGE WINNERS SDN. BHD.	67,298,400	1.96
6.	CITIGROUP NOMINEES (ASING) SDN. BHD., EXEMPT AN FOR CITIBANK NEW YORK (NORGES BANK 14)	57,923,600	1.69
7.	CARTABAN NOMINEES (TEMPATAN) SDN. BHD., TMF TRUSTEES MALAYSIA BERHAD FOR AFFIN HWANG WHOLESALE EQUITY FUND 2	57,626,100	1.68
8.	UOBM NOMINEES (TEMPATAN) SDN. BHD., UNITED OVERSEAS BANK NOMINEES (PTE) LTD FOR YEO BOON LEONG	51,930,400	1.51
9.	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR TAN KOK AUN (7012070)	50,000,000	1.46
10.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR YEO BOON LEONG	47,000,000	1.37



## ANALYSIS OF SHAREHOLDINGS (CONTINUED)

### THIRTY (30) LARGEST SECURITIES HOLDERS (CONT'D)

No.	Registered Holders	No. of Shareholdings	%
11.	ASIA POLY VENTURES SDN. BHD.	44,000,000	1.28
12.	SOUTHERN REALTY RESOURCE SDN. BHD.	40,000,000	1.16
13.	TAN POO CHUAN	40,000,000	1.16
14.	CITIGROUP NOMINEES (TEMPATAN) SDN. BHD. URUSHARTA JAMAAH SDN. BHD.	39,262,900	1.14
15.	KENANGA NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR CHIN LIH LIH	34,160,200	0.99
16.	CGS-CIMB NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR TAY HOCK SOON (MY1055)	34,000,000	0.99
17.	YEO BOON LEONG	32,000,000	0.93
18.	THAM KIN YEE	30,089,300	0.88
19.	KENANGA NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR JEE TAI CHEW (021)	26,820,800	0.78
20.	CHONG MING KONG	23,000,000	0.67
21.	KOK YACT MENG	20,000,000	0.58
22.	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR LOO CHAI LAI (7005187)	19,400,000	0.56
23.	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR NGU TIENG UNG (7003466)	19,250,000	0.56
24.	LIM AIK GEE	16,985,900	0.49
25.	KO CHUNG YEE	16,500,000	0.48
26.	CGS-CIMB NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR ASIA POLY HOLDINGS BERHAD	16,400,000	0.48
27.	LIM KIAT SI	16,000,000	0.47
28.	APEX NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR THOO CHEE YOON (MARGIN)	15,369,500	0.45
29.	CGS-CIMB NOMINEES (TEMPATAN) SDN. BHD., TA WIN HOLDINGS BERHAD FOR TRILLION OSCAR SDN.BHD.	15,300,000	0.45
30.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD., TING HIE SING	12,700,000	0.37



# ANALYSIS OF IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES HOLDINGS

AS AT 10 OCTOBER 2023

## IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES (“ICPS”)

Number of ICPS	:	17,936,113 ICPS
Voting Rights	:	The holders of ICPS are not entitled to any voting right except in circumstances set out in the Company's Constitution

## DISTRIBUTION TABLE ACCORDING TO THE NUMBER OF SECURITIES HELD IN RESPECT OF ISSUED HOLDINGS

Size of Holdings	No. of Holders	%	Total Holdings	%
Less than 100	3	1.14	91	0.00
100 – 1,000	19	7.22	6,342	0.04
1,001 – 10,000	62	23.57	420,200	2.34
10,001 – 100,000	142	53.99	5,219,980	29.10
100,001 – to less than 5% of issued shares	35	13.31	10,098,900	56.30
5% and above of issued shares	2	0.76	2,190,600	12.21
<b>Total</b>	<b>263</b>	<b>100.00</b>	<b>17,936,113</b>	<b>100.00</b>

## THIRTY (30) LARGEST ICPS HOLDERS

No.	Registered ICPS Holders	No. of ICPS Holdings	%
1.	KINGSLEY LIM FUNG WANG	1,180,000	6.58
2.	APEX NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR THOO CHEE YOON (MARGIN)	1,010,600	5.63
3.	SEE EAN SENG	750,000	4.18
4.	TA NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR TAN SENG TUNG	590,000	3.29
5.	WONG SIOK SAK	590,000	3.29
6.	TEH KENG KAA	540,000	3.01
7.	CITIGROUP NOMINEES (ASING) SDN. BHD., EXEMPT AN FOR BANK OF SINGAPORE LIMITED (FOREIGN)	500,000	2.79
8.	CHIN CHIN SEONG	485,000	2.70
9.	LIM SOO YEE	447,400	2.49
10.	TAN KEE RIAN	360,000	2.01
11.	THAM KIN YIP	345,600	1.93
12.	TEH CHEE KANG	330,000	1.84
13.	PUBLIC NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR NG SEONG PUN (E-TCS)	319,200	1.78
14.	APEX NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR TEE JEN TONG (STA1)	300,000	1.67
15.	FOONG KUO KANG	300,000	1.67



## ANALYSIS OF IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES HOLDINGS (CONTINUED)

### THIRTY (30) LARGEST ICPS HOLDERS (CONT'D)

No.	Registered ICPS Holders	No. of ICPS Holdings	%
16.	PANG FEI MING	300,000	1.67
17.	SYARIKAT RIMBA TIMUR (RT) SDN. BHD.	300,000	1.67
18.	LOH SOON SHAN	277,500	1.55
19.	APEX NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR LIM SOO YEE (STA 1)	251,000	1.40
20.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR LAI KING LUNG	250,000	1.39
21.	TEE SEW PENG	245,000	1.37
22.	LOW HUI MAI	240,000	1.34
23.	KENANGA NOMINEES (TEMPATAN) SDN. BHD., RAKUTEN TRADE SDN. BHD. FOR GAN CHWEN TECK	238,000	1.33
24.	ONG BOK SAN	210,000	1.17
25.	TEE JEN TONG	207,100	1.15
26.	CGS-CIMB NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR CHIN LOO SIN (TTDI-CL)	200,000	1.12
27.	HIAN BEE GEOK	200,000	1.12
28.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD., CHOW HO	166,200	0.93
29.	CHANG, CHENG-TSUNG	151,200	0.84
30.	LUI PONG TENG	150,000	0.84

# ANALYSIS OF WARRANTS B HOLDINGS

AS AT 10 OCTOBER 2023

## WARRANTS B

Number of Warrants : 1,365,361,934 Warrants B

## DISTRIBUTION TABLE ACCORDING TO THE NUMBER OF WARRANTS B HELD IN RESPECT OF ISSUED HOLDINGS

Size of Holdings	No. of Holders	%	Total Holdings	%
Less than 100	342	6.35	16,217	0.00
100 – 1,000	617	11.45	331,157	0.02
1,001 – 10,000	1,681	31.20	7,733,998	0.57
10,001 – 100,000	1,720	31.93	68,186,094	4.99
100,001 – to less than 5% of issued shares	1,027	19.06	1,289,094,468	94.41
5% and above of issued shares	0	0.00	0	0.00
<b>Total</b>	<b>5,387</b>	<b>100.00</b>	<b>1,365,361,934</b>	<b>100.00</b>

## DIRECTORS' S WARRANTS B HOLDINGS

As per the Register of Directors' Shareholdings, save for the Directors named below, no other Directors of the Company has any interest in Warrants B, direct or indirect, in the Company.

No.	Name of Directors	Direct		Indirect		Note
		No. of Warrants B held	%	No. of Warrants B held	%	
1.	Dato' Yeo Boon Leong, JP	3,500,000	0.26	34,656,532	2.54	(i)
2.	Dato' Sri Ngu Tieng Ung, JP	–	–	182,719,602	13.38	(ii)
3.	Datuk Tan Poo Chuan	23,608,000	1.73	39,656,532	2.90	(iii)

Notes:-

- (i) Deemed interest by virtue of his interest via Triad Capital Sdn. Bhd.
- (ii) Deemed interest by virtue of his interest via Triad Capital Sdn. Bhd., Heritage Winners Sdn. Bhd. and Timur Enterprise Sdn. Bhd.
- (iii) Deemed interest by virtue of his interest via Triad Capital Sdn. Bhd. and his son, Tan Kang Shu.



## ANALYSIS OF WARRANTS B HOLDINGS (CONTINUED)

### THIRTY (30) LARGEST WARRANTS B HOLDERS

No.	Registered Warrants B Holders	No. of Warrants B Holdings	%
1.	TRIAD CAPITAL SDN. BHD.	34,656,532	2.54
2.	SOUTHERN REALTY RESOURCE SDN. BHD.	30,000,000	2.20
3.	KENANGA NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR LOH KIM KIONG	24,680,000	1.81
4.	TAN BAN TATT	24,059,500	1.76
5.	TAN POO CHUAN	23,608,000	1.73
6.	KENANGA NOMINEES (TEMPATAN) SDN. BHD., RAKUTEN TRADE SDN. BHD. FOR HEE WEI LOKE	19,000,000	1.39
7.	KENANGA NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR CHIN LIH LIH	18,359,000	1.34
8.	CHA HUEY LING	17,000,000	1.25
9.	P.H.TRUCK PARTS SERVICE SDN. BHD.	16,250,840	1.19
10.	YAP LENG LENG	15,488,400	1.13
11.	TAN WEN YI	15,000,000	1.10
12.	E CHUAN MANAGEMENT SDN. BHD.	14,573,900	1.07
13.	CITIGROUP NOMINEES (TEMPATAN) SDN. BHD., URUSHARTA JAMAAH SDN. BHD. (AHAM AM 2)	14,448,360	1.06
14.	YEO BOON LEONG	14,431,100	1.06
15.	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR LAI CHENG KUAN (8058893)	14,065,400	1.03
16.	LEE CHEE HONG	14,000,000	1.03
17.	THAM KIN YEE	13,768,000	1.01
18.	LIM AIK GEE	13,357,440	0.98
19.	ALVIN TAN KWONG KEONG	12,000,000	0.88
20.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR LAI KING LUNG	11,886,900	0.87
21.	LIM KENG CHUAN	11,510,000	0.84
22.	SON TONG LEONG	11,292,040	0.83
23.	LIM CHAI HOON	10,564,800	0.77
24.	KENANGA NOMINEES (TEMPATAN) SDN. BHD., RAKUTEN TRADE SDN. BHD. FOR NG YU CHING	10,200,000	0.75
25.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD., LIM SEN LEE	10,000,000	0.73
26.	MAYBANK SECURITIES NOMINEES (TEMPATAN) SDN. BHD., PLEDGED SECURITIES ACCOUNT FOR LAI HOE YAN	9,754,000	0.71
27.	MAYBANK NOMINEES (TEMPATAN) SDN. BHD., EXEMPT AN FOR ARECA CAPITAL SDN. BHD. (CLIENTS' ACCOUNT)	9,739,960	0.71
28.	LEE JONG WENG	9,694,000	0.71
29.	ZAIRIZAM BIN ZAKARIA	9,600,000	0.70
30.	TAN YUN KIM	9,541,300	0.70





# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Twenty Ninth (“29<sup>th</sup>”) Annual General Meeting (“AGM”) of Ta Win Holdings Berhad (“Ta Win” or “the Company”) will be conducted as a virtual meeting through live streaming from the broadcast venue at Meeting Room of Ta Win of Unit 26-11 & 26-12, Level 26, Q Sentral, Jalan Stesen Sentral 2, 50470 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Wednesday, 29 November 2023 at 10.00 a.m. to transact the following businesses:-

## AGENDA

### AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 30 June 2023 together with the Reports of the Directors and Auditors thereon.  
**Please refer to Explanatory Note A.**
2. To re-elect the following Directors who retire in accordance with Article 110 of the Company's Constitution:-
  - (a) Datuk Tan Poo Chuan
  - (b) Datuk Zakaria Bin Sharif**Please refer to Explanatory Note B.**
**Resolution 1**  
**Resolution 2**
3. To approve the payment of aggregate Directors' Fees of RM800,000.00 for the period from the date of the forthcoming AGM until the conclusion of the next AGM of the Company.  
**Please refer to Explanatory Note C.**
**Resolution 3**
4. To approve the payment of aggregate Directors' benefits (excluding Directors' Fees) to the Directors up to an amount of RM250,000.00 for the period from the date of the forthcoming AGM until the conclusion of the next AGM of the Company.  
**Please refer to Explanatory Note D.**
**Resolution 4**
5. To re-appoint Messrs. UHY as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.
 **Resolution 5**

### AS SPECIAL BUSINESS

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

6. **ORDINARY RESOLUTION**  
**AUTHORITY TO ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016 (“ACT”)**

“THAT pursuant to Sections 75(1) and 76(1) of the Act, and subject to the approval of the relevant authorities, the Directors be and are hereby empowered to issue shares in the Company from time to time, upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares issued pursuant to this ordinary resolution does not exceed 10% of the total number of issued shares of the Company (excluding treasury shares), whichever is applicable, and that the Directors be and also empowered to obtain approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad (“Bursa Securities”); AND THAT such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next AGM of the Company.

AND THAT pursuant to Section 85 of the Act to be read together with the Company's Constitution, 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.”

**Please refer to Explanatory Note E.**

**Resolution 6**



## NOTICE OF ANNUAL GENERAL MEETING (CONTINUED)

### 7. **ORDINARY RESOLUTION PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES (“PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY”)**

“THAT subject to the Act, provisions of the Constitution of the Company, the Main Market Listing Requirements (“MMLR”) of Bursa Securities and all other applicable laws, rules and regulations and guidelines for the time being in force and the approvals of all relevant regulatory authority, approval be and is hereby given to the Company, to purchase such number of ordinary shares in Ta Win (“Ta Win Shares”) as may be determined by Ta Win’s Board from time to time through Bursa Securities as the Board may deem fit, necessary and expedient in the interest of the Company, provided that:-

- (i) the maximum aggregate number of Ta Win Shares which may be purchased and/or held by the Company as treasury shares shall not exceed 10% of the total number of issued shares of the Company at any point in time of the said purchase(s); and
- (ii) the maximum funds to be allocated by the Company for the purpose of purchasing Ta Win Shares shall not exceed the total retained profits of the Company based on the latest Audited Financial Statements and/or the latest Unaudited Financial Statements of the Company (where applicable) available at the time of the purchase(s),

THAT the authority conferred by this resolution will commence immediately upon passing of this resolution and shall continue to be in force until:-

- (i) the conclusion of the next AGM at which time the said authority shall lapse unless by an 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 AGM is required to be held by law; or
- (iii) the authority is revoked or varied by an ordinary resolution passed by the shareholders in a meeting of members,

whichever occurs first;

THAT upon completion of the purchase of Ta Win Shares by the Company, the Board be authorised to deal with Ta Win Shares purchased in its absolute discretion in the following manner:-

- (i) to cancel the Ta Win Shares so purchased; or
- (ii) to retain the Ta Win Shares so purchased as the treasury shares which may be distributed as shares dividends to shareholders and/or be resold on Bursa Securities in accordance with the relevant rules of Bursa Securities and/or transferred for the purposes of an employees’ share scheme and/or transferred as purchase consideration and/or cancelled subsequently; or
- (iii) to retain part of Ta Win Shares so purchased as treasury shares and cancel the remainder of the Ta Win Shares; or
- (iv) deal with the Ta Win Shares so purchased in any other manner as may be permitted by the applicable laws and/or regulations in force from time to time,

and such authority to deal with the Ta Win Shares so purchased shall continue to be valid until all such Ta Win Shares have been dealt with by the Board;

AND THAT the Board be and is hereby authorised and empowered to do or procure to be done all such acts, deeds and things and to execute, sign and deliver, on behalf of the Company, all such documents to give effect to and complete the Proposed Renewal of Share Buy-Back Authority with full powers to assent to any conditions, variations, modifications and/or amendments to the terms of the Proposed Renewal of Share Buy-Back Authority as may be required or imposed by any relevant authorities and/or parties and as the Board may deem necessary and expedient to finalise, implement and give full effect to the Proposed Renewal of Share Buy-Back Authority.”

**Please refer to Explanatory Note F.**

**Resolution 7**

- 8. To transact any other business for which due notice shall have been given.



## NOTICE OF ANNUAL GENERAL MEETING (CONTINUED)

By Order of the Board

**KIMBERLY ONG SWEET EE**

SSM Practicing Certificate No.: 201908000841  
LS0009852  
Company Secretary

Kuala Lumpur  
30 October 2023

**Notes:**

**Information for shareholders/ proxies/ corporate representatives**

- (1) The 29<sup>th</sup> AGM will be conducted on a virtual basis through live streaming and online remote voting via remote participation and voting facilities using Securities Services e-Portal at <https://sshbs.net.my/> provided by SS E Solutions Sdn. Bhd. in Malaysia. **Please read carefully and follow the procedures provided in Administrative Guide in order to register, participate and vote remotely via remote participation.**
- (2) A member of the Company entitled to attend, participate, speak and vote at the AGM is entitled to appoint not more than two (2) proxies (or in the case of a corporation, to appoint a representative) to attend, participate, speak and vote in his stead. There shall be no restriction as to the qualification of the proxy.
- (3) Where a member appoints two (2) proxies, he shall specify the proportions of his holdings to be represented by each proxy, failing which, the appointment shall be invalid.
- (4) A member who is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("SICDA") may appoint not more than two (2) proxies in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one Securities Account ("Omnibus Account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
- (5) The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the AGM at which the person named in the appointment proposes to vote:-
  - (i) **In hard copy form**  
In the case of an appointment made in hard copy form, the form of proxy must be deposited at Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, Malaysia.
  - (ii) **By electronic means via email**  
In the case of an appointment made via email transmission, the form of proxy must be received via email at [eservices@sshbs.com.my](mailto:eservices@sshbs.com.my).  
  
For option (ii) the Company will require the member to deposit the original executed form of proxy as in (i) above no later than Monday, 27 November 2023 at 10.00 a.m. for verification purposes.
  - (iii) **Online**  
In the case of an appointment made via online lodgement facility, please submit the form of proxy electronically via Security Services e-Portal at <https://sshbs.net.my>.
- (6) Should you wish to personally participate at the AGM remotely, please register electronically via Securities Services e-Portal at <https://sshbs.net.my> by the registration cut-off date and time. Please refer to Administrative Guide Conduct of a Virtual AGM for further details as attached in the Annual Report.



## NOTICE OF ANNUAL GENERAL MEETING (CONTINUED)

- (7) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. The Directors may, but shall not be bound to require evidence of the authority of any such attorney or officer. An instrument appointing a proxy to vote at a meeting shall be deemed to include the power to demand a poll on behalf of the appointor.
- (8) For the purpose of determining a member who shall be entitled to participate the AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a AGM Record of Depositors ("ROD") as at 22 November 2023. Only a depositor whose name appears on the ROD as at 22 November 2023 shall be entitled to participate the said Meeting or appoint proxy(ies) to participate and/or vote on such depositor's behalf.
- (9) Pursuant to Paragraph 8.29A(1) of the MMLR of Bursa Securities, all resolutions at the AGM will be voted by poll.

### EXPLANATORY NOTES:-

#### **Note A**

This Agenda is meant for discussion only, as the provisions of Section 340(1)(a) of the Act does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward to shareholders for voting.

#### **Note B**

In determining the eligibility of the Directors to stand for e-election at the forthcoming AGM, the Nomination Committee has conducted the assessment, thereafter recommended to the Board for approval.

Therefore, the Board recommended the same be tabled to the shareholders for approval at the forthcoming AGM of the Company under Ordinary Resolutions 1 and 2.

#### **Note C**

Section 230(1) of the Act requires that the fees of the directors and any benefits payable to the directors be approved at the general meeting.

The proposed Ordinary Resolution 3, if passed, will authorise the payment of the Directors' fees to Non-Executive Directors of the Company for their services as Directors of the Company for the period from the date of the forthcoming AGM until the conclusion of the next AGM of the Company.

#### **Note D**

Section 230(1) of the Act requires that the fees of the directors and any benefits payable to the directors be approved at the general meeting.

The proposed benefits payable to the Directors comprises allowances and other benefits. In determining the estimated total amount of benefits for the Directors, the Board considered various factors including the number of scheduled meetings for the Board and the Board Committees as well as the number of the Directors involved in these meetings.

The estimated amount of RM250,000.00 for the relevant period is derived from the estimated directors' benefits for the period from the date of the forthcoming AGM until the conclusion of the next AGM of the Company and the provision for other benefits (if any). Payment of the Directors' benefits will be made by the Company as and when incurred if the Proposed Ordinary Resolution 4 passed at the forthcoming AGM. The Board is of the view that it is just and equitable for the Directors of the Company to be paid the Directors' benefits as and when incurred, particularly after they have discharged their responsibilities and rendered their services to the Company throughout the relevant period.

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.



## NOTICE OF ANNUAL GENERAL MEETING (CONTINUED)

### **Note E**

The proposed Ordinary Resolution 6, if passed, will give authority to the Directors of the Company, from the date of the above AGM, to issue and allot shares in the Company up to and not exceeding 10% of the issued share capital of the Company for the time being, for such purposes as they consider would be in the interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the next AGM of the Company or at the expiry of the period within which the next AGM is required to be held in accordance to the provisions of the Act, whichever is the earlier.

The proposed Ordinary Resolution 6 is to seek a renewal of the General Mandate for the issue of new ordinary shares which was approved by the shareholders at the Twenty Eighth AGM. At the date of this notice, no new ordinary shares in the Company were issued and allotted pursuant to the general mandate given to the Directors at the last AGM held on 29 November 2022 and which will lapse at the conclusion of the forthcoming AGM.

The General Mandate will provide flexibility for the Company for any possible fund raising activities and enable the Company, should it required to do so, to meet its funding requirements for working capital or strategic development of the Group and operational expenditure, expeditiously and efficiently. This would eliminate any delay arising from and cost involved in convening a separate general meeting to obtain approval of the shareholders for such issuance of shares.

### **Note F**

The proposed Ordinary Resolution 7, if passed, will empower the Directors of the Company to purchase up to 10% of the total number of issued shares of the Company by utilising the funds available which shall not exceed the retained profits of the Company. This authority, unless revoked or varied at general meeting, will expire at the conclusion of the next AGM of the Company.

Please refer to the Statement to Shareholders dated 30 October 2023 which is despatched together with this Annual Report for more information.

## **STATEMENT ACCOMPANYING THE NOTICE OF ANNUAL GENERAL MEETING**

(Pursuant to Paragraph 8.27(2) of the MMLR of Bursa Securities)

### **1. ELECTION OF DIRECTORS**

No individual is seeking election as Director of the Company at the 29<sup>th</sup> Annual General Meeting of the Company.

### **2. GENERAL MANDATE FOR ISSUANCE OF SHARES**

Kindly refer to item Note E of the Explanatory Notes of this Notice.

## ADMINISTRATIVE GUIDE FOR THE 29TH ANNUAL GENERAL MEETING (“AGM”)

Date	:	Wednesday, 29 November 2023
Time	:	10.00 a.m.
Broadcast Venue	:	Meeting Room of Ta Win Holdings Berhad, Unit 26-11 & 26-12, Level 26, Q Sentral, Jalan Stesen Sentral 2, 50470 Kuala Lumpur, Wilayah Persekutuan, Malaysia.
Online Meeting Platform	:	Securities Services e-Portal at <a href="https://sshbsb.net.my/">https://sshbsb.net.my/</a>
Registration	:	Virtual Meeting via Remote Participation and Voting (“RPV”) facilities
Modes of Communication	:	Shareholders may:- (a) Type text in the e-Portal during live streaming at <a href="https://sshbsb.net.my/">https://sshbsb.net.my/</a> OR (b) Email questions to <a href="mailto:eservices@sshbsb.com.my">eservices@sshbsb.com.my</a> prior to the AGM

### (1) MODE OF MEETING

- (a) The AGM of the Company will be conducted on a virtual basis through live streaming and online remote voting via remote participation and voting facilities using Securities Services e-Portal at <http://sshbsb.net.my/> provided by SS E Solutions Sdn. Bhd. in Malaysia.
- (b) According to the Revised Guidance Note and FAQ, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Companies Act, 2016 provided that the online platform is located in Malaysia.
- (c) Members are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the AGM using the RPV facilities provided by Securities Services e-Portal (“SSeP”).

### (2) ENTITLEMENT TO PARTICIPATE

In respect of deposited securities, only shareholders whose names appear on the Record of Depositors on 22 November 2023 (General Meeting Record of Depositors) shall be eligible to participate in the meeting or appoint proxy(ies) to participate on his/her behalf.

### (3) FORM(S) OF PROXY

If you are unable to attend the AGM, you are encouraged to appoint a proxy or the Chairman of the Meeting as your proxy and indicate the voting instructions in the form of proxy in accordance with the notes and instructions printed therein.

Please ensure that the original form is deposited at our Share Registrar’s office not less than forty-eight (48) hours before the time appointed for holding the Meeting. Details of our Share Registrar’s office can be found in the enquiry section of this document.

Alternatively, you may deposit your form(s) of proxy by electronic means through Securities Services e-Portal at <https://sshbsb.net.my/>.

#### (4) ENQUIRY

Please contact Mr. Wong Piang Yoong (DID: +603 2084 9168) or Ms. Rachel Ou (DID: +603 2084 9161) or Ms. Jasmine Lim (DID: +603 2084 9006) or our general line (DID: +603 2084 9000) to request for e-Services Assistance during our office hours on Monday to Friday from 8:30 a.m. to 12:15 p.m. and from 1:15 p.m. to 5:30 p.m. Alternatively, you may email us at [eservices@sshshb.com.my](mailto:eservices@sshshb.com.my).

#### (5) PROCEDURES FOR RPV

Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the AGM using the RPV facilities:-

#### BEFORE THE MEETING

<b>(A) Sign up for a user account at Securities Services e-Portal</b>	
Step 1 Visit <a href="https://sshshb.net.my/">https://sshshb.net.my/</a> Step 2 Sign up for a user account Step 3 Wait for our notification email that will be sent within one (1) working day Step 4 Verify your user account within seven (7) days of the notification email and log in	<ul style="list-style-type: none"><li>• <b>This is a ONE-TIME registration.</b> If you already have a user account, you need not register again.</li><li>• Your email address is your User ID.</li><li>• Please proceed to either (B) or (C) below once you are a registered user.</li></ul>
<b>ALL SHAREHOLDERS MUST REGISTER AS A USER BY 23 NOVEMBER 2023</b>	
<b>(B) Register for Remote Participation</b>	
<b>Meeting Date and Time</b>	<b>Registration for Remote Participation Closing Date and Time</b>
Wednesday, 29 November 2023 at 10:00 a.m.	Monday, 27 November 2023 at 10:00 a.m.
<ul style="list-style-type: none"><li>➤ Log in to <a href="https://sshshb.net.my/">https://sshshb.net.my/</a> with your registered email and password.</li><li>➤ Look for <b>Ta Win Holdings Berhad</b> under Company Name and <b>29<sup>th</sup> AGM on 29 November 2023 at 10:00 a.m. – Registration for Remote Participation</b> under Event and click "&gt;" to register for remote participation at the meeting.</li></ul>	
Step 1 Check if you are attending as – <ul style="list-style-type: none"><li>▪ Individual shareholder</li><li>▪ Corporate or authorised representative of a body corporate</li></ul> <i>For body corporates, the appointed corporate/authorised representative has to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The <u>original</u> evidence of authority and translation thereof, if required, have to be submitted to the Share Registrar at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, Malaysia for verification before the registration closing date and time above.</i>	
Step 2 Submit your registration.	
<ul style="list-style-type: none"><li>• A copy of your e-Registration for remote participation can be accessed via <b>My Records</b> (refer to the left navigation panel).</li><li>• Your registration will apply to <b>all the CDS account(s)</b> of each individual shareholder/ body corporate shareholder that you represent. If you are both an individual shareholder and representative of body corporate(s), you need to register as an individual and also as a representative for each body corporate.</li><li>• As the meeting will be conducted on a fully virtual basis, we highly encourage all shareholders to remotely participate and vote at the meeting, failing which, please appoint the Chairman of the meeting as proxy or your own proxy(ies) to represent you.</li></ul>	

<b>(C) Submit e-Proxy Form</b>	
<b>Meeting Date and Time</b>	<b>Form of Proxy Submission Closing Date and Time</b>
Wednesday, 29 November 2023 at 10:00 a.m.	Monday, 27 November 2023 at 10:00 a.m.
<ul style="list-style-type: none"> <li>➤ Log in to <a href="https://sshbsb.net.my/">https://sshbsb.net.my/</a> with your registered email and password.</li> <li>➤ Look for <b>Ta Win Holdings Berhad</b> under Company Name and <b>29<sup>th</sup> AGM on 29 November 2023 at 10:00 a.m. – Submission of Form of Proxy</b> under Event and click "&gt;" to submit your forms of proxy online for the meeting by the submission closing date and time above.</li> </ul>	
<p>Step 1 Check if you are submitting the form of proxy as –</p> <ul style="list-style-type: none"> <li>▪ Individual shareholder</li> <li>▪ Corporate or authorised representative of a body corporate <i>For body corporates, the appointed corporate/authorised representative is to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The original evidence of authority and translation thereof, if required, have to be submitted to the Share Registrar at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, Malaysia for verification before the form of proxy submission closing date and time above.</i></li> </ul> <p>Step 2 Enter your CDS account number or the body corporate's CDS account number and corresponding number of securities. Then enter the information of your proxy(ies) and the securities to be represented by your proxy(ies). <b>You may appoint the Chairman of the meeting as your proxy where you are not able to participate remotely.</b></p> <p>Step 3 Proceed to indicate how your votes are to be casted against each resolution.</p> <p>Step 4 Review and confirm your form of proxy details before submission.</p> <ul style="list-style-type: none"> <li>• A copy of your submitted e-Proxy Form can be accessed via <b>My Records</b> (refer to the left navigation panel).</li> <li>• You need to submit your e-Proxy Form for <b>every CDS account(s)</b> you have or represent.</li> </ul>	
<b>PROXIES</b>	
<p><b>All appointed proxies need not register for remote participation under (B) above but if they are not registered users of the e-Portal, they will need to register as users of the e-Portal under (A) above by 23 November 2023. PLEASE NOTIFY YOUR PROXY(IES) ACCORDINGLY.</b> Upon processing the forms of proxy, we will grant the proxy access to remote participation at the meeting to which he/she is appointed for instead of the shareholder, <u>provided the proxy must be a registered user of the e-Portal</u>, failing which, the proxy will not be able to participate at the meeting as the meeting will be conducted on a fully virtual basis.</p>	

**ON THE DAY OF THE MEETING**

<b>Log in to <a href="https://sshbsb.net.my/">https://sshbsb.net.my/</a> with your registered email and password</b>	
<b>(D) Join the Live Stream Meeting (eLive)</b>	
<b>Meeting Date and Time</b>	<b>eLive Access Date and Time</b>
Wednesday, 29 November 2023 at 10:00 a.m.	Wednesday, 29 November 2023 at 09:30 a.m.
<ul style="list-style-type: none"> <li>➤ Look for <b>Ta Win Holdings Berhad</b> under Company Name and <b>29<sup>th</sup> AGM on 29 November 2023 at 10:00 a.m. – Live Stream Meeting</b> under Event and click "&gt;" to join the meeting.</li> </ul> <ul style="list-style-type: none"> <li>• The access to the live stream meeting will open on the abovementioned date and time.</li> <li>• If you have any questions to raise, you may use the text box to transmit your question. The Chairman/ Board/ Management/ relevant adviser(s) will endeavour to broadcast your question and their answer during the meeting. Do take note that the quality of the live streaming is dependent on the stability of the internet connection at the location of the user.</li> </ul>	



**(E) Vote Online Remotely during the Meeting (eVoting)**

<b>Meeting Date and Time</b>	<b>eVoting Access Date and Time</b>
Wednesday, 29 November 2023 at 10:00 a.m.	Wednesday, 29 November 2023 at 10:00 a.m.
<p>➤ If you are already accessing the Live Stream Meeting, click <b>Proceed to Vote</b> under the live stream player. OR</p> <p>➤ If you are not accessing from the Live Stream Meeting and have just logged in to the e-Portal, look for <b>Ta Win Holdings Berhad</b> under Company Name and <b>29<sup>th</sup> AGM on 29 November 2023 at 10:00 a.m. – Remote Voting</b> under Event and click "&gt;" to remotely cast and submit the votes online for the resolutions tabled at the meeting.</p>	
<p>Step 1 Cast your votes by clicking on the radio buttons against each resolution. Step 2 Review your casted votes and confirm and submit the votes.</p> <ul style="list-style-type: none"><li>• The access to eVoting will open on the abovementioned date and time.</li><li>• Your votes casted will apply throughout <u>all</u> the CDS accounts you represent as an individual shareholder, corporate/ authorised representative and proxy. Where you are attending as a proxy, and the shareholder who appointed you has indicated how the votes are to be casted, we will take the shareholder's indicated votes in the form of proxy.</li><li>• The access to eVoting will close as directed by the Chairman of the meeting.</li><li>• A copy of your submitted e-Voting can be accessed via <b>My Records</b> (refer to the left navigation panel).</li></ul>	



**TA WIN HOLDINGS BERHAD**  
(Registration No.: 199401005913 (291592-U))  
(Incorporated in Malaysia)

<b>CDS account no.</b>	
<b>No. of shares held</b>	

### FORM OF PROXY

I/We.....  
(name of shareholders, in block letters)

\*NRIC No./Passport No./Company No. .... of .....  
(full of address)

being a member(s) of **TA WIN HOLDINGS BERHAD** ("the Company") hereby appoint:-

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address	Email		
	Contact		

\*and/or

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address	Email		
	Contact		

or failing him, \*the Chairman of the Annual General Meeting ("AGM"), as \*my /our proxy to vote for \*me /us on \*my /our behalf at the Twenty Ninth ("29<sup>th</sup>") AGM of the Company will be conducted as a virtual meeting through live streaming from the broadcast venue at Meeting Room of Ta Win Holdings Berhad of Unit 26-11 & 26-12, Level 26, Q Sentral, Jalan Stesen Sentral 2, 50470 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Wednesday, 29 November 2023 at 10.00 a.m. or at any adjournment thereof, in the manner indicated below:-

NO.	RESOLUTIONS	FOR	AGAINST
1.	To re-elect Datuk Tan Poo Chuan as Director.		
2.	To re-elect Datuk Zakaria Bin Sharif as Director.		
3.	To approve the payment of Directors' fees.		
4.	To approve the Directors' Benefits payable.		
5.	To approve the re-appointment of Messrs. UHY as the Auditors of the Company.		
6.	To authorize the Directors to allot shares of up to 10% of the total number of issued shares pursuant to Section 75 and 76 of the Companies Act, 2016.		
7.	Proposed Renewal for Share Buy-Back Authority		

(Please indicate with an "X" in the spaces provided on how you wish your votes to be cast. If you do not do so, the Proxy will vote or abstain from voting at his discretion.)

Signed this ..... day of ..... 2023

.....  
\*Signature (s)/Common Seal of Shareholder

\* Delete if not applicable

**Notes:**

**Information for shareholders/ proxies/ corporate representatives**

- The 29<sup>th</sup> AGM will be conducted on a virtual basis through live streaming and online remote voting via remote participation and voting facilities using Securities Services e-Portal at <https://sshbs.net.my/> provided by SS E Solutions Sdn. Bhd. in Malaysia. **Please read carefully and follow the procedures provided in Administrative Guide in order to register, participate and vote remotely via remote participation.**
- A member of the Company entitled to attend, participate, speak and vote at the AGM is entitled to appoint not more than two (2) proxies (or in the case of a corporation, to appoint a representative) to attend, participate, speak and vote in his stead. There shall be no restriction as to the qualification of the proxy.
- Where a member appoints two (2) proxies, he shall specify the proportions of his holdings to be represented by each proxy, failing which, the appointment shall be invalid.
- A member who is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("SICDA") may appoint not more than two (2) proxies in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one Securities Account ("Omnibus Account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
- The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the AGM at which the person named in the appointment proposes to vote:-
  - In hard copy form  
In the case of an appointment made in hard copy form, the form of proxy must be deposited at Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, Malaysia.



(ii) By electronic means via email

In the case of an appointment made via email transmission, the form of proxy must be received via email at [eservices@sshsb.com.my](mailto:eservices@sshsb.com.my).

For option (ii) the Company will require the member to deposit the original executed form of proxy as in (i) above no later than Monday, 27 November 2023 at 10.00 a.m. for verification purposes.

(iii) Online

In the case of an appointment made via online lodgement facility, please submit the form of proxy electronically via Security Services e-Portal at <https://ssbhsb.net.my>.

- (6) Should you wish to personally participate at the AGM remotely, please register electronically via Securities Services e-Portal at <https://ssbhsb.net.my> by the registration cut-off date and time. Please refer to Administrative Guide Conduct of a Virtual AGM for further details as attached in the Annual Report.
- (7) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. The Directors may, but shall not be bound to require evidence of the authority of any such attorney or officer. An instrument appointing a proxy to vote at a meeting shall be deemed to include the power to demand a poll on behalf of the appointor.
- (8) For the purpose of determining a member who shall be entitled to participate the AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to issue an AGM Record of Depositors ("ROD") as at 22 November 2023. Only a depositor whose name appears on the ROD as at 22 November 2023 shall be entitled to participate the said Meeting or appoint proxy(ies) to participate and/or vote on such depositor's behalf.
- (9) Pursuant to Paragraph 8.29A(1) of the MMLR of Bursa Securities, all resolutions at the AGM will be voted by poll.

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AFFIX  
STAMP

THE SHARE REGISTRARS  
**Securities Services (Holdings) Sdn. Bhd.**  
(Registration No.: 197701005827 (36869-T))  
Level 7, Menara Milenium, Jalan Damanlela,  
Pusat Bandar Damansara,  
Damansara Heights,  
50490 Kuala Lumpur,  
Wilayah Persekutuan, Malaysia

2nd Fold Here

Fold This Flap For Sealing



大穩控股有限公司

**TA WIN HOLDINGS BERHAD**

(Registration No.: 199401005913 (291592-U))  
(Incorporated in Malaysia)

Unit 26-11 & 26-12, Level 26, Q Sentral, Jalan Stesen Sentral 2  
50470 Kuala Lumpur, Wilayah Persekutuan, Malaysia

**Tel No. :** (603) 2276 6522 **Fax No. :** (603) 2276 6511

[www.ta-win.com](http://www.ta-win.com)