

EXPLORING NEW HORIZONS FOR A DYNAMIC FUTURE

In 2024, CNH embarked on a journey of exploring new horizons by blending traditional direct selling with cutting-edge digital strategies. By integrating livestreaming and social commerce, the company is innovating Direct Marketeers-empowering both online affiliates and offline CBOs with new ways to connect, sell, and grow. This theme reflects CNH's commitment to staying ahead of industry trends, leveraging innovation, and equipping its human capital with the tools to thrive in an ever-evolving marketplace.

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CORPORATE REVIEW

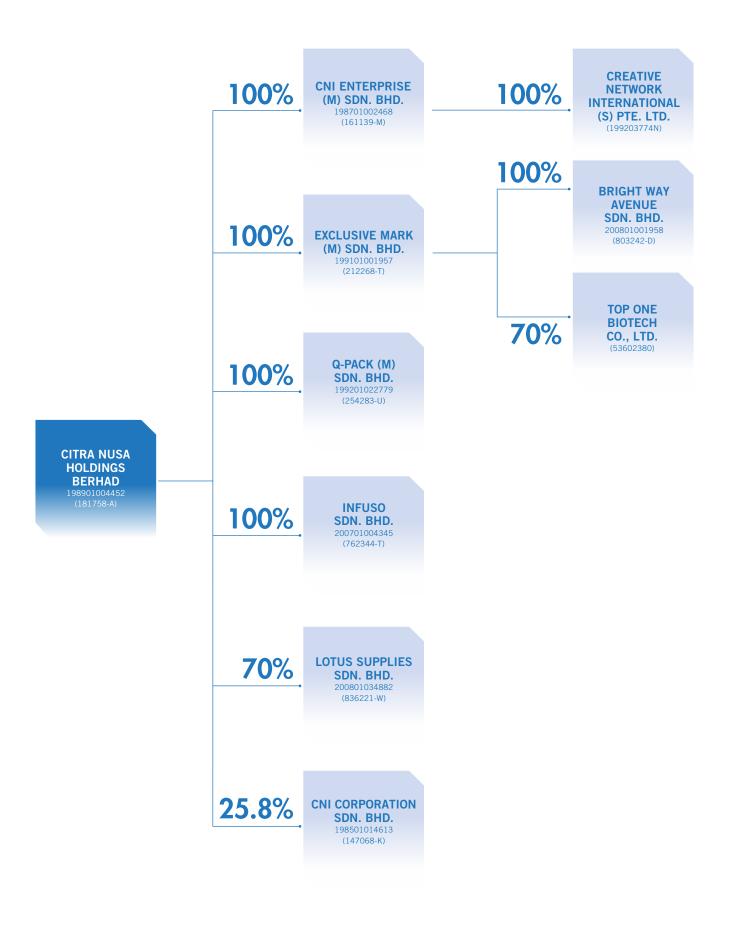
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E-Sales Points Form Of Proxy





▶ GROUP CORPORATE STRUCTURE



CORPORATE INFORMATION

BOARD OF DIRECTORS

DATO' KOH PENG CHOR (Non-Independent Non-Executive Chairman)

KOH HOW LOON (Group Chief Executive Officer)

CHEW BOON SWEE (Executive Director)

CAROLYN ANNE KAM FOONG KHENG (Independent Non-Executive Director)

AN LI FONG (Independent Non-Executive Director)

COMPANY SECRETARY

CHIN YOKE KWAI (MAICSA 7032000) SSM Practicing Cert. No. 201908002010

AUDIT COMMITTEE

AN LI FONG (Chairman)

CAROLYN ANNE KAM FOONG KHENG

DATO' KOH PENG CHOR

NOMINATION AND REMUNERATION COMMITTEE

AN LI FONG (Chairman)

CAROLYN ANNE KAM FOONG KHENG

DATO' KOH PENG CHOR

RISK MANAGEMENT AND SUSTAINABILITY COMMITTEE

CAROLYN ANNE KAM FOONG KHENG (Chairman)

KOH HOW LOON

AN LI FONG

AUDITORS

GRANT THORNTON MALAYSIA PLT Chartered Accountants Level 11, Sheraton Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur. Tel: 03-2692 4022

Fax: 03-2732 1010

REGISTERED OFFICE & PRINCIPAL PLACE OF BUSINESS

Wisma CNI, No.2 Jalan Perunding U1/17 Hicom-Glenmarie Industrial Park Seksyen U1, 40150 Shah Alam, Selangor.

Tel: 03-5569 4000 Fax: 03-5569 3308

Email: info@citranusaholdings.com Website: www.citranusaholdings.com

SHARE REGISTRAR

BOARDROOM SHARE REGISTRARS SDN BHD 11th Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13 46200 Petaling Jaya, Selangor.

Tel: 03-7890 4700 Fax: 03-7890 4670

Website: www.boardroomlimited.com Email: bsrhelpdesk@boardroomlimited.com

PRINCIPAL BANKER

CITIBANK BERHAD

SOLICITORS

MESSRS ONG & KOK

STOCK EXCHANGE LISTING

Listed on Main Market of Bursa Malaysia Securities Berhad on 4 August 2005 Stock Code: 5104

Stock Code: 5104 Stock Name: CNH

FINANCIAL HIGHLIGHTS

YEAR ENDED 31 DECEMBER	2024	2023	2022	2021	2020 Restated
Performance (RM'000)					
Revenue	58,001	61,997	77,148	74,132	67,690
(Loss) / Profit Before Taxation	(1,842)	(1,294)	(492)	2,062	757
Attributable (Loss) / Profit	(1,983)	(1,462)	(1,781)	657	584
Key Balance Sheet Data (RM'000)					
Share Capital	72,000	72,000	72,000	72,000	72,000
Shareholders' Equity	65,785	67,582	69,296	71,382	69,158
Total Equity	66,369	68,201	70,071	72,633	70,591
Total Assets	82,394	83,514	86,679	90,043	86,420
Borrowings	2,251	2,734	2,107	2,284	2,330
Financial Ratios					
Net Earnings Per Share ("EPS") (sen)	(0.28)	(0.20)	(0.25)	0.09	0.08
Net Assets Per Share ("APS") (sen)	9.14	9.39	9.62	9.91	9.61
Gearing Ratio (%)	0.34	0.40	0.30	0.31	0.33

CORPORATE EVENTS





EGYPT TRAVEL INCENTIVE

24 eligible CBOs nationwide went on an all-expensespaid trip to Egypt in October. The 6 days 5 nights discovery provided an enriching experience as our CBOs went on an excursion to the Pyramids of Giza, tasted the local culture, and rode on camels in the desert for the first time in their lives.



DA NANG & HOI AN TRAVEL INCENTIVE

36 eligible CBOs went on a summer holiday to Da Nang & Hoi An in Vietnam in August. The 4 days 3 nights trip was truly unique as CBOs had the chance to ride on the spinning basket boats, enjoyed a 5-star cultural show, experience exotic local cuisine and visited iconic landmarks synonymous to Da Nang & Hoi An.



■ CORPORATE EVENTS



E-WASTE

Committed to fostering a sustainable future, we actively address the growing challenge of electronic waste (e-waste) through our collaboration with Yayasan CNI and ERTH to provide a seamless way for individuals to responsibly dispose of unwanted electronics, reducing environmental harm while promoting a circular economy.





SCC 2024

The pinnacle recognition ceremony, Sinar Cemerlang CNI (SCC) took place on December 14 at a 5-star hotel in Shah Alam. This annual exclusive event witnessed a gathering of charismatic CBO leaders who came together to celebrate outstanding individual and team achievements throughout 2024 that served as an inspiration for others to realise their dreams.



GRAND WISMA TOUR

A big scale open day of CNI's headquarters, Wisma CNI, was held on 20 July that welcomed CBOs and the public to participate in a variety of fun activities, talks, health check, and factory visit. The event was part of CNI's branding and marketing efforts to reach out to potential CBOs and customers through engaging activities.

NEW PRODUCT LAUNCH

Two new products were launched in 2024, namely VIGOR⁺ a health supplement exclusively for men to improve their overall health, libido, energy & stamina, and Motobest Vrooomm Pro, a premium synthetic engine oil for 4T motorcycles formulated with Advanced Additive Technology (AAT) and American Lubricant Technology (ALT) to provide better performance and smoother ride even under extreme temperature and high speed.







BEACH CLEANING AT PANTAI BATU LAUT

As part of our commitment to environmental stewardship, Yayasan CNI organized a coastal cleanup initiative at Pantai Batu Laut on 1st December 2024. 172kg of waste, including plastics, cans, and other debris were collected to help restore the beauty of our shoreline while raising awareness about marine pollution.

YAYASAN CNI AIDS FLOOD VICTIMS IN KELANTAN

Yayasan CNI provided relief assistance in Kelantan through a collaboration with renowned social media influencer, Khairul Aming and his *Bantuan Orang Baik* team in December. Essential household items such as Firesens mentholated rub, Winz toothpaste, and SC88 detergent were donated to flood victims.





FHA-FOOD & BEVERAGE 2024 EXPO

Exclusive Mark and Q-Pack, our manufacturing arm, took part in the Food & Hotel Asia (FHA)-Food and Beverage Expo displaying the most popular and trending products and innovations around the world in Singapore on 23-26 April 2024. This is part of Exclusive Mark's and Q-Pack's initiative to promote its OEM facilities that are accredited with GMP standards.

▶ MANAGEMENT DISCUSSION & ANALYSIS









MANAGEMENT DISCUSSION & ANALYSIS

The Board of Directors of the Company ("Board") and the Management are pleased to present the Management Discussion and Analysis ("MD&A") which contains commentaries from the Management to give shareholders a better understanding of the Group's business, operations and financial position for the financial year ended 31 December 2024 ("FY2024").

The MD&A should be read in conjunction with the Audited Financial Statements of the Group and the Company for the FY2024.

OVERVIEW OF BUSINESS AND OPERATIONS

During FY2024, there were no major changes to the Group's fundamental business and focus. The growth of the Group continued to be driven by its existing businesses that can be segregated into 2 major reportable segments, comprising Marketing & Trading and Manufacturing.

Our headquarters is located at Shah Alam, Selangor which is our corporate office. The Group has a nationwide presence with branches and distribution channels across Malaysia, Singapore and Brunei. The Marketing & Trading segment's business is conducted primarily via our direct selling business model. Products such as functional food & beverages, wellness, skin care, beauty & cosmetic, personal care and household care are sold to consumers principally through CNI Business Owners ("CBOs") who earn incentives laid down in our stipulated business plan. Starting its business in 1987, CNI offers an opportunity to everyone to build their business with quality products under the CNI brand. We also provide training programmes with other facilities and supporting tools for our CBOs to grow their business with us.

The Group owns 3 internationally accredited manufacturing facilities with ISO, HACCP and GMP certifications and Halal certification from JAKIM. The manufacturing plants are located at Selangor, Malaysia and Tainan, Taiwan which primarily supply to our Marketing & Trading segment and carry out Original Equipment Manufacturer (OEM) contract manufacturing. We focus on manufacturing health food and functional beverages, household and personal care products. The Manufacturing segment exports to overseas such as China, Indonesia, Hong Kong, Thailand, Taiwan, USA, Vietnam, Philippines, Ghana, Canada, Pakistan, India Cambodia, France and Brunei.

OVERVIEW OF MARKET PERFORMANCE

The FY2024 has been challenging for CNH Group as we continue to rebuild businesses after the world has navigated through an intense period of change over the past few years. The business environment remained volatile with economic and geopolitical headwinds. We remain focused on addressing short-term challenges from economic pressures while urgently formulating strategic plans to counter the challenges ahead, backed by our solid financial positions and capacity to transform and to redevelop.

REVIEW OF FINANCIAL RESULTS AND FINANCIAL CONDITION

The resilience of the economy was confronted by continuing threats of inflationary pressures, geopolitical tensions and global trade disruptions. As the core business of the Group is consumer-centric, we are directly affected by these factors. High inflation affected our business on multiple fronts, which eroded consumer purchasing power, leading to reduced demand and lower sales, while increasing our operating and production costs.

Against this economic backdrop, the Group recorded revenue of RM58.0 million for FY2024 (FY2023: RM62.0 million), which represents a decline of 6%. We experienced a contraction in revenue from all our business segments, with the Manufacturing segment being affected the most. Our Manufacturing segment was impacted by disruption to the supply chain and high logistic costs. The sales for the Marketing & Trading segment experienced a marginal reduction in revenue of 1%.

The loss before taxation ("LBT") for FY2024 increased by 38% to RM1.8 million (FY2023: RM1.3 million). This decline in profit was influenced by various unfavourable factors including the drop in revenue, escalation in product costs, high logistic costs and the increase in marketing and promotional activities aimed at boosting sales. Even though on-going cost optimisation measures were put in place focusing on enhancing operational efficiency, the overall impact was marginal due to high fixed overheads as compared to the drop in revenue.

Our approach to financial and capital management is to maintain a long-term focus to improve our earnings, assets and return on equity through different phases of the economic cycle, while balancing opportunity and sustainability. The operating financial performance of the Group for FY2024 was less encouraging, so the financial position of the Group as of 31 December 2024 with total equity attributable to the owners of the Company was reduced to RM65.8 million (FY2023: RM67.6 million). The net assets per share remained consistent at RM0.09 (FY2023: RM0.09).

With sufficient cash reserves and being debt-free, the Group is strategically poised to capitalize on any potential opportunities and leverage on any improvements in the trading landscape. The Group operates sustainably, with a net cash position of RM15.5 million as at 31 December 2024 (FY2023: RM13.6 million), comprising financial assets, cash and cash equivalents. The Group endeavours to maintain its financial position's strength and flexibility to take advantage of opportunities that may arise.

RETURN TO SHAREHOLDERS

The Board has taken into consideration the Group and the Company's financial position, operational working capital requirements and the need to conserve cash in the current uncertain economic climate. Arising therefrom, the Board does not recommend and declare any dividend in respect of FY2024.

REVIEW OF SEGMENTAL RESULTS AND OPERATING ACTIVITIES

Marketing & Trading Segment

The Group's Marketing & Trading segment mainly operates under CNI Enterprise (M) Sdn Bhd ("CNIE"). CNIE is principally operating in multi-level direct marketing of functional food & beverage, wellness products, skin care, beauty & cosmetics, personal care and household care products. The Marketing & Trading segment mainly operates through 76 physical locations, including branches, centres and sales points across Peninsular Malaysia and Borneo, as well as Singapore, apart from our digital presence in eCommerce platforms and social media channels.

Recovery in the Marketing & Trading segment has been more challenging than expected. Spending by CBOs continues to adjust due to a volatile monetary regime and inflationary pressures. While CBOs are cutting back spending on discretionary products, they are increasingly looking for products that offer value to mitigate the impact on the shrinkage in purchasing power. In addition, the volatility in foreign exchange rates and rising production, packaging and logistic costs, further compressed the operating margins of the Marketing & Trading segment.

As a result, the revenue of the Marketing & Trading segment declined marginally by 1%, from RM44.8 million in FY2023 to RM44.2 million in FY2024. This segment recorded a profit before tax (PBT) of RM90,318 in FY2024, compared to RM120,876 in FY2023, representing a 25% decrease year-on-year.

The decline in profitability was primarily attributed to lower sales margins, which resulted from aggressive promotional activities undertaken to clear slow-moving inventory. Additionally, the segment incurred higher rebate expenses to channel business operators (CBOs) as part of a strategic push to boost sales volume.

Despite facing a challenging operating environment characterized by intense competition and changing consumer demand, the segment remained committed to supporting sales momentum and clearing aged stock. Moving forward, the Marketing & Trading division will continue to optimize its pricing strategies, streamline inventory, and evaluate promotional effectiveness to improve margins and sustain profitability.

In FY2024, retaining CBOs and promoting purchases were especially challenging due to rising competitions in the direct selling industry, where some market players were offering more attractive incentives and recruitment offers. So, we had to increase incentives and compromise business margin to boost membership retention in the short-term. Instead of relying solely on incentives and promotions, we also focused on empowering our CBOs by providing training and creating sales channels online and offline to promote new opportunities and growth for them.

During FY2024, we maintained the tradition of recognizing outstanding CBOs at our events such as Sinar Cemerlang CNI (SCC). In addition, two incentive trips, namely to Da Nang and Egypt, were offered to CBOs who qualified with the achievement of sales targets.

On the digital front, we have supported CBOs in various ways including providing marketing tools such as short videos on Facebook, YouTube, Instagram and TikTok to increase product visibility and with the objective to create leads and conversions. Livestreaming in TikTok was initiated in the second quarter of 2024 to enhance our presence in this rapidly popular social platform.

Apart from marketing efforts, 59 online business development activities were held in FY2024 that include 38 business learning courses, 12 business opportunity seminar, 8 product live streaming, and 1 online home party whereas 34 offline activities of the same categories were conducted nationwide throughout 2024 that include 16 product talks, 6 business training, 9 public events and 3 business opportunity seminar.

Acknowledging that our CBO force is the backbone of the business, we continued to invest resources in CBO recruitment. For 2024, we implemented the O2O recruitment campaign to drive both membership growth and retention. Customers were able to automatically join as new members with purchase of our wellness packages with extra perks including free product and discount vouchers. Concurrently in September, we also introduced a new consumer loyalty programme called the Preferred Customer where customers are able to enjoy our products at member price, minus the CNI business incentives and the likes.

As for the market sentiment, customers remained cautious with their spending, particularly on non-essential goods. To sustain buying interest, we focused on rolling out fast consumable products at competitive pricing. Two new products were launched in 2024, firstly VIGOR+ a health supplement exclusively for men to improve their libido,

stamina, and overall health, and secondly Motobest Vrooomm Pro, a premium synthetic engine oil for 4T motorcycles formulated to provide better performance and smoother ride even under extreme temperature and high speed.

Apart from introducing new products, the Marketing & Trading segment has also taken the initiative to enhance, upgrade and rebrand our existing range of products. Two products namely Winz Toothpaste and Well3 Royal Honey underwent packaging enhancement to keep up with market trends while CoGo Crawling Insert Spray had a packaging improvement to comply with the local regulatory requirement.

In addition to various initiatives to drive revenue, the Marketing & Trading segment had also taken the lead in cost management. We have been implementing several cost savings disciplines, including enhancement on inventory control to maintain an efficient stock level while keeping warehousing costs at an optimal level. On the administrative front, we reviewed and optimized resources to eliminate non-essential administrative and personal expenses.

Manufacturing Segment

The Manufacturing segment closed FY2024 with a lower revenue of RM25.1 million, compared to RM27.4 million in FY2023, representing a decline of 8%. This decrease was primarily driven by reduced demand from OEM customers as well as lower internal orders from the Group's own Marketing & Trading segment.

Despite the revenue contraction, the segment recorded an improvement in operational efficiency, resulting in a 26% reduction in loss before tax (LBT) to RM2.6 million in FY2024, down from RM3.5 million in FY2023. This improved performance was achieved through tighter cost controls, better production planning, and selective rationalization of non-profitable product lines.

For new OEM market penetration, we have managed to secure new customers in the USA, China, Canada, Phillippines, Cambodia, Ghana, France. Meanwhile, we are identifying new processing facilities to cater for different needs and requests from new customers.

To mitigate the inevitable escalating production costs, we work with our customers to explore cost-saving methods during the product development stage so that target prices are met while providing reasonable returns for our efforts. In the manufacturing process, we continuously identify and implement measures to maximise production efficiency and lower production costs while maintaining the highest standard of quality. We work with our suppliers and business partners to ensure long-term access to important raw materials, supplies and support services at reasonable, predictable prices.

Seeking opportunities to expand its customer base, the Manufacturing segment took part in the Food Expo in Singapore to attract new OEM customers and penetrate new markets as part of its efforts to cushion the impact of inflationary pressure in FY2024.

The Manufacturing segment will continue to focus on new product development and formulation enhancement services

with support from its research laboratory and GMP plant facility that are committed to promote new, scientifically proven, and innovative product development.

FORWARD-LOOKING STATEMENT

Uncertainties surrounding the inflation rate in the United States and China's growth will continue to linger, while geopolitical tensions and political transitions could result in another bumpy year globally. The operating landscape is characterized by a range of conflicting forces. Although economic activity and inflationary pressure have broadly moderated domestically in the immediate term, a range of economic outcomes remain possible with the implementation of structural reforms by the Malaysian Government.

For the coming financial year, we expected to face challenges due to weak consumer spending, elevated inflation and fuel subsidy rationalization. However, these challenges may be partially offset by anticipated pay rise for civil servants and the return of international tourists. In the coming years, demographic and lifestyle shifts are underway, alongside other changes in reshaping the retail landscape and impacting the demand and supply dynamics. With the rise of the "longevity economy", driven by ageing population and longer life expectancy, we continue to believe there are opportunities in the realm where we operate, given the increase in demand for health and wellness-related products. Nonetheless, competition in this sector remains intense and dense.

We are learning from our past experiences and are committed to strengthen our organizational capacity for continuous improvement and to fundamentally realign our business strategies and operations to ensure long-term sustainability.

As we progress into the year 2025, transformational strategic measures are our top priority. In the Marketing & Trading segment, the management will focus on enhancing new recruitment and retention of CBOs to strengthen the membership base. Business strategies and promotional campaigns will be continuously refined from time to time to improve and drive the momentum. To support spending, we have arranged a flexi-payment plan to cater for the needs and demand of our customers. We have recently sealed an agreement with Atome for this initiative and will continue to explore more payment alternatives to provide payment flexibilities for our CBOs and customers.

We conclude on a positive note that our conservative balance sheet underpins our business sustainability, which provides flexibility to navigate uncertainty and support our stakeholders while delivering sustainable returns. We will confidently continue to invest in our business and execute our strategy to generate returns to our stakeholders for the current financial year and beyond.

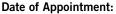






BOARD OF DIRECTORS' PROFILE





• 11 December 1990

Qualification:

- Honorary Doctor of Philosophy in Multilevel Marketing Management by Summit University, USA
- Fellow Member of the Institute of Marketing, Malaysia

Working Experience:

 As the main founder, he has been instrumental in the development and growth of CNH

Board Committee:

 Member of the Audit Committee, Nomination and Remuneration Committee

Other Directorship:

• Nil

Family Relationship:

 He is a major shareholder of CNH. He is the father of Mr. Koh How Loon, Group CEO of CNH. He is the spouse of Datin Chuah Tek Lan, a major shareholder of CNH



Date of Appointment:

• 1 February 2012

Qualification:

- Bachelor of Administration in Supply Chain Management, University of Michigan State, USA
- Master in Business Administration, University of Victoria, Australia

Working Experience:

 He started his career with CNIE as Management Trainee in 2001. He was the Personal Assistant to the Group Chairman & CEO of CNH. He was appointed as Executive Director of CNIE in 2007 and the CEO of CNIE in 2011. He assumed his current position as the Group CEO of CNH on 1 March 2018

Board Committee:

Member of the Risk Management and Sustainability Committee

Other Directorship:

• Nil

Family Relationship:

 He is the son of Dato' Koh Peng Chor, the Chairman and a major shareholder of CNH and Datin Chuah Tek Lan, a major shareholder of CNH





Date of Appointment:

Malaysian, Male,

65 years old

18 September 2003

Qualification:

- Bachelor of Science, National Taiwan Chung Hsing University
- Professional member of the Malaysian Institute of Food Technologist
- International member of the Institute of Food Technologist

Working Experience:

 He started his career with Empire Food Industries Sdn Bhd and subsequently joined Fortune Lab (M) Sdn Bhd. He was appointed as the CEO of Exclusive Mark (M) Sdn Bhd ("EM") and Q-Pack (M) Sdn Bhd ("QP") in 2003. He is credited for setting up the GMP, ISO and HACCP accreditations for the manufacturing operations of EM & QP

Board Committee:

Nil

Other Directorship:

Nil

Family Relationship:

Nil

Date of Appointment:

25 May 2022

Qualification:

 Fellow Member of the Association of Chartered Certified Accountants, UK

Working Experience:

She started her career in 1988 as an Audit Senior in the UK. Upon her return to Malaysia in 1992, she started as Finance & Administration Manager and progressed to Group Financial Controller in 1996. She joined Amway (Malaysia) Holdings Berhad as Financial Controller in 2001. In 2014, she assumed the position of Senior Vice President, Operations in Hong Kong. She retired in 2019 and currently involved in social communities endeavours

Board Committee:

- Chairman of Risk Management and Sustainability Committee
- Member of the Audit Committee, Nomination and Remuneration Committee

Other Directorship:

• Nil

Family Relationship:

Nil



Date of Appointment:

• 25 May 2023

Qualification:

- Bachelor of Commerce (Hons) Accounting and Finance, University of West of England, Bristol
- Member of the Malaysian Institute of Accountants
- Member of the Institute of Chartered Accountants England and Wales

Working Experience:

 He began his career with a big four international firm in Malaysia in 2009 in the Audit & Assurance Division. In 2015, he left and joined a big four firm in London, specializing in real estate assurance services, before returning to Malaysia and joined Foo, Lee, An & Associates where he obtained his practicing certificate in 2015 and subsequently obtained his audit license in 2016 and made partner of the firm.

In addition to overseeing his SME accounting practice, he subsequently joined as a director in the corporate advisory division of a big five accounting firm, specialising in transaction support covering financial due diligence, valuation and mergers and acquisitions (M&A). Subsequently, he joined an international boutique M&A corporate finance firm as a principal consultant, specialising in cross border M&A, fundraising and IPO.

Board Committee:

- Chairman of Audit Committee, Nomination and Remuneration Committee
- Member of Risk Management and Sustainability Committee

Other Directorship:

UMS Holdings Berhad

Family Relationship:

Nil

Notes:

Save as disclosed, the above Directors have no family relationship with any Director and/or major shareholder of CNH, have no conflict of interest with the Company, have not been convicted of any offence within the past 5 years and have not been imposed any penalty by the relevant regulatory bodies during the financial year 2024.

Details of the Directors' attendance at Board meetings are set out in the Corporate Governance Overview Statement on page 42.

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KEY SENIOR MANAGEMENT'S PROFILE

KOH HOW LOON

Group Chief Executive Officer

Malaysian, Male, 47 years old

Date of Appointment to the current position:

1 March 2018

Qualification:

- Bachelor of Administration in Supply Chain Management, University of Michigan State, USA
- Master in Business Administration, University of Victoria, Australia

Working experience:

 He started his career with CNIE as Management Trainee in 2001. He was the Personal Assistant to the Group Chairman & CEO of CNH. He was appointed as Executive Director of CNIE in 2007 and the CEO of CNIE in 2011. He assumed his current position as the Group CEO of CNH on 1 March 2018

Other Information:

- He is a member of the Risk Management and Sustainability Committee
- He is the son of Dato' Koh Peng Chor, the Chairman of CNH and a major shareholder of CNH and Datin Chuah Tek Lan, a major shareholder of CNH

CHEW BOON SWEE

Chief Executive Officer of Manufacturing Segment Malaysian, Male,

65 years old

Date of Appointment to the current position:

• 18 September 2003

Qualification:

- Bachelor of Science, National Taiwan Chung Hsing University
- Professional member of the Malaysian Institute of Food Technologist
- International member of the Institute of Food Technologist

Working experience:

 He started his career with Empire Food Industries Sdn Bhd and subsequently joined Fortune Lab (M) Sdn Bhd. He was appointed as the CEO of Exclusive Mark (M) Sdn Bhd ("EM") and Q-Pack (M) Sdn Bhd ("QP") in 2003. He is credited for setting up the GMP, ISO and HACCP accreditations for the manufacturing operations of EM and QP

Other Information:

Nil

Notes:

Save as disclosed, the above Key Senior Management have no family relationship with any Director and/or major shareholder of CNH, have no conflict of interest with the Company, have not been convicted of any offence within the past 5 years and have not been imposed any penalty by the relevant regulatory bodies during the financial year 2024.

Citra Nusa Holdings Berhad ("CNH") or the Group is pleased to present its Annual Sustainability Statement ("the Statement") for 2024. This Statement provides an overview of the Group's sustainability performance during the period 1 January 2024 to 31 December 2024 ("2024"), unless stated otherwise.

Scope and Basis of Scope

This Statement covers the Group's sustainability performances and progress of our business operations in Malaysia and Brunei. We excluded the operations in Singapore and Taiwan from our reporting scope as they have minimal impact on the Group's overall sustainability performance and progress.

We will strive to include all significant geographical areas that we operate in, in our future reports.

Reporting Framework and Standards

This Statement complies with the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") on environmental, social and governance ("ESG") disclosures and reference to Bursa Securities' Sustainability Reporting Guide (3rd Edition). Our disclosures are also aligned with the Global Reporting Initiative ("GRI") standards and the guiding principles of the United Nations Sustainable Development Goals ("UN SDGs").

Affiliation with Memberships and Associations

CNH actively participates in the following memberships and associations, enabling us to stay informed on industry developments and trends while addressing key matters affecting our sector. These affiliations ensure we remain connected and engaged with the broader industrial community.





Product and Manufacturing Certifications

Product and manufacturing certifications provide additional assurance for our business, our business partners and our customers.

The Group's relevant key business activities encompassing manufacturing, distribution and quality control processes, adhere to the following certifications:

- Good Manufacturing Practice (GMP) for Food (MS 1514:2022)
- Quality Management Systems (ISO 9001:2015)
- Environmental Management System (ISO 14001:2015)
- Occupational Health and Safety Management System (ISO 45001: 2018)
- Food Safety Management System (Food Safety System Certification FSSC 22000)
- Hazard Analysis and Critical Control Point (MS 1480:2019)

In addition, our products are certified Halal and comply with the guidelines stipulated by the Department of Islamic Development Malaysia (JAKIM) and the State Department of Religious Affairs (JAIN)/Islamic Religious Affairs Councils (MAIS).

Our Testing Laboratory is a SAMM accredited laboratory by Standard Malaysia and fulfills the requirement of MS ISO/IEC 17025 – General Requirements for the Competence of Testing and Calibration Laboratories.

We also comply with the GUIDELINES FOR CONTROL OF COSMETIC PRODUCTS IN MALAYSIA and the Occupational Safety and Health (Use and Standard of Exposure Chemical Hazardous to Health) Regulations 2000 (USECHH Regulations).

To uphold these certifications, independent audits are conducted regularly to ensure continuous implementation of practices according to the said standards. In 2024, we continued to maintain these certifications without significant issues.

Embracing Perspectives

Feedback from stakeholders is essential for improving the quality and accuracy of the report. Insights, suggestions or inquiries are welcomed to ensure the statement meets the highest standards. Please contact email: cnisec@cni.my to share any comments and questions.

Sustainability Governance

The Board of Directors ("Board") holds the ultimate responsibility for integrating and considering sustainability into the Group's long-term business strategy and risk management process. The Board is responsible for setting sustainability strategies, priorities and targets, and continuously reviewing the Group's overall sustainability performance throughout the year. The Board ensures that appropriate initiatives are undertaken to manage the economic, environmental and social ("EES") risks and opportunities that are considered material to the Group's long-term business strategy.

The Board also ensures that they receive updates on significant sustainability issues within the framework of the sustainability governance structure, covering both existing and emerging issues that may influence the Group's long-term strategies and short-term operations. Furthermore, the Board is also tasked to ensure that effective communication channels are developed to keep our internal and external stakeholders informed about the Group's material sustainability matters, sustainability strategies, priorities, targets and performance.

The Risk Management and Sustainability Committee ("RMSC") supports the Board in overseeing the Group's risk management framework and processes, ensuring that policies and procedures to address the Group's sustainability risks and opportunities are established and effectively implemented. Moreover, the RMSC is also tasked with overseeing and managing key sustainability strategies and controls.

The RMSC is assisted by the Group CEO and senior management staff ("Corporate Management"), who are tasked with managing the Group sustainability approaches and improving performance by addressing sustainability risks and opportunities related to the material sustainability matters identified. In developing corporate strategies, the Corporate Management ensures that key sustainability issues are considered thoroughly to support the long-term viability and sustainability of the Group's business. The Corporate Management also actively oversees the Group's stakeholder engagement, ensuring that all key stakeholders are appropriately and effectively engaged.

Additionally, the Corporate Management also provides guidance to the Management team, delegate responsibilities, establish performance targets and regularly monitor and evaluate management progress and performance. The Management team, comprising representatives from various departments and functions, play a critical role in implementing sustainability initiatives and managing day-to-day sustainability performance. Where appropriate, the Management team will track progress against these targets and adopt approaches to address sustainability issues and risks.

Stakeholder Engagement

CNH engages with stakeholders through various communication channels to align our operations with their priorities. Thus, regular engagements are held through both formal and informal channels. These interactions help us to identify relevant material issues and provide insights into emerging opportunities and risks whilst responding to their needs more effectively.

Stakeholder	Engagement Channels	Area of Interest or concerns	Our response
CNI Business Owners ("CBOs") / Customers	 Marketing and promotional programmes and events Incentive trip campaigns Training and workshops Events and seminars Feedback and customer satisfaction survey Social media marketing 	 Product quality and reliability Customer service and response time Product knowledge Marketing support and promotional e-materials 	 Enhance distribution platforms Enhance training and develop training programmes for new products Provide product awareness and solutions
Employees	 Town halls Employee feedback surveys Employee performance appraisal Engagement programmes and events Announcements, workshops and trainings 	 Career development and upskilling opportunities Employee benefits Occupational health and safety Work-life balance 	 Promote transparent communication with employees Provide equal employment opportunities Provide upskilling and development opportunities Flexible work arrangements

Stakeholder	Engagement Channels	Area of Interest or concerns	Our response
Suppliers / Vendors	 Supplier screening and performance evaluations Meetings and trade fairs On-site inspection Negotiation 	 Food safety Product quality and timely delivery Fair pricing and timely payments Product labeling and certification 	 Work with suppliers to enhance product quality Adjust payment terms and pricing structures to ensure fairness
Certification & Regulatory Bodies	 Meetings and consultations Training programmes and dialogues Audits and verification 	 Regulatory compliance Standards and certifications Approval and permits 	 Regular reviews and monitoring of risk register Full compliance with regulatory requirements Support government initiatives
Shareholders & Investors	 Annual Report Annual General Meeting Financial report and announcements Media releases Investor relations page on our website 	 Business goals and performance Regulatory compliance Ethical business conduct Internal control and risk management 	 Timely updates on the Group's strategy and financial performance Uphold good governance practices Monitor sustainability performance and targets
Local Communities	 Community impact programmes and activities Donations and charity programmes Social media 	Community welfare and continued livelihood	 Periodic engagements dialogues with DSAM and local communities to address concerns Collaboration with Yayasan CNI on social outreach, natural disaster relief support, and environmental protection programmes

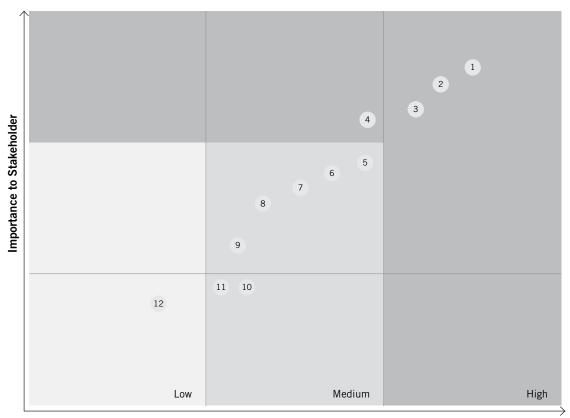
Material Sustainability Matters

The sustainability matters of CNH include both financial and non-financial aspects including environmental, social and governance ("ESG") matters. We identify the Material Sustainability Matters of the Group by considering if they reflect our significant economic, environmental and social impacts or if they substantively affect the assessment or decisions of stakeholders. We also consider the common sustainability topics prescribed in the MMLR.

To assess and prioritise the Group's Material Sustainability Matters, a material assessment is conducted annually by taking into account the concerns and feedback of stakeholders arising from the Group's continuous engagement with stakeholders, in addition to the perspectives of the Group's personnel from a business point of view.

We conducted a review of the Group's Material Sustainability Matters during 2024 and concluded that the Material Sustainability Matters and their materiality remain unchanged. The Group's latest materiality matrix is presented as follows:

Materiality Matrix



Importance to Business

CNI	H's Material Sustainability Matters		
1 2.	Anti-Corruption Health & Safety	7. 8.	Human Rights Diversity, Equity & Inclusion
3.	Customer Satisfaction	9.	Community Investment
4.	Supply Chain Management	10.	Climate Change
5.	Data Privacy & Security	11.	Waste Management
6.	Employee Management	12.	Water Management

- Energy management and emission management are collectively managed under "Climate Change".
 Labour practices and standards are managed under "Employee Management" and "Human Rights".

Sustainability Framework

CNH's sustainability framework has been refined to align with our business strategy. Through our framework, we aspire to meet the needs of our stakeholders, reduce our environmental impact as well as contribute positively to the local communities where we operate. It outlines our focus areas which are: Delivering Excellence, Responsible Supply Chain, Nurturing People and the Community, and Caring for the Environment. We aim to deliver the objectives under each focus area by addressing the concerns related to each of our material matters. Accordingly, we have set targets to enable us to accelerate and monitor our sustainability performance.

Our Focus Areas Delivering Excellence Responsible Supply Nuturing People and Caring for Chain Community **Environment** Creating value for our Fostering an inclusive Ensuring ethical, social Reducing carbon stakeholders while and enviromental and diverse culture, footprint and minimizing upholding transparency standards are met promoting employee environment impacts of our operations and accountability throughout our supply wellness, and supporting chain local community Anti-Corruption **Human Rights** Climate Change **Customer Statisfaction** Supply Chain Management Health & Safety Waste Management Data Privacy & Security **Employee Management** Water Management Diversity, Equity & Inclusion Community Investment

In alignment to:



Performance Scorecard

Below are our key targets and progress to date:

Material Matters	Targets	Current Progress
Anti-Corruption	Achieve a minimum of 90% of employees who have received training on anti-corruption by each employee category from the 2023 baseline by 2025	 Achieved a minimum of 90% of employees except for employee category Executive in 2024
Health & Safety	Zero work-related fatality annually	Zero work-related fatality in 2024
	Achieve a minimum of 90% of employees trained on health and safety standards from the 2023 baseline by 2025	 74% of employees trained on health and safety standards in 2024
Customer Satisfaction	Achieve a minimum of 80% for Customer Satisfaction Survey ("CSS") score annually	Achieved a score of 100% for Marketing & Trading segment and 85% for Manufacturing segment in 2024
	Zero incident of level 1 product recall annually	Zero incident of level 1 product recall in 2024
Data Privacy & Security	Zero substantiated complaints concerning breaches in customer privacy or data loss annually	Zero substantiated complaints in 2024
Human Rights	Zero substantiated complaints concerning human rights violations annually	Zero substantiated complaints in 2024
Employee Management	Increase the total hours of training by employees by 10% from the 2023 baseline by 2025	Achieved, ahead of target year. Increased the total hours of training by 47% in 2024
Waste Management	Reduce waste sent to landfill by 5% from 2023 baseline by 2025	Achieved, ahead of target year. Reduced waste sent to landfill by 70% in 2024
		The Group has revised the target to intensity of waste sent to landfill based on production volume of less than 0.01 in 2025

Legend: Progress tracking

- On track to meeting set targets
- \circ Falling short on meeting target for 1 year, review current practices.

Anti-Corruption

Good governance and anti-corruption are vital to fostering business conduct, ensuring trust, transparency and accountability in our operations. These practices, supported by a strong governance framework, guide our strategic decisions and processes, enabling us to uphold integrity while achieving our sustainability goals.

The Board remains committed to conducting business with integrity, guided by our Code of Business Ethics ("CBE"). The CBE governs various areas of ethical business conduct and practices, including anti-bribery and anti-corruption, avoiding and managing conflict of interest situations, abuse of power, insider trading, anti-money laundering, and others.

All employees were briefed on the CBE and they are required to provide written acknowledgement of their understanding and commitment to adhere to the CBE. Employees are also required to declare any arising conflict of interest situations they have with the Group or the Group's key stakeholders.

The Group's zero-tolerance stance against corruption is outlined in our Anti-Bribery and Anti-Corruption Policy ("ABC Policy"), which is regularly reviewed to ensure alignment with the Malaysian Anti-Corruption Commission ("MACC") Act 2009.

The ABC Policy also sets out its guidelines for managing gifts, hospitality, facilitation payments and charitable contributions, as well as including instructions for reporting concerns. To strengthen awareness of anti-bribery and anti-corruption practices, training is conducted for the employees.

Our suppliers are also subject to ethical conduct and anti-bribery and corruption guidelines as entailed within the ABC Policy. All suppliers sign a declaration indicating their agreement to abide by the guidelines and policies set forth by CNH in their business dealings.

CNH has established a dedicated whistle-blowing channel under the Whistle-Blowing Policy, which allows employees and external stakeholders to report improprieties confidentially through a secure and confidential channel and are managed via a structured and confidential process.

Our Fit and Proper Policy outlines the Group's approach to assessing the qualities, competencies, and experience of our Board members to ensure they effectively perform their duties and responsibilities.

The Group made our CBE, ABC Policy, Whistle-Blowing Policy and Fit and Proper Policy available on our corporate website to ensure they are accessible to all stakeholders.

Corruption risk assessment

The Group employed a risk-based approach to manage corruption, incorporating it into the Group's annual risk assessment that covers all functions and activities.

In 2024, we have undertaken a corruption risk assessment that covers all of our operations, both in the Marketing and Trading and Manufacturing segments.

	2023	2024
Percentage of operations assessed for corruption related risks	Nil	100%

Corruption-related training

Majority of employees have completed the necessary training/briefing on anti-bribery and corruption in 2024.

Employee Category	Comp	Completion Rate (%)	
	2023	2024	
Management	77	90	
Executive	79	82	
Non-Executive/Technical Staff	93	92	
General Workers	100	100	

Corruption incidents

In 2024, there were no reported cases of corruption involving CNH's personnel, nor were any CNH personnel being disciplined or dismissed due to non-compliance with the ABC Policy. There were also no fines, penalties or settlements reported in relation to corruption.

	2023	2024
Number of confirmed corruption incidents	0	0

Health and Safety

We prioritise the health and safety of our employees in our business operations and workplaces. By ensuring a healthy, safe and conducive workplace, we aim to prevent injuries and illnesses among those working within our premises, which ultimately leads to increased efficiency and output.

We have established the Occupational Health and Safety Management System ("OHSMS") which conforms to the Occupational Safety and Health Act 1994 and ISO 45001: 2018 Occupational Health and Safety Management System standards. It can contribute to the protection of employees and stakeholders from hazards through the elimination of work-related injuries, disabilities, ill health, diseases and fatalities.

The Safe Quality Management System Committee (SQMS) is present in our factories and quarterly meetings are conducted with representatives from the Management to ensure that performance and directions are discussed at all levels.

We provide training on essential safety measures and conduct annual safety awareness sessions for employees exposed to workplace hazards and risks, offered to both existing employees and new hires as part of their induction programme.

In 2024, the safety and health training provided to employees:

- Fire evacuation exercise
- Workplace safety and health
- Panduan Hak Pekerja 2024
- Occupational Safety and Health (Noise Exposure) Regulations 2019
- How to survive during emergency evacuation?
- How to use a fire extinguisher?

Health and safety trainings

In 2024, a total of 195 participants were given various training on health and safety standards.

	2023	2024
Number of employees trained on health and safety standards	153	195

Work-related injuries

For 2024, we recorded zero work-related fatalities and a total of three lost time incident cases. We remain committed to continuously strengthen our preventive measures to avoid any recurrence in the future.

	2023	2024
Total Hours Worked	338,688	932,882
Number of Fatalities	0	0
Number of Lost Time injuries	4	3
Lost Time Incident Rate* (LTIR)	2.36	0.64

^{*}LTIR was calculated based on Bursa Securities' Sustainability Reporting Guide for per 200,000 hours worked.

Note: Total hours worked, fatalities and injuries data for 2023 derived only from the Manufacturing segment. Data for 2024 have included both the Marketing & Trading and Manufacturing segments.

Customer Satisfaction

The Group acknowledges that customer satisfaction and loyalty are key factors in achieving long-term success and maintaining our reputation as one of the leading direct selling companies and OEM service providers in the market. With this in mind, we strive to enhance customer satisfaction by considering their feedback and ensuring that high quality standards are met across all our products and services.

We are committed to enhancing our customers' experience by engaging with them and obtaining periodic feedback and conducting our annual Customer Satisfaction Survey ("CSS"). These efforts enable us to gain insights into our customer needs and expectations and enhance our products and services offerings. The CSS covers a range of topics, including but not limited to

- a) Service support & response
- b) Product knowledge & satisfaction
- c) Delivery services
- d) Product quality & specification
- e) Pricing/value
- f) Channels service level
- g) Social media

Furthermore, we provide customer support platforms such as our hotline, email and WhatsApp for customers to lodge their feedback or complaints. Upon identifying areas for improvement, we discuss potential solutions and task our internal team with addressing the underlying causes of dissatisfaction. We have also enhanced our customer-centric culture and complaint handling procedures through periodic employee training, ensuring that the complaints are handled in a timely manner.

Customer Satisfaction Survey

At CNH, we aim to maintain a minimum average CSS score of 80% annually. We are pleased to report that our average score has increased to 92% in 2024 from 89% in 2023.

Year	Marketing & Trading	Manufacturing	Average
2023	95	83	89
2024	99	85	92

The Group diligently ensures the integrity of its product safety processes and controls to safeguards the consumers of its food products. As a preventive and remedial control, we have a product recall level 1 and relevant SOPs to facilitate an effective and efficient product recall process. This will enable us to contain and mitigate any negative impacts, in the event there is a problematic product that needs to be recalled. The process is developed in alignment with recall procedures prescribed by the NPRA and is subject to regular review.

Supply Chain Management

CNH is dedicated to promoting responsible procurement practices and enhancing our supply chain resilience by incorporating sustainability elements throughout our procurement lifecycle. We firmly believe in supporting local businesses and driving economic growth in the communities where we operate. To achieve this, we prioritise sourcing from local suppliers and providing business opportunities to small and medium enterprises (SMEs) suppliers, improving their livelihood. We ensure that our sustainability expectations pertaining to procurement practices are extended to our suppliers, which include contractors, service providers and consultants.

All of our suppliers are required to adhere to the Purchasing Policy which encompasses our principles and guidance for sustainable procurement practices. This policy entails suppliers' adherence to the ethical business practices, including zero corruption, minimizing environmental impacts and safeguarding employees and workers' rights.

We review our suppliers annually to ensure they meet our requirements, using a supplier evaluation form. New suppliers are also screened against specific criteria to verify their suitability. The evaluation examines key aspects such as product and service quality, delivery timeliness, packaging conditions, and pricing competitiveness to support our operational needs.

Cognisant of our operational needs, we prioritise procuring products and services from local suppliers to the best extent possible, as we believe that we are not only contributing positively to the local economy but also our carbon footprint.

Suppliers' Screening

With 2024 being the first year the Group rolled out the new suppliers' sustainability screening, we managed to cover 100% of our new suppliers. Moving forward, the Group will ensure more of our suppliers are assessed against our sustainability requirements.

	2023	2024
Percentage of new suppliers that were screened using environmental criteria	Nil	100%
Percentage of new suppliers that were screened using social criteria	Nil	100%

Local Suppliers

In 2024, out of RM41,893,012 spent on procurement, 80% was spent on local suppliers	S.	
	2023	2024
Proportion of spending on local suppliers	77%	80%

Data Privacy and Security

Data privacy and security are essential for CNH in protecting sensitive information and ensuring regulatory compliance. By implementing effective data privacy measures, we mitigate the risk of breaches while safeguarding our reputation and fostering trust among stakeholders. These measures protect personal and business data from threats, fraud and other potential risks.

In this regard, we have policies and processes to govern the security of IT infrastructure supporting business operations. These include our IT Security Access Policy for controlling and restricting user access on core systems, which is complemented by the Group's Employee Handbook governing employees' proper use of IT assets, systems and data.

The Group endeavours to maintain high standards and implement strict procedures in the handling and protection of data of our employees, CBOs, customers, suppliers and business associates.

Our Data Privacy Policy and the corresponding standards and procedures define our principles for collecting, processing and storing personal data in line with the Personal Data Protection Act 2010. We obtained consent from our employees, CBOs and customers when we collect their personal data and inform them on how we would process their personal data.

The Group reviews the regulatory best practices to manage vigorous data privacy control and evaluate the effectiveness of these measures on a regular basis. Our Privacy notice is publicly available on our website at www.cni.my.

As of 31 December 2024, there were zero substantiated complaints concerning breaches in customer privacy or data loss.		
	2023	2024
Number of substantiated complaints concerning breaches in customer privacy or data loss	0	0

Employee Management

CNH believes that our employees are our most valuable assets and are the driving force for our success and growth. We are committed to recruiting, developing and retaining high-performing employees while providing a work environment that is both conducive and empowering. On top of that, we invest significantly in development programmes to ensure our employees remain competitive, progressive and future ready.

It is our objective to foster a skilled, resilient and agile workforce that can thrive in an ever-changing market landscape, amidst technological advances and emerging trends. To address skill gaps and help our employees achieve their career development goals, we regularly assess employees' training needs, through a training needs analysis for each employee and review our existing training initiatives for continued relevance.

In 2024, we remain committed to investing in training and development programmes, utilising both physical and online channels. Our training and development programmes include the following:

- 1) Corporate induction for management, executives and non-executives
- 2) Upskilling programmes on technical courses related to job functions
- 3) Webinars from subject-matter experts and industry leaders
- 4) Capacity building via professional certification
- 5) Curated in-house programmes on IT, soft skills and anti-bribery and anti-corruption
- 6) Continuous learning programmes

At CNH, we firmly hold onto our principles of being result-driven, accountable, collaborative and shared success to drive individual and team performance. In promoting a high-performance culture, we have implemented a systematic performance review process and measurement system which includes employees' Objectives and Key Results (OKRs). At the beginning of each year, we ensure expectations setting conversations are initiated. We conduct a year-end performance review for all employees, providing them with the opportunity to self-assess, provide feedback, engage in competency discussions and receive necessary coaching and support.

We recognize the achievements through bonuses and promotions. We aim to create a motivating and encouraging environment by offering competitive benefits and compensation packages that attract and retain top talents.

The following are amongst the benefits provided to our employees:

Leaves: Annual leaves, sick or hospitalization leave, marriage leave, 98 days' maternity and 7 days' paternity leave. Compassionate leave, study and examination leave.

Medical: Insurance coverage, medical coverage such as outpatient medical reimbursement, Group Hospitalization and Surgical and Group Term Life.

Flexi-work arrangement: Work from home or so called CNI Mobile Workforce ("CMW") that is CNI's version of work anywhere and anytime program. It provides flexibility for an individual to determine where and when to work to deliver the best productivity for themselves along with other colleagues and for the company.

Other benefits: staff purchase of CNI products, monthly staff promotion, free parking allocated for employees within headquarters building, lunch subsidy and some monetary subsidy for staff engagement events. Besides, payroll deduction for PTPTN study loan, zakat payment and Tabung Haji.

We intensify our talent management efforts by identifying individuals who are capable of taking on critical roles for succession planning.

We undertake various employee engagement initiatives to improve camaraderie and address employee concern. Amongst employee engagements conducted in 2024 are as follows:

- 1. Annual townhall with the Group CEO
- 2. Employee appreciation programmes such as long service awards
- 3. Festive celebration throughout the year
- 4. Sport Tournaments

Employee training hours

In 2024, we recorded a total of 6,315 training hours provided to our employees, which was an average of 24 training hours per employee for the year (2023: 15 training hours per employee). The significant increase in training hours is due to the introduction of flexi-time and the availability of virtual training sessions, which have greatly encouraged employee participation.

Employee Category	Total	Total hours of training	
	2023	2024	
Management	668	1,355	
Executive	646	1,305	
Non-Executive/Technical Staff	1,214	1,707	
General Workers	1,750	1,948	
Total	4,278	6,315	
Overall average training hours per employee (hours)	15	24	

Employee retention and attrition

CNH is proud to have a highly engaged workforce, which is reflected in the longevity of our employees' tenure. 74% of our employees stay with us for 5 years and above.

Employee Category	Total n	Total number of new hires	
	2023	2024	
Management	5	3	
Executive	11	14	
Non-Executive/Technical Staff	9	12	
General Workers	16	0	
Total	41	29	

Employee Category	Total number of	Total number of employee turnover	
	2023	2024	
Management	6	8	
Executive	14	25	
Non-Executive/Technical Staff	10	21	
General Workers	4	6	
Total	34	60	

In 2024, we hired 29 employees, achieving a hiring rate of 11%, while recording 60 employees departing, resulting in a turnover rate of 23%.

	2023	2024
New hires rates (%)	15	11
Turnover rates (%)	12	23

We conduct exit interviews with departing personnel to gain insight into the reasons for their departure and to identify any potential areas for improvement in the Group. Where relevant, we also have processes to identify and review the findings from these interviews, including implementing follow-up action plans to enhance our current practices.

Human Rights

As a responsible organization, CNH is committed to protecting and respecting human rights across all our business operations. We believe that strong human rights practices coupled with fair and ethical treatment improves productivity and promotes a healthy working culture.

We adhere to applicable laws and regulations in all our operating countries which include but are not limited to the Employment (Amendment) Act 2022 and the Minimum Wage Order 2024, resulting in a minimum wage of RM1,700 per month.

Our Code of Business Ethics ("COBE") also outlines our expectations to all our employees and external stakeholders in approaching human rights matters while conducting business with CNH. This code discloses fair labour practices, zero-tolerance for child labour and any form of forced labour, protection against discrimination and harassment, freedom of association and collective bargaining and grievance mechanisms.

We have communicated to all our employees and workers about our grievance handling process and whistleblowing policy. Our Whistleblowing channels offer employees a safe and confidential way to report anonymously any violation of labour practices, disputes and inappropriate behaviours. We guarantee the protection of the whistleblower's identity throughout the investigation and all reports will be taken seriously.

Given the fact that manufacturing is a labour-intensive industry, our manufacturing segment is conscious of the need to devote our utmost attention to managing labour rights issues. Our workers, including foreign workers are provided with fair wages and compensation, decent living quarters and adequate training to perform their job safely and effectively.

We will intensify our efforts to manage human rights in order to achieve the target of zero substantiated complaints regarding human rights violations.

Hullian rights violations.		
	2023	2024
Number of substantiated complaints concerning human rights violations	0	0

Diversity, Equity and Inclusion

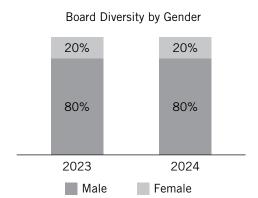
Diversity and inclusivity at work give us a competitive edge through accumulation of and ability to tap into a wide range of knowledge, perspectives and ideas. In line with this, we strive to promote equal employment opportunities and non-discrimination by actively encouraging diversity of gender, race, religion, age and nationality.

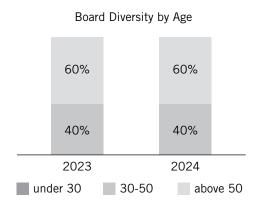
We achieve equity through policies and actions that are underpinned by both fairness and inclusiveness. We promote a culture that respects and values differences, advocates for equality and encourages growth and development to help individuals reach their full potential.

We are dedicated to maintaining fair employment practices and consistently reviewing our recruitment process to ensure equality from the beginning in alignment with our policy and procedures. At CNH, employees receive competitive wages that are free from any form of gender discrimination. All decisions regarding career advancement, recognition and rewards are approached in a fair and unbiased manner, strictly based on employees' performance and merit.

We advocate for equitable gender representation on our Board and Management to ensure a minimum of 30% women representation at the Board and Management level. CNH has the women participation in the management roles of more than 30% in 2024. The Board has 20% women directors. The Board will take necessary efforts to close the gap to achieve 30% women directors on our Board in the near future.

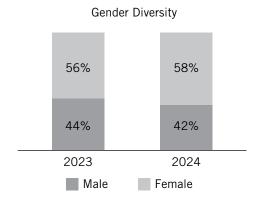
Several initiatives were undertaken in 2024 to continue fostering mutual respect among our employees. Our commitment to providing a safe and inclusive work environment, free from discrimination based on backgrounds, beliefs or abilities is further reinforced through our Code of Business Ethics and grievance mechanisms. These measures reflect our dedication to ensuring that every individual feels respected and protected from any form of harassment.

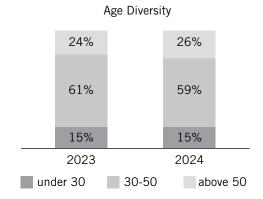


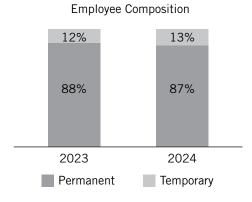


Workforce Profile

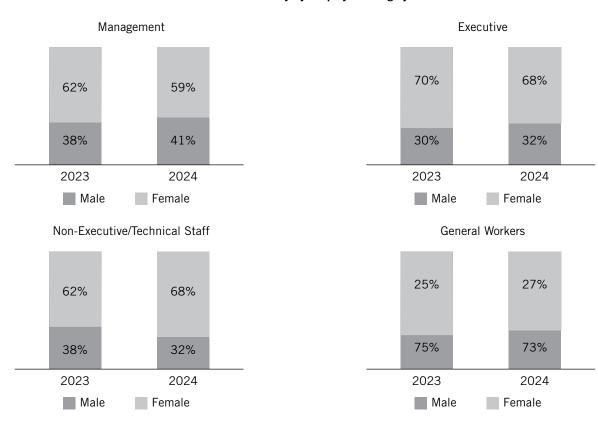
Total employees of 265 in 2024



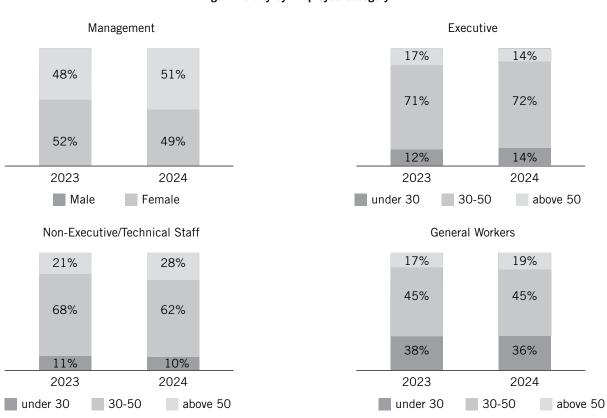




Gender Diversity by Employee Category



Age Diversity by Employee Category



Community Investment

We firmly believe that fostering a positive relationship between businesses and communities promotes better social inclusion and creates tangible and favourable outcomes in the long run. At CNH, we strive to be a responsible corporate citizen by giving back to the surrounding communities in which we operate, through our community engagement and impact programmes with a focus on education and social welfare. By investing in education, we aim to nurture local talents to provide them with opportunities to reach their full potential. We are confident that by empowering and supporting exceptional individuals within the communities, we will contribute to forming a high-quality talent pool that will not only benefit CNH in the near term but also serve as future leaders of organisations. Additionally, we are convinced that our contributions towards the betterment of local communities through welfare-related initiatives will strengthen our relationship with them.

CNH's corporate social responsibility ("CSR") activities are spearheaded by the Yayasan CNI which was set up in 1998 with the aim to reach out to communities in need and contribute to the promotion of healthcare, educational and cultural causes.

CNH has contributed RM54,516 worth of monetary and non-monetary donations to charities, non-profit organisations ("NGO") and educational institutions across the regions in which we operate. Non-monetary donations include but are not limited to CNI products, food packs, basic necessities and groceries.

We are convinced that CSR must be done in good faith despite all the efforts, in order to create shared value between the business and society while building continuous engagement with the community.

Student Education Recognition Program

The objective of the Student Education Recognition Program, which was first launched in 1998, is to encourage academic performance amongst the children of our CBOs and employees and, at the same time, recognize the hard work of dedicated and committed parents. The Student Education Recognition Program 2024 was granted to a total of 85 children.

E-Waste

We are committed to fostering a sustainable future by actively addressing the growing challenge of electronic waste (e-waste). Through our collaboration with Yayasan CNI and ERTH, we provide a seamless way for individuals to responsibly dispose of unwanted electronics, reducing environmental harm while promoting a circular economy. Participants not only contribute to a greener planet but also have the option to earn cash rewards or support meaningful initiatives through Yayasan CNI. In 2024, Yayasan CNI donated a total of 295 kg of electronic waste items to ERTH. Together, we are turning e-waste into an opportunity for positive change—empowering communities and protecting the environment for generations to come.

Beach Cleaning at Pantai Batu Laut

As part of our commitment to environmental stewardship, Yayasan CNI organized a coastal cleanup initiative at Pantai Batu Laut on 1 December 2024, bringing together dedicated staff and volunteers—our 'future heroes'—to protect our planet. Together, we collected 172kg of waste, including plastics, cans, and other debris, helping to restore the beauty of our shoreline while raising awareness about marine pollution. This effort reflects our dedication to preserving natural ecosystems and fostering community engagement in environmental sustainability. We believe that collective action drives meaningful change, and we will continue to champion initiatives that safeguard our environment for generations to come.

We believe that the spirit of volunteerism among employees is vital in contributing to the success of CNH's community impact programmes. In 2023, we started monitoring and tracking employees' participation in community impact programmes. Furthermore, as a form of encouragement, we actively support employees' participation in these activities by allowing them to take approved leave of absence, separate from their annual leaves.

	2023	2024
Total amount invested where the target beneficiaries are external to CNH	RM235,292	RM54,516
Total number of beneficiaries of the investment in communities	1,996	3,369
Number of employees participated in community impact programmes	10	11
Total hours spent on community impact programmes	200	60

Climate Change

The Group acknowledges that our energy consumption and GHG emission contribute to climate change impacts. We recognise that as a corporate citizen, it is our responsibility to reduce our carbon footprint while embracing opportunities that unfold amidst making the transition to a low-carbon economy.

We carried out initiatives to reduce the consumption of energy at our headquarters building, Wisma CNI and the manufacturing plants in Malaysia. These include optimising air conditioners settings to maintain an ideal temperature and actively exploring methods to minimise the leakage of cool air.

We have been upgrading our lighting system to LED. We focus on replacing existing lamps nearing the end of their usable product life, weighting the cost of replacement against cost-efficiency.

The Group continues to gather data and oversee our energy usage, which is one of our primary sources of emissions that we can directly control. Furthermore, we have initiated an analysis of our emissions and are exploring strategies to reduce emission, which aligns with our energy management initiatives.

In general, our energy management approach focuses on reducing overall energy consumption, especially fossil-based energy and enhancing efficiency across our operations.

Electricity is the primary energy source for our offices and premises, contributing significantly to our carbon emission. Our operations are largely located in Malaysia, where we procure electricity from Tenaga Nasional Berhad ("TNB") in West Malaysia and from the relevant state power utility companies in Sabah and Sarawak. Generally, electricity in Malaysia is derived from a mix of non-renewable and renewable sources including natural gas, coal and hydro-powered dams.

The Group has gathered and reported on fuel and electricity consumption across its business operations to understand its energy usage throughout the year. This is to implement measures to improve energy efficiency and reduce its overall environmental impact.

Energy consumption

In 2024, the total energy consumption recorded was 2,284.82 MWh with a 9.4% reduction from 2023.

CNH Group		2023	2024
Fuel Consumption (MWh)	Petrol	75.13	54.78
	Diesel	61.13	79.80
	Liquified Petroleum Gasl	27.14	59.85
Electricity Purchased (MWh)		2,358.35	2,090.39
Total energy consumption (MWh)		2,521.75	2,284.82

Note: Energy consumption data represents the headquarters building and the manufacturing plants in Malaysia only.

Carbon emissions

In 2024, our total emission for the year amounted to 39.11 tCO2e for Scope 1 and 1,584.51 tCO2e for Scope 2, representing 11% reduction in total GHG emission for Scope 1 and Scope 2 from the previous year.

Additionally, our Marketing & Trading segment has started tracking and monitoring our Scope 3 emissions, specifically for business travel and employees commuting. In 2024, these emissions amounted to 139.31 tCO2e.

Total Emission by Scope (tCO2e)	Ma	Manufacturing 2023 2024		Marketing & Trading		
	2023			2024		
Scope 3	121.33	127.98	-	139.31		
Scope 2	1,120.33	1,030.19	667.30	554.32		
Scope 1	26.77	29.63	13.46	9.48		

Note: Carbon emission data represents the headquarters building and the manufacturing plants in Malaysia only.

Waste Management

At CNH, we prioritise proper waste management to reduce our environmental impact and benefit the surrounding communities, especially in relation to our manufacturing business. We generate different types of waste, including hazardous waste categorized as scheduled waste, as well as non-hazardous such as manufacturing waste and recyclable waste. Improper waste management can have far-reaching consequences, including detrimental effects on air and water quality, soil contamination and heightened risks of hazardous material exposure for both our employees and the surrounding communities in the areas where we operate. Recognising the severity of these potential impacts, it is imperative that we implement proactive measures to ensure responsible waste management practices across all our operations.

Our actions are guided by the UN Sustainable Development Goals (SDGs) that outlines how to minimize waste by reducing the amount of materials used in our operations, adopting the 3R approach – reduce, reuse and recycle and raising employees' awareness on the significance of sustainable waste management. We target to reduce 5% of our waste to landfill compared to our 2023 baseline by 2025.

In adhering to environmental regulations in relation to manufacturing waste management including scheduled waste, we are guided by local regulatory laws and jurisdiction guidance. Our manufacturing entities refer to guidelines set under the Environment Quality (Schedule Wastes) (Amendment) Regulations 2007.

We ensure that our manufacturing waste is properly segregated by categories (scheduled waste and non-scheduled waste) for subsequent treatment. Our scheduled waste is managed on site through periodic monitoring and data recording. Additionally, we make sure that all of our scheduled waste is properly stored and managed from its collection point to its final disposal by appointed licensed contractors.

In 2024, our manufacturing segment generated a total of 26.43 MT of hazardous and non-hazardous waste, of which 74% was reused or recycled. While hazardous waste is categorized as scheduled waste, non-hazardous waste includes manufacturing scrap and general waste.

We have achieved a 70% (target of 5%) reduction in the amount of waste sent to landfills in 2024. Therefore, we have made the decision to revise our goal to intensity of waste sent to landfills based on production volume. We target to achieve an intensity of less than 0.01 in 2025.

In order to ensure the achievement of this revised target, we will intensify our efforts by enhancing the efficiency of raw material and resources utilised in our daily operations.

	Manufacturing	
	2023	2024
Total waste generated (MT)	39.43	26.43
Waste Generated by Manufacturing (MT)		
Waste Diverted From Disposal	20.39	19.49
Waste Directed to Disposal	19.04	6.93
Waste Directed to Disposal Intensity (based on production volume (MT))	0.0157	0.0080

■ SUSTAINABILITY STATEMENT

Water Management

The issue of water scarcity is becoming increasingly alarming due to several factors such as climate change, poor water management and contamination. As water cuts and scarcity are becoming more frequent, the Group is committed to mitigating the risk of water shortages through efficient water management across our operations.

Our water consumption primarily stems from manufacturing activities such as equipment and machinery cooling, site cleaning, compaction, irrigation as well as from our headquarters building. We are committed to implementing water conservation initiatives and raising employees' awareness on proper water management at all our premises. These initiatives include:

- Reduce water wastage through regular checking and scheduled maintenance of toilets, pantries, etc
- Install modified water taps with lower flow rates at our offices and factories
- Raise awareness among employees through campaign and reminders on water saving habits at our office premises

This year, the total water consumption recorded was 15.56 Megalitres, a 16% decrease from 2023.					
	2023	2024			
Total volume of water used (Megalitres)	18.63	15.56			
Note: Water consumption data represents for the headquarters building and the manufacturing plants in Malaysia only.					

Statement of Assurance

In strengthening the credibility of the Sustainability Statement, selected aspects of this Sustainability Statement have been subjected to an internal review by the Company's outsourced internal auditors and has been approved by the Company's Audit Committee.

Subject matter

The subject matters covered by the internal review include the following indicators:

- a) Anti-Corruption
- b) Health & Safety
- c) Customer Satisfaction
- d) Data Privacy & Security
- e) Employee Management
- f) Human Right
- g) Diversity, Equity & Inclusion
- h) Community Investment
- i) Water Management

Scope

The boundary of the internal review includes the company's key subsidiaries operating in Malaysia.

Bursa Securities ESG Reporting Platform Performance Data Table

Indicator	Measurement Unit	2023	2024
Bursa (Anti-corruption)			
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category			
Management	Percentage	77.00	90.00
Executive	Percentage	79.00	82.00
Non-executive/Technical Staff	Percentage	93.00	92.00
General Workers	Percentage	100.00	100.00
Bursa C1(b) Percentage of operations assessed for	Percentage	0.00	100.00
corruption-related risks Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0	0
Bursa (Health and safety)			
Bursa C5(a) Number of work- related fatalities	Number	0	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	2.36	0.64
Bursa C5(c) Number of employees trained on health and safety standards	Number	153	195
Bursa (Supply chain management)			
Bursa C7(a) Proportion of spending on local suppliers	Percentage	77.00	80.00
Bursa (Data privacy and security)			
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of oustomer data	Number	0	0
Bursa (Labour practices and stand	ards)		
Bursa C6(a) Total hours of training by employee category			
Management	Hours	668	1,355
Executive	Hours	646	1,305
Non-executive/Technical Staff	Hours	1,214	1,707
General Workers	Hours	1,750	1,948
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	12.00	13.00
Bursa C6(c) Total number of employee turnover by employee category			
Management	Number	6	8
Executive	Number	14	25
Non-executive/Technical Staff	Number	10	21
General Workers	Number	4	6
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0	0
Bursa (Diversity)			
Bursa C3(a) Percentage of employees by gender and age group, for each employee category Age Group by Employee			
Category			
Management Under 30	Percentage	0.00	0.00
Management Between 30-50	Percentage	52.00	49.00
Management Above 50	Percentage	48.00	51.00
Executive Under 30	Percentage	12.00	14.00
Executive Between 30-50	Percentage	71.00	72.00
Executive Above 50	Percentage	17.00	14.00
Non-executive/Technical Staff Under 30 Non-executive/Technical Staff	Percentage	11.00	10.00
Between 30-50 Non-executive/Technical Staff	Percentage	68.00 21.00	62.00 28.00
Above 50 General Workers Under 30	Percentage	38.00	36.00
General Workers Between	Percentage	45.00	45.00
30-50 General Workers Above 50	Percentage	17.00	19.00
Gender Group by Employee			

■ SUSTAINABILITY STATEMENT

Indicator	Measurement Unit	2023	2024	
Management Male	Percentage	38.00	41.00	
Management Female	Percentage	62.00	59.00	
Executive Male	Percentage	30.00	32.00	
Executive Female	Percentage	70.00	68.00	
Non-executive/Technical Staff	Percentage	38.00	32.00	
Male				
Non-executive/Technical Staff Female	Percentage	62.00	68.00	
General Workers Male	Percentage	75.00	73.00	
General Workers Female	Percentage	25.00	27.00	
Bursa C3(b) Percentage of directors by gender and age group				
Male	Percentage	80.00	80.00	
Female	Percentage	20.00	20.00	
Under 30	Percentage	0.00	0.00	
Between 30-50	Percentage	40.00	40.00	
Above 50	Percentage	60.00	60.00	
Bursa (Community/Society)				
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	235,292.00	54,516.00	
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	1,996	3,369	
Bursa (Energy management)				
Bursa C4(a) Total energy consumption	Megawatt	2,358.00	2,284.82	
Bursa (Emissions management)				
Bursa C11(a) Scope 1 emissions in tonnes of CO2e	Metric tonnes	-	39.11	
Bursa C11(b) Scope 2 emissions in tonnes of CO2e	Metric tonnes	-	1,584.51	
Bursa C11(c) Scope 3 emissions in tonnes of CO2e (at least for the categories of business travel and employee commuting)	Metric tonnes		267.29	
Bursa (Waste management)				
Bursa C10(a) Total waste generated	Metric tonnes		26.43	
Bursa C10(a)(i) Total waste diverted from disposal	Metric tonnes	-	19.49	
Bursa C10(a)(ii) Total waste directed to disposal	Metric tonnes	-	6.93	
Bursa (Water)				
Bursa C9(a) Total volume of water used	Megalitres	18.630000	15.560000	

▶ CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors of Citra Nusa Holdings Berhad ("CNH" or "the Company") present this statement to provide shareholders and investors with an overview of the corporate governance ("CG") practices of the Company during the financial period ended 31 December 2024. This overview takes guidance from the three (3) key CG principles and the practices as set out in the Malaysian Code of Corporate Governance ("MCCG") which are:

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

This statement is prepared in compliance with Bursa Malaysia Securities Main Market Listing Requirements ("MMLR") and it is to be read together with the CG Report 2024 of the Company ("CG Report") which is available on the Company's website. The CG Report provides the details on how the Company has applied each Practice as set out in the MCCG during the financial year ended 31 December 2024.

In building a sustainable business and discharging its regulatory role, the Board is mindful of its accountability to the shareholders and various stakeholders of CNH. Towards this, the Board is committed to ensuring that it provides effective leadership and promotes uncompromising ethical standards in the organisation. One of the ways in which the Board achieves this is by requiring that good governance principles and practices are adhered to throughout the Company.

To ensure the Company adopts the best CG practices, regular reviews of the internal practices are conducted with reference to the MCCG and other relevant guidelines issued by the regulators as well as the international standards on CG and Sustainability. In its review, the Board was always mindful of the need to embrace the best practices in form as well as in substance, to further strengthen the CG culture in the Company.

As at 31 December 2024, CNH complied in all material aspects with the principles as set out in the MCCG except:

- Practice 1.4: The Chairman of the board should not be a member of the Audit Committee, Nomination Committee or Remuneration Committee
- Practice 5.2: At least half of the board comprises independent directors
- Practice 5.9: The board comprised at least 30% women directors
- Practice 5.10: The board discloses in its annual report the company's policy on gender diversity for the board and senior management

A summary of the CG practices of CNH as well as the Board's key focus areas and future priorities in relation to the CG practices are described below under each CG principle.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

Board Responsibilities

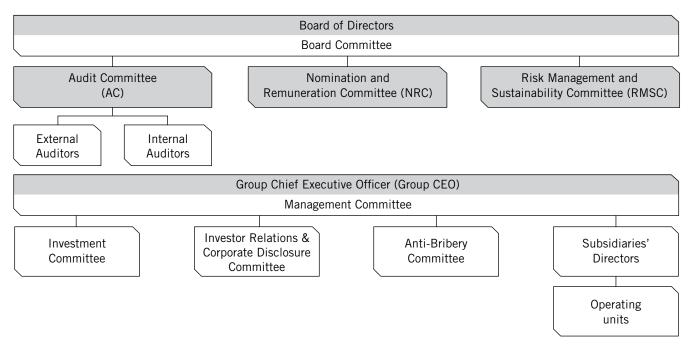
The Board is mindful of its responsibilities to the Company's shareholders and various stakeholders for creating and delivering sustainable value and long-term success through its leadership and management of the Company's businesses, in pursuing the objectives and goals of CNH.

For the foregoing, the Board determines the strategic objectives and policies of the Group for delivery of such long-term value. It ensures effective leadership through oversight on management and monitoring of the activities, performance, conformance capabilities and control in the organisation. In setting the strategic direction, the Board also ensures that there is an appropriate balance between promoting long-term growth and delivering short-term objectives.

In order to ensure orderly and effective discharge of the above functions and responsibilities of the Board, the Board has in place a model for the Group where specific powers of the Board are delegated to the relevant Board Committees and the Group Chief Executive Officer ("Group CEO").

■ CORPORATE GOVERNANCE OVERVIEW STATEMENT

The model for CNH Group is as depicted below:



In 2024, the members of the Committees of the Board had discharged their roles and responsibilities in accordance with the Terms of Reference ("TOR") of the respective Committees. The attendances of the Directors and Board Committee members at the meetings of the Company during the year are set out in the table below:

Name	Board of Directors	AC*	NRC	RMSC
Executive Directors				
Koh How Loon	4/4			4/4
Chew Boon Swee	4/4			
Non-Independent Non-Executive Directors				
Dato' Koh Peng Chor	4/4	5/5	2/2	
Independent Non-Executive Directors				
Carolyn Anne Kam Foong Kheng	4/4	5/5	2/2	4/4
An Li Fong	4/4	5/5	2/2	4/4
Chairman Member				

^{* 2} private meetings were held between the AC and the external auditors, Grant Thornton Malaysia PLT on 28 February 2024 and 22 August 2024.

Board Leadership

In fostering a strong CG culture in the organisation, the Board has strived for the highest standard of CG practices in the Company. The Chairman leads the Board by setting the tone at the top, and managing the Board effectiveness by focusing on strategy, governance and compliance.

The position of the Chairman and CEO are held by different individuals with clear and distinct roles which are formally documented in the Board Charter of CNH ("Board Charter"). The Board Charter is a comprehensive reference document for Directors on matters relating to the Board and its processes. The Board Charter also sets out the roles and responsibilities of the Board and the individual Directors. It can be found at the Company's website at www.citranusaholdings.com.

Board Administration

The Board members have full access to the Company Secretary, who is suitably qualified, experienced and competent. The Company Secretary ensures the Directors are provided with sufficient information and time to prepare for Board meetings. To this, the meeting materials are made accessible to the Directors at least seven (7) days from the date of the scheduled Board meetings. The Company Secretary also prepares minutes of meetings in a timely manner and provides advisory services to the Board on corporate administration and governance matters including compliance with the relevant laws, rules and regulations.

Promoting Good Business Conduct

CNH takes a stance against the use of corrupt practices in relation to its activities and promotes a culture of integrity within the organisation by ensuring there are adequate policies and procedures which are implemented appropriately in line with the principles under the Guidelines for Adequate Procedures pursuant to Section 17A(5) of the MACC Act 2009.

In this respect, the Board has in place the Code of Business Ethics ("CBE") for Directors and employees, to affirm its commitment to practice the highest level of integrity and ethics.

CNH has zero tolerance on any conduct that constitutes a wrongdoing or malpractice which may include any breach of ethics as described in the CBE or conflict of interest and/or any fraudulent act as may be described in the Anti-Bribery and Anti-Corruption ("ABC") Policy and other relevant documents. To this, CNH has in place the Whistleblower Policy, to facilitate the exposure of any violations or improper conduct or wrongdoing within the Group.

The above CBE, ABC Policy and Whistleblower Policy for the Group would ensure that good standards of behaviour permeate throughout all levels of the organisation, and strengthen the integrity, governance and anti-corruption framework for CNH. These policies serve as control measures to address and manage the risk of fraud, bribery, corruption, misconduct and unethical practices for the benefit of long-term success of the Company. The CBE, ABC Policy and Whistleblower Policy for the Group are published on the Company's website at www.citranusaholdings.com.

The Board has established the Directors' Fit and Proper Policy ("FPP") to ensure that any person to be appointed or elected/ re-elected as a Director of the Group shall possess the necessary quality and character as well as integrity, competency and commitment to enable the discharge of the responsibilities required of the appointed position in the most effective manner.

Governing Sustainability

The Board is ultimately accountable for ensuring that sustainability is integrated into the strategic direction of CNH and its operations. To achieve this, the Board continuously ensures that there is an effective governance framework for sustainability within the Group.

The TOR of the Risk Management and Sustainability Committee ("RMSC") explicitly provides the RMSC's responsibilities in overseeing the Group's various risks including sustainability risks. The CEO through Corporate Management is responsible for the strategic management of material sustainability matters of CNH Group.

The Company's sustainability strategies, priorities and targets as well as performance against these targets are developed after a careful review of outcome from the materiality assessment exercise and engagement with key internal and external stakeholders. The comprehensive description of CNH's stakeholder groups, engagement and targets as well as the performance against these targets are as set out in the Sustainability Statement on pages 20 to 40 of this Annual Report.

Board Size, Composition and Diversity

The Board believes that a diverse and inclusive Board will leverage the differences of its members, to achieve effective stewardship and in turn, retain its competitive advantage. In this respect, the Board through its Nomination and Remuneration Committee ("NRC") 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 Board currently consisted of 5 members, comprising two (2) independent Non-Executive Directors, one (1) Non-Independent Non-Executive Directors and two (2) Executive Directors. Premised on the above, the Board composition complies with Paragraph 15.02 of the MMLR of Bursa Securities, which requires at least two (2) Directors or one-third (1/3) of the Board, whichever is higher, to be independent.

The Board considers that the current size and composition of the Board are adequate and facilitate effective decision-making. The current Board composition are people of high calibre, experienced and are professionals in their respective fields.

The Board is supportive of the diversity of the Board and Senior Management. The Group strictly adheres to the practice of non-discrimination of any form, whether based on race, age, religion and gender throughout the organisation, including selection of Board members and Senior Management. The Board encourages a dynamic and diverse composition by nurturing suitable and

■ CORPORATE GOVERNANCE OVERVIEW STATEMENT

potential candidates equipped with competency, skills, experience, character, time commitment, integrity and other qualities in meeting the future needs of the Group.

The Board is supportive of the recommendation of MCCG and recognises the importance of boardroom diversity to the establishment of gender diversity policy. However, the Group does not have the workforce gender policy currently. Currently, the Board comprises one (1) female director which reflects the Board's commitment towards achieving a more gender diversified Board. This is also in line with the requirement of MMLR whereby the listed issuer must have at least one (1) woman director in the board.

Board Succession Planning and Appointment

The NRC is responsible for the Board succession planning to ensure the Board continues to be effective with the right composition, which would enable it to be better equipped to respond to challenges that may arise and deliver value.

The appointment of Directors to the Board is subject to a formal, rigorous and transparent process. In this process, the NRC reviews the existing Board composition such as the optimum size and diversity in terms of skills, experience, age, ethnicity and gender. Based on this review, the NRC determines the selection criteria for the new appointment with the view to close any gap or to strengthen the Board composition. The NRC then reviews the candidates who are sourced from internal and external/independent sources, and shortlist the potential candidate(s) with reference to the agreed selection criteria. The NRC conducts engagement sessions with the shortlisted candidate(s) as well as the fit and proper assessment, before submitting its final recommendation to the Board.

During the financial period ended 31 December 2024, there were no new appointments to the Board of Directors.

Tenure of Independent Directors

It is the present practice of the Company that the tenure of an Independent Director shall not exceed a cumulative term of nine (9) years. Upon completion of the nine (9) years, the Independent Director will have to resign unless he is retained by the Board as a Non-Independent Director. This is in compliance with Practice 5.3 of the MCCG.

Currently, none of the Independent Non-Executive Directors has served the Company for more than nine (9) years since their appointment as per the recommendation of MCCG.

The Company has not adopted a policy which limits the tenure of its Independent Directors to nine (9) years. Notwithstanding that, the assessment of independence of Independent Directors was conducted annually via Annual Evaluation of Independence of Director to ensure that they were independent of management and free from any business or other relationship which could materially interfere with the exercise of their independent judgement or the ability to act in the best interest of the Company.

Nomination and Remuneration Committee ("NRC")

The Board has set up a NRC comprising three (3) members, majority of whom are Independent Non-Executive Directors. The NRC is responsible for identifying and recommending suitable candidates for Board membership and for assessing the performance of the Directors on an ongoing basis, and for determining the Directors' remuneration. The Board will have the ultimate responsibility and final decision on the appointment and remuneration of the Directors. This process shall ensure that the Board membership accurately reflects the long-term strategic direction and needs of the Company and determine a skills matrix to support the strategic direction and needs of the Company.

During the financial period ended 31 December 2024, the NRC had assisted the Board on the following functions:

- 1. Evaluated the contribution and performance of each individual Director;
- 2. Reviewed the performance of the Board and Board Committees;
- 3. Reviewed the Board's representation and the required mix of skills and experience and assessed the effectiveness of the Board as a whole;
- 4. Assessed the independence of the Independent Directors, with each Director abstaining from deliberation on their own assessment:
- 5. Recommended the re-election of Directors who are due to retire pursuant to the Company's Constitution and to be put forward for re-election; and
- 6. Reviewed the independence, experience and skills set of the proposed candidate(s) and recommended to the Board the appointment(s) of the same for the position of Director(s) of the Company.

Board Effectiveness

The Board, through the NRC and facilitated by the Company Secretary, had carried out the annual assessment to evaluate the performance of the Board, its Board Committees and each individual Director during the financial year under review. The assessment for the year under review was conducted through a questionnaire which included a combination of open-ended questions and close-ended questions.

In order to encourage open and frank evaluation, the evaluation process was managed by the Company Secretary, who had forwarded the questionnaire to each Director, as well as collated that duly completed forms from each Director. A summary of the results and all feedback received were tabled to the NRC deliberation before appropriate action plans were recommended to the Board for further discussion and approval.

The results of the assessment were properly documented, summarised and reported to the Board. The results of the annual assessment for the year under review revealed that the Board and Board Committees had carried out their duties well and amicably with most of the questions rated positively. The Board agreed that it had performed well in these challenging times and was satisfied with its overall performance, with some areas identified for improvements.

The NRC concluded that the Board and Board Committees were satisfied with their existing composition and were of the view that with the current mix of skills, knowledge, experience and strength of the Directors, the Board, respective Board Committees and Directors were able to discharge their duties effectively. Hence, the Board will continue to focus on the identified areas for improvement.

Directors' Training

The Board acknowledges that continuous education is essential for its members to gain insight into the state of the economy, technological advances, regulatory updates and management strategies.

Relevant guidelines on statutory and regulatory requirements were circulated to the Board from time to time for Board notation. During the financial period ended 31 December 2024, all Directors had attended the following training programmes, seminars, workshops and briefings in compliance with Paragraph 15.08 of the MMLR:

Name	Conference/Seminar/Workshop		
Executive Directors			
Koh How Loon	Industry Insights: Unleash the Power of Equity Crowdfunding – a Unique Opportunity		
	for Start-ups		
	A day of disruption		
	Baker Tilly Tax & Budget Webinar		
	Big Spring 大春之道		
Chew Boon Swee	Food & Hotel Asia (FHA) – Food & Beverage Singapore Expo		
Non-Executive Directors			
Dato' Koh Peng Chor	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)		
Carolyn Anne Kam Foong Kheng	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)		
	Tax Seminar on Budget 2025 - Budget Highlights and Recent Tax Developments		
An Li Fong	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)		
	MIA Webinar Series: Asset Accounting Under MPERS- Covering Property, Plant &		
	Equipment, Investment Property and Biological Assets		
	MIA Webinar Series: ISQM 1 & 2 Implementation - Readiness Assessment		
	Case Study - Based MFRS Webinar: Reporting Financial Instruments MFRS 9		
	Financial Instruments (together with MFRS 132 and MFRS 7) Sections 11, 12		
	and 22, MPERS		
	2024 Crowe IPO Conference: Unlocking the Secrets of a Successful IPO		
	 Case Study - Based MFRS Webinar: Technical Update 2023 on IFRS Accounting Standards (Including IFRS Sustainability Standards) 		

The Directors are also being updated on a continuing basis in the areas of statutory and regulatory requirements from the briefing by the External Auditors, the Internal Auditors and the Company Secretary during the Committee and/or Board meetings.

■ CORPORATE GOVERNANCE OVERVIEW STATEMENT

Remuneration Policy

The Board has established a formal and transparent process for approving the remuneration of the Board and Board Committees, the CEO and the Senior Management of CNH. The NRC is responsible to formulate and review the remuneration policies for the Board and Board Committees as well as the Senior Management of the Company to ensure the same remain competitive, appropriate, and in alignment with the prevalent market practices.

The NRC conducts the Board remuneration review on an annual basis internally, to ascertain the competitiveness of the Board remuneration. The NRC also took into consideration the demands, complexities and performance of the Group particularly, the core activities and responsibilities of the Board as well as having regard to the responsibilities and contribution levels of individual members in terms of statutory duties, fiduciary duties, risk, intensity/complexity of work, time commitment and effort.

The Board approved the NRC's recommendation to seek the shareholders' approval that the Directors' benefits payable to the Non-Executive Directors shall remain the same amount as the previous year at RM80,000 from 11 June 2025 until the next AGM of the Company in accordance with Section 230 of the Companies Act, 2016 and Paragraph 7.24 of the MMLR of Bursa Securities

The detailed remuneration of the individual Directors during the financial period ended 31 December 2024 are set out in the table below:

	Fees	Salaries &	Other	Benefits-	Total
	(RM)	Bonuses	Emoluments ⁽¹⁾	in-kind	(RM)
	(14141)	(RM)	(RM)	(RM)	(1417)
		Group			
Executive Directors					
Koh How Loon	-	492,276	86,627	21,250	600,153
Chew Boon Swee	-	340,800	17,652	13,325	371,777
Non-Executive Directors					
Dato' Koh Peng Chor	204,000	-	10,712	15,983	230,695
Carolyn Anne Kam Foong Kheng	48,000	-	8,060	-	56,060
An Li Fong	48,000	-	7,180	-	55,180
Total	300,000	833,076	130,231	50,558	1,313,865
		Company			
Executive Directors					
Koh How Loon	-	118,192	15,400	-	133,592
Chew Boon Swee	-	-	3,240	-	3,240
Non-Executive Directors					
Dato' Koh Peng Chor	204,000	-	10,712	15,983	230,695
Carolyn Anne Kam Foong Kheng	48,000	-	8,060	-	56,060
An Li Fong	48,000	-	7,180	-	55,180
Total	300,000	118,192	44,592	15,983	478,767

⁽¹⁾ Other Emoluments include meeting allowance, insurance coverage, employer's Employees Provident Fund, SOCSO and Employment Insurance System contributions.

The detailed remuneration on a named basis of the key Senior Management is set out in the table below:

	Fees (RM)	Salaries & Bonuses (RM)	Other Emoluments ⁽¹⁾ (RM)	Benefits- in-kind (RM)	Total (RM)
Koh How Loon	-	492,276	86,627	21,250	600,153
Chew Boon Swee	-	340,800	17,652	13,325	371,777

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

Audit Committee

The Audit Committee of the Company ("AC") comprises three (3) members, all of whom are Non-Executive Directors, two (2) being INEDs.

None of the AC members were former audit partners who required to observe a cooling-off period of at least three (3) years before being appointed in accordance with the TOR of the AC.

The AC is chaired by an INED who is distinct from the Chairman of the Board. All members of the AC are financially literate, whilst the current Chairman of the AC is a member of the Institute of Chartered Accountants England and Wales (ICAEW) and the Malaysia Institute of Accountants (MIA). The AC has full access to both the internal and external auditors who, in turn, have access at all times to the Chairman of the AC. The role of the AC and the number of meetings held during the financial year as well as the attendance record of each member are set out in the AC Report of this Annual Report 2024.

The AC had assessed the suitability, objectivity and independence of the Company's external auditors, Grant Thornton Malaysia PLT ("GTM") and recommended to the Board for shareholders' approval to be sought for the re-appointment of GTM at the forthcoming AGM in 2025.

Having regard to the outcome of the assessment of GTM, the Board approved the AC's recommendation that shareholders' approval be sought at the forthcoming AGM for the re-appointment of GTM as external auditors of the Company for the financial year ending 31 December 2025.

Risk Management and Internal Control Framework

The Risk Management and Sustainability Committee of the Company ("RMSC") comprises three (3) members, two (2) being INEDs and one of whom is the Group CEO. The RMSC is chaired by an INED. The RMSC is responsible for overseeing the Company's risk management framework and policies and the sustainability agenda, strategy and other EES risks.

The AC is responsible to assist the Board in ensuring the adequacy and effectiveness of internal controls. The Board is of the view that the system of internal control and risk management in place during 2024, is sound and sufficient to safeguard the Group's assets, as well as shareholders' investments, and the interests of customers, regulators, employees and other stakeholders.

In this respect, the details of the Risk Management and Internal Control Framework are set out in the Statement of Internal Control and Risk Management on pages 49 to 52 of this report.

■ CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

Communication with Stakeholders

The Group is committed to ensuring the regular, transparent, coherent, timely and equitable dissemination of relevant and material information regarding its developments to shareholders and stakeholders, while maintaining a balance between commercial confidentiality and regulatory requirements.

The Company's general meetings serve as the primary forum for dialogue and communication with shareholders and investors. Shareholders are encouraged to attend these meetings and are provided with adequate time and opportunities to actively participate in the proceedings, inquire about the proposed resolutions and the Group's operations and express their expectations and concerns.

Besides, the Company also maintains an official website at www.citranusaholdings.com that provides an easy and convenient avenue for the public to gain access to more information about the Group.

The Group disseminates information in relation to its financial performance, operations and corporate developments through annual reports, quarterly reports, circulars and various announcements. The information is available via Bursa Securities websites and also the Company's website at www.citranusaholdings.com with a tab marked as "Investor Relations" which contains vital information, including annual reports, quarterly reports and official announcements made to Bursa Securities, concerning the Group which is updated on a regular basis.

All material announcements are reviewed and endorsed by the Board prior to release to the public through Bursa Securities. Shareholders and the public in general may also obtain announcements and financial results of the Company from Bursa Securities' website.

Conduct of General Meeting

The Company had conducted a virtual 35th AGM which was held on 6 June 2024 at the Diamond Hall of the Wisma CNI (Broadcast Venue) by leveraging technology in accordance with Section 327 of the Companies Act 2016, Article 72 of the Constitution of the Company and the SC's Guidance and FAQs on the Conduct of General Meetings for Listed Issuers. The Group CEO and Executive Director of the Company were physically present at the Broadcast Venue together with the Company Secretary and the Senior Manager, Corporate Finance and Treasury. The other members of senior management were in attendance virtually via video conferencing.

The notice of the 35th AGM was issued 28 days before the AGM date. At the same time, shareholders were advised to take advantage of the remote participation and voting ("RPV") facilities of the AGM. To further encourage engagement between the Directors and shareholders, shareholders were also invited to ask questions during the meeting in relation to the agenda items for the 35th AGM.

The shareholders, corporate representatives and proxies attended the 35th AGM via RPV facilities which were available on the Company's website. The proceedings of the 35th AGM at the Broadcast Venue included the Group CEO's presentation of the Company's operating and financial performance for 2024 and a Questions & Answers session during which the Chairman invited the shareholders to ask questions during the meeting, pertaining to the Company's financial statements and other items for adoption at the meeting, before putting a resolution to vote.

The Scrutineers verified and announced the poll results for each resolution, which include votes in favour and against, upon which the Chairman of the 35th AGM declared that all the resolutions were carried. The poll results were also announced by the Company via Bursa LINK on the same day for the benefit of all shareholders. The Minutes of the 35th AGM (including all the Questions raised at the meeting and the Answers thereto) were also made available on the Company's website at www. citranusaholdings.com.

This Statement was approved by the Board of Directors on 8 April 2025.

■ STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

Introduction

Pursuant to the 15.26 (b) of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad, the Board of Directors ("Board") is pleased to provide the Statement of Risk Management and Internal Control for the financial year ended 31 December 2024 which was prepared in accordance with Practice 9.1 and 9.2 of the Malaysia Code of Corporate Governance ("MCCG") and the "Statement of Risk Management and Internal Control – Guidelines for Directors of Listed Issuers".

BOARD'S RESPONSIBILITY

The Board is committed to maintaining a sound system of internal controls and has instituted a risk management framework, as well as, good corporate governance measures to monitor the effectiveness in safeguarding shareholders' investments and the assets.

The system of internal control covers governance, risk management, financial, strategy, organisational, operational, and regulatory and compliance matters. The Board is responsible for determining key strategies and policies for significant risks and control issues, whereas Management is responsible for the effective implementation of the Board's policies by way of identifying, monitoring and managing risks. The Board recognises that this system is designed to manage, rather than eliminate, the risks of not adhering to the Group's policies and achieving goals and objectives within the risk tolerance established by the Board and Management. Therefore, the system provides reasonable, but not absolute assurance against the occurrence of any material misstatement, loss or fraud.

The Board has reviewed and received assurance from the Group CEO and the Senior Manager, Corporate Finance and Treasury that the Group's risk management and internal control system is operating adequately and effectively, in all material aspects, during the financial year under review.

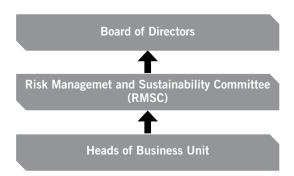
RISK MANAGEMENT

The Board has established an Enterprise Risk Management (ERM) framework to pursue a disciplined, comprehensive and integrated approach to risk management. By adopting a proactive risk management culture and with the appropriate tools, the Board aims to manage business risks effectively and mitigate its risk exposures.

The Group's ERM framework is based on the internationally recognised COSO (Committee of Sponsoring Organizations). Risk factors are incorporated into the risk register and individually rated as High, Significant, Moderate or Low risk. The rating process is guided by a matrix of "likelihood" and "impact", of which both financial and non-financial consequences are duly considered. The Management is accountable to the Board for risk management and internal control and has implemented processes to identify, evaluate, monitor and report risks and to design and implement relevant controls in response to the risks.

To achieve this, a Risk Management and Sustainability Committee ("RMSC") has been established by the Group. The Board has empowered the RMSC to review and ensure the ERM framework is carried out within the Group. The members of RMSC comprises three (3) members, two (2) of which are Independent Non-Executive Directors and one (1) is an Executive Director.

The reporting structure of the risk management of the Group is illustrated as follows:



The RMSC reports to the Board of Directors of the Company. The RMSC performs risk oversights and reviews the risk profile of the group and the inherent risks arising from the business operations.

During the financial year, four RMSC meetings were conducted. In the RMSC meeting, the RMSC invites the head of business units/risk owners to deliberate on the key and new risks identified and to update on the status and management action plans. The outcomes of the RMSC meeting were presented to the Board accordingly.

■ STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

RISK MANAGEMENT PROCESS

The Group had implemented an on-going risk management process as illustrated below, to manage potential risk exposure which may affect the achievement of the Group's corporate and business objectives:



1. Risk Identification

The RMSC prioritises risk management strategies and coordinates with the risk owners of the respective business units to identify the key business risks towards achieving the business objectives and strategies.

2. Risk Assessment

The assessment of risks within the group is classified into High, Significant, Moderate or Low according to the risk impact and likelihood matrix.

3. Risk Treatment

For each of the risks identified, the risk owner is assigned to ensure appropriate action plans are carried out in a timely manner.

4. Risk Monitoring & Review

Management actions plans and status updates would be discussed and reviewed by the RMSC. The outcomes of the RMSC meetings were documented and reported to the Board accordingly.

KEY ELEMENTS OF INTERNAL CONTROL

Internal control is embedded in the Group's operations as follows:

- 1. The group has clearly defined lines of responsibilities and authorization for day-to-day operations and accountability. A Delegated Authority Policy has been established and adopted within the Group to promote better control, accountability and corporate governance over operational, strategic and investment decisions.
- 2. Annual result planning and budget of respective subsidiaries are submitted to the Board for approval.

- 3. The Group's Management conducts periodic meetings with the Head of Divisions/Subsidiaries to review the business performance of the Group. Business objectives and financial performance are reviewed and monitored in the meeting. Explanation is provided for any major variances and action plan is formulated to increase likelihood of achieving the budgeted financial performance. Potential business risks and opportunities were highlighted and discussed in the meetings.
- 4. The Board oversees the conduct of the Group's operations through various management meetings and reporting mechanisms. Management Meeting and financial reports are prepared by the Management and reported to the Group CEO for review and decision-making purposes.
- 5. The Board reviews the Group's financial performance against the budget on a quarterly basis with detailed explanation of any major variances.
- 6. Manufacturing segment of the Group are governed by the Quality Management System (ISO 9001:2015), Environmental Management System (ISO 14001:2015), Occupational Health and Safety Management System (ISO 45001: 2018), Food Safety Management System (Food Safety System Certification FSSC 22000), Hazard Analysis and Critical Control Point (MS 1480:2019) and Good Manufacturing Practice (GMP) for food (MS 1514:2022) to ensure consistency of the product quality produced.
- 7. Employees are briefed on Code of Business Ethics during induction. They are required to sign and adhere to the Code of Business Ethics, which sets out the policy stand on the conduct of business and the standards of behaviour / ethical conduct expected of the employees of the Group.
- 8. The Employee's Performance Appraisal System is linked to their OKR (Objectives and Key Results) which are aligned to the company's business goals and financial targets respectively.
- 9. The Human Resource Management has arranged and facilitated regular internal and external training programmes for its employees in relation to their respective areas of work.
- 10. The Group has established a Crisis Communication Plan with the objective of handling effectively the flow and dissemination of communication to the external parties such as media, government agencies and the Group's other stakeholders during a crisis.
- 11. The Group has a Whistleblower Policy which provides an avenue for any persons namely employees, directors or external parties to report any improper conduct, including fraud, corruption, bribery or blackmail, criminal offences against any employee or director, in a safe and confidential manner. An employee who makes a report of improper conduct in good faith shall not be subject to unfair dismissal, victimisation, demotion, suspension, intimidation or harassment, discrimination, any action causing injury, loss or damage or any other retaliatory action by the Group.
- 12. The Board has established the Anti-Bribery & Anti-Corruption Policy and Guidelines to comply with the Guidelines on Adequate Procedures issued by the Prime Minister's department. The Policy and Guidelines set out the Group's stance on areas relevant to anti-fraud, bribery and corruption; and expected conduct by employees in adhering to the highest levels of integrity and ethics. Employees were also provided with training on anti-corruption policies.

Internal Audit

The Board has engaged a professional service provider to assume the Internal Audit function of the Group. The Internal Auditors conducted regular audit reviews and assessed the effectiveness and adequacy of the governance, risk management and internal controls in the Group. These reviews were reported to the AC directly by the Internal Auditors.

The Internal Audit function of the Group is outsourced to an independent professional firm, PKF Risk Management Sdn Bhd ("Internal Auditors"). The Internal Auditors was appointed by the AC to assist the Board and AC in providing an independent assessment of the adequacy, efficiency and effectiveness of the Group internal control system. The management is responsible for ensuring that corrective actions are taken on reported weaknesses and the Internal Auditors will carry out subsequent follow-up reviews to ensure the identified areas are rectified for control improvement.

During the financial period under review, internal audits were conducted on the internal control system focusing on production and quality control management review, sales and credit control and collections review and procurement management review.

Associate Company

The Board does not regularly review internal control systems of the associate company as the Board does not have direct control over their operations. Notwithstanding the above, the Group interest is served through representation on the Board of the associate company and review of the management accounts and enquiries thereon. Such representation also provides the Board with information for decision-making on the continuity of the Group's investments based on the performance of the associate company.

■ STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

Review of the Statement by External Auditors

Pursuant to Paragraph 15.23 of MMLR, the external auditors have reviewed this Statement on Risk Management and Internal Control for inclusion in the 2024 Annual Report and have reported to the Board that nothing has come to their attention that causes them to believe this Statement is inconsistent with their understanding of the processes the Board has adopted in reviewing the adequacy and effectiveness of the risk management and internal control system of the Group.

Conclusion

The Board is of the view that the system of internal control and risk management processes are adequate and effective for the financial year under review, and up to the date of approval of this Statement, for identifying, evaluating and managing the significant risks faced by the Group and this process is regularly reviewed by the Board to safeguard the shareholders' investment, the interests of customers, regulators and employees, and the Group's assets.

The Board, in striving for continuous improvement, will put in place appropriate action plans, where necessary, to further enhance the Group's risk management and internal control system.

During the current financial year, there were no major weaknesses of internal control which result in material losses, contingencies or uncertainties that would require disclosure in the Annual Report.

This Statement was approved by the Board of Directors on 8 April 2025.

AUDIT COMMITTEE REPORT

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COMPOSITION

The Audit Committee ("AC") comprises three (3) members, all of whom are Non-Executive Directors ("NEDs"); two being Independent NEDs. All of the Independent NEDs satisfy the test of independence under Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities"). The AC meets the requirements of paragraph 15.09(1)(a) and (b) of the Listing Requirements of Bursa Securities.

The Chairman, Mr. An Li Fong is a member of the Institute of Chartered Accountants England and Wales (ICAEW) and the Malaysia Institute of Accountants (MIA). Accordingly, the Company complies with the requirements of paragraph 15.09(1)(c)(i) of the Listing Requirements of Bursa Securities.

The Terms of Reference of the AC was reviewed and updated to reflect the requirements of the applicable practices and guidance of the Malaysian Code on Corporate Governance ("MCCG").

ATTENDANCE AND MEETINGS

During the financial year ended 31 December 2024, the AC convened five (5) meetings and the attendance of each of the AC members to the meetings is as follows:

Members	Number of Meetings Attended
An Li Fong Chairman, Independent Non-Executive Director	5/5
Carolyn Anne Kam Foong Kheng Member, Independent Non-Executive Director	5/5
Dato' Koh Peng Chor Member, Non-Independent Non-Executive Director	5/5

The notice of each AC meeting along with the relevant papers, was circulated to all members with sufficient notice beforehand. The Internal and External Audits were invited to participate in the AC meetings as necessary, ensuring their input on relevant matters. Additionally, senior management members attended the AC meetings upon invitation to provide briefings on the reports presented and address any queries raised by the AC regarding activities within their areas of responsibility.

The Internal Auditors attended four (4) meetings during the financial period ended 31 December 2024 at the invitation of the AC. During these meetings, the Internal Auditors briefed the AC on the internal audit plan and presented their internal audit findings pertaining to the Company and the Group.

The External Auditors attended three (3) meetings during the financial period ended 31 December 2024 at the invitation of the AC. These meetings were held to brief the AC on matters related to the annual audit. Additionally, the AC convened two (2) meetings with the External Auditors in the absence of Management. This session provided an opportunity to discuss issues encountered during the preparation of the Audited Financial Statements for the financial year ended 31 December 2024.

The minutes of each AC meeting were recorded and tabled for confirmation at the subsequent AC meeting. These confirmed minutes were then presented to the Board during its meeting for notation. In 2024, the AC Chairman conveyed to the Board matters of significant concern including those raised by the External Auditors or Internal Auditors in the respective quarterly financial presentations.

SUMMARY OF WORK

During the financial year ended 31 December 2024, the work carried out by the AC, among others, is as follows:

- Reviewed the unaudited consolidated quarterly financial results and audited financial statements of the Group and the Company including the announcements pertaining thereto. The discussion focused particularly on any change in accounting policies and practices, significant adjustments arising from the audit and compliance with accounting standards and other statutory and regulatory requirements prior to recommending to the Board for approval and release of the announcements to Bursa Securities:
- 2. Reviewed and discussed with the external auditors on their audit planning memorandum outlining their scope of work including audit risk areas, approach emphasis, key audit matters and timeline;
- 3. Reviewed and discussed with the external auditors of their audit findings inclusive of system evaluation, audit fees, issues raised, audit recommendations and management response to these recommendations;
- 4. Evaluated the performance of the external auditors for the financial year ended 31 December 2024 covering areas such as calibre, quality processes, audit team, audit scope, audit communication, audit governance and independence and considered and recommended the re-appointment of the external auditors;

■ AUDIT COMMITTEE REPORT

- 5. Reviewed and assessed the adequacy of the scope and functions of the internal audit plan;
- 6. Reviewed the internal audit reports presented and considered the findings of internal audit through the review of the internal audit reports tabled and management responses thereof;
- 7. Reviewed the effectiveness of the Group's system of internal control;
- 8. Reviewed the proposed fees for the external auditors and internal auditors in respect of their audit of the Company and the Group;
- 9. Reviewed related party transactions and conflict of interest situation that may arise within the Company or the Group;
- 10. Reviewed the Company's compliance with the Listing Requirements, applicable Approved Accounting Standards and other relevant legal and regulatory requirements;
- 11. Reviewed the AC Report, Corporate Governance Overview Statement and Statement on Risk Management and Internal Control prior to recommending to the Board for approval and inclusion in the Company's Annual Report; and
- 12. Report to the Board on its activities and significant findings and results.

FINANCIAL LITERACY OF THE AUDIT COMMITTEE MEMBERS

The members of the AC possess relevant experience and expertise in finance and accounting and have carried out their duties in compliance with the AC's Terms of Reference.

All AC members have undertaken, and will continue to undertake, continuous professional development to stay informed of developments in accounting and auditing standards, practices, and regulations as necessary.

The Board has reviewed the AC members' terms of office and performance. Based on this review, the Board is satisfied that the AC and its members have effectively discharged their functions, duties, and responsibilities in line with the AC's Terms of Reference. The AC has successfully supported the Board in maintaining appropriate corporate governance standards across the Group.

INDEPENDENCE OF THE AUDIT COMMITTEE

The Company acknowledges the importance of maintaining the independence of its external auditors and ensuring that no conflict of interest arises.

Currently, none of the members of the Board or the AC were formerly audit partners of the Group's appointed external auditors. In compliance with best practices, the Company enforces a mandatory cooling-off period of at least three (3) years before considering any former audit partner of the Group's external auditors for appointment as a member of the AC.

With the introduction of the new Sections 264(4A) and 264(4B) to the Companies Act 2016 and the accompanying guidelines applicable for firms of auditors as issued by the Suruhanjaya Syarikat Malaysia, the External Auditors had provided to the AC further assurance of its independence and compliance to the provisions of Section 264(4A) of the Companies Act 2016.

INTERNAL AUDIT FUNCTION

The internal audit function of the Group is outsourced to an independent professional firm ("Internal Auditors") which are free from any relationship or conflict of interest or undue influence of others which could impair their independence, and reports directly to the AC. The Internal Auditors provide independent and objective feedback to the AC and the Board on the adequacy, effectiveness and efficiency of the internal control system of the Group to assist the Board in ensuring that the Group's operations and management are conducted with clear lines and accountability with the ultimate objective of providing reasonable assurance that the internal control systems of the Group continue to operate satisfactorily and effectively.

During the financial year, the Internal Auditors has completed and issued the IA reports based on the annual audit plan approved by the AC. The audit assignments covered various operations management of the selected subsidiaries and risk management review within the Group. The reports are issued to the AC, Executive Directors and the respective operations management, incorporating audit recommendations and Management's responses with regards to any audit finding on the weaknesses in the systems and controls of the operations.

The AC received quarterly reports and status of management actions from the Internal Auditors on audit reviews carried out, management's response to the findings and progress status in rectifying the identified issues. The management were made responsible and ensured that corrective actions on the control deficiencies were taken within the required time frame. The Internal Auditors conducted follow-up audits on key engagements to ensure that the corrective actions were implemented appropriately.

The total costs incurred for the Group's internal audit function in respect of the financial year ended 31 December 2024 was RM50,192.

▶ DIRECTORS' RESPONSIBILITY STATEMENT

The Directors are required by the Companies Act, 2016 (Act) to prepare financial statements for each financial year which have been made out in accordance with the applicable Malaysia Financial Reporting Standards (MFRSs), the International Financial Reporting Standards (IFRSs), the requirements of the Act in Malaysia, and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Directors are responsible to ensure that the financial statements give a true and fair view of the state of affairs of the Group and of the Company at the end of the financial year, and of the results and cash flows of the Group and of the Company for the financial year.

In preparing the financial statements, the Directors have:

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

The Directors are responsible to ensure that the Group and the Company keep accounting records which disclose the financial position of the Group and of the Company with reasonable accuracy, enabling them to ensure that the financial statements comply with the Act.

The Directors are responsible for taking such steps as are reasonably open to them to safeguard the assets of the Group and of the Company, and to detect and prevent fraud and other irregularities.

▶ DIRECTORS' REPORT

The Directors hereby submit their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 December 2024.

PRINCIPAL ACTIVITIES

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

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

FINANCIAL RESULTS

	Group RM	Company RM
Loss for the financial year	(1,982,831)	(1,912,177)
Attributable to:- Owners of the Company Non-controlling interests	(2,008,796) 25,965	
	(1,982,831)	

DIVIDENDS

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

ISSUE OF SHARES AND DEBENTURES

There were no changes in the issued and paid-up capital of the Company and no issuance of debentures during the financial year.

TREASURY SHARES

During the financial year ended 31 December 2024, the Company repurchased 300,000 of its issued shares from the open market for a total consideration paid, including transaction costs of RM16,500. The average price paid for the shares repurchased was approximately RM0.055 per share and was financed by internally generated funds. The shares repurchased are being held as treasury shares and treated in accordance with the requirements of Section 127(6) of the Companies Act 2016.

As at 31 December 2024, the Company held 1,300,000 treasury shares out of the total 720,000,000 issued ordinary shares. Further relevant details are disclosed in Note 15 to the financial statements.

RESERVES AND PROVISIONS

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

HOLDING COMPANY

The Directors regard Marvellous Heights Sdn. Bhd., a private limited liability company incorporated and domiciled in Malaysia, as the holding company.

DIRECTORS

The name of the Directors of the Company and its subsidiaries in office during the financial year and during the period commencing from the end of the financial year to the date of this report are:-

Directors of the Company and its subsidiaries:

Directors of the Company: Dato' Koh Peng Chor Carolyn Anne Kam Foong Kheng

Chew Boon Swee Koh How Loon

An Li Fong

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

Koh Tiah Siew Koh Teng Kiat Soo Wei Huey Thong Lai Yeen Chu Yang Ang

Chan Kok Liang (resigned on 13 November 2024)

DIRECTORS' INTERESTS

According to the Register of Directors' Shareholdings required to be kept under Section 59 of the Companies Act 2016 in Malaysia, the interests and deemed interests in the ordinary shares of the Company and its related corporations of those who were Directors as at the financial year end (including the interests of spouses or children of the Directors who themselves are not Directors of the Company) are as follows:-

	No. of ordinary shares			
	At			At
	<u>1.1.2024</u>	<u>Bought</u>	<u>Sold</u>	31.12.2024
Company				
Direct interests				
Dato' Koh Peng Chor	5,028,680	-	-	5,028,680
Chew Boon Swee	1,128,614	-	-	1,128,614
Koh How Loon	1,679,180	-	-	1,679,180
Deemed interests				
Dato' Koh Peng Chor*	373,983,483	-	-	373,983,483
Chew Boon Swee**	6,534,120	-	-	6,534,120
Koh How Loon***	370,671,643	-	-	370,671,643
Holding company				
Direct interests				
Dato' Koh Peng Chor	71,660	_	-	71,660
Chew Boon Swee	7,902	-	-	7,902
Deemed interests				
Dato' Koh Peng Chor****	137,989	-	-	137,989
Koh How Loon****	137,989	-	-	137,989

^(*) Deemed interest by virtue of shares held by spouse, children, Marvellous Heights Sdn. Bhd. and PC Marketing Sdn. Bhd..

By virtue of Dato' Koh Peng Chor's and Koh How Loon's interests in the shares of the Company, they are also deemed interested in the shares of all the subsidiaries to the extent that the Company has an interest under Section 8 of the Companies Act 2016.

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

^(**) Deemed interest by virtue of shares held by spouse.

^(***) Deemed interest by virtue of shares held by Marvellous Heights Sdn. Bhd. and PC Marketing Sdn. Bhd..

^(****) Deemed interest by virtue of shares held by PC Marketing Sdn. Bhd..

■ DIRECTORS' REPORT

DIRECTORS' REMUNERATION AND BENEFITS

During the financial year, the fees and other benefits received and receivable by the Directors of the Company and its subsidiaries are as follows:-

	Incurred by	Incurred by the	
	the Company	<u>subsidiaries</u>	<u>Total</u>
	RM	RM	RM
Fees	300,000	-	300,000
Salaries and other emoluments	148,601	741,929	890,530
Defined contribution plan	14,183	58,594	72,777
	462,784	800,523	1,263,307
Benefits-in-kind	15,983	34,575	50,558
	478,767	835,098	1,313,865
			, -,

During and at the end of the financial year, no arrangements subsisted to which the Company is a party, with the object or objects of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

Since the end of the previous financial year, no Director has received or become entitled to receive any benefit (other than as disclosed in Notes 25 and 28 to the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a Company of which the Director has a substantial financial interest

OTHER STATUTORY INFORMATION

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

- (a) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts, and satisfied themselves that all known bad debts had been written off and that adequate provision had been made for doubtful debts; and
- (b) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including their values as shown in the accounting records of the Group and of the Company have been written down to an amount which they might be expected so to realise.

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

- (a) which would render the amounts written off for bad debts or the amount of the provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
- (b) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; or
- (c) which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or
- (d) not otherwise dealt with in this report or the financial statements which would render any amount stated in the financial statements misleading.

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

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

In the opinion of the Directors:-

- (a) no contingent liability or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due;
- (b) the results of 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
- (c) 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 operations of the Group and of the Company for the current financial year in which this report is made.

INDEMNITY AND INSURANCE FOR DIRECTORS AND OFFICERS

The amount of indemnity coverage and insurance premium paid for Directors and Officers of the Group and of the Company during the financial year are amounted to RM10,000,000 and RM14,000 respectively.

SIGNIFICANT EVENT

Litigation

On 18 September 2021, an ex-director of the subsidiaries' Company ("the Claimant") had filed a legal action against CNI Enterprise (M) Sdn Bhd ("the Company") under Section 20(3) of the Industrial Relations Act 1967, following her dismissal by the Company on 22 December 2020.

The case management began on 5 January 2022, with trial dates set for 7 and 8 September 2022. However, the Court subsequently vacated these dates, and the hearing was completed on 30 September 2024.

The case is now pending written submissions, which were scheduled for 23 April 2025. However, this date remains tentative and may be subject to further changes.

The outcome of the trial is uncertain and cannot be reliably predicted at this stage.

EVENT AFTER THE REPORTING PERIOD

On 2 April 2025, the US government announced a reciprocal tariff on imported goods from all countries. The reciprocal tariff imposed a baseline of 10% tariff on all imports from countries worldwide effective 5 April 2025 whilst higher tariffs were imposed on specific countries whereby Malaysia was imposed a tariff rate of 24%, which will take effect from 9 April 2025.

At this juncture, the management does not expect the reciprocal tariff to have a material impact on the Group's business operations or financial performance as the Group's direct export to US is negligible. However, the imposition of the reciprocal tariff by the US and retaliation tariffs by certain countries may lead to dysfunctional global trade environment such as supply chain disruptions, increase of operational costs and other global macroeconomic conditions such as rising inflation, higher unemployment rates, lower disposable income and etc. These put adverse implications on the global economy and may have a material adverse impact on the business and financial performance of businesses worldwide.

The management is aware that any future development to this event may have a direct or indirect implication to its business operations and will continue to monitor the situation closely and take appropriate and timely measures to address the potential implications that may arise from this reciprocal tariff.

■ DIRECTORS' REPORT

AUDITORS

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

The total amount of audit fees paid or payable to the Auditors by the Company and its subsidiaries for the financial year ended 31 December 2024 amounted to RM67,500 and RM242,500 respectively.

The Group and the Company have agreed to indemnify the Auditors, Grant Thornton Malaysia PLT to the extent permissible under the provisions of the Companies Act 2016 in Malaysia. However, no payment has been made arising from this indemnity for the financial year.

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

KOH HOW LOON))))	
))))))	DIRECTORS
CHEW BOON SWEE)))	

Kuala Lumpur 8 April 2025

▶ STATEMENT BY DIRECTORS & STATUTORY DECLARATION

STATEMENT BY DIRECTORS

In the opinion of the Directors, the financial statements set out on pages 65 to 137 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2024 and of their financial performance and their cash flows for the financial year then ended.

illiancial performance and their cash nows to	the infancial year their chaca.
Signed on behalf of the Directors in accordan	ice with a resolution of the Board of Directors.
KOH HOW LOON	CHEW BOON SWEE
Kuala Lumpur 8 April 2025	
6 April 2023	
	STATUTORY DECLARATION
solemnly and sincerely declare that to the b 137 are correct and I make this solemn declar	ily responsible for the financial management of Citra Nusa Holdings Berhad, do est of my knowledge and belief, the financial statements set out on pages 65 to aration conscientiously believing the same to be true and by virtue of the Statutory
Declarations Act 1960.	
Subscribed and solemnly declared by the abovenamed at Kuala Lumpur in))
the Federal Territory this day of 8 April 2025))
·	FOONG LAI KWAN (MIA No: CA 29637)
	(
Before me:	
Commissioner for Oaths	

▶ INDEPENDENT AUDITORS' REPORT

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CITRA NUSA HOLDINGS BERHAD

(Incorporated in Malaysia)

Registration No: 198901004452 (181758 - A)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Citra Nusa Holdings Berhad, which comprise the statements of financial position as at 31 December 2024 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 material accounting policy information, as set out on pages 65 to 137.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2024, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significant 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.

Inventories-valuation net

The risk

Referring to Note 10 to the financial statements. The Group holds a significant amount of inventories which are subject to a risk that the inventories become slow-moving or obsolete, such that they could not be sold or only be sold for selling prices that are less than the carrying value. There is inherent subjectivity and estimation required in determining the accuracy of inventories obsolescence provisions and in making an assessment of their adequacy due to risk such as inventories are not stated at the lower of cost and net realisable value.

Our response

We tested the methodology for calculating the provisions, challenged the appropriateness and consistency of judgements and assumptions and considered the nature and suitability of historic data used in estimating the provisions. In doing so, we obtained understanding on the ageing profile of inventories, the process for identifying specific problem inventories and historic loss rates.

Impairment losses on trade receivables

The risk

Referring to Note 11 to the financial statements. We focused on this area because the Group has material amounts of trade receivables that are past due but not impaired. The key associate risk is the recoverability of trade receivables due to management judgement is required in determining the completeness of the provision for trade receivables and in assessing their adequacy through considering the expected recoverability.

Report on the Audit of the Financial Statements (cont'd)

Our responses

We have reviewed the ageing of trade receivables in comparison to previous years, testing the integrity of ageing by calculating the due date for a sample of invoices and reviewing the level of bad debts written off in the current year against the prior years. Besides, we have assessed the reasonableness of assumptions and judgements made by the management regarding the expected credit losses through examination of subsequent collections.

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

Information Other than the Financial Statements and Auditors' Report Thereon

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

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. As at the date of our report, except for the Directors' Report, the remaining other information has not been made available to us for our reading and accordingly we are unable to report in this regard.

However, if after reading the other information when available and we conclude there is a material misstatement therein, we will communicate same to the Directors of the Company.

Responsibilities of the Directors for the Financial Statements

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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

■ INDEPENDENT AUDITORS' REPORT

Report on the Audit of the Financial Statements (cont'd)

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

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:-

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identified 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 determined those matters that were of most significant 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 described these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors as disclosed in Note 7 to the financial statements.

Other Matters

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

GRANT THORNTON MALAYSIA PLT (201906003682 & LLP0022494-LCA CHARTERED ACCOUNTANTS (AF 0737)

FOO LEE MENG (NO: 03069/07/2025 (J)) CHARTERED ACCOUNTANT

Kuala Lumpur 8 April 2025

■ STATEMENTS OF FINANCIAL POSITIONAS AT 31 DECEMBER 2024

			Group	Co	ompany
	<u>Note</u>	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
		RM	RM	RM	RM
ASSETS					
Non-current assets					
Property, plant and equipment	3	26,793,659	28,852,971	17,244	32,161
Investment properties	4	7,730,280	6,854,000	1,980,000	1,980,000
Intangible assets	5	411,437	629,228	1,574	2,502
Other investments	6	339,973	2,142,973	1	1
Investment in subsidiaries	7	-	-	73,793,874	76,006,029
Investment in associates	8	-	-	-	-
Deferred tax assets	9	341,000	407,000		
Total non-current assets		35,616,349	38,886,172	75,792,693	78,020,693
Current assets					
Inventories	10	10,569,252	11,078,928	-	-
Trade receivables	11	2,833,125	3,641,343	81,496	104,506
Other receivables	12	3,183,233	3,458,711	7,493	17,853
Other investments	6	14,125,591	12,753,847	5,477,417	6,107,613
Tax recoverable		556,692	119,531	-	-
Cash and bank balances and deposits	13	15,509,393	13,575,604	2,019,800	1,094,583
Total current assets		46,777,286	44,627,964	7,586,206	7,324,555
Total assets		82,393,635	83,514,136	83,378,899	85,345,248
EQUITY AND LIABILITIES					
EQUITY					
Equity attributable to owners of the Company:					
Share capital	14	72,000,000	72,000,000	72,000,000	72,000,000
Treasury shares	15	(74,766)	(58,266)	(74,766)	(58,266)
Foreign currency translation reserve	16	(208,468)	(436,611)	-	-
Legal capital reserve	17	178,989	178,989	-	-
(Accumulated losses)/Retained earnings	6	(6,111,217)	(4,102,421)	11,291,017	13,203,194
		65,784,538	67,581,691	83,216,251	85,144,928
Non-controlling interests	7	584,939	619,485		
Total equity		66,369,477	68,201,176	83,216,251	85,144,928

■ STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2024

			Group	Co	ompany
	<u>Note</u>	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
		RM	RM	RM	RM
LIABILITIES					
Non-current liabilities					
Lease liabilities	18	526,526	1,114,131	-	-
Deferred tax liabilities	9				
Total non-current liabilities		526,526	1,114,131		
Current liabilities					
Trade payables	19	4,422,889	3,540,595	-	-
Other payables	20	9,348,429	9,033,330	162,648	200,320
Lease liabilities	18	1,044,132	1,429,257	-	-
Borrowing	21	680,218	190,679	-	-
Tax payable		1,964	4,968	-	-
Total current liabilities		15,497,632	14,198,829	162,648	200,320
Total liabilities		16,024,158	15,312,960	162,648	200,320
Total equity and liabilities		82,393,635	83,514,136	83,378,899	85,345,248

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 31 DECEMBER 2024

			Group		ompany
	<u>Note</u>	2024 RM	<u>2023</u> RM	<u>2024</u> RM	2023 RM
Revenue	22	58,001,186	61,996,548	1,518,412	1,518,451
Cost of sales		(28,305,834)	(32,094,004)	(9,656)	(11,818)
Gross profit		29,695,352	29,902,544	1,508,756	1,506,633
Other income		242,837	491,304	341,729	363,055
Distribution expenses		(20,735,835)	(21,439,502)	-	-
Administration expenses		(9,407,637)	(9,789,666)	(1,551,122)	(1,813,549)
Other expenses		(1,663,655)	(1,271,411)	(165,072)	(123,559)
Net impairment (loss)/gain on non-financial assets		(97,445)	(312,703)	(2,212,155)	7,092,026
Net impairment (loss)/gain on financial assets		(383,823)	311,307	(2,459)	29,221
Operating (loss)/profit		(2,350,206)	(2,108,127)	(2,080,323)	7,053,827
Finance income	23	668,034	649,963	168,146	161,520
Finance costs	24	(145,035)	(137,112)	-	-
Share of (loss)/profit of equity-accounted associates	s 8	(14,417)	300,963	-	-
(Loss)/Profit before tax	25	(1,841,624)	(1,294,313)	(1,912,177)	7,215,347
Tax expenses	26	(141,207)	(328,552)	-	-
(Loss)/Profit after tax		(1,982,831)	(1,622,865)	(1,912,177)	7,215,347
Other comprehensive income/(loss), net of tax:					
Items that will be reclassified subsequently to profi	it				
Foreign currency translation for foreign operations		227,632	(230,314)		
Total other comprehensive income/(loss)		227,632	(230,314)	(1,912,177)	7,215,347
Total comprehensive (loss)/income for the financial	year	(1,755,199)	(1,853,179)	(1,912,177)	7,215,347
(Loss)/Profit after tax attributable to:-					
Owners of the Company Non-controlling interests		(2,008,796) 25,965	(1,462,410) (160,455)	(1,912,177)	7,215,347
		(1,982,831)	(1,622,865)	(1,912,177)	7,215,347
Total comprehensive (loss)/income attributable to:-					
Owners of the Company Non-controlling interests		(1,780,653) 25,454	(1,697,268) (155,911)	(1,912,177)	7,215,347
		(1,755,199)	(1,853,179)	(1,912,177)	7,215,347
Earnings per share attributable to owners of the Company (sen):-					
- Basic/Diluted	27	(0.28)	(0.20)		

The accompanying notes form an integral part of the financial statements

STATEMENTS OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

		+	A Nor	—Attributable to on Non-distributable	to owners o	Attributable to owners of the Company—on-distributable —	ele Ple	↑	
	Note	Share <u>capital</u>	Treasury <u>shares</u>	Legal capital reserve	Foreign currency translation reserve	Foreign currency translation Accumulated reserve losses		Non-controlling interests	Total
Group At 1 January 2023		RM RM 72,000,000 (41,266)	RM (41,266)	RM 178,989		RM RM (201,753) (2,640,011)	RM 69,295,959	RM 775,396	RM 70,071,355
Loss after tax Other comprehensive loss		1 1	1 1	1 1	- (234,858)	(1,462,410)	(1,462,410) (234,858)	(160,455)	(1,622,865)
Total comprehensive loss for the financial year		1	1	ı	(234,858)	(234,858) (1,462,410)	(1,697,268)	(155,911)	(1,853,179)
Transaction with owners: Own shares acquired	15	1	(17,000)	1	'	1	(17,000)	1	(17,000)
At 31 December 2023		72,000,000	(58,266)	178,989	(436,611)	(436,611) (4,102,421)	67,581,691	619,485	68,201,176
Loss after tax Other comprehensive income		1 1	' '	1 1	228,143	(2,008,796)	(2,008,796)	25,965 (511)	(1,982,831)
Total comprehensive loss for the financial year		ı	i	1	228,143	(2,008,796)	(1,780,653)	25,454	(1,755,199)
Transaction with owners: Own share acquired	15	1	(16,500)	1	1	1	(16,500)	ı	(16,500)
Subsidiary company		ı	I	1	ı	1	1	(60,000)	(60,000)
Total transactions with owners		1	(16,500)	1	1	1	(16,500)	(60,000)	(76,500)
At 31 December 2024		72,000,000	(74,766)	178,989	(208,468)	(208,468) (6,111,217)	65,784,538	584,939	66,369,477

STATEMENTS OF CHANGES IN EQUITYT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

		← At	ttributable to own	ers of the Company Distributable	
		Share	Treasury	Retained	Total
	<u>Note</u>	<u>capital</u>	<u>shares</u>	<u>earnings</u>	<u>equity</u>
Company		RM	RM	RM	RM
At 1 January 2023		72,000,000	(41,266)	5,987,847	77,946,581
Total comprehensive income for the financial year		-	-	7,215,347	7,215,347
Transaction with owners:					
Own shares acquired	15	-	(17,000)	-	(17,000)
At 31 December 2023		72,000,000	(58,266)	13,203,194	85,144,928
Total comprehensive loss for the financial year		-	-	(1,912,177)	(1,912,177)
Transaction with owners:					
Own shares acquired	15	-	(16,500)		(16,500)
At 31 December 2024		72,000,000	(74,766)	11,291,017	83,216,251

The accompanying notes form an integral part of the financial statements

STATEMENTS OF CASH FLOWSFOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

		Group	C	Company
<u>Note</u>	2024	2023	2024	<u>2023</u>
	RM	RM	RM	RM
OPERATING ACTIVITIES				
(Loss)/Profit before tax	(1,841,624)	(1,294,313)	(1,912,177)	7,215,347
Adjustments for:-				
Amortisation of intangible assets	243,701	245,026	928	971
Bad debts written off	-	15,012	-	227
Depreciation of property, plant and equipment	2,637,795	2,659,376	19,533	44,221
Dividend income	(213,300)	(82,050)	(150,800)	(5,100)
Fair value changes on other investments	(331,547)	(325,325)	(114,203)	(280,204)
Fair value changes on investment properties	653,720	-	-	-
Gain on disposal of other investments	(3,909)	(28,025)	-	(9,000)
Loss/(Gain) on disposal of property, plant and equipment	41,208	(117,318)	-	-
Impairment loss on intangible assets	-	9,888	-	-
Impairment loss on property, plant and equipment	111,862	1,852	-	-
Impairment loss on investment in subsidiaries	-	-	2,212,155	800,000
Interest expenses	145,035	137,112	-	-
Interest income	(668,034)	(649,963)	(168,146)	(161,520)
Intangible assets written off	75	2,609	-	-
Inventories written down	272,815	166,131	-	-
Inventories written off	301,973	81,346	-	-
Loss allowance on receivables	392,759	300,173	59,563	21,772
Property, plant and equipment written off	30,982	54,597	-	3
Reversal of loss allowance on receivables	(8,936)	(611,480)	(57,104)	(50,993)
Reversal of inventories written down	(178,582)	(536,795)	-	-
Reversal of inventories written off	-	(30,965)	-	-
Reversal of impairment loss investment in subsidiaries	-	-	-	(7,892,026)
(Reversal of impairment loss)/Impairment loss on				
investment in an associate	(14,417)	300,963	-	-
Share of loss/(profit) of equity-accounted associates	14,417	(300,963)	-	-
Unrealised loss/(gain) on foreign exchange	245,960	(204,549)	15,396	(2,710)
Operating profit/(loss) before working capital changes	1,831,953	(207,661)	(94,855)	(319,012)

			Group	(Company
	<u>Note</u>	<u>2024</u>	<u>2023</u>	2024	2023
		RM	RM	RM	RM
OPERATING ACTIVITIES					
Adjustments for (cont'd):-					
Changes in working capital:-					
Inventories		83,594	3,369,804	-	-
Receivables		301,784	4,652,915	(9,953)	46,182
Payables		1,618,427	(1,843,512)	(47,282)	41,138
		3,835,758	5,971,546	(152,090)	(231,692)
Income tax paid, net of refund		(515,372)	(1,015,597)	-	-
Interest received		84,147	83,326	6,663	8,544
Interest paid		(36,857)	(5,871)	<u>-</u> -	<u>-</u>
Net cash from/(used in) operating activities		3,367,676	5,033,404	(145,427)	(223,148)
INVESTING ACTIVITIES					
Dividends received		213,300	82,050	150,800	5,100
Proceeds from disposal of other investments		38,834	626,525	-	219,000
Redemption of other investments		1,700,000	-	1,200,000	-
Purchase of other investments		(972,122)	(2,544,028)	(455,601)	(1,551,557)
Interest received		583,887	566,637	161,483	152,976
Purchase of property, plant and equipment	Α	(377,164)	(324,366)	(4,616)	(2,999)
Purchase of investment property		(1,530,000)	(1,750,000)	-	-
Purchase of intangible assets		(25,985)	(31,703)	-	-
Proceeds from disposal of property, plant					
and equipment		92,256	144,574	-	-
Proceeds from disposal of intangible asset		-	1,361	-	-
Advances to holding company		-	(150)	-	(150)
(Advances to)/Repayments from related parties		(2,240)	327,899	-	-
Repayments from/(Advances to) subsidiaries		-	-	25,468	(26,492)
Repayments from/(Advances to) an associate		105,558	89,446)		
Net cash (used in)/from investing activities		(173,676)	(2,990,647)	1,077,534	(1,204,122)

■ STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

			Group	(Company
	<u>Note</u>	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
		RM	RM	RM	RM
FINANCING ACTIVITIES					
Advance from/(Repayments to) subsidiaries		-	-	9,610	(3,931)
Purchase of treasury shares		(16,500)	(17,000)	(16,500)	(17,000)
(Repayments to)/Advances from related parties		(184,172)	140,995	-	-
Interest paid		(108,178)	(131,241)	-	-
Dividend paid to non-controlling interests					
of a subsidiary company		(60,000)	-	-	-
Advances from/(Repayments to) an associate		109,545	(194,787)	-	-
Repayments to a Director		-	(100,000)	-	-
Repayments of lease liabilities		(1,451,334)	(1,396,442)		
	•				
Net cash used in financing activities		(1,710,639)	(1,698,475)	(6,890)	(20,931)
CASH AND CASH EQUIVALENTS					
Net changes		1,483,361	344,282	925,217	(1,448,201)
Effect of exchange rate fluctuations on bank					
balances		(39,111)	22,546	-	-
Brought forward		13,384,925	13,018,097	1,094,583	2,542,784
Carried forward	В	14,829,175	13,384,925	2,019,800	1,094,583

NOTES TO THE STATEMENTS OF CASH FLOWS

			Group		Company
		<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
		RM	RM	RM	RM
A.	PURCHASE OF PROPERTY, PLANT AND				
	EQUIPMENT				
	Total purchase of property, plant and equipment	955,730	2,126,983	4,616	2,999
	Less: Acquisition by means of lease liabilities	(578,566)	(1,802,617)		
	Total cash paid	377,164	324,366	4,616	2,999

B. CASH AND CASH EQUIVALENTS

Cash and cash equivalents included in the statements of cash flows comprise the following amounts:-

		Group	(Company
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Deposits with financial institutions	66,585	70,451	-	-
Cash and bank balances	15,442,808	13,505,153	2,019,800	1,094,583
	15,509,393	13,575,604	2,019,800	1,094,583
Less: Bank overdraft	(680,218)	(190,679)		
Total cash and cash equivalents	14,829,175	13,384,925	2,019,800	1,094,583
Total cash and cash equivalents	14,829,175	13,384,925	2,019,800	1,094,583

The accompanying notes form an integral part of the financial statements

RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Group	1 January <u>2024</u> RM	Cash flows movement RM	Purchase of property, plant and <u>equipment</u> RM	Expired lease <u>liabilities</u> RM	Unrealised foreign <u>exchange</u> RM	31 December <u>2024</u> RM
Amount due to a Director	1,483,333	-	-	-	-	1,483,333
Amount due to related						
parties	229,195	(184,172)	-	-	-	45,023
Amount due to associates	114,236	109,545	-	-	- (0.4.070)	223,781
Lease liabilities	2,543,388	(1,451,334)	578,566	(65,690)	(34,272)	1,570,658
				1 January	Cash flows	31 December
				<u>2024</u>	movement	<u>2024</u>
Company				RM	RM	RM
Amount due to subsidiaries			1	998	9,610	10,608
			Durahasa			
			Purchase of property,	Expired	Unrealised	
	1 January	Cash flows	plant and	lease	foreign	31 December
	2023	movement	equipment	<u>liabilities</u>	exchange	2023
Group	<u>2020</u> RM	RM	RM	RM	RM	<u>2020</u> RM
ш. ч.						
Amount due to a Director	1,583,333	(100,000)	-	-	-	1,483,333
Amount due to related						
parties	88,200	140,995	-	-	-	229,195
Amount due to associates	309,023	(194,787)	-	-	-	114,236
Lease liabilities	2,107,152	(1,396,442)	1,802,617	-	30,061	2,543,388
				1 1	0	21 D
				1 January 2023	Cash flows	31 December
Company				<u>2023</u> RM	<u>movement</u> RM	<u>2023</u> RM
Company				L/I/I	KIVI	KIVI
Amount due to subsidiaries				4,929	(3,931)	998

The accompanying notes form an integral part of the financial statements

31 DECEMBER 2024

1. GENERAL INFORMATION

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

The registered office and the principal place of business of the Company are both located at Wisma CNI, No. 2 Jalan Perunding U1/17, Hicom-Glenmarie Industrial Park, Seksyen U1, 40150 Shah Alam, Selangor Darul Ehsan.

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

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

The Directors regard Marvellous Heights Sdn. Bhd., a private limited liability company incorporated and domiciled in Malaysia, as the ultimate holding company.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 8 April 2025.

2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

2.1 Statement of Compliance

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

2.2 Basis of Measurement

The financial statements of the Group and of the Company are prepared under historical cost convention except for investment properties, debt and equity financial assets that have been measured at fair value.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date and its measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible to by the Group and by the Company.

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

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

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

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

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

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2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (CONT'D)

2.2 Basis of Measurement (cont'd)

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

The Group and the Company have established control framework in respect of measurement of fair values of financial instruments. The Board has overall responsibility for overseeing all significant fair value measurements. The Board regularly reviews significant unobservable inputs and valuation adjustments.

For the purpose of fair value disclosures, the Group and the Company have determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of fair value hierarchy as explained above.

2.3 Functional and Presentation Currency

The financial statements are presented in Ringgit Malaysia ("RM"), which is Company's functional currency and all values are rounded to the nearest RM except when otherwise stated.

2.4 Basis of Consolidation

The Group's financial statements consolidate those of the parent company and all of its subsidiaries at 31 December 2024. All subsidiaries have a reporting date of 31 December.

2.5 MFRSs

2.5.1 Adoption of Amendments to MFRSs

At the beginning of the current financial year, the Group and the Company adopted new amendments to MFRSs which are mandatory for the financial periods beginning on or after 1 January 2024.

Amendments to MFRS 16 Lease – Lease Liability in a Sales and Leaseback

Amendments to MFRS 101 Presentation of Financial Statements – Non - current Liabilities

with Covenants

Amendments to MFRS 101 Presentation of Financial Statements – Classification of

Liabilities as Current or Non - current

Amendments to MFRS 107 Statement of Cash Flows and Financial Instruments:

and MFRS 7 Disclosures – Supplier Finance Arrangements

The initial application of the MFRS and amendments to the MFRSs are not expected to have any material financial impact on the Group and the Company.

2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (CONT'D)

2.5.2 Standards Issued but Not Yet Effective

The new and amended standards that are issued, but not yet effective, up to the date of issuance of the Group's and of the Company's financial statements are disclosed below. The Group and the Company intend to adopt these amended standards, if applicable, when they become effective.

Effective for financial period beginning on or after 1 January 2025:-

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

Effective for financial period beginning on or after 1 January 2026:-

Amendments to MFRS 7 and Financial Inst
MFRS 9 to the Cla

Financial Instruments and Financial Instruments: Disclosures – Amendments

to the Classification and Measurement of Financial Instruments

Amendments to MFRS 7 and Financial Instruments and Financial Instruments: Disclosures – Contracts

MFRS 9 Referencing Nature - Dependent Electricity

MFRS 9 Referencing Nature - Dependent Electrici Annual Improvements to MFRS Accounting Standards – Volume 11:

- Amendments to MFRS 1 First-time Adoption of MFRS Accounting Standards

- Amendments to MFRS 7 Financial Instruments: Disclosures

- Amendments to MFRS 9 Financial Instruments

- Amendments to MFRS 10 Consolidated Financial Statements

- Amendments to MFRS 107 Statement of Cash Flow

Effective for financial period beginning on or after 1 January 2027:-

MFRS 18 Presentation and Disclosure in Financial Statements
MFRS 19 Subsidiaries without Public Accountability: Disclosures

Deferred to a date to be determined by the MASB:-

Amendments to MFRS 10 and

MFRS 128

Consolidated Financial Statements and Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its

Associate or Joint Venture

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2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (CONT'D)

2.5 MFRSs (cont'd)

2.5.2 Standards Issued but Not Yet Effective (cont'd)

The initial application of the above standards and amendments are not expected to have material financial impact to the financial statements of the Group and the Company upon their first adoption, except for:

MFRS 18 Presentation and Disclosures of Financial Statements

MFRS 18 introduces three sets of new requirements to improve companies' reporting of financial performance:

- Improved comparability in the statement of profit or loss (income statement)
- Enhanced transparency of management-defined performance measures
- More useful grouping of information in the financial statements

MFRS 18 replaces MFRS 101 Presentation of Financial Statements. It carries forward many requirements from MFRS 101 unchanged. MFRS 18 is effective for annual reporting periods beginning on or after 1 January 2027, but companies can apply it earlier.

The Group is currently assessing the impact of the amendments to determine the impact they will have on the Group's accounting policy disclosures.

2.6 The Use of Estimates and Judgements

The preparation of financial statements in conformity with MFRSs and IC Interpretations require the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. It also requires the management and Directors to exercise their judgement in the process of applying the Group's and the Company's accounting policies. Although these estimates and judgements are based on the managements' and Directors' best knowledge of current events and actions, actual results may defer from those estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised from the period in which the estimate is revised.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities and the reported amounts of revenue and expenses are outlined below:-

Useful Lives of Depreciable Assets

Management estimates the useful lives of the depreciable assets to be within 1.4 to 50 years and reviews the useful lives of depreciable assets at end of each reporting period. At 31 December 2024, management assesses that the useful lives represent the expected utility of the assets to the Group and the Company. Actual results, however, may vary due to change in the expected level of usage and technological developments, which may result in an adjustment to the Group's and the Company's assets.

Impairment of Non-Financial Assets

An impairment loss is recognised for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. To determine the recoverable amount, management estimates expected future cash flows from each cash-generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows.

In the process of measuring expected future cash flows, management makes assumptions about future operating results. The actual results may vary and may cause significant adjustments to the Group's and the Company's assets within the next financial year.

In most cases, determining the applicable discount rate involves estimating the appropriate adjustment to market risk and the appropriate adjustment to asset-specific risk factors.

2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (CONT'D)

2.6 The Use of Estimates and Judgements (cont'd)

Provision for Expected Credit Losses ("ECLs") of Trade Receivables

The Group and the Company use a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geography, product type, customer type and rating, and coverage by letter of credit and other forms of credit insurance).

The provision matrix is initially based on the Group's and the Company's historical observed default rates. The Group and the Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's and the Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

Deferred Tax Assets

The assessment of the probability of future taxable income in which deferred tax assets can be utilised is based on the Group's latest approved budget or forecast, which is adjusted for significant non-taxable income and expenses and specific limits to the use of any unused tax loss or credit. The tax rules in which the Group operates are also carefully taken into consideration.

If a positive forecast of taxable income indicates the probable use of a deferred tax assets, especially when it can be utilised without a time limit, that deferred tax assets is usually recognised in full. The recognition of deferred tax assets that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances.

Income Tax

Significant judgement is required in determining the capital allowance and deductibility of certain expenses during the estimation of 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 and the Company recognised tax liabilities based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax and deferred tax provisions in the period in which such determination is made.

<u>Inventories</u>

The Group writes down its obsolete or slow-moving inventories based on assessment of their estimated net selling price, the expiry dates, condition and movements of the inventories and applies certain percentage of write down. Inventories are written down when events or changes in circumstances indicate that the carrying amounts may not be recoverable. The management specifically analyses sales trend and current economic trends when making a judgement to evaluate the adequacy of the write down for obsolete or slow-moving inventories. Where expectation differs from the original estimates, the differences will impact the carrying amount of inventories.

Fair Value of Investment Properties

The Group recognises its investment property at fair value with changes in fair value being recognised in profit or loss. Significant judgement is required in the determination of fair value which may be derived based on different valuation methods. In making the judgement, the Group evaluated based on Directors' estimation with reference to past experience and reliance on the work of specialists.

Information regarding the valuation techniques and inputs used in determining the fair value is disclosed in Note 4 to the financial statements.

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2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (CONT'D)

2.6 The Use of Estimates and Judgements (cont'd)

Fair Value of Other Investments

Management uses valuation techniques in measuring the fair value of financial instruments where active market quotes are not available. Details of the assumptions used are given in the notes regarding financial assets and liabilities. In applying the valuation techniques management makes maximum use of market inputs, and uses estimates and assumptions that are, as far as possible, consistent with observable data that market participants would use in pricing the instrument. Where applicable data is not observable, management uses its best estimate about the assumptions that market participants would make. These estimates may vary from the actual prices that would be achieved in an arm's length transaction at the end of the reporting period.

Classification Between Investment Property and Owner-occupied Properties

The Group and the Company determine whether a property qualifies as an investment property, and has developed criteria in making that judgement. Investment property is a property held to earn rentals or for capital appreciation or both. Therefore, the Group and the Company consider whether a property generates cash flows largely independently of the other assets held by the Group and by the Company.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. The Group and the Company account for the portions separately if the portions could be sold separately (or leased out separately under a finance lease). If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes.

Judgement is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as an investment property.

<u>Deferred Tax on Investment Properties</u>

For the purposes of measuring deferred tax liabilities arising from investment properties that are measured using fair value model, the management of the Group and the Company review the investment properties and concluded that the Group's and the Company's investment properties are held under a business model whose objective is to consume substantially all the economic benefits embodied in the investment properties over time. Therefore, in making judgement, the management has determined that the presumption that the carrying amounts of investment properties measured using the fair value model are recovered entirely through over time. Accordingly, the Group and the Company recognised deferred taxes using income tax rate in respect of the changes in fair value of investment properties. The final tax outcome could be different from the deferred tax liabilities recognised in the financial statements should the investment properties subsequently be disposed rather than consumed substantially all of the economic benefits embodied over time.

PROPERTY, PLANT AND EQUIPMENT ო

					Office equipment, furniture and			
			Plant and		fittings, renovation,			
		_	machinery, and	v	electrical installation		Right-of-use	
			laboratory		and computer	Capital work-	assets: Lease	
	Freehold land	Buildings	equipment	Motor vehicles	hardware	<u>in-progress</u>	of premises	<u>Total</u>
	RM	RM	RM	RM	RM	RM	RM	RM
Group								
Cost								
At 1 January 2023	4,621,097	35,601,662	26,154,544	2,876,574	15,507,946	614,983	2,205,983	87,582,789
Additions	1	1	73,460	572,795	144,720	3,392	1,332,616	2,126,983
Expired leases	1	1	ı	ı	1	1	(679, 129)	(679, 129)
Disposals	1	(17,939)	(13, 140)	(175,497)	(582,809)	(391,779)	ı	(1,181,164)
Written off	1	1	(98,024)	(6,754)	(262,677)	(1)	ı	(367,456)
Transfer	ı	I	184,710	ı	ı	(184,710)	ı	I
Exchange differences	I	58,762	55,162	1	33,164	1	94,961	242,049
At 31 December 2023	4,621,097	35,642,485	26,356,712	3,267,118	14,840,344	41,885	2,954,431	87,724,072
Additions	•	1	127,578	1	238,938	10,648	578,566	955,730
Expired leases	1	1	1	ı	1	ı	(1,464,908)	(1,464,908)
Disposals	ı	1	(12,200)	(430,451)	(6,816)	ı	ı	(449,467)
Written off	ı	ı	(5,023,133)	(2,450)	(110,970)	1	ı	(5, 136, 553)
Transfer	ı	ı	38,493	ı	ı	(38,493)	ı	ı
Exchange differences	1	(115,481)	(109,878)	ı	(48,269)		(107,735)	(381,363)
At 31 December 2024	4,621,097	35,527,004	21,377,572	2,834,217	14,913,227	14,040	1,960,354	81,247,511

PROPERTY, PLANT AND EQUIPMENT (CONT'D) რ

					Office equipment,			
					furniture and			
			Plant and		fittings, renovation,			
			machinery, and		electrical installation		Right-of-use	
			laboratory		and computer Capital work-	Capital work-	assets: Lease	
	Freehold land	Buildings	equipment	Motor vehicles	<u>hardware</u>	<u>in-progress</u>	of premises	Total
	RM	RM	RM	RA	RM	RM	RA	RM
Group								
Accumulated depreciation								
At 1 January 2023	ı	17,015,718	24,044,706	2,228,693	13,061,535	1	1,246,483	57,597,135
Charge for the financial year		686,404	353,887	282,863	389,918	ı	946,304	2,659,376
Expired leases	1	1	1	1	1	ı	(679, 129)	(679, 129)
Disposals	1	(17,939)	(12,668)	(175,496)	(556,027)	I	1	(762,130)
Written off	1	1	(79,383)	(3,884)	(229,592)	ı	1	(312,859)
Exchange differences	•	57,972	52,070	ı	27,780	1	64,854	202,676
At 31 December 2023	ı	17,742,155	24,358,612	2,332,176	12,693,614	ı	1,578,512	58,705,069
Charge for the financial year		686,403	400,317	204,800	367,264	1	979,011	2,637,795
Expired leases	1	1	ı	ı	1	I	(1,399,218)	(1,399,218)
Disposals	1	1	(11,793)	(302,064)	(2,146)	I	1	(316,003)
Written off	1	1	(5,018,042)	(1,495)	(86,034)	I	1	(5,105,571)
Exchange differences	1	(113,907)	(103,719)	ı	(43,009)	1	(73,522)	(334,157)
At 31 December 2024	1	18,314,651	19,625,375	2,233,417	12,929,689	1	1,084,783	54,187,915

PROPERTY, PLANT AND EQUIPMENT (CONT'D) ო

				C	Office equipment, furniture and			
		<u> </u>	Plant and machinery, and	fit	fittings, renovation, electrical installation		Right-of-use	
			laboratory		and computer Capital work-	Capital work-	assets : Lease	
	Freehold land	Buildings	equipment	Motor vehicles	hardware	in-progress	of premises	Total
	RM	RM	RM	RM	RA	RM	RM	RM
Group								
Accumulated impairment loss	SSO							
At 1 January 2023	1	17,237	67,413	Í	71,231	391,778	1	547,659
Impairment loss for the financial	ancial							
year	ı	ı	ı	ı	1,852	1	ı	1,852
Disposal	1	1	ı	ı	1	(391,778)	1	(391,778)
Exchange differences	1	790	3,092	1	4,417			8,299
At 31 December 2023	1	18,027	70,505	ı	77,500	1	1	166,032
Impairment loss for the financial	ancial		106 860		о С			111 862
year	•	•	100,000		2,002	ı	1	700,111
Exchange differences	1	(1,574)	(6,159)	1	(4,224)	ı	1	(11,957)
At 31 December 2024	1	16,453	171,206	1	78,278	1	ı	265,937
Net carrying amount								
At 31 December 2024	4,621,097	17,195,900	1,580,991	600,800	1,905,260	14,040	875,571	26,793,659
At 31 December 2023	4,621,097	17,882,303	1,927,595	934,942	2,069,230	41,885	1,375,919	28,852,971

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

		Office equipment,		
		furniture and	Computer	
	Motor vehicles	<u>fittings</u>	<u>hardware</u>	<u>Total</u>
	RM	RM	RM	RM
Company				
Cost				
At 1 January 2023	396,500	7,400	65,936	469,836
Additions	-	2,999	-	2,999
Written off		(394)	(4,935)	(5,329)
At 31 December 2023	396,500	10,005	61,001	467,506
Additions		· -	4,616	4,616
At 31 December 2024	396,500	10,005	65,617	472,122
Accumulated depreciation				
At 1 January 2023	343,631	4,801	48,018	396,450
Charge for the financial year	39,652	602	3,967	44,221
Written off		(398)	(4,928)	(5,326)
At 31 December 2023	383,283	5,005	47,057	435,345
Charge for the financial year	13,216	1,520	4,797	19,533
At 31 December 2024	396,499	6,525	51,854	454,878
Net carrying amount				
At 31 December 2024	1	3,480	13,763	17,244
At 31 December 2023	13,217	5,000	13,944	32,161

Property, plant and equipment of the Group and the Company amounted to RM30,982 and RMNil (2023: RM54,597 and RM3) respectively were written off due to obsolescence and no longer being in use.

Impairment loss on property, plant and equipment of the Group amounted to RM111,862 (2023: RM1,852) had been recognised due to the recoverable amounts of property, plant and equipment are lower than the carrying amounts as a result of obsolescence.

Material Accounting Policy Information

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

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group and the Company.

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

Material Accounting Policy Information (cont'd)

Depreciation is recognised on the straight line method in order to write off the cost of each asset over its estimated useful lives. Freehold land with an infinite life is not depreciated. Other property, plant and equipment are depreciated based on the estimated useful lives of the assets as follows:-

Buildings	2%
Plant & machinery & laboratory equipment	10% - 12.50%
Motor vehicles	10% - 20%
Office equipment, furniture & fittings, renovation, electrical	
installation and computer hardware	2% - 71.40%

Capital work-in-progress consists of buildings under construction/installation for intended use as production facilities. The amount is stated at cost and includes capitalisation of interest incurred on borrowings related to property, plant and equipment under construction/installation until the property, plant and equipment are ready for their intended use. Assets under construction are not depreciated until they are completed and ready for their intended use.

Included in motor vehicles, plant and machinery and laboratory equipment of the Group are right-of-use assets as follows:

Croun	Motor vehicles RM	Plant and machinery, and laboratory <u>equipment</u> RM	<u>Total</u> RM
Group Cost			
At 1 January 2023 Additions Transfer to property, plant and equipment	728,459 564,690 (393,365)	1,274,427 - -	2,002,886 564,690 (393,365)
At 31 December 2023 Transfer to property, plant and equipment	899,784 (335,094)	1,274,427	2,174,211 (335,094)
At 31 December 2024	564,690	1,274,427	1,839,117
Accumulated depreciation			
At 1 January 2023 Charge for the financial year Transfer to property, plant and equipment	412,266 136,545 (329,443)	307,738 127,443 -	720,004 263,988 (329,443)
At 31 December 2023 Charge for the financial year Transfer to property, plant and equipment	219,368 142,541 (182,426)	435,181 127,441 -	654,549 269,982 (182,426)
At 31 December 2024	179,483	562,622	742,105
Accumulated impairment			
At 1 January 2023/31 December 2023 Impairment loss for the financial year	-	104,787	104,787
At 31 December 2024		104,787	104,787

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

Included in motor vehicles, plant and machinery and laboratory equipment of the Group are right-of-use assets as follows (cont'd):

	Motor vehicles	Plant and machinery, and laboratory equipment	<u>Total</u>
Group (cont'd) Net carrying amount	RM	RM	RM
At 31 December 2024	385,207	607,018	992,225
At 31 December 2023	680,416	839,246	1,519,662

Material Accounting Policy Information

The right-of-use assets are initially measured at cost, which comprise the initial amount of the lease liabilities adjusted for any lease payments made at or before the commencement date of the leases.

After initial recognition, right-of-use assets are stated at cost less accumulated depreciation and any accumulated impairment losses and adjusted for any re-measurement of the lease liabilities.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:-

Motor vehicles 10% - 20%

Plant and machinery, and laboratory equipment

10% - 12.5%

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices. However, for leases of properties in which the Group is a lessee, it has elected not to separate non-lease components and will instead account for the lease and non-lease components as a single lease component.

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. It assesses the lease classification of a sublease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sublease as an operating lease.

The Group applies a single recognition and measurement approach for all leases, except for short-term leases. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the profit or loss due to its operating nature. 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.

4. INVESTMENT PROPERTIES

Group At fair value	Right-of-use assets: Leasehold land <u>and buildings</u> RM	Freehold <u>building</u> RM	<u>Total</u> RM
At 1 January 2023 Addition	2,604,000	2,500,000 1,750,000	5,104,000 1,750,000
At 31 December 2023 Addition Fair value changes	2,604,000 1,530,000 (653,720)	4,250,000 - -	6,854,000 1,530,000 (653,720)
At 31 December 2024	3,480,280	4,250,000	7,730,280
Company At fair value			
At 1 January 2023/ 31 December 2023/ 31 December 2024	1,980,000	-	1,980,000

Material Accounting Policy Information

Investment properties are initially measured at cost, including transaction cost. Subsequent to initial recognition, investment properties are measured at fair value and are revalued annually and are included in the statements of financial position at their open market values. Any gain or loss resulting from either a change in the fair value or the sale of an investment property is immediately recognised in profit or loss in the period in which they arise.

Income and expenses recognised in profit or loss:

		Group	Co	ompany
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Rental income	329,400	183,500	113,000	120,000
Direct operating expenses				
- Income generating	63,021	70,737	9,656	11,818

The operating lease payments to be received are as follows:-

	Group		Co	Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>	
	RM	RM	RM	RM	
Within 1 year	163,200	226,400	45,000	50,000	
Between 1 and 2 years		118,200			
Total undiscounted lease payments	163,200	344,600	45,000	50,000	

Fair Value Basic of Investment Properties

The fair value represents the amount at which the properties could be exchanged on an open market basis between a knowledgeable willing buyer and a knowledgeable willing seller on an arm's length basis at the reporting date.

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4. INVESTMENT PROPERTIES (CONT'D)

Fair Value Basic of Investment Properties (cont'd)

The fair values of the Group's and the Company's investment properties have been arrived at on the basis of valuations carried out by firm of independent professional valuers on 31 December 2024 who have appropriate professional qualification and recent experience in the relevant location and assets being valued. The fair values of the investment properties were determined using the Comparison Method.

The Comparison Method entails comparing the property with comparable properties which have been sold or are being offered for sale and making adjustments for factors which affect value such as location and accessibility, size, building construction and finishes, building services, management and maintenance, age and state of repair, market condition and other relevant characteristics. There has been no changes to the valuation technique during the financial year.

Fair Value

Fair value measurement of the investment properties were categorised as follows:-

Group	
<u>Level 1</u> <u>Level 2</u>	Level 3
RM RM	RM
2024	
Recurring fair value measurement:-	
Leasehold land and buildings - 3,230,000	250,280
Freehold building - 4,250,000	-
2023	
Recurring fair value measurement:-	
Leasehold land and buildings - 1,980,000	624,000
Freehold building - 4,250,000	-
Company	
<u>Level 1</u> <u>Level 2</u>	Level 3
RM RM	RM
2024	
Recurring fair value measurement:-	
Leasehold land and buildings - 1,980,000	-
2023	
Recurring fair value measurement:-	
Leasehold land and buildings - 1,980,000	-

There were no transfers between Level 1, Level 2 and Level 3 during the financial year.

Level 2 fair values of land and buildings have been generally derived using the sales comparison approach. Sales price of comparable properties in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is price per square feet of comparable properties.

Level 3 fair value of the land and buildings was estimated based on Directors' valuation with reference from a valuation report prepared by an independent professional qualified valuer.

4. INVESTMENT PROPERTIES (CONT'D)

Fair Value Basic of Investment Properties (cont'd)

Fair Value (cont'd)

The following table shows the valuation techniques used in the determination of fair values within Level 3, as well as the significant unobservable inputs used in the valuation models.

Valuation techniques	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
The fair values are determined based on the techniques supported by available inputs comprising precedent transactions for similar properties in the area and arriving at the opinion of value after taking consideration of location, size, shape, physical characteristics, legal and other restrictions on the subject property and other factors, that generally have influence on property values.	Average price per square foot (2024 and 2023: RM481 and RM1,095).	The estimated fair value would increase if the price per square foot higher.

Strata Title yet to Issue

The strata title of buildings of subsidiaries with net carrying amount of RM5,750,280 (2023: RM4,874,000) are yet to issued by the relevant authorities.

Assets Pledged as Securities to Financial Institutions

The investment properties of the Company which have been pledged to licensed banks for banking facilities amounted to RM2,500,000 (2023:RM2,500,000).

5. INTANGIBLE ASSETS

		Computer		
	Goodwill	<u>software</u>	<u>Trademark</u>	<u>Total</u>
	RM	RM	RM	RM
Group				
Cost				
At 1 January 2023	946,709	2,191,153	423,230	3,561,092
Additions	-	31,703	-	31,703
Disposal	-	(7,100)	-	(7,100)
Written off	-	(114,820)	-	(114,820)
Exchange differences		-	18,485	18,485
At 31 December 2023	946,709	2,100,936	441,715	3,489,360
Additions	-	25,985	-	25,985
Written off	-	(11,040)	-	(11,040)
Exchange differences		-	(36,820)	(36,820)
At 31 December 2024	946,709	2,115,881	404,895	3,467,485

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5. INTANGIBLE ASSETS (CONT'D)

Group (cont'd) Accumulated amortisation	<u>Goodwill</u> RM	Computer <u>software</u> RM	<u>Trademark</u> RM	<u>Total</u> RM
At 1 January 2002		1 245 050	101 412	1 500 400
At 1 January 2023	-	1,345,056	181,413 430	1,526,469
Charge for the financial year	-	244,596 (5,739)		245,026 (5,739)
Disposal Written off	-	(112,211)	-	(112,211)
	-	(112,211)		
Exchange differences	-	-	7,867	7,867
At 31 December 2023	-	1,471,702	189,710	1,661,412
Charge for the financial year	-	243,701	-	243,701
Written off	-	(10,965)	-	(10,965)
Exchange differences	-	-	(15,671)	(15,671)
At 31 December 2024	-	1,704,438	174,039	1,878,477
Accumulated impairment loss				
At 1 January 2023 Impairment loss for the financial	946,709	-	231,505	1,178,214
year	-	6	9,882	9,888
Exchange differences	-	-	10,618	10,618
At 31 December 2023	946,709	6	252,005	1,198,720
Exchange differences	940,709	-	(21,149)	(21,149)
Exchange unferences	-	<u>-</u>	(21,149)	(21,149)
At 31 December 2024	946,709	6	230,856	1,177,571
Net carrying amount				
At 31 December 2024	-	411,437	-	411,437
At 31 December 2023	<u> </u>	629,228	<u>-</u>	629,228

5. INTANGIBLE ASSETS (CONT'D)

Company Cost	Computer <u>software</u> RM
At 1 January 2023/31 December 2023/31 December 2024	35,271
Accumulated amortisation	
At 1 January 2023 Charge for the financial year	31,798 971
At 31 December 2023 Charge for the financial year	32,769 928
At 31 December 2024	33,697
Net carrying amount	
At 31 December 2024	1,574
At 31 December 2023	2,502

Intangible assets of the Group amounted to RM75 (2023: RM 2,609) were written off due to obsolescence and no longer being in use.

Impairment loss on intangible assets of the Group amounted to RMNil (2023: RM9,888) had been recognised due to recoverable amounts of intangible assets are lower than the carrying amounts due to obsolescence.

Impairment Loss Review of Goodwill on Consolidation

Goodwill acquired in a business combination is allocated, at acquisition date, to the cash-generating unit ("CGU") that is expected to benefit from the business combination. The goodwill pertains to a subsidiary experiencing losses due to its poor performance. Consequently, the associated goodwill had been fully impaired.

Material Accounting Policy Information

Goodwill

Goodwill arising on the acquisition of a subsidiary, being the excess of the aggregate of the consideration transferred, the amount of any non-controlling interest in the acquiree, and the acquirer's previously held equity interest in the acquiree over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. After initial recognition, goodwill is measured at cost less any accumulated impairment losses.

Goodwill is not amortised but reviewed for impairment at least annually.

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5. INTANGIBLE ASSETS (CONT'D)

Material Accounting Policy Information (cont'd)

Software

Software is recognised as intangible assets when the software is not an integral part of the related hardware. All software is initially recorded at cost. The cost of an item of software is recognised as an asset if, and only if, it is possible that future benefits associated with the item will flow to the Group and the Company and the cost of the item can be measured reliably.

Software, considered to have finite useful life, is stated at cost less any accumulated impairment losses and is amortised using the straight-line basis over its estimated useful life of 10 years.

Trademarks

Trademarks are stated at cost less any accumulated impairment losses and is amortised using the straight-line basis over its estimated useful life of 10 years. If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new expectations.

6. OTHER INVESTMENTS

		Group	Company		
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>	
	RM	RM	RM	RM	
Non-current assets					
Fair value through profit or loss					
Unquoted shares, at fair value					
- Within Malaysia	339,973	142,973	1	1	
Redeemable convertible					
preference shares		2,000,000			
			_	_	
	339,973	2,142,973	1	1	
Command					
Current assets					
Fair value through profit or loss					
Investment in money market funds	11 712 501	12 210 022	E 222 017	E 017 112	
Quoted shares, at fair value	11,713,591	12,210,922	5,322,917	5,917,113	
- Within Malaysia	412,000	542,925	154,500	190,500	
Unquoted shares, at fair value	412,000	342,923	134,300	190,500	
Redeemable convertible	2,000,000	_	_	_	
preference shares	2,000,000				
F. 2. 2. 2. 2000 G. G. G.	14,125,591	12,753,847	5,477,417	6,107,613	
	14,465,564	14,896,820	5,477,418	6,107,614	

The fair values of unquoted shares and redeemable convertible preference shares are determined based on the valuation techniques supported by available inputs comprising precedent transaction for similar financial instruments.

The fair values of quoted shares and money market funds are determined based on quoted bid prices in an active market.

7. INVESTMENT IN SUBSIDIARIES

	Company	
	<u>2024</u>	<u>2023</u>
	RM	RM
Unquoted shares, at cost	83,321,374	83,321,374
Less: Accumulated impairment loss		
At 1 January	7,315,345	14,407,371
Addition	2,212,155	800,000
Reversal	-	(7,892,026)
31 December	9,527,500	7,315,345
Net carrying amount	73,793,874	76,006,029

Material Accounting Policy Information

Investment in subsidiaries, which are eliminated on consolidation, are stated in the Company's statement of financial position at cost less any impairment losses.

The recoverable amount of the investment in subsidiaries are assessed by reference to the value-in-use or fair value less cost to sell of the respective subsidiaries, whichever is higher.

During the financial year, the adjusted net assets of the subsidiary, Exclusive Mark (M) Sdn. Bhd. was lower than the Company's net carrying amount of investment, determined using fair value less costs of disposal which resulted in impairment losses recognised accordingly.

In prior financial year, the adjusted net assets of a subsidiary, Exclusive Mark (M) Sdn. Bhd. were higher than the Company's net carrying amount of investment, determined using fair value less costs of disposal which resulted in a reversal of impairment losses recognised accordingly.

Details of the Level 3 fair value method used in obtaining the recoverable amount are as follows:-

Valuation method and key inputs		seet method which derives f an investee's equity reference to the fair value unobservable inputs Fair value of individual assets and liabilities		Relationship of unobservable inputs and fair value		
Adjusted net asset method which derives the fair value of an investee's equity instruments by reference to the fair value of its assets and liabilities				The higher the net assets, the higher the fair value		
Details of the subsidiarie	es are as follows:-					
					Effective <u>interest</u>	
Name of <u>company</u>	Principal place of business		Principal activities	2024	2023	
CNI Enterprise (M) Sdn. Bhd.	Malaysia		Sale and distribution of health care and consumer products.	100%	100%	
Exclusive Mark (M) Sdn. Bhd.	Malaysia		Manufacturing, trading and packaging of all kinds of foodstuffs and beverages.	100%	100%	
Q-Pack (M) Sdn. Bhd.	Malaysia		Manufacturing, trading and packaging of household and personal care products.	100%	100%	

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7. INVESTMENT IN SUBSIDIARIES (CONT'D)

Details of the subsidiaries are as follows (cont'd):-

				Effective <u>interest</u>
Name of <u>company</u>	Principal place of business	Principal activities	<u>2024</u>	2023
Infuso Sdn. Bhd.	Malaysia	Supply of food and beverage and investment holding.	100%	100%
Lotus Supplies Sdn. Bhd.	Malaysia	Import and distribution of food ingredients, pharmaceutical and healthcare goods, cosmetic and beauty products.	70%	70%
Subsidiary of CNI Enterp	rise (M) Sdn. Bhd.			
Creative Network International (S) Pte. Ltd. *	Singapore	Sale and distribution of health ca and consumer products.	re 100%	100%
Subsidiaries of Exclusive	Mark (M) Sdn. Bhd.			
Bright Way Avenue Sdn. Bhd.	Malaysia	Marketing and distributing coffee and other related beverage products.	100%	100%
Top One Biotech Co., Ltd.*	Taiwan	Manufacturing, sales and distribution of foodstuffs and groceries products.	70%	70%
* Not audited by Grant	Thornton Malaysia PLT			
The subsidiaries of the G	roup that have non-controll	ling interests ("NCI")		
		Lotus	Top One	
		Supplies	Biotech Co.,	
		Sdn. Bhd.	<u>Ltd.</u>	<u>Total</u>
		RM	RM	RM
2024				
NCI percentage of owner (%)	snip and voting interest	30%	30%	
Carrying amount of NCI		575,818	9,121	584,939
, -				·
(Loss)/Profit for the finan	cial year allocated to NCI	(7,575)	33,540	25,965
Total comprehensive (los	s)/income for the			
financial year allocate	ed to NCI	(7,575)	33,029	25,454

7. INVESTMENT IN SUBSIDIARIES (CONT'D)

The subsidiaries of the Group that have non-controlling	g interests ("NCI") (cont'd
---	-----------------------------

2023	Lotus Supplies <u>Sdn. Bhd.</u> RM	Top One Biotech Co., <u>Ltd.</u> RM	<u>Total</u> RM
NCI percentage of ownership and voting interest (%)	30%	30%	
Carrying amount of NCI	643,393	(23,908)	619,485
Profit/(Loss) for the financial year allocated to NCI	5,253	(165,708)	(160,455)
Total comprehensive income/(loss) for the financial year allocated to NCI	5,253	(161,164)	(155,911)

The summarised financial information (before intra-group elimination) of the Group's subsidiaries that have NCI

	Lotus Supplies <u>Sdn. Bhd.</u>	Top One Biotech Co., <u>Ltd.</u>
	RM	RM
2024		
Financial position		
Non-current assets	131,020	-
Current assets	1,837,051	159,381
Non-current liabilities	-	-
Current liabilities	(48,676)	(128,979)
Net assets	1,919,395	30,402
Summary of financial performance for the financial year		
Revenue	3,445,853	505,182
(Loss)/Profit for the financial year	(25,249)	111,801
Total comprehensive (loss)/income	(25,249)	110,095
Summary of cash flows for the financial year		
- Net cash from/(used in) operating activities	466,403	(3,399)
- Net cash from investing activities	-	46
- Net cash used in financing activities	(241,435)	
Net cash inflows/(outflows)	224,968	(3,353)
Other information		
Dividends paid to non-controlling interests	60,000	-

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7. INVESTMENT IN SUBSIDIARIES (CONT'D)

The summarised financial information (before intra-group elimination) of the Group's subsidiaries that have NCI (cont'd)

	Lotus Supplies Sdn. Bhd. RM	Top One Biotech Co., <u>Ltd.</u> RM
2023		
Financial position	150.074	
Non-current assets	152,374	-
Current assets Non-current liabilities	2,123,553	264,862
Current liabilities	(131,283)	(344,555)
Net assets/(liabilities)	2,144,644	(79,693)
Summary of financial performance for the financial year		
Revenue	4,210,190	426,031
Profit/(Loss) for the financial year	17,511	(552,360)
Total comprehensive income/(loss)	17,511	(537,213)
Summary of cash flows for the financial year		
- Net cash from/(used in) operating activities	225,133	(30,139)
- Net cash (used in)/from from investing activities	(6,000)	17,808
- Net cash used in financing activities	(53,785)	
Net cash inflows/(outflows)	165,348	(12,331)
Other information Dividends paid to non-controlling interests	-	

8. INVESTMENT IN ASSOCIATES

		Group	C	ompany
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Harmada di abanca	RM	RM	RM	RM
Unquoted shares At cost	4,866,282	4,866,282	4,866,282	4,866,282
710 0000	1,000,202	1,000,202	1,000,202	1,000,202
Share of post-acquisition (loss)/profit				
and reserves At 1 January	(4,565,319)	(4,866,282)	_	_
Addition	(14,417)	300,963	-	-
At 31 December	(4,579,736)	(4,565,319)	_	_
At 01 Becomber	(1,075,700)	(1,000,013)		
Less: Accumulated impairment				
loss	(200,062)		(4.066.000)	(4.066.000)
At 1 January Addition	(300,963)	(300,963)	(4,866,282)	(4,866,282)
Reversal	14,417	(500,905)	-	-
At 21 December	(29C E4C)	(300,063)	(4.966.393)	(4.966.393)
At 31 December	(286,546)	(300,963)	(4,866,282)	(4,866,282)
	-	-	-	-

8. INVESTMENT IN ASSOCIATES (CONT'D)

Material Accounting Policy Information

Investment in associates are measured in the Group's and the Company's statement of financial position at cost less any impairment.

Details of the associates are as follows:

Name of company	Principal place of business	Principal activities	·	fective hterest 2023
CNI Corporation Sdn. Bhd.*	Malaysia	Investment holding and provision of management service and commission agent	25.80%	25.80%
Held by CNI Corporation	Sdn. Bhd.			
CNI Venture Sdn. Bhd.*	Malaysia	Research and development on healthcare products	25.80%	25.80%
CNI Enterprise (India) Pvt. Ltd. *	India	Dormant	25.80%	25.80%
CNI VN Co. Ltd. *	Vietnam	Direct selling	25.80%	25.80%

^{*} Not audited by Grant Thornton Malaysia PLT

Impairment loss

During the financial year, an impairment amounting to RMNil (2023: RM300,963) has been recognised due to the recoverable amounts of the investment in associates is lower than the carrying amounts.

Details of the Level 3 fair value method used in obtaining the recoverable amount are as follows:-

Valuation method and key inputs	Significant unobservable inputs	Relationship of unobservable inputs and fair value
Adjusted net asset method which derives the fair value of an investee's equity instruments by reference to the fair values of its assets and liabilities	Fair value of individual assets and liabilities	The higher the net assets, the higher the fair value

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8. INVESTMENT IN ASSOCIATES (CONT'D)

Impairment loss (cont'd)

Summary of financial information of the associates, not adjusted for the proportion of ownership interest held by the Group is as follows:

	<u>2024</u>	<u>2023</u>
	RM	RM
Summary of financial position		
Non-current assets	143,184	206,542
Current assets	3,877,789	3,034,330
Non-current liabilities	(1,158,903)	(1,241,848)
Current liabilities	(5,454,289)	(5,820,059)
Net liabilities	(2,592,219)	(3,821,035)
Summary of financial performance for the financial year		
Revenue	5,090,287	4,050,735
Profit for the financial year	1,036,735	1,435,770
Other comprehensive income for the financial year	192,081	542,531
Total comprehensive income for the financial year	1,228,816	1,978,301
Reconciliation of net liabilities to carrying amount at the end of the financial year		
Group's share of net liabilities	(668,793)	(654,376)
Goodwill	955,339	955,339
Impairment loss	(286,546)	(300,963)
Carrying amount in the statements of financial position		
Construction of an authorized by the Construction and		
Group's share of results for the financial year end	267,478	270 420
Profit for the financial year	,	370,429
Other comprehensive income for the financial year	49,557	139,973
Total comprehensive income for the financial year	317,035	510,402
Other information		
Dividends received	_	<u> </u>

Contingent liabilities and capital commitments

The associates have no contingent liabilities and capital commitments in both financial years.

Unrecognised share of losses

In prior financial year, the Group has not recognised loss and other comprehensive loss related to CNI Corporation Sdn. Bhd., totalling RMNil and RM331,452 and cumulatively RMNil and RM331,452, since the Group has no obligation in respect of these losses.

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9. DEFERRED TAX ASSETS/(LIABILITIES)

		Group	C	Company
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
At 1 January	407,000	-	-	-
Transferred (to)/from profit or loss	(66,000)	407,000		
At 31 December	341,000	407,000		<u> </u>

DEFERRED TAX ASSETS/(LIABILITIES) (CONT'D) 6

The components of deferred tax assets and liabilities that are recognised during the financial year are as follows:

Deferred tax assets

	Property, plant and equipment RM	Intangible <u>assets</u> RM	Unabsorbed capital allowances	<u>Inventories</u> RM	Accumulated impairment loss RM	Unused tax losses RM	<u>Total</u> RM
Group At 1 January 2023 Recognised in profit and loss	''	1 1	1 1	407,000	1 1	' '	407,000
At 31 December 2023 Recognised in profit and loss		1 1	1 1	407,000 (66,000)	1 1	1 1	407,000 (66,000)
At 31 December 2024		1	1	341,000	,	1	341,000
Deferred tax liabilities			- -				
	Property, plant and equipment RM	Intangible <u>assets</u> RM	Unabsorbed capital <u>allowances</u> RM	<u>Inventories</u> RM	Accumulated impairment loss RM	Unused tax losses RM	<u>Total</u> RM
Group At 1 January 2023	(000'666)	9900'99	656,000	(193,000)	470,000	ı	i
Recognised in profit and loss	122,440	(10,000)	104,560	123,000	(335,000)	(5,000)	1
Recognised in profit and loss	156,560	(14,000)	21,440	(7,000)	(149,000)	(8,000)	1
At 31 December 2024	(720,000)	42,000	782,000	(77,000)	(14,000)	(13,000)	1

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

The components of deferred tax assets and liabilities that are recognised during the financial year are as follows (cont'd):

Deferred tax liabilities (cont'd)

			Unabsorbed		
	Property, plant		capital	Unused	
	and equipment	<u>Impairment</u>	<u>allowances</u>	tax losses	<u>Total</u>
	RM	RM	RM	RM	RM
Company					
At 1 January 2023	(36,000)	4,000	32,000	-	-
Recognised in profit and loss	5,000	(1,000)	1,000	(5,000)	-
At 31 December 2023	(31,000)	3,000	33,000	(5,000)	-
Recognised in profit and loss	2,000	6,000	-	(8,000)	_
At 31 December 2024	(29,000)	9,000	33,000	(13,000)	-

The amounts of deferred tax assets (at gross) that are not recognised in the statements of financial position are as follows:

		Group Company		
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Unabsorbed capital allowances	887,000	120,000	-	-
Unused tax losses - local	30,419,000	27,907,000	10,008,000	10,002,000
Unused tax losses - overseas	7,321,000	7,063,000		
	38,627,000	35,090,000	10,008,000	10,002,000

Deferred tax assets (at gross) have not been recognised in respect of these items as it is not probable that future taxable profits will be available against which the Company and certain subsidiaries companies can utilise the benefits therefrom.

Based on the current legislation, any unused tax losses shall be carried forward for a maximum period of ten consecutive years of assessment immediately following that year of assessment, whereas the unabsorbed capital allowances are allowed to be carried forward indefinitely.

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

The expiry terms of the unused tax losses are as follow:-

		Group	Co	ompany
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Local	RM	RM	RM	RM
Year of assessment ("YA")				
YA 2028	18,800,000	18,833,000	8,949,000	8,943,000
YA 2029	3,652,000	3,652,000	370,000	370,000
YA 2030	1,631,000	1,631,000	166,000	166,000
YA 2031	1,876,000	1,876,000	268,000	268,000
YA 2032	293,000	293,000	70,000	70,000
YA 2033	1,622,000	1,622,000	185,000	185,000
YA 2034	2,545,000	<u>-</u>		
	30,419,000	27,907,000	10,008,000	10,002,000

Based on the overseas legislation, any unused tax losses shall be carried forward for maximum period of ten consecutive years of assessment immediately following that year of assessment and can be carried forward indefinitely.

The expiry terms of the unused tax losses are as follow:-

		Group	Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	2023
Overseas	RM	RM	RM	RM
Year of assessment ("YA")				
YA 2030	648,000	648,000	-	-
YA 2031	935,000	935,000	-	-
YA 2032	1,369,000	1,369,000	-	-
YA 2033	690,000	815,000	-	-
Indefinite	3,679,000	3,296,000		
	7,321,000	7,063,000		-

Where investment properties are carried at their fair values, the amount of deferred tax recognised is measured using the tax rates that would apply on sale of those assets at their carrying values at the reporting date unless the property is depreciable and is held with the objective to consume substantially all of the economic benefits embodied in the property over time, rather than through sale. In all other cases, the amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amounts of the asset and liabilities, using tax rates enacted or substantively enacted at the reporting date.

10. INVENTORIES

		Group
	<u>2024</u>	<u>2023</u>
	RM	RM
Raw materials	4,535,382	4,540,371
Work-in-progress	126,865	96,912
Consumables	336,935	367,824
Packaging materials	1,541,325	1,683,938
Finished goods	861,507	670,782
Goods for resale	3,167,238	3,719,101
	10,569,252	11,078,928
Recognised in profit or loss		
Inventories recognised as cost of sales	19,529,505	23,297,359
Inventories written down	272,815	166,131
Reversal of inventories written down	(178,582)	(536,795)
Reversal of inventories written off	-	(30,965)
Inventories written off	301,973	81,346

Material accounting policy information

Inventories are stated at the lower of cost and net realisable value adequate specific write down has been made by the Directors for deteriorated, obsolete and slow-moving inventories. The cost of inventories is calculated using the weighted average method.

When inventories are sold and revenue is recognised, the carrying amount of those inventories is recognised as cost of goods sold. Write-down to net realisable value and inventory losses are recognised as expenses when it occurred and any reversal is recognised in the profit or loss in the period in which the reversal occurs.

Inventories are written down based on the experience and judgment of the management team on the basis that they reflect expected net realisable value for such inventories. Expired inventories are written off.

The Group's practise is to reverse the amount of inventories written down in prior year and reassess the inventories written down for current year.

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11. TRADE RECEIVABLES

		Group	C	ompany
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM
External parties Amount due from holding	4,079,351	4,714,622	-	-
company Amount due from a related party	240 3,241	508 1,601		
Amount due from associates Amount due from subsidiaries	100,439	137,666	120,360	115,596
	4,183,271	4,854,397	120,360	115,596
Less: Allowance for expected credit losses				
- External parties				
At 1 January Additions Reversal	1,213,054 177,598 (8,936)	1,643,663 288,641 (281,995)		-
Written off	(31,570)	(437,255)	_	-
At 31 December	1,350,146	1,213,054		
- Subsidiaries				
At 1 January Additions Reversal			11,090 55,821 (28,047)	18,353 10,375 (17,638)
At 31 December			38,864	11,090
	1,350,146	1,213,054	38,864	11,090
	2,833,125	3,641,343	81,496	104,506

The details of allowance for expected credit losses are as below:

	Group		Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Individually impaired	1,350,146	1,213,054	38,864	11,090

Trade receivables are non-interest bearing and are recognised at their original invoice amounts which represent their fair value on initial recognition. Interest is charged on overdue accounts at the rates of 1.50% (2023: 1.50%) per month.

The credit terms of trade receivables of the Group and of the Company range from cash term to 180 days (2023: cash term to 180 days).

Included in trade receivables of the Group is an amount of RM78,581 (2023: RM80,561) which are secured by security deposits.

11. TRADE RECEIVABLES (CONT'D)

Related parties refer to the companies in which Directors have interests.

Trade receivables denominated in currencies other than the functional currency are as follows:

	Group		Group Company	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
United States Dollar	476,115	946,344	-	-
Singapore Dollar	4,256,862	323,288	52,532	46,078

12. OTHER RECEIVABLES

		Group	C	ompany
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
External parties	2,061,316	2,200,396	4,003	4,025
Advances to suppliers	432,536	14,773	-	-
Amounts due from				
holding company	150	150	150	150
Amounts due from subsidiaries	-	-	136,601	162,069
Amounts due from associates	62,828	168,386	-	-
Amounts due from related parties	5,800	3,560	-	-
Deposits	399,702	558,104	2,334	1,881
Prepayments	573,065	650,345	4,888	15,526
	3,535,397	3,595,714	147,976	183,651
Less: Allowance for expected				
credit loss				
- External parties				
At 1 January	137,003	641,343	4,032	36,958
Additions	215,161	11,532	-	4,032
Reversal	-	(329,485)	-	-
Written off	-	(186,387)	-	(36,958)
At 31 December	352,164	137,003	4,032	4,032

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12. OTHER RECEIVABLES (CONT'D)

	023 RM
D14 D14 D14	RM
RM RM RM	
- Subsidiaries	
At 1 January - 161,766 187,	756
Addition - 3,742 7,	365
Reversal - (29,057) (33,3	355)
At 31 December	766
352,164137,003140,483165,	798
3,183,2333,458,7117,49317,493	853

The details of allowance for expected credit losses are as below:

		Group	C	Company
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Individually impaired	348,132	132,971	136,451	161,766
Collectively impaired	4,032	4,032	4,032	4,032
	352,164	137,003	140,483	165,798

The amounts due from subsidiaries are unsecured, non-interest bearing and repayable on demand.

The amounts due from associates and related parties are unsecured, non-interest bearing and subject to 30 days (2023: 30 days) credit terms.

Included in deposits of the Group is an amount of RM3,200 (2023: RM3,200) received from a related party.

Other receivables denominated in currencies other than the functional currency are as follows:

	Group			Company
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
United States Dollar	400,411	316,967	-	-
Singapore Dollar	131,653	165,941	136,451	161,767
Thai Baht	33,851		<u>-</u>	

13. CASH AND BANK BALANCES AND DEPOSITS

		Group	С	ompany
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Fixed deposits placed with				
licensed banks	66,585	70,451	-	-
Cash and bank balances	15,442,808	13,505,153	2,019,800	1,094,583
	15,509,393	13,575,604	2,019,800	1,094,583

The effective interest rates of the deposits placed with licensed banks range from 0.10%-1.60% (2023: 0.10%-1.60%) per annum and have maturity periods of three months.

Cash and bank balances denominated in currencies other than the functional currency are as follows:

	Group	
	<u>2024</u>	<u>2023</u>
	RM	RM
Brunei Dollar	249,932	349,921
United States Dollar	383,641	325,725

14. SHARE CAPITAL

	Group and Company				
	Number of ordinary shares		Number of ordinary shares A		Amount
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>	
	Units	Units	RM	RM	
Issue and fully paid with					
no par value					
At 1 January/31 December	720,000,000	720,000,000	72,000,000	72,000,000	

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's residual assets. In respect of the Company's treasury shares that are held by the Company, all rights are suspended until those shares are reissued.

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15. TREASURY SHARES

	Number o	f ordinary shares	A	Amount
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
Group and Company	Units	Units	RM	RM
At 1 January	(1,000,000)	(700,000)	(58,266)	(41,266)
Own shares acquired	(300,000)	(300,000)	(16,500)	(17,000)
At 31 December	(1,300,000)	(1,000,000)	(74,766)	(58,266)

The shareholders of the Company had by an ordinary resolution passed at the Annual General Meeting held on 6 June 2024, approved the Company's plan to purchase its own shares of up to a maximum of 72,000,000 ordinary shares representing 10% of the total issued and fully paid up share capital (including the 1,300,000 treasury shares) of the Company.

The Directors of the Company are of the opinion that the share buy-back is the best interest of the Company and its shareholders.

During the financial year, the Company repurchased 300,000 of its issued shares from the open market for a total consideration paid, including transaction costs of RM16,500. The average price paid for the shares repurchased was approximately RM0.055 per share and was financed by internally generated funds.

In the prior financial year, the Company repurchased 300,000 of its issued shares from the open market for a total consideration paid, including transaction costs of RM17,000. The average price paid for the shares repurchased was approximately RM0.057 per share and was financed by internally generated funds.

The shares purchased were retained as treasury shares. The Company has the right to re-issue these shares at a later date. As treasury shares, the rights attached as to voting, dividends and participation in other distribution are suspended.

The shares repurchased are being held as treasury shares and treated in accordance with the requirements of Section 127(6) of the Companies Act 2016.

16. FOREIGN CURRENCY TRANSLATION RESERVE

Foreign currency translation reserve is used to record foreign currency exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency.

17. LEGAL CAPITAL RESERVE

Top One Biotech Co., Ltd., a subsidiary of the Group incorporated in Taiwan, when allocating its profits after provision of tax expense shall first set aside ten percent of the said profits as legal capital reserve under Article 237 of the Taiwan Companies Act. Where such legal capital reserve amounts exceed the total authorised capital, this Article will not be applicable.

The legal capital reserve shall not be used except for making good the loss of the mentioned subsidiary under Article 237 of the Taiwan Companies Act.

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18. LEASE LIABILITIES

		Group
	<u>2024</u>	<u>2023</u>
	RM	RM
Non-current	526,526	1,114,131
Current	1,044,132	1,429,257
	1,570,658	2,543,388

The effective interest rates per annum for lease liabilities are as follows:-

		Group
	<u>2024</u>	<u>2023</u>
	RM	RM
Lease liabilities 4.40%	6.80% -	4.10% - 6.80%

The following are the amounts recognised in profit or loss:-

	Group		Co	ompany
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Depreciation expenses of				
right-of-use assets	1,248,993	1,210,292	-	-
Interest expense on lease				
liabilities	108,178	131,241	-	-
Expenses relating to short-term				
leases	1,493,179	1,548,102	104,880	104,880
Expenses relating to low value				
assets	5,367	2,644		
Total amount recognised in				
profit or loss	2,855,717	2,892,279	104,880	104,880

The Group and the Company had total cash outflows for lease of RM3,058,058 and RM104,880 (2023: RM3,078,429 and RM104,880) respectively.

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19. TRADE PAYABLES

		Group
	<u>2024</u>	<u>2023</u>
	RM	RM
External parties	4,422,217	3,539,906
Amount due to related parties	672	689
-		
	4,422,889	3,540,595

The trade credit terms granted by the trade payables to the Group range from 30 to 90 days (2023: 30 to 90 days).

Trade payables denominated in currencies other than the functional currency are as follows:

	Group	
	<u>2024</u>	<u>2023</u>
	RM	RM
United States Dollar	1,647,909	1,146,584
Singapore Dollar	6,247	-
Euro	37,301	2,285
Chinese Yuan	88,445	

20. OTHER PAYABLES

Group			Company
<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
RM	RM	RM	RM
2,873,376	1,570,918	7,195	11,352
1,007,365	887,772	-	-
1,126,524	970,669	32,000	35,000
2,490,814	3,677,993	112,845	152,970
1,483,333	1,483,333	-	-
45,023	229,195	-	-
223,781	114,236	-	-
-	-	10,608	998
98,213	99,214		
9,348,429	9,033,330	162,648	200,320
	RM 2,873,376 1,007,365 1,126,524 2,490,814 1,483,333 45,023 223,781	2024 2023 RM RM 2,873,376 1,570,918 1,007,365 887,772 1,126,524 970,669 2,490,814 3,677,993 1,483,333 1,483,333 45,023 229,195 223,781 114,236 98,213 99,214	2024 2023 2024 RM RM RM 2,873,376 1,570,918 7,195 1,007,365 887,772 - 1,126,524 970,669 32,000 2,490,814 3,677,993 112,845 1,483,333 1,483,333 - 45,023 229,195 - 223,781 114,236 - - 10,608 98,213 99,214 -

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

The amount due to associates and related parties are unsecured, non-interest bearing and subject to 30 days (2023: 30 days) credit term.

Other payables denominated in currencies other than the functional currency are as follows:

	Group	
<u>20</u>	<u> 24</u>	<u>2023</u>
	RM	RM
United States Dollar 32,3	10	216,736

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21. BORROWING

	Group	
	<u>2024</u>	<u>2023</u>
	RM	RM
Secured:		
Bank overdraft	680,218	190,679
The borrowing is secured by the following:-		
(a) Corporate guarantee by the Company;		
(b) Assignment of rental proceed; and		
(c) Investment property as disclosed in Note 4 to the financial statements.		
		Group
	2024	<u>2023</u>
Effective interest rate:-		
Bank overdraft	7.9%	7.9%

22. REVENUE

		Group	Co	mpany
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Revenue from contracts with				
<u>customers:</u>				
Manufacturing of goods	14,092,018	17,418,329	-	-
Marketing and trading				
of goods	43,363,101	43,897,016	-	-
Sales of food and beverage	31,837	88,664	-	-
Subscription fees	353,230	424,539	-	-
Management fees	-	-	1,405,412	1,398,451
Transportation income	48,000	48,000		
	57,888,186	61,876,548	1,405,412	1,398,451
Other revenue:				
Rental income	113,000	120,000	113,000	120,000
	58,001,186	61,996,548	1,518,412	1,518,451
Timing of revenue recognition:				
At a point in time	57,486,956	61,404,009		
Over time	401,230	472,539	1,405,412	1,398,451
Over time	401,230	4/2,039	1,400,412	1,390,431
	57,888,186	61,876,548	1,405,412	1,398,451
	37,000,100	31,070,040	1,100,112	1,000,101

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22. REVENUE (CONT'D)

22.1 Performance obligations

Information about the Group's and the Company's performance obligations are summarised below:-

Manufacturing of Goods

Revenue is recognised when the control of the goods i.e. coffee and other related beverage products are transferred, being when the goods leaves the Group's premises to be delivered to the customer. This is when the customer is considered to have significant risks and rewards of ownership of the goods, i.e. the customer has full discretion over the channel and price to sell the goods, and there is no unfulfilled obligation that could affect the customer's acceptance of the goods.

No element of financing is deemed present as the sales made are consistent with market practice i.e. 30 days to 60 days.

There are no variable elements in considerations other than return which is minimum. Contract with customers has no right of returns, thus any returns are subject to the Group's approval.

Marketing and Trading of Goods

Healthcare and Consumer Products

Revenue is recognised when the control of the goods i.e. healthcare and consumer products are transferred, being when the goods are delivered to the customer and the customer has the significant risks and rewards of ownership of the goods and there is no unfulfilled obligation that could affect the customer's acceptance of the goods.

There are no variable elements in considerations other than discounts. The contract with customers has no right of returns, thus any returns are subject to the Group's approval. However, returns are minimum.

No element of financing deemed present as the sales made are consistent with market practice i.e. 30 days and payment upon collection.

Warranty Obligations

The Group provides warranties for general repairs of water filter products sold to customers that are not functioning as intended. However, in certain instances additional year(s) of warranty are issued to customers as a sales incentive and when this is considered a material right, the Group allocates the relevant revenue to warranty and revenue is then recognised over the period of the warranty. However, this amount is minimum.

Option to Acquire Future Goods at Discounted Price

The sales and marketing plan of the Group includes offering vouchers to their customers for their future acquisition of goods at discounted price. As the option provides a material right to the customers that they would not receive without entering into the contract, it is considered a separate performance obligation. As such, the Group only recognises the allocated revenue when those future goods are transferred and the vouchers are accounted for as reduction of the transaction price.

Food Ingredients, Coffee and Other Related Beverage Products

Revenue are recognised when the control of the goods i.e. food ingredients, coffee and related beverage products are transferred, being when the goods leave the Group's premises to be delivered to the customer. This is when the customer is considered to have the significant risks and rewards of ownership of the goods, i.e. the customer has full discretion over the channel and price to sell the goods, and there is no unfulfilled obligation that could affect the customer's acceptance of the goods

There are no variable elements in considerations. The contract with customers has no right of returns, thus any returns are subject to the Group's approval. However, the returns are minimum.

No element of financing deemed present as the sales made are consistent with market practice i.e. 30 days to 90 days.

22. REVENUE (CONT'D)

22.1 Performance obligations (cont'd)

Information about the Group's and the Company's performance obligations are summarised below (cont'd):-

Sales of Food and Beverage

Revenue is recognised when the control of the goods i.e. food and beverage are transferred, being when the goods are delivered to the customer and there is no unfulfilled obligation that could affect the customer's acceptance of the goods.

There are no variable elements in consideration.

No element of financing is deemed present as the sales made are consistent with market practice i.e. cash and 30 to 90 days for corporate and catering customers.

Subscription Fees

A component of fees collected is recognised as revenue upon transfer of control of goods and services to the customer whilst the remaining fee is recognised over the period of subscription. Subscription fees are recognised over time since the customer simultaneously receives and consumes the benefits provided. The subscription renewal fee is recognised over the period of subscription.

Management Fees

Management services are recognised over time since the customer simultaneously receives and consumes the benefits provided. Management fee is recognised when services are rendered. Payment is generally due within 30 days from the date when performance obligation is satisfied.

Transportation Income

Sales of services i.e. transportation is recognised over time since the Group's performance does not create an asset with an alternate use to the Group and the Group has an enforceable right to payment for the performance complete to date. Revenue from services is recognised when the services are rendered. Payment is generally due within 30 days to 60 days from the date when performance obligation is satisfied

23. FINANCE INCOME

			Group		Company
		<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
		RM	RM	RM	RM
Interest income	e on:				
- Bank bala	ances	79,128	75,093	6,663	8,544
 Subsidiar 	ies	-	-	-	1,810
 Overdue i 	nterests	5,019	8,233	-	=
- Other inv	estments	583,887	566,637	161,483	151,166
		668,034	649,963	168,146	161,520

24. FINANCE COSTS

		Group		Company
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Interest expenses on:				
- Bank overdraft	36,857	5,871	-	-
- Lease liabilities	108,178	131,241		
	145,035	137,112		

25. LOSS/(PROFIT) BEFORE TAX

Loss/(Profit) before tax has been determined after charging/(crediting), amongst other items, the following:-

	Group		Company	
	<u>2024</u>	2023	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Auditors' remuneration:				
Malaysian operation:				
Grant Thornton Malaysia PLT:				
- current year	242,500	236,000	67,500	66,000
Overseas operation:				
Other auditors:				
- current year	33,476	33,476	-	-
Amortisation of intangible assets	243,701	245,026	928	971
Bad debts written off	-	15,012	=	227
Depreciation of property, plant and equipment	2,637,795	2,659,376	19,533	44,221
Dividend income	(213,300)	(82,050)	(150,800)	(5,100)
<u>Directors' fees:</u>				
- Holding	300,000	300,903	300,000	300,903
- Subsidiaries	72,000	74,000	-	-
Expenses relating to short term leases	1,493,179	1,548,102	104,880	104,880
Expenses relating to low value	5.067	0.644		
asset	5,367	2,644	=	-
Fair value changes on other	(001 547)	(005.005)	(114.000)	(000,004)
investments	(331,547)	(325,325)	(114,203)	(280,204)
Fair value changes on	652.700			
investment properties	653,720	0.000	-	-
Intangible assets written off	75	2,609	-	-
Impairment loss on:	177 500	200 641	EE 001	10.275
- Trade receivables	177,598	288,641	55,821	10,375
- Other receivables	215,161	11,532	3,742	11,397
- Intangible assets	-	9,888	2 212 155	900.000
- Investment in subsidiaries	-	200.062	2,212,155	800,000
 Investment in associate Impairment loss on property, 	-	300,963	-	-
plant and equipment	111,862	1,852		
Loss/(Gain) on disposal of	111,002	1,052	-	-
property, plant and equipment	41,208	(117,318)		
Gain on disposal of other	41,200	(117,510)	_	_
investments	(3,909)	(28,025)	_	(9,000)
Operating grant	(90,000)	(120,000)	_	(3,000)
Property, plant and equipment	(50,000)	(120,000)		
written off	30,982	54,597	_	3
Reversal of impairment loss on:	30,302	54,557		9
- Trade receivables	(8,936)	(281,995)	(28,047)	(17,638)
- Other receivables	(0,500)	(329,485)	(29,057)	(33,355)
- Investment in subsidiaries	-	(023, 100)	-	(7,892,026)
- Investment in associate	(14,417)	_	-	-
Rental income	(678,110)	(806,714)	(113,000)	(120,000)
Realised loss/(gain) on foreign	(=: 5,225)	(= 30, - 1)	(=20,000)	(===,===)
exchange	54,116	(47,380)	(4,093)	(8,963)
Unrealised loss/(gain) on foreign	· · · · •	, ,	(-, /	(=,==0)
exchange	245,960	(204,549)	15,396	(2,710)
· ····································	= .0,500	(= 3 ., 3 . 3)	10,000	(=,, =0)

26. TAX EXPENSE

		Group	Co	ompany
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Malaysia				
Current tax:				
Current year	278,264	523,268	-	-
(Over)/Under provision in prior				
financial year	(203,057)	212,284		
	75,207	735,552	-	-
Deferred tax:				
Current year	66,000	(407,000)	-	-
	141,207	328,552	-	-

Malaysian income tax is calculated at statutory tax rate of 24% (2023: 24%) of the estimated assessable profits for the financial year.

Taxation for other jurisdiction is calculated at the rates prevailing in the respective jurisdictions.

The numerical reconciliations between the effective tax rate and the statutory tax rate of the Group and of the Company are as follows:-

		Group	Co	ompany
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
(Loss)/Profit before tax	(1,841,624)	(1,294,313)	(1,912,177)	7,215,347
Tax at Malaysian statutory rate of				
24% (2023: 24%)	(441,990)	(310,635)	(458,922)	1,731,683
Tax effect in respect of:-				
Non-taxable expenses	256,940	658,429	582,184	28,432
Non-taxable income	(324,277)	(885,046)	(124,702)	(1,828,755)
Movement of deferred tax assets				
not recognised	848,880	653,520	1,440	68,640
Effect of change in tax rate in				
other countries	4,711	-	-	-
(Over)/Under provision of				
income tax in prior financial				
year	(203,057)	212,284		
Total tax expense	141,207	328,552	<u>-</u>	
Total tax expense	141,207	328,552		

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27. EARNINGS PER SHARE

Basic earnings per ordinary share for the financial year is calculated by dividing the profit after tax attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year, excluding treasury shares.

		Group
	<u>2024</u>	<u>2023</u>
Loss for the year attributable to the ordinary equity holders of the		
Company (RM)	(2,008,796)	(1,462,410)
Weighted average number of ordinary shares for		
basic earnings per share (adjusted for treasury shares)		
(units)	718,700,000	719,000,000
Basic earnings per share (sen)	(0.28)	(0.20)

Diluted earnings per share is the same as basic earnings per share as there is no dilutive potential ordinary shares outstanding during the financial year.

28. EMPLOYEES BENEFITS EXPENSES

		Group	Co	ompany
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
	RM	RM	RM	RM
Staff costs				
Salaries, wages and other				
emoluments	14,134,729	15,654,890	496,262	756,968
Defined contribution plan	1,490,711	1,565,460	57,872	82,588
	15 605 440	17 000 250	554.104	020 556
	15,625,440	17,220,350	554,134	839,556
Executive Directors				
Salaries and other emoluments	861,339	907,737	119,410	131,157
Defined contribution plan	72,777	76,353	14,183	14,881
	934,116	984,090	133,593	146,038
Non-executive Directors	934,110	984,090	133,333	140,038
Other emoluments	29,191	16,290	29,191	16,290
Total Directors' remuneration	963,307	1,000,380	162,784	162,328
Total employees benefits				
expenses	16,588,747	18,220,730	716,918	1,001,884

The estimated monetary value of benefits-in-kind received by Directors otherwise than in cash from the Group and the Company amounted to RM50,558 and RM15,983 (2023: RM51,204 and RM14,814) respectively.

29. RELATED PARTIES DISCLOSURES

Identify of related parties

For the purpose of these financial statements, parties are considered to be related to the Company if the Company has ability to directly control the party or exercise significant influence over the party in making financial and operating decision, or vice versa, or where the Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

The significant related party transactions of the Group and of the Company are as follows:-

	<u>2024</u> RM	<u>2023</u> RM
Group	IXIVI	IXIVI
Holding company:		
Payment on behalf and reimbursement to	150	150
Related parties:		
Sales to	(50,071)	(229,430)
Purchases from	41,440	38,899
Sales of vouchers to	(3,800)	(5,320)
Expired vouchers provided to	117,400	143,883
Donation provided to	-	131
Human resources sharing fees charged to	(56,000)	-
Rental expenses	58,800	52,200
Information and communication technologies shared services		
income	(600)	-
Trademark royalty expenses charged by	276,902	272,056
Transportation fees charged by	-	3,242
Payment on behalf and reimbursement to	(42,402)	(15,812)
Payment on behalf and reimbursement from	2,334	-
Associates		
Sales to	(877,251)	(1,203,560)
Purchases from	-	27,143
Sales of vouchers to	(1,560)	-
Commission charged by	9,582	8,663
Human resources sharing fees charged to	(48,000)	(48,000)
Rental income	(169,956)	(169,956)
Printing and stationery fee charged to	(235)	-
Information and communication technologies shared services		
income	(9,000)	(31,669)
Research and development expenses	252,457	291,845
Management fees charged by	243,972	254,291
Laboratory charges charged by	985	2,363
Payment on behalf and reimbursement to	(13,559)	(6,181)
Company		
Holding company:		
Payment on behalf and reimbursement to	150	150
. aja a bondir dira rombaroomone to		

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29. RELATED PARTIES DISCLOSURES (CONT'D)

Identify of related parties (cont'd)

The significant related party transactions of the Group and of the Company are as follows (cont'd):-

	<u>2024</u>	<u>2023</u>
	RM	RM
Company (cont'd)		
Subsidiaries:		
Advance to	-	(330,000)
Payment on behalf and reimbursement to	(1,286)	(6,859)
Payment on behalf and reimbursement from	9,099	11,986
Information and communication technologies shared services		
charged by	16,500	49,968
Interest income	-	(1,810)
Dividend income	(140,000)	-
Management fees income	(1,405,412)	(1,398,451)
Purchases from	17,076	5,911
Purchase of plant and equipment	4,616	-
Rental expenses	104,880	104,880
Associate:		
Human resources sharing fees charged to	(36,000)	(36,000)

Related party balances

Outstanding balances arising from related party transactions as at the reporting date are disclosed in Notes 11, 12, 19 and 20 to the financial statements.

Compensation of key management personnel

Key management personnel is defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company either directly or indirectly and entity that provides key management personnel services to the Group and the Company.

The remuneration of key management personnel is same as the Directors' remuneration are disclosed in Notes 25 and 28 to the financial statements. The Group and the Company have no other members of key management personnel apart from the Board of Directors.

30. LEASE ARRANGEMENTS

The future minimum lease payments receivable under non-cancellable operating lease contracted for as at the reporting date but not recognised as receivables are as follows:-

		Group
	<u>2024</u>	<u>2023</u>
	RM	RM
Within one year	467,151	360,729
Between two to five years	7,500	158,553
_		
_	474,651	519,282

31. SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on its products and services, and has three reportable operating segments as follows:

Manufacturing: Manufacturing, trading and packaging of foodstuffs, beverages, household and personal

care products.

Marketing and trading: Sales and distribution of healthcare, consumer products, food ingredients, coffee and other

related beverage products.

Others: Investment holding and operation of food and beverage outlets.

The Group has aggregated certain operating segments to form a reportable segment due to the similar nature and operational characteristics of the products.

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 operating profit or loss which, in certain respects as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

31. SEGMENT INFORMATION (CONT'D)

					Adjustments	
			Marketing		and	
		Manufacturing	and trading	<u>Others</u>	eliminations	Consolidated
	Note	RM	RM	RM	RM	RM
2024						
Revenue						
External revenue		14,140,018	43,716,331	144,837	ı	58,001,186
Inter-segment revenue	(a)	10,955,213	486,128	1,405,412	(12,846,753)	1
Total revenue		25,095,231	44,202,459	1,550,249	(12,846,753)	58,001,186
Results						
Finance income		(5,407)	(480,881)	(181,747)	1	(668,034)
Depreciation and amortisation		837,912	2,023,123	20,461	ı	2,881,496
Finance costs		78,619	66,417	ı	(1)	145,035
Other non-cash (expenses)/income	(q)	(619,826)	85,044	(182,583)	1,378,725	661,360
Taxation			71,943	3,264	000'99	141,207
Share of loss in associate company		1	ı	(14,417)	1	(14,417)
Segment result	(0)	(2,570,574)	90,318	(2,081,114)	2,069,957	(2,491,413)
Segment assets						
Additions to non-current assets	(p)	168,518	2,333,579	9,618	1	2,511,715
Segment assets	(e)	22,699,520	49,895,252	83,904,280	(75,414,546)	81,084,506
Segment liabilities	(f)	9,415,343	12,189,561	173,937	(8,007,523)	13,771,318

31. SEGMENT INFORMATION (CONT'D)

					Adjustments	
			Marketing		and	
		Manufacturing	and trading	<u>Others</u>	<u>eliminations</u>	Consolidated
	Note	RM	RM	RM	RM	RM
2023						
Revenue						
External revenue		17,466,330	44,321,555	208,663	1	61,996,548
Inter-segment revenue	(a)	9,969,385	490,427	1,462,042	(11,921,854)	ı
Total revenue		27,435,715	44,811,982	1,670,705	(11,921,854)	61,996,548
Results						
Finance income		(23,617)	(458,822)	(169,335)	1,811	(649,963)
Depreciation and amortisation		863,178	1,993,946	47,278	1	2,904,402
Finance costs		57,997	80,926	ı	(1,811)	137,112
Other non-cash income/(expenses)	(q)	681,008	(344,148)	(285,891)	(1,355,868)	(1,304,899)
Taxation		1	735,552	1	(407,000)	328,552
Share of profit in associate company		1	ı	300,963	I	300,963
Segment result	(၁)	(3,512,007)	120,876	6,989,012	(6,097,060)	(2,499,179)
Segment assets						
Additions to non-current assets	(p)	2,102,926	1,802,488	3,272	ı	3,908,686
Segment assets	(e)	23,974,983	52,962,710	85,850,880	(80,430,196)	82,358,377
Segment liabilities	(f)	8,357,715	14,770,281	207,562	(10,761,633)	12,573,925

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31. SEGMENT INFORMATION (CONT'D)

- (a) Inter-segment revenue is eliminated on consolidation. Inter-segment assets and liabilities are eliminated on consolidation.
- (b) Other material non-cash (income)/expenses consist of the following items as presented in the respective notes:

<u>2024</u> <u>202</u> RM R
RM R
Bad debts written off - 15,01
Dividend income (213,300) (82,05
Fair value changes on other investments (331,547) (325,32
Gain on disposal of other investments (3,909) (28,02
Loss/(Gain) on disposal of property, plant and equipment 41,208 (117,31
Impairment loss on intangible assets - 9,88
Impairment loss on property, plant and equipment 111,862 1,85
Intangible assets written off 75 2,60
Inventories written down 272,815 166,13
Inventories written off 301,973 81,34
Loss allowance on receivables 392,759 300,17
Property, plant and equipment written off 30,982 54,59
Reversal of loss allowance on receivables (8,936) (611,48
Reversal of inventories written down (178,582) (536,79
Reversal of inventories written off - (30,96
(Reversal of impairment loss)/Impairment loss on
investment in an associate (14,417) 300,96
Share of loss/(profit) of equity-accounted associates 14,417 (300,96
Unrealised loss/(gain) on foreign exchange 245,960 (204,54
661,360 (1,304,89

(c) The following items are added to/(deducted from) segment (loss)/profit before taxation to arrive at (loss)/profit before taxation presented in the consolidated statements of comprehensive income:

		Group
	<u>2024</u>	<u>2023</u>
	RM	RM
Segment loss	(2,491,413)	(2,499,179)
Finance income	668,034	649,963
Finance costs	(145,035)	(137,112)
Share of (loss)/profit of equity-accounted associates	(14,417)	300,963
Loss after tax	(1,982,831)	(1,685,365)
Finance income Finance costs Share of (loss)/profit of equity-accounted associates	668,034 (145,035) (14,417)	649,96 (137,112 300,96

(d) Additions to non-current assets other than financial instruments and deferred tax assets consist of:-

		Group
	<u>2024</u>	<u>2023</u>
	RM	RM
Property, plant and equipment	955,730	2,126,983
Intangible assets	25,985	31,703
Investment property	1,530,000	1,750,000
	2,511,715	3,908,686

31. SEGMENT INFORMATION (CONT'D)

(e) The following items are added to segment assets to arrive at total assets reported in the consolidated statements of financial position:-

	Group		
	<u>2024</u>	<u>2023</u>	
	RM	RM	
Segment assets	81,084,506	82,358,377	
Intangible assets	411,437	629,228	
Deferred tax assets	341,000	407,000	
Tax recoverable	556,692	119,531	
Total assets	82,393,635	83,514,136	

(f) The following items are added to segment liabilities to arrive at total liabilities reported in the consolidated statements of financial position:-

		Group
	<u>2024</u>	<u>2023</u>
	RM	RM
Segment liabilities	13,771,318	12,573,925
Lease liabilities	1,570,658	2,543,388
Borrowing	680,218	190,679
Tax payable	1,964	4,968
Total liabilities	16,024,158	15,312,960

(g) Geographical information

Revenue information based on the geographical location of customers is as follows:-

		Group
	<u>2024</u>	<u>2023</u>
	RM	RM
Canada	-	886,889
Cambodia	514,781	-
China	46,677	93,788
Hong Kong	684,378	503,677
Indonesia	1,228,072	1,197,960
Japan	598,974	515,750
Malaysia	50,725,364	53,533,072
Singapore	2,485,153	2,480,580
Taiwan	135,028	152,539
Thailand	492,565	482,655
United States of America	1,090,194	2,131,199
Others		18,439
	58,001,186	61,996,548

As at the reporting date, there is no single external customer accounting for 10 per cent or more of the Group's revenue.

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31. SEGMENT INFORMATION (CONT'D)

The following is the analysis of non-current assets other than financial instruments and deferred tax assets analysed by the Group's geographical location.

	<u>Malaysia</u> RM	<u>Singapore</u> RM	<u>Taiwan</u> RM	<u>Consolidated</u> RM
2024	11111	1111	17.171	TXIVI
Property, plant and equipment	26,630,137	163,522	-	26,793,659
Investment properties	7,730,280	-	-	7,730,280
Intangible assets	411,437	-	-	411,437
Total non-current assets (excluding financial instruments				
and deferred tax assets)	34,771,854	163,522	-	34,935,376
2023				
Property, plant and equipment	28,366,322	486,649	-	28,852,971
Investment properties	6,854,000	-	-	6,854,000
Intangible assets	629,228	-	-	629,228
Total non-current assets (excluding financial instruments				
and deferred tax assets)	35,849,550	486,649	-	36,336,199

32. FINANCIAL INSTRUMENTS

Categories of financial instruments

The table below provides an analysis of financial instruments categorised as financial assets and financial liabilities measured as follows:-

- (a) Fair value through profit or loss designated upon initial recognition ("FVTPL"); and (b) Amortised cost ("AC").

	<u>FVTPL</u>	<u>AC</u>
	RM	RM
Group		
<u>2024</u>		
Financial assets		
Trade receivables	-	2,833,125
Other receivables (exclude advance payment to suppliers and		
prepayments)	-	2,177,632
Other investments	14,465,564	-
Cash and bank balances and deposits		15,509,393
	14,465,564	20,520,150
Financial liabilities		
Trade payables	-	4,422,889
Other payables (exclude advance payment from customer and		
SST)	-	8,242,851
Borrowing	-	680,218
		13,345,958

32. FINANCIAL INSTRUMENTS (CONT'D)

Categories of financial instruments (cont'd)

The table below provides an analysis of financial instruments categorised financial assets and financial liabilities measured as follows (cont'd):-

(a) Fair value through profit or loss designated upon initial recognition ("FVTPL"); and (b) Amortised cost ("AC").

Corpus Financial assets Financial content in vestments Financial diabilities Financial liabilities Financial liabilities Financial assets Financial liabilities Financial liability Financial sasets Financial liability Financial sasets Financial liability Financial sasets Financial liability Financial sasets Financial liability Financial liabil		<u>FVTPL</u> RM	<u>AC</u> RM
Financial assets 3,641,343 Trade receivables (exclude advance payment to suppliers and prepayments) 2,793,593 Other investments 14,896,820 2,793,594 Cash and bank balances and deposits 14,896,820 20,010,540 Financial liabilities 3,540,595 Trade payables (exclude advance payment from customer and SST) 2 8,046,344 Borrowing 2 11,777,618 Company 2024 2 Financial assets 3 1,096,79 Trade receivables (exclude prepayments) 2 81,496 Other receivables (exclude prepayments) 2 2,605 Other investments 5,477,418 2 Cash and bank balances and deposits 5,477,418 2 Financial liability 2 2,019,800 Trade receivables (exclude prepayments) 2 162,648 Other payables 2 2,019,800 Other preceivables (exclude prepayments) 2 2,019,800 Other payables 2 162,648 Financial liability 2 2	Group	IXIVI	IXIVI
Trade receivables 3,641,348 Other receivables (exclude advance payment to suppliers and prepayments) 2,793,593 Other investments 14,896,820			
Company Comp		_	3 641 343
prepayments) 2,793,593 Other investments 14,896,820 - Cash and bank balances and deposits 13,575,604 Financial liabilities Trade payables - 3,540,595 Other payables (exclude advance payment from customer and SST) - 8,046,344 Borrowing - 190,679 Company - 1,777,618 Company 2024 - 1,777,618 Financial assets Trade receivables (exclude prepayments) - 2,605 Other receivables (exclude prepayments) - 2,605 Other investments 5,477,418 - Cash and bank balances and deposits 5,477,418 - Financial liability Other payables - 162,648 2023 Financial liability Other receivables (exclude prepayments) - 104,506 Other receivables (exclude prepayments) - 2,327 Other investments - 1,094,583		_	3,041,343
Cash and bank balances and deposits 13,575,604 Financial liabilities 1 Trade payables 3,540,595 Other payables (exclude advance payment from customer and SST) 8,046,344 Borrowing 1,077,618 Company 1,1777,618 Company 2 2024 1 Financial assets 81,496 Other receivables (exclude prepayments) 2,605 Other investments 5,477,418 - Cash and bank balances and deposits 5,477,418 - Financial liability 5,477,418 2,103,901 Prinancial sasets 1 2,204 Financial sasets - 162,648 2023 - 104,506 Financial sasets - 2,327 Financial sasets - 2,327 Cherr receivables (exclude prepayments) - 2,327 Other receivables (exclude prepayments) - 2,327 Other investments - 1,04,506 Other receivables (exclude prepayments) -	prepayments)	-	2,793,593
Financial liabilities 14,896,820 20,010,540 Trade payables 3,540,595 Other payables (exclude advance payment from customer and SST) - 8,046,344 Borrowing - 190,679 Company - 11,777,618 Company - 2024 Financial assets - 81,496 Trade receivables (exclude prepayments) - 2,605 Other receivables (exclude prepayments) 5,477,418 - Cash and bank balances and deposits 5,477,418 - Financial liability - 162,648 Other payables - 162,648 Financial sasets - 104,506 Trade receivables (exclude prepayments) - 2,327 Other receivables (exclude prepayments) - 2,327 Other investments - 2,327 Other investments - 1,04,506 Other investments - 1,094,583 Cash and bank balances and deposits - 1,094,583 Financial liability		14,896,820	-
Company ST (Company)	Cash and bank balances and deposits		13,5/5,604
Trade payables - 3,540,595 Other payables (exclude advance payment from customer and SST) - 8,046,344 Borrowing - 190,679 Company - 11,777,618 Company - 81,496 2024 - 81,496 Trade receivables - 81,496 Other receivables (exclude prepayments) - 2,605 Other investments 5,477,418 - Cash and bank balances and deposits - 2,019,800 Financial liability - 2,039 Cher payables - 162,648 2023 - 162,648 2023 - 104,506 Trade receivables (exclude prepayments) - 104,506 Other receivables (exclude prepayments) - 2,327 Other investments - 1,094,583 Cash and bank balances and deposits - 1,094,583 Financial liability - 1,094,583		14,896,820	20,010,540
Company	Financial liabilities		
SST)		-	3,540,595
Borrowing 190,679 11,777,618 11,777,618 12,0024 13,000			8 046 344
Company 2024 Financial assets 81,496 Other receivables (exclude prepayments) 5,477,418 - Other investments 5,477,418 - Cash and bank balances and deposits 5,477,418 2,103,900 Financial liability - 162,648 Other payables - 162,648 Financial assets - 104,506 Trade receivables (exclude prepayments) - 2,327 Other investments 6,107,614 - Cash and bank balances and deposits 6,107,614 - Financial liability - 1,094,583 Financial liability - 1,094,583		-	
Company 2024 Company 2025 Company 2025<			
2024 Financial assets 81,496 Other receivables (exclude prepayments) 2,605 Other investments 5,477,418 - Cash and bank balances and deposits 2,019,800 Financial liability Other payables - 162,648 2023 Financial assets - 104,506 Other receivables (exclude prepayments) - 2,327 Other investments 6,107,614 - Cash and bank balances and deposits 6,107,614 - Financial liability			11,777,618
Financial assets Trade receivables - 81,496 Other receivables (exclude prepayments) - 2,605 Other investments 5,477,418 - Cash and bank balances and deposits - 2,019,800 Financial liability Other payables - 162,648 Financial assets Trade receivables - 104,506 Other receivables (exclude prepayments) - 2,327 Other investments 6,107,614 - Cash and bank balances and deposits - 1,094,583 Financial liability	Company		
Trade receivables - 81,496 Other receivables (exclude prepayments) - 2,605 Other investments 5,477,418 - Cash and bank balances and deposits - 2,019,800 Financial liability Other payables - 162,648 Financial assets Trade receivables - 104,506 Other receivables (exclude prepayments) - 2,327 Other investments 6,107,614 - Cash and bank balances and deposits - 1,094,583 Financial liability			
Other receivables (exclude prepayments) - 2,605 Other investments 5,477,418 - Cash and bank balances and deposits - 2,019,800 Financial liability Other payables - 162,648 Enancial assets Trade receivables - 104,506 Other receivables (exclude prepayments) - 2,327 Other investments 6,107,614 - Cash and bank balances and deposits - 1,094,583 Financial liability			81 406
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Financial liability Other payables - 162,648 2023 Financial assets Trade receivables - 104,506 Other receivables (exclude prepayments) - 2,327 Other investments 6,107,614 - Cash and bank balances and deposits - 1,094,583 Financial liability	Cash and bank balances and deposits		2,019,800
Other payables - 162,648 2023 Financial assets Trade receivables - 104,506 Other receivables (exclude prepayments) - 2,327 Other investments 6,107,614 - Cash and bank balances and deposits - 1,094,583 Financial liability		5,477,418	2,103,901
Other payables - 162,648 2023 Financial assets Trade receivables - 104,506 Other receivables (exclude prepayments) - 2,327 Other investments 6,107,614 - Cash and bank balances and deposits - 1,094,583 Financial liability	Financial liability		
Financial assets Trade receivables - 104,506 Other receivables (exclude prepayments) - 2,327 Other investments 6,107,614 - Cash and bank balances and deposits - 1,094,583 Financial liability		-	162,648
Financial assets Trade receivables - 104,506 Other receivables (exclude prepayments) - 2,327 Other investments 6,107,614 - Cash and bank balances and deposits - 1,094,583 Financial liability	0002		
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Other investments 6,107,614 - Cash and bank balances and deposits - 1,094,583 6,107,614 1,201,416 Financial liability		-	104,506
Cash and bank balances and deposits - 1,094,583 6,107,614 1,201,416 Financial liability		-	2,327
6,107,614 1,201,416 Financial liability		6,107,614	1 004 593
Financial liability	Cash and Dank Darances and deposits		1,094,383
		6,107,614	1,201,416
	Financial liability		
	Other payables		200,320

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32. FINANCIAL INSTRUMENTS (CONT'D)

Financial risk management objectives and policies

The Group's and the Company's activities are exposed to a variety of financial risks which include credit risk, liquidity risk, market risks, foreign currency risk and interest rate risk. The Group's and the Company's overall financial risk management policy focused on identifying and managing the financial risks and seeks to minimise potential adverse effects on the Group's and the Company's financial performance.

Risk management is integral to the whole business of the Group and of the Company. Management continually monitors the Group's and the Company's risk management process to ensure that an appropriate balance between risk and control is achieved. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Group's and the Company's activities.

There have been no changes to the Group's and the Company's exposure to these financial risks or the manner in which it manages and measures the risk.

(a) Credit risk

Credit risk refers to the risk that a counterparty will default in its contractual obligations resulting in financial loss to the Group and the Company. The Group and the Company adopt the policy of dealing with customers of appropriate standing to mitigate credit risk and customers who wish to trade on credit terms are subject to credit evaluation. Receivables are monitored on an ongoing basis to mitigate risk of bad debts. For other financial assets, the Group and the Company adopt the policy of dealing with reputable institutions.

Trade receivables and other receivables

Exposure to credit risk

Maximum exposure of the Group and of the Company to credit risk is represented by the carrying amount of financial assets recognised at reporting date summarised below:-

		Group	С	ompany
	<u>2024</u>	<u>2024</u> <u>2023</u>		<u>2023</u>
	RM	RM	RM	RM
Trade receivables	2,833,125	3,641,343	81,496	104,506
Other receivables	2,177,632	2,793,593	2,605	2,327
Carrying amount	5,010,757	6,434,936	84,101	106,833

32. FINANCIAL INSTRUMENTS (CONT'D)

Financial risk management objectives and policies (cont'd)

(a) Credit risk (cont'd)

Trade receivables and other receivables (cont'd)

Credit risk concentration

The Group and the Company are not exposed to any significant credit risk exposure to any single counterparty other than the following:-

			Gr	oup		
		2024			2023	
	RM		%	RM		%
Trade Receivables						
Malaysia						
Top 1 customers (2023: 3)	2,008,658		71	3,386,037		93
			Con	npany		
		<u>2024</u>			<u>2023</u>	
	RM		%	RM		%
Trade Receivables						
Malaysia						
Top 3 customers (2023: 2)	81,496		100	104,506		100

The Group and the Company continuously monitor credit standing of customers and other counterparties, identified either individually or by group, and incorporate this information into its credit risk controls. Where available at reasonable cost, external credit ratings and/or reports on customers and other counterparties are obtained and used.

Recognition and measurement of impairment loss

Trade receivables

The Group and the Company apply the MFRS 9 simplified approach to measure ECLs which uses a lifetime expected loss allowance for trade receivables. The Group and the Company assess impairment of trade receivables on individual and collective basis.

The Group and the Company use a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for grouping of various customer segments that have similar loss pattern i.e. customer type.

The provision matrix is initially based on the Group's and the Company's historical observed default rates. The Group and the Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information on macroeconomic factors affecting the ability of the customers to settle. The Group and the Company have identified the gross domestic product ("GDP") as the most relevant factors. Nevertheless, as at reporting date, the GDP has no significant impact in the ECL calculation. The Group and the Company have assessed that all their trade receivables as creditworthy customers with good payment records and loss incurred infrequently. Thus, no expected credit loss is required.

Assessment of individual trade receivables is determined to be credit impaired at the reporting date for those in significant financial difficulties and/or defaulted on payments. However for certain subsidiary companies, it is based on those more than 180 days past due and are either in significant financial difficulties and/or have defaulted on payments.

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32. FINANCIAL INSTRUMENTS (CONT'D)

Financial risk management objectives and policies (cont'd)

(a) Credit risk (cont'd)

Trade receivables and other receivables (cont'd)

Recognition and measurement of impairment loss (cont'd)

Trade receivables (cont'd)

Set out below is the information about the credit risk exposure and ECLs on the Group's and the Company's trade receivables which is grouped together as they are expected to have similar risk nature:

		Days past due				
	Current	1 to 30	31 to 60	61 to 90	More than	Total
		days	days	days	91 days	
	RM	RM	RM	RM	RM	RM
Group 2024						
Trade receivables Individually	1,510,000	839,630	463,566	102,138	1,267,937	4,183,271
impaired	(55,062)	(48,497)	(47,336)	(33,196)	(1,166,055)	(1,350,146)
Net balance	1,454,938	791,133	416,230	68,942	101,882	2,833,125
2023						
Trade receivables Individually	2,622,887	1,393,726	239,697	48,161	549,926	4,854,397
impaired	(50,200)	(325,070)	(239,697)	(48,161)	(549,926)	(1,213,054)
Net balance	2,572,687	1,068,656	-	-	-	3,641,343
Company 2024						
Trade receivables Individually	34,689	34,699	-	782	50,190	120,360
impaired		(6,783)	-	-	(32,081)	(38,864)
Net balance	34,689	27,916	-	782	18,109	81,496
2023						
Trade receivables Individually	36,388	34,700	793	798	42,917	115,596
impaired		-	-	-	(11,090)	(11,090)
Net balance	36,388	34,700	793	798	31,827	104,506

32. FINANCIAL INSTRUMENTS (CONT'D)

Financial risk management objectives and policies (cont'd)

(a) Credit risk (cont'd)

Trade receivables and other receivables (cont'd)

Recognition and measurement of impairment loss (cont'd)

Other receivables

The Group and the Company consider that there has been a significant increase in credit risk when contractual payments are more than 30 days past due.

The Group and the Company consider a financial asset is in default when contractual payments are 90 days past due.

For advances to holding company, subsidiaries, associates and related parties whose credit terms is repayable on demand, this is considered credit impaired when the holding company, subsidiaries, associates and related parties are unlikely to repay their advances to the Group and the Company in full given insufficient highly liquid resources when the advances are demanded.

Cash and bank balances and deposits

Deposits with banks and investment securities that are neither past due nor impaired are placed with or entered into with reputable financial institutions with high credit ratings and have no history of default. Therefore, credit risk is negligence.

(b) Liquidity risk

Liquidity risk is the risk that the Group and the Company will encounter difficulty in meeting financial obligations when they fall due. The Group's and the Company's exposure to liquidity risk arise principally from payables and lease liabilities.

The Group and the Company practice prudent risk management by maintaining sufficient cash and cash equivalents and banking facilities deemed adequate by management to ensure, as far as possible, that they will have sufficient liquidity to meet their liabilities when they fall due.

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32. FINANCIAL INSTRUMENTS (CONT'D)

Financial risk management objectives and policies (cont'd)

(b) Liquidity risk (cont'd)

The following is a summary of the financial liabilities of the Group and of the Company according to maturity period:-

	Within 1 year RM	2 to 5 years RM	<u>Total</u> RM
Group			
<u>2024</u>			
Non-derivative financial liabilities			
Secured			
Borrowing	680,218	-	680,218
			_
Unsecured			
Trade payables	4,422,889	-	4,422,889
Other payables	8,242,851	-	8,242,851
Lease liabilities	1,219,545	718,953	1,938,498
0000			
2023			
Non-derivative financial liabilities			
Secured	100.670		100.670
Borrowing	190,679	-	190,679
Unsecured			
Trade payables	3,540,595	-	3,540,595
Other payables	8,046,344	-	8,046,344
Lease liabilities	1,527,586	1,149,424	2,677,010
Company			
2024			
Non-derivative financial liability			
Unsecured			
Other payables	162,648	_	162,648
other payables	102,010		102,010
2023			
Non-derivative financial liability			
Unsecured			
Other payables	200,320		200,320

The above amounts reflect the contractual undiscounted cash flows, which may differ from the carrying values of financial liabilities at the reporting date.

32. FINANCIAL INSTRUMENTS (CONT'D)

Financial risk management objectives and policies (cont'd)

(c) Foreign currency risk

Foreign currency risk is the risk of fluctuation in fair value or future cash flows of a financial instrument as a result of changes in foreign exchange rates.

The Group and the Company are exposed to foreign currency risk on sales, purchases and cash and cash equivalents that are denominated in a currency other than the functional currency of the Company. The currencies giving rise to this risk are primarily United States Dollar ["USD"], Singapore Dollar ["SGD"], Thai Baht ["THB"], Brunei Dollar ["BND"], Euro ["EUR"] and Chinese Yuan ["CNY"].

	<u>USD</u> RM	<u>SGD</u> RM	<u>THB</u> RM	<u>BND</u> RM	<u>EUR</u> RM	<u>CNY</u> RM
Group						
2024						
Trade receivables	476,115	4,256,862	-	-	_	-
Other receivables Cash and bank balances and	400,411	131,653	33,851	-	-	-
deposits	383,641	-	-	249,932	-	-
Trade payables	(1,647,909)	(6,247)	-	-	(37,301)	(88,445)
Other payables	(32,310)	-	-	-	-	-
Net exposure	(420,052)	4,382,268	33,851	249,932	(37,301)	(88,445)
2023						
Trade receivables	946,344	323,288	-	-	-	-
Other receivables	316,967	165,941	-	-	-	-
Cash and bank balances and						
deposits	325,725	-	-	349,921	-	-
Trade payables	(1,146,584)	-	-	-	(2,285)	-
Other payables	(216,736)	-	-	-	-	-
Net exposure	225,716	489,229	-	349,921	(2,285)	-
Company 2024						
Trade receivables	_	52,532	_	_	_	_
Other receivables	-	136,451	_	_	_	_
Net exposure		188,983	-	-	-	
2023						
Trade receivables	-	46,078	-	-	-	-
Other receivables		161,767	-	-	-	
Net exposure	-	207,845	-	-	-	

Certain of the other foreign currencies are not presented as the amounts are not material.

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32. FINANCIAL INSTRUMENTS (CONT'D)

Financial risk management objectives and policies (cont'd)

(c) Foreign currency risk (cont'd)

Foreign currency sensitivity analysis

The following table illustrates the sensitivity of profit and equity with regards to the Group's financial assets and financial liabilities and the RM/USD exchange rate, RM/SGD exchange rate, RM/THB exchange rate, RM/BND exchange rate, RM/EUR exchange rate and RM/CNY exchange rate assuming all other things being equal.

If the RM had strengthened/weakened against the USD, SGD, THB, BND, EUR and CNY, then the impact would be as follows:-

	Effect on profit/equity for the years Increase/(Decrease)		years		ye. Increase	t/equity for the ars Decrease) pany
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	2023 RM		
RM/USD - Strengthened 2% (2023: 2%) - Weakened 2% (2023:	(8,401)	4,514	-	-		
2%)	8,401	(4,514)	-	-		
RM/SGD - Strengthened 1% (2023: 1%) - Weakened 1% (2023: 1%)	43,823 (43,823)	4,892 (4,892)	1,890 (1,890)	2,078 (2,078)		
RM/THB - Strengthened 1% (2023: 1%) - Weakened 1% (2023: 1%)	339 (339)	- -	- -	-		
RM/BND - Strengthened 1% (2023: 1%) - Weakened 1% (2023: 1%)	2,499 (2,499)	3,499 (3,499)	-	-		
RM/EUR - Strengthened 1% (2023:2%) - Weakened 1% (2023: 2%)	(373) 373	(46) 46	- -	-		
RM/CNY - Strengthened 2% (2023:1%) - Weakened 2% (2023: 1%)	(1,769)	-	- -	-		

32. FINANCIAL INSTRUMENTS (CONT'D)

Financial risk management objectives and policies (cont'd)

(c) Foreign currency risk (cont'd)

Foreign currency sensitivity analysis (cont'd)

Exposures to foreign exchange rates vary during the year depending on the volume of overseas transactions. Nonetheless, the analysis above is considered to be representative of the Group's and the Company's exposure to currency risk.

(d) Market price risk

Market price risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market price of money market funds and unquoted shares held by the Group and the Company.

The Group and the Company are exposed to the changes in the net asset value of the financial instruments.

As at the reporting date, if the net asset value per unit increase by 5% (2023: 5%), profit and equity of the Group and the Company will increase by RM723,278 and RM273,871 (2023: RM744,841 and RM305,381) respectively. A 5% (2023: 5%) weakening in the share price of each counter would have equal but opposite effect on the Group's and on the Company's profit/equity for the financial year.

(e) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate of changes in market interest rate.

The Group and the Company monitor interest rate risk on an on-going basis and the Group and the Company endeavour to keep the exposures at an acceptable level.

The Group is exposed to interest rate risk from fixed deposits with licensed banks, lease liabilities and borrowings.

The Group's deposits with licensed banks and lease liabilities is at fixed interest rate and borrowing at floating interest rates.

The carrying amount of the Group's financial instruments that are exposed to interest rate risk are as follows:-

	<u>2024</u>	<u>2023</u>
	RM	RM
Group		
Fixed rate instruments		
<u>Financial asset</u>		
Fixed deposits with licensed banks	66,585	70,451
Financial liability		
Lease liabilities	1,570,658	2,543,388
Floating rate instruments		
Financial liability		
Borrowings	680,218	190,679

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32. FINANCIAL INSTRUMENTS (CONT'D)

Financial risk management objectives and policies (cont'd)

(e) Interest rate risk (cont'd)

Fair value sensitivity analysis for fixed rate instruments

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

Cash flow sensitivity analysis for variable rate instruments

The following table illustrates the sensitivity of profit to a reasonably possible change in interest rates of \pm -25 (2023: \pm -25) basis points ("bp"). These changes are considered to be reasonably possible based on observation of current market conditions. The calculations are based on a change in the average market interest rate for each period, and the financial instruments held at each reporting date that are sensitive to changes in interest rates. All other variables are held constant.

		the profit of the all year/equity
	RM F	
Group 2024	+25bp (1,701)	-25bp 1,701
2023	(477)	477

Fair value on financial instruments

The carrying amounts of financial assets and financial liabilities of the Group and the Company at the reporting date approximate their fair values due to their short-term nature, insignificant impact of discounting or that they are floating rate instruments that are re-priced to market interest rates on or near the reporting date.

32. FINANCIAL INSTRUMENTS (CONT'D)

Financial risk management objectives and policies (cont'd)

Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable:-

	<u>Level 1</u>	Level 2	Level 3	<u>Total</u>
	RM	RM	RM	RM
Group				
2024				
Financial assets				
Non-derivative financial assets at FVTPL				
Quoted shares	412,000	-	-	412,000
Unquoted shares	-	-	339,973	339,973
Redeemable convertible preference shares	-	-	2,000,000	2,000,000
Investment in money market funds	11,713,591	-	-	11,713,591
2023				
Financial assets				
Non-derivative financial assets at FVTPL				
Quoted shares	542,925			542,925
Unquoted shares	342,923	-	142,973	142,973
Redeemable convertible preference shares	-	-	2,000,000	2,000,000
Investment in money market funds	12,210,922	-	2,000,000	12,210,922
investment in money market runus	12,210,922	-	-	12,210,922
Company				
2024				
Financial assets				
Non-derivative financial assets at FVTPL				
Unquoted shares	-	-	1	1
Quoted shares	154,500	-	-	154,500
Investment in money market funds	5,322,917	-	-	5,322,917
2023				
Financial assets				
Non-derivative financial assets at FVTPL				
Unquoted shares			1	1
Quoted shares	190,500	-	1	190,500
Investment in money market funds	5,917,113	-	-	5,917,113
investment in money market runus	5,517,115			5,517,115

There was no transfer between Level 1, 2 and 3 in 2024 and 2023.

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32. FINANCIAL INSTRUMENTS (CONT'D)

Financial risk management objectives and policies (cont'd)

Fair value hierarchy (cont'd)

Measurement of fair value of financial instruments

Types of financial instrument carried at fair value	Level	Valuation techniques	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
-Unquoted shares - Redeemable convertible preference shares	3	Adjusted net asset method which derives the fair value of an investee's equity instruments by reference to the fair value of its assets and liabilities	Fair value of individual assets and liabilities	The higher the net assets, the higher the fair value
-Quoted shares - Investment in money market funds	1	The fair values are determined based on quoted bid prices in an active market	Average units price in active market	The estimated fair value will increase if the market value units price increase

33. CAPITAL RISK MANAGEMENT

The Group's and the Company's objectives when managing capital is to maintain a strong capital base and safeguard the Group's and the Company's ability to continue as a going concern.

The Group and the Company monitor capital using net debt-to-equity ratio which is the debt divided by total capital.

The net debt-to-equity ratio at end of the reporting period are as follows:-

		Group	Company		
	<u>2024</u> RM	<u>2023</u> RM	<u>2024</u> RM	<u>2023</u> RM	
	IXIVI	IXIVI	KW	IXIVI	
Lease liabilities	1,570,658	2,543,388	-	-	
Less: Cash and cash equivalents	(14,829,175)	(13,384,925)	(2,019,800)	(1,094,583)	
Total debts	(13,258,517)	(10,841,537)	(2,019,800)	(1,094,583)	
Total equity attributable	(13,236,317)	(10,641,337)	(2,019,800)	(1,094,363)	
to the owners of the					
Company	65,784,538	67,581,691	83,216,251	85,144,928	
Debt-to-equity ratio	N/A	N/A	N/A	N/A	

N/A: Not applicable

33. CAPITAL RISK MANAGEMENT (CONT'D)T

There were no changes in the Group's and the Company's approach to capital management during the financial year.

The Group and the Company are not subject to any externally imposed capital requirements.

34. SIGNIFICANT EVENT

Material Litigation

On 18 September 2021, an ex-director of the subsidiaries' Company ("the Claimant") had filed a legal action against CNI Enterprise (M) Sdn Bhd ("the Company") under Section 20(3) of the Industrial Relations Act 1967, following her dismissal by the Company on 22 December 2020.

The case management began on 5 January 2022, with trial dates set for 7 and 8 September 2022. However, the Court subsequently vacated these dates, and the hearing was completed on 30 September 2024.

The case is now pending written submissions, which were scheduled for 23 April 2025. However, this date remains tentative and may be subject to further changes.

The outcome of the trial is uncertain and cannot be reliably predicted at this stage.

35. EVENT AFTER THE REPORTING PERIOD

On 2 April 2025, the US government announced a reciprocal tariff on imported goods from all countries. The reciprocal tariff imposed a baseline of 10% tariff on all imports from countries worldwide effective 5 April 2025 whilst higher tariffs were imposed on specific countries whereby Malaysia was imposed a tariff rate of 24%, which will take effect from 9 April 2025.

At this juncture, the management does not expect the reciprocal tariff to have a material impact on the Group's business operations or financial performance as the Group's direct export to US is negligible. However, the imposition of the reciprocal tariff by the US and retaliation tariffs by certain countries may lead to dysfunctional global trade environment such as supply chain disruptions, increase of operational costs and other global macroeconomic conditions such as rising inflation, higher unemployment rates, lower disposable income and etc. These put adverse implications on the global economy and may have a material adverse impact on the business and financial performance of businesses worldwide.

The management is aware that any future development to this event may have a direct or indirect implication to its business operations and will continue to monitor the situation closely and take appropriate and timely measures to address the potential implications that may arise from this reciprocal tariff.

▶ LIST OF PROPERTIES

The properties held by the Group and the Company as at 31 December 2024 are as follows:

Location / Postal address	Description / existing use	Land area / built-up area (sq. feet)	Land Tenure (expiry date)	Approximate age (year)	Audited net book value as at 31.12.2024 (RM'000)	Date of Acquisition/ last revaluation
Geran 215137 Lot 61741, Bandar Glenmarie, Daerah Petaling, Negeri Selangor	Commercial Buildings / Office cum factory	175,592 / 197,421	Freehold	28	17,348	1 Apr 1994 / -
Wisma CNI, No. 2, Jalan Perunding U1/17, Hicom-Glenmarie Industrial Park,Seksyen U1, 40150 Shah Alam, Selangor Darul Ehsan						
Country Lease, No. 015636807, District of Kota Kinabalu, Locality of Kuala Menggatal, State of Sabah	3-storey shop cum office (corner) / Renting out to third parties	2,273 / 6,504	Leasehold – 99 years (31 Dec 2098)	18	1,980	19 Jun 2008 / 24 Dec 2019
Lot No. 144 (DBKK No. Q-6), Block Q, Alamesra Plaza Permai, Lorong Plaza Permai 1, Sulaman Coastal Highway, 88450 Kota Kinabalu, Sabah						
HSD 28228 PT 9114 Mukim and Daerah of Sepang, State of Selangor (Parcel No. 1B-080 Type: Travelers Palm Upper 1, Storey No. Level 2 (First Floor), Building No. L06, The Golden Palm Tree Water Villas)	2-storey water villas (first floor) / Renting out to third parties	- / 570	Leasehold – 90 years (1st May 2107)	14	250	15 Mar 2017 / -
Villa No. 080 Golden Palm Tree Water Villas, No. 67 Jalan Pantai Bagan Lalang, Kg Bagan Lalang, 43950 Sungai Pelek, Selangor Darul Ehsan						

The properties held by the Group and the Company as at 31 December 2024 are as follows: (cont'd)

Location / Postal address	Description / existing use	Land area / built-up area (sq. feet)	Land Tenure (expiry date)	Approximate age (year)	Audited net book value as at 31.12.2024 (RM'000)	Date of Acquisition/ last revaluation
Geran 341476 Lot 119166 (formerly Geran 335021 Lot 119166) Mukim Dengkil, Daerah Sepang Negeri Selangor Unit C-03-08 Tamarind Square, Persiaran Multimedia, 63000 Cyberjaya, Selangor Darul Ehsan	Semi- detached shop / office / Renting out to third parties	- / 3,826	Freehold	6	2,500	4 Mar 2021/ 17 Jan 2024
Geran 341476 Lot 119166 (formerly Geran 335021 Lot 119166) Mukim Dengkil, Daerah Sepang Negeri Selangor Unit C-04-08, Tamarind Square, Persiaran Multimedia, 63000 Cyberjaya, Selangor Darul Ehsan	Semi- detached shop / office / Renting out to third parties	- / 3,442	Freehold	6	1,750	13 Mar 2023/ 17 Jan 2024
HSD 49112 PT 10482 Mukim and Daerah of Sepang State of Selangor (Parcel No. 1A-001 Type: Ivory Palm Upper 1 Storey No. Level 2 (First Floor), Building No. L06, The Golden Palm Tree Water Villas) Villa No. 001 Golden Palm Tree Water Villas, No. 67 Jalan Pantai Bagan Lalang, Kg Bagan Lalang, 43950 Sungai Pelek, Selangor Darul Ehsan	2-storey water villas (first floor) Renting out to third parties	- / 1,550	Leasehold – 90 years (1st May 2107)	14	1,250	31 Jul 2024/

▶ ADDITIONAL COMPLIANCE INFORMATION

The information set out below is disclosed in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"):

1. Utilisation of Proceeds Raised from Corporate Proposals

There were no proceeds raised from any corporate proposals during the financial year.

2. Audit and Non-audit Fees

The amount of audit and non-audit fees paid or payable by the Company and the Group to the external auditors or a firm or corporation affiliated to the auditors' firm for the financial year ended 31 December 2024 are as follows:

	Company	Group
	(RM)	(RM)
Audit fees	67,500	242,500
Non-audit fees	0	0

3. Material Contracts

Save as those described in Note 29 to the Audited Financial Statements on pages 117 to 118 of this Annual Report, there were no material contracts entered into by the Company and its subsidiaries involving the interests of directors and major shareholders, either still subsisting at the end of the financial year ended 31 December 2024 or entered into since the end of the previous financial year.

4. Recurrent Related Party Transactions of a Revenue or Trading Nature

At the Annual General Meeting held on 6 June 2024, the Company obtained a mandate from its shareholders to allow the Group to enter into recurrent related party transactions of a revenue or trading nature.

The details of the recurrent related party transactions conducted during the financial year ended 31 December 2024 pursuant to the said shareholders' mandate are disclosed as follows:

Transacting Party	Company within CNI Group	Interested Related Parties	Amount transacted during the financial year RM'000	Nature of transactions
CNI Corporation Sdn Bhd (CNI Corp)	CNI Enterprise (M) Sdn Bhd (CNIE)	Dato' Koh Peng Chor Koh How Loon Chew Boon Swee	244	Provision of management services to CNIE
	CNIE		207	Purchase of health care and consumer products
	Exclusive Mark (M) Sdn Bhd (EM)		624	Purchase of beverages and supplements from EM
CNI Venture Sdn Bhd	EM	Dato' Koh Peng Chor Koh How Loon Chew Boon Swee	169	Provision of research, development and testing services to EM
CNI IPHC	CNIE	Dato' Koh Peng Chor Chew Boon Swee	277	Payment of trademark fee by CNIE

▶ ANALYSIS OF SHAREHOLDINGS

AS AT 2 APRIL 2025

Issued Share Capital : RM 72,000,000 comprising 720,000,000 Ordinary Shares

Class of Shares : Ordinary shares

Voting Rights : 1 vote per Ordinary Share

DISTRIBUTION OF SHAREHOLDINGS

	Shareholders			No. of Issued Shares				
	Mala	ysian	Fore	igner	Malaysi	an	Foreigner	
Size of shareholdings	No.	%	No.	%	No.	%	No.	%
Less than 100	362	3.90	5	0.05	10,788	O ⁽¹⁾	190	0(1)
100 - 1,000	3,585	38.60	266	2.87	1,871,405	0.26	157,340	0.02
1,001 – 10,000	3,221	34.68	102	1.10	10,585,062	1.47	261,160	0.04
10,001 – 100,000	1,335	14.37	11	0.12	49,267,255	6.86	341,300	0.05
100,001 – 35,999,999 (*)	394	4.24	6	0.06	287,580,545	40.02	4,898,832	0.68
36,000,000 and above (**)	1	0.01	0	0.00	363,526,123	50.60	0	0.00
Total	8,898	95.80	390	4.20	712,841,178	99.21(2)	5,658,822	0.79(2)

Notes

- (*) Less than 5% of issued shares
- (**) 5% and above of issued shares
- (1) Less than 0.01%
- (2) Excluding a total of 1,500,000 Citra Nusa Holdings Berhad ("CNH") shares bought-back by CNH and retained as treasury shares as at 2 April 2025.

DIRECTORS' INTERESTS IN SHARES BASED ON THE REGISTER OF DIRECTORS' SHAREHOLDINGS

	Direct In	nterests	Deemed Interests		
	No. of Issued	% of Issued	No. of Issued	% of Issued	
Name of Directors	Shares	Shares ⁽⁴⁾	Shares	Shares ⁽⁴⁾	
Dato' Koh Peng Chor	5,028,680	0.70	373,983,483(1)	52.05	
Koh How Loon	1,679,180	0.23	370,671,643(2)	51.59	
Chew Boon Swee	1,128,614	0.16	6,534,120(3)	0.91	
Carolyn Anne Kam Foong Kheng	-	-	-	-	
An Li Fong	-	-	-	-	

Notes:

- (1) Deemed interested pursuant to Section 8 of the Companies Act, 2016 by virtue of his shareholdings in Marvellous Heights Sdn Bhd and PC Marketing Sdn Bhd and disclosure made pursuant to Section 59(11)(c) of the Companies Act, 2016 on the interests held by his spouse and children.
- (2) Deemed interested pursuant to Section 8 of the Companies Act, 2016 by virtue of his shareholdings in Marvellous Heights Sdn Bhd and PC Marketing Sdn Bhd.
- (3) Disclosure made pursuant to Section 59(11)(c) of the Companies Act, 2016 on the interests held by his spouse.
- (4) Excluding a total of 1,500,000 CNH shares bought-back by CNH and retained as treasury shares as at 2 April 2025.

■ ANALYSIS OF SHAREHOLDINGS

AS AT 2 APRIL 2025

SUBSTANTIAL SHAREHOLDERS BASED ON THE REGISTER OF SUBSTANTIAL SHAREHOLDERS

	Direct Int	terests	Deemed Interests		
Name	No. of Issued	% of Issued	No. of Issued	% of Issued	
	Shares	Shares ⁽⁴⁾	Shares	Shares ⁽⁴⁾⁾	
Marvellous Heights Sdn Bhd	363,526,123	50.60	-	-	
PC Marketing Sdn Bhd	7,145,520	0.99	363,526,123(1)	50.60	
Dato' Koh Peng Chor	5,028,680	0.70	373,983,483(1)	52.05	
Datin Chuah Tek Lan	1,167,200	0.16	377,844,963 ⁽²⁾	52.59	
Koh How Loon	1,679,180	0.23	370,671,643 ⁽²⁾	51.59	

Notes:

- (1) Deemed interested pursuant to Section 8 of the Companies Act, 2016 by virtue of its shareholdings in Marvellous Heights Sdn Bhd.
- (2) Deemed interested pursuant to Section 8 of the Companies Act, 2016 by virtue of his/her shareholdings in Marvellous Heights Sdn Bhd and PC Marketing Sdn Bhd and disclosure made pursuant to Section 59(11)(c) of the Companies Act, 2016 on the interests held by his/her spouse and children.
- (3) Deemed interested pursuant to Section 8 of the Companies Act, 2016 by virtue of his shareholdings in Marvellous Heights Sdn Bhd and PC Marketing Sdn Bhd.
- (4) Excluding a total of 1,500,000 CNH shares bought-back by CNH and retained as treasury shares as at 2 April 2025.

TOP 30 SECURITIES ACCOUNT HOLDERS

(Without aggregating the securities from different securities accounts belonging to the same Depositor)

	Name	No. of Issued Shares	% of Issued Shares ⁽¹⁾
1.	Marvellous Heights Sdn Bhd	363,526,123	50.60
2.	Wong Siew Fong	17,918,900	2.49
3.	Maybank Nominees (Tempatan) Sdn Bhd	16,071,000	2.24
	Pledged Securities Account For Ooi Keng Thye		
4.	Ong Teck Seng	12,000,000	1.67
5.	Toh Siew Kee	8,221,954	1.14
6.	Tan Yuan Fang	7,896,090	1.10
7.	CGS-CIMB Nominees (Tempatan) Sdn Bhd	7,467,400	1.04
	Pledged Securities Account For Ng Geok Wah		
8.	CIMSEC Nominees (Tempatan) Sdn Bhd	6,760,920	0.94
	CIMB For PC Marketing Sdn Bhd		
9.	Moy Mee Leng	6,334,120	0.88
10.	Maybank Nominees (Tempatan) Sdn Bhd	5,607,100	0.78
	Chan Sook Cheng		
11.	CIMSEC Nominees (Tempatan) Sdn Bhdd	5,028,680	0.70
	CIMB For Koh Peng Chor		
12.	Alliancegroup Nominees (Tempatan) Sdn Bhd	4,995,300	0.70
	Pledged Securities Account for Ho Kok Kiang		
13.	Chan Mung Bong	4,970,100	0.69
14.	Liu Wen Yi	4,214,700	0.59
15.	Tay Cindy	3,997,600	0.56
16.	Public Nominees (Tempatan) Sdn Bhd		
	Pledged Securities Account For Cheng Chin Heng	3,655,400	0.51
17.	Maybank Nominees (Tempatan) Sdn Bhd	, ,	
	Pledged Securities Account For Cheng Chew Giap	3,620,000	0.50
18.	Lim Sei Chei	3,300,000	0.46
19.	Tang Chin Chuai	3,183,260	0.44
20.	Suharman Subianto	3,102,532	0.43
21.	Foo Fook Min	2,900,700	0.40
22.	Public Nominees (Tempatan) Sdn Bhd		
	Pledged Securities Account For Koh Chin Sing	2,600,000	0.36
23.	CGS International Nominees Malaysia (Tempatan) Sdn Bhd	2,000,000	
	Pledged Securities Account For Yoong Sin Kuen	2,583,300	0.36
24.	Lim Kim Suan	2,488,600	0.35
25.	Maybank Nominees (Tempatan) Sdn Bhd	_, .55,555	3.30
	Pledged Securities Account For Beh Hang Kong	2,479,472	0.34
26.	Cheong Chee Kee	2,463,666	0.34
27.	Koh Tiah Siew	2,295,857	0.32
28.	Chin Kok Tian	2,279,800	0.32
29.	Ho Kok Kiang	2,271,200	0.32
30.	Lee Boon Hoe	1,984,300	0.28
	Total	516,218,074	71.85

Note:

⁽¹⁾ Excluding a total of 1,500,000 CNH shares bought-back by CNH and retained as treasury shares as at 2 April 2025.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-Sixth Annual General Meeting ("36th AGM") of Citra Nusa Holdings Berhad ("CNH" or "the Company") will be held at Diamond Hall, First Floor, Wisma CNI, No. 2 Jalan Perunding U1/17, Hicom-Glenmarie Industrial Park, Seksyen U1, 40150 Shah Alam, Selangor Darul Ehsan on **Tuesday, 10 June 2025** at 11.00 a.m. for the transaction of the following businesses:

ORDINARY BUSINESS

- 1. To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon.
- 2. To re-elect the following Directors who retire by rotation in accordance with Articles 110 and 111 of the Company's Constitution and who, being eligible, offer themselves for re-election:
 - i) Dato' Koh Peng Chor Resolution 1
 - ii) Carolyn Anne Kam Foong Kheng Resolution 2
- 3. To approve the payment of Directors' fees amounting to RM300,000 for the Non-Executive Directors of the Company in respect of the financial year ended 31 December 2024.
- 4. To approve the payment of benefits payable to the Non-Executive Directors of the Company up to an amount of RM80,000 from the 36th AGM until the next AGM of the Company.
- 5. To re-appoint Grant Thornton Malaysia PLT as Auditors of the Company until the conclusion of the next AGM of the Company and to authorise the Directors to determine their remuneration.

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following Ordinary Resolutions:

6. AUTHORITY TO DIRECTORS TO ISSUE SHARES

Resolution 6

"THAT, subject always to the Companies Act, 2016, the Company's Constitution and approvals of the relevant governmental/regulatory authorities, if applicable, the Directors be and are hereby authorised pursuant to Section 75 and Section 76 of the Companies Act, 2016, to issue shares in the Company at any time to such persons and 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 to be issued does not exceed 10% of the total number of issued shares of the Company for the time being and the Directors be and are also empowered to obtain approval from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued AND THAT such authority shall commerce immediately upon the passing of this resolution and continue to be in force until the conclusion of the next AGM of the Company."

PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Resolution 7

"THAT in accordance with Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and subject to the Companies Act, 2016 ("Act"), the Constitution of the Company, other applicable laws, guidelines, rules and regulations, and the approvals of the relevant government and/or regulatory authorities, approval be and is hereby given to the Company and/or its subsidiary companies to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.6 Part A of the Circular to Shareholders dated 30 April 2025, which are entered into in the ordinary course of business which are necessary for the day-to-day operations of the Company and/or its subsidiary companies on normal commercial terms which are not more favourable to the related parties than those generally available to the public, undertaken on arm's length basis, and are not detrimental to the minority shareholders of the Company (Mandate);

THAT the Mandate is subject to annual renewal and shall continue to be in force until:

- (a) the conclusion of the next AGM of the Company following this AGM at which such Mandate is passed, at which time it will lapse, unless by an ordinary resolution passed at the next AGM the Mandate is renewed:
- (b) the expiration of the period within which the next AGM is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

(c) the Mandate is revoked or varied by ordinary resolution passed by the shareholders in a general meeting of the Company,

whichever is the earlier;

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

8. PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

Resolution 8

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

- (a) the aggregate number of shares to be purchased does not exceed 10% of the total number of issued shares for the time being of the Company;
- (b) the maximum funds to be allocated by the Proposed Renewal of Share Buy-Back Authority shall not exceed the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts of the Company (where applicable); and
- (c) the Directors of the Company be and are hereby authorised to retain the shares so purchased as treasury shares or cancel the shares or retain part of the shares so purchased as treasury shares and cancel the remainder or to distribute the treasury shares as share dividends to shareholders or to resell the treasury shares;

THAT the authority conferred by this resolution shall commence immediately upon the passing of this ordinary resolution and shall continue to be in force until:

- (a) the conclusion of the next AGM of the Company at which time it will lapse, unless by ordinary resolution passed at the AGM the authority is renewed unconditionally or subject to conditions; or
- (b) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (c) revoked or varied by ordinary resolution passed by the shareholders in a general meeting of the Company,

whichever occur first;

AND THAT the Directors of the Company be and are hereby authorised to take all steps as are necessary or expedient to implement or to effect the Proposed Renewal of Share Buy-Back Authority with full power to assent to any condition, modification, variation and/or amendment as may be imposed by the relevant authorities and to take all such steps as may deem necessary or expedient in order to implement, finalise and give full effect in relation thereto."

To transact any other business of which due notice shall have been received in accordance with the Companies Act 2016 and the Company's Constitution.

BY ORDER OF THE BOARD

CHIN YOKE KWAI SSM PC No. 201908002010 MAICSA 7032000 Company Secretary

Shah Alam 30 April 2025

■ NOTICE OF ANNUAL GENERAL MEETING

Notes:

- 1. In respect of deposited securities, only members whose names appear on the General Meeting Record of Depositors as at **3 June 2025** shall be eligible to attend, participate, speak and vote at the 36th AGM or appoint proxy(ies) to attend, participate, speak and/or vote on his/her behalf.
- 2. A member entitled to attend and vote at the 36th AGM is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote at the same meeting. A proxy may but need not be a member of the Company and there shall be no restriction to the qualification of the proxy. Where a member appoints up to two (2) proxies, he/she shall specify the proportions of his/her shareholdings to be represented by each proxy, failing which the appointments shall be invalid.
- 3. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- 4. Where a member of the Company is an Authorised Nominee as defined under the SICDA, it is entitled to 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 an Authorised Nominee appoints two (2) proxies to attend and vote at the 36th AGM, the proportions of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which the appointments shall be invalid.
- 5. The instrument appointing a proxy by a member who is entitled to attend and vote at the 36th AGM, shall be executed by the appointor or his/her attorney duly authorised in writing or via electronic submission. If the appointor is a corporation, the instrument shall be either under its common seal or the hand of its officers or its duly authorised attorney.
- 6. The appointment of proxy may be made either in the form of hardcopy or by electronic means as specified below and must be received by the Company not less than twenty-four (24) hours before the time for holding the 36th AGM i.e. by Monday, 9 June 2025 at 11.00 a.m., or any adjournment thereof:

In hardcopy form

Deposited at the Company's registered office at Wisma CNI, No. 2 Jalan Perunding U1/17, Hicom-Glenmarie Industrial Park, Seksyen U1, 40150 Shah Alam, Selangor Darul Ehsan

By electronic means

Alternatively, the instrument appointing the proxy may also be lodged electronically by fax to 03-5569 3308 or by email to cnisec@cni.my

The lodging of the Proxy Form will not preclude you from attending and voting in person at the 36th AGM of the Company shall you subsequently wish to do so.

EXPLANATORY NOTES

1. Audited Financial Statements for the financial year ended 31 December 2024

The Audited Financial Statements are laid in accordance with Section 340(1)(a) of the Companies Act 2016 for discussion only under Agenda 1. They do not require shareholders' approval and hence, shall not be put forward for voting.

2. Ordinary Resolutions 1 and 2: Re-election of Directors

Dato' Koh Peng Chor and Carolyn Anne Kam Foong Kheng who retire in accordance with Articles 110 and 111 of the Company's Constitution, are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 36th AGM.

The Directors standing for re-election have undergone a performance evaluation and have demonstrated that they remain committed to the role and continue to be an effective and valuable member of the Board.

3. Ordinary Resolution 3: Directors' fees for the Non-Executive Directors ("NEDs")

The Board subsequently approved the Nomination and Remuneration Committee ("NRC") recommendation for the Directors' fees in respect of the financial year ended 31 December 2024 to remain unchanged as they are still competitive and at par with the prevalent market rate.

4. Ordinary Resolution 4: Benefits payable to the Non-Executive Directors ("NEDs")

The total amount of benefits payable to the NEDs is estimated to be up to RM80,000 for the period from the 36th AGM to the next AGM in 2026, taking into account various factors including the number of scheduled meetings for the Board and Board Committees as well as the number of NEDs involved in these meetings, fixed allowance and other benefits for the NEDs.

5. Ordinary Resolution 5: Re-Appointment of Auditors

The Board and Audit Committee of the Company were satisfied with the quality of service, adequacy of resources provided, communication, interaction skills and independence, objectivity and professionalism demonstrated by the external auditors in carrying out their functions. Being satisfied with the external auditors' performance, the Board recommends their reappointment for shareholders' approval.

6. Ordinary Resolution 6: Authority to Directors to Issue Shares

The proposed resolution, if passed, will give powers to the Directors to issue ordinary shares in the share capital of the Company and to provide the Company the flexibility to undertake any share issuance, including placement of shares for the purpose of funding current and/or future investments project, working capital and/or acquisition, as well as in the event of any strategic opportunities involving equity deals which may require the Company to allot and issue new shares on urgent basis, without having to convene a general meeting. This general mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

The general mandate obtained from the shareholders of the Company at the previous AGM held on 6 June 2024 had not been utilised and hence, no proceeds were raised therefrom.

7. Ordinary Resolution 7: Proposed Shareholders' Mandate

The proposed resolution, if passed, will allow the Company and its subsidiary companies to enter into recurrent related party transactions of a revenue or trading nature pursuant to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

Please refer to the Circular to Shareholders dated 30 April 2025 which is available on the Company's website at https://www.citranusaholdings.com/agm.php

8. Ordinary Resolution 8: Proposed Renewal of Share Buy-Back Authority

The proposed resolution, if passed, will empower the Directors to allocate an amount not exceeding the retained profits of the Company for the purpose of and to purchase its own shares of up to 10% of the total number of issued shares of the Company for the time being.

Based on the Audited Financial Statements of the Company as at 31 December 2024, the Company's retained profits amounted to RM11,291,017

Please refer to the Share Buy-Back Statement dated 30 April 2025 which is available on the Company's website at https://www.citranusaholdings.com/agm.php

 Pursuant to Section 320 of the Companies Act 2016, the Notice of the Company's 36th AGM is also available on the Company's website at https://www.citranusaholdings.com/agm.php throughout the period beginning from the date of notice until the conclusion of the 36th AGM.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, participate, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

▶ STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

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

Further Details of Individuals Who are Standing for Election as Directors (Excluding Directors Standing for Re-election)

There is no individual seeking election as a Director at the Thirty-Sixth (36th) AGM of the Company.

▶ ADMINISTRATIVE GUIDE 36TH ANNUAL GENERAL MEETING

The Thirty-Sixth Annual General Meeting ("36th AGM") of Citra Nusa Holdings Berhad ("the Company") will be held as follows:

Date : Tuesday, 10 June 2025

Time : 11.00 a.m.

Meeting Venue : Diamond Hall, 1st Floor, Wisma CNI, No. 2 Jalan Perunding U1/17,

Hicom-Glenmarie Industrial Park, Seksyen U1, 40150 Shah Alam, Selangor

Parking

Complimentary parking is available at Wisma CNI. Please park your vehicle at the designated parking areas.

Registration

- Registration will commence at 9.30 a.m. at Lobby, Wisma CNI, No. 2 Jalan Perunding U1/17, Hicom-Glenmarie Industrial Park, Seksyen U1, 40150 Shah Alam, Selangor ("Wisma CNI")
- Please read the signage to ascertain the registration area and proceed to register yourself for the meeting.
- Please produce your ORIGINAL MyKad or Passport (for foreign shareholder) at the registration counter and make sure you collect your MyKad or Passport thereafter. No person will be allowed to register on behalf of another person even with the production of original MyKad or Passport of that other person.
- Once verified, you will be given an identification tag for entry to the Meeting Venue and pin number (PIN) for voting. No person will be allowed to enter the meeting hall without wearing the identification tag. There will be no replacement in the event that you lose or misplace the identification tag.
- The registration counter will handle only verification of your registration. If you have any enquiry, please proceed to the Help Desk. The Help Desk is located next to the registration counter in the same area.

Entitlement to Attend and Vote

- Only members whose names appear on the General Meeting Record of Depositors as at 3 June 2025 shall be eligible to
 attend, participate, speak and vote at the 36th AGM or appoint proxy(ies) to attend, participate, speak and/or vote on his/
 her behalf.
- If you wish to attend the Meeting yourself, please do not submit the Form of Proxy for the Meeting. You will not be allowed to attend the Meeting together with a proxy appointed by you.
- If you have submitted your Form of Proxy prior to the Meeting and subsequently decide to attend the Meeting in person, please proceed to the Help Desk to revoke the appointment of your proxy(ies).

Voting at Meeting

- Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia"), all resolutions to be tabled at the meeting will be voted by poll instead of show of hands. For this purpose, the Company will conduct the poll voting electronically ("e-voting") via CNH e-Vote application ("CNH e-Vote App"). Independent Scrutineers shall be appointed to verify the poll results.
- E-voting for each of the resolutions as set out in the Notice of AGM will take place upon the conclusion of the deliberations of all the businesses transacted. The registration for attendance will be closed, to facilitate commencement of the poll.
- You are advised to bring your own smartphone device in order to vote via the CNH e-Vote App. Detailed instruction on how
 to vote will be provided during registration and in the meeting before the start of the voting session.
- Alternatively, you will be directed to the e-voting kiosks for voting where you must produce the identification tag with pin number (PIN) issued during registration.

Results of the voting

• The resolutions proposed at the 36th AGM and the results of the voting will be announced at the AGM and subsequently via an announcement made by the Company through Bursa Malaysia at https://www.bursamalaysia.com.

Food & Beverages

Light refreshments (coffee/tea) will be available at 9.30 a.m. at the foyer of Diamond Hall.

No Door Gift

No door gift will be given to shareholders / proxies who participate at the 36th AGM.

■ ADMINISTRATIVE GUIDE 36TH ANNUAL GENERAL MEETING

Annual Report 2024

- The following documents are available in the Company's website at https://citranusaholdings.com/agm.php:
 - 1. Notice of the 36th AGM, Form of Proxy and Administrative Guide
 - 2. Annual Report 2024
 - 3. Circular to Shareholders and Share Buy-Back Statement
 - 4. Corporate Governance Report 2024
 - 5. Annual Report 2024 Request Form.
- In consideration of the environment, we have printed limited copies of the Annual Report 2024, and we strongly encourage our shareholders to refer to the documents available online. Nevertheless, in the event you still require a printed copy of the Annual Report 2024, you may request for the same by completing the "Annual Report 2024 Request Form" (No. 5 above) and email to cnisec@cni.my.

Enquiry

• If you have any enquiry prior to the 36th AGM, please contact the following officers during office hours from 9.00 a.m. to 6.00 p.m. on Monday to Friday, except on public holidays:

Citra Nusa Holdings Berhad Wisma CNI, No. 2 Jalan Perunding U1/117, Hicom-Glenmarie Industrial Park, Seksyen U1 40150 Shah Alam, Selangor	Contact Number Ms. Chin Yoke Kwai	03-5569 4000 ext 2345 012-366 2356 cnisec@cni.my
Boardroom Share Registrars Sdn Bhd 11th Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13 46200 Petaling Jaya, Selangor	Contact Number Encik Khairul Iqram	03-7890 4727 Khairul.lqrami@ boardroomlimited.com

▶ DISTRIBUTION CENTERS / SALES POINTS / E-SALES POINTS

SALURA	N PENGEDARAN	ALAMAT	TEL & EMEL
		PERLIS	
Center	Arau Kiosk	No. 90 Lorong Lewata 3 Taman Muhibbah Jejawi 02600 Arau Perlis.	017-4018786
		KEDAH	
Center	Alor Star	Lot 46, Ground Floor, Kompleks Perniagaan Sultan Abdul Hamid,	04-7720918
	Sungai Petani	Persiaran Sultan Abdul Hamid 3, 05050 Alor Setar. No. 7, Lengkok Cempaka 1, Bandar Amanjaya 08000, Sg Petani, Kedah.	04-4419897 / 012-9871175 / 013-9339897
	Changlon Langkawi Kiosk	5, Pekan Changlon 2, 06010 Changlon. No. 50 Taman Desa Kemboja Mukim Bohor 07000 Langkawi, Kedah	04-9246923 / 012-4932758 / 019-4442758 013-3640684
eSP	Pendang	No 4, Bangunan Orkid, 06700 Pendang.	019-9189897 / 013-4239897
SP	Jitra Simpang Empat	3-B Jalan 1PJ2, 06000 Jitra. 120 Taman Desa Damai, Batu 5 Simpang Empat, 06650 Simpang Empat.	017-5239447 / 012-5815552 04-7642437 / 012-4902437
	1	PULAU PINANG	
Center	Perai Perak Road	30, Jalan Perai Jaya 2, Bdr Perai Jaya, 13600 Perai, Butterworth. 175, Perak Road, 10150 Penang.	04-2400976 04-2271092
eSP	Permatang Pauh	19, Lorong Cermai 3, Tmn Sama Gagah, 13500 Permatang Pauh, Butterworth.	04-3906418 / 012-4286418
	Bayan Lepas	119, Jalan Tun Dr Awang, Tmn Melati, Bukit Jambul, 11900 Bayan Lepas.	04-6449637 / 019-5657126
	I =	PERAK	
Center	Tg Malim Ipoh Taiping Teluk Intan Sitiawan Bercham	No. 1, Jalan U1, Taman Universiti, 35900 Tg Malim. 14, Jalan Ghazali Jawi, 31400 Ipoh (In front of stadium). 17, Jalan Wayang Gambar, 34000 Taiping. Lot 12650, 1st FIr, JIn Changkat Jong, 36000 Teluk Intan. No. 5 (1st Floor), Taman Sitiawan Maju 2, 32000 Sitiawan. 13, Persiaran Medan Bercham 4, Pusat Bandar Baru Bercham, 31400 Ipoh.	05-2151313 / 012-5386669 05-5460393 / 012-5069339 012-5072686 / 016-5212693 05-8108362 / 016-5510870 05-6121010 05-5360229
eSP	Ayer Tawar	No 1, Taman Ayer Tawar 2, Ayer Tawar 32400.	05-6721366 / 016-410 9629
SP	Pulai	No 28, Jln Pulai Height 4, Taman Pulai Height, 31300 lpoh.	012-3783185
		SELANGOR	
Center	Klang Rawang Batu Caves Bangi	No. 5, Lorong Gudang Nanas 2, Off Jln Pasar 41400 Klang. No. B-5, Jln Rawang Mutiara 2, Rawang Mutiara Business Centre, 48000 Rawang. 573, Jln Samudera Utara 1, Tmn Samudera, 68100 Batu Caves. 43A-1-1A, Jln Medan PB2, Seksyen 9 Medan PB2 Pusat Bdr Bangi,	03-33591536 03-60928461 / 012-3823678 03-61771271 03-89124172
	Petaling Jaya Puchong	43650 Bandar Baru Bangi. 53A, Jln SS3/29, Tmn Universiti, 47300 Petaling Jaya. No. 6-3 (3rd Floor), Jalan Puteri 1/5, Bandar Puteri, 47100 Puchong.	03-78650172 03-80664178
eSP	Sungai Buaya	No. 33, Jln Kemboja Sari 3, Bdr Sungai Buaya, 48010 Rawang.	013-4239606
SP	Teluk Panglima Garang	Lot 2323, Lorong Aman, Kg Sijangkang, 42500 Teluk Panglima Garang.	03-31227021/ 016-3552162
	Kajang	No. 4-18 Tingkat 4 Pangsapuri Teratai, Jalan Anggerik Perdana 3, Taman Anggerik Perdana Bdr Teknologi Kajang 43500 Semenyih Selangor.	012-3379947
	·	WILAYAH PERSEKUTUAN	·
Center	Setapak Cheras	211 A, Jalan Genting Klang, 53300 Setapak. 54-A, Jalan Serkut, Tmn Pertama, 56100 Cheras.	012-2291909 03-92814913 / 016-5267825
		NEGERI SEMBILAN	
Center	Seremban	656, Jalan Haruan 4/10, Pusat Komersial Oakland, 70300 Seremban.	06-8518160
0 :	In. 5 :	MELAKA	00 2200051
Center	Batu Berendam	59, Jalan MP 18, Taman Merdeka Permai, 75350 Batu Berendam.	06-3320951
SP	Pernu	590-1, KM 12, Kampung Pernu, 75460 Pernu.	06-2610012 / 010-5057109
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Center	Tmn Nusa Bestari Taman Molek Muar Kulai	No-19-A Tingkat 1, Jin Nusa Bestari ¼, Tmn Nusa Bestari 79100 Iskandar Puteri, Johor. 7, Jalan Molek 2/5, Taman Molek, 81100 Johor Bahru. No. 3, Taman Seri Gemilang, Jalan Salleh, 84000 Muar. 14, Tingkat 1, Jalan Raya, Kulai Besar, 81000 Kulai.	07-5506425 07-3614075 06-9526590 / 019-6556563 07-6605027
eSP	Bandar Kluang	No. 2, Pusat Perniagaan Komersial Haji Manan, Jalan Omar, 86000 Kluang, Johor.	011-20844800

■ DISTRIBUTION CENTERS / SALES POINTS / E-SALES POINTS

SALURA	AN PENGEDARAN	ALAMAT	TEL & EMEL
		JOHOR	
SP	Tangkak Skudai Segamat	23, Kampung Baru Satu, 84900 Tangkak. 42, Jalan PE2/7n, Taman Pulai Mas, 81300 Skudai. 45, Jalan Intan 2, Taman Intan Bukit Siput, 85020 Segamat.	06-97820258 019-7173515 019-6556563
	1	KELANTAN	
Center	Kota Bharu	PT397, Tingkat Bawah, Jln Dusun Raja, Sri Cemerlang, 15400 Kota Bharu.	09-7405265
eSP	Pasir Mas	W2/458, Jalan Hospital, 17000 Pasir Mas.	019-9184408 / 013-9180188
SP	Pasir Putih	Kg. Alor Hijau, Selising, 16810 Pasir Putih.	09-7892988 / 019-9101825
		TERENGGANU	
Center	Kemaman Kuala Terengganu Dungun Kiosk	40-A, Jalan Jakar, Chukai, 24000 Kemaman. 219, Tingkat Atas, Jln Sultan Zainal Abidin, 20000 Kuala Terengganu. Pejabat Penulis Berlesen, Ramlee Ismail, No.1, Jalan Mahkamah 23000 Dungun Terengganu.	09-8591028 / 012-9886118 09-6228351 011-11444100/01119014243
eSP	Gong Badak	PT 13650K, Tmn Permint Makmur, Wakaf Tembusu, Gong Badak 20300 Kuala Terengganu.	09-6666308 / 013-9436988
	-	PAHANG	
Center	Kuantan	B.58, Jalan 1 M3/10 BIM Point, Bandar Indera Mahkota, Jalan Kuantan, 25200 Kuantan.	09-5729247
	Mentakab	No. 16, Jalan Anggerik, 28400 Mentakab.	09-2640101
SP	Kuala Lipis Jengka	No. 97 Tmn Permai Fasa 2, Tempoyang 27200, Kuala Lipis. No. 11, Kedai Pelbagai, Jengka Street, 26400 Bandar Jengka.	017-9830499 013-9246175 / 013-6020451
		SARAWAK	
	Sarawak Branch	Lot 9392, Section 64, Jalan Pending Heights, 93450 Kuching.	082-340619 / 340620 / 340621
Center	Sibu Kuching Bintulu Sri Aman Petra Jaya	No. 1, 1st Flr, Pusat Tanah Wang, Jalan Dr. Wong Soon Kai, 96000 Sibu. 302, 1st Floor, Lot 2754 Central Park Commercial Centre, Jalan Tun Ahmad Zaidi Adruce, 93150 Kuching. 189, Park City Commerce Square, 97000 Bintulu. No. 6, Lot 1752, Jln Hospital, 95000 Bdr. Sri Aman. Lot 9820, Sublot 4 Section 65 K.T.L.D. Jalan Semarak, Petra Jaya, 93050 Kuching.	084-321284 082-424313 / 019-8182623 086-310611 / 011-33165650 083-325313 / 019-8195313 082-428714
	Miri	Lot 2419, First Floor, Block 5, Miri Concession Land District, Jalan Boulevard 2, Boulevard Commercial Center, 98000 Miri Sarawak.	085-321910
eSP	Sarikei 2 Bakam, Miri Bandar Sibu	Lot 852 Lrg 1 Jln Bunga Raya Kpg Baru Seberang 96100 Sarikei Sarawak. Lot 6626, Jalan Oncidium Off Jalan Bakam, 98000 Miri. No 6H, Lorong 19 Ulu Sungai Merah 96000 Sibu Sarawak	019-8861300 085-324747 / 019-8848410 010-9825164
SP	Mukah Bau Sarikei Serian	83, Newtowship, 96400 Mukah. 1, Tingkat 1, Market Serbaguna, Majlis Daerah Bau, 94000 Bau. No. 20, Jalan Bawal, Lorong 4C, 96100 Sarikei. No. 1, Serian Bazaar, 94700 Serian.	084-871867 / 013-8063268 013 -8099005 084-644566 / 019-8178229 014-8811112
		SABAH	
	Sabah Branch	Lot 121, Block N-5, Ground & 1st Floor, Lorong Plaza Permai 3, Jalan Sulaman Highway, 88450 Kota Kinabalu.	088-281899 / 088-282899
Center	Keningau Kota Kinabalu Tawau	Lot 18, Tkt 2 Ribumi Complex, Jln Masak, Keningau 89000. 1.25, 1st Floor, Asia City Complex, Pusat Bandar Kota Kinabalu, 88000 Kota Kinabalu. TB999, Wisma Wee, Jalan Utara, 91000 Tawau.	013-8658865 / 010-9345909 088-484968 / 013-8604168 089-768154 / 014-8617839 /
SP	Lahad Datu Tambunan	Lot 56, MDLD 0813, Raya 3, Public Villa, Jalan Segama, 91110 Lahad Datu. Peti Surat 14, Pekan Tambunan, Tambunan 89657.	019-8216260 014-3580166 017-8360146
	1	BRUNEI	I
	Brunei Branch	Simpang 88, Unit No.9, Block B, Bangunan Begawan Pehin Hj. Md. Yusof, Kampung Kiulap, BE1518 Negara Darussalam.	00673-2-237293



Number of Ordinary Shares Held	CDS Account No

FORM OF PROXY

I/We	NRIC/Passport/Company No.
	(FULL NAME IN BLOCK LETTERS)
of	(FULL ADDRESS)
Tel No	being a member/members of CITRA NUSA HOLDINGS BERHAD, hereby appoint
of	(FULL ADDRESS)
*and/or,	NRIC/Passport No.
of	
	HAIRMAN OF THE MEETING as my/our proxy to attend and vote for me/us on my/our behalf at the

Thirty-Sixth Annual General Meeting ("36th AGM") of the Company to be held at Diamond Hall, First Floor, Wisma CNI, No. 2 Jalan Perunding U1/17, Hicom-Glenmarie Industrial Park, Seksyen U1, 40150 Shah Alam, Selangor Darul Ehsan on Tuesday, 10 June 2025 at 11.00 a.m. or at any adjournment thereof, on the following resolutions referred to in the Notice of 36th AGM. My/our proxy is to vote as indicated below:

		FOR	AGAINST
Ordinary Business			
Ordinary Resolution 1	To re-elect Dato' Koh Peng Chor as Director of the Company		
Ordinary Resolution 2	To re-elect Carolyn Anne Kam Foong Kheng as Director of the Company		
Ordinary Resolution 3	To approve the payment of Directors' Fees		
Ordinary Resolution 4	To approve the payment of Benefits Payable to the Non-Executive Directors		
Ordinary Resolution 5	To re-appoint Grant Thornton Malaysia PLT as Auditors and to authorise the		
	Directors to determine their remuneration		
Special Business			
Ordinary Resolution 6	To authorise the Directors to Issue Shares		
Ordinary Resolution 7	To approve the Proposed Renewal of Existing Shareholders' Mandate and		
	New Shareholders' Mandate for Recurrent Related Party Transactions of a		
	Revenue or Trading Nature		
Ordinary Resolution 8	To approve the Proposed Renewal of Share Buy-Back Authority		

(Please indicate with an "X" in the appropriate spaces provided to indicate how you wish your vote to be cast. If you do not do so, the proxy shall vote as he/she thinks fit, or at hi/hers discretion, or abstain from voting)

Dated	this	dav	of	2025
Dated	1113	uuy	01	.2023

Signature(s) / Common Seal of Member(s)

* Please delete where inapplicable

- Notes:

 1. In respect of deposited securities, only members whose names appear on the General Meeting Record of Depositors as at 3 June 2025 shall be eligible to attend, participate, speak and vote at the 36th AGM or appoint proxy(ies) to attend, participate, speak and/or vote on his/her behalf.

 2. A member entitled to attend and vote at the 36th AGM is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote at the same meeting. A proxy may but need not be a member of the Company and there shall be no restriction to the qualification of the proxy. Where a member appoints up to two (2) proxies, he/she shall specify the proportions of his/her shareholdings to be represented by each
- to two (2) proxies, neshe shart specify the proportions or insight shartenoidings to be represented by each proxy, failing which the appointments shall be invalid.

 3. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account "omnibus account") as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.

 4. Where a member of the Company is an Authorised Nominee as defined under the SICDA, it is entitled to 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 an Authorised Nominee anopoints
- the Company standing to the credit of the said securities account. Where an Authorised Nominee appoints two (2) proxies to attend and vote at the 36th AGM, the proportions of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which the appointments shall be invalid.

For appointment of proxies, proportion of shareholdings to be represented by the proxies:

	No. of Shares	Percentage
Proxy 1		%
Proxy 2		%
Total		100%

- 5. The instrument appointing a proxy by a member who is entitled to attend and vote at the 36th AGM, shall 5. The instrument appointing a proxy by a member who is entitled to attend and vote at the 36th AGM, shall be executed by the appointor or his/her attorney duly authorised in writing or via electronic submission. If the appointor is a corporation, the instrument shall be either under its common seal or the hand of its officers or its duly authorised attorney.
 6. The appointment of proxy may be made either in the form of hardcopy or by electronic means as specified below and must be received by the Company not less than twenty-four (24) hours before the time for holding the 36th AGM i.e. by Monday, 9 June 2025 at 11.00 a.m., or any adjournment thereof:

Deposited at the Company's registered office at Wisma CNI, No. 2 Jalan Perunding U1/17, Hicom-Glenmarie Industrial Park, Seksyen U1, 40150 Shah Alam, Selangor Darul Ehsan

Alternatively, the instrument appointing the proxy may also be lodged electronically by fax to 03-5569 3308 or by email to cnisec@cni.my

The lodging of the Proxy Form will not preclude you from attending and voting in person the Company shall you subsequently wish to do so.

Fold this flap for sealing		
 Then fold here		
I		

AFFIX STAMP

The Company Secretary
CITRA NUSA HOLDINGS BERHAD

Wisma CNI, No. 2 Jalan Perunding U1/17 Hicom-Glenmarie Industrial Park, Seksyen U1 40150 Shah Alam, Selangor Darul Ehsan.

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CITRA NUSA HOLDINGS BERHAD 198901004452 (181758-A)

No.2 Jalan Perunding U1/17 Hicom-Glenmarie Industrial Park, Seksyen U1 40150 Shah Alam, Selangor Darul Ehsan, Malaysia.

T: 603 5569 4000 F: 603 5569 3308 E: info@citranusaholdings.com www.citranusaholdings.com