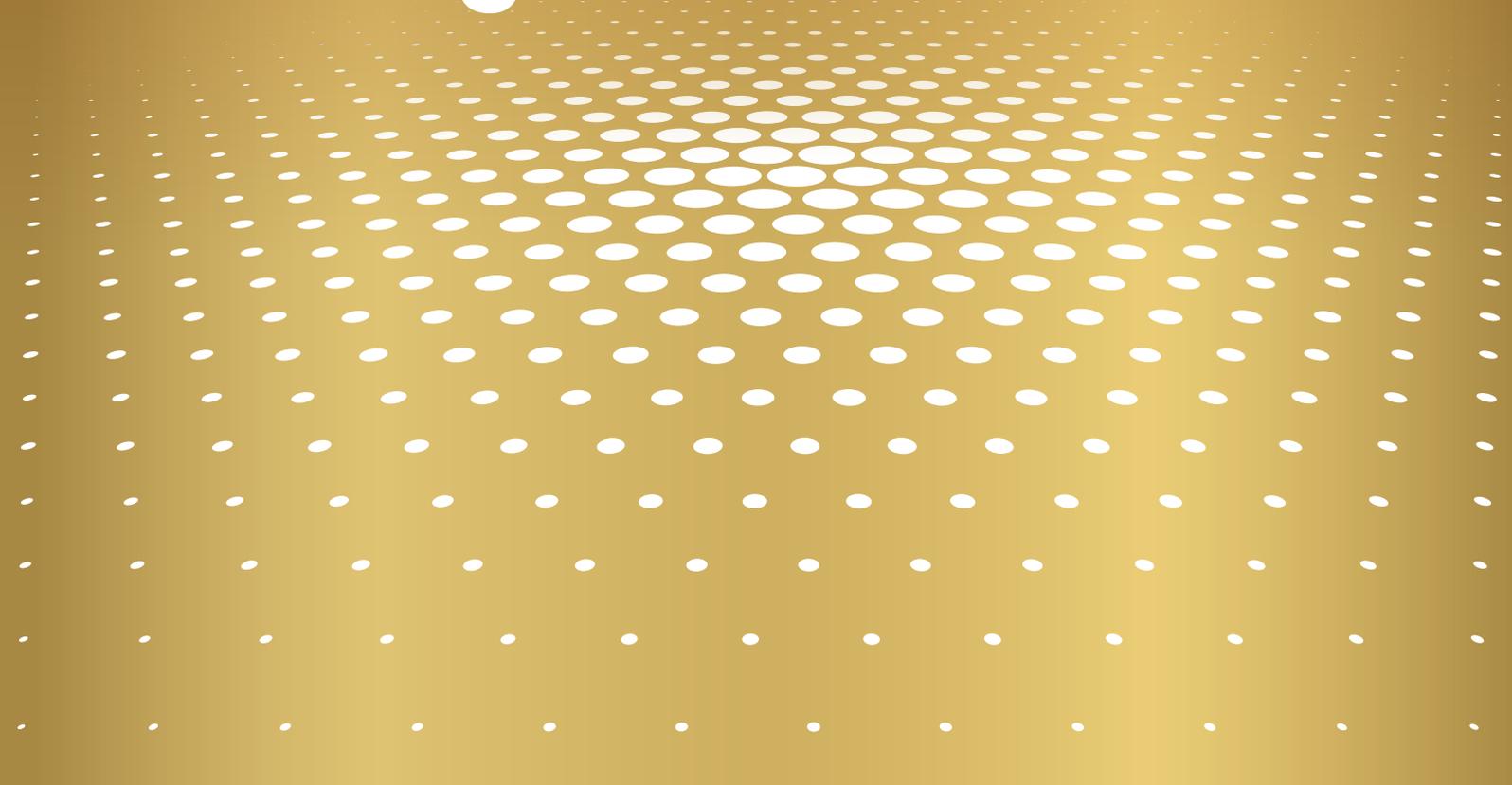


Annual  
Report  
**2025**



# Solid Steps, Brighter Horizons



# 46<sup>TH</sup> Annual General Meeting

**VENUE:**

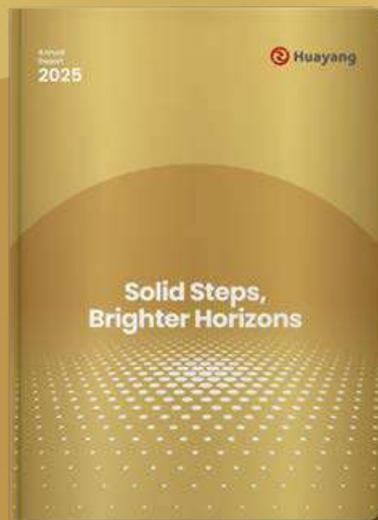
Head Office  
of the Company at 4th Floor, C-21 Jalan  
Medan Selayang 1, Medan Selayang,  
68100 Batu Caves, Selangor

**DATE:**

Wednesday, 27 August 2025

**TIME:**

11.30 a.m.



## COVER RATIONALE

**Solid Steps, Brighter Horizons**

The hemispherical background in glowing gold is reminiscent of a rising horizon and symbolises optimism and future-oriented ambitions. The gradually expanding dot pattern emphasises the notion of purposeful movement, as each step forms the foundation for forward momentum. This composition captures the essence of taking solid steps today that lead to a brighter horizon in the future, reflecting the progress and forward-looking aspirations of Hua Yang Berhad.



Scan the QR code to  
download our  
Annual Report 2025

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## ICONS USED IN THIS REPORT

 This icon refers to further reading

 This icon refers to further information available at [www.huayang.com.my](http://www.huayang.com.my)

This annual report is available in the following formats:



Print



Online



Tablet

<https://huayang.com.my/annualreport/>



All our annual reports are available online at <http://huayang.listedcompany.com/ar.html>. The financial information and corporate governance used in this annual report are also available online.

# ABOUT US

**Hua Yang Berhad has come a long way from its first eight fourstorey shops at Jalan Gopeng, Ipoh. Today, the Group consistently delivers quality, affordable, integrated townships, high-rise residential projects and commercial lots across the nation.**

With over 22,796 properties worth RM5.668 billion completed across the nation, the Group has honed and refined its skills in identifying areas within established and thriving districts to successfully introduce its concept of affordable lifestyle accommodation. Hua Yang currently has developments in Klang Valley, Johor, Perak, and Penang and is recognised as one of nation’s leading property developers in the affordable home segment. This is a testament to the Group’s dedicated workforce and the close rapport Hua Yang has built with its customers.

Through this journey, the Group’s vision has remained the same — to be steadfast in its commitment to make dreams of affordable home ownership a reality. Looking ahead, the Group aims to stay ahead of the curve by embracing a digitalised transformation, migrating its operations online, and allowing Hua Yang to increase productivity and efficiency. Regardless of the future ahead, the Group will continue on a steady path, to create value and drive excellence in all it does.

## OUR VISION

- ◆ Provide affordable housing for a developing nation

## OUR MISSION

- ◆ Empower Malaysians to achieve their dream homes
- ◆ Protect and enhance the interest of our stakeholders
- ◆ Ensure quality in our products and performance

# OUR CORE VALUES

Core values are the bedrock of our organisation and tell people who we are as a company. Hua Yang's core values are represented by the acronym **DREAMS** and these values are what drives us ahead as we forge ahead as a team to work towards our vision.

Pushing boundaries is necessary to innovate and we are guided by our values in everything that we do. Being **Dependable** means, we build trust and ensure homeowners that we will perform to the best of our abilities. We are **Reliable** and **Efficient** in driving organisational productivity which is a cornerstone to effective management. Building **Affordable** housing has and always will be our pioneering vision and we are **Motivated** to constantly innovate to add value to our developments. We push boundaries in **Sustainable** development, ensuring we benefit customers, society and the environment.



# CORPORATE INFORMATION

## BOARD OF DIRECTORS

### TAN SRI DATO' SERI DR. TING CHEW PEH

Chairman/Non-Independent  
Non-Executive Director

### HO WEN YAN

Chief Executive Officer/  
Executive Director

### Y.A.M. TENGKU DATO' RAHIMAH BINTI AL-MARHUM SULTAN MAHMUD

Independent  
Non-Executive Director

### CHOO SENG CHOON

Independent  
Non-Executive Director

### CHEW PO SIM

Non-Independent  
Non-Executive Director

### CHEW HOE SOON

Non-Independent  
Non-Executive Director

### HO WEN FAN

Alternate Director to  
Chew Po Sim

## AUDIT COMMITTEE

### Chairman

#### CHOO SENG CHOON

Independent Non-Executive  
Director

### Members

#### Y.A.M. TENGKU DATO' RAHIMAH BINTI AL-MARHUM SULTAN MAHMUD

Independent Non-Executive  
Director

#### CHEW HOE SOON

Non-Independent  
Non-Executive Director

## NOMINATION COMMITTEE

### Chairman

#### CHOO SENG CHOON

Independent Non-Executive  
Director

### Members

#### Y.A.M. TENGKU DATO' RAHIMAH BINTI AL-MARHUM SULTAN MAHMUD

Independent Non-Executive  
Director

#### CHEW HOE SOON

Non-Independent  
Non-Executive Director

## REMUNERATION COMMITTEE

### Chairman

#### Y.A.M. TENGKU DATO' RAHIMAH BINTI AL-MARHUM SULTAN MAHMUD

Independent Non-Executive  
Director

### Members

#### CHOO SENG CHOON

Independent Non-Executive  
Director

#### CHEW HOE SOON

Non-Independent  
Non-Executive Director

## COMPANY SECRETARIES

### LEONG OI WAH

(MAICSA 7023802)  
(SSM PC No. 201908000717)

### TAN HWAI LUN

(MIA 24085)  
(SSM PC No. 202008001765)

### LAM CHO WAI

(MIA 37324)  
(SSM PC No. 202008001864)

## REGISTERED OFFICE

C-21, Jalan Medan Selayang 1  
Medan Selayang  
68100 Batu Caves  
Selangor Darul Ehsan  
Tel : 03-6188 4488  
E-mail : kl@huayang.com.my

**OFFICE IN MALAYSIA**
**Head Office**

C-21, Jalan Medan Selayang 1  
Medan Selayang  
68100 Batu Caves  
Selangor Darul Ehsan  
Tel : 03-6188 4488  
E-mail : kl@huayang.com.my  
Website: www.huayang.com.my

**Ipoh Branch**

123A, Jalan Raja Permaisuri Bainun  
(Jalan Kampar) 30250 Ipoh  
Perak Darul Ridzuan  
Tel : 05-254 3812  
E-mail : ipoh@huayang.com.my

**Johor Branch**

53 & 55, Jalan Besi  
Taman Sri Putri  
81300 Skudai  
Johor Darul Takzim  
Tel : 07-559 1388  
E-mail : jb@huayang.com.my

**Penang Branch**

G-10 & G-11  
Pangsapuri Servis Meritus  
Jalan Laguna 1  
13700 Perai  
Pulau Pinang  
Tel : 04-605 2998  
E-mail : pg@huayang.com.my

**AUDITORS**
**TGS TW PLT**

202106000004 (LLP0026851-LCA) & AF002345  
Chartered Accountants  
Unit E-16-2B, Level 16  
Icon Tower (East)  
No.1, Jalan 1/68F  
Jalan Tun Razak  
50400 Kuala Lumpur

**PRINCIPAL BANKERS**

**AmBank Islamic Berhad**  
**Malayan Banking Berhad**  
**OCBC Bank (Malaysia) Berhad**  
**Public Bank Berhad**  
**RHB Bank Berhad**  
**United Overseas Bank (Malaysia) Berhad**

**SHARE REGISTRAR**
**Boardroom Corporate Services Sdn Bhd**

11th Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan  
Tel : 03-7890 4700  
Fax : 03-7890 4670

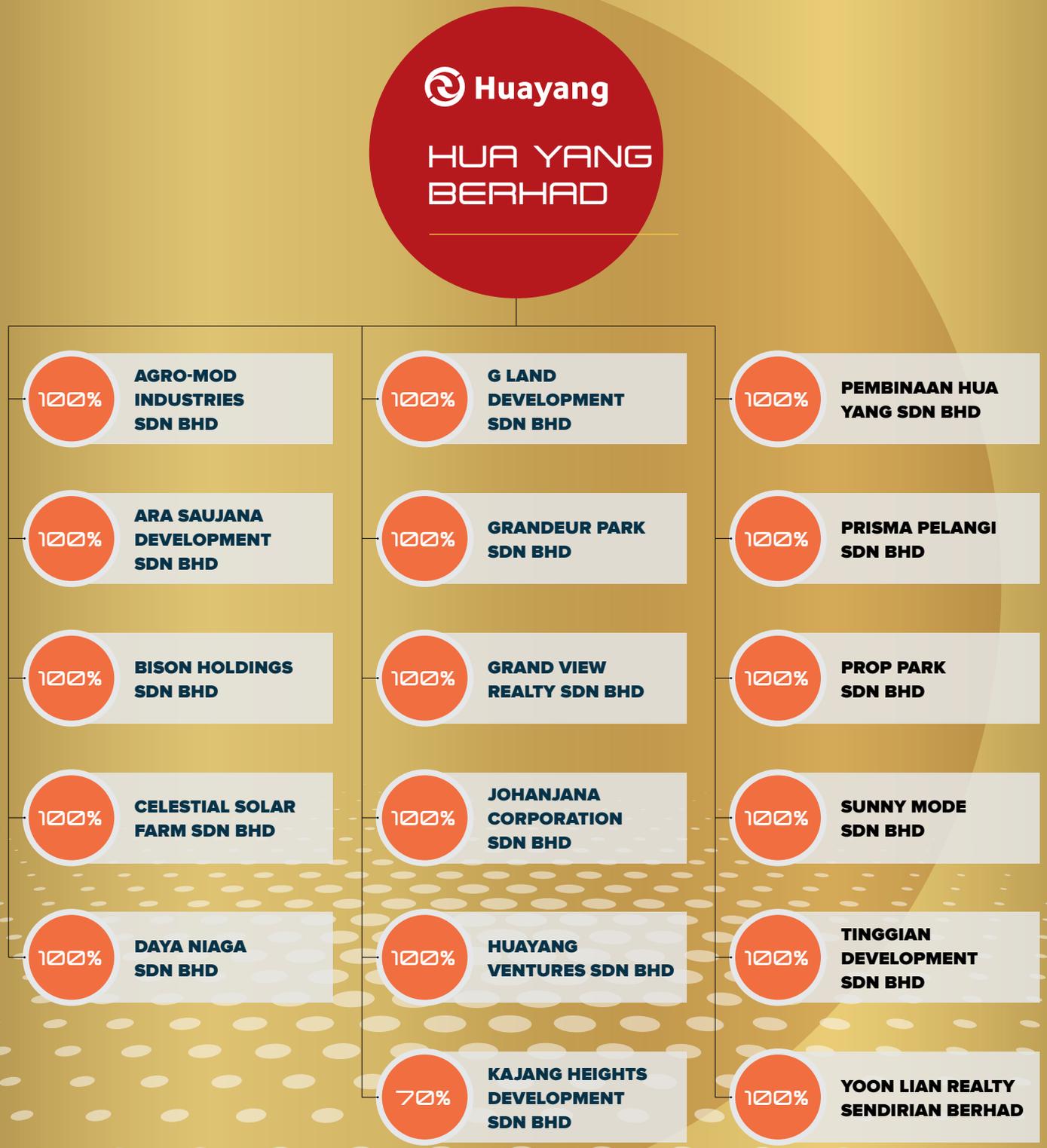
**STOCK EXCHANGE LISTING**
**Main Market of Bursa Malaysia Securities Berhad**

Listed on : 29th November 2002  
Stock name : HuaYang  
Stock code : 5062  
Sector and Subsector : Property

**SHARIAH COMPLIANCE LISTING**

Shariah Advisory Council of the Securities  
Commission Malaysia listing on 30th May 2025

# CORPORATE STRUCTURE



# 5 YEAR GROUP FINANCIAL HIGHLIGHTS

Financial Year Ended 31 March	2025 RM'000	2024 RM'000	2023 RM'000	2022 RM'000	2021 RM'000
<b>(A) Key data of Operating Results:</b>					
Revenue	<b>104,561</b>	205,048	120,060	120,188	159,560
Profit/(Loss) Before Tax	<b>10,151</b>	9,897	7,846	7,710	(49,176)
Profit/(Loss) After Tax	<b>6,327</b>	6,162	3,132	1,433	(52,482)
Profit/(Loss) Attributable to Equity Holders of the Company	<b>6,572</b>	6,328	3,224	1,526	(52,400)
<b>(B) Key data of Financial Position:</b>					
Total Assets	<b>829,213</b>	859,555	880,642	883,932	972,737
Total Borrowings	<b>192,170</b>	189,534	229,128	253,086	292,259
Equity Attributable to Owners of the Company	<b>479,827</b>	468,625	448,407	430,372	440,006
Total Equity	<b>501,647</b>	495,562	475,203	456,953	462,421
<b>(C) Financial Indicators:</b>					
Return on Equity (%)	<b>1%</b>	1%	1%	0%	-11%
Return on Total Assets (%)	<b>1%</b>	1%	0%	0%	-5%
Earnings/(Loss) Per Share (sen)	<b>1.49</b>	1.44	0.83	0.43	(14.89)
Net Assets Per Share (RM)	<b>1.09</b>	1.07	1.02	1.22	1.25
Net Gearing Ratio	<b>0.35</b>	0.35	0.45	0.51	0.48

# OUR JOURNEY



## IPOH

Hua Yang Berhad was incorporated on 28 December 1978 under a private limited company, Heng Po Sdn. Bhd. First project in Ipoh comprising 8 units of 4-storey shops at Jalan Gopeng, Ipoh. The project was completed in September 1981.



## JOHOR BAHRU

The Group expanded to the Southern region with an acquisition of 477 acres of freehold land in Johor Bahru for a township development, launched in March 2001.



## SELANGOR

Acquisition of 17.89 acres of land in Seri Kembangan to develop One South, a mixed development flagship project. The 1st phase of One South was launched at the start of 2010. The Phase 2 to Phase 6 were launched progressively after 2010, with the final phase successfully completed in 2017.



## NEGERI SEMBILAN

At the beginning of 2010, the Group launched Senawang Link, an integrated commercial and industrial development project in Seremban.

1978

1991

1993

2002

2007

2008

2010

2015

Acquisition of 838 acres of land in Bandar Universiti Seri Iskandar, Hua Yang's first integrated township in Perak consisting of residential and commercial units that was launched in year 2001.

## IPOH



Hua Yang was listed on the Main Board of Bursa Malaysia on 29 November.



In October, the Group launched its first high-rise development in Klang Valley, Symphony Heights Services Apartments, which was successfully completed in November 2012.

## SELANGOR



The Group ventured into a new market by acquiring 4.9 acres of land in Bukit Mertajam, Penang. Hua Yang further strengthened its presence in Penang via the acquisition of 9.5 acres of land in Taman Juru and 8.59 acres of land in Seberang Prai.

## PENANG





**PENANG**

The Group launched its first project in Seberang Perai, Penang. Meritus Residensi, a 44-storey tower with 480 units of serviced apartments and 15 retail shops which were completed in January 2020.



**PENANG**

Launched Phase 1 Aston Acacia in Bukit Mertajam, comprising of 311 units of serviced apartments. Completion of The Group's 2nd Penang Project – Aston Acacia in December 2024.



**KLANG VALLEY**

The Group acquired 4.8 acres of freehold land in Dengkil for residential development. The project, Taman Ara Saujana was launched in early 2024.

**PERAK**

The Group acquired 2 pieces of lands which are 3.15 acres of freehold land in Sitiawan and 5.21 acres of leasehold land Mukim Tronoh, Daerah Kinta respectively for residential development.

2018

2019

2020

2021

2022

2023

2024

The Group launched its new project in Bandar U Seri Iskandar, Perak. Sakura comprises of 410 single-storey terrace houses spread across 25 acres of land and were successfully completed in September 2023.

**PERAK**



In Bandar U Seri Iskandar, the Group unveiled a collection of 1½ storey terrace houses consisting of 335 units spread across 24 acres of land. The project was completed in April 2024.

**PERAK**



The Group acquired 5.3 acres of leasehold land at Mukim Sungai Terap Bemban, Batu Gajah, Perak for residential development.

**PERAK**

**MOVING FORWARD FOR A BETTER FUTURE.**

# OUR PRESENCE ACROSS MALAYSIA

01

## PENANG

Bukit Mertajam, Mainland Penang



Aston Acacia is a modern tropical development, strategically located in the heart of Bukit Mertajam town. Based on the concept of living high, Aston Acacia offers a balance of life, work and play with comprehensive modern facilities. Aston Acacia is situated close to a host of amenities as well as educational institutions and within proximity to the breathtaking Cherok Tokun Nature Park. The 2 towers of 33-storey serviced apartments are built on freehold land and comprise 622 units with built-ups ranging from 701 sq.ft. to 1,206 sq.ft. The units come in several variants offering two to four bedrooms with two to three bathrooms depending on the unit size. Tower B was open for registration in April 2022. The completion and vacant possession for Aston Acacia in December 2024.



02

## PERAK

Bandar U Seri Iskandar

A new flagship project located in Bandar U Seri Iskandar, Perak's integrated education township. Centaurea comprises of 335 units of 1½ storey terrace houses spanning across 24 acres of land. The units available in Centaurea are either 20' x 65' or 22' x 60' in size, with a built-up area of 1,200 sq.ft. Each unit features 4 bedrooms and 3 bathrooms, a spacious living hall, car porch, high ceiling, and is equipped with high-speed internet connectivity. The project was successfully completed in April 2024.

03

## PERAK

Bandar U Seri Iskandar



Nestled in the heart of Bandar U Seri Iskandar, Santolina is a thoughtfully crafted single-storey terrace development designed for those who desire a harmonious blend of style, comfort, and affordability.

Each unit spans 20' x 65', with a built-up area of 890 sq.ft. offering 3 bedrooms, 2 bathrooms, a generous living hall, spacious car porch, and soaring high ceilings that enhance natural light and ventilation. To meet the demands of today's connected lifestyle, every home is equipped with High-Speed Fibre-Optic Internet.

With its modern contemporary design and open neighbourhood layout, Santolina delivers an elegant and welcoming living environment — perfect for families, young professionals, or first-time homeowners seeking timeless value in a growing township.



04

## KLANG VALLEY

Dengkil, Sepang

Taman Ara Saujana, the latest modern and contemporary homes launched in April 2024 comprise 59 units of 2-storey terrace houses situated on 4.8 acres of freehold land. It comes with land sizes of 20' x 60' and 20' x 70', built up areas of 1,652 sq.ft. and 1,948 sq.ft. respectively. Each unit comes with 4 bedrooms, balcony, family area and car porch that accommodates up to 2 cars parked side-by-side comfortably. This low-density development homes are built to inspire a safe community living surrounded by nature greenery and community-centric spaces. Easily accessible via major highways and adjacent to leisure entertainment, healthcare, education, recreational amenities and public transportation.

# OUR PRESENCE ACROSS MALAYSIA

**05**

**PERAK**

**Bandar U Seri Iskandar**



Plumeria located in Bandar U Seri Iskandar, Perak's Integrated Education Township. A new flagship project comprises of 152 units of 22' x 65' Single Storey Terrace House with each unit of Plumeria measures 22' x 65' with a built-up size of 851 sq.ft. Offering 3 bedrooms and 2 bathrooms, spacious living hall and car porch, high ceiling and comes with High-Speed Internet (Fibre-Optic).

The cozy environment filled with greenery of nature, cool and fresh air to ensure peace of mind and family safety. Full of various opportunities to achieve your dream lifestyle.

Bandar U Seri Iskandar offers the beautiful aspirations of dream home with modern design and very affordable. The township is surrounded by mature facilities and amenities such as Malaysia's Best Universities (UTP & UiTM), Lotus (Tesco), Government Administrative departments and more.

The project Phase 1 was successfully completed in November 2024.

Be welcomed home by luxuriant green living in LINEA @ Elemence at Taman Denai Alam. LINEA, a perfect home enclaved within a 73 acres freehold integrated township, consists of residential and commercial precincts, interlaced with nature and a 1.45 acres recreational park. LINEA features 52 exclusive units of double storey terrace houses, infusing natural surroundings for multigenerational households. Each unit of LINEA measures 18' x 65' with built-up sizes from 1,609 sq.ft. This development presents practical layouts designed for growing families seeking a modern lifestyle that embraces the "Work from Home" concept. The sizable 4 bedrooms and 3 bathrooms offer a sense of luxury and spaciousness, catering to the needs of families.

New commercial precinct of the highly acclaimed Elemence Township is strategically located fronting Jalan Canggung, Pasir Gudang. This vibrant commercial centre offers an abundance of flexibility with excellent consumer flow. Comprising only 46 exclusive units of double and three storey shop offices were launched into few parcels in May 2023, January 2024 and March 2024 respectively. It comes with land size of 22' x 70' and built-up areas ranging between 3,080 sq.ft. – 5,133 sq.ft.

Situated in Taman Denai Alam @ Pasir Gudang, the Elemence township provides excellent connectivity and ample amenities to residents. This incredible and innovative community development is strategically located with excellent accessibility and connectivity to Johor Port, Pasir Gudang Highway, Senai-Desaru Expressway, and EDL Highway.

The LINEA @ Elemence at Taman Denai Alam was successfully completed in July 2024.



**06**

**JOHOR BAHRU**

**Taman Denai Alam**



**07**

**PERAK**

**Bandar U Seri Iskandar**



Azalea, a beautifully designed terrace home development located in the heart of Bandar U Seri Iskandar — a growing, strategically positioned township built for the future.

With a lot size of 22' x 65' and a built-up area of 1,399 sq.ft., Azalea offers the space and comfort your family needs. Each unit features 4 bedrooms, 2 bathrooms, two inviting living areas, a fully extended kitchen, and a spacious columnless car porch — all thoughtfully laid out for effortless everyday living.

Inspired by the charm of the modern farmhouse style, Azalea's Semi-D-like layout delivers extra privacy and a standout façade that reflects your modern lifestyle. Stay connected with High-Speed Fibre-Optic Internet, and enjoy a home built for both functionality and style.



Ellington 23 located at Shatin, Perak is designed to blend work and life seamlessly, offering great convenience with amenities like shops, schools, banks, and hospitals all nearby. Located just 3km from Ipoh town, it's easy to get to and surrounded by established neighbourhoods. It combines convenience and modern living, making it an ideal choice for businesses and community life.

Dwell in your dream life with everything you need just a walk away. Ellington 23 is set to become the talk of the town and the go-to spot for everyone in Ipoh.

**08**

**PERAK**

**Shatin**



# HIGHLIGHTS OF 2024 - 2025

## APRIL 2024

**15 April**

Show House-Ph 2 Linea



**22 April**

Hari Raya Luncheon - IPOH



**25 April**

Hari Raya Luncheon @ Thistle Hotel (JB)



**26 April**

Townhall



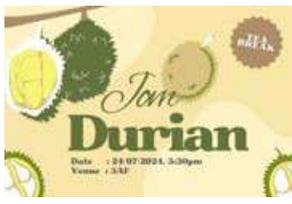
Raya Dinner @ Double Three Hotel (HQ)



## JULY 2024

**24 July**

Jom Durian Event @ HQ



## SEPTEMBER 2024

**5 September**

AGM



**14 September**

Malaysia Day Event & Soft Launch (Santolina, Plumeria & Azalea) - IPOH



## OCTOBER 2024

**8 - 10 October**

Occupational Safety & Health Coordinator (OSH-C) Competency Programme - HQ



## NOVEMBER 2024

**22 November**

Anti-Bribery and Anti-Corruption (ABAC) Training



## JANUARY 2025

**3 - 12 January**

Road Show @ Lotus's Eco Tropic



# HIGHLIGHTS OF 2024 - 2025

## JANUARY 2025

### 21 January

CNY Luncheon - PENANG



### 24 January

CNY Luncheon - IPOH



## FEBRUARY 2025

### 15 February

CNY Appreciation Event - HQ



### 27 February

CNY Luncheon - JB





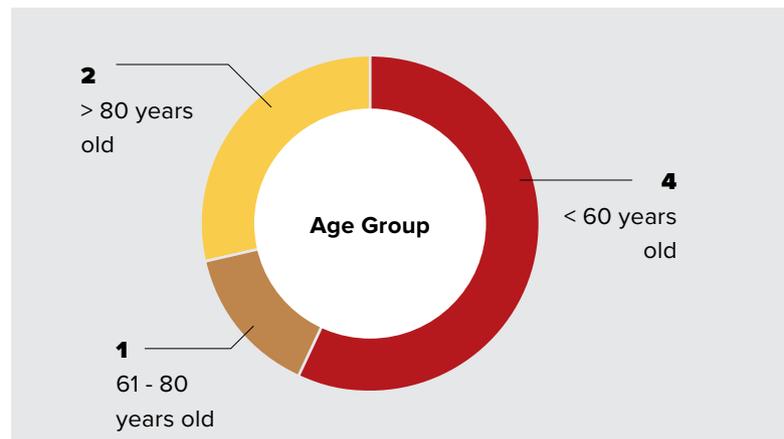
# BOARD

**CHOO SENG CHOON**  
Independent  
Non-Executive Director

**HO WEN YAN**  
Chief Executive  
Officer/  
Executive Director

**TAN SRI DATO' SERI DR.  
TING CHEW PEH**  
Chairman/Non-Independent  
Non-Executive Director

**HUA YANG BERHAD  
IS DEDICATED TO  
MAINTAINING THE UTMOST  
STANDARDS OF BUSINESS  
INTEGRITY, ETHICS, AND  
PROFESSIONALISM.**





# OF DIRECTORS

**Y.A.M. TENGKU DATO' RAHIMAH BINTI AL-MARHUM SULTAN MAHMUD**

Independent  
Non-Executive Director

**CHEW HOE SOON**

Non-Independent  
Non-Executive Director

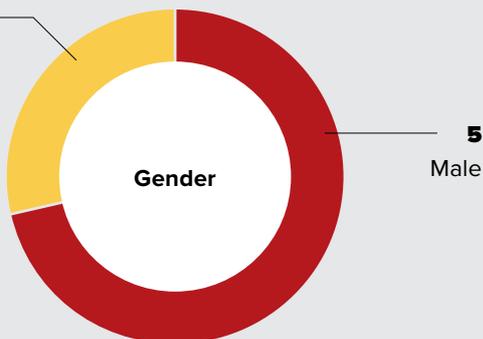
**CHEW PO SIM**

Non-Independent  
Non-Executive Director

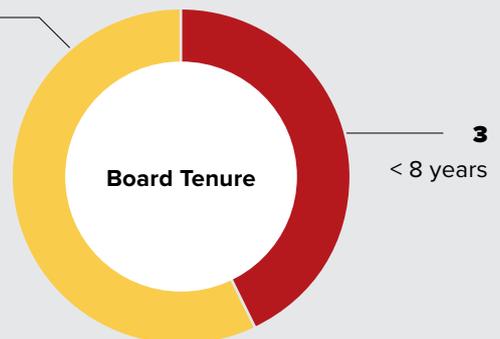
**HO WEN FAN**

Alternate Director

**2**  
Female



**4**  
> 8 years



# PROFILE OF DIRECTORS



Tan Sri Dato' Seri Dr. Ting Chew Peh was appointed to the Board of Hua Yang Berhad ("Hua Yang") on 1 June 2000 as Independent Non-Executive Director and was made the Chairman of the Board. He was re-designated as Non-Independent Non-Executive Director on 1 June 2023. He has a Bachelor of Arts Degree from University of Malaya and a Master of Science Degree from University of London. He also holds a Doctorate in Philosophy, which he obtained from University of Warwick.

Tan Sri Dato' Seri Dr. Ting started his career as a lecturer in the Faculty of Social Sciences and Humanities at Universiti Kebangsaan Malaysia in 1974 until 1980. He was then appointed as an Associate Professor at the Faculty until 1987.

In 1987, Tan Sri Dato' Seri Dr. Ting ventured into politics with his election as a Member of Parliament for the Gopeng constituency, which he held until the 2008 general elections. He previously served as a Parliamentary Secretary of the Ministry of Health (1988 – 1989), Deputy Minister in the Prime Minister's Department (1989 – 1990), Minister of Housing and Local Government (1990 – 1999) and Secretary-General of Malaysian Chinese Association (MCA) (1990 – 2005). He served as Independent Director on the Board of Puncak Niaga Holdings Berhad from July 2000 and retired in May 2018.

He currently sits on the Boards of Goodmorning Group Berhad and UTAR Education Foundation. He also serves as a Director of several private companies.

## TAN SRI DATO' SERI DR. TING CHEW PEH

Chairman/Non-Independent Non-Executive Director

**Nationality:**

Malaysian

**Age:**

82

**Gender:**

Male

**Board Committees:**

Nil

**Date Appointed to the Board:**

1 June 2000



Mr. Ho Wen Yan was appointed to the Board of Hua Yang on 1 June 2007. He received his architectural training in the United Kingdom at the University of Bath and the Architectural Association. He also holds a Master of Science (Construction Economics and Management) Degree from University College London.

He joined Hua Yang on 20 October 2003 as a Project Coordinator at its Johor Branch. He has been an Executive Director of the Group since 1 June 2007 and was appointed Chief Executive Officer on 20 August 2010.

He was appointed to the Board of Magna Prima Berhad on 13 February 2017 as Executive Director. On 13 February 2020, he was redesignated from Executive Director to Non-Independent Non-Executive Director of Magna Prima Berhad.

## HO WEN YAN

Chief Executive Officer/  
Executive Director

**Nationality:**  
Malaysian

**Age:**  
51

**Gender:**  
Male

**Board Committees:**  
Nil

**Date Appointed to the Board:**  
1 June 2007



Mdm. Chew Po Sim was appointed to the Board of Hua Yang on 27 January 2003. She holds a teaching certificate and on her early retirement from the teaching profession, she ventured into a horticulture trading business for more than 20 years.

Mdm. Chew Po Sim is also currently overseeing her investment holding company, namely Heng Holdings Sdn. Berhad, a substantial shareholder of the Company.

## CHEW PO SIM

Non-Independent  
Non-Executive Director

**Nationality:**  
Malaysian

**Age:**  
82

**Gender:**  
Female

**Board Committees:**  
Nil

**Date Appointed to the Board:**  
27 January 2003

## PROFILE OF DIRECTORS



Mr. Chew Hoe Soon was appointed to the Board of Hua Yang on 2 June 2003. He holds a Bachelor of Economics (Accounting) Degree (Honours) and a Diploma in Accounting, both from University Malaya. He is a member of the Malaysian Institute of Accountants (MIA).

Mr. Chew Hoe Soon has extensive working experiences in the field of finance and sales & marketing of consumer products, having held the position of Managing Director in a large multinational company for a number of years.

### CHEW HOE SOON

Non-Independent  
Non-Executive Director

**Nationality:**  
Malaysian

**Age:**  
73

**Gender:**  
Male

**Board Committees:**  
Member of Audit Committee,  
Remuneration Committee and  
Nomination Committee

**Date Appointed to the Board:**  
2 June 2003



Y.A.M. Tengku Dato' Rahimah was appointed to the Board of Hua Yang on 22 May 2018. Y.A.M. Tengku Dato' Rahimah holds a Bachelor of Science degree in Economics and Accountancy from The City of London University, England.

Y.A.M. Tengku Dato' Rahimah was appointed the Chairman of Loh and Loh Corporation Berhad ("LLCB") on 19 September 2008 until 2012. From 2012 until 2017, she co-owned shares in LLCB and continued to hold the position of the Chairman of LLCB and Director in Loh and Loh Construction Sdn Bhd until November 2017.

She served as a Non-Independent Non-Executive Director on the Board of Puncak Niaga Holdings Berhad from August 2006 to October 2019.

Y.A.M. Tengku Dato' Rahimah has working experience in various sectors namely management, construction, agriculture, trading and tourism having held positions and co-owned various companies.

### Y.A.M. TENGKU DATO' RAHIMAH BINTI AL-MARHUM SULTAN MAHMUD

Independent  
Non-Executive Director

**Nationality:**  
Malaysian

**Age:**  
59

**Gender:**  
Female

**Board Committees:**  
- Chairman of Remuneration  
Committee  
- Member of Audit Committee  
and Nomination Committee

**Date Appointed to the Board:**  
22 May 2018



Mr. Choo Seng Choon was appointed to the Board of Hua Yang on 30 August 2023. He is a Certified Public Accountant of the Malaysian Institute of Certified Public Accountants, a Chartered Accountant of the Malaysian Institute of Accountants, a fellow member of the Association of Chartered Certified Accountants (UK), a Chartered Member of the Institute of Internal Auditors Malaysia and a Certified Internal Auditor. He also holds a Diploma in Financial Accounting from Tunku Abdul Rahman College, Kuala Lumpur.

Mr. Choo Seng Choon has over 28 years of professional and commercial experience in multi-discipline that includes internal audit, risk and financial management, performance & business management, IPOs, taxation, due diligence, corporate finance, business process re-engineering, investigations, corporate governance and financial audits. He currently owns and manages his own corporate advisory firm that specialises in the provision of business advisory, risk management and internal audit services to a wide range of public listed, multi-national and private companies operating in Malaysia and other Asia Pacific regions.

Mr. Choo Seng Choon also serves as an independent non-executive director in LTKM Bhd, EA Holdings Bhd and Vinvest Capital Holdings Bhd.

## CHOO SENG CHOON

Independent  
Non-Executive Director

**Nationality:**  
Malaysian

**Age:**  
51

**Gender:**  
Male

**Board Committees:**

- Chairman of Audit Committee and Nomination Committee
- Member of Remuneration Committee

**Date Appointed to the Board:**  
30 August 2023



Mr. Ho Wen Fan was appointed to the Board of Hua Yang on 1 September 2017 as an Alternate Director to Madam Chew Po Sim. He holds a Bachelor of Science (Economics) degree from University of Bristol, United Kingdom and is a certified Financial Risk Manager.

Mr. Ho Wen Fan started his career with OCBC Bank Singapore, spending 3 years in the Risk Management Division. He then joined the Deutsche Bank Group in Singapore and was subsequently posted overseas, spending 5 years in their Japan office.

He is currently managing the investment portfolio of Heng Holdings Sdn. Berhad, a substantial shareholder of the Company.

## HO WEN FAN

Alternate Director

**Nationality:**  
Singaporean

**Age:**  
47

**Gender:**  
Male

**Board Committees:**  
Nil

**Date Appointed to the Board:**  
1 September 2017

# OTHER INFORMATION OF DIRECTORS

## FAMILY RELATIONSHIP

None of the Directors have any relationship with each other and major shareholders of the Company except that Ho Wen Yan and Ho Wen Fan are the sons of Chew Po Sim and the nephew of Chew Hoe Soon. Chew Po Sim and Chew Hoe Soon are siblings.

Chew Po Sim is the mother of Ho Min Yi, Ho Wen Yan, Ho Wen Han and Ho Wen Fan, the major shareholders of the Company.

## CONFLICT OF INTEREST

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

## LIST OF CONVICTIONS OF OFFENCE

None of the Directors have been convicted for any offences (other than traffic offences), public sanction or received any penalty imposed by the relevant regulatory bodies inside or outside Malaysia within the past five (5) years.

## ATTENDANCE OF THE BOARD

All the Directors have complied with the minimum 50% attendance in respect of Board Meeting as required in the Listing Requirements. There were five (5) Board Meetings held during the financial year ended 31 March 2025 and the attendance of each Director is as follows:

No.	Name of Director	Attendance
1.	Tan Sri Dato' Seri Dr. Ting Chew Peh	5/5
2.	Ho Wen Yan	5/5
3.	Chew Po Sim	5/5
4.	Chew Hoe Soon	5/5
5.	Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud	5/5
6.	Choo Seng Choon	5/5

# PROFILE OF SENIOR MANAGEMENT

## HO WEN YAN

Chief Executive Officer

**Nationality:**

Malaysian

**Age:**

51

**Gender:**

Male



Mr. Ho's profile is set out on **page 17** of this Annual Report.

## TAN HWAI LUN

Deputy Chief Executive Officer

**Nationality:**

Malaysian

**Age:**

48

**Gender:**

Male

Mr. Tan joined Hua Yang as Financial Controller in 2011 and was promoted to Chief Financial Officer in 2017 and subsequently, Deputy Chief Executive Officer in June 2022. He is a member of the Malaysian Institute of Accountant (MIA) and CPA Australia.

He has more than 18 years financial management working experience. He currently oversees the finance strategy and planning of the Group.

**Notes:**

Save for the Chief Executive Officer who has family relationship with other Directors and/or major shareholder of Hua Yang Berhad as disclosed on page 20 of this Annual Report, none of the Senior Management has:

- Any family relationship with any Director and/or major shareholder of Hua Yang Berhad;
- Any conflict of interest with Hua Yang Berhad; and
- Any conviction for offences (other than traffic offences), public sanction or received any penalty imposed by the relevant regulatory bodies inside or outside Malaysia within the past five (5) years.

# CHAIRMAN'S STATEMENT

Dear Shareholders,

**The financial year ended 31 March 2025 (FY2025) has been both rewarding and challenging, which bears testimony to the commitment and resilience of our team, alongside our ability to navigate and adapt to an ever-changing environment.**

## REFLECTIONS ON FY2025 FINANCIAL PERFORMANCE

Reflecting on the FY2025 financial performance, Hua Yang Berhad recorded a revenue of RM104.6 million, with a profit after tax (PAT) of RM6.3 million and an earnings per share (EPS) of 1.49 sen – despite a challenging economic climate.

While external pressures such as rising costs and market competition impacted margins, our disciplined execution and focused approach allowed us to maintain profitability and deliver value to our stakeholders, which justifies the moderate, overall financial performance, and lays a sustained foundation for future growth.

## KEY ACHIEVEMENTS AND OPERATIONAL MILESTONES

The successful completion and handover of Aston Acacia @ Bukit Mertajam, our second project in Penang, further reinforces Hua Yang's reputation as a trusted developer with a strong execution and track record. The freehold serviced apartment recorded a 98% sales rate as of March 2025, and earned an impressive QLASSIC score of 82%, reflecting our commitment to delivering value and quality.

Taman Ara Saujana in the Klang Valley, a two-storey residential project with an outstanding 90% conversion rate within a year of its launch – was another milestone to note, demonstrating strong market demand for well-located, affordably priced homes.

The success of both Aston Acacia and Taman Ara Saujana manifests consumer confidence in our offerings, driven by our market responsiveness to changing market conditions and customer needs.

## KEY CHALLENGES ENCOUNTERED

While FY2025 brought notable accomplishments, the Group also faced considerable headwinds. The industry continued to grapple with rising construction costs and volatile material prices due to supply chain disruptions, plus intensifying market competition. Such challenges placed pressure on margins and required agile decision-making and strategic realignment to maintain our growth momentum. In other words, despite these hurdles, Hua Yang managed to sustain its operational resilience, delivering value-driven offerings.

## CHAIRMAN'S STATEMENT



An encouraging performance across key economic sectors lifted Malaysia's Gross Domestic Product (GDP) to 4.4% in the first quarter of 2025 (Q1 2025), in line with the GDP Advance Estimates and higher than the 4.2% growth recorded in the corresponding quarter of 2024 (Q1 2024), per the latest statement released by the Ministry of Finance.

The GDP growth in Q1 2025 was buoyed by the Services (5%), Manufacturing (4.1%), and Construction (14.2%) sectors. Further fuelling the growth momentum was stronger consumer spending during the Chinese New Year and pre-Hari Raya festive periods, the implementation of the new minimum wage in February 2025, and the recent increase in civil servant salaries.

With unemployment trending downward to 3.1% in February 2025 and the Overnight Policy Rate (OPR) holding steady at 3.0% as of May 2025 (since May 2023), as well as a low inflation at 1.5% (Q1 2025), Malaysia's stable economic fundamentals provided a conducive environment for homebuyers throughout FY2025, resulting in sustained consumer purchasing power.

Recognising this, Hua Yang remains well-positioned to cater to homebuyers of such price points, where sustained housing demand can be anticipated, as evidenced by our popular projects in high-growth areas such as Bukit Mertajam, Dengkil and Pasir Gudang, for example.

### ECONOMIC AND PROPERTY MARKET OUTLOOK

The Malaysian property market showed encouraging signs of recovery and upward trajectory, with NAPIC data indicating a 2.9% drop year-on-year (Q1 2024 vs Q1 2025) in total residential overhang (completed but unsold housing).

This means the demand for affordably priced homes in strategic locations has been increasing, encouraged by factors like urban growth, job opportunities, and rising incomes. According to the Malaysia House Price Index (MHPI), housing prices for Q1 2025 were relatively stable, standing at 225.3 points (average price: RM486,070).

### TAN SRI DATO' SERI DR. TING CHEW PEH

Chairman/  
Non-Independent  
Non-Executive Director

**Recognising this, Hua Yang remains well-positioned to cater to homebuyers of such price points, where sustained housing demand can be anticipated, as evidenced by our popular projects in high-growth areas such as Bukit Mertajam, Dengkil and Pasir Gudang, for example.**

## CHAIRMAN'S STATEMENT

### MANAGING RISING CONSTRUCTION COSTS

On the other hand, rising construction costs present a significant challenge to the industry. Due to factors like inflation, global supply chain disruptions, and labour shortages, such obstacles are impacting developers' profit margins, contractors' ability to deliver projects on budget, and ultimately, the affordability of housing and infrastructure.

Nevertheless, Hua Yang has been proactively addressing cost-driven issues through strategic procurement practices, re-evaluation of supply chains, and partnership optimisation. Apart from undertaking efficient construction methods, our project teams have been undertaking value engineering initiatives such as optimised workflows and resource utilisation to preserve margins without compromising on quality or timelines.

### EMBRACING INNOVATION AND EFFICIENCY

To stay ahead in an increasingly competitive market, Hua Yang continued to integrate digital tools and process automation in its operations. Embracing innovation to enhance our operational efficiency and streamline our product delivery has been a key agenda that propels us to strive for excellence.

Through enhanced stakeholder engagement platforms, digitised property management systems, and improved energy-efficient designs and waste management practices, we are utilising technological advancements to reduce costs and strengthen our productivity. For instance, we have been adopting data-driven sales and marketing strategies to improve customer targeting, while ensuring diligent service delivery and after-sales care.

**For the financial year under review, our commitment to ESG remained strong as we took further steps in reducing our carbon footprint, promoting green building practices, and engaging communities in inclusive ways.**

### SUSTAINABILITY PRINCIPLES AND LEADERSHIP

Being a responsible corporate, we strive to balance profitability with accountability, ensuring transparency and trust in every aspect of our operations. With this in mind, Hua Yang remains dedicated to its Environmental, Social and Governance (ESG) goals.

For the financial year under review, our commitment to ESG remained strong as we took further steps in reducing our carbon footprint, promoting green building practices, and engaging communities in inclusive ways. Our sustainability framework continues to guide our long-term vision and operational conduct, aligning our growth with societal needs.

Guided by our core values of integrity, innovation, and customer focus, we have been concentrating our efforts on affordable housing, particularly in growth corridors and key economic zones such as Penang, Ipoh, Klang Valley and Johor Bahru, leveraging the existing well-developed infrastructure while fulfilling the rising urban residential needs – as we stay true to our mission of providing affordable, quality homes for Malaysians across the nation.

We aim to strengthen our sustainability efforts in future developments, aligning with national housing affordability and sustainable urban living goals. Our projects integrate functionality, sustainability and connectivity to enhance liveability while remaining accessible to middle-income buyers. Put simply, through our urban development projects that combine sustainability, community well-being, economic inclusivity, and environmental responsibility, we are empowering communities to thrive in spaces designed with purpose and care.

## OPPORTUNITIES AND CHALLENGES IN THE YEAR AHEAD

**Moving forward, our strategic priorities include expanding our presence in high-growth regions, particularly in the Greater Klang Valley, Ipoh, Penang and Johor; driving digital transformation to enhance operational productivity; exploring land-banking opportunities for long-term growth; and strengthening customer engagement by aligning with evolving needs.**

We remain optimistic about the residential segment, especially for competitively priced, strategically located, and value-driven homes. Key upcoming developments, including new phases in Klang Valley and northern region especially the mainland of Penang, are already generating strong interest. We are also pursuing strategic partnerships with government and private entities to create synergies in landbank optimisation, operational efficiencies and development capabilities.

We are tapping into two key segments: first-time homebuyers through affordable mid-range housing, and Transit-Oriented Development (TOD) with the support of key infrastructure – in well-connected locations. The move aligns with Malaysia's urban development goals while addressing strong market demand.



## ONGOING AND UPCOMING PROJECTS

The most recent ongoing projects such as Taman Ara Saujana in Dengkil (Selangor); Santolina and Azalea in Bandar Universiti Seri Iskandar (Bandar U<sup>®</sup>) (Perak); and Elemenca in Pasir Gudang (Johor) are expected to continue to record high take-up rates as the Group adopts cautious strategies amid global geopolitical tensions by monitoring and improving operational efficiency through prudent financial management and cost control, while remaining sensitive to market sentiments in the timing and pricing of new-phase launches.

Coming soon, Ara Residences in Puchong, Selangor is in the pipeline. The announcement of other forthcoming projects, especially those in Perak, Johor and Penang, will follow at a time deemed appropriate.

## EMPLOYEE CONTRIBUTIONS AND CAREER GROWTH

On behalf of the Board, I would like to take this opportunity to offer my salute to our employees, who are the backbone of our success. Their hard work, resilience, dedication and commitment have kept the Group agile and responsive. We will continue to invest in talent development such as training and upskilling, provide growth pathways for career advancement, and foster a culture of innovation and teamwork with continuous improvement in mind.

## WORDS OF APPRECIATION

Again, my heartfelt gratitude goes to all of our team members for their unwavering dedication and hard work, recognising the collective effort that has been instrumental in driving our achievements.

Once again, let me express my appreciation to our Board for their steadfast stewardship; to our employees for their dedication, adaptability and resilience; and to our shareholders, customers, and partners for their continued trust and collaboration.

Despite the ongoing macroeconomic uncertainties, Hua Yang approaches FY2026 with cautious optimism. Guided by our operational agility with a strong customer focus and commitment to sustainability at the same time, we are well-positioned to navigate challenges and seize new opportunities – creating lasting value for our stakeholders while continuing to shape Malaysia's housing landscape.

Thank you.

Sincerely,

**Tan Sri Dato' Seri Dr. Ting Chew Peh**

Chairman/Non-Independent Non-Executive Director  
Hua Yang Berhad

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Dear Shareholders,

**The Financial Year 2025 (FY2025) presented a challenging landscape for Malaysia’s property sector, influenced by macroeconomic uncertainties such as trade tensions, geopolitical conflicts, currency fluctuations, supply chain disruptions and of course, inflationary pressures.**

Despite rising operational costs and increased market competition, Hua Yang remained resilient in the affordable housing segment, so did Malaysia’s economy, which saw a moderate GDP growth (e.g. 4.4%, Q1 2025). Nevertheless, it still underscored the country’s ability to withstand external pressures especially the fluctuating commodity prices, braving the headwinds of tighter financial conditions. In a broader perspective, our economy could still reflect a degree of stability amid global uncertainties, driven by a healthy domestic demand and sustained government infrastructure spending.

The evolving government policies on housing affordability and market regulation required the Group to remain agile and adaptive, in response to shifting market dynamics. The ability to anticipate changes and adjust accordingly enabled the Group to maintain a balanced portfolio, all while meeting new market standards and demands, within the affordability frameworks that we have been championing.

During the year under review, Hua Yang operated within a challenging cost environment, marked by sustained increases in the prices of construction materials, labour, logistics, and other operational inputs, both globally and domestically.

Again, despite all these challenges, Hua Yang remained committed to delivering value across its project portfolio through optimised resources, cost management and operational efficiency, while capitalising on growth opportunities in underserved and high-potential markets, especially the suburban areas.

**Total Revenue FY2025**

**RM104.6  
MILLION**

(FY2024 Revenue  
RM205.0 million)



For more information, please refer to **page 7**.

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

**HO WEN YAN**

Chief Executive Officer

Above all, there were no unexpected or unusual events that had a material impact on the Group's operations during the year under review. The continued demand for affordably priced, well-located homes has been a key driver. In addition to the strategic focus on high-growth regions, Hua Yang's commitment to digital transformation has also contributed to sustained operational momentum.

**During the year under review, Hua Yang operated within a challenging cost environment, marked by sustained increases in the prices of construction materials, labour, logistics, and other operational inputs, both globally and domestically.**

**FINANCIAL AND OPERATIONAL PERFORMANCE**

Hua Yang's financial performance for FY2025 narrated a mix of hurdles and opportunities in a challenging yet dynamic operating environment. The Group recorded a revenue of RM104.6 million, representing a year-over-year (YoY) decline of 49%, due to a combination of external market conditions and internal operational adjustments as discussed earlier.

Nonetheless, Profit After Tax (PAT) registered a modest increase of 3%, amounting to RM6.3 million. This improvement was attributed to effective cost optimisation measures, project mix, and efficient resource allocation. In other words, strategic efforts to streamline operations, reduce overheads, and enhance productivity – helped cushion the impact of declining revenues and supported bottom-line stability.

**FINANCIAL POSITION AND STABILITY**

Hua Yang maintained a healthy net gearing ratio of 0.35, indicating a cautious capital structure with manageable debt levels to fund its operations. The sensible use of debt and equity hinted a degree of strength in the Group's balance sheet and liquidity, implying an ability to navigate economic challenges and grow sustainably.

Put simply, for the year under review, Hua Yang adopted a disciplined approach to cash flow and working capital management with financial flexibility in place, ensuring sufficient liquidity to support current project execution and future growth opportunities. Despite prevailing market volatility, the Group's performance remained broadly in line with industry trends, demonstrating resilience and operational stability in a challenging environment.

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

## KEY MILESTONES IN FY2025

Hua Yang achieved several significant milestones during the 2025 fiscal year, reinforcing its project portfolio and long-term growth strategy. Encouraging sales momentum and landbank expansion were the two accomplishments that reflect strong execution capabilities, strategic planning, and a continued focus on delivering quality projects and value to consumers.

The successful completion of Aston Acacia in Bukit Mertajam (Penang Mainland) marked a key achievement for the Group. The freehold serviced apartment that nestles in an urban location neighbouring Jit Sin Independent High School, recorded a 98% sales rate as of March 2025, and earned an impressive QCLASSIC score of 82%, manifesting our commitment to delivering value and quality.

Taman Ara Saujana in Dengkil (Southern Klang Valley), a two-storey residential project with an impressive 90% take-up rate within a year of its launch – was another milestone to note, demonstrating strong market demand for well-located, affordably priced homes. The strong market response suggested the Group's ability to deliver developments that align with buyer preferences, driven by effective market positioning and responsiveness to evolving housing needs.

Hua Yang has also completed the Centaurea Phase 2 and Plumeria Phase 1 projects in Seri Iskandar (Perak) under the BUSI (Business, Urban, Smart, Innovative) master plan. These mixed-use developments are in line with the evolving market demand for modern, integrated living and working spaces. The projects bear witness to the Group's commitment to innovation and urban lifestyle solutions.

**Hua Yang achieved several significant milestones during the 2025 fiscal year, reinforcing its project portfolio and long-term growth strategy. Encouraging sales momentum and landbank expansion were the two accomplishments that reflect strong execution capabilities, strategic planning, and a continued focus on delivering quality projects and value to consumers.**

The Elemente Phase 2 project in Pasir Gudang (Johor) was successfully completed too, further expanding the Group's presence in southern region. The new township will be supported by nearby institutional, commercial and industrial facilities such as educational institutions, hospitals, supermarkets, retail stores, convenience stores, banks, restaurants, beachfront developments and seaports (in the likes of Pasir Gudang Port, Tanjung Langsat Port and Johor Bahru City Centre).

Landbank expansion remained a strategic priority in FY2025, with the Group securing two new parcels of land to support future development plans: 3.15 acres in Sitiawan and 5.21 acres in Tronoh – both in Perak.

Sitiawan is served by the West Coast Expressway (WCE) with the Kampung Lekir – Changkat Cermin stretch already open to traffic, where the town is located. The bustling town is also accessible via the North-South Expressway (NSE) and just about 12km from the coastal town of Lumut, the gateway to Pangkor Island. With easy access to Ipoh and Kuala Lumpur, Sitiawan's accessibility makes it appealing to both residential and commercial development, which supports the outward shift from major cities.

Tronoh, which lies between Seri Iskandar and Batu Gajah, holds significant potential for future development due to a combination of strategic, economic, and infrastructural factors. Universiti Teknologi PETRONAS is a notable, nearby landmark. Tronoh is connected to Ipoh in the northeast with a manageable distance of 70km. Kampar, home to the main campus of Universiti Tunku Abdul Rahman (UTAR), lies 30km southeast. Being surrounded by established infrastructure and growing educational institutions, Tronoh presents a number of advantages for new townships development.

Both Sitiawan and Tronoh help position the Group in the medium to long-term growth trajectory. Hua Yang's current landbank holding as of March 2025 amounts to 357 acres and is estimated to generate a Gross Development Value (GDV) of RM5 billion.

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

## RISK MANAGEMENT

In response to ongoing economic uncertainties and rising construction costs, Hua Yang has been proactively implementing strategic risk mitigation strategies to ensure business resilience, flexibility and stability in the long run.

The measures include expanding into high-growth areas in Penang, Perak, Selangor, and Johor to reduce dependency on any single market and capture emerging growth opportunities. By diversifying its geographical footprint into locations with growing demand for residential and commercial properties, the Group is well-positioned to strengthen and broaden its revenue streams.

Hua Yang has also been reinforcing its financial discipline by tightening cost management across key operational areas, particularly in procurement and construction processes. Among them – optimising supply chain efficiencies, renegotiating vendor contracts, and leveraging economies of scale to achieve cost savings without compromising on quality.

## TECHNOLOGY ADOPTION AND TRANSFORMATION

Technological innovation remains central to Hua Yang's transformation journey to meet and exceed operational and customer expectations. The Group will continue to advance its digital adoption across multiple business functions, from sales and marketing to project management and customer service.

Key initiatives to enhance efficiency, decision-making capabilities, and stakeholder engagement include digital booking platforms, virtual showrooms, and data-driven customer engagement strategies. For example, operational efficiencies can be further enhanced through automation and digitised monitoring tools to reduce lead times and errors, utilising the emerging proptech.

All in all, the implementation of integrated digital platforms has helped streamline workflow coordination, document control, and progress tracking, resulting in improved transparency and communication across internal teams and external partners.

## ESG INITIATIVES

For the financial year under review, Hua Yang remained steadfast in its commitment to Environmental, Social, and Governance (ESG) principles, aligning its business strategies with sustainable development goals mapped out by Bursa Malaysia and United Nations.

As outlined in the Group's Sustainability Statement, Hua Yang integrated responsible practices across its operations to create long-term value for stakeholders and the environment. Guided by the ESG principles, the Group prioritised environmentally friendly design features in its new projects, emphasising energy efficiency, green landscaping, and community well-being.

Beyond green building practices, Hua Yang maintained active community engagement through Corporate Social Responsibility (CSR) programmes, focusing on education, youth empowerment, welfare and environmental awareness. The underprivileged groups were among the community members who benefitted from our outreach initiatives. Through meaningful partnerships with local organizations and institutions, Hua Yang aims to build stronger, more resilient communities while fostering long-term, sustainable impact.

Meanwhile, strong corporate governance is central to Hua Yang's operational framework. Therefore, the Group upholds high standards of integrity, transparency and accountability across all levels of management.

Hua Yang also ensures that its supply chain partners adhere to responsible business practices through vendor screening and sustainability assessments. By embedding ESG considerations into decision-making processes, the Group reinforces stakeholder trust and long-term resilience.



Further details are presented in the Sustainability Statement.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### COMPLETED AND ONGOING PROJECTS, SALES AND PROGRESS

Hua Yang continued to consolidate its presence in key property markets across Malaysia, covering Klang Valley, Johor, Penang Mainland and Perak – with a growing presence in strategic suburban areas of high-growth potential, which is in sync with the Group’s affordability direction.

The Group successfully delivered several residential developments in FY2025, indicating strong execution capabilities of affordable and quality homes.

The completion of Aston Acacia in Bukit Mertajam (Penang Mainland), Centaurea Phase 2 and Plumeria Phase 1 in Seri Iskandar (Perak), and Elemence Phase 2 in Pasir Gudang (Johor) reflects Hua Yang’s ability to navigate challenges such as rising construction costs and supply chain disruptions while reinforcing its reputation for delivering value-for-money homes that meet the evolving needs of modern homebuyers.

In terms of the ongoing projects, Hua Yang continued to make steady progress across its portfolio with encouraging market acceptance. The notable achievements include BUSI - Azalea Phase 1 (launched March 2025; take-up rate: 31%), BUSI - Santolina Phase 1 (launched March 2025, take-up rate: 32%), and Taman Ara Saujana in Dengkil (90% take-up rate within a year of its launch).

**The Group successfully delivered several residential developments in FY2025, indicating strong execution capabilities of affordable and quality homes.**



Elemence Phase 5P2A, a township development in Pasir Gudang has been 100% sold out, reflecting a sustained demand for quality affordable housing in the southern region. Sales momentum as of March 2025 also remained strong in the subsequent phases: Elemence Phase 5P2B was 81% sold, indicating continued buyer confidence; and Elemence Phase 5P2C(1) scored a 63% take-up rate, marking an upward momentum with marketing efforts focused on maintaining traction through targeted promotions and enhanced digital engagement.

Throughout FY2025, project execution remained largely on schedule with minimal delays, thanks to effective cost-control, procurement and supplier engagement strategies, which led to strong operational efficiency.

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

## UPCOMING LAUNCHES IN FY2026

Hua Yang is driving future growth with a strong pipeline of new residential projects slated for launch in FY2026. These developments are strategically located across key growth corridors in Perak, Penang Mainland and Selangor, targeting the affordable to mid-tier housing segments with high-demand potential.

Perak, the birthplace of Hua Yang, remains a key market for the Group as it continues to leverage its deep market understanding and established presence to unlock the value of new, booming townships. In Perak alone, five new launches have been planned for FY2026: Ellington 23 @ Shatin in Ipoh, Station 18 in Pasir Puteh, and three other projects in Bemban, Sitiawan, Tronoh respectively, with official announcements to follow soon.

Ellington 23 @ Shatin is a commercial development with modern design and practical layouts, ideal for retailers, F&B operators, professional services, and startups. Station 18 is located near transportation nodes, and aims to capture demand from professionals and commuters seeking affordable housing within easy reach of major urban centres.

The suburban development in Bemban caters to local buyers and investors, benefiting from improving infrastructure and connectivity. Sitiawan is positioned to serve growing residential demand in the coastal town, with proximity to industrial and educational hubs. Tronoh represents Hua Yang's expansion into emerging sub-markets with strong fundamentals such as land availability and affordability.

Outside Perak, the Group will be launching two developments in other high-potential regions: Altus Residency in Seberang Perai (Penang Mainland), and Ara Residences in Puchong (Selangor).

**Hua Yang is driving future growth with a strong pipeline of new residential projects slated for launch in FY2026. These developments are strategically located across key growth corridors in Perak, Penang Mainland and Selangor, targeting the affordable to mid-tier housing segments with high-demand potential.**

Altus Residency is a residential development targeting first-time homebuyers, young families, professionals and investors seeking affordable housing options outside the more expensive central areas of Penang Island, in comparison with that of George Town and Bayan Lepas.

With ongoing industrial expansion and transportation improvements, demand for housing is expected to remain strong in Seberang Perai, which is becoming a hotspot for residential development due to its strategic location and economic growth. Therefore, Altus is well-positioned to ride on such advantages, offering both owner-occupiers and investors value appreciation potential.

Another residential development with similar target groups, Ara Residences, commands a strategic location south of Petaling Jaya in Klang Valley, considered Malaysia's most developed urban corridor. It is highly sought after due to its proximity to Kuala Lumpur (about 20km), excellent connectivity (e.g. Federal Highway, LDP, SPRINT, KESAS, MRR2, NKVE, KLIA), growing infrastructure (part of the Greater Klang Valley integrated transport network e.g. LRT, MRT) and established amenities (e.g. IOI Mall Puchong, SetiaWalk).

Altogether, those new launches are expected to generate a Gross Development Value (GDV) of over RM600 million to support Hua Yang's sales and revenue targets for FY2026 and beyond.

With a current landbank of 357 acres worth an estimated GDV of over RM5 billion, Hua Yang has adequate land resources to sustain its development plans over the next decade. The Group will continue to evaluate strategic partnerships and acquisitions to support future expansion.



# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

## PROSPECTS AND OUTLOOK

**Looking ahead, Hua Yang has set a sales target of RM400 million for the next financial year, bolstered by a strong project pipeline and market fundamentals. These include new launches in Perak, Penang and Selangor as discussed earlier, urban migration trends, affordable housing policies by the government that align with the Group's direction, and sustained interest among first-time homebuyers, young professionals and middle-income earners.**

The Malaysian property market is projected to stabilise in 2026, supported by improving consumer confidence as inflation eases and job opportunities rise. Other key factors contributing to this positive outlook include public infrastructure expansion especially transportation networks, and growing township and industrial development trends – which supports long-term residential demand in the aforesaid growth corridors in Perak, Penang, Klang Valley and Johor.



## LEADERSHIP PERSPECTIVES AND STRATEGIC DIRECTION

Under the leadership of Hua Yang, the Group will remain focused and disciplined in the execution of its strategies – delivering quality and affordable homes to address the genuine needs of the Malaysian families.

Bracing for headwinds in the middle of persistent geopolitical uncertainties, labour shortages, supply chain disruptions, rising construction and operational costs, despite all these challenges in an unfavourable environment presently, Hua Yang will continue to steer its mission towards this direction: delivering value-for-money homes that serve the aspirations of the general public.

Hua Yang will continue to capitalise on emerging opportunities in booming towns across different regions from the north through to the south, leveraging its solid financial foundation, resilience, and adaptability, together with the landbank for long-term growth, plus a proven track record and strong brand equity – to drive sustainable growth throughout FY2026 and beyond.

The Group is implementing strategic initiatives to remain relevant, competitive, agile, and future-ready. These efforts are driven by continuous transformation, sound corporate governance, and a strong customer-centric focus – all for greater operational productivity and efficiency.

As Malaysia's property market is expected to gradually regain momentum, Hua Yang remains confident in its growth prospects. The Group is optimistic that stronger growth will emerge in 2026, supported by improving economic stability and rising consumer confidence.

# SUSTAINABILITY STATEMENT

## ABOUT THIS STATEMENT

**For nearly five decades since 1978, Hua Yang Berhad has been holding firm to its vision of delivering affordable housing that supports Malaysia's socio-economic development.**



### ECONOMIC SUSTAINABILITY

 For more information, please refer to **page 41**.



### WORKPLACE SUSTAINABILITY

 For more information, please refer to **page 43**.



### ENVIRONMENTAL SUSTAINABILITY

 For more information, please refer to **page 46**.



Today, our commitment goes beyond building homes as we strive to foster sustainable, inclusive communities that in alignment with the United Nations Sustainable Development Goals (UN SDGs), we integrate environmental, social, and governance (ESG) principles across our operations, products, and services. As part of our ongoing sustainability journey, we actively identify and manage sustainability-related risks and opportunities (SROs) to strengthen our resilience, drive responsible growth, and create lasting value for all stakeholders.

This statement outlines our ESG approach for the financial year ended 31 March 2025, as we continue our building mission responsibly, engaging stakeholders meaningfully, and supporting a more sustainable future for all.

# SUSTAINABILITY STATEMENT

## 01 REPORTING SCOPE AND BOUNDARY

This Statement covers the reporting period from 1 April 2024 to 31 March 2025, unless stated otherwise. Where applicable, historical data from the past three years is included to facilitate comparison and trend analysis. The scope of this Statement encompasses all domestic operations where the Group maintains direct control and holds a majority ownership stake.

## 02 REPORTING FRAMEWORK

This Statement complies with Bursa Malaysia Securities Berhad’s Main Market Listing Requirements (“MMLR”) and Sustainability Reporting Guide (3rd Edition). Our climate-related disclosures are guided by the International Financial Reporting Standards (IFRS) S2, the Global Reporting Initiative (GRI) Standards and the United Nations Sustainable Development Goals (“UN SDGs”).

## 03 REPORT QUALITY AND DATA ASSURANCE

We have established a dedicated sustainability database to enhance data management across the organisation. While we acknowledge the presence of existing data gaps, efforts are underway to strengthen data collection processes across all business units. All information presented in this Statement has been internally sourced and reviewed by the relevant departments. Moving forward, we plan to explore independent third-party assurance to further improve the accuracy, reliability, and credibility of our sustainability disclosures.

## 04 FORWARD LOOKING STATEMENTS

This report contains forward-looking statements that reflect the Group’s current expectations, assumptions and intentions regarding its future plans, objectives, strategies, and performance. These statements are based on management’s best projections at the time of preparation. However, such forward-looking statements involve risks and uncertainties, and actual outcomes may differ materially due to factors beyond the Group’s control. Readers are cautioned not to place undue reliance on these statements, as future events and developments may affect the Group’s actual results and performance.

### FEEDBACK

We value feedback from our stakeholders as it plays a vital role in enhancing the quality, relevance, accuracy and transparency of our sustainability reporting. If you have any comments, suggestions, or recommendations to help us improve, please reach out to us through:

**Corporate Affairs Department**

Email: [corpcomm@huayang.com.my](mailto:corpcomm@huayang.com.my)

## HUA YANG'S SUSTAINABILITY JOURNEY

FY2018 – FY2024	FY2025
<ol style="list-style-type: none"> <li>Produced our first Sustainability Statement that was incorporated into Group's Annual Report.</li> <li>Established a formal Sustainability Governance Structure.</li> <li>Adopted four United Nations Sustainable Development Goals (UN SDGs).</li> <li>Conducted a Materiality Assessment and identified 20 Material Matters.</li> <li>Developed a Sustainability Strategy across the group.</li> <li>Refined 20 Material Sustainability Matters concerning the Group's business operations and stakeholders, based on their importance, relevance and impact.</li> </ol>	<p>As a responsible property developer, Hua Yang Berhad remains committed to advancing sustainable development by aligning our EESG (Economic, Environmental, Social, and Governance) strategies with the United Nations Sustainable Development Goals (UN SDGs). Since initially adopting four SDGs in 2018, we have progressively expanded our sustainability commitments in the following years to support a total of nine UN SDGs as of FY2025. This evolution reflects our ongoing dedication to creating long-term value for stakeholders while contributing meaningfully to a more inclusive, resilient, and sustainable future.</p>

## ESG (9 UN SDGs ADOPTED)



## OUR APPROACH TO SUSTAINABILITY

The key elements of sustainability for Hua Yang are built around our commitment to creating long-term value for stakeholders while promoting responsible growth. Our approach is guided by 4 core pillars:

- Environmental Stewardship** - We are actively managing our environmental impact by reducing carbon emissions, conserving natural resources, and protecting ecosystems – to ensure our long-term operational resilience.
- Economic Responsibility** - We recognise that sustainable financial performance must be governed by ethical business practices, responsible resource management, and contributions to local economic development – to support our long-term value creation for our stakeholders and the communities where we operate.
- Social Impact** - We are committed to building positive and lasting relationships with our stakeholders – employees, customers, and the communities – by prioritising their well-being while promoting equity and inclusivity.
- Governance Excellence** - We recognise that strong corporate governance is fundamental to ensuring ethical decision-making, effective risk management, and regulatory compliance – to maintain trust, stability and long-term sustainability.

These four pillars represent a holistic approach anchored in the foundations of global ESG standards that empower Hua Yang to operate responsibly and remain resilient in an ever-evolving landscape while creating long-term value for all stakeholders.

# SUSTAINABILITY STATEMENT

## SUSTAINABILITY FRAMEWORK



## SUSTAINABILITY GOVERNANCE STRUCTURE

In terms of governance, the Sustainability Committee serves as an internal body to ensure effective implementation of our sustainability practices alongside internal policies and statutory compliance across all levels of the organisation. The Board of Directors holds ultimate responsibility for overseeing the Group’s sustainability agenda, with strategy execution led by the Chief Executive Officer (CEO) and directly supported by the Deputy Chief Executive Officer (DCEO) – in setting direction and monitoring progress.

The Audit Committee plays a key role in providing oversight on risk-related matters, including sustainability risks and anti-corruption compliance. At the operational level, sustainability is embedded across all functions, with assistance from designated Team Leads within each department who are responsible for executing and monitoring sustainability initiatives, ensuring alignment with the Group’s ESG goals and key performance indicators (KPIs).



Governance Structure	Roles & Responsibility
<b>Board of Directors</b>	<p><b>Role</b> Retains overall responsibility for the Group’s sustainability governance.</p> <p><b>Responsibilities</b></p> <ul style="list-style-type: none"> <li>➤ Leads the development and implementation of the Group’s sustainability strategy.</li> <li>➤ Approves key sustainability matters, including policies, targets and disclosures.</li> <li>➤ Ensures sustainability is integrated into business planning and communicated across the organisation and to stakeholders.</li> </ul>
<b>Sustainability Committee</b>	<p><b>Role</b> Provides oversight of the Group’s financial reporting, internal controls, compliance, and risk management.</p> <p><b>Responsibilities</b></p> <ul style="list-style-type: none"> <li>➤ Reviews financial statements to ensure accuracy, transparency, and compliance with relevant standards.</li> <li>➤ Oversees internal audit, compliance, and risk management functions, including ESG-related risks.</li> <li>➤ Evaluates the effectiveness of internal controls and ensures adherence to laws, regulations, and governance policies.</li> </ul>
<b>CEO</b>	<p><b>Role</b> Leads the execution of the Group’s sustainability strategy and champions sustainability across the organisation.</p> <p><b>Responsibilities</b></p> <ul style="list-style-type: none"> <li>➤ Embeds sustainability into the Group’s culture, operations, and leadership priorities.</li> <li>➤ Oversees ESG integration across all business functions and monitors progress against targets.</li> <li>➤ Engages key stakeholders on sustainability matters and ensures material issues are addressed at the executive and Board levels.</li> </ul>
<b>DCEO</b>	<p><b>Role</b> Supports the CEO in implementing and coordinating the Group’s sustainability initiatives.</p> <p><b>Responsibilities</b></p> <ul style="list-style-type: none"> <li>➤ Drives execution of sustainability initiatives across departments and monitors KPI progress.</li> <li>➤ Facilitates cross-functional collaboration to align with the Group’s sustainability goals.</li> <li>➤ Oversees preparation of sustainability disclosures and ensures operational adoption of ESG practices.</li> </ul>
<b>Sustainability Working Committee</b> (Departments & Branches)	<p><b>Role</b> Supports the implementation of sustainability initiatives within their respective functions in alignment with Group-wide direction.</p> <p><b>Responsibilities</b></p> <ul style="list-style-type: none"> <li>➤ Executes departmental/ branch-level sustainability action plans and contributes to Group sustainability targets.</li> <li>➤ Monitors and reports relevant ESG data and progress to the Sustainability team or DCEO’s office.</li> <li>➤ Promotes awareness and adoption of sustainability practices within daily operations.</li> </ul>

# SUSTAINABILITY STATEMENT

## STAKEHOLDERS ENGAGEMENT

Stakeholder engagement is the keystone of Hua Yang's sustainability approach as it reflects our commitment to responsible business practices and the construction industry's vital role in socioeconomic development. In this regard, we actively engage with a wide range of stakeholders — including customers, employees, regulatory bodies, shareholders, investors, banks, rating agencies, Sukuk holders, service providers (vendors, suppliers, contractors, lawyers), media, local communities and non-governmental organisations (NGOs). Through open and consistent engagement, we aim to foster meaningful relationships and mutual trust among stakeholders, which helps establish a strong foundation to support our long-term, sustainable growth.

Stakeholders	Key Areas of Interest	Types of Engagement	Frequency of Engagement
<b>Customers</b>	<ul style="list-style-type: none"> <li>Customer Satisfaction</li> <li>Products &amp; Services Quality</li> <li>Community Engagement</li> <li>Personal Data Protection Act ("PDPA") Compliance</li> </ul>	• Feedback sessions/survey	• As and when required
		• Online enquiries via corporate website/ corporate email and/or social media platform	
		• Physical interactions (sales galleries)	
		• Events, roadshows and previews	
		• Defect feedback forms	
<b>Employees</b>	<ul style="list-style-type: none"> <li>KPIs and organisational objectives</li> <li>Performance Appraisal</li> <li>Learning &amp; Development</li> <li>Providing employee benefits to maintain a healthy workplace environment</li> </ul>	• Townhall sessions	• Annually
		• Employee Appraisals	• Continuous
		• Training programmes	• As and when required
		• Communication channels (emails, group chats, memo and announcements)	
<b>Regulatory Bodies</b>	<ul style="list-style-type: none"> <li>Governance &amp; Ethics</li> <li>Regulatory compliance</li> <li>Occupational health and safety</li> <li>Other applicable laws and regulations</li> <li>Transparency and disclosures</li> </ul>	• Inspection	• As required
		• Annual Reports	• Annually
		• Bursa announcements	• As and when required
		• Project inspections by authorities	
		• Timely submission/filing of regulatory reports	• Quarterly compliance report
<b>Shareholders &amp; Investors</b>	<ul style="list-style-type: none"> <li>Governance &amp; Ethics</li> <li>Risk Management</li> <li>Financial and Operational Performance</li> <li>Return on Investment</li> <li>Business Strategy</li> <li>Company Outlook</li> </ul>	• Updates on our Investor Relations webpage	• Quarterly
		• Updates on investor enquiries via email	• As and when required
		• Media Releases	
		• Corporate website/Bursa Malaysia	
		• Notification Cards	• Annually
		• Annual Reports	
		• Annual General Meetings (AGM)	
		• Extraordinary General Meetings (EGM)	• As and when required

# SUSTAINABILITY STATEMENT

Stakeholders	Key Areas of Interest	Types of Engagement	Frequency of Engagement
<b>Banks, Rating Agencies, Sukuk holders</b>	<ul style="list-style-type: none"> <li>Our capability to fulfill our debt repayment obligations</li> <li>Our ability to raise financing</li> </ul>	<ul style="list-style-type: none"> <li>Meetings</li> <li>Events hosted by banks/rating agencies/Sukuk holders</li> <li>Site Visits</li> </ul>	<ul style="list-style-type: none"> <li>As and when required</li> </ul>
<b>Service Providers</b> (Vendors, Suppliers, Contractors, Lawyers)	<ul style="list-style-type: none"> <li>Transparent Procurement Practices</li> <li>Health, Safety, and Environment (“HSE”) Compliance</li> <li>Supply Chain Management</li> <li>Project updates</li> </ul>	<ul style="list-style-type: none"> <li>Tenders and procurements</li> <li>Independent monitoring and verification of product quality and site safety</li> <li>Contract Agreements</li> <li>Evaluation and performance reviews</li> <li>Meetings/email/phone</li> <li>Internal and external audits</li> </ul>	<ul style="list-style-type: none"> <li>Continuous</li> <li>As and when required</li> <li>Annually</li> <li>As and when required</li> </ul>
<b>Media</b>	<ul style="list-style-type: none"> <li>Financial Performance</li> <li>Community Engagement</li> <li>Upcoming events</li> </ul>	<ul style="list-style-type: none"> <li>Corporate website</li> <li>Corporate announcements</li> <li>Media releases</li> <li>Interviews</li> </ul>	<ul style="list-style-type: none"> <li>Quarterly</li> <li>As and when required</li> </ul>
<b>Local communities &amp; Non-Governmental Organisations (NGOs)</b>	<ul style="list-style-type: none"> <li>Community Engagement</li> <li>Energy efficiency</li> </ul>	<ul style="list-style-type: none"> <li>Community engagement activities</li> <li>Media releases and project launches</li> <li>Social media engagement</li> </ul>	<ul style="list-style-type: none"> <li>As and when required</li> </ul>

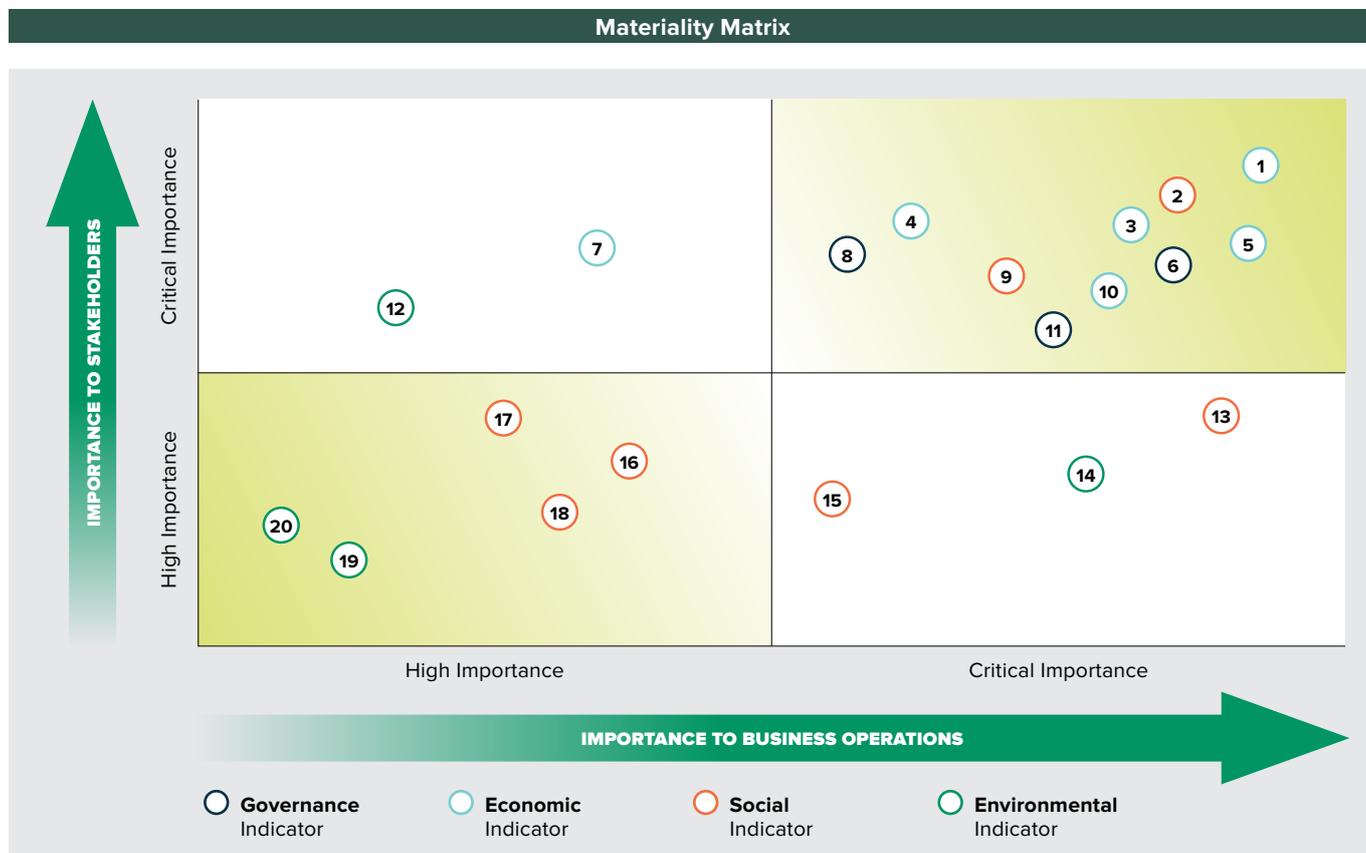
## MATERIALITY ASSESSMENT

### Materiality Matters

We recognise the importance of addressing the most significant sustainability matters to ensure our practices remain aligned with stakeholder expectations and business priorities. While we have yet to adopt the new materiality assessment format, we have realigned our existing 20 material matters in accordance with the latest sustainability reporting frameworks and global best practices.

The realignment exercise ensures our disclosures remain consistent with evolving ESG reporting requirements, while maintaining the integrity of our previous stakeholder engagements. We will reassess our material matters as and when needed to ensure continued relevance, in line with the Group’s strategic direction and stakeholder expectations.

# SUSTAINABILITY STATEMENT



### The 20 Material Matters As Categorised Into 4 Sustainability Pillars

Governance Excellence	Economic Responsibility	Social Impact	Environmental Stewardship
<ul style="list-style-type: none"> <li>6 Governance &amp; Compliance</li> <li>8 Ethics and Integrity</li> <li>11 Corporate Governance &amp; Transparency</li> </ul>	<ul style="list-style-type: none"> <li>1 Housing Affordability</li> <li>3 Digital Transformation</li> <li>4 Market Presence</li> <li>5 Economic Performance</li> <li>7 Supply Chain Management</li> <li>10 Project Management</li> </ul>	<ul style="list-style-type: none"> <li>2 Occupational Safety and Health</li> <li>9 Customer Satisfaction &amp; Brand Reputation</li> <li>13 Product Quality</li> <li>15 Employee Benefits</li> <li>16 Customer Privacy</li> <li>17 Employee Development</li> <li>18 Community Engagement</li> </ul>	<ul style="list-style-type: none"> <li>12 Energy Efficiency</li> <li>14 Waste Management</li> <li>19 Green Building Compliance</li> <li>20 Water</li> </ul>

Key Areas of Interest			
<ul style="list-style-type: none"> <li>Data Privacy and Security</li> <li>Anti-Corruption and Corporate Governance</li> <li>Whistleblowing Policy</li> <li>Risk Management and Mitigation</li> </ul>	<ul style="list-style-type: none"> <li>Supply Chain Management</li> <li>Digital Transformation</li> <li>Housing Affordability</li> <li>Brand Recognition &amp; Product Quality Control</li> <li>LandBank</li> </ul>	<ul style="list-style-type: none"> <li>Healthy Lifestyle</li> <li>Talent Retention &amp; Development</li> <li>Anti-Sexual Harassment</li> <li>Gender Equality</li> <li>Career Development (Local Talent)</li> <li>Occupational Health &amp; Safety</li> <li>Labour &amp; Human Rights</li> <li>Community Aid</li> </ul>	<ul style="list-style-type: none"> <li>Resource Management</li> <li>Energy Efficiency</li> </ul>

## ECONOMIC SUSTAINABILITY



**Hua Yang is committed to supporting and strengthening the local economy through our business operations. We proudly maintain a workforce consisting of 100% local employees, ensuring that job opportunities directly benefit the communities in which we operate. In addition, our entire supply chain is sourced locally, enabling us to support local businesses and foster economic growth, while building long-term partnerships with local suppliers and contractors. These efforts reflect our dedication to sustainable development and community empowerment.**

By prioritising Malaysian suppliers and contractors, we help stimulate domestic business activity, generate multiplier effects within the local economy, and reduce dependency on imported materials. Not only this approach enhances supply chain agility, but it also shortens delivery timelines, and contributes to a lower carbon footprint by minimising transportation needs.

The emphasis on local procurement helps us build long-term relationships with our supply chain partners, driven by trust, mutual growth, and shared sustainability goals. Many of our business relationships have endured for years, reflecting our commitment to growing together with our partners. Such efforts support our national development priorities and reaffirm our commitment to inclusive, sustainable growth that empowers local communities and contributes meaningfully to the broader Malaysian economy.

### Product Quality Control

At Hua Yang, product quality is a key pillar of our brand reputation and customer satisfaction. We uphold stringent quality control measures across every stage of our project lifecycle – from planning and design to construction and handover – to ensure our homes meet both regulatory requirements and the evolving expectations of homebuyers.

We benchmark our quality practices against recognised industry standards, with particular emphasis on the Quality Assessment System in Construction (QLASSIC), set forth by the Construction Industry Development Board (CIDB) Malaysia.

All contractors and subcontractors are required to comply with specific quality standards as outlined in the contracts. A key condition is the attainment of a minimum QLASSIC score of 75%. Failure to meet this threshold may result in penalties or corrective actions, as outlined in the contractual terms.

To ensure consistent quality, we adopt the following measures:

- **Quality Audits & Inspections:** Regular internal and third-party audits are conducted at various stages of construction to assess workmanship, material quality, and compliance with defined specifications and industry standards.
- **Stakeholder Involvement:** Our quality control process involves close coordination among project consultants, contractors, site teams, and internal QA/QC personnel to maintain consistent standards from design to handover.
- **Process Optimisation:** We put quality assurance at the heart of our project milestones – covering pre-construction planning, in-progress inspections, and post-construction evaluations.
- **Training & Accountability:** Contractors and site personnel are regularly trained on quality expectations, with performance closely monitored to ensure compliance and accountability throughout project execution.

Through these efforts, we not only meet regulatory requirements, but also reinforce our commitment to delivering safe, reliable, and high-quality properties that meet stakeholder expectations.

# SUSTAINABILITY STATEMENT

## Business Digitalisation

At Hua Yang, we actively embrace digital and emerging technologies to drive operational efficiency, improve service delivery, and strengthen stakeholder engagement across all facets of our business. Our digital transformation initiatives are aligned with our strategic goals to innovate, optimise processes, and remain agile in a rapidly evolving industry landscape.

Our key digitalisation initiatives include:

- **Enhancement of the Contact Management Module:** It is a productivity tool that improves system efficiency by streamlining semi-manual processes, facilitating interactions among colleagues, and enabling more effective follow-ups through centralised data tracking and unified workflows.
- **Infrastructure Upgrades:** We are currently reviewing the Wi-Fi access point (AP) infrastructure to ensure stable, high-performance connectivity across our facilities – an essential foundation for digital operations particularly at our headquarters.
- **Energy-Efficient Systems:** We are evaluating the Variable Refrigerant Flow (VRF) air-conditioning system, which uses smart controls to optimise energy consumption and minimise environmental impact, in alignment with our sustainability goals.
- **Automated, Cashless Car Park System:** The upgrade of our basement parking facility to an automated, cashless system led to improved traffic flow, user convenience, and data analytics for space optimisation.
- **Cloud-Based Phone System:** We are exploring the implementation of a cloud telephony system to enhance responsiveness and professionalism in stakeholder communications, while reducing the need for physical infrastructure maintenance.
- **E-Invoicing System (in progress):** To improve financial operations and regulatory compliance, we are exploring the implementation of electronic invoicing system – to reduce processing time, improve transparency, and support paperless operations.
- **Future Exploration – AI and Automation:** We are actively exploring the integration of AI-driven technologies such as dynamic dashboard analytics and automated reporting tools into our operations – to enhance real-time visibility, improve responsiveness, and support more informed, data-driven decision-making across departments.

## Customer Satisfaction

At Hua Yang, delivering a positive and seamless customer experience is central to our commitment to quality service and long-term satisfaction. We will keep innovating ourselves to improve the way we engage with homebuyers as we respond to their needs throughout the entire customer journey – from purchase to post-handover support.

To facilitate open and timely communication, a dedicated corporate email address has been established, providing customers with a direct channel to share their concerns, feedback, and enquiries. This inbox is actively monitored by a designated person-in-charge, ensuring that all messages are promptly acknowledged and addressed within a reasonable timeframe.

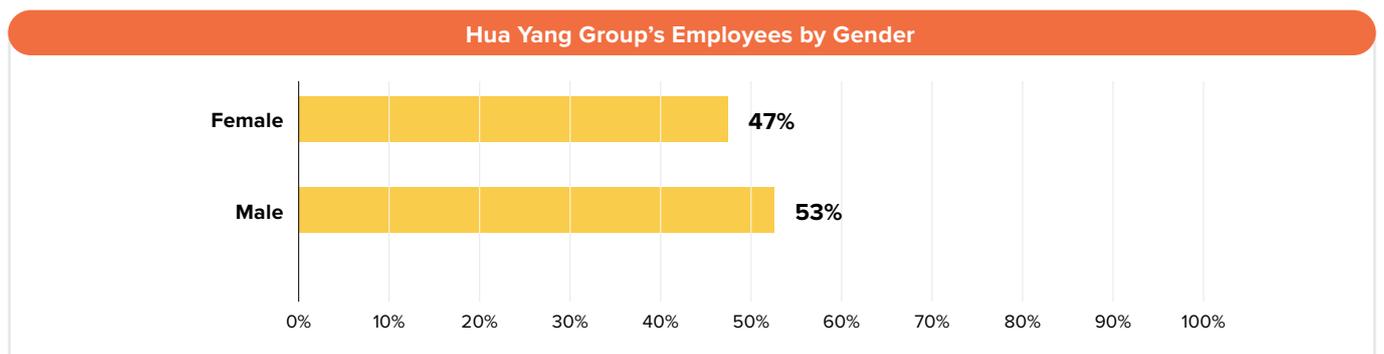
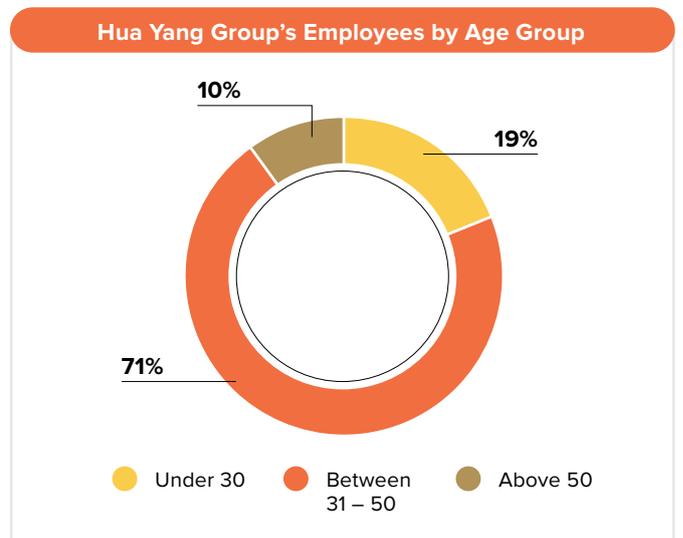
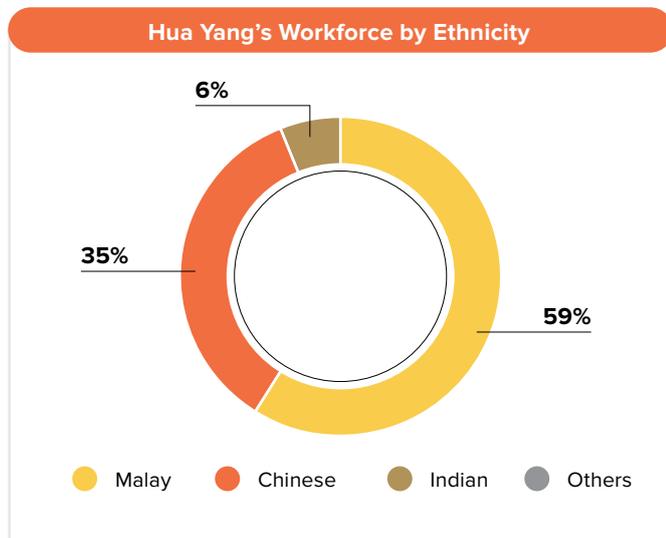
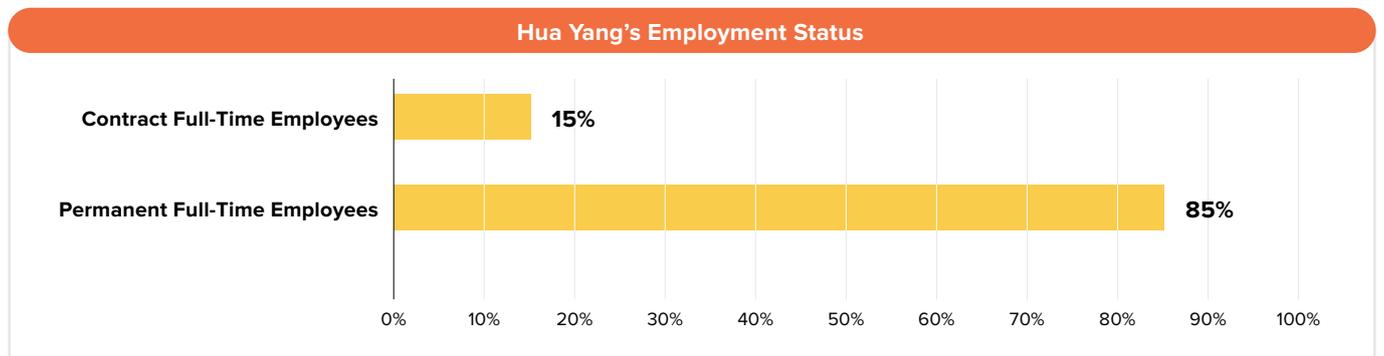
In addition, in an effort to enhance transparency and responsiveness – particularly during the critical Vacant Possession (VP) process – we have introduced a dedicated digital platform and mobile app to allow customers to easily lodge service tickets, track the status, and receive real-time updates from our customer service team. With the digitised process in place, we aim to streamline issue resolution, reduce response times, and provide a more user-friendly experience for our valued customers.

WORKPLACE SUSTAINABILITY



Fostering a Diverse and Inclusive Culture

At Hua Yang, we recognise that a sustainable future begins with a workplace that embraces diversity, inclusion and equity. As of 31 March 2025, our workforce of 75 employees reflects a vibrant mix of ages, genders, and ethnicities. This translates into a dynamic blend of backgrounds and experiences that strengthens our organisational culture, fosters collaboration, and drives innovation across the organisation.



# SUSTAINABILITY STATEMENT

## Employee Training and Development

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At Hua Yang, we recognise that our people are the foundation of our success and the strength of our organisation lies in the capabilities of our people. As part of our talent development strategy, we invest in targeted, forward-looking training programmes that enhance skills, nurture potential, and support long-term career advancement. These initiatives aim to build a highly competent workforce that drives sustainable growth and ensures the Group's readiness for the future.

Training and development initiatives are coordinated by each Head of Department (HOD), in collaboration with the HR Department. This joint approach ensures training efforts are aligned, effective, and support employees in advancing their careers. Our Training and Development Standard Operating Procedure (SOP) guides management in identifying skill gaps and providing targeted training opportunities. Employees may also submit a Training Requisition Form to request specific training based on individual development needs.

To support continuous growth, we engage relevant experts to enhance employee skills – particularly in areas concerning digitalisation and new technologies. Employee feedback is collected at the end of each training session to evaluate its effectiveness and to improve on future training programmes.

## Performance Management Appraisal System

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In FY2025, we utilised a more structured performance management in the form of a comprehensive annual appraisal system. The process consists of three key stages – planning, mid-year review, and year-end review – for all confirmed employees.

This comprehensive system includes a self-assessment component, along with evaluations by immediate supervisors or managers, to assess employee performance against the Group's overarching business goals. Appraisals are based on the achievement of individual Key Performance Indicators (KPIs), SMART goals, and behavioural competencies per the Group's strategic objectives.

The system fosters open, two-way communication between employees and immediate supervisors or managers, enabling personalised review of strengths and areas for development. Feedback gathered during this process is shared with the HR department to support the design of targeted training and development programmes.

Apart from strengthening employee capabilities, the appraisal process helps enhance job satisfaction and employee retention by fostering continuous growth and aligning individual goals with the Group's overall vision.

## Formal Employee Induction and Exit Process

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At Hua Yang, we recognise that employee experience plays a critical role in effective talent management and long-term retention. While employee attrition is a natural aspect of any organisation, we remain committed to providing a structured and professional approach to both employee induction and exit.

All new employees will undergo a comprehensive induction programme facilitated by the HR Department, conducted either in-person or virtually. As part of this process, new employees are also registered into the Human Resource Management System (HRMS) to ensure a seamless integration into the organisation.

Equally important, Hua Yang offers departing employees the opportunity to share candid feedback through a transparent exit interview process. This enables us to gain valuable insights into the factors influencing employee turnover, and to implement informed strategies to enhance employee engagement and retention across the Group.

### Competitive Employee Compensation and Benefits

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At Hua Yang, competitive employee compensation is key to our talent management strategy. We offer a comprehensive mix of monetary and non-monetary benefits designed to attract, develop, and retain high-performing individuals. Our remuneration practices are regularly benchmarked against industry standards to ensure fairness and relevance. All employees are paid above the national minimum wage, reflecting our commitment to equitable pay, based on individual roles, experience, qualifications, and performance – reinforcing our focus on recognising and rewarding talent in a consistent and transparent manner.

### Workplace Safety Policy

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We are committed to maintaining a safe and secure workplace for all employees, visitors and other stakeholders. Our Workplace Safety Policy outlines a comprehensive approach to managing occupational safety and mitigating security risks through structured procedures, preventive strategies, and compliance with the industry best practices.

The key elements of our Workplace Safety Policy include:

- **Employer Responsibilities:** Providing a safe working environment, implementing safe operating procedures, conducting regular hazard assessments, and offering ongoing training to ensure awareness and preparedness;
- **Employee Responsibilities:** Taking reasonable care of their own and others' safety, complying with safety instructions, and correctly using protective equipment provided;
- **Facility Safety Measures:**
  - **Fire safety equipment** such as extinguishers and smoke detectors are maintained through scheduled inspections.
  - **Proper emergency signage and clear exit routes** to facilitate safe evacuation.
  - **First Aid kits** are maintained regularly and scaled to the workforce size.
- **Site Safety Equipment:** Project site personnel are provided with personal protective equipment (PPE) such as safety boots and helmets, adhering to a structured issuance and replacement policy.

# SUSTAINABILITY STATEMENT

## ENVIRONMENTAL SUSTAINABILITY



**Hua Yang is committed to managing environmental resources responsibly and efficiently across both our development projects and internal operations. Our initiatives reflect our ongoing efforts to reduce energy consumption, improve operational efficiency, and support a low-carbon future.**

### External Initiatives (Projects)

Across our property developments, particularly high-rise and central region projects, we have implemented various energy-efficient features such as:

- Installation of energy-saving light fixtures and advanced control systems to optimise elevator usage in high-rise buildings.
- Use of LED lighting in corridors and car parks to improve energy efficiency.
- Adoption of open-corridor designs to enhance natural ventilation, reducing reliance on air-conditioning and mechanical ventilation systems.
- Deployment of elevator collective control systems to minimise elevator travel time and energy consumption.

### Internal Initiatives (Offices)

Within our corporate offices, we continue to adopt environmentally conscious practices to reduce our operational footprint such as:

- Migrating from physical servers to cloud-based infrastructure and services to reduce energy consumption.
- Closing under-utilised office floors and reorganising seating arrangements to optimise space usage and reduce energy consumption.
- Promoting stair use for movement between floors to encourage energy-efficient habits.
- Switching off air-conditioners and lights during lunch hours to conserve energy.

Such initiatives demonstrate our dedication to environmental sustainability through responsible resource management and consistent conservation practices across all aspects of our operations and development projects.

### Water Management

Recognising the strong connection between housing demand and sustainable water use, Hua Yang continues to prioritise efficient water management across its developments. With increased awareness of climate risks, our strategies address social well-being, environmental health, and operational resilience.

Among the key initiatives we have implemented are the integration of rainwater harvesting systems into residential projects in Northern Region, Central Region, and Southern Region. The collected rainwater is repurposed for non-potable uses such as landscaping irrigation, cleaning, and cooling systems – hence reducing reliance on municipal water sources.

These efforts reflect our broader commitment to incorporating sustainability into every stage of our operations, which supports both environmental conservation and community well-being, in alignment with global best practices and local needs.

## Waste Management

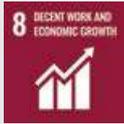
As a responsible property developer, Hua Yang recognises the critical role of effective waste management in minimising environmental impact, conserving natural resources, and advancing sustainable development. In FY2025, we continued to enhance our waste management practices across construction sites and corporate offices, with a focused emphasis on the principles of reduce, reuse, and recycle.

Aligned with regulatory requirements and guided by circular economy principles, our initiatives are designed to reduce reliance on landfills, improve operational efficiency, and foster environmental stewardship across our value chain. Through proactive waste reduction strategies and responsible disposal methods, we remain committed to integrating sustainability into every phase of our development lifecycle.

Integrated contractor-led waste management systems are in place across all major projects, including Element Phase 1 in Taman Denai Alam, Pasir Gudang, Johor – ensuring the professional collection, segregation, and disposal of construction waste, in compliance with regulatory standards such as the Environmental Quality (Scheduled Wastes) Regulations 2005.

Our dedicated recycling stations for scrap metal and recoverable materials help reduce the dumping into landfills – reducing our environmental impact while promoting circular resource use throughout our operations.

### FY2025 SUSTAINABILITY ACHIEVEMENTS

No	ESG Pillars	Material Matter	KPI	Targets	Progress	Aligned UN SDGs
1	Economic	<b>Supply Chain Management</b>	100% Local procurement, supply chain, supporting local businesses and contributing to economic growth	100% spending on local suppliers	100%	
2	Economic	<b>Digital Transformation – Enhancement of the system</b>	Contact Management Module reducing manual tasks, enhancing internal collaboration, and ensuring consistent tracking through centralised data and standardised processes	Deployment and utilisation of the module across key departments	Achieved	

# SUSTAINABILITY STATEMENT

No	ESG Pillars	Material Matter	KPI	Targets	Progress	Aligned UN SDGs
3	Economic	<b>Housing Affordability</b>	Be one of the nation's leading property developers in the affordable housing segment	Targeted min 26,000 units by FY2030; 22,796 units in progress as of 31 March 2025	In Progress	
4	Economic	<b>Brand Recognition &amp; Product Quality Control</b>	Construction achieved an average score of 72.4% for FY2025	>75% quality achievement	Achieved	
5	Economic	<b>Landbank</b>	Sustain a minimum of 300 acres of landbank annually	372 acres as at 31 March 2025	In Progress	
6	Environmental	<b>Resource Management</b>	Rain harvesting systems implemented on all applicable new projects	Continue the implementation of rainwater harvesting systems on all applicable highrise projects	In Progress	
7	Environmental	<b>Energy Efficiency</b>	Save energy in all office buildings	Adopt 100% LED lighting in all operational buildings and projects including car parks	Achieved	
8	Social	<b>Healthy Lifestyle</b>	Provision of facilities promoting healthy lifestyle (e.g. gym, playground, open spaces)	Full compliance at all high-rise projects	Achieved	

# SUSTAINABILITY STATEMENT

No	ESG Pillars	Material Matter	KPI	Targets	Progress	Aligned UN SDGs
9	Social	<b>Healthy Lifestyle</b>	Subsidised medical check-ups to encourage healthy living	Annual subsidy extended to all employees, refreshed at start of every financial year	Achieved	
10	Social	<b>Talent Retention &amp; Development</b>	In-person + digital learning & training	Minimum 8 training hours per annum for all levels	Partially Achieved	
11	Social	<b>Anti-Sexual Harassment</b>	Foster a safe and inclusive environment free from bullying and harassment	Display awareness materials in common areas	Achieved	
12	Social	<b>Gender Equality</b>	Commitment to gender equity and inclusive workplace	Board: 33.33% women; Org-wide: 47% female, 53% male	Achieved	
13	Social	<b>Career Development (Local Talent)</b>	Leadership development and national economic contribution	100% senior management hired from Malaysia	Achieved	
14	Social	<b>Occupational Health &amp; Safety</b>	Promote safe and secure working environments	Dedicated staff assigned to Occupational Safety and Health training	Achieved	
15	Social	<b>Labour &amp; Human Rights</b>	Ethical hiring through background checks and due diligence	Zero incidents of labour/human rights violations in controlled ops	Achieved	

# SUSTAINABILITY STATEMENT

No	ESG Pillars	Material Matter	KPI	Targets	Progress	Aligned UN SDGs
16	Social	<b>Healthy Lifestyle</b>	Enhance occupant well-being and sustainable workspace design	Laminated glass installed at HQ to improve sound attenuation	Achieved	
17	Governance	<b>Data Privacy and Security</b>	Enforce strict access control and role-based permissions for customer database	Maintain zero substantiated data breaches or complaints	Achieved	
18	Governance	<b>Anti-Corruption and Corporate Governance</b>	Annual ABAC (Anti-Bribery and Corruption) awareness training on MACC Section 17A	All staff attended ABAC awareness training	Achieved	
19	Governance	<b>Anti-Corruption and Corporate Governance</b>	ABAC acknowledgement embedded in onboarding process	Obtain 100% written acknowledgement from all employees	In Progress	
20	Governance	<b>Anti-Corruption and Corporate Governance</b>	Conflict of Interest (COI) declaration integrated into HR workflows	Maintain 100% employee sign-off on COI declaration	In Progress	
21	Governance	<b>Whistleblowing Policy</b>	Whistleblowing cases	Zero reported cases	Achieved	
22	Governance	<b>Risk Management and Mitigation</b>	Risk management execution	100% annual implementation of risk management functions and audits	Achieved	

## CONCLUSION

**As we reflect on our ESG performance for FY2025, Hua Yang remains steadfast in our commitment to responsible growth and measurable impact. While we have made strides in key areas – including zero work-related fatalities, 100% local supplier spending, no data privacy breaches, and no incidents of corruption – we are aware that sustainability is an ongoing journey, not a destination. In short, the Bursa ESG Performance Report affirms our commitment to safety, integrity, and accountability.**

Going by the four sustainability pillars, our investment in human capital saw a marked increase in training hours for senior management and a more gender-diverse leadership structure, with women now making up 20% of senior management. At the same time, efforts to raise environmental stewardship are ongoing, including our evaluation of energy-efficient systems and cloud-based infrastructure upgrades. While total energy and water consumption data for FY2025 are pending, our continued alignment with sustainable practices remains a priority.

Moving forward, Hua Yang is accelerating our sustainability transformation by strengthening governance, enhancing climate resilience, fostering inclusivity, and embedding digital innovation throughout our operations. With the USDGs and Bursa Malaysia's ESG frameworks as our compass and stakeholder expectations as our guide, we will continue building a more sustainable future – for people, business, and the planet.

On that note, we invite our partners, employees, and communities to be part of this journey – because sustainable progress is a shared responsibility that begins with individual commitment and collective action.

# SUSTAINABILITY STATEMENT

## BURSA ESG PERFORMANCE REPORT

Indicator	Measurement Unit	2024	2025
<b>Bursa (Energy management)</b>			
Bursa C4(a) Total energy consumption	Megawatt	177,986.00	165,845.00
<b>Bursa (Water)</b>			
Bursa C9(a) Total volume of water used	Megalitres	8,250.000000	13,138.0000
<b>Bursa (Labour practices and standards)</b>			
Bursa C6(a) Total hours of training by employee category			
Senior Management	Hours	32	410
Middle Management	Hours	336	298
Executive	Hours	640	147
Non-Executive	Hours	80	2
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	2.9	15
Bursa C6(c) Total number of employee turnover by employee category			
Senior Management	Number	0	0
Middle Management	Number	4	9
Executive	Number	13	12
Non-Executive	Number	0	1
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0	0
<b>Bursa (Diversity)</b>			
Bursa C3(a) Percentage of employees by gender and age group, for each employee category			
Age Group by Employee Category			
Senior Management Under 30	Percentage	0.00	0.00
Senior Management Between 30-50	Percentage	100.00	60.00
Senior Management Above 50	Percentage	0.00	40.00
Middle Management Under 30	Percentage	76.00	12.50
Middle Management Between 30-50	Percentage	24.00	75.00
Middle Management Above 50	Percentage	10.00	12.50
Executive Under 30	Percentage	90.00	24.00
Executive Between 30-50	Percentage	0.00	74.00
Executive Above 50	Percentage	0.00	2.00
Non-Executive Under 30	Percentage	0.00	0.00
Non-Executive Between 30-50	Percentage	40.00	25.00
Non-Executive Above 50	Percentage	60.00	75.00

Internal assurance

External assurance

No assurance

(\*)Restated

# SUSTAINABILITY STATEMENT

Indicator	Measurement Unit	2024	2025
<b>Bursa (Diversity)</b>			
Gender Group by Employee Category			
Senior Management Male	Percentage	100.00	80.00
Senior Management Female	Percentage	0.00	20.00
Middle Management Male	Percentage	57.00	56.25
Middle Management Female	Percentage	43.00	43.75
Executive Male	Percentage	18.00	46.00
Executive Female	Percentage	22.00	54.00
Non-Executive Male	Percentage	4.00	100.00
Non-Executive Female	Percentage	1.00	0.00
Bursa C3(b) Percentage of directors by gender and age group			
Male	Percentage	60.00	60.00
Female	Percentage	40.00	40.00
Under 30	Percentage	0.00	0.00
Between 30-50	Percentage	0.00	0.00
Above 50	Percentage	5.00	5.00
<b>Bursa (Health and safety)</b>			
Bursa C5(a) Number of work-related fatalities	Number	0	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0	0
Bursa C5(c) Number of employees trained on health and safety standards	Number	0	5
<b>Bursa (Community/Society)</b>			
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	0.00	0.00
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	0	0
<b>Bursa (Anti-corruption)</b>			
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category			0
Senior Management	Percentage	0.00	6.67
Middle Management	Percentage	0.00	21.33
Executive	Percentage	0.00	66.67
Non-Executive	Percentage	0.00	5.33
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	0.00	0.00
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0	0
<b>Bursa (Data privacy and security)</b>			
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0
<b>Bursa (Supply chain management)</b>			
Bursa C7(a) Proportion of spending on local suppliers	Percentage	100	100
<b>Bursa (Waste management)</b>			
Bursa C10(a) Total waste generated	Metric tonnes	0.00	0.00
Bursa C10(a)(i) Total waste diverted from disposal	Metric tonnes	0.00	0.00
Bursa C10(a)(ii) Total waste directed to disposal	Metric tonnes	0.00	0.00
<b>Bursa (Emissions management)</b>			
Bursa C11(a) Scope 1 emissions in tonnes of CO <sub>2</sub> e	Metric tonnes	0.00	0.00
Bursa C11(b) Scope 2 emissions in tonnes of CO <sub>2</sub> e	Metric tonnes	0.00	0.00
Bursa C11(c) Scope 3 emissions in tonnes of CO <sub>2</sub> e (at least for the categories of business travel and employee commuting)	Metric tonnes	0.00	0.00

Internal assurance

External assurance

No assurance

(\*)Restated

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (“the Board”) of Hua Yang Berhad (“Hua Yang” or “the Company”) is committed to ensure that the highest standards of corporate governance are implemented and maintained throughout the Group as a fundamental part of discharging its responsibilities to protect and enhance shareholders’ value. Therefore, the Board supports the principles laid out in the Malaysian Code on Corporate Governance 2021 (“the Code”). These principles and practices supported by existing internal controls processes, are regularly audited and reviewed to ensure that transparency, integrity and accountability has been in place for the financial year ended 31 March 2025 (“FYE 2025”). Further details on the application of each individual practice of the Code are available in the Corporate Governance Report that is available at the Company’s website [www.huayang.com.my](http://www.huayang.com.my).

This Statement is prepared pursuant to Paragraph 15.25 of Bursa Malaysia Securities Berhad (“Bursa Securities”) Main Market Listing Requirements (“Listing Requirements”) and the following describes how the Group has applied the principles and recommendations set out in the Code.

## PRINCIPLE A:

### BOARD LEADERSHIP AND EFFECTIVENESS

#### BOARD RESPONSIBILITIES

The Company is led and managed by an experienced Board comprising members with a wide range of experience in relevant field and bring a broad range of skills, experiences and knowledge required to successfully direct and supervise the Group’s business activity.

The role of the Board as stated in the Board Charter is as follows:

- Representing and promoting interest of the shareholders with a view to adding long-term value to the Company’s shares.
- Ensuring the positions of Chairman and Chief Executive Officer (“CEO”) are held by different individuals.
- Ensuring the Company Goals are clearly established, and that strategies plan developed by Management support long term value creation and includes strategies on economic, environment and social consideration underpinned by sustainability.
- Directing future expansion and reviewing investment made by the Company.
- Together with senior management, promote good corporate governance culture within the Company which reinforces ethical, prudent and professional behaviour.
- Establishing policies to strengthen the performance of the Company including ensuring that Management is proactively seeking to build the business through innovation, initiative, technology, new products and the development of its business capital.
- Monitoring the performance of Management to determine whether the business is being properly managed.
- Appointing the CEO, setting the terms of the CEO’s employment contract and, where necessary, terminating the CEO’s employment with the Company.
- Formulating the succession plan to ensure that all the candidates appointed to senior management positions are of sufficient calibre and that there are programmes to provide for the orderly succession of senior management.
- Deciding on steps to be taken to protect the Company’s assets and the ability to meet its debts and other obligations when they fall due, and ensuring that such steps are taken.
- Ensuring proper procedures are in place to ensure the Company’s financial statements are true and fair and prepared based on the applicable accounting standards. The financial performance of the Group are reviewed for integrity and approved by the Board.
- Ensuring that the Company has in place appropriate risk management/compliance policies and ensuring the implementation of appropriate internal controls and mitigating measures to manage such risks.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

- Ensuring that the Company has in place procedures to enable effective communication with stakeholders.
- Ensuring the Board is supported by a suitably qualified and competent Company Secretary to provide sound governance advice, ensure adherence to rules and procedures, and advocate adoption of corporate governance best practice. The appointment and removal of the Secretary shall be a matter of the Board as a whole.

### **KEY RESPONSIBILITIES OF CHAIRMAN**

During FYE 2025, Tan Sri Dato' Seri Dr. Ting Chew Peh, the Non-Independent Non-Executive Chairman was responsible for the effectiveness of conduct and governance of the Board.

The Chairman is principally responsible for the working of the Board which include:

- Providing overall leadership to the Board, without limiting the principle of collective responsibility for Board decisions and ensuring the integrity and effectiveness of the governance process of the Board.
- Participating in the selection of Board members and ensuring that the membership is properly balanced.
- Setting agenda for Board meetings, usually in conjunction with the CEO and Secretary. The Chairman should ensure that the agenda and all necessary background papers are given to Directors 7 days before the meeting to enable the papers to be adequately considered before the meeting.
- Chairing meetings of the Board and general meeting in such a manner that will stimulate debate on the issues before the Board and encourage the most effective contribution from each Director.
- Facilitating meetings of the Board to ensure that no Directors, whether executive or non-executive, dominates discussion, that appropriate discussion takes place and that relevant opinion among Directors is forthcoming.
- Reviewing the minutes of meetings of the Board before meeting, to ensure they accurately reflect the Board's deliberations, and matters arising from the minutes and on which further action is required have been addressed.
- Ensuring the Company provides an orientation and education program for new directors.
- Initiating, normally in conjunction with the CEO, the formulation of a business plan to ensure that the Board establishes at the beginning of each year the goals it wishes to achieve and the means by which this will be carried out.
- Initiating the establishment of Board Committees and ensuring that they achieve their objectives.
- Leading the Board in establishing and monitoring good corporate governance practices in the Company.

The Chairman acts as an informal link between the Board and Management and particularly between the Board and the CEO to ensure the Company runs effectively and efficiently.

The Chairman, along with all other Directors, recognises that the CEO is the leader of the Company in all matters of Management. Although the Chairman does not get involved in the Company's day-to-day operations, he is kept informed by the CEO of all important matters and will make himself available to the CEO as part of the control mechanism in ensuring that the CEO's decisions are properly considered and are sound, providing assistance and advice when needed especially on sensitive matters which the CEO feels unable to discuss with other executives as well as to ensure that the CEO understands properly the Board's decisions and instructions. The CEO is responsible to report to the Board as a whole and not just to the Chairman.

The Chairman chairs all general meetings and uses this as an opportunity to inform shareholders of the Company's affair including its performance. He allows and encourage shareholders to have their say while remaining relevant to the matter at issue, and the Chairman then summarises and unifies thoughts and ideas that are discussed. He has control over the meeting to ensure the proceedings run smoothly.

The Chairman also leads the role in presenting the Company's proposal, whether formally or informally, with the authorities, institutional or potential investors and those having influence on the environment in which the Company operates.

The Chairman of the Board is not a member of the Board Committees.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## KEY RESPONSIBILITIES OF CEO

Mr. Ho Wen Yan holds the position of Chief Executive Officer.

The principal responsibilities of the CEO include:

- The CEO is responsible in leading the management team, implementation of the policies/decisions approved by the Board, and acts as the Group's official spokesperson.
- The CEO is responsible to plan the future direction of the Group for the Board's consideration and approval.
- Only decisions of the Board acting as a body are binding on the CEO. Decisions or instructions of individual Directors, officers or committees are not binding except in those instances where specific authorisation is given by the Board.
- The CEO, in association with the Chairman, is accountable to the Board for the achievement of the Company goals and the CEO is accountable for the observance of the Management Limitations.

## KEY RESPONSIBILITIES OF COMPANY SECRETARIES

The Board of Directors is supported by qualified and competent Company Secretaries.

The Company Secretaries have attended seminars and workshops during the financial year 2024/2025 to keep abreast with the latest development in the Listing Requirements and Companies Act 2016.

The responsibilities of the Company Secretaries are:

- Ensuring that Board procedures are followed, that the applicable rules and regulations for the conduct of the affairs of the Board are complied with and for all matters associated with the maintenance of the Board or otherwise required for its efficient operation.
- Manage all board and committee meeting logistics, attend and record minutes of all board and committee meetings and facilitate board communications.
- Advise the Board on its roles and responsibilities.
- Facilitate the orientation of new directors and assist in director training and development.
- Advise the Board on corporate disclosures and compliance with company and securities regulations and listing requirements.
- Manage processes pertaining to the annual shareholder meeting.
- Monitor corporate governance developments and assist the board in applying governance practices to meet the Board's needs and stakeholders' expectations.
- Serves as a focal point for stakeholders' communication and engagement on corporate governance issues.

All Directors, particularly the Chairman, have access to the advice and services of the Secretaries for the purposes of the Board's affairs and the Business.

To facilitate robust Board discussion, the Chairman together with the Company Secretaries ensures that Directors are provided with sufficient information and time to prepare for Board meeting. The meeting materials are circulated at least 7 days in advance of the Board meeting.

The Company Secretaries record, prepare and circulate the minutes of the meetings of the Board and Board Committees and ensure that the minutes are properly kept at the registered office of the Company and produced for inspection, if required.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## **BOARD CHARTER**

The Board has formalised and adopted a Board Charter which serves as a source of reference for Directors. The Board Charter is established to provide guidance and clarity on the Board's roles and responsibilities as well as the relationship between the Board and shareholders.

The Board Charter also sets out processes and procedures for convening Board meetings. The Board reviews the Board Charter when it is necessary to ensure it remains consistent with the Board's objectives and responsibilities and any new regulations that may have an impact on the Board's responsibilities. The matters reserved for the Board are:

- Land/investment in subsidiary acquisitions, disposal, leasing and joint ventures with total purchase consideration at percentage ratio of 5% and above in respect of non-related party transaction and percentage ratio of 0.25% and above in respect of related party transaction as set in Listing Requirements.
- The approved Discretionary Authority Limit (DAL) should be read in tandem with this section.
- Transfer of funds within the Group shall be subject to the Board Resolution governing the mode of operation and signing conditions of each bank account.



The full Board Charter is available online at [www.huayang.com.my](http://www.huayang.com.my).

## **CODE OF CONDUCT AND BUSINESS ETHICS**

The Board is aware of the need to establish a corporate culture that would foster the common goal of achieving business profitability, whilst cultivating ethical business conducts.

The Board has developed and formalised a clear set of values that emphasises on a culture encompassing sound business practices and good ethical conduct and incorporated them in the Code of Conduct and Business Ethics. The Board has also formulated the Group's Policies and Procedures of which all employees are required to adhere to, failure of which will result in appropriate action being taken.



The full Code of Conduct and Business Ethics is available online at [www.huayang.com.my](http://www.huayang.com.my).

## **WHISTLEBLOWING POLICY AND PROCEDURES**

This will provide an avenue for the internal or external stakeholders to raise concerns related to possible improprieties in matters of compliance and other malpractices in an appropriate manner and without fear of reprisal or retaliation.

The Whistleblowing Policy seeks to enhance corporate governance by helping to foster an environment where integrity and ethical behaviour is maintained and any illegality, improper conduct and/or wrongdoings in the Group may be exposed.

The Policy serves as an early warning system and may enable the Group to remedy any wrongdoings before serious damage is caused.



The full Whistleblowing Policy and Procedures is available online at [www.huayang.com.my](http://www.huayang.com.my).

## **ANTI-BRIBERY AND ANTI-CORRUPTION POLICY**

The Group has established an Anti-Bribery and Anti-Corruption Policy which prohibits all forms of bribery and corruption practices pursuant to Section 17A of the Malaysian Anti-Corruption Commission Act 2009.

The Company is committed to uphold a high standard of business ethics to create an environment of mutual trust whilst increasing confidence of our stakeholders internally and externally.



The full Anti-Bribery and Anti-Corruption Policy is available online at [www.huayang.com.my](http://www.huayang.com.my).

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## INDEPENDENCE

During FYE 2025, the Board comprised of two (2) Independent Directors out of the six (6) Directors which represent 33% of the Board composition. The current ratio of Executive Director to Non-Executive Directors was 1:5 and this ensures that the Board decision-making is not pushed through by the executives. The Independent Directors play a key role in providing unbiased and independent views. They consistently strive to attend all the Board meetings to advise and contribute their knowledge and experience. This is to ensure the Board discussions takes into account the different viewpoints.

The Board views that the current composition still allows the Company to meet the intended outcome of diverse perspective as meetings are conducted in an open and participative manner. Dissenting views are allowed to be freely expressed and thoroughly deliberated to ensure quality decision-making.

## ANNUAL ASSESSMENT OF INDEPENDENCE

The Board acknowledges the importance of Independent Non-Executive Directors, who provide objectivity, impartiality and independent judgement to ensure that there is an adequate check and balance on the Board. The Board assesses the independence of the Independent Non-Executive Directors on an annual basis by taking into account the individual Director's ability to exercise independent judgment at all times and based on the criteria set out in the Listing Requirements of Bursa Securities.

Based on the assessment carried out during the financial year ended 31 March 2025, the Board is satisfied with the level of independence demonstrated by all the Independent Directors and their ability to act in the best interests of the Company.

The Independent Non-Executive Directors are not employees and they do not participate in the day-to-day management of the Group. They bring an external perspective, constructively challenge and help develop proposals on strategy, scrutinise the performance of Management in meeting approved goals and objectives, and monitor the risk profile of the Company's business and the reporting of quarterly business performances.

## BOARD COMPOSITION

During FYE 2025, the Company had six (6) members on the Board of whom two (2) are Independent Non-Executive Directors, one (1) Executive Director and three (3) Non-Independent Non-Executive Directors. A brief profile of each Director is presented on page 16 to 19 of this Annual Report.

The Company is led and managed by an experienced Board comprising members with a wide range of experience in relevant fields such as entrepreneurship, economics, legal, accounting, finance, administration, project development, management, marketing and public service. Together, the Directors bring a broad range of skills, experiences and knowledge to successfully direct and supervise the Group's business activities. The composition of the Board will reflect the duties and responsibilities that is to be discharged and performed as representative of the interests of shareholders, and in setting the Company's strategy and seeing that it is implemented.

Generally, the qualifications for Board membership are the ability and intelligence to make sensible business decisions and recommendations, an entrepreneurial talent for contributing to the creation of Shareholder value, the ability to see the wider picture, the ability to ask the critical questions, preferably some experience in the industry sector, high ethical standards, sound practical sense, and a total commitment to furthering the interests of shareholders and the achievement of the Company goals.

Independent Non-Executive Directors will be active in areas which enable them to relate to the strategies of the Company and to make a meaningful contribution to the Board's deliberations. They will be independent of Management and free from any business or other relationship which could materially interfere with the exercise of their independent judgment. To be effective, Independent Non-Executive Directors should make up at least one third of the Board membership.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

The size of the Board will be such that involvement, participation, harmony and sense of responsibility of the Director are not jeopardised. It must be large enough to ensure a range of knowledge, views and experience. Generally, in addition to the listing requirement that one third of the Board should comprise of Independent Non-Executive Directors, the Board should include a number of Directors which fairly reflects the investment in the Company by shareholders other than the significant shareholders.

Directors appointed to fill a casual vacancy or as an addition to the Board shall hold office only until the next annual general meeting of the Company but shall be eligible for re-election.

Directors shall retire from office at least once every three years but shall be eligible for re-election.

During the financial year 2025, the Board through its Nomination Committee conducted an annual review of the Board's size, composition and balance and concluded that the Board's dynamics are healthy and effective. The present members of the Board possess the appropriate skills, experience and qualities to steer the Group forward. The Nomination Committee is also satisfied that the existing structure, size, composition, current mix of skills, competence, knowledge, experience and qualities of the existing Board members are appropriate to enable the Board to carry out its responsibilities effectively.

The Board will continue to monitor and review the Board size and composition and will nominate new members as and when the need arises.

### **SENIOR INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board had appointed Mr. Choo Seng Choon as the Senior Independent Non-Executive Director of the Board to whom concerns may be conveyed. The Senior Independent Non-Executive Director provides a secure and confidential channel to address any concerns conveyed to him directly on matters relating to the Company. Mr. Choo Seng Choon is authorised to seek information as required, from any employee of the Company and all employees are directed to co-operate on any request made by the Senior Independent Non-Executive Director. During the year, there was no issue raised to the Senior Independent Non-Executive Director.

### **PROMOTE SUSTAINABILITY**

The Board is aware of the importance of business sustainability and ensures that there is a plan for promoting sustainability embedded in the development of the Group's strategies, taking into account the environmental, social, cultural and governance aspects of business operations. These strategies seek to meet the expectations of stakeholders such as customers, shareholders, regulators, bankers, joint venture partners and the communities in which the Group operates.

The Sustainability Statement is set out on pages 33 to 53 of this Annual Report.

### **ACCESS TO INFORMATION AND ADVICE**

The Board has full and unrestricted access to all information pertaining to the Group's business and affairs on the Group's developments and business strategies, to enable them to discharge their duties effectively. The agenda and board papers are circulated to the Board members prior to the Board meetings in advance to allow sufficient time for the Board to review, consider and deliberate knowledgeably on the issues and, where necessary, to obtain further information and explanations to facilitate informed decision making.

Senior Management officer may be invited to attend Board meetings when necessary, to furnish the Board with explanations and comments on the relevant agenda items tabled at the Board meetings or to provide clarification on issue(s) that may be raised by any Director.

All Directors have direct and unrestricted access to the advice and services of the Company Secretaries and Senior Management and the Board may seek independent professional advice, at the Company's expense if the cost is reasonable in practice.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## **BOARD DIVERSITY**

The Board is aware of the gender diversity policy and target as set out in Practice 5.9 and 5.10 of the Code. When appointing a Director, the Nomination Committee and the Board will always evaluate and match the criteria of the candidate to the Board based on individual merits, experience, skill, competency, knowledge and potential contribution, as well as take into consideration the boardroom diversity.

The Board has established a policy to maintain at least 20% of women Directors on the Board as the Board recognises the value it can bring. Currently, the Board comprises of 33% women Directors, namely, Mdm. Chew Po Sim and Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud. The age of the Directors range from 51 to 82 and this creates an environment where each generation brings different skills, experience and talents to the Board.

## **CRITERIA FOR RECRUITMENT AND ASSESSMENT**

There is a transparent process for selection, nomination and appointment of suitable candidates to the Board.

The candidates for the Board appointment has been delegated to the Nomination Committee. Such responsibilities include recommendation to the Board of suitable candidates for all directorship to be filled and review annually its mix of skills and experience and other qualities, including core competencies which Non-Executive Director should bring to the Board. In addition, the effectiveness of the Board as a whole by the contribution of each individual Director will be assessed by Nomination Committee.

## **DIRECTORS' REMUNERATION**

The Remuneration Committee is to establish an annually review of the remuneration packages for each individual Executive and Non-Executive Director and Management.

The remuneration of Directors and Management is determined at levels which will enable the Company to attract and retain the Executive Directors and Management in order to run the Company successfully.

Other than the Executive Director, all Non-Executive Directors are paid a fixed fee for each Board and Committee meeting they attend. Directors' fees are subject to the approval of shareholders. The Chairman of the Board and Board Committee are paid a higher fee compared to other Board members and Board Committee members in recognition of their additional responsibilities.

The Executive Director's remuneration is contractual and reflects the Board's recognition of his skills and experience in the industry, job responsibilities and the Group's performance against financial objectives. The Executive Director does not participate in discussion on his own remuneration. It is the ultimate responsibility of the entire Board to approve the remuneration of the Executive Director. The Executive Director would abstain from discussion and decision on his own remuneration.

The Board as a whole determines the remuneration package of Non-Executive Directors including the Independent Chairman by linking the remuneration to their experience and level of responsibilities undertaken.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The details of the remuneration of the Directors in respect of the financial year ended 31 March 2025 are as follows:

	Fees (RM)		Salaries (RM)	Bonuses (RM)	Meeting attendance allowance (RM)	Estimated money value of benefits-in-kind (RM)
	Company	Subsidiaries	Company	Company	Company	Company
<b>Executive Director</b>						
Ho Wen Yan	-	-	1,044,000	84,000	-	7,200
<b>Non-Executive Directors</b>						
Tan Sri Dato' Seri Dr. Ting Chew Peh	150,563	-	-	-	6,000	7,200
Chew Hoe Soon	131,205	-	-	-	6,000	-
Chew Po Sim	104,219	-	-	-	6,000	-
Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud	134,918	-	-	-	6,000	-
Choo Seng Choon	138,743	-	-	-	6,000	-
Ho Wen Fan	-	20,124	-	-	-	-
<b>Total</b>	<b>659,648</b>	<b>20,124</b>	<b>1,044,000</b>	<b>84,000</b>	<b>30,000</b>	<b>14,400</b>

## DIRECTORS' TRAINING

All directors have attended and successfully completed the Mandatory Accreditation Programme as required by Bursa Securities. In addition, seminars and conferences organised by Bursa Securities, relevant regulatory bodies and professional bodies on areas pertinent to the Directors are communicated to the Board for their participation. The Board will also identify training needs amongst the Directors and enrol the Directors for training programme, as and when required.

During the financial year, the Directors have attended training programmes, the details of which are set out as follows:

Director	Training Programme	Date of Training
Tan Sri Dato' Seri Dr. Ting Chew Peh	1. Provision of the Companies (Amendment) Act 2024 on Beneficial Ownership Reporting	29 May 2024
	2. MAP II: Leading for Impact	19 & 20 February 2025
Ho Wen Yan	1. Provision of the Companies (Amendment) Act 2024 on Beneficial Ownership Reporting	29 May 2024
Choo Seng Choon	1. MIA Webinar Series: Accounting for Cryptocurrency Assets	3 April 2024
	2. Digital Signature – Understanding its Principles & Applications	7 May 2024
	3. Provision of the Companies (Amendment) Act 2024 on Beneficial Ownership Reporting	29 May 2024
	4. Ethics for Internal Auditors Workshop	24 December 2024
	5. MIA Webinar Series: Managing Budgetary Control	22 & 23 January 2025
Chew Hoe Soon	1. Provision of the Companies (Amendment) Act 2024 on Beneficial Ownership Reporting	29 May 2024
	2. MAP II: Leading for Impact	19 & 20 February 2025

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

Director	Training Programme	Date of Training
Chew Po Sim	1. Provision of the Companies (Amendment) Act 2024 on Beneficial Ownership Reporting	29 May 2024
	2. MAP II: Leading for Impact	19 & 20 February 2025
Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud	1. Provision of the Companies (Amendment) Act 2024 on Beneficial Ownership Reporting	29 May 2024

## RETIREMENT OF DIRECTORS

In accordance with the Company's Constitution, one-third (1/3) or nearest to one-third (1/3) of the Directors shall retire from office and be eligible for re-election at each annual general meeting provided that all Directors shall retire from office once at least in every three (3) years but shall be eligible for re-election. Directors appointed during the year are subject to retirement and re-election by shareholders in the Annual General Meeting immediately after his/her appointment. A retiring Director shall retain office until the close of the meeting at which he retires.

Each year, the Nomination Committee assesses the experience, competence, integrity and capability of each Director who wishes to continue his office before making recommendation to the Board. The Nomination Committee has at its meeting on 21 May 2025 evaluated the performance and recommended the re-election of the retiring Directors, Tan Sri Dato' Seri Dr. Ting Chew Peh and Mdm. Chew Po Sim.

## PRINCIPLE B:

# EFFECTIVE AUDIT AND RISK MANAGEMENT

## BOARD COMMITTEE

### (i) Audit Committee

The Board is assisted by the Audit Committee, which operates within clearly defined key functions. The composition, terms of reference and activities of the Audit Committee are set out on pages 66 to 68 of this annual report.

### (ii) Nomination Committee

The Board is also assisted by the Nomination Committee, which operates within clearly defined key functions. The composition, terms of reference and activities of the Nomination Committee are set out on pages 69 to 70 of this annual report.

### (iii) Remuneration Committee

The Remuneration Committee met once during the financial year and the activities which had been carried out were as follows:

- i. Reviewed and recommended the bonus, increment and benefits of the staff, senior management and Executive Director to the Board by linking their rewards to corporate and individual performance; and
- ii. Reviewed the Directors' fees and meeting attendance allowance.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### **SOUND AND RISK MANAGEMENT AND INTERNAL CONTROLS SYSTEM**

The Board acknowledges its responsibility for the Group's system of risk management and internal control and for reviewing its effectiveness regularly by setting up an internal audit and risk management audit function which provides support to Audit Committee in discharging its duties with respect to the adequacy and integrity of the system of risk management and internal control within the Group.

The Statement on Risk Management and Internal Control which has been reviewed by the External Auditors and Audit Committee is set out on pages 72 to 74 of this annual report.

### **INTERNAL AUDIT FUNCTION**

The Directors acknowledge their responsibility to maintain a system of internal control and risk management. The Board seeks regular assurance on the continuity and effectiveness of the internal control and risk management system through independent review by the internal auditors.

The internal audit function is independent of the operations of the Group and provides reasonable assurance that the Group's system of internal control and risk management is satisfactory and operating effectively.

The activities of the internal auditors during the financial year are set out in the Audit Committee Report set out on pages 66 to 68 of this annual report.

### **PRINCIPLE C:**

## **INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS**

### **COMPLIANCE WITH APPLICABLE FINANCIAL REPORTING STANDARDS**

The Directors are required by the Companies Act 2016 to ensure that financial statements prepared for each financial year give a true and fair view of the state of affairs of the Company and the Group. The Directors are satisfied with the presentation of the financial statements of which has been prepared in accordance with the applicable accounting standards, consistently applied and supported by reasonable and prudent judgments and estimates. The Audit Committee assists the Board by scrutinising the information to be disclosed, to ensure accuracy and adequacy. The Group's financial statements are presented on pages 81 to 156 of this annual report.

### **ASSESSMENT OF SUITABILITY AND INDEPENDENCE OF EXTERNAL AUDITORS**

Through the Audit Committee of the Board, the Group has established a transparent and appropriate relationship with the Group's auditors, both internal and external. The external auditors are invited to attend meetings on special matters when necessary.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## **STATEMENT ON DIRECTORS' RESPONSIBILITIES**

The Directors are required by the Companies Act 2016 to prepare financial statements which have been made out in accordance with the Financial Reporting Standards in Malaysia and to 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 the Company for the financial year then ended.

In preparing the financial statements, the Directors have:

- adopted appropriate accounting policies and applied them consistently;
- ensured that Financial Reporting Standards in Malaysia have been followed; and
- considered the going concern basis used as being appropriate.

The Directors are responsible for ensuring that proper accounting records are kept in compliance with the Companies Act 2016 and disclose with reasonable accuracy of the financial position of the Group and of the Company.

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

## **ENSURE TIMELY AND HIGH QUALITY DISCLOSURE**

### **CORPORATE DISCLOSURE POLICY**

The Board is satisfied that during the financial year under review, the Company has applied most of the Principles and Recommendations of the Code.

The Board will, moving forward, continues to make considerable efforts in working towards aligning the Company's governance framework as far as practicable to the Principles and Recommendations of the Code.

## **LEVERAGE ON INFORMATION TECHNOLOGY FOR EFFECTIVE DISSEMINATION OF INFORMATION**

The Board values the importance of effective, clear and timely releases of financial information and updates on other developments to enable shareholders and the general public to receive information on the performance and prospects of the Group on a regular basis.

Shareholders, investors and members of the public are able to access such announcements on Bursa Securities' website at [www.bursamalaysia.com](http://www.bursamalaysia.com) and other information via the Company's website at [www.huayang.com.my](http://www.huayang.com.my).

Shareholders, investors and members of the public may also forward their queries to the Company by contacting its Corporate Communication team at Tel: 603-6188 4488 and Email: [kl@huayang.com.my](mailto:kl@huayang.com.my).

The Board recognises the use of the Annual General Meeting as a principal forum for dialogue and communication with shareholders. Extraordinary General Meeting are held as and when required.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### **ENCOURAGE SHAREHOLDER PARTICIPATION AT GENERAL MEETINGS**

The Annual Report, which contains the Notice of Annual General Meeting, is sent to shareholders at least 28 days prior to the date of the meeting. Items of special business included in the Notice of Annual General Meeting will be accompanied by an explanation of the proposed resolution.

At each meeting, shareholders are able to participate in the question-and-answer session in respect of the matters listed in the Notice of Annual General Meeting. There is no time limitation for shareholders to raise questions and to solicit replies from the Board.

Paragraph 8.29A of the Main Market Listing Requirements provides that any resolution set out in the notice of any general meeting or in any notice of resolution which properly be moved and is intended to be moved at any general meeting, shall be voted by poll. At least one (1) scrutineer will be appointed to validate the votes cast at the general meeting who must not be an officer of the Company or its related corporation, and must be independent of the person undertaking the polling process. Consequently, decisions at the Company's AGM scheduled to be held on 27 August 2025 will be conducted via polling, and for this purpose, the Company will engage independent scrutineers to validate the voting at the forthcoming AGM for each proposal presented to shareholders.

### **EFFECTIVE COMMUNICATION AND PROACTIVE ENGAGEMENT**

An Investor Relations and Shareholder Communication Policy has been adopted by the Board to enable the Company to communicate effectively with its shareholders, potential investors, other stakeholders and public generally. The Board recognise and values the importance of informing shareholders of all major developments of the Group on a timely basis.

Apart from the mandatory announcements on the Group's financial results and corporate developments to Bursa Securities, the Group disseminates information to the public via press releases which provide up-to-date information on the Group's key corporate initiatives, new products and services launches.

### **TIME COMMITMENT**

Board meetings are held at regular intervals with additional meetings convened when necessary. During the financial year, the Board met five (5) times to review the Group's operations, quarterly and annual financial statements and any other matters that required the Board's approval. Details of each Director's attendance are set out on page 20 of this annual report.

# AUDIT COMMITTEE REPORT

For the financial year ended 31 March 2025, the Audit Committee comprised of the following members:-

<b>Chairman</b>	Choo Seng Choon (Independent Non-Executive Director)
<b>Members</b>	Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud (Independent Non-Executive Director) Chew Hoe Soon (Non-Independent Non-Executive Director)

## KEY FUNCTIONS OF AUDIT COMMITTEE

- To consider any related party transaction and conflict of interest situation that arose, persist or may arise within the Group including any transaction, procedure or course of conduct that raises questions of management integrity and the measures taken to resolve, eliminate or mitigate such conflicts;
- To review the quarterly unaudited financial results announcements, the audited financial statements of the Group before recommending for the Board of Directors' approval, focusing on:
  - compliance with accounting standards and regulatory requirements
  - any changes in accounting policies and practices
  - compliance with Bursa Malaysia and other statutory requirements
  - going concern issues of any activities
  - significant and unusual issues arising from the audit
- To discuss with the external auditor the results of the audit and areas for improvement in the system of internal control identified during the audit, if any;
- To consider and recommend the appointment of the external auditors, their remuneration and any questions of resignation or dismissal;
- To recommend the nomination of a person or persons as external, internal and risk auditors;
- To assist the Board in the review of adequacy and effectiveness of the internal control system including information technology security and control, and the policies and compliance procedures with respect to business practice;
- To review the risk management policies and practices of the Group to ensure their effectiveness;
- To assist the Board in the preparation of the Audit Committee Report for inclusion in the Annual Report;
- To discuss with the external auditors, their audit plan and the scope of audit and ensure co-ordination where more than one audit firm is involved;
- To review the assistance given by the employees of the Group to the external auditors;
- To carry out such other responsibilities, functions or assignments as may be directed by the Board of Directors from time to time;
- To review the findings of any examination by regulatory agencies and any auditor observations relating to compliance matters;
- To do the following in relation to the outsourced internal audit function:
  - to review the internal audit programme and consider the findings arising from internal audit report or other internal investigations and management's response and to determine appropriate corrective actions required by management;
  - review the adequacy of the scope, functions and resources of the internal audit function, and that it has the necessary authority to carry out its work; and
  - to assess the performance of the outsourced service provider.
- To consider other topics as defined by the Board.

## MEETINGS

Five (5) meetings were held during the financial year ended 31 March 2025 and the attendance of the Audit Committee is as follows:

No.	Name of Committee	Attendance
1.	Choo Seng Choon	5/5
2.	Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud	5/5
3.	Chew Hoe Soon	5/5

The External Auditors were invited to present their report on the examination of the financial statements. The Audit Committee met with the External Auditors on 24 July 2024 and 21 March 2025 without the presence of the Executive Board member and executives of the Company. The Chief Executive Office and the Deputy Chief Executive Officer attended the Audit Committee meetings to present the financial results whilst other Board members attended on invitation.

The Chairman of the Audit Committee had engaged on a continuous basis with senior management of the Company in order to be kept informed of matters affecting the Group.

Nothing has come to the attention of the Audit Committee that causes them to believe that the financial reporting is inconsistent with the accounting standards and other legal requirements.

## HIGHLIGHTS OF ACTIVITIES

In accordance with the terms of reference of the Audit Committee, the following activities were undertaken by the Audit Committee during the financial year ended 31 March 2025:

- (a) Reviewed the unaudited consolidated quarterly results and audited financial statements of the Company and of the Group before recommending them to the Board for approval and prior to the announcement/submission to Bursa Securities.
- (b) Reviewed the findings of the statutory audit with the external auditors.
- (c) Reviewed the performance of the external auditors and internal auditors.
- (d) Reviewed the internal audit reports and considered the major findings of internal audit review and management's response.
- (e) Reviewed and received the group risk assessment report.
- (f) Reviewed the Statement on Risk Management and Internal Control and the Audit Committee Report for inclusion into the Annual Report.
- (g) Reviewed the re-appointment of external auditors and the proposed audit fees prior to recommending the same to the Board for approval.
- (h) Reviewed the Audit Planning Memorandum with the external auditors.

# AUDIT COMMITTEE REPORT

## INTERNAL AUDIT FUNCTION

During the financial year 2025, the Group outsourced its internal audit function to an external professional service provider firm, Augment GC Sdn Bhd (“AUGMENT”), as the internal auditor of the Group to assist the Audit Committee in discharging its duties and responsibilities more effectively. AUGMENT acted independently and with due professional care and presented the Internal Audit Reports on the findings and recommendations to the Audit Committee.

The reviews were conducted on a risk-based approach and were guided by the International Professional Practice Framework on Internal Auditing that is promulgated by the Institute of Internal Auditors. The internal audit reviews involved walkthroughs and high-level reviews of the major operations, discussions held with top management and key management and tests of transactions on a sample basis covering the various related records and documents supplemented with an observation of its internal control deficiencies in its current practice, if any.

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

For the financial year 2025, the main activities of the internal audit function focused on the assessment of adequacy and effectiveness of system of internal control and compliance with the Group’s policies and procedures over Anti-Corruption Program & Whistle-Blowing Management and Human Resource Management.

The reviews were conducted to assist the Audit Committee by independently assessing the adequacy and effectiveness of the Group’s system of internal control and make recommendations for improvement. The audit findings and recommendations for improvement and the status of the implementation status of management’s action plans were presented at the Audit Committee scheduled meetings.

The total cost incurred for the Group’s internal audit services in respect of the financial year 2025 was RM31,680.

# NOMINATION COMMITTEE REPORT

## COMPOSITION

For the financial year ended 31 March 2025, the Nomination Committee comprised of the following members:-

**Chairman** Choo Seng Choon (Independent Non-Executive Director)

**Members** Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud (Independent Non-Executive Director)  
Chew Hoe Soon (Non-Independent Non-Executive Director)

The Nomination Committee has a written terms of reference dealing with its authority and duties which includes the selection and assessment of Directors.

## KEY FUNCTIONS OF NOMINATION COMMITTEE

The key functions of the Nomination Committee are as follows:

- Review and recommend to the Board for approval of the following appointments:
  - (a) Members of the Board;
  - (b) Members of the Board Committees;
  - (c) Members of the Senior Management;
  - (d) Senior Independent Non-Executive Director; and
  - (e) Chief Executive Officer.
- Review regularly the structure, size and composition (including the skills, knowledge, experience and diversity) of the Board and make recommendations to the Board with regard to any changes;
- Assess annually, the effectiveness of the Board as a whole and each individual Director, as well as the effectiveness of the various committees of the Board, including the establishment and implementation of processes for assessing the effectiveness of the Board as a whole, the Committees of the Board and the contribution of each director, including his time commitment, character, experience and integrity and all assessments and evaluations carried out by the Committee in the discharge of all its functions shall be properly documented;
- Review annually, the term of office and performance of the Remuneration Committee and of each member of the Audit Committee to determine the Committee have carried out their duties in accordance with their terms of reference;
- Assess on an annual basis the independence of the Independent Non-Executive Directors;
- To give consideration to succession planning for Directors and Senior Management, taking into account the challenges and opportunities facing the Company and the skills and expertise needed on the Board in the future;
- Review the performance of the members of the Management Committee; and
- Assess the training needs of each Directors and make recommendations to the Board.

The Nomination Committee met once during the financial year ended 31 March 2025.

# NOMINATION COMMITTEE REPORT

## HIGHLIGHTS OF ACTIVITIES

During the financial year ended 31 March 2025, the Nomination Committee, in discharging its functions and duties, carried out the following activities:

- a. Assessed the fitness and probity of Directors of the Company and subsidiary companies;
- b. Assessed the effectiveness of the Board as a whole, the Board Committees and the contribution of each individual Director;
- c. Reviewed the size, composition and the required mix of skills of the Board;
- d. Recommended the re-election of retiring Directors to the Board; and
- e. Assessed the independence of the Independent Directors.

The Nomination Committee upon its annual assessment carried out for financial year 2025, was satisfied that:

- a. The size and composition of the Company's Board is optimum with appropriate mix of knowledge, skills, attribute and core competencies;
- b. The Board has been able to discharge its duties professionally and effectively;
- c. The Board Committees have carried out their functions effectively;
- d. All the Directors continued to uphold the highest governance standards in discharging their duties and responsibilities;
- e. All the Members of the Board are well qualified to hold their positions as Directors of the Company in view of their respective skills and work experience, academics and professional qualifications, depth of knowledge, and their personal qualities;
- f. The Directors are able to devote sufficient time commitment to their roles and responsibilities as evidenced by their attendance records; and
- g. The training attended by the Directors during the financial year ended 31 March 2025 were relevant and would serve to enhance their effectiveness in the Board.

# ADDITIONAL COMPLIANCE INFORMATION

To comply with the Listing Requirements, the following information is provided:-

## 1. Utilisation of Proceeds Raised from any Corporate Proposals

There were no corporate proposal undertaken to raise proceeds.

## 2. Audit and Non-Audit Fees

The details of fees paid/payable to the external auditors for the financial year ended 31 March 2025 as set out below:

	Group (RM'000)	Company (RM'000)
Statutory Audit	239.5	85.0
Other Services	6.0	6.0
<b>Total</b>	<b>245.5</b>	<b>91.0</b>

## 3. Material Contracts Involving Directors and Major Shareholders' Interest

There were no material contracts entered into by the Company and/or its subsidiaries involving Directors and major shareholders' interest either subsisting at the end of the financial year or entered into since the end of the previous financial year.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## INTRODUCTION

The Board of Directors (“the Board”) of Hua Yang Berhad (“HYB” or “the Company”) remains committed towards maintaining high standards of governance, accountability and transparency as well as towards governing itself in accordance with the relevant regulations and laws with the objectives of safeguarding shareholders’ interest as well as protecting the Company’s assets. In line with this, the Board of HYB is pleased to provide the following statement as required under Paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad which is prepared in accordance with the guidance in the Statement on Risk Management and Internal Control: Guidelines for Directors’ of Listed Issuers. This statement outlines the nature and scope of internal control of HYB Group (“the Group”) and the risk management framework for the financial year ended 31 March 2025.

## BOARD RESPONSIBILITIES

The Board acknowledges its responsibilities in maintaining a risk management framework and internal control system as well as to review the adequacy and integrity of the system. The system of risk management and internal control covers, inter alia, financial, operational, management information systems, organisational and compliance controls. In view of the inherent limitations in any system of risk management and internal control, such system is designed to manage rather than eliminate the risks that may impede the achievement of the Group’s business objectives. Accordingly, it can only provide reasonable but not absolute assurance against material misstatement, loss or fraud.

## RISK MANAGEMENT

The Board confirms that there is an ongoing process for identifying, evaluating and managing the significant risks faced by the Group, and this process has been in place throughout the year and up to the date of approval of this annual report and financial statements. The Board reviews the adequacy and effectiveness of the risk management process across the various business segments within the Group on a periodic basis.

Whilst the Board maintains ultimate control over management of risk and control issues, the Board has outsourced the risk assessment scope of work to a professional services firm to facilitate the risk assessment of the Group within an established framework.

The risk management process of the Group is embedded in the Group’s Risk Management Framework & Policy and Procedure. The ERM framework is guided by the principles set out in ISO31000:2018 Risk Management, which is an internationally recognised risk management framework.

The risk management process, amongst others, include the following procedures:

- Identify significant risks
- Assess the potential impact and likelihood of the significant risks occurring
- Respond to risks by considering existing controls as well as selecting, prioritising and implementing appropriate actions and risk responses to mitigate residual risks
- Monitor the internal and external environment for potential changes impacting significant risks and ensure that risk responses continue to operate effectively
- Report on significant risks and the status of risk responses adopted

The above procedures were undertaken in a risk validation meeting during the year, which is attended by key management personnel and heads of department of the Group’s various business segments. The Significant Risk Profile (“SRP”) of the various business segments are updated during such validation meetings in respect of the identification of new significant risk, the relevance of existing significant risks, details of controls, management’s action plans and rating of significant risks.

Based on the information furnished during the validation meetings, information on root causes, possible consequences of significant risks, related controls and risk responses are reflected in the respective individual SRPs. The identified significant risks are also rated and prioritised in terms of likelihood of the risk occurring and its impact should the risk occur. In the event the risk ratings are regarded by the Group to be higher than tolerable levels, action plans and risk responses are devised to establish additional mitigation measures to reduce the risk rating to acceptable levels, where possible.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## **INTERNAL CONTROL MECHANISM**

The internal audit function is outsourced to a professional services firm. During the financial year ended 31 March 2025, the outsourced internal audit service provider carried out audits in accordance with the internal audit plan approved by the Audit Committee and other areas as required and recommended by Senior Management of the Group. Results of the internal audit visits and recommendations for improvement were presented to the Audit Committee.

During the scheduled internal audit visits, the outsourced internal audit service provider has conducted an assessment to ascertain the adequacy and effectiveness of the Group's internal control system. Areas of improvement in the internal control system have been identified and the implementation of action plans based on proposed recommendations have subsequently been initiated.

## **OTHER KEY ELEMENTS OF INTERNAL CONTROL**

### **Organisation Structure & Authorisation Procedures**

The Group maintains a formal line of reporting, that includes the division of responsibilities and delegation of authority. It sets out the roles and responsibilities, authority limits, review and approval procedures within the various operational segments. This includes establishing various committees with defined terms of reference.

### **Periodical and/or Annual Budget**

The Group has a budgeting and forecasting system. The annual business plan and budget are approved by the Board. Actual results are monitored against budget where significant variances identified are highlighted to the Board for discussion on corrective action.

### **Scheduled Operational and Group Operations Committee Meetings**

Operational and Group Operations Committee Meetings are held at least once a month to discuss and monitor business and operational performances of the Group. Proceedings of the Operational and Group Operations Committee Meetings are minuted and presented to the Board at their quarterly meetings.

### **Periodic Reporting**

Quarterly Management Discussion and Analysis are submitted by the Deputy Chief Executive Officer to the Board to provide a brief overview on financial and operational performance of the Group.

### **Site Visits**

Site visits for on-going projects are performed by members of the Management team to ensure that contractual obligations of the Group are met.

### **Human Resource Policies & Procedures**

Human resource policies and procedures on recruitment, performance appraisals and promotion are in place. The objective of the human resource policies and procedures is to ensure that the Group has a team of employees who are well trained and equipped with the necessary knowledge, skills and abilities to carry out their responsibilities and tasks effectively.

### **Discretionary Authority Limits**

The Board has formally defined levels of authority for various transactions through HYB's Discretionary Authority Limits.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## Anti-Bribery and Anti-Corruption Policy

During the year under review, the Group continued to enforce the application of the Anti-Bribery and Anti-Corruption Policy that decrees zero tolerance against all forms of bribery and corruption within the Group. Pursuant to this, the Group has also considered corruption risk as part of the Group's periodic risk assessment to identify areas vulnerable to bribery and corruption.

## Whistle Blowing Policy

The Group has promulgated its Whistleblowing Policy to allow for genuine concerns on any improper conduct or behaviour or action within the Group to be reported using private and confidential channels. No reports were received during the financial year.

## REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

The external auditors have reviewed this Statement on Risk Management and Internal Control pursuant to the scope set out in *Audit and Assurance Practice Guide 3 (AAPG 3): Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control* issued by the Malaysian Institute of Accountants ("MIA") for inclusion in the annual report of the Group for the year ended 31 March 2025 and reported to the Board that nothing has come to their attention that causes them to believe that the statement intended to be included in the annual report of the Group, in all material respect:

- (a) has not been prepared in accordance with the disclosures required by paragraphs 41 and 42 of the *Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers*, or
- (b) is factually inaccurate.

## SUMMARY

The Board has received assurance from HYB's Chief Executive Officer and Deputy Chief Executive Officer that the risk management and internal control system is operating adequately and effectively in all material aspects.

In accordance with the assessment of the Group's system of risk management and internal control, the Board is of the view that the risks undertaken by the Group were within tolerable level in the context of the business environment the Group operates in. The system of risk management and internal control that existed throughout the year comprising the internal control framework, management processes, monitoring and review process, provided a level of confidence on which the Board is able to rely upon for assurance. During the year under review, nothing has come to the attention of the Board which would result in any material losses, contingencies or uncertainties that would require a separate disclosure in this annual report. Notwithstanding this, the Board will continue to ensure that the Group's system of risk management and internal control will continuously evolve with the current changing and challenging business environment.

This statement was approved by the Board of Directors at its Meeting held on 23 July 2025.



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# DIRECTORS' REPORT

For the Financial Year Ended 31 March 2025

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 March 2025.

## PRINCIPAL ACTIVITIES

The Company is principally engaged in investment holding, property development and provision of management services whilst the principal activities of the subsidiaries are stated in Note 6 to the financial statements.

## SUBSIDIARIES

The details of the Company's subsidiaries are disclosed in Note 6 to the financial statements.

## RESULTS

	<b>Group RM</b>	<b>Company RM</b>
Profit for the year attributable to:		
- Owners of the Company	6,572,307	30,122
- Non-controlling interests	(245,138)	-
	<b>6,327,169</b>	<b>30,122</b>

## RESERVES AND PROVISIONS

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

## DIVIDENDS

The Directors do not recommend any dividend to be paid for the financial year ended 31 March 2025.

## DIRECTORS OF THE COMPANY

The Directors who served during the financial year until the date of this report are:

Tan Sri Dato' Seri Dr. Ting Chew Peh  
 Ho Wen Yan  
 Chew Po Sim  
 Chew Hoe Soon  
 Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud  
 Ho Wen Fan (alternate director to Chew Po Sim)  
 Choo Seng Choon

**DIRECTORS OF THE SUBSIDIARIES**

The Directors of the subsidiaries who served during the financial year until the date of this report are:

Ho Wen Yan  
 Ho Wen Fan  
 Sa Chee Peng

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

**DIRECTORS' INTERESTS IN SHARES**

The interests and deemed interests in the shares and options over shares of the Company and of its related corporations (other than wholly-owned subsidiaries) of those who were Directors at financial year end (including the interests of the spouses or children of the Directors who themselves are not Directors of the Company) as recorded in the Register of Directors' Shareholdings are as follows:

<b>The Company</b>	<b>Number of ordinary shares</b>			<b>At 31.3.2025</b>
	<b>At 1.4.2024</b>	<b>Bought/ Transfer</b>	<b>Sold/ Transfer</b>	
<b>Direct interest</b>				
Ho Wen Yan	2,255,550	-	-	2,255,550
Chew Hoe Soon	491,942	-	-	491,942
<b>Deemed interest</b>				
Tan Sri Dato' Seri Dr. Ting Chew Peh^	1,216,818	-	-	1,216,818
Ho Wen Yan*	150,978,178	-	-	150,978,178
Chew Po Sim*	150,978,178	-	-	150,978,178
Chew Hoe Soon^	1,012,399	-	-	1,012,399
Ho Wen Fan*	150,978,178	-	-	150,978,178

# DIRECTORS' REPORT

For the Financial Year Ended 31 March 2025

## DIRECTORS' INTERESTS IN SHARES (CONT'D)

The Company	Number of warrants 2022/2027			At 31.3.2025
	At 1.4.2024	Bought/ Transfer	Sold/ Transfer	
<b>Direct interest</b>				
Ho Wen Yan	451,110	-	-	451,110
Chew Hoe Soon	98,388	-	-	98,388
<b>Deemed interest</b>				
Tan Sri Dato' Seri Dr. Ting Chew Peh <sup>^</sup>	233,319	-	-	233,319
Ho Wen Yan <sup>*</sup>	38,888,884	-	-	38,888,884
Chew Po Sim <sup>*</sup>	38,888,884	-	-	38,888,884
Chew Hoe Soon <sup>^</sup>	202,479	-	-	202,479
Ho Wen Fan <sup>*</sup>	38,888,884	-	-	38,888,884

Ho Wen Yan, Chew Po Sim and Ho Wen Fan by virtue of their interests in the shares of the Company are also deemed interested in the shares of all the Company's subsidiaries to the extent that the Company has an interest under Section 8 of the Companies Act 2016.

\* Deemed interested through shares held in another corporation, Heng Holdings Sdn. Berhad

<sup>^</sup> Deemed interested through spouse and children.

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

## DIRECTORS' BENEFITS

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than benefits included in the aggregate amount of remuneration received or due and receivable by Directors as shown in Note 24 to the financial statements or the fixed salary of a full time employee of the Company or of related corporations) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

The Directors' remuneration for the Group and for the Company as set out in Note 24 to the financial statements are RM2,000,052 and RM1,979,928 respectively.

There were no arrangements during and at the end of the financial year which had the object 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.

## ISSUE OF SHARES AND DEBENTURES

There was no issuance of shares and debentures during the financial year.

**ISSUE OF SHARES AND DEBENTURES (CONT'D)****Warrants 2022/2027**

On 30 August 2022, the shareholders of the Company had resolved to approve the Rights Issue with Warrants on the basis of one (1) Rights Share for every four (4) existing shares held, together with up to 88,000,000 free Detachable Warrants on the basis of one (1) Warrant for every one (1) Rights Share subscribed.

The warrants are constituted by a Deed Poll dated 19 September 2022 executed by the Company. Each warrant entitles the registered holder during the exercise period to subscribe for one (1) new ordinary share at the exercise price of RM0.30 per share, subject to adjustments in accordance with the provision of the Deed Poll.

The salient features of the warrants are disclosed in Note 15 to the financial statements.

No warrants were exercised during the financial year. As at the end of reporting date, 88,000,000 warrants remained unexercised.

**INDEMNITY AND INSURANCE COSTS**

During the financial year, the total amount of sum insured and premium paid for Directors and officers of the Company are RM10,000,000 and RM7,813 respectively. No indemnity was given to or insurance effected for auditors of the Group during the financial year.

**OTHER STATUTORY INFORMATION**

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

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

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

- i) which would render the amounts written off for bad debts or the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
- ii) that would render the value attributed to the current assets in the financial statements of the Group and of the Company misleading; or
- iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or
- iv) not otherwise dealt with in this report or the financial statements, that would render any amount stated in the financial statements of the Group and of the Company misleading.

# DIRECTORS' REPORT

For the Financial Year Ended 31 March 2025

## OTHER STATUTORY INFORMATION (CONT'D)

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

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

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

In the opinion of the Directors, the financial performance of the Group and of the Company for the financial year ended 31 March 2025 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

## AUDITORS

The Auditors, Messrs. TGS TW PLT (202106000004 (LLP0026851-LCA) & AF002345), have expressed their willingness to continue in office.

Auditors' remuneration of the Group and of the Company for the financial year ended 31 March 2025 as follow:

	<b>Group RM</b>	<b>Company RM</b>
TGS TW PLT	245,500	91,000

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 23 July 2025.

.....  
**Ho Wen Yan**  
 Director

.....  
**Ho Wen Fan**  
 Director

Kuala Lumpur,  
 Date: 23 July 2025

# STATEMENTS OF FINANCIAL POSITION

As at 31 March 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>ASSETS</b>					
Property, plant and equipment	2	11,734,138	5,551,604	3,160,100	3,448,172
Right-of-use assets	3	340,295	507,582	309,552	357,210
Investment properties	4	1,439,706	1,482,464	1,632,193	1,678,251
Intangible assets	5	8,310,216	10,376,564	-	-
Investments in subsidiaries	6	-	-	331,407,757	331,407,757
Other investment	7	62,248,414	57,618,366	-	-
Inventories	8	585,760,793	561,852,131	2,898,027	2,847,094
Trade and other receivables	9	2,232,460	3,925,110	30,420	43,630
Cash and bank balances	10	1,843,132	3,373,432	373,432	3,373,432
Deferred tax assets	11	19,656,467	18,235,073	1,898,800	2,342,667
<b>Total non-current assets</b>		<b>693,565,621</b>	<b>662,922,326</b>	<b>341,710,281</b>	<b>345,498,213</b>
Inventories	8	79,855,299	95,139,135	251,338	251,338
Contract assets	12	9,510,646	53,716,317	-	-
Contract costs	12	4,551,766	6,607,515	-	-
Other current assets	13	173,932	649,329	157,212	632,042
Trade and other receivables	9	26,936,559	28,254,921	168,143,843	181,674,253
Cash and bank balances	10	14,618,986	12,265,610	1,111,047	888,841
<b>Total current assets</b>		<b>135,647,188</b>	<b>196,632,827</b>	<b>169,663,440</b>	<b>183,446,474</b>
<b>Total assets</b>		<b>829,212,809</b>	<b>859,555,153</b>	<b>511,373,721</b>	<b>528,944,687</b>

## STATEMENTS OF FINANCIAL POSITION

As at 31 March 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>EQUITY</b>					
Share capital	14	364,936,000	364,936,000	364,936,000	364,936,000
Reserves	15	5,275,746	645,698	2,904,000	2,904,000
Retained earnings		109,615,683	103,043,376	32,351,424	32,321,302
<b>Equity attributable to owners of the Company</b>		<b>479,827,429</b>	<b>468,625,074</b>	<b>400,191,424</b>	<b>400,161,302</b>
Perpetual sukuk	16	-	4,872,247	-	4,872,247
Non-controlling interests		21,819,704	22,064,842	-	-
<b>Total equity</b>		<b>501,647,133</b>	<b>495,562,163</b>	<b>400,191,424</b>	<b>405,033,549</b>
<b>LIABILITIES</b>					
Trade and other payables	17	24,661,844	32,699,557	-	-
Deferred tax liabilities	11	30,142,615	31,069,122	-	-
Loans and borrowings	18	140,372,198	118,479,284	22,160,643	12,930,552
Lease liabilities	19	27,583	38,298	7,614	12,257
<b>Total non-current liabilities</b>		<b>195,204,240</b>	<b>182,286,261</b>	<b>22,168,257</b>	<b>12,942,809</b>
Trade and other payables	17	71,749,061	107,320,002	51,924,510	58,354,382
Contract liabilities	12	6,084,011	-	-	-
Loans and borrowings	18	51,798,406	71,055,178	36,963,919	51,860,593
Lease liabilities	19	16,683	264,396	4,642	135,487
Current tax liabilities		2,713,275	3,067,153	120,969	617,867
<b>Total current liabilities</b>		<b>132,361,436</b>	<b>181,706,729</b>	<b>89,014,040</b>	<b>110,968,329</b>
<b>Total liabilities</b>		<b>327,565,676</b>	<b>363,992,990</b>	<b>111,182,297</b>	<b>123,911,138</b>
<b>Total equity and liabilities</b>		<b>829,212,809</b>	<b>859,555,153</b>	<b>511,373,721</b>	<b>528,944,687</b>

The notes on pages 93 to 156 are an integral part of these financial statements.

# STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the Financial Year Ended 31 March 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
Revenue	20	104,560,841	205,048,048	9,161,400	28,957,800
Cost of sales		(66,567,119)	(159,419,046)	-	(6,718,683)
<b>Gross profit</b>		37,993,722	45,629,002	9,161,400	22,239,117
Other income	21	2,639,092	2,033,862	5,994,034	5,940,807
Administrative expenses		(21,297,582)	(22,618,718)	(8,376,692)	(8,475,337)
Selling and marketing expenses		(4,108,955)	(8,356,299)	(20,435)	-
Net (losses)/gains on impairment of financial instruments		(352,631)	1,194,031	(458,334)	954,123
<b>Profit from operations</b>	22	14,873,646	17,881,878	6,299,973	20,658,710
Finance costs	23	(4,722,862)	(7,985,325)	(5,898,341)	(9,068,174)
<b>Profit before tax</b>		10,150,784	9,896,553	401,632	11,590,536
Tax expense	25	(3,823,615)	(3,734,090)	(371,510)	(636,762)
<b>Profit for the financial year</b>		6,327,169	6,162,463	30,122	10,953,774

# STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the Financial Year Ended 31 March 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Other comprehensive income, net of tax</b>					
<b>Item that will not be reclassified subsequently to profit or loss</b>					
Net changes in fair value of equity investment designated at fair value through other comprehensive income ("FVTOCI")		4,630,048	13,890,141	-	-
<b>Total comprehensive income</b>		10,957,217	20,052,604	30,122	10,953,774
<b>Profit/(Loss) attributable to:</b>					
Owners of the Company		6,572,307	6,328,269	30,122	10,953,774
Non-controlling interests		(245,138)	(165,806)	-	-
<b>Profit for the financial year</b>		6,327,169	6,162,463	30,122	10,953,774
<b>Total comprehensive income/(loss) attributable to:</b>					
Owners of the Company		11,202,355	20,218,410	30,122	10,953,774
Non-controlling interests		(245,138)	(165,806)	-	-
<b>Total comprehensive income for the financial year</b>		10,957,217	20,052,604	30,122	10,953,774
<b>Basic earning per ordinary share (sen)</b>	26	1.49	1.44		
<b>Diluted earning per ordinary share (sen)</b>	26	1.29	1.29		

The notes on pages 93 to 156 are an integral part of these financial statements.

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the Financial Year Ended 31 March 2025

	Attributable to owners of the Company								
	Share capital RM	Warrants reserves RM	Translation reserves RM	Fair value reserve RM	Retained earnings RM	Total RM	Non- controlling interests RM	Perpetual sukuk RM	Total equity RM
<b>Group</b>									
<b>At 1 April 2024</b>	364,936,000	2,904,000	(5,345,000)	3,086,698	103,043,376	468,625,074	22,064,842	4,872,247	495,562,163
Total other comprehensive income for the financial year									
- Net changes in fair value of equity investment designated at FVTOCI	-	-	-	4,630,048	-	4,630,048	-	-	4,630,048
Profit for the financial year	-	-	-	-	6,572,307	6,572,307	(245,138)	-	6,327,169
<b>Total comprehensive income for the financial year</b>	-	-	-	4,630,048	6,572,307	11,202,355	(245,138)	-	10,957,217
<b>Transaction with owners:</b>									
- Issuance of perpetual sukuk (net of expense)	-	-	-	-	-	-	-	127,753	127,753
- Settlement of perpetual sukuk	-	-	-	-	-	-	-	(5,000,000)	(5,000,000)
	-	-	-	-	-	-	-	(4,872,247)	(4,872,247)
<b>At 31 March 2025</b>	364,936,000	2,904,000	(5,345,000)	7,716,746	109,615,683	479,827,429	21,819,704	-	501,647,133

Note 14      Note 15      Note 15      Note 15      Note 15      Note 16

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the Financial Year Ended 31 March 2025

	Attributable to owners of the Company								
	Share capital RM	Warrants reserves RM	Translation reserves RM	Fair value reserve RM	Retained earnings RM	Total RM	Non- controlling interests RM	Perpetual sukuk RM	Total equity RM
<b>Group</b>									
<b>At 1 April 2023</b>	364,936,000	2,904,000	(5,345,000)	(10,803,443)	96,715,107	448,406,664	22,230,648	4,565,640	475,202,952
Total other comprehensive income for the financial year									
- Net changes in fair value of equity investment designated at FVTOCI	-	-	-	13,890,141	-	13,890,141	-	-	13,890,141
Profit for the financial year	-	-	-	-	6,328,269	6,328,269	(165,806)	-	6,162,463
<b>Total comprehensive income for the financial year</b>	-	-	-	13,890,141	6,328,269	20,218,410	(165,806)	-	20,052,604
<b>Transaction with owners:</b>									
- Issuance of perpetual sukuk (net of expense)	-	-	-	-	-	-	-	306,607	306,607
<b>At 31 March 2024</b>	364,936,000	2,904,000	(5,345,000)	3,086,698	103,043,376	468,625,074	22,064,842	4,872,247	495,562,163
	Note 14	Note 15	Note 15	Note 15	Note 15	Note 15	Note 16	Note 16	

# STATEMENT OF CHANGES IN EQUITY

For the Financial Year Ended 31 March 2025

	← Attributable to owners of the Company →				Total equity RM
	Share capital RM	Warrants reserve RM	Retained earnings RM	Perpetual sukuk RM	
<b>Company</b>					
<b>At 1 April 2023</b>	364,936,000	2,904,000	21,367,528	4,565,640	393,773,168
Profit and total comprehensive income for the financial year	-	-	10,953,774	-	10,953,774
<b>Transaction with owners:</b>					
- Issuance of perpetual sukuk (net of expense)	-	-	-	306,607	306,607
<b>At 31 March 2024</b>	364,936,000	2,904,000	32,321,302	4,872,247	405,033,549
<b>At 1 April 2024</b>	364,936,000	2,904,000	32,321,302	4,872,247	405,033,549
Profit and total comprehensive income for the financial year	-	-	30,122	-	30,122
<b>Transaction with owners:</b>					
- Issuance of perpetual sukuk (net of expense)	-	-	-	127,753	127,753
- Settlement of perpetual sukuk	-	-	-	(5,000,000)	(5,000,000)
	-	-	-	(4,872,247)	(4,872,247)
<b>At 31 March 2025</b>	364,936,000	2,904,000	32,351,424	-	400,191,424
	Note 14	Note 15		Note 16	

The notes on pages 93 to 156 are an integral part of these financial statements.

# STATEMENTS OF CASH FLOWS

For the Financial Year Ended 31 March 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Cash flows from operating activities</b>					
Profit before tax		10,150,784	9,896,553	401,632	11,590,536
<b>Adjustments for:</b>					
Amortisation of intangible assets	5	671,943	676,943	-	-
Bad debts written off		2,934	42,263	-	-
Depreciation of:					
- investment properties	4	42,758	42,757	46,058	46,057
- property, plant and equipment	2	696,282	2,019,579	298,430	376,455
- right-of-use assets	3	211,550	337,063	47,658	48,615
Deposit forfeited	21	(11,900)	(205,999)	-	-
Deposit written off		676,800	49,592	674,300	-
Dividend income	20	-	-	(3,378,000)	(15,000,000)
Finance income	21	(157,595)	(162,677)	(5,564,667)	(5,768,306)
Finance costs	23	11,428,797	12,616,862	5,898,341	9,068,174
Loss on disposal of property, plant and equipment		-	115,954	-	-
Loss on/(Reversal of) impairment loss:					
- amounts due from subsidiaries		-	-	356,583	445,877
- other receivables		228,577	(1,400,000)	101,751	(1,400,000)
- trade receivables		124,054	205,969	-	-
- intangible assets		1,394,405	640,039	-	-
Amount carried down		25,459,389	24,874,898	(1,117,914)	(592,592)

# STATEMENTS OF CASH FLOWS

For the Financial Year Ended 31 March 2025

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Cash flows from operating activities (cont'd)</b>				
Amount brought down	25,459,389	24,874,898	(1,117,914)	(592,592)
Property, plant and equipment written off	14,464	260,791	-	-
Right-of-use assets written off	-	280,002	-	280,002
Intangible assets written off	-	7,500	-	-
Reversal of provision for damage claims	(306,536)	-	(306,536)	-
Termination of lease contract	-	26,575	-	-
<b>Operating profit/(loss) before changes in working capital</b>	<b>25,167,317</b>	<b>25,449,766</b>	<b>(1,424,450)</b>	<b>(312,590)</b>
Changes in working capital:				
- Contract assets	44,205,671	3,507,875	-	-
- Contract liabilities	6,084,011	-	-	-
- Contract costs	2,055,749	12,901,642	-	-
- Inventories	(16,219,685)	8,929,459	(50,933)	3,871,589
- Trade and other receivables and other current assets	2,449,544	1,921,438	752,700	1,868,996
- Trade and other payables	(43,285,721)	4,794,935	(759,133)	(3,304)
<b>Cash generated from/(used in) operations</b>	<b>20,456,886</b>	<b>57,505,115</b>	<b>(1,481,816)</b>	<b>5,424,691</b>

## STATEMENTS OF CASH FLOWS

For the Financial Year Ended 31 March 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Cash flows from operating activities (cont'd)</b>					
<b>Cash generated from/(used in) operations</b>		20,456,886	57,505,115	(1,481,816)	5,424,691
Interest paid		(3,279,393)	(3,687,540)	(2,225,586)	(2,714,351)
Interest received		157,595	162,677	5,564,667	5,768,306
Net tax paid		(6,525,393)	(10,963,534)	(424,541)	(398,211)
<b>Net cash from operating activities</b>		10,809,695	43,016,718	1,432,724	8,080,435
<b>Cash flows from investing activities</b>					
Additions of:					
- property, plant and equipment	2	(6,004,356)	(377,877)	(10,358)	(348,592)
Net advance from/(to) subsidiaries		-	-	12,133,116	23,663,817
Dividends received		-	-	3,378,000	15,000,000
Proceeds from disposal of property, plant and equipment		-	25,000	-	-
<b>Net cash (used in)/from investing activities</b>		(6,004,356)	(352,877)	15,500,758	38,315,225

# STATEMENTS OF CASH FLOWS

For the Financial Year Ended 31 March 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Cash flows from financing activities</b>					
Change in pledged deposits		1,530,300	2,840,849	3,000,000	9,778
Interest paid		(1,272,942)	(4,297,785)	(2,787,419)	(5,287,906)
Drawdown of loans and borrowings		88,249,000	33,070,510	30,000,000	12,000,000
Proceeds from:					
- issuance of perpetual sukuk, net of expenses		127,753	306,607	127,753	306,607
Repayment of loans and borrowings		(79,583,869)	(64,322,181)	(30,723,692)	(19,862,599)
Settlement of perpetual sukuk		(5,000,000)	-	(5,000,000)	-
Payment of lease liabilities	(ii)	(302,691)	(453,057)	(135,488)	(135,325)
Net repayment to subsidiaries		-	-	(6,079,014)	(28,850,349)
Net cash from/(used in) financing activities		3,747,551	(32,855,057)	(11,597,860)	(41,819,794)
<b>Net increase in cash and cash equivalents</b>		8,552,890	9,808,784	5,335,622	4,575,866
<b>Cash and cash equivalents at the beginning of financial year</b>		(9,419,440)	(19,228,224)	(10,263,900)	(14,839,766)
<b>Cash and cash equivalents at the end of financial year</b>	(i)	(866,550)	(9,419,440)	(4,928,278)	(10,263,900)

## STATEMENTS OF CASH FLOWS

For the Financial Year Ended 31 March 2025

**(i) Cash and cash equivalents**

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

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
Deposits		1,743,132	273,432	273,432	273,432
Cash in hand and at bank		14,718,986	15,365,610	1,211,047	3,988,841
Cash and bank balances	10	16,462,118	15,639,042	1,484,479	4,262,273
Less: Pledged deposits	10	(1,931,856)	(3,462,156)	(373,432)	(3,373,432)
Less: Bank overdrafts	18	(15,396,812)	(21,596,326)	(6,039,325)	(11,152,741)
		(866,550)	(9,419,440)	(4,928,278)	(10,263,900)

**(ii) Cash outflows for leases as a lessee**

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Included in net cash from operating activities</b>				
Payment relating to short-term leases	(251,076)	(267,146)	-	-
Payment relating to leases of low-value assets	(20,461)	(11,402)	-	-
Interest paid in relation to lease liabilities	(19,053)	(39,340)	(14,155)	(28,223)
<b>Included in net cash from financing activities</b>				
Payment of lease liabilities	(302,691)	(453,057)	(135,488)	(135,325)
<b>Total cash outflows for leases</b>	<b>(593,281)</b>	<b>(770,945)</b>	<b>(149,643)</b>	<b>(163,548)</b>

The notes on pages 93 to 156 are an integral part of these financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

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

**Principal place of business/Registered office**

C-21, Jalan Medan Selayang 1  
Medan Selayang  
68100 Batu Caves  
Selangor Darul Ehsan

The consolidated financial statements of the Company as at and for the financial year ended 31 March 2025 comprise the Company and its subsidiaries (together referred to as the “Group” and individually referred to as “Group entities”). The financial statements of the Company as at and for the financial year ended 31 March 2025 do not include other entities.

The Company is principally engaged in investment holding, property development and provision of management services whilst the principal activities of the subsidiaries are stated in Note 6. There have been no significant changes in the nature of these activities during the financial year.

These financial statements were authorised for issue by the Board of Directors on 23 July 2025.

## 1. BASIS OF PREPARATION

### (a) Statement of compliance

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

The financial statements of the Group and of the Company have been prepared under the historical cost convention, unless otherwise indicated in the material accounting policy information in the respective notes.

The Group and the Company have consistently applied the accounting policy throughout all periods presented in the financial statements unless otherwise stated.

#### (i) Adoption of new and amended standards

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

Amendments to MFRS 16	Lease Liability in a Sale and Leaseback
Amendments to MFRS 101	Classification of Liabilities as Current or Non-current
Amendments to MFRS 101	Non-current Liabilities with Covenants
Amendments to MFRS 107 and MFRS 7	Supplier Finance Arrangements

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

## NOTES TO THE FINANCIAL STATEMENTS

**1. BASIS OF PREPARATION (CONT'D)****(a) Statement of compliance (cont'd)**

## (ii) Standards issued but not yet effective

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

		<b>Effective dates for financial periods beginning on or after</b>
Amendments to MFRS 121	Lack of Exchangeability	1 January 2025
Amendments to MFRS 9 and MFRS 7	Contracts Referencing Nature-dependent Electricity	1 January 2026
Amendments to MFRS 9 and MFRS 7	Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Annual Improvements - Volume 11	Amendments to MFRS 1 Amendments to MFRS 7 Amendments to MFRS 9 Amendments to MFRS 10 Amendments to MFRS 107	1 January 2026
MFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19	Subsidiaries without Public Accountabilities: Disclosures	1 January 2027
Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred until further notice

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

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

**(b) Functional and presentation currency**

These financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional currency. All financial information is presented in RM, unless otherwise stated.

# NOTES TO THE FINANCIAL STATEMENTS

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

### (c) Use of estimates and judgements

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

Estimate and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future period affected.

There are no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements other than those disclosed in the following notes:

- Note 3 - determining the lease term of contracts with renewal and termination options
- Note 5 - impairment of intangible assets
- Note 6 - impairment of investments in subsidiaries
- Note 4 and Note 8 - classification between investment properties and inventories
- Note 8 - valuation of inventories
- Note 9 - provision of expected credit loss of financial assets at amortised cost
- Note 11 - valuation of deferred tax assets
- Note 20 - sales of development properties
- Note 23 - capitalisation of borrowing costs

## NOTES TO THE FINANCIAL STATEMENTS

## 2. PROPERTY, PLANT AND EQUIPMENT

Group	Freehold land RM	Land (right-of-use) RM	Furniture, fittings, office equipment and renovation RM			Capital work-in-progress RM	Motor vehicles RM	Total RM
			Buildings RM	RM	RM			
<b>Cost</b>								
At 1 April 2023	514,310	1,572,744	12,173,378	10,220,383	-	8,250	24,489,065	
Additions	-	-	-	377,877	-	-	377,877	
Disposals	-	-	-	(255,775)	-	-	(255,775)	
Write off	-	-	-	(868,442)	-	-	(868,442)	
At 31 March 2024/1 April 2024	514,310	1,572,744	12,173,378	9,474,043	-	8,250	23,742,725	
Additions	-	-	310,396	363,193	5,061,245	269,522	6,004,356	
Transfer from inventory	-	-	888,924	-	-	-	888,924	
Write off	-	-	(1,007,500)	(237,598)	-	-	(1,245,098)	
At 31 March 2025	514,310	1,572,744	12,365,198	9,599,638	5,061,245	277,772	29,390,907	
<b>Depreciation</b>								
At 1 April 2023	-	255,316	8,268,771	8,362,679	-	7,248	16,894,014	
Depreciation for the financial year	-	16,497	1,335,232	667,850	-	-	2,019,579	
Disposals	-	-	-	(114,821)	-	-	(114,821)	
Write off	-	-	-	(607,651)	-	-	(607,651)	
At 31 March 2024/1 April 2024	-	271,813	9,604,003	8,308,057	-	7,248	18,191,121	
Depreciation for the financial year	-	16,497	280,039	395,254	-	4,492	696,282	
Write off	-	-	(1,007,469)	(223,165)	-	-	(1,230,634)	
At 31 March 2025	-	288,310	8,876,573	8,480,146	-	11,740	17,656,769	
<b>Carrying amount</b>								
At 31 March 2024	514,310	1,300,931	2,569,375	1,165,986	-	1,002	5,551,604	
At 31 March 2025	514,310	1,284,434	3,488,625	1,119,492	5,061,245	266,032	11,734,138	

# NOTES TO THE FINANCIAL STATEMENTS

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

	<b>Land (right-of- use) RM</b>	<b>Buildings RM</b>	<b>Furniture, fittings, office equipment and renovation RM</b>	<b>Total RM</b>
<b>Company</b>				
<b>Cost</b>				
At 1 April 2023	1,254,000	2,490,204	6,058,762	9,802,966
Additions	-	-	348,592	348,592
At 31 March 2024/1 April 2024	1,254,000	2,490,204	6,407,354	10,151,558
Additions	-	-	10,358	10,358
At 31 March 2025	1,254,000	2,490,204	6,417,712	10,161,916
<b>Depreciation</b>				
At 1 April 2023	208,669	761,684	5,356,578	6,326,931
Depreciation for the financial year	13,063	49,804	313,588	376,455
At 31 March 2024/1 April 2024	221,732	811,488	5,670,166	6,703,386
Depreciation for the financial year	13,063	49,804	235,563	298,430
At 31 March 2025	234,795	861,292	5,905,729	7,001,816
<b>Carrying amount</b>				
At 31 March 2024	1,032,268	1,678,716	737,188	3,448,172
At 31 March 2025	1,019,205	1,628,912	511,983	3,160,100

(a) Assets pledged as securities to licensed banks

Land and buildings of the Group and of the Company amounting to RM3,962,359 (2024: RM3,594,727) and RM2,648,117 (2024: RM2,710,984) respectively have been charged as securities for bank borrowings granted as disclosed in Note 18 to the financial statements.

(b) Land (right-of-use)

The Group and the Company leased several plots of land from the government that runs for 99 years. The remaining lease term of leasehold land is 76 years (2024: 77 years). Lease payments are paid at inception of the leases.

(c) Material accounting policy information

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, except for freehold land and capital work-in-progress are stated at cost less impairment losses and not depreciated.

Depreciation of property, plant and equipment is recognised in the profit or loss on a straight-line basis to write off the cost of each asset to its residual value over its estimated useful life.

## NOTES TO THE FINANCIAL STATEMENTS

**2. PROPERTY, PLANT AND EQUIPMENT (CONT'D)**

## (c) Material accounting policy information (cont'd)

Property, plant and equipment are depreciated based on the estimated useful lives of the assets as follows:

Long-term leasehold land	96 years
Buildings	5 - 50 years
Furniture, fittings, office equipment and renovation	10 years
Motor vehicles	5 years

Property, plant and equipment are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. The difference between the net disposal proceeds, if any, and the net carrying amount recognised in profit or loss.

**3. RIGHT-OF-USE ASSETS**

	Note	Buildings RM	Office equipment RM	Total RM
<b>Group</b>				
<b>Cost</b>				
At 1 April 2023		1,607,997	937,846	2,545,843
Additions		279,946	36,854	316,800
Derecognition		(315,079)	(28,786)	(343,865)
Write off		-	(435,601)	(435,601)
At 31 March 2024/1 April 2024		1,572,864	510,313	2,083,177
Additions		44,263	-	44,263
Derecognition		(1,572,864)	(7,216)	(1,580,080)
At 31 March 2025		44,263	503,097	547,360
<b>Depreciation</b>				
At 1 April 2023		1,379,599	247,112	1,626,711
Depreciation for the financial year	22	281,538	55,525	337,063
Derecognition		(203,794)	(28,786)	(232,580)
Write off		-	(155,599)	(155,599)
At 31 March 2024/1 April 2024		1,457,343	118,252	1,575,595
Depreciation for the financial year	22	154,839	56,711	211,550
Derecognition		(1,572,864)	(7,216)	(1,580,080)
At 31 March 2025		39,318	167,747	207,065
<b>Carrying amount</b>				
At 31 March 2024		115,521	392,061	507,582
At 31 March 2025		4,945	335,350	340,295

# NOTES TO THE FINANCIAL STATEMENTS

## 3. RIGHT-OF-USE ASSETS (CONT'D)

	Note	Office equipment RM
<b>Company</b>		
<b>Cost</b>		
At 1 April 2023		889,221
Write off		(435,601)
At 31 March 2024/1 April 2024/31 March 2025		453,620
<b>Depreciation</b>		
At 1 April 2023		203,394
Depreciation for the financial year	22	48,615
Write off		(155,599)
At 31 March 2024/1 April 2024		96,410
Depreciation for the financial year	22	47,658
At 31 March 2025		144,068
<b>Carrying amount</b>		
At 31 March 2024		357,210
At 31 March 2025		309,552

- (a) The Group and the Company leased a number of premises and office equipment that run between one to five years, with an option to renew the lease after that expiry date.
- (b) The Group and the Company also have short-term leases with lease terms of 12 months or less and leases of assets with low value at less than RM20,000 each when purchase new. Leases included extension option. These options are negotiated by management to provide flexibility in managing the portfolio of leased asset and align with the Group's business needs. Management exercises judgement in determining whether these extension and termination options are reasonably certain to be exercised.

The Group and the Company have applied the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

## NOTES TO THE FINANCIAL STATEMENTS

**3. RIGHT-OF-USE ASSETS (CONT'D)**

## (c) Material accounting policy information

ROU assets are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation of ROU assets are recognised in the profit or loss on straight-line method from the commencement date to the earlier of the end of the useful life of the ROU assets or the end of the lease term.

The estimated useful lives of the ROU assets are determined on the same basis as those of property, plant and equipment as follow:

Buildings	Over the remaining lease
Office equipment	Over the remaining lease

**4. INVESTMENT PROPERTIES**

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Cost</b>				
At beginning/end of financial year	2,262,959	2,262,959	2,538,367	2,538,367
<b>Depreciation</b>				
At beginning of financial year	780,495	737,738	860,116	814,059
Depreciation for the financial year	42,758	42,757	46,058	46,057
At end of financial year	823,253	780,495	906,174	860,116
<b>Carrying amount</b>				
At end of financial year	1,439,706	1,482,464	1,632,193	1,678,251
<b>Included in the above are:</b>				
Freehold land	51,189	51,189	235,495	235,495
Buildings	1,388,517	1,431,275	1,396,698	1,442,756
	1,439,706	1,482,464	1,632,193	1,678,251
<b>Fair value</b>				
At end of financial year	3,556,543	2,744,301	5,222,325	4,946,781

# NOTES TO THE FINANCIAL STATEMENTS

## 4. INVESTMENT PROPERTIES (CONT'D)

(a) Investment properties comprise a number of commercial properties that are leased to third parties and car park lots. Each of the leases contains an initial non- cancellable period of 3 years. Subsequent renewals will be negotiated with the lessee and on average, the renewal periods are 3 years. No contingent rents are charged.

(b) Assets held in trust

Investment properties of the Company amounting to RM294,895 (2024: RM298,195) are held in trust by a subsidiary.

(c) Assets pledged as securities to licensed banks

Investment properties of the Group and of the Company amounting to RM1,337,298 (2024: RM1,380,056) have been charged as securities for bank borrowings granted as disclosed in Note 18 to the financial statements.

(d) Fair value measurement

The Group measures fair values using the fair value hierarchy that reflects the significance of the inputs used in making the measurements.

The following table shows the valuation technique used in measuring the fair value of investment property, as well as the significant unobservable input used.

<b>Description of valuation technique</b>	<b>Significant unobservable input</b>	<b>Inter-relationship between significant unobservable input and fair value measurement</b>
The Group estimates the fair value of the investment property by the Directors based on internal appraisal of market value of comparable properties.	Market price of property per square feet ("sq ft") in vicinity compared.	The estimated fair value would increase/(decrease) if market prices of properties were higher/(lower).

The fair value of investment property was estimated by the Directors using above valuation technique. The fair value is within Level 3 of the fair value hierarchy.

There were no transfers between levels during current and previous financial years.

### Highest and best use

The Group's investment property represents 4 ½ - storey shop office and car park. The highest and best use of this property is for rental income generation as it is located in the vicinity of the commercial area.

## NOTES TO THE FINANCIAL STATEMENTS

**4. INVESTMENT PROPERTIES (CONT'D)**

- (e) Income and expenses recognised in profit or loss

The following are recognised in profit or loss in respect of investment properties:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Rental income	26,100	25,900	117,300	117,100
Other income	435,695	312,196	-	-
	461,795	338,096	117,300	117,100
Direct operating expenses:				
- income generating investment properties	90,356	19,479	94,272	19,862

- (f) Material accounting policy information

Investment properties are properties held either to earn rental income or for capital appreciation, or for both. Investment properties are measured at cost, including transaction costs, less any accumulated depreciation and impairment losses.

Investment properties are depreciated on a straight-line basis to write down the cost of each asset to their residual values over their estimated useful lives. Freehold land is not depreciated. The principal annual depreciation rate is:

Buildings	2%
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# NOTES TO THE FINANCIAL STATEMENTS

## 5. INTANGIBLE ASSETS

	<b>Goodwill RM</b>	<b>Concession assets RM</b>	<b>Franchisee fee RM</b>	<b>Total RM</b>
<b>Group</b>				
<b>Cost</b>				
At 1 April 2023	16,776,492	15,912,813	100,000	32,789,305
Derecognition	-	-	(100,000)	(100,000)
At 31 March 2024/1 April 2024/31 March 2025	16,776,492	15,912,813	-	32,689,305
<b>Amortisation</b>				
At 1 April 2023	-	(8,021,510)	(56,667)	(8,078,177)
Amortisation for the financial year	-	(671,943)	(5,000)	(676,943)
Derecognition	-	-	61,667	61,667
At 31 March 2024/1 April 2024	-	(8,693,453)	-	(8,693,453)
Amortisation for the financial year	-	(671,943)	-	(671,943)
At 31 March 2025	-	(9,365,396)	-	(9,365,396)
<b>Impairment loss</b>				
At 1 April 2023	(12,468,508)	(510,741)	(30,833)	(13,010,082)
Impairment losses	(640,039)	-	-	(640,039)
Derecognition	-	-	30,833	30,833
At 31 March 2024/1 April 2024	(13,108,547)	(510,741)	-	(13,619,288)
Impairment losses	(716,917)	(677,488)	-	(1,394,405)
At 31 March 2025	(13,825,464)	(1,188,229)	-	(15,013,693)
<b>Carrying amount</b>				
At 31 March 2024	3,667,945	6,708,619	-	10,376,564
At 31 March 2025	2,951,028	5,359,188	-	8,310,216
	Note 5.1	Note 5.2		

## NOTES TO THE FINANCIAL STATEMENTS

**5. INTANGIBLE ASSETS (CONT'D)****5.1 Impairment testing for cash-generating units containing goodwill****Allocation of goodwill**

For the purpose of impairment testing, goodwill is allocated to the Group's operating divisions which represent the lowest level of cash-generating units within the Group at which the goodwill is monitored for internal management purposes.

The aggregated carrying amounts of goodwill allocated to each cash-generating unit are as follows:

	Note	2025 RM	2024 RM
<b>Group</b>			
Property development			
- Penang	5.1.1	2,320,967	2,320,967
Operation of concession assets	5.1.2	630,061	1,346,978
		2,951,028	3,667,945

**5.1.1 Property development**

The recoverable amounts of the property development cash-generating units in Penang was estimated based on its value in use, determined by discounting future cash flows to be generated from the development properties in the cash-generating units. The same method has been used in the previous financial year in respect of property development cash-generating units in Penang. No impairment loss was recognised in respect of the property development cash-generating units located in Penang.

Value in use was determined by discounting the future cash flows expected to be generated from the development properties based on the following key assumptions:

- Cash flows were projected based on the gross development profits expected to be derived from the approved development plan over the development period for the next 1 to 4 years (2024: 1 to 4 years).
- The gross development profit margins were expected to be ranging from 25% to 28% (2024: 24% to 28%).
- A pre-tax discount rate of 11% (2024: 11%) was applied in determining the recoverable amount of the units.

The values assigned to the key assumptions represent management's assessment of future trends in the property development industry and are determined based on both external sources and internal sources (historical data).

The sensitivity analysis is presented as follows:

- An increase of 1% (2024: 1%) in the discount rate would not increase impairment loss (2024: No impairment loss).
- A 5% (2024: 5%) decrease in future development profit would not increase the impairment loss (2024: No impairment loss).

# NOTES TO THE FINANCIAL STATEMENTS

## 5. INTANGIBLE ASSETS (CONT'D)

### 5.1 Impairment testing for cash-generating units containing goodwill (cont'd)

#### 5.1.2 Operation of concession assets

The recoverable amount of the operation of concession assets cash-generating unit was estimated based on their value in use, determined by discounting future cash flows to be generated from the operation of concession assets.

The carrying amount of concession assets amounting to RM1,346,978 (2024: RM1,987,017) was determined to be higher than its recoverable amount and an impairment loss of RM716,917 (2024: RM640,039) was recognised during the financial year. The impairment loss is recorded within administrative expense in the Statements of Profit or Loss and Other Comprehensive Income.

Value in use was determined by discounting the future cash flows expected to be generated from the operation of concession assets cash-generating unit over the remaining concession period of 3 to 16 years (2024: 4 to 17 years) based on the following key assumptions:

- Cash flows were projected based on past rental received and actual operating results.
- Rental is expected to be derived from 95% to 100% tenant take-up rate (2024: 95% to 100% tenant take-up rate). Rental is also anticipated to grow by 3% to 10% for every 2 to 5 years (2024: 3% to 10% for every 2 to 5 years).
- A pre-tax discount rate of 11% (2024: 11%) was applied in determining the recoverable amount of the unit. The discount rate was estimated based on the industry weight average cost of capital, adjusted for the risk premium associated to the assets.

The values assigned to the key assumptions represent management's assessment of future trends in the operation of concession assets and are determined based on both external sources and internal sources (historical data).

The sensitivity analysis is presented as follows.

- An increase of 1% (2024: 1%) in the discount rate would increase impairment loss by RM237,803 (2024: RM796,982).
- A 5% (2024: 5%) decrease in future annual rental income due to decrease in tenant take-up rate or annual rental growth would increase impairment loss by RM635,438 (2024: No impairment loss).

### 5.2 Concession assets

Concession assets relate to rights to use land owned by the local authorities granted to the Group in agreements to build, operate and transfer ("BOT") commercial properties on the said land between the Group and the local authorities. Under these agreements, the Group has the right to collect rental income from the operation of these commercial properties over the concession period of 20 to 30 years. Upon expiry of the agreement, the commercial properties will be transferred to the local authorities, unless extensions are granted.

In the event that the local authorities intend to re-develop, privatise or sell the commercial properties upon expiry of the concession period, the Group has the first right of refusal to participate.

## NOTES TO THE FINANCIAL STATEMENTS

**5. INTANGIBLE ASSETS (CONT'D)****5.2 Concession assets (cont'd)****5.2.1 Impairment loss on concession assets**

The recoverable amount of the concession assets was estimated based on value in use method then. The recoverable amount of the concession assets and the impairment loss allocated are as follow:

	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Group</b>		
Recoverable amount of concession assets	5,359,188	6,708,619

The carrying amount of concession assets amounting to RM6,036,676 was determined to be higher than its recoverable amount and an impairment loss of RM677,488 was recognised during the financial year. The impairment loss is recorded within administrative expense in the Statements of Profit or Loss and Other Comprehensive Income.

Value in use was determined using the same basis and key assumptions as disclosed in Note 5.1.2 over the remaining concession period of the concession assets of 3 to 16 years (2024: 4 to 17 years).

The values assigned to the key assumptions represent management's assessment of future trends in the operation of concession assets and are determined based on both external sources and internal sources (historical data).

Following the impairment in these concession assets, the carrying amount is similar to its recoverable amount. Therefore, any adverse change in a key assumption may result in a further impairment loss.

**5.3 Material accounting policy information**

Goodwill is measured at cost less accumulated impairment losses. Goodwill is not amortised but instead, it is reviewed for impairment annually or more frequent when there is objective evidence that the carrying amount may be impaired.

Other intangible assets which have finite useful life, are measured at cost less any accumulated amortisation and any accumulated impairment losses.

# NOTES TO THE FINANCIAL STATEMENTS

## 6. INVESTMENTS IN SUBSIDIARIES

	2025 RM	2024 RM
<b>Company</b>		
<b>Cost - Unquoted shares</b>		
At beginning of financial year/At end of financial year	517,731,846	517,731,846
<b>Impairment loss</b>		
At beginning of financial year/At end of financial year	186,324,089	186,324,089
<b>Carrying amount</b>		
At beginning of financial year/At end of financial year	331,407,757	331,407,757

### Impairment loss

The Company recognised full impairment loss in respect of certain investments in subsidiaries as these subsidiaries are continuously loss making and have reported deficits in shareholders' fund and the Company has determined the recoverable amount to be RMNil.

### Details of the subsidiaries

Name of subsidiary	Place of business/ Country of incorporation	Principal activities	Effective ownership interest and voting interest	
			2025 %	2024 %
Yoon Lian Realty Sendirian Berhad	Malaysia	Property development	100	100
Daya Niaga Sdn. Bhd.	Malaysia	Trading of building materials	100	100
Grandeur Park Sdn. Bhd.	Malaysia	Property development and provision of management services	100	100
Prisma Pelangi Sdn. Bhd.	Malaysia	Property development and investment holding activities	100	100
Agro-Mod Industries Sdn. Bhd.	Malaysia	Property development and provision of management services	100	100
Tinggian Development Sdn. Bhd.	Malaysia	Property development and provision of management services	100	100

## NOTES TO THE FINANCIAL STATEMENTS

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

## Details of the subsidiaries (cont'd)

Name of subsidiary	Place of business/ Country of incorporation	Principal activities	Effective ownership interest and voting interest	
			2025 %	2024 %
Pembinaan Hua Yang Sdn. Bhd.	Malaysia	Building construction relating to real estate	100	100
Johanjana Corporation Sdn. Bhd.	Malaysia	Operation of commercial properties under the "build, operate and transfer" agreements with local authorities	100	100
Bison Holdings Sdn. Bhd.	Malaysia	Property development	100	100
Prop Park Sdn. Bhd.	Malaysia	Property development	100	100
Sunny Mode Sdn. Bhd.	Malaysia	Property development and provision of management services	100	100
G Land Development Sdn. Bhd.	Malaysia	Property development	100	100
Grand View Realty Sdn. Bhd.	Malaysia	Property development	100	100
Huayang Ventures Sdn. Bhd.	Malaysia	Operating of restaurant, laundry mart and vending machine	100	100
Kajang Heights Development Sdn. Bhd.	Malaysia	Property development	70	70
Celestial Solar Farm Sdn. Bhd.	Malaysia	Provision of engineering, procurements, constructions, commissioning and consultancy service for solar PV system	100	100

# NOTES TO THE FINANCIAL STATEMENTS

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

### Details of the subsidiaries (cont'd)

The Group's subsidiary that has material non-controlling interests ("NCI") is as follows:

	Kajang Heights Development Sdn. Bhd.	
	2025 RM	2024 RM
<b>Group</b>		
NCI percentage of ownership interest and voting interest	30%	30%
Carrying amount of NCI	21,819,704	22,064,842
Loss allocated to NCI	(245,138)	(165,806)
<b>Summarised financial information before intra-group elimination</b>		
<b>As at 31 March</b>		
Non-current assets	84,725,330	80,778,594
Current assets	32,353,819	36,421,793
Non-current liabilities	(42,624,605)	(34,648,247)
Current liabilities	(1,722,201)	(9,002,671)
Net assets	72,732,343	73,549,469
<b>Year end 31 March</b>		
Loss from continuing operations	(817,126)	(552,686)
Cash flows used in operating activities	(2,084,085)	(611,669)
Cash flows from investing activities	3,169,921	6,136,732
Cash flows used in financing activities	(2,073,585)	(5,249,999)
Net (decrease)/increase in cash and cash equivalents	(987,749)	275,064

### Material accounting policy information

Investment in subsidiaries are measured in the Company's statements of financial position at cost less accumulated impairment losses.

## NOTES TO THE FINANCIAL STATEMENTS

**7. OTHER INVESTMENT**

	<b>2025 RM</b>	<b>2024 RM</b>
<b>Group</b>		
<b>Non-current</b>		
<b>At fair value through other comprehensive income</b>		
Quoted shares in Malaysia		
At beginning of financial year	57,618,366	43,728,225
Changes in fair value through other comprehensive income	4,630,048	13,890,141
At end of financial year	<b>62,248,414</b>	<b>57,618,366</b>

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

The fair value of the other investment at end of reporting period is determined based on level 1 fair value using the market value of the quoted shares.

The investment in equity securities has been pledged as security for bank facilities granted to the Group. Under the terms and conditions of the loan, the Group is prohibited from disposing this investment without furnishing a replacement security of similar value.

**Material accounting policy information**

Investment in equity investment are not held for trading.

At initial recognition, the Group has irrevocably elect to present subsequent changes in the fair value of the investments in other comprehensive income. On derecognition, gains or losses accumulated in other comprehensive income are not reclassified to profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

## 8. INVENTORIES

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Non-current</b>				
Land held for future development	585,760,793	561,852,131	2,898,027	2,847,094
<b>Current</b>				
Developed properties	46,604,507	44,378,354	251,338	251,338
Development properties	33,250,574	50,760,513	-	-
Finished goods	218	268	-	-
	79,855,299	95,139,135	251,338	251,338
	665,616,092	656,991,266	3,149,365	3,098,432
<b>Inventories pledged as securities for bank borrowings (Note 18)</b>				
- Land held for future development	319,470,490	310,005,599	-	-
- Developed properties	21,473,819	23,261,110	251,338	251,338
- Development properties	30,868,643	32,843,391	-	-
	371,812,952	366,110,100	251,338	251,338
<b>Recognised in profit or loss</b>				
- inventories recognised as cost of sales	179	7,299,614	-	6,718,683

### Material accounting policy information

#### (a) Land held for future development

Land held for property development is stated at lower of cost and net realisable value. Such land is classified as non-current asset when no significant development work has been carried out or where development activities are not expected to be completed within the normal operating cycle.

#### (b) Property under development and completed property

Property development costs are stated at the lower of costs and net realisable value. The portion of property development costs where significant development work has been undertaken and which expected to be completed within the normal operating cycle is considered as a current asset.

The cost of land and related development costs common to whole projects and direct building costs less cumulative amounts recognised as expenses in the profit or loss for property under development are carried in the statements of financial position as property development costs. The property development cost is subsequently recognised as an expense in profit or loss when the control of the asset is transferred to the customer.

## NOTES TO THE FINANCIAL STATEMENTS

**8. INVENTORIES (CONT'D)****Material accounting policy information (cont'd)**

## (b) Property under development and completed property (cont'd)

Property development cost of unsold units is transferred to completed properties held for sale once the development is completed.

Completed property is stated at the lower of cost and net realisable value. The cost of completed property include cost associated with the acquisition of land, direct costs and appropriate proportions of common costs. Cost is determined on a specific identification basis.

## (c) Other inventories

Other inventories are measured at the lower of cost and net realisable value. The cost of finished goods is determined based on weighted average method.

**9. TRADE AND OTHER RECEIVABLES**

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Non-current</b>					
<b>Non-trade</b>					
Other receivables		-	802,184	-	-
Refundable deposits	a	2,232,460	3,122,926	30,420	43,630
		2,232,460	3,925,110	30,420	43,630
<b>Current</b>					
<b>Trade</b>					
Trade receivables		18,856,129	22,015,251	-	-
Allowance for impairment loss		(765,013)	(640,959)	-	-
		18,091,116	21,374,292	-	-
<b>Non-trade</b>					
Amounts due from subsidiaries	b	-	-	171,619,062	183,752,178
Goods and Services Tax receivables	c	28,221	28,371	-	-
Other receivables		3,728,956	3,868,793	370,903	649,063
Deposits paid	d	5,334,131	3,000,753	2,125,070	2,785,870
		9,091,308	6,897,917	174,115,035	187,187,111
Allowance for impairment loss		(245,865)	(17,288)	(5,971,192)	(5,512,858)
		8,845,443	6,880,629	168,143,843	181,674,253
		26,936,559	28,254,921	168,143,843	181,674,253
		29,169,019	32,180,031	168,174,263	181,717,883

# NOTES TO THE FINANCIAL STATEMENTS

## 9. TRADE AND OTHER RECEIVABLES (CONT'D)

### Note a

Included in refundable deposits of the Group is an amount of RMNil (2024: RM1,470,000) pledged on lien as security for bank borrowings granted (see Note 18).

### Note b

The amounts due from subsidiaries which amounting to RM165,749,621 (2024: RM178,239,320) are unsecured, subject to interest rate at 3.03% (2024: 3.00%) per annum and repayable on demand.

### Note c

Goods and Services Tax ("GST") receivables refer to the returns due from the Royal Malaysian Custom Department in relation to input tax paid by the Group.

### Note d

Included in deposits paid of the Group and of the Company are an amount of RM1,570,000 (2024: RM674,300) and RMNil (2024: RM674,300) being deposits paid for acquisition of land respectively.

## 10. CASH AND BANK BALANCES

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Non-current</b>					
Deposits placed with licensed banks		1,743,132	273,432	273,432	273,432
Cash at bank	a	100,000	3,100,000	100,000	3,100,000
		1,843,132	3,373,432	373,432	3,373,432
<b>Current</b>					
Cash in hand and at bank		4,389,960	6,493,107	1,111,047	888,841
Housing Development Accounts	b	10,229,026	5,772,503	-	-
		14,618,986	12,265,610	1,111,047	888,841
		16,462,118	15,639,042	1,484,479	4,262,273
Cash and bank balances pledged to licensed banks as securities for bank borrowings granted	18	1,931,856	3,462,156	373,432	3,373,432

### Note a

The non-current cash at bank are cash held under debt service reserve accounts that are pledged to the bank.

### Note b

The Housing Development Accounts ("HDA") are held pursuant to Section 7A of the Housing Development (Control and Licensing) Act 1966 and therefore restricted from use for other operations.

## NOTES TO THE FINANCIAL STATEMENTS

**11. DEFERRED TAX ASSETS/(LIABILITIES)**

The recognised deferred tax assets and (liabilities) before off-setting are as follows:

	Assets		Liabilities		Net	
	2025 RM	2024 RM	2025 RM	2024 RM	2025 RM	2024 RM
<b>Group</b>						
Inventories	3,171,670	3,592,050	(29,951,139)	(30,847,775)	(26,779,469)	(27,255,725)
Property, plant and equipment	-	-	(1,266,013)	(1,535,720)	(1,266,013)	(1,535,720)
Unutilised tax losses	10,058,690	11,376,246	-	-	10,058,690	11,376,246
Unabsorbed capital allowance	1,956,125	2,473,736	-	-	1,956,125	2,473,736
Others	6,220,638	2,905,191	(676,119)	(797,777)	5,544,519	2,107,414
Tax assets/(liabilities)	21,407,123	20,347,223	(31,893,271)	(33,181,272)	(10,486,148)	(12,834,049)
Set-off of tax	(1,750,656)	(2,112,150)	1,750,656	2,112,150	-	-
Net deferred tax assets/(liabilities)	19,656,467	18,235,073	(30,142,615)	(31,069,122)	(10,486,148)	(12,834,049)
<b>Company</b>						
Property, plant and equipment	-	-	(59,473)	(69,211)	(59,473)	(69,211)
Unutilised tax losses	-	1,713,259	-	-	-	1,713,259
Unabsorbed capital allowance	525,187	698,619	-	-	525,187	698,619
Others	1,433,086	-	-	-	1,433,086	-
Tax assets/(liabilities)	1,958,273	2,411,878	(59,473)	(69,211)	1,898,800	2,342,667
Set-off of tax	(59,473)	(69,211)	59,473	69,211	-	-
Net deferred tax assets	1,898,800	2,342,667	-	-	1,898,800	2,342,667

Unutilised tax losses of RM41,911,208 (2024: RM47,401,025), arising from group entities that were loss making, were recognised as deferred tax assets as management considered it probable that future taxable profits will be available against which they can be utilised when these group entities commence property development activity.

# NOTES TO THE FINANCIAL STATEMENTS

## 11. DEFERRED TAX ASSETS/(LIABILITIES) (CONT'D)

### Movement in temporary differences during the financial year

	<b>At 1.4.2023 RM</b>	<b>Recognised in profit or loss (Note 25) RM</b>	<b>At 31.3.2024/ 1.4.2024 RM</b>	<b>Recognised in profit or loss (Note 25) RM</b>	<b>At 31.3.2025 RM</b>
<b>Group</b>					
Inventories	(28,165,702)	909,977	(27,255,725)	476,256	(26,779,469)
Property, plant and equipment	(132,952)	(1,402,768)	(1,535,720)	269,707	(1,266,013)
Unutilised tax losses	11,630,947	(254,701)	11,376,246	(1,317,556)	10,058,690
Unabsorbed capital allowance	2,494,900	(21,164)	2,473,736	(517,611)	1,956,125
Others	(1,064,441)	3,171,855	2,107,414	3,437,105	5,544,519
Net deferred tax assets/ (liabilities)	(15,237,248)	2,403,199	(12,834,049)	2,347,901	(10,486,148)
<b>Company</b>					
Property, plant and equipment	(80,111)	10,900	(69,211)	9,738	(59,473)
Unutilised tax losses	1,760,378	(47,119)	1,713,259	(1,713,259)	-
Unabsorbed capital allowance	662,400	36,219	698,619	(173,432)	525,187
Others	-	-	-	1,433,086	1,433,086
Net deferred tax assets/ (liabilities)	2,342,667	-	2,342,667	(443,867)	1,898,800

## 12. CONTRACT WITH CUSTOMERS

### 12.1 Contract assets

	<b>2025 RM</b>	<b>2024 RM</b>
<b>Group</b>		
Contract assets	9,510,646	53,716,317
Contract liabilities	(6,084,011)	-
	3,426,635	53,716,317

The contract assets primarily relate to the Group's rights to consideration for work completed on contracts with property buyers but not yet billed at the reporting date. The amount will be billed on achievement of billing milestone as per the contract and will be transferred to trade receivables when the rights become unconditional.

The contract liabilities primarily relate to the advance consideration received from customer for construction contract, which revenue is recognised over time during the property development activities.

## NOTES TO THE FINANCIAL STATEMENTS

**12. CONTRACT WITH CUSTOMERS (CONT'D)****12.2 Contract costs**

	<b>2025 RM</b>	<b>2024 RM</b>
<b>Group</b>		
Cost to obtain a contract	1,210,648	1,431,334
Cost to fulfil a contract	3,341,118	5,176,181
	<b>4,551,766</b>	<b>6,607,515</b>

**Cost to obtain a contract**

Cost to obtain a contract primarily comprises incremental commission fees paid to intermediaries as a result of obtaining contracts and they are recoverable.

Capitalised commission fees are amortised when the related revenues are recognised. During the financial year, the amount amortised was RM2,304,294 (2024: RM4,822,140).

**Cost to fulfil a contract**

Cost to fulfil a contract primarily comprises carrying amount of inventories in relation to contracts with customers. During the financial year, the amount amortised was RM66,402,005 (2024: RM146,233,583).

**13. OTHER CURRENT ASSETS**

	<b>Group</b>		<b>Company</b>	
	<b>2025 RM</b>	<b>2024 RM</b>	<b>2025 RM</b>	<b>2025 RM</b>
Prepaid operating expenses	173,932	649,329	157,212	632,042

# NOTES TO THE FINANCIAL STATEMENTS

## 14. SHARE CAPITAL

	Number of shares 2025 Units	Amount 2025 RM	Number of shares 2024 Units	Amount 2024 RM
<b>Group and Company</b>				
<b>Issued and fully paid shares with no par value classified as equity instruments</b>				
<b>Ordinary shares</b>				
At 1 April/At 31 March	440,000,000	364,936,000	440,000,000	364,936,000

### Ordinary shares

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regards to the Company's residual assets.

## 15. RESERVES

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
Fair value reserve	a	7,716,746	3,086,698	-	-
Translation reserves	b	(5,345,000)	(5,345,000)	-	-
Warrants reserves	c	2,904,000	2,904,000	2,904,000	2,904,000
		5,275,746	645,698	2,904,000	2,904,000

### (a) Fair value reserve

Fair value reserve represents the cumulative net change in the fair value of the investment in securities measured at FVTOCI until they are derecognised or impaired.

### (b) Translation reserve

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations of the Group's associate.

## NOTES TO THE FINANCIAL STATEMENTS

**15. RESERVES (CONT'D)****(c) Warrants reserves**

Warrants reserves represents reserve allocated to free detachable warrants issued with right issue.

Warrants 2022/2027

In the financial year ended 31 March 2023, the Company issued renounceable rights issue of up to 88,000,000 new ordinary shares of RM0.18 each together with up to 88,000,000 free detachable warrants on the basis of one (1) Rights Share together with one (1) Warrant for every four (4) existing ordinary shares held.

The Company executed a Deed Poll constituting the Warrants and the exercise price of Warrants have been fixed at RM0.30 each. The Warrants may be exercised at any time within 5 years commencing on including the date of issuance of the Warrants and expiring on 25 October 2027. Any Warrants which have not been exercised at date of maturity will lapse and cease to be valid for any purpose.

The new ordinary shares allotted and issued upon exercise of the Warrants shall rank pari passu in all respects with the then existing ordinary shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or other distributions, the entitlement date of which is prior to the date of allotment of the new ordinary shares arising from exercise of the Warrants.

The Rights Issue with Warrants was completed with the listing and quotation of 88,000,000 Rights Shares and 88,000,000 Warrants on the Main Market of Bursa Securities on 31 October 2022.

As at the financial year end, the total number of Warrants that remain unexercised at 88,000,000 and the warrant reserve value were RM2,904,000.

**16. PERPETUAL SUKUK**

On 20 August 2021, the Company made its first issuance of Perpetual Sukuk Musharakah of RM5,000,000 nominal value under its Perpetual Sukuk Musharakah Programme of up to RM500 million.

The proceeds arising from the Perpetual Sukuk will be utilised for Shariah-compliant purposes which include refinancing of existing financing/borrowings, capital expenditure, asset acquisition, working capital, general corporate purposes and defray fees, costs and expenses in relation to the issuance of the Perpetual Sukuk Musharakah.

The salient features of the Perpetual Sukuk are as follows:

- (a) The Perpetual Sukuk is issued under the Shariah principle of Musharakah and unrated;
- (b) The Perpetual Sukuk issued carried an initial fixed periodic distribution rate of 6.50% per annum payable on a semi-annual basis in arrears. The periodic distribution rate of any tranche of perpetual sukuk will be reset at the aggregate of the initial period distribution rate plus set-up margin provided that such rate is capped at maximum rate;
- (c) No fixed redemption date but the Company has the option to redeem on the First Call date and on each subsequent semi-annual periodic distribution date;

## NOTES TO THE FINANCIAL STATEMENTS

### 16. PERPETUAL SUKUK (CONT'D)

The salient features of the Perpetual Sukuk are as follows: (cont'd)

- (d) The Company also has the option to redeem the Perpetual Sukuk under the following circumstances:
- (i) Accounting Event - if the Perpetual Sukuk is or will no longer be recorded as equity as a result of changes to accounting standards;
  - (ii) Tax Event - if the Company is or will become obliged to pay additional amount of tax due to changes in tax laws or regulations;
  - (iii) Change in Control Event - if Ho Wen Yan ceases to be the single largest shareholder (directly or indirectly) of the Company;
  - (iv) Leverage Event - if the Net Debts over Equity Ratio of the Company (on a consolidated basis) exceeds 1.25 times;
  - (v) Privatisation Event - if the Company fails to maintain the status as a public listed company on Bursa Malaysia Securities Berhad and is delisted;
  - (vi) Shareholder Event - if the Company reduces the issued and fully paid ordinary shares; and
  - (vii) Sinking Fund Event - if the Company fails to deposit the required build up for the nominal value of the applicable Secured Perpetual Sukuk Musharakah.
- (e) Payment obligations on the Perpetual Sukuk will at all times, rank ahead of the holders of Junior Obligations of the Company and rank pari passu with all other present and future unsecured, unconditional and unsubordinated obligations of the Company.

During the financial year, the Company settled its outstanding Perpetual Sukuk amounting to RM5,000,000 through voluntary redemption in cash, in accordance with the terms and conditions of the Sukuk agreement.

Upon settlement, the Perpetual Sukuk was derecognised from equity, and no gain or loss was recognised, as the transaction was with equity holders and recorded directly in equity.

## NOTES TO THE FINANCIAL STATEMENTS

## 17. TRADE AND OTHER PAYABLES

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Non-current</b>					
<b>Trade</b>					
Trade payables	a	24,349,165	32,384,377	-	-
<b>Non-trade</b>					
Refundable deposits		312,679	315,180	-	-
		24,661,844	32,699,557	-	-
<b>Current</b>					
<b>Trade</b>					
Trade payables		49,112,488	86,281,173	-	-
<b>Non-trade</b>					
Amounts due to subsidiaries	b	-	-	50,466,089	55,830,292
Accrued operating expenses		11,986,962	13,288,943	1,201,900	2,040,190
Other payables		9,274,105	6,288,034	245,451	472,680
Refundable deposits		1,217,737	1,256,687	11,070	11,220
Provisions	c	157,769	205,165	-	-
		22,636,573	21,038,829	51,924,510	58,354,382
		71,749,061	107,320,002	51,924,510	58,354,382
		96,410,905	140,019,559	51,924,510	58,354,382

**Note a**

Non-current trade payables are retention sums which are payable upon the expiry of the defects liability period and compensation owing to authorities that are payable upon development of land held for future development.

**Note b**

The amounts due to subsidiaries which amounting to RM21,038,023 (2024: RM23,232,305) are unsecured, subject to interest rate at 3.03% (2024: 3.00%) per annum and repayable on demand.

# NOTES TO THE FINANCIAL STATEMENTS

## 17. TRADE AND OTHER PAYABLES (CONT'D)

### Note c

The movements of the provisions are as follows:

	Group	
	2025 RM	2024 RM
At 1 April	205,165	-
Recognised in profit or loss	40,917	205,165
Payment during the financial year	(88,313)	-
At 31 March	157,769	205,165

## 18. LOANS AND BORROWINGS

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Non-current</b>				
<u>Secured</u>				
Sukuk Murabahah	1,852,000	3,710,000	1,852,000	3,710,000
Term loans	118,601,922	107,369,284	390,367	1,820,552
Islamic cash line facility	19,918,276	7,400,000	19,918,276	7,400,000
	140,372,198	118,479,284	22,160,643	12,930,552
<b>Current</b>				
<u>Secured</u>				
Sukuk Murabahah	1,858,000	4,492,000	1,858,000	4,492,000
Term loans	6,225,594	8,798,650	1,025,594	548,650
Revolving loans	18,000,000	23,278,451	18,000,000	23,278,451
Islamic cash line facility	10,041,000	12,388,751	10,041,000	12,388,751
Banker's acceptance	277,000	501,000	-	-
Bank overdrafts	15,396,812	21,596,326	6,039,325	11,152,741
	51,798,406	71,055,178	36,963,919	51,860,593
	192,170,604	189,534,462	59,124,562	64,791,145

### Securities

The Group's and the Company's secured Sukuk Murabahah, term loans, revolving loans, Islamic cash line facility, banker's acceptance and bank overdrafts are secured by the following:

- i) legal charge over property, plant and equipment (Note 2), investment properties (Note 4) and inventories (Note 8);
- ii) deposits placed with licensed banks (Note 10); and
- iii) corporate guarantee by the Company and certain subsidiaries.



# NOTES TO THE FINANCIAL STATEMENTS

## 19. LEASE LIABILITIES

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Non-current	27,583	38,298	7,614	12,257
Current	16,683	264,396	4,642	135,487
	44,266	302,694	12,256	147,744

The maturity analysis of lease liabilities at the end of the reporting period are as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Within 1 year	18,620	281,743	4,920	149,643
Between 1 - 2 years	13,620	18,540	4,920	9,840
Between 2 - 5 years	15,920	24,620	2,870	2,870
	48,160	324,903	12,710	162,353
Less: Future finance charges	(3,894)	(22,209)	(454)	(14,609)
Present value of lease liabilities	44,266	302,694	12,256	147,744

The Group and the Company lease a number of premises and office equipments. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

The average effective interest rate per annum at the end of reporting period for lease liabilities are ranging from 2.74% to 6.76% (2024: 2.74% to 7.01% per annum).

## 20. REVENUE

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Revenue from contracts with customers</b>	101,971,443	202,722,443	5,783,400	13,957,800
<b>Other revenue</b>				
- Dividend income	-	-	3,378,000	15,000,000
- Rental income	2,589,398	2,325,605	-	-
	2,589,398	2,325,605	3,378,000	15,000,000
	104,560,841	205,048,048	9,161,400	28,957,800

## NOTES TO THE FINANCIAL STATEMENTS

**20. REVENUE (CONT'D)****20.1 Disaggregation of revenue from contracts with customers**

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Major products and services</b>				
Sales of development properties	30,856,375	175,595,179	-	-
Sales of developed properties	67,441,334	13,441,146	-	-
Sales of land held for property development	-	8,250,000	-	8,250,000
Trading of building materials	2,481,573	4,229,677	-	-
Operating of restaurant, laundry and vending machine	33,278	105,641	-	-
Management fee	1,158,883	1,100,800	5,783,400	5,707,800
	101,971,443	202,722,443	5,783,400	13,957,800
<b>Timing and recognition</b>				
At a point in time	69,956,185	26,026,464	-	8,250,000
Over time	32,015,258	176,695,979	5,783,400	5,707,800
	101,971,443	202,722,443	5,783,400	13,957,800

# NOTES TO THE FINANCIAL STATEMENTS

## 20. REVENUE (CONT'D)

### 20.2 Nature of goods and services

<b>Nature of goods or services</b>	<b>Timing of recognition or method used to recognised revenue</b>	<b>Significant payment terms</b>	<b>Variable element in consideration</b>	<b>Obligation for returns or refunds</b>	<b>Warranty</b>
Sales of development properties	Revenue is recognised over time using the input method. Development properties sold to customers typically do not have alternative use and the Group has rights to payment for work performed.	Based on milestone progress billings submitted to customers which are approved by accredited architect and subjected to a credit period of 30 days.	Not applicable	Not applicable	The Group is required to fulfil warranty obligation over defect liability period of 2 years from the handover of properties to customers.
Sales of developed properties and land held for property development	Revenue is recognised when right to pledge the developed properties is given to the customer.	Based on progress billings, which is subjected to 30 days credit period, with 10% payable upon signing of contract and remaining 90% billable 3 months from date of signing of contract.	Not applicable	Not applicable	Not applicable
Trading of building materials	Revenue is recognised when the goods are delivered and accepted by customers at their premises.	Credit period of 30 days from invoice date.	Not applicable	Not applicable	Not applicable
Operating of restaurant, laundry and vending machine	Revenue is recognised when goods/services are served/delivered.	No credit term is given.	Not applicable	Not applicable	Not applicable
Management fee	Revenue is recognised over time as and when management services are performed.	Credit period of 30 days from invoice date.	Not applicable	Not applicable	Not applicable

## NOTES TO THE FINANCIAL STATEMENTS

### 20. REVENUE (CONT'D)

#### 20.3 Transaction price allocated to the remaining performance obligations

Transaction price allocated to performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date of RM46,260,495 (2024: RM70,360,555) are expected to be recognised as revenue progressively over the financial years 2026 to 2027 (2024: 2025 to 2026).

The Group applies the following practical expedients:

- exemption on disclosure of information on remaining performance obligations that have original expected durations of one year or less.
- exemption not to adjust the promised amount of consideration for the effects of a significant financing component when the period between the transfer of a promised good or service to a customer and when the customer pays for that good or service is one year or less.

#### 20.4 Significant judgements and assumptions arising from revenue recognition

The Group applied the following judgements and assumptions that significantly affect the determination of the amount and timing of revenue recognised from contracts with customers:

- For revenue recognised over time using the cost incurred method, the Group measured the performance of work done by comparing the actual costs incurred with the estimated total costs required to complete the work. Significant judgements are required to estimate the total contract costs to complete. In making these estimates, management relied on professionals' estimates and also on past experience of completed developed properties. A change in the estimates will directly affect the revenue to be recognised.
- For revenue recognised in respect of contracts with customers who are not supported by end-financiers, the Group has assessed and determined that collectability of the consideration from these customers is probable. In making this judgement, the Group has considered the trend of collections from these customers and the general background of these customers.

## NOTES TO THE FINANCIAL STATEMENTS

### 21. OTHER INCOME

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Interest income of financial assets calculated using the effective interest method that are at amortised cost:				
- interest income	157,595	162,677	5,564,667	5,768,306
	157,595	162,677	5,564,667	5,768,306
Deposits forfeited	11,900	205,999	-	-
Rental income				
- investment properties	26,100	25,900	117,300	117,100
- parking income	435,695	312,196	-	-
- others	1,059,628	980,658	-	-
Reversal of provision for damage claims	306,536	-	306,536	-
Sundry income	641,638	346,432	5,531	55,401
	2,639,092	2,033,862	5,994,034	5,940,807

### 22. RESULTS FROM OPERATING ACTIVITIES

Results from operating activities are arrived at after charging/(crediting) amongst other:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Auditors' remuneration:				
- Audit fees				
- current year	239,500	262,800	85,000	85,000
- under/(over) provision in prior years	800	(10,500)	-	(8,000)
- Non-audit fees	6,000	8,650	6,000	6,000

## NOTES TO THE FINANCIAL STATEMENTS

**22. RESULTS FROM OPERATING ACTIVITIES (CONT'D)**

Results from operating activities are arrived at after charging/(crediting) amongst other: (cont'd)

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Material expense/(income)</b>				
Amortisation of:				
- concession assets	671,943	671,943	-	-
- franchise fee	-	5,000	-	-
Bad debts written off	2,934	42,263	-	-
Depreciation of:				
- investment properties	42,758	42,757	46,058	46,057
- property, plant and equipment	696,282	2,019,579	298,430	376,455
- right-of-use assets	211,550	337,063	47,658	48,615
Deposit written off	676,800	49,592	674,300	-
Impairment loss on intangible assets	1,394,405	640,039	-	-
Loss on disposal of property, plant and equipment	-	115,954	-	-
Non-Executive Directors' remuneration	709,772	706,730	689,648	687,288
Property, plant and equipment written off	14,464	260,791	-	-
Right-of-use assets written off	-	280,002	-	280,002
Intangible assets written off	-	7,500	-	-
Termination of lease contract	-	26,575	-	-
<b>Expenses arising from leases:</b>				
Expenses relating to short-term leases (a)	251,076	267,146	-	-
Expenses relating to leases of low-value assets (a)	20,461	11,402	-	-
<b>Net losses/(gains) on impairment of financial instruments</b>				
Financial assets at amortised cost	352,631	(1,194,031)	458,334	(954,123)

- (a) The Group and the Company lease a number of properties and office equipment with contract terms of not more than one year. These leases are short-term and/or leases of low-value items. The Group or the Company has elected not to recognise right-of-use assets and lease liabilities for these leases.

# NOTES TO THE FINANCIAL STATEMENTS

## 23. FINANCE COSTS

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Interest expense of financial liabilities that are not at fair value through profit of loss:				
- bank overdrafts	1,894,204	1,852,824	853,420	922,400
- banker's acceptance	13,022	42,765	-	-
- bank loans	8,971,350	10,601,992	4,188,202	6,745,027
- lease liabilities	19,053	39,340	14,155	28,223
- intercompany loan	-	-	714,811	1,065,917
- project financing interest	-	(514,184)	-	-
- other financial liabilities carried at amortised cost	531,168	594,125	127,753	306,607
	11,428,797	12,616,862	5,898,341	9,068,174
Capitalised on qualifying assets - inventories	(6,705,935)	(4,631,537)	-	-
<b>Recognised in profit or loss</b>	<b>4,722,862</b>	<b>7,985,325</b>	<b>5,898,341</b>	<b>9,068,174</b>

## 24. EMPLOYEE BENEFITS EXPENSE AND KEY MANAGEMENT PERSONNEL COMPENSATION

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Salaries and bonus	6,641,203	7,128,701	3,631,350	3,826,700
EIS contributions	7,249	7,127	2,668	2,640
EPF contributions	865,051	938,740	450,934	487,359
Social security contributions	64,178	62,666	23,906	23,355
	7,577,681	8,137,234	4,108,858	4,340,054

Included in employees' benefits expenses of the Group and of the Company is Executive Directors' remuneration, excluding benefits-in-kind, amounting to RM1,275,880 (2024: RM1,432,414).

## NOTES TO THE FINANCIAL STATEMENTS

**24. EMPLOYEE BENEFITS EXPENSE AND KEY MANAGEMENT PERSONNEL COMPENSATION (CONT'D)**

The key management personnel compensations are as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Executive Director</b>				
- Salaries and other emoluments	1,128,000	1,280,000	1,128,000	1,280,000
- EIS contributions	127	119	127	119
- EPF contributions	146,640	151,255	146,640	151,255
- Social security contributions	1,113	1,040	1,113	1,040
Total Executive Director's remuneration (excluding benefit-in-kind)	1,275,880	1,432,414	1,275,880	1,432,414
Estimated money value of benefit-in-kind	7,200	7,200	7,200	7,200
<b>Total Executive Director's remuneration (including benefit-in-kind)</b>	<b>1,283,080</b>	<b>1,439,614</b>	<b>1,283,080</b>	<b>1,439,614</b>
<b>Non-Executive Directors</b>				
- Fees	679,772	677,730	659,648	658,288
- Other emoluments	30,000	29,000	30,000	29,000
Total Non-Executive Directors remuneration (excluding benefits-in-kind)	709,772	706,730	689,648	687,288
Estimated money value of benefits-in-kind	7,200	7,200	7,200	7,200
<b>Total Non-Executive Directors' remuneration (including benefits-in-kind)</b>	<b>716,972</b>	<b>713,930</b>	<b>696,848</b>	<b>694,488</b>
<b>Total key management personnel compensation</b>	<b>2,000,052</b>	<b>2,153,544</b>	<b>1,979,928</b>	<b>2,134,102</b>

# NOTES TO THE FINANCIAL STATEMENTS

## 24. EMPLOYEE BENEFITS EXPENSE AND KEY MANAGEMENT PERSONNEL COMPENSATION (CONT'D)

The number of directors of the Company whose total remuneration during the financial year fell within the following bands is analysed below:

	Number of directors	
	2025	2024
<b>Executive director</b>		
RM1,250,001 - RM1,300,000	1	-
RM1,400,001 - RM1,450,000	-	1
<b>Non-executive directors</b>		
RM50,001 - RM100,000	-	2
RM100,001 - RM150,000	4	3
RM150,001 - RM200,000	1	1

## 25. TAX EXPENSE

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Recognised in profit or loss</b>				
<b>Income tax expense</b>				
Current tax	7,236,287	6,371,492	765,301	837,963
Prior years	(1,064,771)	(234,203)	(837,658)	(201,201)
Total income tax recognised in profit or loss	6,171,516	6,137,289	(72,357)	636,762
<b>Deferred tax expense</b>				
Origination and reversal of temporary differences	(1,664,550)	(57,443)	443,867	187,184
Prior years	(683,351)	(2,345,756)	-	(187,184)
	(2,347,901)	(2,403,199)	443,867	-
	3,823,615	3,734,090	371,510	636,762

## NOTES TO THE FINANCIAL STATEMENTS

## 25. TAX EXPENSE (CONT'D)

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Reconciliation of tax expense</b>				
Profit before tax	10,150,784	9,896,553	401,632	11,590,536
Income tax calculated using Malaysian tax rate of 24%	2,436,189	2,375,173	96,392	2,781,729
Non-taxable income	(884,289)	(3,949,757)	(884,289)	(3,949,756)
Non-deductible expenses	3,119,987	7,655,744	1,406,378	1,960,285
Deferred tax assets not recognised	899,850	232,889	590,687	232,889
(Over)/Under provision in prior years				
- income tax	(1,064,771)	(234,203)	(837,658)	(201,201)
- deferred tax	(683,351)	(2,345,756)	-	(187,184)
	3,823,615	3,734,090	371,510	636,762

The Group and the Company have unutilised business losses and unabsorbed capital allowance for carry forward to offset future taxable profits as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Unutilised business losses	73,854,691	71,351,895	9,408,595	9,408,595
Unabsorbed capital allowance	8,667,168	10,037,821	2,317,611	2,210,092
	82,521,859	81,389,716	11,726,206	11,618,687

# NOTES TO THE FINANCIAL STATEMENTS

## 25. TAX EXPENSE (CONT'D)

Unutilised business losses will expire in the following financial years:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Expiring in 2028	17,791,645	21,230,129	6,148,186	6,148,186
Expiring in 2029	7,264,407	7,264,407	-	-
Expiring in 2030	8,926,692	8,926,692	-	-
Expiring in 2031	11,983,463	11,983,463	-	-
Expiring in 2032	9,148,476	9,148,476	-	-
Expiring in 2033	5,031,116	5,031,116	-	-
Expiring in 2034	7,767,612	7,767,612	3,260,409	3,260,409
Expiring in 2035	5,941,280	-	-	-
	73,854,691	71,351,895	9,408,595	9,408,595

Based on the current legislation, any unutilised business 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 allowance are allowed to be carried forward indefinitely.

## 26. EARNINGS PER ORDINARY SHARE

### Basic earnings per ordinary share

The calculation of basic earnings per ordinary share at 31 March 2025 was based on the profit attributable to owners of the Company and the weighted average number of ordinary shares outstanding, calculated as follows:

	2025	2024
<b>Group</b>		
<b>RM</b>		
Profit for the financial year attributable to owners of the Company	6,572,307	6,328,269
<i>Weighted average number of ordinary shares in issue:</i>		
Issued ordinary shares at 1 April/31 March		
Weighted average number of ordinary shares	440,000,000	440,000,000
<b>Sen</b>		
Basic earnings per ordinary shares	1.49	1.44

## NOTES TO THE FINANCIAL STATEMENTS

**26. EARNINGS PER ORDINARY SHARE (CONT'D)****Diluted earnings per ordinary share**

The calculation of diluted earnings per ordinary share at 31 March 2025 was based on profit attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares, calculated as follows:

	<b>2025</b>	<b>2024</b>
<b>Group</b>		
<b>RM</b>		
Profit for the financial year attributable to owners of the Company	6,572,307	6,328,269
Weighted average number of ordinary shares used in the calculation of basic of earnings per share	440,000,000	440,000,000
Effect of warrants	68,715,287	51,098,865
Weighted average number of ordinary shares	508,715,287	491,098,865
<b>Sen</b>		
Diluted earnings per ordinary shares	1.29	1.29

**27. DIVIDENDS**

The Directors do not recommend any dividend to be paid for the financial year ended 31 March 2025.

**28. FINANCIAL GUARANTEE**

	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Company</b>		
<b>Unsecured:</b>		
Bank guarantee facilities utilised by subsidiaries	4,458,298	3,981,248
<b>Unsecured:</b>		
Corporate guarantee given to licensed banks for credit facilities granted to subsidiaries	133,046,042	124,743,317

## NOTES TO THE FINANCIAL STATEMENTS

### 29. OPERATING SEGMENTS

The Group has 2 reportable segments, as described below, which are the Group's strategic business units. The strategic business units offer different products and services, and are managed separately because they require different business strategies. For each of the strategic business units, the Chief Operating Decision Maker ("CODM") (i.e. the Board of Directors) reviews internal management reports at least on a quarterly basis. The following summary describes the operations in each of the Group's reportable segments:

(i) Property development segment

The property development segment is in the business of constructing and developing residential and commercial properties. This reportable segment has been formed by aggregating the property development operating segment and the investment properties operating segment, which are regarded by management to exhibit similar economic characteristics.

(ii) Concession assets segment

Concession assets segment is the business of collection of rental over the concession periods from assets held under "build, operate and transfer" agreements.

Other non-reportable segments comprise operations related to trading of building materials, operating of restaurant, laundry and vending machine. None of these segments met the quantitative thresholds for reporting segments in 2025 and 2024.

Performance is measured based on segment profit before tax as included in the internal management reports that are reviewed by the CODM. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

## NOTES TO THE FINANCIAL STATEMENTS

## 29. OPERATING SEGMENTS (CONT'D)

	<b>Property development RM</b>	<b>Concession assets RM</b>	<b>Total RM</b>
<b>Group</b>			
<b>2025</b>			
<b>Segment gain</b>	6,367,919	283,041	6,650,960
<i>Included in the measure of segment profit are:</i>			
Revenue from external customers	99,999,309	2,589,398	102,588,707
Depreciation and amortisation	(917,788)	(713,713)	(1,631,501)
Impairment loss on intangible assets	-	(1,394,405)	(1,394,405)
Net gain/(loss) on impairment loss on financial instruments	(708,499)	10,793	(697,706)
Other material non-cash items	(382,162)	8,900	(373,262)
Interest expense	(4,933,663)	(30,514)	(4,964,177)
Interest income	335,937	72,777	408,714
<b>Segment assets</b>	844,172,929	9,682,783	853,855,712
<i>Included in the measure of segment assets are:</i>			
Additions to non-current assets other than financial instruments and deferred tax assets	6,919,280	-	6,919,280
Other investment	62,248,414	-	62,248,414
<b>Segment liabilities</b>	(335,232,695)	(1,715,766)	(336,948,461)

# NOTES TO THE FINANCIAL STATEMENTS

## 29. OPERATING SEGMENTS (CONT'D)

	<b>Property development RM</b>	<b>Concession assets RM</b>	<b>Total RM</b>
<b>Group</b>			
<b>2024</b>			
<b>Segment gain</b>	5,976,862	619,552	6,596,414
<i>Included in the measure of segment profit/(loss) are:</i>			
Revenue from external customers	198,537,312	2,349,818	200,887,130
Depreciation and amortisation	(2,253,429)	(713,713)	(2,967,142)
Impairment loss on intangible assets	-	(640,039)	(640,039)
Net gain/(loss) on impairment loss on financial instruments	763,947	(15,793)	748,154
Other material non-cash items	(109,810)	8,747	(101,063)
Interest expense	(8,124,086)	(32,436)	(8,156,522)
Interest income	379,733	23,613	403,346
<b>Segment assets</b>	868,319,651	9,624,954	877,944,605
<i>Included in the measure of segment assets are:</i>			
Additions to non-current assets other than financial instruments and deferred tax assets	694,122	492,304	1,186,426
Other investment	57,618,366	-	57,618,366
<b>Segment liabilities</b>	(365,505,138)	(1,940,978)	(367,446,116)

## NOTES TO THE FINANCIAL STATEMENTS

## 29. OPERATING SEGMENTS (CONT'D)

Group	Segment profit RM	Segment revenue RM	Depreciation and amortisation RM	Interest expense RM	Interest income RM	Other material non-cash items RM	Segment assets RM	Segment liabilities RM
<b>2025</b>								
Total reportable segment	6,650,960	102,588,707	(1,631,501)	(4,964,177)	408,714	(373,262)	853,855,712	(336,948,461)
Other non-reportable segments	(691,913)	3,007,744	(32,057)	(204,665)	164,347	(2,500)	7,721,541	(6,200,374)
Elimination of inter-segment transaction	368,122	(1,035,610)	41,025	445,980	(415,466)	-	(32,364,444)	15,583,159
Consolidated total	6,327,169	104,560,841	(1,622,533)	(4,722,862)	157,595	(375,762)	829,212,809	(327,565,676)
<b>2024</b>								
Total reportable segment	6,596,414	200,887,130	(2,967,142)	(8,156,522)	403,346	(101,063)	877,944,605	(367,446,116)
Other non-reportable segments	(893,289)	5,107,960	(150,225)	(270,080)	168,172	(475,615)	13,553,790	(11,340,710)
Elimination of inter-segment transaction	459,338	(947,042)	41,025	441,277	(408,841)	-	(31,943,242)	14,793,836
Consolidated total	6,162,463	205,048,048	(3,076,342)	(7,985,325)	162,677	(576,678)	859,555,153	(363,992,990)

**Geographical segments**

The Group predominantly operate in Malaysia.

**Major customers**

There are no major customers with revenue equal or more than 10% of the Group's total revenue.

# NOTES TO THE FINANCIAL STATEMENTS

## 30. COMMITMENTS

	2025 RM	2024 RM
<b>Group and Company</b>		
Commitments to purchase land held for property development		
- Approved and contracted for	14,130,000	-
- Approved and not contracted for	-	2,705,296
Commitments in respect of property, plant and equipment		
- Approved and contracted for	2,746,845	-

## 31. FINANCIAL INSTRUMENTS

### 31.1 Categories of financial instruments

The table below provides an analysis of financial instruments as at 31 March 2025, by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

Group	At amortised cost RM	At FVTOCI RM	Total RM
<b>2025</b>			
<b>Financial assets</b>			
Other investment	-	62,248,414	62,248,414
Trade and other receivables	27,570,798	-	27,570,798
Cash and cash equivalents	16,462,118	-	16,462,118
	44,032,916	62,248,414	106,281,330
<b>Financial liabilities</b>			
Trade and other payables	96,410,905	-	96,410,905
Loans and borrowings	192,170,604	-	192,170,604
	288,581,509	-	288,581,509
<b>2024</b>			
<b>Financial assets</b>			
Other investment	-	57,618,366	57,618,366
Trade and other receivables	31,477,360	-	31,477,360
Cash and cash equivalents	15,639,042	-	15,639,042
	47,116,402	57,618,366	104,734,768
<b>Financial liabilities</b>			
Trade and other payables	140,019,559	-	140,019,559
Loans and borrowings	189,534,462	-	189,534,462
	329,554,021	-	329,554,021

## NOTES TO THE FINANCIAL STATEMENTS

**31. FINANCIAL INSTRUMENTS (CONT'D)****31.1 Categories of financial instruments (cont'd)**

The table below provides an analysis of financial instruments as at 31 March 2025, by the class of financial instruments to which they are assigned, and therefore by the measurement basis: (cont'd)

	At amortised cost	
	2025 RM	2024 RM
<b>Company</b>		
<b>Financial assets</b>		
Trade and other receivables	168,174,263	181,043,583
Cash and cash equivalents	1,484,479	4,262,273
	169,658,742	185,305,856
<b>Financial liabilities</b>		
Trade and other payables	51,924,510	58,354,382
Loans and borrowings	59,124,562	64,791,145
	111,049,072	123,145,527

**31.2 Net gains and losses arising from financial instruments**

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Net gains/(losses) on:</b>				
Financial assets measured at amortised cost	(1,405,938)	1,007,838	4,304,280	6,415,822
Financial liabilities measured at amortised cost	(3,873,258)	(7,219,151)	(5,464,052)	(8,761,567)
Equity instruments at FVTOCI				
- Recognised in other comprehensive income	4,630,048	13,890,141	-	-
	(649,148)	7,678,828	(1,159,772)	(2,345,745)

**31.3 Financial risk management**

The Group and the Company have exposure to the following risks from their use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

## NOTES TO THE FINANCIAL STATEMENTS

### 31. FINANCIAL INSTRUMENTS (CONT'D)

#### 31.4 Credit risk

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from receivables from purchasers of properties ("purchasers") and deposits with banks and financial institutions. The Company is also exposed to credit risk in respect of advances to subsidiaries and financial guarantees given to banks for credit facilities granted to subsidiaries.

##### **Trade receivables and contract assets**

##### ***Risk management objectives, policies and processes for managing the risk***

Normally, purchasers are supported by the end-financiers which are reputable banks in Malaysia. For self-financed purchasers, the Group and the Company extend credit based upon evaluation of the purchasers' general background. Trade receivables are monitored on an ongoing basis by the Group's credit control department.

At each reporting date, the Group and the Company assess whether any of the trade receivables and contract assets are credit impaired.

The gross carrying amounts of credit impaired trade receivables and contract assets are written off (either partially or full) when there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. Nevertheless, trade receivables and contract assets that are written off could still be subject to enforcement activities.

There are no significant changes as compared to previous financial year.

##### ***Exposure to credit risk, credit quality and collateral***

As at the end of the reporting period, the maximum exposure to credit risk arising from trade receivables and contract assets are represented by the carrying amounts in the statements of financial position.

The Group generally does not receive any collateral and credit enhancement from purchasers. However, the Group mitigate its credit risk by maintaining its name as the registered owner of the properties until full settlement by the purchaser of the self-financed portion of the purchase consideration or upon undertaking of end-financing by the purchasers' end-financier.

##### ***Concentration of credit risk***

At the end of the financial year, the Group has no significant concentration of credit risk as its exposure spread over a large number of customers. In previous financial year, the Group had one customer that owned the Group and accounted for approximately 36% of all the receivables outstanding.

## NOTES TO THE FINANCIAL STATEMENTS

**31. FINANCIAL INSTRUMENTS (CONT'D)****31.4 Credit risk (cont'd)****Trade receivables and contract assets (cont'd)*****Recognition and measurement of impairment losses***

In managing credit risk of trade receivables, the Group manages its debtors and takes appropriate actions (including but not limited to legal actions) to recover long overdue balances. Generally, trade receivables will pay within 30 days. The Group's debt recovery process is as follows:

- a) Above 30 days past due after credit term, the Group will start to initiate a structured debt recovery process which is monitored by the credit control department; and
- b) If the customer did not abide by the agreed debt restructuring arrangement, the Group will issue notice of termination to commence termination of contract and recovery of the properties sold in order to reduce the credit risk exposure.

The Group measures expected credit loss ("ECL") of trade receivables individually. Consistent with the debt recovery process, invoices of which customers have defaulted on debt recovery arrangements are generally considered as credit impaired.

Loss rates are determined for each individual purchasers using past payment trends and other external information relating to the purchasers that are publicly available. In determining the loss rates for each individual purchaser, the Group also considers the value of properties sold that could be recovered upon termination of contract which will reduce credit loss arising from the trade receivables.

# NOTES TO THE FINANCIAL STATEMENTS

## 31. FINANCIAL INSTRUMENTS (CONT'D)

### 31.4 Credit risk (cont'd)

#### Trade receivables and contract assets (cont'd)

#### Recognition and measurement of impairment losses (cont'd)

The following table provides information about the exposure to credit risk and ECLs for trade receivables and contract assets as at 31 March 2025 which are grouped together as they are expected to have similar risk nature.

	<b>Gross carrying amount RM</b>	<b>Loss allowance RM</b>	<b>Net balance RM</b>
<b>Group</b>			
<b>2025</b>			
Not past due	16,840,702	(20,306)	16,820,396
Past due 1 - 30 days	4,577,506	(23,273)	4,554,233
Past due 31 - 120 days	4,928,817	(82,341)	4,846,476
Past due 121 - 180 days	987,199	(36)	987,163
Past due more than 181 days	403,647	(10,153)	393,494
	27,737,871	(136,109)	27,601,762
Individually impaired	628,904	(628,904)	-
	28,366,775	(765,013)	27,601,762
Trade receivables	18,856,129	(765,013)	18,091,116
Contract assets	9,510,646	-	9,510,646
	28,366,775	(765,013)	27,601,762
<b>2024</b>			
Not past due	63,091,911	-	63,091,911
Past due 1 - 30 days	704,860	-	704,860
Past due 31 - 120 days	5,858,728	-	5,858,728
Past due 121 - 180 days	2,981,149	-	2,981,149
Past due more than 181 days	2,453,961	-	2,453,961
	75,090,609	-	75,090,609
Individually impaired	640,959	(640,959)	-
	75,731,568	(640,959)	75,090,609
Trade receivables	22,015,251	(640,959)	21,374,292
Contract assets	53,716,317	-	53,716,317
	75,731,568	(640,959)	75,090,609

The Group did not receive any collateral in respect of the above trade receivables and contract assets.

## NOTES TO THE FINANCIAL STATEMENTS

**31. FINANCIAL INSTRUMENTS (CONT'D)****31.4 Credit risk (cont'd)****Trade receivables and contract assets (cont'd)****Recognition and measurement of impairment losses (cont'd)**

There are trade receivables where the Group has not recognised any loss allowance as the Group has maintained its name as the registered owner of the properties sold to customers until the trade receivables are collected.

The movements in the allowance for impairment in respect of trade receivables and contract assets during the financial year are shown below.

	Group	
	2025 RM	2024 RM
<b>Trade receivables - Credit impaired</b>		
At beginning of financial year	640,959	434,990
Net remeasurement of loss allowance	124,054	205,969
At end of financial year	765,013	640,959

**Cash and cash equivalents**

The cash and cash equivalents are held with banks and financial institutions. As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position.

These banks and financial institutions have low credit risks. In addition, some of the bank balances are insured by government agencies. Consequently, the Group and the Company are of the view that the loss allowance is not material and hence, it is not provided for.

**Other receivables and deposits**

Credit risks on other receivables and deposits are mainly arising from deposits and advances paid for property development activities to government entities, contractors and consultants. As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position.

The movements in the allowance for impairment in respect of other receivables and deposits during the financial year are shown below.

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
At beginning of financial year	17,288	1,417,288	-	1,400,000
Net remeasurement of loss allowances	228,577	(1,400,000)	101,751	(1,400,000)
At end of financial year	245,865	17,288	101,751	-

# NOTES TO THE FINANCIAL STATEMENTS

## **31. FINANCIAL INSTRUMENTS (CONT'D)**

### **31.4 Credit risk (cont'd)**

#### **Other receivables and deposits (cont'd)**

The other receivables, except for the credit impaired refundable deposits, have low credit risks. Consequently, the Group and the Company are of the view that the loss allowance is not material.

#### **Inter-company balances**

#### ***Risk management objectives, policies and processes for managing the risk***

The Company provides unsecured loans and advances to its subsidiaries. The Company monitors the ability of its subsidiaries to repay the loans and advances on an individual basis.

#### ***Exposure to credit risk, credit quality and collateral***

As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position.

Loans and advances provided are not secured by any collateral or supported by any other credit enhancements.

#### ***Recognition and measurement of impairment loss***

Generally, the Company considers loans and advances to subsidiaries to have low credit risk. The Company assumes that there is a significant increase in credit risk when a subsidiary's financial position deteriorates significantly. As the Company is able to determine the timing of payments of the subsidiaries' loans and advances when they are payable, the Company considers the loans and advances to be in default when the subsidiaries are not able to pay when demanded. The Company considers a subsidiary's loan or advance to be credit impaired when:

- The subsidiary is unlikely to repay its loan or advance to the Company in full;
- The subsidiary's loan or advance is overdue for more than 30 days; or
- The subsidiary is continuously loss making and is having a deficit shareholders' fund.

The Company determines the probability of default for these loans and advances individually using internal information available.

## NOTES TO THE FINANCIAL STATEMENTS

**31. FINANCIAL INSTRUMENTS (CONT'D)****31.4 Credit risk (cont'd)****Inter-company balances (cont'd)****Recognition and measurement of impairment loss (cont'd)**

The following table provides information about the exposure to credit risk and ECLs for amounts due from subsidiaries as at 31 March 2025.

	Company	
	2025 RM	2024 RM
Amounts due from subsidiaries	171,619,062	183,752,178
Loss allowance - Credit impaired	(5,869,441)	(5,512,858)
	165,749,621	178,239,320

The movements in the allowance for impairment in respect of amounts due from subsidiaries during the year are shown below.

	Company	
	2025 RM	2024 RM
<b>Amounts due from subsidiaries</b>		
<b>- Credit impaired</b>		
At beginning of financial year	5,512,858	5,066,981
Net remeasurement of loss allowance	356,583	445,877
At end of financial year	5,869,441	5,512,858

**Financial guarantees****Risk management objectives, policies and processes for managing the risk**

The Company provides unsecured financial guarantees to banks in respect of banking facilities granted to certain subsidiaries. The Company monitors the ability of the subsidiaries to service their loans on an individual basis.

**Exposure to credit risk, credit quality and collateral**

The maximum exposure to credit risk amounts to RM133,046,042 (2024: RM124,743,317) representing the outstanding banking facilities of the subsidiaries as at the end of the reporting period.

The financial guarantees are provided as credit enhancements to the subsidiaries' secured loans.

## NOTES TO THE FINANCIAL STATEMENTS

### 31. FINANCIAL INSTRUMENTS (CONT'D)

#### 31.4 Credit risk (cont'd)

##### Financial guarantees (cont'd)

##### *Recognition and measurement of impairment loss*

The Company assumes that there is a significant increase in credit risk when a subsidiary's financial position deteriorates significantly. The Company considers a financial guarantee to be credit impaired when:

- The subsidiary is unlikely to repay its credit obligation to the bank in full; or
- The subsidiary is continuously loss making and is having a deficit shareholders' fund.

The Company determines the probability of default of the guaranteed loans individually using internal information available.

#### 31.5 Liquidity risk

Liquidity risk is the risk that the Group or the Company will not be able to meet its financial obligations as they fall due. The Group's and the Company's exposure to liquidity risk arises principally from their various payables and borrowings.

The Group and the Company maintain a level of cash and cash equivalents and bank facilities deemed adequate by the management to ensure, as far as possible, that they will have sufficient liquidity to meet their liabilities when they fall due.

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

## NOTES TO THE FINANCIAL STATEMENTS

**31. FINANCIAL INSTRUMENTS (CONT'D)****31.5 Liquidity risk (cont'd)***Maturity analysis*

The table below summarises the maturity profile of the Group's and of the Company's financial liabilities as at the end of the reporting period based on undiscounted contractual payments:

	<b>Carrying amount RM</b>	<b>Contractual interest rate %</b>	<b>Contractual cash flows RM</b>	<b>Under 1 year RM</b>	<b>1 - 5 years RM</b>	<b>More than 5 years RM</b>
<b>2025</b>						
<b>Group</b>						
<i>Non-derivative financial liabilities</i>						
Trade and other payables						
- non-interest bearing	96,410,905	-	96,410,903	71,749,059	24,661,844	-
Lease liabilities	44,266	2.74 - 6.76	48,160	18,620	29,540	-
Loans and borrowings	192,170,604	5.40 - 7.26	218,654,303	61,080,987	151,820,476	5,752,840
	<b>288,625,775</b>		<b>315,113,366</b>	<b>132,848,666</b>	<b>176,511,860</b>	<b>5,752,840</b>
<b>Company</b>						
<i>Non-derivative financial liabilities</i>						
Trade and other payables						
- interest bearing	21,038,023	3.03	21,038,023	21,038,023	-	-
- non-interest bearing	30,886,487	-	30,886,487	30,886,487	-	-
Lease liabilities	12,256	2.74	12,710	4,920	7,790	-
Loans and borrowings	59,124,562	5.40 - 7.26	64,754,422	39,187,126	21,486,704	4,080,592
Financial guarantee*	-	-	133,046,042	133,046,042	-	-
	<b>111,061,328</b>		<b>249,737,684</b>	<b>224,162,598</b>	<b>21,494,494</b>	<b>4,080,592</b>

# NOTES TO THE FINANCIAL STATEMENTS

## 31. FINANCIAL INSTRUMENTS (CONT'D)

### 31.5 Liquidity risk (cont'd)

#### *Maturity analysis (cont'd)*

The table below summarises the maturity profile of the Group's and of the Company's financial liabilities as at the end of the reporting period based on undiscounted contractual payments: (cont'd)

	<b>Carrying amount RM</b>	<b>Contractual interest rate %</b>	<b>Contractual cash flows RM</b>	<b>Under 1 year RM</b>	<b>1 - 5 years RM</b>
<b>2024</b>					
<b>Group</b>					
<i>Non-derivative financial liabilities</i>					
Trade and other payables					
- non-interest bearing	140,019,559	-	140,019,559	107,320,002	32,699,557
Lease liabilities	302,694	2.74 - 7.01	324,903	281,743	43,160
Loans and borrowings	189,534,462	4.95 - 7.75	212,697,195	79,785,420	132,911,775
	<b>329,856,715</b>		<b>353,041,657</b>	<b>187,387,165</b>	<b>165,654,492</b>
<b>Company</b>					
<i>Non-derivative financial liabilities</i>					
Trade and other payables					
- interest bearing	23,232,305	3.00	23,232,305	23,232,305	-
- non-interest bearing	35,122,077	-	35,122,077	35,122,077	-
Lease liabilities	147,744	2.74 - 3.50	162,353	149,643	12,710
Loans and borrowings	64,791,145	4.95 - 7.75	67,089,710	53,822,666	13,267,044
Financial guarantee*	-	-	124,743,317	124,743,317	-
	<b>123,293,271</b>		<b>250,349,762</b>	<b>237,070,008</b>	<b>13,279,754</b>

\* Based on the maximum amount that can called for under the financial guarantee contract.

## NOTES TO THE FINANCIAL STATEMENTS

**31. FINANCIAL INSTRUMENTS (CONT'D)****31.6 Market risk**

Market risk is the risk that changes in market prices, such as interest rates will affect the Group's and the Company's financial position or cash flows.

**Interest rate risk**

The Group's and the Company's fixed rate deposits placed with licensed banks and lease liabilities are exposed to a risk of change in their fair value due to changes in interest rates. The Group's and the Company's variable rate borrowings are exposed to a risk of change in cash flows due to changes in interest rates. Investment in financial assets, short-term receivables and payables are not significantly exposed to interest rate risk.

***Risk management objectives, policies and processes for managing the risk***

The Group and the Company manage the interest rate risk of its deposits with licensed financial institutions by placing them at the most competitive interest rates obtainable, which yield better returns than cash at bank and maintaining a prudent mix of short and long-term deposits.

The Group and the Company manage their interest rate exposure by maintaining a mix of fixed and floating rate loans and borrowings. This strategy allows it to capitalise on cheaper funding in a low interest rate environment and achieve a certain level of protection against rate hikes.

***Exposure to interest rate risk***

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

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Fixed rate instruments</b>				
Financial assets	1,743,132	273,432	273,432	273,432
Lease liabilities	(44,266)	(302,694)	(12,256)	(147,744)
	1,698,866	(29,262)	261,176	125,688
<b>Floating rate instruments</b>				
Financial assets	-	-	165,749,621	178,239,320
Financial liabilities	(192,170,604)	(189,534,462)	(80,162,585)	(88,023,450)
	(192,170,604)	(189,534,462)	85,587,036	90,215,870

# NOTES TO THE FINANCIAL STATEMENTS

## 31. FINANCIAL INSTRUMENTS (CONT'D)

### 31.6 Market risk (cont'd)

#### Interest rate risk (cont'd)

##### Interest rate risk sensitivity analysis

(a) *Fair value sensitivity analysis for fixed rate instruments*

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

(b) *Cash flow sensitivity analysis for variable rate instruments*

A change of 100 basis points ("bp") in interest rates at the end of the reporting period would have increased/ (decreased) post-tax profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remained constant.

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Floating rate instruments</b>				
100 bp increase	(1,460,497)	(1,440,462)	650,461	685,641
100 bp decrease	1,460,497	1,440,462	(650,461)	(685,641)

## NOTES TO THE FINANCIAL STATEMENTS

**31. FINANCIAL INSTRUMENTS (CONT'D)****31.7 Fair value information**

The carrying amounts of cash and cash equivalents, short-term receivables, payables and borrowings reasonably approximate fair values due to the relatively short-term nature of these financial instruments and insignificant impact of discounting.

The table below analyses non-current financial instruments carried at fair value and those not carried at fair value for which fair value is disclosed, together with their fair values and carrying amounts shown in the statements of financial position.

	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value				Carrying amount RM
	Level 1 RM	Level 2 RM	Level 3 RM	Total RM	Level 1 RM	Level 2 RM	Level 3 RM	Total RM	
<b>Group</b>									
<b>2025</b>									
<b>Financial assets</b>									
<b>Non-current</b>									
Deposits with licensed banks	-	-	-	-	-	-	1,843,132	1,843,132	1,843,132
Refundable deposits	-	-	-	-	-	-	2,232,460	2,232,460	2,232,460
Other investment	62,248,414	-	-	62,248,414	-	-	-	-	62,248,414
	62,248,414	-	-	62,248,414	-	-	4,075,592	4,075,592	66,324,006
<b>Financial liabilities</b>									
<b>Non-current</b>									
Trade payables	-	-	-	-	-	-	24,349,165	24,349,165	24,349,165
Refundable deposits	-	-	-	-	-	-	312,679	312,679	312,679
Loans and borrowings	-	-	-	-	-	-	140,372,198	140,372,198	140,372,198
	-	-	-	-	-	-	165,034,042	165,034,042	165,034,042

# NOTES TO THE FINANCIAL STATEMENTS

## 31. FINANCIAL INSTRUMENTS (CONT'D)

### 31.7 Fair value information (cont'd)

	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value				Carrying amount RM
	Level 1 RM	Level 2 RM	Level 3 RM	Total RM	Level 1 RM	Level 2 RM	Level 3 RM	Total RM	
<b>Group</b>									
<b>2024</b>									
<b>Financial assets</b>									
<b>Non-current</b>									
Deposits with licensed banks	-	-	-	-	-	-	3,373,432	3,373,432	3,373,432
Other receivables	-	-	-	-	-	-	802,184	802,184	802,184
Refundable deposits	-	-	-	-	-	-	3,122,926	3,122,926	3,122,926
Other investment	57,618,366	-	-	57,618,366	-	-	-	-	57,618,366
	57,618,366	-	-	57,618,366	-	-	7,298,542	7,298,542	64,916,908
<b>Financial liabilities</b>									
<b>Non-current</b>									
Trade payables	-	-	-	-	-	-	32,384,377	32,384,377	32,384,377
Refundable deposits	-	-	-	-	-	-	315,180	315,180	315,180
Loans and borrowings	-	-	-	-	-	-	118,479,284	118,479,284	118,479,284
	-	-	-	-	-	-	151,178,841	151,178,841	151,178,841

## NOTES TO THE FINANCIAL STATEMENTS

**31. FINANCIAL INSTRUMENTS (CONT'D)****31.7 Fair value information (cont'd)**

	Fair value of financial instruments not carried at fair value				Carrying amount RM
	Level 1 RM	Level 2 RM	Level 3 RM	Total RM	
<b>Company</b>					
<b>2025</b>					
<b>Financial assets</b>					
<b>Non-current</b>					
Deposits with licensed banks	-	-	373,432	373,432	373,432
Refundable deposits	-	-	30,420	30,420	30,420
	-	-	403,852	403,852	403,852
<b>Current</b>					
Advances to subsidiaries	-	-	165,749,621	165,749,621	165,749,621
<b>Financial liabilities</b>					
<b>Non-current</b>					
Loans and borrowings	-	-	22,160,643	22,160,643	22,160,643
<b>2024</b>					
<b>Financial assets</b>					
<b>Non-current</b>					
Deposits with licensed banks	-	-	3,373,432	3,373,432	3,373,432
Refundable deposits	-	-	43,630	43,630	43,630
	-	-	3,417,062	3,417,062	3,417,062
<b>Current</b>					
Advances to subsidiaries	-	-	178,239,320	178,239,320	178,239,320
<b>Financial liabilities</b>					
<b>Non-current</b>					
Loans and borrowings	-	-	12,930,552	12,930,552	12,930,552

**Transfers between Level 1 and Level 2 fair values**

There has been no transfer between Level 1 and 2 fair values during the financial year (2024: no transfer in either directions).

# NOTES TO THE FINANCIAL STATEMENTS

## 31. FINANCIAL INSTRUMENTS (CONT'D)

### 31.7 Fair value information (cont'd)

#### Level 3 fair value

Level 3 fair value is estimated using unobservable inputs for the financial assets and liabilities.

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

Type	Valuation technique and key inputs	Significant unobservable inputs
Advances to subsidiaries	Discounted cash flows using a rate based on the current market rate of borrowing of the Group entities at the reporting date.	Interest rate (3.03%)

## 32. CAPITAL MANAGEMENT

The Group's objectives when managing capital is to maintain a strong capital base and safeguard the Group's ability to continue as a going concern, so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The Group's approach for capital management is to monitor and maintain an optimal debt-to-equity ratio. The debt-to-equity ratios at 31 March 2025 and 31 March 2024 are as follows:

	Group	
	2025 RM	2024 RM
Loans and borrowings	192,170,604	189,534,462
Lease liabilities	44,266	302,694
Less: Deposits placed with licensed banks	(1,743,132)	(273,432)
Less: Cash and bank balances	(14,718,986)	(15,365,610)
Net debts	175,752,752	174,198,114
Total equity	501,647,133	495,562,163
Debt-to-equity ratio	35%	35%

There was no change in the Group's approach to capital management during the financial year.

## NOTES TO THE FINANCIAL STATEMENTS

**33. RELATED PARTIES****Identity of related parties**

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

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly. The key management personnel are only Directors of the Group.

The Group has related party relationship with its holding company, subsidiaries, associate and key management personnel.

**Significant related party transactions**

Related party transactions have been entered into in the normal course of business under negotiated terms. The significant related party transactions of the Group and of the Company, other than key management personnel compensation (see Note 24) and dividend income, are shown below. The balances related to the below transactions are shown in Note 9 and Note 17.

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Subsidiaries</b>				
Dividend income	-	-	3,378,000	15,000,000
Interest receivables	-	-	5,552,157	5,768,306
Interest payables	-	-	714,811	1,065,917
Management fee received	-	-	5,783,400	5,707,800
Rental received	-	-	91,200	91,200

**34. SUBSEQUENT EVENTS**

On 28 May 2025, the Company had incorporated a new subsidiary known as Ara Saujana Development Sdn. Bhd.. The intended principal activities are engaged in real estate development and property development. Ara Saujana Development Sdn. Bhd. was incorporated with an issue share capital of RM1,000 comprising 1,000 ordinary shares of RM1 each. 100% of its equity interest, amounting to RM1,000 is held by the Company.

# STATEMENT BY DIRECTORS

Pursuant to Section 251(2) of the Companies Act 2016

In the opinion of the Directors, the financial statements set out on pages 81 to 156 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2025 and of their financial performance and cash flows for the financial year then ended.

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

.....  
**Ho Wen Yan**  
Director

.....  
**Ho Wen Fan**  
Director

Kuala Lumpur,

Date: 23 July 2025

# STATUTORY DECLARATION

Pursuant to Section 251(1)(b) of the Companies Act 2016

I, **Tan Hwai Lun**, the officer primarily responsible for the financial management of Hua Yang Berhad, do solemnly and sincerely declare that the financial statements set out on pages 81 to 156, to the best of my knowledge and belief are correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the provisions of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the abovenamed Tan Hwai Lun, NRIC: 770815-10- 5155, MIA: CA 24085, at Kuala Lumpur in the Federal Territory on 23 July 2025.

.....  
**Tan Hwai Lun**

Before me:

**Shi'aratul Akmar Binti Sahari**

No. W788

No. 12-1, Jalan 9/23A

Medan Makmur

Off Jalan Usahawan, Setapak

53200 Kuala Lumpur

Date: 23 July 2025

# INDEPENDENT AUDITORS' REPORT

To the Members of Hua Yang Berhad

## REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

### Opinion

We have audited the financial statements of Hua Yang Berhad, which comprise the statements of financial position as at 31 March 2025 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of material accounting policy information, as set out on pages 81 to 156.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 March 2025, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

### Basis for Opinion

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

#### *Independence and Other Ethical Responsibilities*

We are independent of the Group and of the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence 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 significance in our audit of the financial statements of the Group and of the Company for the current financial year. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

# INDEPENDENT AUDITORS' REPORT

To the Members of Hua Yang Berhad

## Key Audit Matters (cont'd)

Key Audit Matters	How we addressed the key audit matters
<p><b>Revenue recognition for property development activities</b></p> <p>The Group recorded revenue from sales of development properties and developed properties amounting to RM30,856,375 and RM67,441,334 respectively.</p> <p>Revenue recognition from sales of development and developed properties is identified as a key audit matter because significant judgements were applied in revenue recognition, amongst others include:</p> <ul style="list-style-type: none"> <li>• Probability of collection of consideration from purchasers, especially cash and foreign purchasers.</li> <li>• Measurement of progress towards satisfaction of performance obligations using input method, in particular, relating to the estimation of the total costs required to complete the work used in the measurement of progress towards complete satisfaction of performance obligations.</li> </ul>	<ul style="list-style-type: none"> <li>• We reviewed contracts with customers and relevant supporting documents and assessed the appropriateness of revenue recognition under MFRS 15.</li> <li>• We reviewed the Group's assessment relating to the probability of collection of consideration from customers, in particular for customers who are not supported by end-financiers.</li> <li>• We agreed the estimated total costs to complete the works to the feasibility study prepared by the Group and compared the details of the estimated costs against documentary evidence in order to evaluate the reasonableness of the estimated total property development costs.</li> <li>• We corroborated the progress towards satisfaction of performance obligations using input method against the progress of construction works as stipulated in progress reports from contractors and our enquiry of site personnel. Based on the progress of the development, we considered the Group's exposure to liquidated ascertained damages claims from property buyers.</li> </ul>
<p><b>Valuation of developed properties</b></p> <p>Inventories of the Group comprised unsold developed properties amounting to RM46,604,507 from completed property development projects.</p> <p>Developed properties are measured at lower of cost and net realisable value. The determination of the estimated net realisable value for these developed properties depends on the Group's expectation on future selling prices.</p> <p>Valuation of developed properties is identified as a key audit matter because these developed properties were available for sales since the launch of the property development projects in previous financial years and the challenges faced by the Group in selling these developed properties may indicate that the Group's expectation of future selling prices may not be attainable.</p>	<ul style="list-style-type: none"> <li>• We checked the valuation of developed properties against selling prices for developed properties sold subsequent to financial year end or selling prices of similar developed properties sold within the same development project to identify indications that net realisable value of developed properties are above their carrying amounts.</li> </ul>

# INDEPENDENT AUDITORS' REPORT

To the Members of Hua Yang Berhad

## Key Audit Matters (cont'd)

Key Audit Matters	How we addressed the key audit matters
<p><b>Impairment of investments in subsidiaries and amounts due from subsidiaries</b></p> <p>Investments in subsidiaries with carrying amount of RM331,407,757 is reviewed at the reporting date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the investments in subsidiaries is estimated and impairment losses are recognised if the carrying amount of investments in subsidiaries exceeds their estimated recoverable amount.</p> <p>Amounts due from subsidiaries with carrying amount of RM165,749,621 is reviewed at the reporting date to determine whether it is credit impaired. Expected credit losses on amounts due from subsidiaries are reviewed at the reporting date.</p> <p>Impairment of investments in subsidiaries and amounts due from subsidiaries are identified as a key audit matter because the carrying amounts relating to certain loss making subsidiaries are material and the basis and key assumptions used in determining the amount of impairment is subject to significant estimation uncertainty and changes to these key assumptions are highly sensitive.</p>	<ul style="list-style-type: none"> <li>• We have checked the impairment indicators reviewed by the Company in respect of investments in subsidiaries, which includes review of the financial performance for the financial year and financial position at the reporting date for respective subsidiaries.</li> <li>• We have evaluated the reasonableness of the impairment loss in respect of investments in subsidiaries and amounts due from subsidiaries recorded by the Company, including the basis and assumption used to forecast future cash flows from subsidiaries in estimating the expected credit losses for the amounts due from subsidiaries and the calculation of recoverable amount for the investments in subsidiaries.</li> </ul>

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

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

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

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

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

# INDEPENDENT AUDITORS' REPORT

To the Members of Hua Yang Berhad

## Responsibilities of the Directors for the Financial Statements

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

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

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

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

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.

# INDEPENDENT AUDITORS' REPORT

To the Members of Hua Yang Berhad

## **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: (cont'd)

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

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

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

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

## **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.

TGS TW PLT  
202106000004 (LLP0026851-LCA) & AF002345  
Chartered Accountants

LIM GE RU  
03360/03/2026 J  
Chartered Accountant

KUALA LUMPUR  
23 JULY 2025

# LIST OF GROUP'S PROPERTIES

As at 31 March 2025

Description and Existing Use	Location	Tenure	Floor Area (Sq. Ft.)	Age of Building (Years)	Net Book Value (RM' 000)	Year of Acquisition	Registered/Beneficial Owner
4 ½ Storey Shop Office for office use	123, Jalan Raja Permaisuri Bainun (Jalan Kampar), 30250 Ipoh, Perak Darul Ridzuan	Freehold	8,027	44	295	1993	Yoon Lian Realty Sendirian Berhad/ Hua Yang Berhad
1 unit of 3-Storey Shop Office and 1 unit of 8-Storey Shop Office for office use	C-21 & C-22, Jalan Medan Selayang 1, Medan Selayang, 68100 Batu Caves, Selangor Darul Ehsan	Leasehold 99 years, expiring on 10 April 2101	20,516	20	2,017	2005	Hua Yang Berhad
Car park bays, Medan Selayang	Jalan Medan Selayang 1, Medan Selayang, 68100 Batu Caves, Selangor Darul Ehsan	Leasehold 99 years, expiring on 10 April 2101	138,166	20	1,337	2005	Hua Yang Berhad
2 units 2-Storey Shop Office for office use	53 & 55, Jalan Besi, Taman Sri Putri, 81300 Skudai, Johor Darul Takzim	Freehold	6,544	14	608	2011	Grandeur Park Sdn Bhd
2 units Shop Office for office use	B-20-G & B-20-1, Jalan Medan Selayang 1, Medan Selayang, 68100 Batu Caves, Selangor Darul Ehsan	Leasehold 99 years, expiring on 10 April 2101	3,466	20	631	2015	Hua Yang Berhad
2 units Shoplot for office use	G-10 & G-11, Pangsapuri Servis Meritus, Jalan Laguna 1, 13700 Perai, Pulau Pinang	Freehold	1,992	5	883	2025	G Land Development Sdn Bhd

# LIST OF GROUP'S PROPERTIES

As at 31 March 2025

Description and Existing Use	Location	Tenure	Land Area (Acres)	Remaining Land for Development (Acres)	Net Book Value (RM' 000)	Year of Acquisition	Year of Commencement of Development	Registered/Beneficial Owner
Development land approved for mixed development	Geran 231624 Lot 5024 Mukim Senai, Daerah Kulajjaya and Geran 95306 Lot 2742 Mukim Pulau, Daerah Johor Bahru, Johor Darul Takzim	Freehold	134.47	17.46	16,071	2009	2011	Grandeur Park Sdn Bhd
Development land approved for mixed development	H.S.(D) 45670 PTB 10964, H.S.(D) 79521 PTB 10965, H.S.(D) 496784 PTB 13738, H.S.(D) 124896 PTB 13739, H.S.(D) 116405 PTB 13721, H.S.(D) 116406 PTB 13722, Geran 24543 Lot 9917 Bandar and Daerah of Johor Bahru	Freehold	1.08	1.08	5,868	2012	N/A	Grandeur Park Sdn Bhd
Development land approved for mixed development	Lot 6022-6029, H.S.(D) 279-286, Mukim Plentong, Daerah Johor Bahru, Johor	Freehold	73.16	49.01	56,416	2016	2017	Grand View Realty Sdn Bhd
Development land approved for mixed development	H.S.(D) 325003 PT 83581, H.S.(D) 325004 PT 83582, H.S.(D) 321353 PT 83317, H.S.(D) 321354 PT 83318, H.S.(D) 321355 PT 83319, PN 95921 Lot 110502, PN 95922 Lot 110503 and PN 95923 Lot 110506 Mukim Petaling, Dearah Petaling, Selangor Darul Ehsan	Leasehold (Expiring December 2110)	26.81	26.81	254,311	2013	N/A	Bison Holdings Sdn Bhd
Development land approved for mixed development	H.S.(D) 190579 PT 88782, H.S.(D) 190580 PT 88783 and Geran 341987 Lot 53434, Mukim Pekan Kampung Sungai Tangkas and H.S.(D) 131583 PT 68248 and H.S.(D) 131584 PT 68249, Mukim Kajang, Daerah Ulu Langat, Selangor Darul Ehsan	Freehold	19.76	19.76	76,283	2018	N/A	Kajang Heights Development Sdn Bhd
Development land approved for mixed development	Lot 12670 (PT 1347) Mukim Bota, Daerah Tengah, Perak Darul Ridzuan	Leasehold (Expiring April 2103)	739	198.08	25,035	1991	2001	Agro-Mod Industries Sdn Bhd
Development land approved for commercial development	Lot 11329 (PT 2062-PT 2409, PT 2699-PT 2713 & PT 2715) Mukim Bota, Daerah Tengah, Perak Darul Ridzuan	Leasehold (Expiring 7 April 2102)	38	2	716	1996	2001	Agro-Mod Industries Sdn Bhd
Development land approved for commercial development	54 lots of commercial title, Lot 105147 – 105200 and 52 lots of commercial title, Lot 105837 – 105888 Mukim Hulu Kinta, Daerah Kinta, Perak Darul Ridzuan	Leasehold (Expiring 23 December 2080)	4	4	11,562	2013 and 2017	N/A	Agro-Mod Industries Sdn Bhd

## LIST OF GROUP'S PROPERTIES

As at 31 March 2025

Description and Existing Use	Location	Tenure	Land Area (Acres)	Remaining Land for Development (Acres)	Net Book Value (RM' 000)	Year of Acquisition	Year of Commencement of Development	Registered/Beneficial Owner
Development land approved for commercial development	H.S.(D) 936563 PT 286899 Mukim Hulu Kinta, Daerah Kinta, Perak Darul Ridzuan	Freehold	5.95	5.95	36,443	2015	N/A	Agro-Mod Industries Sdn Bhd
Development land approved for residential development	Lot 320213 & 320214 (Geran 72080 & 72079), Mukim Hulu Kinta, Daerah Kinta, Perak Darul Ridzuan	Freehold	2.29	2.29	738	1994	2012	Yoon Lian Realty Sendirian Berhad
Development land approved for mixed development	H.S.(D) 204382 PT 245009 Mukim Hulu Kinta, Daerah Kinta, Perak Darul Ridzuan	Freehold	3.8	3.8	21,293	2017	N/A	Yoon Lian Realty Sendirian Berhad
Development land approved for mixed development	Lot 20328 & 20329, Mukim 13, Daerah Seberang Perai Tengah, Pulau Pinang	Freehold	9.50	9.50	29,845	2016	N/A	Tinggian Development Sendirian Berhad
Development land approved for mixed development	Lot 10415 & 10416, Mukim 6, Daerah Seberang Perai Tengah, Pulau Pinang	Freehold	6.78	3.96	18,009	2016	2016	G Land Development Sdn Bhd

# ANALYSIS OF SHAREHOLDINGS

As at 30 June 2025

## SHARE CAPITAL

Issued and fully paid-up capital : RM440,000,000  
 Class of shares : Ordinary Shares  
 Voting rights : One vote per Ordinary Share

## ORDINARY SHARE DISTRIBUTION SCHEDULE AS AT 30 JUNE 2025

Size of Holdings	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Issued Capital
1 - 99	1,130	19.01	51,770	0.01
100 - 1,000	446	7.50	199,023	0.04
1,001 - 10,000	2,255	37.94	11,087,055	2.52
10,001 - 100,000	1,756	29.54	58,955,888	13.40
100,001 - 21,999,999*	355	5.97	235,394,752	53.50
22,000,000 and above**	2	0.04	134,311,512	30.53
<b>Total</b>	<b>5,944</b>	<b>100.00</b>	<b>440,000,000</b>	<b>100.00</b>

Remark:

\* Less than 5% of issued shares

\*\* 5% and above of issued shares

## DIRECTORS' SHAREHOLDINGS AS AT 30 JUNE 2025

No.	Name of Directors	Direct Interest	%	Deemed Interest	%
1.	Tan Sri Dato' Seri Dr. Ting Chew Peh	-	-	1,216,818 <sup>(2)</sup>	0.28
2.	Ho Wen Yan	2,255,550	0.51	150,978,178 <sup>(1)</sup>	34.31
3.	Choo Seng Choon	-	-	-	-
4.	Chew Po Sim	-	-	150,978,178 <sup>(1)</sup>	34.31
5.	Chew Hoe Soon	491,942	0.11	1,012,399 <sup>(2)</sup>	0.23
6.	Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud	-	-	-	-
7.	Ho Wen Fan (Alternate Director)	-	-	150,978,178 <sup>(1)</sup>	34.31

Notes:

<sup>(1)</sup> Deemed interest by virtue of her/his substantial shareholdings in Heng Holdings Sdn Berhad.

<sup>(2)</sup> Deemed interest by virtue of the shareholdings of his spouse and children.

# ANALYSIS OF SHAREHOLDINGS

As at 30 June 2025

## SUBSTANTIAL SHAREHOLDERS AS AT 30 JUNE 2025

No.	Name	Direct Interest	%	Deemed Interest	%
1.	Heng Holdings Sdn Berhad	150,978,178	34.31	-	-
2.	Chew Po Sim	-	-	150,978,178 <sup>(1)</sup>	34.31
3.	Ho Min Yi	-	-	150,978,178 <sup>(1)</sup>	34.31
4.	Ho Wen Yan	2,255,550	0.51	150,978,178 <sup>(1)</sup>	34.31
5.	Ho Wen Han	-	-	150,978,178 <sup>(1)</sup>	34.31
6.	Ho Wen Fan	-	-	150,978,178 <sup>(1)</sup>	34.31

Notes:

<sup>(1)</sup> Deemed interest by virtue of his/her substantial shareholdings in Heng Holdings Sdn Berhad.

## LIST OF 30 LARGEST SHAREHOLDERS AS AT 30 JUNE 2025

No.	Name of Shareholders	No. of Shares	%
1.	Heng Holdings Sdn. Berhad	109,519,846	24.89
2.	CIMSEC Nominees (Tempatan) Sdn Bhd CIMB for Heng Holdings Sdn Berhad (PB)	24,791,666	5.63
3.	HSBC Nominees (Tempatan) Sdn Bhd HBAP for Heng Holdings Sdn Bhd (PB-SGDIV)	16,666,666	3.79
4.	Citigroup Nominees (Tempatan) Sdn Bhd Employees Provident Fund Board (PHEIM)	12,012,200	2.73
5.	RHB Capital Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Fong Siling (CEB)	10,000,000	2.27
6.	UOB Kay Hian Nominees (Asing) Sdn Bhd Exempt an for UOB Kay Hian Pte Ltd (A/C Clients)	9,871,734	2.24
7.	Ho Khon Yok	8,551,333	1.94
8.	Affin Hwang Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Kian Aik	6,783,200	1.54
9.	Goh Tze Ning	6,584,920	1.50
10.	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ong Siew Eng @ Ong Chai (3000190)	6,551,300	1.49
11.	Ng Keat Siew	4,480,540	1.02
12.	Lim Khuan Eng	3,970,000	0.90
13.	Loh Kok Wai	3,871,866	0.88
14.	Sa Chee Peng	3,724,300	0.85
15.	Maybank Nominees (Tempatan) Sdn Bhd Maybank Trustees Berhad for Dana Makmur PHEIM (211901)	3,474,700	0.79
16.	Public Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tay Lek Heng (E-JAH)	3,375,290	0.77

# ANALYSIS OF SHAREHOLDINGS

As at 30 June 2025

## LIST OF 30 LARGEST SHAREHOLDERS AS AT 30 JUNE 2025 (CONT'D)

No.	Name of Shareholders	No. of Shares	%
17.	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Yeo Ann Seck	3,300,000	0.75
18.	Ho Mook Leong	3,230,206	0.73
19.	Erica Madeleine Ee Mein Martin	2,388,805	0.54
20.	Apex Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Lee Chee Keong (STA 5)	2,312,500	0.53
21.	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ho Wen Yan	2,255,550	0.51
22.	Ten Kin Kok	2,053,200	0.47
23.	Lee Ah Har @ Lee Kong Yip	2,001,253	0.45
24.	Affin Hwang Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ong Siew Eng @ Ong Chai (M04)	1,975,200	0.45
25.	Loo Hooi Eng	1,968,554	0.45
26.	Ho Chon Yin	1,799,665	0.41
27.	Yap Nyok Lian	1,760,200	0.40
28.	Lee Tock Loe	1,736,700	0.39
29.	Public Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Wong Chee Boon (E-IMO)	1,700,000	0.39
30.	Lim Yun Hsuen	1,600,000	0.36

# ANALYSIS OF WARRANT HOLDINGS

As at 30 June 2025

## SHARE CAPITAL

No. of Warrants 2022/2027 issued	: 88,000,000
Exercise Price	: RM0.30 for one ordinary share
Exercise Rights	: Each warrant entitles the holder to subscribe for one new ordinary share at the Exercise Price shall be satisfied fully in cash
Exercise Period	: 31 October 2022 to 25 October 2027
No. of Warrants exercised	: Nil
No. of Warrants unexercised	: 88,000,000

## WARRANT DISTRIBUTION SCHEDULE AS AT 30 JUNE 2025

Size of Holdings	No. of Holders	% of Holders	No. of Warrants Held	% of Warrants Issued
1 - 99	41	8.39	2,084	0.01
100 - 1,000	56	11.45	33,700	0.03
1,001 - 10,000	173	35.38	774,230	0.90
10,001 - 100,000	146	29.86	5,801,380	6.59
100,001 - 4,399,999*	70	14.31	41,333,055	46.96
4,400,000 and above**	3	0.61	40,055,551	45.51
<b>Total</b>	<b>489</b>	<b>100.00</b>	<b>88,000,000</b>	<b>100.00</b>

Remark:

\* Less than 5% of warrant issued

\*\* 5% and above of warrant issued

## DIRECTORS' WARRANT HOLDINGS AS AT 30 JUNE 2025

No.	Name of Directors	Direct Interest	%	Deemed Interest	%
1.	Tan Sri Dato' Seri Dr. Ting Chew Peh	-	-	233,319 <sup>(2)</sup>	0.27
2.	Ho Wen Yan	451,110	0.51	38,888,884 <sup>(1)</sup>	44.19
3.	Choo Seng Choon	-	-	-	-
4.	Chew Po Sim	-	-	38,888,884 <sup>(1)</sup>	44.19
5.	Chew Hoe Soon	98,388	0.11	202,479 <sup>(2)</sup>	0.23
6.	Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud	-	-	-	-
7.	Ho Wen Fan (Alternate Director)	-	-	38,888,884 <sup>(1)</sup>	44.19

Notes:

<sup>(1)</sup> Deemed interest by virtue of her/his substantial shareholdings in Heng Holdings Sdn Berhad.<sup>(2)</sup> Deemed interest by virtue of the shareholdings of his spouse and children.

# ANALYSIS OF WARRANT HOLDINGS

As at 30 June 2025

## SUBSTANTIAL WARRANT HOLDERS AS AT 30 JUNE 2025

No.	Name	Direct Interest	%	Deemed Interest	%
1.	Heng Holdings Sdn Berhad	38,888,884	44.19	-	-
2.	Chew Po Sim	-	-	38,888,884 <sup>(1)</sup>	44.19
3.	Ho Min Yi	-	-	38,888,884 <sup>(1)</sup>	44.19
4.	Ho Wen Yan	451,110	0.51	38,888,884 <sup>(1)</sup>	44.19
5.	Ho Wen Han	-	-	38,888,884 <sup>(1)</sup>	44.19
6.	Ho Wen Fan	-	-	38,888,884 <sup>(1)</sup>	44.19

Notes:

<sup>(1)</sup> Deemed interest by virtue of his/her substantial shareholdings in Heng Holdings Sdn Berhad.

## LIST OF 30 LARGEST WARRANT HOLDERS AS AT 30 JUNE 2025

No.	Name of Shareholders	No. of Warrants	%
1.	Heng Holdings Sdn. Berhad	30,597,218	34.77
2.	CIMSEC Nominees (Tempatan) Sdn Bhd CIMB for Heng Holdings Sdn Berhad (PB)	4,958,333	5.63
3.	Wong Mei San	4,500,000	5.11
4.	RHB Capital Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Fong Siling (CEB)	3,800,000	4.32
5.	HSBC Nominees (Tempatan) Sdn Bhd HBAP for Heng Holdings Sdn Bhd (PB-SGDIV)	3,333,333	3.79
6.	CGS International Nominees Malaysia (Tempatan) Sdn Bhd Pledged Securities Account for Siau Boon Fei (MY3582)	3,200,000	3.64
7.	Chang Kian Lee	2,779,000	3.16
8.	Tan Kheak Geai	2,500,000	2.84
9.	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Lee Chong Han	2,321,100	2.64
10.	Public Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Siau Boon Fei (E-TSA)	1,691,100	1.92
11.	Chan Chok Kin	1,658,900	1.89
12.	Affin Hwang Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ong Siew Eng @ Ong Chai (M04)	1,432,800	1.63
13.	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ong Siew Eng @ Ong Chai (3000190)	1,304,800	1.48
14.	Chew Cheong Kin	1,080,000	1.23
15.	UOB Kay Hian Nominees (Asing) Sdn Bhd Exempt an for UOB Kay Hian Pte Ltd (A/C Clients)	873,500	0.99

# ANALYSIS OF WARRANT HOLDINGS

As at 30 June 2025

## LIST OF 30 LARGEST WARRANT HOLDERS AS AT 30 JUNE 2025 (CONT'D)

No.	Name of Shareholders	No. of Warrants	%
16.	Tang Chi Cheong	861,600	0.98
17.	Yap Moi Eng	828,200	0.94
18.	Beh Hui Xue	800,000	0.91
19.	Neoh Yen Lin	596,900	0.68
20.	Thang Choy Leen	530,000	0.60
21.	Chow Yong Xian	517,400	0.59
22.	Beh Guan Siah	490,000	0.56
23.	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ho Wen Yan	451,110	0.51
24.	Lee Kek Fook	425,000	0.48
25.	Chow Tak @ Chow Tat Sang	399,000	0.45
26.	Chong Kah An	372,000	0.42
27.	Abd. Rauf Bin Abd Rahman	328,600	0.37
28.	Neo Say Yeow	317,667	0.36
29.	Lee Tock Loe	307,500	0.35
30.	Tan Choon Kiak	300,000	0.34

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Forty-Sixth Annual General Meeting of Hua Yang Berhad will be held at the Head Office of the Company at 4th Floor, C-21 Jalan Medan Selayang 1, Medan Selayang, 68100 Batu Caves, Selangor on Wednesday, 27 August 2025 at 11.30 a.m. for the following purposes:

## AGENDA

### As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 March 2025 together with the Reports of the Directors and Auditors thereon.
2. To approve the payment of Directors' fees of RM659,648 and benefits for the financial year ended 31 March 2025. (Resolution 1)
3. To approve the payment of meeting attendance allowance of RM1,000 per meeting day for each Non-Executive Director from August 2025 till July 2026. (Resolution 2)
4. To re-elect the following Directors retiring pursuant to Article 97(1) of the Company's Constitution:-
  - 4.1 Tan Sri Dato' Seri Dr. Ting Chew Peh (Resolution 3)
  - 4.2 Chew Po Sim (Resolution 4)
5. To re-appoint TGS TW PLT as Auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration. (Resolution 5)

### As Special Business

To consider and, if thought fit, pass the following ordinary resolutions:

6. **Authority to allot and issue shares pursuant to Sections 75 & 76 of the Companies Act 2016** (Resolution 6)

“**THAT**, pursuant to Sections 75 & 76 of the Companies Act 2016 and subject always to the approval of the relevant authorities, the Directors be and are hereby empowered to issue shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company (“New Shares”) for the time being without first offering the New Shares to the holders of the existing issued shares and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.”

## NOTICE OF ANNUAL GENERAL MEETING

### 7. **Proposed renewal of authority for the Company to purchase its own shares of up to 10% of the issued and paid-up share capital (“Proposed Share Buy-Back”)** (Resolution 7)

“**THAT** subject to the provisions under the Companies Act 2016 (“Act”), the Constitution of the Company, the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and all prevailing laws, rules, regulations, orders and guidelines as well as the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised to purchase such amount of ordinary shares in the Company (“Hua Yang Shares”) as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that the aggregate number of Hua Yang Shares purchased pursuant to this resolution or held as treasury shares does not exceed ten percent (10%) of the total number of issued shares of the Company at the time of purchase;

**THAT** the maximum amount of funds to be utilised for the purpose of the Proposed Share Buy-Back shall not exceed the Company’s retained profits account;

**THAT** authority be and is hereby given to the Directors of the Company to decide at their discretion, as may be permitted and prescribed by the Act and/or any prevailing laws, rules, regulations, orders and guideline and requirements issued by any relevant authorities for the time being in force to deal with any Hua Yang Shares so prescribed by the Company in the following manner:-

- (i) to cancel the Hua Yang Shares so purchased;
- (ii) to retain the Hua Yang Shares so purchased as treasury shares for distribution as share dividends to the shareholders of the Company and/or be resold through Bursa Securities in accordance with the relevant rules of Bursa Securities and/or be cancelled subsequently;
- (iii) to transfer as share award or share consideration; or
- (iv) combination of (i), (ii) and (iii) above;

**THAT** the authority conferred by this resolution will be effective immediately from the passing of this Ordinary Resolution until:-

- (i) the conclusion of the Company’s next Annual General Meeting following the general meeting at which such resolution was passed at which time the authority would lapse unless renewed by ordinary resolution;
- (ii) the passing of the date on which the Company’s next Annual General Meeting is required by law to be held; or
- (iii) the authority is revoked or varied by ordinary resolution that the shareholders pass in general meeting;

whichever occurs first.

**AND THAT** the Directors be and are hereby authorised to take all steps as are necessary and/or to do all such acts and things as the Directors deem fit and expedient in the interest of the Company to give full effect to the aforesaid Proposed Share Buy-Back with full powers to assent to any condition, modification, variation and/or amendment (if any) as may be imposed by the relevant authorities.”

### 8. To transact any other ordinary business of which due notice shall have been given.

#### BY ORDER OF THE BOARD

LEONG OI WAH (MAICSA 7023802) (SSM Practising Certificate No.: 201908000717)

TAN HWAI LUN (MIA 24085) (SSM Practising Certificate No.: 202008001765)

LAM CHO WAI (MIA 37324) (SSM Practising Certificate No.: 202008001864)

Company Secretaries

Selangor Darul Ehsan  
29 July 2025

# NOTICE OF ANNUAL GENERAL MEETING

## Notes:

1. Only members whose name appear in the Record of Depositors as at 21 August 2025 will be entitled to attend the Annual General Meeting or appoint proxy/proxies in his/her stead or in the case of a corporation, a duly authorised representative to attend and vote on his/her stead.
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy/proxies who may but need not be a member/members of the Company to attend and vote in his/her stead.
3. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“omnibus account”), there is 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 Securities Industries (Central Depositories) Act, 1991 (“SICDA”), it may appoint up to two (2) proxies in respect of each securities account it may hold with ordinary shares of the Company standing to the credit of the said securities account.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation’s seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy must be deposited at the Registered Office of the Company at C-21, Jalan Medan Selayang 1, Medan Selayang, 68100 Batu Caves, Selangor Darul Ehsan not less than forty-eight (48) hours before the time appointed for the Meeting or any adjournment thereof.
6. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 46th AGM will be put to vote by poll. Poll administrators and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.
7. On agenda 2, the benefits relates to the provision of a driver for use by the Company’s Chairman.
8. On agenda 4, for the purpose of determining the eligibility of the Directors to stand for re-election at the 46th AGM, the Board through its Nomination Committee had assessed Tan Sri Dato’ Seri Dr. Ting Chew Peh and Chew Po Sim (collectively “the Retiring Directors”). The Retiring Directors were assessed on their performance and understanding of the Group’s business. Their active participation at the Board meetings showed that they were prepared and were effective in the discharge of their responsibilities. The Retiring Directors have always acted in the best interest of the Company as a whole.

Based on the above, the Board supports the re-election of the Retiring Directors.

## NOTICE OF ANNUAL GENERAL MEETING

### **Explanatory Note on Special Business:**

#### **Resolution 6**

The proposed Ordinary Resolution will give powers to the Directors to issue up to a maximum ten per centum (10%) of the total number of issued shares of the Company for the time being ("New Shares") for such purposes as the Directors would consider in the best interest of the Company ("General Mandate"). This authority, unless revoked or varied by the Company at a general meeting, will expire at the next Annual General Meeting of the Company. The General Mandate is to provide flexibility to the Company to issue new securities without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional cost and time. The purpose of this general mandate is for possible fund raising exercises including but not limited to further placement of shares for purpose of funding current and/or future investment projects, working capital and/or acquisitions or the issuance of shares as consideration for the acquisition of assets.

The Company did not utilise the mandate sought for issue of new shares that was approved by the shareholders on 5 September 2024 which will lapse at the conclusion of the forthcoming Annual General Meeting.

In accordance with Article 15 of the Company's Constitution, the passing of the Ordinary Resolution No. 6 shall be taken as the members agreement for the New Shares to be issued to such persons as the Director may deem fit without first offer to holders of existing shares.

#### **Resolution 7**

Please refer to the Statement of Share Buy-Back enclosed.

### **Personal Data Privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company hereby agree and consent that any of your personal data in our possession shall be processed by us in accordance with our Personal Data Protection Notice set out in [www.huayang.com.my](http://www.huayang.com.my). Further, you hereby warrant that relevant consent has been obtained for us to process any third party's personal data provided by you in accordance with our said Personal Data Protection Notice.

# SHARE BUY-BACK STATEMENT

## **PROPOSED RENEWAL OF AUTHORITY FOR HUA YANG BERHAD (“HUA YANG”) TO PURCHASE ITS OWN SHARES OF UP TO TEN PERCENT (10%) OF ITS ISSUED AND PAID-UP SHARE CAPITAL (“PROPOSED RENEWAL OF SHARE BUY-BACK”)**

### **DISCLAIMER STATEMENT**

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Bursa Malaysia Securities Berhad (“Bursa Securities”) has not perused this Statement prior to its issuance as it is an exempted pursuant to the provisions of Practice Note 18 of the Main Market Listing Requirements (“Listing Requirements”) of Bursa Securities. Bursa Securities takes no responsibility for the contents of this Statement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Statement.

### **1. DETAILS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK**

The Board of Hua Yang had, during the AGM held on 5 September 2024 obtained its shareholders’ approval on the Proposed Share Buy-Back exercise, to purchase up to 10% of its total number of issued shares as quoted on Bursa Securities as at the point of purchase. In accordance with the Listing Requirements governing the purchase of own shares by a listed company, the aforesaid approval will lapse at the conclusion of the forthcoming AGM unless a new mandate is obtained from the shareholders.

In connection thereto, the Company had on 28 July 2025 announced its intention to seek approval of its shareholders on the Proposed Renewal of Share Buy-Back at the forthcoming AGM of the Company which will be held on 27 August 2025.

The Board proposes to seek approval from the shareholders for a renewal of authorisation to enable Hua Yang to purchase up to 10% of its total number of issued shares as quoted on Bursa Securities as at the point of purchase.

The Proposed Renewal of Share Buy-Back shall be effective upon the passing of the resolution at the forthcoming AGM and shall continue to remain in force until:

- (i) the conclusion of the next AGM of the Company in 2026 at which time such authority would lapse unless renewed by ordinary resolution passed at that meeting, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (iii) the authority is revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first.

### **2. MAXIMUM LIMIT**

The maximum aggregate number of shares which may be purchased by the Company shall not exceed 10% of the total number of issued shares of the Company at any point of time.

The Company may purchase up to 44,000,000 Hua Yang shares based on total number of issued shares of the Company of 440,000,000 shares as at 30 June 2025, being the latest practicable date (“LPD”).

The actual number of shares to be purchased and the timing of such purchase will depend on (among others) the prevailing equity market conditions and sentiments of the stock market as well as the retained profits and financial resources available to the Company at the time of the purchase(s).

## SHARE BUY-BACK STATEMENT

### 3. TREATMENT OF SHARES PURCHASED

If the Company purchases its own shares using external borrowings, the Board will ensure that the Group has sufficient funds to repay the external borrowings and that the repayment would not have any material effect on the cash flow of the Group.

Hua Yang may only purchase its own shares at a price which is not more than 15% above the weighted average market price of the Hua Yang shares for the 5 market days immediately prior to the date of the purchase.

The Company may only resell the purchased shares held as treasury shares at a price, which is:-

- (a) not less than the weighted average market price of the shares for the 5 market days immediately prior to the date of the resale; or
- (b) a discounted price of not more than 5% to the weighted average market price of the shares for the 5 market days immediately prior to the date of the resale, provided that:
  - (i) the resale or transfer takes place no earlier than 30 days from the date of the purchase; and
  - (ii) the resale or transfer price is not less than the cost of purchase of the shares being resold or transferred.

The Company shall, upon each purchase or re-sale of shares, make the necessary announcements to Bursa Securities.

The purchased Hua Yang shares held as treasury shares may be dealt with by the Board, in the following manner:-

- (i) to cancel the purchased shares;
- (ii) to retain the purchased shares as treasury shares for distribution as share dividends to the shareholders and/or resell the treasury shares on Bursa Securities in accordance with the relevant rules of Bursa Securities and/or be cancelled subsequently;
- (iii) transfer as purchase consideration;
- (iv) sell, transfer or otherwise use as the Minister may prescribe; or
- (v) a combination of (i), (ii), (iii) and (iv) above.

The decision whether to retain the purchased shares as treasury shares, to cancel the purchased shares, distribute the treasury shares as share dividends or to resell the treasury shares on Bursa Securities will be made by the Board at the appropriate time. The distribution of treasury shares as share dividends may be applied as a reduction of the retained profits of the Company.

While the purchased shares are held as treasury shares, the rights attached to them in relation to voting, dividends and participation in any distribution and otherwise are suspended. The treasury shares shall not be taken into account in calculating the number or percentage of shares or of a class of shares in the Company for any purposes including substantial shareholding, takeovers, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on a resolution at a meeting.

The Company will make an immediate announcement to Bursa Securities of any purchase and resale of the shares and whether the purchased shares will be cancelled or retain as treasury shares or a combination of both.

The Proposed Renewal of Share Buy-Back will be carried out in accordance with the prevailing laws at the time of the purchase including compliance with the 25% public shareholding spread as required by the Listing Requirements of Bursa Securities.

## SHARE BUY-BACK STATEMENT

#### 4. RATIONALE FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK

In addition to the advantages as set out in Section 5 below, the Proposed Renewal of Share Buy-Back, if implemented, will provide the Group with an additional option to utilise its surplus financial resources more efficiently by purchasing Hua Yang shares from the open market to help stabilise the supply and demand for Hua Yang shares traded on the Main Market of Bursa Securities, and thereby support its fundamental value.

The purchased shares can be held as treasury shares and resold on Bursa Securities at a higher price with the intention of realising a potential gain without affecting the Company's total issued and paid-up share capital. Should any treasury shares be distributed as share dividends, this would serve to reward the shareholders of Hua Yang.

#### 5. ADVANTAGES AND DISADVANTAGES

The potential advantages of the Proposed Renewal of Share Buy-Back, if implemented, are as follows:-

- (i) allows the Company to take preventive measures against excessive speculation, in particular when the Company's shares are undervalued;
- (ii) the earnings per share of the Hua Yang shares and the return on equity, assuming all other things being equal, would be enhanced resulting from the smaller issued and paid-up share capital of the Company. This is expected to have a positive impact on the market price of Hua Yang shares which will benefit the shareholders of Hua Yang;
- (iii) to stabilise a downward trend of the market price of the Company's shares;
- (iv) allows the Company the flexibility in achieving the desired capital structure, in terms of its debt and equity composition and the size of its equity;
- (v) treasury shares can be treated as long-term investments. It makes business sense to invest in our own Company as the Board is confident of Hua Yang's future prospects and performance in the long term; and
- (vi) if the treasury shares are distributed as dividends by the Company, it may then serve to reward the shareholders of the Company.

The potential disadvantages of the Proposed Renewal of Share Buy-Back, if implemented, are as follows:-

- (i) it will reduce the financial resources of the Company which may otherwise be retained and used for the businesses of the Group. Nevertheless, the Board will be mindful of the interests of the Group and its shareholders in undertaking the Proposed Renewal of Share Buy-Back; and
- (ii) as the Proposed Renewal of Share Buy-Back can only be made out of retained earnings, it may result in the reduction of financial resources available for distribution as dividends and bonus issues to the shareholders of the Company.

# SHARE BUY-BACK STATEMENT

## 6. FUNDING

In accordance with the Listing Requirements, the Proposed Renewal of Share Buy-Back must be made wholly out of retained profits of the Company. The maximum amount of funds to be utilised for the Proposed Renewal of Share Buy-Back will be limited to the amount of retained profits based on the latest audited and/or unaudited financial statements of the Company. As at 31 March 2025, being the latest available audited financial statements, the audited retained profit of the Company amounted to RM32,351,424.

The Proposed Renewal of Share Buy-Back is expected to be financed by internally generated funds of the Group or external borrowings. In the event that the Company intends to purchase its own shares using borrowings, the Board will ensure that the Company shall have sufficient funds to repay the borrowings and that the repayment will not adversely affect the operations and cash flows of the Company. In addition, the Board will ensure that the Company satisfy the solvency test as stated in the Section 112(2) of the Act before execution of the Proposed Renewal of Share-Buy Back. Depending on the quantum and the purchase price, the Proposed Renewal of Share Buy-Back may reduce the working capital of the Hua Yang Group.

## 7. FINANCIAL EFFECTS OF THE PROPOSED SHARE BUY-BACK

The effects of the Proposed Renewal of Share Buy-Back on the share capital, shareholding structure, net assets, earnings and working capital of the Company are set out below based on the following scenarios:-

### 7.1 Share Capital

The effects of the Proposed Renewal of Share Buy-Back on the total issued and paid-up share capital of the Company as at LPD assuming the Hua Yang shares so purchased are cancelled is illustrated below based on the two (2) scenarios set out below:-

#### Minimum Scenario:

Assuming none of the 88,000,000 Outstanding Warrants-A as at LPD are exercised into new Hua Yang Shares before the implementation of the Proposed Renewal of Share Buy-Back.

#### Maximum Scenario:

Assuming that all of the 88,000,000 Outstanding Warrants-A as at LPD are exercised into new Hua Yang Shares before the implementation of the Proposed Renewal of Share Buy-Back.

	Minimum Scenario No. of shares	Maximum Scenario No. of shares
Issued and paid-up share capital as at LPD	440,000,000	440,000,000
Assuming full Exercise of the Outstanding Warrants-A	-	88,000,000
Enlarged share capital	440,000,000	528,000,000
Maximum number of purchased shares to be cancelled pursuant to the Proposed Renewal of Share Buy-Back	44,000,000	52,800,000
<b>Upon completion of the Proposed Renewal of Share Buy-Back</b>	<b>396,000,000</b>	<b>475,200,000</b>

# SHARE BUY-BACK STATEMENT

## 7. FINANCIAL EFFECTS OF THE PROPOSED SHARE BUY-BACK (CONT'D)

### 7.2 Substantial Shareholders' and Directors' Shareholdings

The proforma effects of the Proposed Renewal of Share Buy-Back on the substantial shareholdings of the Company are set out below based on the Register of Substantial Shareholders as at LPD:-

#### 7.2.1 Minimum Scenario

Assuming none of the 88,000,000 Outstanding Warrants-A as at LPD are exercised into new Hua Yang Shares before the implementation of the Proposed Renewal of Share Buy-Back.

Substantial shareholders	As at LPD				After the full implementation of Proposed Renewal of Share Buy-Back			
	Direct		Indirect		Direct		Indirect	
	No. of shares	%	No. of shares*	%*	No. of shares	%	No. of shares*	%*
Heng Holdings Sdn Berhad	150,978,178	34.31	-	-	150,978,178	38.13	-	-
Chew Po Sim	-	-	150,978,178	34.31	-	-	150,978,178	38.13
Ho Min Yi	-	-	150,978,178	34.31	-	-	150,978,178	38.13
Ho Wen Yan	2,255,550	0.51	150,978,178	34.31	2,255,550	0.57	150,978,178	38.13
Ho Wen Han	-	-	150,978,178	34.31	-	-	150,978,178	38.13
Ho Wen Fan	-	-	150,978,178	34.31	-	-	150,978,178	38.13

\* Deemed interested by virtue of substantial shareholding in Heng Holdings Sdn Berhad pursuant to the Companies Act 2016

#### 7.2.2 Maximum Scenario

Assuming that all of the 88,000,000 Outstanding Warrants-A as at LPD are exercised into new Hua Yang Shares before the implementation of the Proposed Renewal of Share Buy-Back.

Substantial shareholders	As at LPD				After the full implementation of Proposed Renewal of Share Buy-Back			
	Direct		Indirect		Direct		Indirect	
	No. of shares	%	No. of shares*	%*	No. of shares	%	No. of shares*	%*
Heng Holdings Sdn Berhad	150,978,178	34.31	-	-	189,867,062	39.96	-	-
Chew Po Sim	-	-	150,978,178	34.31	-	-	189,867,062	39.96
Ho Min Yi	-	-	150,978,178	34.31	-	-	189,867,062	39.96
Ho Wen Yan	2,255,550	0.51	150,978,178	34.31	2,706,660	0.57	189,867,062	39.96
Ho Wen Han	-	-	150,978,178	34.31	-	-	189,867,062	39.96
Ho Wen Fan	-	-	150,978,178	34.31	-	-	189,867,062	39.96

\* Deemed interested by virtue of substantial shareholding in Heng Holdings Sdn Berhad pursuant to the Companies Act 2016

# SHARE BUY-BACK STATEMENT

## 7. FINANCIAL EFFECTS OF THE PROPOSED SHARE BUY-BACK (CONT'D)

### 7.2 Substantial Shareholders' and Directors' Shareholdings (Cont'd)

The proforma effects of the Proposed Renewal of Share Buy-Back on the Directors' shareholdings of the Company are set out below based on the Register of Directors' Shareholding as at LPD:-

#### 7.2.3 Minimum Scenario

Assuming none of the 88,000,000 Outstanding Warrants-A as at LPD are exercised into new Hua Yang Shares before the implementation of the Proposed Renewal of Share Buy-Back.

Directors	As at LPD				After the Proposed Renewal of Share Buy-Back			
	Direct		Indirect		Direct		Indirect	
	No. of shares	%	No. of shares	%	No. of shares	%	No. of shares	%
Tan Sri Dato' Seri Dr. Ting Chew Peh	-	-	1,216,818 <sup>(2)</sup>	0.28	-	-	1,216,828 <sup>(2)</sup>	0.31
Ho Wen Yan	2,255,550	0.51	150,978,178 <sup>(1)</sup>	34.31	2,255,550	0.57	150,978,178 <sup>(1)</sup>	38.13
Choo Seng Choon	-	-	-	-	-	-	-	-
Chew Po Sim	-	-	150,978,178 <sup>(1)</sup>	34.31	-	-	150,978,178 <sup>(1)</sup>	38.13
Chew Hoe Soon	491,942	0.11	1,012,399 <sup>(2)</sup>	0.23	491,942	0.12	1,012,399 <sup>(2)</sup>	0.26
Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud	-	-	-	-	-	-	-	-
Ho Wen Fan (Alternate Director)	-	-	150,978,178 <sup>(1)</sup>	34.31	-	-	150,978,178 <sup>(1)</sup>	38.13

Notes:-

<sup>(1)</sup> Deem interested by virtue of his substantial shareholding in Heng Holdings Sdn Berhad

<sup>(2)</sup> Deem interested by virtue of the shareholdings of his spouse and children.

#### 7.2.4 Maximum Scenario

Assuming that all of the 88,000,000 Outstanding Warrants-A as at LPD are exercised into new Hua Yang Shares before the implementation of the Proposed Renewal of Share Buy-Back.

Directors	As at LPD				After the Proposed Renewal of Share Buy-Back			
	Direct		Indirect		Direct		Indirect	
	No. of shares	%	No. of shares	%	No. of shares	%	No. of shares	%
Tan Sri Dato' Seri Dr. Ting Chew Peh	-	-	1,216,818 <sup>(2)</sup>	0.28	-	-	1,450,137 <sup>(2)</sup>	0.31
Ho Wen Yan	2,255,550	0.51	150,978,178 <sup>(1)</sup>	34.31	2,706,660	0.57	189,867,062 <sup>(1)</sup>	39.96
Choo Seng Choon	-	-	-	-	-	-	-	-
Chew Po Sim	-	-	150,978,178 <sup>(1)</sup>	34.31	-	-	189,867,062 <sup>(1)</sup>	39.96
Chew Hoe Soon	491,942	0.11	1,012,399 <sup>(2)</sup>	0.23	590,330	0.12	1,214,878 <sup>(2)</sup>	0.26
Y.A.M. Tengku Dato' Rahimah Binti Al-Marhum Sultan Mahmud	-	-	-	-	-	-	-	-
Ho Wen Fan (Alternate Director)	-	-	150,978,178 <sup>(1)</sup>	34.31	-	-	189,867,062 <sup>(1)</sup>	39.96

Notes:-

<sup>(1)</sup> Deem interested by virtue of his substantial shareholding in Heng Holdings Sdn Berhad

<sup>(2)</sup> Deem interested by virtue of the shareholdings of his spouse and children.

# SHARE BUY-BACK STATEMENT

## 7. FINANCIAL EFFECTS OF THE PROPOSED SHARE BUY-BACK (CONT'D)

### 7.3 Net Assets

The consolidated net assets of the Company may increase or decrease depending on the number of shares purchased under the Proposed Renewal of Share Buy-Back, the purchase prices of the shares, the effective cost of funding and the treatment of the shares so purchased.

The Proposed Renewal of Share Buy-Back will reduce the consolidated net assets per share when the purchase price exceeds the consolidated net assets per share of the Company at the time of purchase. On the contrary, the consolidated net assets per share will increase when the purchase price is less than the consolidated net assets per share of the Company at the time of purchase.

If the shares purchased under the Proposed Renewal of Share Buy-Back are held as treasury shares and subsequently resold on Bursa Securities, the consolidated net assets per share would increase if the Group realise a gain from the resale or vice versa. If the treasury shares are distributed as share dividends, it will decrease the consolidated net assets by the cost of the treasury shares redistributed.

### 7.4 Earnings

The effect of the Proposed Renewal of Share Buy-Back on the consolidated earnings per share of the Company will depend on the purchase prices paid for the shares, the effective funding cost to the Group to finance the purchase of the shares or any loss in interest income to the Group if internally generated funds are utilised to finance the purchase of the shares.

Assuming that any shares so purchased are retained as treasury shares as per Companies Act 2016 and resold on Bursa Securities, the effects on the consolidated earnings of the Company will depend on the actual selling price, the number of treasury shares resold and the effective gain or interest savings arising from the exercise.

### 7.5 Working Capital

The implementation of the Proposed Renewal of Share Buy-Back is likely to reduce the working capital of the Group, the quantum being dependent on the number of the purchased shares, the purchase price(s) and the amount of financial resources to be utilised for the purchase of the shares.

For the purchased shares retained as treasury shares as per Companies Act 2016 upon its resale, the working capital of the Company will increase. Again, the quantum of the increase in the working capital will depend on the actual selling price of the treasury shares resold, the effective gain or interest saving arising and the gain or loss from the disposal.

## 8. APPROVAL REQUIRED

The Proposed Renewal of Share Buy-Back is subject to the approval being obtained from the shareholders of Hua Yang.

## 9. PUBLIC SHAREHOLDING SPREAD

Pursuant to the Listing Requirements, the Proposed Renewal of Share Buy-Back will be carried out in accordance with the prevailing laws at the time of the purchase including compliance of twenty-five (25%) public shareholdings spread. As at LPD, the public shareholding spread of the Company was 64.6%. The Board will endeavour to ensure that the Company complies with the public shareholding spread requirements and shall not buy back the Company's own shares if the purchase would result in the public shareholding spread requirements not being met.

## SHARE BUY-BACK STATEMENT

### 10. IMPLICATION OF THE MALAYSIAN CODE ON TAKE-OVERS AND MERGERS, 2016 (“CODE”)

Pursuant to the Code, a person and/or any person acting in concert with him will be required to make a mandatory offer for the remaining shares not already owned by him/them if his and/or their holding of voting shares in a company is increased beyond 33% or, if his and/or their holding of voting shares is more than 33% but less than 50%, his and/or their holding of voting shares is increased by more than 2% in any 6 months period.

The Board takes cognisance of the requirements of the Code and will be mindful of the requirements when making any purchases of shares pursuant to the Proposed Renewal of Share Buy-Back.

### 11. HISTORICAL SHARE PRICE

The monthly highest and lowest prices of the Company’s shares traded on Bursa Securities for the past twelve (12) months are as follows:-

Month	Highest (RM)	Lowest (RM)
<b>2024</b>		
July	0.365	0.315
August	0.330	0.265
September	0.325	0.280
October	0.330	0.290
November	0.310	0.285
December	0.295	0.275
<b>2025</b>		
January	0.300	0.260
February	0.285	0.215
March	0.245	0.200
April	0.245	0.195
May	0.245	0.200
June	0.215	0.205

The last transacted price of the Company’s Shares on 30 June 2025, being the LPD, was RM0.21.  
(Source: Yahoo! Finance)

## SHARE BUY-BACK STATEMENT

### 12. PURCHASE, RESALE AND CANCELLATION OF ITS OWN SHARES IN THE PRECEDING 12 MONTHS

There were no purchase, cancelled, resale and/or transfer of treasury shares in the previous twelve (12) months up to LPD.

### 13. DIRECTORS' RECOMMENDATION

The Board, after having considered all aspects of the Proposed Renewal of Share Buy-Back and after careful deliberation, is of the opinion that the Proposed Renewal of Share Buy-Back is in the best interest of the Company. Accordingly, the Board recommends that you vote IN FAVOUR of the resolution in relation to the Proposed Renewal of Share Buy-Back to be tabled at the forthcoming AGM.

### 14. RESPONSIBILITY STATEMENT

This Statement has been seen and approved by the Board and the Directors collectively and individually accept full responsibility for the accuracy of the information given in this Statement insofar as it relates to Hua Yang Group and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

### 15. DOCUMENTS FOR INSPECTION

The following documents are available for inspection during normal business hours at the Registered Office of the Company at C-21, Jalan Medan Selayang 1, Medan Selayang, 68100 Batu Caves, Selangor Darul Ehsan from the date of this Statement up to and including the date of the AGM:-

- (i) the Constitution of Hua Yang; and
- (ii) the audited financial statements of the Hua Yang Group for the past two (2) financial years ended 31 March 2024 and 31 March 2025.

Yours faithfully

**For and on behalf of the Board**

**HUA YANG BERHAD**

**TAN SRI DATO' SERI DR. TING CHEW PEH**

**Non-Independent Non-Executive Chairman**

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# PROXY FORM



**Hua Yang Berhad**  
Registration No. 197801007059 (44094-M)  
(Incorporated in Malaysia)

\*I/We \_\_\_\_\_  
Company No./NRIC No. (new) \_\_\_\_\_ (old) \_\_\_\_\_ of  
\_\_\_\_\_ being a  
member of **HUA YANG BERHAD** do hereby appoint Mr./Ms. \_\_\_\_\_ of  
NRIC No. (new) \_\_\_\_\_ (old) \_\_\_\_\_ or  
failing whom \_\_\_\_\_ NRIC No. (new) \_\_\_\_\_ (old) \_\_\_\_\_  
or failing whom the Chairman of the meeting as \*my/\*our proxies to vote for \*me/\*us and on \*my/\*our behalf at the Forty-Sixth Annual General Meeting of the Company to be held at the Head Office of the Company at 4th Floor, C-21 Jalan Medan Selayang 1, Medan Selayang, 68100 Batu Caves, Selangor on Wednesday, 27 August 2025 at 11.30 a.m. and at any adjournment thereof.

\*My/\*Our proxy(ies) is/are to vote as indicated below:-

	Resolutions	For	Against
	<b>ORDINARY BUSINESSES</b>		
Resolution 1	To approve the payment of Directors' fees of RM659,648 and benefits for the financial year ended 31 March 2025		
Resolution 2	To approve the payment of meeting attendance allowance of RM1,000 per meeting day for each Non-Executive Director from August 2025 till July 2026		
Resolution 3	To re-elect Tan Sri Dato' Seri Dr. Ting Chew Peh as Director		
Resolution 4	To re-elect Chew Po Sim as Director		
Resolution 5	To re-appoint TGS TW PLT as the Auditors of the Company and authorise the Directors to fix their remuneration		
	<b>SPECIAL BUSINESSES</b>		
Resolution 6	To approve the authority to issue shares pursuant to Sections 75 & 76 of the Companies Act 2016		
Resolution 7	Proposed renewal of authority for the Company to purchase its own shares of up to 10% of the issued and paid-up share capital		

[Please indicate with (X) how you wish your vote to be casted. If no specific direction as to voting is given, your proxy will vote or abstain at his discretion].

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Number of shares held	CDS Account No.

\_\_\_\_\_  
[Signature(s)/Common Seal of Shareholder(s)]

[\*Delete if not applicable]

For appointment of two proxies, percentage of shareholdings to be represented by proxies:		
	No. of shares	Percentage
1st proxy		
2nd proxy		
<b>Total</b>		<b>100%</b>

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**NOTES:**

1. Only members whose name appear in the Record of Depositors as at 21 August 2025 will be entitled to attend the Annual General Meeting or appoint proxy/proxies in his/her stead or in the case of a corporation, a duly authorised representative to attend and vote on his/her stead.
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy/proxies who may but need not be a member/members of the Company to attend and vote in his/her stead.
3. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is 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 Securities Industries (Central Depositories) Act, 1991 ("SICDA"), it may appoint up to two (2) proxies in respect of each securities account it may hold with ordinary shares of the Company standing to the credit of the said securities account.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy must be deposited at the Registered Office of the Company at C-21, Jalan Medan Selayang 1, Medan Selayang, 68100 Batu Caves, Selangor Darul Ehsan not less than forty-eight (48) hours before the time appointed for the Meeting or any adjournment thereof.
6. All the resolutions sets out in this Notice of Meeting will be put to vote by poll.

**Personal Data Privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 29 July 2025.

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**HUA YANG BERHAD**

Registration No. 197801007059 (44094-M)

C-21, Jalan Medan Selayang 1  
Medan Selayang  
68100 Batu Caves  
Selangor Darul Ehsan

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