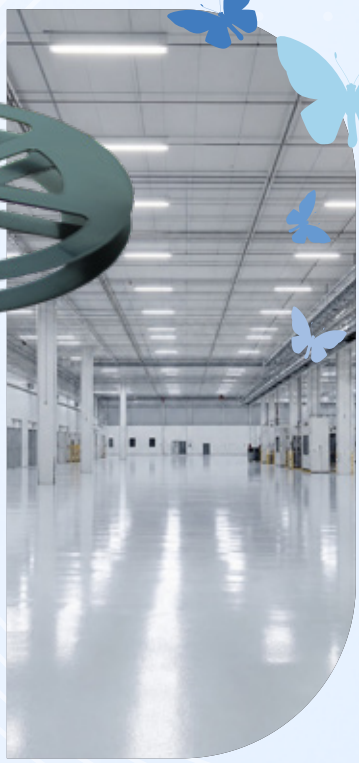
D'nonce TECHNOLOGY BHD

200001000687 / 503292-K

Your Dependable Partner



Annual Report 2026

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26TH A.G.M.

Cardamom, Level 2,
The Light Hotel Penang,
Lebuh Tenggiri 2,
Bandar Seberang Jaya,
13700 Perai, Pulau Pinang

Tuesday, 29 September 2026
10:30 a.m.

Corporate Structure

D'NONCE TECHNOLOGY BHD
200001000687 / 503292-K
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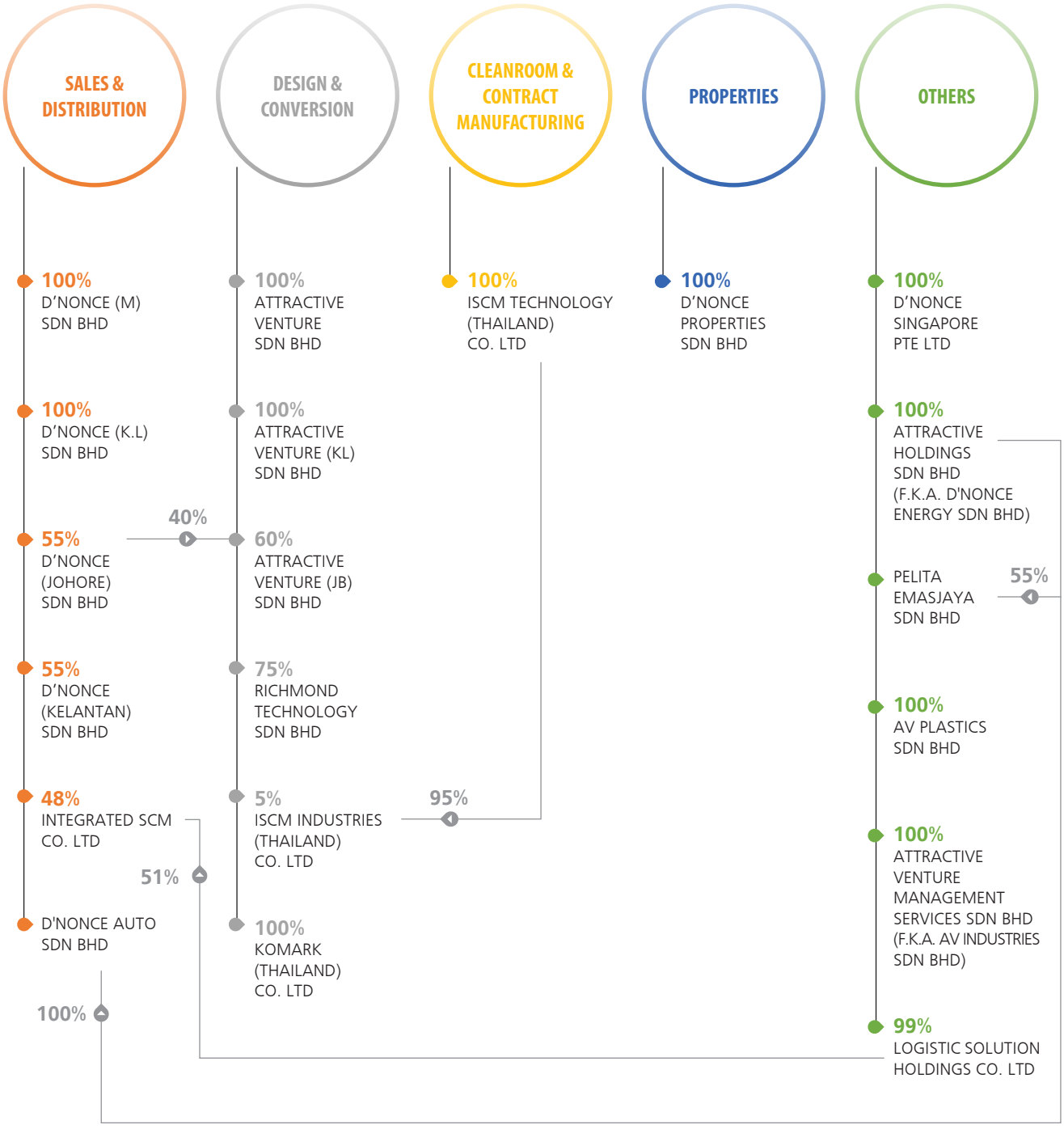


Corporate Information

Board of Directors

Dato' Moktar Bin Mohd Noor
Independent Non-Executive Chairman

Roy Ho Yew Kee
Executive Director

Datuk Sham Shamrat Sen Gupta
Independent Non-Executive Director

Datin Ong Poh Lin Abdullah
Independent Non-Executive Director

Kong June Hon
Independent Non-Executive Director

AUDIT AND RISK MANAGEMENT COMMITTEE

Kong June Hon (Chairman)
Datuk Sham Shamrat Sen Gupta
Datin Ong Poh Lin Abdullah

NOMINATING COMMITTEE

Datuk Sham Shamrat Sen Gupta (Chairman)
Kong June Hon
Datin Ong Poh Lin Abdullah
(Appointed as member on 8 June 2026)

REMUNERATION COMMITTEE

Datuk Sham Shamrat Sen Gupta (Chairman)
Kong June Hon
Datin Ong Poh Lin Abdullah

COMPANY SECRETARIES

Wong Yuet Chyn (MAICSA 7047163)
(SSM Practicing Certificate No.: 202008002451)

Adeline Tang Koon Ling (LS0009611)
(SSM Practicing Certificate No.: 202008002271)

PRINCIPAL PLACE OF BUSINESS

No. 51-14-B&C Menara BHL,
Jalan Sultan Ahmad Shah,
10050 Georgetown, Pulau Pinang.
Tel No. : (604) 228 1198
Website : www.dnonce.com

REGISTERED OFFICE

1-10, Medan Perniagaan Pauh Jaya,
Jalan Baru, 13700 Perai,
Pulau Pinang.
Tel No. : (604) 390 8009
Email : secretary@prosec.com.my

SHARE REGISTRAR

Prosec Share Registration Sdn. Bhd.
DF2-09-02, Level 9, Persoft Tower,
6B, Persiaran Tropicana,
Tropicana Golf & Country Resort,
47410 Petaling Jaya, Selangor Darul Ehsan.
Tel No. : (603) 3008 1123
Fax No. : (603) 3008 1124
Email : sharereg@prosec.com.my

PRINCIPAL BANKERS

Malayan Banking Berhad
Suite 9-03, 9th Floor, Plaza MWE,
No 8 Lebuh Farquhar,
10200 Georgetown, Pulau Pinang.

Bank of Ayudhya Public Company Limited
1222 Rama 3 Road,
Bang Phongphang, Yan Nawa,
Bangkok 10120 Thailand.

AUDITORS

Grant Thornton Malaysia PLT (AF:0737)
Level 5, Menara BHL,
51 Jalan Sultan Ahmad Shah,
10050 George Town, Pulau Pinang.
Tel No. : (604) 228 7828
Fax No. : (604) 228 9828

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad
Stock Name: DNONCE
Stock Code: 7114

Chairman's Statement

Dear Valued Shareholders,

On behalf of the Board of Directors of D'nonce Technology Bhd. ("the Group"), it is my pleasure to present our Annual Report and Audited Financial Statements for the financial year ended 31 March 2026 ("FY2026").

ECONOMIC AND BUSINESS OVERVIEW

The Malaysian economy demonstrated resilience and continued growth despite an increasingly challenging global environment. Supported by steady domestic demand, investment activities and a recovering tourism sector, Malaysia recorded GDP growth of 5.4% in 2026 compared with 5.1% % in 2025. Similarly, Thailand's economy expanded by 2.8% in 2026, an improvement from 2.5% in the previous year, supported by tourism-related activities and domestic consumption.

Nevertheless, the global operating landscape remained volatile. Escalating geopolitical tensions, persistent inflationary pressures, currency fluctuations and evolving global trade policies continued to create uncertainty across international markets. In particular, the shift towards more protectionist trade measures by major economies has introduced additional challenges to global supply chains and cross-border trade activities.

Against this backdrop, the Group remained focused on strengthening its operational resilience and long-term competitiveness. Through disciplined cost management, prudent capital expenditure, continuous process improvements and strategic investments, we have taken proactive measures to navigate market uncertainties while positioning the Group for sustainable growth.

While challenges are expected to persist in the near term, we remain cautiously optimistic about the prospects of our businesses. Supported by our established customer base, diversified operations and ongoing operational enhancement initiatives, the Group is well positioned to pursue growth opportunities and create long-term value for our stakeholders.

FINANCIAL PERFORMANCE

During the financial year under review, the Group registered revenue of RM200.1 million, reflecting a period of adjustment compared to RM198.3 million in the previous financial year.

Group revenue has also grown steadily, reaching approximately RM200.1 million, representing another 1% increase compared to the previous financial year.

CORPORATE GOVERNANCE

The Group remains committed to upholding the highest standards of corporate governance, recognizing that strong governance practices are fundamental to sustainable business success and stakeholder confidence. We continuously review and enhance our governance framework, policies and procedures to ensure compliance with regulatory requirements, industry best practices and evolving stakeholder expectations.

The Board remains dedicated to fostering a culture of integrity, accountability, transparency and ethical conduct across the Group. Through effective oversight and robust risk management practices, we strive to safeguard the interests of our shareholders and other stakeholders while supporting the long-term sustainability of the Group.

Further details of the Group's corporate governance practices are set out in the Corporate Governance Overview Statement contained in this Annual Report and Corporate Governance Report.

SUSTAINABILITY

The Group remains committed to integrating sustainability principles into our business operations and decision-making processes. We recognize that sustainable business practices are essential to creating long-term value for our stakeholders while ensuring the resilience and growth of the Group in an increasingly dynamic business environment.

Throughout the financial year, we continued to strengthen our sustainability framework by focusing on key Environmental, Social and Governance ("ESG") priorities that are relevant to our business and stakeholders. We strive to minimize our environmental footprint through responsible resource management, efficient utilization of energy and materials, and compliance with applicable environmental regulations.

On the social front, we remain dedicated to fostering a safe, inclusive, and supportive workplace for our employees. We continue to invest in employee development, workplace safety, and well-being while promoting a culture of integrity, diversity, and mutual respect. We also seek to contribute positively to the communities in which we operate through responsible corporate citizenship initiatives.

Good governance remains the foundation of our sustainability journey. The Board and Management are committed to maintaining high standards of corporate governance, ethical business conduct, accountability, and transparency across the Group. We continuously review and enhance our policies and practices to align with regulatory requirements and industry best practices.

As sustainability expectations continue to evolve, the Group will remain focused on identifying opportunities to improve our ESG performance and strengthen our sustainability reporting. We believe that a responsible and sustainable approach to business will support our long-term competitiveness and create enduring value for shareholders and other stakeholders.

DIVIDEND

The Board did not recommend any dividend for the financial year ended 31 March 2026.

FUTURE PROSPECTS

Looking ahead, Malaysia's economic growth is expected to remain resilient, supported by sustained domestic demand and a moderating inflation environment. Nevertheless, uncertainties arising from ongoing geopolitical tensions, global trade developments, and tariff measures imposed by the United States continue to pose challenges to the global economic landscape.

Against this backdrop, the Group will remain vigilant in monitoring both global and local economic and political developments in the countries where it operates. Management will continue to adopt prudent business strategies, strengthen operational efficiencies, and pursue opportunities for sustainable growth while managing potential risks arising from market volatility.

The Group remains committed to enhancing its competitiveness, strengthening customer relationships, and delivering long-term value to shareholders through disciplined execution and sound corporate practices. Despite the challenging external environment, the Board is cautiously optimistic about the Group's prospects and will continue to position the Group for sustainable growth and resilience in the years ahead.

APPRECIATION

On behalf of the Board, I would like to express our sincere appreciation to our shareholders, customers, business partners, regulators, and other stakeholders for their continued trust, confidence, and support throughout the financial year.

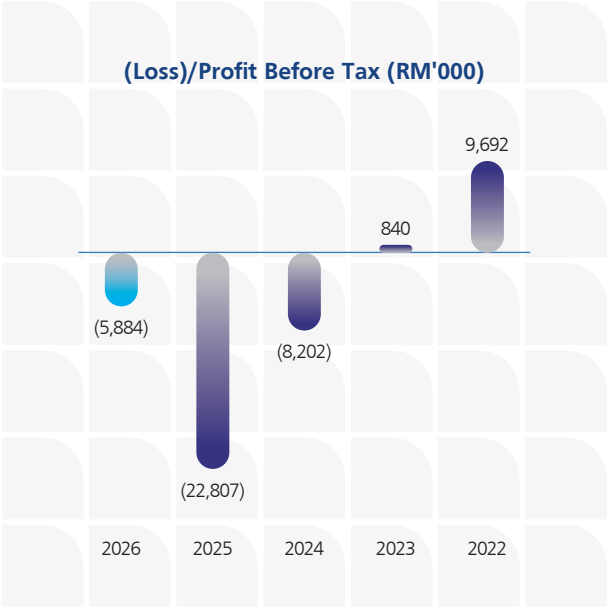
I would also like to extend my gratitude to our management team and employees for their dedication, commitment, and hard work in contributing to the Group's achievements and resilience amid a challenging operating environment.

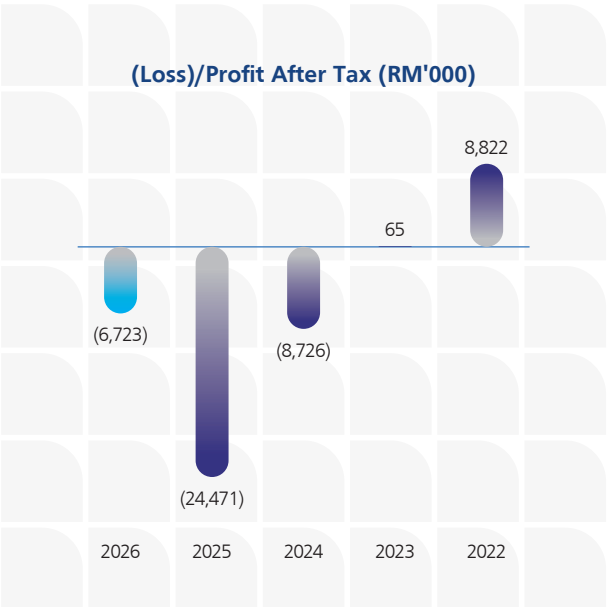
With the continued support of all stakeholders, we remain committed to creating sustainable value and pursuing long-term growth opportunities for the benefit of the Group and its shareholders.

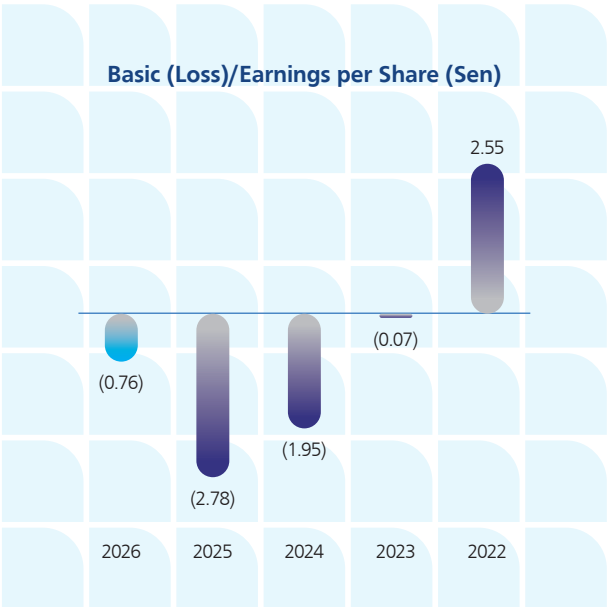
DATO' MOKTAR BIN MOHD NOOR
Independent Non-Executive Chairman

Group Financial Highlights

Financial Year Ended	31.03.2026 (12 months) (RM'000)	31.03.2025 (12 months) (RM'000)	31.03.2024 (12 months) (RM'000)	31.03.2023 (12 months) (RM'000)	31.03.2022 (restated) (11 months) (RM'000)
Revenue	**200,135**	198,257	176,383	174,861	166,600
(Loss)/Profit Before Tax	**(5,884)**	(22,807)	(8,202)	840	9,692
(Loss)/Profit After Tax	**(6,723)**	(24,471)	(8,726)	65	8,822
(Loss)/Profit attributable to Owners of the Company	**(6,569)**	(24,106)	(8,832)	(259)	8,668
Basic (Loss)/Earnings per Share (Sen)	**(0.76)**	(2.78)	(1.95)	(0.07)	2.55
Total Assets	**327,910**	323,704	334,181	289,560	260,375
Total Liabilities	**121,890**	109,066	95,719	81,586	61,222
Equity attributable to Owners of the Company	**198,712**	209,199	232,659	202,276	193,779
Return on Equity	**(3.38%)**	(11.70%)	(3.75%)	0.03%	4.55%







Management Discussion and Analysis

BUSINESS OVERVIEW

D'nonce Technology Bhd. ("D'nonce") is a diversified engineering solutions provider with key customers from healthcare, Electrical and Electronics ("E&E") sectors and other industries. Established in 1989 and headquartered in Penang, with its trading and manufacturing subsidiaries in Kelantan, Selangor and Johor. D'nonce was listed on the Main Board of Bursa Malaysia in 2001 and the following year, it expanded its operations to Thailand.

The Group offers a wide range of services encompassing the following:

End-to-End Packaging and Design Solutions

D'nonce offers end-to-end packaging and design solutions to industrial, commercial and end consumers. The Group's end-to-end solution entails graphic designing, evaluation, quality printing and production of various types of printing. We possess state-of-art machineries to undertake various processes – from designing, printing to packaging conversion. This is further supported by our team of experienced talents. The Group manufactures packaging boxes for key global glove makers based in Thailand and also provides industrial and carton boxes as well as other packaging and labelling for the E&E, Food and Beverage ("F&B") and other industries.

Precision Polymer Engineering Services

The Group's polymer engineering capabilities are used across a variety of products, primarily in in-process automation trays and precision component taps and reels. Utilising cutting-edge technology, design and engineering capabilities with industry knowledge, the Group caters to prominent multinational companies mainly in the E&E segment.

Cleanroom and Contract Manufacturing Services

D'nonce provides international class cleanroom services such as ultrasonic cleaning, rinsing and drying for the precision tray and component washing lines and contract manufacturing services for the assembly and component parts used by the E&E sector.

Supply Chain Management and Sales and Distribution of Products

The Group offers assembly services to our customers. We pre-assemble or assemble parts and components before delivering them to our customers for export in the healthcare and E&E industries. In addition, the Group also supports its customers in the supply chain process via the provision of goods and services.

BUSINESS AND OPERATIONAL REVIEW

For the year 2026, the Malaysian and Thailand economies grew at a pace of 5.4% and 2.8% respectively as compared to 5.1% and 2.5% in 2025. Our Group has also recorded a comparable growth as our FY2026 revenue had increased from RM198.3 million in FY2025 to RM200.1 million in FY2026.

For our operations in Malaysia, the Group recorded a decrease of RM2.1 million or 2.3% in FY2026 as compared to FY2025. Thailand's operations recorded an increase of RM4.0 million or 3.9%. For the E&E segment where in our Malaysian subsidiaries mainly operate, the Group recorded a revenue of RM54.3 million, a slight increase as compared to RM53.3 million in the last financial year. In Thailand, consistent demand for our glove packaging boxes, and with the recovery of E&E segment in Thailand, the Group registered a revenue of RM9.0 million or 34.4% growth as compared to FY2025.

During the financial year in review, operating costs such as raw materials, supply chain and labour costs had remained challenging, and the Group has seen the operating margin increase to 4.2% in FY2026 as compared to 3.9% in FY2025.

The Group also remains on course with its multi-year expansion strategy, having invested significantly in property, plant and equipment in FY2026.

FINANCIAL REVIEW

In FY2026, the Group recorded a higher revenue of RM200.1 million, as compared with the revenue of RM198.3 million in FY2025. The revenue was mainly from our multinational customers in the E&E sector and major glove manufacturers in the healthcare sector, contributing 75.9% of the Group's total revenue in FY2026.

The Group recorded a loss before tax of RM5.9 million in FY2026, compared to a loss before tax of RM22.8 million in FY2025. The higher loss in FY2025 was mainly attributable to a RM15.01 million fair value adjustment on other investments.

Despite revenue growth during the year in review, the Group managed to control its operating costs, including raw materials and supply chain expenses, although the results were still impacted by increased interest expenses.

The Group recorded a loss after tax of RM6.7 million in FY2026, as compared to a loss of RM24.5 million in the last financial year.

Capital Structure and Capital Resources

As part of its overall liquidity management, the Group maintains sufficient cash and cash equivalents to meet its capital requirements. Cash and cash equivalents as at 31 March 2026 stood at RM16.9 million as compared to RM24.4 million as at 31 March 2025. The decrease of RM7.5 million or 30.7% was mainly due to net cash used in investing activities of RM16.97 million and financing activities of RM0.61 million respectively, offsetted by positive net cash generated from operating activities of RM9.4 million. The Group held encumbered deposits with licensed banks of RM5.5 million as at 31 March 2026, as compared to RM9.2 million the year before.

The Group strives to maintain available banking facilities at a reasonable level to its total debt position. Borrowings of the Group amounted to RM72.0 million as at 31 March 2026, compared to RM66.5 million as at 31 March 2025, an increase of RM5.5 million or 8.2%, mainly from secured overdrafts used as working capital during the financial year.

RISK MANAGEMENT

Operational Disruptions

To operate efficiently, the Group is reliant on its facilities, therefore, any disruptions or unplanned shutdowns may bring about an adverse impact on its operations. Any external risk that is beyond our control may materially and negatively affect our operations.

Intense Competition

The industries in which we operate in are highly competitive, with many players offering a broad range of services and pricing. To remain competitive, we continued to innovate and invest in the latest technologies that would enhance our offerings and productivity. Some of our subsidiaries are also certified and authorised by certain customers to be their supplier, a testament to our quality and services. This also serves as a barrier for new entrants.

The Group will continue leveraging our professional expertise, a wealth of technical knowledge and a proven track record to boost our competitive advantage.

Foreign Currency Exposure

The Group operates in several countries. Our revenue are in Thai Baht, Ringgit Malaysia, Singapore Dollar and United States Dollar. The cost of our raw materials are also spread over a few currencies, as such, our risk is naturally diversified. The foreign currency risk is also partially managed through a natural hedge between the sales and purchases in similar currencies, and the remaining is closely monitored continuously to ensure net exposure is at acceptable levels.

FUTURE OUTLOOK AND PROSPECTS

In 2026, the global economy continues to face uncertainties arising from ongoing geopolitical tensions, protectionist trade measures, and persistent inflationary pressures, all of which contribute to a challenging operating environment. These factors, together with currency volatility and supply chain disruptions, are expected to continue affecting global trade conditions.

Nevertheless, the economies of Malaysia and Thailand are projected to remain on a steady growth trajectory, supported by domestic demand and gradual recovery in key sectors.

We would continue to implement our strategic plans to ensure that we would be ready for any opportunities when there is an upturn in the economy. We will also continue to focus on our cost rationalization and automation exercises to enhance operational efficiency. Based on the premise above, the Group is cautiously optimistic that we would be able to deliver a positive growth for the new financial year and beyond.

Sustainability Statement

ABOUT THE REPORT

D'nonce Technology Bhd. ("**D'nonce**" or "**the Company**"), together with its subsidiaries (collectively referred to as "**the Group**"), hereby present its Sustainability Report for the financial year ended 31 March 2026 ("**FYE 2026**").

This Report outlines the Group's sustainability strategy, guiding principles, key initiatives, and performance for FYE 2026. It addresses the material sustainability issues identified through our materiality assessment, which are most relevant to our stakeholders. The Report also provides updates on the Group's ongoing sustainability efforts across core business units and operations, demonstrating the progress made toward fulfilling our sustainability commitments. These efforts reflect our continued focus on integrating sustainable practices and generating long-term value for all stakeholders.

Our approach to sustainability continues to evolve in response to emerging challenges and opportunities. Recognising that sustainability is a continuous journey, we remain committed to enhancing our strategies to ensure meaningful contributions to both society and the environment.

REPORTING FRAMEWORKS AND STANDARDS

This Report has been prepared in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Malaysia**"), with reference to the Bursa Malaysia Sustainability Reporting Guide (3rd Edition) as a key framework. It also references the United Nations Sustainable Development Goals ("**UN SDGs**").

REPORTING SCOPE AND BOUNDARIES

This Report covers the reporting period from 1 April 2025 to 31 March 2026, and it includes comparative historical data where relevant and available to provide context and continuity in our disclosure.

The scope of this Report encompasses the sustainability performance and progress of D'nonce and its subsidiaries, including the Group's headquarters and all operations in Malaysia and Thailand.

INDEPENDENT ASSURANCE

While we have not conducted independent assurance on the information provided in this Report, we remain dedicated to disclosing accurate and transparent data. We strive to provide transparent and credible data, adhering to best practices in reporting and governance, and we continuously seek to to enhance the integrity of our disclosures through internal reviews.

FEEDBACK ON THE REPORT

As part of our ongoing commitment to continuous improvement, we aim to enhance the depth, accuracy, and transparency of our sustainability reporting with each annual cycle. We greatly value the perspectives of our stakeholders and welcome any questions, feedback, or suggestions that may contribute to the refinement of our sustainability practices and disclosures. Stakeholders are encouraged to share their input via email at sustainability@dnonce.com.

OUR SUSTAINABLITY APPROACH

SUSTAINABILITY FRAMEWORK

Our sustainability framework is structured around four core pillars: Economic, Environmental, Social and Governance, and is closely aligned with the Group's identified material matters. This holistic approach enables us to consistently address our key sustainability priorities in a balanced and integrated manner. As we deepen our understanding of how best to align our business objectives with the broader global sustainability agenda, the framework will be regularly reviewed and refined to ensure its continued relevance, effectiveness, and responsiveness to emerging challenges and opportunities.

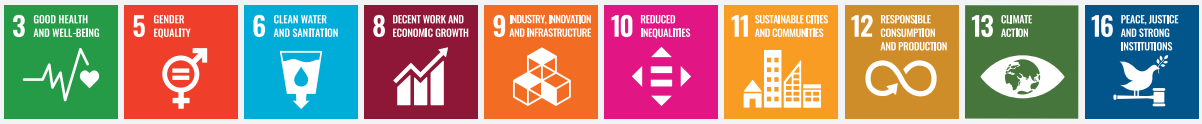
Our Vision

Our Mission

D'nonce's Focus Areas

ECONOMIC SUSTAINABILITY	ENVIRONMENTAL SUSTAINABILITY	SOCIAL SUSTAINABILITY	GOVERNANCE SUSTAINABILITY
• Economic Performance • Client Satisfaction • Anti-Corruption • Supply Chain Management	• Climate Action • Waste Management • Water Management	• Human Rights • Health & Safety • Diversity, Equity & Inclusion • Employee Management • Community Investment	• Policy & Regulatory Compliance • Cybersecurity & Data Protection

In alignment with the United Nations Sustainable Development Goals



COMMITMENT TO THE UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS

The Group is committed to advancing the UN SDGs as part of our broader sustainability agenda. We recognise the importance of these global goals in addressing critical economic, environmental, and social challenges, and have taken deliberate steps to align our strategies and operations with selected SDGs that are most relevant to our business and stakeholders. Through our initiatives and performance across our key sustainability pillars, we aim to contribute meaningfully to the achievement of these goals while fostering long-term value for society and the environment.

OUR SUSTAINABLITY APPROACH (CONT'D)

SUSTAINABILITY GOVERNANCE

The Group's governance structure is designed to ensure effective oversight and execution of the Group's sustainability responsibilities through clearly defined roles, accountability mechanisms, and performance monitoring. To support our sustainability agenda, the Group has established a robust three-tiered sustainability governance framework.

1. *Board of Directors ("Board")*

   At the highest level, the Board provides strategic oversight of the Group's overall sustainability direction, including the management of material sustainability matters and performance outcomes. The Board is responsible for embedding sustainability into the Group's core business strategy and oversees the following key areas:

   - Engagement with key stakeholders
   - Materiality assessment processes
   - Identification and management of sustainability-related risks and opportunities
   - Communication of sustainability strategies, priorities, and performance progress to internal and external stakeholders
   - Approving and endorsing the annual Sustainability Report

2. *Audit and Risk Management Committee ("ARMC")*

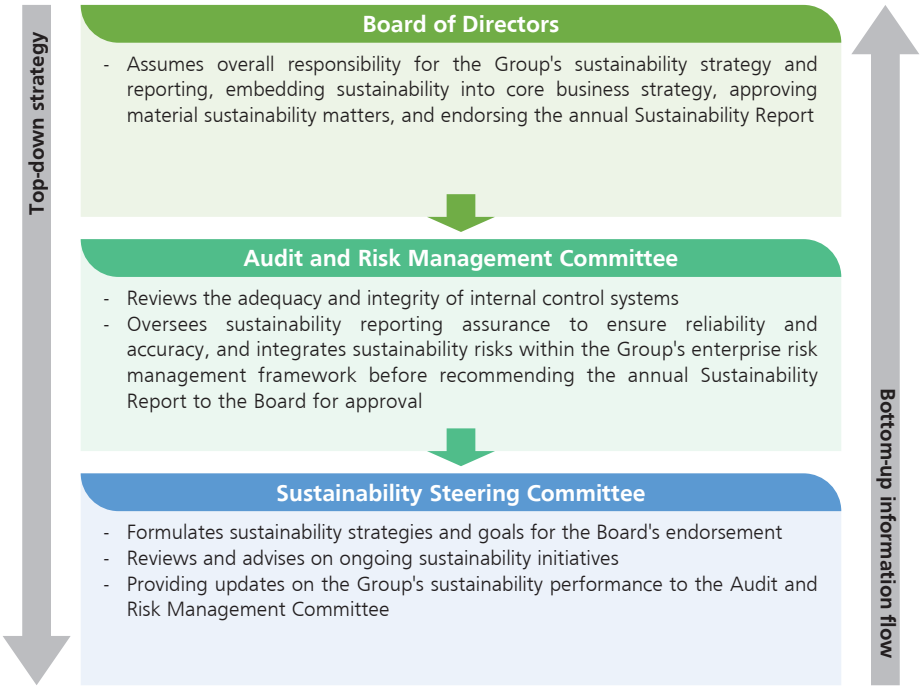
   The second tier is led by the ARMC, who supports the Board by:

   - Reviewing the adequacy and integrity of the Group's internal control systems and processes
   - Overseeing assurance activities related to the Group's sustainability reporting process, to ensure their reliability and accuracy
   - Overseeing the integration of sustainability risks within the Group's enterprise risk management framework
   - Reviewing and recommending the annual Sustainability Report to the Board for approval

3. *Sustainability Steering Committee ("SSC")*

   The third tier is led by the SSC, chaired by the Executive Director and comprising senior management representatives from key business functions. The SSC supports the ARMC by:

   - Formulating sustainability strategies and goals for the Board's endorsement
   - Reviewing and advising on ongoing sustainability initiatives
   - Monitoring and evaluating progress against strategic sustainability targets
   - Providing updates on the Group's sustainability performance to the ARMC
   - Ensuring the implementation of sustainability strategies and initiatives across all relevant business functions



OUR SUSTAINABLITY APPROACH (CONT'D)

STAKEHOLDER ENGAGEMENT

Stakeholder engagement remains a fundamental component of the Group's sustainability strategy and business operations. By actively considering the perspectives of its stakeholders, the Group ensures that its activities, performance, and value creation efforts are aligned with stakeholder priorities.

The Group is committed to building an inclusive organisation that proactively addresses the stakeholder needs. We recognise that meaningful engagement is essential to achieving long-term, sustainable growth. In identifying stakeholders, the Group focuses on individuals or groups who are significantly affected by or have considerable influence over the Group's operations and presence. These stakeholders are recognised as key contributors in shaping material matters related to the Group's sustainability priorities.

Through consistent engagement via both formal and informal channels, the Group has gained valuable insights that continue to inform leadership decisions, influence business strategies, and enhance its ability to deliver sustainable value.

Stakeholder feedback plays a vital role in identifying topics of material importance and clarifying stakeholder expectations. As there have been no changes to the Group's key stakeholder groups, the stakeholder engagement table presented for FYE 2026 is a continuation from the previous financial year.

STAKEHOLDERS	ENGAGEMENT PLATFORMS	AREA OF INTEREST OR CONCERNS	OUR RESPONSE
Shareholders, Financiers & Investors	• Quarterly Bursa reports and announcements • Annual general meeting and other meetings • Annual report • Press releases	• Business strategies and future plan • Return on investments • Financial and operational performance • Good management and corporate governance • Sustainability initiatives	• Timely updates on the Group's strategy and financial performance via announcements • Uphold good governance practices across the Group • Monitor the Group's sustainability performance through Bursa Malaysia Environment, Social and Governance ("**ESG**") reporting indicators
Government Agencies & Regulators	• Compliances with applicable laws and regulations	• Regulatory compliance • Corporate governance practices	• Regular review and monitor to ensure full compliance with regulatory requirements i.e. Occupational Safety and Health Act 1994 etc. • Adoption of practices outlined in the Malaysian Code on Corporate Governance
Employees	• Internal communications (i.e. emails, messenger, etc.) • Workshops and trainings • Employee engagement events • Employee appraisals	• Business growth and strategic direction • Inclusive workplace • Remuneration and benefits • Career development and upskilling opportunities • Occupational safety & health	• Promote transparent communication with employees • Provide equal employment opportunities without discrimination • Offer industry-competitive benefits and remuneration packages • Provide relevant upskilling and development opportunities

OUR SUSTAINABLITY APPROACH (CONT'D)

STAKEHOLDER ENGAGEMENT (CONT'D)

STAKEHOLDERS	ENGAGEMENT PLATFORMS	AREA OF INTEREST OR CONCERNS	OUR RESPONSE
Customers	• Customer support channels (i.e. website, email) • Customers engagement and review • Regular on-site visits to customers	• Customer satisfactions (i.e. cost optimisation, value added services) • Customer experience (i.e. speed of customer service response, on time delivery) • Innovative in enhancing the quality of services and deliverables • Consumer data privacy	• Offer competitive pricing • Adhere to quality standards • Adhere to the Personal Data Protection Act 2010
Suppliers	• Regular meetings • Quality audit on products and services • Contract negotiation • Supplier assessment/ performance appraisals	• Transparency in procurement processes • Business growth and timely payment	• Emphasis on provision of transparent procurement processes • Timely payment based on credit term
Communities	• Community impacts programmes	• Community welfare and continued likelihood	• Investment in welfare to improve community well-being
Analyst / Media	• Media releases or media briefings • Financial reports and announcements • General meetings	• Transparency in communicating information and updates on business performance and initiatives	• Provide transparent communication through announcements

MATERIAL MATTERS

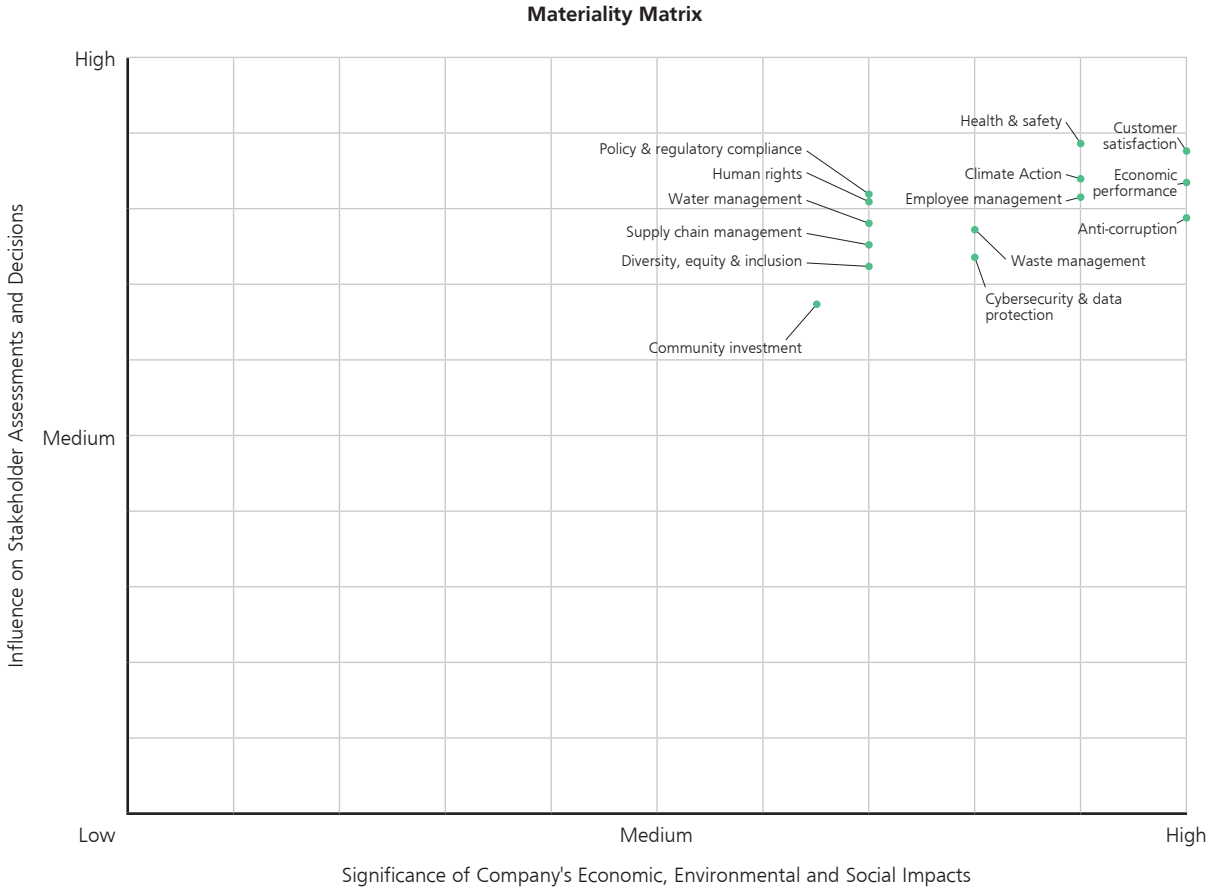
Materiality assessment remains a core component of our sustainability agenda, enabling us to align business planning, strategic direction, and performance management with the Group's key sustainability priorities to generate long term value for our stakeholders.

In FYE 2026, we conducted an internal review of our material matters, building on the thorough materiality assessment completed in FYE 2025, which involved key internal and external stakeholders. This year's review incorporated insights from key internal stakeholders who regularly engage with our primary stakeholder groups, helping us to better identify and prioritise the economic, environmental, social, and governance issues most relevant to our business and stakeholders.

Following this review, the number of material matters was expanded from 11 to 14. Three new matters were identified: Employee Management, Policy & regulatory compliance, and Waste management, reflecting evolving stakeholder expectations and the Group's broader impact landscape. Concurrently, several existing matters were refined to better capture their intended scope, including the expansion of "Diversity" to "Diversity, Equity & Inclusion" and "Data Privacy and Security" to "Cybersecurity & Data Protection."

OUR SUSTAINABLITY APPROACH (CONT'D)

MATERIAL MATRIX 4



RISK MANAGEMENT

Our unwavering commitment to effective risk management is fundamental to ensuring long-term resilience, enhancing stakeholder confidence, and delivering sustainable value.

We have established a robust and comprehensive system of risk management and internal control that extends beyond financial oversight to encompass operational and compliance-related risks. This integrated approach is part of an ongoing and coordinated effort to manage, rather than eliminate, the risks that could impede the achievement of our business objectives. It also serves to minimise the potential for fraud, error, and other disruptions across the organisation.

Material Matters	Risks	Opportunities
Economic Performance	Poor financial performance jeopardises business continuity and loss of investment opportunity	Sustainable financial performance attracts investors and generate long-term value for all stakeholders
Customer Satisfaction	Failing to meet customers' expectations undermines customer confidence and loyalty, ultimately resulting in lower revenue	Satisfied customers foster loyalty and promote repeat business
Anti-Corruption	Corruption may tarnish the reputation, result in financial losses and reduced competitiveness	Strong governance to combat corruption enhances credibility and gains competitive edge

OUR SUSTAINABLITY APPROACH (CONT'D)

RISK MANAGEMENT (CONT'D)

Material Matters	Risks	Opportunities
Cybersecurity & Data Protection	Cyberattacks can lead to unauthorised access, theft, or exposure of sensitive data, resulting in financial losses, loss of trade secrets and proprietary information, legal liabilities, and reputational damage	Robust cybersecurity measures build trust and confidence among customers, investors, and partners, enhancing the organisation's reputation and brand value
Human Rights	Violations of human rights, such as labour exploitation, discrimination, or unsafe working conditions, can tarnish the organisation's reputation, leading to loss of trust among stakeholders, negative public perception and legal liabilities	Demonstrating a commitment to human rights principles and ethical practices enhances the organisation's reputation, builds trust with stakeholders, and attracts socially conscious consumers, investors, and partners.
Health & Safety	Failure to address health and safety hazards can lead to workplace accidents, injuries, and fatalities, resulting in human suffering, legal liabilities, and financial losses	Prioritising health and safety fosters a culture of care, trust, and mutual respect, enhancing employee morale, motivation, and engagement
Employee Management	Difficulty in attracting and retaining skilled employees can hinder business growth and innovation, leading to competitive disadvantages.	Engaged employees are more productive, committed, and loyal, leading to higher levels of job satisfaction, retention, and organisational success
Diversity, Equity & Inclusion	Exclusionary practices or cultures can lead to feelings of alienation and disengagement among employees from underrepresented groups, hindering collaboration, innovation, and productivity	Embracing diversity and equity fosters a culture of inclusion where employees feel empowered to contribute diverse perspectives and ideas, driving innovation and creativity
Supply Chain Management	Dependence on a limited number of suppliers or single sourcing increases the risk of supply disruptions, quality issues, and price volatility, leaving the organisation vulnerable to changes in supplier behaviour or market conditions	Building collaborative relationships with suppliers based on trust, transparency, and mutual benefit fosters innovation, knowledge sharing, and joint problem-solving, leading to improved product quality, cost savings, and competitive advantage
Community Investment	Failure to address social issues, economic disparities, and community grievances may fuel social unrest, civil unrest, protests, and community opposition, posing operational disruptions, reputational damage, and regulatory scrutiny	Strategic community investment initiatives, philanthropic donations, and social programs enable organisations to address social challenges, support underserved communities, and create positive social impact, contributing to poverty alleviation, education, healthcare, and sustainable development goals
Climate Action	Increasing government regulations aimed at reducing greenhouse gas emissions and mitigating climate change may require corporations to invest in costly emission reduction measures or face fines and penalties for non-compliance Climate change-related disruptions, such as extreme weather events or resource shortages, can disrupt supply chains, increase production costs, and lead to delays in product delivery, affecting business operations and profitability	Corporations that demonstrate environmental stewardship and sustainability leadership can differentiate themselves in the market, enhance brand reputation, and attract environmentally-conscious consumers and investors

OUR SUSTAINABLITY APPROACH (CONT'D)

RISK MANAGEMENT (CONT'D)

Material Matters	Risks	Opportunities
Water Management	Water disruption due to droughts, climate change, and etc. poses operational risks	Implementing water conservation measures, water-saving technologies, and sustainable water management practices, enhances water efficiency, reduces water consumption, and minimises water-related costs and risks
Waste Management	Non-compliance with waste management regulations, environmental laws, and health and safety standards may result in fines, penalties, legal liabilities, and reputational damage for the organisation	Implementing waste reduction, recycling, and proper waste disposal initiatives enables the organisation to recover valuable materials, conserve natural resources, reduce raw material costs, and minimise environmental impact, while promoting circular economy principles.
Policy & Regulatory Compliance	Non-compliance with policies and regulations can result in legal penalties, fines, or even lawsuits, which can significantly impact the financial health and reputation	Compliance with policies and regulations builds trust and credibility among stakeholders, including customers, investors, employees, and regulatory bodies, which can enhance long-term relationships and support business growth

MANAGEMENT APPROACH FOR MATERIAL MATTERS

ECONOMIC SUSTAINABILITY

We view long-term economic sustainability as essential to delivering value for our stakeholders and contributing to the broader development of the communities we serve. Our business success enables us to support employment, foster entrepreneurship, strengthen local supply chains, and contribute meaningfully to national and local tax revenues.

Material Matters:

- Economic Performance
- Customer Satisfaction
- Anti-Corruption
- Supply Chain Management

ECONOMIC PERFORMANCE

Our business success is driven by our commitment to generating lasting value for our stakeholders. Through financial growth, we create job opportunities, foster entrepreneurship, contribute to government revenues and enhance local supply chains. We accomplish this by maintaining a strong presence in our key markets, leveraging cutting-edge technologies, tapping into the expertise of our employees to address changing consumer needs and seeking new market expansion opportunities.

In FYE 2026, the Group generated total revenue of RM200.1 mil, representing an increase of 1.0% compared to RM198.3 mil recorded in FYE 2025.

CUSTOMER SATISFACTION

The Group recognises that customer satisfaction and long-term partnerships are fundamental to sustaining its business across packaging and design solutions, precision polymer engineering, cleanroom and contract manufacturing, and supply chain management services. The Group is committed to enhancing the customer experience by actively responding to feedback and maintaining high-quality standards across all its products and services.

We view our customers including global glove manufacturers, multinational companies in the Electrical and Electronics ("E&E") sector, and customers in the Food and Beverage and healthcare industries as key partners in delivering value, and regard their input as a driver for continuous improvement. To stay competitive and responsive, we engage with customers through multiple channels, including in-person meetings, progress reporting, emails, and our corporate website, ensuring open and effective communication throughout the service lifecycle.

MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

CUSTOMER SATISFACTION (CONT'D)

Our business development, sales, and operations teams regularly conduct formal and informal engagement sessions with customers and project stakeholders to strengthen relationships, foster trust, and promote a culture of transparency and accountability. This includes providing timely updates on production progress, delivery schedules, and quality outcomes in accordance with contractual and regulatory requirements.

To further enhance customer satisfaction, the Group has implemented feedback mechanisms to address complaints and manage customer relationships effectively. This approach reflects our commitment to meeting and exceeding customer expectations while continuously improving our service delivery and product quality.

For FYE 2026, our Malaysia operations recorded a Customer Satisfaction Score of 87%, providing a solid baseline that reflects the effectiveness of our existing feedback and customer relationship management practices.

Malaysia	FYE 2026
Customer Satisfaction Score	87%

Product & service quality

Product quality and service excellence are fundamental to our corporate culture. Our reputation is built on delivering precision-engineered products and reliable services that meet agreed specifications, inspiring confidence among our customers and establishing the Group as a trusted partner across the industries we serve.

Policies, procedures, and best practices are in place to achieve this. The Group conducts regular reviews, process improvements, and quality assessments to ensure all processes are continually enhanced and remain in compliance with applicable certifications and regulatory requirements. We uphold a strict policy ensuring that all manufactured products, engineering services, and cleanroom operations meet the highest quality and safety standards in compliance with relevant industry codes and customer requirements. Our factories are certified under the following internationally recognised management systems:

- **ISO 9001:2015** — Quality Management System
- **ISO 14001:2015** — Environmental Management System
- **ISO 13485:2016** — Medical Devices Quality Management System
- **ISO 45001:2018** — Occupational Health & Safety Management System
- **ISO 22000:2018** — Food Safety Management System

These certifications reflect our commitment to operational excellence across quality, environmental stewardship, worker safety, and food safety, and provide our customers with the assurance that we operate to globally recognised standards across all aspects of our business.

ANTI-CORRUPTION

We uphold the highest standards of business ethics, transparency, and regulatory compliance across the Group. Our commitment to anti-corruption practices is central to safeguarding the long-term interests of the company and our stakeholders, while fostering trust and confidence in our business operations.

Governance and policy framework

Our Board and Management are committed to conducting business with integrity and in full compliance with applicable laws. This commitment is guided by:

- Code of Conduct (**"COC"**) – which outlines ethical standards and expected behaviours for the Board.
- Anti-Bribery and Anti-Corruption (**"ABAC"**) Policy – articulates our zero-tolerance stance towards bribery and corruption. This policy is regularly reviewed to ensure alignment with the Malaysian Anti-Corruption Commission (**"MACC"**) Act 2009 and best governance practices.
- Whistleblowing Policy– provides a secure and confidential channel for employees and external parties to report misconduct, unethical behaviour, or corruption-related concerns. Reports can be submitted directly to the Chairman of Audited and Risk Management Committee and Chairman of the Board via email.

All three policies are publicly available on our corporate website, ensuring transparency and accessibility for all stakeholders.

MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

ANTI-CORRUPTION (CONT'D)

Corruption-related training

We are committed to fostering a workplace culture rooted in transparency, integrity, and ethical conduct. While no formal anti-corruption training was conducted during the reporting year, the Group recognises the importance of equipping employees with the knowledge and awareness needed to uphold the highest ethical standards and comply with anti-corruption regulations.

The Group intends to introduce structured anti-corruption training as part of the onboarding process for new employees at managerial roles in future reporting periods.

Employee Category	Completion Rate FYE 2026	Completion Rate FYE 2025
Management	-	10.8%
Executive	-	16.9%
Non-executive/Technical staff	-	-
General workers	-	-

Corruption incidents

We are pleased to report that as of 31 March 2026, there were zero reported incidents of bribery or corruption within the Group's operations.

	FYE 2026	Target
Number of complaints of bribery or corruptions reported	Nil	Nil

SUPPLY CHAIN MANAGEMENT

We place strong emphasis on trust, transparency, and integrity in all supplier relationships. As a responsible business, we recognise our role in supporting a resilient and inclusive supply chain, particularly by empowering local Small and Medium-sized Enterprises ("**SME**"), which are vital to Malaysia's economic recovery and long-term growth.

Ethical & responsible procurement

We are committed to fair and transparent procurement practices, working only with suppliers who operate with integrity and uphold strong ethical, social and environmental values. Our procurement processes are designed to identify and engage the most qualified partners while promoting responsible business conduct.

Suppliers are expected to comply with our procurement requirements and demonstrate accountability across key areas, including labour practices, environmental compliance and operational efficiency.

Prioritising local sourcing

In line with our commitment to supporting the local economy, we prioritise sourcing products and services from local suppliers wherever feasible. This approach not only reduces transport-related emissions and supporting our environmental goals, but also helps to create jobs and foster economic resilience within the communities we serve.

In FYE 2026, our business allocated 81% of our procurement budget to engaging local suppliers. This focus was placed on suppliers with a proven track record of reliability, high-quality service and the ability to meet agreed-upon delivery schedules. This strategy not only supports local businesses but also ensures that we maintain the high standards of quality and service essential to our operations. Through these efforts, we continue to foster long-term, ethical partnerships that contribute to our success and support the broader economic recovery in the regions where we operate.

	FYE 2026	FYE 2025	FYE 2024
Proportion of spending on local suppliers	81%	72%	68%

MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

ENVIRONMENTAL SUSTAINABILITY

Climate change remains one of the most pressing global challenges, and its implications extend across all industries, including manufacturing and precision engineering. As a Group engaged in packaging and design solutions, precision polymer engineering, cleanroom and contract manufacturing, and supply chain management, we recognise that our operations, including energy consumption in production facilities, water usage in cleanroom processes, waste generated from manufacturing activities, and emissions from logistics, may contribute to environmental impacts that must be managed responsibly.

We are committed to minimising its environmental footprint while enhancing operational resilience and ensuring full compliance with applicable environmental laws and regulations, including the Environmental Quality Act 1974. Our commitment is further reinforced by our ISO 14001:2015 Environmental Management System certification, which provides a structured framework for setting environmental objectives, monitoring performance, and driving continuous improvement across our operations.

We continuously assess opportunities to improve environmental performance across our operational lifecycle from procurement of raw materials and production processes through to product delivery and waste management. Key areas of focus include energy efficiency, water stewardship, waste reduction, and the responsible management of chemicals and materials used in our manufacturing and cleanroom operations.

Through these efforts, the Group aims to reduce its environmental impact, support Malaysia's broader sustainability agenda, and deliver long-term value to our stakeholders while preserving the environment for future generations.

Material Matters :

- Climate Action
- Waste Management
- Water Management

CLIMATE ACTION

The Group recognises that energy consumption and GreenHouse Gas ("**GHG**") emissions arising from its manufacturing and engineering operations contribute to climate change. As a responsible group, the Group is committed to minimising its carbon footprint while supporting the transition towards a low-carbon and more sustainable industrial environment.

Key sources of energy consumption across the Group's operations include electricity usage in packaging production lines, precision polymer injection moulding processes, cleanroom facilities, which require continuous HVAC and filtration systems to maintain controlled environments as well as office premises and logistics activities. In response, the Group continues to implement measures to improve energy efficiency and reduce emissions across its manufacturing facilities and offices.

Energy consumption

We continuously enhance energy efficiency through various operational initiatives, implemented across both our manufacturing facilities and offices:

Manufacturing Facilities

- Installation of solar panels at selected premises to harness renewable energy and reduce dependence on grid electricity
- Adoption of honeycomb cooling systems to improve thermal efficiency and lower energy consumption in our manufacturing environment
- Variable frequency drives (VFDs) on motors, compressors, and cooling systems to reduce electricity draw during partial-load operations, particularly relevant for cleanroom HVAC systems
- Operational efficiency initiatives including equipment optimisation and maintenance practices
- Electricity consumption monitoring across all production facilities

Offices

- Use of LED lighting across office premises in place of conventional lighting
- Leveraging energy-saving features on office devices and systems
- Employee awareness programmes to encourage responsible energy use and reinforce energy-saving habits across all levels of the organisation

MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

CLIMATE ACTION (CONT'D)

Energy consumption (Cont'd)

Beyond our facilities, the Group recognises that logistics and transportation activities across our multi-site operations in Malaysia and Thailand contribute to our overall carbon footprint. We are committed to managing transport-related emissions through route optimisation, consolidated shipments, and regular vehicle maintenance to ensure fuel efficiency. Looking ahead, the Group is exploring opportunities to transition towards lower-emission transport options and to formally track Scope 3 logistics emissions as part of our broader climate action agenda.

Logistics & Transportation

- Route optimisation for deliveries between facilities and customers to reduce fuel consumption and mileage
- Consolidated shipments via batching deliveries to the same customer or region rather than making multiple smaller trips
- Preventive maintenance of delivery vehicles to ensure fuel efficiency and reduce emissions
- Preference for local suppliers - shorter supply routes inherently reduce transport emissions
- Packaging optimisation — designing packaging to maximise load per trip, reducing the number of trips required and lowering per-unit transport emissions
- Fleet fuel consumption monitoring — tracking fuel usage per trip or per vehicle to identify inefficiencies and establish a baseline for future reduction targets

This year, the total energy consumption from the grid was recorded at 6,196 megawatt-hours ("**MWh**"), representing a 30% increase compared to 8,807 MWh reported in FYE 2025. The Group tracks energy intensity as a key indicator of operational efficiency. Energy intensity is expressed as MWh of electricity consumed per RM million of revenue generated. A declining intensity ratio indicates that the Group is growing its business while managing energy consumption responsibly.

Energy Intensity	FYE 2026	FYE 2025	FYE 2024
Total Energy Consumption (MWh)	6,196	8,807	8,129
Total Revenue (RM'mil)	200	198	176
Energy Intensity (MWh / RM'mil revenue)	31	44	46

Carbon emissions

As part of our ongoing commitment to environmental sustainability, the Group will begin formally tracking and monitoring GHG emissions across its operations. The Group is currently in the process of refining its emissions data collection and measurement methodologies, with the intention of establishing formal reduction targets once a more comprehensive understanding of its overall environmental impact has been established.

WATER MANAGEMENT

Water is a critical resource in the Group's manufacturing and engineering operations. The Group recognises the increasing challenges associated with water scarcity, driven by climate change, population growth, and infrastructure constraints, and is committed to managing water responsibly across all its facilities.

Water consumption across the Group's operations arises primarily from cleanroom processes, including ultrasonic cleaning, rinsing, and drying of precision trays and components, as well as general manufacturing activities, cooling systems, and facility use across our sites. Given the water-intensive nature of our cleanroom operations, the Group places particular emphasis on minimising water wastage and improving process efficiency in these areas.

Key initiatives include:

- Regular inspection and maintenance of water pipelines, fittings, and facilities to detect and rectify leaks promptly
- Implementing operational controls and process improvements to optimise water use across manufacturing activities
- Assessing opportunities to enhance water conservation through water recycling, reuse and other water-efficient technologies where feasible
- Monitoring water consumption and analysing usage trends to identify inefficiencies and support continuous improvement in water use efficiency
- Promoting employee awareness and good housekeeping practices to encourage responsible water use across all operational sites

MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

WATER MANAGEMENT (CONT'D)

To contextualise its water consumption in relation to business scale, the Group tracks water intensity as cubic metres of water consumed per RM million of revenue generated. As a manufacturing and precision engineering group, the Group's water footprint is concentrated in its cleanroom operations, including ultrasonic cleaning, rinsing, and drying processes, as well as general manufacturing facilities across its sites in Malaysia and Thailand. Monitoring water intensity allows the Group to assess the efficiency of its water management initiatives relative to business activity and identify opportunities for further improvement over time.

Water Intensity	FYE 2026	FYE 2025	FYE 2024
Total Water Consumption (megalitres)	56.9	58.6	73.5
Total Revenue (RM'mil)	200	198	176
Water Intensity (m3 / RM'mil revenue)	0.3	0.3	0.4

WASTE MANAGEMENT

The Group is dedicated to responsible waste management practices across all its business operations to minimise environmental impact and support the communities we serve. The Group takes a proactive approach to waste management, recognising that our manufacturing and engineering activities, spanning packaging production, precision polymer engineering, cleanroom operations, and contract manufacturing, generate a range of waste streams that require proper handling, treatment, and disposal.

Our waste management practices align with the Department of Environment ("**DOE**") regulations under the Environmental Quality Act 1974 and the Environmental Quality (Scheduled Wastes) Regulations 2005, ensuring strict compliance through continuous monitoring of scheduled waste generated across our facilities. We collaborate with licensed contractors to transport scheduled waste to approved treatment and disposal facilities, maintaining environmental and public health safeguards across all our operational sites in Malaysia and Thailand.

Manufacturing and Operational Waste

The Group's manufacturing operations generate several categories of waste, including:

- Polymer and plastic scrap from precision injection moulding processes, including off-cuts, rejected components, and runner waste from tray and reel production
- Paper and cardboard waste from packaging production and design operations, including offcuts, rejected print runs, and packaging materials
- Cleanroom waste including used disposable consumables such as gloves, wipes, and protective apparel, as well as spent cleaning solutions and chemical waste arising from ultrasonic cleaning and rinsing processes
- General operational waste generated from day-to-day manufacturing, assembly and administrative activities

Where feasible, the Group prioritises waste reduction through source minimisation, material reuse, and channelling recyclable waste including paper, cardboard, and plastic scrap to licensed recycling contractors. This contributes to circular economy principles by recovering value from waste materials and reducing the volume sent for final disposal.

Scheduled waste, particularly chemical waste generated from cleanroom operations, is strictly managed in accordance with DOE requirements. All scheduled waste is properly labelled, stored in designated areas, and transported by licensed contractors to approved treatment facilities prior to disposal.

	FYE 2026 MT
Total waste generated	1,550
Total waste diverted from landfill	50
Total waste directed to landfill	1,500

MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

WASTE MANAGEMENT (CONT'D)

Office Waste

In our office premises, waste generated consists primarily of general waste and paper. To reduce waste and encourage sustainable practices, the Group promotes the following:

- Progressive digitalisation of office processes, encouraging reduced reliance on paper-based documentation in administrative, procurement and reporting activities where practicable
- Reuse of materials, including repurposing paper and packaging materials wherever appropriate to extend material life cycle
- Waste segregation practices, with designated bins provided at office premises to support separation of recyclable and non-recyclable waste

SOCIAL SUSTAINABILITY

As we continue to grow, attracting, developing, and retaining talent is essential to our long-term success. We are committed to cultivating a workplace that upholds human rights, prioritises safety and well-being, and fosters a culture of inclusivity, respect, and continuous development. These principles also guide our broader efforts to engage with and uplift the communities in which we operate.

Material Matters :

- Human Rights
- Health & Safety
- Diversity, Equity & Inclusion
- Employee Management
- Community Investment

HUMAN RIGHTS

We are steadfast in our commitment to protecting and promoting the rights of every individual within our organisation. We believe in treating all employees with dignity, fairness, and respect, and in recognising the unique value each person brings.

Our leadership plays a critical role in establishing and maintaining high ethical standards. Directors and all employees are guided by a robust COC, ensuring that all operations are conducted with professionalism, accountability, and respect for equality.

We actively promote:

- Safe and fair working conditions
- Freedom of association
- Equal opportunity and non-discrimination
- Protection from harassment or unfair treatment

Our employment policies comply fully with Malaysia's labour laws, including the Employment Act 1955 and the Employment (Amendment) Act 2022. We uphold strict prohibitions against child and forced labour and ensure full adherence to legal requirements on working hours and compensation.

MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

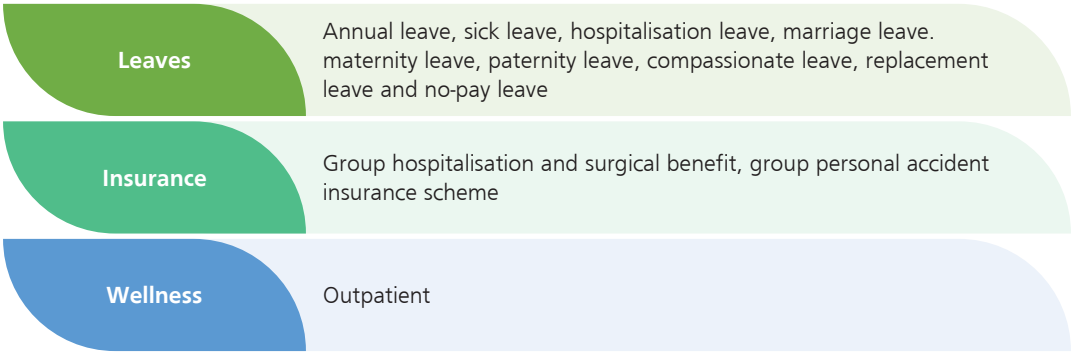
SOCIAL SUSTAINABILITY (CONT'D)

Fair compensation & benefits

We continuously evaluate employee compensation and benefits to ensure that our people are well-supported and fairly rewarded. We comply with the Minimum Wage Order 2024, ensuring that all employees receive at least the minimum wage and fair remuneration for overtime and additional responsibilities.

A recent review of our policies confirmed alignment with the updated Minimum Wage Order 2024, which sets the minimum monthly wage at RM1,700 effective 1 February 2025, as well as other amendments to Malaysia's employment laws. This review reaffirmed our commitment to legal compliance and the fair and lawful treatment of all employees.

Employee benefits include:



Grievance mechanism & whistleblowing

We maintain an open and transparent environment where all individuals, employees or external parties, can raise concerns freely and without fear of retaliation.

Our Whistleblowing Policy promotes ethical conduct, protects whistleblowers, and ensures concerns are addressed fairly and confidentially. Procedures for lodging a complaint are available on the Company's website, and reports may be directed to the Chairman of Audited and Risk Management Committee and Chairman of the Board for independent review.

We are committed to investigating all reports impartially, maintaining confidentiality, and providing timely redress wherever necessary. Our goal is to maintain zero incidents of human rights violations, fostering a workplace built on trust, respect, and integrity.

	FYE 2026	Target
Number of substantiated complaints concerning human rights violations	Nil	Nil

HEALTH & SAFETY

In our commitment to fostering a sustainable and safe organisation, we place strong emphasis on employee health and safety across all its business operations, including packaging and design solutions, precision polymer engineering, cleanroom and contract manufacturing, and supply chain management. We are steadfast in our goal to eliminate unsafe practices while promoting a proactive safety-first culture within the workplace.

We seamlessly integrate health and safety into our daily operations, making it an essential part of our organisational practices. By enforcing rigorous safety procedures, we ensure the physical well-being of our employees, contractors, and visitors across all facilities, and actively promote mental health awareness. Our aim is to achieve zero fatalities and significantly reduce our lost time injury rate. Our commitment is further reinforced by our ISO 45001:2018 Occupational Health & Safety Management System certification, which provides a systematic framework for identifying hazards, managing risks, and driving continuous improvement in workplace safety.

MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

HEALTH & SAFETY (CONT'D)

Safety-first culture

- *Regulatory compliance*: We adhere strictly to all relevant laws and regulations governing occupational safety and health, including the Occupational Safety and Health Act 1994 (and its 2022 Amendment) and the Employment Act 1955. These legal frameworks form the foundation of our internal Occupational Safety and Health ("**OSH**") Policy, reinforcing our commitment to fostering a culture of safety and well-being for all employees. The guidelines outlined in these policies are consistently communicated across all levels of the organisation to ensure full compliance and uphold safety standards.

- *Occupational Safety and Health Committee ("**OSHC**"):* In compliance with the Occupational Safety and Health Act 1994, the Group has established an Occupational Safety and Health Committee comprising management representatives and elected employee representatives across our facilities. The OSHC meets regularly to review workplace safety performance, investigate incidents and near misses, conduct safety inspections, and make recommendations to management on corrective and preventive measures. The Committee plays a central role in fostering two-way communication on safety matters and ensuring that employee concerns are heard and addressed promptly.

- *Personal Protective Equipment ("**PPE**")*: We prioritise the safety of our employees across our manufacturing facilities and cleanroom operations by ensuring they are equipped with appropriate PPE to mitigate workplace hazards. Given the nature of our operations, PPE deployed includes safety goggles, cleanroom suits and gowns, respiratory masks, hearing protection, safety shoes for chemical handling, and anti-static equipment for personnel working with E&E components. PPE is carefully selected to protect against risks including chemical exposure during cleanroom washing and rinsing processes, machinery hazards in polymer injection moulding and packaging production, noise levels in manufacturing environments, and electrostatic discharge risks in precision component handling. Regular maintenance and timely replacement of PPE are conducted to ensure its effectiveness.

- *Leadership commitment*: Our Management team plays a pivotal role in reinforcing the importance of health and safety across all operational facilities. They lead by example, setting the tone for the organisation and actively participating in safety initiatives. This includes hosting regular safety meetings, conducting facility safety audits, and providing visible leadership and support for all safety-related efforts. Their involvement ensures that safety remains deeply embedded in the Group's culture across all business segments.

- *Positive reinforcement*: To continuously improve our occupational safety performance, the Group has established clear objectives and targets, with ongoing monitoring of Key Performance Indicators *("**KPIs**")*. A structured recognition programme acknowledges employees who consistently follow safety protocols and demonstrate commitment to maintaining a safe working environment. This positive reinforcement motivates our workforce and encourages a continuous improvement approach toward workplace safety across all operations.

Safety & health upskilling

The Group believes that continuous training and awareness are essential in fostering a strong safety culture and maintaining a safe working environment across all operations. The Group provides health and safety training programmes to employees to equip them with the necessary knowledge and skills to identify workplace hazards, adopt safe work practices, and respond effectively to emergencies.

Training programmes conducted by the Group cover a range of occupational safety and health topics relevant to our manufacturing, precision engineering, cleanroom, and supply chain operations. Safety awareness is further reinforced through regular safety briefings, toolbox meetings, safety inductions, and OSHC-led discussions aimed at maintaining workplace safety awareness and encouraging proactive hazard identification across all facilities.

	FYE 2026
Number of employees trained on health and safety standards	221

Through these initiatives, the Group aims to cultivate a proactive safety culture where employees are empowered with the knowledge and awareness necessary to perform their duties safely and responsibly. The Group also encourages employees to provide feedback and raise safety-related concerns through the OSHC and other available channels, supporting the continuous improvement of workplace health and safety practices across all operations.

MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

HEALTH & SAFETY (CONT'D)

Safety & health reporting

We prioritise the health and safety of our employees through vigilant reporting and effective response mechanisms. We have established an incident reporting platform that allows employees to confidentially report accidents, near misses, and unsafe conditions. This system ensures that incidents are recorded, investigated and used as learning opportunities to strengthen safety protocols.

Our highest priority is ensuring the health, safety and well-being of our employees, a commitment we uphold through diligent oversight and ongoing improvement efforts. The presence of an incident reporting mechanism enables us to record occurrences, leading to the development of mitigation plans and preventive measures aimed at reducing workplace incidents.

	FYE 2026	FYE 2025	FYE 2024
Total hours worked	1,610,000	1,675,000	1,743,000
Number of fatalities	Nil	Nil	Nil
Number of lost time injuries	Nil	5	1
LTIR	0.00	3.25	0.57

DIVERSITY, EQUITY & INCLUSION

Embracing diversity is not only a moral imperative for the Group but a strategic one. We recognise that a diverse workforce, encompassing differences in gender, age, race, ethnicity, religion, abilities, and sexual orientation, enhances innovation, decision-making, and resilience across our business.

Our inclusive culture values every employee's unique perspective and experience. We are committed to providing a workplace free from discrimination, harassment, and marginalisation, where all individuals are respected, empowered, and able to thrive.

Inclusive culture and equal opportunities

We promote equity in all aspects of our operations, ensuring fair recruitment, equal pay, and merit-based progression across all levels. Performance assessments, promotions, and remuneration are based on objective key performance indicators, with no tolerance for gender or other biases.

- Wage Equity: We ensure that wages are competitive and free from gender bias.
- Merit-Based Development: Career growth is guided by clear criteria and aligned with individual performance and contribution.

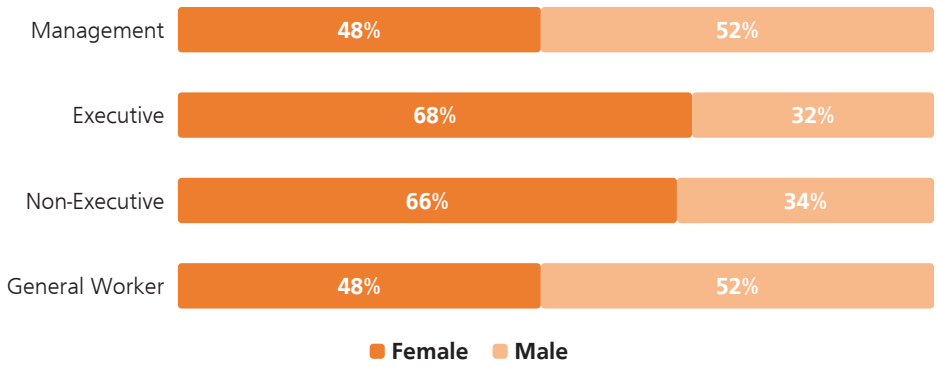
MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

DIVERSITY, EQUITY & INCLUSION (CONT'D)

Workforce snapshot

As at 31 March 2026, the total number of employees stood at 361 employees, with 54% being female and the remaining 46% being male. This reflects our commitment to fostering gender diversity across all levels and roles within the organisation. Moving forward, we remain dedicated to enhancing gender diversity by creating more opportunities for women throughout the company.

2026 Gender Diversity by Employee Group



The workforce demonstrates a varied age composition across different employee levels, reflecting the Group's diverse talent needs.

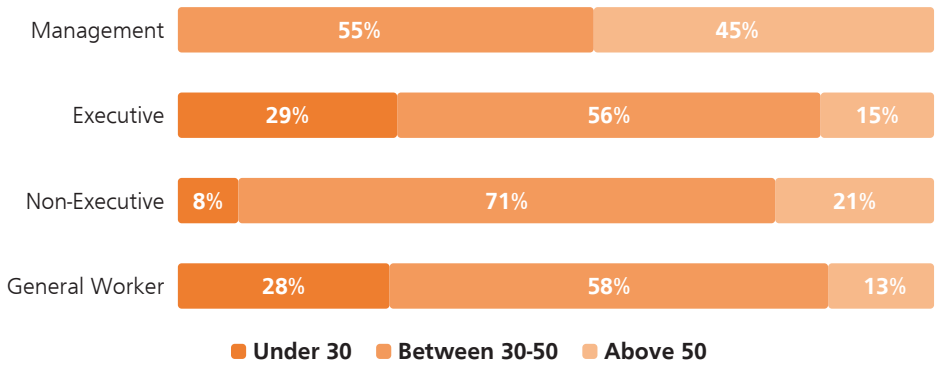
Among management, the workforce skews more experienced, with the majority (55%) in the 30-50 age group and the remaining 45% aged above 50 , indicative of a seasoned leadership team.

At the executive level, the workforce is predominantly in the 30–50 age group (56%), complemented by a meaningful proportion under 30 (29%) and a smaller share above 50 (15%), reflecting a strong mid-career talent base supported by emerging young professionals.

Non-executive staff show a concentration in the 30-50 age group (71%), with 21% above 50 and a smaller proportion (8%) under 30, reflecting a stable and experienced core of technical and operational personnel.

General workers display the broader age distribution, with 28% under 30, the majority (58%) between 30-50, and 13% above 50, ensuring a healthy mix of youthful energy and hands-on experience across operational roles.

Age Diversity by Employee Group



MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

DIVERSITY, EQUITY & INCLUSION (CONT'D)

Board diversity

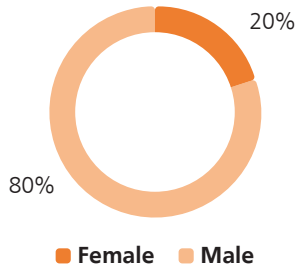
The Nomination Committee is dedicated to fostering a diverse pipeline by ensuring a good mix of individuals with varied experiences and backgrounds, which contributes to enriching the organisation, including its board composition.

During the financial year under review, woman directors represented 20% of the Board, comprising one (1) woman Director out of five (5) board members. This is below the 30% recommendation under Practice 5.9 of the Malaysian Code on Corporate Governance 2021 ("**MCCG 2021**").

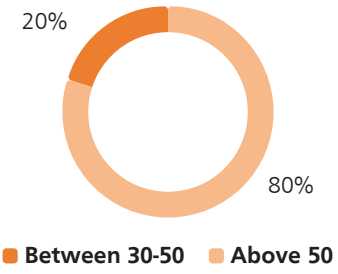
The Board has expressed the view that, given the current stage of the Group's business and lifecycle, prioritising the right mix of skills on the Board is more critical than strictly adhering to the 30% threshold outlined in Practice 5.9 of the MCCG 2021. Nevertheless, there remains a strong commitment to achieving gender balance, both in the boardroom and across the Management team and the wider workplace.

As part of this ongoing commitment, the Board is actively seeking potential women Directors and intends to appoint additional women Directors as suitable candidates are identified. Furthermore, efforts will be made to explore opportunities for improving gender balance across the organisation, helping to promote a more inclusive and diverse workplace.

2026 BOARD DIVERSITY BY GENDER



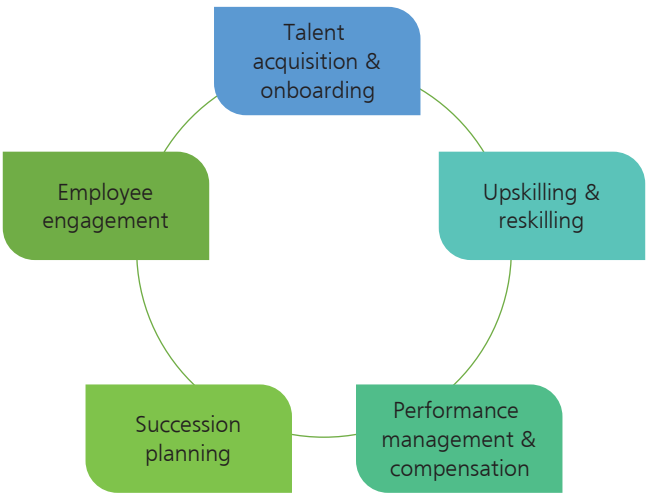
2026 BOARD DIVERSITY BY AGE



EMPLOYEE MANAGEMENT

Our employees are our greatest asset. We are committed to fostering a positive, supportive, and safe work environment where everyone feels valued and respected. By ensuring equal access to opportunities for growth, development, and well-being, we create a workplace that empowers individuals and strengthens our business for long-term success.

Talent Management Framework



MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

EMPLOYEE MANAGEMENT (CONT'D)

Talent acquisition & onboarding

Our goal is to nurture and advance the professional growth of our existing workforce, providing ample opportunities for career progression within the company. We are committed to maximizing the potential of our internal talent pool, ensuring that our team members have the resources and support they need to thrive and advance their careers.

When external recruitment is necessary, our Human Resources team applies fair and structured selection processes to attract candidates whose skills and values align with our organisational goals. New employees are supported through a structured onboarding programme, which helps them integrate smoothly into the company and understand our culture, values, and operational standards

Upskilling & reskilling

We are committed to continuous learning, enabling our workforce to adapt and grow. In FYE 2026, employees participated in a total of 1,894 training hours through internal and external learning opportunities, both in-person and online.

Employee Category	Total hours of training FYE 2026	Total hours of training FYE 2025	Total hours of training FYE 2024
Management	89	704	439
Executive	394	746	812
Non-executive / Technical staff	517	5,371	2,244
General worker	894	-	-
Total	1,894	6,821	3,495

Performance management & compensation

Our performance culture is built around being result-oriented, accountable, collaborative, and commitment to shared success. KPIs are established for both the business and individual employees to ensure alignment with our strategic goals.

We conduct yearly performance reviews to provide constructive feedback, recognise achievements, and identify each employee's development needs and career aspirations. This ongoing dialogue helps drive continuous improvement and professional growth.

Outstanding performance is recognised through bonuses and promotions, rewarding exceptional results and exemplary behaviour. We also benchmark our remuneration packages regularly to ensure they remain competitive within the industry and are aligned with local market standards.

Succession planning

We recognise the importance of strong leadership continuity. Our Nomination Committee oversees the Group's human capital strategy and succession planning, focusing on leadership development and internal talent readiness. Managerial staff receive targeted training to support their progression into future leadership roles.

Employee engagement

We foster a culture of engagement and inclusion through a variety of initiatives, including birthday celebrations, festive events, and team-building activities. These initiatives help create a positive, supportive, and inclusive workplace where employees feel valued and empowered.

Employee retention & attribution

We aim to reduce our attrition rate by improving on our salary and reward scheme, creating a strong talent pipeline, and continuing to strengthen our talent development programmes. As part of our commitment to continuous improvement, the Group will begin formally tracking employee retention and attrition metrics, enabling the Group to set measurable targets, monitor trends, and implement more targeted retention strategies in the coming periods.

MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

COMMUNITY INVESTMENT

We are committed to being a responsible corporate citizen by actively engaging with and supporting the communities in which we operate. Beyond traditional business activities, we aim to create a meaningful impact by building strong, positive relationships with local communities. We recognise that social inclusion and community well-being are essential for long-term sustainability and success.

Through contributions to local initiatives, support for community development, and encouragement of active participation, we strive to enhance the quality of life for residents and generate positive ripple effects throughout the region. By fostering these connections, we not only support the communities we serve but also promote shared growth, trust, and long-term value creation for our business.

	FYE 2026 RM	FYE 2025 RM	FYE 2024 RM
Total value invested where the target beneficiaries are external to the Group	10,905	28,000	4,360
Total number of beneficiaries of the investment in communities (number of organisation)	1	3	8

GOVERNANCE SUSTAINABILITY

We are committed to the highest standards of corporate governance and ethical conduct. This commitment is demonstrated through our strict compliance with relevant laws and regulations, alongside continuous efforts to foster a culture of transparency, accountability, and integrity throughout the organisation.

In today's increasingly digital environment, we recognise the critical importance of protecting data and maintaining stakeholder trust. To this end, we have established robust cybersecurity and data protection measures to safeguard sensitive information, comply with regulatory requirements, and ensure the privacy and security of all those we serve.

Material Matters :

- Policy & Regulatory Compliance
- Cybersecurity & Data Protection

POLICY & REGULATORY COMPLIANCE

Regulatory compliance remains a cornerstone of our sustainability strategy. By prioritising ethical business practices, we enhance stakeholder confidence, strengthens risk resilience, and supports long-term value creation. Conversely, non-compliance may result in regulatory sanctions, legal liabilities, reputational damage, and operational setbacks.

To mitigate these risks, we closely monitor the regulatory landscape and maintain strong internal systems to ensure continued compliance.

Corporate governance policies

Our governance practices are guided by the MCCG 2021 and Bursa Malaysia's Main Market Listing Requirements. These frameworks form the foundation of our corporate conduct, helping to ensure that we operate with integrity and in the best interests of our stakeholders. Further details are available in our Corporate Governance Overview Statement on pages 45 to 60 of this Annual Report.

Legal & regulatory oversight

We routinely review its legal register to ensure alignment with evolving laws and standards. Our internal compliance mechanisms enable us to assess regulatory performance, identify gaps, and implement timely improvements. This proactive approach supports effective risk management and reinforces our commitment to responsible business practices.

MANAGEMENT APPROACH FOR MATERIAL MATTERS (CONT'D)

CYBERSECURITY & DATA PROTECTION

As the Group continues to grow its manufacturing and precision engineering capabilities across Malaysia and Thailand, the importance of robust cybersecurity and data protection has become increasingly critical. Operating in an environment that relies on digital systems for production management, procurement, quality assurance, financial reporting, and stakeholder communication, the Group recognises that safeguarding its information assets is essential to business continuity, regulatory compliance, and stakeholder trust.

The Group handles sensitive commercial and operational data on behalf of its customers including multinational corporations in the E&E and healthcare sectors, and global glove manufacturers, as well as proprietary engineering designs, precision component specifications, and packaging design intellectual property. Unauthorised internal or external access to the Group's information systems presents a material risk, potentially resulting in data breaches, operational disruptions, loss of proprietary product data, or manipulation of financial and procurement processes. Such incidents could adversely affect operational efficiency, compromise sensitive customer and commercial information, and damage the Group's reputation as a trusted and reliable manufacturing partner.

To mitigate these risks, the Group has implemented a cybersecurity framework focused on strengthening the resilience of our Information Technology ("**IT**") infrastructure, digital assets, and internal networks across all facilities. Our approach emphasises proactive monitoring, regular system reviews, and alignment with industry best practices to ensure a secure and reliable digital environment for our employees, customers, and business partners.

Our data handling and storage practices are aligned with the Personal Data Protection Act ("**PDPA**") 2010, ensuring that all personal and sensitive data including customer and employee information is managed securely and lawfully. Given the cross-border nature of our operations, data flows between our Malaysian and Thailand facilities are managed with appropriate safeguards to ensure compliance with applicable data protection requirements.

Cyber hygiene is promoted internally through mandatory cybersecurity awareness training, simulated phishing exercises, and regular employee engagement on data protection best practices. Our IT and compliance teams work closely together to monitor threats, address emerging vulnerabilities, and continuously enhance our security framework in response to the evolving threat landscape.

In FYE 2026, there were no reported incidents of customer data breaches or violations of privacy regulations, underscoring our commitment to data security and responsible digital operations.

	FYE 2026	Target
Number of substantiated complaints concerning breaches in customer privacy or data loss	Nil	Nil

MOVING FORWARD

Our sustainability is not just a guiding principle, it is a strategic commitment central to our long-term value creation and informs every aspect of our decision-making. We recognise that responsible practices are both a moral duty and a strategic advantage in today's dynamic business landscape.

PERFORMANCE DATA TABLE FROM ESG REPORTING PLATFORM

As a listed issuer, the Group complies with the mandatory ESG disclosure requirements under Bursa Malaysia's Main Market Listing Requirements, in accordance with the enhanced Sustainability Reporting Guide (3rd Edition). The performance data table below, extracted from the ESG Reporting Platform, presents key indicators aligned with our identified material sustainability matters.

DNONCE TECHNOLOGY BHD

BMLR Transition Period

Date & Time: 2026-07-22_19:11:24

Main Market | Group 2 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Anti-Corruption	Number of complaints of bribery or corruptions reported	Number	—	0	—	No assurance
Supply Chain Management	Proportion of spending on local suppliers	%	—	81%	—	No assurance
Climate Action	Total Energy Consumption	MWH	—	6196	—	No assurance
Water Management	Total Water Consumption	megalitres	—	56.9	—	No assurance
Waste Management	Total waste generated	MT	—	1,550	—	No assurance
Waste Management	Total waste diverted from landfill	MT	—	50	—	No assurance
Waste Management	Total waste directed to landfill	MT	—	1,500	—	No assurance
Human Rights	Number of substantiated complaints concerning human rights violations	Number	—	0	—	No assurance
Health & Safety	Number of employees trained on health and safety standards	Number	—	221	—	No assurance
Health & Safety	Number of fatalities	Number	—	0	—	No assurance
Health & Safety	LTIR	Number	—	0	—	No assurance
Cybersecurity & Data Protection	Number of substantiated complaints concerning breaches in customer privacy or data loss	Number	—	0	—	No assurance
Community Investment	Total value invested where the target beneficiaries are external to the Group	RM	—	10905	—	No assurance

DNONCE TECHNOLOGY BHD

BMLR Transition Period

Date & Time: 2026-07-22_19:11:24

Main Market | Group 2 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Community Investment	Total number of beneficiaries of the investment in communities (number of organisation)	Number	—	1	—	No assurance
Employee Management	Total hours of training - Management	Number of hours	—	89	—	No assurance
Employee Management	Total hours of training - Executive	Number of hours	—	394	—	No assurance
Employee Management	Total hours of training - Non-executive	Number of hours	—	517	—	No assurance
Employee Management	Total hours of training - General worker	Number of hours	—	894	—	No assurance
Diversity	Percentage of employees by gender for each employee category - Management Male	%	—	52%	—	No assurance
Diversity	Percentage of employees by gender for each employee category - Management Female	%	—	48%	—	No assurance
Diversity	Percentage of employees by gender for each employee category - Executive Male	%	—	32%	—	No assurance
Diversity	Percentage of employees by gender for each employee category - Executive Female	%	—	68%	—	No assurance
Diversity	Percentage of employees by gender for each employee category - Non-Executive Male	%	—	34%	—	No assurance
Diversity	Percentage of employees by gender for each employee category - Non-Executive female	%	—	66%	—	No assurance

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Diversity	Percentage of employees by gender for each employee category - General workers Male	%	—	52%	—	No assurance
Diversity	Percentage of employees by gender for each employee category - General workers Female	%	—	48%	—	No assurance
Diversity	Percentage of employees by age for each employee category - Management Between 30-50	%	—	55%	—	No assurance
Diversity	Percentage of employees by age for each employee category - Management Above 50	%	—	45%	—	No assurance
Diversity	Percentage of employees by age for each employee category - Executive Under 30	%	—	29%	—	No assurance
Diversity	Percentage of employees by age for each employee category - Executive Between 30-50	%	—	56%	—	No assurance
Diversity	Percentage of employees by age for each employee category - Executive Above 50	%	—	15%	—	No assurance
Diversity	Percentage of employees by age for each employee category - Non-executive Under 30	%	—	8%	—	No assurance
Diversity	Percentage of employees by age for each employee category - Non-executive Between 30-50	%	—	71%	—	No assurance

DNONCE TECHNOLOGY BHD

BMLR Transition Period

Date & Time: 2026-07-22_19:11:24

Main Market | Group 2 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Diversity	Percentage of employees by age for each employee category - Non-executive Above 50	%	—	21%	—	No assurance
Diversity	Percentage of employees by age for each employee category - General workers Under 30	%	—	28%	—	No assurance
Diversity	Percentage of employees by age for each employee category - General workers Between 30-50	%	—	58%	—	No assurance
Diversity	Percentage of employees by age for each employee category - General workers Above 50	%	—	14%	—	No assurance
Diversity	Board diversity by gender - Male	%	—	80%	—	No assurance
Diversity	Board diversity by gender - Female	%	—	20%	—	No assurance
Diversity	Board diversity by age - Between 30-50	%	—	80%	—	No assurance
Diversity	Board diversity by age - Above 50	%	—	20%	—	No assurance
Anti-Corruption	Corruption-related training completion rate - Management	%	—	0	—	No assurance
Anti-Corruption	Corruption-related training completion rate - Executive	%	—	0	—	No assurance
Anti-Corruption	Corruption-related training completion rate - Non-executive	%	—	0	—	No assurance

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Anti-Corruption	Corruption-related training completion rate - General workers	%	—	0	—	No assurance
Customer Satisfaction	Customer Satisfaction Score	%	—	87%	—	No assurance

Board of Directors

Dato' Moktar Bin Mohd Noor

Independent Non-Executive Chairman

68 Male Malaysian

Dato' Moktar Bin Mohd Noor was appointed to the Board of D'nonce Technology Bhd. on 9 August 2019. He was subsequently appointed as a member of the Audit and Risk Management ("ARMC"), Nominating Committee ("NC") and Remuneration Committee ("RC") on 29 September 2021. On 22 December 2021, Dato' Moktar was redesignated as an Independent and Non-Executive Chairman. On 30 June 2022, Dato' Moktar ceased as a member of the NC and RC. On 30 May 2023, Dato' Moktar also ceased to be a member of the ARMC.

Dato' Moktar holds a Bachelor of Law (Honours) degree from Lancaster University, UK. He also has a professional qualification from the Legal Profession Qualifying Board in Malaysia.

He started his career with the Royal Malaysia Police in 1979 where he held various investigation, personnel management, prosecution, port security, administrative and legal positions followed by other related experiences as chairman of the Malaysia Port Auxiliary Police Secretariat, committee member on security for the Football Association of Malaysia, Royal Malaysia Police permanent representative to the Malaysia Engineering Board and committee member on discipline to the Royal Kelantan Datoship council. In his last 2 years of service before his retirement, he was the Head of Legal Division of the Royal Malaysian Police.

He retired from the Royal Malaysia Police after serving the force with full dedication for 40 years, 1 month and 12 days. He was conferred Darjah Dato' Paduka Jasa Mahkota Kelantan (D.P.J.K) by the Sultan of Kelantan in 2017. He was appointed to be a member of Crime Prevention Board (POCA) at the Ministry of Home Affairs Malaysia from 2020 until 2022.

Dato' Moktar currently sits on the Board of Genting Plantations Berhad as Independent and Non-Executive Director.

Dato' Moktar has no family relationship with any Director and/ or substantial shareholder of the Company, has never been convicted of any offence within the past five (5) years other than traffic offences, if any, and has not been imposed with any public sanctions or penalty by the relevant regulatory bodies, and does not have any conflict of interest with the Company. Dato' Moktar does not hold any directorship in any other public companies and listed companies, other than the companies listed above.

Roy Ho Yew Kee

Executive Director

50 Male Malaysian

Mr. Roy Ho Yew Kee was appointed to the Board of D'nonce Technology Bhd. as an Executive Director on 17 July 2024.

Mr. Ho brings over 3 decades of experience in the financial services and corporate strategy to the Board.

Mr. Ho started his career in 1998, in the financial services industry, with boutique broker Pembroke, Josephson and Wright, which was subsequently acquired by Hartley Poynton Ltd, a subsidiary of the Royal Bank of Canada.

Mr. Ho's exposure in Delta One, complex financial derivatives, treasury functions and first generation fintech products lay the groundwork for his move to Tricom Futures in 2003, where he set up a trading desk in Brisbane specialising in debt instruments, capital raising and derivative exotics.

In 2011, Mr. Ho returned to Malaysia joining Key Alliance Group Berhad first as an Executive Director, and subsequently redesignated as Managing Director. In 2024, Mr. Ho was redesignated as an Executive Director in Key Alliance Group Berhad.

Mr. Ho also holds Executive Director positions in XOX Bhd, Komarkcorp Berhad and Cheetah Holdings Berhad.

Mr. Ho has no family relationship with any Director and/ or substantial shareholder of the Company, has never been convicted of any offence within the past five (5) years other than traffic offences, if any, and has not been imposed with any public sanctions or penalty by the relevant regulatory bodies, and does not have any conflict of interest with the Company. Mr. Ho does not hold any directorship in any other public companies and listed companies, other than the companies listed above.

Datuk Sham Shamrat Sen Gupta

Independent Non-Executive Director

48 Male Malaysian

Chairman of NC | Chairman of RC | Member of ARMC

Datuk Sham Shamrat Sen Gupta was appointed to the Board of D'nonce Technology Bhd. on 14 September 2021. He was subsequently appointed as a member of the ARMC, NC and RC on the same date. On 29 September 2021, he was redesignated as Chairman of the NC. On 30 June 2022 he was redesignated as Chairman of the RC.

He is a Fellow of the Institute of Administrative Management (UK), Fellow of the Malaysian Institute of Management (MIM, Malaysia), Member Institute of Leadership & Management (UK), Member of the Chartered Management Institute (UK), Member of the Institute of Management Services (UK) and completed his undergraduate and postgraduate studies from Australia.

Datuk Sham worked in a Malaysian Bank Corporate headquarters, where he was in the Marketing and Retail Banking Department. He was appointed as General Manager, South East Asian Operations of an I.T. company in Kuala Lumpur and after that as a General Manager of a Security Systems company for a short period. Datuk Sham subsequently joined a HR and Training Company as a Marketing/International Relations Director where he eventually served as an Executive Director. Datuk Sham is the founding director of a G7, Bumiputera civil construction and management consulting company.

Datuk Sham is also the Executive Director of the KLCity Football Club that plays in the Malaysian Super League, Board of Trustee of Institute Keusahawanan Negara Bhd (INSKEN) and Director of the National Coalition of Mental Wellbeing Bhd and sits on many private limited companies.

Datuk Sham currently sits on the Board of SaudiGold Group Berhad and PNE PCB Berhad as an Independent Non-Executive Director.

Datuk Sham has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past five (5) years other than traffic offences, if any, and has not been imposed with any public sanctions or penalty by the relevant regulatory bodies, and does not have any conflict of interest with the Company. Datuk Sham does not hold any directorship in any other public companies and listed companies, other than the companies listed above.

Datin Ong Poh Lin Abdullah

Independent Non-Executive Director

39 Female Malaysian

Member of NC | Member of RC | Member of ARMC

Datin Ong Poh Lin Abdullah was appointed to the Board of D'nonce Technology Bhd. on 25 May 2023 as an Independent Non-Executive Director. She was subsequently appointed as a member of the ARMC on 30 May 2023 and a member of the RC on 1 April 2024. She was appointed as a member of NC on 8 June 2026.

She graduated from Universiti Tunku Abdul Rahman in 2011 with a Bachelor Degree of Engineering (Hons) Biomedical. Datin Ong started her career in Universiti Tunku Abdul Rahman as a research assistant in 2011. Subsequently, she joined IBG Manufacturing Sdn. Bhd. as a laboratory consultant from 2014 to 2016. Currently, she is working in Seakyin Holdings (M) Sdn. Bhd. as the Senior Admin Manager.

Datin Ong currently sits on the Board of AE Multi Holdings Berhad and SaudiGold Group Berhad as an Independent Non-Executive Director.

Datin Ong has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past five (5) years other than traffic offences, if any, and has not been imposed with any public sanctions or penalty by the relevant regulatory bodies, and does not have any conflict of interest with the Company. Datin Ong does not hold any directorship in any other public companies and listed companies, other than the companies listed above.

Kong June Hon

Independent Non-Executive Director

41 Male Malaysian

Chairman of ARMC | Member of NC | Member of RC

Mr. Kong June Hon was appointed to the Board of D'nonce Technology Bhd. on 16 June 2025 as an Independent Non-Executive Director. On the same date, he was appointed as a Chairman of the ARMC and as a member of both the NC and the RC.

Mr. Kong is a Fellow of the Association of Chartered Certified Accountants ("FCCA") in the United Kingdom, a certified Valuation Specialist under International Association of Certified Valuation Specialists ("IACVS"), the Chartered Tax Institute of Malaysia ("CTIM"), the Institute of Internal Auditor ("IIA"), and an ASEAN Chartered Professional Accountant ("ASEAN CPA"). He also holds an audit license.

He has more than 20 years of audit experience in both Big Four and medium-sized audit firms. He is currently a partner in a medium audit firm.

Save for D'nonce Technology Bhd., he was also appointed as the Independent Non-Executive Director of Greentronics Technology Berhad (formerly known as Mpire Global Berhad) on 17 January 2019.

He was subjected to a public disciplinary sanction imposed by the Malaysia Institute of Accountants on 11 November 2025. The sanction comprised a public reprimand, suspension for a period of nine (9) months, a fine of RM5,000 and costs of RM5,000. The sanction arose from weaknesses identified in the audit work performed. Save the aforesaid, he has not been subjected to any other public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 March 2026.

Mr. Kong has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past five (5) years other than traffic offences, if any, and does not have any conflict of interest with the Company. Mr. Kong does not hold any directorship in any other public companies and listed companies, other than the companies listed above.

Key Senior Management

Low Chee Min

Chief Operating Officer of D'nonce Technology Bhd.

67 Male Malaysian

Director of Attractive Venture (KL) Sdn. Bhd., D'nonce (K.L) Sdn. Bhd., AV Plastics Sdn. Bhd., Attractive Venture Sdn. Bhd., D'nonce Auto Sdn. Bhd., D'nonce (M) Sdn. Bhd., D'nonce Properties Sdn. Bhd. and Attractive Venture Management Services Sdn. Bhd. (formerly known as AV Industries Sdn. Bhd).

Mr. Low Chee Min graduated from La Trobe University in 1981 with a Bachelor Degree in Accounting and a Master in Computer Science.

He started his working career in Coopers & Lybrand in 1982. Subsequently, he joined UMBC Finance Bhd in 1985 and left after 12 years as a Senior Manager. He joined Tri-Wall (M) Sdn. Bhd., a Japanese-owned company providing design and manufacturing solutions to MNCs for niche and customised packaging as their General Manager and subsequently was promoted to Executive Director. He left and joined Texchem-Pack (KL) Sdn. Bhd., a packaging manufacturer in 2001 as their Senior General Manager. He was appointed as the Operations Director of MegaFortris (M) Sdn. Bhd. in 2005, a global security and RFID seals manufacturer.

Mr. Low has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past five (5) years other than traffic offences, if any, and has not been imposed with any public sanctions or penalty by the relevant regulatory bodies, and does not have any conflict of interest with the Company. Mr. Low does not hold any directorship in any other public companies and listed companies.

Teo Tin Jien, Jimmy

Managing Director / Director for Thailand Division

60 Male Singapore

Mr. Teo Tin Jien, Jimmy is the Managing Director/Director of our Group's Thailand subsidiaries. He joined our Group in July 2006. Prior to joining us, he was the Senior Technical Consultant for SAN-EI (THAILAND) LTD, a Japan based micro electronic manufacturing company, where he oversaw the products development, quality assurance and new production line investment.

He started his career as a QA engineer with Polymicro Precision (Singapore) in 1988. He left Polymicro as an Operation Director in 2001. During his tenure with Polymicro Precision, he was involved setting up a precision machining joint venture operation in China- DongGuan and later he was tasked to set up another operation in Thailand Navanakorn under the privilege of the BOI (Board of Investment) license, gaining a significant amount of experience in management of production factory and product management.

He graduated with a Diploma in Mechanical Engineering from Ngee Ann Polytechnic in Singapore.

Mr. Jimmy Teo has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past five (5) years other than traffic offences, if any, and has not been imposed with any public sanctions or penalty by the relevant regulatory bodies, and does not have any conflict of interest with the Company. Mr. Jimmy Teo does not hold any directorship in any other public companies and listed companies.

Tong Mun Khuen, Tony

Group Financial Controller

49 Male Malaysian

Mr. Tong Mun Khuen, Tony was appointed as the Group Financial Controller of our Group in July 2025. He is responsible for overseeing the financial, accounting and compliance functions of the Group.

He is a Fellow of the Association of Chartered Certified Accountants and a member of the Malaysian Institute of Accountants.

He has more than 23 years of working experience and has held various senior positions in accounting and financial management, in both private and public listed companies.

Prior to joining the Group, he served as the Group Financial Controller for Cyberjaya Education Group Berhad.

He began his professional career as an auditor for several audit firms from 2001 to 2005, followed by Astro All Asia Networks plc. Subsequently, he joined Scomi Group Berhad and Maxis Communication Berhad as Manager of Group Finance. He was the General Manager of Group Finance in Naza Corporation Holdings Sdn Bhd. He is a highly accomplished finance professional with over 20 years of extensive experience in auditing, accounting, commercial business, and finance. His industry exposure spans education, property development, oil and gas, telecommunications, and broadcasting.

Mr. Tony Tong has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past five (5) years other than traffic offences, if any, and has not been imposed with any public sanctions or penalty by the relevant regulatory bodies, and does not have any conflict of interest with the Company. Mr. Tony Tong does not hold any directorship in any other public companies and listed companies

Key Senior Management (Cont'd)

Ang Oon Ling

Head, Eastern Region

65 Male Malaysian

Director of D'nonce (Kelantan) Sdn. Bhd., Richmond Technology Sdn. Bhd. and Pelita Emasjaya Sdn. Bhd.

Mr. Ang Oon Ling graduated from Universiti Kebangsaan Malaysia (UKM) in 1985 with a Degree in Bachelor of Arts. After graduation, he started his career working as an Administration Officer in the Eastern Garment Mfg. Sdn. Bhd., a Hong Kong based garment factory situated in Kelantan. His role was to take full charge of the administration work of the said factory.

In 1987, he left the Eastern Garment Mfg. Sdn. Bhd. and join Sri Rampaian Sdn. Bhd. which was a Hong Kong based garment factor as Administration Officer, in charge of purchasing, material procurement and shipping department. Subsequently in 1989, he left Sri Rampaian Sdn. Bhd. and join Rohm-Wako Electronics (Malaysia) Sdn. Bhd. as Section Chief of Business Division, taking charge of purchasing, material control, shipping and machine shop.

He left Rohm-Wako Electronics (Malaysia) Sdn. Bhd. in 1995 to set up D'nonce (Kelantan) Sdn. Bhd. and Richmond Technology Sdn. Bhd. till now. He oversees the overall smooth running and managing the marketing and production of both of the Companies.

Mr. Ang has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past five (5) years other than traffic offences, if any, and has not been imposed with any public sanctions or penalty by the relevant regulatory bodies, and does not have any conflict of interest with the Company. Mr. Ang does not hold any directorship in any other public companies and listed companies.

Lim Oon Jin, Peter

Head, Southern Region

59 Male Malaysian

Director of Attractive Venture (JB) Sdn. Bhd. and D'nonce (Johore) Sdn. Bhd

Mr. Lim Oon Jin, Peter started his career working as a Sales Assistant in Kylin M Sdn. Bhd. in 1986 until 1989. Subsequently, he joined Timol Weaving Sdn. Bhd. as Sales Executive from 1989 to 1991. He started his journey in building up the business for Attractive Venture (JB) Sdn. Bhd. and D'nonce (Johore) Sdn. Bhd. from 1992 up till now. He oversees to the overall development of the business from managing to operational of the business of these companies.

He has a vast experience in managing packaging and manufacturing concerns and an extensive network of business associates worldwide. He is also the working committee since 2009 for Federation of Malaysian Manufacturers (FMM), Johor branch which is a Non-Government Organisation. He is also the Vice Chairman for SME subcommittee.

Mr. Peter Lim has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past five (5) years other than traffic offences, if any, and has not been imposed with any public sanctions or penalty by the relevant regulatory bodies, and does not have any conflict of interest with the Company. Mr. Peter Lim does not hold any directorship in any other public companies and listed companies.

Statement on Risk Management and Internal Control

INTRODUCTION

The Board of Directors ("Board") of D'nonce Technology Bhd ("D'nonce" or "the Company") is pleased to present the Statement on Risk Management and Internal Control ("SORMIC") of the Company and its subsidiaries ("the Group") which outlines the nature and scope of risk management and internal control system of the Group for the Financial Year Ended ("FYE") 31 March 2026, pursuant to Paragraph 15.26(b) of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), Malaysian Code on Corporate Governance ("MCCG") and has been prepared in accordance withthe Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Company 2025, as set out in Practice Note 9 of the MMLR.

BOARD RESPONSIBILITIES

The Board acknowledges its overall responsibility for maintaining the Group's sound system of internal control and risk management, and in reviewing the adequacy, integrity and effectiveness of those processes. The Board also recognises that due to the limitations that are inherent in all internal control systems, the Group's system of internal control is designed to manage the Group's risks within tolerable levels, rather than eliminate the risk of failure to achieve the Group's business objectives. Accordingly, the Board is also of the view that the Group's system of internal control could only provide reasonable but not absolute assurance against material misstatements of financial information, errors, losses, fraud or unforeseen emerging risks.

The Board believes that the review of the adequacy and effectiveness of the system of internal control and risk management is a continuous process. Such reviews are conducted through the various committees and working group established by the Board and Management respectively. The Board has, through the Audit and Risk Management Committee ("ARMC"), carried out the process of identifying, evaluating, monitoring and managing the significant operational and financial risks affecting the achievement of the Group's corporate objectives throughout the financial period.

The Board, after taking into consideration the costs and benefits, is of the view that the Group's system of internal control and risk management in place for the financial period under review is sound and adequate to safeguard the Group's assets and the stakeholder's interests, by ensuring achievement of business objectives and enhancing shareholder's value.

The Group adopts the Three Lines Model as set out by the Institute of Internal Auditors ("IIA") to clearly define roles and responsibilities in risk management and internal control:

Governing Body — The Board (through the ARMC):

- Sets the tone and culture for effective risk management and internal control, and approves the Group's risk appetite and tolerance
- Retains ultimate accountability for the adequacy and effectiveness of the Group's risk management and internal control systems, notwithstanding delegation of day-to-day oversight to the ARMC
- Engages with, and receives assurance from, Executive Management and the internal audit function to satisfy itself that key risks are identified, managed and escalated appropriately

First Line — Business and Operations (Risk Owners):

- Process risk owners responsible and accountable for identifying and managing risks arising from their business activities
- Maintain risk registers and key risk indicators, and conduct risk assessments covering a broad spectrum of risks to support informed decision-making
- Implement controls to manage day-to-day business risks and ensure compliance with regulations, ethical expectations and the Group's internal policies

Second Line — Management Oversight and Support Functions:

- Executive Management, through the Group's finance, compliance, corporate secretarial and legal functions, provides complementary expertise, support, monitoring and challenge on risk-related matters
- Supports the development, implementation and continuous improvement of risk management practices, and monitors compliance with the AMLR, GN11 and the Group's internal policies
- Reports the adequacy and effectiveness of risk management practices, including control matters, to the ARMC and the Board

Third Line — Internal Audit:

- The outsourced internal audit function provides independent and objective assurance on the adequacy and effectiveness of the Group's risk management and internal control systems
- Reports independently to the ARMC on audit findings, recommendations, and the effectiveness of corrective actions taken by Executive Management

RISK MANAGEMENT

The Board affirms that effective risk management is an essential and indispensable part of corporate management.

The Board further acknowledges that risk management is an ongoing process and forms an important part of the internal control system of the Group. As such, continuous efforts are made to identify significant risks in the processes and activities of the Group, particularly in major proposed transactions, changes in nature of activities and/or operating environment, or venturing into new operating environment, which may entail different risks, so as to put in place the appropriate risk response strategies and controls, until those risks are managed to, and maintained at, a tolerance level acceptable by the Board.

The risk identification process reviews and identifies issues arising from changes in both external business environment and internal operating conditions. The risk measurement guidelines comprising financial and non-financial qualitative measure of risk consequences are also applied in allocating risk likelihood rating and risk impact rating. The risk control actions are designed and implemented based on the sequence of priority.

The respective risk owners are entrusted to identify risks and to ensure that adequate control systems are implemented to mitigate risks faced by the Group. The process of identifying, evaluating, monitoring and managing significant risks is embedded in the various work processes and procedures of the respective business and operational functions of the Group. These processes and procedures are undertaken by the Executive Director, Key Senior Management and Management team in their daily course of work on an ongoing basis.

The Board confirms that there is an on-going process of identifying risks, evaluating and managing the significant risks faced by the Group. This process is in place for the financial period under review and up to the date of issuance of this SORMIC.

The Board has conducted an annual review and periodic testing of the Group's risk management and internal control framework and considered emerging risks including climate-related risk, cybersecurity, digital disruption (including artificial intelligence) and regulatory change as part of its ongoing risk identification process. No material joint ventures or associate companies were excluded from the Group in the preparation of this Statement.

INTERNAL CONTROL

Apart from risk management and internal audit, the key elements of internal control established within the Group that contribute to a sound system of internal control and enable Management to ensure that the established policies, guidelines and procedures of the Group are followed and complied with, were as follows:-

1. Organisational Structure

The Group has in place an organisational structure with well-defined scope of responsibilities, clear lines of accountability and appropriate levels of delegated authority.

Management of each operating unit has clear responsibilities of identifying risks for the overall Group's business as a whole. They are also responsible for instituting adequate procedures and internal controls to mitigate and monitor such risks on an on-going basis.

2. Policies and Procedures

The Group has documented internal policies and procedures in place to govern the financial and operational functions and ethics of the Group, which are subjected to regular reviews and improvements to reflect on changing risks or to resolve any operational deficiencies, as well as to promote the Group's efficiency and accountability.

3. Performance Reporting and Monitoring

As part of the performance monitoring process, regular and comprehensive information in the form of forecasts and quarterly management accounts and reports are provided to the ARMC and the Board, covering financial and operational performance and key business indicators, for effective monitoring and decision making.

Regular internal audit reviews are carried out to identify any areas of improvement, besides compliance with internal control best practices, guidelines and objectives, to ensure that the system of internal control is effectively administered and regularly monitored.

INTERNAL CONTROL (CONT'D)

4. Strategic Business Planning, Budgeting and Reporting

Monthly monitoring of financial results against budget, with major variances being followed up and management action taken, when necessary.

Regular meetings are held to discuss on the overall Group and operating subsidiaries' operational matters and to resolve key operational, financial, human resource and other related issues.

5. Hierarchical Reporting

The Group has in place a process of hierarchical reporting which provides a documented and auditable trail of accountability.

INTERNAL AUDIT FUNCTION

The Group's independent internal audit function is outsourced to Messrs. Kloo Point Risk Management Services Sdn. Bhd. ("Kloo Point"), a professional consulting firm specialised in internal audit services, to assist the Board and the ARMC in conducting independent assessment and systematic reviews on the Group's internal control system and governance practices, so as to provide reasonable assurance on the adequacy, efficiency and effectiveness of the Group's system of internal control.

Kloo Point acts as the internal auditors of the Group and reports directly to the ARMC at its quarterly meetings. Kloo Point is free from any relationships or conflicts of interest which could impair its objectivity and independence and does not have any direct operational responsibility or authority over any of the activities audited. Based on its review of the internal audit function's reporting, scope of work and resources, the ARMC is of the opinion that the internal audit function is effective and independent.

The internal audit assignment is led by a senior member of the engagement team, who reports to Mr. Khor Ben Jin, Executive Director of Kloo Point and engagement director responsible for the Group's internal audit.

The engagement director possesses the following qualifications:

- Fellow member of the Association of Chartered Certified Accountants, United Kingdom (FCCA)
- Chartered Accountant, Malaysian Institute of Accountants (CA)
- Certified Internal Auditor, United States of America (CIA)
- Chartered Member of the Institute of Internal Auditors Malaysia (CMIIA)

Kloo Point carries out their review procedures in accordance with the applicable standards of the International Professional Practices Framework as adopted and recommended by The Institute of Internal Auditors Malaysia, covering the conduct of the audit planning, execution, documentation, communication of findings and consultation with key stakeholders on the audit concerns.

The ARMC would review and approve the Group's Internal Audit Plan, entailing the audit scope, coverage and frequency based on a risk-based approach presented by the Internal Auditors for each financial year. Also, to ensure the objectivity and independence of the audit team, the ARMC reviews the engagement proposed by the Internal Auditors annually.

Scheduled internal audits were carried out and the internal audit reports, summarising the observations of control weaknesses, recommendations for improvement and Management actions were reported to the ARMC. These findings were deliberated together with Management at the ARMC meetings. The ARMC assessed the overall adequacy and effectiveness of the system of internal controls of the Group and reports to the Board, in particular, the matters relating to significant risks and the necessary recommendations for changes.

For the FYE 31 March 2026, Kloo Point had carried out the following internal audit reviews covering the relevant business units and functions of the Group, based on the approved Internal Audit Plan and reported to the ARMC:-

- Sales and Distribution business unit in Penang, Malaysia: Payment Process and Asset Maintenance;
- Design and Conversion business unit in Kuala Lumpur, Malaysia: Human Resource Management and Occupational Safety and Health;
- Design and Conversion business unit in Kelantan, Malaysia: Production Control, Quality Assurance, Staff Claims and Incidental Expenses; and
- Design and Conversion business unit in Chon Buri, Thailand: Production Control and Quality Assurance

INTERNAL AUDIT FUNCTION (CONT'D)

Based on the internal audit reviews conducted, none of the weaknesses noted has resulted in any material losses, contingencies or uncertainties that would require a separate disclosure in this annual report.

The ARMC and the Board agreed that the internal audit review carried out for the financial period under review was in accordance with the approved Internal Audit Plan and the scope of coverage was adequate.

The total cost incurred by the Company in respect of the outsourced internal audit function of the Group and the internal audit services performed by Kloo Point for the FYE 31 March 2026 was RM60,000 (FYE 31 March 2025: RM60,000).

ASSURANCE STATEMENT BY KEY MANAGEMENT TEAM

Management is responsible for assisting the Board in identifying risks relevant to the business and operation of the Group, implementing Board's policies and strategies, maintaining sound system of internal control and risk management, monitoring and reporting to the Board on significant control deficiencies and changes in risks that could affect the Group from achieving its objectives and performance.

The Executive Director and Group Financial Controller have provided assurance to the Board that to the best of their knowledge and believe, the Group's risk management and internal control system has been operating adequately and effectively in all material aspects, to meet the Group's objectives during the financial period under review until the date of issuance of this SORMIC.

REVIEW OF STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL BY THE EXTERNAL AUDITORS

The External Auditors have reviewed this Statement pursuant to Paragraph 15.23 of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad and in accordance with Audit and Assurance Practice Guide 3 ("AAPG 3"), *Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control Included in the Annual Report*, issued by the Malaysian Institute of Accountants ("MIA"), for inclusion in the Annual Report of the Group for the financial year ended 31 March 2026.

This SORMIC was approved by the Board of Directors on 30 July 2026.

Corporate Governance Overview Statement

The Board of Directors (the "Board") of D'nonce Technology Bhd. ("D'nonce" or the "Company") is committed to maintain high standards of corporate governance and strives to ensure that it is practised throughout the Company and its subsidiaries (the "Group") as a fundamental part of discharging its responsibilities in order to protect and enhance shareholders' value and raise the performance of the Group.

COMPLIANCE WITH THE MALAYSIAN CODE ON CORPORATE GOVERNANCE

In this Corporate Governance Overview Statement (the "Statement"), the Board reports on the manner the Group has adopted and applied the principles and recommended best practices as set out in the latest Malaysian Code on Corporate Governance 2021 ("MCCG") and the governance standards prescribed in the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") throughout the financial period under review, except where stated otherwise.

This Statement is to be read together with the Corporate Governance Report ("CG Report") 2026 of the Company consisting the detailed application of each practices set out in the MCCG by the Group during the financial year ended 31 March 2026, which is available together with this Annual Report on the Bursa Securities' website and the Company's website at http://www.dnonce.com.

The Board is of the opinion that the Group has, in all material aspects, applied the principles and adopted the recommended best practices as set out in the MCCG for the financial year ended 31 March 2026, except for its departures on the following practices:-

Practices under MCCG	Description of Practices
Practice 5.9	The Board comprises at least 30% women Directors.
Practice 5.10	The Board discloses in its annual report the Company's policy on gender diversity for the Board and senior management.
Practice 8.2	The Board discloses on a named basis the top five senior management's remuneration component including salary, bonus, benefits in-kind and other emoluments in bands of RM50,000.

Explanations for these departures are further elaborated in the CG Report 2026.

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS

I. BOARD RESPONSIBILITIES

1. Board's Leadership on Objectives and Goals

1.1 Strategic Aims, Values and Standards

The Company is led and managed by an experienced Board, comprising members who have a wide range of experience in fields such as management, finance, manufacturing and law to effectively direct and supervise the Group's business activities and oversee the overall management of the Group. A brief profile of each Director is presented on pages 36 to 38 of this Annual Report.

The Board retains full and effective control of the Group and provides an effective oversight of the conduct of the Group's businesses. This includes its responsibilities of reviewing and adopting strategic plans for the Group, as well as ensuring appropriate risk management and internal control systems are in place by regularly reviewing such systems to ensure their adequacy, integrity and effectiveness.

The Board is aware of the importance of business sustainability and reviews the Group's operational practices that affect sustainability of economic, environment, governance and social aspects of its business on a regular basis. The Group has established a formal sustainability framework and undertake material sustainability initiatives, setting the Group's sustainability strategies priorities and targets as outlined in the Company's Sustainability Statement presented on pages 9 to 35 of this Annual Report.

The Board delegates the responsibility of implementing the Group's strategies, business plans, policies and decisions to the Management, which is led by the Executive Director ("ED").

The Board will always act in the best interests of the Company and has a duty of maintaining confidentiality in relation to the Company's confidential information.

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

1. Board's Leadership on Objectives and Goals (Cont'd)

1.2 Clear Roles and Responsibilities

The roles and responsibilities of the Board and its Board Committees are clearly defined in the Board Charter. The Board Charter also sets out the segregated roles and responsibilities of the Chairman, Independent Non-Executive Directors and ED of the Company. All the Independent Non-Executive Directors are independent of the ED, management and major shareholders of the Company, and are free from any business or other relationship with the Group that could materially interfere with the exercise of their independent judgement. This offers a strong check and balance on the Board's deliberations.

The main functions and roles of the Board are as follows:

(a) To review, challenge, decide and monitor Key Senior Management's strategies, business plans and significant policies after satisfying themselves that Key Senior Management has taken into account all the relevant and appropriate considerations in establishing the strategies, plans and policies;

(b) To ensure a competent Key Senior Management by establishing policies for strengthening the performance of the Group with a view to proactively build the business through innovation, initiative, technology, new products, development of its business capital and including strategies on economic, environmental and social considerations underpinning sustainability;

(c) To monitor implementation, progress and performance of the strategies, policies, plans, legal and fiduciary obligations that affect the business by adopting performance appraisal measures;

(d) To evaluate whether the business is being properly managed and to ensure that the solvency of the Group and the ability of the Group to meet its contractual obligations and to safe guard the Group's assets;

(e) To ensure that the Group has a sound framework for internal controls and risk management;

(f) To understand the principal risks of the Company's business and recognise that business decisions involve the taking of appropriate risks;

(g) To set the risk appetite within which the Board expects Key Senior Management to operate and ensure that there is an appropriate risk management framework to identify, analyse, evaluate, manage and monitor significant financial and non-financial risks;

(h) To establish various Board Committees and ensure their effectiveness to address specific issues, by considering recommendations of the various Board Committees and acting on their reports;

(i) To ensure that the statutory accounts of the Company and Group are fairly stated and otherwise conform with the relevant regulations including acceptable accounting policies that result in balanced and understandable financial statements;

(j) To ensure the Key Senior Management has the necessary skills and experience and that there is in place an appropriate succession plan for members of the Board and Key Senior Management;

(k) To ensure that the Board together with Key Senior Management promote good corporate governance culture within the Company which adheres to high standards of ethical, prudent and corporate/professional behaviour including transparency in Code of Conduct;

(l) To ensure that there is in place an appropriate investor relation and communication policy and corporate disclosures in compliance with the Listing Requirements; and

(m) To ensure the Company has effective, transparent and regular communication with its stakeholders to enable them to make informed decisions with respect to the business of the Group, its policies on governance, the environment and social responsibility.

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

1. Board's Leadership on Objectives and Goals (Cont'd)

1.2 Clear Roles and Responsibilities (Cont'd)

The following matters, amongst others, shall be reserved for the Board's determination and/or approval, which may be supported by any recommendations as may be made from time to time by Key Senior Management or the Board Committees:

(a) corporate plans and programmes;
(b) annual budgets, including major capital commitments;
(c) quarterly financial results, annual financial statements and Annual Reports;
(d) new ventures;
(e) corporate proposals;
(f) material acquisitions and disposals of undertakings and properties;
(g) material litigations;
(h) declaration of dividends;
(i) composition of the Board; and
(j) changes to the management and control structure within the Company and its subsidiaries, including key policies.

The Board has delegated specific responsibilities to the following Board Committees to assist the Board in discharging its fiduciary duties and oversight function:-

(a) Nominating Committee ("NC")
(b) Audit and Risk Management Committee ("ARMC")
(c) Remuneration Committee ("RC")

Each Board Committee is governed by their respective Terms of Reference ("TOR") approved by the Board and operates its functions as stipulated within, as well as acting on behalf of the Board within the authority as laid out in the TOR. The Chairman of the respective Board Committees reports to the Board on matters deliberated and recommendations of the Board Committees.

1.3 Chairman of the Board

The key roles of the Chairman, amongst others, are as follows:

(a) responsible for the overall leadership and efficient functioning of the Board;
(b) ensure that the Board functions effectively, cohesively and independently of Key Senior Management;
(c) leading the Board in establishing and monitoring good corporate governance practices in the Company;
(d) setting the Board agenda and ensuring that the Board members receive complete and accurate information in a timely manner;
(e) leading the Board, including presiding over Board meetings and Company meetings and directing Board discussions to effectively use the time available to address the critical issues facing the Company;
(f) encouraging active participation and allowing dissenting views to be freely expressed by the Board members;
(g) acting as liaison between the Board and Key Senior Management and promoting constructive and respectful relationship within and between Board members and Key Senior Management;
(h) ensure that there is effective communication between the Company and/or Group and its shareholders and relevant stakeholders and that their views are communicated to the Board as a whole; and
(i) carrying out other duties as requested by the Board as a whole, depending on the needs and circumstances.

PPRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

1. Board's Leadership on Objectives and Goals (Cont'd)

1.4 Separation of Functions between Chairman and Chief Executive Officer ("CEO")

The roles of the Chairman and the CEO are held by different individuals with a clear division of roles and responsibilities which are made clearly distinct to ensure a balance of power and authority.

The CEO is responsible for the day-to-day management of the Company and the Group. The role of the CEO is vital to the performance of the Company. He/she is required to provide leadership, strategic vision, high-level business judgment and wisdom, and the ability to meet immediate performance targets without neglecting longer-term growth opportunities of the Company and the Group. The key roles of the CEO, amongst others, are as follows:-

(a) developing the strategic plan and direction of the Group;
(b) ensure that the Company and/or the Group's business is properly and efficiently managed by ensuring that the executive team implements the policies and strategies adopted by the Board and its Board Committees;
(c) ensure that the objectives and standards of performance are understood by the Key Senior Management and employees;
(d) ensure that the operational planning and control systems are in place;
(e) risk management;
(f) monitoring performance results against plans;
(g) taking remedial action, where necessary;
(h) reporting on significant business decisions;
(i) stakeholder management; and
(j) any such matters referred to by the Chairman, the Board or other Board Committees from time to time.

The CEO also provides assistance whenever appropriate and works with the Board and the Board Committees in discharging their duties. He will report on the performance and activities of the Group for the period under review, including explanations when there are significant fluctuations or changes.

As at the date of this Statement, the Company does not have a CEO. Currently, the ED assume the role and responsibilities of CEO, amongst others. The ED is responsible for overseeing the day-to-day operations and affairs of the Group and ensuring the success of the Company's governance and management functions. The ED is also responsible to assess the potential business opportunities and report the same to the Board for their discussion. The Non-Executive Directors, both independent and non-independent, are responsible in providing insights, objective and independent views and judgement in the decision-making process of the Board.

1.5 Board Meetings

The Board meets regularly on quarterly basis to review the operations, financial performance, reports from the various Board Committees and other significant matters of the Group. Special Board meetings may be convened as and when necessary, to consider urgent proposals or matters that require the Board's consideration or decisions. Off-site Board meeting to discuss specific topics will be arranged, when necessary, to facilitate more time for discussion and view sharing. Additionally, where appropriate, the Board may also resolve and approve various matters by way of written resolutions.

During the financial year ended 31 March 2026, eight (8) Board meetings were held and the attendance record of each Director at the Board meetings during their tenure of office is as follows:-

Name and Designation of the Directors	Total No. of Meetings attended during tenure of office	Percentage of attendance (%)
Dato' Moktar Bin Mohd Noor Independent Non-Executive Chairman	8/8	100%
Datuk Sham Shamrat Sen Gupta Independent Non-Executive Director	8/8	100%
Datin Ong Poh Lin Abdullah Independent Non-Executive Director	8/8	100%
Roy Ho Yew Kee Executive Director	8/8	100%
Kong June Hon Independent Non-Executive Director	7/7	100%

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

1. Board's Leadership on Objectives and Goals (Cont'd)

1.5 Board Meetings (Cont'd)

The Directors' commitment, resources and time allocated to the Company are evident from the attendance record and the Board is satisfied with the level of time and commitment given by each Directors of the Company towards fulfilling their duties and responsibilities.

Directors are encouraged to participate in the meeting and share their views. They are also encouraged to pose queries (if any) to management prior to each Board meeting. Any Director who has a direct or deemed interest in the subject matter shall declare his/her interest at the meeting and abstain from deliberation and voting on the respective resolution. Where appropriate, the Board may resolve and approve various matters by way of written resolutions.

In fostering the commitment of the Board that the Directors devote sufficient time to carry out their responsibilities, the Directors are required to notify the Chairman before accepting any new directorship in other Public Listed Companies ("PLCs"). Such notification shall include an indication of time that will be spent on the new appointment. The Chairman shall also notify the Board if he has any new directorship or significant commitments outside the Company. Currently, all the Directors of the Company hold not more than five (5) directorships in PLCs, which is in compliance with Paragraph 15.06 of the MMLR.

1.6 Directors' Training

The Directors are mindful of the importance of continuing training and education to enhance their skills and knowledge where relevant, as well as to keep abreast with the changing regulatory and corporate governance development, to enable them to discharge their duties as Directors effectively.

The details of the seminars, conferences and/or training programmes attended by the current Board during the financial year are as follows :-

Name of Director	Seminars/Conferences/Training Programmes Attended	Date
Dato' Moktar Bin Mohd Noor	e-Invoice Briefing for Directors by Deloitte Tax Services Sdn. Bhd.	14 May 2025
	The Journey into the AI Age: Game Changer for Your Digital Transformation Era by Institute of Corporate Directors Malaysia	17 June 2025
	Talk on Climate First... or Last?	8 September 2025
	Genting Sustainability Webinar 2025: Genting Sustainability – Ready for the Future	18 September 2025
	Briefing on Cybersecurity Risk by Genting Plantations Berhad and Genting Malaysia Berhad	8 October 2025
	The 2026 Budget Seminar by Deloitte Tax Services Sdn. Bhd.	3 December 2025
	Board of Directors: Navigating Resilience via ESG Strategy	5 February 2026
	IFRS Sustainability Disclosure Standards Awareness: Gearing Up the Board of Directors	10 March 2026
	Bursa Malaysia Securities Berhad – The Chairpersons' Circle	29 April 2026
Datuk Sham Shamrat Sen Gupta	ESG and TCFD Masterclass: Frameworks and Strategies for Guiding Sustainability: Introduction to ESG and TCFD and ESG Metrics and Reporting	13 August 2025
	ESG and TCFD Masterclass: Frameworks and Strategies for Guiding Sustainability: TCFD Framework and Recommendations and GRI Indicators and Performance Measures	14 August 2025
	Malaysia at the Crossroads – Political Survival, Policy Risk & The Road to GE16	5 February 2026
	Construction Project Management	25-26 February 2026

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

1. Board's Leadership on Objectives and Goals (Cont'd)

1.6 Directors' Training (Cont'd)

Name of Director	Seminars/Conferences/Training Programmes Attended	Date
Datin Ong Poh Lin Abdullah	e-Invoice Implementation in Malaysia and Navigating the MyInvois Portal	19 June 2025
	ESG and TCFD Masterclass: Frameworks and Strategies for Guiding Sustainability: Introduction to ESG and TCFD and ESG Metrics and Reporting	13 August 2025
	ESG and TCFD Masterclass: Frameworks and Strategies for Guiding Sustainability: TCFD Framework and Recommendations and GRI Indicators and Performance Measures	14 August 2025
	Leading Governance for Sustainable Growth	19-20 August 2025
Roy Ho Yew Kee	Seminar on (SSM Webinar) Prevent Corruption and Promote Good Governance in Your Business	9 September 2025
Kong June Hon	ISSB-GRI Interoperability Programme	16 July 2025
	(Complimentary Webinar) Artificial Intelligence 101	18 September 2025
	Day 2 of the 2025 Investor Day of icapital.biz Berhad	16 November 2025
	Distinguished Speaker at the CAS Global Annual Conference	21 November 2025
	Audit Quality Enhancement Programme for SMPs	10-11 December 2025

All Directors have completed the Mandatory Accreditation Programme (Part I and Part II) as prescribed by Bursa Securities. The Directors will continue to attend other relevant education and/or training programmes to keep abreast with latest developments and knowledge on a continuous basis in compliance with the MMLR of Bursa Securities.

In addition, the Board has also been regularly updated and advised by the company secretaries along with other independent professionals on changes in the statutory and regulatory requirements and matters on governance, to enable the Directors to discharge their responsibilities effectively. Overall, the Board actively seeks advice and interact with the relevant professional personnel to enhance their skills and knowledge on specific area.

1.7 Qualified and Competent Company Secretary

The Company is supported by qualified and competent company secretaries who possess the requisite qualification and are qualified to act as company secretaries under the Companies Act 2016. They play a supportive role by ensuring adherence to the Company's Constitution and compliance with the relevant regulatory requirements, codes or guidance and legislations from time to time. The company secretaries will continuously monitor corporate governance developments and regularly update and advise the Board on latest requirements in relation to their duties and responsibilities, to ensure the Board's application of the governance practices to meet the Board's needs and stakeholders' expectations.

The Board is satisfied with the service and support rendered by the company secretaries in discharging their functions. The company secretaries had and will continuously undertake professional development.

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

1. Board's Leadership on Objectives and Goals (Cont'd)

1.8 Access to Information and Independent Professional Advice

The Board recognises that the decision-making process is highly dependent on the quality of information available. All Directors have access to all information within the Group and may seek advice from management on matters under discussion or request further information on the Group's business activities.

The Chairman, with the assistance of the company secretaries, ensures that all Directors have full and timely access to all information and reports on financial, regulatory and audit matters within the Group, by way of Board papers distributed in advance for Board meetings, to facilitate informed decision making and meaningful discharge of their duties and responsibilities. The Board, whether as full Board or in their personal capacity, may upon approval from the Board, seek independent professional advice where necessary and under appropriate circumstances at the Company's expense, in furtherance of discharging their duties with adequate knowledge.

All Board and Board Committees are provided with notice of meeting with full agenda and the relevant board papers, reports including matters arising, financial, operational and regulatory compliance matter, at least seven (7) days prior to meetings to ensure that they have sufficient time to review and evaluate the matters to be deliberated and obtain further information, if needed, prior to meeting to expedite decision-making during meetings. However, the Board and/or Board Committees also hold meetings to discuss and/or approve certain urgent matters and these meetings are called with less than seven (7) days notice, with the consent of all respective Board and Board Committee members.

2. Demarcation of Responsibilities

2.1 Board Charter

The Company has in place a Board Charter that sets out, among others, the responsibilities, authorities, procedures, evaluations and structures of the Board and Board Committees, as well as the relationship between the Board with its management and shareholders. The Board Charter is reviewed by the Board annually and updated in accordance with the needs of the Company and any new regulations that may have an impact on the discharge of the Board's responsibilities.

The Board reviewed its Board Charter on 25 May 2026 and a copy of which is available at the Company's website at http://www.dnonce.com.

3. Good Business Conduct and Corporate Culture

3.1 Code of Conduct

The Board has established and adopted a Code of Conduct for all Directors and employees of the Group. The Code of Conduct, as incorporated in the Board Charter, has been formulated to enhance the standard of corporate governance and promote ethical conduct of the Directors.

The Directors are expected to conduct themselves with the highest ethical standards. All Directors and employees of the Group are expected to behave ethically and professionally at all times and thereby protect and promote the reputation and performance of the Group.

The Board will review the Code of Conduct when necessary to ensure it remains relevant and appropriate. The Code of Conduct for Directors and employees of the Group is made available for reference within the Board Charter published on the Company's website at http://www.dnonce.com.

3.2 Whistleblowing Policy

In adhering to good corporate governance practices and with the introduction of the Whistleblower Protection Act 2010, the Board has put in place a Whistleblowing Policy as an avenue for employees and stakeholders to report genuine concerns about unethical behaviour, malpractices and illegal acts on failure to comply with regulatory requirements without fear of reprisal. Multiple channels of reporting are set up to encourage stakeholders to report directly to the Chairman of the Board and Chairman of the ARMC.

The Whistleblowing Policy is made available for reference within the Board Charter published on the Company's website at http://www.dnonce.com.

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITIES (CONT'D)

3. Good Business Conduct and Corporate Culture (Cont'd)

3.3 Anti-Bribery and Anti-Corruption ("ABAC") Policy

The ABAC Policy has been established to provide the Directors, officers, employees as well as third parties who have dealings with the Group, a guide on the appropriate practices to be complied with in relation to improper solicitation, bribery and other corrupt activities and/or issues that may arise in the course of business. It is our policy to conduct all of our business in an honest and ethical manner, as well as complying with all applicable laws, which include compliance with the Malaysian Anti-Corruption Commission Act 2009 and the Malaysian Anti-Corruption Commission (Amendment) Act 2018 and any of its amendments or re-enactments that may be made by the relevant authority from time to time. We adopt a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate, implementing and enforcing effective systems to counter bribery.

The ABAC Policy is made available for reference within the Board Charter published on the Company's website at http://www.dnonce.com.

II. BOARD COMPOSITION

4. Board Objectivity

4.1 Board Composition

The current Board is made up of five (5) members, comprising one (1) ED and four (4) Independent Non-Executive Directors. The composition of the Board complies with Paragraph 15.02(1)(a) of the MMLR of Bursa Securities, which requires at least two (2) Directors or one-third (1/3) of the Board, whichever is the higher, to be independent members. The Company has also fulfilled the Practice 5.2 under the MCCG to have at least half of the Board members comprises a majority of Independent Directors.

The Board is of the opinion that the Directors, with their diversified background and extensive experience, bring a wide range of technical skills and expertise to the Group and have contributed significantly towards performance monitoring, control as well as governance.

The Board believes that the current Board composition is appropriate given the collective skills and experiences of the Directors, the Group's current size and nature of the Group's business. The Board will continue to monitor and review the Board's size and composition as may be needed.

4.2 Tenure of Independent Director

The Board is mindful of the recommendation of the MCCG with regards to the tenure of an Independent Director not exceeding a cumulative term of nine (9) years.

The Board Charter limits the tenure of an Independent Director to a cumulative term of nine (9) years. In the event the Board intends to retain a Director as Independent Director after the latter has served a cumulative or consecutive term of nine (9) years, the Board must justify its decision and seek shareholders' annual approval at the Annual General Meeting ("AGM") through a two (2) tier voting process.

The tenure of an Independent Director must not exceed a cumulative term limit of twelve (12) years or such period provided under the MMLR. The Independent Director's tenure exceeds a cumulative term of twelve (12) years may continue to serve on the Board subject to the Director's re-designation as a Non-Independent Director.

As at the date of this Statement, none of the Independent Directors have served on the Board for a cumulative or consecutive term of nine (9) years.

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

5. Board Diversity

5.1 Diverse Board and Senior Management Team

The Board is supportive of diversity in the Board's composition and Senior Management team. Appointment of members of the Board and Senior Management team are based on objective criteria, merit and also due regard for diversity in experience, skills set, age, gender and cultural background.

5.2 Gender Diversity

The Board is supportive of the recommended practice under the MCCG in promoting female's representation at the Board level, whereby a Board should comprise at least 30% women Directors. Although the Board has yet to establish a Gender Diversity Policy, the Board has appointed one (1) female Director and this complies with the Paragraph 15.02(1)(b) of the MMLR of the Bursa Securities.

As at 31 March 2026, the Group's female staff made up to 47% of the total staff.

5.3 Diverse Sources for New Candidates(s) for Board Appointment

The Company has in place, its procedures and criteria for identifying candidates for appointment of Directors. All candidates for appointment are first considered by the NC, taking into account the suitability and mixture of skills, competencies, experience, professionalism and other relevant qualities in meeting the needs of the Company.

In the process of identification of suitable new candidates, the NC does not solely rely on recommendations from the existing Board members, management or major shareholders. The Board will ensure that an appropriate review or search is undertaken by the NC and/or an independent third party if necessary, to facilitate informed decision-making and suitable appointment.

6. Board Committees

The Board, in view of assisting the discharge of its stewardship role, has established Board Committees delegated with certain responsibilities as detailed below, as well as the authority to examine specific issues and operate within their respective TOR as approved by the Board and report to the Board with their proceedings, deliberations and recommendations. The ultimate responsibility for decision making, however, lies with the Board.

6.1 Audit and Risk Management Committee

The ARMC comprises three (3) members, all of whom are Independent Non-Executive Directors.

The composition, attendance for meetings and summary of work of activities of the ARMC are set out in the ARMC Report on pages 63 to 66 of this Annual Report. The ARMC's TOR is published within the Board Charter on the Company's website at http://www.dnonce.com.

6.2 Nominating Committee

As at the date of this Statement, the NC comprises three (3) members, all of whom are Independent Non-Executive Directors.

The composition of the NC is as follows:-

Designation	Name	Directorship
Chairman	Datuk Sham Shamrat Sen Gupta	Independent Non-Executive Director
Member	Kong June Hon	Independent Non-Executive Director
	Datin Ong Poh Lin Abdullah *(Appointed on 8 June 2026)*	Independent Non-Executive Director

The NC has been entrusted with the responsibility of assessing and proposing new nominees to the Board and evaluate the existing Directors on an on-going basis. The roles and responsibilities of the NC are set out in the NC's TOR, published within the Board Charter on the Company's website at http://www.dnonce.com.

The NC meets as and when is required. For the financial year ended 31 March 2026, the NC had conducted three (3) NC meeting and was attended by all of its members.

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

6. Board Committees (Cont'd)

6.2 Nominating Committee (Cont'd)

During the financial period under review, the key activities undertaken by the NC are summarised as follows:-

(a) Reviewed the composition and size of the Board, mixture of skills and experience and other qualities, including core competencies, as well as contribution of each individual Director.
(b) Reviewed and assessed the effectiveness of the Board as a whole and the Board Committees, as well as the performance of each individual Director and the independence of the Independent Directors.
(c) Reviewed and assessed the performance of the Key Senior Management and ensured their competency and time commitment in discharging their respective roles.
(d) Reviewed and recommended to the Board, the re-election of eligible Directors who were due to retire by rotation at the AGM.
(e) Reviewed the term of office and performance of the ARMC and each of its members pursuant to Paragraph 15.20 of the MMLR of Bursa Securities. The assessment was carried out by way of a discussion in the Board meeting and self-evaluation by the ARMC, given that the composition of the NC was the same with ARMC.
(f) Conducted annual assessment on the Board, Board Committees and individual Directors.
(g) Deliberated on the composition of Board Committees following the change of Directors.

The NC reviews and recommends new nominees to the Board, after taking into consideration the structure, size, balance and composition of the Board and Board Committees. This requires a review of the required mix of skills and experience including core competencies which the new nominees and the existing Directors should bring to the Board, as well as other qualities for the Board to function effectively and efficiently. Thereafter, the Board carries out its own assessment of the recommendations made by the NC and determines the appointments to be made. The company secretaries ensure that all appointments are properly made, and that legal and regulatory obligations are met.

All recommendations of the NC are subject to the approval of the Board.

6.3 Remuneration Committee

As at the date of this Statement, the RC comprises three (3) members, all of whom are Independent Non-Executive Directors.

The composition of the RC is as follows:-

Designation	Name	Directorship
Chairman	Datuk Sham Shamrat Sen Gupta	Independent Non-Executive Director
Members	Datin Ong Poh Lin Abdullah	Independent Non-Executive Director
	Kong June Hon	Independent Non-Executive Director

The RC has been entrusted with the responsibility of determining, reviewing and proposing the remuneration of the Executive and Non-Executive Directors (including Non-Executive Chairman) and Key Senior Management of the Company to the Board on an on-going basis. The roles and responsibilities of the RC are set out in the RC's TOR, published within the Board Charter on the Company's website at http://www.dnonce.com.

The RC is responsible for carrying out annual reviews whereupon recommendations are submitted to the Board on the overall remuneration package for Directors and Key Senior Management, to ensure that the remuneration package remains in support of its corporate objectives and shareholder value and is in tandem with its culture and strategy.

The RC believes in a remuneration policy that fairly supports the Directors' and Key Senior Management's responsibilities and fiduciary duties in steering the Group to achieve its long-term goals and enhance shareholders' value. The main objective in this respect is to offer a competitive remuneration package in order to attract, retain and motivate high caliber and talented individuals to work with the Company.

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

6. Board Committees (Cont'd)

6.3 Remuneration Committee (Cont'd)

The RC meets as and when is required. For the financial year ended 31 March 2026, the RC met once and was attended by all of its members.

The Directors' fees and emolument benefits reviewed by the RC are subject to the endorsement of the Board and approval of the shareholders at the Company's AGM. Directors who are shareholders will abstain from voting and deliberation of their own remuneration at the AGM to approve their fees.

The RC would also recommend to the Board a remuneration package for ED that is fairly guided by market norms and industry practice. ED also will not be involved in deciding and approving his own remuneration.

All recommendations of the RC are subject to the approval of the Board.

7. Board Assessment

7.1 Overall Effectiveness of the Board

It is the responsibility of the NC for the overall Board effectiveness evaluation process, which includes an assessment of the Board, Board Committees and individual Directors. The Board, through the NC, conducts an annual assessment on the Board's effectiveness based on the composition, conduct, responsibilities of the Board and the Board Committees in accordance with the Board Charter and the Board Committees' TORs, through documented questionnaires forms approved to be adopted by the Board, which comprises quantitative and qualitative performance criteria to evaluate the performance of each member of the Board as well as each Board Committee.

The observations of the assessment indicated that the performance of the Board, the Board Committees and the individual Directors during the year had been satisfactory and effective in overall discharge of functions and duties. It was also noted that the relationship between the Board members was good with positive and constructive interactions, coupled with strong leadership shown by the Chairman.

Based on the assessment, taking into consideration the nature and the scope of D'nonce Group's operations and business requirements, the Board is satisfied with the current size and composition of the Board and Board Committees and opined that it is appropriate and well balanced with diversity of skill set, knowledge and experience which would facilitate effective decision-making. The Board is also satisfied with the level of independence demonstrated by the Independent Directors throughout the year and their abilities to exercise objective judgement and act in the best interest of the Company. The results of the individual Director's assessments had also supported the Board's decision to endorse the retiring Directors standing for re-election.

7.2 Re-election of Retiring Board Members

In accordance with the Company's Constitution, all Directors who are appointed by the Board during the financial year shall hold office only until the following AGM subsequent to their appointment and shall be eligible for re-election. The Constitution also provides that one-third (1/3) of the Directors for the time being, or if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3), shall retire from office at every AGM and be eligible for re-election, provided always that all Directors shall retire from office at least once in every three (3) years.

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

III. REMUNERATION

8. Remuneration Policy

It is vital for the Group to attract, retain and motivate Directors and Key Senior Management of the necessary caliber to run the Group successfully towards sustainable business. The Board is mindful that fair remuneration is critical and has established RC to develop remuneration strategies that drive performance and provide levels of reward which reflect the performance of the ED, Non-Executive Directors and Key Senior Management personnel.

The remuneration for ED and Key Senior Management consists of basic salary and other emoluments and it is based on the achievements and contribution of each person measured against their respective Key Performance Indicators. The Board shall determine the remuneration of ED and Key Senior Management taking into consideration the recommendations of the RC.

The Non-Executive Directors will receive a fixed base Directors' Fee, not by a commission or on percentage of profits/ turnover, as consideration for their expected roles and responsibilities, including any additional work and contributions required to discharge their duties as a Board member. The proposed aggregate amount of Directors' Fees to be paid to Non-Executive Directors is not linked to their individual performance and it is subject to the approval of the shareholders at a General Meeting.

9. Remuneration of Directors and Key Senior Management

9.1 Details of Directors' Remuneration

The Company will seek the shareholders' approval at the forthcoming 26th AGM for Directors' fees and benefits payable to the Directors for the period from this 26th AGM until the next AGM of the Company in 2027. This is to facilitate the payment of the Directors' fees and benefits on a monthly basis and/or as and when incurred and shall be applicable to the subsequent financial year thereon.

Details of the Directors' Remuneration of the Directors who served the Company during the financial year ended 31 March 2026 are as disclosed in Practice 8.1 of the CG Report.

9.2 Details of top five senior management's remuneration on name basis

Given the confidential and commercial sensitivities associated with remuneration matters and the highly competitive human resource environment, in consideration of the importance of ensuring stability and continuity of the Group's business operations with a competent and experienced management team in place, the Board is of the view that disclosure on named basis of the top five (5) Key Senior Management's remuneration components including salary, bonus, benefits-in-kind and other emoluments in the bands of RM50,000 in accordance with the recommendation of Practice 8.2 of the MCCG, is not in the best interest of the Company.

Nonetheless, the remuneration paid to the top five (5) Key Senior Management (excluding ED) for the financial year ended 31 March 2026 analysed in the bands of RM50,000 is as follows:-

Remuneration Bands	Number of Key Senior Management
RM250,001 to RM300,000	1
RM400,001 to RM450,000	1
RM450,001 to RM500,000	1
RM700,001 to RM750,000	1
RM850,001 to RM900,000	1

PRINCIPLE B – EFFECTIVE AUDIT AND RISK MANAGEMENT

I. AUDIT AND RISK MANAGEMENT COMMITTEE

10. Effective and independent ARMC

The ARMC comprises three (3) members of the Board, all of whom are Independent Non-Executive Directors. The Chairman of the ARMC is Mr. Kong June Hon, an Independent Non-Executive Director, who is not the Chairman of the Board, so as not to impair the objectivity of the Board's view of the ARMC's findings and recommendation.

The current composition of the ARMC fulfill the requirement set out under Paragraph 15.09 of the MMLR of Bursa Securities, which stipulates the necessary skills and experiences required to be a member of the ARMC, with all the ARMC members possessing the necessary financial, commercial expertise and capital markets skills, experience required to meet their responsibilities. On an on-going basis, the ARMC members will undertake continuous professional training and development, to keep themselves abreast of the latest developments in accounting and auditing standards, guidelines and practices.

The ARMC assists the Board in discharging its statutory duties and responsibilities by ensuring:-

(a) accurate and timely financial reporting and compliance with applicable financial reporting standards and regulations;
(b) adequate internal control in the systems and processes which enable the Group to operate effectively and efficiently;
(c) that an effective risk management framework is in place to manage risks impacting the Group;
(d) that internal audit functions effectively and audits are performed by External Auditors ("EA") objectively and independently; and
(e) the Group complies with applicable laws, rules and regulations and has an appropriate code of business conduct in place.

The Board through the NC assesses the composition and performance of the ARMC annually, through an annual Board Committee effectiveness assessment. The Board is satisfied that the AC members discharged their functions, duties and responsibilities in accordance with the ARMC's TOR. The ARMC's TOR was reviewed and updated regularly to reflect the requirements of the applicable practices of MCCG.

None of the ARMC member is a former key audit partner of the Company's EA and the Board does not foresee any new appointment of a former key audit partner to the Board. The Board had also adopted and incorporated the policy that requires a former key audit partner of the Company to observe the required cooling-off period of at least three (3) years before being appointed as a member of the ARMC in its TOR, as required under Practice 9.2 of the MCCG.

The ARMC also maintains transparent and professional arrangements in dealing with the Internal Auditors ("IA") and EA. Details of the composition of the ARMC and a summary of activities and the role of the ARMC pertaining thereto are set out in the ARMC Report on pages 63 to 66 of this Annual Report.

11. Suitability, Objectivity and Independence of the External Auditors

The ARMC has formalised the procedures to assess the suitability, objectivity, and independence of the EA, which encompasses the review and consideration of the nature and extent of non-audit services provided by the EA alongside the appropriateness of the fees paid for such services. Additionally, the said policy stipulated circumstances under which contracts for the provision of non-audit services could be entered into and procedures that must be followed by the EA.

During the year, the ARMC conducted an annual assessment on the suitability and independence of the EA based on the following considerations:-

(a) the quality of audit procedures and work provided;
(b) the adequacy of experience, technical support and resources of the audit team;
(c) the safeguard measures in place to ensure the independence and objectivity of the EA;
(d) the internal communication quality of EA with the ARMC and/or the Board;
(e) the compliance of the audit firms and partners with the regulatory requirements; and
(f) any other criteria deemed fit by the ARMC and/or the Board.

PRINCIPLE B – EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

I. AUDIT AND RISK MANAGEMENT COMMITTEE (CONT'D)

11. Suitability, Objectivity and Independence of the External Auditors (Cont'd)

In reviewing the audit and non-audit services provided by the EA, the ARMC ensures that the independence and objectivity of the EA are not compromised. The EA are engaged mainly to perform statutory audit on D'nonce Group's financial statements. During the financial period, it was reported that the non-audit related review undertaken by the EA includes review of the Statement on Risk Management and Internal Control.

Furthermore, the EA provided a confirmation to the ARMC that they are and have been independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

In addition to the above, the ARMC meets with the EA to discuss their audit plans, audit findings and the Company's financial statements. The ARMC had met with the EA without the presence of ED and management.

The EA are also invited to attend every AGM whereby the financial statements of the Company for the financial year are laid before the shareholders for notation and discussion, to respond and reply to any enquiries raised with regards to the conduct of the Group's statutory audit and the preparation of the Group's financial statements.

An annual assessment on the suitability and independence of the EA was conducted by the ARMC on 25 May 2026. The ARMC, having assessed the independence of the EA as well as reviewed the level of non-audit services rendered by them for the financial year ended 31 March 2026, was satisfied with their performance, technical competency, suitability and independence. The ARMC has recommended the re-appointment of Messrs. Grant Thornton Malaysia PLT as the EA of the Company and the Group for the ensuing year to the Board. However, Messrs. Grant Thornton has expressed their intention of not seeking for re-appointment as auditors at the forthcoming 26th AGM.

II. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

12. Effective Risk Management and Internal Control Framework

The Board acknowledges its overall responsibility in maintaining a sound system of internal controls that provides reasonable assessment of effective and efficient operations, internal financial controls and compliance with laws and regulations as well as with internal procedures and guidelines. Such system is designed to reduce rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement, errors, frauds or losses.

The Board is assisted by the ARMC which functions as an oversight body to review controls and systems in general periodically and to carry out on-going assessment over the adequacy and effectiveness of the risk management and internal control practices within the Group. The ARMC has also acquire the function of the Risk Management Committee within its ambit, to oversee the Group and the Company's risk management framework and policies.

In addition to the abovementioned, the Board is supported by the management in developing, implementing and monitoring practices for identifying and managing risks. This is added with the role of the management to provide assurance that the necessary control practices are adhered and carried out accordingly based on stipulated policies and framework.

The Board has received assurance from the management that the Group's risk management and internal controls have been operating adequately and effectively, in all material aspects, during the year under review and up to the date of this Statement.

Taking into consideration of the abovesaid assurance during the Board's assessment of the Group's risk management and internal control, the Board is of the view that the overall risk management and internal control in place for the financial period under review are operating adequately and effectively for the purpose of safeguarding D'nonce Group's assets as well as shareholders' investments and the interests of employees and other stakeholders and is considered adequate for the Group's business operations.

The information and further details on the Group's risk management framework and internal audit function are disclosed under the Statement on Risk Management and Internal Control on pages 41 to 44 of this Annual Report.

PRINCIPLE B – EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

II. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK (CONT'D)

13. Effective Internal Audit Function

The Group's internal audit function is outsourced to an independent professional consulting firm, Kloo Point Risk Management Services Sdn. Bhd., a corporate member of The Institute of Internal Auditors Malaysia, to assist the ARMC and the Board in assuming the task of internal control review and risk assessment functions of D'nonce Group, by providing independent assessment on the adequacy, efficiency and effectiveness of the Group's internal control systems.

The IA report functionally to the ARMC and have unrestricted direct access to the ARMC. Its function is independent of the activities or operations of other operating units. The Head of Internal Audit is invited to attend the ARMC meetings to facilitate the deliberation of Internal Audit Reports.

The ARMC carries out an assessment on the performance of the outsourced internal audit function and the effectiveness of the Group's internal control systems on an annual basis and report such assessment findings to the Board for consideration.

The IA adopt a risk-based approach towards the planning and conduct of their audits, which is consistent with the Group's approach in designing, implementing and monitoring its internal control systems. The activities of the IA during the financial period under review are set out in the ARMC Report on pages 63 to 66 of this Annual Report.

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

I. ENGAGEMENT WITH STAKEHOLDERS

14. Continuous Communication Between the Company and Stakeholders

The Board believes that effective communication fosters better understanding of the Group's objectives and maintaining of transparency and accountability to all its stakeholders, particularly its shareholders and investors as it ensures that market credibility and investors' confidence are maintained.

In order to promote effective communication with the Company's stakeholders, material developments, information and financial results of the Group and the Company are made available through timely announcements and disclosure to Bursa Securities, publication on the Company's webpage, press releases, circulars and Annual Reports, in line with the disclosure requirements of MMLR of Bursa Securities.

15. Corporate Disclosure Policy

The Board is aware of the need to establish corporate disclosure policies and procedures to enable comprehensive, accurate and timely disclosures relating to D'nonce Group to the regulators, shareholders and stakeholders. The Board formalised pertinent corporate disclosure policies not only to comply with the disclosure requirements as stipulated in the MMLR, but also setting out the persons authorised and responsible to approve and disclose material information to regulators, shareholders and stakeholders.

The Corporate Disclosure Policy is made available for reference within the Board Charter published on the Company's website at http://www.dnonce.com.

16. Leveraging Information Technology for Effective Dissemination of Information

To augment the process of disclosure, the Board has established a dedicated Investor Relations section on the Company's website at http://www.dnonce.com that provide access to corporate governance related information, such as the Company's announcements made to Bursa Securities, financial results and the Company's Annual Report. Shareholders are encouraged to access the Company's website as well as Bursa Securities' website at www.bursamalaysia.com to obtain the latest information of the Company. Continuous improvement and development of the website will be undertaken by the Company to ensure easy and convenient access.

PRINCIPLE C – INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (CONT'D)

II. CONDUCT OF GENERAL MEETINGS

17. Encourage Shareholders' Participation at General Meetings

In addition to disseminating information via announcements and/or disclosures to Bursa Securities, the Company's website, circulars and press releases, the Company's General Meetings, i.e. AGM or any Extraordinary General Meetings serve as the principal platform for dialogue and interactions with all shareholders and other stakeholders.

Shareholders were encouraged to participate in the questions and answers session on the proposed resolutions or about D'nonce Group's operations in general during the General Meetings. They will be allowed to raise questions or seek more information or clarification from the Board and/or Key Senior Management team on the proposed resolutions during the meeting. All the Directors of the Company are to present at all General Meetings of the Company, in order to engage directly with shareholders and to take up any relevant queries which are related to matters that fall under the purview of the relevant Board Committees or Board, unless unforeseen circumstances preclude them from attending so. The EA of the Company will also be present to provide their professional and independent clarification on any issues and concerns raised by the shareholders.

The Notice of the Twenty-Fifth ("25th") AGM of the Company was circulated twenty-eight (28) days prior to the date of the meeting, to provide shareholders ample time to read through the Annual Report. The 25th AGM was held on a physical mode on 23 September 2025. All resolutions set out in the Notice of 25th AGM were put to vote by poll and the votes cast were validated by an independent scrutineer appointed by the Company.

The 26th AGM of the Company is scheduled to be held on 29 September 2026 and notice for the upcoming 26th AGM will be sent to the shareholders on 31 July 2026, giving shareholders at least twenty-eight (28) days' notice in advance.

COMPLIANCE STATEMENT

The Board has deliberated, reviewed and approved this Statement, and considers that the Statement provides the information necessary to enable shareholders to evaluate how the MCCG has been applied by the Company. The Board considers and is satisfied that the Group has fulfilled its obligation under the MMLR of Bursa Securities and all applicable laws and regulations, as well as applied to the best practices of MCCG at its best throughout the financial year ended 31 March 2026.

This Statement was approved by the Board of Directors on 24 July 2026.

Additional Compliance Information

The following disclosures are made in accordance with the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities").

UTILISATION OF PROCEEDS

On 15 March 2024 the corporate proposal for Right Issue with Warrants had been completed. The Company had raised RM39.044 million following the listing and quotation of 433,818,947 Right Shares and 433,818,947 Warrants on the Main Market of Bursa Securities. No warrants had been exercised during the financial year. The amount raised is utilised in the following manner:-

On 13 March 2026, the Board of Directors has approved the extension of the timeframe for the utilisation of the proceeds raised from the Right Issue for 24 months up to 14 March 2028.

Purpose	Proposed Utilisation RM'000	Actual Utilisation RM'000	Balance to be Utilised RM'000	Expected time frame for the utilisation of proceeds (from the date of listing of the Rights Shares)	Deviation	
					Amount RM'000	%
Construction of a new warehouse and additional production area	2,000	-	1,000	Within 24 months	(1,000)	-2.56%
Capital expenditure for purchase of machinery and equipment and installation of enterprise resource planning system	4,200	1,097	2,203	Within 24 months	(900)	-2.31%
Repayment of bank borrowings	16,000	16,000	-	Within 12 months	-	0.00%
Working capital	7,352	9,252	-	Within 24 months	1,900	4.87%
Construction of new factory building in Thailand	8,000	4,909	3,091	Within 24 months	-	0.00%
Estimated expenses in relation to the Corporate Exercises	1,492	1,492	-	Within 1 month	-	0.00%
Total	**39,044**	**32,750**	**6,294**			

AUDIT AND NON AUDIT FEES

The amount of audit fees paid or payable to the external auditors by the Group and the Company for the Financial Year Ended ("FYE") 31 March 2026 are RM358,000 and RM152,000 respectively.

Non-audit fees paid or payable to the external auditors or a firm or corporation affiliated to the external auditors for the Group and the Company for the FYE 31 March 2026 amounted to RM5,000.

MATERIAL CONTRACTS INVOLVING DIRECTORS, EXECUTIVE DIRECTOR AND MAJOR SHAREHOLDERS

There were no material contracts entered into by the Company and/or its subsidiaries involving the abovementioned parties during the FYE 31 March 2026.

RELATED PARTY TRANSACTIONS/RECURRENT RELATED PARTY TRANSACTIONS OF REVENUE NATURE

An internal compliance framework exists to ensure the Company meets its obligations, including that of all related party transactions under the MMLR of Bursa Securities. The Board reviews all related party transactions during the FYE 31 March 2026 and the details are disclosed in Note 30 of the Financial Statements.

EMPLOYEE SHARE ISSUANCE SCHEME

The Company's Share Issuance Scheme ("SIS") was implemented on 22 March 2024. The establishment of the new scheme allows up to issuance of up to 15% total number of issued shares (excluding treasury shares, if any) at any point in time during the duration of the scheme for eligible employees, Executive Directors and Non-Executive Directors of the Company and its non-dormant subsidiaries.

As at 31 March 2026, there were no issuance of the SIS.

Statement of Directors' Responsibility

In Relation To The Audited Financial Statements

The Directors are responsible for the preparation of the financial statements of the Group and the Company for each financial year, made out in accordance with the applicable Malaysian Financial Reporting Standards, the International Financial Reporting Standards and the requirements of the Companies Act 2016 ("the Act") in Malaysia.

The Directors are also responsible to ensure that the necessary internal control is in place, to facilitate the preparation of the financial statements that give a true and fair view of the state of affairs of the Group and the Company at the end of the financial year and of their financial performance and cash flows for the year then ended, and that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Group and of the Company for the financial year ended 31 March 2026, the Directors have:

- adopted appropriate accounting policies and applied them consistently;
- presented information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- stated whether the applicable accounting standards have been applied, subject to any material departures disclosed and explained in the financial statements;
- reviewed the adequacy and integrity of the internal control system and management information system in the Company and within the Group;
- identified the principal risks and ensuring that an appropriate internal control system is in place to manage these risks;
- made judgements and estimates where applicable that are prudent, just and reasonable;
- prepared the financial statements on a going concern basis; and
- assessed the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern in compliance with all applicable approved financial reporting standards in Malaysia, subject to any material departures, if any.

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Group and of the Company and to enable them to ensure that the financial statements comply with the Act.

The Directors have a general responsibility for taking reasonable steps to safeguard the assets of the Group and the Company, to prevent and detect fraud and other irregularities. The Directors are also responsible for the maintenance and integrity of the corporate and financial information included on the Company's website.

The Directors are satisfied that appropriate accounting policies were used and applied consistently in preparing the financial statements of the Group and the Company for the financial year ended 31 March 2026. The Directors are also of the view that the relevant approved financial reporting standards have been observed and adopted in the preparation of these financial statements.

Audit and Risk Management Committee Report

The Board of Directors (the "Board") of D'nonce Technology Bhd. ("D'nonce" or the "Company") is pleased to present the Audit and Risk Management Committee ("ARMC") Report for the Financial Year Ended ("FYE") 31 March 2026.

COMPOSITION OF THE ARMC

The ARMC comprises the following three (3) members of the Board, all of whom are Independent Non-Executive Directors:

Designation	Name	Directorship
Chairman	Mr. Kong June Hon	Independent Non-Executive Director
Member	Datuk Sham Shamrat Sen Gupta	Independent Non-Executive Director
Member	Datin Ong Poh Lin Abdullah	Independent Non-Executive Director

Mr. Kong June Hon is a qualified professional Chartered Accountant, who is a Fellow of the Association of Chartered Certified Accountants ("ACCA"). Mr. Kong holds a practising certificate issued by both the Ministry of Finance Malaysia and ACCA. Mr. Kong is also a Chartered Member of the Institute of Internal Auditors Malaysia and an ASEAN Chartered Professional Accountant.

The term of office and performance of the ARMC as a whole is evaluated through the annual Board Committee effectiveness assessment. Based on the assessment conducted for the FYE 31 March 2026, the Board through the Nominating Committee concluded that the current composition of the ARMC was appropriate. The Nominating Committee is satisfied that the ARMC and its members have discharged their functions, duties and responsibilities in accordance with the Terms of Reference ("TOR") of ARMC.

MEETINGS AND ATTENDANCE

The ARMC met five (5) times during the FYE 31 March 2026 and the attendance of ARMC members is at the meeting as follows:-

Name and Designation of the Members of ARMC	Attendance
Mr. Kong June Hon Chairman of ARMC, Independent Non-Executive Director	4/4
Datuk Sham Shamrat Sen Gupta Member, Independent Non-Executive Director	5/5
Datin Ong Poh Lin Abdullah Member, Independent Non-Executive Director	5/5

Other Board members, Key Senior Management and representatives of the External Auditors, and Internal Auditors of D'nonce and its subsidiaries ("D'nonce Group" or the "Group") were present by invitation to provide opinion and/or brief the ARMC on specific issues, as and when necessary, with the attendance of the Company Secretary. Certain members of the Management team were also invited to attend these meetings to assist in clarifying matters raised at the meetings on a need basis.

The ARMC Chairman reports to the Board on matters deliberated at every ARMC meeting and recommendations made by the ARMC.

TERMS OF REFERENCE

The TOR of the ARMC are published on the Company's website at www.dnonce.com.

Independence of the Audit and Risk Management Committee

The Company recognised the need to uphold independence of its External Auditors and that no possible conflict of interest whatsoever should arise. Currently, none of the members of the Board nor the ARMC of the Company were former key audit partners of the External Auditors appointed by the Group. The TOR of the ARMC requires a former key audit partner of the External Auditors of the Group to observe a cooling-off period of at least three (3) years, before being appointed as a member of the ARMC.

Financial Literacy of the Audit and Risk Management Committee Members

Collectively, the members of the ARMC have the relevant experience and expertise in finance and accounting, and have carried out their duties in accordance with the TOR of the ARMC. The qualification and experience of the individual ARMC members are disclosed in the Directors' Profiles on pages 36 to 38 of this Annual Report. During the FYE 31 March 2026, all current members of the ARMC had undertaken the relevant training programs to keep themselves abreast of the latest development in accounting and auditing standards, statutory laws, regulations and best practices to enable them to effectively discharge their duties.

SUMMARY OF WORK OF THE AUDIT AND RISK MANAGEMENT COMMITTEE

In discharging its functions and duties in accordance with its TOR, the ARMC had carried out the following activities during the FYE 31 March 2026:-.

1. Financial Reporting

(a) Reviewed the unaudited quarterly financial results of the Group and the relevant announcements in relation thereto, to ensure the Company's compliance with the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), applicable approved accounting standards and other legal and regulatory requirements, prior recommending them for the Board's consideration and approval to be submitted to Bursa Securities.

(b) Reviewed the Directors' Report and Audited Financial Statements ("AFS") for the FYE 31 March 2025 of the Group prepared by the External Auditors and recommended to the Board for approval and inclusion into the Annual Report of the Company to be submitted to Bursa Securities.

(c) Reviewed and discussed the unaudited quarterly financial and treasury reports from Management, including monitoring the progress on long outstanding debts, banking facilities and project updates.

The following reviews have been carried out to ensure that the Group and the Company's quarterly interim financial statements and related disclosures present a true and fair view of the Group's and the Company's financial position and performance and are in compliance with the applicable approved financial reporting standards in Malaysia as well as the applicable disclosure provisions of the MMLR of Bursa Securities:

Date of Review	Review of Financial Statements
29 May 2025	Fourth quarter financial results for the financial period ended 31 March 2025
25 July 2025	Draft AFS for the FYE 31 March 2025
25 August 2025	First quarter financial results for the financial period ended 31 March 2026
25 November 2025	Second quarter financial results for the financial period 31 March 2026
13 February 2026	Third quarter financial results for the financial period 31 March 2026

2. External Audit

(a) Reviewed and approved the audit scope and audit plan, as well as the proposed fees for the statutory audit of the Group for FYE 31 March 2026 as presented and proposed by the External Auditors.

(b) Reviewed and discussed with the External Auditors of their audit findings and areas of concern highlighted, including significant and unusual events or transactions, audit recommendations and Management's response to the audit findings raised and audit recommendations.

(c) Discussed with the external auditors the significant accounting and auditing issues, impact of new or proposed changes in accounting standards and regulatory requirements applicable to the Group.

(d) Met with the External Auditors in the absence of Management to discuss on any significant audit issues or concerns which may have arisen in the course of their audit of the Group for FYE 31 March 2026.

(e) Assessed the independence and objectivity of the External Auditors in carrying out statutory audit for the Group and prior to the engagement of the External Auditors for ad-hoc non-audit services.

(f) Make recommendation to the Board on the re-appointment of the External Auditors and their remuneration for ensuing year, based on the annual assessment performed on the External Auditors. Upon completion of its assessment, the ARMC was satisfied with the services rendered by Messrs. Grant Thornton Malaysia PLT ("Messrs. Grant Thornton") and their technical competency, i.e. effectiveness, suitability and independence during the FYE 31 March 2026 and recommended to the Board the re-appointment of Messrs. Grant Thornton as External Auditors for the next financial year. However, Messrs. Grant Thornton has expressed their intention of not seeking for re-appointment as auditors at the forthcoming 26th AGM.

SUMMARY OF WORK OF THE AUDIT AND RISK MANAGEMENT COMMITTEE (CONT'D)

3. Internal Audit

(a) Received, discussed and reviewed the adequacy of the scope and areas of coverage of the updated Internal Audit Plan and the proposed internal audit fee for FYE 31 March 2026, to ensure comprehensive coverage over the activities of D'nonce Group and the significant risk areas identified are audited annually.

(b) Reviewed the Internal Audit Reports containing the audit findings on the areas of concern and recommendations highlighted by the Internal Auditors to improve on the identified weaknesses in the system of internal control or non-compliance issues and the respective Management responses thereto.

(c) The ARMC and the Internal Auditors monitored the progress of the implementation of the corrective actions by Management on outstanding issues through follow-up reports on a quarterly basis until they are satisfied that all key risks and control weaknesses identified had been adequately addressed.

The ARMC was satisfied with the reasonable assurance given by Management on the processes for the monitoring of the Group's internal control and risk management and their continuance to operate as intended.

4. Recurrent Related Party Transactions and Related Party Transactions

The report on Recurrent Related Party Transactions ("RRPT") and/or Related Party Transactions ("RPT") of the Group was tabled and reviewed by the ARMC at every quarterly meeting, to discuss on the conflict of interest or potential conflict of interest situation that may arise within the Company or the Group and to ensure that:

(a) transactions with related parties and/or interested persons were conducted at arm's length basis and on normal commercial terms and that the internal control procedures with regards to such transactions were sufficient, not prejudicial to the interests of the Group and its minority shareholders and on terms which are generally no more favorable to the related parties and/or interested persons (pursuant to Chapter 10 of the MMLR of Bursa Securities); and

(b) the transactions are fair and reasonable and are not detrimental to the minority shareholders.

The ARMC was satisfied that the processes that the Group has in place for identifying, evaluating, approving, reporting and monitoring of RRPT and/or RPT were adequate to ensure all the transactions have been made at arm's length basis and not prejudicial to the interest of the Group or its minority shareholders and will be tracked and reported in a timely manner.

5. Other Activities

(a) Reviewed corporate governance practices adopted by the Group based on the Malaysian Code on Corporate Governance 2021 issued by the Securities Commission Malaysia in April 2017.

(b) Reviewed the Corporate Governance Overview Statement, ARMC Report and Statement on Risk Management and Internal Control before recommending to the Board for approval and inclusion in the Annual Report.

(c) Reviewed and discussed the effectiveness of the Group's risk management and internal control system as presented by Management.

SUMMARY OF WORK OF THE INTERNAL AUDIT FUNCTION

The ARMC is supported by an outsourced internal audit function in discharging its duties and responsibilities. The internal audit function's principal role is to assist the ARMC and the Board in conducting independent assessment and systematic reviews on the Group's internal control system and governance practices, so as to provide reasonable assurance on the adequacy, integrity and effectiveness of the Group's overall system of internal controls, risk management and governance. The ARMC reviews the adequacy of the scope, functions, competency and resources of the internal audit function to ensure that it is adequately resourced with competent and proficient internal auditors.

The Group outsourced its internal audit function by engaging Messrs. Kloo Point Risk Management Services Sdn. Bhd. ("Kloo Point"), an independent and established consulting company specialized in internal audit services as the Internal Auditors of the Company and the Group, to assist the ARMC in ensuring the adequacy and effectiveness of the Group's internal control systems by identifying the areas of improvement, if any, and to improve the adequacy and robustness of the internal control functions of the Group. Each audit review is engaged by approximately two to three internal auditors, depending on the areas of audit. Whenever required, the Internal Auditors would make reference to the Group's policies and procedures, established practices, listing requirements and recommended industry practices.

SUMMARY OF WORK OF THE INTERNAL AUDIT FUNCTION (CONT'D)

For the FYE 31 March 2026, the following activities were conducted by the Internal Auditors:-

1. Tabled the Internal Audit Plan for the FYE 31 March 2027 for the ARMC's review and endorsement;

2. Conducted internal audit reviews based on the approved Internal Audit Plan;

3. Performed follow-up reviews on previously reported findings and status update of the implementation of their recommendations by Management;

4. Issued internal audit reports incorporating audit recommendations and Management's responses in relation to the audit findings on the areas of improvement in the systems and controls of the Group to the ARMC and Management; and

5. Presented internal audit reports to the ARMC for review and consideration.

During the financial year, the Internal Auditors have reviewed critical business processes, identified risks and internal control gaps, assessed the effectiveness and adequacy of the existing state of internal control of the Group and recommended possible improvements to the internal control process, which were all presented to the ARMC via internal audit reports together with the relevant action plans formulated by Management to address the issues noted. These findings were not limited to matters relating to financial and accounting controls, but also cover certain key operational and management control areas. This is to provide reasonable assurance that such system continues to operate satisfactorily and effectively within the Group.

The Group's internal audit activities were carried out mainly in accordance with the scope and annual Internal Audit Plan which had been reviewed and approved by the ARMC. For the FYE 31 March 2026, the Internal Auditors carried out the internal audit work covering the relevant business units and functions of the Group as follows:-

- Sales and Distribution business unit in Penang, Malaysia: Payment Process, Asset Maintenance;
- Design and Conversion business units in Kuala Lumpur, Malaysia: Human Resource Management and Occupational Safety and Health;
- Design and Conversion business unit in Kelantan, Malaysia: Production Control, Quality Assurance, Staff Claims and Incidental Expenses; and
- Design and Conversion business unit in Chon Buri, Thailand: Production Control and Quality Assurance.

The total cost incurred by the Company in respect of the outsourced internal audit function of the Group and the internal audit services performed by Kloo Point for the FYE 31 March 2026 was RM60,000.

For further details on the risk management, internal controls and internal audit functions of the Company and the Group, please refer to the Statement on Risk Management and Internal Control on pages 41 to 44 in this Annual Report.

This ARMC Report was approved by the Board of Directors on 24 July 2026.

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The directors hereby submit their report together with the audited financial statements of the Group and of the Company for the financial year ended **31 March 2026**.

PRINCIPAL ACTIVITIES

The principal activities of the Company in the course of the financial year remain unchanged and consist of investment holding and the provision of management services to its subsidiaries.

The principal activities of the subsidiaries are disclosed in Note 7 to the financial statements.

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

RESULTS

	GROUP RM	COMPANY RM
(Loss)/Profit for the financial year	**(6,723,466)**	**19,056,972**
Attributable to:		
Owners of the Company	**(6,569,037)**	**19,056,972**
Non-controlling interests	**(154,429)**	**-**
	(6,723,466)	**19,056,972**

In the opinion of the directors, the results of the operations of the Group and of the Company for the financial year ended 31 March 2026 have not been substantially affected by any item, transaction or event of a material and unusual nature except for the following items which have been charged to profit or loss for the financial year:

	GROUP RM	COMPANY RM
Fair value gain on investment properties	**(4,729,075)**	**-**
Fair value loss on other investments	**7,572,267**	**-**
Impairment losses on:		
- investment in subsidiaries	**-**	**31,410,994**
- property, plant and equipment	**3,216,144**	**-**
Reversal of allowance for expected credit losses on trade and other receivables	*****	**(45,853,888)**

* Not material to be disclosed

DIVIDENDS

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

The directors do not recommend any final dividend payment for the financial year.

RESERVES AND PROVISIONS

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

SHARE CAPITAL AND DEBENTURE

During the financial year, the Company did not issue any share or debentures.

WARRANTS

The salient features of the warrants are disclosed in Note 16.4 to the financial statements.

The movement of the warrants during the financial year is as follows:

		Number of warrants			
	Exercise price (RM)	Balance at 1.4.2025	Issuance	Lapsed	Balance at 31.3.2026
Warrants expiring 7 March 2029	**0.09**	433,818,947	**-**	**-**	433,818,947

DIRECTORS

The directors of the Company in office since the beginning of the financial year to the date of this report are:

Directors of the Company:

Dato' Moktar Bin Mohd Noor
*** Roy Ho Yew Kee**
*** Datuk Sham Shamrat Sen Gupta**
Datin Ong Poh Lin Abdullah
*** Kong June Hon (appointed on 16.6.2025)**

Directors of the subsidiaries:

Ang Oon Ling
Lim Oon Jin
Low Chee Min
Tan Cheng See
Teo Tin Jien
Soh Tze Hong (appointed 2.9.2025)
Chu Chee Peng (appointed 1.10.2025)
Teoh Lim Oay (resigned on 18.5.2026)

***** The director is also director of the Company's certain subsidiaries.

DIRECTORS' INTERESTS IN SHARES

According to the Register of Directors' Shareholdings, none of the directors in office at the end of the financial year held or dealt in the shares of the Company and its related corporations at any time during the financial year.

DIRECTORS' REMUNERATION AND BENEFITS

During the financial year, the fees and other benefits received and receivable by the directors of the Company are as follows:

	COMPANY RM	SUBSIDIARIES RM	GROUP RM
Fees	**273,000**	**6,000**	**279,000**
Salaries, bonus and allowances	**142,500**	**742,010**	**884,510**
Defined contribution plan	**12,600**	**88,922**	**101,522**
Social security contribution	**729**	**4,270**	**4,999**
Employment insurance scheme	**83**	**488**	**571**
	428,912	**841,690**	**1,270,602**

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

Since the end of the previous financial year, no director of the Company has received or become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by the directors as shown above) by reason of a contract made by the Company or a related corporation with a director or with a firm of which the director is a member or with a company in which the director has a substantial financial interest, other than those related party transactions disclosed in the notes to the financial statements.

INDEMNITY AND INSURANCE FOR DIRECTORS AND OFFICERS

The amount of insurance premium paid for professional indemnity for the directors and officers of the Company during the financial year is RM17,074.

OTHER STATUTORY INFORMATION

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

(i) to ascertain that action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that there were no bad debts to be written off and that adequate provision had been made for doubtful debts; and

(ii) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including their values as shown in the accounting records of the Group and of the Company have been written down to an amount which they might be expected so to realise.

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

(i) which would render it necessary to write off any bad debts or the amount of the provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or

(ii) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; or

(iii) which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or

(iv) not otherwise dealt with in this report or the financial statements which would render any amount stated in the financial statements misleading.

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 which has arisen since the end of the financial year which secures the liability of any other person; or

(ii) any contingent liability of the Group and of the Company which has arisen since the end of the financial year.

In the opinion of the directors:

(i) no contingent liability or other liability has become enforceable or is likely to become enforceable within the year of twelve months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due; and

(ii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the current financial year in which this report is made.

AUDITORS

The auditors, **Grant Thornton Malaysia PLT**, retire and are not seeking re-appointment.

The total amount of fees paid to or receivable by the auditors and its affiliate as remuneration for their services to the Group and the Company for the financial year ended 31 March 2026 are as follows:

	GROUP RM	COMPANY RM
Statutory audit	**358,000**	**152,000**
Assurance related services	**5,000**	**5,000**
Total	**363,000**	**157,000**

The Company has agreed to indemnify the auditors to the extent permissible under the provisions of the Companies Act 2016 in Malaysia. However, no payment has been made under this indemnity for the financial year.

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

Dato' Moktar Bin Mohd Noor

Roy Ho Yew Kee

Penang,

Date: 30 July 2026

Directors' Statement

In the opinion of the directors, the financial statements set out on pages 76 to 139 are properly drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at **31 March 2026** 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 Board of Directors:

Dato' Moktar Bin Mohd Noor

Roy Ho Yew Kee

Date: 30 July 2026

Statutory Declaration

I, **Roy Ho Yew Kee**, the director primarily responsible for the financial management of **D'nonce Technology Bhd.**, do solemnly and sincerely declare that the financial statements set out on pages 76 to 139 are to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by)
the abovenamed at Penang, this **30th**)
day of **July 2026**.)

Roy Ho Yew Kee

Before me,

Goh Suan Bee (P125)
Commissioner for Oaths

Independent Auditors' Report

to the Members of D'nonce Technology Bhd.
Registration No. 200001000687 (503292-K)
(Incorporated In Malaysia)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **D'nonce Technology Bhd.**, which comprise the statements of financial position as at **31 March 2026** of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 76 to 139.

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 2026** and of their financial performance and cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

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

Key Audit Matter	How Our Audit Addressed the Key Audit Matter
Revenue recognition *(Note 20 to the financial statements)* The Group's revenue is mainly derived from the provision of end-to-end packaging and design solutions, precision polymer engineering services, cleanroom services and contract manufacturing and is recognised at a point in time. We focus on this area due to the magnitude and voluminous transactions which may give rise to a higher risk of material misstatements in respect of the timing and amount of revenue recognised.	Our audit procedures in relation to the revenue recognition included, amongst others, the following: • Obtained an understanding of the Group's revenue recognition process and application and thereafter tested key controls on the occurrence of revenue; • Performed analytical procedures on the trend of revenue recognised to identify for any abnormalities; • Performed substantive testing on a sampling basis to verify that revenue recognition criteria was properly applied by checking to the documents which evidenced the delivery of goods to the customers; • Assessed whether revenue was recognised in the correct period by testing cut-off through assessing sales transactions taking place at either side of the reporting date as well as reviewing credit notes and sales returns issued after the reporting date; and • Reviewed the sales ledger to identify any sales transactions that were entered using journals or non-sales invoices references and evaluated the nature of the transactions to determine whether they were *bona fide* transactions.

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

Information Other than the Financial Statements and Auditors' Report Thereon

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

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

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

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

Responsibilities of the Directors for the Financial Statements

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.

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

- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the financial statements of the Group. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

Report on Other Legal and Regulatory Requirements

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

Other Matter

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

Grant Thornton Malaysia PLT
AF: 0737
201906003682 (LLP0022494-LCA)
Chartered Accountants

Penang

Date: 30 July 2026

Loo Wei Teng
No. 03487/03/2028 J
Chartered Accountant

Statements of Financial Position

As At 31 March 2026

	NOTE	GROUP 2026 RM	GROUP 2025 RM	COMPANY 2026 RM	COMPANY 2025 RM
ASSETS					
Non-current assets					
Property, plant and equipment	4	**167,950,195**	161,877,714	**320,385**	606,174
Investment properties	5	**35,059,075**	30,330,000	**-**	-
Right-of-use assets	6	**1,623,382**	1,906,857	**-**	-
Investment in subsidiaries	7	**-**	-	**94,945,850**	54,732,133
Goodwill	8	**2,099,269**	2,099,269	**-**	-
Deferred tax assets	9	**40,287**	40,287	**-**	-
Trade and other receivables	10	**-**	-	**11,356,750**	32,097,037
		206,772,208	196,254,127	**106,622,985**	87,435,344
Current assets					
Inventories	11	**29,532,497**	24,420,514	**-**	-
Trade and other receivables	10	**47,426,174**	44,642,975	**3,926,552**	4,717,991
Contract assets	12	**653,352**	638,152	**-**	-
Current tax assets		**910,006**	2,305,723	**82,830**	-
Other investments	13	**25,707,025**	31,036,244	**-**	2,504
Cash and bank balances	14	**16,908,751**	24,406,318	**190,020**	68,763
		121,137,805	127,449,926	**4,199,402**	4,789,258
TOTAL ASSETS		**327,910,013**	323,704,053	**110,822,387**	92,224,602
EQUITY AND LIABILITIES					
Equity attributable to owners of the Company					
Share capital	15	**135,403,947**	135,403,947	**135,403,947**	135,403,947
Reserves	16	**66,935,335**	69,622,276	**20,519,636**	20,519,636
(Accumulated losses)/ Retained profits		**(3,627,208)**	4,172,813	**(47,136,752)**	(66,193,724)
		198,712,074	209,199,036	**108,786,831**	89,729,859
Non-controlling interests		**7,308,439**	5,439,405	**-**	-
Total equity		**206,020,513**	214,638,441	**108,786,831**	89,729,859
Non-current liabilities					
Retirement benefit obligations	17	**3,432,639**	3,027,914	**-**	-
Borrowings	18	**39,786,190**	40,527,893	**-**	-
Lease liabilities	6	**1,004,954**	1,385,256	**-**	-
Deferred tax liabilities	9	**13,578,067**	12,941,272	**-**	-
		57,801,850	57,882,335	**-**	-
Current liabilities					
Trade and other payables	19	**30,933,523**	24,525,877	**2,035,556**	2,477,148
Borrowings	18	**32,207,838**	26,017,696	**-**	-
Lease liabilities	6	**671,020**	639,704	**-**	-
Current tax liabilities		**275,269**	-	**-**	17,595
		64,087,650	51,183,277	**2,035,556**	2,494,743
Total liabilities		**121,889,500**	109,065,612	**2,035,556**	2,494,743
TOTAL EQUITY AND LIABILITIES		**327,910,013**	323,704,053	**110,822,387**	92,224,602

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

Statements of Comprehensive Income
For The Financial Year Ended 31 March 2026

	NOTE	GROUP 2026 RM	GROUP 2025 RM	COMPANY 2026 RM	COMPANY 2025 RM
Revenue	20	**200,135,100**	198,256,845	**7,769,672**	4,296,000
Other income	21	**3,464,399**	3,495,868	**45,931,488**	-
Changes in inventories of work-in-progress, finished goods and trading goods		**5,388,098**	360,892	**-**	-
Raw materials and consumables used		**(71,013,694)**	(99,844,634)	**-**	-
Trading goods		**(46,483,632)**	(23,766,305)	**-**	-
Allowance for expected credit losses on trade and other receivables		**(993,196)**	(2,407,655)	**(250,000)**	(41,007,622)
Carriage outwards		**(2,173,178)**	(1,695,489)	**-**	-
Depreciation of:					
- property, plant and equipment		**(9,685,796)**	(8,800,666)	**(85,506)**	(120,128)
- right-of-use assets		**(817,061)**	(1,776,736)	**-**	(646,122)
Employee benefits expense	22	**(40,537,008)**	(39,559,020)	**(1,838,342)**	(3,508,084)
Expense relating to lease of low value assets		**(143,834)**	(126,867)	**(1,194)**	(2,388)
Expense relating to short-term leases		**(3,075,729)**	(2,009,527)	**-**	-
Fair value gain on investment properties		**4,729,075**	219,000	**-**	-
Fair value loss on other investments		**(7,572,267)**	(15,013,886)	**-**	-
Impairment losses on:					
- investment in subsidiaries		**-**	-	**(31,410,994)**	(1,704,803)
- property, plant and equipment		**(3,216,144)**	-	**-**	-
Inventories written down:					
- Addition		**(71,119)**	-	**-**	-
- Reversal		**-**	297,053	**-**	-
Inventories written off		**(22,225)**	(22,893)	**-**	-
Gain on disposal of other investments		**-**	1,513	**-**	-
Mould costs		**(291,300)**	(205,758)	**-**	-
Other investments written off		**(101,000)**	-	**-**	-
Realised loss on foreign exchange		**(463,524)**	(251,445)	**-**	-
Repair and maintenance		**(3,975,484)**	(3,788,037)	**(44,907)**	(135,859)
Revaluation loss on land and building		**(244,019)**	-	**-**	-
Unrealised (loss)/gain on foreign exchange		**(386,625)**	1,068	**(95,098)**	10,811
Unwinding discount on amount due from subsidiaries		**-**	-	**269,453**	(769,349)
Utilities		**(5,162,110)**	(5,131,449)	**(5,429)**	(11,878)
Other operating expenses		**(19,486,555)**	(18,407,509)	**(1,965,428)**	(2,652,161)
Operating (loss)/profit carried forward		**(2,198,828)**	(20,175,637)	**18,273,715**	(46,251,583)

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

Statements of Comprehensive Income (Cont'd)

For The Financial Year Ended 31 March 2026

	NOTE	GROUP 2026 RM	GROUP 2025 RM	COMPANY 2026 RM	COMPANY 2025 RM
Operating (loss)/profit brought forward		**(2,198,828)**	(20,175,637)	**18,273,715**	(46,251,583)
Finance costs	**23**	**(3,819,090)**	(2,896,812)	**(21,404)**	(79,072)
Finance income	**24**	**133,444**	265,637	**762,734**	1,577,780
(Loss)/Profit before tax	**25**	**(5,884,474)**	(22,806,812)	**19,015,045**	(44,752,875)
Taxation	**26**	**(838,992)**	(1,663,712)	**41,927**	(144,273)
(Loss)/Profit for the financial year		**(6,723,466)**	(24,470,524)	**19,056,972**	(44,897,148)
Total other comprehensive (loss)/income, net of tax:					
Item that may be reclassifiedsubsequently to profit or loss:					
Foreign currency translation differences for foreign operation		**(5,559,222)**	646,849	**-**	-
Items that will not be reclassified subsequently to profit or loss:					
Remeasurement loss on retirement benefit obligations		**(177,036)**	-	**-**	-
Revaluation of land and building		**3,961,796**	-	**-**	-
Transfer of revaluation surplus to retained profits		**352,310**	362,986	**-**	-
Realisation of revaluation surplus upon depreciation		**(352,310)**	(362,986)	**-**	-
Total comprehensive (loss)/income for the financial year		**(8,497,928)**	(23,823,675)	**19,056,972**	(44,897,148)
(Loss)/Profit attributable to:					
Owners of the Company		**(6,569,037)**	(24,106,277)	**19,056,972**	(44,897,148)
Non-controlling interests		**(154,429)**	(364,247)	**-**	-
		(6,723,466)	(24,470,524)	**19,056,972**	(44,897,148)
Total comprehensive (loss)/income attributable to:					
Owners of the Company		**(9,080,704)**	(23,459,468)	**19,056,972**	(44,897,148)
Non-controlling interests		**582,776**	(364,207)	**-**	-
		(8,497,928)	(23,823,675)	**19,056,972**	(44,897,148)
Loss per ordinary share attributable to equity holders of the Company (sen)	**27**				
- Basic		**(0.76)**	(2.78)		
- Diluted		**(0.76)**	(2.78)		

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

	Non-distributable								
	Share Capital RM	Foreign Currency Translation Reserve RM	Revaluation Reserve RM	Legal Reserve RM	Warrants Reserve RM	Other Capital Reserve RM	(Accumulated losses)/ Retained Profits RM	Total RM	Non-controlling Interests RM	Total Equity RM
2026										
Balance at beginning	**135,403,947**	**7,704,793**	**36,245,337**	**32,510**	**20,519,636**	**5,120,000**	**4,172,813**	**209,199,036**	**5,439,405**	**214,638,441**
Total comprehensive loss for the financial year	**-**	**(5,559,222)**	**2,872,281**	**-**	**-**	**-**	**(6,393,763)**	**(9,080,704)**	**582,776**	**(8,497,928)**
Transactions with owners of the company										
Acquisition from non-controlling interest	**-**	**-**	**-**	**-**	**-**	**-**	**(1,406,258)**	**(1,406,258)**	**1,386,258**	**(20,000)**
Dividends paid to non-controlling interest	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(100,000)**	**(100,000)**
	-	**-**	**-**	**-**	**-**	**-**	**(1,406,258)**	**(1,406,258)**	**1,286,258**	**(120,000)**
Balance at end	**135,403,947**	**2,145,571**	**39,117,618**	**32,510**	**20,519,636**	**5,120,000**	**(3,627,208)**	**198,712,074**	**7,308,439**	**206,020,513**
2025										
Balance at beginning	135,403,947	7,057,984	36,608,323	32,510	20,519,636	5,120,000	27,916,104	232,658,504	5,803,612	238,462,116
Total comprehensive loss for the financial year	-	646,809	(362,986)	-	-	-	(23,743,291)	(23,459,468)	(364,207)	(23,823,675)
Balance at end	135,403,947	7,704,793	36,245,337	32,510	20,519,636	5,120,000	4,172,813	209,199,036	5,439,405	214,638,441

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

Statement of Changes In Equity

For The Financial Year Ended 31 March 2026

		Non-distributable		
	Share Capital RM	**Warrants Reserve RM**	**Accumulated Losses RM**	**Total Equity RM**
2026				
Balance at beginning	**135,403,947**	**20,519,636**	**(66,193,724)**	**89,729,859**
Total comprehensive income for the financial year	**-**	**-**	**19,056,972**	**19,056,972**
Balance at end	**135,403,947**	**20,519,636**	**(47,136,752)**	**108,786,831**
2025				
Balance at beginning	135,403,947	20,519,636	(21,296,576)	134,627,007
Total comprehensive loss for the financial year	-	-	(44,897,148)	(44,897,148)
Balance at end	135,403,947	20,519,636	(66,193,724)	89,729,859

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

Statements of Cash Flows
For The Financial Year Ended 31 March 2026

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
CASH FLOWS FROM OPERATING ACTIVITIES				
(Loss)/Profit before tax	**(5,884,474)**	(22,806,812)	**19,015,045**	(44,752,875)
Adjustments for:				
Accretion of interest on lease liabilities	**104,191**	130,708	**-**	-
Allowance for expected credit losses on trade and other receivables				
- Addition	**993,196**	2,407,655	**250,000**	41,007,622
- Reversal	**(129,370)**	(84,017)	**(45,853,888)**	-
Bad debts written off	**-**	73,867	**-**	-
Defined benefit plan	**523,889**	361,258	**-**	-
Depreciation of:				
- property, plant and equipment	**9,685,796**	8,800,666	**85,506**	120,128
- right-of-use assets	**817,061**	1,776,736	**-**	646,122
Dividend income	**-**	-	**(5,313,562)**	-
Fair value gain on investment properties	**(4,729,075)**	(219,000)	**-**	-
Fair value loss on other investments	**7,572,267**	15,013,886	**-**	-
Gain on disposal of property, plant and equipment	**(190,737)**	(38,651)	**(77,600)**	-
Gain on disposal of other investments	**-**	(1,513)	**-**	-
Impairment losses on:				
- investment in subsidiaries	**-**	-	**31,410,994**	1,704,803
- property, plant and equipment	**3,216,144**	-	**-**	-
Interest expenses	**3,714,899**	2,766,104	**21,404**	79,072
Interest income	**(133,444)**	(265,637)	**(762,734)**	(1,577,780)
Inventories written down:				
- Addition	**71,119**	-	**-**	-
- Reversal	**-**	(297,053)	**-**	-
Inventories written off	**22,225**	22,893	**-**	-
Lease modification	**(105,332)**	(10,619)	**-**	-
Other investments written off	**101,000**	-	**-**	-
Property, plant and equipment written off	**28,814**	5,266	**28,814**	-
Revaluation loss on land and building	**244,019**	-	**-**	-
Unrealised loss/(gain) on foreign exchange	**386,625**	(1,068)	**95,098**	(10,811)
Unwinding discount on amount due from subsidiaries	**-**	-	**(269,453)**	769,349
Operating profit/(loss) before working capital changes	**16,308,813**	7,634,669	**(1,370,376)**	(2,014,370)
Changes in:				
Inventory properties	**-**	11,377,068	**-**	-
Inventories	**(5,819,412)**	(92,920)	**-**	-
Trade and other receivables	**(5,988,600)**	(1,988,979)	**254,783**	(244,892)
Contract assets	**(56,254)**	(127,126)	**-**	-
Trade and other payables	**7,792,843**	730,810	**(18,630)**	(251,172)
Cash generated from/(used in) operations	**12,237,390**	17,533,522	**(1,134,223)**	(2,510,434)
Retirement benefit obligations paid	**(86,250)**	(583,750)	**-**	-
Income tax paid	**(131,970)**	(690,062)	**(105,176)**	(80,000)
Income tax refunded	**1,144,635**	655,307	**46,678**	81,046
Interest paid	**(3,714,899)**	(2,766,104)	**-**	(26,459)
Net cash from/(used in) operating activities	**9,448,906**	14,148,913	**(1,192,721)**	(2,535,847)

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

Statements of Cash Flows (Cont'd)

For The Financial Year Ended 31 March 2026

	NOTE	GROUP 2026 RM	GROUP 2025 RM	COMPANY 2026 RM	COMPANY 2025 RM
CASH FLOWS FROM INVESTING ACTIVITIES					
Dividend received		**-**	-	**300,000**	-
Interest received		**133,444**	265,637	**14,926**	132,836
Additions in investment in subsidiaries		**-**	-	**(1,070,000)**	-
Additions in other investments		**(2,346,552)**	(13,541,601)	**-**	-
Subsequent expenditures on investment properties		**-**	(71,000)	**-**	-
Purchase of property, plant and equipment	**A**	**(18,641,762)**	(30,677,841)	**-**	(171,159)
Proceeds from disposal of other investments		**2,504**	22,832	**2,504**	-
Proceeds from disposal of property, plant and equipment		**190,737**	75,977	**77,600**	-
Net changes in deposits pledged with licensed banks		**3,692,247**	(879,743)	**-**	-
Net cash used in investing activities		**(16,969,382)**	(44,805,739)	**(674,970)**	(38,323)
CASH FLOWS FROM FINANCING ACTIVITIES					
Acquisition from non-controlling interest		**(20,000)**	-	**-**	-
Dividends paid to non-controlling interest		**(100,000)**	-	**-**	-
Net changes in short term borrowings	**B**	**(869,207)**	3,053,992	**-**	-
Drawdown of term loans	**B**	**6,079,760**	14,504,559	**-**	-
Repayment of					
- lease liabilities	**B**	**(881,431)**	(1,191,779)	**-**	-
- term loans	**B**	**(3,628,749)**	(2,905,871)	**-**	-
- finance lease liabilities	**B**	**(1,190,314)**	(1,187,742)	**-**	-
Net changes in subsidiaries' balances		**-**	-	**1,988,948**	(17,769,026)
Net cash (used in)/from financing activities		**(609,941)**	12,273,159	**1,988,948**	(17,769,026)
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS		**(8,130,417)**	(18,383,667)	**121,257**	(20,343,196)
EFFECT OF FOREIGN EXCHANGE RATE CHANGES		**(943,072)**	876,778	**-**	(23)
CASH AND CASH EQUIVALENTS AT BEGINNING		**13,685,042**	31,191,931	**68,763**	20,411,982
CASH AND CASH EQUIVALENTS AT END		**4,611,553**	13,685,042	**190,020**	68,763
Represented by:					
Deposits with licensed banks		**5,472,564**	9,164,811	**-**	-
Short term money market deposit		**179,821**	60,587	**179,821**	60,587
Cash in hand and at banks		**11,256,366**	15,180,920	**10,199**	8,176
Bank overdrafts		**(6,824,634)**	(1,556,465)	**-**	-
		10,084,117	22,849,853	**190,020**	68,763
Less: Deposits pledged with licensed banks		**(5,472,564)**	(9,164,811)	**-**	-
		4,611,553	13,685,042	**190,020**	68,763

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

	NOTE	GROUP 2026 RM	GROUP 2025 RM	COMPANY 2026 RM	COMPANY 2025 RM
A. Purchase of property, plant and equipment					
Total acquisition cost		**19,329,144**	30,876,992	**-**	171,159
Acquired under finance lease liabilities	**B**	**(687,382)**	(199,151)	**-**	-
Total cash acquisition		**18,641,762**	30,677,841	**-**	171,159

B. Liabilities arising from financing activities

Reconciliation between the opening and closing balances in the statements of financial position for liabilities arising from financing activities is as follows:

	Balance at beginning RM	Cash flows RM	Others[1] RM	Balance at end RM
GROUP				
2026				
Borrowings excluding bank overdrafts	**64,989,124**	**1,078,872**	**(898,602)**	**65,169,394**
Lease liabilities	**2,024,960**	**(881,431)**	**532,445**	**1,675,974**
Total liabilities arising from financing activities	**67,014,084**	**197,441**	**(366,157)**	**66,845,368**
2025				
Borrowings excluding bank overdrafts	51,240,408	13,664,089	84,627	64,989,124
Lease liabilities	3,165,942	(1,191,779)	50,797	2,024,960
Total liabilities arising from financing activities	54,406,350	12,472,310	135,424	67,014,084

[1] Others consist of non-cash movement as follows:

	GROUP 2026 RM	GROUP 2025 RM
Accretion of interest on lease liabilities	**104,191**	130,708
Addition of lease liabilities	**426,566**	272,787
Modification	**1,688**	(352,698)
Exchange differences	**(898,602)**	84,627
	(366,157)	135,424

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

1. CORPORATE INFORMATION

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

The registered office of the Company is located at 1-10 Medan Perniagaan Pauh Jaya, Jalan Baru, 13700 Perai, Pulau Pinang.

The principal place of business of the Company is located at 51-14-B&C, Menara BHL, Jalan Sultan Ahmad Shah, 10050 Penang.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 30 July 2026.

Principal Activities

The principal activities of the Company in the course of the financial year remain unchanged and consist of investment holding and the provision of management services to its subsidiaries.

The principal activities of the subsidiaries are disclosed in Note 7 to the financial statements.

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

2. BASIS OF PREPARATION

2.1 Statement of Compliance

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

2.2 Basis of Measurement

The financial statements of the Group and of the Company are prepared under the historical cost convention, except for land and buildings under property, plant and equipment, investment properties and other investments that are measured at fair values.

2.3 Functional and Presentation Currency

Ringgit Malaysia ("RM") is the presentation currency of the Group and of the Company.

RM is also the functional currency of the Company. The functional currency is the currency of the primary economic environment in which the Company operates. The Group's foreign operation has different functional currency.

2.4 Adoption of Amendments to MFRSs

The accounting policies adopted by the Group and by the Company are consistent with those of the previous financial years except for the adoption of the following amendments to MFRSs that are mandatory for the current financial year:

Effective for annual period beginning on or after 1 January 2025
Amendments to MFRS 121 The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability

Initial application of the above amendments to MFRSs did not have any material impact to the financial statements of the Group and of the Company upon adoption.

2. BASIS OF PREPARATION (CONT'D)

2.5 Standards/Amendments to MFRSs Issued But Not Yet Effective

The following are accounting standards/amendments to MFRSs that have been issued by the Malaysian Accounting Standards Board but are not yet effective for the Group and for the Company:

Effective for annual period beginning on or after 1 January 2026
Amendments to MFRS 9 Financial Instruments and MFRS 7 Financial Instruments: Disclosures - Classification and Measurement of Financial Instruments
Annual Improvements to MFRS Accounting Standards - Volume 11
Amendments to MFRS 9 Financial Instruments and MFRS 7 Financial Instruments: Disclosures - Contracts Referencing Nature-dependent Electricity

Effective for annual period beginning on or after 1 January 2027
MFRS 18 Presentation and Disclosure in Financial Statements
MFRS 19 Subsidiaries without Public Accountability: Disclosures
Amendments to MFRS 19 Subsidiaries without Public Accountability: Disclosure
Amendments to MFRS 121 The Effects of Changes in Foreign Exchange Rates: Translation to a Hyperinflationary Presentation Currency

Effective date yet to be confirmed
Amendments to MFRS 10 Consolidated Financial Statements and MFRS 128 Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The initial application of the above standards/amendments to MFRSs is not expected to have any material impact to the financial statements of the Group and of the Company upon adoption, except for *MFRS 18 Presentation and Disclosure in Financial Statements*.

MFRS 18 introduces new requirements on presentation within the statements of profit or loss, including specified totals and subtotals. It also requires disclosure of management-defined performance measures and includes new requirements for aggregation and disaggregation of financial information based on the identified 'roles' of the primary financial statements and the notes. In addition, there are consequential amendments to *MFRS 107 Statement of Cash Flows* and *MFRS 134 Interim Financial Reporting*.

The amendments will have an impact on the Group's and on the Company's presentation of statements of comprehensive income, statements of cash flows and additional disclosures in the notes to the financial statements but not on the measurement or recognition of any items in the Group's and the Company's financial statements.

The Group is currently assessing the impact of *MFRS 18* and plans to adopt the new standard on the required effective date.

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

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

3.1 Judgements made in applying accounting policies

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

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

3.1 Judgements made in applying accounting policies (Cont'd)

Determining the lease term of contracts with renewal and termination options – Group and Company as lessee

The Group and the Company determine the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group and the Company have several lease contracts that include extension and termination options. The Group and the Company apply judgement in evaluating whether it is reasonably certain to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group and the Company reassess the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

The Group has included the extension options period as part of the lease term for leases of premises and factory buildings as it is reasonably certain that the extension options will be exercised in view of the Group would suffer a significant economic disincentive and alternative premise is not readily available. The periods covered by termination options are included as part of the lease term only when they are reasonably certain not to be exercised.

3.2 Key sources of estimation uncertainty

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

(i) **Revaluation of property, plant and equipment**

The Group measures its land and buildings at revalued amount with changes in fair value being recognised in other comprehensive income. The Group engaged independent valuers to determine fair value as at the end of reporting period.

The carrying amount of the land and buildings as at the end of reporting period and the relevant revaluation bases and fair value, are disclosed in Notes 4 and 32.1 to the financial statements.

(ii) **Fair value of investment properties**

The Group measures its investment properties at fair value amount with changes in fair value being recognised in profit or loss. The Group engaged independent valuation specialists to determine fair values as at the end of reporting period.

The carrying amount of the investment properties as at the end of reporting period and the relevant valuation bases and fair value are disclosed in Notes 5 and 32.1 to the financial statements.

(iii) **Impairment of goodwill**

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value-in-use of the cash-generating units to which the goodwill is allocated. Estimating the value-in-use requires the management to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Further details of the carrying amount, the key assumptions applied in the impairment assessment of goodwill and sensitivity analysis to changes in assumptions are disclosed in Note 8 to the financial statements.

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

3.2 Key sources of estimation uncertainty (Cont'd)

(iv) Impairment of investment in subsidiaries

Investment in subsidiaries is tested for impairment whenever there is objective evidence or indication that these assets may be impaired. Judgement is required to determine if any such indication exists, based on the evaluation of both internal and external sources of information.

If any such indication exists, management assesses the recoverable amount of the investment in subsidiaries based on the higher of value in use or fair value less cost to sell as at the end of the reporting period. If the recoverable amount of the investment in subsidiaries is less than its carrying amount, an impairment loss is recognised in profit or loss to reduce the carrying amount of the investment in subsidiaries. An impairment loss as disclosed in Note 7.4 to the financial statements is recognised in profit or loss to write down the subsidiaries to their recoverable amount.

(v) Inventories

The management reviews for damage, slow-moving and obsolete inventories. This review requires judgements and estimates. Possible changes in these estimates could result in revision to the valuation of inventories.

The carrying amount of the Group's inventories at the end of the reporting period is disclosed in Note 11 to the financial statements.

(vi) Provision for expected credit losses ("ECL") of receivables

The Group uses a provision matrix to calculate ECL for receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions are expected to deteriorate over the next year which can lead to an increased number of defaults in the manufacturing sector, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

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

The information about the ECL on the Group's trade receivables is disclosed in Note 31.3.1 to the financial statements.

(vii) Leases – Estimating the incremental borrowing rate ("IBR")

The Group and the Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its IBR to measure lease liabilities. The IBR is the rate of interest that the Group and the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group and the Company 'would have to pay', which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary's functional currency). The Group and the Company estimate the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the subsidiary's stand-alone credit rating).

(viii) Defined benefit plan

Management estimates the defined benefit plan annually with the assistance of independent actuaries. However, the actual outcome may vary due to estimation uncertainties. The estimate of its defined benefit plan of the Group is based on standard rates of inflation, medical cost trends and mortality. It also takes into account the Group's specific anticipation of future salary increases. Discount factors are determined close to each year-end by reference to high quality corporate bonds that are denominated in the currency in which the benefits will be paid and maturity terms approximate to the terms of the related pension plan. Estimation uncertainties exist particularly with regard to medical cost trends, which may vary significantly in future appraisals of the Group's defined benefit obligations.

The assumptions and model used for estimating fair value for defined benefit plan, sensitivity analysis and the carrying amounts are disclosed in Note 17 to the financial statements.

4. PROPERTY, PLANT AND EQUIPMENT

GROUP

	At valuation			At cost					
	Freehold land RM	Leasehold land RM	Buildings RM	Plant and machinery RM	Office furniture, fittings and computer equipment RM	Motor vehicles RM	Renovation RM	Capital work-in-progress RM	Total RM
2026									
At valuation/cost									
Balance at beginning	53,653,406	19,680,000	38,410,302	105,385,482	15,395,434	8,109,303	10,646,362	21,441,660	272,721,949
Additions	-	-	4,653,276	9,322,258	495,814	321,764	192,460	4,343,572	19,329,144
Disposals	-	-	-	(3,246,350)	-	(906,240)	-	-	(4,152,590)
Written offs	-	-	-	-	(654,410)	(112,006)	(1,000)	-	(767,416)
Reclassification	-	-	21,662,401	-	-	-	-	(21,662,401)	-
Revaluation recognised in other comprehensive income	2,892,067	725,000	(7,997,902)	-	-	-	-	-	(4,380,835)
Revaluation recognised in profit or loss	-	-	(244,019)	-	-	-	-	-	(244,019)
Exchange differences	(1,169,713)	-	(2,428,558)	(4,649,066)	(215,542)	(178,408)	(442,849)	(167,844)	(9,251,980)
Balance at end	55,375,760	20,405,000	54,055,500	106,812,324	15,021,296	7,234,413	10,394,973	3,954,987	273,254,253
Accumulated depreciation									
Balance at beginning	-	919,765	6,641,106	72,658,443	12,655,113	7,049,555	9,146,341	-	109,070,323
Current charge	-	418,163	2,022,617	5,793,717	683,554	425,252	342,493	-	9,685,796
Disposals	-	-	-	(3,246,350)	-	(906,240)	-	-	(4,152,590)
Written offs	-	-	-	-	(623,662)	(112,006)	(342)	-	(736,010)
Elimination of accumulated depreciation on revaluation	-	(1,337,928)	(7,963,545)	-	-	-	-	-	(9,301,473)
Exchange differences	-	-	(700,178)	(2,818,135)	(165,456)	(150,092)	(415,591)	-	(4,249,452)
Balance at end	-	-	-	72,387,675	12,549,549	6,306,469	9,072,901	-	100,316,594
Accumulated impairment losses									
Balance at beginning	-	-	-	1,556,435	12,566	-	204,911	-	1,773,912
Current charge	-	-	-	3,157,773	58,371	-	-	-	3,216,144
Written offs	-	-	-	-	(2,592)	-	-	-	(2,592)
Balance at end	-	-	-	4,714,208	68,345	-	204,911	-	4,987,464
Carrying amount	55,375,760	20,405,000	54,055,500	29,710,441	2,403,402	927,944	1,117,161	3,954,987	167,950,195

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

GROUP

	At valuation			At cost					
	Freehold land RM	Leasehold land RM	Buildings RM	Plant and machinery RM	Office furniture, fittings and computer equipment RM	Motor vehicles RM	Renovation RM	Capital work-in-progress RM	Total RM
2025									
At valuation/cost									
Balance at beginning	53,604,845	19,680,000	38,014,420	103,118,134	14,490,698	7,738,827	8,158,431	279,783	245,085,138
Additions	-	-	-	5,544,762	577,012	352,019	3,241,442	21,161,757	30,876,992
Disposals	-	-	-	(4,166,375)	(10,225)	-	(59,250)	-	(4,235,850)
Written offs	-	-	-	-	(7,899)	(2,600)	-	-	(10,499)
Reclassification	-	-	-	440,237	321,270	-	(761,507)	-	-
Exchange differences	48,561	-	395,882	448,724	24,578	21,057	67,246	120	1,006,168
Balance at end	53,653,406	19,680,000	38,410,302	105,385,482	15,395,434	8,109,303	10,646,362	21,441,660	272,721,949
Accumulated depreciation									
Balance at beginning	-	425,408	5,105,354	71,011,705	11,869,586	6,666,522	8,905,313	-	103,983,888
Current charge	-	494,357	1,456,916	5,480,956	772,244	368,926	227,267	-	8,800,666
Disposals	-	-	-	(4,163,877)	(7,985)	-	(26,662)	-	(4,198,524)
Written offs	-	-	-	-	(2,633)	(2,600)	-	-	(5,233)
Reclassification	-	-	-	11,006	5,131	-	(16,137)	-	-
Exchange differences	-	-	78,836	318,653	18,770	16,707	56,560	-	489,526
Balance at end	-	919,765	6,641,106	72,658,443	12,655,113	7,049,555	9,146,341	-	109,070,323
Accumulated impairment losses									
Balance at beginning/end	-	-	-	1,556,435	12,566	-	204,911	-	1,773,912
Carrying amount	53,653,406	18,760,235	31,769,196	31,170,604	2,727,755	1,059,748	1,295,110	21,441,660	161,877,714

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

COMPANY

	Office furniture, fittings and computer equipment RM	Motor vehicles RM	Renovation RM	Total RM
2026				
At cost				
Balance at beginning	**1,754,356**	**668,719**	**279,855**	**2,702,930**
Disposal	**-**	**(515,000)**	**-**	**(515,000)**
Transfer out	**(1,530,228)**	**-**	**-**	**(1,530,228)**
Written offs	**(215,022)**	**-**	**(1,000)**	**(216,022)**
Balance at end	**9,106**	**153,719**	**278,855**	**441,680**
Accumulated depreciation				
Balance at beginning	**1,525,278**	**519,252**	**49,634**	**2,094,164**
Current charge	**26,861**	**30,400**	**28,245**	**85,506**
Disposal	**-**	**(515,000)**	**-**	**(515,000)**
Transfer out	**(1,358,759)**	**-**	**-**	**(1,358,759)**
Written offs	**(184,274)**	**-**	**(342)**	**(184,616)**
Balance at end	**9,106**	**34,652**	**77,537**	**121,295**
Accumulated impairment losses				
Balance at beginning	**2,592**	**-**	**-**	**2,592**
Written offs	**(2,592)**	**-**	**-**	**(2,592)**
Balance at end	**-**	**-**	**-**	**-**
Carrying amount	**-**	**119,067**	**201,318**	**320,385**
2025				
At cost				
Balance at beginning	1,750,047	516,719	274,655	2,541,421
Additions	13,959	152,000	5,200	171,159
Transfer out	(9,650)	-	-	(9,650)
Balance at end	1,754,356	668,719	279,855	2,702,930
Accumulated depreciation				
Balance at beginning	1,445,145	516,719	21,822	1,983,686
Current charge	89,783	2,533	27,812	120,128
Transfer out	(9,650)	-	-	(9,650)
Balance at end	1,525,278	519,252	49,634	2,094,164
Accumulated impairment losses				
Balance at beginning/end	2,592	-	-	2,592
Carrying amount	226,486	149,467	230,221	606,174

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

(i) The freehold land, leasehold land and buildings were revalued to fair value based on the valuations performed by independent professional valuers using the market comparison approach. The appraised values were derived from observable prices per square foot for comparable properties in similar locations (i.e. Level 3). Had the freehold land, leasehold land and buildings been carried under the cost model, the total carrying amounts of their entire classes that would have been recognised in the financial statements are as follows:

	GROUP	
	2026	2025
	RM	RM
Freehold land	**21,000,571**	21,000,571
Leasehold land	**15,841,509**	16,137,045
Buildings	**36,620,981**	12,396,505
	73,463,061	49,534,121

(ii) The carrying amount of property, plant and equipment which are pledged to licensed banks as securities for banking facilities granted to certain subsidiaries as disclosed in Note 18 to the financial statements are as follows:

	GROUP	
	2026	2025
	RM	RM
Freehold land	**54,345,602**	53,550,220
Leasehold land	**20,405,000**	18,713,390
Buildings	**52,190,803**	23,644,805
Plant and machinery	**1,291,833**	1,965,833
	128,233,238	97,874,248

(iii) The carrying amount of lease assets which are pledged as securities for the finance lease liabilities as disclosed in Note 18 to the financial statements are as follows:

	GROUP	
	2026	2025
	RM	RM
Plant and machinery	**1,927,476**	3,300,217
Motor vehicles	**493,155**	380,329
	2,420,631	3,680,546

(iv) The Company's capital work-in-progress include borrowings costs arising from term loans borrowed specifically for the purpose of the construction of a factory building. During the financial year, the borrowing costs capitalised as cost of capital work-in-progress amounted to **RM67,679** (2025: RM330,710). The rate used to determine the amount of borrowing costs eligible for capitalisation was **4.81%** (2025: 5.14%), which is the effective interest rate of the specific borrowing.

(v) During the financial year, a subsidiary recognised impairment losses on plant and machinery amounting to RM3,216,144, as the subsidiary has been making loss continuously.

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

(vi) The information of right-of-use assets which are included in the property, plant and equipment is as follows:

GROUP

	Carrying amount	Current depreciation	Revaluation
	RM	RM	RM
2026			
Leasehold land, at valuation	**20,405,000**	**418,163**	**2,062,928**
2025			
Leasehold land, at valuation	18,760,235	494,357	-

Material accounting policy information

Property, plant and equipment, except for land and buildings, are initially stated at cost less accumulated depreciation and any accumulated impairment losses.

Land and buildings are measured at fair value less accumulated depreciation and impairment loss, if any. Valuations are performed with sufficient regularity to ensure that the carrying amount does not differ materially from the fair value of the land and buildings at the end of the reporting period.

As at the date of revaluation, accumulated depreciation, if any, is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Any revaluation surplus arising upon appraisal of land is recognised in other comprehensive income and credited to the 'revaluation reserve' in equity.

Property, plant and equipment are depreciated on the straight-line method to write off the cost of each asset to its residual value over its estimated useful life, at the following annual rates:

Categories	
Leasehold land	34 to 64 years
Buildings	34 to 50 years
Plant and machinery	10 to 50%
Office furniture, fittings and computer equipment	10 to 33%
Motor vehicles	10 to 20%
Renovation	2 to 33%

Freehold land is not depreciated as it has an infinite life.

Capital expenditure-in-progress represents assets under construction, and which are not ready for commercial use at the end of the reporting period. Capital expenditure-in-progress is stated at cost and is transferred to the relevant category of assets and depreciated accordingly when the assets are completed and ready for commercial use. Capital expenditure-in-progress is not depreciated until the assets are ready for their intended use.

5. **INVESTMENT PROPERTIES**

	GROUP	
	2026	2025
	RM	RM
At fair value		
Balance at beginning	**30,330,000**	30,040,000
Additions	**-**	71,000
Fair value gain recognised in profit or loss	**4,729,075**	219,000
Balance at end	**35,059,075**	30,330,000

The investment properties consist of the following:

	GROUP	
	2026	2025
	RM	RM
At fair value		
Freehold land	**1,760,000**	1,560,000
Leasehold land	**10,500,000**	8,735,000
Buildings	**22,799,075**	20,035,000
	35,059,075	30,330,000

(i) The carrying amount of investment properties which are pledged to licensed banks as securities for banking facilities granted to certain subsidiaries as disclosed in Note 18 to the financial statements is **RM33,199,075** (2025: RM28,725,000).

(ii) **Group as lessor**

The Group has entered into operating leases on its investment properties. These leases have terms of between one to three years.

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

	GROUP	
	2026	2025
	RM	RM
Rental income from income generating properties	**1,123,500**	1,834,500
Direct operating expenses		
- Rental income generating	**108,331**	103,123
- Non-rental income generating	**3,421**	3,035

Future minimum rental receivables under non-cancellable operating leases as at the end of the reporting period are as follows:

	GROUP	
	2026	2025
	RM	RM
Within one year	**243,750**	1,123,500
More than one year and less than five years	**45,000**	54,000
	288,750	1,177,500

Material accounting policy information

Investment properties are initially measured at cost, and subsequently at fair value with any changes therein recognised in profit or loss for the period in which they arise.

6. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

Group and Company as a lessee

The Group and the Company have lease contracts for trademark, premises and factory buildings used in their operations that have lease terms between 2 to 6 years. Generally, the Group and the Company are restricted from assigning and subleasing the leased assets.

The Group and the Company also have certain leases of premises and motor vehicles with lease terms of 12 months or less and leases of office equipment with low value. The Group and the Company apply the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

Right-of-use assets

Set out below are the carrying amounts of right-of-use assets and the movements during the financial year:

GROUP

	Trademark RM	Premises RM	Factory buildings RM	Total RM
2026				
Balance at beginning	**-**	**972,952**	**933,905**	**1,906,857**
Additions	**-**	**-**	**426,566**	**426,566**
Depreciation	**-**	**(403,953)**	**(413,108)**	**(817,061)**
Modification	**-**	**107,020**	**-**	**107,020**
Balance at end	**-**	**676,019**	**947,363**	**1,623,382**
2025				
Balance at beginning	646,122	1,112,339	1,994,424	3,752,885
Additions	-	272,787	-	272,787
Depreciation	(646,122)	(412,174)	(718,440)	(1,776,736)
Modification	-	-	(342,079)	(342,079)
Balance at end	-	972,952	933,905	1,906,857

COMPANY

	Trademark RM
2025	
Balance at beginning	646,122
Depreciation	(646,122)
Balance at end	-

6. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONT'D)

Lease liabilities

Set out below are the carrying amount of lease liabilities recognised and the movements during the financial year:

	GROUP	
	2026	2025
	RM	RM
Balance at beginning	**2,024,960**	3,165,942
Additions	**426,566**	272,787
Accretion of interest	**104,191**	130,708
Payments	**(881,431)**	(1,191,779)
Modification	**1,688**	(352,698)
Balance at end	**1,675,974**	2,024,960
Represented by:		
Non-current liabilities	**1,004,954**	1,385,256
Current liabilities	**671,020**	639,704
	1,675,974	2,024,960

The maturity analysis of lease liabilities is disclosed in Note 31.4 to the financial statements.

The following are the amounts recognised in profit or loss:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Depreciation expense of right-of-use assets	**817,061**	1,776,736	**-**	646,122
Accretion of interest on lease liabilities	**104,191**	130,708	**-**	-
Expense relating to lease of low value assets	**143,834**	126,867	**1,194**	2,388
Expense relating to short-term leases	**3,075,729**	2,009,527	**-**	-
Lease modification	**(105,332)**	(10,619)	**-**	-
Total amount recognised in profit or loss	**4,035,483**	4,033,219	**1,194**	648,510

The total cash outflows for leases of the Group and of the Company during the financial year are **RM4,100,994** (2025: RM3,328,173) and **RM1,194** (2025: RM2,388) respectively.

Material accounting policy information

Right-of-use assets

The Group and the Company apply a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets.

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

Categories	
Premises	2 to 4 years
Factory buildings	2 to 6 years

7. INVESTMENT IN SUBSIDIARIES

	COMPANY	
	2026	2025
	RM	RM
Unquoted shares, at cost	**83,222,122**	68,167,402
Unquoted redeemable preference shares, at cost	**56,569,991**	-
ESOS granted to employees of subsidiaries	**1,505,552**	1,505,552
	141,297,665	69,672,954
Less: Allowance for impairment		
Balance at beginning	**(14,940,821)**	(13,236,018)
Additions	**(31,410,994)**	(1,704,803)
Balance at end	**(46,351,815)**	(14,940,821)
	94,945,850	54,732,133

The details of the subsidiaries are as follows:

Name of entities	Principal place of business	Effective equity interest held by the Group		Principal Activities
		2026	2025	
		%	%	
D'nonce (M) Sdn. Bhd.	Malaysia	**100**	100	Sales and distribution of advanced packaging materials, electronics products and consumables and renting of machinery and equipment.
D'nonce (K.L) Sdn. Bhd.	Malaysia	**100**	100	Sales and distribution of advanced packaging materials, electronics products and consumables.
D'nonce (Kelantan) Sdn. Bhd.	Malaysia	**55**	55	Sales and distribution of advanced packaging materials, electronics products and consumables for the electronics industry.
D'nonce (Johore) Sdn. Bhd.	Malaysia	**55**	55	Sales and distribution of advanced packaging materials and security products and renting of properties.
Attractive Venture Sdn. Bhd. ("AVSB")	Malaysia	**100**	100	Design and conversion of advanced packaging materials, precision polymer engineering service, contract manufacturing of electronic components and renting of properties.
Attractive Venture (KL) Sdn. Bhd.	Malaysia	**100**	100	Design and conversion of advanced packaging materials and transportation agent.

7. **INVESTMENT IN SUBSIDIARIES (CONT'D)**

Name of entities	Principal place of business	Effective equity interest held by the Group		Principal Activities
		2026	2025	
		%	%	
Attractive Venture (JB) Sdn. Bhd. [1] ("AVJB")	Malaysia	**82**	82	Design and conversion of advanced packaging materials and distribution of electronic products.
Attractive Venture Management Services Sdn. Bhd. ("AVMS") (formerly known as AV Industries Sdn. Bhd.)	Malaysia	**100**	100	Provision of management services.
D'nonce Properties Sdn. Bhd. ("DPSB")	Malaysia	**100**	100	Property development.
AV Plastics Sdn. Bhd. ("AVPL")	Malaysia	**100**	84	Dormant.
Richmond Technology Sdn. Bhd.	Malaysia	**75**	75	Design and conversion of advanced of packaging materials.
Attractive Holdings Sdn. Bhd.("AHSB") (formerly known as D'nonce Energy Sdn. Bhd.)	Malaysia	**100**	100	Provide technical consultancy services which covers amongst other, energy efficiency, renewable energy, power generation and also services in respect of clean development mechanism, investment holding; and wholesale of a variety of goods without any particular specialisation.
Integrated SCM Co., Ltd. ("ISCM")[2] [4]	Thailand	**99**	99	Wholesale of industrial chemicals.
Logistic Solution Holdings Co., Ltd. [4]	Thailand	**99**	99	Investment holding.
ISCM Technology (Thailand) Co., Ltd. [4]	Thailand	**100**	100	Cleanroom services and contract manufacturing of electronic components and mask.
ISCM Industries (Thailand) Co., Ltd. [3] [4]	Thailand	**5**	5	Design and conversion of advanced of packaging materials.
D'nonce Singapore Pte. Ltd. [4]	Singapore	**100**	100	Dormant.
Komark (Thailand) Company Limited [4]	Thailand	**100**	100	Manufacture and distribution of product labels.

7. **INVESTMENT IN SUBSIDIARIES (CONT'D)**

Name of entities	Principal place of business	Effective equity interest held by the Group		Principal Activities
		2026	2025	
		%	%	
Indirect - held through ISCM Technology (Thailand) Co., Ltd.				
ISCM Industries (Thailand) Co., Ltd. [3] [4]	Thailand	**95**	95	Design and conversion of advanced of packaging materials.
Indirect - held through D'nonce Energy Sdn. Bhd.				
Pelita Emasjaya Sdn. Bhd.	Malaysia	**55**	55	Investment holding and trading in lubricants oils.
D'nonce Auto Sdn. Bhd. ("DASB")	Malaysia	**100**	100	Trading in lubricants oils.

[1] *The Company has a direct interest of 60% and an indirect interest of 22% via another subsidiary, D'nonce (Johore) Sdn. Bhd.*
[2] *The Company has a direct interest of 48% and an indirect interest of 51% via another subsidiary, Logistic Solution Holdings Co., Ltd.*
[3] *The Company has a direct interest of 5% and an indirect interest of 95% via another subsidiary, ISCM Technology (Thailand) Co., Ltd.*
[4] *Not audited by Grant Thornton Malaysia PLT.*

7.1 **Subscription of additional ordinary shares in subsidiaries**

During the financial year, the Company has subscribed additional 5,500,000 and 8,484,720 ordinary shares in DPSB and AVPL respectively by way of converting amount due from DPSB and AVPL amounting to RM5,500,000 and RM8,484,720 respectively.

The Company has also subscribed additional 80,000 ordinary shares in ISCM for a cash consideration of RM1,050,000. No changes in the equity interest in ISCM subsequent to the subscription of ordinary shares.

7.2 **Acquisition of a subsidiary**

During the financial year, the Company has acquired the remaining 16% equity interest in AVPL for a cash consideration of RM20,000. Subsequent to the acquisition, the equity interest in AVPL has been increased from 84% to 100%.

7.3 **Subscription of redeemable preference shares ("RPS") in subsidiaries**

During the financial year, the Company has subscribed for 30,768,957, 7,273,959, 2,500,000 and 16,027,075 RPS in AVSB, AVJB, AVMS and AHSB respectively by way of converting amount due from AVSB, AVJB, AVMS and AHSB of RM30,768,957, RM7,273,959, RM2,500,000 and RM16,027,075 respectively.

7.4 **Impairment on investment in subsidiaries**

The Company reviews the investment in subsidiaries for impairment where there is an indication of impairment. The recoverable amounts of the investment in subsidiaries are assessed to the higher of value-in-use or fair value less cost to sell of the respective subsidiaries as at the end of the reporting period. Accordingly, an impairment loss of **RM31,410,994** (2025: RM1,704,803) is recognised in respect of investment in certain subsidiaries during the financial year due to the subsidiaries are either continuous losses incurred by the subsidiaries, dormant or having negative shareholders' funds.

7. INVESTMENT IN SUBSIDIARIES (CONT'D)

7.5 Subsidiaries with material non-controlling interests ("NCI")

The details of the material NCI are as follows:

	D'nonce (Kelantan) Sdn. Bhd.	D'nonce (Johore) Sdn. Bhd.	Attractive Venture (JB) Sdn. Bhd.	AV Plastics Sdn. Bhd.	Richmond Technology Sdn. Bhd.	Total
2026						
NCI percentage of ownership interest and voting interest (%)	45%	45%	18%	0%	25%	
Carrying amount of NCI (RM)	**1,703,733**	**2,187,414**	**2,464,988**	**-**	**946,358**	**7,302,493**
Profit/(Loss) allocated to NCI (RM)	**102,964**	**109,744**	**(375,025)**	**-**	**32,349**	**(129,968)**
2025						
NCI percentage of ownership interest and voting interest (%)	45%	45%	18%	16%	25%	
Carrying amount of NCI (RM)	1,600,769	2,077,670	2,102,808	(1,386,036)	1,014,009	5,409,220
Profit/(Loss) allocated to NCI (RM)	4,608	34,761	(428,553)	(1,521)	37,838	(352,867)

The summarised financial information of material NCI presented below is the amount before inter-company elimination:

	D'nonce (Kelantan) Sdn. Bhd. RM	D'nonce (Johore) Sdn. Bhd. RM	Attractive Venture (JB) Sdn. Bhd. RM	Richmond Technology Sdn. Bhd. RM
2026				
Assets and liabilities				
Non-current assets	**238,560**	**1,750,999**	**47,097,881**	**1,311,616**
Current assets	**10,031,978**	**3,598,615**	**7,596,074**	**4,441,274**
Non-current liabilities	**-**	**(117,793)**	**(19,890,471)**	**(602,951)**
Current liabilities	**(6,484,464)**	**(370,901)**	**(13,835,147)**	**(1,364,508)**
Net assets	**3,786,074**	**4,860,920**	**20,968,337**	**3,785,431**

7. INVESTMENT IN SUBSIDIARIES (CONT'D)

7.5 Subsidiaries with material non-controlling interests ("NCI") (Cont'd)

	D'nonce (Kelantan) Sdn. Bhd. RM	D'nonce (Johore) Sdn. Bhd. RM	Attractive Venture (JB) Sdn. Bhd. RM	Richmond Technology Sdn. Bhd. RM
2026				
Results				
Revenue	**18,028,801**	**4,739**	**21,495,047**	**8,862,711**
Net profit/(loss) for the financial year, representing total comprehensive income/(loss) for the financial year	**228,809**	**243,876**	**(2,083,471)**	**129,397**
Net cash generated from/(used in)				
Operating activities	**279,446**	**(115,670)**	**(1,157,150)**	**165,970**
Investing activities	**(7,081)**	**-**	**(2,210,627)**	**(46,828)**
Financing activities	**(34,022)**	**22,103**	**1,960,345**	**(913,902)**
Net change in cash and cash equivalents	**238,343**	**(93,567)**	**(1,407,432)**	**(794,760)**

	D'nonce (Kelantan) Sdn. Bhd. RM	D'nonce (Johore) Sdn. Bhd. RM	Attractive Venture (JB) Sdn. Bhd. RM	AV Plastics Sdn. Bhd. RM	Richmond Technology Sdn. Bhd. RM
2025					
Assets and liabilities					
Non-current assets	314,739	1,501,397	39,309,394	-	1,738,853
Current assets	9,702,281	3,569,120	8,863,111	6,600	5,134,027
Non-current liabilities	(38,473)	(92,793)	(20,156,755)	-	(823,405)
Current liabilities	(6,421,282)	(360,680)	(16,333,485)	(8,669,326)	(1,993,441)
Net assets	3,557,265	4,617,044	11,682,265	(8,662,726)	4,056,034
Results					
Revenue	14,488,660	-	17,400,242	-	9,719,238
Net profit/(loss) for the financial year, representing total comprehensive income/(loss) for the financial year	10,241	77,247	(2,380,851)	(9,506)	151,351
Net cash generated from/(used in):					
Operating activities	758,105	(53,780)	4,737,949	(6,758)	860,189
Investing activities	(5,341)	-	(21,168,044)	-	45,835
Financing activities	(628,442)	104,872	16,108,984	3,641	(443,386)
Net change in cash and cash equivalents	124,322	51,092	(321,111)	(3,117)	462,638

Material accounting policy information

Investment in subsidiaries are measured at cost less any impairment losses in the Company's separate financial statements.

8. GOODWILL

The goodwill is allocated to the Group's cash-generating unit ("CGU") identified as follows:

	GROUP	
	2026	2025
	RM	RM
Balance at beginning/end	**2,099,269**	2,099,269

The carrying amount of goodwill allocated to each CGU is as follows:

	GROUP	
	2026	2025
	RM	RM
Contract manufacturing	**289,128**	289,128
Labelling	**1,810,141**	1,810,141
	2,099,269	2,099,269

For annual impairment testing purposes, the recoverable amount of the CGU are determined based on their value-in-use, which apply a discounted cash flow model using cash flow projections based on approved financial budget and projections covering a five (5)-year period.

Key assumptions used in value-in-use calculations

The key assumptions on which the management has based on for the computation of value-in-use are as follows:

(i) Selling price

The selling price used to calculate the cash inflows from operations was determined after taking into consideration price trends of the industry which the CGUs are exposed to. Values assigned are consistent with the external sources of information.

(ii) Exchange rate

The exchange rate used to translate foreign currencies into the CGUs' functional currency is based on the average exchange rates obtained immediately before the forecast year. Values assigned are consistent with external sources of information.

(iii) Cash flow projections and growth rate

The five-year cash flow projections are prepared based on management's past experience. The revenue for the first year of the five-year cash flow projections is prepared based on the most recent approved financial budget by the Board of Directors. Thereafter, annual growth rate as shown below is applied to the remaining years of the cash flow projections of the respective CGUs. A terminal value is assigned at the end of the five-year cash flow projections period based on an assumed growth rate of **1%** (2025: 1%) in perpetuity.

	Annual growth rate	
	2026	2025
GROUP		
Contract manufacturing	**2%**	2%
Labelling	**3%**	5%

8. GOODWILL (CONT'D)

Key assumptions used in value-in-use calculations (Cont'd)

The key assumptions on which the management has based on for the computation of value-in-use are as follows: (Cont'd)

(iv) Discount rate

Pre-tax discount rate as shown below was applied to the calculations in determining the recoverable amount of the respective CGUs. The discount rate is estimated based on the weighted average cost of capital of the Group for the financial year.

	Pre-tax discount rate	
	2026	2025
GROUP		
Contract manufacturing	**8.10%**	8.10%
Labelling	**8.13%**	8.61%

Sensitivity to changes in key assumptions

The management believes that any reasonable change in the key assumptions would not cause the recoverable amounts of the CGUs to differ materially from their carrying amounts.

9. DEFERRED TAX (ASSETS)/LIABILITIES

	GROUP	
	2026	2025
	RM	RM
Balance at beginning	**12,900,985**	11,514,725
Recognised in profit or loss	**(460,787)**	270,414
Recognised in other comprehensive income	**958,842**	-
	13,399,040	11,785,139
Under provision in prior year	**138,740**	1,115,846
Balance at end	**13,537,780**	12,900,985

The recognised deferred tax (assets)/liabilities, after appropriate offsetting, are as follows:

	GROUP	
	2026	2025
	RM	RM
Deferred tax assets	**(40,287)**	(40,287)
Deferred tax liabilities	**13,578,067**	12,941,272
Balance at end	**13,537,780**	12,900,985

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

The deferred tax (assets)/liabilities as at the end of the reporting period are made up of the temporary differences arising from:

	GROUP	
	2026	2025
	RM	RM
Property, plant and equipment	**2,824,760**	3,636,333
Investment properties	**1,631,523**	1,158,615
Right-of-use assets	**234,483**	228,386
Lease liabilities	**(241,957)**	(232,284)
Revaluation reserve	**9,966,606**	9,108,111
Unused tax losses	**-**	(59,142)
Unabsorbed capital allowances	**(630,034)**	(731,981)
Provisions	**(247,601)**	(207,053)
	13,537,780	12,900,985

The following deferred tax assets have not been recognised as at the end of the reporting period as it is not probable that future taxable profit will be available against which they may be utilised. As at the end of the reporting period, the Group's and the Company's deferred tax position are as follows:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Deferred tax recognised:				
Property, plant and equipment	**3,463,255**	595,878	**122,806**	25,376
Unabsorbed capital allowances	**(3,463,255)**	(26,719)	**(122,806)**	(25,376)
Unabsorbed reinvestment allowance	**-**	(420,804)	**-**	-
Unused tax losses	**-**	(148,355)	**-**	-
	-	-	**-**	-
Deferred tax assets not recognised:				
Property, plant and equipment	**786,788**	511,965	**-**	-
Unused tax losses	**28,900,845**	27,877,091	**2,501,579**	1,867,064
Unabsorbed capital allowances	**9,259,175**	9,218,910	**866,904**	954,334
Unabsorbed reinvestment allowance	**420,804**	-	**-**	-
Other deductible temporary differences	**3,378,764**	3,327,647	**250,000**	-
	42,746,376	40,935,613	**3,618,483**	2,821,398

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

The gross amount and future availability of unused tax losses and unabsorbed allowances which are available to be carried forward for set-off against future taxable income are estimated as follows:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Unused tax losses	**28,900,845**	28,271,871	**2,501,579**	1,867,064
Unabsorbed capital allowances	**15,347,572**	12,295,550	**989,710**	979,710
Unabsorbed reinvestment allowance	**420,804**	420,804	**-**	-

In respect of Malaysia's subsidiaries, the unused tax losses can be carried forward for ten consecutive years of assessment immediately following that year of assessment ("YA") of which tax losses was incurred. Unabsorbed reinvestment allowance at the end of the qualifying reinvestment allowance period of fifteen years can be carried forward for seven consecutive years of assessment. However, unabsorbed capital allowance can be carried forward indefinitely.

In respect of Thailand's subsidiaries, the unused tax losses can be carried forward for five (5) consecutive years of assessment immediately following that YA of which tax losses has incurred.

The unabsorbed reinvestment allowance and the unused tax losses will be disregarded in the following YAs:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
YA 2027	**2,110,539**	2,929,540	**-**	-
YA 2029	**16,975,555**	17,703,697	**200,364**	200,364
YA 2030	**2,437,896**	3,234,105	**-**	-
YA 2031	**1,268,441**	1,327,432	**-**	-
YA 2032	**734,624**	734,624	**-**	-
YA 2033	**354,981**	354,981	**146,045**	146,045
YA 2034	**86,262**	86,262	**61,958**	61,958
YA 2035	**1,683,892**	1,930,317	**1,458,697**	1,458,697
YA 2036	**391,717**	391,717	**-**	-
YA 2037	**3,277,742**	-	**634,515**	-
	29,321,649	28,692,675	**2,501,579**	1,867,064

Unrecognised temporary differences relating to investment in subsidiaries

At the end of the reporting period, no deferred tax liability has been recognised for taxes that would be payable on the undistributed earnings of the Group's certain subsidiaries as the Group has determined that undistributed earnings of its subsidiaries will not be distributed in the foreseeable future.

Such temporary differences for which no deferred tax liability has been recognised aggregate to **RM29,549,969** (2025: RM24,340,754). The deferred tax liability is estimated to be **RM2,954,997** (2025: RM2,434,075).

Material accounting policy information

The deferred tax on the revaluation surplus of the property measured at fair value is recognised using the tax rates that would apply for the property which is depreciable and is held with the objective to consume substantially all of the economic benefits embodied in the property over time.

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

10. TRADE AND OTHER RECEIVABLES

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Non-current				
Other receivables				
Third party - non-interest bearing	**1,888,784**	1,888,784	**-**	-
Less: Allowance for expected credit losses ("ECLs")	**(1,888,784)**	(1,888,784)	**-**	-
	-	-	**-**	-
Amount due from subsidiaries	**-**	-	**11,356,750**	32,097,037
	-	-	**11,356,750**	32,097,037
Current				
Trade receivables				
Third parties	**39,036,634**	33,048,029	**-**	-
Less: Allowance forECLs	**(864,514)**	(361,351)	**-**	-
	38,172,120	32,686,678	**-**	-
Other receivables				
Sundry receivables	**1,347,623**	1,623,521	**254,233**	480,239
Less: Allowance for ECLs	**(438,067)**	(83,646)	**(250,000)**	-
	909,556	1,539,875	**4,233**	480,239
Amount due from subsidiaries	**-**	-	**10,756,750**	56,897,294
Less: Allowance for ECLs	**-**	-	**(6,834,431)**	(52,688,319)
	-	-	**3,922,319**	4,208,975
Deposits	**2,426,024**	2,443,150	**-**	8,470
Less: Allowance for ECLs	**(129,994)**	(129,994)	**-**	-
	2,296,030	2,313,156	**-**	8,470
Prepayments	**6,048,468**	8,103,266	**-**	20,307
	9,254,054	11,956,297	**3,926,552**	4,717,991
Total current trade and other receivables	**47,426,174**	44,642,975	**3,926,552**	4,717,991
Total trade and other receivables	**47,426,174**	44,642,975	**15,283,302**	36,815,028

The normal trade credit terms granted by the Group range from **7 to 90 days** (2025: 7 to 90 days). Other credit terms are assessed and approved on case-by-case basis. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

10. **TRADE AND OTHER RECEIVABLES (CONT'D)**

Included in the deposits of the Group is an amount of **RM430,000** (2025: RM430,000) paid to a third party to acquire a leasehold land with a detached factory building pursuant to the Sale and Purchase Agreement dated 23 August 2018.

Included in the prepayments of the Group is an amount of **RM Nil** (2025: RM1,229,727) paid to Pasukhas Sdn. Bhd. to design and build the production building, warehouse and three storey office.

The amount due from subsidiaries are unsecured, non-interest bearing, classified based on expected timing of realisation and to be settled in cash except for **RM2,956,699** (2025: RM11,622,712) on which interest is charged at **2.90% to 3.30%** (2025: 2.90% to 3.30%) per annum.

The currency profile of trade and other receivables of the Group and of the Company is as follows:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Ringgit Malaysia	**19,189,436**	19,228,953	**13,717,051**	35,940,008
Thai Baht	**23,884,141**	20,797,031	**1,566,251**	875,020
United States Dollar	**3,956,715**	3,844,356	**-**	-
Singapore Dollar	**305,513**	627,089	**-**	-
Japanese Yen	**90,369**	145,546	**-**	-
	47,426,174	44,642,975	**15,283,302**	36,815,028

The movement of the allowance for ECLs is as follows:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Trade receivables				
Balance at beginning	**361,351**	875,543	**-**	-
Current financial year	**638,775**	327,127	**-**	-
Reversal	**(129,370)**	(84,017)	**-**	-
Written off	**-**	(757,825)	**-**	-
Exchange differences	**(6,242)**	523	**-**	-
Balance at end	**864,514**	361,351	**-**	-
Other receivables				
Balance at beginning	**2,102,424**	1,311,738	**-**	-
Current financial year	**354,421**	2,080,528	**250,000**	-
Written off	**-**	(1,289,842)	**-**	-
Balance at end	**2,456,845**	2,102,424	**250,000**	-
Amount due from subsidiaries				
Balance at beginning	**-**	-	**52,688,319**	11,680,697
Current financial year	**-**	-	**-**	41,007,622
Reversal	**-**	-	**(45,853,888)**	-
Balance at end	**-**	-	**6,834,431**	52,688,319
	3,321,359	2,463,775	**7,084,431**	52,688,319

11. INVENTORIES

	GROUP	
	2026	2025
	RM	RM
At cost		
Raw materials	**8,944,408**	8,862,249
Work-in-progress	**1,580,151**	1,521,940
Finished goods	**11,405,221**	6,338,775
Trading goods	**6,490,074**	6,757,123
	28,419,854	23,480,087
At net realisable value		
Raw materials	**144,692**	159,402
Work-in-progress	**9,003**	4,454
Finished goods	**323,641**	249,356
Trading goods	**635,307**	527,215
	1,112,643	940,427
	29,532,497	24,420,514
Cost of inventories recognised in profit or loss:		
Inventories recognised as cost of sales	**112,109,228**	123,250,047
Inventories written down:		
- Addition	**71,119**	-
- Reversal	**-**	(297,053)
Inventories written off	**22,225**	22,893

The reversal of inventories written down was made in the current financial year when the related inventories were sold above their carrying amounts.

Material accounting policy information

Inventories are stated at the lower of cost and net realisable value. The cost of inventories is determined on the first-in, first-out basis.

12. CONTRACT ASSETS

	GROUP	
	2026	2025
	RM	RM
Balance at beginning	**638,152**	515,855
Billings during the financial year	**(638,152)**	(515,855)
Revenue recognised during the financial year	**653,352**	638,152
Balance at end	**653,352**	638,152

Contract assets relate to the Group's rights to consideration for work completed on service contracts but not yet billed at the end of the reporting period.

13. OTHER INVESTMENTS

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Financial assets at fair value through profit or loss:				
Investment in shares quoted in:				
- Malaysia	**25,601,204**	30,922,590	**-**	-
- Outside Malaysia	**105,821**	111,150	**-**	-
Short term investment	**-**	2,504	**-**	2,504
	25,707,025	31,036,244	**-**	2,504

The short term investment represents investment in money market instruments with different maturity period and can be redeemed at any time upon notice given to the financial institution.

14. CASH AND BANK BALANCES

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Deposits with licensed banks	**5,472,564**	9,164,811	**-**	-
Short term money market deposit	**179,821**	60,587	**179,821**	60,587
Cash in hand and at banks	**11,256,366**	15,180,920	**10,199**	8,176
	16,908,751	24,406,318	**190,020**	68,763

The entire fixed deposits are pledged to licensed banks as securities for banking facilities granted to certain subsidiaries as disclosed in Note 18 to the financial statements.

The effective interest rates per annum and maturities of the deposits with licensed banks of the Group as at the end of the reporting period range from **2.00% to 2.50%** (2025: 2.20% to 3.10%) per annum and **1 month to 12 months** (2025 : 1 month to 12 months) respectively.

The effective interest rates per annum and maturities of the short term money market deposit of the Group and of the Company as at the end of the reporting period are **2.22%** (2025: 2.55%) per annum and **1 day** (2025: 1 day) respectively.

The currency profile of cash and bank balances is as follows:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Ringgit Malaysia	**8,704,598**	13,354,912	**189,609**	68,350
Thai Baht	**6,737,951**	8,493,764	**259**	261
United States Dollar	**1,371,275**	2,149,048	**-**	-
Singapore Dollar	**94,155**	407,760	**152**	152
Others	**772**	834	**-**	-
	16,908,751	24,406,318	**190,020**	68,763

15. SHARE CAPITAL

	Number of ordinary shares		Amount	
	2026	2025	**2026**	2025
			RM	RM
Issued and fully paid	**868,281,324**	868,281,324	**135,403,947**	135,403,947

16. RESERVES

		GROUP		COMPANY	
		2026	2025	**2026**	2025
	NOTE	**RM**	RM	**RM**	RM
Non-distributable:					
Foreign currency translation reserve	**16.1**	**2,145,571**	7,704,793	**-**	-
Revaluation reserve	**16.2**	**39,117,618**	36,245,337	**-**	-
Legal reserve	**16.3**	**32,510**	32,510	**-**	-
Warrants reserve	**16.4**	**20,519,636**	20,519,636	**20,519,636**	20,519,636
Other capital reserve	**16.5**	**5,120,000**	5,120,000	**-**	-
		66,935,335	69,622,276	**20,519,636**	20,519,636

16.1 Foreign currency translation reserve

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

16.2 Revaluation reserve

	GROUP	
	2026	2025
	RM	RM
Balance at beginning	**36,245,337**	36,608,323
Revaluation of land and building	**4,920,638**	-
Attributable of non-controlling interests	**(737,205)**	-
Realisation of revaluation surplus upon depreciation	**(352,310)**	(362,986)
Deferred tax impact on revaluation surplus	**(958,842)**	-
Balance at end	**39,117,618**	36,245,337

This is in respect of revaluation surplus net of deferred tax arising from the revaluation of the Group's freehold land, leasehold land and buildings and is non-distributable.

16.3 Legal reserve

Legal reserve was set up in prior years upon payment of dividends of RM650,210 by a subsidiary in Thailand. The amount transferred from retained profits to the legal reserve is fixed at 5% of the subsidiary's retained profits at each dividend payment date. This transfer is mandatory until the reserve reaches 10% of the subsidiary's issued and fully paid capital.

16. **RESERVES (CONT'D)**

16.4 **Warrants reserve**

Warrants reserve represents the fair value of the warrants issued pursuant to rights issue exercise undertaken by the Company.

In the financial year 2024, the Company had issued 433,818,947 warrants in conjunction with the issuance of rights shares.

The warrant is constituted by a deed poll dated 29 January 2024 ("Deed Poll"). The salient features of the warrant are as follows:

(i) The warrants are detachable and separately tradable;

(ii) Each warrant entitles the holder to subscribe for 1 new ordinary share in the Company at an exercise price of RM0.09;

(iii) The warrants are exercisable over a period of 5 years until 7 March 2029;

(iv) The exercise price and the number of warrants are subject to adjustment in the event of alteration to the share capital of the Company in accordance with the provisions in the Deed Poll;

(v) The warrant holders are not entitled to any voting rights or participation in any form of dividends, distributions and/or offer of securities in the Company until and unless such warrant holders exercise their warrants into new ordinary shares; and

(vi) The new ordinary shares to be issued upon exercise of the warrants, shall upon issuance and allotment, rank *pari passu* with the then existing ordinary shares.

The movement of the warrants during the financial year are as follows:

	Number of warrants			
	Balance at 1.4.2025	**Issuance**	**Lapsed**	**Balance at 31.3.2026**
Warrants expiring 7 March 2029	**433,818,947**	**-**	**-**	**433,818,947**

16.5 **Other capital reserve**

Other capital reserve arose as a result of the capitalisation of retained profits for bonus issues made by subsidiaries.

17. **RETIREMENT BENEFIT OBLIGATIONS**

The Group operates an unfunded, defined benefit plan – Retirement Benefit Scheme ("the Scheme") for eligible employees in Thailand. Under the Scheme, eligible employees are entitled to retirement benefits upon attaining their retirement age. The Group's obligation under the Scheme is determined based on the latest actuarial valuation by an independent actuary.

The amounts recognised in the statements of financial position are determined as follows:

	GROUP	
	2026	2025
	RM	RM
Present value of defined benefit plan, representing net liability under non-current liabilities	**3,432,639**	3,027,914

17. **RETIREMENT BENEFIT OBLIGATIONS (CONT'D)**

The amounts recognised in the profit and loss are as follows:

	GROUP	
	2026	2025
	RM	RM
Current service cost	**334,605**	281,830
Past service cost	**138,601**	-
Interest cost	**50,683**	79,428
	523,889	361,258

The movement of the defined benefit plan is as follows:

	GROUP	
	2026	2025
	RM	RM
Balance at beginning	**3,027,914**	3,229,796
Recognised in profit or loss	**523,889**	361,258
Recognised in other comprehensive income	**177,036**	-
Paid during the financial year	**(86,250)**	(583,750)
Exchange differences	**(209,950)**	20,610
Balance at end	**3,432,639**	3,027,914

The principal actuarial assumptions used in determining the defined benefit plan are as follows:

	GROUP	
	2026	2025
	%	%
Discount rate	**2.20**	2.50
Expected salary increment rate	**6.00**	6.00

The following table demonstrates the sensitivity analysis of the Group if significant actuarial assumptions at the end of the reporting period changed by one hundred (100) basis points with all other variables held constant:

	GROUP			
	2026	2025	**2026**	2025
	%	%	**RM**	RM
Discount rate increase	**1**	1	**(287,340)**	(285,140)
Discount rate decrease	**(1)**	(1)	**329,015**	322,804
Expected salary increment rate increase	**1**	1	**313,257**	344,202
Expected salary increment rate decrease	**(1)**	(1)	**(228,915)**	(309,159)

17. RETIREMENT BENEFIT OBLIGATIONS (CONT'D)

The expected payments to the defined benefit plan in future years are as follows:

	GROUP	
	2026	2025
	RM	RM
Within next 12 months	**426,325**	9,091
Between 2 to 5 years	**307,842**	795,322
Beyond 5 years	**2,731,595**	7,322,556
	3,465,762	8,126,969

The average duration of the defined benefit plan obligation at the end of the reporting period is **9.13 years** (2025: 9.90 years).

18. BORROWINGS

	GROUP	
	2026	2025
	RM	RM
Non-current liabilities		
Secured:		
Finance lease liabilities		
Minimum payments:		
Within one year	**1,290,189**	1,277,333
More than one year and less than two years	**1,213,328**	1,168,019
More than two years and less than five years	**313,796**	1,124,133
	2,817,312	3,569,485
Future finance charges	**(172,299)**	(256,378)
	2,645,014	3,313,107
Amount due within one year included under current liabilities	**(1,192,481)**	(1,135,583)
	1,452,533	2,177,524
Term loans		
Total amount repayable	**43,715,449**	41,295,109
Amount due within one year included under current liabilities	**(5,381,792)**	(2,944,740)
	38,333,657	38,350,369
	39,786,190	40,527,893
Current liabilities		
Secured:		
Bank overdrafts	**6,824,634**	1,556,465
Bankers' acceptance	**9,158,153**	5,991,222
Finance lease liabilities	**1,192,481**	1,135,583
Revolving credit	**3,461,646**	9,956,737
Term loans	**5,381,792**	2,944,740
Trust receipt	**6,189,132**	4,432,949
	32,207,838	26,017,696
Total borrowings	**71,994,028**	66,545,589

18. **BORROWINGS (CONT'D)**

The borrowings are secured by way of:

(i) Legal charges over certain subsidiaries' freehold land, leasehold land, buildings, plant and machinery as disclosed in Note 4 to the financial statements;
(ii) Legal charges over certain subsidiaries' investment properties as disclosed in Note 5 to the financial statements;
(iii) Deposits with licensed banks of the Group as disclosed in Note 14 to the financial statements;
(iv) Corporate guarantee of the Company and certain subsidiaries; and
(v) Leased assets as disclosed in Note 4 to the financial statements.

The currency profile of borrowings is as follows:

	GROUP	
	2026	2025
	RM	RM
Ringgit Malaysia	**56,167,102**	56,512,148
Thai Baht	**15,826,926**	10,033,441
	71,994,028	66,545,589

A summary of the effective interest rates and maturities of the borrowings is as follows:

	Effective interest rates per annum (%)	**Total RM**	**Within one year RM**	**More than one year and less than two years RM**	**More than two years and less than five years RM**	**More than five years RM**
GROUP						
2026						
Bank overdrafts	**7.10 - 7.99**	**6,824,634**	**6,824,634**	**-**	**-**	**-**
Bankers' acceptance	**3.21 - 5.60**	**9,158,153**	**9,158,153**	**-**	**-**	**-**
Finance lease liabilities	**2.76 - 6.46**	**2,645,014**	**1,192,481**	**1,167,778**	**284,755**	**-**
Revolving credit	**4.69 - 4.81**	**3,461,646**	**3,461,646**	**-**	**-**	**-**
Term loans	**4.39 - 6.28**	**43,715,449**	**5,381,792**	**3,479,426**	**10,578,624**	**24,275,607**
Trust receipts	**4.81**	**6,189,132**	**6,189,132**	**-**	**-**	**-**
2025						
Bank overdrafts	7.40 - 7.58	1,556,465	1,556,465	-	-	-
Bankers' acceptance	3.28 - 5.65	5,991,222	5,991,222	-	-	-
Finance lease liabilities	2.65 - 4.48	3,313,107	1,135,583	1,085,200	1,092,324	-
Revolving credit	4.81 - 5.25	9,956,737	9,956,737	-	-	-
Term loans	4.47 - 6.28	41,295,109	2,944,740	4,324,593	7,397,846	26,627,930
Trust receipts	4.81	4,432,949	4,432,949	-	-	-

19. TRADE AND OTHER PAYABLES

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Trade payables				
Third parties	**23,855,815**	16,763,605	**-**	-
Other payables				
Sundry payables	**2,769,406**	3,150,910	**47,262**	6,243
Amount due to subsidiaries	**-**	-	**1,749,705**	2,172,667
Accruals	**3,471,487**	3,417,610	**238,589**	298,238
Amount due to directors	**-**	105,000	**-**	-
Deposits received	**836,815**	1,088,752	**-**	-
	7,077,708	7,762,272	**2,035,556**	2,477,148
Total trade and other payables	**30,933,523**	24,525,877	**2,035,556**	2,477,148

The currency profile of trade and other payables is as follows:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Ringgit Malaysia	**19,235,174**	8,907,536	**2,035,556**	2,477,148
Thai Baht	**10,727,992**	14,640,638	**-**	-
United States Dollar	**895,646**	651,144	**-**	-
Singapore Dollar	**15,383**	300,571	**-**	-
Other	**59,328**	25,988	**-**	-
	30,933,523	24,525,877	**2,035,556**	2,477,148

Trade payables of the Group are non-interest bearing and are normally settled within **30 to 90 days** (2025: 30 to 90 days) credit terms.

The amount due to subsidiaries are unsecured, non-interest bearing, repayable on demand and to be settled in cash except for **RM72,693** (2025: RM378,750) on which interest is charged at **3.30%** (2025: 3.30%) per annum.

The amount due to directors of the Group was unsecured, non-interest bearing and repayable on demand.

20. REVENUE

20.1 Disaggregated revenue information

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Types of goods or service				
Sale of goods	**182,287,149**	182,223,029	**-**	-
Cleanroom services and contract manufacturing	**16,421,550**	13,598,686	**-**	-
Mould income	**356,901**	434,130	**-**	-
Management fees	**-**	-	**2,456,110**	4,296,000
Total revenue from contracts with customers	**199,065,600**	196,255,845	**2,456,110**	4,296,000
Dividend income	**-**	-	**5,313,562**	-
Rental income	**1,069,500**	2,001,000	**-**	-
Total other revenue	**1,069,500**	2,001,000	**5,313,562**	-
Total revenue	**200,135,100**	198,256,845	**7,769,672**	4,296,000
Geographical markets				
Thailand	**97,926,069**	97,641,494	**-**	-
Malaysia	**77,830,022**	77,396,622	**2,456,110**	4,296,000
Singapore	**14,931,254**	14,893,507	**-**	-
United Kingdom	**4,520,620**	2,002,954	**-**	-
Indonesia	**1,582,002**	1,626,329	**-**	-
United States of America	**1,212,698**	1,537,135	**-**	-
United Arab Emirates	**509,182**	512,887	**-**	-
Africa	**275,416**	-	**-**	-
Taiwan	**157,493**	263,291	**-**	-
Philippine	**109,517**	-	**-**	-
China	**9,824**	121,496	**-**	-
Europe	**1,503**	207,780	**-**	-
Vietnam	**-**	10,753	**-**	-
Others	**-**	41,597	**-**	-
Total revenue from contracts with customers	**199,065,600**	196,255,845	**2,456,110**	4,296,000
Timing of revenue recognition				
Revenue recognised at a point in time	**199,065,600**	196,255,845	**-**	-
Revenue recognised over time	**-**	-	**2,456,110**	4,296,000
Total revenue from contracts with customers	**199,065,600**	196,255,845	**2,456,110**	4,296,000

20. REVENUE (CONT'D)

20.2 Contract balances

	GROUP	
	2026	2025
	RM	RM
Trade receivables (Note 10)	**38,067,699**	32,686,678
Contract assets (Note 12)	**653,352**	638,152

20.3 Performance obligations

The performance obligations to recognise revenue are as follows:

(i) **Sale of goods**

Revenue from sale of goods is recognised at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods.

(ii) **Cleanroom services and contract manufacturing**

Revenue from cleanroom services and contract manufacturing is recognised at a point in time when services are rendered to the customer and coincides with the acceptance by customers.

(iii) **Mould income**

Revenue from mould income is recognised at a point in time when control of the mould is transferred to the customer, generally on delivery of the mould.

(iv) **Management fee**

Management fee is recognised when services are rendered.

21. OTHER INCOME

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Gain on disposal of property, plant and equipment	**190,737**	38,651	**77,600**	-
Insurance claims	**-**	310	**-**	-
Lease modification	**105,332**	10,619	**-**	-
Others	**94,988**	381,232	**-**	-
Rental income	**78,720**	54,000	**-**	-
Reversal of allowance for expected credit losses on trade and other receivables	**129,370**	84,017	**45,853,888**	-
Sales commission	**407,314**	397,819	**-**	-
Scrap sales	**2,457,938**	2,529,220	**-**	-
	3,464,399	3,495,868	**45,931,488**	-

22. EMPLOYEE BENEFITS EXPENSE

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Fees	**301,900**	393,555	**273,000**	262,710
Salaries, wages, bonus and allowances	**35,061,812**	34,146,486	**1,413,399**	2,900,667
Defined contribution plan ("EPF")	**1,703,728**	1,751,981	**119,405**	275,662
Social security contribution ("SOCSO")	**577,053**	552,873	**10,113**	19,307
Employment insurance scheme ("EIS")	**15,006**	18,939	**986**	1,926
Defined benefit plan (Note 17)	**523,889**	361,258	**-**	-
Other benefits	**2,353,620**	2,333,928	**21,439**	47,812
	40,537,008	39,559,020	**1,838,342**	3,508,084

Included in the employee benefits expense of the Group and of the Company is directors' remuneration as follows:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Executive directors of the Company:				
- Fees	**2,000**	-	**-**	-
- Salaries, bonus and allowances	**852,010**	254,630	**110,000**	72,000
- EPF	**101,522**	30,344	**12,600**	8,400
- SOCSO	**4,999**	2,500	**729**	625
- EIS	**571**	285	**83**	71
	961,102	287,759	**123,412**	81,096
Non-executive directors of the Company:				
- Fees	**277,000**	262,710	**273,000**	262,710
- Allowances	**32,500**	46,000	**32,500**	46,000
	309,500	308,710	**305,500**	308,710
Executive directors of subsidiaries:				
- Fees	**25,900**	130,845	**-**	-
- Salaries, bonus and allowances	**3,128,737**	2,937,116	**365,000**	562,500
- EPF	**162,160**	147,633	**14,600**	22,500
- SOCSO	**3,393**	4,061	**521**	-
- EIS	**286**	370	**-**	-
	3,320,476	3,220,025	**380,121**	585,000
Total directors' remuneration	**4,591,078**	3,816,494	**809,033**	974,806

22. EMPLOYEE BENEFITS EXPENSE (CONT'D)

The directors' remuneration can be further analysed as:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Present directors:				
- Executive	**4,281,578**	3,271,522	**503,533**	666,096
- Non-executive	**309,500**	252,000	**305,500**	252,000
	4,591,078	3,523,522	**809,033**	918,096
Past directors:				
- Executive	**-**	236,262	**-**	-
- Non-executive	**-**	56,710	**-**	56,710
	-	292,972	**-**	56,710
	4,591,078	3,816,494	**809,033**	974,806

23. FINANCE COSTS

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Accretion of interest on lease liabilities	**104,191**	130,708	**-**	-
Interest expenses on:				
- amount due to subsidiaries	**-**	-	**21,404**	52,613
- finance lease liabilities	**159,117**	202,661	**-**	-
- other banks borrowings	**1,495,037**	1,320,377	**-**	26,459
- term loans	**2,128,424**	1,573,776	**-**	-
Less: Capitalised in property, plant and equipment (Note 4)	**(67,679)**	(330,710)	**-**	-
	3,819,090	2,896,812	**21,404**	79,072

24. FINANCE INCOME

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Interest income from:				
- amounts due from subsidiaries	**-**	-	**747,808**	1,444,944
- deposits with licensed banks	**133,444**	265,637	**14,926**	132,836
	133,444	265,637	**762,734**	1,577,780

25. (LOSS)/PROFIT BEFORE TAX

This is arrived at:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
After charging:				
Auditors' remuneration				
- Statutory audit				
- Grant Thornton Malaysia PLT				
- Current year	**358,000**	300,000	**152,000**	142,000
- Over provision in prior year	**-**	(3,000)	**-**	-
- Other auditors	**172,961**	179,642	**-**	-
- Assurance related and non-audit services				
- Grant Thornton Malaysia PLT	**5,000**	5,000	**5,000**	5,000
- Affiliate of Grant Thornton Malaysia PLT	**-**	62,100	**-**	7,500
Bad debts written off	**-**	73,867	**-**	-
License fees	**1,000,000**	500,000	**900,000**	500,000
Property, plant and equipment written off	**28,814**	5,266	**28,814**	-

26. TAXATION

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Statements of comprehensive income:				
Based on results for the financial year				
- Current tax				
- Malaysian income tax	**(337,698)**	(343,516)	**-**	(144,273)
- Foreign tax	**(859,654)**	(17,317)	**-**	-
	(1,197,352)	(360,833)	**-**	(144,273)
- Deferred tax relating to the origination and reversal of temporary differences	**460,787**	(270,414)	**-**	-
	(736,565)	(631,247)	**-**	(144,273)
(Under)/Over provision in prior year				
- Current tax	**36,313**	83,381	**41,927**	-
- Deferred tax	**(138,740)**	(1,115,846)	**-**	-
	(102,427)	(1,032,465)	**41,927**	-
Tax expense recognised in profit or loss	**(838,992)**	(1,663,712)	**41,927**	(144,273)

26. TAXATION (CONT'D)

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Deferred tax relate to items recognised in other comprehensive income (Note 9)				
Revaluation of land and buildings	**958,842**	-	**-**	-

Taxation for other jurisdiction is calculated at the rate prevailing in that jurisdiction.

The reconciliation of tax expense of the Group and of the Company is as follows:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
(Loss)/Profit before tax	**(5,884,474)**	(22,806,812)	**19,015,045**	(44,752,875)
Income tax at Malaysian statutory tax rate of 24%	**1,412,274**	5,473,635	**(4,563,611)**	10,740,690
Effect of tax rate in foreign jurisdiction	**132,268**	49,601	**-**	-
Income not subject to tax	**1,149,082**	54,960	**12,344,856**	-
Expenses not deductible for tax purposes	**(2,533,886)**	(5,461,113)	**(7,589,945)**	(10,870,348)
Effect of double deduction	**-**	6,510	**-**	-
Utilisation of unrecognised unused tax losses and unabsorbed allowances	**257,054**	1,020,634	**-**	-
Deferred tax assets not recognised	**(780,796)**	(1,878,490)	**(191,300)**	(14,615)
Annual crystallisation of deferred tax on revaluation reserve	**100,347**	103,016	**-**	-
Effect of real property gains tax applied on the fair value changes of the investment properties	**(472,908)**	-	**-**	-
	(736,565)	(631,247)	**-**	(144,273)
(Under)/Over provision in prior year	**(102,427)**	(1,032,465)	**41,927**	-
Tax expense recognised in profit or loss	**(838,992)**	(1,663,712)	**41,927**	(144,273)

27. LOSS PER SHARE

Basic loss per share

Basic loss per share of the Group is calculated by dividing the loss attributable to owners of the Company for the financial year by the weighted average number of ordinary shares in issue during the financial year as follows:

	GROUP	
	2026	2025
Loss attributable to owners of the Company (RM)	**(6,569,037)**	(24,106,277)
Weighted average number of ordinary shares in issue	**868,281,324**	868,281,324
Basic loss per share (in sen)	**(0.76)**	(2.78)

The dilutive loss per share in the current year equals the basic loss per share due to the anti-dilutive effect of the warrants which have been ignored in calculating the diluted loss per share.

28. SEGMENTAL INFORMATION

Business Segments

Business segments are based on the Group's management and internal reporting structure.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

The Group has arrived at three reportable segments divided by the customers' industries that are organised and managed separately according to the nature of products and services, specific expertise and technologies requirements, which requires different business and marketing strategies. The reportable segments are summarised as follows:

	Reportable segments by customers' industries	Description
(i)	Healthcare	End-to-end packaging and design solutions primarily supporting customers in the healthcare industry.
(ii)	Electrical and electronics	End-to-end packaging and design solutions, precision polymer engineering services, cleanroom services and contract manufacturing primarily supporting customers in the electrical and electronics industry.
(iii)	Other industries	End-to-end packaging and design solutions and supply of goods and services primarily supporting customers in the automotive, food and beverage and other manufacturing industries.

Other operating segments that do not meet the quantitative thresholds of an individual reporting segment consist of investment holding and others.

Performance is measured based on segment operating profit as included in the internal management reports that are reviewed by the Group's Chief Executive Officer (the chief operating decision maker). 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. Management monitors the operating results of its business units separately for the purpose of making decision about resource allocation and performance assessment.

Inter-segment revenue is priced along the same lines as sales to external customers and is eliminated in the consolidated financial statements. These policies have been applied consistently throughout the current financial year and previous financial year.

Segment assets exclude tax assets and unallocated assets.

Segment liabilities exclude tax liabilities and unallocated liabilities.

28. **SEGMENTAL INFORMATION (CONT'D)**

By business segments divided by the customers' industries

2026

	Healthcare RM	Electrical and electronics RM	Other industries RM	Others RM	Elimination RM	Note	Total RM
Revenue							
External sales	**62,106,652**	**89,803,319**	**48,225,129**	**-**			**200,135,100**
Inter-segment sales	**-**	**7,769,672**	**-**	**-**	**(7,769,672)**	**A**	**-**
Total revenue	**62,106,652**	**97,572,991**	**48,225,129**	**-**	**(7,769,672)**		**200,135,100**
Results							
Segment results	**3,953,408**	**5,223,675**	**2,770,682**	**(6,574,326)**	**-**		**5,373,439**
Fair value loss on other investments							**(7,572,267)**
Operating loss							**(2,198,828)**
Finance costs							**(3,819,090)**
Finance income							**133,444**
Loss before tax							**(5,884,474)**
Taxation							**(838,992)**
Loss for the financial year							**(6,723,466)**
Assets							
Segment assets	**86,972,289**	**167,881,315**	**43,255,312**	**3,143,779**	**-**		**301,252,695**
Other investments							**25,707,025**
Current tax assets							**910,006**
Deferred tax assets							**40,287**
Total assets							**327,910,013**
Liabilities							
Segment liabilities	**18,696,575**	**64,321,558**	**24,529,319**	**488,712**	**-**		**108,036,164**
Current tax liabilities							**275,269**
Deferred tax liabilities							**13,578,067**
Total liabilities							**121,889,500**
Other segment information							
Additions to non-current assets	**10,041,641**	**8,553,854**	**733,649**	**-**	**-**	**B**	**19,329,144**
Depreciation of:							
- property, plant and equipment	**2,731,849**	**4,424,139**	**2,428,273**	**101,535**	**-**		**9,685,796**
- right-of-use assets	**173,810**	**348,320**	**294,931**	**-**	**-**		**817,061**
Impairment loss on property, plant and equipment	**-**	**3,216,144**	**-**	**-**	**-**		**3,216,144**

28. **SEGMENTAL INFORMATION (CONT'D)**

By business segments divided by the customers' industries (Cont'd)

2026

	Healthcare RM	Electrical and electronics RM	Other industries RM	Others RM	Elimination RM	Note	Total RM
Non-cash (income)/expenses other than depreciation and impairment of property, plant equipment							
- Allowance for expected credit losses on trade and other receivables	**29,876**	**615,105**	**348,215**	**-**	**-**		**993,196**
- Defined benefit plan	**177,767**	**143,874**	**202,248**	**-**	**-**		**523,889**
- Fair value gain on investment properties	**-**	**(4,474,075)**	**(255,000)**	**-**	**-**		**(4,729,075)**
- Unrealised loss on foreign exchange	**335,144**	**(295)**	**51,776**	**-**	**-**		**386,625**
2025							
Revenue							
External sales	63,277,095	79,731,770	45,747,980	9,500,000	-		198,256,845
Inter-segment sales	-	4,296,000	-	-	(4,296,000)	A	-
Total revenue	63,277,095	84,027,770	45,747,980	9,500,000	(4,296,000)		198,256,845
Results							
Segment results	4,930,412	(297,209)	873,469	(10,668,423)	-		(5,161,751)
Fair value loss on other investments							(15,013,886)
Operating loss							(20,175,637)
Finance costs							(2,896,812)
Finance income							265,637
Loss before tax							(22,806,812)
Taxation							(1,663,712)
Loss for the financial year							(24,470,524)
Assets							
Segment assets	90,057,645	159,654,768	36,997,653	3,611,733	-		290,321,799
Other investments							31,036,244
Current tax assets							2,305,723
Deferred tax assets							40,287
Total assets							323,704,053

28. **SEGMENTAL INFORMATION (CONT'D)**

By business segments divided by the customers' industries (Cont'd)

2025

	Healthcare RM	Electrical and electronics RM	Other industries RM	Others RM	Elimination RM	Note	Total RM
Liabilities							
Segment liabilities	13,215,589	63,821,425	18,729,858	357,468	-		96,124,340
Deferred tax liabilities							12,941,272
Total liabilities							109,065,612
Other segment information							
Additions to non-current assets	2,976,061	24,461,466	3,339,306	171,159	-	B	30,947,992
Depreciation of:							
- property, plant and equipment	2,456,631	3,933,812	2,290,095	120,128	-		8,800,666
- right-of-use assets	173,810	679,641	277,164	646,121	-		1,776,736
Non-cash expenses other than depreciation							
- Allowance for expected credit losses on trade and other receivables	-	2,209,165	198,490	-	-		2,407,655
- Defined benefit plan	125,286	136,194	99,778	-	-		361,258

A Inter-segment revenues are eliminated on consolidation.

B Additions to non-current assets consist of total costs incurred to acquire property, plant and equipment and investment properties. It excludes the additions of right-of-use assets, financial instruments and deferred tax assets.

By geographical segments

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers as disclosed in Note 20.1 to the financial statements. Segment assets are based on the geographical location of assets.

	Non-current assets	
	2026 RM	2025 RM
Malaysia	**128,058,630**	118,963,053
Thailand	**78,713,578**	77,291,074
	206,772,208	196,254,127

Information about major customers

Total revenue from **1** (2025: 1) major customer which individually contributed to 10% or more of the Group's revenue from the supply of end-to-end packaging and design solutions, amounted to **RM31,126,973** (2025: RM31,624,981).

29. CAPITAL COMMITMENTS

	GROUP	
	2026	2025
	RM	RM
Approved but not provided for:		
- Leasehold land and buildings	**6,997,912**	3,870,000
- Plant and machinery	**1,777,185**	1,989,447
- Renovation	**-**	48,755

30. RELATED PARTY DISCLOSURES

(i) Identity of related party

The Group has related party relationship with its subsidiaries, key management personnel and the following parties:

Related parties	**Relationship**
AT Precision Tooling Sdn. Bhd.	A subsidiary of the corporate shareholder of the Company.
Key Alliance Group Berhad	Companies in which a director of the Company, Mr. Roy Ho Yew Kee, has directorship.
General Labels & Labelling (JB) Sdn. Bhd.	
Komark International (M) Sdn. Bhd.	
Komark Mask (M) Sdn. Bhd.	
Wangsa Interaktif Sdn. Bhd.	A company in which a director of certain subsidiaries, Mr. Low Chee Min, has directorship.

(ii) Related party transactions

Related party transactions have been entered into at terms agreed between the parties during the financial year.

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Advance rental paid to Komark International (M) Sdn. Bhd.	**240,000**	-	**-**	-
Net advances to subsidiaries	**-**	-	**21,196,671**	21,164,000
Interest paid/payable to subsidiaries	**-**	-	**21,404**	52,613
Interest income from subsidiaries	**-**	-	**747,808**	1,444,944
Management fees from subsidiaries	**-**	-	**2,456,110**	4,296,000
Transfer of equipment to a subsidiary	**-**	-	**171,469**	-

30. **RELATED PARTY DISCLOSURES (CONT'D)**

(ii) **Related party transactions (Cont'd)**

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Sales to:				
- AT Precision Tooling Sdn. Bhd.	**-**	136,510	**-**	-
- Komark International (M) Sdn. Bhd.	**70,369**	-	**-**	-
Purchase from:				
- General Labels & Labelling (JB) Sdn. Bhd.	**87,567**	16,240	**-**	-
- Komark International (M) Sdn. Bhd.	**190,636**	513,334	**-**	-
- Komark Mask (M) Sdn. Bhd.	**150,000**	432	**-**	-
- Wangsa Interaktif Sdn. Bhd.	**-**	301,019	**-**	-
License fees paid to Komark International (M) Sdn. Bhd.	**1,000,000**	500,000	**900,000**	500,000
Purchase of motor vehicle from Key Alliance Group Berhad	**-**	152,000	**-**	-
Rental income received from AT Precision Tooling Sdn. Bhd.	**808,800**	876,200	**-**	-
Renovation services rendered by Pasukhas Sdn. Bhd.	**-**	17,872,957	**-**	-

(iii) **Compensation of key management personnel**

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company either directly or indirectly.

The remuneration of the directors and key management personnel during the financial year is as follows:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Fees	**304,900**	393,555	**273,000**	262,710
Salaries, allowances and bonus	**4,251,828**	3,237,746	**599,758**	680,500
EPF	**292,317**	177,977	**38,276**	30,900
SOCSO	**9,330**	6,560	**1,667**	625
EIS	**965**	656	**131**	71
	4,859,340	3,816,494	**912,832**	974,806

30. **RELATED PARTY DISCLOSURES (CONT'D)**

(iii) **Compensation of key management personnel (Cont'd)**

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Analysed as:				
- Directors	**4,591,078**	3,816,494	**428,912**	389,806
- Key management personnel	**268,262**	-	**483,920**	585,000
	4,859,340	3,816,494	**912,832**	974,806

31. **FINANCIAL INSTRUMENTS**

31.1 **Categories of financial instruments**

The table below provides an analysis of financial instruments categorised as amortised cost ("AC") and fair value through profit or loss ("FVTPL").

	Carrying amount	**AC**	**FVTPL**
	RM	**RM**	**RM**
GROUP			
2026			
Financial assets			
Trade and other receivables, excluding prepayments	**41,377,706**	**41,377,706**	**-**
Other investments	**25,707,025**	**-**	**25,707,025**
Cash and bank balances	**16,908,751**	**16,908,751**	**-**
	83,993,482	**58,286,457**	**25,707,025**
Financial liabilities			
Borrowings	**71,994,028**	**71,994,028**	**-**
Trade and other payables	**30,933,523**	**30,933,523**	**-**
	102,927,551	**102,927,551**	**-**
2025			
Financial assets			
Trade and other receivables, excluding prepayments	36,539,709	36,539,709	-
Other investments	31,036,244	-	31,036,244
Cash and bank balances	24,406,318	24,406,318	-
	91,982,271	60,946,027	31,036,244
Financial liabilities			
Borrowings	66,545,589	66,545,589	-
Trade and other payables	24,525,877	24,525,877	-
	91,071,466	91,071,466	-

31. FINANCIAL INSTRUMENTS (CONT'D)

31.1 Categories of financial instruments (Cont'd)

The table below provides an analysis of financial instruments categorised as amortised cost ("AC") and fair value through profit or loss ("FVTPL"). (Cont'd)

	Carrying amount	AC	FVTPL
	RM	RM	RM
COMPANY			
2026			
Financial assets			
Trade and other receivables	**15,283,302**	**15,283,302**	**-**
Cash and bank balances	**190,020**	**190,020**	**-**
	15,473,322	**15,473,322**	**-**
Financial liability			
Trade and other payables	**2,035,556**	**2,035,556**	**-**
2025			
Financial assets			
Trade and other receivables, excluding prepayments	36,794,721	36,794,721	-
Other investments	2,504	-	2,504
Cash and bank balances	68,763	68,763	-
	36,865,988	36,863,484	2,504
Financial liability			
Trade and other payables	2,477,148	2,477,148	-

31.2 Financial risk management

The Group and the Company are exposed to a variety of financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk, interest rate risk, foreign currency risk and equity price risk. The Group and the Company operate within clearly defined guidelines that are approved by the Board and the Group's policy is not to engage in speculative activities.

31.3 Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group and to the Company. The Group's exposure to credit risk arises principally from its trade receivables whilst the Company's exposure to credit risk arises principally from advances to its subsidiaries and financial guarantees provided to financial institutions in respect of credit facilities granted to certain subsidiaries.

31.3.1 Trade receivables

The Group gives its customers credit terms that range between **7 to 90 days** (2025: 7 to 90 days). In deciding whether credit shall be extended, the Group will take into consideration factors such as relationship with the customer, its payment history and credit worthiness. The Group subjects new customers to credit verification procedures. In addition, receivables balances are monitored on an on-going basis with the result that the Group's exposure to bad debts is not significant.

The maximum exposure to credit risk arising from trade receivables is represented by the carrying amount as disclosed in Note 10 to the financial statements.

31. FINANCIAL INSTRUMENTS (CONT'D)

31.3 Credit risk (Cont'd)

31.3.1 Trade receivables (Cont'd)

The ageing analysis of trade receivables of the Group as at the end of the reporting period is as follows:

	Gross	Allowance for ECLs	Net
	RM	RM	RM
GROUP			
2026			
Not past due	**30,064,409**	**-**	**30,064,409**
1 to 30 days past due	**5,751,761**	**-**	**5,751,761**
31 to 60 days past due	**1,194,985**	**-**	**1,194,985**
61 to 90 days past due	**577,017**	**-**	**577,017**
More than 90 days past due	**583,948**	**-**	**583,948**
	8,107,711	**-**	**8,107,711**
Impaired	**864,514**	**(864,514)**	**-**
	39,036,634	**(864,514)**	**38,172,120**
2025			
Not past due	25,136,194	-	25,136,194
1 to 30 days past due	5,120,940	-	5,120,940
31 to 60 days past due	967,409	-	967,409
61 to 90 days past due	590,372	-	590,372
More than 90 days past due	871,763	-	871,763
	7,550,484	-	7,550,484
Impaired	361,351	(361,351)	-
	33,048,029	(361,351)	32,686,678

Trade receivables that are neither past due nor impaired are creditworthy customers with good payment record with the Group. None of the Group's trade receivables that are neither past due nor impaired have been renegotiated during the financial year.

The Group has trade receivables amounting to **RM8,107,711** (2025: RM7,550,484) that are past due but not impaired as the management is of the view that these debts will be collected in due course.

The allowance account in respect of trade receivables is used to record impairment losses. Unless the Group is satisfied that recovery of the amount is possible, the amount considered irrecoverable is written off against the receivable directly.

The Group has no significant concentration of credit risk in the form of outstanding balance due from the customers.

Maximum exposure to credit risk

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

31. FINANCIAL INSTRUMENTS (CONT'D)

31.3 Credit risk (Cont'd)

31.3.1 Trade receivables (Cont'd)

	Gross	Allowance for ECLs	Net
	RM	RM	RM
Credit risk rating			
GROUP			
2026			
Low risk	**38,721,051**	**-**	**38,721,051**
Individually impaired	**968,935**	**(968,935)**	**-**
	39,689,986	**(968,935)**	**38,721,051**
2025			
Low risk	33,324,830	-	33,324,830
Individually impaired	361,351	(361,351)	-
	33,686,181	(361,351)	33,324,830

In managing the credit risk of the trade receivables and contract assets, the Group manages its debtors and takes appropriate actions (including but not limited to legal actions) to recover long overdue balances. The Group measures the allowance for ECLs of trade receivables and contract assets at an amount equal to lifetime ECL using a simplified approach. The ECLs on trade receivables and contract assets are estimated based on past default experience and an analysis of the trade receivables' and contract assets' current financial position, adjusted for factors that are specific to the trade receivables and contract assets such as liquidation and bankruptcy. Forward looking information such as gross domestic product rate has been incorporated in determining the ECLs.

Trade receivables are usually collectible and the Group does not have much historical bad debts written off or impairment of trade receivables and contract assets. There are circumstances where the settlement of trade receivables will take longer than the credit terms given to the customers. The delay in settlement is mainly due to disagreement of pricing and quality issue or administrative matter. No ECLs is provided for the low credit risk trade receivables during the financial year based on the above assessment as the impact to the Group's financial statements is not material.

31.3.2 Intercompany balances

The Company provides advances to its subsidiaries and monitors their results regularly.

The maximum exposure to credit risk is represented by the carrying amount as disclosed in Note 10 to the financial statements.

As at the end of the reporting period, there was no indication that the advances to the subsidiaries are not recoverable except for the impairment made for advance to the subsidiaries which the Company deems uncollectible as disclosed in Note 10 to the financial statements. The Company does not specifically monitor the ageing of these advances.

31. FINANCIAL INSTRUMENTS (CONT'D)

31.3 Credit risk (Cont'd)

31.3.3 Financial guarantees

The Company has issued financial guarantees to financial institutions for banking facilities granted to certain subsidiaries.

	COMPANY	
	2026	2025
	RM	RM
Corporate guarantees issued to financial institutions for banking facilities granted to certain subsidiaries		
- Limit	**132,382,402**	132,382,402
- Maximum exposure	**71,365,597**	66,545,589

The Company monitors on an ongoing basis the results of the subsidiaries and repayments made by the subsidiaries. As at the end of the reporting period, there was no indication that the subsidiaries would default on repayment. The directors considered that the fair value of the financial guarantee contracts on initial recognition is insignificant.

31.4 Liquidity risk

Liquidity risk is the risk that the Group and the Company will not be able to meet their financial obligations as and when they fall due. The Group and the Company actively manage their debt maturity profile, operating cash flows and availability of funding so as to ensure that all repayment and funding needs are met. As part of their overall prudent liquidity management, the Group and the Company maintain sufficient levels of cash and cash equivalents to meet their working capital requirements.

The table below summarises the maturity profile of the Group's and the Company's financial liabilities as at the end of the reporting period based on the undiscounted contractual payments:

	Carrying amount	**Contractual cash flows**	**Within one year**	**More than one year and less than five years**	**More than five years**
	RM	**RM**	**RM**	**RM**	**RM**
GROUP					
2026					
Non-derivative financial liabilities					
Borrowings	**71,994,028**	**87,123,829**	**33,863,863**	**21,898,146**	**31,361,820**
Lease liabilities	**1,675,974**	**2,057,697**	**736,957**	**1,320,740**	**-**
Trade and other payables	**30,933,523**	**30,933,523**	**30,933,523**	**-**	**-**
Total undiscounted financial liabilities	**104,603,525**	**120,115,049**	**65,534,343**	**23,218,886**	**31,361,820**

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

31.4 **Liquidity risk (Cont'd)**

	Carrying amount	Contractual cash flows	Within one year	More than one year and less than five years	More than five years
	RM	RM	RM	RM	RM
GROUP (CONT'D)					
2025					
Non-derivative financial liabilities					
Borrowings	66,545,589	82,440,897	27,990,827	20,019,369	34,430,701
Lease liabilities	2,024,960	2,216,697	718,757	1,497,940	-
Trade and other payables	24,525,877	24,525,877	24,525,877	-	-
Total undiscounted financial liabilities	93,096,426	109,183,471	53,235,461	21,517,309	34,430,701
COMPANY					
2026					
Non-derivative financial liabilities					
Trade and other payables	**2,035,556**	**2,035,556**	**2,035,556**	**-**	**-**
* Financial guarantees	**-**	**71,365,597**	**71,365,597**	**-**	**-**
Total undiscounted financial liabilities	**2,035,556**	**73,401,153**	**73,401,153**	**-**	**-**
2025					
Non-derivative financial liabilities					
Trade and other payables	2,477,148	2,477,148	2,477,148	-	-
* Financial guarantees	-	66,545,589	66,545,589	-	-
Total undiscounted financial liabilities	2,477,148	69,022,737	69,022,737	-	-

* This has been included for illustration purpose only as the related financial guarantees have not crystallised as at the end of the reporting period.

31.5 **Interest rate risk**

The Group's and the Company's fixed rate instruments are exposed to a risk of change in their fair value due to changes in interest rates. The Group's and the Company's floating rate instruments are exposed to a risk of change in cash flows due to changes in interest rates.

31. FINANCIAL INSTRUMENTS (CONT'D)

31.5 Interest rate risk (Cont'd)

The interest rate profile of the Group's and of the Company's interest bearing financial instruments based on their carrying amounts as at the end of the reporting period are as follows:

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Fixed rate instruments				
Financial assets	**5,652,385**	9,225,398	**179,821**	60,587
Financial liabilities	**21,453,945**	23,694,015	**-**	-
Floating rate instruments				
Financial assets	**-**	-	**2,956,699**	11,622,712
Financial liabilities	**50,540,083**	42,851,574	**72,693**	378,750

Sensitivity analysis for fixed rate instruments

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

Sensitivity analysis for variable rate instruments

An increase of 20 basis point at the end of the reporting period would have impacted the Group's and the Company's (loss)/profit before tax and equity by the amount shown below, and a corresponding decrease would have an equal but opposite effect. These changes are considered to be reasonably possible based on observation of current market conditions. This analysis assumes that all other variables remain constant.

	GROUP		COMPANY	
	2026	2025	**2026**	2025
	RM	RM	**RM**	RM
Increase/(Decrease) in loss before tax	**101,080**	85,703	**-**	(22,488)
Increase in profit before tax	**-**	-	**5,768**	-
(Decrease)/Increase in equity	**(76,821)**	(65,134)	**4,384**	17,091

31.6 Foreign currency risk

The objectives of the Group's and of the Company's foreign exchange policies are to allow the Group and the Company to manage exposures that arise from trading activities effectively within a framework of controls that does not expose the Group and the Company to unnecessary foreign exchange risks.

The Group is exposed to foreign currency risk mainly on sales and purchases that are denominated in currencies other than the functional currency of the Group entities. The Group and the Company also hold cash and bank balances denominated in foreign currencies for working capital purposes. The currencies giving rise to this risk are primarily United States Dollar ("USD") and Thai Baht ("THB").

Sensitivity analysis for foreign currency risk

The following table demonstrates the sensitivity of the Group's and of the Company's loss before tax and equity to a reasonably possible change in the various exchange rates against the respective functional currencies of the Group entities, with all other variables held constant.

31. FINANCIAL INSTRUMENTS (CONT'D)

31.6 Foreign currency risk (Cont'd)

	GROUP			
	2026		2025	
	Increase/(Decrease)			
	Equity	**Loss before tax**	Equity	Loss before tax
	RM	**RM**	RM	RM
USD/RM - strengthened 5%	**(112,366)**	**(147,850)**	(164,096)	(215,916)
- weakened 5%	**112,366**	**147,850**	164,096	215,916
THB/RM - strengthened 5%	**(3,523,099)**	**(203,359)**	(2,966,572)	(5,754)
- weakened 5%	**3,523,099**	**203,359**	2,966,572	5,754
USD/THB- strengthened 5%	**(56,112)**	**(73,767)**	(59,725)	(78,585)
- weakened 5%	**56,112**	**73,767**	59,725	78,585

	COMPANY			
	2026		2025	
	Increase/(Decrease)			
	Equity	**Loss before tax**	Equity	Loss before tax
	RM	**RM**	RM	RM
THB/RM - strengthened 5%	**(59,528)**	**(78,326)**	(33,261)	(43,764)
- weakened 5%	**59,528**	**78,326**	33,261	43,764

31.7 Equity price risk

Equity price risk is the risk that the fair value or future cash flows of the Group's financial assets designated at FVTPL will fluctuate because of changes in market prices. Equity price risk arises from the Group's investment in quoted shares which are the equity securities quoted in both local and foreign countries.

The Investment Committee ("IC") has been set up to review and recommend to the Board of Directors on any proposed investments. The IC consists of two independent directors and chief financial officer. The IC monitors the equity investments on a portfolio basis. The IC will evaluate the investment in quoted shares after considering:

(i) the objective and rationale of investment in quoted shares;
(ii) the valuation and future prospects of the investment in quoted shares;
(iii) the key risk factors when the quoted shares are invested; and
(iv) the regulatory requirements.

The Board of Directors will approve the investments based on the IC recommendation. The Board of Directors will delegate to the authorised personnel with the approved transaction limit to invest in quoted shares or to dispose of the quoted shares.

Sensitivity analysis for equity price risk

As at the end of the reporting period, if the share price of the quoted equity securities had been 5% higher, with all other variables held constant, would have impacted on the Group's loss before tax and equity by the amount shown below, and a decrease would have an equal but opposite effect, arising as a result of higher/lower fair value gain on investment in quoted shares.

31. FINANCIAL INSTRUMENTS (CONT'D)

31.7 Equity price risk (Cont'd)

	GROUP	
	2026	2025
	RM	RM
Decrease in loss before tax and increase in equity	**1,285,361**	1,551,687

32. FAIR VALUE INFORMATION

The carrying amounts of the financial assets (other than other investments) and financial liabilities of the Group and of the Company as at the end of the reporting period approximate their fair values due to their short term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

The carrying amounts of the non-current portion of finance lease liabilities are reasonable approximation of fair values due to the insignificant impact of discounting.

32.1 Non-financial assets that are measured at fair value

The directors determine the recurring fair values of the Group's freehold land, leasehold land, buildings and investment properties with reference to valuation reports by external independent professional valuers using the market comparison method, investment method and cost method.

Description of valuation techniques used and key inputs to valuation of property, plant and equipment and investment properties:

Valuation techniques	Significant unobservable inputs	Range	Inter-relationship between significant unobservable inputs and fair value measurement
2026			
Market comparison method	Price per square foot ("sqf")	**RM40 to RM524**	The estimated fair value would increase/ (decrease) if the price per sqf is higher/ (lower).
Investment method	Estimated rental value per square foot per month	**RM1.80 to RM3.00**	The estimated fair value would increase/ (decrease) if: - Estimated rental value per sqf per month higher/(lower).
	Estimated outgoing per square foot per month	**RM0.15 to RM1.50**	- Estimated outgoing value per sqf per month (lower)/higher.
	Market yield rate	**4.5% to 7%**	- Market yield rate (lower)/higher.
	Void rate	**5.5%**	- Void rate (lower)/higher.

32. FAIR VALUE INFORMATION (CONT'D)

32.1 Non-financial assets that are measured at fair value (Cont'd)

Description of valuation techniques used and key inputs to valuation of property, plant and equipment and investment properties: (Cont'd)

Valuation techniques	Significant unobservable inputs	Range	Inter-relationship between significant unobservable inputs and fair value measurement
2025			
Market comparison method	Price per sqf	RM221 to RM542	The estimated fair value would increase/ (decrease) if the price per sqf is higher/ (lower).
Investment method	Estimated rental value per square foot per month	RM1.40	The estimated fair value would increase/ (decrease) if: - Estimated rental value per sqf per month higher/(lower).
	Estimated outgoing per square foot per month	RM0.07	- Estimated outgoing value per sqf per month (lower)/higher.
	Market yield rate	4% to 4.5%	- Market yield rate (lower)/higher.
	Void rate	5.5%	- Void rate (lower)/ higher.

Significant changes in any of the above inputs in isolation would result in significant changes in the fair value of freehold land, leasehold land, buildings and investment properties.

Market comparison method

Under the market comparison method, the land and buildings are valued by reference to transactions of similar land and buildings in the surrounding with adjustments made for differences in size, accessibility, frontage, site improvement, tenure if any and other relevant characteristics.

Investment method

Under investment method, a property's fair value is derived from an estimate of the market rental, which the subject property can reasonably be let for. Outgoings or operating expenses, such as repair and maintenance, insurance and management fee are then deducted from the annual rental income. The net annum rental income is capitalised at an appropriate current market yield to arrive at its indicative property's fair value.

Cost method

Under the cost method, the land is valued by reference to transactions of similar lands in the surrounding with adjustments made for differences in size, accessibility, frontage, site improvement, tenure if any and other relevant characteristics. The building is valued at current gross replacement cost of improvements less allowance for physical deterioration and all relevant forms of obsolescence at the date of valuation. The land and building values are the summated to arrive at the fair value.

32. FAIR VALUE INFORMATION (CONT'D)

32.1 Non-financial assets that are measured at fair value (Cont'd)

Details of the Group's freehold land, leasehold land, buildings and investment properties and information about the fair value hierarchy are as follows:

	Level 1	Level 2	Level 3	Total fair value	Carrying amount
	RM	RM	RM	RM	RM
GROUP					
2026					
Freehold land	**-**	**-**	**55,375,760**	**55,375,760**	**55,375,760**
Leasehold land	**-**	**-**	**20,405,000**	**20,405,000**	**20,405,000**
Buildings	**-**	**-**	**54,055,500**	**54,055,500**	**54,055,500**
Investment properties	**-**	**-**	**35,059,075**	**35,059,075**	**35,059,075**
2025					
Freehold land	-	-	53,653,406	53,653,406	53,653,406
Leasehold land	-	-	19,680,000	19,680,000	18,760,235
Buildings	-	-	29,139,879	29,139,879	26,157,960
Investment properties	-	-	30,330,000	30,330,000	30,330,000

Level 3 fair value - fair value of property, plant and equipment and investment properties

Level 3 fair value is estimated using unobservable inputs for the freehold land, leasehold land, buildings and investment properties.

Level 3 fair value of freehold land, leasehold land, buildings and investment properties have been generally derived using the market comparison approach, investment method and cost method.

Level 3 fair value - fair value of investment in subsidiaries

The fair value less cost to sell of certain investment in subsidiaries is determined based on the adjusted net assets of those subsidiaries.

The fair value measurement for the fair value less cost to sell is categorised as level 3 fair value based on the management best estimates.

Description of valuation technique and input used	Significant unobservable inputs	Relationship between significant unobservable inputs and fair value measurements
Adjusted net asset method which derives the fair value of the assets and liabilities	Fair value of individual assets and liabilities	The higher the net assets, the higher the fair value

Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as at the date of the event or change in circumstances that caused the transfer. There were no transfers between level 1, 2 and 3 during the financial year.

32. FAIR VALUE INFORMATION (CONT'D)

32.2 Financial assets that are measured at fair value on a recurring basis

The table below analyses financial instruments measured at fair value at the end of the reporting period by the level in the fair value hierarchy:

	Level 1	Level 2	Level 3	Total fair value	Carrying amount
	RM	RM	RM	RM	RM
GROUP					
2026					
Financial asset					
Other investments	**25,707,025**	**-**	**-**	**25,707,025**	**25,707,025**
2025					
Financial asset					
Other investments	31,036,244	-	-	31,036,244	31,036,244
COMPANY					
2025					
Financial asset					
Other investments	2,504	-	-	2,504	2,504

Level 1 fair value

Level 1 fair value of the other investments is derived by reference to their quoted market prices in active markets at the end of the reporting period.

Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as at the date of the event or change in circumstances that caused the transfer. There were no transfers between level 1, 2 and 3 during the financial year.

33. CAPITAL MANAGEMENT

The primary objective of the Group's capital management policy is to maintain a strong capital base to support its business and to maximise shareholders' value.

The Group and the Company manage their capital structure and make adjustments to it in the light of changes in economic conditions or expansion of the Group and of the Company. The Group and the Company may adjust the capital structure by issuing new shares, returning capital to shareholders or adjusting the amount of dividends to be paid to shareholders or sell assets to reduce debts. No changes were made in the objective, policy and process during the financial year under review as compared to the previous financial year.

The Group and the Company consider their total equity and total loans and borrowings to be the key components of their capital structure. The Group and the Company monitor capital using a debt to equity ratio, which is calculated as total borrowings divided by total equity as follows:

	GROUP	
	2026	2025
	RM	RM
Total borrowings	**71,994,028**	66,545,589
Less: Cash and bank balances	**(16,908,751)**	(24,406,318)
Net debt	**55,085,277**	42,139,271
Total equity	**206,020,513**	214,638,441
Gearing ratio	**0.27**	0.20

Disclosure of Financial Data for Shariah Screening

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

(a) Group Total Income and Total Assets

	GROUP	
	2026	2025
Total Income	**RM**	RM
Revenue	**200,135,100**	198,256,845
Other income	**3,464,399**	3,495,868
Total	**203,599,499**	201,752,713
Total Asset	**327,910,013**	323,704,053

(b) Business Activities

	GROUP	
	2026	2025
Shariah Non-Compliant Activities	**RM**	RM
Interest income	**133,444**	265,637

(c) Component of Financial Position

	GROUP	
	2026	2025
(i) Cash Component	**RM**	RM
Islamic Account/Instruments		
Cash at Bank	**477,935**	256,503
Deposits with licensed banks (Encumbered)	**600,000**	600,000
Total Cash	**1,077,935**	856,503
Conventional Account/Instruments		
Cash at Bank	**10,717,928**	14,881,547
Cash at Hand	**60,503**	42,870
Deposits with licensed banks (Encumbered)	**5,052,385**	8,625,398
Total Cash	**15,830,816**	23,549,815
(ii) Debt Component	**Nil**	Nil

List of Properties Owned

As At 31 March 2026

Beneficial owner / Location	Description / Existing Use	Land / Built in area (sq.ft.)	Age of building (years) as at 31.03.2026	Type of land / tenure (Year of expiry for leasehold)	Net book value as at 31.03.2026 RM'000	Date of acquisition
D'nonce (M) Sdn. Bhd.						
No. 12 Hujung Perusahaan 2, Kawasan MIEL, Prai Industrial Estate, 13600 Penang. #	Industrial land and building / Factory	1,875 / 2,500	35	60 years - leasehold (2045)	550	05.11.1990
51-14 B & C, Menara BHL, Jalan Sultan Ahmad Shah, 10050 Penang. #	Building / Corporate Head Office	* / 3,670	31	Freehold	1,900	14-B: 21.03.1994 14-C: 18.04.1994
BAM Villa, Unit 42C-6-6, Taman Maluri, Cheras, 56000 Kuala Lumpur. #	Condominium	* / 975	33	99 years - leasehold (2090)	310	02.01.1992
Attractive Venture Sdn. Bhd.						
Plot 425, Tingkat Perusahaan 6A, Free Trade Zone, 13600 Prai, Penang. #	Industrial land and building / Factory	46,800 / 29,614	37	60 years - leasehold (2046)	5,200	17.08.1998
Lot 1218 Jalan Sri Putri 3/4, Taman Putri Kulai, 81000 Kulai, Johor. #	Industrial land and building / Factory	5,381 / 2,777	30	Freehold	1.100	10.05.1995
Plot 37, 1652 Mukim 11, Lorong Perusahaan Maju 7, Taman Perindustrian Bukit Tengah, Phase IV, 13600 Prai, Penang. #	Industrial land and building / Factory	44,800 / 50,000	24	60 years - leasehold (2052)	12,100	27.08.1997
Plot 314, Penang Science Park, Bukit Minyak, Mukim 13, Daerah Seberang Perai Tengah, Penang. #	Industrial land and building / Factory	111,148 / 51,955	9	60 years - leasehold (2072)	19,999	29.04.2011
No. 2733, Tingkat Perusahaan 6A, 13600 Prai, Penang. #	Industrial land and building / Factory	43,706 / 25,649	22	60 years - leasehold (2049)	5,600	01.07.2015
Attractive Venture (JB) Sdn. Bhd.						
No. 17 1/4, Jalan Air Hitam, 81400 Saleng, Senai, Johor. #	Building / Factory	103,226 / 31,300	29	Freehold	7,600	14.12.2010
HS(D) 78374 PTD 114164, Mukim Senai, Kulai, Johor. #	Industrial land and building / Factory	174,242 / *	1	Freehold	31,300	05.08.2022
HS(D) 78375 PTD 114165, Mukim Senai, Kulai, Johor. #	Vacant industrial land	174,242 / *	0	Freehold	7,000	05.08.2022

List of Properties Owned (Cont'd)

As At 31 March 2026

Beneficial owner / Location	Description / Existing Use	Land / Built in area (sq.ft.)	Age of building (years) as at 31.03.2026	Type of land / tenure (Year of expiry for leasehold)	Net book value as at 31.03.2026 RM'000	Date of acquisition
D'nonce (Johore) Sdn. Bhd.						
8 Jalan Mutiara Emas 5/17, Taman Mount Austin, Johore Bahru, 81100 Johor. #	Industrial land and building / Office	3,120 / 2,568	29	Freehold	1,550	05.08.1996
Attractive Venture (KL) Sdn. Bhd.						
Lot 21, Jalan 1, Taman Cheras Jaya, 43200 Cheras, Selangor Darul Ehsan. #	Industrial land and building / Factory	73,552 / 44,822	35	99 years - leasehold (2088)	22,500	11.08.2023
ISCM Industries (Thailand) Co., Ltd.						
188 Moo 1, Kanchanavanich Road, Tambol Samnakkam, Sadao, Songkhla, 90320, Thailand. #	Industrial land and building / Factory	876,169 / 270,695	26	Freehold	43,439	15.03.2007
ISCM Technology (Thailand) Co., Ltd.						
Plot No. 33, Thanu, U-Thai, Pranakorn Sri Ayutthaya, Thailand. #	Vacant industrial land	62,157 / *	0	Freehold	2,074	21.01.2011
70/6 Moo 9, Rojana Industrial Park, Tambol Thanu, U-Thai Ayutthaya, 13210, Thailand. #	Industrial land and building / Factory	27,900 / 21,533	17	Freehold	2,673	05.02.2016
					164,895	

* Not applicable

Revalued as at 31 March 2026

Analysis of Shareholdings
As At 30 June 2026

Total Number of Issued Shares	:	868,281,324
Class of Shares	:	Ordinary Shares
Number of Shareholders	:	4,412
Voting Rights	:	One vote per ordinary share

DISTRIBUTION OF SHAREHOLDINGS

Size of Holdings	No. of Holders	%	No. of Shares	%
Less than 100	57	1.29	2,241	0.00[1]
100 – 1,000	644	14.60	455,686	0.05
1,001 – 10,000	1,579	35.79	9,196,864	1.06
10,001 – 100,000	1,571	35.61	62,599,106	7.21
100,001 – Less than 5% of issued shares	558	12.64	495,223,195	57.04
5% and above of issued shares	3	0.07	300,804,232	34.64
Total	**4,412**	**100.00**	**868,281,324**	**100.00**

(1) Negligible

DIRECTORS' SHAREHOLDINGS
(As per Register of Directors' Shareholdings)

	No. of Shares held		No. of Shares held	
Name of Directors	Direct	%	Indirect	%
Dato' Moktar Bin Mohd Noor	-	-	-	-
Datuk Sham Shamrat Sen Gupta	-	-	-	-
Datin Ong Poh Lin Abdullah	-	-	-	-
Roy Ho Yew Kee	-	-	-	-
Kong June Hon	-	-	-	-

SUBSTANTIAL SHAREHOLDERS
(As per Register of Substantial Shareholders)

	No. of Shares held		No. of Shares held	
Name of Substantial Shareholders	Direct	%	Indirect	%
Erdasan Group Berhad	126,855,555	14.61	-	-
General Labels & Labelling (M) Sdn. Bhd.	123,928,677	14.27	-	-
Komarkcorp Berhad	-	-	[1] 123,928,677	14.27

Note :
(1) Deemed interest by virtue of its shareholdings in General Labels & Labelling (M) Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.

LIST OF TOP THIRTY (30) LARGEST REGISTERED SHAREHOLDERS
(According to the Record of Depositors as at 30 June 2026)

No.	Name of Shareholders	No. of Shares held	%
1.	Erdasan Group Berhad	126,855,555	14.61
2.	General Labels & Labelling (M) Sdn. Bhd.	123,928,677	14.27
3.	M & A Nominee (Asing) Sdn. Bhd. Exempt an for SFGHK Limited (Account Client)	50,020,000	5.76
4.	Botanical Distribution Sdn. Bhd.	40,010,000	4.61
5.	M & A Nominee (Tempatan) Sdn. Bhd. Exempt an for SFGHK Limited (Account Client)	26,020,000	3.00
6.	LKL Advance Metaltech Sdn. Bhd.	22,222,220	2.56
7.	Supernova International Sdn. Bhd.	22,010,000	2.54
8.	Cubetech Asia Sdn. Bhd.	19,110,000	2.20
9.	UOBM Nominees (Tempatan) Sdn. Bhd. Exempt an for SFGHK Limited	12,005,000	1.38
10.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Ng Geok Wah (B BRKLANG-CL)	12,000,000	1.38
11.	Cheetah Marketing Sdn. Bhd.	11,010,000	1.27
12.	UOBM Nominees (Asing) Sdn. Bhd. Exempt an for SFGHK Limited	10,010,000	1.15
13.	AE Multi Industries Sdn. Bhd.	9,486,300	1.09
14.	UOB Kay Hian Nominees (Asing) Sdn. Bhd. Exempt an for UOB Kay Hian Pte Ltd (A/C Clients)	8,213,200	0.95
15.	Affin Hwang Nominees (Asing) Sdn. Bhd. Exempt an for SFGHK Limited (Account Client)	7,306,400	0.84
16.	Chee Wai Hong	6,000,000	0.69
17.	Tye Lim Huat	6,000,000	0.69
18.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Looi Boon Han (MY4392)	5,837,000	0.67
19.	AE Equity Sdn. Bhd.	5,640,700	0.65
20.	M & A Nominee (Tempatan) Sdn. Bhd. SFGHK Limited for Champagne Carbon Asia Limited	4,812,800	0.55
21.	Siah Nam Wah	4,750,100	0.55
22.	Cheang Fook Sam	4,731,500	0.55
23.	Glory Sanctuary Capital Sdn. Bhd.	4,133,700	0.48
24.	Kenanga Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Wong Hee Sien @ Chong	4,116,100	0.47
25.	Tan Ming Chuan	3,728,900	0.43
26.	Capital Pairing Sdn. Bhd.	3,630,000	0.42
27.	Jain Consultancy Sdn. Bhd.	3,600,000	0.41
28.	Chin Kiam Hsung	3,500,000	0.40
29.	Chung Sook Yee	3,500,000	0.40
30.	HLB Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Ser Kong Lam	3,438,200	0.40
	Total	**567,626,352**	**65.37**

Analysis of Warrants B Holdings

As At 30 June 2026

Class of Securities	:	Warrants B
Number of Warrants B	:	433,818,947
Number of Warrants B holders	:	523
Exercise price of Warrants B	:	RM0.09
Exercise period of Warrants B	:	8 March 2024 to 7 March 2029
Exercise Rights	:	Each Warrant B entitles the holder to subscribe for one new ordinary share in the Company at the exercise price from time to time during the exercise period

DISTRIBUTION OF WARRANTS B HOLDINGS

Size of Holdings	No. of Holders	%	No. of Warrants B	%
Less than 100	1	0.19	10	0.00[(1)]
100 – 1,000	22	4.21	13,100	0.00[(1)]
1,001 – 10,000	96	18.36	674,100	0.16
10,001 – 100,000	209	39.96	9,191,850	2.12
100,001 – Less than 5% of issued warrants	188	35.94	158,636,367	36.57
5% and above of issued warrants	7	1.34	265,303,520	61.15
Total	**523**	**100.00**	**433,818,947**	**100.00**

(1) Negligible

DIRECTORS' WARRANTS B HOLDINGS
(As per Register of Directors' Warrants B Holdings)

	No. of Warrants B held		No. of Warrants B held	
Name of Directors	**Direct**	**%**	**Indirect**	**%**
Dato' Moktar Bin Mohd Noor	-	-	-	-
Datuk Sham Shamrat Sen Gupta	-	-	-	-
Datin Ong Poh Lin Abdullah	-	-	-	-
Roy Ho Yew Kee	-	-	-	-
Kong June Hon	-	-	-	-

Analysis of Warrants B Holdings (Cont'd)

As At 30 June 2026

LIST OF TOP THIRTY (30) LARGEST WARRANTS B HOLDERS
(According to the Record of Depositors as at 30 June 2026)

No.	Name of Warrants B holders	No. of Warrants B held	%
1.	UOBM Nominees (Asing) Sdn. Bhd. Exempt an for SFGHK Limited	50,020,000	11.53
2.	M & A Nominee (Asing) Sdn. Bhd. Exempt an for SFGHK Limited (Account Client)	50,011,300	11.53
3.	M & A Nominee (Tempatan) Sdn. Bhd. Exempt an for SFGHK Limited (Account Client)	48,030,000	11.07
4.	Botanical Distribution Sdn. Bhd.	40,010,000	9.22
5.	General Labels & Labelling (M) Sdn. Bhd.	33,000,000	7.61
6.	LKL Advance Metaltech Sdn. Bhd.	22,222,220	5.12
7.	Supernova International Sdn. Bhd.	22,010,000	5.07
8.	Erdasan Group Berhad	15,555,555	3.58
9.	Cheetah Marketing Sdn. Bhd.	11,010,000	2.54
10.	Lim Wai Heng	6,648,300	1.53
11.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Ng Geok Wah (B BRKLANG-CL)	6,000,000	1.38
12.	Kenanga Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Tan Bee Yook (008)	5,638,600	1.30
13.	HLB Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Ser Kong Lam	5,123,300	1.18
14.	Tan Ming Chuan	5,000,000	1.15
15.	Tan Sui Lan	4,898,000	1.13
16.	Tan Tiong Han	4,720,000	1.09
17.	UOB Kay Hian Nominees (Asing) Sdn. Bhd. Exempt an for UOB Kay Hian Pte Ltd (A/C Clients)	3,906,600	0.90
18.	Lee Kok Guan	3,406,900	0.79
19.	Lim Poh Fong	3,122,400	0.72
20.	Wong Sook Fong	2,750,000	0.63
21.	Tye Lim Huat	2,595,100	0.60
22.	Ng Ah Bah @ Ng See Kai	2,233,400	0.51
23.	Leow Ho Keng	1,515,000	0.35
24.	Ngoi Leong Ee	1,500,100	0.35
25.	Alliancegroup Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Hean Chew (7005326)	1,500,000	0.35
26.	Lena Leong Oy Lin	1,500,000	0.35
27.	Maybank Nominees (Tempatan) Sdn. Bhd. Kuek Fook Hai	1,500,000	0.35
28.	Public Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Lee Cher Keam (E-SRB/KKG)	1,500,000	0.35
29.	Wong Yit Lee	1,500,000	0.35
30.	Ooi Phuay Gim	1,499,700	0.34
	Total	**359,926,475**	**82.97**

Notice of Twenty-Sixth Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Twenty-Sixth **("26th")** Annual General Meeting ("**AGM**") of **D'NONCE TECHNOLOGY BHD.** ("**D'nonce**" or the "**Company**") will be held at Cardamom, Level 2, The Light Hotel Penang, Lebuh Tenggiri 2, Bandar Seberang Jaya, 13700 Perai, Pulau Pinang on Tuesday, 29 September 2026 at 10:30 a.m. to transact the following businesses:-

A G E N D A

Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 March 2026 together with the Reports of the Directors and Auditors thereon. **(Please refer to Note 2)**

2. To approve the payment of Directors' Fees and Benefits up to an amount of RM400,000 for the period from this 26th AGM until the next AGM of the Company. **(Ordinary Resolution 1)**

3. To re-elect the following Directors retiring under Article 107 of the Constitution of the Company, and who, being eligible offer themselves for re-election :-
   (i) Datuk Sham Shamrat Sen Gupta **(Ordinary Resolution 2)**
   (ii) Datin Ong Poh Lin Abdullah **(Ordinary Resolution 3)**

4. To note the retirement of Messrs. Grant Thornton Malaysia PLT as Auditors of the Company and are not seeking for re-appointment at the conclusion of the 26th AGM. **(Please refer to Note 5)**

5. To seek shareholders' mandate for the Board of Directors to appoint new Auditors of the Company for the financial year ending 31 March 2027. **(Ordinary Resolution 4)**

Special Business

To consider and if thought fit, to pass the following resolutions, with or without modifications as Ordinary Resolutions of the Company:-

6. **Authority to Allot Shares Pursuant to Sections 75 and 76 of the Companies Act 2016 ("Proposed General Mandate")** **(Ordinary Resolution 5)**

   "THAT subject always to Sections 75 and 76 of the Companies Act 2016 ("Act"), the Constitution, the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approval of any governmental and/or regulatory authorities, the Directors be and are hereby authorised to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company at the time of issuance and such authority under this Ordinary Resolution shall continue in force until the conclusion of the 27th AGM or when it is required by law to be held, whichever is earlier, AND THAT the Directors be and are empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities.

   THAT the existing shareholders of the Company hereby waive their pre-emptive rights to be offered new shares ranking equally to the existing issued shares in the Company pursuant to Section 85 of the Act read together with Article 11 of the Constitution of the Company arising from any issuance of new shares of the Company pursuant to Sections 75 and 76 of the Act.

   AND THAT the Directors of the Company be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate."

7. **Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("RRPT") and Proposed New Shareholders' Mandate for RRPT ("Proposed Shareholders' Mandate")** **(Ordinary Resolution 6)**

"THAT subject always to the provisions of the MMLR of Bursa Securities, approval be and is hereby given to the Company and its subsidiaries to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related parties as specified in Section 2.2(b) of the Circular to Shareholders dated 31 July 2026, provided that such transactions and/or arrangements are necessary for the day-to-day operations are in the ordinary course of business, and are carried out at arm's length basis on normal commercial terms and transaction prices which are not more favourable to the related parties than those generally available to the public; and are not detrimental to the minority shareholders of the Company.

THAT the Proposed Shareholders' Mandate shall only continue to be in full force until:

(i) the conclusion of the next AGM of the Company at which time it will lapse, unless by a resolution passed at said AGM, such authority is renewed; or
(ii) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
(iii) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier.

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

8. To consider any other business of which due notice shall be given in accordance with the Act.

BY ORDER OF THE BOARD
ADELINE TANG KOON LING (LS 0009611)
(SSM PC NO. 202008002271)

WONG YUET CHYN (MAICSA 7047163)
(SSM PC NO. 202008002451)
Company Secretaries

Pulau Pinang
Date: 31 July 2026

NOTES:-

1. APPOINTMENT OF PROXY

(a) Only a member whose name appear on the Record of Depositors as at 21 September 2026 shall be regarded as a member entitled to attend, speak and vote or to appoint a proxy or proxies to attend, speak and vote at the AGM.

(b) A member entitled to participate in this AGM is entitle to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate and vote in his place. A proxy may but need not be a member of the Company.

(c) A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to attend and vote instead of the member at the AGM.

(d) If two (2) proxies are appointed, the entitlement of these proxies to vote on a show of hands shall be in accordance with the MMLR of Bursa Securities.

(e) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

NOTES:- (CONT'D)

1. APPOINTMENT OF PROXY (CONT'D)

(f) 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.

(g) Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

(h) The instrument appointing a proxy and any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the share registrar's office at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan or email to sharereg@prosec.com.my not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned AGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed. The duly completed proxy form transmitted by facsimile or electronic mail will not be accepted.

(i) Please ensure ALL the particulars as required in the Proxy Form is completed, signed and dated accordingly.

(j) Last date and time for lodging the Proxy Form is **Sunday, 27 September 2026** at **10:30 a.m.**.

(k) For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative executed in the manner as stated in the Proxy Form at the share registrar's office at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan.

(l) Pursuant to Paragraph 8.29A of the MMLR of Bursa Securities, all the resolutions set in the notice of AGM will be put to vote by way of poll.

(m) The members are advised to refer to the Administrative Guide on the registration and voting process for the AGM.

2. Audited Financial Statements for the financial year ended 31 March 2026

The Audited Financial Statements in Agenda 1 is meant for discussion only as the approval of the shareholders is not required pursuant to the provisions of Sections 248(2) and 340(1)(a) of the Act. Hence, this Agenda is not put forward for voting by shareholders.

3. Ordinary Resolution 1 – Directors' Fees and Benefits

Pursuant to Section 230(1) of the Act, the fees of the Directors and any benefits payable to the Directors shall be approved at a general meeting.

The Proposed Ordinary Resolution 1 for the Directors' Fees and Benefits proposed for the period from this 26th AGM until the date of next AGM are calculated based on the current Board size and number of scheduled Board and Committee meetings to be held from this 26th AGM until the date of next AGM. This Ordinary Resolution is to facilitate payment of Directors' Fees and Benefits on a current financial year basis. In the event the proposed amount is insufficient, (e.g. due to more meetings or enlarged Board size), approval will be sought at the next AGM for the shortfall.

4. Ordinary Resolutions 2 and 3 – Re-election of Directors who retire in accordance with Article 107 of the Constitution of the Company

Article 107 of the Constitution of the Company provides that an election of Directors shall take place each year. 1/3 of the Directors for the time being shall retire from office at each AGM but shall be eligible for re-election at the said meeting. If the total number of the Directors is not 3 or a multiple of 3, the number nearest to 1/3 will retire. The Directors to retire in every year shall be those who have been longest in office since their last election.

Datuk Sham Shamrat Sen Gupta and Datin Ong Poh Lin Abdullah who will be retiring and offering themselves for re-election at the 26th AGM was evaluated by the Nominating Committee ("NC") and the Board. Based on the evaluation outcome, the NC and the Board were of the view that their performance were satisfactory and recommended their re-election for shareholders' approval.

Based on the assessment conducted on independence of Datuk Sham Shamrat Sen Gupta and Datin Ong Poh Lin Abdullah, the Board is satisfied that they have complied with the criteria of independence prescribed under MMLR of Bursa Securities and remain their independence in exercising their judgement and carry out their roles as the Independent Directors.

NOTES:- (CONT'D)

5. Retirement and non-re-appointment of Auditors

Messrs. Grant Thornton Malaysia PLT has recently informed the Company on their decision not to seek for re-appointment as Auditors of the Company at the 26th AGM. As such, the Company will be appointing new Auditors in place of Messrs. Grant Thornton Malaysia PLT as soon as practicable.

6. Ordinary Resolution 4 – To seek shareholders' mandate for the Board of Directors to appoint new Auditors of the Company for the financial year ending 31 March 2027

The proposed Ordinary Resolution 4 is proposed for the purpose to seek shareholders' mandate for the Board of Directors to appoint new Auditors of the Company for the financial year ending 31 March 2027. The Board of Directors will appoint new Auditors in compliance with Section 264(5) of the Companies Act 2016. The Company will make further announcement in due course.

7. Explanatory Notes on Special Business

(i) Ordinary Resolution 5 – Authority to Allot Shares Pursuant to Sections 75 and 76 of the Act

Ordinary Resolution 5 is proposed for the purpose of renewing the general mandate for issuance of shares by the Company under Sections 75 and 76 of the Act. The proposed Ordinary Resolution 5, if passed, will give the Directors of the Company authority to allot and issue shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 10% of the total number of issued shares of the Company.

The Proposed General Mandate will provide flexibility to the Company to raise additional funds expeditiously and efficiently during this challenging time, to meet its funding requirements including but not limited to funding future investment project(s), working capital and/or acquisitions.

By approving the allotment and issue of the Company's shares pursuant to the Proposed General Mandate which will rank equally with the existing issued shares in the Company, the shareholders of the Company are deemed to have waived their pre-emptive rights pursuant to Section 85 of the Act and Article 11 of the Constitution of the Company to be first offered the Company's shares which will result in a dilution to their shareholdings percentage in the Company.

The General Mandate is to provide flexibility to the Company to allot new securities without the need to convene a 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 the purpose of funding current and/or future investment projects, working capital, repayment of bank borrowings, operational expenditure and acquisitions.

As at the date of this notice, no shares had been allotted and issued since the general mandate granted to the Directors at the 25th AGM held on 23 September 2025 which will lapse at the conclusion of the 26th AGM.

(ii) Ordinary Resolution 6 – Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("RRPT") and Proposed New Shareholders' Mandate for RRPT ("Proposed Shareholders' Mandate")

The proposed Ordinary Resolution 6, if passed, will allow the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Company and/or its subsidiaries, subject to the transactions being carried out in the ordinary course of business of the Company and/or its subsidiaries and on normal commercial terms which are generally available to the public and are not detrimental to the minority shareholders of the Company.

This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM of the Company.

Further details are set out in the Circular to Shareholders dated 31 July 2026.

Personal Data Privacy

By registering for the meeting and/or submitting an instrument appointing proxy(ies) and/or representatives to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company: (i) consents to the processing of the member's personal data by the Company (or its agents'): (a) for processing and administration of proxies and representatives appointed for the AGM; (b) for preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (which includes any adjournments thereof); and (c) for the Company's (or its agents') compliance with any applicable laws, listing rules, regulations and/or guidelines (collectively "the Purpose"); (ii) warrants that he/she has obtained such proxy(ies)' and/or representative(s)' prior consent for the Company's (or its agents') processing of such proxy(ies)' and/or representative(s)' personal data for the Purposes; and (iii) agrees that the member will indemnify the Company for any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Note: The term "processing" and "personal data" shall have the meaning as defined in the Personal Data Protection Act, 2010.

Administrative Guide For The Twenty-Sixth Annual General Meeting ("26th AGM")

Date & Time : Tuesday, 29 September 2026 at 10:30 a.m.

Venue : Cardamom, Level 2, The Light Hotel Penang, Lebuh Tenggiri 2, Bandar Seberang Jaya, 13700 Perai, Pulau Pinang.

1. REGISTRATION AT THE 26TH AGM

(a) Registration will commence at 9:30 a.m. and will end at a time as directed by the Chairman of the Meeting.

(b) Kindly present your original MyKad or passport (for Non-Malaysian) to the registration personnel at the registration counter for verification.

(c) Upon verification, you are required to sign the Attendance List and will be given a wristband for entry to the meeting venue. There will be no replacement of wristband in the event you lose or misplace the wristband.

(d) Registration on behalf of another person even with his/her original MyKad or passport is strictly **NOT ALLOWED**.

(e) If you are attending the 26th AGM as shareholder as well as proxy, you will be registered once and will only be given one wristband.

2. ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY

Only members whose names appear on the Record of Depositors as at 21 September 2026 shall be eligible to participate in the 26th AGM or appoint proxy(ies) or corporate representative(s) or attorney(s) and/or the Chairman of the Meeting to participate and vote on his/her behalf.

The hard copy of the Proxy Form and/or documents relating to the appointment of proxy(ies) or corporate representative(s) or attorney(s) for the 26th AGM shall be deposited by hand or post with the Share Registrar's office at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan or email to sharereg@prosec.com.my or fax 03-3008 1124 not later than **Sunday, 27 September 2026** at **10:30 a.m.**.

The procedures and requisite documents to be submitted by the respective members are summarised below:-

(I) For Individual Members

If an individual member is unable to participate the 26th AGM, he/she is encouraged to appoint proxy(ies) or the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

(II) For Corporate Members

Corporate members [through the appointment of Corporate Representative(s) or proxy(ies)] who wish to participate at the 26th AGM is required to deposit the following documents to the Share Registrar's office at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan or email to sharereg@prosec.com.my or fax 03-3008 1124 not later than **Sunday, 27 September 2026** at **10:30 a.m.**:

(a) Certificate of appointment of its Corporate Representative or Proxy Form under the seal of the corporation;
(b) Copy of the Corporate Representative's or proxy's MyKad (front and back)/Passport; and
(c) Corporate Representative's or proxy's email address and mobile phone number.

If a corporate member [through the appointment of Corporate Representative(s) or proxy(ies)] is unable to participate the 26th AGM, the corporate member is encouraged to appoint the Chairman of the Meeting as its proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

(III) For Institutional Members

The beneficiaries of the shares under a Nominee Company's CDS account ("Institutional member(s)") who wish to participate at the 26th AGM may request its Nominee Company to appoint him/her as a proxy to participate at the 26th AGM. The Nominee Company is required to deposit the following documents to the Share Registrar's office at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan or email to sharereg@prosec.com.my or fax 03-3008 1124 not later than **Sunday, 27 September 2026** at **10:30 a.m.**:

(a) Proxy Form under the seal of the Nominee Company;
(b) Copy of the proxy's MyKad (front and back)/Passport; and
(c) Proxy's email address and mobile phone number.

If an institutional member is unable to participate the 26th AGM, the institutional member is encouraged to appoint the Chairman of the Meeting as its proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

Administrative Guide For The Twenty-Sixth Annual General Meeting ("26th AGM") (Cont'd)

3. REVOCATION OF PROXY

Please note that if a Shareholder has submitted his/her Proxy Form prior to the 26th AGM and subsequently decides to personally participate in the 26th AGM, the Shareholder must contact the Share Registrar to revoke the appointment of his/her proxy not later than **Sunday, 27 September 2026** at **10:30 a.m.**.

4. VOTING AT MEETING

The voting at the 26th AGM will be conducted on a poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"). The Company has appointed Prosec Share Registration Sdn. Bhd. as the Poll Administrator and Symphony Corporate Services Sdn. Bhd. as Independent Scrutineers to verify the poll results.

Shareholder(s)/proxy(ies)/corporate representative(s) can proceed to vote on the resolutions before the end of the voting session which will be announced by the Chairman of the Meeting and submit your votes at any time from the commencement of the voting session announced by the Chairman of the Meeting.

The Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolution tabled for voting is duly passed or otherwise.

5. RESULTS OF THE VOTING

The resolutions proposed at the 26th AGM and the results of the voting for the same will be announced at the 26th AGM and subsequently via an announcement made by the Company through Bursa Securities at www.bursamalaysia.com.

6. NO RECORDING OR PHOTOGRAPHY

By participating at the 26th AGM, you agree that no part of the 26th AGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electronical, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the rights to take appropriate legal actions against anyone who violates this rule.

7. NO DOOR GIFTS OR VOUCHERS

There will be NO distribution of door gifts or vouchers.

8. OTHER INFORMATION FOR ATTENDEES AT THE 26TH AGM

(a) Parking bays are available at The Light Hotel Penang. Kindly use Touch 'n Go (with minimum RM 10.00 card balance), debit or credit card to enter the parking bay as it is a cashless payment system.

(b) Although the wearing of face mask in an enclosed area is now optional, you are encouraged to wear your face mask throughout the meeting session.

9. ENQUIRY

If you have any enquiries on the above, please contact the following designated persons during office hours on Mondays to Fridays from 9:00 a.m. to 5:30 p.m. (except on public holidays):-

Prosec Share Registration Sdn. Bhd.

Name : Mr. Vemalan a/l Naraynan/ Mr. Tee Yee Loon
Contact No. : 03-3008 1123/ 012-766 8921
Email : sharereg@prosec.com.my

D'NONCE TECHNOLOGY BHD.
Registration No. 200001000687 (503292-K)
(Incorporated in Malaysia)

Proxy Form

No. of Shares held	
CDS Account No.	

I/We _____ NRIC/ Passport/ Registration No. _____
[Full name in block as per NRIC/Passport]

of _____
[Address]

Email Address: _____ Contact No.: _____

being member(s) of **D'nonce Technology Bhd**., hereby appoint:-

Full Name *(in Block as per NRIC/Passport)*	**NRIC/Passport No.**	**Proportion of Shareholdings**	
		No. of Shares	**%**
Address			
Email Address:		**Contact No.:**	

and/or^

Full Name *(in Block as per NRIC/Passport)*	**NRIC/Passport No.**	**Proportion of Shareholdings**	
		No. of Shares	**%**
Address			
Email Address:		**Contact No.:**	

or failing him/her, the Chairman of the Meeting, as ^my/our proxy to vote for ^me/us and on ^my/our behalf at the Twenty-Sixth ("26th") Annual General Meeting ("AGM") of the Company, which will be held at Cardamom, Level 2, The Light Hotel Penang, Lebuh Tenggiri 2, Bandar Seberang Jaya, 13700 Perai, Pulau Pinang on **Tuesday, 29 September 2026** at **10:30 a.m.** or any adjournment thereof, and to vote as indicated below:-

Ordinary Resolution	Description of Ordinary Resolution	For	Against
1	Approval on the payment of Directors' Fees and Benefits up to an amount of RM400,000 for the period from this 26th AGM until the next AGM of the Company.		
2	Re-election of Datuk Sham Shamrat Sen Gupta as Director of the Company pursuant to Article 107 of the Company's Constitution.		
3	Re-election of Datin Ong Poh Lin Abdullah as Director of the Company pursuant to Article 107 of the Company's Constitution.		
4	To seek shareholders' mandate for the Board of Directors to appoint new Auditors of the Company for the financial year ending 31 March 2027.		
5	Authority to Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016.		
6	Proposed Shareholders' Mandate.		

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the Ordinary Resolutions. In the absence of specific direction, your proxy will vote or abstain as he thinks fit.

Signed this _____ day of _____ 2026.

_____
Signature*
Member

^ Delete whichever is not applicable

** Manner of execution:*

(a) If you are an individual member, please sign where indicated.

(b) If you are a corporate member which has a common seal, this Proxy Form should be executed under seal in accordance with the constitution of your Corporation.

(c) If you are a corporate member which does not have a common seal, this Proxy Form should be affixed with the rubber stamp of your Company (if any) and executed by:

(i) at least two (2) authorised officers, of whom one shall be a Director; or

(ii) any Director and/or authorised officers in accordance with the laws of the country under which your Corporation is incorporated.

Notes:-

1. APPOINTMENT OF PROXY

(a) Only a member whose name appear on the Record of Depositors as at 21 September 2026 shall be regarded as a member entitled to attend, speak and vote or to appoint a proxy or proxies to attend, speak and vote at the AGM.

(b) A member entitled to participate in this AGM is entitle to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate and vote in his place. A proxy may but need not be a member of the Company.

(c) A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to attend and vote instead of the member at the AGM.

(d) If two (2) proxies are appointed, the entitlement of these proxies to vote on a show of hands shall be in accordance with the MMLR of Bursa Securities.

(e) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

(f) 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.

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Affix Stamp

The Share Registrar of
D'nonce Technology Bhd.
Registration No. 200001000687 (503292-K)
c/o Prosec Share Registration Sdn. Bhd.
DF2-09-02, Level 9, Persoft Tower
6B, Persiaran Tropicana
Tropicana Golf & Country Resort
47410 Petaling Jaya
Selangor Darul Ehsan

Then fold here

(g) Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

(h) The instrument appointing a proxy and any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the share registrar's office at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan or e-mail to shareReg@prosec.com.my not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned AGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed. The duly completed proxy form transmitted by facsimile or electronic mail will not be accepted.

(i) Please ensure ALL the particulars as required in the Proxy Form is completed, signed and dated accordingly.

(j) Last date and time for lodging the Proxy Form is Sunday, 27 September 2026 at 10:30 a.m..

(k) For a corporate member who has appointed an authorised representative, please deposit the ORIGINAL certificate of appointment of authorised representative executed in the manner as stated in the Proxy Form at the share registrar's office at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan.

(l) Pursuant to Paragraph 8.29A of the MMLR of Bursa Securities, all the resolutions set in the notice of AGM will be put to vote by way of poll.

(m) The members are advised to refer to the Administrative Guide on the registration and voting process for the AGM.

D'NONCE TECHNOLOGY BHD.
[200001000687/503292-K]

51-14 B&C, Menara BHL,
Jalan Sultan Ahmad Shah,
10050 Penang, Malaysia

: 604-228 1198 : 604-228 3016

www.dnonce.com