

# FINANCIAL STATEMENTS

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## DIRECTORS' RESPONSIBILITY STATEMENT

The Directors are responsible to prepare the financial statements of the Group and the Company in accordance with the Malaysian Financial Reporting Standards, the International Financial Reporting Standards and the requirements of the Companies Act 2016 so as to give a true and fair view of the state of affairs of the Group and the Company as at 31 March 2024.

In preparing the financial statements for FY2024, the Directors have:

- Adopted the appropriate and relevant accounting policies and applied them consistently;
- Made judgements, estimates and assumptions based on their best knowledge of current events and actions; and
- Prepared the financial statements on a going-concern basis.

The Directors are also responsible to ensure the financial statements of the Group and the Company are prepared with reasonable accuracy from the accounting records of the Group and the Company.

The Directors have also taken the necessary steps to ensure that appropriate systems are in place for safeguarding the assets of the Group and the Company for the prevention and detection of fraud and other irregularities. The systems, by their nature, can only provide reasonable and not absolute assurance against material misstatements, loss or fraud.

# DIRECTORS' REPORT

The directors of **SKYWORLD DEVELOPMENT BERHAD** have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 March 2024.

## PRINCIPAL ACTIVITIES

The Company is principally engaged in the provision of management services to its subsidiary companies and business of property development and investment holding.

The information on the name, place of incorporation, principal activities, and percentage of issued share capital held by the holding company in each subsidiary company are set out in Note 15 to the financial statements.

## RESULTS

The results of the Group and of the Company for the financial year are as follows:

	<b>Group RM</b>	<b>Company RM</b>
Profit before tax	159,934,196	134,174,242
Income tax expense	(53,423,557)	(9,756,219)
Profit for the year	106,510,639	124,418,023
Profit attributable to:		
Owners of the Company	106,783,953	124,418,023
Non-controlling interests	(273,314)	-
	106,510,639	124,418,023

In the opinion of the directors, the results of operations of the Group and of the Company during the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature.

## DIVIDENDS

The amount of dividends declared or paid by the Company since 31 March 2023 were as follows:

	<b>RM</b>
In respect of the financial year ended 31 March 2023	
- first interim single-tier dividend of 3.00 sen per ordinary share, paid on 22 September 2023	30,000,000
In respect of the financial year ended 31 March 2024	
- first interim single-tier dividend of 1.25 sen per ordinary share, paid on 15 January 2024	12,500,000
	42,500,000

On 21 May 2024, the directors had declared a final single-tier dividend of 1.00 sen per ordinary share amounting to RM10,000,000 in respect of the current financial year which was paid on 15 July 2024. The financial statements of the current financial year do not reflect this declared dividend. The final dividend will be accounted for in equity as appropriation of retained earnings in the financial year ended 31 March 2025.

# Directors' Report

## RESERVES AND PROVISIONS

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

## ISSUE OF SHARES AND DEBENTURES

The Company increased its issued and paid-up share capital during the financial year as follows:

- (a) On 3 May 2023, the Company had undertaken a bonus issue of ordinary shares on the basis of 1,409 bonus shares for every 125 existing ordinary shares. The bonus issue of ordinary shares was undertaken without any capitalisation from the reserves of the Company and that the new ordinary shares issued pursuant to the bonus issue of ordinary shares was issued as fully paid shares at nil consideration. Consequentially, 704,500,000 new ordinary shares were issued and the issued share capital of the Company after the effect of bonus issue of ordinary shares changed from RM62,500,000 comprising of 62,500,000 ordinary shares to RM62,500,000 comprising of 767,000,000 ordinary shares.
- (b) Concurrently with the bonus issue of ordinary shares, the Company has undertaken a bonus issue of irredeemable convertible preference shares ("ICPS") on the basis of 3 ICPS for every 1 existing ordinary share to its existing shareholders. The bonus issue of ICPS was undertaken by way of capitalisation from the reserves of the Company amounting to RM150,000,000. Consequentially, 187,500,000 new ICPS were issued at issued price of RM0.80 per share.
- (c) On 11 May 2023, the Company had issued 25,000,000 ordinary shares at RM0.80 per ordinary shares as purchase considerations for acquisition of remaining 40% equity interest in NTP World Corporation Sdn. Bhd..
- (d) On 7 July 2023, the Company allotted 208,000,000 new ordinary shares at an issue price of RM0.80 per share for cash pursuant to its Initial Public Offering exercise.

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

The Company has not issued any new debentures during the financial year.

## SHARE OPTIONS

No options have been granted by the Company to any parties during the financial year to take up unissued shares of the Company.

No shares have been issued during the financial year by virtue of the exercise of any option to take up unissued shares of the Company. As at the end of the financial year, there were no unissued shares of the Company under options.

## OTHER STATUTORY INFORMATION

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

- (a) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts, and satisfied themselves that there are no known bad debts to be written off and that adequate allowance had been made for doubtful debts; and
- (b) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including the value of current assets as shown in the accounting records of the Group and of the Company had been written down to an amount which the current assets might be expected so to realise.

# Directors' Report

## OTHER STATUTORY INFORMATION (CONT'D)

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

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

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

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

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

In the opinion of the directors, no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the Group and of the Company in the financial year in which this report is made.

## DIRECTORS

The directors of the Company in office during the financial year and during the period from the end of the financial year to the date of this report are:

Datuk Seri Ng Thien Phing\*  
 Datuk Lam Soo Keong @ Low Soo Keong\*  
 Lee Chee Seng\*  
 Chan Seng Fatt  
 Ong Soo Chan  
 Phang Sze Fui  
 Zalinah Binti A Hamid

\* The directors are also directors of the Company's subsidiaries.

The names of the directors of the Company's subsidiaries in office during the financial year and during the period from the end of the financial year to the date of this report, excluding those who are already listed above are:

Seow Seng Wei  
 Tan Poh Tuck  
 Zafidi Bin Mohamad

## Directors' Report

### DIRECTORS' INTERESTS

The interests in shares in the Company and its related corporations of those who were directors of the Company at the end of the financial year according to the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act, 2016, are as follows:

	Number of ordinary shares				As at 31.3.2024
	As at 1.4.2023	Bonus Issue*	Bought	Sold#	
<b>Company</b>					
Datuk Seri Ng Thien Phing	44,750,485	504,427,467	9,596,000	(134,400,000)	424,373,952
Datuk Lam Soo Keong @ Low Soo Keong	12,903,983	145,453,696	2,000,000	(57,600,000)	102,757,679
Lee Chee Seng	3,845,532	43,346,837	2,890,100	-	50,082,469
Ong Soo Chan	-	-	100,000	-	100,000
Phang Sze Fui	-	-	100,000	-	100,000

\* Bonus Issue by the Company on the basis of 1,409 bonus shares for every 125 existing ordinary shares held.

# Pursuant to Initial Public Offering, the directors have offered 192,000,000 offer shares for sale by way of private placement comprising 150,000,000 offer shares to Bumiputera investors approved by MITI and 42,000,000 offer shares to institutional and selected investors.

	Number of irredeemable convertible preference shares ("ICPS")				As at 31.3.2024
	As at 1.4.2023	Bonus ICPS*	Bought	Sold	
<b>Company</b>					
Datuk Seri Ng Thien Phing	-	134,251,455	-	-	134,251,455
Datuk Lam Soo Keong @ Low Soo Keong	-	38,711,949	-	-	38,711,949
Lee Chee Seng	-	11,536,596	-	-	11,536,596

\* Bonus ICPS by the Company on the basis of 3 bonus ICPS for every 1 existing ordinary share held.

By virtue of the above directors' interest in the shares of the Company, the abovementioned directors are also deemed to have an interest in the shares of the subsidiary companies to the extent that the Company has an interest.

Other than as disclosed above, none of the other directors in office at the end of the financial year held shares or had beneficial interest in the shares of the Company or its related corporations during or at the beginning and end of the financial year.

# Directors' Report

## DIRECTORS' BENEFITS

Since the end of the previous financial year, none of the directors of the Company has received or become entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the directors as disclosed below) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest except for any benefit which may be deemed to have arisen from the transactions disclosed in Note 24 to the financial statements.

	<b>Group and Company RM</b>
Executive Directors' remuneration:	
- Salaries, wages and allowances	5,259,777
- Bonus	2,071,537
- Employees provident fund	846,036
- Social security contribution	3,476
- Other emoluments	79,251
	8,260,077
Non-executive Directors' remuneration:	
- Fees	276,000
- Other emoluments	39,616
	315,616
	8,575,693

During and at the end of the financial year, no arrangement subsisted to which the Company was a party whereby directors of the Company might acquire benefits by means of the acquisition of shares in, or debentures of the Company or any other body corporate other than the irredeemable convertible preference shares ("ICPS") as disclosed above. The salient terms of the ICPS are disclosed in Note 27 to the financial statements.

## INDEMNITY AND INSURANCE FOR DIRECTORS, OFFICERS AND AUDITORS

The Company maintains directors' and officers' liability insurance for purposes of Section 289 of the Companies Act, 2016, throughout the year, which provides appropriate insurance cover for the directors and officers of the Company. The amount of insurance premium paid during the financial year amounted to RM46,204 (2023: RM14,975).

There were no indemnities given to or insurance effected for the auditors of the Company in accordance with Section 289 of the Companies Act, 2016.

## SIGNIFICANT EVENTS SUBSEQUENT TO END OF THE FINANCIAL YEAR

The details of significant events subsequent to end of the financial year are as disclosed in Note 39 to the financial statements.

## AUDITORS

The auditors, Deloitte PLT, have indicated their willingness to continue in office.

## Directors' Report

### **AUDITORS' REMUNERATION**

The amount paid/payable as remuneration of the auditors of the Group and of the Company for the financial year ended 31 March 2024 is RM594,051 and RM211,160 respectively, as disclosed in Note 7 to the financial statements.

Signed on behalf of the Board, as approved by the Board in accordance with a resolution of the directors,

**DATUK SERI NG THIEN PHING**

**DATUK LAM SOO KEONG @ LOW SOO KEONG**

Kuala Lumpur  
18 July 2024



# INDEPENDENT AUDITORS' REPORT

to the Members of Skyworld Development Berhad  
(Incorporated in Malaysia)

## REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

### OPINION

We have audited the financial statements of **SKYWORLD DEVELOPMENT BERHAD**, which comprise the statements of financial position of the Group and of the Company as at 31 March 2024 and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including material accounting policy information, as set out on page 125 to 193.

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 2024, and of their financial performance and their cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia.

### BASIS FOR OPINION

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

#### *Independence and Other Ethical Responsibilities*

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

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current 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.

#### Revenue recognition from property development activities

Revenue from property development activities of the Group and of the Company recognised during the year as disclosed in Note 3 to the financial statements amounted to RM645,856,876 and RM107,984,336 respectively, which represents approximately 94% and 41% of the revenue of the Group and of the Company.

Property development revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of the performance obligation. The progress towards complete satisfaction of the performance obligation is measured based on the Group's and the Company's efforts or inputs to the satisfaction of the performance obligation (e.g. by reference to the property development costs incurred to date as a percentage of the estimated total costs of development of the contract).

Significant judgement is required in determining the progress towards complete satisfaction of that performance obligation based on the certified work-to-date corroborated by the level of completion of the development based on actual costs incurred to date over the estimated total property development costs. The total estimated costs are based on approved budgets, which require assessments and judgements to be made on changes in, for example, work scope, changes in costs and costs to completion. In making these judgements, management relies on past experience and the work of specialist.

# Independent Auditors' Report

to the members of Skyworld Development Berhad  
(Incorporated in Malaysia)

## How the key audit matter was addressed in our audit

In addressing the matter above, we performed, amongst others, the following procedures:

- Obtained an understanding of the relevant controls in place in respect of revenue recognition for property development activities and performed procedures to evaluate design and implementation and tested operating effectiveness of such controls.
- Evaluated management-prepared estimated total property development costs and ensured that those estimates were appropriate and reflected current costs of operations and costs to complete. Challenged the reasonableness of management's assumptions and estimations on the estimated total property development costs and performed retrospective review to establish the accuracy of management-prepared estimated total property development costs.
- Verified gross development value and assessed the terms and conditions of the major sales contracts to determine that revenue recognised conforms with the Group policies and the requirements of MFRS 15 *Revenue from Contracts with Customers*.
- Tested samples of actual costs incurred to supporting documents such as contractors' claims or suppliers' invoices. Where costs have not been billed or certified, assessed the adequacy of management's accruals of such costs by reviewing subsequent contractors' claims, supplier invoices or approved architect's certificates.
- Checked the mathematical accuracy of the property development revenue and property development cost recognised based on percentage of completion calculations and considered the implications of any changes in estimate.
- Performed site visits and assessed the status of the projects' development and ascertained the reasonableness of the percentage of completion.

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

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

# Independent Auditors' Report

to the members of Skyworld Development Berhad

(Incorporated in Malaysia)

## AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current 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.

# Independent Auditors' Report

to the members of Skyworld Development Berhad  
(Incorporated in Malaysia)

## **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

In accordance with the requirements of the Companies Act, 2016 in Malaysia, we also report that the subsidiary companies of which we have not acted as auditors, are disclosed in Note 15 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.

**DELOITTE PLT (LLP0010145-LCA)**  
**Chartered Accountants (AF 0080)**

**WONG YEW CHOONG**  
**Partner - 03195/06/2025 J**  
**Chartered Accountant**

Kuala Lumpur  
18 July 2024

# STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 31 March 2024

	Note	2024 RM	Group 2023 RM	2024 RM	Company 2023 RM
Revenue	3	688,038,113	841,411,386	260,745,553	268,093,394
Cost of sales	4	(434,620,450)	(543,064,962)	(65,966,098)	(157,324,391)
Gross profit		253,417,663	298,346,424	194,779,455	110,769,003
Other operating income	5	11,738,514	5,838,212	22,809,984	19,306,938
Selling and marketing expenses		(17,288,375)	(11,869,685)	(5,642,238)	(5,022,111)
Administrative expenses		(71,769,444)	(72,764,612)	(65,755,845)	(60,137,595)
Finance costs	6	(16,164,162)	(14,766,166)	(12,017,114)	(12,934,042)
<b>Profit before tax</b>	7	159,934,196	204,784,173	134,174,242	51,982,193
Income tax expense	9	(53,423,557)	(54,072,599)	(9,756,219)	(11,983,080)
<b>Profit for the year</b>		106,510,639	150,711,574	124,418,023	39,999,113
<b>Other comprehensive income/(loss):</b>					
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translating foreign operation		701,816	(107,101)	-	-
Other comprehensive income/(loss) for the year, net of tax		701,816	(107,101)	-	-
<b>Total comprehensive income for the year</b>		107,212,455	150,604,473	124,418,023	39,999,113
<b>Profit attributable to:</b>					
Owners of the Company		106,783,953	143,995,893	124,418,023	39,999,113
Non-controlling interests	15	(273,314)	6,715,681	-	-
		106,510,639	150,711,574	124,418,023	39,999,113
<b>Total comprehensive income attributable to:</b>					
Owners of the Company		107,485,769	143,888,792	124,418,023	39,999,113
Non-controlling interests	15	(273,314)	6,715,681	-	-
		107,212,455	150,604,473	124,418,023	39,999,113
Earnings per share (sen):					
Basic	35	11.36	18.77	-	-
Diluted	35	9.61	18.77	-	-

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

# STATEMENTS OF FINANCIAL POSITION

as at 31 March 2024

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
<b>ASSETS</b>					
<b>Non-current Assets</b>					
Property, plant and equipment	10	31,563,044	23,653,642	12,138,811	12,219,212
Right-of-use assets	11	878,774	173,094	656,537	173,094
Intangible assets	12	2,019,854	2,546,772	-	-
Investment property	13	68,308,466	53,053,498	-	-
Inventories - land held for property development	14	523,780,235	547,873,489	20,598,531	18,707,530
Investment in subsidiary companies	15	-	-	112,442,179	87,422,215
Goodwill	16	1,213,898	1,213,898	-	-
Deferred tax assets	17	11,502,761	19,947,044	4,311,863	6,143,267
Prepaid expenses	23	1,957,630	1,951,841	-	-
<b>Total Non-current Assets</b>		641,224,662	650,413,278	150,147,921	124,665,318
<b>Current Assets</b>					
Inventories - property development costs	18	175,251,087	142,364,640	-	9,669,861
Inventories - completed properties	19	15,387,508	42,076,104	-	-
Contract assets	20	96,063,295	175,057,855	44,700,000	43,099,497
Contract cost assets	21	3,007,124	5,385,713	-	876,447
Trade receivables	22	98,599,077	39,779,547	37,683,463	16,593,371
Other receivables, refundable deposits and prepaid expenses	23	13,876,089	12,280,158	2,872,919	4,082,161
Amount owing by subsidiary companies	24	-	-	451,186,050	367,514,784
Current tax assets		15,317,479	12,584,814	6,318,732	2,592,244
Cash and bank balances	25	499,921,528	237,726,662	243,895,204	125,103,817
<b>Total Current Assets</b>		917,423,187	667,255,493	786,656,368	569,532,182
<b>TOTAL ASSETS</b>		1,558,647,849	1,317,668,771	936,804,289	694,197,500

# Statements of Financial Position

as at 31 March 2024

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
<b>EQUITY AND LIABILITIES</b>					
<b>Capital and Reserves</b>					
Share capital	26	244,959,957	62,500,000	244,959,957	62,500,000
Irredeemable convertible preference shares	27	150,000,000	-	150,000,000	-
Foreign currency translation reserve		597,014	(104,802)	-	-
Retained earnings	28	450,547,527	547,396,210	320,761,948	388,843,925
<b>Equity Attributable to Owners of the Company</b>					
Non-controlling interests	15	846,104,498 (3,271,640)	609,791,408 5,869,008	715,721,905 -	451,343,925 -
<b>Total Equity</b>		<b>842,832,858</b>	<b>615,660,416</b>	<b>715,721,905</b>	<b>451,343,925</b>
<b>Non-current Liabilities</b>					
Lease liabilities	29	297,007	43,655	118,965	43,655
Bank borrowings	30	276,142,128	323,927,038	-	39,210,574
Land costs payable	33	9,750,000	-	-	-
Deferred tax liabilities	17	1,135,266	893,916	-	-
<b>Total Non-current Liabilities</b>		<b>287,324,401</b>	<b>324,864,609</b>	<b>118,965</b>	<b>39,254,229</b>
<b>Current Liabilities</b>					
Trade payables	31	154,245,862	161,157,229	38,531,924	49,864,593
Other payables and accrued expenses	32	41,896,478	51,212,422	10,956,358	13,861,092
Contract liabilities	20	9,921,278	1,121,055	-	-
Amount owing to subsidiary companies	24	-	-	9,378,891	19,720,868
Land costs payable	33	564,556	1,148,234	-	-
Lease liabilities	29	569,974	104,869	520,418	104,869
Bank borrowings	30	213,415,415	159,196,051	161,575,828	120,047,924
Current tax liabilities		7,877,027	3,203,886	-	-
<b>Total Current Liabilities</b>		<b>428,490,590</b>	<b>377,143,746</b>	<b>220,963,419</b>	<b>203,599,346</b>
<b>Total Liabilities</b>		<b>715,814,991</b>	<b>702,008,355</b>	<b>221,082,384</b>	<b>242,853,575</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,558,647,849</b>	<b>1,317,668,771</b>	<b>936,804,289</b>	<b>694,197,500</b>

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

# STATEMENTS OF CHANGES IN EQUITY

for the year ended 31 March 2024

Group	Share capital RM	Irredeemable convertible preference shares RM	Distributable reserve - Retained earnings RM	Non- distributable Translation reserve RM	Attributable to owners of the Company RM	Non- controlling interests RM	Total equity RM
As at 1 April 2022	62,500,000	-	403,379,873	2,299	465,882,172	(826,272)	465,055,900
Contributions by/(Distributions to) owners of the Company:							
Dilution of equity interests in subsidiary companies	-	-	20,444	-	20,444	(20,401)	43
Total transactions with owners of the Company	-	-	20,444	-	20,444	(20,401)	43
Profit for the year	-	-	143,995,893	-	143,995,893	6,715,681	150,711,574
Other comprehensive loss for the year	-	-	-	(107,101)	(107,101)	-	(107,101)
As at 31 March 2023	62,500,000	-	547,396,210	(104,802)	609,791,408	5,869,008	615,660,416



# Statements of Changes in Equity

for the year ended 31 March 2024

Group	Note	Share capital RM	Irredeemable convertible preference shares RM	Distributable reserve - Retained earnings RM	Non-distributable Translation reserve RM	Attributable to owners of the Company RM	Non-controlling interests RM	Total equity RM
<b>As at 1 April 2023</b>		62,500,000	-	547,396,210	(104,802)	609,791,408	5,869,008	615,660,416
Transactions with owners of the Company:								
Issuance of ordinary shares pursuant to public issue	26	166,400,000	-	-	-	166,400,000	-	166,400,000
Expenses on issuance of shares	26	(3,940,043)	-	-	-	(3,940,043)	-	(3,940,043)
Issuance of irredeemable convertible preference shares	27	-	150,000,000	(150,000,000)	-	-	-	-
Acquisition of remaining equity interest in a subsidiary company	26(b)	20,000,000	-	(11,132,636)	-	8,867,364	(8,867,364)	-
Incorporation of new subsidiaries	15(h)	-	-	-	-	-	30	30
Dividends paid		-	-	(42,500,000)	-	(42,500,000)	-	(42,500,000)
Total transactions with owners of the Company		182,459,957	150,000,000	(203,632,636)	-	128,827,321	(8,867,334)	119,959,987
Profit for the year		-	-	106,783,953	-	106,783,953	(273,314)	106,510,639
Other comprehensive income for the year		-	-	-	701,816	701,816	-	701,816
<b>As at 31 March 2024</b>		244,959,957	150,000,000	450,547,527	597,014	846,104,498	(3,271,640)	842,832,858

## Statements of Changes in Equity

for the year ended 31 March 2024

Company	Note	Share capital RM	Irredeemable convertible preference shares RM	Distributable reserve - Retained earnings RM	Total equity RM
<b>As at 1 April 2022</b>		62,500,000	-	348,844,812	411,344,812
Total comprehensive income for the year		-	-	39,999,113	39,999,113
<b>As at 31 March 2023/1 April 2023</b>		62,500,000	-	388,843,925	451,343,925
Transactions with owners of the Company:					
Issuance of ordinary shares pursuant to public issue	26	166,400,000	-	-	166,400,000
Expenses on issuance of shares	26	(3,940,043)	-	-	(3,940,043)
Issuance of irredeemable convertible preference shares	27	-	150,000,000	(150,000,000)	-
Acquisition of remaining equity interest in a subsidiary company	26(b)	20,000,000	-	-	20,000,000
Dividends paid		-	-	(42,500,000)	(42,500,000)
Total transactions with owners of the Company		182,459,957	150,000,000	(192,500,000)	139,959,957
Total comprehensive income for the year		-	-	124,418,023	124,418,023
<b>As at 31 March 2024</b>		244,959,957	150,000,000	320,761,948	715,721,905

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

# STATEMENTS OF CASH FLOWS

for the year ended 31 March 2024

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>CASH FLOWS FROM/(USED IN)</b>				
<b>OPERATING ACTIVITIES</b>				
Profit before tax	159,934,196	204,784,173	134,174,242	51,982,193
Adjustments for:				
Depreciation of:				
- Property, plant and equipment	3,854,624	1,312,154	1,808,787	1,267,213
- Right-of-use assets	559,610	540,354	515,163	540,354
Amortisation of intangible assets	526,918	263,460	-	-
Interest expenses	16,164,162	14,766,166	12,017,114	12,934,042
Dividend income from subsidiary companies	-	-	(100,900,000)	-
Interest income	(7,716,480)	(3,540,764)	(20,563,832)	(18,826,716)
Fair value gain on short-term investments	(1,904,966)	-	(1,904,966)	-
Unrealised (gain)/loss on foreign exchange	(3,272)	69,533	-	-
Provision for Bumiputera quota penalties	-	758,804	-	-
Provision for ex-gratia payments	4,047,302	-	-	-
Allowance for doubtful debts:				
- Trade receivables	8,783	-	-	-
- Other receivables and refundable deposits	1,551,648	-	1,540,000	-
- Amount owing by subsidiary companies	-	-	4,456,624	948,972
Bad debts written off	-	6,707	-	-
Reversal of allowance for doubtful debts of trade receivables	(5,530)	(59,232)	(5,530)	(59,232)
Reversal of provision for Bumiputera quota penalties	(679,383)	-	-	-
Impairment loss on intangible assets	55,623	696,428	-	-
Rental income from subsidiary companies	-	-	(116,333)	-
License fee from subsidiary companies	-	-	(3,750)	-
Operating Profit Before Working Capital Changes	176,393,235	219,597,783	31,017,519	48,786,826
Movement in working capital:				
(Increase)/Decrease in:				
Inventories - land held for property development	(47,460,528)	(96,598,408)	(1,891,001)	(1,427,307)
Inventories - property development costs	51,895,325	101,464,056	9,669,861	19,651,587
Inventories - completed properties	26,688,596	38,129,124	-	-
Contract assets	78,994,560	(57,625,622)	(1,600,503)	54,019,218
Contract cost assets	2,378,589	3,040,818	876,447	1,861,370
Trade receivables	(58,822,783)	34,481,714	(21,084,562)	(12,171,633)
Other receivables, refundable deposits and prepaid expenses	(3,153,368)	(2,885,830)	(330,758)	(697,987)
Amount owing by subsidiary companies	-	-	(51,861,217)	(36,955,720)
(Decrease)/Increase in:				
Trade payables	(6,911,367)	(29,319,751)	(11,332,669)	(16,801,045)
Other payables and accrued expenses	(13,652,382)	(9,863,446)	(2,904,734)	(355,779)
Contract liabilities	8,800,223	(108,295,015)	-	(30,304,288)
Land costs payable	9,166,322	(75,872,544)	-	-
Cash Generated From/(Used In) Operations	224,316,422	16,252,879	(49,441,617)	25,605,242
Interest paid	(28,481,031)	(24,815,989)	(10,471,326)	(11,545,823)
Income tax paid	(49,565,588)	(79,334,968)	(11,651,526)	(25,042,167)
Income tax refunded	6,768,140	100,487	223	-
Net Cash From/(Used In) Operating Activities	153,037,943	(87,797,591)	(71,564,246)	(10,982,748)

# Statements of Cash Flows

for the year ended 31 March 2024

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>CASH FLOWS FROM/(USED IN) FROM INVESTING ACTIVITIES</b>				
Advances to subsidiary companies	-	-	(146,129,862)	(65,424,371)
Repayments from subsidiary companies	-	-	121,752,577	188,881,958
Dividend received	-	-	55,000,000	-
Interest received	9,621,446	3,540,764	5,574,699	2,274,691
Acquisition of property, plant and equipment [Note 10(e)]	(10,787,238)	(16,817,589)	(1,728,386)	(5,469,678)
Additions to intangible assets	(55,623)	(696,428)	-	-
Additions to investment property [Note 13(f)]	(15,245,098)	(8,564,725)	-	-
(Placement)/Withdrawal of fixed deposits pledged	(63,388,529)	336,878	(41,789,972)	2,126,226
Incorporation of a subsidiary company	-	-	(70)	-
Net cash inflow on acquisition of subsidiary companies	-	857	-	-
Acquisition of shares of subsidiary companies	-	-	-	(200)
Proceeds from dilution of equity interests in subsidiary companies	-	43	-	-
Net Cash (Used In)/From Investing Activities	(79,855,042)	(22,200,200)	(7,321,014)	122,388,626
<b>CASH FLOWS (USED IN)/ FROM FINANCING ACTIVITIES</b>				
Repayments of bank borrowings	(201,334,900)	(372,844,195)	(122,946,582)	(292,713,101)
Proceeds from bank borrowings	186,895,631	517,620,593	105,263,912	256,496,723
Advances from subsidiary companies	-	-	35,875,449	13,339,190
Repayments to subsidiary companies	-	-	(1,715,398)	(14,647,350)
Increase in investment in subsidiary companies	-	-	-	(45,360,132)
Proceeds from issuance of shares	166,400,000	-	166,400,000	-
Payment of shares issuance expenses	(3,940,043)	-	(3,940,043)	-
Payment of lease liabilities	(546,833)	(567,978)	(507,747)	(567,978)
Interest paid	(55,507)	(24,970)	(42,916)	(24,970)
Dividends paid	(42,500,000)	-	(42,500,000)	-
Net Cash From/(Used In) Financing Activities	104,918,348	144,183,450	135,886,675	(83,477,618)
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	178,101,249	34,185,659	57,001,415	27,928,260
<b>EFFECT OF EXCHANGE RATE FLUCTUATIONS ON CASH HELD</b>	705,088	(176,634)	-	-
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b>	223,408,369	189,399,344	112,574,872	84,646,612
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR (NOTE 34)</b>	402,214,706	223,408,369	169,576,287	112,574,872

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

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2024

## 1. GENERAL INFORMATION

The Company is a public limited liability company, incorporated and domiciled in Malaysia and was listed on the Main Market of Bursa Malaysia Securities Berhad on 10 July 2023.

The Company is principally engaged in the provision of management services to its subsidiaries and business of property development and investment holding.

The information on the name, place of incorporation, principal activities, and percentage of issued share capital held by the holding company in each subsidiary company are set out in Note 15.

The registered office of the Company is located at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

The principal place of business of the Company is located at G Floor, Block B, Wisma NTP World, Excella Business Park, Jalan Ampang Putra, Ampang, 55100 Kuala Lumpur.

The financial statements of the Group and of the Company were authorised by the Board of Directors for issuance on 18 July 2024.

## 2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

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

The financial statements have been prepared on the historical cost basis except as otherwise stated in the financial statements.

### (a) Adoption of Amendments to Malaysian Financial Reporting Standards

In the current year, the Group and Company have adopted all the Amendments to MFRSs issued by the Malaysian Accounting Standards Board ("MASB") that are relevant and effective for annual periods beginning on or after 1 April 2023 as follows:

Amendments to MFRS 101	Disclosure of Accounting Policies
Amendments to MFRS 108	Definition of Accounting Estimates
Amendments to MFRS 112	Deferred Tax related to Assets and Liabilities arising from a Single Transaction
Amendments to MFRS 112	International Tax Reform-Pillar Two Model Rules

The adoption of these Amendments to MFRSs did not result in significant changes to the accounting policies of the Group and of the Company and have no significant effect on the financial performance or position of the Group and of the Company except as below.

#### Amendments to MFRS 101 Disclosure of Accounting Policies

The Group and the Company have adopted the amendments to MFRS 101 for the first time in the current year. The amendments change the requirements in MFRS 101 with regard to disclosure of accounting policies. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements.

The supporting paragraphs in MFRS 101 are also amended to clarify that accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed. Accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material.

The Group and the Company have applied materiality guidance in MFRS Practice Statement 2 *Making Materiality Judgements* in identifying its material accounting policies for disclosures in the related notes. The previous term 'significant accounting policies' used throughout the financial statements has been replaced with 'material accounting policy information'.

# Notes to the Financial Statements

for the year ended 31 March 2024

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

### (b) New MFRS and Amendments to MFRSs in issue but not yet effective

At the date of authorisation for issue of these financial statements, the new MFRS and Amendments to MFRSs relevant to the Group and the Company which were in issue but not yet effective and not early adopted by the Group and the Company are as listed below:

Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture <sup>1</sup>
Amendments to MFRS 16	Lease Liability in a Sale and Leaseback <sup>2</sup>
Amendments to MFRS 101	Classification of Liabilities as Current or Non-current <sup>2</sup>
Amendments to MFRS 101	Non-current Liabilities with Covenants <sup>2</sup>
Amendments to MFRS 107 and MFRS 7	Supplier Finance Arrangements <sup>2</sup>
Amendments to MFRS 121	Lack of Exchangeability <sup>3</sup>
MFRS 18	Presentation and Disclosure in Financial Statements <sup>4</sup>

<sup>1</sup> Effective date deferred to a date to be determined and announced by MASB.

<sup>2</sup> Effective for annual periods beginning on or after 1 January 2024, with earlier application permitted.

<sup>3</sup> Effective for annual periods beginning on or after 1 January 2025, with earlier application permitted.

<sup>4</sup> Effective for annual periods beginning on or after 1 January 2027, with earlier application permitted.

The directors anticipate that the abovementioned new MFRS and Amendments to MFRSs will be adopted in the annual financial statements of the Group and of the Company when they become effective and that the adoption of these new MFRS and Amendments to MFRSs will have no material impact on the financial statements of the Group and of the Company in the period of initial application.

### c) Use of estimates and judgements

In the preparation of the financial statements in conformity with MFRSs, management is required 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 estimates are revised and in any future periods affected.

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

Note 3	Revenue and Cost of Sales Recognition for Property Development Activities
Note 15	Impairment of Investment in Subsidiary Companies
Note 17	Deferred Tax Assets
Note 19	Net Realisable Value of Completed Properties
Note 32	Provision for Bumiputera Quota Penalties

# Notes to the Financial Statements

for the year ended 31 March 2024

## 3. REVENUE

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Revenue from contracts with customers	688,038,113	841,411,386	159,845,553	268,093,394
Dividend income from subsidiary companies (Note 24)	-	-	100,900,000	-
	688,038,113	841,411,386	260,745,553	268,093,394
Disaggregation of the revenue from contracts with customers:				
Property development	645,856,876	783,264,183	107,984,336	231,137,674
Sale of completed units	40,065,925	57,520,459	-	-
Property investment income	1,239,328	-	-	-
Property management fee	2,100	50,889	-	-
Commission from e-commerce platform	758,070	575,855	-	-
Sales of service rendered	115,814	-	-	-
Management fee charged to subsidiary companies (Note 24)	-	-	51,861,217	36,955,720
	688,038,113	841,411,386	159,845,553	268,093,394
Dividend income from subsidiary companies (Note 24)	-	-	100,900,000	-
	688,038,113	841,411,386	260,745,553	268,093,394
Timing of revenue recognition:				
At a point in time	40,823,995	58,096,314	100,900,000	-
Over time	647,214,118	783,315,072	159,845,553	268,093,394
	688,038,113	841,411,386	260,745,553	268,093,394

### (a) Key sources of estimation uncertainty

#### Revenue and cost of sales recognition for property development activities

Revenue is recognised as and when the control of the asset is transferred to customers and it is probable that the Group and the Company will collect the consideration to which it will be entitled in exchange for the asset that will be transferred to the customer. The Group and the Company measure revenue after adjusting the effects of any variable consideration and consideration payable to customer. Depending on the terms of the contract and the applicable laws governing the contract, control of the asset may transfer over time or at a point in time.

If control of the asset transfers over time, revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation based on the physical proportion of contract work-to-date certified by professional consultants. Significant judgement is required in determining the progress towards complete satisfaction of that performance obligation based on the certified work-to-date corroborated by the level of completion of the development based on actual costs incurred to date over the estimated total property development costs. The total estimated costs are based on approved budgets, which require assessments and judgements to be made on changes in, for example, work scope, changes in costs and costs to completion. In making these judgements, management relies on past experience and the work of specialist.

## Notes to the Financial Statements

for the year ended 31 March 2024

### 3. REVENUE (CONT'D)

#### (a) Property development

Revenue from property development is recognised over time if it creates an asset with no alternative use to the Group and the Company, and the Group and the Company has an enforceable right to payment for performance completed to date. Revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation.

The progress towards complete satisfaction of the performance obligation is measured based on the Group's and the Company's efforts or inputs to the satisfaction of the performance obligation (e.g., by reference to the property development costs incurred to date as a percentage of the estimated total costs of development of the contract).

#### (c) Sale of completed units

Revenue from sale of completed units is recognised at a point in time upon delivery of properties when the control of the properties has been passed to the buyers and when it is probable that the Group and the Company will collect the consideration to which it is entitled.

#### (d) Property investment income

Property investment income is recognised on a straight-line basis over the lease term.

#### (e) Property management and management services

Management fees is recognised over time when the service is rendered in accordance to contract term.

#### (f) Commission from e-commerce platform

Commission from e-commerce platform is recognised at a point in time upon completion of transactions, which generally occurs upon receipt of confirmation from the buyers that products or services have been duly delivered or rendered by the providers.

#### (g) Sales of service rendered

Revenue from service rendered is recognised over the period of the contract by reference to the progress towards complete satisfaction of the performance obligation.

### 4. COST OF SALES

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Property development costs	404,102,251	502,284,194	65,966,098	157,324,391
Reversal of overprovision of construction costs	-	(91,755)	-	-
Cost of completed units sold	25,855,703	38,513,322	-	-
Property investment and management costs	2,776,988	-	-	-
Cost of e-commerce platform service	391,785	-	-	-
Other direct costs	1,493,723	2,359,201	-	-
	434,620,450	543,064,962	65,966,098	157,324,391

Property development costs of the Group and of the Company recognised in the current year consists of reversal adjustment due to over accrual of development cost which amounted to RM155,624 and RM Nil (2023: RM148,472 and RM Nil) in the previous year.



# Notes to the Financial Statements

for the year ended 31 March 2024

## 5. OTHER OPERATING INCOME

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Fair value gain on short-term investments	1,904,966	-	1,904,966	-
Forfeiture of deposits	378,617	436,037	-	-
Interest income from:				
- fixed deposits	7,582,882	3,540,764	3,536,135	2,274,691
- short-term investments	133,598	-	133,598	-
- subsidiary companies (Note 24)	-	-	16,894,099	16,552,025
License fee from subsidiary companies (Note 24)	-	-	3,750	-
Rental income from:				
- third parties	1,023,554	975,920	-	-
- subsidiary companies (Note 24)	-	-	116,333	-
Realised gain on foreign exchange	4,271	-	-	-
Sundry income	710,626	885,491	221,103	480,222
	11,738,514	5,838,212	22,809,984	19,306,938

## 6. FINANCE COSTS

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Interest expense on:				
- Bank borrowings	29,913,670	26,289,793	10,471,326	11,545,823
- Amount owing to subsidiary companies (Note 24)	-	-	1,502,872	1,363,249
- Lease liabilities (Note 29)	55,507	24,970	42,916	24,970
	29,969,177	26,314,763	12,017,114	12,934,042
Less: Finance costs capitalised in:				
- Property, plant and equipment (Note 10)	(119,574)	(10,239)	-	-
- Investment property (Note 13)	(1,313,065)	(1,463,565)	-	-
- Land held for property development (Note 14)	(12,372,376)	(10,074,793)	-	-
	(13,805,015)	(11,548,597)	-	-
	16,164,162	14,766,166	12,017,114	12,934,042

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

The amount of borrowing costs eligible for capitalisation is determined based on actual interest incurred on borrowings made specifically for the purpose of obtaining a qualifying asset and less any investment income on the temporary investment of that borrowing.

All other borrowing costs are recognised in profit or loss in the year in which they are incurred.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 7. PROFIT BEFORE TAX

Profit before tax is arrived at after charging/(crediting):

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>After charging:</b>				
Staff costs and directors' remuneration (Note 8)	45,547,260	46,211,451	45,547,260	46,211,451
Allowance for doubtful debts:				
- Trade receivables (Note 22)	8,783	-	-	-
- Other receivables and refundable deposits (Note 23)	1,551,648	-	1,540,000	-
- Amount owing by subsidiary companies (Note 24)	-	-	4,456,624	948,972
Bad debts written off (Note 22)	-	6,707	-	-
Depreciation of:				
- Property, plant and equipment (Note 10)	3,854,624	1,312,154	1,808,787	1,267,213
- Right-of-use assets (Note 11)	559,610	540,354	515,163	540,354
Amortisation of intangible assets (Note 12)	526,918	263,460	-	-
Expenses relating to short-term leases	34,689	1,005,436	-	1,005,436
Expenses relating to leases of low-value assets	225,267	123,604	166,042	119,446
Auditors' remuneration				
- Statutory audit	545,291	525,966	162,400	152,800
- Other assurance services	48,760	1,175,000	48,760	1,175,000
Provision for Bumiputera quota penalties (Note 32)	-	758,804	-	-
Provision for ex-gratia payments (Note 32)	4,047,302	-	-	-
Unrealised loss on foreign exchange	-	69,533	-	-
Impairment loss on intangible assets (Note 12)	55,623	696,428	-	-
<b>After crediting:</b>				
Reversal of provision for Bumiputera quota penalties (Note 32)	(679,383)	-	-	-
Reversal of allowance for doubtful debts of trade receivables (Note 22)	(5,530)	(59,232)	(5,530)	(59,232)
Unrealised gain on foreign exchange	(3,272)	-	-	-

# Notes to the Financial Statements

for the year ended 31 March 2024

## 8. STAFF COSTS AND DIRECTORS' REMUNERATION

	<b>Group and Company 2024 RM</b>	<b>2023 RM</b>
Staff costs:		
- Salaries, wages, allowances and overtime	22,835,780	22,189,429
- Bonus	7,200,175	8,271,638
- Employees provident fund	3,365,683	3,834,477
- Social security contribution	216,876	202,100
- Other staff related costs	3,353,053	3,796,276
	<b>36,971,567</b>	<b>38,293,920</b>
Executive Directors' remuneration:		
- Salaries, wages and allowances	5,259,777	4,660,000
- Bonus	2,071,537	2,149,745
- Employees provident fund	846,036	931,167
- Social security contribution	3,476	3,182
- Other emoluments	79,251	27,605
	<b>8,260,077</b>	<b>7,771,699</b>
Non-executive Directors' remuneration:		
- Fees	276,000	125,332
- Other emoluments	39,616	20,500
	<b>315,616</b>	<b>145,832</b>
	<b>45,547,260</b>	<b>46,211,451</b>

### (a) Short-term employee benefits

Wages, salaries, paid annual leave and bonuses are measured on an undiscounted basis and are recognised in profit or loss in the period in which the associated services are rendered by employees of the Group.

### (b) Defined contribution plans

The Group's contributions to defined contribution plans are recognised in profit or loss in the period to which they relate. Once the contributions have been paid, the Group has no further liability in respect of the defined contribution plans.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 9. INCOME TAX EXPENSE

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Estimated tax payable:				
Current year	44,561,603	52,914,497	8,408,473	15,584,735
Under/(Over) provision in prior years	176,321	8,185,475	(483,658)	3,100,383
	44,737,924	61,099,972	7,924,815	18,685,118
Deferred tax (Note 17):				
Current year	8,491,109	3,846,058	1,134,306	(1,524,988)
Under/(Over) provision in prior years	194,524	(10,873,431)	697,098	(5,177,050)
	8,685,633	(7,027,373)	1,831,404	(6,702,038)
	53,423,557	54,072,599	9,756,219	11,983,080

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

A reconciliation of income tax expense applicable to profit before tax at the applicable statutory income tax rate to income tax expense at the effective income tax rate of the Group and of the Company is as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Profit before tax	159,934,196	204,784,173	134,174,242	51,982,193
Tax expense calculated using the Malaysia statutory income tax rate of 24%	38,384,207	49,148,202	32,201,818	12,475,726
Tax effects of:				
- expenses that are not deductible in determining taxable profit	14,138,635	10,449,659	2,046,216	1,584,021
- income not taxable in determining taxable profit	(1,063,097)	-	(24,705,255)	-
Utilisation of deferred tax assets not previously recognised	(20,352)	(2,934,301)	-	-
Deferred tax assets not recognised	1,613,319	96,995	-	-
Under/(Over) provision of estimated tax payable in prior years	176,321	8,185,475	(483,658)	3,100,383
Under/(Over) provision of deferred tax in prior years	194,524	(10,873,431)	697,098	(5,177,050)
	53,423,557	54,072,599	9,756,219	11,983,080

# Notes to the Financial Statements

for the year ended 31 March 2024

## 9. INCOME TAX EXPENSE (CONT'D)

The tax effects of deductible temporary differences, unused tax losses and unabsorbed capital allowances which would give rise to deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, unused tax losses and unabsorbed capital allowances can be utilised.

Pursuant to guidelines issued by the Malaysian tax authorities in 2018, the Ministry of Finance has allowed companies to carry forward their unabsorbed capital allowances indefinitely until it is fully absorbed.

Pursuant to an amendment to Section 44(5F) of the Income Tax Act 1967, the time limit to utilise unused tax losses has been extended to a maximum of 10 consecutive years. This amendment is deemed to have effect from the year of assessment 2019. Furthermore, unused tax losses brought forward from year of assessment 2018 can be carried forward for another 10 consecutive years of assessment (i.e. from year of assessment 2019 to 2028).

Expiry date of the Group's unused tax losses is summarised below:

	<b>2024</b>	<b>Group</b>	<b>2023</b>
	<b>RM</b>		<b>RM</b>
Year of assessment:			
2031	176,837		250,991
2032	526,289		526,289
2033	581,504		581,504
2034	5,119,324		-

Any amounts not utilised upon expiry period of the above year of assessment will be disregarded.

As at year end, the estimated amount of unused tax losses, unabsorbed capital allowances and other deductible temporary differences for which deferred tax assets are not recognised in the financial statements due to uncertainty of realisation are as follows:

	<b>2024</b>	<b>Group</b>	<b>2023</b>
	<b>RM</b>		<b>RM</b>
Unused tax losses	6,403,954		1,358,784
Unabsorbed capital allowances	1,582,062		45,740
Other deductible temporary differences	64,774		8,904
	<b>8,050,790</b>		<b>1,413,428</b>

# Notes to the Financial Statements

for the year ended 31 March 2024

## 10. PROPERTY, PLANT AND EQUIPMENT

Group	Building RM	Computer software RM	Electrical and fittings RM	Furniture fittings RM	Motor vehicles RM	Office equipment RM	Renovation RM	Plant and machinery RM	Capital work in progress RM	Total RM
<b>Cost</b>										
As at 1 April 2022	6,650,000	3,454,531	46,670	970,127	79,013	1,924,721	3,641,717	106,850	130,587	17,004,216
Additions	-	267,497	-	22,760	-	273,602	4,964,973	-	11,204,311	16,733,143
Reclassification	-	50,525	-	-	-	-	-	-	(50,525)	-
Written off	-	-	-	(11,536)	-	-	-	-	-	(11,536)
As at 31 March 2023/ 1 April 2023	6,650,000	3,772,553	46,670	981,351	79,013	2,198,323	8,606,690	106,850	11,284,373	33,725,823
Additions	8,026,057	299,715	660,036	26,000	-	737,012	1,926,922	88,284	-	11,764,026
Reclassification	10,275,982	-	-	-	-	-	1,008,391	-	(11,284,373)	-
<b>As at 31 March 2024</b>	24,952,039	4,072,268	706,706	1,007,351	79,013	2,935,335	11,542,003	195,134	-	45,489,849
<b>Accumulated depreciation</b>										
As at 1 April 2022	21,201	2,856,250	46,667	725,729	79,012	1,605,742	3,408,467	28,495	-	8,771,563
Charge for the year (Note 7)	145,049	330,241	-	56,613	-	141,982	616,899	21,370	-	1,312,154
Written off	-	-	-	(11,536)	-	-	-	-	-	(11,536)
As at 31 March 2023/ 1 April 2023	166,250	3,186,491	46,667	770,806	79,012	1,747,724	4,025,366	49,865	-	10,072,181
Charge for the year (Note 7)	1,657,419	261,489	84,040	51,613	-	231,190	1,533,352	35,521	-	3,854,624
<b>As at 31 March 2024</b>	1,823,669	3,447,980	130,707	822,419	79,012	1,978,914	5,558,718	85,386	-	13,926,805
<b>Net carrying amount</b>										
As at 31 March 2023	6,483,750	586,062	3	210,545	1	450,599	4,581,324	56,985	11,284,373	23,653,642
<b>As at 31 March 2024</b>	23,128,370	624,288	575,999	184,932	1	956,421	5,983,285	109,748	-	31,563,044

# Notes to the Financial Statements

for the year ended 31 March 2024

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

Company	Building RM	Computer software RM	Electrical and fittings RM	Furniture fittings RM	Motor vehicles RM	Office equipment RM	Renovation RM	Total RM
<b>Cost</b>								
As at 1 April 2022	6,650,000	3,433,644	46,670	599,667	79,013	1,904,544	3,641,717	16,355,255
Additions	-	218,413	-	22,760	-	263,532	4,964,973	5,469,678
Transfer to a subsidiary company	-	-	-	(18,500)	-	-	-	(18,500)
As at 31 March 2023/1 April 2023	6,650,000	3,652,057	46,670	603,927	79,013	2,168,076	8,606,690	21,806,433
Additions	-	115,932	134,413	26,000	-	536,417	915,624	1,728,386
<b>As at 31 March 2024</b>	<b>6,650,000</b>	<b>3,767,989</b>	<b>181,083</b>	<b>629,927</b>	<b>79,013</b>	<b>2,704,493</b>	<b>9,522,314</b>	<b>23,534,819</b>
<b>Accumulated depreciation</b>								
As at 1 April 2022	21,201	2,835,274	46,667	355,270	79,012	1,585,653	3,408,467	8,331,544
Charge for the year (Note 7)	145,049	310,319	-	53,132	-	141,814	616,899	1,267,213
Transfer to a subsidiary company	-	-	-	(11,536)	-	-	-	(11,536)
As at 31 March 2023/1 April 2023	166,250	3,145,593	46,667	396,866	79,012	1,727,467	4,025,366	9,587,221
Charge for the year (Note 7)	133,000	221,726	13,957	54,108	-	201,504	1,184,492	1,808,787
<b>As at 31 March 2024</b>	<b>299,250</b>	<b>3,367,319</b>	<b>60,624</b>	<b>450,974</b>	<b>79,012</b>	<b>1,928,971</b>	<b>5,209,858</b>	<b>11,396,008</b>
<b>Net carrying amount</b>								
<b>As at 31 March 2023</b>	<b>6,483,750</b>	<b>506,464</b>	<b>3</b>	<b>207,061</b>	<b>1</b>	<b>440,609</b>	<b>4,581,324</b>	<b>12,219,212</b>
<b>As at 31 March 2024</b>	<b>6,350,750</b>	<b>400,670</b>	<b>120,459</b>	<b>178,953</b>	<b>1</b>	<b>775,522</b>	<b>4,312,456</b>	<b>12,138,811</b>

# Notes to the Financial Statements

for the year ended 31 March 2024

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

- (a) Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The costs of property, plant and equipment comprise their purchase costs and any expenditure that are directly attributable to the acquisition of the assets and other costs directly attributable to bringing the asset to working condition for its intended use.

Gain or loss on disposals are determined by comparing net disposal proceeds with carrying amounts and are recognised in profit or loss.

Capital work-in-progress is stated at cost and not depreciated until such time when the asset is available for use.

Depreciation on other property, plant and equipment is charged to profit or loss on a straight-line basis over their estimated useful lives. The principal annual rates used for this purpose are as follows:

Building	2% - 33 $\frac{1}{3}$ %
Computer software	20% - 33 $\frac{1}{3}$ %
Electrical fittings	20%
Furniture and fittings	10%
Motor vehicles	20%
Office equipment	10% - 20%
Renovation	11% - 33 $\frac{1}{3}$ %
Plant and machinery	20%

- (b) Included in property, plant and equipment of the Group and of the Company are fully depreciated assets which are still in use, with an aggregate cost of approximately RM7,927,020 (2023: RM7,263,602).
- (c) Finance costs of RM119,574 (2023: RM10,239) are capitalised in the property, plant and equipment of the Group at the rates ranging from 5.26% to 5.51% (2023: 5.26%) per annum.
- (d) Property, plant and equipment of the Group amounting to RM16,907,752 (2023: RM10,328,174) are charged to the banks for credit facilities granted to the Group as disclosed in Note 30.
- (e) The details of additions to property, plant and equipment are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Cash payments	10,787,238	16,817,589	1,728,386	5,469,678
Loan transaction cost	8,239	(84,446)	-	-
Provision for decommissioning costs	968,549	-	-	-
	11,764,026	16,733,143	1,728,386	5,469,678



# Notes to the Financial Statements

for the year ended 31 March 2024

## 11. RIGHT-OF-USE ASSETS

Group	Office building RM	Office equipment RM	Motor vehicle RM	Total RM
<b>Cost</b>				
As at 1 April 2022	1,665,912	111,122	-	1,777,034
Additions (Note 29)	-	27,773	-	27,773
Derecognition	(99,209)	-	-	(99,209)
As at 31 March 2023/1 April 2023	1,566,703	138,895	-	1,705,598
Additions (Note 29)	980,570	18,036	266,684	1,265,290
Derecognition	-	(11,841)	-	(11,841)
<b>As at 31 March 2024</b>	<b>2,547,273</b>	<b>145,090</b>	<b>266,684</b>	<b>2,959,047</b>
<b>Accumulated depreciation</b>				
As at 1 April 2022	1,044,625	46,734	-	1,091,359
Charge for the year (Note 7)	514,067	26,287	-	540,354
Derecognition	(99,209)	-	-	(99,209)
As at 31 March 2023/1 April 2023	1,459,483	73,021	-	1,532,504
Charge for the year (Note 7)	488,000	27,163	44,447	559,610
Derecognition	-	(11,841)	-	(11,841)
As at 31 March 2024	1,947,483	88,343	44,447	2,080,273
<b>Net carrying amount</b>				
<b>As at 31 March 2023</b>	<b>107,220</b>	<b>65,874</b>	<b>-</b>	<b>173,094</b>
<b>As at 31 March 2024</b>	<b>599,790</b>	<b>56,747</b>	<b>222,237</b>	<b>878,774</b>

# Notes to the Financial Statements

for the year ended 31 March 2024

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

Company	Office building RM	Office equipment RM	Total RM
<b>Cost</b>			
As at 1 April 2022	1,665,912	111,122	1,777,034
Additions (Note 29)	-	27,773	27,773
Derecognition	(99,209)	-	(99,209)
As at 31 March 2023/1 April 2023	1,566,703	138,895	1,705,598
Additions (Note 29)	980,570	18,036	998,606
Derecognition	-	(11,841)	(11,841)
<b>As at 31 March 2024</b>	<b>2,547,273</b>	<b>145,090</b>	<b>2,692,363</b>
<b>Accumulated depreciation</b>			
As at 1 April 2022	1,044,625	46,734	1,091,359
Charge for the year (Note 7)	514,067	26,287	540,354
Derecognition	(99,209)	-	(99,209)
As at 31 March 2023/1 April 2023	1,459,483	73,021	1,532,504
Charge for the year (Note 7)	488,000	27,163	515,163
Derecognition	-	(11,841)	(11,841)
<b>As at 31 March 2024</b>	<b>1,947,483</b>	<b>88,343</b>	<b>2,035,826</b>
<b>Net carrying amount</b>			
<b>As at 31 March 2023</b>	<b>107,220</b>	<b>65,874</b>	<b>173,094</b>
<b>As at 31 March 2024</b>	<b>599,790</b>	<b>56,747</b>	<b>656,537</b>

(a) Right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

(b) Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. The depreciation starts at the commencement date of the lease. The principal depreciation periods are as follows:

Office building      The Group and the Company have entered into a number of non-cancellable operating lease agreement for the use of buildings. The tenure of these leases ranges between 2 to 3 years (2023: 2 to 3 years), with option to renew upon expiry.

Office equipment      The Group and the Company have leased a number of office equipment from various parties from various parties under non-cancellable operating lease agreements. The tenure of these leases ranges between 5 to 8 years (2023: 5 to 8 years).

Motor vehicle      The Group has leased a motor vehicle under a non-cancellable operating lease agreement with a tenure of 5 years (2023: Nil).

# Notes to the Financial Statements

for the year ended 31 March 2024

## 12. INTANGIBLE ASSETS

Group	Computer software programmes RM	Billboard advertisement rights RM	Total RM
<b>Cost</b>			
As at 1 April 2022	254,400	5,617,387	5,871,787
Additions	-	696,428	696,428
As at 31 March 2023/1 April 2023	254,400	6,313,815	6,568,215
Additions	-	55,623	55,623
<b>As at 31 March 2024</b>	<b>254,400</b>	<b>6,369,438</b>	<b>6,623,838</b>
<b>Accumulated amortisation</b>			
As at 1 April 2022	-	-	-
Charge for the year (Note 7)	-	263,460	263,460
As at 31 March 2023/1 April 2023	-	263,460	263,460
Charge for the year (Note 7)	-	526,918	526,918
<b>As at 31 March 2024</b>	<b>-</b>	<b>790,378</b>	<b>790,378</b>
<b>Impairment loss</b>			
As at 1 April 2022	254,400	2,807,155	3,061,555
Impairment loss (Note 7)	-	696,428	696,428
As at 31 March 2023/1 April 2023	254,400	3,503,583	3,757,983
Impairment loss (Note 7)	-	55,623	55,623
<b>As at 31 March 2024</b>	<b>254,400</b>	<b>3,559,206</b>	<b>3,813,606</b>
<b>Net carrying amount</b>			
<b>As at 31 March 2023</b>	<b>-</b>	<b>2,546,772</b>	<b>2,546,772</b>
<b>As at 31 March 2024</b>	<b>-</b>	<b>2,019,854</b>	<b>2,019,854</b>

- (a) Intangible assets are stated at cost less accumulated amortisation and impairment losses.

Costs that are directly associated with identifiable assets controlled by the Group and the Company that will probably generate economic benefits exceeding costs beyond one year, are recognised as intangible assets. Expenditure which enhances or extends the performance of intangible assets beyond their original specifications is recognised as a capital improvement and added to the original cost of the intangible assets.

Amortisation of the intangible assets begins when it is available for use, which means when it is in the location and condition necessary for it to be capable of operating in the manner intended by management.

The useful life of an intangible asset with an indefinite useful life is reviewed annually to determine whether the useful life assessment continues to be supportable. If not, the change in useful life from indefinite to finite is made on prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceed and the carrying amount of the asset and is recognised in profit or loss when the asset is derecognised.

## Notes to the Financial Statements

for the year ended 31 March 2024

### 12. INTANGIBLE ASSETS (CONT'D)

- (b) The billboard advertisement rights granted to the Group is for a period of 6 years from year 2022 and was granted by a local authority in exchange for the construction of an overhead pedestrian bridge. The directors performed impairment assessment on intangible assets at least annually and whenever there is an indication at the end of the reporting period that the asset may be impaired. The recoverable amount is determined based on the higher of fair value less costs to sell and its value-in-use. Based on the assessment, the recoverable amount of the billboard advertisement rights is determined based on its fair value less costs to sell and an impairment loss of RM55,623 (2023: RM696,428) has been recognised during the year.

Evaluation for impairment is significantly impacted by the prices quoted by the third party advertisement company with a similar tenure with the intangible assets of the Group. The results of such evaluation are also impacted by the discount rate used.

- (c) Qualitative information about fair value measurement of the billboard advertisement rights using significant unobservable inputs (Level 3) in the impairment assessment as at 31 March 2024 and 31 March 2023 are as follows:

Intangible asset	Valuation technique	Significant unobservable inputs	Range	Inter-relationship
Billboard advertisement rights	Comparison method of valuation	Prices quoted by third party advertisement company for similar advertisement services with a similar tenure	RM5,952 per slot	Higher quoted price, higher fair value
		Pre-tax discount rate	5.7% per annum	Higher range of inputs, lower fair value

There has been no change to the valuation technique during the financial year.

### 13. INVESTMENT PROPERTY

	2024 RM	Group 2023 RM
At beginning of year	53,053,498	-
Additions	15,254,968	8,442,998
Transferred from inventories - land held for property development (Note 14)	-	44,610,500
At end of year	68,308,466	53,053,498

- (a) Investment properties are properties which are owned or held to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes (including property under construction for such purposes). Investment properties are measured initially at cost and subsequently at fair value with any change therein recognised in profit or loss for the period in which they arise.

When the fair value of the investment property under construction is not reliably determinable, the investment property under construction is measured at cost until either its fair value has been reliably determinable or construction is complete, whichever is earlier.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property is recognised in profit or loss in the year of retirement or disposal.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner occupied, the deemed cost for subsequent accounting is the fair value at the date of change in use.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 13. INVESTMENT PROPERTY (CONT'D)

- (b) Finance costs of RM1,313,065 (2023: RM1,463,565) are capitalised in the investment property of the Group at the rates ranging from 5.76% to 6.76% (2023: 5.52% to 6.51%) per annum.
- (c) Investment property of the Group amounting to RM35,545,428 (2023: RM35,544,197) are charged to the banks for credit facilities granted to the Group as disclosed in Note 30.
- (d) As at 31 March 2023, the fair value of the investment property under construction with carrying amount of RM53,053,498 was unable to be determined reliably as there were uncertainties in estimating their fair value at that juncture.

In the current year, the construction of the investment property was completed. The carrying amount of the Group's investment property of RM68,308,466 has been arrived at based on a valuation carried out by an independent valuer not related to the Group. There is no material differences between the fair value and carrying value of the asset as at the reporting date.

- (e) Qualitative information about fair value measurement of the investment property using significant unobservable inputs (Level 3) as at 31 March 2024 are as follows:

Components of investment property	Valuation technique	Significant unobservable inputs	Range	Inter-relationship
Commercial land	Comparison method of valuation	Recent sales or listings of similar properties in the vicinity or similar localities	RM3,014 to RM4,628 per square meter	Higher quoted price, higher fair value
Buildings erected on the subject land	Cost approach method of valuation	Depreciated reproduction or replacement cost of the building and other improvements	RM1,615 to RM2,690 per square meter	Higher quoted price, higher fair value

- f) The details of additions to investment property are as follows:

	2024 RM	Group 2023 RM
Cash payments	15,245,098	8,564,725
Loan transaction cost	9,870	(121,727)
	15,254,968	8,442,998

## Notes to the Financial Statements

for the year ended 31 March 2024

### 14. INVENTORIES - LAND HELD FOR PROPERTY DEVELOPMENT

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
At beginning of year	547,873,489	528,763,902	18,707,530	17,280,223
Additions	60,179,219	104,316,631	1,891,001	1,427,307
Transferred to inventories				
- property development costs (Note 18)	(84,272,473)	(44,618,484)	-	-
Transferred to investment property (Note 13)	-	(44,610,500)	-	-
Reclassified from prepaid expenses	-	4,021,940	-	-
At end of year	523,780,235	547,873,489	20,598,531	18,707,530

Included in the inventories - land held for property development are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Development costs	125,237,113	108,531,459	20,598,531	18,707,530
Long-term leasehold and freehold land	398,543,122	439,342,030	-	-
	523,780,235	547,873,489	20,598,531	18,707,530

- Land held for property development stated at cost less accumulated impairment losses, if any, is classified as a non-current asset when no development work has been carried out or where development activities are not expected to be completed within the normal operating cycle.
- Cost associated with the acquisition of land includes the purchase price of the land, professional fees, stamp duties, conversion fees and other relevant levies.
- Land held for property development is reclassified to property development costs at the point when development activities commence and where it can be demonstrated that the development activities can be completed within the normal operating cycle.
- Finance costs of RM12,372,376 (2023: RM10,074,793) are capitalised in the land held for property development of the Group at the rates ranging from 4.80% to 6.76% (2023: 3.71% to 6.51%) per annum.
- Land held for property development of the Group amounting to RM367,764,650 (2023: RM424,080,346) are charged to the banks for credit facilities granted to the Group as disclosed in Note 30.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 15. INVESTMENT IN SUBSIDIARY COMPANIES

	Company	
	2024 RM	2023 RM
Unquoted shares, at cost:		
At beginning of year	87,422,215	40,561,985
Acquisition of new subsidiary companies	-	200
Acquisition of additional ordinary shares in existing subsidiary companies by way of:		
- Issuance of shares	20,000,000	-
- Cash	-	45,360,132
- Capitalisation of amount owing by subsidiary companies	5,019,894	1,499,898
Incorporation of new subsidiary companies	70	-
At end of year	112,442,179	87,422,215

### (a) Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries) made up to 31 March each year. Control is achieved when the Company:

- has the power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Company has less than a majority of the voting rights of an investee, it considers that it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including:

- the size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Company, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, the results of subsidiaries acquired or disposed of during the year are included in profit or loss from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between the members of the Group are eliminated on consolidation.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 15. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

### (a) Basis of consolidation (cont'd)

Non-controlling interests in subsidiaries are identified separately from the Group's equity therein. Those interests of non-controlling shareholders that are present ownership interests entitling their holders to a proportionate share of net assets upon liquidation may initially be measured at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement is made on an acquisition-by-acquisition basis. Other non-controlling interests are initially measured at fair value. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of the subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the Company.

When the Group loses control of a subsidiary, the gain or loss on disposal recognised in profit or loss is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), less liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as required/permitted by applicable MFRS Standards). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under MFRS 9 *Financial Instruments* when applicable, or the cost on initial recognition of an investment in an associate or a joint venture.

### (b) Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interest issued by the Group in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value at the acquisition date, except that:

- deferred tax assets or liabilities and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with MFRS 112 *Income Taxes* and MFRS 119 *Employee Benefits* respectively;
- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with MFRS 2 *Share-based Payment* at the acquisition date; and
- assets (or disposal groups) that are classified as held for sale in accordance with MFRS 5 *Non-current Assets Held for Sale and Discontinued Operations* are measured in accordance with that Standard.



# Notes to the Financial Statements

for the year ended 31 March 2024

## 15. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

### (b) Business combinations

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

When the consideration transferred by the Group in a business combination includes a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and included as part of the consideration transferred in a business combination. Changes in fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Other contingent consideration is remeasured to fair value at subsequent reporting dates with changes in fair value recognised in profit or loss.

When a business combination is achieved in stages, the Group's previously held interests in the acquired entity are remeasured to its acquisition-date fair value and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss, where such treatment would be appropriate if that interest were disposed of.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date.

### (c) Key sources of estimation uncertainty

#### Impairment of investment in subsidiary companies

The Company conducts an annual impairment review of its investment in subsidiary companies. When there is an indication that the carrying amount may be impaired, the investment in subsidiary companies' recoverable amount, being the higher of its fair value less costs to sell and its value-in-use ("VIU"), will be assessed.

In determining the VIU of the cash generating unit ("CGU") of the investees, being the future economic benefits to be expected from its continued use and ultimate disposal, the Company makes estimates and assumptions that require significant judgements. While the Company believes these estimates and assumptions of VIU could be reasonable and appropriate, changes on these estimates and assumptions of VIU could impact the Company's financial position and results.

- (d) An investment in a subsidiary company, which is eliminated on consolidation, is stated in the Company's separate financial statements at cost less impairment losses, if any.

On disposal of such an investment, the difference between the net disposal proceeds and its carrying amount is included in profit or loss.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 15. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

(e) The details of the subsidiary companies are as follows:

Name of company	Country of incorporation	Proportion of ownership interest and voting power held by the Group		Principal activities
		2024 %	2023 %	
Bennington Development Sdn. Bhd.	Malaysia	100	100	Property development
Citra Amal Sdn. Bhd.	Malaysia	100	100	Property development
Curvo Development Sdn. Bhd.	Malaysia	100	100	Property development
SkyAwani 2 Development Sdn. Bhd.	Malaysia	100	100	Property development
SkyAwani 5 Development Sdn. Bhd.	Malaysia	100	100	Property development
SkyAvana Development Sdn. Bhd. (formerly known as SkyHill Development Sdn. Bhd.)	Malaysia	100	100	Property development
SkyLuxe Development Sdn. Bhd.	Malaysia	100	100	Property development
SkyMeridien Development Sdn. Bhd.	Malaysia	100	100	Property development
SkySanctuary Development Sdn. Bhd.	Malaysia	100	100	Property development and property investment
SkySierra Development Sdn. Bhd.	Malaysia	100	100	Property development
SkyVogue Development Sdn. Bhd.	Malaysia	100	100	Property development
SkyVue Development Sdn. Bhd.	Malaysia	100	100	Property development
SkyAman Development Sdn. Bhd.	Malaysia	100	100	Property development
West Victory Sdn. Bhd.	Malaysia	100	100	Property development
Medan Srijuta Sdn. Bhd.	Malaysia	60	60	Property development
NTP World Corporation Sdn. Bhd.	Malaysia	100	60	Property development
SkyWorld Capital Berhad	Malaysia	100	100	Treasury management
SkyWorld Connects Sdn. Bhd.	Malaysia	100	100	Management services and e-commerce business and remodelling or renovating residential structures
Aqua Legacy Sdn. Bhd.	Malaysia	100	100	Property development
Legasi Spohra Sdn. Bhd.	Malaysia	100	100	Property development
SkyWorld Land Sdn. Bhd.	Malaysia	75	75	Property development and investment holding
SkyWorld Properties Sdn. Bhd.	Malaysia	80	80	Property development and investment holding

# Notes to the Financial Statements

for the year ended 31 March 2024

## 15. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

(e) The details of the subsidiary companies are as follows: (cont'd)

Name of company	Country of incorporation	Proportion of ownership interest and voting power held by the Group		Principal activities
		2024 %	2023 %	
SkyWorld Venture Sdn. Bhd.	Malaysia	60	60	Property development and investment holding
Rimba Maju Realiti Sdn. Bhd.	Malaysia	60	60	Property development
SkyWorld Asset Management Sdn. Bhd.	Malaysia	100	100	Management services and property investment
SkyRia Development Sdn. Bhd.	Malaysia	100	100	Property development
Klasik Eramas Sdn. Bhd.	Malaysia	100	100	Property development
SkyWorld Staris Development Sdn. Bhd.	Malaysia	100	100	Property development
SkyWorld Builder Sdn. Bhd.	Malaysia	100	100	Property development
Aspirasi Cekap Sdn. Bhd.	Malaysia	100	100	Property development
SkyWorld Development Vietnam) Company Limited*	Vietnam	100	100	Management consulting services
Prefab Master Sdn. Bhd.#	Malaysia	70	-	Prefabricated prefinished volumetric construction
<b>Subsidiary of SkyWorld Venture Sdn. Bhd.</b>				
Desa Imbangan Sdn. Bhd.	Malaysia	60	60	Property development
<b>Subsidiary of SkyWorld Land Sdn. Bhd.</b>				
Central Enclave Sdn. Bhd.	Malaysia	75	75	Property development
<b>Subsidiary of SkyWorld Properties Sdn. Bhd.</b>				
Kem Batu Kentonmen Development Sdn. Bhd.	Malaysia	80	80	Property development
<b>Subsidiary of Prefab Master Sdn. Bhd.</b>				
Prefab Master (Penang) Sdn. Bhd.#	Malaysia	70	-	Prefabricated prefinished volumetric construction

\* The financial statements of the subsidiary company are audited by auditors other than the auditors of the Company.

# The financial statements of the subsidiary companies have not been prepared for this financial year as these are newly incorporated entities. The financial statements are only required to be prepared within eighteen months from the date of its incorporation.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 15. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

- (f) Acquisition of additional ordinary shares in existing subsidiary companies
- (i) On 11 May 2023, the Company acquired the remaining 40% equity interest comprising of 2,000,000 ordinary shares in NTP World Corporation Sdn. Bhd. ("NTP") for a total consideration of RM20,000,000 by way of issuance and allotment of 25,000,000 ordinary shares of the Company.
  - (ii) On 8 March 2024, the Company increased its investment in SkyAvana Development Sdn. Bhd. (formerly known as SkyHill Development Sdn. Bhd.) by RM1,449,998 via capitalisation of amount owing by subsidiary companies.
  - (iii) On 8 March 2024, the Company increased its investment in West Victory Sdn. Bhd. by RM929,998 via capitalisation of amount owing by subsidiary companies.
  - (iv) On 8 March 2024, the Company increased its investment in SkyWorld Capital Berhad by RM2,289,998 via capitalisation of amount owing by subsidiary companies.
  - (v) On 8 March 2024, the Company increased its investment in Aqua Legacy Sdn. Bhd. by RM50,000 via capitalisation of amount owing by subsidiary companies.
  - (vi) On 8 March 2024, the Company increased its investment in Legasi Spohra Sdn. Bhd. by RM50,000 via capitalisation of amount owing by subsidiary companies.
  - (vii) On 8 March 2024, the Company increased its investment in SkyRia Development Sdn. Bhd. by RM249,900 via capitalisation of amount owing by subsidiary companies.
  - (viii) In the previous year, the Company increased its investment in Curvo Development Sdn. Bhd. by RM249,998 and RM750,000, respectively, by way of subscription of new shares via capitalisation of amount owing by subsidiary companies.
  - (ix) In the previous year, the Company increased its investment in SkyWorld Land Sdn. Bhd. ("SLSB") by RM73 via cash. Thereafter, the directors of SLSB have allotted 25 ordinary shares, representing 25% equity interest of SLSB to Hijrah Megah Sdn. Bhd. (minority shareholder). Consequently, the Company's equity interest in SLSB decreased from 100% to 75%.
  - (x) In the previous year, the Company increased its investment in SkyWorld Properties Sdn. Bhd. ("SPSB") by RM78 via cash. Thereafter, the directors of SPSB have allotted 20 ordinary shares, representing 20% equity interest of SPSB to Hijrah Megah Sdn. Bhd. (minority shareholder). Consequently, the Company's equity interest in SPSB decreased from 100% to 80%.
  - (xi) In the previous year, the Company acquired 1 ordinary share in NTP World Corporation Sdn. Bhd. ("NTP") from one of its resigned director of the Company for a total consideration of RM1 via cash. Consequently, the Company's equity interest in NTP increased from 59.99% to 60%.

Subsequently, the Company entered into a conditional share sale agreement to acquire the remaining 40% equity interest comprising 2,000,000 ordinary shares held by Zafidi bin Mohamad, a director of the Group, in NTP for a total consideration of RM20,000,000 by way of issuance and allotment of 25,000,000 ordinary shares of the Company.

Effect of the increase in the Company's ownership interest is as follows:

	<b>2024</b> <b>RM</b>
Fair value of consideration transferred	20,000,000
Increase in share of net assets	(8,867,364)
Excess charged directly to equity	11,132,636

# Notes to the Financial Statements

for the year ended 31 March 2024

## 15. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

- (f) Acquisition of additional ordinary shares in existing subsidiary companies (cont'd)
- (xii) In the previous year, the Company increased its investment in SkyVue Development Sdn. Bhd. by RM499,900 by way of subscription of new shares via capitalisation of amount owing by subsidiary companies.
  - (xiii) In the previous year, the Company increased its investment in SkyWorld Development (Vietnam) Company Limited ("SDVCL") by RM446,570 and RM44,913,408 respectively by way of subscription of new shares via cash.
  - (xiv) In the previous year, the Company acquired 2 ordinary shares in SkySierra Development Sdn. Bhd. ("SSDSB") for a total consideration of RM2 via cash. Consequently, the Company's equity interest in SSDSB increased from 99.99% to 100% and SSDSB became a wholly-owned subsidiary of the Company.
- (g) Acquisition of new subsidiary companies
- (i) In the previous year, SLSB, a subsidiary of the Company, acquired 100% equity interest comprising 2 ordinary shares in Central Enclave Sdn. Bhd. ("CESB") for a total consideration of RM25 via cash. CESB is currently involved in the business of property development. The effective interest of the Company on CESB is 75%.
  - (ii) In the previous year, SPSB, a subsidiary of the Company, acquired 100% equity interest comprising 1,000 ordinary shares in Kem Batu Kentonmen Development Sdn. Bhd. ("KBKD") for a total consideration of RM20 via cash. KBKD is currently involved in the business of property development. The effective interest of the Company on KBKD is 80%.
  - (iii) In the previous year, the Company acquired 100% equity interest comprising 100 ordinary shares in SkyWorld Builder Sdn. Bhd. ("SBSB") for a total consideration of RM100 via cash. SBSB is currently involved in the business of property development.
  - (iv) In the previous year, the Company acquired 100% equity interest comprising 100 ordinary shares in Aspirasi Cekap Sdn. Bhd. ("ACSB") for a total consideration of RM100 via cash. ACSB is currently involved in the business of property development.
- (h) Incorporation of new subsidiary companies
- (i) On 17 January 2024, the Company had incorporated a 70% owned subsidiary company, known as Prefab Master Sdn. Bhd. with paid-up share capital of RM100 comprising 100 new ordinary shares.
  - (ii) On 19 January 2024, Prefab Master Sdn. Bhd. had incorporated a new wholly-owned subsidiary company, known as Prefab Master (Penang) Sdn. Bhd. with paid-up share capital of RM100 comprising 100 new ordinary shares. As a result, Prefab Master (Penang) Sdn. Bhd. became an indirect subsidiary of the Company with an effective interest of 70% of the Group.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 15. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

### (i) Subsidiary companies with material non-controlling interests

All components of non-controlling interests shall be measured at their acquisition-date fair values, unless another measurement basis is required by MFRSs. Subsequent to initial recognition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

Set out below are the non-controlling interests of the subsidiary companies which the Group regards as material. The equity interests held by non-controlling interests are as follows:

	Equity interest held by non-controlling interests	
	2024 %	2023 %
Desa Imbangan Sdn. Bhd. ("DISB")	40	40
NTP World Corporation Sdn. Bhd. ("NTP")	-	40
	Profit/(Loss) and total comprehensive income/(loss) allocated to non-controlling interests	
	2024 RM	2023 RM
DISB	(209,914)	(483,014)
NTP	(14,848)	7,244,896
Individually immaterial subsidiary companies with non-controlling interests	(48,552)	(46,201)
	(273,314)	6,715,681
	Accumulated non-controlling interests	
	2024 RM	2023 RM
DISB	(3,223,404)	(3,013,490)
NTP	-	8,882,212
Individually immaterial subsidiary companies with non-controlling interests	(48,236)	286
	(3,271,640)	5,869,008

# Notes to the Financial Statements

for the year ended 31 March 2024

## 15. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

- (i) Subsidiary companies with material non-controlling interests (cont'd)

Summarised financial information of the subsidiary companies which have non-controlling interests that are material to the Group is set out below. The summarised financial information presented below are the amounts before intercompany elimination.

	<b>2024 RM</b>	<b>2023 RM</b>
<b>DISB</b>		
Non-current assets	1,254,529	1,248,740
Current assets	3,128	23,273
Current liabilities	(9,316,166)	(8,805,737)
Capital deficiency	(8,058,509)	(7,533,724)
Capital deficiency attributable to material non-controlling interests at 40%	(3,223,404)	(3,013,490)
Revenue	-	-
Expenses	(524,785)	(1,207,536)
Total comprehensive loss	(524,785)	(1,207,536)
Total comprehensive loss attributable to material non-controlling interests for the year	(209,914)	(483,014)
Net cash outflow from operating activities	(57,386)	(948,134)
Net cash inflow from investing activities	1	74
Net cash inflow from financing activities	37,240	959,586
Net cash (outflow)/inflow	(20,145)	11,526
Net cash (outflow)/inflow attributable to material non-controlling interests for the year	(8,058)	4,610

# Notes to the Financial Statements

for the year ended 31 March 2024

## 15. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

(i) Subsidiary companies with material non-controlling interests (cont'd)

	<b>2023</b>
	<b>RM</b>
<b>NTP</b>	
Non-current assets	105,356,332
Current assets	1,023,458
Current liabilities	(84,174,260)
Equity	22,205,530
Equity attributable to material non-controlling interests at 40% in the previous year	8,882,212
Revenue	46,982,265
Expenses	(28,870,024)
Total comprehensive income	18,112,241
Total comprehensive income attributable to material non-controlling interests for the previous year	7,244,896
Net cash outflow from operating activities	(4,723,646)
Net cash outflow from investing activities	(706,498)
Net cash inflow from financing activities	5,813,500
Net cash inflow	383,356
Net cash inflow attributable to material non-controlling interests for the previous year	153,342



# Notes to the Financial Statements

for the year ended 31 March 2024

## 16. GOODWILL

	<b>2024</b> <b>RM</b>	<b>Group</b> <b>2023</b> <b>RM</b>
At beginning of year	1,213,898	1,149,238
Additions	-	64,660
At end of year	1,213,898	1,213,898

- (a) Goodwill acquired is allocated at acquisition to the cash generating unit ("CGU") of the Group that is expected to benefit from the business combination.
- (b) Goodwill is not amortised but is reviewed for impairment at least annually. For the purpose of impairment testing, goodwill is allocated to each of the Group's CGUs (or groups of CGUs) expected to benefit from the synergies of the combination. CGUs to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the CGU is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.
- (c) On disposal of a CGU, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.
- (d) In previous year, additional goodwill on consolidation as at the date of acquisition are as follows:

	<b>Kem Batu Kentonmen Development Sdn. Bhd. RM</b>	<b>Central Enclave Sdn. Bhd. RM</b>	<b>SkyWorld Builder Sdn. Bhd. RM</b>	<b>Total RM</b>
Cash consideration paid	20	25	100	145
<u>Fair value at date of acquisition</u>				
Cash and bank balances	(1,000)	(2)	-	(1,002)
Other payables and accrued expenses	37,845	25,248	2,424	65,517
Net liabilities	36,845	25,246	2,424	64,515
Goodwill arising from acquisition	36,865	25,271	2,524	64,660

## Notes to the Financial Statements

for the year ended 31 March 2024

### 16. GOODWILL (CONT'D)

- (e) Impairment test for goodwill on consolidation

For the purpose of impairment testing, the goodwill has been allocated to the respective individual CGU. The recoverable amount of the CGUs was based on its value in use calculation using cash flow projections based on the Group's financial budgets covering a three-year period.

The key assumptions used:

- (i) Gross margins

Gross margins are based on average values achieved in the three years preceding the start of the budget period.

- (ii) Discount rate

The pre-tax discount rate used of 5.71% (2023: 7.06%) is on a basis that reflect specific risks relating to the CGUs.

The values assigned to the key assumptions represent management's assessment of future trends as well as historical data in the industry which are based on both external and internal sources. Based on the above, the carrying amount of the Group's CGUs was determined to be lower than the recoverable amount and no impairment loss was recognised. The directors believe that no reasonably possible changes in any of the above key assumptions would cause the carrying amount of the Group's CGUs to materially exceed their recoverable amount.

### 17. DEFERRED TAX ASSETS/(LIABILITIES)

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Deferred tax assets	11,502,761	19,947,044	4,311,863	6,143,267
Deferred tax liabilities	(1,135,266)	(893,916)	-	-
	10,367,495	19,053,128	4,311,863	6,143,267
At beginning of year	19,053,128	12,025,755	6,143,267	(558,771)
Recognised in profit or loss (Note 9)	(8,685,633)	7,027,373	(1,831,404)	6,702,038
At end of year	10,367,495	19,053,128	4,311,863	6,143,267

# Notes to the Financial Statements

for the year ended 31 March 2024

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

The components and movements of deferred tax assets and liabilities during the year prior to offsetting are as follows:

Group	Contract liabilities RM	Others temporary differences RM	Unused tax losses RM	Net RM
As at 1 April 2022	9,421,612	1,192,733	1,411,410	12,025,755
Recognised in profit or loss	(2,747,671)	11,186,454	(1,411,410)	7,027,373
As at 31 March 2023/1 April 2023	6,673,941	12,379,187	-	19,053,128
Recognised in profit or loss	(6,050,232)	(4,694,002)	2,058,601	(8,685,633)
<b>As at 31 March 2024</b>	<b>623,709</b>	<b>7,685,185</b>	<b>2,058,601</b>	<b>10,367,495</b>

  

Company	Others temporary differences RM
As at 1 April 2022	(558,771)
Recognised in profit or loss	6,702,038
As at 31 March 2023/1 April 2023	6,143,267
Recognised in profit or loss	(1,831,404)
<b>As at 31 March 2024</b>	<b>4,311,863</b>

### (a) Key sources of estimation uncertainty

#### Deferred tax assets

Deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unabsorbed capital allowances to the extent that it is probable that future taxable profits would be available against which the deductible temporary differences, unused tax losses and unabsorbed capital allowances could be utilised.

Management judgement is required to determine the amount of deferred tax assets that can be recognised, based on the assessment of the probability of the future taxable profits.

- (b) Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group and the Company intend to settle its current tax assets and liabilities on a net basis.

## Notes to the Financial Statements

for the year ended 31 March 2024

### 18. INVENTORIES - PROPERTY DEVELOPMENT COSTS

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
At beginning of year	142,364,640	196,428,318	9,669,861	29,231,659
Additions	348,080,780	395,590,501	55,476,290	135,897,223
Transferred from inventories- land held for property development (Note 14)	84,272,473	44,618,484	-	-
Completed properties transferred to inventories	(1,142,780)	-	-	-
	573,575,113	636,637,303	65,146,151	165,128,882
Costs charged to profit or loss:				
Current year	(398,324,026)	(494,272,663)	(65,146,151)	(155,459,021)
At end of year	175,251,087	142,364,640	-	9,669,861

Included in the inventories - property development costs are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Development costs	99,987,889	67,507,595	-	81,442
Long-term leasehold and freehold land	75,263,198	74,857,045	-	9,588,419
At end of year	175,251,087	142,364,640	-	9,669,861

- (a) Property development costs comprising costs of land, direct materials, direct labour, other direct costs, attributable overheads and payments to subcontractors that meet the definition of inventories are recognised as an asset and are stated at the lower of cost and net realisable value.

The asset is subsequently recognised as an expense in profit or loss when/or as the control of the asset is transferred to the customer over time or at a point in time.

- (b) Property development costs of the Group amounting to RM61,188,464 (2023: RM57,080,064) are charged to the banks for credit facilities granted to the Group as disclosed in Note 30.

### 19. INVENTORIES - COMPLETED PROPERTIES

	Group	
	2024 RM	2023 RM
Completed development properties: - at cost	15,387,508	42,076,104
Charged to profit or loss: Cost of sales	25,855,703	38,513,322

#### Key sources of estimation uncertainty

##### Net realisable value of completed properties

Completed development properties are stated at the lower of cost and net realisable value. The Group determines net realisable value based on historical trends and management estimates of future selling pricing. Possible changes in these estimates could result in revisions to the valuation of inventories.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 20. CONTRACT ASSETS AND CONTRACT LIABILITIES

The Group's and the Company's contract assets and contract liabilities relating to the sales of property development and property investment income as at the end of the year can be summarised as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Contract assets	96,063,295	175,057,855	44,700,000	43,099,497
Contract liabilities	(9,921,278)	(1,121,055)	-	-
Net	86,142,017	173,936,800	44,700,000	43,099,497

The movements of the contract assets/(liabilities) are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
At beginning of year	173,936,800	8,016,163	43,099,497	66,814,427
Revenue recognised during the year	687,162,129	840,784,642	107,984,336	231,137,674
Less: Progress billings during the year	(774,956,912)	(674,864,005)	(106,383,833)	(254,852,604)
At end of year	86,142,017	173,936,800	44,700,000	43,099,497

- (a) Contract asset is the right to consideration for goods or services transferred to the customers. The Group's and the Company's contract asset is the excess of cumulative revenue earned over the billings to-date. Contract asset is reclassified to trade receivables at the point at which invoices have been billed to customers.
- (b) Contract liability is the obligation to transfer goods or services to customers for which the Group and the Company have received the consideration or have billed the customers. The Group's and the Company's contract liability is the excess of the billings to-date over the cumulative revenue earned. Contract liabilities are recognised as revenue when the Group and the Company perform their obligation under the contracts.
- (c) The Group and the Company issue progress billings to purchasers when the billing milestones are attained and recognise revenue when the performance obligations are satisfied.
- (d) The transaction price allocated to the unsatisfied performance obligations of the Group and of the Company as at 31 March 2024 are RM409,293,927 and RM Nil (2023: RM712,528,651 and RM108,040,503) respectively. The remaining performance obligations are expected to be recognised as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Within 1 year	276,948,227	521,955,367	-	108,040,503
Between 1 and 4 years	132,345,700	190,573,284	-	-
At end of year	409,293,927	712,528,651	-	108,040,503

## Notes to the Financial Statements

for the year ended 31 March 2024

### 21. CONTRACT COST ASSETS

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
At beginning of year	5,385,713	8,426,531	876,447	2,737,817
Additions	3,555,260	5,119,185	(56,500)	4,000
Costs charged to profit or loss:				
Current year	(5,933,849)	(8,160,003)	(819,947)	(1,865,370)
At end of year	3,007,124	5,385,713	-	876,447

The Group and the Company recognise the incremental costs of obtaining a contract with a customer, which are expected to be recovered, as an asset. The incremental costs of obtaining a contract are costs incurred to obtain a contract with a customer that it would not have incurred if the contract had not been obtained.

These contract costs are initially measured at cost and amortised on a systematic basis that is consistent with the pattern of revenue recognition to which the asset relates. An impairment loss is recognised in profit or loss when the carrying amount of the contract cost asset exceeds the expected revenue less expected costs that will be incurred.

### 22. TRADE RECEIVABLES

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Trade receivables	33,986,002	17,306,032	7,748,792	2,384,230
Amount due from a director	23,085	86,265	-	-
Stakeholders' sum	64,671,602	22,465,609	30,007,500	14,287,500
Less: Allowance for doubtful debts	98,680,689 (81,612)	39,857,906 (78,359)	37,756,292 (72,829)	16,671,730 (78,359)
	98,599,077	39,779,547	37,683,463	16,593,371

- Trade receivables are classified as financial assets measured at amortised cost.
- Amount due from a director, which arose mainly from trade transactions, are unsecured, bears interest at a rate of 10% (2023: 10%) per annum and have a credit term of 30 days (2023: 30 days).
- The credit term offered by the Group and the Company in respect of trade receivables ranges from 7 to 30 days (2023: 30 days) from the date of invoice and progress billing. The amount outstanding from purchasers, bears interest at a rate of 10% (2023: 10%) per annum.

Stakeholders' sum represents retention sums held by solicitors upon handing over of vacant possession to individual purchasers of development properties. These amounts will be paid from 8 to 24 months after the delivery of vacant possession together with interest earned.

## Notes to the Financial Statements

for the year ended 31 March 2024

### 22. TRADE RECEIVABLES (CONT'D)

(d) Set out below is the ageing analysis of trade receivables:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Not impaired:				
- not past due	95,272,429	38,757,270	37,681,942	16,555,127
- past due by:				
1 to 30 days	2,442,543	246,065	-	30,000
31 to 60 days	544,214	545,065	-	-
61 to 90 days	202,992	-	-	-
91 to 120 days	27,813	-	-	-
More than 120 days	109,086	231,147	1,521	8,244
Impaired	98,599,077	39,779,547	37,683,463	16,593,371
	81,612	78,359	72,829	78,359
	98,680,689	39,857,906	37,756,292	16,671,730

Trade receivables that are neither past due nor impaired comprises:

- (i) receivables arising from sale of development units to large number of purchasers with end financing facilities from reputable end financiers and the ownership and rights to the properties revert to the Group and the Company in the event of default; and
  - (ii) receivables from creditworthy debtors with good payment records.
- (e) The movement in the allowance for doubtful debts during the year is as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
At beginning of year	78,359	137,591	78,359	137,591
Additions (Note 7)	8,783	-	-	-
Reversal (Note 7)	(5,530)	(59,232)	(5,530)	(59,232)
At end of year	81,612	78,359	72,829	78,359

The Group's and the Company's historical experience in collection of accounts receivable falls within the recorded allowances. Due to these factors, the directors are of the opinion that there is no additional credit risk beyond amounts provided for doubtful debts for the Group's and the Company's trade receivables.

The directors are of the opinion that these debts could be realised in full without material losses in the ordinary course of business as the legal title to the properties sold remained with the Group and the Company until the purchase consideration is fully settled/paid.

- (f) During the year, the Group had written off bad debts amounting to RM Nil (2023: RM6,707) to profit or loss.
- (g) The Group's and the Company's credit risk management objectives, policies and exposure are described in Note 37.3.4.

## Notes to the Financial Statements

for the year ended 31 March 2024

### 23. OTHER RECEIVABLES, REFUNDABLE DEPOSITS AND PREPAID EXPENSES

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Other receivables	2,649,073	2,269,826	1,030,032	223,750
Refundable deposits	10,727,852	7,374,687	2,988,352	3,027,333
Prepaid expenses	4,378,718	4,957,762	494,535	931,078
Goods and services tax receivables	1,422,317	1,422,317	-	-
	19,177,960	16,024,592	4,512,919	4,182,161
Less: Allowance for doubtful debts	(3,344,241)	(1,792,593)	(1,640,000)	(100,000)
	15,833,719	14,231,999	2,872,919	4,082,161
Less: Prepaid expenses - non-current portion	(1,957,630)	(1,951,841)	-	-
	13,876,089	12,280,158	2,872,919	4,082,161

(a) Other receivables (excluding prepaid expenses and goods and service tax receivables) are classified as financial assets measured at amortised cost.

(b) The movement in the allowance for doubtful debts during the year is as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
At beginning of year	1,792,593	1,792,593	100,000	100,000
Additions (Note 7)	1,551,648	-	1,540,000	-
At end of year	3,344,241	1,792,593	1,640,000	100,000



# Notes to the Financial Statements

for the year ended 31 March 2024

## 24. RELATED PARTY TRANSACTIONS

Save as disclosed elsewhere in the financial statements, the financial statements of the Group and of the Company reflect the following transactions which are determined on a basis as negotiated between the Company and its related parties, being companies in which certain directors of the Company are also directors and have financial interest:

	<b>Group</b>	
	<b>2024</b>	<b>2023</b>
	<b>RM</b>	<b>RM</b>
<b>Related parties:</b>		
Rental of office building	621,870	622,168
Rental of office equipment	142,450	134,845
Repair and maintenance of office equipment	1,545	-
Insurance brokerage and related services	166,618	167,467

	<b>Company</b>	
	<b>2024</b>	<b>2023</b>
	<b>RM</b>	<b>RM</b>
<b>Subsidiary companies:</b>		
Dividend income (Note 3)	(100,900,000)	-
Management fees (Note 3)	(51,861,217)	(36,955,720)
Interest income (Note 5)	(16,894,099)	(16,552,025)
Interest expense (Note 6)	1,502,872	1,363,249
License fee (Note 5)	(3,750)	-
Rental income (Note 5)	(116,333)	-
Transfer of property, plant and equipment	-	(6,964)

<b>Related parties:</b>		
Rental of office building	621,870	622,168
Rental of office equipment	142,450	119,805
Insurance brokerage and related services	92,346	106,820

(a) Amount owing by/(to) subsidiary companies represents advances and expenses paid on behalf, is unsecured, bears interest at rates ranging from 5.94% to 7.01% (2023: 5.89% to 6.34%) per annum and repayable on demand.

(b) The movement in the allowance for doubtful debts in amount owing by subsidiary companies is as follows:

	<b>Company</b>	
	<b>2024</b>	<b>2023</b>
	<b>RM</b>	<b>RM</b>
At beginning of year	5,466,719	4,517,747
Additions (Note 7)	4,465,624	948,972
At end of year	9,923,343	5,466,719

(c) Compensation of Key Management Personnel

The members of key management personnel of the Group and of the Company comprise directors of the Group and of the Company. Details on the compensation for these key management personnel are disclosed in Note 8.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 25. CASH AND BANK BALANCES

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Cash and bank balances	37,589,699	23,807,680	10,675,637	7,046,742
Housing Development Accounts	262,484,532	155,211,311	107,405,875	105,487,952
Fixed deposits placed with licensed banks	128,368,127	58,707,671	54,334,522	12,569,123
Short-term investments	71,479,170	-	71,479,170	-
<b>Total (Note 34)</b>	<b>499,921,528</b>	<b>237,726,662</b>	<b>243,895,204</b>	<b>125,103,817</b>

- (a) Cash and bank balances, Housing Development Accounts and fixed deposits placed with licensed banks are classified as financial assets measured at amortised cost, while short-term investments are classified as financial assets at fair value through profit and loss.

The fair value of the short-term investments has been determined by reference to the net assets value of the funds at the end of the reporting period as quoted by the licensed fund management companies.

- (b) Bank balances held under Housing Development Accounts which are maintained in designated Housing Development Accounts are pursuant to the Housing Developers (Control and Licensing) Act, 1966 and Housing Development (Housing Development Account) Regulations, 1991 in connection with the Group's and the Company's property development projects. The utilisation of these balances are restricted, before the completion of the housing development and fulfilling all relevant obligations to the purchasers, the cash could only be withdrawn from such accounts for the purpose of completing the particular projects concerned.
- (c) Fixed deposits placed with licensed banks have maturity periods ranging from 1 to 24 months (2023: 1 to 24 months) and earn interest at the effective interest rates ranging from 2.35% to 3.70% (2023: 1.35% to 8.90%) per annum.
- (d) The short-term investments are invested into money market instruments managed by licensed fund management companies. The short-term investments are highly liquid and readily convertible to cash.
- (e) Included in fixed deposits placed with licensed banks of the Group and of the Company are:
- (i) fixed deposits pledged to bank for credit facilities granted to the Group and to the Company amounting to RM51,921,848 and RM48,854,328 (2023: RM9,217,968 and RM7,428,620) respectively, as disclosed in Note 30;
  - (ii) monies held in escrow accounts amounting to RM25,784,974 and RM5,464,589 (2023: RM5,100,325 and RM5,100,325) for the Group and the Company which are restricted in usage and do not form part of cash and cash equivalents; and
  - (iii) fixed deposits placed with licensed banks amounting to RM50,661,305 and RM15,605 (2023: RM44,389,378 and RM40,178) for the Group and the Company which are not restricted in usage and form part of cash and cash equivalents.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 26. SHARE CAPITAL

	Group and Company			
	2024		2023	
	No. of shares	RM	No. of shares	RM
<b>Ordinary shares:</b>				
<b>Issued and fully paid up:</b>				
As at 1 April 2022/31 March 2023/ 1 April 2023	62,500,000	62,500,000	62,500,000	62,500,000
Issuance of shares	937,500,000	186,400,000	-	-
Shares issuance expenses	-	(3,940,043)	-	-
<b>As at 31 March 2024</b>	<b>1,000,000,000</b>	<b>244,959,957</b>	<b>62,500,000</b>	<b>62,500,000</b>

During the financial year, the Company increased its issued and paid-up share capital from RM62,500,000 to RM244,959,957 by way of:

- Issuance of bonus issue of 704,500,000 new ordinary shares on the basis of 1,409 bonus ordinary shares for every 125 existing ordinary shares. The bonus issue of ordinary shares was undertaken without any capitalisation from the reserves of the Company and that the new ordinary shares issued pursuant to the bonus issue of ordinary shares was issued as fully paid shares at nil consideration;
- Issuance of 25,000,000 new ordinary shares at RM0.80 per ordinary shares as purchase consideration for acquisition of remaining 40% equity interest in a subsidiary company as disclosed in Note 15(f); and
- Issuance of 208,000,000 new ordinary shares at issue price of RM0.80 per ordinary share for cash pursuant to initial public offering of the Company.

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

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and is entitled to one vote per share at meetings of the Company.

## 27. IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES

	Group and Company			
	2024		2023	
	No. of shares	RM	No. of shares	RM
As at 1 April 2022/31 March 2023/ 1 April 2023	-	-	-	-
Issuance of shares	187,500,000	150,000,000	-	-
<b>As at 31 March 2024</b>	<b>187,500,000</b>	<b>150,000,000</b>	<b>-</b>	<b>-</b>

Concurrently with the bonus issue, during the financial year, the Company had undertaken a bonus issue of 187,500,000 new irredeemable convertible preference shares ("ICPS") on the basis of 3 ICPS for every 1 existing ordinary shares to its existing shareholders. The bonus issue of ICPS was undertaken by way of capitalisation from the reserves of the Company amounting to RM150,000,000.

## Notes to the Financial Statements

for the year ended 31 March 2024

### 27. IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES (CONT'D)

The salient terms of ICPS are as follows:

- (a) The tenure of ICPS is five (5) years commencing from and inclusive of the date of issuance of the ICPS.
- (b) The ICPS does not carry any right to dividend declared by the Company.
- (c) Each registered holder of the ICPS shall have the rights to convert the ICPS held into one (1) new ordinary shares within a period commencing from the third (3rd) anniversary of the date of issuance of the ICPS.
- (d) There will not be any redemption of the ICPS.
- (e) The ICPS shall not be transferable.
- (f) The new ordinary shares to be issued pursuant to the conversion shall, upon allotment and issuance, rank pari passu in all respects with the then existing ordinary shares in issue.

### 28. RETAINED EARNINGS

Retained earnings are available for distribution by way of dividends. The Company is under the single tier tax system. Under this system, tax on a company's profit is final tax and dividends paid are exempted from tax in hands of the shareholder.

### 29. LEASE LIABILITIES

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
At beginning of year	148,524	688,729	148,524	688,729
Additions (Note 11)	1,265,290	27,773	998,606	27,773
Finance costs (Note 6)	55,507	24,970	42,916	24,970
Payments of leases and interest	(602,340)	(592,948)	(550,663)	(592,948)
At end of year	866,981	148,524	639,383	148,524

- (a) The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group and the Company use its incremental borrowing rate.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 29. LEASE LIABILITIES

(b) The minimum lease payments for the lease liabilities are payable as follows:

Group	Future minimum lease payments RM	Interest RM	Present value of minimum lease payments RM
<b>2024</b>			
<b>Current liabilities:</b>			
- Within one year	604,908	(34,934)	569,974
<b>Non-current liabilities:</b>			
- More than 1 year and within 2 years	160,852	(11,044)	149,808
- More than 2 years and within 5 years	155,778	(9,412)	146,366
- More than 5 years	845	(12)	833
	317,475	(20,468)	297,007
	922,383	(55,402)	866,981
<b>2023</b>			
<b>Current liabilities:</b>			
- Within one year	107,404	(2,535)	104,869
<b>Non-current liabilities:</b>			
- More than 1 year and within 2 years	18,108	(1,184)	16,924
- More than 2 years and within 5 years	27,720	(989)	26,731
	45,828	(2,173)	43,655
	153,232	(4,708)	148,524

## Notes to the Financial Statements

for the year ended 31 March 2024

### 29. LEASE LIABILITIES (CONT'D)

(b) The minimum lease payments for the lease liabilities are payable as follows: (cont'd)

Company	Future minimum lease payments RM	Interest RM	Present value of minimum lease payments RM
<b>2024</b>			
<b>Current liabilities:</b>			
- Within one year	543,024	(22,606)	520,418
<b>Non-current liabilities:</b>			
- More than 1 year and within 2 years	98,968	(1,777)	97,191
- More than 2 years and within 5 years	21,696	(755)	20,941
- More than 5 years	845	(12)	833
	121,509	(2,544)	118,965
	664,533	(25,150)	639,383
<b>2023</b>			
<b>Current liabilities:</b>			
- Within one year	107,404	(2,535)	104,869
<b>Non-current liabilities:</b>			
- More than 1 year and within 2 years	18,108	(1,184)	16,924
- More than 2 years and within 5 years	27,720	(989)	26,731
	45,828	(2,173)	43,655
	153,232	(4,708)	148,524

(c) The Group and the Company discounted the lease liabilities by using the Group's and the Company's incremental borrowing rates ranging from 3.40% to 6.00% (2023: 3.40% to 6.00%) per annum.

### 30. BANK BORROWINGS

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Term loans	443,641,547	461,305,423	141,575,828	159,258,498
Bridging loans	25,915,996	21,817,666	-	-
Bank overdrafts (Note 34)	20,000,000	-	20,000,000	-
	489,557,543	483,123,089	161,575,828	159,258,498

# Notes to the Financial Statements

for the year ended 31 March 2024

## 30. BANK BORROWINGS (CONT'D)

Bank borrowings are repayable as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Current	213,415,415	159,196,051	161,575,828	120,047,924
Non-current:				
Later than one year but not more than 2 years	91,108,959	84,742,765	-	37,824,618
Later than 2 years but not more than 5 years	171,870,832	214,554,820	-	1,385,956
More than 5 years	13,162,337	24,629,453	-	-
	276,142,128	323,927,038	-	39,210,574
	489,557,543	483,123,089	161,575,828	159,258,498

- (a) All bank borrowings are classified as financial liabilities measured at amortised cost.
- (b) As at 31 March 2024, the Group and the Company have term loans, bridging loans, bank overdrafts and other credit facilities totaling to RM1,115,188,000 and RM291,000,000 (2023: RM1,098,888,000 and RM251,000,000) respectively. The Group's and the Company's credit facilities bear interest at rates ranging from 4.63% to 6.76% and 4.63% to 6.70% (2023: 4.37% to 6.51% and 4.37% to 6.48%) respectively per annum.
- (c) The credit facilities of the Group and of the Company are secured by the following:
- third party first to third legal fixed charge over the development lands of the Group;
  - a fixed charge and floating charge by way of debentures on certain subsidiary companies' present and future assets;
  - charge over property, plant and equipment of the Group amounting to RM16,907,752 (2023: RM10,328,174) as disclosed in Note 10;
  - charge over investment property of the Group amounting to RM35,545,428 (2023: RM35,544,197) as disclosed in Note 13;
  - charge over land held for property development of the Group amounting to RM367,764,650 (2023: RM424,080,346) as disclosed in Note 14;
  - charge over property development costs of the Group amounting to RM61,188,464 (2023: RM57,080,064) as disclosed in Note 18;
  - corporate guarantee by the Company;
  - deed of subordination from shareholders and directors of the Group and of the Company of all advances, right, benefits, interest including but not limited to profit; and
  - fixed deposits pledged to bank for credit facilities granted to the Group and to the Company amounting to RM51,921,848 and RM48,854,328 (2023: RM9,217,968 and RM7,428,620) respectively, as disclosed in Note 25.
- (d) On 31 January 2023, the Group lodged a rated Islamic Commercial Paper ("ICP") and Islamic Medium Term Notes ("IMTN") programme amounting to RM300,000,000 in nominal value under the Shariah principle of Wakalah Bi Al-Istithmar ("ICP and IMTN Programme"). The ICP and IMTN Programme is intended for various business conduct including investing activities and working capital requirements. The tenure of the ICP and IMTN Programme is up to 7 years from the date of the first issue.

On 10 May 2023, the Group had issued the first tranche of ICP under ICP and IMTN Programme amounting to RM1,000,000 with a tenure of 92 days at the profit rate of 4.30%.

On 10 August 2023, the Group fully redeemed the ICP of RM1,000,000. As at 31 March 2024, there is no outstanding balance under this ICP and ITMN Programme.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 31. TRADE PAYABLES

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Trade payables	79,812,639	95,775,332	10,252,782	21,498,741
Retention sums	74,433,223	65,381,897	28,279,142	28,365,852
	154,245,862	161,157,229	38,531,924	49,864,593

- (a) Trade payables are classified as financial liabilities measured at amortised costs.
- (b) Trade payables comprise amounts outstanding for trade and on-going costs. The credit term granted to the Group and the Company in respect of trade purchases ranges from 30 to 90 days (2023: 30 to 90 days).

## 32. OTHER PAYABLES AND ACCRUED EXPENSES

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Other payables	15,184,403	22,737,137	5,567,343	5,696,302
Accrued expenses	13,293,840	21,452,450	5,389,015	8,164,790
Refundable deposits	4,889,064	2,830,132	-	-
Provision for decommissioning cost	968,549	-	-	-
Provision for Bumiputera quota penalties	3,513,320	4,192,703	-	-
Provision for ex-gratia payments	4,047,302	-	-	-
	41,896,478	51,212,422	10,956,358	13,861,092

- (a) Other payables and accrued expenses are classified as financial liabilities measured at amortised costs.
- (b) The provision for ex-gratia payments refers to voluntary contribution offered to early bookers of the Group's completed project that are expected to be paid out over two years. The Group evaluates the amount of provision required based on past experience and the industry norm.
- (c) Key sources of estimation uncertainty

### Provision for Bumiputera quota penalties

Provision for Bumiputera quota penalties is recognised for expected claims based on estimated penalties to be imposed by local authorities. Significant judgement is required in determining the amount of provision for Bumiputera quota penalties to be made. The Group evaluates the amount of provision required based on past experience and the industry norm.



# Notes to the Financial Statements

for the year ended 31 March 2024

## 32. OTHER PAYABLES AND ACCRUED EXPENSES (CONT'D)

(d) The movement of the provision for decommissioning costs is as follows:

	2024 RM	Group 2023 RM
At beginning of year	-	-
Additions	968,549	-
At end of year	968,549	-

(e) The movement of the provision for Bumiputera quota penalties is as follows:

	2024 RM	Group 2023 RM
At beginning of year	4,192,703	3,433,899
Additions (Note 7)	-	758,804
Reversal (Note 7)	(679,383)	-
At end of year	3,513,320	4,192,703

f) The movement of the provision for ex-gratia payments is as follows:

	2024 RM	Group 2023 RM
At beginning of year	-	-
Additions (Note 7)	4,047,302	-
At end of year	4,047,302	-

## 33. LAND COSTS PAYABLE

	2024 RM	Group 2023 RM
Non-current	9,750,000	-
Current	564,556	1,148,234

a) Land costs payable are classified as financial liabilities measured at amortised costs.

b) The long-term land costs payable is interest-free and repayable in stages upon achieving specific milestones that relate to the development plan.

## Notes to the Financial Statements

for the year ended 31 March 2024

### 34. CASH AND CASH EQUIVALENTS

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Cash and bank balances (Note 25)	499,921,528	237,726,662	243,895,204	125,103,817
Less:				
Cash and bank balances restricted in usage (Note 25)	(77,706,822)	(14,318,293)	(54,318,917)	(12,528,945)
Bank overdrafts (Note 30)	(20,000,000)	-	(20,000,000)	-
	402,214,706	223,408,369	169,576,287	112,574,872

### 35. EARNINGS PER SHARE

#### Basic

The calculation of basic earnings per ordinary share at the end of the year is based on the profit attributable to ordinary equity holders and a weighted average number of ordinary shares outstanding, calculated as follows:

	2024 RM	Group 2023 RM
Profit attributable to ordinary equity holders	106,783,953	143,995,893
<b>Weighted average number of shares</b>		
At beginning of year	62,500,000	62,500,000
Effect of ordinary shares issued:		
Arising from bonus issue of ordinary shares	704,500,000	704,500,000
Arising from acquisition of remaining interest in subsidiary	22,260,274	-
Arising from public issue	151,013,699	-
Weighted average number of ordinary shares*	940,273,973	767,000,000
Basic earnings per ordinary share attributable to owners of the Company (sen)	11.36	18.77

\* Represents the weighted average number of issued and fully paid ordinary shares of the Company in issue, adjusted retrospectively for the effect of bonus issue during the current financial year.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 35. EARNINGS PER SHARE (CONT'D)

### Diluted

The calculation of diluted earnings per ordinary share at the end of the year is based on the profit attributable to ordinary equity holders and a weighted average number of ordinary shares outstanding, after the adjustment for effects of all dilutive potential shares, calculated as follows:

	2024 RM	Group 2023 RM
Profit attributable to ordinary equity holders	106,783,953	143,995,893
Weighted average number of ordinary shares (basic)	940,273,973	767,000,000
Effect of conversion of irredeemable convertible preference shares	171,061,644	-
Diluted number of ordinary shares	1,111,335,617	767,000,000
Diluted earnings per ordinary share attributable to owners of the Company (sen)	9.61	18.77

## 36. SEGMENT INFORMATION

Segment information is presented in respect of the Group's business segments, which reflect the Group's internal reporting structure that are regularly reviewed by the Group's chief operating decision maker for the purposes of allocating resources to the segment and assessing its performance.

For management purposes, the Group is organised into the following operating divisions:

- |  |   |
|--|---|
| (i) Property Development   | Comprising development of high-rise residential, commercial and affordable home   |
| (ii) Property Management, Management Services and Investment Holding | Supervision of third-party management company, provision of management services to the subsidiaries, commission from e-commerce platform and investment holding |
| (iii) Construction   | Design and build of a sports complex  |

Segment assets and segment liabilities are neither included in the internal management reports nor provided regularly to the Group's chief operating decision maker for regular review. Accordingly, there is no further disaggregation of segment assets and segment liabilities of property development of the Group.

Inter-segment revenue comprises of sale of land, management fee charged to subsidiary companies and dividend income from subsidiary companies.

### Geographical information

No geographical information is provided as the Group's principal activities are carried out predominantly in Malaysia.

### Major customers information

No major customers information is provided as the Group does not have any single customer more than 10% of the total revenue.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 36. SEGMENT INFORMATION (CONT'D)

Information regarding the Group's reportable segments is presented below:

2024	Property development RM	Property management, management services and investment holding RM	Elimination RM	Total RM
<b>Revenue</b>				
External revenue	685,922,801	2,115,312	-	688,038,113
Inter-segment revenue	50,934,481	152,761,217	(203,695,698)	-
Total revenue	736,857,282	154,876,529	(203,695,698)	688,038,113
<b>Cost of sales</b>				
External cost of sales	(431,342,812)	(3,277,638)	-	(434,620,450)
Inter-segment cost of sales	(29,875,251)	(391,663)	30,266,914	-
Total cost of sales	(461,218,063)	(3,669,301)	30,266,914	(434,620,450)
Gross profit	275,639,219	151,207,228	(173,428,784)	253,417,663
Other operating income				11,738,514
Selling and marketing expenses				(17,288,375)
Administrative expenses				(71,769,444)
Finance costs				(16,164,162)
<b>Profit before tax</b>				159,934,196
Income tax expense				(53,423,557)
<b>Profit for the year</b>				106,510,639
<b>Other information</b>				
Staff costs and directors' remuneration	(45,547,260)	-	-	(45,547,260)
Depreciation of:				
- Property, plant and equipment	(1,828,879)	(2,025,745)	-	(3,854,624)
- Right-of-use assets	(515,163)	(126,360)	81,913	(559,610)
Amortisation of intangible assets	(526,918)	-	-	(526,918)
Allowance for doubtful debts of:				
- Trade receivables	-	(8,783)	-	(8,783)
- Other receivables and refundable deposits	(1,540,000)	(11,648)	-	(1,551,648)
Impairment loss on intangible assets	(55,623)	-	-	(55,623)
Reversal of provision for Bumiputera quota penalties	679,383	-	-	679,383
Reversal of allowance for doubtful debts of trade receivables	5,530	-	-	5,530

# Notes to the Financial Statements

for the year ended 31 March 2024

## 36. SEGMENT INFORMATION (CONT'D)

Information regarding the Group's reportable segments is presented below: (cont'd)

2023	Property development RM	Property management, management services and investment holding RM	Construction RM	Elimination RM	Total RM
<b>Revenue</b>					
External revenue	840,784,642	626,744	-	-	841,411,386
Inter-segment revenue	-	83,937,985	-	(83,937,985)	-
Total revenue	840,784,642	84,564,729	-	(83,937,985)	841,411,386
<b>Cost of sales</b>					
External cost of sales	(542,934,455)	(222,262)	91,755	-	(543,064,962)
Inter-segment cost of sales	(39,150,882)	-	-	39,150,882	-
Total cost of sales	(582,085,337)	(222,262)	91,755	39,150,882	(543,064,962)
Gross profit	258,699,305	84,342,467	91,755	(44,787,103)	298,346,424
Other operating income					5,838,212
Selling and marketing expenses					(11,869,685)
Administrative expenses					(72,764,612)
Finance costs					(14,766,166)
Profit before tax					204,784,173
Income tax expense					(54,072,599)
Profit for the year					150,711,574
<b>Other information</b>					
Staff costs and directors' remuneration	(46,211,451)	-	-	-	(46,211,451)
Depreciation of:					
- Property, plant and equipment	(1,274,111)	(38,043)	-	-	(1,312,154)
- Right-of-use assets	(540,354)	-	-	-	(540,354)
Amortisation of intangible assets	(263,460)	-	-	-	(263,460)
Provision for Bumiputera quota penalties	(758,804)	-	-	-	(758,804)
Impairment loss on intangible assets	(696,428)	-	-	-	(696,428)
Reversal of allowance for doubtful debts of trade receivables	59,232	-	-	-	59,232

# Notes to the Financial Statements

for the year ended 31 March 2024

## 37. FINANCIAL INSTRUMENTS

### 37.1 Capital Risk Management

The primary objective of the Group's and of the Company's capital management is to ensure that the Group and the Company maintain a strong credit rating and healthy capital ratios in order to support their business and maximise shareholders' value.

The Group and the Company manage their capital structure and make adjustments to it, in light of changes in economic conditions. No changes were made in the objectives, policies or processes during the year ended 31 March 2024 and 31 March 2023.

The Group and the Company monitor capital using a gearing ratio, which is net debts divided by total equity. The net debts represent total bank borrowings less cash and bank balances. Total equity represents net equity attributable to the owners of the parent plus non-controlling interests.

The net gearing ratios at the end of the reporting period are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Total debts	489,557,543	483,123,089	161,575,828	159,258,498
Less: Cash and bank balances	(499,921,528)	(237,726,662)	(243,895,204)	(125,103,817)
Net debts	(10,363,985)	245,396,427	(82,319,376)	34,154,681
Total equity	842,832,858	615,660,416	715,721,905	451,343,925
Gearing ratio (%)	*	40	*	8

\* Represent net cash position.

The gearing ratio is not governed by the MFRS and its definition and calculation may vary.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 37. FINANCIAL INSTRUMENTS (CONT'D)

### 37.2 Categories of Financial Instruments (cont'd)

Group	Amortised cost RM	Fair value through profit or loss RM	Total RM
<b>2024</b>			
<b>Financial assets</b>			
Trade receivables	98,599,077	-	98,599,077
Other receivables and refundable deposits	11,455,001	-	11,455,001
Cash and bank balances	428,442,358	71,479,170	499,921,528
<b>Financial liabilities</b>			
Trade payables	154,245,862	-	154,245,862
Other payables and accrued expenses	33,367,307	-	33,367,307
Bank borrowings	489,557,543	-	489,557,543
Land costs payable	10,314,556	-	10,314,556
Lease liabilities	866,981	-	866,981
<b>2023</b>			
<b>Financial assets</b>			
Trade receivables	39,779,547	-	39,779,547
Other receivables and refundable deposits	9,274,237	-	9,274,237
Cash and bank balances	237,726,662	-	237,726,662
<b>Financial liabilities</b>			
Trade payables	161,157,229	-	161,157,229
Other payables and accrued expenses	47,019,719	-	47,019,719
Bank borrowings	483,123,089	-	483,123,089
Land costs payable	1,148,234	-	1,148,234
Lease liabilities	148,524	-	148,524

# Notes to the Financial Statements

for the year ended 31 March 2024

## 37. FINANCIAL INSTRUMENTS (CONT'D)

### 37.2 Categories of Financial Instruments

Company	Amortised cost RM	Fair value through profit or loss RM	Total RM
<b>2024</b>			
<b>Financial assets</b>			
Trade receivables	37,683,463	-	37,683,463
Other receivables and refundable deposits	2,378,384	-	2,378,384
Amount owing by subsidiary companies	451,186,050	-	451,186,050
Cash and bank balances	172,416,034	71,479,170	243,895,204
<b>Financial liabilities</b>			
Trade payables	38,531,924	-	38,531,924
Other payables and accrued expenses	10,956,358	-	10,956,358
Amount owing to subsidiary companies	9,378,891	-	9,378,891
Bank borrowings	161,575,828	-	161,575,828
Lease liabilities	639,383	-	639,383
<b>2023</b>			
<b>Financial assets</b>			
Trade receivables	16,593,371	-	16,593,371
Other receivables and refundable deposits	3,151,083	-	3,151,083
Amount owing by subsidiary companies	367,514,784	-	367,514,784
Cash and bank balances	125,103,817	-	125,103,817
<b>Financial liabilities</b>			
Trade payables	49,864,593	-	49,864,593
Other payables and accrued expenses	13,861,092	-	13,861,092
Amount owing to subsidiary companies	19,720,868	-	19,720,868
Bank borrowings	159,258,498	-	159,258,498
Lease liabilities	148,524	-	148,524

### 37.3 Financial Risk Management

The operations of the Group and of the Company are subject to various risks which include liquidity risk, cash flow risk, interest rate risk and credit risk, in connection with their use or holding of financial instruments. The Group and the Company have adopted a financial risk management framework with the principal objective of effectively managing these risks and minimising any potential adverse effects on the financial performance of the Group and of the Company.



# Notes to the Financial Statements

for the year ended 31 March 2024

## 37. FINANCIAL INSTRUMENTS (CONT'D)

### 37.3 Financial Risk Management (cont'd)

#### 37.3.1 Liquidity Risk Management

Liquidity risk is the risk that an entity will encounter difficulty in meeting its financial obligations due to a shortage of funds.

The Group and the Company practise prudent liquidity risk management to minimise the mismatch of financial assets and financial liabilities and to maintain sufficient credit facilities for contingent funding requirement of working capital.

The table below summarises the maturity profile of the Group's and of the Company's financial liabilities at the end of the reporting period based on contractual undiscounted repayment obligations.

Group	Carrying amount RM	Effective interest rates per annum %	Contractual cash flows RM	On demand or within 1 year RM	1 to 2 years RM	2 to 5 years RM	More than 5 years RM	Total RM
<b>2024</b>								
Trade payables	154,245,862	-	154,245,862	154,245,862	-	-	-	154,245,862
Other payables and accrued expenses	33,367,307	-	33,367,307	33,367,307	-	-	-	33,367,307
Land costs payable	10,314,556	-	10,314,556	564,556	-	9,750,000	-	10,314,556
Bank borrowings	489,557,543	4.63 - 6.76	546,790,612	238,680,305	104,825,563	184,307,303	18,977,441	546,790,612
Lease liabilities	866,981	3.40 - 6.00	922,383	604,908	160,852	155,778	845	922,383
	688,352,249		745,640,720	427,462,938	104,986,415	194,213,081	18,978,286	745,640,720
<b>2023</b>								
Trade payables	161,157,229	-	161,157,229	161,157,229	-	-	-	161,157,229
Other payables and accrued expenses	47,019,719	-	47,019,719	47,019,719	-	-	-	47,019,719
Land costs payable	1,148,234	-	1,148,234	1,148,234	-	-	-	1,148,234
Bank borrowings	483,123,089	4.37 - 6.51	550,411,554	182,915,575	101,421,267	238,869,007	27,205,705	550,411,554
Lease liabilities	148,524	3.40 - 6.00	153,232	107,404	18,108	27,720	-	153,232
	692,596,795		759,889,968	392,348,161	101,439,375	238,896,727	27,205,705	759,889,968

# Notes to the Financial Statements

for the year ended 31 March 2024

## 37. FINANCIAL INSTRUMENTS (CONT'D)

### 37.3 Financial Risk Management (cont'd)

#### 37.3.1 Liquidity Risk Management (cont'd)

Company	Carrying amount RM	Effective interest rates per annum %	Contractual cash flows RM	On demand or within 1 year RM	1 to 2 years RM	2 to 5 years RM	More than 5 years RM	Total RM
<b>2024</b>								
Trade payables	38,531,924	-	38,531,924	38,531,924	-	-	-	38,531,924
Other payables and accrued expenses	10,956,358	-	10,956,358	10,956,358	-	-	-	10,956,358
Amount owing to subsidiary companies	9,378,891	5.95 - 6.31	9,378,891	9,378,891	-	-	-	9,378,891
Bank borrowings	161,575,828	4.63 - 6.70	168,809,389	168,809,389	-	-	-	168,809,389
Lease liabilities	639,383	3.40 - 6.00	664,533	543,024	98,968	21,696	845	664,533
Financial guarantee*	-	-	-	-	-	-	-	-
	221,082,384		228,341,095	228,219,586	98,968	21,696	845	228,341,095
<b>2023</b>								
Trade payables	49,864,593	-	49,864,593	49,864,593	-	-	-	49,864,593
Other payables and accrued expenses	13,861,092	-	13,861,092	13,861,092	-	-	-	13,861,092
Amount owing to subsidiary companies	19,720,868	5.89 - 6.34	19,720,868	19,720,868	-	-	-	19,720,868
Bank borrowings	159,258,498	4.37 - 6.48	166,064,206	125,973,643	38,698,063	1,392,500	-	166,064,206
Lease liabilities	148,524	3.40 - 6.00	153,232	107,404	18,108	27,720	-	153,232
Financial guarantee*	-	-	-	-	-	-	-	-
	242,853,575		249,663,991	209,527,600	38,716,171	1,420,220	-	249,663,991

\* The total amount of financial guarantees provided by the Company to financial institutions for the credit facilities granted to subsidiary companies amounted to RM725,750,000 (2023: RM845,450,000).

The financial guarantees provided to financiers for subsidiary companies are accounted as financial liabilities if considered likely to crystallise. At end of each reporting period, the Company has assessed the financial guarantee contracts and concluded that the financial impact of the guarantee is not material and it was not probable that the counterparties to financial guarantee contracts will claim under the contracts. The above disclosure represents the maximum amount that is required to be settled in the event of triggering.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 37. FINANCIAL INSTRUMENTS (CONT'D)

### 37.3 Financial Risk Management (cont'd)

#### 37.3.2 Cash Flow Risk Management

The Group and the Company review their cash flow position regularly to manage their exposure to fluctuations in future cash flows associated with their monetary financial instruments.

#### 37.3.3 Interest Rate Risk Management

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

The Group's and the Company's interest-bearing financial assets are primarily short-term fixed deposits placed with licensed banks and short-term investments. The interest rates on these deposits are monitored closely to ensure that they are maintained at favourable rates and placements are made at varying maturities. The Group and the Company consider the risk of significant changes to interest rates on these deposits to be low.

The Group and the Company are exposed to interest rate risk through the impact of rate changes on bank borrowings and intercompany indebtedness. The interest rates of the Group's and of the Company's bank borrowings and intercompany indebtedness are disclosed in Note 30 and Note 24 respectively.

The interest rate profile of the Group's and of the Company's significant interest-bearing financial assets and financial liabilities are disclosed in the table below as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>Floating rate instruments</b>				
Term loans	443,641,547	461,305,423	141,575,828	159,258,498
Bridging loans	25,915,996	21,817,666	-	-
Bank overdrafts	20,000,000	-	20,000,000	-
Amount owing to subsidiary companies	-	-	9,378,891	19,720,868
Amount owing by subsidiary companies	-	-	(451,186,050)	(367,514,784)
	489,557,543	483,123,089	(280,231,331)	(188,535,418)

#### Interest rate sensitivity analysis

The sensitivity analysis below has been determined based on the exposure to interest rates for interest bearing bank borrowings at the end of the reporting period. A 100 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 100 basis points higher/lower and all other variables were held constant, the Group's post-tax profit for the year ended 31 March 2024 would decrease/increase by RM3,720,637 (2023: RM3,671,735) and the Company's post-tax profit for the year ended 31 March 2024 would decrease/increase by RM2,129,758 (2023: RM1,432,869), respectively.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 37. FINANCIAL INSTRUMENTS (CONT'D)

### 37.3 Financial Risk Management (cont'd)

#### 37.3.4 Credit Risk Management

Financial assets that are primarily exposed to credit risk are receivables and bank balances.

##### Credit risk arising from trade receivables

The Group and the Company do not have any significant credit risk as its development units are predominantly rendered and sold to a large number of customers using financing from reputable end-financiers. The Group and the Company do not have significant exposure to any individual or counterparty nor does it have any major concentration of credit risk related to any financial instruments. Credit risks with respect to trade receivables are limited as the ownership and rights to the properties revert to the Group and the Company in the event of default.

As at 31 March 2024 and 31 March 2023, the maximum exposure to credit risk arising from trade receivables is represented by its carrying amounts in the statements of financial position.

##### Credit risk arising from deposits places with licensed banks

Credit risk also arises from deposits placed with licensed banks. The deposits are placed with credit worthy financial institutions. The Group and the Company consider the risk of material loss in the event of non-performance by a financial counterparty to be unlikely.

##### Credit risk arising from short-term investments

The Group and the Company minimise credit by investing the surplus funds into money market funds that are managed by licensed fund management companies. There is no expected credit loss recognised from the short-term investments as the probability of default by these licensed fund management companies are negligible.

##### Credit risk arising from other receivables

As at 31 March 2024 and 31 March 2023, the maximum exposure to credit risk arising from other receivables is represented by its carrying amounts in the statements of financial position.

##### Credit risk arising from refundable deposits

Credit risk on refundable deposits is mainly arising from deposits paid for acquisition of land and office and office equipment rented. These deposits will be received at the end of each lease terms. The Group and the Company manage the credit risk together with the leasing arrangement.

As at 31 March 2024 and 31 March 2023, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position.

##### Credit risk arising from subsidiary companies

The amount due from subsidiary companies are monitored closely by the Company. As at 31 March 2024 and 31 March 2023, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 37. FINANCIAL INSTRUMENTS (CONT'D)

### 37.4 Fair Values of Financial Instruments

The fair values of financial instruments refer to the amounts at which the instruments could be exchanged or settled between knowledgeable and willing parties in an arm's length transaction. Fair values have been arrived at based on prices quoted in an active, liquid market or estimated using certain valuation techniques such as discounted future cash flows based upon certain assumptions. Amounts derived from such methods and valuation techniques are inherently subjective and therefore do not necessarily reflect the amounts that would be received or paid in the event of immediate settlement of the instruments concerned.

On the basis of the amounts estimated from the methods and techniques as mentioned in the preceding paragraph, the carrying amount of the various financial assets and financial liabilities reflected on the statements of financial position approximate their fair values.

The methodologies used in arriving at the fair values of the principal financial assets and financial liabilities of the Group are as follows:

- Cash and bank balances, trade and other receivables, refundable deposits, intercompany indebtedness, trade and other payables, accrued expenses, short-term borrowings, short-term land costs payable and lease liabilities: The carrying amounts are considered to approximate the fair values as they are either within the normal credit terms or they have short-term maturity period.
- Short-term investments: Fair value of the short-term investments has been determined by reference to the net assets value of the funds at the end of the reporting period as quoted by the licensed fund management companies.
- Long-term borrowings: The fair values of long-term borrowings are determined by estimating future cash flows on a borrowing-by-borrowing basis, and discounting these future cash flows using an interest rate which takes into consideration the Group's incremental borrowing rate at year end for similar types of debt arrangements.
- Long-term land costs payable: The fair values of long-term land costs payable are determined by the present value of future cash flow estimated and discounted using the current interest rates for similar instruments at the end of the reporting date. There is no material differences between the fair value and carrying value of the liability as at the reporting date.
- Lease liabilities: The fair values of long-term financial liabilities are determined by the present value of future cash flow estimated and discounted using the current interest rates for similar instruments at the end of the reporting date. There is no material difference between the fair values and carrying values of these liabilities as at the reporting date.

#### Fair value hierarchy

The Group's and the Company's financial instruments are analysed in a three-level fair value hierarchy based on the significance of inputs.

The three level of fair value measurement hierarchy are:

- |          |   |
|----------|---|
| Level 1: | Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group and the Company can access at the measurement date.                               |
| Level 2: | Input other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices). |
| Level 3: | Input for the asset or liability that are not based on observable market data (unobservable input).   |

## Notes to the Financial Statements

for the year ended 31 March 2024

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

#### 37.4 Fair Values of Financial Instruments (cont'd)

The following table provides the fair value measurement hierarchy of the Group's and of the Company's financial instruments that are carried at fair value as at 31 March 2024. There were no financial instruments that were carried at fair value as at 31 March 2023.

	Carrying amount RM	Fair value of financial instruments carried at fair value		
		Level 1 RM	Level 2 RM	Level 3 RM
<b>Group</b>				
<b>2024</b>				
<b>Financial asset</b>				
Investment property	68,308,466	-	-	68,308,466
Short-term investments	71,479,170	71,479,170	-	-
	139,787,636	71,479,170	-	68,308,466
<b>Company</b>				
<b>2024</b>				
<b>Financial asset</b>				
Short-term investments	71,479,170	71,479,170	-	-

There is no transfer within the fair value measurement hierarchy during the financial year.

The valuation techniques and key unobservable inputs used in the valuation model for the Group's investment property (Level 3) is disclosed in Note 13.

# Notes to the Financial Statements

for the year ended 31 March 2024

## 38. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the Group's and the Company's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's and the Company's statements of cash flows as cash flows from financing activities.

<b>Group</b>	<b>Bank borrowings RM</b>	<b>Lease liabilities RM</b>
<b>2024</b>		
At beginning of year (excluding bank overdrafts)	483,123,089	148,524
<b>Changes from financing cash flows</b>		
Proceeds from bank borrowings	186,895,631	-
Repayments of bank borrowings	(201,334,900)	-
Payment of lease liabilities	-	(546,833)
Interest paid	-	(55,507)
<b>Non-cash items</b>		
Additions	-	1,265,290
Interest charged	29,913,670	55,507
Interest paid	(29,913,670)	-
Loan transaction cost	873,723	-
At end of year (excluding bank overdrafts)	469,557,543	866,981
<b>2023</b>		
At beginning of year (excluding bank overdrafts)	371,603,364	688,729
<b>Changes from financing cash flows</b>		
Proceeds from bank borrowings	517,620,593	-
Repayments of bank borrowings	(372,844,195)	-
Payment of lease liabilities	-	(567,978)
Interest paid	-	(24,970)
<b>Non-cash items</b>		
Additions	-	27,773
Interest charged	26,289,793	24,970
Interest paid	(26,289,793)	-
Loan transaction cost	219,151	-
Reclassification from other receivables	(33,475,824)	-
At end of year (excluding bank overdrafts)	483,123,089	148,524

# Notes to the Financial Statements

for the year ended 31 March 2024

## 38. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES (CONT'D)

Company	Amount owing to subsidiary companies RM	Bank borrowings RM	Lease liabilities RM
<b>2024</b>			
At beginning of year (excluding bank overdrafts)	19,720,868	159,258,498	148,524
<b>Changes from financing cash flows</b>			
Advances from subsidiary companies	35,875,449	-	-
Repayments to subsidiary companies	(1,715,398)	-	-
Proceeds from bank borrowings	-	105,263,912	-
Repayments of bank borrowings	-	(122,946,582)	-
Payment of lease liabilities	-	-	(507,747)
Interest paid	-	-	(42,916)
<b>Non-cash items</b>			
Additions	-	-	998,606
Dividend received	(45,900,000)	-	-
Interest charged	1,502,872	10,471,326	42,916
Interest paid	-	(10,471,326)	-
Management fee charged and reclassified from amount owing from subsidiary companies	(104,900)	-	-
At end of year (excluding bank overdrafts)	9,378,891	141,575,828	639,383
<b>2023</b>			
At beginning of year (excluding bank overdrafts)	19,672,743	196,405,087	688,729
<b>Changes from financing cash flows</b>			
Advances from subsidiary companies	13,339,190	-	-
Repayments to subsidiary companies	(14,647,350)	-	-
Proceeds from bank borrowings	-	256,496,723	-
Repayments of bank borrowings	-	(292,713,101)	-
Payment of lease liabilities	-	-	(567,978)
Interest paid	-	-	(24,970)
<b>Non-cash items</b>			
Additions	-	-	27,773
Interest charged	1,363,249	11,545,823	24,970
Interest paid	-	(11,545,823)	-
Loan transaction costs	-	89,789	-
Reclassification from other receivables	-	(1,020,000)	-
Transfer of property, plant and equipment	(6,964)	-	-
At end of year (excluding bank overdrafts)	19,720,868	159,258,498	148,524



# Notes to the Financial Statements

for the year ended 31 March 2024

## 39. SIGNIFICANT EVENTS SUBSEQUENT TO END OF THE FINANCIAL YEAR

- (a) On 3 April 2024, the Company acquired 40,000 ordinary shares in Rimba Maju Realiti Sdn. Bhd. ("RMRSB") for a total consideration of RM1 via cash. Consequently, the Company's equity interest in RMRSB increased from 60% to 100% and RMRSB became a wholly-owned subsidiary of the Company.
- (b) On 21 May 2024, the directors had declared a final single-tier dividend of 1.00 sen per ordinary share amounting to RM10,000,000 in respect of the current financial year which was paid on 15 July 2024. The financial statements of the current financial year do not reflect this declared dividend. The final dividend will be accounted for in equity as appropriation of retained earnings in the financial year ended 31 March 2025.
- (c) On 29 March 2024, the Company announced the proposed establishment of a long term incentive plan ("LTIP") comprising an employee share option scheme and a performance share grant plan involving up to 10% of the total number of issued shares of the Company (excluding treasury shares, if any) ("Proposed LTIP"), at any point in time during the duration of the LTIP, for the Chief Executive Officer of the Company, eligible employees who hold senior management positions and key roles within the Company and its subsidiaries (excluding those which are dormant) and any employee of the Group (excluding subsidiaries which are dormant), who fulfil the eligibility criteria as set out in the by-laws of the LTIP.

On 3 May 2024, the Company had announced that Bursa Malaysia Securities Berhad ("Bursa Securities") had, vide its letter dated 3 May 2024, resolved to approve the listing of and quotation for such number of new ordinary shares in the Company, representing up to 10% of the total number of issued shares of the Company (excluding treasury shares, if any) which are to be issued under the Proposed LTIP at any point in time during the duration of the LTIP, on the Main Market of Bursa Securities.

On 28 June 2024, the shareholders of the Company has approved the Proposed LTIP at Extraordinary General Meeting.

## STATEMENT BY DIRECTORS

The directors of **SKYWORLD DEVELOPMENT BERHAD** state that, in their 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 2024, and of their financial performance and their cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia.

Signed on behalf of the Board, as approved by the Board in accordance with a resolution of the Directors,

**DATUK SERI NG THIEN PHING**

Kuala Lumpur  
18 July 2024

**DATUK LAM SOO KEONG @ LOW SOO KEONG**

## DECLARATION BY THE OFFICER

Primarily Responsible for the Financial Management of the Company

I, **LOW WENG CHEONG**, the officer primarily responsible for the financial management of **SKYWORLD DEVELOPMENT BERHAD**, do solemnly and sincerely declare that the accompanying financial statements are, in my opinion, 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.

**LOW WENG CHEONG**

(MIA Membership No.: 28892)

Subscribed and solemnly declared by the abovenamed **LOW WENG CHEONG** at **KUALA LUMPUR**, on this 18<sup>th</sup> day of July 2024

Before me,

**COMMISSIONER FOR OATHS**

# LIST OF GROUP'S TOP 10 PROPERTIES

as of 31 March 2024

No.	Location/Address	Land area (sq ft)/ Build up area (sq ft)	Description/ Existing use	Date of Acquisition	Tenure	Net Book Value RM
1.	PN54718 Lot 201979, PN54720 Lot 201980, PN54721 Lot 201964, PN54722 Lot 201965 and PN54723 Lot 201981 Mukim Setapak District Kuala Lumpur FT Kuala Lumpur	541,585/-	5 parcels of vacant land	07-Oct-16	Leasehold expiring 2120	199,559,321
2.	PT 50008 HS(D) 123110 and PT 50009 HS(D) 123111 Mukim Ulu Kelang Daerah Kuala Lumpur FT Kuala Lumpur	226,657/-	2 parcels of vacant land	09-Apr-19	Leasehold expiring 2119	109,536,515
3.	PT 50007 HS(D) 123109 Mukim Ulu Kelang Daerah Kuala Lumpur FT Kuala Lumpur	122,012/-	Vesta Residences	09-Apr-19	Leasehold expiring 2119	79,184,018
4.	PN 52338 Lot 201208 Mukim Setapak District Kuala Lumpur FT Kuala Lumpur	193,298/-	Curvo Residences	11-Apr-14	Leasehold expiring 2086	73,643,592
5.	PN54717 Lot 201978 Mukim Setapak District Kuala Lumpur FT Kuala Lumpur	180,768/-	Sama Square	08-Feb-19	Leasehold expiring 2120	68,308,466
6.	PN 52340 Lot 201210 Mukim Setapak Daerah Kuala Lumpur FT Kuala Lumpur	256,935/ 40,852	Setapak Sales Gallery and Quality Centre	19-Oct-15	Leasehold expiring 2086	65,301,015
7.	PM 317 Lot 4249 Mukim Setapak District Kuala Lumpur FT Kuala Lumpur	413,883/-	A parcel of vacant land	23-Aug-21	Leasehold expiring 2091	49,859,385
8.	PT 50232 HS(D) 123501 and PT 50233 HS(D) 123502 Mukim Kuala Lumpur District Kuala Lumpur FT Kuala Lumpur	211,789/-	2 parcels of vacant land	06-Dec-19	Leasehold expiring 2118	26,858,742
9.	GM 41056 Lot 481366 Mukim Kuala Lumpur Daerah Kuala Lumpur FT Kuala Lumpur	89,276/-	A parcel of vacant land	10-Mar-22	Freehold	25,432,684
10.	PN 53776 Lot 201619 Mukim Setapak District Kuala Lumpur FT Kuala Lumpur	109,652/-	A parcel of vacant land	11-Apr-14	Leasehold expiring 2117	18,207,932

# ANALYSIS OF SHAREHOLDINGS

as at 2 July 2024

Total Number of Issued Shares	: 1,187,500,000 comprising (i) 1,000,000,000 Ordinary Shares (ii) 187,500,000 Irredeemable Convertible Preference Shares ("ICPS") (non-listed)
Class of Shares	: (i) Ordinary Shares (ii) ICPS (non-listed)
Voting Rights	: (i) One vote per ordinary share held (ii) ICPS have no voting rights other than those provided in the Constitution of the Company
No. of Holders	: (i) Ordinary Shares – 4,733 (ii) ICPS – 4

## DISTRIBUTION SCHEDULE FOR ORDINARY SHARES

Size of Shareholdings	No. of Shareholders	Total Shareholdings	%
Less than 100 shares	3	150	0.000
100 – 1,000 shares	773	382,100	0.038
1,001 – 10,000 shares	2,093	11,250,300	1.125
10,001 – 100,000 shares	1,525	50,188,550	5.019
100,001 to less than 5% of issued shares	337	449,047,269	44.905
5% and above of issued shares	2	489,131,631	48.913
<b>Total</b>	<b>4,733</b>	<b>1,000,000,000</b>	<b>100.000</b>

## SUBSTANTIAL SHAREHOLDERS

As per the Register of Substantial Shareholders

Shareholders	Direct Interest		Indirect Interest	
	No. of Shares Held	%	No. of Shares Held	%
Datuk Seri Ng Thien Phing	424,373,952	42.437	-	-
Datuk Lam Soo Keong @ Low Soo Keong	102,757,679	10.276	-	-
Lee Chee Seng	50,082,469	5.008	-	-

## DIRECTORS' SHAREHOLDINGS

Directors	Direct Interest		Indirect Interest	
	No. of Shares Held	%	No. of Shares Held	%
Datuk Seri Ng Thien Phing	424,373,952	42.437	-	-
Datuk Lam Soo Keong @ Low Soo Keong	102,757,679	10.276	-	-
Lee Chee Seng	50,082,469	5.008	-	-
Chan Seng Fatt	-	-	-	-
Ong Soo Chan	100,000	0.010	-	-
Phang Sze Fui	100,000	0.010	-	-
Zalinah Binti A Hamid	-	-	-	-

# Analysis of Shareholdings

as at 2 July 2024

## 30 LARGEST SHAREHOLDERS AS AT 2 JULY 2024

No.	Name of Shareholders	No. of Shares Held	%
1.	Ng Thien Phing	386,373,952	38.637
2.	Lam Soo Keong @ Low Soo Keong	102,757,679	10.276
3.	Lee Chee Seng	43,582,469	4.358
4.	Kenanga Nominees (Tempatan) Sdn Bhd – Pledged Securities Account For Ng Thien Phing	38,000,000	3.800
5.	Lembaga Tabung Angkatan Tentera	21,624,200	2.162
6.	Maybank Nominees (Tempatan) Sdn Bhd – Pledged Securities Account For Al-Sultan Abdullah Ibni Sultan Haji Ahmad Shah	20,000,000	2.000
7.	Zafidi Bin Mohamad	18,436,000	1.844
8.	DB (Malaysia) Nominee (Tempatan) Sendirian Berhad – Deutsche Trustees Malaysia Berhad For Eastspring Investments Small-Cap Fund	16,672,200	1.667
9.	Toong Chiu Kwan	15,926,700	1.593
10.	Citigroup Nominees (Tempatan) Sdn Bhd – Employees Provident Fund Board (EastspringESG)	11,202,700	1.120
11.	Kenanga Nominees (Tempatan) Sdn Bhd – Pledged Securities Account For Al-Sultan Abdullah Ibni Sultan Haji Ahmad Shah	10,000,000	1.000
12.	Citigroup Nominees (Tempatan) Sdn Bhd – Employees Provident Fund Board (PHEIM)	9,189,500	0.919
13.	HSBC Nominees (Tempatan) Sdn Bhd – HSBC (M) Trustee Bhd for Principal Dali Asia Pacific Equity Growth Fund	8,202,200	0.820
14.	Citigroup Nominees (Tempatan) Sdn Bhd – Employees Provident Fund Board (CIMB PRIN)	6,843,800	0.684
15.	Kenanga Nominees (Tempatan) Sdn Bhd – Pledged Securities Account for Lee Chee Seng	6,500,000	0.650
16.	HSBC Nominees (Tempatan) Sdn Bhd – HSBC (M) Trustee Bhd for Principal Dali Equity Growth Fund	6,476,100	0.648
17.	CIMB Islamic Nominees (Tempatan) Sdn Bhd – PMB Investment Berhad for Majlis Amanah Rakyat	6,000,000	0.600
18.	Lim Kok Kwang	5,700,000	0.570
19.	HSBC Nominees (Tempatan) Sdn Bhd – HSBC (M) Trustee Bhd for Manulife Investment Al-Fauzan (5170)	5,696,800	0.570
20.	HSBC Nominees (Tempatan) Sdn Bhd – HSBC (M) Trustee Bhd for Manulife Investment Al-Faid (4389)	5,484,700	0.548
21.	Maybank Nominees (Tempatan) Sdn Bhd – Maybank Trustees Berhad for Dana Makmur PHEIM (211901)	5,176,500	0.518
22.	Lim Kok Kwang	5,000,000	0.500
23.	HSBC Nominees (Tempatan) Sdn Bhd – HSBC (M) Trustee Bhd for Principal Islamic Lifetime Balancedfund	4,852,900	0.485

## Analysis of Shareholdings

as at 2 July 2024

### 30 LARGEST SHAREHOLDERS AS AT 2 JULY 2024 (CONT'D)

No.	Name of Shareholders	No. of Shares Held	%
24.	CIMSEC Nominees (Tempatan) Sdn Bhd – CIMB for Kong Chong Soon @ Chi Suim (PB)	4,780,000	0.478
25.	Citigroup Nominees (Tempatan) Sdn Bhd – Kumpulan Wang Persaraan (Diperbadankan) (Principal EQITS)	4,746,000	0.475
26.	RHB Investment Bank Berhad – IVT (SHQ-SW BOOK 1) EQD Team Equity Derivatives	4,662,900	0.466
27.	Kwan Thean Poh	4,310,000	0.431
28.	Cartaban Nominees (Tempatan) Sdn Bhd – Standard Chartered Saadiq Bhd SCBMB Trustee for BMMB Syariah Equity Fund (BMMB-E00102)	4,000,000	0.400
29.	HSBC Nominees (Tempatan) Sdn Bhd – HSBC (M) Trustee Bhd for Manulife Flexi Invest Fund	3,900,900	0.390
30.	Leow Eng Hooi	3,855,000	0.386
<b>Total</b>		<b>789,953,200</b>	<b>78.995</b>

### ICPS HELD BY THE DIRECTORS

Directors	Direct Interest		Indirect Interest	
	No. of ICPS Held	%	No. of ICPS Held	%
Datuk Seri Ng Thien Phing	134,251,455	71.60	-	-
Datuk Lam Soo Keong @ Low Soo Keong	38,711,949	20.65	-	-
Lee Chee Seng	11,536,596	6.15	-	-
Chan Seng Fatt	-	-	-	-
Ong Soo Chan	-	-	-	-
Phang Sze Fui	-	-	-	-
Zalinah Binti A Hamid	-	-	-	-

### ICPS HOLDERS AS AT 2 JULY 2024

No.	Name of ICPS Holders	No. of ICPS Held	%
1.	Datuk Seri Ng Thien Phing	134,251,455	71.600
2.	Datuk Lam Soo Keong @ Low Soo Keong	38,711,949	20.647
3.	Lee Chee Seng	11,536,596	6.153
4.	Zafidi Bin Mohamad	3,000,000	1.600
<b>Total</b>		<b>187,500,000</b>	<b>100.00</b>

# NOTICE OF 2024 ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the 2024 Annual General Meeting of SkyWorld Development Berhad (“the Company”) will be held at **Level 1, Block D, Excella Business Park, Jalan Ampang Putra, Ampang, 55100 Kuala Lumpur, Malaysia** on **Friday, 27 September 2024** at **10.00 a.m.** for the following purposes:

## AGENDA

### AS ORDINARY BUSINESS:

1. To receive the audited financial statements for the financial year ended 31 March 2024 together with the Reports of the Directors and Auditors thereon. **(Please refer to the Explanatory Notes to the Agenda)**
2. To approve the payment of Directors’ fees up to an aggregate amount of RM392,700 for the period from 28 September 2024 until the next Annual General Meeting of the Company, to be paid monthly in arrears. **(Ordinary Resolution 1)**
3. To approve the payment of Directors’ benefits up to an aggregate amount of RM47,000 for the period from 28 September 2024 until the next Annual General Meeting of the Company. **(Ordinary Resolution 2)**
4. To re-elect the following Directors who are retiring in accordance with Clause 76(3) of the Constitution of the Company:-
  - (a) Datuk Seri Ng Thien Phing **(Ordinary Resolution 3)**
  - (b) Datuk Lam Soo Keong @ Low Soo Keong **(Ordinary Resolution 4)**
5. To re-appoint Deloitte PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Ordinary Resolution 5)**

### AS SPECIAL BUSINESS:

To consider and, if thought fit, to pass the following resolutions, with or without modifications:

6. **Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016** **(Ordinary Resolution 6)**

“**THAT** pursuant to Sections 75 and 76 of the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approvals of the relevant regulatory authorities (if any), the Directors of the Company be and are hereby authorised to issue and allot shares in the Company from time to time, at such price, upon such terms and conditions and for such purposes and to such persons whomsoever as the Directors may in their absolute discretion deem fit PROVIDED THAT the aggregate number of shares to be issued pursuant to this resolution, when aggregated with the total number of such shares issued during the preceding 12 months does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being AND THAT the Directors be authorised to do all such things as they may deem fit and expedient in the best interest of the Company to give effect to the issuance of new shares under this resolution including making such applications to Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company held after the approval was given or at the expiry of the period within which the next Annual General Meeting is required to be held after the approval was given, whichever is earlier, unless revoked or varied by an ordinary resolution of the Company at a general meeting.”

## Notice of 2024 Annual General Meeting

### 7. **Proposed Renewal of Shareholders' Mandate for Recurrent Related Party (Ordinary Resolution 7) Transactions of a Revenue or Trading Nature**

**"THAT** subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Group be and is hereby authorised to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.4 of the Circular to Shareholders dated 31 July 2024 provided that such transactions are:

- (a) necessary for the Group's day-to-day operations;
- (b) undertaken in the ordinary course of business at arm's length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to the public; and
- (c) not detrimental to the interest of the minority shareholders of the Company.

**THAT** the authority conferred shall continue to be in force until:-

- (i) the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed by the shareholders of the Company in a general meeting, the authority is renewed; or
- (ii) the expiration of the period within which the next Annual General Meeting of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) the mandate is 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 hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or in the best interest of the Company to give effect to this resolution."

- 8. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

By Order of the Board

**FOO PEI KOON (MAICSA 7067238) (SSM PC NO. 202108000380)**

**TE HOCK WEE (MAICSA 7054787) (SSM PC NO. 202008002124)**

**WONG CHEE WAI (BC/W209) (SSM PC NO. 202108000410)**

Company Secretaries

Kuala Lumpur

31 July 2024



# Notice of 2024 Annual General Meeting

## NOTES:

1. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 20 September 2024. Only a member whose name appears on this Record of Depositors shall be entitled to attend this meeting or appoint a proxy to attend, participate, speak and vote on his/her/its behalf.
2. A member of the Company who is entitled to attend and vote at a general meeting may appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
3. A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than 2 proxies to attend, participate, speak and vote instead of the member at the general meeting.
4. 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 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.
5. 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.
6. Where a member, an authorised nominee or an exempt authorised nominee appoints more than 1 proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall not be valid unless he specifies the proportion of his shareholdings to be represented by each proxy.
7. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the 2024 Annual General Meeting or adjourned general meeting at which the person named in the appointment proposes to vote:
  - (i) In hard copy form  
To be deposited with Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - (ii) By electronic means via Tricor TIIH Online website at <https://tiih.online>  
Please refer to the Administrative Guide of the 2024 Annual General Meeting for further information on electronic submission of proxy form via TIIH Online.
8. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than 48 hours before the time appointed for holding the general meeting or adjourned general meeting 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.
9. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
10. Last date and time for lodging the proxy form is **Wednesday, 25 September 2024 at 10.00 a.m.**
11. Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the registration staff for verification:
  - a. Identity card (NRIC) (Malaysian), or
  - b. Police report (for loss of NRIC)/Temporary NRIC (Malaysian), or
  - c. Passport (Foreigner).
12. For a corporate member who has appointed a representative instead of a proxy to attend this meeting, please deposit the **ORIGINAL** certificate of appointment executed in the manner as stated in the proxy form with the Share Registrar of the Company at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia if this has not been lodged with the Company's Share Registrar earlier.
13. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 2024 Annual General Meeting will be put to vote by way of poll.

# Notice of 2024 Annual General Meeting

## EXPLANATORY NOTES TO THE AGENDA

(i) **Item 1 of the Agenda**  
**Audited Financial Statements for the financial year ended 31 March 2024**

This item is meant for discussion only. The provision of Section 248(2) and Section 340(1)(a) of the Companies Act 2016 require that the audited financial statements and the Reports of the Directors and Auditors thereon be laid before the Company at its Annual General Meeting. As such, this agenda item is not a business which requires a motion to be put forward to vote by shareholders.

(ii) **Ordinary Resolution 1**  
**Payment of Directors' fees**

The Directors' fees proposed are calculated based on the current board size and assuming that all Independent Non-Executive Directors will hold office until the next Annual General Meeting. This resolution is to facilitate payment of the Directors' fees for the period from 28 September 2024 until the next Annual General Meeting of the Company. In the event the Company appoints additional Non-Executive Directors, approval on additional Directors' fees will be sought at the next Annual General Meeting of the Company.

(iii) **Ordinary Resolution 2**  
**Payment of Directors' benefits**

Directors' benefits are meeting allowance payable to Independent Non-Executive Directors and in determining the estimated amount, the Board has considered various factors including the current board size and number of scheduled meetings for the Board and Board Committees for the period from 28 September 2024 until the next Annual General Meeting as well as the number of Independent Non-Executive Directors involved in the meeting. In the event the proposed amount is insufficient (due to more meetings or enlarged board size), approval will be sought at the next Annual General Meeting for the shortfall.

(iv) **Ordinary Resolutions 3 and 4**  
**Re-election of Directors**

The following Directors of the Company are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 2024 Annual General Meeting:

- (i) Datuk Seri Ng Thien Phing
- (ii) Datuk Lam Soo Keong @ Low Soo Keong

Save as disclosed in the 2024 Annual Report, the retiring Directors have no conflict of interest with the Company and have no family relationship with any Director and/or major shareholder of the Company.

Datuk Seri Ng Thien Phing, the Executive Chairman shows exemplary leadership and has contributed significantly to the Group by providing valuable input to steer the Group forward.

Datuk Lam Soo Keong @ Low Soo Keong contributes tremendously to the Group by overseeing the Group's compliance matter as well as strategic direction of the Group.

The Nomination & Remuneration Committee ("NRC") had also considered the criteria as prescribed under the Main Market Listing Requirements of Bursa Malaysia Securities Berhad on character, experience, integrity, competence and time commitment as well as fit and proper assessment. The NRC concludes that the retiring Directors possess relevant mix of experience, skills, industry knowledge and expertise that is beneficial to the Company and they met the fit and proper criteria as stated in the Directors' Fit and Proper Policy in discharging their roles and responsibilities.

(v) **Ordinary Resolution 5**  
**Re-appointment of Auditors**

The Board had, through the Audit & Risk Management Committee, considered the re-appointment of Deloitte PLT as Auditors of the Company. The factors considered by the Audit & Risk Management Committee in making the recommendation to the Board to table their re-appointment at the 2024 Annual General Meeting are disclosed in the 2024 Annual Report.

# Notice of 2024 Annual General Meeting

(vi) **Ordinary Resolution 6**  
**Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016**

This proposed resolution, if passed, will empower the Directors to issue and allot up to a maximum of 10% of the total number of issued shares of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. This authority will, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next Annual General Meeting or the expiration of the period within which the next Annual General Meeting is required by law to be held, whichever is the earlier.

This is a renewal of the mandate obtained from shareholders at the last Annual General Meeting held on 29 September 2023. The mandate is to provide flexibility to the Company to issue new securities for any possible fund-raising activities including but not limited to further placement of shares for purpose of funding current and/or future investment projects, working capital, repayment of bank borrowings and/or acquisitions without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional costs and time.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last Annual General Meeting held on 29 September 2023 and the mandate will lapse at the conclusion of the 2024 Annual General Meeting.

(vii) **Ordinary Resolution 7**  
**Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

This proposed resolution, if passed, will allow the Group to enter into recurrent related party transactions of a revenue or trading nature with its related parties as identified in Section 2.4 of the Circular to Shareholders dated 31 July 2024 in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad without the necessity to convene separate general meetings to seek shareholders' approval as and when such recurrent related party transactions occur. This would reduce substantial administrative time and expenses associated with the convening of such meetings without compromising the corporate objectives of the Group or affecting the business opportunities available to the Group. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company and is subject to renewal on an annual basis.

Further details relating to this proposed resolution are set out in the Circular to Shareholders dated 31 July 2024, which is available at the Company's website at <https://www.skyworldgroup.com.my/investor-relations>.

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<b>CDS ACCOUNT NO.</b>	
<b>NO. OF SHARES HELD</b>	

 I/We \_\_\_\_\_ Tel: \_\_\_\_\_  
 [Full name in block, MyKad/Passport/Company No.]

 of \_\_\_\_\_  
 \_\_\_\_\_  
 (Full Address)

being a Member of the abovenamed Company, hereby appoint the following person(s):

Full Name (in Block Letters)	MyKad/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Full Address			

and

Full Name (in Block Letters)	MyKad/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Full Address			

 or failing him/her, the Chairman of the meeting, as my/our proxy/proxies to vote for me/us and on my/our behalf at the 2024 Annual General Meeting of SkyWorld Development Berhad ("the Company") which will be held at **Level 1, Block D, Excella Business Park, Jalan Ampang Putra, Ampang, 55100 Kuala Lumpur, Malaysia** on **Friday, 27 September 2024 at 10.00 a.m.** or at any adjournment thereof, and to vote as indicated below:

Description of Resolution	Resolution	For	Against
To approve the payment of Directors' fees up to an aggregate amount of RM392,700 for the period from 28 September 2024 until the next Annual General Meeting of the Company, to be paid monthly in arrears.	Ordinary Resolution 1		
To approve the payment of Directors' benefits up to an aggregate amount of RM47,000 for the period from 28 September 2024 until the next Annual General Meeting of the Company.	Ordinary Resolution 2		
To re-elect Datuk Seri Ng Thien Phing as Director.	Ordinary Resolution 3		
To re-elect Datuk Lam Soo Keong @ Low Soo Keong as Director.	Ordinary Resolution 4		
To re-appoint Deloitte PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	Ordinary Resolution 5		
Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016.	Ordinary Resolution 6		
Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.	Ordinary Resolution 7		

(Please indicate with "X" how you wish your vote to be cast. If no instruction as to voting is given, the proxy will vote or abstain from so doing at his/her discretion.)

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2024.

 \_\_\_\_\_  
 Signature  
 Member

**\* Manner of execution:**

- If you are an individual member, please sign where indicated.
- 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.
- 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:
  - at least two (2) authorised officers, one of whom shall be a director; or
  - any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.

**NOTES:**

- For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 20 September 2024. Only a member whose name appears on this Record of Depositors shall be entitled to attend this meeting or appoint a proxy to attend, participate, speak and vote on his/her/its behalf.
- A member of the Company who is entitled to attend and vote at a general meeting may appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
- A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than 2 proxies to attend, participate, speak and vote instead of the member at the general meeting.
- 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 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.
- 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.
- Where a member, an authorised nominee or an exempt authorised nominee appoints more than 1 proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall not be valid unless he specifies the proportion of his shareholdings to be represented by each proxy.
- The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the 2024 Annual General Meeting or adjourned general meeting at which the person named in the appointment proposes to vote:
  - In hard copy form**  
To be deposited with Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - By electronic means via Tricor TIIH Online website at <https://tiih.online>**  
Please refer to the Administrative Guide of the 2024 Annual General Meeting for further information on electronic submission of proxy form via TIIH Online.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than 48 hours before the time appointed for holding the general meeting or adjourned general meeting 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.
- Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
- Last date and time for lodging the proxy form is **Wednesday, 25 September 2024 at 10.00 a.m.**
- Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the registration staff for verification:
  - Identity card (NRIC) (Malaysian), or
  - Police report (for loss of NRIC)/Temporary NRIC (Malaysian), or
  - Passport (Foreigner).
- For a corporate member who has appointed a representative instead of a proxy to attend this meeting, please deposit the **ORIGINAL** certificate of appointment executed in the manner as stated in the proxy form with the Share Registrar of the Company at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia if this has not been lodged with the Company's Share Registrar earlier.
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 2024 Annual General Meeting will be put to vote by way of poll.

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The Share Registrar

**SKYWORLD DEVELOPMENT BERHAD**

Registration No. 200601034211 (753970-X)  
(Incorporated in Malaysia)

Tricor Investor & Issuing House Services Sdn Bhd  
Unit 32-01, Level 32, Tower A,  
Vertical Business Suite, Avenue 3, Bangsar South,  
No. 8, Jalan Kerinchi,  
59200 Kuala Lumpur.

AFFIX  
STAMP

[www.skyworldgroup.com.my](http://www.skyworldgroup.com.my)

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**SkyWorld Development Berhad**

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55100 Ampang  
Kuala Lumpur, Wilayah Persekutuan (KL), Malaysia

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