



SKYWORLD DEVELOPMENT BERHAD

Registration No: 200601034211 (753970-X)

(Incorporated in Malaysia)

**Interim Financial Report
30 June 2025**

SKYWORLD DEVELOPMENT BERHAD

**Registration No: 200601034211 (753970-X)
(Incorporated in Malaysia)**

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND
OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 30 JUNE
2025⁽¹⁾**

	3-MONTHS ENDED (1 ST QUARTER)		3-MONTHS ENDED	
	30.06.2025 RM'000	30.06.2024 RM'000	30.06.2025 RM'000	30.06.2024 RM'000
Revenue	74,604	98,809	74,604	98,809
Cost of sales	(47,657)	(66,786)	(47,657)	(66,786)
Gross profit	26,947	32,023	26,947	32,023
Other operating income	3,206	3,342	3,206	3,342
Selling and marketing expenses	(1,794)	(2,939)	(1,794)	(2,939)
Administrative expenses	(18,155)	(14,341)	(18,155)	(14,341)
Finance costs	(4,590)	(4,021)	(4,590)	(4,021)
Profit before tax	5,614	14,064	5,614	14,064
Income tax expense	(2,765)	(4,117)	(2,765)	(4,117)
Profit for the period	2,849	9,947	2,849	9,947
Other comprehensive income				
Items that may be classified subsequently to profit or loss:				
- Exchange differences on translating foreign operation	(2,644)	(1,433)	(2,644)	(1,433)
Total other comprehensive income for the period	205	8,514	205	8,514
Profit attributable to:				
- Owners of the Company	2,851	9,991	2,851	9,991
- Non-controlling interest	(2)	(44)	(2)	(44)
	2,849	9,947	2,849	9,947

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

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2025⁽¹⁾ (CONT'D)

3-MONTHS ENDED (1 ST QUARTER)		3-MONTHS ENDED	
30.06.2025	30.06.2024	30.06.2025	30.06.2024
RM'000	RM'000	RM'000	RM'000

**Total comprehensive
income attributable to:**

- Owners of the Company	207	8,558	207	8,558
- Non-controlling interest	(2)	(44)	(2)	(44)
	<u>205</u>	<u>8,514</u>	<u>205</u>	<u>8,514</u>

**Earnings per share (Note
B11):**

Basic (sen)	<u>0.29</u>	<u>1.00</u>	<u>0.29</u>	<u>1.00</u>
Diluted (sen)	<u>0.24</u>	<u>0.84</u>	<u>0.24</u>	<u>0.84</u>

Notes:

⁽¹⁾ The Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 31 March 2025 and the accompanying explanatory notes attached to this interim financial report.

SKYWORLD DEVELOPMENT BERHAD

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

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT FINANCIAL PERIOD ENDED 30 JUNE 2025⁽¹⁾**

	30.06.2025 RM'000	31.03.2025 RM'000
ASSETS		
Non-current Assets		
Property, plant and equipment	32,619	33,456
Right-of-use assets	1,480	612
Investment properties	71,144	71,000
Intangible assets	1,361	1,493
Inventories – land held for property development	466,091	498,087
Goodwill	1,227	1,227
Deferred tax assets	11,931	10,185
Prepaid expenses	1,958	1,958
Total Non-current Assets	587,811	618,018
Current Assets		
Inventories – property development costs	274,993	258,547
Inventories – completed properties	7,385	7,387
Contract assets	44,300	38,711
Contract cost assets	4,380	3,965
Trade receivables	88,172	147,796
Other receivables, refundable deposits and prepaid expenses	120,812	90,654
Current tax assets	17,136	16,326
Cash and bank balances	387,248	349,621
Total Current Assets	944,426	913,007
TOTAL ASSETS	1,532,237	1,531,025
EQUITY AND LIABILITIES		
Capital and Reserves		
Share capital	244,960	244,960
Irredeemable convertible preference shares	150,000	150,000
Other reserves	(5,972)	(3,328)
Retained earnings	485,235	488,384
Equity Attributable to Owners of the Company	874,223	880,016
Non-controlling interests	(23)	(21)
Total Equity	874,200	879,995
Non-current Liabilities		
Land cost payable	6,750	6,750
Lease liabilities	926	342
Bank borrowings	272,355	188,856
Deferred tax liabilities	180	183
Total Non-current Liabilities	280,211	196,131

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**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT FINANCIAL PERIOD ENDED 30 JUNE 2025⁽¹⁾ (CONT'D)**

	30.06.2025 RM'000	31.03.2025 RM'000
Current Liabilities		
Trade payables	106,190	144,922
Other payables and accrued expenses	36,939	44,829
Dividend payable	6,000	-
Contract liabilities	558	139
Land cost payable	3,490	3,519
Lease liabilities	529	246
Bank borrowings	223,780	260,384
Current tax liabilities	340	860
Total Current Liabilities	377,826	454,899
Total Liabilities	658,037	651,030
Total Equity and Liabilities	1,532,237	1,531,025
Net assets per ordinary share ⁽²⁾ (RM)	<u>0.87</u>	<u>0.88</u>

Notes:

(1) The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 March 2025 and the accompanying explanatory notes attached to this interim financial report.

(2) Based on the number of ordinary shares issued as at end of the reporting period.

SKYWORLD DEVELOPMENT BERHAD

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

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2025⁽¹⁾

	Share capital RM'000	Irredeemable convertible preference shares RM'000	Distributable reserve - Retained earning RM'000	Non-distributable reserve Translation reserve RM'000	Share-based payment reserve RM'000	Attributable to owner of the company RM'000	Non-controlling interests RM'000	Total equity RM'000
As at 1 April 2025	244,960	150,000	488,384	(3,693)	365	880,016	(21)	879,995
Total comprehensive income for the period	-	-	2,851	(2,644)	-	207	(2)	205
Dividend	-	-	(6,000)	-	-	(6,000)	-	(6,000)
As at 30 June 2025	244,960	150,000	485,235	(6,337)	365	874,223	(23)	874,200

SKYWORLD DEVELOPMENT BERHAD

Registration No: 200601034211 (753970-X)

(Incorporated in Malaysia)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2025⁽¹⁾ (CONT'D)

	Share capital RM'000	Irredeemable convertible preference shares RM'000	Distributable reserve - Retained earning RM'000	Non-distributable reserve - Translation reserve RM'000	Attributable to owner of the company RM'000	Non-controlling interests RM'000	Total equity RM'000
As at 1 April 2024	244,960	150,000	450,547	597	846,104	(3,271)	842,833
Total comprehensive income for the period	-	-	9,991	(1,433)	8,558	(44)	8,514
Dividend	-	-	(10,000)	-	(10,000)	-	(10,000)
Acquisition of remaining equity interest in a subsidiary	-	-	17	-	17	(17)	-
As at 30 June 2024	244,960	150,000	450,555	(836)	844,679	(3,332)	841,347

Notes:

⁽¹⁾ The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 31 March 2025 and the accompanying explanatory notes attached to this interim financial report.

SKYWORLD DEVELOPMENT BERHAD

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

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2025⁽¹⁾

	30.06.2025 RM'000	30.06.2024 RM'000
CASH FLOWS (USED IN)/FROM OPERATING ACTIVITIES		
Profit before tax	5,614	14,064
Adjustments for:		
Depreciation of:		
Property, plant and equipment	1,593	1,214
Right-of-use assets	161	142
Intangible assets	132	132
Interest expense	4,590	4,021
Interest income	(1,142)	(1,773)
Gain on fair value adjustment on short-term funds	(1,292)	-
Unrealised loss on foreign exchange	2,321	-
Reversal of allowance for doubtful debts:		
Refundable deposit	(100)	-
Trade receivables	(1)	-
Operating profit before working capital changes	<u>11,876</u>	<u>17,800</u>
Movement in working capital:		
(Increase) / Decrease in:		
Inventories – land held for property development	(5,563)	(16,637)
Inventories – property development costs	21,438	4,842
Inventories – completed properties	2	4,121
Contract assets	(5,590)	21,104
Contract cost assets	(415)	(444)
Trade receivables	59,625	14,702
Other receivables, refundable deposits and prepaid expenses	(30,058)	(1,668)
(Decrease) / Increase in:		
Trade payables	(38,732)	(14,374)
Other payables and accrued expenses	(7,891)	(4,042)
Contract liabilities	419	(2,904)
Land cost payables	<u>(28)</u>	-
Cash generated from operations	<u>5,083</u>	<u>22,500</u>
Interest paid	(4,578)	(4,009)
Income tax paid	(6,222)	(10,867)
Income tax refund	376	-
Net cash (used in)/from operating activities	<u>(5,341)</u>	<u>7,624</u>

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

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2025⁽¹⁾ (CONT'D)

	30.06.2025 RM'000	30.06.2024 RM'000
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	2,434	1,773
Acquisition of property, plant and equipment	(754)	(283)
Addition to investment properties	(144)	(210)
Withdrawal of fixed deposits pledged	16,168	3,956
Net cash from investing activities	17,704	5,236
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of bank borrowings	(69,309)	(43,085)
Proceeds from bank borrowings	15,879	51,123
Proceeds from issuance of Islamic Medium Term Note	100,000	-
Payment of lease liabilities	(160)	(141)
Interest paid	(12)	(12)
Net cash from financing activities	46,398	7,885
NET INCREASE IN CASH AND CASH EQUIVALENTS		
	58,761	20,745
EFFECT OF EXCHANGE RATE FLUCTUATIONS ON CASH HELD		
	(4,966)	(1,433)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR		
	251,263	402,215
CASH AND CASH EQUIVALENTS AT END OF THE YEAR		
	305,058	421,527
Cash and cash equivalents comprise the following:		
Cash and bank balances	387,248	515,279
Fixed deposits placed with licensed banks	(62,190)	(73,752)
Bank overdraft	(20,000)	(20,000)
	305,058	421,527

Notes:

⁽¹⁾ The Unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 31 March 2025 and the accompanying explanatory notes attached to this interim financial report.

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

A. NOTES TO THE INTERIM FINANCIAL REPORT

A1. Basis of Preparation

The interim financial report of SkyWorld Development Berhad (“the Group”) is unaudited and has been prepared in accordance with Malaysian Financial Reporting Standards (“MFRS”) 134, *Interim Financial Reporting* issued by the Malaysian Accounting Standards Board (“MASB”) and Paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Listing Requirements”).

The interim financial report should be read in conjunction with the audited financial statements for the financial year ended 31 March 2025 and the accompanying explanatory notes in this report.

A2. Significant Accounting Policies

The significant accounting policies adopted in this interim financial report are consistent with those adopted in preparation of the audited financial statements of the Group for the financial year ended 31 March 2025, except for the adoption of amendments to MFRSs which were adopted at the beginning of the current financial year.

Adoption of Amendments to MFRSs

The Group has adopted all Amendments to MFRSs issued by the MASB that are relevant and effective for annual periods beginning on or after 1 April 2025 as follows:

Amendments to MFRS 121 *Lack of Exchangeability*

The adoption of the above do not expect to have any significant impact on the financial statements of the Group and did not result in significant changes to the Group’s existing accounting policies.

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

A. NOTES TO THE INTERIM FINANCIAL REPORT (CONT'D)**A3. Seasonal or Cyclical Factors**

The business operations of the Group were not affected by any seasonal or cyclical factors during the current quarter and financial period under review.

A4. Material Unusual Items

There were no unusual items affecting the assets, liabilities, equity, net income or cash flows of the Group during the current quarter and financial period under review.

A5. Material Changes in Estimates

There were no changes in estimates that have a material effect on the results for the current quarter and financial period under review.

A6. Debts and Equity Securities

There were no other issuance and repayment of debt and equity securities, share buybacks, share cancellations, share held as treasury shares and resale of treasury shares during the current quarter and financial period under review, except for the following:

a) Issuance of Islamic Medium Term Note under Islamic Commercial Paper and Islamic Medium Term Notes programme with RM300.0 million nominal value established by SkyWorld Capital Berhad as follows:

Tranche	Issuance Date	Amount (RM Million)	Tenure	Maturity date
1	25 April 2025	100.0	3 years	25 April 2028

A7. Dividends Paid

On 15 July 2025, the Company paid a final single-tier dividend of RM6.0 million or 0.60 sen per ordinary shares for the financial year ended 31 March 2025.

SKYWORLD DEVELOPMENT BERHAD

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

A. NOTES TO THE INTERIM FINANCIAL REPORT (CONT'D)

A8. Segmental Reporting

Operation Segment

3-months ended 30 June 2025

	Property development RM'000	Property management and services RM'000	Property investment RM'000	Others RM'000	Elimination RM'000	Consolidated RM'000
Revenue						
External revenue	72,747	1	1,573	283	-	74,604
Inter-segment revenue	-	14,745	-	-	(14,745)	-
Total revenue	72,747	14,746	1,573	283	(14,745)	74,604
Cost of Sales						
External cost of sales	(46,096)	-	(1,407)	(154)	-	(47,657)
Inter-segment cost of sales	(3,014)	-	(210)	-	3,224	-
Total cost of sales	(49,110)	-	(1,617)	(154)	3,224	(47,657)
Gross profit/(Gross loss)	23,637	14,746	(44)	129	(11,521)	26,947
Other operating income						3,206
Selling and marketing expenses						(1,794)
Administrative expenses						(18,155)
Finance cost						(4,590)
Profit before tax						5,614
Income tax expense						(2,765)
Profit for the year						2,849

SKYWORLD DEVELOPMENT BERHAD

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

A. NOTES TO THE INTERIM FINANCIAL REPORT (CONT'D)

A8. Segmental Reporting (cont'd)

Operation Segment (cont'd)

3-months ended 30 June 2024

	Property development RM'000	Property management and management services RM'000	Property investment RM'000	Others RM'000	Elimination RM'000	Consolidated RM'000
Revenue						
External revenue	97,533	1	897	378	-	98,809
Inter-segment revenue	-	39,338	-	-	(39,338)	-
Total revenue	97,533	39,339	897	378	(39,338)	98,809
Cost of Sales						
External cost of sales	(65,503)	-	(1,121)	(162)	-	(66,786)
Inter-segment cost of sales	(1,978)	-	(119)	-	2,097	-
Total cost of sales	(67,481)	-	(1,240)	(162)	2,097	(66,786)
Gross profit/(Gross loss)	30,052	39,339	(343)	216	(37,241)	32,023
Other operating income						3,342
Selling and marketing expenses						(2,939)
Administrative expenses						(14,341)
Finance cost						(4,021)
Profit before tax						14,064
Income tax expense						(4,117)
Profit for the year						9,947

SKYWORLD DEVELOPMENT BERHAD

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

A. NOTES TO THE INTERIM FINANCIAL REPORT (CONT'D)**A8. Segmental Reporting (cont'd)****Geographical Segment**

No geographical information is presented as the business of the Group is carried out predominantly in Malaysia.

A9. Material Events Subsequent to the End of Financial Period

There were no material events subsequent to the end of the current financial period under review that have not been reflected in this condensed consolidated interim financial report.

A10. Changes in the Composition of the Group

There were no changes in the composition of the Group during the current financial period under review.

A11. Contingent Liabilities and Contingent Assets

There were no contingent liabilities or contingent assets as at the date of this interim financial report.

A12. Material Capital Commitments

	30.06.2025 RM'000	31.03.2025 RM'000
Approved and contracted for:		
Capital expenditure for new build-to-rent developments	486	652
Acquisition of lands for property development	393,861	287,161
Property, plant and equipment	<u>3,823</u>	<u>3,823</u>

SKYWORLD DEVELOPMENT BERHAD

Registration No: 200601034211 (753970-X)

(Incorporated in Malaysia)

A. NOTES TO THE INTERIM FINANCIAL REPORT (CONT'D)**A13. Significant Related Party Transactions**

	3-MONTHS ENDED (1ST QUARTER) 30.06.2025 RM'000	3-MONTHS ENDED 30.06.2025 RM'000
Related parties:		
Rental of office building	152	152
Rental of office equipment	21	21
Insurance brokerage and related services	<u>68</u>	<u>68</u>

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SKYWORLD DEVELOPMENT BERHAD

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

B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS

B1. Review of Performance

	3-MONTHS ENDED (1 ST QUARTER)		3-MONTHS ENDED	
	30.06.2025	30.06.2024	30.06.2025	30.06.2024
	RM'000	RM'000	RM'000	RM'000
Revenue	74,604	98,809	74,604	98,809
Gross profit	26,947	32,023	26,947	32,023
Profit before tax (“PBT”)	5,614	14,064	5,614	14,064

The Group’s revenue for current quarter and financial period ended 30 June 2025 is mainly attributed from property development segment, which were mainly derived from the progressive revenue recognition from the on-going projects, namely, **Curvo Residences** and **Vesta Residences**.

In the Q1 FY2026, the Group’s revenue was RM74.6 million, a 24.5% decrease from Q1 FY2025. This decline was primarily due to completion of **EdgeWood Residences** and **SkyVogue Residences** in last financial year, which had collectively contributed RM60.8 million revenue in Q1 FY2025. Nevertheless, the impact was mitigated by the increase in revenue from on-going projects, i.e. from Curvo Residences and Vesta Residences.

Consequently, the Group’s gross profit was 15.8% lower than in Q1 FY2025.

The Group’s PBT decreased by RM8.5 million or 60.1% to RM5.6 million as compared to RM14.1 million recorded in Q1 FY2025. The decrease in PBT was mainly due to lower gross profit and recognition of unrealised foreign exchange losses of RM2.3 million in Q1 FY2026.

B2. Comparison with Immediate Preceding Quarter

	3-MONTHS ENDED		VARIANCE	
	CURRENT 30.06.2025	PRECEDING 31.03.2025	RM'000	%
	RM'000	RM'000	RM'000	
Revenue	74,604	114,478	(39,874)	-34.8%
Gross profit	26,947	53,024	(26,077)	-49.2%
Profit before tax	5,614	29,137	(23,523)	-80.7%

The Group’s revenue for the current quarter decreased by RM39.9 million or 34.8% to RM74.6 million as compared to RM114.5 million recorded in the preceding quarter primarily due to there was no revenue recognised from **EdgeWood Residences** and **SkyVogue Residences**, which was completed in preceding quarter.

SKYWORLD DEVELOPMENT BERHAD

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

B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS (CONT'D)

B2. Comparison with Immediate Preceding Quarter (cont'd)

The Group's gross profit for the current quarter decreased by RM26.1 million or 49.2% to RM26.9 million as compared to RM53.0 million recorded in the preceding quarter mainly due to lower progressive revenue recognised. Corresponding to lower gross profit and recognition of unrealised foreign exchange losses of RM2.3 million, the Group's profit before tax decreased by RM23.5 million or 80.7% to RM5.6 million as compared to RM29.1 million recorded in the preceding quarter.

B3. Prospects of the Group

The performance of the Group will be supported by progressive revenue recognised from on-going projects and sales of completed inventories. As of 30 June 2025, the Group's unbilled sales amounted to RM483.1 million.

The Group is poised to launch new projects with an estimated Gross Development Value ("GDV") exceeding RM2.0 billion in FY2026, anchored by upcoming developments at Kuala Lumpur and Penang. The launch of **SkyAman 1** in Cheras, Kuala Lumpur in August 2025, together with the unveiling of affordable projects - **SkyWorld Pearlmont** in Seberang Jaya, Penang, and **SkyAwani PRIMA** in Brickfields, Kuala Lumpur in July 2026 marks a major milestone towards this target, reinforcing the Group's commitment to achieving cumulative project launches totalling RM4.6 billion in GDV by year-end 2026 since its listing. To date, the Group has launched projects with a cumulative GDV of RM1.5 billion.

As of 30 June 2025, the financial position of the Group remains sound and healthy given that our gross gearing of 0.57 times and net gearing of 0.12 times, with cash balance of more than RM300.0 million. This provides greater financing capacity for the Group to support our growth momentum.

Despite challenges and uncertainties in both local and global economic outlook, the Board is cautiously optimistic that the financial and operation performances of the Group remain satisfactory in FY2026.

B4. Profit guarantee or profit forecast

The Group did not issue profit forecast or profit guarantee in any announcement or public document during current quarter and financial period under review.

SKYWORLD DEVELOPMENT BERHAD

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

**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS
(CONT'D)**

B5. Taxation

	3-MONTHS ENDED (1ST QUARTER)		3-MONTHS ENDED	
	30.06.2025	30.06.2024	30.06.2025	30.06.2024
	RM'000	RM'000	RM'000	RM'000
Estimated tax payable:				
- Current financial period	4,420	5,936	4,420	5,936
- Under provision in prior years	94	-	94	-
	<u>4,514</u>	<u>5,936</u>	<u>4,514</u>	<u>5,936</u>
Deferred tax:				
- Current financial period	(1,749)	(1,819)	(1,749)	(1,819)
- Overprovision in prior years	-	-	-	-
	<u>(1,749)</u>	<u>(1,819)</u>	<u>(1,749)</u>	<u>(1,819)</u>
Total tax expense	<u>2,765</u>	<u>4,117</u>	<u>2,765</u>	<u>4,117</u>
Effective tax rate (%)	49	29	49	29
Statutory tax rate (%)	24	24	24	24

The Group's effective tax rate for the current quarter was higher than the statutory tax rate of 24% mainly due to non-deductible expenses which includes non-cash expenses items.

SKYWORLD DEVELOPMENT BERHAD

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

**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS
(CONT'D)****B6. Status of Corporate Proposals**

Save as disclosed below, there were no other corporate proposals announced by the Company but not completed as at the date of this interim financial report.

- a) On 7 September 2023, the wholly-owned subsidiaries of the Group, SkyWorld Development (Vietnam) Company Limited (“SDVCL”), entered into a conditional shares sale and purchase agreement (“SPA”) with Mr. Nguyen Son Hai Long; Ms. Nguyen Thuy Thoai Phuong; and Ms. Nguyen Thuy Diem Phuong (“the Vendors”) and Thuan Thanh Trading Production and Real Estate Trading Joint Stock Company (“Project Company”) for the acquisition of the entire fully paid-up 1,700,000 ordinary shares of VND100,000 each in the share capital of the Project Company for a total cash consideration of VND350,000,000,000 (equivalent to approximately RM67,900,000) only subject to the terms and conditions stated in the SPA (the “Proposed Acquisition”).

The Project Company is the sole and lawful user of a parcel of land located at Ward 16, District 8, Ho Chi Minh City, Vietnam and simultaneously, the Vendors are in the midst of procuring the transfer of land use rights for another 2 adjoining lands owned by several individuals to the Project Company, collectively referred to as the Project Land.

On 30 May 2025, SDVCL had entered into an amendment of the conditional shares sale and purchase agreement (“Amended SPA”) with the Vendors and Project Company to vary and modify the terms in the SPA in relation to the Proposed Acquisition.

The completion of the Proposed Acquisition is pending the fulfilment of the condition precedent of the Amended SPAs.

- b) On 30 August 2024, SDVCL entered into a Memorandum of Understanding (“MoU”) with SkyVenue Land Group Joint Stock Company (“SkyVenue”), SkyBridge Company Limited (“SkyBridge”) and the existing shareholders of SkyVenue namely Mr Hang Vay Chi, Ms Vuong Hoa and TT Investment Company Limited to jointly develop the remainder of the “Guocoland Commercial Complex” project (“Project”) on land lots located at Thuan An City, Binh Duong Province, Vietnam.

SkyBridge, a wholly-owned subsidiary of SkyVenue, has been duly registered to implement the Project and has been granted land use right certificates for the land lots.

SKYWORLD DEVELOPMENT BERHAD

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

**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS
(CONT'D)****B6. Status of Corporate Proposals (cont'd)****b) (cont'd)**

The Project was divided into multiple plots for specific functions and land use purposes, includes 2 plots accommodate the operational apartment buildings with the respective commercial names of Canary Homez and Canary Heights, which have been already completed; 2 plots of undeveloped residential house development (“Plots B and C”); 2 plots of undeveloped mixed-use tower and hotel/serviced apartment complex (“Service Plots”); and other plots for parks and transportation infrastructure.

SDVCL will co-develop the remainder of The Project (i.e. the Plots B and C and the Service Plots) through the acquisition of up to 49% of SkyVenue’s shares from its existing shareholders (“Proposed Transaction”).

The objective of the MoU is to set out the principal terms and conditions for the Proposed Transaction which would serve as a preliminary basis for subsequent discussion and execution of the definitive transaction agreements between the Parties at a later date.

Following the expiry of the MOU on 14 July 2025, there is no agreement from the Parties to extend it, the MOU had lapsed and is deemed terminated with immediate effect (“Termination”). The termination has no financial impact to the Group.

- c) On 9 October 2024, Aspirasi Cekap Sdn. Bhd. (“Developer”), a wholly-owned subsidiary of the Company, entered into a Joint Development Agreement (“JDA”) with PR1MA Corporation Malaysia (“PR1MA”) to undertake the proposed development and construction of quality affordable homes together with all the amenities and infrastructure on a leasehold land measuring approximately 1.97 acres located at Brickfields at Lot 20005 Seksyen 95 (PT28), Daerah Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur (“Development Land”) for a total consideration of RM32.17 million (“JD Consideration”) (collectively referred to as the “Proposed Development”).

The PR1MA is registered owner of the Development Land. The Proposed Development which entails the development of 491 units of apartments, measuring approximately 900 square feet per unit (“the Project”) with total estimated Gross Development Value of RM191.5 million. Pursuant to the JDA, the Developer’s responsibilities include design, develop, construct, complete and handover the Project. The JD Consideration comprises of land cost of RM28.17 million and guaranteed profit of RM4.00 million.

SKYWORLD DEVELOPMENT BERHAD

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

**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS
(CONT'D)****B6. Status of Corporate Proposals (cont'd)****c) (cont'd)**

The commencement of the Project is conditional upon the conditions precedent as specified in the JDA to be fulfilled within a period of fifteen (15) months from the effective date (“Approval Period”) and subject to extension for another three (3) months in the event the conditions precedent are not fulfilled within the Approval Period, subject to a request in writing by the Developer to PR1MA being given for not less than fourteen (14) days prior to the expiry of the Approval Period.

As at date of this interim report, the conditions precedent of the JDA are still pending to be fulfilled.

d) On 11 April 2025, SDVCL entered into a Memorandum of Understanding (“MoU”) with Dong Me Kong Construction Manufacture Trading Service Company Limited (“DMK”) and Phu My Development Investment Joint Stock Company (“PM”) (collectively referred to as the “Depository”) to secure an exclusive negotiation period (“Negotiation Period”) with the Depository prior to the signing of a tri-partite conditional joint development agreement (“CJDA”) for jointly develop the Project Residential Complex No. 13D located at D13, Phong Phu Commune, Binh Chanh District, Ho Chi Minh City, Vietnam (“13D Project”).

PM, a wholly-owned subsidiary of DMK, is the recognised investor for the 13D Project. PM had on 3 September 2014, being granted the land use right certificate No. 474769 issued by the Director of the Department of Natural Resources and Environment of Ho Chi Minh City, Vietnam.

The details of the planning parameters for the 13D Project are as below:-

No.	Parameters	Plot A	Plot B	Plot C	Plot D	Plot E	Total
1	Development	High rise apartment		Low rise linked house, shophouse & villa			
2	Land size (sqm)	37,252	24,199	24,504	23,566	8,369	117,890
3	Construction density (%)	40	40	70	70	70	
4	Land use	Residential land					

The objective of the MoU is to lay the foundation of negotiation terms of the CJDA to be entered in good faith and mutual cooperation to jointly develop the 13D Project.

As at date of this interim report, the parties are still in the midst of negotiating the terms of CJDA.

SKYWORLD DEVELOPMENT BERHAD

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

**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS
(CONT'D)****B6. Status of Corporate Proposals (cont'd)**

- e) On 16 April 2025, Rimba Maju Realiti Sdn. Bhd. , a wholly-owned subsidiary of the Company, entered into a Sale and Purchase Agreement (“SPA”) with M S Tan Corporation Sdn. Bhd. (“Vendor”) for the acquisition of all that piece of freehold land held under Geran Mukim 1697, Lot 1872, Tempat Sungai Teba, Mukim Batu, Daerah Kuala Lumpur, Negeri Wilayah Persekutuan Kuala Lumpur, measuring approximately 3.032 acres (or equivalent to 1.227 hectare) (“Land”) for a total cash consideration of RM110,000,000.00 only (hereinafter referred to as “Proposed Acquisition”). The Vendor is the registered proprietor and beneficial owner of the Land.

The Land, measuring 3.02 acres, is purchased on an “as is where is” basis free from all encumbrances with vacant possession. The Proposed Acquisition is earmarked for the development of not less than 280 units high-end residential development on the land.

The completion of the Proposed Acquisition is pending the fulfilment of the condition precedent of the SPA.

- f) On 8 July 2025, SkyWorld Cassia Development Sdn. Bhd., a wholly owned subsidiary of the Company has entered into a Sale and Purchase Agreement (“SPA”) with The Penang Development Corporation to acquire one parcel of land measuring approximately 25.9 acres (“Parcel 1”) to be alienated from part of all the piece of land measuring in aggregate approximately 161.5 acres located at Mukim 13, Bandar Cassia, Seberang Perai Selatan, Pulau Pinang (“Plot A”) for a total purchase price of RM48,512,772 or RM43 per square foot (hereinafter referred to as “Proposed Acquisition”).

The completion of the Proposed Acquisition is pending the fulfilment of the condition precedent of the SPA.

SKYWORLD DEVELOPMENT BERHAD

Registration No: 200601034211 (753970-X)

(Incorporated in Malaysia)

B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS (CONT'D)**B6. Status of Corporate Proposals (cont'd)**

g) On 8 August 2025, Prefab Master (Penang) Sdn. Bhd., a wholly-owned subsidiary of Prefab Master Sdn. Bhd., which in turn is a 70%-direct owned subsidiary of the Company entered into a Sale and Purchase Agreement (“SPA”) with Mr Tan Tio Cheng @ Tan Chow Cheng (“Vendor”) for the acquisition of four (4) parcels of adjoining freehold lands all held under Mukim 14, Daerah Seberang Perai Tengah, Negeri Pulau Pinang, measuring in aggregate approximately 26.369 acres (or equivalent to 1,148,633.64 square feet) (“Lands”) for a total cash consideration of RM82,701,622.08 only (hereinafter referred to as “Proposed Acquisition”).

The Lands will be used to develop a factory to manufacture prefabricated and prefinished modular systems, supporting the joint development projects in Penang undertaken by the Company in partnership with The Penang Development Corporation and PDC Properties Sdn. Bhd..

The Lands is purchased on an “as is where is” basis with vacant possession, free from all encumbrances but subject to all conditions and restrictions whether expressed or implied contained in the document of title of the Lands and upon the terms and conditions as stipulated in the SPA.

The completion of the Proposed Acquisition is pending the fulfilment of the condition precedent of the SPA.

SKYWORLD DEVELOPMENT BERHAD

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

**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS
(CONT'D)**
B7. Utilisation of Proceeds from the Public Issue

The gross proceeds of approximately RM166.4 million to be raised from the Public Issue is intended to be utilised in the following manner:

Details of utilisation	Proposed utilisation RM'000	Actual utilisation RM'000	Re-allocation RM'000	Balance unutilised RM'000	Estimated timeframe for utilisation upon Listing
Acquisition of land for development	100,000	(61,635)	-	38,365	Within 36 months
Working capital for project development	35,192	(37,011)	1,819	-	Within 24 months
Repayment of bank borrowings	20,000	(20,000)	-	-	Within 12 months
Estimated listing expenses	<u>11,208</u>	<u>(9,389)</u>	<u>(1,819)</u>	<u>-</u>	Immediate
	<u><u>166,400</u></u>	<u><u>(128,035)</u></u>	<u><u>-</u></u>	<u><u>38,365</u></u>	

The utilisation of the proceeds as disclosed above should be read in conjunction with the Prospectus.

The Board has approved for reallocation of unutilised proceeds which were earlier earmarked for listing expenses amounted to RM1.819 million as working capital for project development.

SKYWORLD DEVELOPMENT BERHAD

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

B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS (CONT'D)
B8. Borrowings and Lease Liabilities

The Group's borrowings and lease liabilities as at 30 June 2025 are as follows:

	30.06.2025 RM'000	31.03.2025 RM'000
<u>Current</u>		
<u>Secured and guaranteed:</u>		
Term loans	153,780	174,972
Bridging loans	-	15,412
Bank overdraft	20,000	20,000
Islamic Commercial Paper	50,000	50,000
	<hr/> 223,780	<hr/> 260,384
<u>Unsecured and unguaranteed:</u>		
Lease liabilities	529	246
	<hr/> 529	<hr/> 246
Total short-term borrowings and lease liabilities	224,309	260,630
<u>Non-current</u>		
<u>Secured and guaranteed:</u>		
Term loans	172,355	188,856
Islamic Medium Term Note	100,000	-
	<hr/> 272,355	<hr/> 188,856
<u>Unsecured and unguaranteed:</u>		
Lease liabilities	926	342
	<hr/> 926	<hr/> 342
Total long-term borrowings and lease liabilities	273,281	189,198
Total borrowings and lease liabilities	497,590	449,828

B9. Material Litigation

As at the date of this interim financial report, there was no material litigation or arbitration, and the Directors are not aware of any pending proceedings or any fact likely to give rise to any proceedings, which may materially and adversely affect the financial position or performance of the Group.

SKYWORLD DEVELOPMENT BERHAD

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

**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS
(CONT'D)****B10. Dividends**

There was no dividend declared or recommended for payment by the Board during the current quarter under review.

B11. Earnings Per Share**a) Basic earnings per share**

The basic EPS for the current quarter and financial period under review is computed as follows.

	3-MONTHS ENDED (1ST QUARTER)		3-MONTHS ENDED	
	30.06.2025	30.06.2024	30.06.2025	30.06.2024
Profit attributable to:				
- Owners of the Company (RM'000)	2,851	9,991	2,851	9,991
Weighted average number of ordinary shares in issue ('000)	1,000,000	1,000,000	1,000,000	1,000,000
Basic EPS (sen)	0.29	1.00	0.29	1.00

SKYWORLD DEVELOPMENT BERHAD

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

**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS
(CONT'D)****B11. Earnings Per Share (cont'd)****b) Diluted earnings per share**

The diluted EPS for the current quarter and financial period under review is computed as follows.

	3-MONTHS ENDED (1ST QUARTER)		3-MONTHS ENDED	
	30.06.2025	30.06.2024	30.06.2025	30.06.2024
Profit attributable to: - Owners of the Company (RM'000)	2,851	9,991	2,851	9,991
Weighted average number of ordinary shares in issue ('000)	1,000,000	1,000,000	1,000,000	1,000,000
Effect of conversion of ICPS ('000)	<u>187,500</u>	<u>187,500</u>	<u>187,500</u>	<u>187,500</u>
Diluted number of ordinary shares ('000)	<u>1,187,500</u>	<u>1,187,500</u>	<u>1,187,500</u>	<u>1,187,500</u>
Diluted EPS (sen)	0.24	0.84	0.24	0.84

SKYWORLD DEVELOPMENT BERHAD

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

B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS (CONT'D)**B12. Auditors' Report on Preceding Annual Financial Statements**

There was no qualification on the audited financial statements of the Group for the financial year ended 31 March 2025.

B13. Notes to the Statement of Profit or Loss and Other Comprehensive Income

	3-MONTHS ENDED (1 ST QUARTER) 30.06.2025 RM'000	3-MONTHS ENDED 30.06.2025 RM'000
Depreciation of:		
- property, plant and equipment	1,593	1,593
- right-of-use assets	161	161
- intangible assets	132	132
Interest expense	4,590	4,590
Interest income	(1,142)	(1,142)
Gain on fair value adjustment on short-term funds	(1,292)	(1,292)
Unrealised loss on foreign exchange	2,321	2,321
Reversal of allowance for doubtful debt for:		
- Refundable deposit	(100)	(100)
- Trade receivables	(1)	(1)

Save as disclosed above, the other required disclosure items pursuant to Note 16 of Appendix 9B of the Listing Requirements are not applicable.

B14. Authorisation for Issue

The interim financial report for the financial period ended 30 June 2025 was authorised for issuance by the Board of Directors on 23 August 2025.