



Property

KERJAYA
PROSPEK
PROPERTY
BERHAD

199401001358 (287036-X)

ANNUAL REPORT 2024

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Datin Toh Siew Chuon	<i>(Executive Chairperson)</i>
Dato' Tee Eng Seng	<i>(Executive Director)</i>
Kuan Ying Tung	<i>(Independent Non-Executive Director)</i>
Ir. Low Wuu Shin	<i>(Independent Non-Executive Director)</i>
Tee Sun Ee	<i>(Independent Non-Executive Director)</i>

CORPORATE OFFICE / PRINCIPAL PLACE OF BUSINESS

C-30-01 & C-31-01
Menara Vista Petaling
137, Jalan Puchong
58200 Kuala Lumpur
Wilayah Persekutuan Kuala Lumpur
Malaysia
Tel No. : (+603) 8682 8238
Email : ir@kpproperty.com.my
Website: www.kpproperty.com.my

AUDIT AND RISK MANAGEMENT COMMITTEE

Kuan Ying Tung - *Chairman*
(Independent Non-Executive Director)

Ir. Low Wuu Shin
(Independent Non-Executive Director)

Tee Sun Ee
(Independent Non-Executive Director)

NOMINATION COMMITTEE

Kuan Ying Tung - *Chairman*
(Independent Non-Executive Director)

Ir. Low Wuu Shin
(Independent Non-Executive Director)

Tee Sun Ee
(Independent Non-Executive Director)

REMUNERATION COMMITTEE

Kuan Ying Tung - *Chairman*
(Independent Non-Executive Director)

Ir. Low Wuu Shin
(Independent Non-Executive Director)

Tee Sun Ee
(Independent Non-Executive Director)

COMPANY SECRETARIES

Seow Fei San
(MAICSA 7009732)
(SSM Practising Certificate No. 201908002299)

Mok Mee Kee
(MAICSA 7029343)
(SSM Practising Certificate No. 201908002288)

REGISTERED OFFICE

802, 8th Floor, Block C, Kelana Square
17, Jalan SS 7/26, 47301 Petaling Jaya
Selangor Darul Ehsan
Malaysia
Tel No. : (+603) 7803 1126
Fax No. : (+603) 7806 1387
Email : eadvisory@epsilonas.com

SHARE REGISTRAR

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
Wilayah Persekutuan Kuala Lumpur
Malaysia
Tel No. : (+603) 2783 9299
Fax No. : (+603) 2783 9222
Email : is.enquiry@my.tricorglobal.com

AUDITORS

KPMG PLT (LLP0010081-LCA & AF 0758)
Chartered Accountants
Level 10, KPMG Tower
8, First Avenue, Bandar Utama
47800 Petaling Jaya
Selangor Darul Ehsan
Malaysia
Tel No. : (+603) 7721 3388
Fax No. : (+603) 7721 3399

PRINCIPAL BANKERS

AmBank Islamic Berhad
AmBank (M) Berhad
Hong Leong Islamic Bank Berhad
HSBC Bank Malaysia Berhad
Malayan Banking Berhad
RHB Bank Berhad

STOCK EXCHANGE LISTING

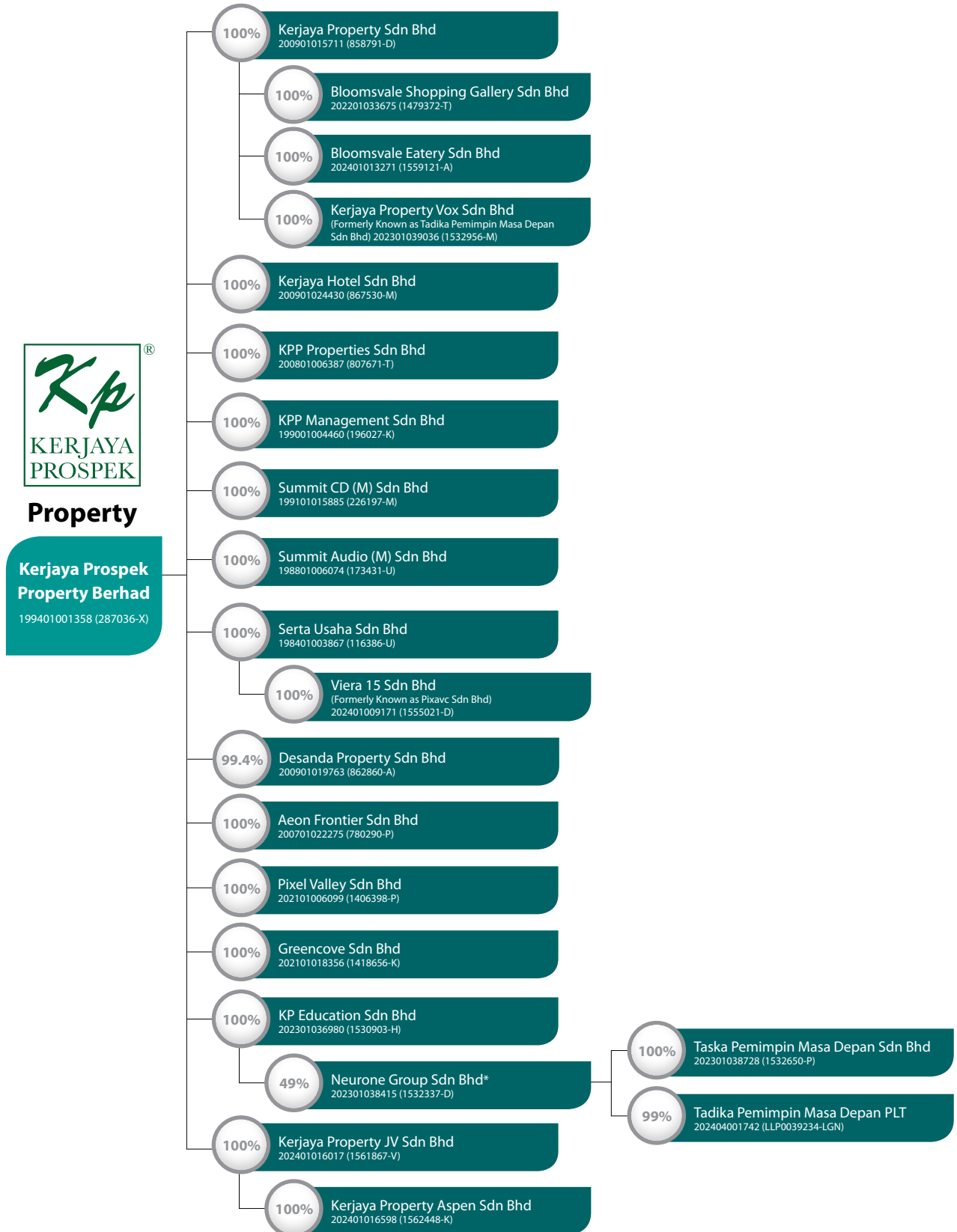
Main Market of Bursa Malaysia
Securities Berhad
Stock Name : KPPROP
Stock Code : 7077

LEGAL STATUS

*Public listed company limited by shares
Domiciled and incorporated in Malaysia*

CORPORATE STRUCTURE

AS AT 30 JUNE 2024



* Investment in a joint venture.

PROFILE OF DIRECTORS

DATIN TOH SIEW CHUON
Executive Chairperson



DATIN TOH SIEW CHUON, a Malaysian, aged 58, female, is the Executive Chairperson of the Company and was appointed to the Board on 19 June 2018.

Datin Toh is a fellow member of the Malaysian Institute of Chartered Secretaries and Administrators and a member of the Association of Chartered Certified Accountants. She started her career and practiced in an audit firm focusing on auditing and taxation. She subsequently left auditing and taxation line to run her own construction business with his spouse, Datuk Tee Eng Ho in 1995. She has accumulated more than 28 years of experience in construction industry.

Datin Toh also sits on the Board of Kerjaya Prospek Group Berhad as an Executive Director.

Datin Toh is a major shareholder of the Company, sister-in-law of Dato' Tee Eng Seng, a director and major shareholder of the Company and spouse of Datuk Tee Eng Ho, a director of major subsidiaries of the Company and major shareholder of the Company.

DATO' TEE ENG SENG
Executive Director



DATO' TEE ENG SENG, a Malaysian, aged 55, male, is the Executive Director of the Company and was appointed to the Board on 19 June 2018.

Dato' Tee started on his career working in construction related companies and has more than 25 years of experience in Civil and Building Construction. He has undertaken various remarkable residential and mix developments projects in Malaysia and overseas countries.

Dato' Tee also sits on the Board of Kerjaya Prospek Group Berhad and Eastern & Oriental Berhad as an Executive Director.

Dato' Tee is a major shareholder of the Company, brother-in-law of Datin Toh Siew Chuon, a director and major shareholder of the Company and brother of Datuk Tee Eng Ho, a director of major subsidiaries of the Company and major shareholder of the Company.

PROFILE OF DIRECTORS (CONT'D)

KUAN YING TUNG

Independent Non-Executive Director



KUAN YING TUNG, a Malaysian, aged 42, male, was appointed to the Board on 5 November 2018 as Independent Non-Executive Director. He is also the Chairman of the Audit and Risk Management Committee, Nomination Committee and Remuneration Committee.

Mr. Kuan brings with him a wealth of experience in the audit practice, accounting and financial management since 2005 in professional services firms. He was also involved in different assignments such as Initial Public Offerings (IPO), due diligence, bonds issuance, mergers and acquisitions.

He is a member of Malaysian Institute of Accountants and Certified Practising Accountants Australia. He holds a degree in Accounting, Banking and Finance from Monash University Malaysia. He is currently the Audit Partner of a public accounting firm.

IR. LOW WUU SHIN

Independent Non-Executive Director



IR. LOW WUU SHIN, a Malaysian, aged 49, male, is an Independent Non-Executive Director of the Company and was appointed to the Board on 5 November 2018. He is also a member of the Audit and Risk Management Committee, Nomination Committee and Remuneration Committee.

Ir. Low has over 20 years of experience in Civil, Structure and Geotechnical Consulting industry.

He is a member of the Institution of Engineering, Malaysia. He holds a degree in Civil Engineering from University Technology Malaysia and Master of Philosophy in Civil Engineering from the University of Nottingham.

He is currently holding the position of a Director in private companies involved in consultancy in Civil, Structure and Geotechnical and property development.

PROFILE OF DIRECTORS (CONT'D)

TEE SUN EE

Independent Non-Executive Director



TEE SUN EE, a Malaysian, aged 73, male, is an Independent Non-Executive Director of the Company and was appointed to the Board on 22 November 2018. He is also a member of the Audit and Risk Management Committee, Nomination Committee and Remuneration Committee.

Mr. Tee started his career as a teacher in vocational school. He has more than 30 years of experience in printing industry.

He is currently holding the post of a Director in private companies involved in printing and hotel businesses.

ADDITIONAL INFORMATION ON THE PROFILE OF DIRECTORS:-

Save as disclosed in the Profile of Directors,

Family Relationship with Directors and/or Major Shareholders

- None of the other Directors have any family relationships with any director and/or major shareholder of the Company;

Conflict of Interests or Potential Conflict of Interests

- Save for the recurrent related party transactions disclosed on page 76 of this Annual Report, none of the Directors has any conflict of interests or potential conflict of interests with the Group;

Conviction for Offences

- None of the directors have any conviction for offences other than traffic offences within the past 5 years and none of them has any public sanction or penalty imposed by the relevant regulatory bodies during the financial year;

Attendance of Board Meetings

- The attendance of the Directors at Board Meetings held during the financial year ended 31 March 2024 is disclosed in page 53 of the Corporate Governance Overview Statement contained in this Annual Report; and

Directors' Shareholding

- Details of the Directors' interests are disclosed in the Analysis of Shareholdings contained in this Annual Report.

PROFILE OF KEY SENIOR MANAGEMENT

DATIN TOH SIEW CHUON
Executive Chairperson

Please refer to Datin Toh Siew Chuon's profile on page 4.

DATO' TEE ENG SENG
Executive Director

Please refer to Dato'Tee Eng Seng's profile on page 4.

JOANNE LEE SOR PHAIK
Chief Executive Officer ("CEO")



JOANNE LEE SOR PHAIK, a Malaysian, aged 55, female, was appointed Chief Executive Officer of the Company on 13 July 2023.

Ms. Joanne Lee brings with her over 30 years of professional experience across various industries from property development, construction, manufacturing, food & beverage, hospitality, retail, gaming & leisure, and healthcare & agriculture.

Graduated from the National University of Malaysia, specialising in the Bachelor of Business Administration, Ms. Joanne Lee served in multinational and public listed companies such as Fujitsu, Lion Group, and Lafarge Roofing. Backed by strong business acumen, she solidified her expertise in the marketing and sales, business development, procurement, purchasing, and trading. Her career spanned across various industries such as Deputy Chief Executive Officer of Tropicana Corporation Berhad, Head of Procurement for IGB Berhad, General Manager of Nam Fatt Marketing Sdn Bhd as well as Chief Operations Officer of Food & Beverage division at TT Resources Bhd. She has successfully set up, established, and centralised all group sourcing as well as procurement activities which have led to significant cost savings and quality delivery.

Prior to joining Kerjaya Prospek Property Berhad as CEO, Ms. Joanne Lee played an integral role in the growth and expansion of Tropicana Corporation Berhad since 2010. With the support of Tropicana management team, she led the Marketing & Sales division and Business Development division by strategically leading all sales, marketing, and business development activities locally and internationally. Her leadership qualities, agility, and foresight contributed to customer care & engagement exercise and brand enhancement & marketing campaigns.

After joining as CEO of Kerjaya Prospek Property Berhad, Ms. Joanne Lee together with the management team has helmed the growth and evolution of the Group, providing robust transformation strategy to drive more value and returns.

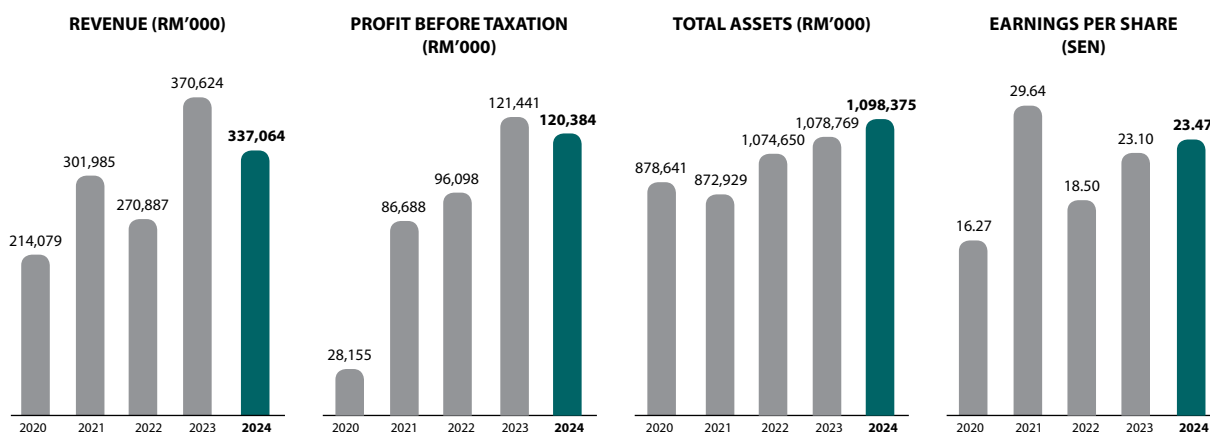
Ms. Joanne Lee does not have any interest in the securities of the Company or its subsidiaries. She does not hold any directorship in any public company and listed issuer. She does not have any family relationship with any Directors and/or major shareholders of the Company, nor any conflict of interest with the Company. She does not have any conviction for offences other than traffic offences within the past 5 years and none of them has any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.



GROUP FINANCIAL HIGHLIGHTS

FINANCIAL YEAR ENDED 31 MARCH	2020	2021	2022	2023	2024
FINANCIAL PERFORMANCE (in RM'000)					
Revenue	214,079	301,985	270,887	370,624	337,064
Profit Before Taxation	28,155	86,688	96,098	121,441	120,384
Profit For The Year	21,241	63,105	73,322	91,516	93,167
Profit Attributable to Owners of the Company	21,238	63,091	73,285	91,512	93,148
FINANCIAL POSITION (in RM'000)					
Total Assets	878,641	872,929	1,074,650	1,078,769	1,098,375
Total Liabilities	560,797	386,938	516,190	443,796	389,984
Net Current Assets	157,973	258,599	293,460	257,429	230,678
Net Assets	317,844	485,991	558,460	634,973	708,391
Cash and Cash Equivalents	78,756	67,362	126,383	158,012	90,704
Total Borrowings	287,311	135,125	239,832	196,336	217,954
Equity Attributable to Owners of the Company	317,594	485,727	558,159	634,668	708,164
Issued Share Capital	132,835	260,557	282,165	282,165	337,323
No. of ordinary shares ('000)	200,142	350,142	400,142*	400,142*	540,142*
KEY FIGURES					
Earnings Per Share (sen)	16.27	29.64	18.50	23.10	23.47
Dividend Per Share (sen)	–	–	–	3.00	3.00
Net Assets Per Share (RM)	1.59	1.39	1.41	1.66	1.40
Net Debt to Equity Ratio	0.66	0.14	0.20	0.06	0.18

* included treasury shares





BLOOMSVALE

SHOPPING GALLERY



Chairperson's Statement



Reflecting on the financial year ended 2024 ("FYE 2024"), I am pleased to report that our Group has demonstrated remarkable resilience and strategic acumen. Despite a modest 9.1% decrease in revenue to RM337.1 million from RM370.6 million in FYE 2023, we achieved a 1.8% growth in net profit, reaching RM93.2 million, in comparison to previous year's RM91.5 million. Our ability to enhance profitability amidst revenue pressures is a testament to our robust cost optimization initiatives and strategic foresight. Given the Group's steady earnings growth, it was only appropriate to reward the shareholders who have been with us throughout our growth journey. Thus for FYE 2024, a total dividend of 3.0 sen per share was declared for the year, totalling RM13.8 million.

We are also thrilled to announce the successful completion of the Bloomsvale mixed commercial development at Old Klang Road this year, where the take-up rate for the service apartments has already hit 99%. At the time of writing this Annual Report, the Group has relocated its office to the Bloomsvale Office Suites. Additionally, the Bloomsvale Shopping Gallery and the 4-star Courtyard by Marriott KL South hotel had opened their doors in June this year. These are expected to significantly boost the Group's recurring income and overall financial results, marking an exciting new chapter in its growth story.

In the continuous quest to capitalise on growth opportunities, we recently entered into a strategic joint venture agreement with Aspen Vision City Sdn Bhd, to develop a mixed development project in Batu Kawan, Penang. This partnership not only strengthens our core property development business but also enhances our future project development pipeline and earnings visibility.

Our focus remains on sustainable growth, leveraging our strengths and pursuing new opportunities in the property and hospitality sectors. While we approach the coming financial years with cautious optimism on achieving a positive performance, we are mindful of potential challenges in the market. Nevertheless, I am confident in our Group's resilience and our ability to navigate any headwinds we may encounter.

Looking ahead, our sizeable land bank of 61 acres and a robust RM3.5 billion in remaining gross development value for ongoing and upcoming developments position the Group for future growth potential. We are further solidifying our confidence with the intent to launch two exciting new projects in Sentul and Shah Alam, with an estimated combined gross development value of RM395 million by this year.

In closing, I would like to express my sincere appreciation and gratitude to our Board of Directors, stakeholders, shareholders, management team and our dedicated employees. Your unwavering support and commitment have been instrumental in achieving our success. I am confident that together, we will continue to drive our Group to even greater heights of accomplishment and value creation.

Datin Toh Siew Chuon
Executive Chairperson
26 July 2024



Property

On behalf of the Board, I extend our deepest thanks to our clients, business partners and shareholders for their steadfast support. The Group has not just endured but thrived amidst unprecedented challenges. Our growth trajectory remained positive despite facing challenges with labour shortages, rising costs and economic uncertainties. This success reflects our team's resilience, our partners' trust, and our shared commitment to excellence. As we look ahead, we are poised for even greater achievements, building on the strong foundation we have established together.



SKY DECK
BLOOMSVALE



MANAGEMENT DISCUSSION & ANALYSIS

OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS

Kerjaya Prospek Property Berhad ("KPPROP" or the "Group") continues to solidify its position as a dynamic leader in Malaysia's property development and hospitality sectors. Our commitment to innovation, quality, and sustainability drives us forward as we build a legacy of excellence and trust.

At KPPROP, our vision is to be the leading name in property development, known for delivering superior products and services. We are dedicated to exceeding customer expectations, nurturing a thriving workforce, and contributing positively to our shareholders and the community.

Our Core Values

Sustainable Profitability:

We are dedicated to achieving sustainable profitability through the integration of eco-friendly practices. Our commitment to environmental stewardship ensures that our growth aligns with sustainability and social responsibility principles.

Building a Resilient Workforce:

Our employees are our greatest asset. We invest in their development, encourage their aspirations, and foster a culture of resilience and adaptability, enabling us to confidently navigate the evolving market landscape.

Conserving Our Environment:

We incorporate sustainable practices into our projects, focusing on eco-friendly construction methods and materials. We prioritise energy efficiency, waste reduction, and green spaces to minimise our environmental footprint, promoting a healthier environment for current and future generations.

Property Development

Our property development portfolio reflects our strategic vision and dedication to excellence. With projects across key regions such as Klang Valley, Penang, Johor, and Melaka, we are committed to creating exceptional living and working spaces.

We take pride in our diverse property development portfolio, each project a testament to our commitment to quality and innovation in creating exceptional living spaces.

Current Highlights

Bloomsvale at Old Klang Road, Kuala Lumpur: Our flagship development features a Gross Development Value (GDV) of approximately RM1.3 billion. This mixed-use project includes serviced-residence towers, a shopping gallery, office spaces, and a luxurious hotel, all designed to complement one another.



MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

Hospitality and Retail Excellence

At KPPROP, we offer a dynamic blend of premier shopping, exquisite dining, and exceptional hospitality experiences. Our diverse portfolio caters to the varied needs of our valued guests and customers, reflecting our dedication to excellence and innovation.



REVIEW OF FINANCIAL RESULTS AND FINANCIAL CONDITION

Our Financial Performance	Audited FYE 2024 RM'000	Audited FYE 2023 RM'000	Variance	
			RM'000	%
Revenue	337,064	370,624	(33,560)	(9.1)
Gross profit ("GP")	147,279	138,416	8,863	6.4
Operating expenses	26,415	18,203	8,212	45.1
Finance income	2,886	4,824	(1,938)	(40.2)
Finance costs	832	1,416	(584)	(41.2)
Profit before tax ("PBT")	120,384	121,441	(1,057)	(0.9)
Profit after tax ("PAT")	93,167	91,516	1,651	1.8
GP margin (%)	43.7%	37.3%	640 bp	17.2
PBT margin (%)	35.7%	32.8%	290 bp	8.8
PAT margin (%)	27.6%	24.7%	290 bp	11.7

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

Revenue

Revenue by segment	Audited FYE 2024 RM'000	Audited FYE 2023 RM'000	Variance	
			RM'000	%
Property development	286,819	323,069	(36,250)	(11.2)
Hospitality, food and beverage and recreation	45,028	42,745	2,283	5.3
Others	5,217	4,810	407	8.5
	337,064	370,624	(33,560)	(9.1)

Our Group's revenue decreased from RM370.6 million in FYE 2023 to RM337.1 million in FYE 2024, representing a year-on-year ("YoY") decrease of RM33.6 million or 9.1%. The Property Development segment continued to be the major contributor to the Group's revenue. The decline was primarily due to the lower revenue from the completed project, *Straits Residences* at Seri Tanjung Pinang, Penang, which has already reached a take-up rate of 99% in FYE 2023.

Meanwhile, the Hospitality segment reported an increase in revenue of RM2.3 million, rising from RM42.7 million in FYE 2023 to RM45.0 million in FYE 2024. This growth was mainly driven by increased number of hosted events and banquets in Swiss-Garden Hotel Melaka.

Additionally, revenue from Others segment, related to distribution of electricity and leasing of properties, also showed an increase of RM0.4 million or 8.5%, rising from RM4.8 million in FYE 2023 to RM5.2 million in FYE2024, primarily attributable to the growth in business volume.

Gross profit

In FYE 2024, the Group recorded a GP of RM147.3 million, marking a notable increase from the RM138.4 million in FYE 2023, representing a YoY growth of RM8.9 million or 6.4%. The GP margin for FYE 2024 increased by 640 basis points ("bp") as compared to FYE 2023, reflecting our commitment to cost discipline and operational excellence.

Profit before tax

Our PBT decreased by RM1.0 million or 0.9%, reaching RM120.4 million in FYE 2024, compared to RM121.4 million in FYE 2023. This decrease is mainly attributed to the rise in operating expenses.

During the financial year, operating expenses increased by 45.1% to RM26.4 million, compared to RM18.2 million in the previous financial year. We paid approximately RM4.8 million to the state government to obtain the release of unsold Bumiputera units for sale to non-Bumiputera buyers. This rise was also driven by higher staff costs, reflecting the Group's continued focus on talent building and development to support our businesses growth. Additionally, we required extra manpower to effectively bolster and sustain our expanding operations.

Furthermore, total finance income experienced a decrease of RM1.9 million, reaching RM2.9 million. This decline was mainly attributable to the reduction in cash from operating activities, leading to a decrease in cash and cash equivalents of RM67.3 million (from RM158.0 million as of 31 March 2023 to RM90.7 million as of 31 March 2024).

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

Our Financial Position	Audited As at 31 March 2024 RM'000	Audited As at 31 March 2023 RM'000	Variance	
			RM'000	%
Non-current assets	717,171	609,539	107,632	17.7
Current assets	381,204	469,230	(88,026)	(18.8)
Non-current liabilities	239,458	231,995	7,463	3.2
Current liabilities	150,526	211,801	(61,275)	(28.9)
Equity attributable to owners of the Company	708,164	634,668	73,496	11.6

Assets

Non-current assets primarily consist of property, plant, and equipment, as well as land held for property development. These non-current assets increased from RM609.5 million as of 31 March 2023 to RM717.2 million as of 31 March 2024. This growth can be largely attributed to additions of property, plant, and equipment totaling RM93.9 million, mainly consisting of assets under construction, which includes offices, a shopping mall, and a hotel.

Current assets mainly comprise inventories, cash and cash equivalents, trade and other receivables, and contract assets. Current assets decreased from RM469.2 million as of 31 March 2023 to RM381.2 million as of 31 March 2024, primarily influenced by:

- A decrease in cash and cash equivalents totaling RM67.3 million, mainly due to the decline in cash flow generated from operating activities from RM180.7 million to RM39.3 million, and additions of property, plant and equipment of RM90.8 million.
- A decrease in inventories amounting to RM40.4 million, thanks to the encouraging sales in *Bloomsvale* and *G Residence*.

Liabilities

Non-current liabilities consist of loans and borrowings, deferred tax liabilities, trade payables, and Redeemable Convertible Preference Shares ("RCPS"). These liabilities increased by RM7.5 million or 3.2% YoY to RM239.5 million as of 31 March 2024 (2023: RM232.0 million). The main reasons for this increase were:

- An increase in loans and borrowings of RM9.8 million due to drawdown of term loans.
- Partially offset by a decrease in RCPS of RM6.2 million due to the payment of RCPS dividends.

Current liabilities mainly include trade and other payables, short-term loans and borrowings, current tax liabilities and RCPS. These liabilities decreased by RM61.3 million or approximately 28.9% YoY to RM150.5 million as of 31 March 2024 (2023: RM211.8 million). The primary drivers for this decrease were:

- A decrease in contract liabilities by RM81.2 million, as the *Bloomsvale* project is nearing to completion, giving rise to unbilled revenue which had been recognised progressively during the financial year based on the stage of completion.
- Partially offset by an increase in loans and borrowings of RM11.8 million due to drawdown of term loans and revolving credit.

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

Liquidity, capital resources and gearing

As of 31 March 2024, cash and cash equivalents decreased by RM67.3 million, or 42.6%, reaching RM90.7 million compared to RM158.0 million as of 31st March 2023.

The Group experienced a net cash inflow of RM39.3 million from operating activities in FYE 2024, compared to RM180.7 million in FYE 2023. The decrease is attributed mainly to the lower cash inflows from property development segment compared to the last financial year.

Conversely, net cash used in investing activities increased from RM81.7 million in FYE 2023 to RM97.4 million in FYE 2024. This increase is primarily due to additions of property, plant, and equipment, mainly consisting of assets under construction, including offices, a shopping mall, and a hotel.

In FYE 2024, net cash used in financing activities was reported at RM9.3 million, a significant decrease compared to RM67.4 million in FYE 2023. The net cash outflow in FYE 2023 was primarily due to the repayment of term loans and revolving credit amounting to RM43.5 million. In contrast, FYE 2024 saw a drawdown of term loans and revolving credit totaling RM21.6 million, with RM21.4 million used for the payment of ordinary and RCPS dividends, and RM9.5 million allocated for the repurchase of treasury shares.

Based on the above analysis, our gearing ratio increased from 0.06 times as of 31 March 2023 to 0.18 times as of 31 March 2024, attributed to the increase in net debt (Total borrowings less cash and cash equivalents) of the Group. Our business operations are financed by a combination of internal and external sources of funds. Internal sources of funds primarily consist of shareholders' equity and cash generated from our operations, while the external source of funds comprises bank borrowings and credit terms granted by our suppliers.

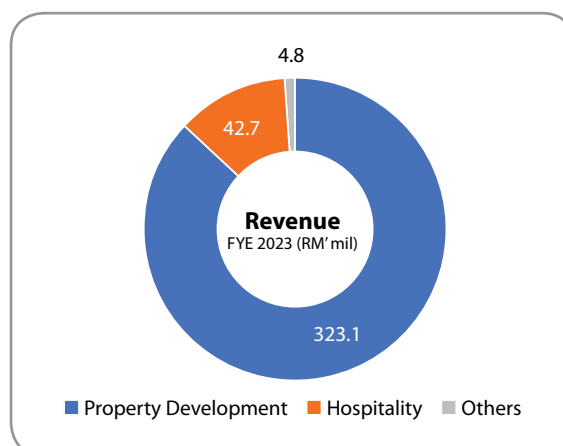
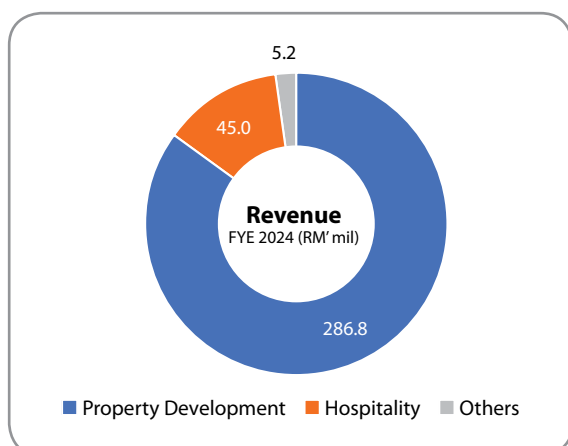
Management believes that considering our cash and cash equivalents and the expected funds from our business operations, we will have adequate working capital to meet our present and foreseeable day-to-day business operation requirements. The Group remains prudent in maintaining a sound financial position that enables the execution of our strategic objectives in creating value over the coming years.

With regards to any other known trends and events that may have a material effect on our operations, performance, financial condition, and liquidity, there are none that we are aware of as of now.

As of 31 March 2024, there are no outstanding capital commitments.

REVIEW OF OPERATING ACTIVITIES

In FYE 2024, revenue from the property development segment was RM286.8 million, which constituted 85.1% of the total revenue (2023: RM323.1 million and 87.2%) while revenue from hospitality segment was RM45.0 million, which constituted 13.4% (2023: RM42.7 million and 11.5%) of the total revenue.



MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

Property Development Segment

Revenue	Audited FYE 2024 RM'000	Audited FYE 2023 RM'000	Variance	
			RM'000	%
Property development				
- property under development	260,663	209,301	51,362	24.5
- sale of completed properties	26,156	113,768	(87,612)	(77.0)
	286,819	323,069	(36,250)	(11.2)

The property development segment generated revenue of RM286.8 million, compared to RM323.1 million in the preceding financial year, representing a YoY decrease of RM36.3 million or 11.2%. The decrease in revenue was mainly due to lower sales of completed properties, particularly Straits Residences at Seri Tanjung Pinang, Penang.

Breakdown of revenue from Property Development segment:

Projects	Status	Type of Development	Revenue FYE 2024 (RM'mil)	Revenue FYE 2023 (RM'mil)
Bloomsvale	On-going	Mixed development	260.7	209.3
Straits Residences	Completed	Serviced apartments	12.5	109.8
G Residence	Completed	Serviced apartments	10.6	1.8
The Shore	Completed	Mixed development	1.9	2.2
Residency V	Completed	Serviced apartments	1.1	-
			286.8	323.1

Despite the softer property demand in Malaysia, we are delighted to report that both our *Bloomsvale* (residential) and *Straits Residences* continue to achieve remarkable take-up rates of 99% (FYE 2023: 96%) and 99% (FYE 2023: 99%) respectively. These outstanding figures reflect the unwavering customer confidence in our brand.

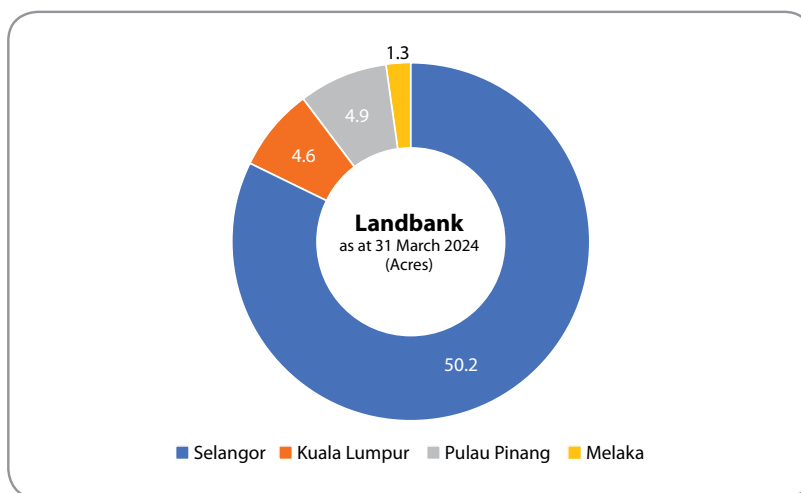
The Group is acutely aware of the significance of replenishing its landbank to ensure a sustainable project pipeline for the future growth of the Group. The Management consistently conducts in-depth feasibility studies and thorough deliberations before making any decisions regarding the acquisition of potential new lands.

In the preceding financial years, the Group substantially expanded its property development segment by undertaking several strategic land acquisitions. These acquisitions have positioned the Group strongly, enabling us to unlock the full potential of our strategic landbank and deliver sustainable earnings well into the future.

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

Financial Year of Acquisition	Location	State	Tenure	Land Size (acres)	Purchase Consideration (RM'mil)	Estimated GDV (RM'mil)
2022	Jalan Puchong	Wilayah Persekutuan	Freehold	2.3	25.2	200
2022	Sentul	Wilayah Persekutuan	Freehold	2.3	30.1	220
2022	Seksyen 13, Petaling Jaya	Selangor	Leasehold	5.1	81.5	650
2022	Damansara Damai	Selangor	Leasehold	6.5	42.0	430
2023	Bandar Cassia, Batu Kawan	Pulau Pinang	Freehold	4.9	27.6	630

As of 31st March 2024, our total landbank size stands at 61 acres.



Hospitality Segment

The hospitality business segment showcased growth in FYE 2024, achieving a revenue of RM45.0 million—an increase of RM2.3 million or 5.3% compared to the RM42.7 million recorded in FYE 2023. This boost in revenue reflects the positive momentum achieved by the Group's hospitality segment, with a primary focus on Swiss-Garden Hotel and The Shore Hotel & Residences, both strategically located in the heart of Melaka.

The promising upward trajectory in both revenue and business volume for our hospitality segment lays a strong foundation for continued growth and prosperity in the years to come. We are steadfast in our commitment to providing exceptional guest experiences and delivering value to our stakeholders, solidifying our position as a leading player in the hospitality industry of Melaka.

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

Hotels	No. of rooms	Average Occupancy Rate FYE 2024 (%)	Average Occupancy Rate FYE 2023 (%)	Variance (%)
<i>Swiss-Garden Hotel Melaka</i>	306	70	69	1
<i>The Shore Hotel & Residences</i>	450	35	36	(1)
<i>Mio Boutique Hotel</i>	83	40	31	9

ANTICIPATED OR KNOWN RISKS

Below, we highlight the key anticipated or known risks to which our Group is exposed, which could have a significant impact on our operations, performance, financial condition, and liquidity. Furthermore, we disclose our plans and strategies to mitigate these risks:

(i) Business risks

Our Group's primary involvement lies in property development and the hospitality business. Consequently, we are susceptible to inherent risks within these industries. Such risks encompass, among others, disease outbreaks affecting local and global markets, escalating labour and raw material costs, availability of skilled personnel, changes in laws and regulations applicable to our business, and fluctuations in business and credit conditions. Any material changes to these factors could have a substantial adverse effect on our Group's business operations.

Nevertheless, our Group has been implementing effective measures to mitigate the aforementioned risks. We prioritise prudent financial management and efficient operating procedures while staying abreast of economic and regulatory changes relevant to our business.

(ii) Operational risks

Inherent in day-to-day operations, operational risks are unavoidable in pursuit of the Group's strategic goals. Therefore, effective risk management and internal control systems, along with competent human resources, are vital in managing these risks effectively. The Group recognizes these needs and continually seeks to implement enhancements and improvements to maintain resilience.

We have established standard operating policies and procedures that are regularly reviewed and updated to adapt to changing risks or address operational deficiencies. Instances of non-compliance with these policies and procedures are reported by the Group Internal Audit. Senior management holds regular meetings to discuss and resolve operational issues.

(iii) Financial risk

The Group acknowledges the potential risks related to cash flow liquidity, fluctuations in interest rates, and credit risk exposure to external counterparties.

To manage these respective financial risks, the Group has put in place financial risk management policies, as disclosed in Note 26 of the Financial Statements, from pages 129 to 141.

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

(iv) Competition risks

Our Group's revenue and profitability are subject to uncertainties arising from global and local economic conditions. Additionally, we face competition from existing and new competitors capable of offering similar services and products. While we continuously strive to maintain our competitiveness, changes in the competitive environment may significantly impact our business and financial performance.

Nonetheless, we remain committed to sustaining our competitive edge by ensuring the quality of our services and products through stringent quality assurance procedures. Furthermore, we place great importance on improving our products through investments in market research and product development activities.

FORWARD-LOOKING STATEMENT

Property Development

The Company remains committed to expanding its property portfolio in Malaysia, with a focus on introducing new and innovative residential, commercial, and mixed-use projects. These developments will be designed with an emphasis on sustainable practices, modern amenities, and catering to the evolving needs of our customers.

We are optimistic about achieving continued growth and expanding our presence in key cities and regions across Malaysia, building upon our solid track record in the real estate industry. The success of our future projects will depend on various factors, including market conditions, customer demand, and regulatory considerations.

In alignment with our commitment to customer satisfaction, the Company will continuously monitor market trends and consumer preferences. This approach will enable us to adapt our projects to meet the changing demands of the real estate market, ensuring that we remain a preferred choice among buyers and investors.

While we aim to maintain a robust financial position through prudent financial management and effective cost control, it is important to acknowledge that economic uncertainties, interest rates, and currency fluctuations may impact our financial performance.

As a responsible corporate citizen, the Company recognises the importance of complying with all relevant laws, regulations, and policies governing the real estate industry in Malaysia. Any changes in the regulatory environment may affect project timelines and costs, and we are committed to upholding the highest standards of legal and ethical conduct.

We also acknowledge the existence of external factors that are beyond our control, such as natural disasters, geopolitical events, or economic downturns, which may influence the property market and, in turn, impact our project schedules, sales, and financial performance.

We will maintain a close monitoring of our key performance indicators while upholding stringent cost efficiency measures and making digital improvements. Additionally, we will carefully rationalise our launches. Our objective is to capitalise on market needs and trends by offering quality homes complemented with attractive pricing, innovative ownership packages, and top-notch facilities.

The Group is continuously aware of and actively manages the timeline of new launches. We are also mindful of handling unsold inventories of ongoing projects and completed units. We are planning to launch new residential properties with an approximate Gross Development Value (GDV) totaling RM395 million. Out of this amount, RM220 million will be from the project located in Sentul, and the balance of RM175 million will be from the project situated in Shah Alam.

On 9 May 2024, we entered into a joint venture agreement with Aspen Vision City Sdn. Bhd. to jointly develop a piece of freehold land in Batu Kawan, Penang. This joint venture will further strengthen our core business in property development by adding to the Group's future project pipeline, thereby enhancing earnings visibility.

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

The Group will actively seek strategic landbank opportunities to sustain our long-term growth. We will focus on acquiring new landbanks, especially those strategically located in the Klang Valley, to create stronger pipelines and bolster future revenue streams. Our goal is to unlock our landbank at the right location and at the right price point. As of 31 March 2024, the Group currently holds a landbank of approximately 61 acres for future developments and upcoming launches.

Hospitality

We are optimistic about the continuous recovery of Malaysia's hotel market. We expect domestic tourism to stabilize and thrive, complemented by the gradual return of international travelers. The resurgence of the MICE (Meetings, Incentives, Conferences, and Exhibitions) sector will cater to both government and corporate events, driven by the post-pandemic demand.

Efforts by the Tourism Ministry to promote Malaysia as a prime holiday destination are likely to boost visitor arrivals. Malaysia's captivating landscapes, cultural heritage, and warm hospitality are poised to attract more tourists seeking memorable experiences.

We are thrilled to announce the opening of the new 4-star *Courtyard by Marriott Kuala Lumpur South*, featuring 278 rooms, and *Bloomsvale Shopping Gallery*, a premier urban destination spanning approximately 230,000 square feet, which opened their doors in June 2024. These additions are expected to contribute to recurring earnings and enhance the Group's overall performance.

We are committed to long-term growth in the hospitality sector. As demand increases, we will scale our operations while carefully managing costs and strategically pricing our room rates to adapt to market changes. Our focus remains on delivering exceptional hospitality experiences, operational efficiency, and financial stability.

DIVIDEND

To reward our esteemed shareholders, the Company paid the following interim dividends in respect of the financial year ended 31 March 2024:

Interim Dividend	Per Share	Date of payment	Amount (RM'000)
First	1.0 sen	2 October 2023	3,676
Second	1.0 sen	29 March 2024	5,076
Third	1.0 sen	2 July 2024	5,076
			13,828

The total dividend payout for the financial year ended 31 March 2024 was 3.0 sen per ordinary share, amounting to RM13.8 million, which is equivalent to 14.8% of profit attributable to owners of the Company in FYE 2024.

In light of the Group's current working capital and capital expenditure requirements in the near term, the Company has not adopted a formal dividend policy. The payment of dividends will depend upon several factors, including earnings, capital commitments, general financial conditions, distributable reserves, and other considerations taken into account by the Board.



COURTYARD[®]
BY MARRIOTT

Kuala Lumpur South



SUSTAINABILITY REPORT

The Board of Directors (“Board”) of Kerjaya Prospek Property Berhad (“KPPROP” or the “Company”) presents this Sustainability Report (“Report”) which discloses the concepts, practices, and performances of the economic, environmental, social, and governance risks and opportunities of KPPROP and its subsidiaries (“KPPROP Group” or the “Group”).

As KPPROP drives itself towards the achievement of its business objective in the long run, we uphold our mindset that places sustainability at the core of our business decisions and practices. Business sustainability, including building a long-term, mutually beneficial relationship with our stakeholders, is key to the Group having a solid foundation to support its growth and vision.

REPORTING SCOPE AND PERIOD OF THE REPORT

The scope of this Report includes the Group’s two main businesses, namely Property Development and Hospitality, for the reporting period from 1 April 2023 to 31 March 2024 (“FY2024”), unless otherwise stated. All information in this Report is disclosed at the Group level unless otherwise stated.

This Report is prepared in accordance with the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa”) and has considered elements of the Sustainability Reporting Guide – 3rd Edition and its accompanying Toolkits.

This Report has not been subjected to specific internal reviews by the internal auditors or external assurance. Nevertheless, the Management of KPPROP has undertaken the necessary care and diligence to report quality data in this Report, based on the information and data available. KPPROP is also committed to continuous improvement in its data collection and reporting process.

SUSTAINABILITY IN KERJAYA PROSPEK PROPERTY GROUP

The Group’s business strategies and objectives are driven by its Vision, Mission, and Core Values, which address KPPROP’s envisaged position in the industry as well as its value creation for the Group’s various stakeholders.



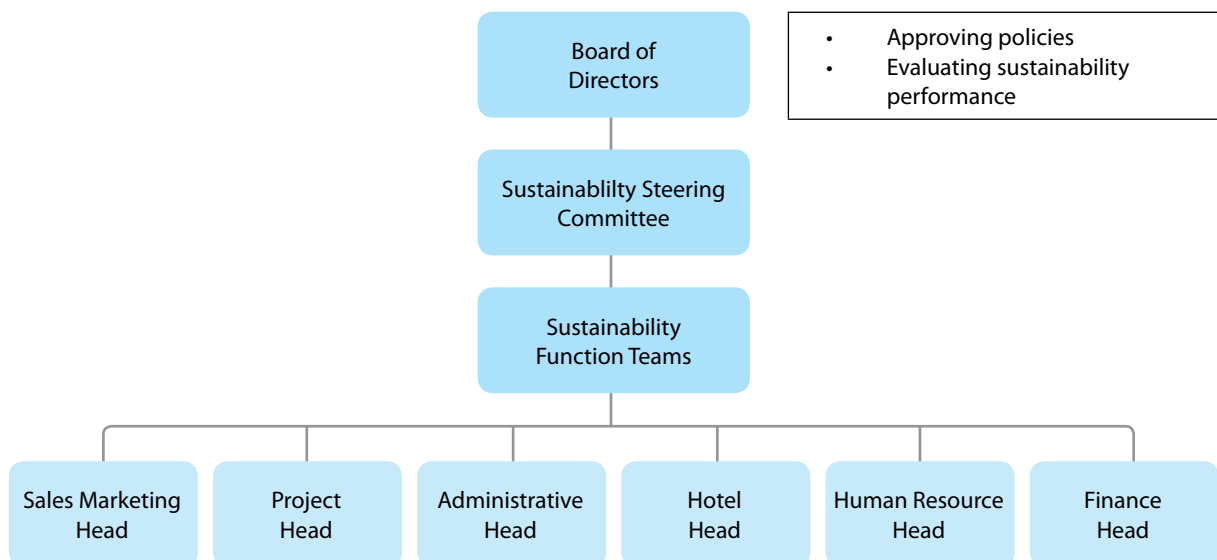
SUSTAINABILITY REPORT (CONT'D)

Further supporting the Group's Vision, Mission, and Core Values is the Group's established set of policies on sustainability, which further specify our sustainability focuses and guide the overall implementation and practice of KPPROP Group's business sustainability.



As a responsible corporate citizen, KPPROP commits to sustainable and responsible practices that not only contribute to business sustainability but also environmental stewardship and social responsibility. We aim to bring sustainable value to our various stakeholders, considering our legal obligations and social responsibilities.

GOVERNANCE STRUCTURE



KPPROP Group's approach towards long-term business sustainability is driven by strong top-level leadership. The Board is instrumental in providing stewardship and overseeing the Group's sustainability efforts and performance, setting the Group's short-, medium-, and long-term sustainability strategies taking into consideration the interest of stakeholders. The Board also periodically monitors the Group's sustainability strategies, approaches, progress, targets, and performance.

SUSTAINABILITY REPORT (CONT'D)

The Board recognises the importance of risk management and internal control in our effective management of sustainability risks and opportunities. The Board holds the responsibility for establishing a sound risk management framework and internal control system and ensuring their adequacy and effectiveness, including in relation to sustainability matters. The Audit and Risk Management Committee is delegated with the responsibility to evaluate the adequacy and effectiveness of these frameworks.

The Board is supported by the Sustainability Steering Committee (“Committee”) which is chaired by the Executive Chairperson and includes the Executive Director as Committee member. The Committee meets annually to discuss the strategies and focuses in addressing and managing the Group’s sustainability matters, particularly material sustainability matters (“MSMs”).

The responsibilities of the Committee include:

- reviewing the engagement with stakeholders;
- developing sustainability strategy, policies, and goals, considering the Group’s MSMs;
- driving, reviewing, and monitoring sustainability performance;
- maintaining sustainability performance throughout the Group;
- generating and increasing awareness among internal and external stakeholders; and
- reviewing the Sustainability Report before tabling it to the Board.

The Committee also ensures that sustainability is integrated into the Group’s daily operations by communicating sustainability-related information to Directors and employees via tools such as policies, internal memos, and updates to the Group’s Standard Operating Procedures (“SOPs”).

The day-to-day operations and management of sustainability matters are overseen mainly by the Sustainability Function Team which comprises the head of key departments and functions. The members of the Sustainability Function Team drive progress and performance, based on the Group’s sustainability policy and direction, in the capacity of their respective roles and within their respective departments. They report the progress, performance, and outcomes of their management performance of the MSMs to the Committee periodically.

The Sustainability Function Team also performs materiality assessment to identify sustainability matters that are most material to the Group so resources can be prioritised to address these MSMs.

The effectiveness of the Group’s sustainability governance is further supported by its overall corporate governance practices, including ensuring Directors receive the relevant information to keep themselves abreast of global and domestic development of sustainability topics that are material to the Group’s business.

STAKEHOLDERS’ ENGAGEMENT AND COMMUNICATION

KPPROP Group has a Stakeholders Communication Policy which aims to promote effective communication with the Group’s various stakeholder groups. Each stakeholder engagement channel serves different purposes, including obtaining feedback and comments from stakeholders, communicating policies or updates to stakeholders, and serving as a platform for bi-directional discussions between the Group and its stakeholders. In addition, the stakeholder engagement processes also enable the collection of valuable input from stakeholders which is considered in the Group’s materiality assessment process, facilitating the Group’s understanding of stakeholders’ issues and concerns, as well as matters that influence stakeholders’ assessments and decisions.

SUSTAINABILITY REPORT (CONT'D)

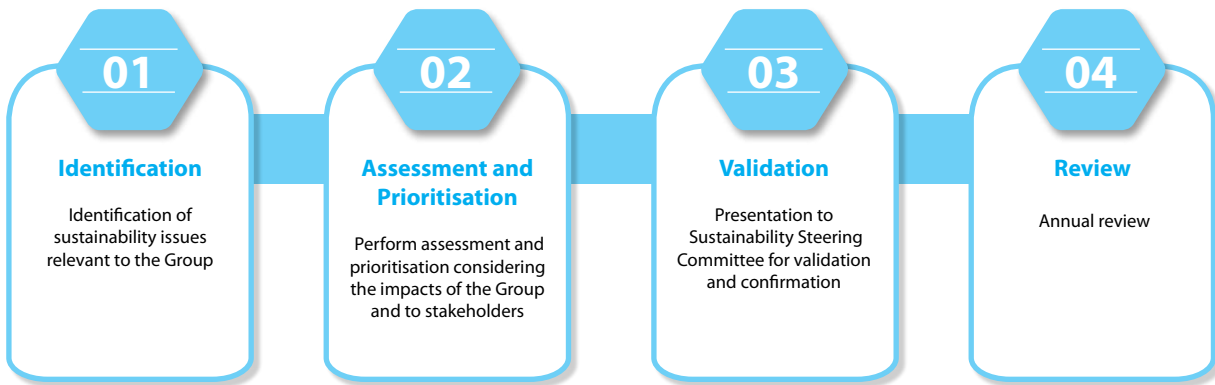
Our key stakeholder groups, engagement approaches, and engagement areas for all key stakeholders are summarised as follows.

Stakeholders	Engagement Methods	Engagement Areas
Shareholders	<ul style="list-style-type: none"> Annual & Extraordinary General Meetings Press releases Bursa announcements Quarterly report Annual report Timely update on corporate website 	<ul style="list-style-type: none"> Financial and operational performance Return on investments
Government	<ul style="list-style-type: none"> Compliances to laws and regulations 	<ul style="list-style-type: none"> Operations-related regulations Bursa listing requirements Companies Act Labour law Taxations Department of Environment Occupational Safety and Health Act
Board of Directors	<ul style="list-style-type: none"> Board meetings 	<ul style="list-style-type: none"> Corporate strategy Corporate governance
Employees	<ul style="list-style-type: none"> Technical and skills training Performance review Department meetings In-house newsletters/communications 	<ul style="list-style-type: none"> Occupational safety and health Remuneration policy Career development Performance review Fair employment practices
Financial Institutions	<ul style="list-style-type: none"> Bursa announcements Quarterly report Annual report Timely update on corporate website 	<ul style="list-style-type: none"> Financial and operational performance Funding requirement
Customers	<ul style="list-style-type: none"> Customer Relationship Management Facilities management review Marketing events, social media, roadshows and sales galleries 	<ul style="list-style-type: none"> Customer satisfaction After-sales services Quality assurance
Suppliers & Contractors	<ul style="list-style-type: none"> New Supplier Form Regular meetings Quality audit on services and products Contract negotiation 	<ul style="list-style-type: none"> Services and products' quality Legal compliances
Communities	<ul style="list-style-type: none"> Charity and welfare programs 	<ul style="list-style-type: none"> Social contribution Job opportunities Donation and financial aid
Analyst/ Media	<ul style="list-style-type: none"> Annual & Extraordinary General Meetings Investor briefings Media release 	<ul style="list-style-type: none"> Financial and operational performance General announcements

SUSTAINABILITY REPORT (CONT'D)

MATERIALITY ASSESSMENT

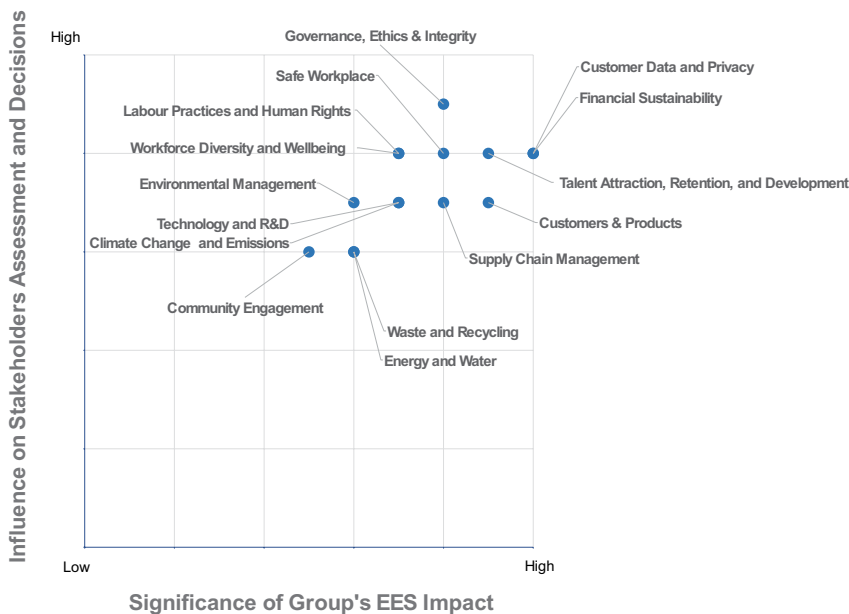
KPPROP assesses and prioritises its sustainability matters through a materiality assessment process to determine the matters that are most significant to the Group and require focused resources and attention. A material sustainability matter is one that reflects the Group's significant economic, environmental, and social ("EES") impacts or substantively affects the stakeholders' decisions or assessments. The materiality assessment is performed by the Sustainability Function Team and the outcome is illustrated in a materiality matrix.



KPPROP's Sustainability Function Team performed a materiality assessment to assess and review the Group's sustainability matters in FY2024. The assessment was conducted via a workshop, which also includes the participation of personnel who are familiar with key stakeholders of the Group in ensuring key views and concerns of the stakeholders are considered.

The materiality assessment has seen the inclusion of various sustainability matters including Labour Practices and Human Rights, Workforce Diversity and Wellbeing, Customer Data and Privacy, Climate Change and Emissions, and Technology and R&D as sustainability matters considered in the matrix. The matrix has been tabled to the Committee and the Board, and the Group's priorities in managing sustainability matters have also taken into consideration their priorities and orders in the matrix.

The Group's materiality matrix is illustrated as follows.



SUSTAINABILITY REPORT (CONT'D)

CONTRIBUTION TO THE SUSTAINABLE DEVELOPMENT GOALS (“SDGS”)

In September 2015, 193 member states of the United Nations collectively adopted “Agenda 2030”, a comprehensive plan aimed at addressing the world’s most urgent economic, environmental, and social challenges over a span of 15 years. This agenda comprises 17 goals and 169 targets, which encompass a wide range of challenges including economic inclusion, geopolitical stability, depleting natural resources, environmental degradation, and climate change. Malaysia has demonstrated its commitment to “Agenda 2030” by implementing its own SDG Roadmap.

All SDGs may be relevant to our operations to varying degrees and we place emphasis on SDGs that are most relevant to our industry as well as SDGs that we can better contribute towards.



SUSTAINABILITY REPORT (CONT'D)

Material Sustainability Matters	SDGs
Governance, Ethics, and Integrity	
Customer Data and Privacy	
Financial Sustainability	
Talent Attraction, Retention, and Development	   
Safe Workplace	 
Customers & Products	 
Labour Practices and Human Rights	
Workforce Diversity and Wellbeing	
Supply Chain Management	
Technology and R&D	
Climate Change and Emissions	
Environmental Management	 
Energy and Water	  
Waste and Recycling	 
Community Engagement	 

SUSTAINABILITY REPORT (CONT'D)

ECONOMIC

Financial Sustainability

The Group's businesses operate on foundations that believe long-term profitability and stakeholder value can be achieved by considering the interests of our diverse stakeholders, including employees, suppliers, other business partners, and the communities we engage with.

Financial sustainability is one of the fundamental conditions for securing the sustainability of our operations across the short-, medium-, and long-term, maintaining sufficient financial resources to support operational needs, execute business strategies, and other activities of the business. Furthermore, strong financial sustainability also helps to develop trust and confidence amongst shareholders and investors.

During the financial year under review, KPPROP Group recorded a profit before tax of RM120.4 million. Total equity stood at RM708.4 million as at 31 March 2024 where the gearing ratio was maintained at a healthy level at 0.18. At the end of the financial year, the Group has RM90.7 million in cash and bank balances.

For further details regarding the financial performance and position of the Group, please refer to the **Management Discussion and Analysis** section.

We uphold accountability and transparency in our interactions with shareholders, prioritising the timely and accurate information regarding the Group's financial performance and position. Apart from the Annual General Meeting where we endeavour to have meaningful engagements among Directors, shareholders, and the Company, we also have our corporate website (www.kpproperty.com.my) which publishes essential information, including quarterly results, announcements, and circular/ statements required by the MMLR. We ensure that these documents are uploaded promptly, ensuring convenient access to our shareholders, as we uphold transparency and trust in our communications.

Customers & Products

We develop and deliver our value to our customers through our products and services. By selecting KPPROP Group, our customers have cast their vote of confidence in the quality of our products and services, and we reciprocate their trust with a continuous commitment to meet their demands and expectations with high-quality products. Striving for continuous enhancement and exceeding customer expectations, we aim not just to satisfy but to delight our customers. Our ultimate objective is to maintain long-lasting relationships with our customers by prioritising their needs and ensuring a customer-centric approach.

CUSTOMERS' SATISFACTION

Internationally recognised best practices and international quality and safety accreditation

Experienced workforce that equipped with professional knowledge and comprehensive training

Prompt delivery and reliable customer service

Efficient after-sales service, create an integrated and resilient workforce

We maintain a steadfast commitment to the unwavering quality of our products by diligently selecting contractors accredited with ISO 9001:2015 - Quality Management Systems. This accreditation serves as an assurance of their compliance with stringent quality and safety requirements, reinforcing our credibility and upholding our standards within the property development industry. Moreover, our Group strictly complies with all relevant laws and regulations concerning safety and quality, reinforcing our dedication to customer satisfaction and trust.

SUSTAINABILITY REPORT (CONT'D)

Prior to handing over properties to our customers, we undertake comprehensive internal assessments to ensure the functionality and the quality of the finishes. This meticulous process involves scrutinising aspects such as tiling, internal paint, electrical functionality, plumbing functionality, and more. Any identified defects prompt swift corrective actions to swiftly rectify them, ensuring optimal quality for our customers.

KPPROP Group is committed to leveraging digital transformation to improve our customer experience, and this includes the creation of virtual sales galleries to cater to our customer's needs. Through these virtual platforms, it enables us to integrate sales processes and customer engagement with technology. With these virtual sales galleries, buyers can explore and choose their preferred properties and access detailed site plans, specifications, and other relevant information. Furthermore, the Group have also expanded our branding and marketing efforts through diverse online and social media channels, broadening our visibility and facilitating engagement across diverse age demographics.

KPPROP Group views customers not just as consumers, but as vital partners in innovation, recognising their feedback and ratings as invaluable resources driving our continuous enhancement. To remain competitive, we prioritise aligning our service and product development with their evolving needs. To achieve this, we actively gather feedback from our customers via various channels, including social media platforms, our website, hotlines, and interactions with our frontline staff. By actively listening to their expectations and suggestions, we gain invaluable insights that inform and steer our future improvements and innovations. This customer-oriented approach not only improves the overall experience and satisfaction of our customers but also positions us at the forefront of the industry.

In a highly competitive market, KPPROP Group prioritises creating and maintaining strong trust-based relationships with our customers. Our charter underscores the importance of customers' well-being, safety, and satisfaction, serving as the cornerstone of our product responsibility. We diligently adhere to these principles across the entire lifecycle of our services and products.

Sustainable Design and Living

We strive to integrate sustainability principles into our master plans, which involve integrating lush greenery and thoughtfully designed landscaping. For KPPROP, sustainable living means living harmoniously with the natural environment and seamlessly blending with local elements and ecosystems. In our project designs, we prioritise leveraging local site features like natural lighting and ventilation to their fullest potential. These design strategies not only diminish the reliance on excessive electricity for lighting and air-conditioning but also facilitate cross-ventilation systems for optimal temperature regulation, fostering healthier living spaces for our residents. These elements ultimately will contribute to more responsible living where our building users can achieve greater energy efficiency, conserve energy, minimise water consumption, and reduce carbon emissions.

Bloomsvale's residential component has achieved a Platinum Provisional rating under the Green RE certification program, whereas the commercial components achieved Gold Provisional rating. This serves as an acknowledgement of our integration of sustainable living in our project designs and implementation.

Supply Chain Management

The effectiveness of our supply chain significantly impacts the KPPROP Group's capacity to generate value as property development projects rely on a collaborated effort between various players in the industry. In our selection of suppliers or business partners, we prioritise alignment with our fundamental principles, notably integrity and capability to deliver.

When choosing suppliers for a new project, the capacity to provide high-quality services and products stands as a pivotal factor in our assessment process during tender or bid calls. The assessment of suppliers also includes an evaluation of our supplier's compatibility with the Group's operational, environmental, and social objectives. The information and details of the newly selected suppliers are documented in the New Supplier Form.

SUSTAINABILITY REPORT (CONT'D)

Regular assessments are conducted to ensure that the quality of products and services meets our internally set standards and requirements. Annual audits are also conducted for existing suppliers and contractors to address any operational issues. Suppliers with unsatisfactory performance will be terminated or warnings may be issued, while contract continuity or renewal will be subjected to satisfactory performance or remedial actions for minor unsatisfactory performance.

We are committed to enhancing our processes and cultivating strong relationships with our suppliers. We engage proactively with our suppliers to identify and reduce risks, boost productivity, and promote efficiency across the supply chain. Our approach is guided by principles of transparency and integrity. We believe in creating value by seeking opportunities to collaborate and share best practices with our suppliers to fortify a robust supply chain that is reliable and of quality.

Environmental and Social Sustainability in the Supply Chain

KPPROP Group is committed to reducing the environmental and social impacts associated with our business activities, internally and across our supply chain. We believe that sustainable practices are essential for the enduring prosperity of our business and our ability to serve customers over the long-term. This commitment involves conducting business ethically and integrating responsible practices throughout key nodes of our value chain, especially our supply chain.

We actively promote responsible and sustainable practices among our suppliers, addressing diverse environmental and social issues. These expectations are integrated into our supplier engagement process. When selecting new suppliers, we prioritise those who demonstrate a commitment to compliance, environmental preservation, safeguarding endangered species, labour rights and welfare, and equal opportunities, and we also consider if there are any pending environmental issues or integrity issues such as those relating to anti-corruption and anti-bribery. By embedding these considerations into our supplier relationships, we aim to shape a supply chain that reflects the way KPPROP Group does business.

We are also committed to upholding the fundamental human rights of our employees and maintaining a conducive working environment for them. This commitment extends to our appointed contractors, where we have stringent requirements mandating strict adherence to the Workers' Minimum Standards of Housing and Amenities (Amendment) Act 2019 (Act 446). This regulation ensures that the living conditions of workers engaged in our projects meet acceptable standards and comply with regulated boundaries.

Local Procurement

The Group strives to bolster the local economy and local businesses by prioritising local procurement practices. We actively advocate for sourcing materials and goods from local suppliers and associates. When engaging with our contractors and suppliers, we aim to understand the sources of materials used in our construction projects and hotels and encourage the use of locally sourced materials and services while maintaining quality standards and cost-effectiveness of the procured materials or services. Procuring locally not only supports the local economy and businesses but also contributes to shorter delivery times for materials.

During the financial year under review, approximately more than 99% of KPPROP Group's procurement of products and services was attributable to local suppliers and contractors.

Group	FY2022	FY2023	FY2024
Proportion of spending on local suppliers (including contractors) (%) ¹	Not available	>95 %	>99 %

¹ KPPROP began to collect data for spending on local suppliers in FY2023.

SUSTAINABILITY REPORT (CONT'D)

Technology and R&D

Technology and research and development ("R&D") is an important matter for KPPROP Group as it helps to enhance efficiency and innovation in our Property Development segment and Hospitality segment.

In our Property Development segment, we place focus on identifying technologies that allow us to enhance project efficiency, quality, environmental protection, and further protect employees' and workers' safety and health where possible. In addition, we also consider investments in cutting-edge technology and green resources, driving our products and properties to achieve better design, sustainability, and functionality.

For our Hospitality segment, we aim to deepen our guest experience in our hospitality ventures by leveraging the latest advancements in technology and investing in ongoing research and development approaches. From implementing seamless booking systems to gathering guest preferences, we ensure that our innovation for every aspect of the guest stay is tailored to their needs. Apart from that, staying at the forefront of technological trends enables our Hospitality segment to enhance operational efficiency, streamline processes, as well as ultimately deliver exceptional service. In this regard, we generally review our key equipment such as air conditioners and information systems periodically and upgrade them where required.

SOCIAL

Workforce Diversity and Wellbeing

In our employment practices, we uphold equitable recruitment practices aimed at fostering diversity and inclusivity. We are committed to providing equal employment opportunities to all potential candidates, irrespective of gender, age, race or ethnicity, colour, religion, or disability. Discrimination in the workplace is considered a violation of our Group's Code of Ethics and must be reported.

At the Board level, we have implemented a Gender Diversity Policy and Target and the Directors of KPPROP Group are cognisant of the ongoing efforts to increase female representation on the board whenever suitable opportunities arise.

Our Board and workforce as a whole boasts a balanced mix of genders, age groups, and ethnicities, bringing to the Group various benefits. These include fostering open-minded dialogues, broadening positive impact, bridging gaps, and introducing innovative viewpoints and strategies.

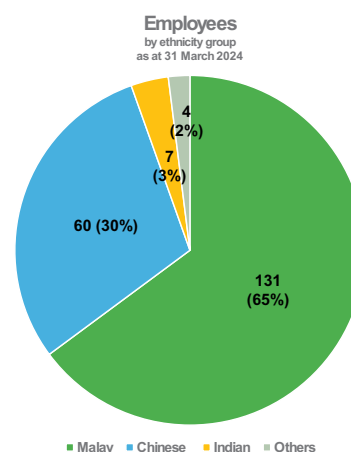
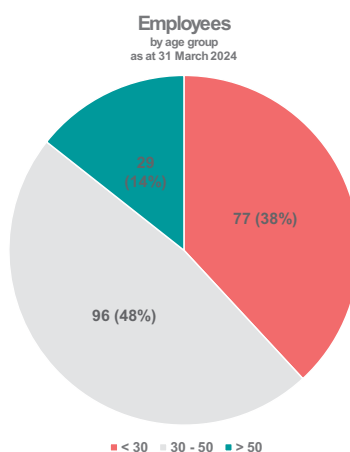
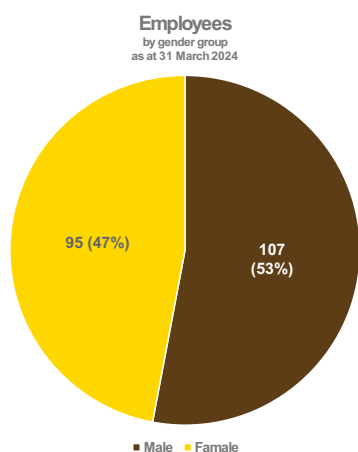
We prioritise merit in our hiring and recruitment processes to ensure fair and unbiased selection and decisions. Recognising human capital as our most vital asset, we consistently invest in talent development. We understand that the commitment and productivity of our employees are pivotal to maintaining our success and overall performance.

SUSTAINABILITY REPORT (CONT'D)

Our employees' data

The Group maintains a balanced and diversified workforce and our employment demographics as at 31 March 2024 which are summarised as follows.

Group	31 Mar 2022	31 Mar 2023	31 Mar 2024
Employees by gender (number)			
Male	65	80	107
Female	67	74	95
Employees by age (number)			
Below 30	50	62	77
30 – 50	62	74	96
Above 50	20	18	29
Employees by ethnicity (number)			
Malay	64	92	131
Chinese	57	50	60
Indian	6	5	7
Others	5	7	4
Total	132	154	202



SUSTAINABILITY REPORT (CONT'D)

Group	31 Mar 2024				
	Gender		Age		
	Male	Female	<30	30 – 50	>50
Board of Directors	4 (80%)	1 (20%)	0 (0%)	2 (40%)	3 (60%)
Employee category					
Management	16 (52%)	15 (48%)	0 (0%)	20 (65%)	11 (35%)
Executives	26 (39%)	41 (61%)	19 (28%)	40 (60%)	8 (12%)
Non-Executives	65 (62%)	39 (38%)	58 (55%)	36 (35%)	10 (10%)
Total	107 (53%)	95 (47%)	77 (38%)	96 (48%)	29 (14%)

Group	31 Mar 2023				
	Gender		Age		
	Male	Female	<30	30 – 50	>50
Board of Directors	4 (80%)	1 (20%)	0 (0%)	2 (40%)	3 (60%)
Employee category					
Management	14 (47%)	16 (53%)	2 (7%)	17 (57%)	11 (37%)
Executives	17 (34%)	33 (66%)	21 (42%)	26 (52%)	3 (6%)
Non-Executives	49 (66%)	25 (34%)	39 (53%)	31 (42%)	4 (5%)
Total	80 (52%)	74 (48%)	62 (40%)	74 (48%)	18 (12%)

Due to the different nature of businesses and functions within the Group, we employ full-time permanent and full-time and part-time contract employees, as follows. All employees receive fair compensation and are provided with benefits aimed at supporting, motivating, and rewarding their performance.

Group	31 Mar 2022	31 Mar 2023	31 Mar 2024
Employment types²			
Full-time permanent employees	Not available	144 (94%)	180 (89%)
Part-time permanent employees	Not available	–	–
Full-time contract employees	Not available	10 (6%)	19 (10%)
Part-time contract employees	Not available	–	3 (1%)
Total	Not available	154	202

² KPPROP began to collect data for employment types as at 31 March 2023.

SUSTAINABILITY REPORT (CONT'D)

Labour Practices and Human Rights

The Group is committed to upholding and respecting the fundamental human rights of our people and we strive to maintain a workplace that is free from discrimination and harassment, prioritising the safety, health, and ethical treatment of all employees. We firmly believe in fostering an environment where employees can exercise their right to unionise and freely associate, in accordance with local laws and practices. KPPROP also makes the necessary effort to promote a culture of inclusivity, respect, and fairness for all.

At KPPROP Group, we adhere strictly to statutory requirements and regulations pertaining to compensation and benefits, encompassing minimum wage orders, contributions to the Employee Provident Fund, and obligations to the Social Security Organisation.

We are also committed to cultivating a safe and respectful workplace environment and strictly prohibiting any instances of sexual harassment, including but not limited to verbal, non-verbal, psychological, or physical sexual harassment within our premises.

We are against any child labour and forced labour practices, and we expect the same ethical standards from our contractors and service providers. We respect the entitled benefits of our employees as prescribed by applicable laws and regulations. Our Group also undertakes efforts to elevate employee welfare by providing various additional benefits such as dental allowances, travel allowances, group personnel insurance and provision of uniforms.

We have communication channels, through our Human Resources Department, where employees can reach out to highlight any grievances regarding employment matters, including human rights matters. Serious violations of human rights matters may also be reported via the Group's Whistleblowing Policy.

During the financial year under review, there were 0 substantiated complaints concerning human rights violations. This is in line with the Group's goal of maintaining a zero-tolerance policy towards sexual harassment.

Group	FY2022	FY2023	FY2024
Substantiated complaints concerning human rights violations (number of cases) ³	Not available	0	0

Talent Attraction, Retention & Development

Employee Engagement

Employee engagement is a cornerstone for the Group, serving as a driving force for inspiring employees to perform at their best, on top of helping us understand how the business can align its interests with employees. We also acknowledge that effective engagement is integral to our company's capacity to create value, as we recognise our people as our most valuable asset. To improve engagement, management actively engages with the workforce through various activities, such as annual dinners, festive celebrations, employee surveys, team building, and more. Our performance management process serves as a vital connection between employees' performance outcomes, their learning requirements, and the rewards they receive.

³ KPPROP began to collect data for substantiated complaints concerning human rights violations in FY2023.

SUSTAINABILITY REPORT (CONT'D)

In FY2024, the turnover numbers are summarised as follows:

Group	31 Mar 2022	31 Mar 2023	31 Mar 2024
Number of employees turnover⁴			
Management	Not available	Not available	1
Executives	Not available	Not available	16
Non-Executives	Not available	Not available	1
Total	Not available	Not available	18

Learning and Development

KPPROP Group acknowledges the pivotal role of a strong team in driving business growth and success. We prioritise employee growth via a range of measures, including promoting job and personal development opportunities, conducting training programs, fostering diversity in our workforce, providing employee benefits and welfare, and actively promoting employee engagement.

To ensure long-term performance and sustainability, KPPROP Group prioritises succession planning, especially for pivotal and leadership positions. The HR Department is responsible for reviewing the Group's human resources plan, including the succession management framework and related activities. This process involves multiple HR initiatives, encompassing job and salary reviews, and the annual manpower budget. Succession planning is undertaken throughout the Group, emphasising the creation of tailored training programs to address the development requirements of management staff.

The Group also recognises the importance of the Industrial Revolution 4.0, which demands ongoing upskilling and reskilling efforts to uphold relevance and productivity. We actively promote employee participation in both internal and external training programs, fostering opportunities for professional growth. These approaches aim to improve their knowledge and skills in various aspects such as career enhancement, personal development, human resource management, technical expertise, and more. The training programs are provided based on employees' specific roles and responsibilities, extending to diverse participant groups including subsidiaries, staff groups, and third parties. Training sessions are conducted regularly and we adopt a structured approach to ensure that employees at all levels, from entry-level recruits to frontline staff, supervisors, and top-level management, receive the necessary training. In FY2024, the topics addressed in training attended by our employees are summarised as follows:

- Anti-bribery and corruption;
- Sustainability reporting requirements;
- Health and safety in the workplace environment;
- Taxation;
- E-invoicing; and
- Sales and service tax.

Upholding the principle of equal opportunity, we strive to empower every employee to continually enhance their skill sets, leaving no one behind in the pursuit of ongoing improvement.

⁴ KPPROP began to collect data for turnover number by employee category as at 31 March 2024.

SUSTAINABILITY REPORT (CONT'D)

During the financial year under review, the Group recorded a total of 851 hours of training for our employees.

Group	FY2022	FY2023	FY2024
Training hours by employee category⁵			
Management	Not available	Not available	233
Executives	Not available	Not available	193
Non-Executives	Not available	Not available	425
Total training hours	247	551	851

Safe Workplace

KPPROP Group places a strong emphasis on the safety and health of its employees within its business operations. We strive to establish a workplace that is secure and promotes good health, ensuring safety measures are consistently maintained across all aspects of our business. To achieve this, the Group has in place a policy on the Group's commitment to occupational safety and health, summarised as follows.

- ensure compliance with laws and regulations in relation to occupational safety and health;
- set targets and measures to oversee occupational safety and health performance across the organisation; and
- promote a culture where all employees share the commitment to prevent harm or injury to the safety and health of our employees, contractors, and the general public.

Throughout our organisation, we consistently communicate occupational health and safety procedures to our employees via manuals, work instructions, and other communication channels, ensuring they stay updated on crucial safety measures and controls. New hires undergo induction sessions, inclusive of relevant safety and health training, equipping them to identify and manage potential workplace risks effectively.

We ensure that relevant employees are provided with relevant training to operate safely and in alignment with the Group's safety procedures. In FY2024, 202 employees attended training pertaining to health and safety standards.

Group	FY2022	FY2023	FY2024
Employees trained on health and safety standards (number of employees) ⁶	Not available	Not available	202



Training on Life Saving Awareness - CPR & AED

⁵ KPPROP began to collect data for training hours by employee category in FY2024.

⁶ KPPROP began to collect data for number of employees trained on health and safety standards in FY2024.

SUSTAINABILITY REPORT (CONT'D)

Safety and Health at our Hotels

At our Hospitality operations, Safety Officers were appointed and they are responsible for overseeing our hotels to mitigate health and safety risks during daily operations. Provisions for cleanliness, safety, and health preservation within our hotels are integral components of our SOPs, fostering a conducive work environment for employees and a comfortable experience for our guests. Regular checking is conducted by Safety Officers to ensure adherence to these SOPs. Furthermore, we conduct annual internal audits to ensure the effective execution and maintenance of our health and safety management systems.

Our security teams are on duty 24/7 to uphold the highest standards of safety and security for all guests, employees, and visitors. We conduct routine audits to ensure the reliability and effectiveness of our security systems, assessing various elements like the efficacy of CCTV recordings and the training provided to security staff regarding emergency response in diverse scenarios. These audits serve as a mechanism for ongoing improvement, allowing us to enhance and reinforce our security measures continuously, thereby prioritising the safety and well-being of our guests and employees.

Food Safety

At our Hospitality operations, our commitment to food safety standards is reflected in our operational procedures and stringent requirements for our suppliers of food, beverages, and related services. These suppliers are required to adhere to stringent criteria that align with internationally recognised food safety certifications or undergo third-party audits. For smaller-scale suppliers, our hotels conduct hygiene audits to ensure compliance with our food safety standards.

During the financial year under review, we are pleased that KPPROP Group and its contractors for KPPROP's projects recorded zero work-related fatalities. The Group also recorded zero lost-time incident rate for the financial year.

Group	FY2022	FY2023	FY2024
Work-related fatalities (number) ⁷	Not available	0	0
Lost time incident rate ⁸	Not available	0	0

Group	FY2022	FY2023	FY2024
Contractors in relation to KPPROP's projects			
Work-related fatalities (number) ⁹	Not available	0	0

Community Engagement

As we are deeply rooted in the community we operate, we are actively engaged in community outreach programs and initiatives. We take great pride in having the opportunity to serve and bolster various community sectors, working towards social empowerment and positively impacting people from diverse backgrounds. In FY2024, KPPROP Group contributed RM13,175 towards orphan welfare, providing essential supplies for mosque attendees, and sponsoring a graduation dinner for college students.

Group	FY2022	FY2023	FY2024
Total amount invested in the community ¹⁰ (RM)	Not available	Not available	13,175
Beneficiaries ¹¹ of the investment in communities (estimated number) ¹²	Not available	Not available	630

⁷ KPPROP began to collect data for work-related fatalities of KPPROP Group in FY2023.

⁸ KPPROP began to collect data for lost time incident rate of KPPROP Group in FY2023.

⁹ KPPROP began to collect data for work-related fatalities of contractors for KPPROP's projects in FY2023.

¹⁰ KPPROP began to collect data for the amount invested in the community in FY2024.

¹¹ Beneficiaries that are external to the company.

¹² KPPROP began to collect data for the number of beneficiaries of the investment in communities in FY2024.

SUSTAINABILITY REPORT (CONT'D)

CSR activities conducted in FY2024



Conducted *Majlis Berbuka Puasa* with orphans at *Swiss-Garden Melaka Hotel*



Cash and food donation to *Pusat Pengurusan Al Firdaus*



Donation to *Surau Al-Muhajirin*

ENVIRONMENT

Environmental Management

KPPROP is cognisant of the tender balance between the built and natural environments which is fundamental to the Group's business. The Group also acknowledges its role in protecting and preserving the environment and is committed to complying with applicable environmental laws and regulations. In addition, we also strive to reduce the negative environmental impact of our business including undertaking serious efforts to prevent any incidents of pollution in relation to our business and operations.

Environmental compliance is embedded as part of our operational procedures as well as key criteria in our relationship with business partners such as contractors and service providers who work together with us on our projects.

We are pleased to report that there were no fines or penalties that arose from non-compliance with environmental laws and regulations imposed on KPPROP during FY2024.

Environmental protection and preservation is also one of the key elements that we incorporate in our operations, such as energy and resource efficiency initiatives in our hotels and environmentally sustainable design in our projects which are incorporated as early as the conceptualisation stage such as natural lighting and natural ventilation.

Energy & Water Savings

Energy

Electricity consumption at our offices, hotels, and sales galleries is identified as the main source of direct energy consumption of the Group. All electricity used by the Group is purchased electricity. Other direct energy source is the use of fuel for vehicles of the Group.

With regard to our electricity consumption, we continue to promote efficient electricity use and adopt energy-saving initiatives, such as:

- switching off lights and air-conditioners in offices and meeting rooms when not in use;
- setting computers and photocopiers to "sleeping mode" or switching them off when not in use;
- using LED lighting which is more energy-efficient in general; and
- encourage maintaining the air conditioning temperature at approximately 23°C – 24°C in the office.

SUSTAINABILITY REPORT (CONT'D)

In FY2024, the non-renewable fuel consumption and electricity consumption of the Group totalled 67 MWh and 7,299 MWh, respectively. Electricity consumption contributed to approximately 99% of the Group's overall energy consumption, which is illustrated below.

Group	FY2022	FY2023	FY2024
Non-renewable fuel sources (MWh) ¹³	Not available	Not available	67
Purchased electricity (MWh) ¹⁴	Not available	Not available	7,313
Total energy consumption of the Group (MWh)	Not available	Not available	7,380

We measure the energy efficiency for the Hospitality segment, considering electricity cost over the revenue of the segment. Such a measure allows us to monitor the margin in terms of electricity expenses. This year, we have also included an indicator to measure the energy efficiency of the Hospitality segment.

For FY2024, the Hospitality segment recorded 9% of electricity cost over the segmental revenue, compared to 8% in FY2023, this is mainly attributable to the increase in occupancy rates and the heightened activity levels relating to banquets and hosted events.

Hospitality segment	FY2022	FY2023	FY2024
Electricity cost as a percentage of revenue			
Electricity cost (RM'000)	1,925	3,347	3,970
% of electricity cost over hospitality revenue (%)	8	8	9
Energy efficiency			
Energy consumption ¹⁵ (MWh)	Not available	Not available	7,277
Energy efficiency (energy consumption per RM1,000 revenue) ¹⁶ (MWh)	Not available	Not available	0.16

Beginning this financial year, we measure the energy efficiency of the Property Development segment based on the segmental revenue, as follows:

Property Development segment	FY2022	FY2023	FY2024
Energy efficiency			
Energy consumption ¹⁷ (MWh)	Not available	Not available	36
Energy efficiency (energy consumption per RM1,000 revenue) ¹⁸ (MWh)	Not available	Not available	0.0001

¹³ KPPROP began to collect data for non-renewable fuel sources in FY2024.

¹⁴ KPPROP began to collect data for purchased electricity in FY2024.

¹⁵ Indicator included in FY2024 and not available for FY2022 and FY2023.

¹⁶ Indicator included in FY2024 and not available for FY2022 and FY2023.

¹⁷ Indicator included in FY2024 and not available for FY2022 and FY2023.

¹⁸ Indicator included in FY2024 and not available for FY2022 and FY2023.

SUSTAINABILITY REPORT (CONT'D)

Water

Generally, KPPROP does not operate in water-stressed areas, and we also emphasise the importance of using water responsibly and unnecessary wasting water. In our operations, we are also committed to promoting water conservation and water-saving efforts.

Overall, the Group's water consumption during the year amounted to 94,509 m³ which is mainly attributable to water use for the Hospitality segment and other premises including the headquarters. The Property Development segment does not have significant direct water consumption.

Group	FY2022	FY2023	FY2024
Water used ¹⁹ (m ³)	Not available	Not available	94,509

Water is a key element in our Hospitality segment, used in our hotels for drinking, cooking, cleaning, leisure facilities, and irrigation. We implement a range of measures to ensure water is used efficiently such as installing water-saving flush systems and devices in washrooms and bathrooms. We also promote environmentally friendly practices by encouraging guests to reuse towels and linen.

Water cost amounted to approximately 0.5% of the revenue of the Hospitality revenue in FY2024.

Hospitality segment	FY2022	FY2023	FY2024
Water cost (RM'000)	198	235	247
% of water cost over hospitality revenue (%)	0.8	0.5	0.5

Climate Change and Emissions

Acknowledging the urgency of a concerted global effort to tackle climate change, we begin to gather and analyse our greenhouse gas ("GHG") emissions derived from the use of energy in our Group.

On the other hand, we are also undertaking measures to gradually incorporate climate risks in our business assessments and decision-making. We believe that a sustainable business is one that plans ahead to build business resilience in the short-, medium-, and the long-term, and climate change is one of the most significant topics that concern businesses around the world in this era.

Waste & Recycling

We are committed to complying with applicable waste management practices and deliver our responsibilities to protect the environment. The management of scheduled waste, which is regulated by the Department of Environment and relevant regulations, follows a compliant process where scheduled waste is handled and transported by licenced contractors to approved treatment facilities prior to disposal. Internal processes and SOPs are in place to guide our employees in proper waste management practices.

For our Property Development segment, waste is mainly generated by our project contracts and service providers at project sites. We collaborate with these business partners to ensure compliant and sound waste management practices are in place, preventing pollution while enabling greater resource efficiency. Waste from building materials such as steel bars, timber, concrete, aluminium, plastic, and glass is valuable and can be recycled or reused. Waste segregation practices are in place to enable effective collection and subsequent recycling or reuse.

¹⁹ KPPROP began to collect data for water used in FY2024.

SUSTAINABILITY REPORT (CONT'D)

We continue to implement resource-saving and recycling initiatives at our premises such as offices and sales galleries. The adoption of electronic means of communication using the Group's secured network system is highly encouraged as it helps to reduce the need for printing and photocopying. When printing is necessary, double-sided printing is encouraged. The high-quality materials that we use for the furniture and fittings in our showrooms can also be recycled or reused, instead of being discarded once the showroom is closed. Amongst others, the main types of waste generated from the Hospitality segment include paper, plastic materials, and food waste. We adopt waste segregation practices at our hotels, which helps to enhance the effectiveness of our recycling and reuse initiatives.

GOVERNANCE

Governance, Ethics, and Integrity

KPPROP Group complies with the applicable regulatory requirements in relation to corporate governance and applies relevant, applicable practices of the Malaysian Code on Corporate Governance ("MCCG"). The Group also develops and upholds a high standard of ethics which is expected to be demonstrated by the Group's employees and within its operations. Our business operations are compliant with the applicable laws and regulations and are conducted ethically.

Corporate Governance

Corporate governance is crucial for the sustained leadership and stewardship of the Group. It ensures that all aspects of our organisation function effectively and that we deliver our accountability to our stakeholders. The Board is ultimately responsible for the Group's overall corporate governance. Details of the Group's corporate governance practices are disclosed in KPPROP's Corporate Governance Overview Statement and Corporate Governance Report.

Ethics & Integrity

Ethics and integrity are fundamental elements in KPPROP's business and its relationship with stakeholders. The Group's people, business, and operations are guided by our Corporate Code of Conduct and Code of Ethics ("Codes"), which sets out the principles and standards for ethics and integrity amongst others. Topics addressed by the Codes include conflict of interest, anti-corruption, no-gift policy, compliance, data protection and confidentiality, insider dealings, human rights, and others.

Whistleblowing Policy

KPPROP's whistleblowing policy is a platform for stakeholders, including employees and others, to report concerns or suspicions about wrongful activities or serious misconduct without fear of victimisation or reprisal. The whistleblowing policy is a mechanism to support the implementation of the Group's policies and codes relating to ethics and integrity.

Directors, employees, and other external parties can access the whistleblowing mechanism via the Group's website at www.kpproperty.com.my to make genuine reports pertaining to matters covered by the policy. The whistleblowing mechanism does not prohibit anonymous reporting. In order to ensure check and balance as well as the presence of the element of independence, there is a channel for whistleblowers to reach out to a designated Independent Director.

Issues raised will be thoroughly investigated, and appropriate actions will be taken with the objective of achieving effective resolution and upholding ethics and integrity within the Group's businesses and operations.

SUSTAINABILITY REPORT (CONT'D)

Anti-Bribery and Corruption Policy

The Group also has an Anti-Bribery and Corruption Policy & Guidelines (“ABC Policy”) that sets out the Group’s zero-tolerance approach against corruption. The ABC Policy applies to the Board, all employees, and third-party business associates. It ensures the Group has a comprehensive framework to prevent bribery and corruption in the organisation, associated relationships, and across the Group’s businesses. KPPROP adheres to a “No Gift Policy”.

We adopt a risk-based approach towards managing corruption risk, where the corruption risks for business functions and activities are identified and assessed to determine their risk priorities. Relevant controls are then put in place to manage the identified risk areas, focusing particularly on high-corruption risk areas. The corruption risk management process is also integrated with the Group’s risk management process which ensures the Group’s risk assessment is reviewed annually. All of the Group’s operations have been assessed for corruption-related risks.

Group	FY2022	FY2023	FY2024
Operations assessed for corruption-related risk (%) ²⁰	Not available	100	100

All new employees of the Group are introduced to the Group’s ABC Policy and the Codes during their orientation. In addition, updates and revisions to the policies or codes are communicated to employees via the internal network to ensure employees are informed about the Group’s latest anti-corruption policies and relevant controls. All employees are also required to provide signed acknowledgements of the Group’s policies with regard to confidentiality, conflict of interest, integrity, and prevention of staff fraud after attending internal briefings conducted by the Group.

Training related to anti-corruption is provided to identify personnel who have higher exposure to corruption risks pertaining to their positions or functions. The following table summarises the Group’s employees who have received anti-corruption training as at 31 March 2024.

Group	FY2024	
	Communicated on anti-corruption	Received training on anti-corruption
Number of employees (and percentage) ²¹		
Management	31 out of 31 (100%)	31 out of 31 (100%)
Executives	67 out of 67 (100%)	67 out of 67 (100%)
Non-Executives	104 out of 104 (100%)	104 out of 104 (100%)

There were no confirmed incidents of corruption noted during the financial year under review. There were also no known cases regarding significant breaches of ethics or integrity issues concerning the Group’s overall management integrity.

Group	FY2022	FY2023	FY2024
Confirmed incidents of corruption (number of cases) ²²	Not available	Not available	0

²⁰ KPPROP began to collect data for operations assessed for corruption-related risk in FY2023.

²¹ KPPROP began to collect data for employees who have been communicated and received training on anti-corruption by employee category in FY2024.

²² KPPROP began to collect data for confirmed incidents of corruption in FY2024.

SUSTAINABILITY REPORT (CONT'D)

Customer Data and Privacy

KPPROP Group strives to safeguard the information and data of the business and its stakeholders by putting in place relevant controls to develop cyber resilience and maintain the integrity of the Group's IT systems. To ensure robust cybersecurity measures, the Group ensures that its IT systems are equipped with anti-virus software and are regularly maintained and updated where relevant.

We prioritise the protection of personal data by adhering strictly to the Personal Data Protection Act 2010 ("PDPA"). We are committed to processing and using customer information only for the purpose intended and consented to by customers.

The Group also ensures that employees have a certain level of cybersecurity awareness and understanding of how to properly handle data and operate the Group's IT systems so as to not expose the system or sensitive data to risks. Policies and guidelines are in place to guide employees with regard to the do's and don'ts when handling sensitive and confidential data.

Regular IT audits are performed by the Group's IT officer to monitor and assess the health and security of the Group's system, including evaluations of system integrity, access controls, and cybersecurity measures, amongst others.

The Group is pleased to report that there were no substantiated complaints concerning breaches of customer privacy and losses of customer data during the financial year. There were also no significant incidents of successful breaches or cyberattacks on its database.

Group	FY2022	FY2023	FY2024
Substantiated complaints concerning breaches of customer privacy and losses of customer data (number of cases) ²³	Not available	0	0

²³ KPPROP began to collect data for substantiated complaints concerning breaches of customer privacy and losses of customer data in FY2023.

SUSTAINABILITY REPORT (CONT'D)

Indicator	Measurement Unit	2024
Bursa (Supply chain management)		
Bursa C7(a) Proportion of spending on local suppliers	Percentage	99.00
Bursa (Diversity)		
Bursa C3(a) Percentage of employees by gender and age group, for each employee category		
Age Group by Employee Category		
Management Under 30	Percentage	0.00
Management Between 30-50	Percentage	65.00
Management Above 50	Percentage	35.00
Executive Under 30	Percentage	28.00
Executive Between 30-50	Percentage	60.00
Executive Above 50	Percentage	12.00
Non-executive/Technical Staff Under 30	Percentage	55.00
Non-executive/Technical Staff Between 30-50	Percentage	35.00
Non-executive/Technical Staff Above 50	Percentage	10.00
Gender Group by Employee Category		
Management Male	Percentage	52.00
Management Female	Percentage	48.00
Executive Male	Percentage	39.00
Executive Female	Percentage	61.00
Non-executive/Technical Staff Male	Percentage	62.00
Non-executive/Technical Staff Female	Percentage	38.00
Bursa C3(b) Percentage of directors by gender and age group		
Male	Percentage	80.00
Female	Percentage	20.00
Under 30	Percentage	0.00
Between 30-50	Percentage	40.00
Above 50	Percentage	60.00
Bursa (Labour practices and standards)		
Bursa C6(a) Total hours of training by employee category		
Management	Hours	233
Executive	Hours	193
Non-executive/Technical Staff	Hours	425
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	11.00
Bursa C6(c) Total number of employee turnover by employee category		
Management	Number	1
Executive	Number	16
Non-executive/Technical Staff	Number	1
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0
Bursa (Health and safety)		
Bursa C5(a) Number of work-related fatalities	Number	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0.00
Bursa C5(c) Number of employees trained on health and safety standards	Number	202
Bursa (Community/Society)		
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	13,175.00
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	630
Bursa (Energy management)		
Bursa C4(a) Total energy consumption	Megawatt	7,380.00 *
Bursa (Water)		
Bursa C9(a) Total volume of water used	Megalitres	94.509000
Bursa (Anti-corruption)		
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category		
Management	Percentage	100.00
Executive	Percentage	100.00
Non-executive/Technical Staff	Percentage	100.00
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	100.00
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0
Bursa (Data privacy and security)		
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0
Internal assurance	External assurance	No assurance
		(*)Restated



THE SHORE



THE SHORE
HOTEL & RESIDENCES



SWISS-GARDEN
HOTEL | MELAKA

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board recognises the importance of adopting high standards of corporate governance within the Group to ensure that the recommendation of the Malaysian Code on Corporate Governance 2021 (the “**Code**” or “**MCCG**”) are practiced as a mean of managing the business and affairs of the Group with integrity and professionalism so as to enhance business prosperity and corporate accountability in order to protect the interest of shareholders, whilst ensuring at the same time the interest of other stakeholders are safeguarded.

This Corporate Governance Overview Statement is presented pursuant to Paragraph 15.25(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) (“**Main Market Listing Requirements**”). The objective of this statement is to provide an overview of the application of the corporate governance practices (“**Practices**”) of the Group during the FYE 2024 up to the date of issuance of this statement with reference to the three (3) main principles as set out in the MCCG (“**Principles**”):-

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

Overall, the Board is of the view that the Company has, in all material aspects, complied with the Principles and Practices as set out in the MCCG. Detailed descriptions of how the Company embraces or applies the MCCG are outlined in our Corporate Governance Report (“**CG Report**”) which is submitted to Bursa Securities together with the Annual Report of the Company on 29 July 2024, copies of which are available to download from the Company’s website at www.kpproperty.com.my. Shareholders are advised to read this overview statement together with the CG Report to provide comprehensive disclosure of the application of each Principles and Practices set out in the MCCG during the FYE 2024.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

1. BOARD RESPONSIBILITIES

1.1 Board’s Role and Scope of Director Duties

The Board is entrusted for the oversight of overall management of the business affairs of the Group. The Board is responsible for formulating the Group’s strategic plan and directions, determining all major policies, reviewing the system of internal control, and ensuring that effective strategies and management are in place, for assessing the performance of the Group and its management team.

The Board continues to ensure its effectiveness and provides strong leadership to the Group and Management. In order to ensure that business is being properly managed, the Board performs periodic review of the financial results to oversee the conduct of the business.

The Board is mindful of the importance of the establishment of clear roles and responsibilities in discharging its fiduciary and leadership functions as recommended by the MCCG, including those reserved for the Board’s approval and those which the Board may delegate to the Board Committees and the Management.

Aside from the core responsibilities listed above, significant matters requiring deliberation and approval from the Board is clearly defined as the matters reserved for the Board’s consideration and approval, which includes decision on Group strategic/business plan, restructuring proposal, corporate exercises, investments or divestments, risk management policies, nomination of auditors, nomination of directors, review of the financial statements, financial and borrowing activities, annual budget, dividend policy, new issues of securities, ensuring compliances of regulatory and review of the adequacy and integrity of internal controls.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

1. BOARD RESPONSIBILITIES (CONT'D)

1.1 Board's Role and Scope of Director Duties (cont'd)

The Board is assisted by three (3) Board Committees, each of which is entrusted with specific responsibilities to oversee the Group's affairs with authority to act on behalf of the Board and to operate within their respective terms of reference. More information about the Board Committees are set out in Section 2.1 of this Statement. Although specific powers are delegated to the Board Committees, the Board Committees shall report to the Board on matters considered and make recommendation to the Board for further decision. The ultimate responsibility for the final decision on all matters have to be approved by the Board. Also, the Board is informed of the key issues and recommendations or decisions made by each Board Committees through the reporting and tabling of minutes of the Board Committees meetings at Board Meetings.

In discharging the Board's duties, the Board is guided by its Board Charter, Code of Conduct, Code of Ethics as well as the terms of reference of the Board Committees as they set out the Board's roles, duties and responsibilities, the Principles and Practices of corporate governance to be followed and its commitment of fair practices to its stakeholders. Further information on these are discussed in Section 1.5 of this Statement.

1.2 Segregation of Roles and Responsibilities of the Chairperson and the Chief Executive

The Chairperson of the Board is responsible for instilling good governance practices, leadership and effectiveness of the Board through chairing of board meetings, representing the Board to shareholders, and reviewing and approving together with the Board on the strategic issues of the Group.

During the FYE 2023, the Board Chairperson also held the position of Chief Executive of the Group, as the Company did not have a Chief Executive Officer. The Board recognised the dual role of Datin Toh Siew Chuon as the Board Chairperson and Chief Executive and carefully considered the implications. However, given Datin Toh's experience, leadership and understanding of the Group's business, the Board was satisfied that it was in the Company's best interest to maintain this arrangement where the Board could have the benefit from a Chairperson who possessed extensive knowledge and could effectively guide discussions. The combination of the Chairperson and Chief Executive roles empowered Datin Toh to exercise her authority for the proper purpose and in good faith in the best interest of the Company. This alignment aimed to maximise shareholders' wealth and foster collaboration between the Board, Management and shareholders. Moreover, the Board comprised more than half Independent Directors who provided objective and independent perspectives, ensuring the effectiveness and independence of the Board in line with the MCG. This arrangement would enhance the Board's effectiveness without compromising its independence.

However, to further enhance compliance with MCG, on 13 July 2023, the Company appointed Ms. Joanne Lee Sor Phaik as the new Chief Executive Officer ("CEO") of the Company. With the appointment, the roles of the Chairperson and Chief Executive are now distinct and separated to engender accountability and to facilitate clear division of responsibilities to ensure there is a balance of power and authority in the Company. The Executive Chairperson, Datin Toh Siew Chuon provides strong leadership to the Board, ensuring cohesive oversight of Management and upholding Board effectiveness and conduct standards while the Chief Executive Officer, Ms. Joanne Lee Sor Phaik is responsible for strategic planning, business development, oversees operations and implementing the Company's strategic plan, policies and decisions adopted by the Board to achieve the Company's objective of creating long-term value for its shareholders. The specific roles and responsibilities of the Chairperson is outlined in the Board Charter, which is accessible on the Company's website at www.kpproperty.com.my.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

1. BOARD RESPONSIBILITIES (CONT'D)

1.3 Company Secretaries

In order to uphold the Board effectiveness, the Board ensures that it is supported by qualified and competent Company Secretaries. Presently, the Board is assisted by two (2) qualified and competent Company Secretaries who are members of Malaysian Institute of Chartered Secretaries and Administrators. The Company Secretaries support the Board in carrying out its fiduciary duties and stewardship role and play an advisory role to the Board, particularly with regards to compliance with regulatory requirements, guidelines, legislations, corporate disclosure and governance related practices.

All Directors have unrestricted access to the advice and services of the Company Secretaries. The appointment and removal of Company Secretaries or Secretaries of the Board Committees shall be the prerogative of the Board as a whole.

Further information of the roles and responsibilities carried out by the Company Secretaries during the FYE 2024 are set out in Practice 1.5 of the Company's CG Report.

1.4 Dissemination of Information to Directors

The Board understand that the supply, timeliness and quality of the information affect its effectiveness in overseeing business conduct, making informed decisions and in evaluating the Management's performance within of the Group.

The Board and the Board Committees meet regularly on scheduled dates throughout the year to consider pre-set agenda items and additionally as and when required for specific purpose, with a formal schedule of matters specifically reserved for the Board for its deliberation and decision. To assist Directors in planning their attendance, meeting dates are discussed and notified to all Directors three (3) months in advance.

The Board ensures that each Director receives timely notices. Meeting notices and meeting materials (including meeting minutes) relating to the agenda items thereto are usually circulated to the Directors/Board Committee Members seven (7) days prior to the meeting date. This allows Directors to review and consider the meeting papers and, if necessary, seek further explanations in order to be fully briefed before the meeting. Sufficient time is also allocated at the meetings for discussion of the issues tabled under the agenda and for the Management to response to additional request of information which Directors may make during meetings.

All Board members have unrestricted access to timely and accurate information in furtherance to their duties and may seek independent professional advice when necessary in discharging its various duties, at the Company's expense. Personnel from the Management, the Company's auditors and other professionals, when necessary, are invited to be present at these meetings to provide additional insights into the matters to be discussed at Board meetings and Board Committees meetings. The Independent Directors may also interact directly with, or request further explanation, information or updates on any aspect of the Company's operations or business concerns from the Management, when needed.

The Company Secretaries ensure that all Board and Board Committees' meetings are properly convened. Draft meeting minutes are circulated to the chairman of the meeting for review as soon as the minute is drafted. Meeting minutes record the proceedings of the meeting and resolutions passed by the Board/Board Committees including the names of the Directors abstained from voting or deliberation on a particular matter.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

1. BOARD RESPONSIBILITIES (CONT'D)

1.5 Board Charter, Corporate Code of Conduct & Code of Ethics, Whistleblowing Policy & Procedures and Anti-Bribery, Corruption Policy & Guidelines and others

The Board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness. The Board has formally adopted a Board Charter and it was last reviewed on 26 May 2023. The Board Charter sets out, amongst others, the roles and responsibilities of the Chairperson, the Chief Executive, the Board, each Board Committees and the Management. It also sets out the processes and procedures for convening board meeting, governance matters, risk management, compliance and internal controls, etc. The Board Charter will be reviewed periodically and updated in accordance with the needs of the Company to ensure consistency with the Board's strategic intent as well as relevant standards of corporate governance.

In addition to the above, the Board has in place the Corporate Code of Conduct for the Board and the Management. The said Code of Conduct provides guidance to stakeholders on the ethical behaviour to be expected from the Group and sets out the Board's responsibilities as well as the Management's responsibilities to communicate, measure and monitor its values and performance to achieve objectives and to instil values.

The Board has formally adopted its Code of Ethics which sets out the principles and the expected standard of ethic and behaviour. The Group also practises "No Gift Policy" in dealing with third parties in order to manage conflicts of interest and corruption.

The Group practises an open and honest policy in enabling the employees to report on any suspected and/or known misconduct, wrongdoings, corruption, fraud, waste and/or abuse involving resources of the Company. Hence, the Board has established its Whistleblowing Policy & Procedure aimed to provide and facilitate a mechanism for any individual to report concerns about any suspected and/or known misconduct, wrongdoings, corruption, fraud, waste and/or abuse. Stakeholders who know of, or suspect a violation of this policy may report the incidence and their concerns to the Audit and Risk Management Committee Chairman, Mr. Kuan Ying Tung by emailing to whistleblowing@kpproperty.com.my.

The Board has adopted the Anti-Bribery and Corruption Policy & Guidelines across the Group which is in line with the guidelines provided under Section 17A of the Malaysian Anti-Corruption Commission Act 2009 on 1 June 2020. The Board believes that the policy would be the key in ensuring a systematic approach to prevent corruption, and to comply with applicable legal and regulatory requirements in the various jurisdictions in which the Group operates. Every Director, employee and person acting on the Group's behalf is responsible for maintaining the Group's reputation and for conducting company business honestly and professionally.

Through discussions and reviews with the Management, the Board has also established, inter-alia, Directors' Fit & Proper Policy, Remuneration Policy & Procedures and Stakeholders' Communication Policy.

All the above documents are published on the Company's website at www.kpproperty.com.my.

2.0 BOARD COMPOSITION

2.1 Composition of the Board and Board Committees

Presently, the Board comprises a total of five (5) Directors. The Board is content with its current composition, which provides an adequate system of checks and balances and incorporates a diversity of perspectives and views into decision-making process through the inclusion of Independent Non-Executive Directors on the Board, each of whom brings unique skill sets, commitments and functional experiences.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

2.0 BOARD COMPOSITION (CONT'D)

2.1 Composition of the Board and Board Committees (cont'd)

In terms of tenure and Board refreshment, as at 31 March 2024, the length of service of the Executive Directors and Independent Directors ranged from between 5 to 6 years. The tenure of each Director is reviewed by the NC and annual re-election of the Director is contingent on satisfactory evaluation of the Director's performance at financial year end. During the FYE 2024, there was no new appointment to the Board.

The Board is assisted by three (3) board committees, namely the Audit and Risk Management Committee ("ARMC"), the Nomination Committee ("NC"), and the Remuneration Committee ("RC") (collectively referred to as the "Board Committees").

All members of the Board Committees consist of wholly Independent Non-Executive Directors of the Company. The Board is of the view that the Chairperson of the Board should not be involved in these Board Committees to ensure that there is check and balance as well as objective review by the Chairperson of the Board when the Board is deliberating on the observations and recommendations put forth by the Board Committees.

A brief profile of each Director is set out on pages 4 to 6 of this Annual Report. Their other position(s) in the Company, membership on the Board Committees and directorship role are shown below:-

Name	Position(s)	Executive/Independent Director
Datin Toh Siew Chuon	Chairperson of the Board	Executive Director
Dato' Tee Eng Seng	Executive Director	Executive Director
Kuan Ying Tung	Chairman of ARMC, NC and RC	Independent Non-Executive Director
Ir. Low Wuu Shin	Member of ARMC, NC and RC	Independent Non-Executive Director
Tee Sun Ee	Member of ARMC, NC and RC	Independent Non-Executive Director

2.2 Number of Meetings held in FYE 2024 and Attendance Record

The Board meets at least once every quarter and additional meetings are convened as and when necessary.

During FYE 2024, the Board met five (5) times whilst the Board Committees met a total of twelve (12) times (including Board Meeting) to deliberate and consider a variety of matters affecting the Company's corporate and operations matters, which includes the Group's financial results, audit findings and issues, risk management and sustainability matters, corporate proposals, policies matter, regulatory compliance update, etc.

Attendance record of the Directors at Board and Board Committees meetings held in FYE 2024, is as follows:

Name of Director	Total Meetings Attended				
	Board Meeting	ARMC Meeting	NC Meeting	RC Meeting	Total Attendance
Datin Toh Siew Chuon	5/5	–	–	–	5/5
Dato' Tee Eng Seng	5/5	–	–	–	5/5
Kuan Ying Tung	5/5	5/5	1/1	1/1	12/12
Ir. Low Wuu Shin	4/5	4/5	0/1	0/1	8/12
Tee Sun Ee	4/5	4/5	1/1	1/1	10/12
Number of meetings held	5	5	1	1	12

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

2.0 BOARD COMPOSITION (CONT'D)

2.3 FYE 2024 Training for Directors

Directors are strongly encouraged to participate in seminars and/or conferences organised by relevant regulatory authorities and professional bodies to stay updated on the latest market developments and new statutory and regulatory requirements. The training needs of each Director are assessed and proposed by the respective Directors, who proactively attend training sessions on their own discretion. Additionally, the Company ensures that Directors have opportunities to enhance their skills and knowledge through trainings at the Company's expense. When necessary, the Company arranges and facilitates training sessions for the Directors.

Throughout the FYE 2024, the Directors of the Company have attended various conferences and seminars organised by external organisers not only to keep abreast of industry developments and trends, but also to assist them to effectively discharge of their duties. Conferences, seminars and training programmes attended by the Directors in the FYE 2024 are as follows:

Name of Directors	Training Programmes Attended (Unless Otherwise Stated)	Date
Datin Toh Siew Chuon	• Sustainability – Changes in the Listing Requirements	26 September 2023
	• Duty to Avoid Conflict of Interest	6 December 2023
Dato' Tee Eng Seng	• Sustainability – Changes in the Listing Requirements	26 September 2023
	• Duty to Avoid Conflict of Interest	6 December 2023
Kuan Ying Tung	• Financial and Debt Management Initiatives for SMEs and Individuals	9 June 2023
	• Management of Cyber Risk	3 October 2023
	• MFRS 132 & 9: Financial Instruments - The Basics	9 October 2023
	• Agriculture, Horticulture and Aquaculture Case Studies in MFRS and MPERS Financial Reporting	23 October 2023
	• Case Studies in Practical Business Combinations and Changes in Controlling Interest	28 November 2023
	• Duty to Avoid Conflict of Interest	6 December 2023
	• MIA Accounting & Financial Technology Showcase 2024	15 May 2024
Ir. Low Wu Shin	• Duty to Avoid Conflict of Interest	6 December 2023
Tee Sun Ee	• Duty to Avoid Conflict of Interest	6 December 2023

2.4 Director Independence

The Board boasts a sufficient independence presence, with three (3) out of five (5) Directors being independent directors. This complies fully with the requirement for one-third (1/3) of board members to be independent, as outlined in paragraph 15.02(1) of the Main Market Listing Requirements, and also aligns with Practice 5.2 of the MCGG, which requires that at least half of the Board members comprises independent directors.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

2.0 BOARD COMPOSITION (CONT'D)

2.4 Director Independence (cont'd)

The Board is satisfied with the current level of Board independence as its able to support objective and independent deliberations for effective oversight of management, particularly given the absence of long serving independent directors on the Board. When determining a Director's independence, the NC and Board considers the following:-

- the requirements and definition of "independent director" as set out in the Main Market Listing Requirements;
- the Code;
- whether the Independent Director is able to act independently on management and free from any business or other relationship; and
- the Director's annual confirmation of their independence.

The Board has in place Independent Directors Assessment Policy which observes the recommendation of the Code regarding tenure of an independent director. Pursuant to the said policy, the tenure of an independent director should not exceed a cumulative term of nine (9) years from the date of first appointment. Upon completion of nine (9) years, the Board may subject to the assessment of the NC, on an annual basis at annual general meeting ("**AGM**"), recommend and subject to valid justifications and obtaining shareholders' approval, retain an independent director beyond the nine (9) years' term through a two-tier voting process. Should the resolution tabled to the shareholders to retain an independent director who has served for nine (9) years or more in the same capacity defeated, the said independent director may continue to serve on the Board but shall be redesignated as a non-independent non-executive director. Where the tenure of an independent directors exceeds a cumulative term of twelve (12) years or more in the same capacity, the said independent director if continue to serve on the Board, shall be redesignated to non-independent non-executive director.

Having said that, the Board is of the view that the independence of the Independent Directors should not be determined solely or arbitrarily by their length of service. Independence should also be judged based on the integrity and objectivity of the Independent Director in discharging his responsibilities. The Board believes that continued contribution will provide stability and benefits to the Board and the Company as a whole, especially their invaluable knowledge of the Group and its operations gained through the years.

On annual basis, the NC would review the independence of the Independent Directors based on the criteria set out in the relevant Group's policies as well as the provisions in the Main Market Listing Requirements.

As at the date of this Annual Report, none of the Independent Directors of the Company has served beyond a tenure of nine (9) years.

2.5 Selection, Appointment and Re-Appointment

In order to drive the Board's leadership and effectiveness, the Board ensures that it has the right board composition to enhance the Board decision making process. The Board has adopted the Fit and Proper Policy on 15 June 2022 in line with the requirements of Main Market Listing Requirements and MCCG. The purpose of the Fit and Proper Policy is to set out the Company's approach to the assessment of the fitness and propriety of key responsible persons, i.e. persons who hold, or who are the appointed or elected as Directors on the Board as well as Senior Management of the Group.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

2.0 BOARD COMPOSITION (CONT'D)

2.5 Selection, Appointment and Re-Appointment (cont'd)

The NC, which is chaired by an Independent Non-Executive Director is involved in all appointments or re-elections of directors. For a new appointment, potential candidates may be proposed by existing Board members, senior management, major shareholders and third-party referral/sources to identify suitably qualified candidates, when necessary. New board candidates proposed to fill vacancy arises from resignation, retirement or any other reasons will be reviewed by NC before recommending to the Board for further deliberation. The evaluation process may include, reviewing the candidate's resume, biographic information, qualifications, skills, knowledge, expertise, experience, competency and his/her understanding of the Group's business environment. To further step-up the practice of good governance, the NC also takes into consideration into gender and diversity aspects, details of which are set out in Section 2.6 of this Statement. During the FYE 2024, there was no new appointment to the Board.

For appointment of Independent Directors, the NC would also assess whether the candidate meets the requirements for independence based on the criteria prescribed in the Main Market Listing Requirements.

Any Board Member, while holding office, is at liberty to accept other board appointments (outside the Group) so long as the appointment is not in conflict with the business of the Group and that it would not detrimentally affect his or her performance as a Board member of the Company. Pursuant to the Board Charter, any Director, before accepting an offer of appointment of other directorships, shall notify the Chairperson of the Board on the acceptance of the proposed appointment.

On annual basis, the NC would review the performances of the Directors. The annual re-election of a Director is contingent upon satisfactory evaluation of the Director's performance at financial year end. Further details on the annual assessment are set in Section 2.7 of this Statement.

2.6 Diversity of the Board and Management

The Board recognises the benefit of gender diversity. The Board through its NC will conduct Board appointment process in a manner that promotes gender diversity as formalised in the Gender Diversity Policy and Target ("**Gender Diversity Policy**") adopted by the Company on 26 May 2023. Based on the Gender Diversity Policy, the Board shall comprise at least one (1) woman director at all times. However, the Board endeavours to have at least 30% women directors on the Board. To achieve 30% women directors on Board as recommended in the MCCG, the Board will be required to add one (1) more woman director to the present composition but the Board did not set a timeframe to fulfil the said MCCG's recommendation as the Board opined that finding a female candidate that is right fit for the Company is more important than other factors. Nevertheless, the Board is mindful of the said recommendation in the MCCG and would continue to assess and explore the opportunities.

At management level, a few senior management positions are held by women employees, including the CEO. The Board will continue to provide a working environment that is conducive, fair and with equal opportunities within the Group and to commit to zero tolerance of workplace harassment, age, religious, ethnicity, race or gender discrimination.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

2.0 BOARD COMPOSITION (CONT'D)

2.6 Diversity of the Board and Management (cont'd)

The appointment of Board and senior management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender. The current diversity in the ethnicity, age distribution and skillsets of the existing Board members and the top senior management are as follows:-

	Race/Ethnicity				Nationality		Gender	
	Malay	Chinese	Indian	Others	Malaysian	Foreign	Male	Female
Executive Director	-	2	-	-	2	-	1	1
Independent and Non-Executive Director	-	3	-	-	3	-	3	-
Chief Executive Officer *	-	1	-	-	1	-	-	1

Age Group	40-49 years	50-59 years	70-79 years
Executive Director	-	2	-
Independent and Non-Executive Director	2	-	1
Chief Executive Officer *	-	1	-

Skill	Accounting & Finance Management	Engineering	Business Management, Sales and Marketing
Executive Director	1	1	2
Independent and Non-Executive Director	3	1	3
Chief Executive Officer *	1	-	1

* Senior Management. Not a Director of the Company.

2.7 Annual Evaluation of the Board's Effectiveness

The NC undertakes annual assessment to evaluate the performance of each individual Directors, the effectiveness of the Board and the Board Committees (collectively referred to as "**Annual Board Effectiveness Evaluation**"). The Board acknowledges the recommendation of the MCCG to engage independent experts periodically to facilitate objective and candid Board evaluation. Presently, the Annual Board Effectiveness Evaluation is conducted internally by the Management and the Board opined that the present arrangement is suffice and adequate. The Board would engage the services of independent experts when the need arises.

The completed forms are submitted to the Company Secretaries for compilation of meeting material for NC and Board meetings. For good corporate governance, the NC will not review its own effectiveness and the performance of the NC members. Instead, such review will be carried out by the Board as a whole with the members of the NC abstained from deliberation. In view that the NC members are also members of the RC and the ARMC, the assessment of the effectiveness and performances of the RC and the ARMC will be carried out by the Board too.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

2.0 BOARD COMPOSITION (CONT'D)

2.7 Annual Evaluation of the Board's Effectiveness (cont'd)

During FYE 2024, the Annual Board Effectiveness Evaluation was conducted on the following to assess its effectiveness in respect of FYE 2023:-

- (a) the Board;
- (b) Directors;
- (c) the Board Committees, i.e. ARMC, NC and RC;
- (d) NC's evaluation on the ARMC and its members;

Subsequent to the FYE 2024, the Annual Board Effectiveness Evaluation in respect of FYE 2024 had also been conducted.

The results of Annual Board Effectiveness Evaluation for FYE 2023 were satisfactory. It was unanimously agreed that the current Board's composition mix and size is appropriate to facilitate decision making at meetings of the Board and Board Committees. Further, the NC and Board are of the view that the Board is functioning effectively with strong leadership as demonstrated by the Group's steady improvement in operational performance as well as its consistency practice of good governance. The Board is led by a highly competent and experienced Chairperson who facilitates constructive discussions. Additionally, the results of the individual Directors were all satisfactory, where each Director have leverage their skills and experience in the Company's affairs and decision-making processes effectively. Also, each of the Directors have declared that he or she remains a fit and proper person.

As regards the director annual independence review, all the Independent Directors of the Company have provided their independence confirmation to the Board with respect to the Annual Board Effectiveness Evaluation for FYE 2023.

In addition, annually, the Board through its NC would review the list of directors seeking for re-election at the AGM. Article 95 of the Company's Constitution ("**Constitution**"), requires at least one-third of the directors to retire from office at each AGM, provided always that all directors shall retire from the office at least once every three (3) years. A retiring director shall be eligible for re-election and shall retain office until the close of the meeting at which he retires.

During the FYE 2024 where Annual Board Effectiveness Evaluation in respect of FYE 2023 was carried out, the NC has deliberated on the re-election of Directors and on satisfactory evaluation of each of the above Director's performance took into consideration the Directors' attendance, participation and contribution, recommended that the retiring Directors be re-elected as Director at 30th AGM held on 25 August 2023.

3.0 REMUNERATION MATTERS

The Board is assisted by the RC to establish a formal and transparent procedure for developing policy on the remuneration to attract and retain the Directors and Senior Management (Key Management Personnel) to run the Company successfully. The RC is chaired by an Independent Director and comprises exclusively Independent Non-Executive Directors.

While the RC is heavily involved in the deliberation of the directors' remuneration, the ultimate responsibility for determining the remuneration of all Directors lies with the Board. On the recommendation of the RC, the Board reviews and approves the remuneration of the Executive Directors with the respective Executive Director abstained from discussions and decisions on their own remuneration. Under normal circumstances, the respective Director(s) would be excused from the relevant meetings before the deliberation on their remuneration take place.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

3.0 REMUNERATION MATTERS (CONT'D)

When implementing the remuneration policies and deliberating remuneration related matters, the RC is guided by the Company's Remuneration Policy and Procedures, which are periodically reviewed and the Terms of Reference of the RC which can be found on the Company's website.

The remuneration policy of the Company provides that all Executive Directors and Senior Management are remunerated based on the Group and individual's performances, market conditions and their responsibilities whilst the remuneration of the Non-Executive Directors is determined in accordance with their experience, level of responsibilities assumed in the Board and Board Committees, their attendance and/or special skills and expertise they bring to the Board.

The Executive Directors shall be entitled to participate in the Company's annual cash bonus. The amount of bonus shall be reviewed and determined by the RC, who makes recommendation to the Board for approval. Salaries (fixed sum or by way of a percentage of profits) and other remuneration including benefits payable to Executive Directors pursuant to a contract of service need not be determined by the Company in general meeting and it may not include a commission on or a percentage of turnover. Executive Directors shall also be entitled to other benefits provided to employee of the Company and other additional benefits, if so, recommended by the RC to the Board for approval.

The remuneration of Non-Executive Directors including Directors' fees, meeting allowances and other benefits as stipulated in the Constitution of the Company is proposed by the RC and determined by the Board, subject to shareholders' approval pursuant to Section 230(1) of the Companies Act 2016.

At the last Annual General Meeting held on 25 August 2023, the Board with the recommendation of the RC has obtained shareholders' approval for:-

- (a) payment of Directors' fees of RM138,000 to the Non-Executive Directors for their services as Directors in respect of FYE 2023; and
- (b) payment of directors' benefits of not more than RM50,000 to the Non-Executive Directors as meeting allowance for attendance of Board / Board Committee meetings / General meetings for the period from 26 August 2023 until the next AGM.

For FYE 2024, the Board on recommendation of the RC (with each Director abstained from discussions and decisions on their own remuneration) had approved/proposed the payment of the directors' remuneration as set out in the table below:-

Received from a subsidiary	EXECUTIVE DIRECTORS	
	Datin Toh Siew Chuon (RM'000)	Dato' Tee Eng Seng (RM'000)
Salaries	651	651
Bonus	159	159
Other Emoluments	98	98
Total	908	908

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

3.0 REMUNERATION MATTERS (CONT'D)

Receivable from the Company	INDEPENDENT NON-EXECUTIVE DIRECTORS		
	Kuan Ying Tung (RM'000)	Ir. Low Wuu Shin (RM'000)	Tee Sun Ee (RM'000)
Directors' Fee	61	42	42
Meeting Allowances	7	5	7
Total	68	47	49

At the coming 31st AGM to be held on 28 August 2024, the Board would be seeking shareholders' approval for (a) payment of RM145,000 as Directors' fees to the Non-Executive Directors for their services as Directors for the FYE 2024; and (b) payment of directors' benefits of not more than RM50,000 to the Non-Executive Directors as meeting allowance for attendance of Board, Board Committee meetings and/or General Meetings for the period from 29 August 2024 until the next AGM.

Recognising the confidential and commercially sensitive nature of remuneration matters, and prioritising the stability and continuity of business operations with a competent and experienced management team, the Board believes it is unnecessary for the Group to disclose the names of senior management personnel who are not Directors, along with their specific remuneration details. While acknowledging the importance of transparency in disclosing senior management remuneration, the Board is cautious of potential negative impacts on its business interests. Such disclosure could be detrimental, given the highly competitive human resource environment in which the Group operates, as it may facilitate opportunities for competitors to poach the Group's top senior management. Consequently, disclosing specific remuneration details could lead to recruitment and talent retention challenges in the future.

The table appended below shows the remuneration of the Executive Directors in the following bands:-

Remuneration Band (RM'000)	EXECUTIVE DIRECTORS	
	Datin Toh Siew Chuon	Dato' Tee Eng Seng
RM900 to RM950	√	√

During the FYE 2024, on 10 July 2023, the RC reviewed the remuneration package of Ms. Joanne Lee Sor Phaik, the new CEO. The remuneration package for Ms. Joanne Lee was proposed by the senior management and subsequently approved by the Board on recommendation of the RC. During the assessment process, the RC considered the same criteria used by the NC.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

4. AUDIT AND RISK MANAGEMENT COMMITTEE

4.1 Chairmanship of the ARMC and Independence of the ARMC

The Board has established an effective and independent ARMC. The members of ARMC comprising fully Independent Non-Executive Directors and the Chairman of the ARMC is not the Chairman of the Board. The Chairman of the ARMC is a member of the Malaysian Institute of Accountants.

The ARMC has policy that requires a former partner of the external audit firm to observe a cooling-off period of at least three (3) years before being appointed as a member of the ARMC. This applies to all former partners of the audit firm and/or the affiliates firm (including those providing advisory services, tax consultancy, etc). None of the present members of the ARMC were former audit partners of the Company's auditors. With the present composition structure and practice, the ARMC is able to objectively review and report its findings and recommendations to the Board.

Collectively, the ARMC possesses a wide range of necessary skills to discharge its duties and members of the ARMC are financially literate and are able to understand matters under the purview of the ARMC including the financial reporting process. In order to strengthen the present financial literacy of each member, all members of the ARMC will balance their participation in continuous professional development programmes on accounting and auditing standards, practices and rules. Periodically, Companies Secretaries, External Auditors and Internal Auditor update the ARMC on changes to the relevant guidelines, laws and regulations and accounting standards to ensure the ARMC members are kept abreast with latest developments in the statutory and accounting requirements.

For effectiveness and independence conduct of the ARMC's functions, the ARMC have separate discussions with the External Auditors without the presence of the Executive Directors and employees of the Group as and when necessary to discuss matters that the ARMC or the auditors believe should be discussed privately or to have a discussion about any matters of significance that arose during the audit process.

Also, as part of the ARMC's review processes, the ARMC will obtain assurance from the External Auditors confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

4.2 Assessment of External Auditors

Annually, the ARMC will review the appointment, performance and remuneration of the External Auditors before recommending them to the Board for approval for seeking shareholders' approval at the forthcoming annual general meeting for re-appointment. In assessing the External Auditors, the ARMC will take into consideration the adequacy of resources of the firm, quality of service and clarity of presentation of report produced, appropriateness of audit fees to perform audit, competency of the staffs assigned to the audit as well as the auditors' independence to determine the suitability and objectivity of the External Auditors.

5. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

5.1 Establishment of Risk Management and Internal Control Framework

The Board is responsible for the overall risk management in the Group while Executive Directors together with the senior management team are primary responsible for managing risks in the Group. Issues related to risk management and internal control were discussed and presented to the ARMC during its sitting/meetings.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

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

5.1 Establishment of Risk Management and Internal Control Framework (cont'd)

During the FYE 2024, the ARMC has conducted an independent assessment of the effectiveness of the Group's Enterprise Risk Management. The Board opined that existing approach is suffice for the time being to oversees the Group's risk management framework and policies. Further details of Group's risk management and internal control framework covering the risk policy, risk appetite, risk assessment and the review process by the Board and ARMC and the key internal controls are set out in the Statement on Risk Management and Internal Control ("SORMIC") contained in this Annual Report.

The Board has commented in its SORMIC that they were satisfied with the effectiveness and adequacy the existing level of systems of risk management and internal control.

5.2 Effectiveness of Internal Audit

The ARMC is responsible for reviewing the engagement of the Internal Auditor. In assessing the Internal Auditor, the ARMC will take into consideration the adequacy of resources of the firm, quality of service, and competency of the staff assigned to the audit as well as the auditors' independence and fee to determine the suitability and objectivity of the Internal Auditors.

For the FYE 2024, the Internal Audit Function was outsourced to Tricor Axcelasia Sdn. Bhd., an independent professional service provider whose principal responsibility is to undertake internal audits in accordance with the approved risk-based internal audit plan. The outsourced internal audit function was headed by Ms. Melissa Koay, Executive Director. She is a Certified Member of the Institute of Internal Auditors Malaysia, a member of the Malaysian Institute of Accountants, and a Fellow Member of the Association of Chartered Certified Accountants, United Kingdom. Ms. Melissa is also a Certified Internal Auditor. The team members who performed the internal audit assessment include an Executive Director and another two (2) to three (3) members who possess accounting qualifications and/or a university degree. The internal audits conducted are guided by the International Professional Practices Framework issued by the Institute of Internal Auditors Inc.

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

6. ENGAGEMENT WITH STAKEHOLDERS

The Company recognises the importance of keeping shareholders and investors informed of the Group's business and corporate developments. Such information is disseminated via the Company's annual reports, various disclosures to Bursa Securities including quarterly financial results and various announcements made from time to time.

The Group maintains a website at www.kpproperty.com.my where shareholders or investors may access information on the Group under "Investor Relations" link encompassing corporate information, latest financial results, annual reports, announcements to Bursa Securities, Board Charter, Terms of Reference of Board Committees, Corporate Code of Conduct and Code of Ethics, Whistleblowing Policy & Procedure, Anti-Bribery and Corruption Policy & Guidelines and Directors' Fit and Proper Policy.

The following personnel has been identified as the investor contact person of the Group:

Contact Person: Mr. Yong Kah Hu (Group Finance and Accounting Manager)

Tel : 603-8682 8238

Email : ir@kpproperty.com.my

Periodically, the Group had also conducted analyst and media briefing during the year to provide detailed explanation and presentation about the business performance of the Group and its prospect.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

6. ENGAGEMENT WITH STAKEHOLDERS (CONT'D)

Shareholders and investors are also encouraged to interact and provide feedback to the Chairperson or any Executive Directors for opinions or concerns. The Board had also identified Mr. Kuan Ying Tung to act as the Independent Director to provide shareholders and investors with an alternative to convey their concerns and seek independent view.

Separately, the Company has also reported its Sustainability Report in this Annual Report covering the aspects of governance, environment and social responsibility for stakeholders' reference.

7. CONDUCT OF GENERAL MEETINGS

The Company's general meeting remains the principal forum for dialogue with shareholders, in particular, private investors, whereby they are provided with an opportunity to participate, raise questions pertaining to issues in the Annual Report, Audited Financial Statements and corporate developments/proposals of the Group, the resolutions being proposed and/or on the business of the Group and communicate their expectations and possible concerns.

The Board had adopted the recommendation of MCCG for the notice of general meetings to be given to shareholders at least 28 days prior to the meetings. All Board members will ensure their attendance in the general meetings and the respective chairman of the Board Committees, Senior Management and the Group's external auditors as well as the Company's advisers shall attend to respond to shareholders' questions during the general meetings of the Company as the case may be.

Explanation for each proposed resolution is set out in the notice of general meetings to assist shareholders in making their decisions and exercising their voting rights. In line with Paragraph 8.29A (1) of the Main Market Listing Requirements, all resolutions set out in the notice of general meetings will be put to vote by poll. The Company will also appoint an independent scrutineer to validate the vote cast in the general meetings. The outcome of the general meetings will then be announced to Bursa Securities on the same meeting day while the summary of key matters of the annual general meeting, if any, discussed during the said general meetings will be posted on the Company website. Minutes of general meetings will be published on the Company's website no later than 30 business days after the general meeting to comply with the recommended Practice 13.6 of the MCCG.

The Company hold its general meetings at the time and venue which are convenient and easily accessible to all shareholders. The Company will also leverage technology for smooth conduct and/or broadcast of virtual general meetings (virtual, fully virtual or hybrid) to facilitate greater shareholders' participation and engagement with the Board as well as to enhance the proceedings of general meetings, including voting in absentia (i.e. without being physically present at general meetings) and remote shareholders' participation where shareholders are provided with sufficient opportunity to pose questions during the general meetings and receive meaningful responses.

General meetings of the Company remain important avenues for the Board and Management to have better engagement with the shareholders present.

Only shareholders whose names appear in the Record of Depositors as at the date determined are entitled to attend and vote at the General Meetings. Shareholders are encouraged to attend general meetings of the Company. Shareholders who are unable to attend the general meetings are advised that they can appoint proxy(ies) to attend and vote on their behalf.

This Statement is made in accordance with the resolution of the Board dated 26 July 2024.

STATEMENT OF DIRECTORS' RESPONSIBILITY

FOR PREPARING THE ANNUAL AUDITED FINANCIAL STATEMENTS

The Directors are required by the Companies Act 2016 to ensure that the financial statements for each financial year give a true and fair view of the state of affairs of the Group and the Company at the end of the financial year is in compliance with Companies Act 2016 and in accordance with the applicable approved accounting standards.

In preparing those financial statements, the Directors of the Company are required to:

- Adopt appropriate accounting policies and then applied them consistently in accordance to approved accounting standards;
- Make judgment and estimates that are prudent and reasonable;
- Ensure that applicable accounting standards have been complied with, subject to any material departures which have been adequately disclosed and explained in the financial statements; and
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group and the Company will continue in business.

The Directors are responsible for ensuring that the Company maintains proper accounting records which disclose with reasonable accuracy the financial position of the Group and of the Company and that the financial statements comply with the Companies Act 2016.

This statement was made in accordance with a resolution of the Board of Directors dated 26 July 2024.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

The Board is pleased to present the report of its Audit and Risk Management Committee (“**ARMC Report**”) for the financial year ended 31 March 2024 (“**FYE 2024**”) prepared in accordance with paragraph 15.15 of the Main Market Listing Requirements.

The primary objective of the ARMC is to assist the Board in discharging its statutory duties and responsibilities relating to the corporate accounting and financial reporting practices for KPProp Group and to ensure the adequacy and effectiveness of the Group’s system of internal control, providing oversight of both external and internal audit functions. The roles and responsibilities of the ARMC are set out its terms of reference, a copy of which is made available at the Company’s website at www.kpproperty.com.my.

In this ARMC Report, the Board would be presenting to our shareholders the composition of the ARMC, the number of ARMC meetings held and attendance of each ARMC member, the summary of the work of the ARMC in the discharge of its functions and duties, the summary of the work of the internal audit function and the summary of any conflict of interest or potential conflict of interest situation reviewed by the ARMC pursuant to the Main Market Listing Requirements paragraph 15.12 (1)(h) (excluding a related party transaction) as well as the measures taken to resolve, eliminate, or mitigate such conflicts.

1. COMPOSITION AND MEETINGS HELD

The ARMC is established by the Board and comprises three (3) members, all of whom are Independent Non-Executive Directors. The Chairman of the ARMC is appointed by the Board and is an Independent Non-Executive Director. This meets the requirements of paragraphs 15.09 and 15.10 of the Main Market Listing Requirements.

The members of the ARMC and their attendance at the ARMC meetings held during the Financial Year are shown in the table below:-

Name of the ARMC Member and Directorship	Number of Meetings Attended
Mr. Kuan Ying Tung – Chairman <i>Independent Non-Executive Director</i>	5/5
Ir. Low Wu Shin – Member <i>Independent Non-Executive Director</i>	4/5
Mr. Tee Sun Ee – Member <i>Independent Non-Executive Director</i>	4/5

There were five (5) ARMC sittings during the FYE 2024. A full agenda and comprehensive set of meeting papers were circulated to each ARMC member with sufficient notification prior to each meeting. At the invitation of the ARMC, the Internal Auditor and the External Auditors attended three (3) meetings during the FYE 2024 to brief the ARMC on the agenda items which were relevant to them. As recommended in Bursa Corporate Governance Guide, a private session between the ARMC and External Audit Partner (without the presence of the Management) was held to deliberate on matters such as management’s corporate reporting and control, resources and relationships.

The representatives from the Management attended the meetings by invitation for purposes of briefing the ARMC on reports presented at the meeting and to clarify on issues that the ARMC may have with regard to the activities involving their areas of responsibilities.

Proceedings of each ARMC meeting were recorded and minutes of meetings were tabled for confirmation at the next following ARMC meeting and subsequently presented to the Board at Board meeting for information. The Company Secretary is the Secretary to the ARMC.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

2. WORK DONE BY THE ARMC DURING FYE 2024

In accordance with its Terms of Reference, the works undertaken by the ARMC during FYE 2024 and reported to the Board for notation and/or approval, were:-

Annual Routine Activities

- (1) consideration and approval of the Company's quarterly financial report involving discussions with Management focusing particularly on financial reporting issues, significant judgements made by the Management, unusual events, and compliance with accounting standards and other legal requirements.
- (2) reviewed with the External Auditors on:
 - (i) the audit planning memorandum, independence, audit risks, strategy and scope of work in respect of the audit for FYE 2024, including the areas of audit emphasis, key audit matters and proposed audit fee;
 - (ii) the assessment and enquiries regarding fraud related matter and consideration/compliance with laws and regulations in the audit for FYE 2023 and FYE 2024;
 - (iii) the results of the annual audit and accounting issues arising from the audit in respect of FYE 2023, their audit report and management letter together with Management's responses to the findings of the External Auditors;
 - (iv) the requirements, compliances and approval pertaining to provision of non-assurance services prior to rendering of such services so that it would not create any threat or impair the External Auditor's independence.
- (3) reviewed with the Internal Auditor on:-
 - (i) the internal audit reports presented by the Internal Auditor on their findings and recommendations with respect to system and control weaknesses and Management's responses to these recommendations and actions taken to improve the system of internal control and procedures; and
 - (ii) the follow-up of prior internal audit reports to assess the key internal controls used to manage the risk associated with operation processes.

(Further details on the internal audit works performed for FYE 2024 are set out in item 3 of this ARMC Report)
- (4) reviewed on a quarterly basis or as and when it arises, the related party transactions and conflict-of-interest situations within the Group to ensure they are not more favourable to the related parties than those generally available to the public and complied with the MMLR.
- (5) consideration and approval of the Audited Financial Statements of the Group for FYE 2023, focusing primarily on changes of accounting policies, significant matters highlighted including financial reporting issues, significant and unusual events/transactions and how these matters were addressed and compliance with the applicable approved accounting standards in Malaysia.
- (6) reviewed the Circular to Shareholders dated 27 July 2023 in relation to the proposed renewal of and new shareholders' mandate for recurrent related party transactions of a revenue or trading nature and proposed the same for shareholders' approval at 30th AGM of the Company.
- (7) reviewed the ARMC Report and Statement on Risk Management & Internal Control for inclusion of the same in the Company's 2023 Annual Report.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

2. WORK DONE BY THE ARMC DURING FYE 2024 (CONT'D)

Annual Routine Activities (cont'd)

- (8) reviewed the status of compliance of the Company with regard to the Malaysian Code on Corporate Governance, which are within the scope and functions of the ARMC, for the purposes of disclosure in the Corporate Governance Overview Statement included in the Company's 2023 Annual Report pursuant to the requirements of paragraph 15.25 of Main Market Listing Requirements.
- (9) consideration and approval of the re-appointment of the External Auditors and proposed the same for shareholders' approval at 30th AGM of the Company.
- (10) reported all significant matters discussed and addressed at the ARMC meetings.

Additional Work Done For FYE 2024

- (11) Reviewed the report and updates from the Internal Auditor on the Enterprise Risk Assessment FYE 2024 in relation to the development/update of the key risk profile, risk movement, risk register, risk parameters and risk ratings, assessed the adequacy and effectiveness of the risk management framework and the appropriateness of the management's responses to key risk areas and proposed recommendations for improvement to be implemented.
- (12) consideration and approval of the proposed amendments to the Terms of Reference of ARMC.
- (13) consideration and approval of the proposed amendments to the Related Party Transaction Policy & Procedure to update the approving authority for related party transactions and recurrent related party transactions.
- (14) consideration and approval of the proposed change of Internal Auditor.
- (15) attended a training on conflict of interest ("COI") to gain more knowledge about the expanded role of the ARMC in reviewing COI situations and to establish a comprehensive framework for identifying, evaluating, approving, reporting and monitoring COI.

During the FYE 2024, there was no conflict of interest or potential conflict of interest situation involving Directors and Key Senior Management of the Group (excluding related party transactions) identified and/or disclosed to the ARMC.

3. INTERNAL AUDIT FUNCTION AND ITS ACTIVITIES DURING THE FINANCIAL YEAR

The internal audit function is an integral part of the assurance mechanism in ensuring that the Group's systems of internal control are adequate and effective. The internal audit function is outsourced to Tricor Axcelasia Sdn. Bhd., an external professional firm and the personnel handling the Group's audits are free from any relationship or conflict of interest, which could impair their objectivity and independence. The Internal Auditor report directly to the ARMC and assist the ARMC to discharge its duties and responsibilities.

The number of staff deployed for the internal audit reviews was three to four staff per cycle including the Engagement Director. The staff involved in the internal audit reviews possesses professional qualification and/or a university degree. Most of them are members of the Institute of Internal Auditor Malaysia. All of the staff involved in the internal audit were required to provide a conflict-of-interest declaration annually as well as the declaration on compliance of code of ethics from the Institute of Internal Auditors.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

3. INTERNAL AUDIT FUNCTION AND ITS ACTIVITIES DURING THE FINANCIAL YEAR (CONT'D)

The Internal Auditor prepare and table the Risk-Based Internal Audit Plan for the consideration and approval of the ARMC. They conduct independent reviews of the key activities of the Group's operations based on Internal Audit Plan approved by the ARMC.

The works undertaken by the Internal Auditor during the FYE 2024 were:-

- (1) performing field audit works covering the following operating processes to assess internal controls used to manage the key risks associated with the respective operating processes:-

Internal Audit	Operating Processes	Key Risks
Cycle 1	Hotel Management	<ul style="list-style-type: none"> • Low occupancy rate • Liquidity challenges • Shortage of workforce
Cycle 2	Recurrent Related Party Transaction	<ul style="list-style-type: none"> • Non-compliance with rules and regulation • Corporate compliance challenges

- (2) conducted follow-up assessment on the prior internal audit observations.
- (3) reported to the ARMC the above work done, providing the ARMC with independent views on the adequacy and effectiveness of the system of internal control and recommending appropriate actions to assist the Management to improve the Group's existing system of internal control and processes.

Prior to the presentation of report to the ARMC, comments from the Management are obtained and incorporated into the internal audit findings and reports.

The internal audit was conducted using a risk-based approach and is guided by the International Professional Practices Framework (IPPF).

The costs incurred in maintaining the outsourced the internal audit function for the FYE 2024 is RM42,000.

4. OTHER INFORMATION

The Nomination Committee had at its meeting held on 26 July 2023 reviewed the term of office of the ARMC Members and assessed the performance of the ARMC and its Members through an annual Board Committee effectiveness assessment. The NC is satisfied that the ARMC and its members discharged their functions, duties and responsibilities in accordance to the ARMC's Terms of Reference. The result of the assessment was reported to the Board and the Board is in concurrence with the NC with regard to the performance of the ARMC and its members.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

The Board is pleased to present its Statement on Risk Management and Internal Control ("**SORMIC Statement**") which outlines meaningful information needed by our shareholders to make an informed assessment of the main features and adequacy of the Group's risk management and internal control system in accordance with paragraph 15.26(b) of the Main Market Listing Requirements.

The Board is committed to nurture and maintain throughout the Group a sound system of risk management and internal control governed under Section 246(1) of the Companies Act 2016. In producing this SORMIC Statement, the Board has considered the recommended practices as set out in the Malaysian Code on Corporate Governance which relate to risk management and internal control framework and guided by the Statement on Risk Management and Internal Control : Guidelines for Directors of Listed Issuers issued by the Taskforce of Internal Control with the support and endorsement of Bursa Securities ("**Guidelines**").

THE BOARD'S RESPONSIBILITIES

As the Group operates in a dynamic business environment, sound risk management and internal control systems must be in place to help the Group to achieve its business objectives. The Board acknowledges its responsibility in maintaining a sound and effective risk management and internal control system to safeguard shareholders' investment and the Group's assets.

RISK MANAGEMENT FRAMEWORK

The Board is assisted by the Audit and Risk Management Committee ("**ARMC**") to oversee the Group's overall risk management framework and processes to ensure that they remain relevant for use, and monitors the effectiveness of risk treatment / mitigation plans for the management and control of the key risks.

These processes are in place for identifying, evaluating, monitoring and managing significant risks that may impede the achievement of the Group's business and corporate objectives.

Annually, the ARMC shall seek assurance from the Management that the Company has complied with their appropriate risk management framework; and it was effective and adequate systems of internal control are in place to address these risks.

RISK MANAGEMENT

The Group has an ongoing process for identifying, evaluating and managing the significant risks faced by the Group throughout the FYE 2024. This is to ensure that all high risks are adequately addressed at various levels within the Group. Risk management is embedded in the Group's management system and it is every employee's responsibility. The Group firmly believes that risk management is critical for the Group's continued profitability and the enhancement of shareholder value. The risk profile of the Group was established during risk mapping and assessment sessions. The risk responses and internal controls that the Management has taken and/or is taking are documented in the risk templates. For each of the risks identified, a risk owner is assigned to ensure appropriate risk response actions are carried out and the implementation of the actions are being closely monitored.

The Board regards risk management as an integral part of the Group's business operations and has oversight over this critical area through the ARMC. The ARMC provides an independent assessment of the effectiveness of the Group's Enterprise Risk Management ("**ERM**") framework and reports to the Board annually. The Group's ERM is consistent with the ERM framework and involves systematically identifying, analysing, measuring, monitoring and reporting on the risks that may affect the achievement of its business objectives. This framework helps to reduce the uncertainties surrounding the Group's internal and external environment.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

RISK MANAGEMENT (CONT'D)

The ERM process is based on the following principles:

- Consider and manage risks enterprise-wide;
- Integrate risk management into business activities;
- Manage risk in accordance with the Risk Management framework;
- Tailor responses to business circumstances; and
- Communicate risks and responses to Management.

During the FYE 2024, the following risk management activities were carried out:

- Risk review and update by the respective Heads of Departments, where key risks identified were rated in terms of likelihood of the risk occurring and its impact should the risk occur;
- Update of the Group's risk profile based on risk review and update;
- The results of the risk review and update were reported to the ARMC; and
- ARMC reports to the Board.

The Board recognises the importance of effective ERM in enhancing shareholder value while upholding a high standard of corporate governance. Combining a strong and sustained commitment from the Board and Senior Management with a clear direction and oversight from all levels of leadership, the Group embraces a holistic risk management approach to achieve its business targets with minimal surprises. The abovementioned risk management practices of the Group serve as the on-going process used to identify, evaluate and manage significant risks for the FYE 2024 and up to the date of approval of this SORMIC Statement.

Monitoring Activities

During the FYE 2024, the following monitoring activities were undertaken by the ARMC to provide assurance on the effectiveness of risk management and internal controls:

- a) The Board through the ARMC has reviewed the risk management updates as well as the progress of compliance status of the internal control and risk management system; and
- b) The ARMC has reviewed the process and compliance, exceptions identified by external auditors and internal auditors on a periodic basis. The implementation of the recommendations is tracked and reported to the ARMC on a periodic basis.

The Management has taken the necessary actions to remediate weaknesses identified for the FYE 2024. The Board and senior leadership continuously assess the effectiveness of monitoring activities over risks and take measures to strengthen our risk management and internal control environment.

INTERNAL AUDIT FUNCTION

The Board has engaged a professional service firm to assist the Board in reviewing and strengthening the Group systems of internal control. The Internal Audit Function reports to the ARMC directly and has organised its work covering the conduct of the audit planning, execution, documentations, communication of findings and consultation with key stakeholders on the internal audit findings. ARMC approves the internal audit plan and monitors the progress of the audit periodically. The results of the internal audit reviews are reported to ARMC and ARMC will subsequently report to Board for further review. A follow-up review will also be conducted to ensure that recommendations for improvement are implemented by Management accordingly. Further details of the internal audit function are set out in the ARMC Report included in this Annual Report.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

OTHER KEY ELEMENTS OF THE GROUP'S CONTROL ENVIRONMENT

Apart from risk management and internal audit, the Board has put in place the following pertinent measures to strengthen the internal control systems of the Group:

- (1) Documented policies and procedures are in place for key operating processes;
- (2) Structured organisation chart and clear lines of reporting and responsibilities is maintained to enforce accountability. Line of authority is clearly defined and communicated to all staffs;
- (3) Quarterly meetings are held between ARMC and Management to review the financial results and to discuss new updates on regulatory, accounting and tax, if any;
- (4) Regular meetings between Executive Directors and Management to understand the achievements and challenges relating to productivity, progression of projects, quality control, defects and complaints in order to decide on necessary action plans timely;
- (5) Budgeted project costing and cash flow are prepared to monitor the cost and to prevent any significant mismatch of cash inflows and outflows;
- (6) Review and approval of investment and corporate exercise by the Board and ARMC;
- (7) Review of related party transactions; and
- (8) ARMC's review of the quarterly financial reports, annual financial statements and internal audit reports. Discussions with Management were held to deliberate on actions to be taken to address internal control matters identified by the Internal Auditors.

MANAGEMENT RESPONSIBILITIES AND ASSURANCE

In accordance with the Guidelines, Management is responsible to highlight risks relevant to the business of the Group's objectives and strategies; implementing and maintaining sound systems of risk management and internal control; and monitoring and reporting to the Board of significant control deficiencies and changes in risks that could significantly affect the Group achievement of its objectives and performance. For the FYE 2024, the Board has received assurance from Executive Chairperson and Executive Director that, to the best of their knowledge that the Group's risk management and internal control systems are operating adequately and effectively, in all material respects.

REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

Pursuant to paragraph 15.23 of the MMLR, the External Auditors have reviewed this SORMIC Statement for inclusion in the annual report for the FYE 2024. Their review was performed in accordance with Audit and Assurance Practice Guide 3: Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report ("AAPG 3") issued by the Malaysian Institute of Accountants. AAPG 3 does not require external auditor to form an opinion on the effectiveness of the Group's risk management and internal control system.

The External Auditors have reported to the Board that nothing has come to their attention that causes them to believe that this SORMIC Statement intended to be included in the annual report of the Group, in all material respects:

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

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

BOARD ASSURANCE AND LIMITATION

For the FYE 2024, there was no material loss resulted from significant control weaknesses that would require disclosure in the Annual Report. The Board is satisfied that the existing level of systems of internal control and risk management are fairly effective to enable the Group to achieve its business objectives. Nevertheless, the Board wishes to advise that systems of risk management and internal control are designed to manage risks to a reasonable level rather than to eliminate the risk of failure to achieve the Group's business objectives. It can therefore only provide reasonable but not absolute assurance against material misstatement or financial losses or fraud.

This SORMIC Statement is made in accordance with the resolution of the Board dated 26 July 2024.

NOMINATION COMMITTEE STATEMENT

The Board of Directors (“**Board**”) of Kerjaya Prospek Property Berhad (“**Company**”) is pleased to present the report of its Nomination Committee for the financial year ended 31 March 2024.

Paragraph 15.08A(3) of the Main Market Listing Requirements requires a listed issuer to provide in its annual report, a statement about the activities of the Nomination Committee in the discharge of its duties of the financial year.

Described in this report, is the Nomination Committee’s statement reporting its activities for the financial year.

Others information on Nomination Committee matters, board appointment and board performance evaluation can be found in the Corporate Governance Overview Statement contained in this Annual Report.

1. COMPOSITION OF NOMINATION COMMITTEE AND AUTHORITY

The present Nomination Committee comprises three (3) Non-Executive Directors, all of whom are Independent Directors and is chaired by Mr. Kuan Ying Tung.

Chairman	:	Mr. Kuan Ying Tung (Independent Non-Executive Director)
Members	:	Ir. Low Wu Shin (Independent Non-Executive Director)
	:	Mr. Tee Sun Ee (Independent Non-Executive Director)

The Nomination Committee’s terms of reference set out its roles and responsibilities. The Nomination Committee is primarily responsible for assisting the Board in establishing board nomination policy and examining/recommending the skills and characteristics required of board candidates, assessing the recommended candidates to fill vacancies on the board which require the Board’s approval; assessing and evaluating the performance of the Board and individual directors’ effectiveness on an annual basis; and reviewing the independence element on the Board annually.

A copy of the Nomination Committee’s terms of reference is made available at the Company’s website at www.kpproperty.com.my.

2. ACTIVITIES OF THE NOMINATION COMMITTEE

The annual principal functions of the Nomination Committee is to assess and review the performance of the Board, Board of Directors and Board Committees and to consider the appropriate size and composition of the Board. The underlying policy in determining the size and composition of the Board is based on the consideration of the complexity and scale of operations of the Company and the Group, the Board balance and the Board’s capacity to discharge its responsibilities effectively.

Following are the summary of the review activities and the criteria and processes carried out by the Nomination Committee during the financial year ended 31 March 2024 (“**Financial Year**”) up to the date of issuance of this Annual Report:-

i. Review of the Performance and Effectiveness of the Board, Board Committees and Individual Directors

The effectiveness of the Board and Board Committees were assessed in the areas of board structure/mix, decision making and boardroom participation and activities, meeting administration and conducts, skill and competencies and role and responsibilities whilst the performance of the individual Directors are assessed in the areas of contribution and interaction with peers, quality of the input of the Directors and their understanding of their respective roles.

NOMINATION COMMITTEE STATEMENT (CONT'D)

2. ACTIVITIES OF THE NOMINATION COMMITTEE (CONT'D)

i. Review of the Performance and Effectiveness of the Board, Board Committees and Individual Directors (cont'd)

During the assessment exercise, the Directors will be given a performance evaluation sheet for Individual Director Self/Peer Evaluation and Board Evaluation to complete. In addition, Directors who are members of the Board Committees are given additional performance evaluation sheets for the respective Board Committees to complete. In view that the Nomination Committee members are also members of the Remuneration Committee and the Audit and Risk Management Committee, the assessment of the effectiveness and performances of the Nomination Committee, Remuneration Committee and the Audit and Risk Management Committee are carried out by the Board with the members of the respective committees abstained from deliberation.

During the Financial Year, the Nomination Committee had at its meeting held on 26 July 2023 reviewed the summary of the performance results of the annual board assessment for the financial year 31 March 2023 and concluded that:-

- (a) The term of office of the Audit and Risk Management Committee was adequate and agreed for it to be remained status quo for the time being.
- (b) The performance of the Board as assessed by each Director was found to be satisfactory. The overall impression of the board structure was conducive.
- (c) The performance of all the individual directors were satisfactory.

ii. Annual Independence Assessment

Presently, none of the Independent Directors had served the Board for a cumulative term of beyond nine (9) years.

On an annual basis, the Nomination Committee will review the independence of the Independent Directors. Criteria for assessment of independence are primarily based on the requirements and definition of "independent director" as set out in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the integrity and objectivity of the independent director in discharging his duties.

On 26 July 2023, the Nomination Committee conducted the said assessment on the Independent Directors. Based on the assessment, the Nomination Committee concluded that to the best of its knowledge, the independent directors were free from influence which could interfere with their ability to exercise impartial judgment on key deliberations and decisions.

iii. Evaluation of Directors Standing for Re-Election at the Forthcoming Annual General Meeting

In recommending the Directors for re-election to the Board, the Nomination Committee would refer to the individual Directors' annual assessment result to ensure that the feedback given and scoring achieved by the relevant directors who are retiring by rotation are satisfactory. The assessment took into consideration the criteria set out in the Directors' Fit and Proper Policy, a copy of which is available on the Company's website at www.kpproperty.com.my.

The above evaluation was carried out by the Nomination Committee on 26 July 2023 based on the individual performance assessment for the financial year ended 31 March 2023.

NOMINATION COMMITTEE STATEMENT (CONT'D)

2. ACTIVITIES OF THE NOMINATION COMMITTEE (CONT'D)

iv. Terms of Reference (“TOR”) of Nomination Committee

The Nomination Committee had reviewed and updated the TOR of Nomination Committee to ensure that it is in line with the Main Market Listing Requirement and the Malaysian Code on Corporate Governance and recommended the proposed changes to the Board for approval.

The TOR of the Nomination Committee can be viewed at the Company’s website at www.kpproperty.com.my.

v. Nomination of Appointment of Chief Executive Officer

The Nomination Committee had assessed the following nomination of appointment of Chief Executive Officer (“CEO”) proposed by the senior management before recommending it to the Board for approval:-

Date	Name	Designation
10.7.2023	Joanne Lee Sor Phaik	Chief Executive Officer

The said assessment was carried out in accordance with the newly Board-adopted Fit & Proper Policy which sets out the approach, guidelines and procedures for the assessment of the fitness and propriety for the appointment of the Key Responsible Person of the Group.

In evaluating the suitability of the candidate, the Nomination Committee considers, inter-alia, her background, personal qualities, knowledge, fit and proper criteria (integrity, competency, experience, commitment (including time commitment), potential contribution to the Group, the current and future needs of the Group, and any existing or potential conflict of interest that could affect the execution of the role as a CEO.

This is consistent with the Group’s practice of being an equal opportunity employer where all appointments and employments are based strictly on merit and are not driven by any racial or gender bias.

OTHER INFORMATION

UTILISATION OF PROCEEDS

The Company did not raised fund through any corporate proposal during the financial year ended 31 March 2024.

AUDIT AND NON-AUDIT FEES

The amount of audit and non-audit fees paid or payable to the External Auditors by the Company and its subsidiaries for the financial year ended 31 March 2024 are as follows:-

	The Company (RM)	The Group (RM)
Audit fees	47,000	239,000
Non-audit fees	9,000	9,000
Purpose of non-audit fees	Review of Statement on Risk Management and Internal Control	Review of Statement on Risk Management and Internal Control

MATERIAL CONTRACTS

There is no material contract entered into by the Company and its subsidiaries involving the Directors' and major shareholders' interest, either still subsisting at the end of the financial year ended 31 March 2024 or entered into since the end of the previous financial year.

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

The recurrent related party transactions of a revenue or trading nature of the Group conducted pursuant to the shareholders' mandate during the financial year ended 31 March 2024 are as follows:

Transacting Parties	Interested Related Parties	Nature of Transaction	Aggregate Value (RM'000)
Kerjaya Prospek Property Berhad and its subsidiaries Kerjaya Prospek Group Berhad and its subsidiaries	Datuk Tee Eng Ho Dato' Tee Eng Seng Datin Toh Siew Chuon Jawawana Sdn. Bhd. Kerjaya Prospek Group Berhad and its subsidiaries Egovision Sdn. Bhd. Amazing Parade Sdn. Bhd.	Supply of light fittings, kitchen cabinetry, hardware and all sorts of construction and building materials, provision of interior design works and masonry works by Kerjaya Prospek Property Berhad and its subsidiaries to Kerjaya Prospek Group Berhad and its subsidiaries and vice versa.	-
		Provision of general building and construction works by Kerjaya Prospek Property Berhad and its subsidiaries to Kerjaya Prospek Group Berhad and its subsidiaries and vice versa.	115,480
		Utilities charges, maintenance charges and other related services, which including but not limited to secondment of staffs, renting of machineries, renting of premises, provision of hospitality services and provision of property management services by Kerjaya Prospek Property Berhad and its subsidiaries to Kerjaya Prospek Group Berhad and its subsidiaries and vice versa.	234

OTHER INFORMATION (CONT'D)

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

The recurrent related party transactions of a revenue or trading nature of the Group conducted pursuant to the shareholders' mandate during the financial year ended 31 March 2024 are as follows: (cont'd)

Transacting Parties	Interested Related Parties	Nature of Transaction	Aggregate Value (RM'000)
Kerjaya Prospek Property Berhad and its subsidiaries Dato' Tee Eng Seng Datin Toh Siew Chuon Dekad Intelek Sdn. Bhd.	Datuk Tee Eng Ho Dato' Tee Eng Seng Datin Toh Siew Chuon Jawawana Sdn. Bhd. Dekad Intelek Sdn. Bhd.	Renting of premises by Dato' Tee Eng Seng, Datin Toh Siew Chuon and Dekad Intelek Sdn. Bhd. to Kerjaya Prospek Property Berhad and its subsidiaries.	493
Kerjaya Prospek Property Berhad and its subsidiaries Eastern & Oriental Berhad and its subsidiaries	Datuk Tee Eng Ho Dato' Tee Eng Seng Datin Toh Siew Chuon Jawawana Sdn. Bhd. Eastern & Oriental Berhad and its subsidiaries Amazing Parade Sdn. Bhd.	Renting of premises by Kerjaya Prospek Property Berhad and its subsidiaries to Eastern & Oriental Berhad and its subsidiaries and vice versa.	–

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DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2024

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 March 2024.

PRINCIPAL ACTIVITIES

The Company is principally engaged in investment holding activities whilst the principal activities of the subsidiaries are as stated in Note 6 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

ULTIMATE HOLDING COMPANY

The Directors regard Javawana Sdn. Bhd., a company incorporated in Malaysia as the ultimate holding company during the financial year and until the date of this report.

SUBSIDIARIES

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

RESULTS

	Group RM'000	Company RM'000
Profit for the financial year attributable to:		
Owners of the Company	93,148	187,484
Non-controlling interests	19	–
	<hr/> 93,167	<hr/> 187,484

RESERVES AND PROVISIONS

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

DIVIDENDS

Since the end of the previous financial year, the amount of dividends paid by the Company and declared by the Directors were as follows:

	Company RM'000
i) In respect of the financial year ended 31 March 2023 as reported in the Directors' Report of that year:	
• a third interim dividend of 1.0 sen per ordinary share declared on 26 May 2023 and paid on 4 July 2023	3,676
	<hr/> 3,676

DIRECTORS' REPORT (CONT'D)

DIVIDENDS (CONT'D)

Since the end of the previous financial year, the amount of dividends paid by the Company and declared by the Directors were as follows (cont'd):

	Company RM'000
ii) In respect of the financial year ended 31 March 2024:	
• first interim dividend of 1.0 sen per ordinary share declared on 25 August 2023 and paid on 2 October 2023; and	3,676
• second interim dividend of 1.0 sen per ordinary share declared on 23 February 2024 and paid on 29 March 2024	5,076
	<hr/> 8,752
iii) After the end of the reporting period, the following dividend was proposed and approved by the Directors. This dividend will be recognised in subsequent financial period upon approval by the owners of the Company:	
• a third interim dividend of 1.0 sen per ordinary share declared on 27 May 2024 and paid on 2 July 2024	5,076
	<hr/>

DIRECTORS OF THE COMPANY

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

Datin Toh Siew Chuon
 Ir. Low Wu Shin
 Kuan Ying Tung
 Dato' Tee Eng Seng
 Tee Sun Ee

DIRECTORS OF THE SUBSIDIARIES

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

Datuk Tee Eng Ho
 Datin Toh Siew Chuon
 Dato' Tee Eng Seng
 Yong Kah Hu

DIRECTORS' REPORT (CONT'D)

DIRECTORS' INTERESTS IN SHARES

The interests and deemed interests in the shares and options over shares of the Company and of its related corporations (other than wholly-owned subsidiaries) of those who were Directors at the financial year end as recorded in the Register of Directors' Shareholdings are as follows:

	Number of ordinary shares				At 31.3.2024
	At 1.4.2023	Bought	Converted from RCPS	Sold	
<i>Shareholdings in the ultimate holding company which Directors have interest</i>					
Datin Toh Siew Chuon					
– Direct interest	2,500,000	–	–	–	2,500,000
– Deemed interest*	2,500,000	–	–	–	2,500,000
Dato' Tee Eng Seng					
– Direct interest	5,000,000	–	–	–	5,000,000
<i>Shareholdings in the Company which Director have direct interests</i>					
Tee Sun Ee	207,300	–	–	–	207,300
<i>Shareholdings in the Company which Directors have deemed interests</i>					
Datin Toh Siew Chuon	225,850,048 [#]	–	140,000,000 [#]	–	365,850,048 [#]
Dato' Tee Eng Seng	225,850,048 [#]	–	140,000,000 [#]	–	365,850,048 [#]
<i>Shareholdings in Desanda Property Sdn. Bhd., a subsidiary, which Directors have interests</i>					
Datin Toh Siew Chuon					
– Deemed interest*	125,000	–	–	–	125,000
Dato' Tee Eng Seng					
– Direct interest	125,000	–	–	–	125,000
Number of redeemable convertible preference shares					
	At 1.4.2023	Bought	Converted from RCPS	Sold	At 31.3.2024
<i>Shareholdings in the Company which Directors have deemed interests</i>					
Datin Toh Siew Chuon	2,618,054,651 [#]	–	(700,000,000) [#]	–	1,918,054,651 [#]
Dato' Tee Eng Seng	2,618,054,651 [#]	–	(700,000,000) [#]	–	1,918,054,651 [#]

* Datuk Tee Eng Ho is the spouse of Datin Toh Siew Chuon. In accordance with the Companies Act 2016, the direct interests and deemed interests of Datuk Tee Eng Ho in the shares of the Company and of its related corporations shall also be treated as the interests of Datin Toh Siew Chuon.

Deemed interested by virtue of their interest in Jawawana Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.

DIRECTORS' REPORT (CONT'D)

DIRECTORS' INTERESTS IN SHARES (CONT'D)

By virtue of their interests of more than 20% in the shares of the Company, Datin Toh Siew Chuon and Dato' Tee Eng Seng are also deemed interested in the shares of the subsidiaries during the financial year to the extent that Kerjaya Prospek Property Berhad has an interest.

None of the other Directors holding office at 31 March 2024 had any interest in the ordinary shares of the Company and of its related corporations during the financial year.

DIRECTORS' BENEFITS

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than those shown 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.

There were no arrangements during and at the end of the financial year which had the object of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

DIRECTORS' REMUNERATION

The details of the remuneration paid by the Group and the Company to Directors of the Group and the Company who served during the financial year in respect of the financial year ended 31 March 2024 are as follows:

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Directors of the Company:				
- Fees	138	138	138	138
- Remuneration	1,835	1,669	19	21
	1,973	1,807	157	159
Other Directors of the Group:				
- Remuneration	942	858	-	-
	2,915	2,665	157	159

ISSUE OF SHARES AND DEBENTURES

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

DIRECTORS' REPORT (CONT'D)

TREASURY SHARES

During the financial year, the Company repurchased 15,800,000 of its issued shares from the open market at an average price of RM0.60 per share. The total consideration paid for the repurchase of shares was RM9,461,921 (2023: RM7,239,734) excluding transaction costs of RM28,940 (2023: RM28,236) and was financed by internally generated funds. The shares repurchased are being held as treasury shares in accordance with Section 127 of the Companies Act 2016.

At 31 March 2024, the Company held 32,500,800 of its 540,142,339 issued ordinary shares as treasury shares with carrying amount of RM20,262,753. Further details are disclosed in Note 14 to the financial statements.

OPTIONS GRANTED OVER UNISSUED SHARES

No options were granted to any person to take up unissued shares of the Company during the financial year.

INDEMNITY AND INSURANCE COSTS

During the financial year, the total amount of indemnity sum insured and premium paid for Directors and Officers of the Company and its subsidiaries are RM10,000,000 and RM14,250 respectively. There is no indemnity given to or insurance effected for auditors of the Company.

OTHER STATUTORY INFORMATION

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

- i) there are no bad debts to be written off and no provision needs to be made for doubtful debts, and
- ii) any current assets which were unlikely to be realised in the ordinary course of business have been written down to an amount which they might be expected so to realise.

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

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

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

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

DIRECTORS' REPORT (CONT'D)

OTHER STATUTORY INFORMATION (CONT'D)

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

In the opinion of the Directors, the financial performance of the Group and of the Company for the financial year ended 31 March 2024 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

SUBSEQUENT EVENTS

The subsequent event is disclosed in Note 29 to the financial statements.

AUDITORS

The auditors, KPMG PLT, have indicated their willingness to accept re-appointment.

The total auditors' remuneration of the Group and of the Company during the year are RM248,000 and RM56,000 respectively.

Further details of auditors' remuneration are set out in Note 22 to the financial statements.

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

.....
Datin Toh Siew Chuon
Director

.....
Dato' Tee Eng Seng
Director

Petaling Jaya

Date: 26 July 2024

STATEMENTS OF FINANCIAL POSITION

AS AT 31 MARCH 2024

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Assets					
Property, plant and equipment	3	400,513	310,588	–	–
Right-of-use assets	4	1,680	1,715	–	–
Investment properties	5	14,360	14,922	–	–
Investments in subsidiaries	6	–	–	692,043	480,847
Investment in a joint venture	7	–	–	–	–
Land held for property development	8	290,929	282,314	–	–
Trade and other receivables	11	9,689	–	–	–
Total non-current assets		717,171	609,539	692,043	480,847
<hr/>					
Inventories	9	214,746	255,184	–	–
Contract assets	10	28,838	–	–	–
Contract costs	10	5,335	19,793	–	–
Trade and other receivables	11	32,477	26,650	84	60,544
Current tax assets		6,051	6,764	–	–
Prepayments		3,053	2,573	26	25
Cash and cash equivalents	12	90,704	158,012	1,924	198
		381,204	468,976	2,034	60,767
Asset classified as held for sale	13	–	254	–	–
Total current assets		381,204	469,230	2,034	60,767
<hr/>					
Total assets		1,098,375	1,078,769	694,077	541,614

STATEMENTS OF FINANCIAL POSITION (CONT'D)

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Equity					
Share capital		337,323	282,165	337,323	282,165
Treasury shares		(20,263)	(10,801)	(20,263)	(10,801)
Redeemable Convertible Preference Shares ("RCPS")		145,005	197,925	145,005	197,925
Reserves		246,099	165,379	225,385	50,329
Total equity attributable to owners of the Company					
	14	708,164	634,668	687,450	519,618
Non-controlling interests		227	305	-	-
Total equity		708,391	634,973	687,450	519,618
Liabilities					
Trade payables	17	27,879	25,246	-	-
Loans and borrowings	15	182,739	172,954	-	-
Deferred tax liabilities	16	28,840	27,585	-	-
Redeemable Convertible Preference Shares ("RCPS")		-	6,210	-	6,210
Total non-current liabilities		239,458	231,995	-	6,210
Current liabilities					
Trade and other payables	17	99,564	92,150	1,860	7,429
Redeemable Convertible Preference Shares ("RCPS")		4,767	8,357	4,767	8,357
Contract liabilities	10	-	81,205	-	-
Loans and borrowings	15	35,215	23,382	-	-
Current tax liabilities		10,980	6,707	-	-
Total current liabilities		150,526	211,801	6,627	15,786
Total liabilities		389,984	443,796	6,627	21,996
Total equity and liabilities		1,098,375	1,078,769	694,077	541,614

The notes on pages 92 to 143 form an integral part of these financial statements.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2024

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Revenue	18	337,064	370,624	188,560	20,000
Cost of sales		(189,785)	(232,208)	–	–
Gross profit		147,279	138,416	188,560	20,000
Other income		2,109	2,177	–	78
Distribution expenses		(5,541)	(1,253)	–	–
Administrative expenses		(20,874)	(16,950)	(554)	(574)
Other expenses		(4,643)	(4,357)	–	–
Results from operating activities		118,330	118,033	188,006	19,504
Finance income	19	2,886	4,824	310	7
Finance costs	20	(832)	(1,416)	(832)	(1,416)
Share of loss of joint venture, net of tax		*	–	–	–
Profit before tax		120,384	121,441	187,484	18,095
Tax expense	21	(27,217)	(29,925)	–	–
Profit and total comprehensive income for the year	22	93,167	91,516	187,484	18,095
Profit attributable to:					
Owners of the Company		93,148	91,512	187,484	18,095
Non-controlling interests		19	4	–	–
Profit for the year		93,167	91,516	187,484	18,095
Total comprehensive income attributable to:					
Owners of the Company		93,148	91,512	187,484	18,095
Non-controlling interests		19	4	–	–
Total comprehensive income for the year		93,167	91,516	187,484	18,095
Earnings per ordinary share (sen)					
- Basic	23	23.47	23.10		
- Diluted	23	11.93	9.95		

* Amount less than RM1,000.

The notes on pages 92 to 143 form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH 2024

	Attributable to owners of the Company		Distributable		Non-controlling interests RM'000	Total equity RM'000
	Share capital RM'000	Treasury shares RM'000	RCPS RM'000	Reverse acquisition reserve RM'000		
Group						
At 1 April 2022	282,165	(3,561)	197,925	(323,920)	405,550	558,159
Profit and total comprehensive income for the year	-	-	-	-	91,512	91,512
Contributions by and distributions to owners of the Company:						
- Own shares acquired	-	(7,240)	-	-	-	(7,240)
- Dividends	-	-	-	-	(7,763)	(7,763)
Total transactions with owners of the Company	-	(7,240)	-	-	(7,763)	(15,003)
At 31 March 2023/1 April 2023	282,165	(10,801)	197,925	(323,920)	489,299	634,668
Profit and total comprehensive income for the year	-	-	-	-	93,148	93,148
Contributions by and distributions to owners of the Company:						
- Own shares acquired	-	(9,462)	-	-	-	(9,462)
- Dividends to owners of the Company	-	-	-	-	(12,428)	(12,428)
- Conversion of RCPS	55,158	-	(52,920)	-	-	2,238
Dividends to non-controlling interests	55,158	(9,462)	(52,920)	-	(12,428)	(19,652)
Total transactions with owners of the Company	55,158	(9,462)	(52,920)	-	(12,428)	(19,652)
At 31 March 2024	337,323	(20,263)	145,005	(323,920)	570,019	708,164
	Note 14.1	Note 14.2	Note 14.3	Note 14.4		
					227	708,391

The notes on pages 92 to 143 form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH 2024

	Note	/----- Attributable to owners of the Company -----/				Total RM'000
		Share capital RM'000	Treasury shares RM'000	RCPS RM'000	Distributable Retained earnings RM'000	
Company						
At 1 April 2022		282,165	(3,561)	197,925	39,997	516,526
Profit and total comprehensive income for the year		-	-	-	18,095	18,095
<i>Contributions by and distributions to owners of the Company:</i>						
- Own shares acquired	14.2	-	(7,240)	-	-	(7,240)
- Dividends	24	-	-	-	(7,763)	(7,763)
		-	(7,240)	-	(7,763)	(15,003)
At 31 March 2023/1 April 2023		282,165	(10,801)	197,925	50,329	519,618
Profit and total comprehensive income for the year		-	-	-	187,484	187,484
<i>Contributions by and distributions to owners of the Company:</i>						
- Own shares acquired	14.2	-	(9,462)	-	-	(9,462)
- Dividends	24	-	-	-	(12,428)	(12,428)
- Conversion of RCPS		55,158	-	(52,920)	-	2,238
		55,158	(9,462)	(52,920)	(12,428)	(19,652)
At 31 March 2024		337,323	(20,263)	145,005	225,385	687,450
			Note 14.1	Note 14.2	Note 14.3	

The notes on pages 92 to 143 form an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2024

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Cash flows from operating activities					
Profit before tax		120,384	121,441	187,484	18,095
<i>Adjustments for:</i>					
<i>Depreciation of:</i>					
- property, plant and equipment	3	4,018	3,777	-	-
- right-of-use assets	4	35	35	-	-
- investment properties	5	375	395	-	-
Write-off of property, plant and equipment	3	-	123	-	-
Write-off of investment properties	5	187	-	-	-
Finance costs	20	832	1,416	832	1,416
Finance income	19	(2,886)	(4,824)	(310)	(7)
Gain on disposal of investment properties	22	-	(266)	-	-
Loss on disposal of asset classified as held for sale	22	4	-	-	-
Gain on liquidation of a subsidiary	22	-	-	-	(78)
Share of loss of joint venture, net of tax		*	-	-	-
Operating profit before changes in working capital					
in working capital		122,949	122,097	188,006	19,426
Inventories		40,878	90,988	-	-
Contract assets		(28,838)	-	-	-
Contract costs		14,458	2,607	-	-
Contract liabilities		(81,205)	(16,362)	-	-
Trade and other payables		10,554	(12,960)	(5,062)	4,217
Trade and other receivables and prepayments		(15,996)	16,044	60,459	(14)
Cash generated from operations					
		62,800	202,414	243,403	23,629
Interest paid		(5,394)	(4,607)	-	-
Interest received		2,886	4,824	310	7
Net income tax paid		(20,976)	(21,884)	-	-
Net cash from operating activities					
		39,316	180,747	243,713	23,636

* Amount less than RM1,000.

STATEMENTS OF CASH FLOWS (CONT'D)

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Cash flows from investing activities					
Addition of property, plant and equipment	3	(90,793)	(38,310)	–	–
Acquisition of land held for property development		(6,811)	(43,708)	–	–
Proceeds from disposal of investment property		–	300	–	–
Proceeds from disposal of asset classified as held for sale		250	–	–	–
Increase in investments in subsidiaries	6	–	–	(211,196)	–
Net cash used in investing activities		(97,354)	(81,718)	(211,196)	–
Cash flows from financing activities					
Repurchase of treasury shares	14.2	(9,462)	(7,240)	(9,462)	(7,240)
Drawdown/(Repayment) of revolving credit	15.2	10,000	(10,000)	–	–
Drawdown/(Repayment) of term loans	15.2	11,618	(33,496)	–	–
Payment of RCPS dividend		(8,901)	(8,901)	(8,901)	(8,901)
Dividends paid to owners of the Company		(12,428)	(7,763)	(12,428)	(7,763)
Dividends paid to non-controlling interests		(97)	–	–	–
Net cash used in financing activities		(9,270)	(67,400)	(30,791)	(23,904)
Net (decrease)/increase in cash and cash equivalents		(67,308)	31,629	1,726	(268)
Cash and cash equivalents at 1 April		158,012	126,383	198	466
Cash and cash equivalents at 31 March	12	90,704	158,012	1,924	198

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

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Included in net cash from operating activities					
Payment relating to short-term leases	22	290	214	–	–
		290	214	–	–

The notes on pages 92 to 143 form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

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

Principal place of business

C-30-01 & C-31-01
Menara Vista Petaling
137, Jalan Puchong
58200 Kuala Lumpur

Registered office

802, 8th Floor
Block C, Kelana Square
17, Jalan SS 7/26
47301 Petaling Jaya
Selangor

The consolidated financial statements of the Company as at and for the financial year ended 31 March 2024 comprises of the Company and its subsidiaries (together referred to as the “Group” and individually referred to as “Group entities”) and the Group’s interest in a joint venture. The consolidated financial statements of the Company as at and for the financial year ended 31 March 2024 do not include other entities.

The Company is principally engaged in investment holding activities whilst the principal activities of the subsidiaries are as stated in Note 6 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

The Directors regard Javawana Sdn. Bhd., a company incorporated in Malaysia as the ultimate holding company during the financial year and until the date of this report.

These financial statements were authorised for issue by the Board of Directors on 26 July 2024.

1. BASIS OF PREPARATION

(a) Statement of compliance

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

The following are accounting standard and amendments of the MFRSs that have been issued by the Malaysian Accounting Standards Board (“MASB”) but have not been adopted by the Group and the Company:

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2024

- Amendments to MFRS 16, *Leases – Lease Liability in a Sale and Leaseback*
- Amendments to MFRS 101, *Presentation of Financial Statements – Non-current Liabilities with Covenants and Classification of Liabilities as Current or Non-current*
- Amendments to MFRS 107, *Statement of Cash Flows* and MFRS 7, *Financial Instruments: Disclosures – Supplier Finance Arrangements*

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2025

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

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

1. BASIS OF PREPARATION (CONT'D)

(a) Statement of compliance (cont'd)

MFRS Accounting Standards, interpretations and amendments effective for annual periods beginning on or after 1 January 2026

- Amendments to MFRS 9, *Financial Instruments* and MFRS 7, *Financial Instruments: Disclosures – Classification and Measurement of Financial Instruments*

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2027

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

MFRSs, interpretations and amendments effective for annual periods beginning on or after a date yet to be confirmed

- Amendments to MFRS 10, *Consolidated Financial Statements* and MFRS 128, *Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The Group and the Company plan to apply the abovementioned accounting standards and amendments, where applicable:

- from the annual period beginning on 1 April 2024 for those accounting standards, interpretations and amendments that are effective for annual periods beginning on or after 1 January 2024.
- from the annual period beginning on 1 April 2025 for those accounting standards, interpretations and amendments that are effective for annual periods beginning on or after 1 January 2025.
- from the annual period beginning on 1 April 2026 for those accounting standards, interpretations and amendments that are effective for annual periods beginning on or after 1 January 2026.
- from the annual period beginning on 1 April 2027 those accounting standards, interpretations and amendments that are effective for annual periods beginning on or after 1 January 2027.

The initial application of the applicable accounting standard and amendments is not expected to have any material financial impact to the current period and prior period financial statements of the Group and the Company.

(b) Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis.

(c) Functional and presentation currency

These financial statements are presented in Ringgit Malaysia ("RM"), which is the Group's and the Company's functional currency. All financial information is presented in RM and has been rounded to the nearest thousand, unless otherwise stated.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

1. BASIS OF PREPARATION (CONT'D)

(d) Use of estimates and judgements

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

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the 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 9.2 and 10 – estimation revenue and budgeted costs for property development projects

The management estimates revenue and budgeted costs for property development projects based on the following key assumptions:

- Revenue on property development projects have been projected based on the estimated selling price of the units; and
- The property development costs have been projected based on prevailing cost of construction and such costs are reviewed on an ongoing basis.
- Note 26.4 – measurement of expected credit loss (“ECL”)

The management applies judgement to determine that financial instruments of the Group and of the Company are recognised and measured in accordance with the accounting standard, MFRS 9.

2. CHANGES IN MATERIAL ACCOUNTING POLICIES

2.1 Material accounting policy information

The Group and the Company also adopted amendments to MFRS 101, *Presentation of Financial Statements* and MFRS Practice Statement 2 – *Disclosures of Accounting Policies* from 1 January 2023. The amendments require the disclosure of ‘material’, rather than ‘significant’, accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity-specific accounting policy information that users need to understand other information in the financial statements.

Although the amendments did not result in any changes to the Group’s accounting policies, it impacted the accounting policy information disclosed in the financial statements. The material accounting policy information is disclosed in the respective notes to the financial statements where relevant.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. PROPERTY, PLANT AND EQUIPMENT

Group	Note	/-----Freehold -----/		Furniture and fittings	Computer equipment	Office and operating equipment	Renovation	Motor vehicles	Asset under construction	Total
		Land	Buildings							
Cost										
At 1 April 2022		62,375	154,358	835	1,697	2,604	21	934	75,072	297,896
Additions		-	-	46	57	537	-	-	39,940	40,580
Write-off		-	-	-	-	(123)	-	-	-	(123)
At 31 March 2023/ 1 April 2023		62,375	154,358	881	1,754	3,018	21	934	115,012	338,353
Additions		-	-	159	340	1,061	80	536	91,767	93,943
At 31 March 2024		62,375	154,358	1,040	2,094	4,079	101	1,470	206,779	432,296
Depreciation										
At 1 April 2022		-	20,351	594	1,232	1,357	21	433	-	23,988
Depreciation for the year		-	3,147	56	159	281	-	134	-	3,777
At 31 March 2023/ 1 April 2023		-	23,498	650	1,391	1,638	21	567	-	27,765
Depreciation for the year		-	3,147	66	184	384	16	221	-	4,018
At 31 March 2024		-	26,645	716	1,575	2,022	37	788	-	31,783
Carrying amounts										
At 1 April 2022		62,375	134,007	241	465	1,247	-	501	75,072	273,908
At 31 March 2023/ 1 April 2023		62,375	130,860	231	363	1,380	-	367	115,012	310,588
At 31 March 2024		62,375	127,713	324	519	2,057	64	682	206,779	400,513

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

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

3.1 Security

Freehold buildings with carrying amount of RM101,477,946 (2023: RM103,968,000) and asset under construction with carrying amount of RM81,977,000 (2023: RMNil) have been pledged to a licensed bank as security for credit facilities granted to certain subsidiaries (Note 15).

3.2 Borrowing costs

Included in additions of property, plant and equipment is borrowing costs capitalised of RM3,150,000 (2023: RM2,270,000) as disclosed in Note 20 to the financial statements.

3.3 Plant and equipment subject to operating lease

The Group leases its building to third parties with a lease term of 2 to 3 years. As at reporting date, there is no operating lease payment to be received by the Company.

The following are recognised in profit or loss:

	2024 RM'000	2023 RM'000
Rental income	885	794

3.4 Material accounting policy information

(a) Recognition and measurement

Items of property, plant and equipment are measured at cost less any accumulated depreciation and any accumulated impairment losses.

Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

(b) Depreciation

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment from the date that they are available for use. Freehold land is not depreciated. Property, plant and equipment under construction are not depreciated until the assets are ready for their intended use.

The estimated useful lives for the current and comparative periods are as follows:

• Buildings	45 - 50 years
• Furniture and fittings	8 - 10 years
• Computer equipment	5 years
• Office and operating equipment	5 - 10 years
• Renovation	2 - 10 years
• Motor vehicles	5 - 6 years

Depreciation methods, useful lives and residual values are reviewed at end of the reporting period, and adjusted as appropriate.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

4. RIGHT-OF-USE ASSETS

	Group Buildings RM'000
Cost	
At 1 April 2022/31 March 2023/1 April 2023/31 March 2024	1,759
<hr/>	
Depreciation	
At 1 April 2022	9
Depreciation for the year	35
<hr/>	
At 31 March 2023/1 April 2023	44
Depreciation for the year	35
<hr/>	
At 31 March 2024	79
<hr/>	
Carrying amounts	
At 1 April 2022	1,750
<hr/>	
At 31 March 2023/1 April 2023	1,715
<hr/>	
At 31 March 2024	1,680
<hr/>	

The Group leases a building with a lease term of 82 years, with an option to renew the lease after that date.

4.1 Material accounting policy information

(a) Recognition exemption

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

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

5. INVESTMENT PROPERTIES

	Note	Leasehold land RM'000	Group Buildings RM'000	Total RM'000
Cost				
At 1 April 2022		9,566	6,434	16,000
Transfer to asset classified as held for sale	5.3,13	–	(298)	(298)
Disposals		–	(80)	(80)
At 31 March 2023/1 April 2023		9,566	6,056	15,622
Write-off		–	(187)	(187)
At 31 March 2024		9,566	5,869	15,435
Depreciation				
At 1 April 2022		165	230	395
Depreciation for the year		165	230	395
Transfer to asset classified as held for sale	5.3,13	–	(44)	(44)
Disposals		–	(46)	(46)
At 31 March 2023/1 April 2023		330	370	700
Depreciation for the year		166	209	375
At 31 March 2024		496	579	1,075
Carrying amounts				
At 1 April 2022		9,401	6,204	15,605
At 31 March 2023/1 April 2023		9,236	5,686	14,922
At 31 March 2024		9,070	5,290	14,360

5.1 Security

The leasehold land and building with carrying amount of RM13,546,000 (2023: RM13,859,000) were pledged to a licensed bank as security for credit facilities granted to a subsidiary (Note 15).

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

5. INVESTMENT PROPERTIES (CONT'D)

5.2 Nature of leasing activities

Each of the leases contains an initial non-cancellable period ranging between 1 to 12 months. Subsequent renewals are negotiated with the lessee and on average renewal period ranging between 1 to 12 months.

The following are recognised in profit or loss:

	Group	
	2024	2023
	RM'000	RM'000
Lease income	550	499
Direct operating expenses:		
- income generating investment properties	36	36
	586	535

The operating lease payments to be received are as follows:

	Group	
	2024	2023
	RM'000	RM'000
Less than one year	492	173
	492	173

5.3 Transfer to asset classified as held for sale

The Group had entered into a Sales and Purchase Agreement on 18 May 2023 with a third party to dispose a parcel of leasehold apartment for a total cash consideration of RM250,000. Consequently, the total net book value of the leasehold apartment amounted to RM253,888 was transferred from investment properties to asset classified as held for sale. The sale transaction was completed on 2 August 2023.

5.4 Fair value information

Fair value of investment properties are categorised as follows:

	2024	2023
	Level 3	Level 3
	RM'000	RM'000
Group		
Leasehold land and buildings	16,400	15,100
Freehold buildings	300	200
	16,700	15,300

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

5. INVESTMENT PROPERTIES (CONT'D)

5.4 Fair value information (cont'd)

Level 3 fair value

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

Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Comparison of the Group's investment properties with similar properties that were listed for sale within the same locality or other comparable localities.	Market price of property per square feet ("sq ft") in vicinity compared.	The estimated fair value would increase/(decrease) if market prices of property were higher/ (lower).

Valuation processes applied by the Group for Level 3 fair value

The Group estimates the fair value of all investment properties based on the comparison of the Group's investment properties with similar properties that were listed for sale within the same locality or other comparable localities. Assessment of the fair values of the Group's investment properties is undertaken annually. Any change in Level 3 fair values is analysed by the management based on the assessment undertaken.

Highest and best use

The Group's investment properties are currently leasehold land and buildings. The highest and best use of the land and properties is for rental generation as they are located in the vicinity of the commercial area.

5.5 Material accounting policy information

Investment properties are measured subsequently at cost less any accumulated depreciation and any accumulated impairment.

6. INVESTMENTS IN SUBSIDIARIES

	Company	
	2024 RM'000	2023 RM'000
Unquoted shares, at cost	695,818	484,622
Less: Accumulated impairment losses	(3,775)	(3,775)
	<hr/> 692,043	<hr/> 480,847

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

6. INVESTMENTS IN SUBSIDIARIES (CONT'D)

Movements in the cost of investments in subsidiaries are as follows:

	Note	Company	
		2024 RM'000	2023 RM'000
At 1 April		484,622	484,877
Liquidation of a subsidiary	6.1	–	(255)
Additional investment in subsidiaries	6.2	211,196	–
At 31 March		695,818	484,622

Details of the subsidiaries are as follows:

Name of subsidiary	Principal place of business	Principal activities	Effective ownership interest	
			2024 %	2023 %
KPP Management Sdn. Bhd.	Malaysia	Property development and construction	100	100
KPP Properties Sdn. Bhd.	Malaysia	Property development	100	100
Serta Usaha Sdn. Bhd.	Malaysia	Property development	100	100
Summit CD (M) Sdn. Bhd.	Malaysia	Leasing of properties	100	100
Summit Audio (M) Sdn. Bhd.	Malaysia	Leasing of properties	100	100
Kerjaya Hotel Sdn. Bhd.	Malaysia	Property development, hotel operation and letting of service apartments	100	100
Aeon Frontier Sdn. Bhd.	Malaysia	Property development and general trading	100	100
Desanda Property Sdn. Bhd.	Malaysia	Investment holding	99.4	99.4
Pixel Valley Sdn. Bhd.	Malaysia	Property development	100	100
Greencove Sdn. Bhd.	Malaysia	Property development	100	100
Kerjaya Property Sdn. Bhd.	Malaysia	Project management consultants and property development	100	100
KP Education Sdn. Bhd. ^[2]	Malaysia	Early education	100	–
Subsidiary of Kerjaya Property Sdn. Bhd.				
Bloomsvale Shopping Gallery Sdn. Bhd. ^[1]	Malaysia	Leasing operator and property management	100	100

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

6. INVESTMENTS IN SUBSIDIARIES (CONT'D)

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

Name of subsidiary	Principal place of business	Principal activities	Effective ownership interest	
			2024 %	2023 %
Subsidiary of Pixel Valley Sdn. Bhd.				
Pixavc Sdn. Bhd. ^{[2][3]}	Malaysia	Real estate activities	100	–

^[1] The subsidiary was acquired by Kerjaya Property Sdn. Bhd. in prior year.

^[2] Subsidiaries incorporated/established during the financial year.

^[3] Not audited by KPMG PLT

6.1 Liquidation of a subsidiary

On 9 August 2022, KPP Development Sdn. Bhd. completed the Members' Voluntary Liquidation pursuant to Section 439(1)(b) of the Companies Act 2016. The liquidation did not have material impact to the Group.

6.2 Additional investment in subsidiaries

During the financial year, the Company acquired further equity interest in its subsidiaries by subscribing additional ordinary shares for a total consideration of RM211,196,000.

6.3 Acquisitions of subsidiaries

i) Bloomsvale Shopping Gallery Sdn. Bhd.

On 9 September 2022, Kerjaya Property Sdn. Bhd. acquired the entire equity interest in Bloomsvale Shopping Gallery Sdn. Bhd. ("BSGSB") for a total cash consideration of RM1.00 comprising of 1 ordinary share. BSGSB is principally engaged in leasing operation and property management. The total identifiable net assets of BSGSB as at acquisition date is RM1, at which the assets acquired and liabilities assumed are immaterial to the Group. In the 7 months to 31 March 2024, the subsidiary has contributed loss of RM507,823 while there is no revenue contribution to the Group.

ii) KP Education Sdn. Bhd.

On 20 September 2023, the Company acquired the entire equity interest in KP Education Sdn. Bhd. ("KPESB") for a total cash consideration of RM1.00 comprising of 1 ordinary share. KPESB is principally engaged in early education. The total identifiable net assets of KPESB as at acquisition date is RM1, at which the assets acquired and liabilities assumed are immaterial to the Group. In the 7 months to 31 March 2024, the subsidiary has contributed loss of RM15,780 while there is no revenue contribution to the Group.

iii) Pixavc Sdn. Bhd.

On 7 March 2024, the Company acquired the entire equity interest in Pixavc Sdn. Bhd. ("PIXAVC") for a total cash consideration of RM1.00 comprising of 1 ordinary share. PIXAVC is principally engaged in real estate activities. The total identifiable net assets of PIXAVC as at acquisition date is RM1, at which the assets acquired and liabilities assumed are immaterial to the Group. In the 1 month to 31 March 2024, the subsidiary has contributed loss of RM4,689 while there is no revenue contribution to the Group.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

6. INVESTMENTS IN SUBSIDIARIES (CONT'D)

6.4 Material accounting policy information

i) Subsidiaries

Investments in subsidiaries are measured in the Company's statement of financial position at cost less any impairment losses.

ii) Business combination

Business combinations are accounted for using the acquisition method from the acquisition date, which is the date on which control is transferred to the Group.

For new acquisitions, the Group measures the cost of goodwill at the acquisition date as:

- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less
- the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss.

For each business combination, the Group elects whether it measures the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets at the acquisition date.

Transactions costs, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

7. INVESTMENT IN A JOINT VENTURE

	2024 RM'000
Investment in shares	*
Share of post-acquisition reserves	*
	–

* Amount less than RM1,000.

Details of the joint venture are as follows:

Name of joint venture	Principal place of business	Principal activities	Effective ownership interest	
			2024 %	2023 %
Neurone Group Sdn. Bhd. ("Neurone")	Malaysia	Pre-primary education (private)/ kindergarten and activities of holding companies	49	–

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

7. INVESTMENT IN A JOINT VENTURE (CONT'D)

The following table summarise the financial information of Neurone, as adjusted for any differences in accounting policies.

	2024
	RM'000
Summarised financial information	
As at 31 March	
Current assets	10
Cash and cash equivalent	*
Current liabilities	(53)
<hr/>	
Year ended 31 March	
Loss from continuing operations	(43)
<hr/>	
Group's share of results for year ended 31 March	
Group's share of loss from continuing operations	*
<hr/>	

* Amount less than RM1,000.

8. LAND HELD FOR PROPERTY DEVELOPMENT

	Note	Group	
		2024	2023
		RM'000	RM'000
At 1 April			
- Freehold land		136,084	100,981
- Leasehold land		123,531	123,531
- Developments costs		22,699	12,284
		<hr/>	<hr/>
		282,314	236,796
<hr style="border-top: 1px dashed black;"/>			
Additions during the year			
- Freehold land		1,191	35,103
- Development costs		7,424	10,415
		<hr/>	<hr/>
		8,615	45,518
<hr style="border-top: 1px dashed black;"/>			
At 31 March			
- Freehold land		137,275	136,084
- Leasehold land		123,531	123,531
- Development costs		30,123	22,699
		<hr/>	<hr/>
		290,929	282,314
		<hr/>	

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

8. LAND HELD FOR PROPERTY DEVELOPMENT (CONT'D)

8.1 Security

Freehold land and leasehold land with carrying amounts of RM39,403,000 (2023: RM39,403,000) and RM123,454,000 (2023: RM123,454,000) respectively have been pledged to licensed banks as security for credit facilities granted to certain subsidiaries (Note 15).

8.2 Borrowing costs

Included in additions of land held for property development is borrowing costs capitalised of RM1,804,000 (2023: RM1,810,000) as disclosed in Note 20 to the financial statements.

8.3 Material accounting policy information

Land held for property development is measured at the lower of cost and net realisable value.

The cost of land held for property development includes expenditure incurred in acquiring the land, conversion costs and other costs incurred in bringing it to its existing location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

9. INVENTORIES

	Note	Group	
		2024 RM'000	2023 RM'000
Properties under development	9.1	54,521	80,140
Completed properties		159,820	174,739
Raw materials and consumables		405	305
		214,746	255,184
<i>Recognised in profit or loss:</i>			
Inventories recognised as cost of sales		21,970	52,953

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

9. INVENTORIES (CONT'D)

9.1 Properties under development

	Note	Group 2024 RM'000	2023 RM'000
At beginning of year:			
Land costs		48,082	61,001
Development costs		32,058	60,503
		80,140	121,504

Land costs			
Costs incurred during the year		26	161
Transferred to contract cost	10.2	(18,065)	(13,080)
		(18,039)	(12,919)

Development costs			
Costs incurred during the year		5,499	10,698
Transferred to contract cost	10.2	(13,079)	(39,143)
		(7,580)	(28,445)

At end of year:			
Land costs		30,043	48,082
Development costs		24,478	32,058
		54,521	80,140

9.2 Estimation uncertainty and critical judgements

The management estimates revenue and budgeted costs for property development projects based on the following key assumptions:

- Revenue on property development projects have been projected based on the estimated market selling price of the units; and
- The property development costs have been projected based on prevailing cost of construction and such costs are reviewed on an ongoing basis.

Any revision to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

9.3 Security

Completed properties with carrying amount of RM31,543,000 (2023: RM31,543,000) have been pledged to a licensed bank as security for credit facilities granted to a subsidiary (Note 15).

9.4 Borrowing costs

Included in properties under development is borrowing costs capitalised of RM440,000 (2023: RM527,000) as disclosed in Note 20 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

9. INVENTORIES (CONT'D)

9.5 Material accounting policy information

i) Properties under development

Properties under development comprise costs associated with the acquisition of the land and all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities. Borrowing costs are capitalised in accordance with the accounting policy on borrowing costs.

Property development costs are classified as current at the point when development activities have commenced and where it can be demonstrated that the development activities can be completed within the Group's normal operating cycle of 3 to 5 years.

When the financial development and construction activities have commenced, the financial outcome of the development revenue will be recognised for the development unit sold and determined by reference to the stage of completion of the development activity at the balance sheet date.

Costs of properties under development not recognised as an expense is recognised as an asset and is stated at the lower of cost and net realisable value.

ii) Consumables and completed properties

The cost of consumables is measured based on the first-in-first-out principle, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition.

The cost of completed properties includes expenditures incurred in the acquisition of land, direct cost and appropriate proportions of common cost attributable to developing the properties to completion.

Consumables and completed properties are measured at the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

10. CONTRACT WITH CUSTOMERS

10.1 Contract assets/(liabilities)

	Group	
	2024	2023
	RM'000	RM'000
Unbilled receivables on property sales/ (advance billings on property sales)	28,838	(81,205)

The contract assets primarily relate to the Group's rights to consideration for work completed on contracts but not yet billed at the reporting date.

The contract liabilities primarily relate to the advance consideration received from customers, which revenue is recognised over time during the development of properties.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

10. CONTRACT WITH CUSTOMERS (CONT'D)

10.1 Contract assets/(liabilities) (cont'd)

Significant changes in the contract liabilities balances during the financial year are as follows:

	Group	
	2024 RM'000	2023 RM'000
Balance as at 1 April	(81,205)	(97,567)
Revenue recognised	260,663	209,301
Increase due to progress billings made	(150,620)	(192,939)
Balance as at 31 March	28,838	(81,205)

10.2 Contract costs

	Note	Group	
		2024 RM'000	2023 RM'000
Cost to obtain a contract			
At 1 April		13,729	16,757
Costs incurred during the year		2,668	6,940
Cost recognised as cost of sales in profit or loss		(12,732)	(9,968)
At 31 March		3,665	13,729
Cost to fulfil a contract			
At 1 April		6,064	5,643
Costs incurred during the year		122,099	97,728
Transferred from inventories	9.1	31,144	52,223
Cost recognised as cost of sales in profit or loss		(157,637)	(149,530)
At 31 March		1,670	6,064
		5,335	19,793

Cost to obtain contract

Cost to obtain contract primarily comprises legal fees and incremental commission fees paid to intermediaries as a result of obtaining contracts. These costs are expected to be recoverable and are recognised to profit or loss when the related revenue is recognised.

Cost to fulfil contract

Land related costs that are attributable to the sold units are capitalised as contract costs during the current financial year. These costs are expected to be recoverable and are recognised to profit or loss when the related revenue is recognised.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

11. TRADE AND OTHER RECEIVABLES

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Non-current					
Trade					
Trade receivables	11.1	9,689	–	–	–
<hr/>					
Current					
Trade					
Trade receivables	11.2	12,632	9,705	–	–
Amounts due from related parties	11.3	45	68	–	–
		12,677	9,773	–	–
<hr/>					
Non-trade					
Other receivables	11.4	15,979	13,862	–	–
Deposits	11.5	3,536	3,015	1	1
Amounts due from related parties		285	–	–	–
Amounts due from subsidiaries	11.6	–	–	83	60,543
		19,800	16,877	84	60,544
		32,477	26,650	84	60,544
		42,166	26,650	84	60,544

11.1 Non-current trade receivables

Non-current trade receivables in 2024 are retention sum receivables which are expected to be collected upon the expiry of the defect liability period.

11.2 Current trade receivables

Included in current trade receivables is RM9,708,000 (2023: RM5,047,000) relating to retention sum receivables which are expected to be collected upon the expiry of the defect liability period within 1 year.

11.3 Amounts due from related parties – trade

The amounts due from related parties were subject to normal trade terms.

11.4 Other receivables

Included in the Group's other receivables is an amount due from a joint venture partner of RM12,513,000 (2023: RM12,513,000), which is subject to interest of 8% (2023: 8%) per annum from date of letter of payment notice issued to the joint venture partner.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

11. TRADE AND OTHER RECEIVABLES (CONT'D)

11.5 Deposits

Included in deposits is a sum of RM912,000 (2023: RM912,000) for the purchase of five (5) pieces of vacant leasehold land. In the previous financial year, the Group terminated the Sales and Purchase Agreement due to failure in obtaining state approval for the sale and transfer of the land. The deposits are held by solicitor appointed by Landowners as stakeholder and expected to be refunded within 12 months after the end of the reporting period.

11.6 Amounts due from subsidiaries – non-trade

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

12. CASH AND CASH EQUIVALENTS

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Cash and bank balances	12.1	63,299	37,855	1,924	198
Highly liquid investments	12.2	27,405	120,157	–	–
Cash and cash equivalents in the statements of cash flows		90,704	158,012	1,924	198

12.1 Cash and bank balances

Included in the Group's cash and bank balances is RM1,983,325 (2023: RM27,514,858) maintained pursuant to the Housing Development (Housing Development Account) Regulations 1991.

12.2 Highly liquid investments

The Directors regard the highly liquid investments as cash and cash equivalents in view of its high liquidity and insignificant changes in value.

13. ASSET CLASSIFIED AS HELD FOR SALE

	Note	Group	
		2024 RM'000	2023 RM'000
At 1 April		254	–
Transfer from investment properties	5	–	254
Disposal		(254)	–
At 31 March		–	254

The Group has entered into a Sales and Purchase Agreement on 18 May 2023 with a third party to dispose a parcel of leasehold apartment for a total cash consideration of RM250,000. Consequently, the total net book value of the leasehold apartment amounted to RM253,888 was transferred from investment properties to asset classified as held for sale in prior year. The transaction has been completed and the ownership of the said property has been transferred on 2 August 2023.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

14. CAPITAL AND RESERVES

14.1 Share capital

	Group and Company			
	Amount 2024 RM'000	Number of shares 2024 '000	Amount 2023 RM'000	Number of shares 2023 '000
Issued and fully paid shares with no par value classified as equity instrument:				
Ordinary shares				
At 1 April	282,165	400,142	282,165	400,142
Conversion of RCPS	55,158	140,000	–	–
At 31 March	337,323	540,142	282,165	400,142

Ordinary shares

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. In respect of the Company's treasury shares that are held by the Group, all rights are suspended until those shares are reissued.

14.2 Treasury shares

	Group and Company			
	Amount 2024 RM'000	Number of shares 2024 '000	Amount 2023 RM'000	Number of shares 2023 '000
Ordinary shares				
At 1 April	10,801	16,701	3,561	4,996
Own shares acquired	9,462	15,800	7,240	11,705
At 31 March	20,263	32,501	10,801	16,701

Treasury shares relates to the acquisition cost of shares repurchased net of the proceeds received on their subsequent sale or issuance.

The shareholders of the Company, by an ordinary resolution passed in the annual general meeting held on 25 August 2023, renewed their approval for the Company's plan to repurchase its own shares. The Directors of the Company are committed towards enhancing the value of the Company to its shareholders and believe that the shares repurchase plan can be applied in the best interests of the Company and its shareholders.

During the financial year, the Company repurchased 15,800,000 (2023: 11,704,900) of its issued shares from the open market at an average price of RM0.60 (2023: RM0.62) per share. The total consideration paid for the repurchase of shares was RM9,461,921 (2023: RM7,239,734) excluding transaction costs of RM28,940 (2023: RM28,236) and was financed by internally generated funds. The shares repurchased are being held as treasury shares in accordance with Section 127 of the Companies Act 2016.

At 31 March 2024, the Company held 32,500,800 (2023: 16,700,800) of its 540,142,339 issued ordinary shares as treasury shares with carrying amount of RM20,262,753 (2023: RM10,800,832).

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

14. CAPITAL AND RESERVES (CONT'D)

14.3 Redeemable Convertible Preference Shares ("RCPS")

	Group and Company		Amount 2023 RM'000	Number of shares 2023 '000
	Amount 2024 RM'000	Number of shares 2024 '000		
Issued and fully paid:				
At 1 April	197,925	2,618,055	197,925	2,618,055
Converted during the year	(52,920)	(700,000)	–	–
At 31 March	145,005	1,918,055	197,925	2,618,055

On 10 January 2020, the Company issued 3,168,054,651 redeemable convertible preference shares ("RCPS") for total issue price of RM538,569,291 for the acquisition of subsidiaries.

On 26 February 2021, the Company has converted 300,000,000 units of RCPS into 60,000,000 new ordinary shares.

On 13 April 2021, the Company has converted 250,000,000 units of RCPS into 50,000,000 new ordinary shares.

On 22 January 2024, the Company has converted 700,000,000 units of RCPS into 140,000,000 new ordinary shares.

The tenure of the instruments is five years commencing from and inclusive of the date of issue of the RCPS. The salient features of the RCPS are as follows:

- i) The RCPS carry the right to receive a cumulative preferential dividend at a fixed rate of 2% per annum, compounded annually, based on the issue price;
- ii) The conversion price for the RCPS shall be an amount equivalent to the issue price of RM0.17 per RCPS, which shall be deemed settled by way of set-off against the purchase consideration;
- iii) The RCPS holder is entitled to exercise the right of conversion from date of issuance up to the maturity date;
- iv) Any RCPS not converted by the maturity date will be mandatorily converted into new shares of the Company on the maturity date; and
- v) Unless previously redeemed or converted or purchased and cancelled, the RCPS may at the option of the Company be redeemed, in whole or in part, at any time during the tenure of the RCPS.

14.4 Reverse acquisition reserve

The reverse acquisition reserve arose to reflect the equity structure of the Company, including the equity interests issued by the Company to effect the combinations pursuant to the acquisitions as disclosed in Note 14.5.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

14. CAPITAL AND RESERVES (CONT'D)

14.5 Material accounting policy information

Reverse acquisition accounting

On 10 January 2020, the Company completed its acquisition of the entire equity interest in Kerjaya Property Sdn. Bhd. and Kerjaya Hotel Sdn. Bhd. (collectively referred to as "Combined Entities"). This acquisition has been accounted for using reverse acquisition accounting in accordance with MFRS 3, *Business Combinations*.

Accordingly, the Combined Entities (being the legal subsidiaries in the transaction) is regarded as the accounting acquirer, and the Company (being the legal parent in the transaction) was regarded as the accounting acquiree. In addition, the consolidated financial statements represent a continuation of the financial position, profit or loss and cash flows of the Combined Entities.

Accordingly, the consolidated financial statements were prepared on the following basis:

- (a) the assets and liabilities of the Combined Entities were recognised and measured in the statements of financial position of the Group at their pre-acquisition carrying amounts;
- (b) the assets and liabilities of the Company and its subsidiaries were recognised and measured in the consolidated statements of financial position at their acquisition date fair values;
- (c) the retained profits and other equity balances recognised in the consolidated financial statements were the accumulated profits and other equity balances of the Combined Entities immediately before the acquisition;
- (d) the equity structure appearing in the consolidated financial statements (i.e. the number and type of equity instruments issues) reflects the equity structure of the legal parent (i.e. the Company), including the equity instruments issued by the Company to effect the acquisition;
- (e) the consolidated statement of profit or loss and other comprehensive income for the financial year ended 31 March 2020 reflects the full year results of the Combined Entities together with the post-acquisition results of the Company and its subsidiaries; and
- (f) the comparative figures presented in these consolidated financial statements are those of the Combined Entities, except for its capital structure which was retroactively adjusted to reflect the legal capital of the accounting acquiree.

Separate financial statements of the Company

The above accounting applies only at the consolidated financial statements. In the Company's separate financial statements, investments in the legal subsidiaries (the Combined Entities) is accounted for at cost less accumulated impairment losses, if any, in the Company's statements of financial position. The initial cost of the investment in the Combined Entities is based on the fair value of the RCPS issued by the Company as at the acquisition date and the cash consideration at the acquisition date.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

15. LOANS AND BORROWINGS

	Note	Group	
		2024 RM'000	2023 RM'000
Non-current			
Secured term loans	15.1	182,739	172,954
<hr/>			
Current			
Secured term loans	15.1	5,215	3,382
Secured revolving credit	15.1	30,000	20,000
		35,215	23,382
<hr/>			
		217,954	196,336
<hr/>			

15.1 Security

The term loans and revolving credit are secured by the property, plant and equipment (Note 3), investment properties (Note 5), land held for property development (Note 8) and inventories (Note 9) of certain subsidiaries.

15.2 Reconciliation of movement of liabilities to cash flows arising from financing activities

	At 1.4.2022 RM'000	Repayment RM'000	At 31.3.2023/ 1.4.2023 RM'000	Drawdown RM'000	At 31.3.2024 RM'000
Group					
Term loans	209,832	(33,496)	176,336	11,618	187,954
Revolving credit	30,000	(10,000)	20,000	10,000	30,000
	239,832	(43,496)	196,336	21,618	217,954
<hr/>					

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

16. DEFERRED TAX LIABILITIES

16.1 Recognised deferred tax assets/(liabilities)

Deferred tax assets and liabilities are attributable to the following:

	Assets		Liabilities		Net	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Group						
Property, plant and equipment	–	–	(29,808)	(29,727)	(29,808)	(29,727)
Unabsorbed investment tax allowance	954	2,125	–	–	954	2,125
Unabsorbed capital allowance	14	17	–	–	14	17
Deferred tax assets/(liabilities)	968	2,142	(29,808)	(29,727)	(28,840)	(27,585)
Set off of tax	(968)	(2,142)	968	2,142	–	–
Net tax liabilities	–	–	(28,840)	(27,585)	(28,840)	(27,585)

Movement in temporary differences during the financial year

	At 1.4.2022 RM'000	Recognised in profit or loss (Note 21) RM'000	At 31.3.2023/ 1.4.2023 RM'000	Recognised in profit or loss (Note 21) RM'000	At 31.3.2024 RM'000
	Group				
Property, plant and equipment	(29,561)	(166)	(29,727)	(81)	(29,808)
Unabsorbed investment tax allowance	3,917	(1,792)	2,125	(1,171)	954
Unabsorbed capital allowance	10	7	17	(3)	14
Others	353	(353)	–	–	–
	(25,281)	(2,304)	(27,585)	(1,255)	(28,840)

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

16. DEFERRED TAX LIABILITIES (CONT'D)

16.2 Unrecognised deferred tax assets/(liabilities)

Deferred tax assets or liabilities have not been recognised in respect of the following items (stated at gross):

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Items generated from business activities on property development, hotel operation and letting of properties					
- Property, plant and equipment		(1,431)	(1,394)	-	-
- Unabsorbed capital allowances		48	65	-	-
- Unabsorbed business losses	16.2.1	3,228	2,678	67	172
- Other temporary differences		195	195	-	-
		2,040	1,544	67	172

Items generated from business activity on manufacturing plastic fabricated parts					
- Unabsorbed capital allowances	16.2.2	6,858	6,858	-	-
- Unutilised reinvestment allowances	16.2.2	8,540	8,540	-	-
- Unabsorbed business losses	16.2.1	-	708	-	-
		15,398	16,106	-	-

Items generated from business activity on manufacture of compact discs					
- Unabsorbed capital allowances	16.2.3	912	912	-	-
- Unabsorbed business losses	16.2.1	655	813	-	-
		1,567	1,725	-	-

Items generated from business activity on mechanical reproduction of sound and music					
- Unabsorbed capital allowances	16.2.4	17	17	-	-
- Unabsorbed business losses	16.2.1	-	17	-	-
		17	34	-	-
		19,022	19,409	67	172

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

16. DEFERRED TAX LIABILITIES (CONT'D)

16.2 Unrecognised deferred tax assets/(liabilities) (cont'd)

16.2.1 The unabsorbed business losses can only be carried forward up to 10 consecutive years of assessment. The table below shows the unutilised tax losses expires in respective year of assessment ("YA"):

YA in which tax loss arose	2024 RM'000	2023 RM'000	Year in which tax loss will expire
Group			
2018 and before	1,568	1,846	2028
2019	400	400	2029
2020	129	129	2030
2021	204	740	2031
2022	805	303	2032
2023	228	798	2033
2024	549	-	2034
	3,883	4,216	
Company			
2018 and before	67	172	2028

Pursuant to guidelines issued by the Malaysian tax authorities in 2022, the Ministry of Finance has exempted all companies from the provision of Section 44(5A) and Paragraph 75A of Schedule 3 except dormant companies. Therefore, all active subsidiaries are allowed to carry forward their unabsorbed capital allowances and business losses (subject to the 10-year time limit).

16.2.2 The Group has unabsorbed capital allowances and unutilised reinvestment allowances carried forward from a subsidiary that has temporary ceased its business activity on manufacturing plastic fabricated parts. Subsequently, the subsidiary extended its business activity to property development and construction activities. Consequently, these unabsorbed capital allowances and unutilised reinvestment allowances are only eligible for utilisation by the Group in future against the income generated from the same business source. The Group is allowed to carry forward its unabsorbed capital allowances and unutilised reinvestment allowances (subject to the 7-year time limit).

The table below shows the unutilised reinvestment allowances expire in respective year of assessment ("YA"):

YA in which qualifying period expired	2024 RM'000	2023 RM'000	Year in which reinvestment allowances will expire
Group			
2018 and before	8,540	8,540	2025

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

16. DEFERRED TAX LIABILITIES (CONT'D)

16.2 Unrecognised deferred tax assets/(liabilities) (cont'd)

- 16.2.3 The Group has unabsorbed capital allowances carried forward from a subsidiary that has temporary ceased its business activity on manufacture of compact discs. Subsequently, the subsidiary extended its business activity to investment in and leasing of properties. Consequently, these unabsorbed capital allowances are only eligible for utilisation by the Group in future against the income generated from the same business source. The Group is allowed to carry forward its unabsorbed capital allowances.
- 16.2.4 The Group has unabsorbed capital allowances carried forward from a subsidiary that has temporary ceased its business activity on mechanical reproduction of sound and music. Subsequently, the subsidiary extended its business activity to investment in and leasing of properties. Consequently, these unabsorbed capital allowances are only eligible for utilisation by the Group in future against the income generated from the same business source. The Group is allowed to carry forward its unabsorbed capital allowances.

17. TRADE AND OTHER PAYABLES

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Non-current					
Trade					
Trade payable	17.1	27	27	–	–
Amounts due to a related party	17.2	27,852	25,219	–	–
		27,879	25,246	–	–
Current					
Trade					
Trade payables	17.1	6,600	4,291	–	–
Amounts due to a related party	17.3	40,574	19,179	–	–
		47,174	23,470	–	–
Non-trade					
Amounts due to subsidiaries	17.4	–	–	1	4,996
Other payables and accruals	17.5	52,390	68,680	1,859	2,433
		52,390	68,680	1,860	7,429
		99,564	92,150	1,860	7,429
		127,443	117,396	1,860	7,429

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

17. TRADE AND OTHER PAYABLES (CONT'D)

17.1 Trade payables

Included in non-current and current trade payables are retention sum of RM27,000 (2023: RM27,000) and RM1,058,000 (2023: RM1,168,000) respectively which are payable upon the expiry of the defect liability period.

17.2 Non-current amounts due to a related party – trade

The non-current trade amounts due to a related party is retention sum which are payable upon the expiry of the defect liability period and subject to normal trade terms.

17.3 Amounts due to a related party – trade

The amounts due to a related party is subject to normal trade terms.

17.4 Amounts due to subsidiaries – non-trade

The non-trade amounts due to subsidiaries were unsecured, interest-free and repayable on demand.

17.5 Other payables and accruals

Included in other payables and accruals of the Group are:

- (i) landowner's entitlement of RM12,524,000 (2023: RM12,524,000) that is expected to be payable to the joint venture partner; and
- (ii) deposits received from buyers of RM3,199,000 (2023: RM3,416,000) for the sale of properties.

18. REVENUE

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Revenue from contract with customers	335,629	369,284	–	–
Other revenue				
- Dividend income	–	–	188,560	20,000
- Rental income	1,435	1,340	–	–
	337,064	370,624	188,560	20,000

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

18. REVENUE (CONT'D)

18.1 Disaggregation of revenue

In the following table, revenue is disaggregated by the type of services and the timing of transfer of revenue recognition.

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Over time				
- Property under development	260,663	209,301	-	-
At a point in time				
- Sale of completed properties	26,156	113,768	-	-
- Hospitality, food and beverage and recreation revenue	45,028	42,745	-	-
- Electricity revenue	3,782	3,470	-	-
	335,629	369,284	-	-

18.2 Nature of goods and services

Nature of goods or services	Timing of recognition or method used to recognise revenue	Significant payment terms	Variable element in consideration	Warranty
Property development	<u>Sale of properties under construction</u> Revenue is recognised over time as costs are incurred. These contracts would meet the no alternative use and the Group have rights to payment for work performed.	Credit period of 21-30 days from invoice date.	Discount or incentives or rental guarantee given to buyers.	Defect liability period of 24 months upon the delivery of vacant possession of development unit.
	<u>Sale of completed properties</u> Revenue is recognised at a point in time when vacant possession has been delivered.	Credit period of 3 months from the date of Sales and Purchase Agreement ("SPA").	Discount or incentives or rental guarantee given to buyers.	Not applicable.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

18. REVENUE (CONT'D)

18.2 Nature of goods and services (cont'd)

Nature of goods or services	Timing of recognition or method used to recognise revenue	Significant payment terms	Variable element in consideration	Warranty
Hospitality, food and beverage and recreation revenue	Revenue is recognised at a point in time when the goods or services are delivered and accepted by customer.	Cash term; credit term is up to 7 days.	Not applicable.	Not applicable.
Electricity revenue	Revenue is recognised based on electricity consumed by customers by meter reading.	Credit period of 14 days from invoice date.	Not applicable.	Not applicable.

18.3 Transaction price allocated to the remaining performance obligations

The following table shows revenue from performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date. The disclosure is only providing information for contracts that have original expected duration of more than one year.

	2025 RM'000
Property development	81,823

The Group applies the following practical expedients:

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

19. FINANCE INCOME

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Interest income of financial assets that are not at fair value through profit or loss:				
- bank balances	1,683	1,149	74	7
- retention sum receivables	131	283	-	-
- highly liquid investments	1,072	3,392	236	-
	2,886	4,824	310	7

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

20. FINANCE COSTS

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Interest expense of financial liabilities that are not at fair value through profit or loss:					
- bank guarantees		-	(3)	-	-
- revolving credit		(137)	(113)	-	-
- term loans		(5,257)	(4,491)	-	-
- RCPS dividend		(832)	(1,416)	(832)	(1,416)
		(6,226)	(6,023)	(832)	(1,416)
Recognised in profit or loss		(832)	(1,416)	(832)	(1,416)
Interest expense of financial liabilities that are not at fair value through profit or loss capitalised into qualifying assets:					
- land held for property development	8.2	(1,804)	(1,810)	-	-
- property, plant and equipment	3.2	(3,150)	(2,270)	-	-
- inventories	9.4	(440)	(527)	-	-
		(6,226)	(6,023)	(832)	(1,416)

21. TAX EXPENSE

		Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Current tax expense					
- Current year		26,887	27,196	-	-
- (Over)/Under provision in prior years		(925)	425	-	-
Total current tax expense		25,962	27,621	-	-
Deferred tax expense					
- Origination and reversal of temporary differences		2,081	2,229	-	-
- Crystallisation of deferred tax liability on revaluation of properties		(590)	(467)	-	-
- (Over)/Under provision in prior years		(236)	542	-	-
Total deferred tax expense		1,255	2,304	-	-
Total tax expense		27,217	29,925	-	-

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

21. TAX EXPENSE (CONT'D)

Reconciliation of tax expense

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Profit before tax	120,384	121,441	187,484	18,095
Income tax calculated using Malaysian tax rate at 24% (2023: 24%)	28,892	29,146	44,996	4,343
Non-deductible expenses	103	488	333	478
Non-taxable income	(36)	(100)	(45,304)	(4,819)
Effect of deferred tax assets not recognised	(93)	(109)	(25)	(2)
Crystallisation of deferred tax liability on revaluation of properties	(488)	(467)	-	-
(Over)/Under provision in prior years	(1,161)	967	-	-
	27,217	29,925	-	-

22. PROFIT OF THE YEAR

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Profit of the year is arrived at after charging/(crediting):					
Auditors' remunerations					
- Audit fees		239	231	47	47
- Non-audit fees		9	9	9	9
Material expenses/(income)					
Depreciation of:					
- property, plant and equipment		4,018	3,777	-	-
- right-of-use assets		35	35	-	-
- investment properties		375	395	-	-
Write-off of property, plant, and equipment		-	123	-	-
Write-off of investment properties		187	-	-	-
Personnel expenses (including key management personnel):					
- Contributions to state plans		1,455	1,139	-	-
- Wages, salaries and others		14,244	11,700	-	-
Gain on disposal of investment property		-	(266)	-	-
Loss on disposal of asset classified as held for sale		4	-	-	-
Gain on liquidation of a subsidiary		-	-	-	(78)
Expenses arising from leases					
Expenses relating to short-term leases	(i)	290	214	-	-

- (i) The Group leases hostel, office and coffee machine with contract terms less than one year. These leases are short-term leases. The Group has elected not to recognise right-of-use assets and lease liabilities for these leases.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

23. EARNINGS PER ORDINARY SHARE

23.1 Basic earnings per ordinary share

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

	Group	
	2024	2023
Profit for the year attributable to ordinary shareholders (RM'000)	93,148	91,512
Weighted average number of ordinary shares at 31 March ('000)	396,910	396,238
Basic earnings per ordinary share (sen)	23.47	23.10

23.2 Diluted earnings per ordinary share

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

	Group	
	2024	2023
Profit for the year attributable to ordinary shareholders (RM'000)	93,148	91,512
Weighted average number of ordinary shares at 31 March (basic) ('000)	396,910	396,238
Effect on conversion of RCPS ('000)	383,611	523,611
Weighted average number of ordinary shares at 31 March (diluted) ('000)	780,521	919,849
Diluted earnings per ordinary share (sen)	11.93	9.95

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

24. DIVIDENDS

Dividends paid by the Company:

	Sen per share	Total amount RM'000	Date of payment
2024			
Third interim 2023 ordinary dividend	1.0	3,676	4 July 2023
First interim 2024 ordinary dividend	1.0	3,676	2 October 2023
Second interim 2024 ordinary dividend	1.0	5,076	29 March 2024
		<hr style="width: 100%; border: 0.5px solid black;"/> 12,428 <hr style="width: 100%; border: 0.5px solid black;"/>	
2023			
First interim 2023 ordinary dividend	1.0	3,922	28 September 2022
Second interim 2023 ordinary dividend	1.0	3,841	30 March 2023
		<hr style="width: 100%; border: 0.5px solid black;"/> 7,763 <hr style="width: 100%; border: 0.5px solid black;"/>	

After the end of the reporting period, the following dividend was proposed and approved by the Directors. This dividend will be recognised in subsequent financial period upon approval by the owners of the Company.

	Sen per share RM	Total amount RM'000
Third interim 2024 ordinary dividend	1.0	5,076
		<hr style="width: 100%; border: 0.5px solid black;"/>

Other than the above, there is no cumulative preference dividends not recognised in the current financial year.

25. OPERATING SEGMENTS

The Group has two reportable segments, as described below, which are the Group's strategic business units. The strategic business units offer different products and services, and are managed separately because they require different technology and marketing strategies. For each of the strategic business units, the Group's Executive Chairperson (the chief operating decision maker) reviews internal management reports at least on a quarterly basis. The following summary describes the operations in each of the Group's reportable segments:

- Segment 1 – Property development. Includes property development of residential and commercial properties.
- Segment 2 – Hospitality. Includes hotel, food and beverage and recreation operation.

Other non-reportable segments comprise operations related to investment holding, distribution of electricity and leasing of properties. None of these segments met the quantitative thresholds for reporting segments in 2024 and 2023.

The accounting policies of the reportable segments are the same as described in Note 25.1.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

25. OPERATING SEGMENTS (CONT'D)

Performance is measured based on segment profit/(loss) before tax, interest and depreciation, as included in the internal management reports that are reviewed by the Group's Executive Chairperson (the chief operating decision maker). Segment profit/(loss) is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

Segment assets

The total of segment asset is measured based on all assets of a segment, as included in the internal management reports that are reviewed by the Group's Executive Chairperson. Segment total asset is used to measure the return of assets of each segment.

Segment liabilities

Segment liabilities information is neither included in the internal management reports nor provided regularly to the Group's Executive Chairperson. Hence no disclosure is made on segment liabilities.

	Property development RM'000	Hospitality RM'000	Others RM'000	Total RM'000
Group 2024				
Revenue	286,819	45,028	5,217	337,064
Segment profit	109,132	13,077	549	122,758
<i>Included in segment profit are:</i>				
Revenue from external customers	286,819	45,028	5,217	337,064
<i>Not included in segment profit but provided to Executive Chairperson:</i>				
Depreciation	(1,109)	(2,944)	(375)	(4,428)
Finance income	2,376	118	392	2,886
Finance costs	-	-	(832)	(832)
Segment assets	960,122	114,832	23,421	1,098,375
<i>Included in segment assets are:</i>				
Additions to non-current assets [#]	101,168	1,390	30	102,588

[#] Additions to non-current assets consist of additions to property, plant and equipment and land held for property development.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

25. OPERATING SEGMENTS (CONT'D)

	Property development RM'000	Hospitality RM'000	Others RM'000	Total RM'000
Group 2023				
Revenue	323,069	42,745	4,810	370,624
Segment profit	109,310	11,904	1,026	122,240
<i>Included in segment profit are:</i>				
Revenue from external customers	323,069	42,745	4,810	370,624
Write-off of property, plant and equipment	–	(123)	–	(123)
<i>Not included in segment profit but provided to Executive Chairperson:</i>				
Depreciation	(858)	(2,955)	(394)	(4,207)
Finance income	4,744	49	31	4,824
Finance costs	–	–	(1,416)	(1,416)
Segment assets	946,133	115,000	17,636	1,078,769
<i>Included in segment assets are:</i>				
Additions to non-current assets [#]	85,474	624	–	86,098

[#] Additions to non-current assets consist of additions to property, plant and equipment and land held for property development.

25.1 Material accounting policy information

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. Operating segment results are reviewed regularly by the chief operating decision maker, which in this case is the Executive Chairperson of the Group, to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

25. OPERATING SEGMENTS (CONT'D)

Reconciliations of reportable segment revenues, profit or loss, assets and other material items

	Group					
	2024 RM'000	2023 RM'000				
Profit or loss						
Total profit for reportable segments	122,209	121,214				
Other non-reportable segments	549	1,026				
Depreciation	(4,428)	(4,207)				
Finance income	2,886	4,824				
Finance costs	(832)	(1,416)				
Consolidated profit before tax	120,384	121,441				
		Additions to non- current assets				
	External revenue RM'000	Depreciation RM'000	Finance costs RM'000	Finance income RM'000	Segment assets RM'000	RM'000
2024						
Total reportable segments	331,847	(4,053)	–	2,494	1,074,954	102,558
Other non-reportable segments	5,217	(375)	(832)	392	23,421	30
Consolidated total	337,064	(4,428)	(832)	2,886	1,098,375	102,588
2023						
Total reportable segments	365,814	(3,813)	–	4,793	1,061,133	86,098
Other non-reportable segments	4,810	(394)	(1,416)	31	17,636	–
Consolidated total	370,624	(4,207)	(1,416)	4,824	1,078,769	86,098

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS

26.1 Categories of financial instruments

The table below provides an analysis of the net carrying amounts of financial instruments categorised as amortised cost ("AC"):

	Carrying amount RM'000	AC RM'000
2024		
Financial assets		
Group		
Trade and other receivables*	42,166	42,166
Cash and cash equivalents	90,704	90,704
	132,870	132,870
Company		
Trade and other receivables	84	84
Cash and cash equivalents	1,924	1,924
	2,008	2,008
Financial liabilities		
Group		
Loans and borrowings	(217,954)	(217,954)
Trade and other payables	(127,443)	(127,443)
	(345,397)	(345,397)
Company		
Other payables	(1,860)	(1,860)

* exclude net goods & services tax receivable

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.1 Categories of financial instruments (cont'd)

The table below provides an analysis of the net carrying amounts of financial instruments categorised as amortised cost ("AC"): (cont'd)

	Carrying amount RM'000	AC RM'000
2023		
Financial assets		
Group		
Trade and other receivables*	26,650	26,650
Cash and cash equivalents	158,012	158,012
	184,662	184,662
Company		
Trade and other receivables	60,544	60,544
Cash and cash equivalents	198	198
	60,742	60,742
Financial liabilities		
Group		
Loans and borrowings	(196,336)	(196,336)
Trade and other payables	(117,396)	(117,396)
	(313,732)	(313,732)
Company		
Other payables	(7,429)	(7,429)

* exclude net goods & services tax receivable

26.2 Net gains and losses arising from financial instruments

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Net gains/(losses) on:				
Financial assets measured at amortised cost	2,886	4,824	310	7
Financial liabilities measured at amortised cost	(832)	(1,416)	(832)	(1,416)
	2,054	3,408	(522)	(1,409)

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.3 Financial risk management

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

- Credit risk
- Liquidity risk
- Market risk

26.4 Credit risk

Credit risk is the risk of a financial loss to the Group and the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from its trade receivables from customers and trade balances from related parties. The Company's exposure to credit risk arises principally from advances to subsidiaries and financial guarantees given to banks for credit facilities granted to subsidiaries. There are no significant changes as compared to prior periods.

Trade receivables

Risk management objectives, policies and processes for managing the risk

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

For property development segment, the services and products are predominantly rendered and sold to a large number of property purchasers supported by end-financing facilities from reputable financial institutions. The credit risks with respect to property purchasers with end-financing facilities are limited.

For hospitality segment, credit evaluations are required to be performed on major customers requiring credit over a certain amount.

At each reporting date, the Group assesses whether any of the trade receivables are credit impaired.

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

There are no significant changes as compared to previous year.

Exposure to credit risk, credit quality and collateral

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

Management has taken reasonable steps to ensure that trade receivables that are neither past due nor impaired are measured at their realisable values. A significant portion of the receivables from hospitality segment are regular customers that have been transacting with the Group whilst significant portion of trade receivables for property development segment are property purchasers that have obtained end-financing from financial institutions. The Group uses ageing analysis to monitor the credit quality of the receivables. Any past due receivables, which are deemed to have higher credit risk, are monitored individually.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.4 Credit risk (cont'd)

Trade receivables (cont'd)

Recognition and measurement of impairment losses

In managing credit risk of trade receivables, the Group manages its debtors and takes appropriate actions (including but not limited to legal actions) to recover long overdue balances. Generally, trade receivables for hospitality segment will pay within 90 days. The Group will start to initiate a structured debt recovery process should there are indicators where the debts owing by a customer may not be fully recoverable. Should a structured debt recovery process is not possible, the Group will commence a legal proceeding against the customer.

The Group uses an allowance matrix to measure expected credit losses ("ECLs") of such trade receivables. Consistent with the debt recovery process, invoices which are past due 90 days will be considered as credit impaired.

Loss rates are calculated using a 'roll rate' method based on the probability of a receivable progressing through successive stages of delinquency to 90 days past due.

Loss rates are based on actual credit loss experience over the past three years.

In respect of trade receivables arising from the sale of development properties, the Group retains the legal title to all properties sold until the full contracted sales value is settled. As such, under normal circumstances, the amounts due from property purchasers are not impaired.

The following table provides information about the exposure to credit risk and ECLs for trade receivables.

	Gross carrying amount RM'000	Loss allowance RM'000	Net balance RM'000
Group			
2024			
Current (not past due)	21,606	–	21,606
1 – 30 days past due	194	–	194
31 – 60 days past due	149	–	149
61 – 90 days past due	43	–	43
	21,992	–	21,992
Credit impaired			
More than 90 days past due	443	(114)	329
Individually impaired	351	(351)	–
Trade receivables	22,786	(465)	22,321

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.4 Credit risk (cont'd)

Trade receivables (cont'd)

Recognition and measurement of impairment losses (cont'd)

The following table provides information about the exposure to credit risk and ECLs for trade receivables. (cont'd)

Group	Gross carrying amount RM'000	Loss allowance RM'000	Net balance RM'000
2023			
Current (not past due)	8,872	–	8,872
1 – 30 days past due	276	–	276
31 – 60 days past due	106	–	106
61 – 90 days past due	127	–	127
	9,381	–	9,381
Credit impaired			
More than 90 days past due	438	(114)	324
Individually impaired	351	(351)	–
Trade receivables	10,170	(465)	9,705

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

Group	Lifetime ECL RM'000	Credit impaired RM'000	Total RM'000
Balance at 1 April 2022	42	423	465
Net loss on impairment on financial assets at amortised cost	(42)	42	–
Balance at 31 March 2023/1 April 2023/ 31 March 2024	–	465	465

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.4 Credit risk (cont'd)

Cash and cash equivalents

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

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

Other receivables

Credit risks on other receivables are mainly arising from receivables from a joint venture partner and earnest deposit on the purchase of lands. The Group manages the credit risk on the receivables from joint venture partner together with the landowner's entitlement payable to the joint venture partner. The earnest deposit will be received from the solicitor upon termination of the sales and purchase agreement on the lands.

As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statement of financial position. The Group did not recognised any allowance for impairment losses.

Financial guarantees

Risk management objectives, policies and processes for managing the risk

The Company provides financial guarantees to banks in respect of credit facilities granted to certain subsidiaries. The Company also issued letters of financial support to certain subsidiaries and has indicated its willingness to provide continuing financial support to these subsidiaries. The Company monitors on an ongoing basis the results of the subsidiaries and repayments made by the subsidiaries.

Exposure to credit risk, credit quality and collateral

The maximum exposure to credit risk amounts to RM217,954,000 (2023: RM196,336,000) representing the outstanding credit facilities of the subsidiaries.

As at the end of the reporting period, there was no indication that any subsidiary would default on repayment. Accordingly, the financial guarantees have not been recognised since the fair value on initial recognition was not material.

Recognition and measurement of impairment loss

The Company determines the probability of default of the financial guarantees individually using internal information available.

No allowance for impairment losses is made for financial guarantees as at the end of the reporting period.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.4 Credit risk (cont'd)

Inter-company balances

Risk management objectives, policies and processes for managing the risk

The Group has trade balances with related parties. The Company provides unsecured advances to subsidiaries. The Group and the Company monitor the results of the related parties and subsidiaries regularly.

Exposure to credit risk, credit quality and collateral

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

Recognition and measurement of impairment loss

Generally, the Group and the Company consider trade balances with related parties and unsecured advances to subsidiaries have low credit risk. The Group and the Company assume that there is a significant increase in credit risk when a related party's or a subsidiary's financial position deteriorates significantly. As the Group and the Company are able to determine the timing of payments of the related parties' trade balances and subsidiaries' advances when they are payable, the Group and the Company consider the trade balances and unsecured advances to be in default when the related parties and subsidiaries are not able to pay when demanded. The Group and the Company consider a related party's trade balance and a subsidiary's unsecured advance to be credit impaired when:

- The related party or subsidiary is unlikely to repay its trade balance and unsecured advance to the Group or the Company in full; or
- The related party or subsidiary is continuously loss making and is having a deficit shareholders' fund.

The Group and the Company determine the probability of default for these trade balances and unsecured advances individually using internal information available.

The following table provides information about the exposure to credit risk and ECLs for related parties' trade balances and subsidiaries' unsecured advances.

	Gross carrying amount RM'000	Impairment loss allowance RM'000	Net balance RM'000
Group			
2024			
Low credit risk	330	–	330
2023			
Low credit risk	68	–	68
Company			
2024			
Low credit risk	83	–	83
2023			
Low credit risk	60,543	–	60,543

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.4 Credit risk (cont'd)

Highly liquid investments

Risk management objectives, policies and processes for managing the risk

Investments of the Group are restricted to highly liquid investments with an insignificant risk of changes in value.

Exposure to credit risk, credit quality and collaterals

As at the end of the reporting period, the Group has only placed highly liquid investments domestically. The maximum exposure to credit risk is represented by the carrying amounts in the statements of financial position.

The bank has low credit risks. The Group is of the view that no loss allowance is necessary.

26.5 Liquidity risk

Liquidity risk is the risk that the Group and the Company will not be able to meet its financial obligations as they fall due. The Group's and the Company's exposure to liquidity risk arises principally from its various payables, loans and borrowings.

The Group and the Company maintain a level of cash and cash equivalents and bank facilities deemed adequate by the management to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due.

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.5 Liquidity risk (cont'd)

Maturity analysis

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

Group	Carrying amount RM'000	Contractual interest rate per annum %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 2 years RM'000	2 - 5 years RM'000	More than 5 years RM'000
2024							
<i>Non-derivative financial liabilities</i>							
Trade and other payables	127,443	–	127,443	99,564	27,879	–	–
Secured revolving credit	30,000	3.96	30,000	30,000	–	–	–
Secured term loans	187,954	4.22 - 4.81	232,148	13,944	22,240	111,718	84,246
	345,397		389,591	143,508	50,119	111,718	84,246
2023							
<i>Non-derivative financial liabilities</i>							
Trade and other payables	117,396	–	117,396	92,150	25,246	–	–
Secured revolving credit	20,000	3.96	20,000	20,000	–	–	–
Secured term loans	176,336	4.20 - 4.47	220,346	11,020	12,643	93,941	102,742
	313,732		357,742	123,170	37,889	93,941	102,742

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.5 Liquidity risk (cont'd)

Maturity analysis (cont'd)

Company	Carrying amount RM'000	Contractual interest rate per annum %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 2 years RM'000	2 - 5 years RM'000	More than 5 years RM'000
2024							
<i>Non-derivative financial liabilities</i>							
Other payables	1,860	-	1,860	1,860	-	-	-
Financial guarantees	-	-	217,954	217,954	-	-	-
	1,860		219,814	219,814	-	-	-
2023							
<i>Non-derivative financial liabilities</i>							
Other payables	7,429	-	7,429	7,429	-	-	-
Financial guarantees	-	-	196,336	196,336	-	-	-
	7,429		203,765	203,765	-	-	-

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.6 Market risk

Market risk is the risk that changes in market prices, such as interest rates and other prices that will affect the Group's financial position or cash flows.

26.6.1 Interest rate risk

The Group's fixed rate receivables are exposed to a risk of change in their fair value due to changes in interest rates. The Group's variable rate borrowings are exposed to a risk of change in cash flows due to changes in interest rates. Short term receivables and payables are not significantly exposed to interest rate risk.

Risk management objectives, policies and processes for managing the risk

The Group adopts a practice to continuously seek alternative banking facilities which provide competitive interest rates to finance and/or refinance its working capital requirements.

Exposure to interest rate risk

The interest rate profile of the Group's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period are as follows:

	Group	
	2024	2023
	RM'000	RM'000
Fixed rate instruments		
Financial assets	31,910	17,560
Floating rate instruments		
Financial liabilities	(217,954)	(196,336)

Interest rate risk sensitivity analysis

Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.6 Market risk (cont'd)

26.6.1 Interest rate risk (cont'd)

Cash flow sensitivity analysis for variable rate instruments

A change of 50 basis points ("bp") in interest rates at the end of the reporting period would have (decreased)/increased post-tax profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remained constant.

Group	Post-tax profit or loss			
	50 bp increase 2024 RM'000	50 bp decrease 2024 RM'000	50 bp increase 2023 RM'000	50 bp decrease 2023 RM'000
Floating rate instruments	(828)	828	(746)	746

26.6.2 Other price risk

The Group is not exposed to any other price risk.

26.7 Fair value information

The carrying amounts of cash and cash equivalents, short term receivables and payables and short term borrowings approximate their fair values due to the relatively short term nature of these financial instruments.

The table below analyses financial instrument not carried at fair value for which fair value is disclosed, together with their values and carrying amounts shown in the statement of financial position.

Group	Fair value of financial instruments not carried at fair value			Total fair value RM'000	Carrying amount RM'000
	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000		
2024					
Financial liabilities					
RCPS	–	–	(4,767)	(4,767)	(4,767)
Secured term loans	–	–	(182,276)	(182,276)	(187,954)
	–	–	(187,043)	(187,043)	(192,721)
2023					
Financial liabilities					
RCPS	–	–	(14,567)	(14,567)	(14,567)
Secured term loans	–	–	(173,646)	(173,646)	(176,336)
	–	–	(188,213)	(188,213)	(190,903)

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. FINANCIAL INSTRUMENTS (CONT'D)

26.7 Fair value information (cont'd)

Company	Fair value of financial instruments not carried at fair value			Total fair value RM'000	Carrying amount RM'000
	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000		
2024					
Financial liabilities					
RCPS	–	–	(4,767)	(4,767)	(4,767)
<hr/>					
2023					
Financial liabilities					
RCPS	–	–	(14,567)	(14,567)	(14,567)
<hr/>					

Level 3 fair value

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

Financial instruments not carried at fair value

Type	Description of valuation technique and inputs used
Retention sum receivables, RCPS	The carrying amounts of the retention sum receivables and RCPS reasonably approximate fair value due to the most recent available information is not sufficient to determine fair value.
Secured term loans	Discounted cash flows using a rate based on the current market rate of borrowing of the Group at the reporting date.

Valuation processes applied by the Group for Level 3 fair value

Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the end of the reporting period. The market rate of interest of loans and borrowings is determined by reference to similar borrowing arrangements.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

27. CAPITAL MANAGEMENT

The Group's objectives when managing capital is to maintain a strong capital base and safeguard the Group's ability to continue as a going concern, so as to maintain investors, creditors and market confidence and to sustain future development of the business.

The debt-to-equity ratios at 31 March 2024 and at 31 March 2023 were as follows:

	Note	Group	
		2024 RM'000	2023 RM'000
Total borrowings	15	217,954	196,336
Less: Cash and cash equivalents	12	(90,704)	(158,012)
Net debt		127,250	38,324
Total equity		708,391	634,973
Debt-to-equity ratios		0.18	0.06

There were no changes in the Group's approach to capital management during the financial year.

Under the requirement of Bursa Malaysia Practice Note No. 17/2005, the Group is required to maintain a consolidated shareholders' equity equal to or not less than the 25 percent of the issued and paid-up capital and such shareholders' equity is not less than RM40,000,000. The Group has complied with this requirement.

28. RELATED PARTIES

Significant related party transactions

Related party transactions have been entered into in the normal course of business under negotiated terms. The significant related party transactions of the Group and the Company is shown below. The balances related to the below transactions are shown in Notes 11 and 17.

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
A. Subsidiaries				
Dividend income				
- Kerjaya Property Sdn. Bhd.	-	-	122,256	20,000
- Kerjaya Hotel Sdn. Bhd.	-	-	50,000	-
- Desanda Property Sdn. Bhd.	-	-	16,304	-
Payment on behalf (by)/for				
- Kerjaya Property Sdn. Bhd.	-	-	(7,353)	(24,441)
- KP Education Sdn. Bhd.	-	-	31	-

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

28. RELATED PARTIES (CONT'D)

Significant related party transactions (cont'd)

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
B. Entities in which certain Directors have interest				
Kerjaya Prospek (M) Sdn. Bhd.				
- Construction contract	(180,394)	(139,212)	-	-
- Hospitality revenue	234	342	-	-
- Rental income	-	12	-	-
Dekad Intelek Sdn. Bhd.				
- Rental expenses	(242)	(223)	-	-
Pampas Sky Dining Sdn. Bhd.				
- Rental income	-	270	-	-
- Electricity revenue	-	88	-	-
C. Key management personnel				
Dato' Tee Eng Seng, a Director				
- Rental expenses	(162)	(148)	-	-
Datin Toh Siew Chuon, a Director				
Rental expenses	(86)	(79)	-	-
Directors of the Company:				
- Fees	138	138	138	138
- Remuneration	1,835	1,669	19	21
	1,973	1,807	157	159
Other Directors of the Group:				
- Remuneration	942	858	-	-
	2,915	2,665	157	159

29. SUBSEQUENT EVENTS

On 22 April 2024, the Company incorporated Kerjaya Property JV Sdn. Bhd. ("KPJV"), with cash consideration of RM1 comprising of 1 ordinary share.

On 9 May 2024, KPJV entered into a Joint Venture Agreement with Aspen Vision City Sdn. Bhd. ("AVC") for the purpose of jointly developing freehold land situated in Aspen Vision City, Batu Kawan and held under Geran 185665 known as Lot 21895 in Mukim 13, Daerah Seberang Perai Selatan, Negeri Pulau Pinang via a special purpose vehicle ("SPV") wherein KPJV and AVC will hold 70% and 30% shares in the SPV respectively.

STATEMENT BY DIRECTORS

PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT 2016

In the opinion of the Directors, the financial statements set out on pages 85 to 143 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 March 2024 and of their financial performance and cash flows for the financial year then ended.

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

.....
Datin Toh Siew Chuon

Director

.....
Dato' Tee Eng Seng

Director

Petaling Jaya

Date: 26 July 2024

STATUTORY DECLARATION

PURSUANT TO SECTION 251(1)(B) OF THE COMPANIES ACT 2016

I, Datin Toh Siew Chuon, the Director primarily responsible for the financial management of Kerjaya Prospek Property Berhad, do solemnly and sincerely declare that the financial statements set out on pages 85 to 143 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the abovenamed Datin Toh Siew Chuon, NRIC: 660508-13-5074, in Petaling Jaya, Selangor on 26 July 2024.

.....
Datin Toh Siew Chuon

Before me:

Siti Sarah Binti Mohamed @ Mahmud

License No. B821

Commissioner of Oaths

Petaling Jaya, Selangor

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF KERJAYA PROSPEK PROPERTY BERHAD

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Kerjaya Prospek Property Berhad, which comprise the statements of financial position as at 31 March 2024 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 85 to 143.

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, IFRS Accounting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards") and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our auditors' 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.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Key Audit Matters (cont'd)

Key Audit Matter for the Group

Accuracy of the estimated budgeted cost to complete property development projects	
Refer to Note 9 – Inventories and Note 10 – Contract with customers	
The key audit matter	How the matter was addressed in our audit
<p>We identified accuracy of the estimated budgeted cost to complete property development projects as the key audit matter due to:-</p> <p>i) potential cost overruns for properties under development where any expected loss on a development project shall be recognised as write down of inventories (properties under development) or adjusted in the transaction price, including potential foreseeable loss and delays in progress of work; and</p> <p>ii) significant judgement and estimation involved in preparing the estimates of total budgeted costs to complete a project.</p> <p>Any over or understatement of forecast costs could result in a material variance in the amount of profit or loss recognised to date and in the current year.</p>	<p>We performed the following audit procedures, among others:</p> <ul style="list-style-type: none"> evaluated the appropriateness of the projects' budgeted costs by reviewing the basis of preparation and comparing to available letter of awards, contracts and variations orders; challenged the reasonableness of the project's budget and key assumptions used which includes expected recovery of variations, claims and compensations events, by taking into account of our own expectations based on historical performance and industry knowledge, including obtaining and assessing information provided by management to determine whether the forecast assumptions are consistent with the terms of the relevant contracts; and evaluated the accuracy of profit being recognised in the profit or loss, including assessing any foreseeable losses due to cost overruns and/or delays arising from late delivery of vacant possession to purchasers by reviewing the contractual delivery dates of the signed agreements against the management's estimated delivery dates and progress reports.

Key Audit Matter for the Company

We have determined that there is no key audit matter in the audit of the financial statements of the Company to be communicated in our Auditors' Report.

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 annual report 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 annual report and, in doing so, consider whether the annual report 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 the annual report, we are required to report that fact. We have nothing to report in this regard.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Responsibilities of the Directors for the Financial Statements

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

- i) 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.
- ii) 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 internal control of the Group and of the Company.
- iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- iv) 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 ability of the Group or of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- v) Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that gives a true and fair view.
- vi) Obtain sufficient 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.

INDEPENDENT AUDITORS' REPORT (CONT'D)

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

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 auditors' report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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.

.....
KPMG PLT
(LLP0010081-LCA & AF 0758)
Chartered Accountants

.....
Chew Beng Hong
Approval Number: 02920/02/2026 J
Chartered Accountant

Date: 26 July 2024

TOP 10 LIST OF PROPERTIES

AS AT 31 MARCH 2024

No	Address/Location	Description/ Existing Use	Total Land Area/Built-up Area (sq metres)	Tenure	Approximate Age of Building (Years)	Net Book Value as at 31/3/2024 (RM'000)	Date of Acquisition/ Date of Revaluation
1	Bloomsvale@Old Klang Road, Jalan Puchong, 58200 Kuala Lumpur	Mixed development	18,102	Freehold	N/A	266,026	8-Nov-2018
2	Swiss Garden Hotel Melaka, The Shore @ Melaka River, Jalan Persisiran Bunga Raya, 75300 Melaka Bandaraya Bersejarah	Hotel	27,947	Freehold	10	106,078	10-Nov-2014
3	PN3664, Lot 19, Seksyen 13, Bandar Petaling Jaya, Petaling, Selangor	Vacant land	20,772	99 years leasehold land, expiring 10 April 2067	N/A	92,557	13-Jan-2022
4	G Residence, No. 8, Jalan Mutiara 7, Taman Perindustrian Plentong, 81750 Masai, Johor	Mixed development	20,081	Freehold	4	78,726	12-Mar-2020
5	Tower 1, Tower 3 and Tower 3A, The Shore @ Melaka River, Jalan Persisiran Bunga Raya, 75300 Melaka Bandaraya Bersejarah	Mixed development	33,527	Freehold	10	72,500	10-Nov-2014
6	Lot 30259 and 201 562, Mukim Setapak, Daerah Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur	Vacant land	9,092	Freehold	N/A	49,972	6-May-2021
7	PN113068, Lot 87285, Damansara Damai, Mukim Sungai Buloh, Petaling, Selangor	Vacant land	26,310	99 years leasehold land, expiring on 26 February 2116	N/A	46,459	27-Jan-2022

TOP 10 LIST OF PROPERTIES (CONT'D)

No	Address/Location	Description/ Existing Use	Total Land Area/Built-up Area (sq metres)	Tenure	Approximate Age of Building (Years)	Net Book Value as at 31/3/2024 (RM'000)	Date of Acquisition/ Date of Revaluation
8	Lot 29688-29715, Jalan Impian 5 and Jalan Impian 6, 47000 Kuang, Selangor	Vacant land	62,188	Freehold and 99 years leasehold land, expiring on 15 December 2111	N/A	33,474	31-May-2019
9	PNT20015, Lot 10460, Seksyen 15, Bandar Shah Alam, Petaling, Selangor	Mixed development	8,993	99 years leasehold land, expiring on 26 September 2106	N/A	29,113	31-Mar-2019
10	HS(D)50861, PT 6025, Mukim 13, Daerah Seberang Perai Selatan, Negeri Pulau Pinang	Vacant land	19,700	Freehold	N/A	29,079	28-Dec-2022

ANALYSIS OF SHAREHOLDINGS

AS AT 28 JUNE 2024

Issued Shares	:	540,142,339 Ordinary Shares (“OS”) and 1,918,054,651 Redeemable Convertible Preference Shares (“RCPS”)
Class of Shares	:	OS (Listed Securities) RCPS (Non-listed Securities)
Treasury shares	:	32,500,800 treasury shares held by the Company
Voting Rights for OS	:	One vote per shareholder on a show of hands or one vote per OS on a poll
Voting Rights for RCPS	:	One vote per shareholder on a show of hands or one vote per RCPS on a poll at such class meeting of the RCPS. The RCPS holder has no right to vote at any general meeting of the ordinary shareholders except with regards to any proposal to reduce the capital of the Company, to dispose of the whole of the Company’s property, business and/or undertakings, to wind-up the Company and any time during the winding-up of the Company

ANALYSIS OF LISTED SECURITIES BY SIZE OF HOLDINGS AS AT 28 JUNE 2024 (WITHOUT AGGREGATING SECURITIES FROM DIFFERENT SECURITIES ACCOUNT BELONGING TO THE SAME PERSON)

Size of Shareholdings	No. of Shareholders	% of Shareholders	No. of OS*	% of Issued OS*
Less than 100	531	12.383	17,535	0.003
100 to 1,000	454	10.587	255,854	0.050
1,001 to 10,000	1,958	45.662	10,046,316	1.979
10,001 to 100,000	1,122	26.166	37,035,592	7.295
100,001 to less than 5% of issued shares	222	5.177	132,456,494	26.092
5% and above of issued shares	1	0.023	327,829,748	64.578
Total	4,288	100.000	507,641,539	100.000

Note:

* Exclude a total of 32,500,800 treasury shares retained by the Company as per record of depositors as at 28 June 2024

THE 30 LARGEST SECURITIES ACCOUNT HOLDERS AS AT 28 JUNE 2024 (WITHOUT AGGREGATING SECURITIES FROM DIFFERENT SECURITIES ACCOUNT BELONGING TO THE SAME PERSON)

No.	Holder Name	No. of OS*	% of Issued OS*
1.	JAWAWANA SDN BHD	327,829,748	64.578
2.	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR JAWAWANA SDN BHD (BDA)	20,500,000	4.038
3.	AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT - AMBANK (M) BERHAD FOR JAWAWANA SDN BHD (SMART)	17,520,300	3.451
4.	ANG SWEE KUANG	5,000,000	0.984
5.	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR KOON YEW YIN (6000051)	4,204,500	0.828

ANALYSIS OF SHAREHOLDINGS (CONT'D)

THE 30 LARGEST SECURITIES ACCOUNT HOLDERS AS AT 28 JUNE 2024 (WITHOUT AGGREGATING SECURITIES FROM DIFFERENT SECURITIES ACCOUNT BELONGING TO THE SAME PERSON) (CONT'D)

No.	Holder Name	No. of OS*	% of Issued OS*
6.	MAYBANK NOMINEES (TEMPATAN) SDN BHD ETIQA LIFE INSURANCE BERHAD (GROWTH)	2,662,800	0.524
7.	IFAST NOMINEES (TEMPATAN) SDN BHD GLOBAL SUCCESS NETWORK SDN BHD	2,050,000	0.403
8.	MAYBANK NOMINEES (TEMPATAN) SDN BHD ETIQA LIFE INSURANCE BERHAD (DANA EKT PRIMA)	1,723,700	0.339
9.	TAN KIM HENG	1,654,320	0.325
10.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EMPLOYEES PROVIDENT FUND BOARD (PHEIM)	1,654,100	0.325
11.	KONG CHEE HENG	1,560,000	0.307
12.	CHIAU BENG SOO	1,450,000	0.285
13.	CHIAU BENG TEIK	1,450,000	0.285
14.	DOH JEE CHAI	1,445,400	0.284
15.	KONG CHEE HENG	1,400,000	0.275
16.	YEL CONSTRUCTION SDN BHD	1,400,000	0.275
17.	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR YAP BOOI LEK (E-IMO/BCM)	1,363,700	0.268
18.	MAYBANK NOMINEES (TEMPATAN) SDN BHD KHOO ENG SENG	1,320,000	0.260
19.	HLIB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR WONG FAI TAT	1,310,000	0.258
20.	LEW MING KIET	1,175,160	0.231
21.	YAP NAM FEE	1,156,300	0.227
22.	TAN AH HOI	1,093,400	0.215
23.	NG SAW ENG	1,070,000	0.210
24.	CHIN CHIN SEONG	1,060,000	0.208
25.	LUM KWOK WENG @ LUM KOK WENG	1,050,000	0.206
26.	TAN SOO HAN	1,026,000	0.202
27.	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR ONG YOONG NYOCK (8039533)	1,000,000	0.196
28.	HLB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR ONG YOONG NYOCK	1,000,000	0.196
29.	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR YAP BOOI LEK (E-IMO/BCM)	1,000,000	0.196
30.	MAYBANK NOMINEES (TEMPATAN) SDN BHD ETIQA LIFE INSURANCE BERHAD (BALANCE)	967,000	0.190
TOTAL		409,096,428	80.587

Note:

* Exclude a total of 32,500,800 treasury shares retained by the Company as per record of depositors as at 28 June 2024.

ANALYSIS OF SHAREHOLDINGS (CONT'D)

DIRECTORS' SHAREHOLDINGS IN THE COMPANY

(as per the Register of Directors' Shareholdings as at 28 June 2024)

Name of Directors	Direct	No. of OS held			No. of RCPS held	
		%	Indirect	%	Indirect	%
Datin Toh Siew Chuon	–	–	365,850,048 ⁽¹⁾	72.069 ⁽¹⁾	1,918,054,651 ⁽¹⁾	100.00 ⁽¹⁾
Dato' Tee Eng Seng	–	–	365,850,048 ⁽¹⁾	72.069 ⁽¹⁾	1,918,054,651 ⁽¹⁾	100.00 ⁽¹⁾
Kuan Ying Tung	–	–	–	–	–	–
Ir. Low Wu Shin	–	–	–	–	–	–
Tee Sun Ee	207,300	0.041	–	–	–	–

Note:-

⁽¹⁾ Deemed interested by virtue of their interest in Jawawana Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016

SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS IN THE COMPANY

(as per the Register of Substantial Shareholders as at 28 June 2024)

Name of Substantial Shareholders	Direct	No. of OS Held		
		%	Indirect	%
Jawawana Sdn. Bhd.	365,850,048	72.069	–	–
Datuk Tee Eng Ho	–	–	365,850,048 ⁽¹⁾	72.069 ⁽¹⁾
Datin Toh Siew Chuon	–	–	365,850,048 ⁽¹⁾	72.069 ⁽¹⁾
Dato' Tee Eng Seng	–	–	365,850,048 ⁽¹⁾	72.069 ⁽¹⁾

Note:-

⁽¹⁾ Deemed interested by virtue of their interest in Jawawana Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016

DIRECTORS' SHAREHOLDINGS IN A RELATED CORPORATION, JAWAWANA SDN. BHD.

(as per the Register of Directors' Shareholdings as at 28 June 2024)

	Direct	
	No. of Ordinary Shares held	%
Datin Toh Siew Chuon	2,500,000	25.00
Dato' Tee Eng Seng	5,000,000	50.00
Datuk Tee Eng Ho*	2,500,000	25.00

Note:

* Not a director of Kerjaya Prospek Property Berhad.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 31st Annual General Meeting of the Company will be held virtually through live streaming from Kerjaya Prospek Property Berhad of C-34-01, Menara Vista Petaling, 137, Jalan Puchong, 58200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur as the Broadcast Venue and via a remote participation and voting facilities via Tricor's TIH Online website provided by Tricor Investor & Issuing House Services Sdn. Bhd. in Malaysia at <https://tiih.online> on Wednesday, 28 August 2024 at 11.00 a.m. or at any adjournment thereof to transact the following businesses:-

AGENDA

1. To receive the Audited Financial Statements for the financial year ended 31 March 2024 and the Reports of Directors and Auditors thereon.
2. To approve the payment of Directors' fees to the Non-Executive Directors of RM145,000 in respect of the financial year ended 31 March 2024. *Ordinary Resolution 1*
3. To approve the payment of Directors' benefits (excluding Directors' fees) to the Non-Executive Directors up to an amount of RM50,000 from 29 August 2024 until the next annual general meeting of the Company. *Ordinary Resolution 2*
4. To re-elect the following Directors, who retire pursuant to the Company's Constitution:-
 - (i) Kuan Ying Tung (Article 95) *Ordinary Resolution 3*
 - (ii) Tee Sun Ee (Article 95) *Ordinary Resolution 4*
5. To appoint KPMG PLT as Auditors of the Company and authorise the Directors to determine their remuneration. *Ordinary Resolution 5*
6. To consider and if thought fit, to pass the following Ordinary Resolutions, with or without modifications:-

(A) AUTHORITY TO ALLOT SHARES

"THAT subject always to the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby authorised pursuant to Section 75 of the Companies Act 2016 to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be allotted pursuant to this Resolution does not exceed 10% of the total number of issued shares of the Company for the time being."

Ordinary Resolution 6

(B) PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

"THAT subject always to the Companies Act 2016 ("**Act**"), provisions of the Company's Constitution and the requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and any other relevant approvals, the Directors of the Company be and are hereby authorised to purchase the Company's ordinary shares ("**Shares**") through Bursa Securities, subject to the following:-

Ordinary Resolution 7

- (a) The maximum number of Shares which may be purchased by the Company shall not exceed ten per centum (10%) of the total number of issued Shares of the Company at any point in time;
- (b) The maximum fund to be allocated by the Company for the purpose of purchasing its Shares shall not exceed the retained profits of the Company;

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

(B) PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY (CONT'D)

- (c) The authority conferred by this resolution will be effective upon passing of this resolution and will continue in force until:-
- (i) the conclusion of the next Annual General Meeting (“AGM”) of the Company, at which time it will lapse, unless by ordinary resolution passed at that meeting, the authority is renewed; or
 - (ii) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act); or
 - (iii) the authority is revoked or varied by an ordinary resolution passed by the shareholders in general meeting;
- whichever occurs first;
- (d) Upon completion of the purchase(s) of the Shares by the Company, the Shares shall be dealt with in the following manner as the Directors of the Company may decide:-
- (i) cancel the Shares so purchased; or
 - (ii) retain the Shares so purchased as treasury shares; or
 - (iii) retain part of the Shares so purchased as treasury shares and/or cancel the remainder of the Shares/ treasury shares; or
 - (iv) distribute the treasury shares as dividends to shareholders; or
 - (v) resell the treasury shares or any of the treasury shares on Bursa Securities in accordance with the relevant rules of Bursa Securities; or
 - (vi) transfer the treasury shares or any of the treasury shares for the purposes of or under an employees' share scheme; or
 - (vii) transfer the treasury shares or any of the treasury shares as purchase consideration; or
 - (viii) sell, transfer or otherwise use the treasury shares for such other purposes as the Minister charged with the responsibility for companies may by order prescribe.

THAT the Directors of the Company be and are hereby authorised to take all such steps and enter into all agreements, arrangements and guarantees with any party or parties as are necessary to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time to implement or to effect the purchase of its own shares.”

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

(C) PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

"THAT, subject to the Companies Act 2016 ("**Act**"), the Constitution of the Company and the Bursa Malaysia Securities Berhad Main Market Listing Requirements, approval be and is hereby given to the Company and its subsidiaries ("**KPPROP Group**") to enter into all transactions involving the interests of Directors, major shareholders or persons connected with Directors and/or major shareholders of the Group ("**Related Parties**") as specified in Section 2.2.2 of the Circular to Shareholders dated 29 July 2024 in relation to the Proposed Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("**Recurrent RPTs**") provided that such transactions are:-

Ordinary Resolution 8

- (i) recurrent transactions of a revenue or trading nature;
- (ii) necessary for the day-to-day operations;
- (iii) carried out in the ordinary course of business on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (iv) are not to the detriment of the minority shareholders,

("RRPT Mandate").

AND THAT such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("**AGM**") of the Company, at which time it will lapse, unless by ordinary resolution passed at that meeting, the authority is renewed; or
- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) the authority is revoked or varied by ordinary resolution passed by the shareholders in general meeting; or

whichever is earlier; and the aggregate value of the Recurrent RPTs be disclosed in the annual report of the Company.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give full effect to the RRPT Mandate."

7. To transact any other business of which due notice shall have been received.

BY ORDER OF THE BOARD

SEOW FEI SAN (SSM Practising Certificate No. 201908002299)
MOK MEE KEE (SSM Practising Certificate No. 201908002288)
Secretaries

Petaling Jaya
29 July 2024

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

Notes:-

1. Virtual 31st AGM

- 1.1 *The 31st AGM of the Company will be held on a virtual basis whereby member(s), proxy(ies), corporate representative(s) or attorney(s) will have to attend the meeting virtually using the RPV facilities via the Tricor's TIH Online website provided by Tricor Investor & Issuing House Services Sdn. Bhd. at <https://tjih.online> ("Virtual Attendance").*
- 1.2 *For the purposes of determining a member who shall be entitled to attend and vote at the forthcoming 31st AGM, the Company shall be requesting the Record of Depositors as at **20 August 2024**. Only depositors whose names appear in the Record of Depositors as at **20 August 2024** shall be regarded as members and entitled to attend, speak and vote at the 31st AGM.*
- 1.3 *All member(s), proxy(ies), corporate representative(s) or attorney(s) who wish to attend the 31st AGM must register as a user with Tricor's TIH Online website first before registering for the Virtual Attendance. Please refer to the Administrative Guide for the procedures regarding the registration.*

2. Proxy

- 2.1 *A member (other than an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, entitled to attend and vote at the meeting is entitled to appoint a maximum of two (2) proxies to attend, participate, speak and vote on his/her behalf. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend, participate, speak and vote at the meeting of the Company shall have the same rights as the member to speak at the meeting.*
- 2.2 *Where a member appoints two (2) proxies, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.*
- 2.3 *Where a member of the Company is an exempt authorised nominee which holds shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**") as defined under the Securities Industry (Central Depositories) Act 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*
- 2.4 *The Proxy Form shall be signed by the appointer or his/her attorney duly authorised in writing or, if the member is a corporation, must be executed under its common seal or by its duly authorised attorney or officer.*
- 2.5 *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 forty-eight (48) hours before the time appointed for holding the Annual General Meeting or adjourned Annual General Meeting at which the person named in the appointment proposes to vote:*

In Hardcopy Form

The instrument appointing a proxy must be deposited at the office of the Share Registrar, 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 or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur at least forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.

By Electronic Form

*In the case of an appointment made via **TIH Online**, this proxy form must be deposited via **TIH Online** at <https://tjih.online>. Kindly refer to the Administrative Guide on the procedures for electronic lodgement of proxy form via TIH Online.*

- 2.6 *Last date and time for lodging the proxy form is Monday, 26 August 2024 at 11.00 a.m.*

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

Notes:- (cont'd)

3. Audited Financial Statements for the financial year ended 31 March 2024

The audited financial statements are laid before the members pursuant to Section 340(1) of the Companies Act 2016 ("Act"). The members' approval on the audited financial statements is not required and the same is for discussion only, hence, the matter will not be put for voting.

4. Ordinary Resolutions 1 and 2: Directors' fees and benefits payable to the Non-Executive Directors

Pursuant to Section 230(1) of the Act, the fees of the directors and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. In this respect, the Board agreed that the shareholders' approval shall be sought at the 31st AGM on the Directors' fees and benefits payable to the Non-Executive Directors in two (2) separate resolutions as below:-

- Ordinary Resolution 1 on payment of Directors' fees in respect of the financial year ended 31 March 2024; and
- Ordinary Resolution 2 on payment of Directors' benefits (excluding Directors' fees) from 29 August 2024 to the next AGM ("**Mandated Period**"). These are essentially the meeting allowance for attendance at Board meetings/Board Committee meetings/general meetings of the Company. The Board estimated that the fees to be incurred in respect of these Directors' benefits for the Mandated Period would not to exceed RM50,000 ("**2024 Directors' Benefits Mandate Limit**").

In the event the amount of the 2024 Directors' Benefits Mandate Limit is insufficient to pay the Non-Executive Directors for their services for the Mandated Period due to an increase in frequency of meetings and/or increase in Board size, the Board will seek the shareholders' approval in respect of the excess amount at the next AGM in 2025.

5. Ordinary Resolutions 3 and 4: Re-election of Directors

Article 95 of the Company's Constitution provides that an election of Directors shall take place each year. At the first annual general meeting of the Company, all the Directors shall retire from office, and at the annual general meeting in every subsequent year, one-third (1/3) of the Directors for the time being or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office and be eligible for re-election PROVIDED ALWAYS that all Directors shall retire from office at least once in every three (3) years but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires whether adjourned or not.

The Board endorsed the Nomination Committee ("**NC**")'s assessment in determining the eligibility of the Directors standing for re-election at the 31st AGM and having satisfied with the Directors' performances, accepted the NC's recommendation to seek shareholders' approval for the re-election of the retiring Directors at the 31st AGM. The retiring Directors, being eligible for re-election, have given their consent for re-election.

6. Ordinary Resolution 6: Authority to Allot Shares

The proposed Ordinary Resolution 6, if passed, will empower the Directors of the Company to allot and issue shares not exceeding 10% of the total number of the issued shares of the Company, subject to the approvals of all the relevant governmental and/or other regulatory bodies and for such purposes as the Directors consider would be in the interest of the Company.

The authority, if granted, will provide flexibility to the Company for any possible fundraising activities, including but not limited to further placing of shares, for purpose of funding future business expansion and investment activities / projects, working capital, repayment of bank borrowing and/or acquisitions.

As at the date of issuance of this Annual Report 2024, no new shares in the Company were issued pursuant to the authority granted to the Directors at the last AGM held on 25 August 2023 and which will lapse at the conclusion of the 31st AGM.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

Notes:- (cont'd)

7. Ordinary Resolution 7: Proposed Renewal of Share Buy-back Authority

The proposed Ordinary Resolution 7, if passed, will empower the Directors of the Company to purchase the Company's ordinary shares of up to ten percent (10%) of the total number of issued shares of the Company by utilising the funds allocated which shall not exceed the total retained earnings of the Company.

For further information on the proposed renewal of share buy-back authority, please refer to the Circular to Shareholders dated 29 July 2024, which is available on the Company's website at www.kpproperty.com.my or web link at <http://ir2.chartnexus.com/kpproperty/agm>.

8. Ordinary Resolution 8: Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The proposed Ordinary Resolution 8, if passed, will enable the Company and/or its subsidiaries to enter into recurrent transactions involving the interests of Related Parties, which are of a revenue or trading nature and necessary for the Group's day-to-day operations, subject to the transactions being carried out in the ordinary course of business and on terms not to the detriment of the minority shareholders of the Company. Further information on the proposed shareholders' mandate for recurrent related party transactions of a revenue or trading nature is set out in the Circular to Shareholders dated 29 July 2024, which is available on the Company's website at www.kpproperty.com.my or web link at <http://ir2.chartnexus.com/kpproperty/agm>.

ADMINISTRATIVE GUIDE

FOR THE THIRTY-FIRST ANNUAL GENERAL MEETING ("31ST AGM")

ADMINISTRATIVE GUIDE

THIRTY-FIRST ANNUAL GENERAL MEETING ("31ST AGM") OF KERJAYA PROSPEK PROPERTY BERHAD

Date	:	Wednesday, 28 August 2024
Time	:	11.00 a.m.
Broadcast Venue	:	C-34-01, Menara Vista Petaling, No. 137, Jalan Puchong 58200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur
Meeting Platform/ RPV Facilities	:	TIIH Online website at https://tiih.online provided by Tricor Investor & Issuing House Services Sdn Bhd in Malaysia

The 31st AGM will be conducted on a **virtual basis through live streaming and online remote voting** via Remote Participation and Voting ("RPV") facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd's ("Tricor") **TIIH Online** website at <https://tiih.online>.

The broadcast venue of the 31st AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the Meeting to be at the main venue of the meeting. No members/proxy(ies)/corporate representative(s) will be physically present at the meeting venue.

We **strongly encourage** you to attend the 31st AGM via the RPV facilities. Alternatively, you may also consider appointing the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 31st AGM.

RPV facilities

The RPV facilities are available on Tricor's **TIIH Online** website at <https://tiih.online>.

Members are to attend, speak (including posing questions to the Board of Directors ("Board")/Management of the Company in the form of real time submission of typed texts) and vote (collectively, "**participate**") remotely at the 31st AGM using RPV facilities provided by Tricor.

A member of the Company who has appointed a proxy or attorney or authorised representative to participate at this 31st AGM via RPV facilities must request his/her proxy or attorney or authorised representative to register himself/herself for RPV at Tricor's TIIH Online website at <https://tiih.online>.

Kindly refer to Procedures for RPV as set out below for the requirements and procedures.

ADMINISTRATIVE GUIDE (CONT'D)

Procedures to Remote Participation and Voting via RPV Facilities

Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the 31st AGM using the RPV facilities:

	Procedure	Action
BEFORE THE 31ST AGM DAY		
(a)	Register as an user with Tricor's TIH Online website	<ul style="list-style-type: none"> • Using your computer, access the website at https://tiah.online and register as an user under the "e-Services" select "Create Account by Individual Holder". Kindly refer to the tutorial guide posted on the homepage for assistance. • Registration as an user will be approved within one (1) working day and you will be notified via email. • If you are already an user with Tricor's TIH Online website, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at Tricor's TIH Online website.
(b)	Submit your registration for RPV	<ul style="list-style-type: none"> • Registration is open from Monday, 29 July 2024 until the day of 31st AGM on Wednesday, 28 August 2024. Member(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 31st AGM to ascertain their eligibility to participate in the 31st AGM using the RPV. • Login with your user ID and password and select the corporate event: "(Registration) KP PROPERTY 31ST AGM". • Read and agree to the Terms & Conditions and confirm the Declaration. • Select "Register for Remote Participation and Voting". • Review your registration and proceed to register. • System will send an e-mail to notify that your registration for remote participation is received and will be verified. • After verification of your registration against the General Meeting Record of Depositors as at 20 August 2024, the system will send you an e-mail after 26 August 2024 to approve or reject your registration for remote participation. <p><i>(Note: Please allow sufficient time for approval of new user of TIH Online and register for the RPV).</i></p>

ADMINISTRATIVE GUIDE (CONT'D)

Procedures to Remote Participation and Voting via RPV Facilities (cont'd)

Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the 31st AGM using the RPV facilities: (cont'd)

	Procedure	Action
ON THE DAY OF THE 31ST AGM (WEDNESDAY, 28 AUGUST 2024)		
(c)	Login to Tricor's TIIH Online website	<ul style="list-style-type: none"> Login with your user ID and password for remote participation at the 31st AGM at any time from 10.00 a.m. i.e. one (1) hour before the commencement of the 31st AGM on 11.00 a.m. on Wednesday, 28 August 2024.
(d)	Participate through Live Streaming	<ul style="list-style-type: none"> Select the corporate event: "(Live Stream Meeting) KP PROPERTY 31ST AGM" to engage in the proceedings of the 31st AGM remotely. If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will endeavour to respond to questions submitted by remote participants during the 31st AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.
(e)	Online Remote Voting	<ul style="list-style-type: none"> Voting session commences from 11.00 a.m. on Wednesday, 28 August 2024 until a time when the Chairman announces the end of the session. Select the corporate event: "(Remote Voting) KP PROPERTY 31ST AGM" or if you are on the live stream meeting page, you can select "GO TO REMOTE VOTING PAGE" button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account that represents your shareholdings. Indicate your votes for the resolutions that are tabled for voting. Confirm and submit your votes.
(f)	End of remote participation	<ul style="list-style-type: none"> Upon the announcement by the Chairman on the conclusion of the 31st AGM, the live streaming will end.

Note to users of the RPV facilities:

Should your registration for RPV be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.

The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.

In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, kindly call Tricor's Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 or e-mail to tiih.online@my.tricorglobal.com for assistance.

Pre-Meeting Submission of Questions to the Board of Directors

The Board recognises that the 31st AGM is a valuable opportunity for the Board to engage with members. In order to enhance the efficiency of the proceedings of the 31st AGM, members may in advance, before the 31st AGM, submit questions to the Board via Tricor's TIIH Online website at <https://tiih.online>, by selecting "e-Services" to login, post your questions and submit it electronically no later than **Monday, 26 August 2024 at 11.00 a.m.** The Board will endeavor to address the questions received at the 31st AGM.

ADMINISTRATIVE GUIDE (CONT'D)

Entitlement to Participate and Appointment of Proxy

Only members whose names appear on the Record of Depositors as at **20 August 2024** shall be eligible to attend, speak and vote at the 31st AGM or appoint a proxy(ies) and/or the Chairman of the Meeting to attend and vote on his/her behalf.

In view that the 31st AGM will be conducted on a virtual basis, a member can appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Form of Proxy.

If you wish to participate in the 31st AGM yourself, please do not submit any Form of Proxy for the 31st AGM. You will not be allowed to participate in the 31st AGM together with a proxy appointed by you.

Accordingly, form of proxy and/or documents relating to the appointment of proxy/corporate representative/attorney for the 31st AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Monday, 26 August 2024 at 11.00 a.m.:**

(a) In hard copy:

By hand or post to the office of the Share Registrar, 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 or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur;

(b) By electronic form:

All members can have the option to submit Form of Proxy electronically via TIH Online and the steps to submit are summarised below:

	Procedure	Action
i. Steps for Individual Members		
(a)	Register as a User with Tricor's TIH Online website	<ul style="list-style-type: none"> • Using your computer, please access the website at https://tiih.online. Register as a user under the "e-Services" and select "Create Account by Individual Holder". Please refer to the tutorial guide posted on the homepage for assistance. • Registration as a user will be approved within one (1) working day and you will be notified via e-mail. • If you are already a user with TIH Online, you are not required to register again.
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> • After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password. • Select the corporate event: "KP PROPERTY 31ST AGM – Submission of Proxy Form". • Read and agree to the Terms & Conditions and confirm the Declaration. • Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf. • Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairman as your proxy. • Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your vote. • Review and confirm your proxy(ies) appointment. • Print the Form of Proxy for your record.

ADMINISTRATIVE GUIDE (CONT'D)

Entitlement to Participate and Appointment of Proxy (cont'd)

(b) By electronic form: (cont'd)

All members can have the option to submit Form of Proxy electronically via TIIH Online and the steps to submit are summarised below: (cont'd)

	Procedure	Action
ii. Steps for Corporation or Institutional Members		
(a)	Register as an User with Tricor's TIIH Online website	<ul style="list-style-type: none"> • Access TIIH online at https://tiih.online • Under e-Services, the authorised or nominated representative of the corporation or institutional member selects "Create Account by Representative of Corporate Holder". • Complete the registration form and upload the required documents. • Registration will be verified, and you will be notified by email within one (1) to two (2) working days. • Proceed to activate your account with the temporary password given in the email and re-set your own password. <p><i>(Note: The representative of a corporation or institutional member must register as a user in accordance with the above steps before he/she can subscribe to this corporate member electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> • Login to Tricor's TIIH Online website at https://tiih.online • Select the corporate event: "KP PROPERTY 31ST AGM – Submission of Proxy Form". • Read and agree to the Terms & Conditions and confirm the Declaration. • Proceed to download the file format for "Submission of Proxy Form" in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxies by inserting the required data. • Proceed to upload the duly completed proxy appointment file. • Select "Submit" to complete your submission. • Print the confirmation report of your submission for your record.

Poll Voting at Meeting

The voting at the 31st AGM will be conducted on a poll pursuant to Paragraph 8.29A of the Bursa Malaysia Securities Berhad ("Bursa Securities") Listing Requirements.

Members/proxy(ies)/corporate representative(s)/attorney(s) can proceed to vote on the resolutions before the end of the voting session which will be announced by the Chairman of the Meeting and submit your votes at any time from the commencement of the 31st AGM at 11.00 a.m.. Kindly refer to "**Procedures to Remote Participation and Voting via RPV Facilities**" provided above for guidance on how to vote remotely via TIIH Online.

Upon completion of the voting session for the 31st AGM, the Scrutineers will verify the poll results followed by the Chairman to declare whether the resolutions are duly passed.

Results of the voting

The resolutions proposed at the 31st AGM and the results of the voting will be announced at the 31st AGM and subsequently via an announcement made by the Company through Bursa Securities' website at www.bursamalaysia.com.

ADMINISTRATIVE GUIDE (CONT'D)

No Breakfast / Lunch Pack, Door Gift or Food Voucher

There will be no distribution of breakfast/lunch packs, door gifts or food vouchers during the 31st AGM.

Annual Report 2024 and Circular to Shareholders dated 29 July 2024 in relation to Part A – Statement to the Shareholders in relation to the Proposed Renewal of the Share Buy-Back Authority; and Part B – Circular to Shareholders in relation to the Proposed Renewal of the Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Circular 2024")

The Annual Report 2024 and Circular 2024 are available on the Company's website at www.kpproperty.com.my and Bursa Securities's website at www.bursamalaysia.com under Company's announcements.

You may request for a printed copy of the Annual Report 2024 and Circular 2024 at <https://tiih.online> by selecting "Request for Annual Report/Circular" under the "Investor Services".

Kindly consider the environment before you decide to request for the printed copy of the Annual Report and Circular to Shareholders. The environmental concerns like global warming, deforestation, climate change and many more affect every human, animal and nation on this planet.

Recording Or Photography

Strictly NO unauthorised recording or photography of the proceedings of the 31st AGM is allowed.

Enquiry

If you have any enquiry prior to the meeting, please call our Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at +603-2783 9299 during office hours on Monday to Wednesday from 8:30 a.m. to 5:30 p.m. (except on public holiday).

Share Registrar – Tricor Investor & Issuing House Services Sdn Bhd

General Line	:	+603-2783 9299
Fax Number	:	+603-2783 9222
Email	:	is.enquiry@my.tricorglobal.com
Contact Persons	:	Mr. Jake Too : +603-2783 9285
	:	Mr. Aiman : +603-2783 9262

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PROXY FORM

I/We _____
(FULL NAME IN CAPITAL LETTER AND I/C NO. / COMPANY NO.)

of _____
(ADDRESS)

being a member/members of **KERJAYA PROSPEK PROPERTY BERHAD** ("Company") hereby appoint _____

_____ of
(FULL NAME IN CAPITAL LETTER AND I/C NO.)

_____ (ADDRESS)

or failing him/her, _____
(FULL NAME IN CAPITAL LETTER AND I/C NO.)

of _____
(ADDRESS)

or failing him/her, the CHAIRMAN OF THE MEETING as *my/our proxy, to vote for *me/us and on *my/our behalf at the 31st Annual General Meeting ("**31st AGM**") of the Company to be held virtually through live streaming from Kerjaya Prospek Property Berhad of C-34-01, Menara Vista Petaling, 137, Jalan Puchong, 58200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur as the Broadcast Venue and via a remote participation and voting facilities via Tricor's TIIH Online website provided by Tricor Investor & Issuing House Services Sdn. Bhd. in Malaysia at <https://tiih.online> on Wednesday, 28 August 2024 at 11.00 a.m. or at any adjournment thereof and to vote as indicated below:-

	ORDINARY RESOLUTIONS	FOR	AGAINST
1	To approve the Directors' fees		
2	To approve the Directors' benefits		
3	To re-elect Kuan Ying Tung as a Director of the Company		
4	To re-elect Tee Sun Ee as a Director of the Company		
5	To appoint KPMG PLT as Auditors of the Company		
6	To approve authority to allot shares		
7	To approve the proposed renewal of share buy-back authority		
8	To approve the proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature		

Please indicate with an "X" in the space above on how you wish to cast your vote. In the absence of specific directions, your proxy will vote or abstain as he/she thinks fit.

Dated this _____ day of _____ 2024

No. of ordinary shares held

For appointment of two proxies, percentage of shareholdings to be represented by the proxies:-

	No. of shares	Percentage
Proxy 1		
Proxy 2		
Total		

Signature of Member / Common Seal

NOTES:

1. Virtual 31st AGM

- 1.1 The 31st AGM of the Company will be held on a virtual basis whereby member(s), proxy(ies), corporate representative(s) or attorney(s) will have to attend the meeting virtually using the RPV facilities via the Tricor's TIIH Online website provided by Tricor Investor & Issuing House Services Sdn. Bhd. at <https://tiih.online> ("**Virtual Attendance**").
- 1.2 For the purposes of determining a member who shall be entitled to attend and vote at the forthcoming 31st AGM, the Company shall be requesting the Record of Depositors as at **20 August 2024**. Only depositors whose names appear in the Record of Depositors as at **20 August 2024** shall be regarded as members and entitled to attend, speak and vote at the 31st AGM.
- 1.3 All member(s), proxy(ies), corporate representative(s) or attorney(s) who wish to attend the 31st AGM must register as a user with Tricor's TIIH Online website first before registering for the Virtual Attendance. Please refer to the Administrative Guide for the procedures regarding the registration.

2. Proxy

- 2.1 A member (other than an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, entitled to attend and vote at the meeting is entitled to appoint a maximum of two (2) proxies to attend, participate, speak and vote on his/her behalf. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend, participate, speak and vote at the meeting of the Company shall have the same rights as the member to speak at the meeting.
- 2.2 Where a member appoints two (2) proxies, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
- 2.3 Where a member of the Company is an exempt authorised nominee which holds shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**") as defined under the Securities Industry (Central Depositories) Act 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- 2.4 The Proxy Form shall be signed by the appointor or his/her attorney duly authorised in writing or, if the member is a corporation, must be executed under its common seal or by its duly authorised attorney or officer.



- 2.5 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 forty-eight (48) hours before the time appointed for holding the Annual General Meeting or adjourned Annual General Meeting at which the person named in the appointment proposes to vote:

In Hardcopy Form

The instrument appointing a proxy must be deposited at the office of the Share Registrar, 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 or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur at least forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.

By Electronic Form

In the case of an appointment made via TIIH Online, this proxy form must be deposited via **TIIH Online** at <https://tiih.online>. Kindly refer to the Administrative Guide on the procedures for electronic lodgement of proxy form via **TIIH Online**.

- 2.6 Last date and time for lodging the proxy form is Monday, 26 August 2024 at 11.00 a.m.

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Stamp

The Share Registrar

KERJAYA PROSPEK PROPERTY BERHAD

Registration No.: 199401001358 (287036-X)

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

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Fold This Flap For Sealing

KERJAYA
PROSPEK
PROPERTY
BERHAD

199401001358 (287036-X)

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